



LUHARUKA MEDIA & INFRA LIMITED

(FORMERLY SPLASH MEDIA & INFRA LIMITED)

A- 301, HETAL ARCH, OPP. NATRAJ MARKET, S.V.ROAD, MALAD (WEST), MUMBAI - 400 064

TEL NO. : 2844 9765 / 2844 9767 • FAX : 022-2889 2527

E-mail : splashmedia7@yahoo.in • URL : www.splashmediainfra.com

CIN : L45400MH1987PLC044094

September 29, 2016

Manager
Department of Corporate Services
BSE Limited
Phirozee Jeejeeboy Towers
Dalal Street, Fort,
Mumbai - 400 001

Scrip Code: 512048

Dear Sir,

Sub: Annual Report pursuant to Regulation 34(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Ref: 35th Annual General Meeting ("AGM") of Luharuka Media & Infra Limited ("Company") held on September 26, 2016

Pursuant to Regulation 34(1) of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, we enclose herewith the Annual Report 2015-16. A copy of the same is being placed on the Company's Website.

We request you to kindly take the same on your records.

Thanking you,
Yours faithfully,

For Luharuka Media & Infra Limited


Ankur Agrawal
Director
DIN: 06408167
Encl: a/a



The cover features a teal background with white and gold wavy lines. The text is centered and uses a clean, sans-serif font.

35th

ANNUAL REPORT
Financial Year 2015-16

Luharuka Media & Infra Limited

(Formerly Splash Media & Infra Limited)

Registered Office Address : A-301, Hetal Arch, S. V. Road, Malad (West), Mumbai 400064.

LUHARUKA MEDIA & INFRA LIMITED

(Formerly Splash Media & Infra Limited)

Board of Directors

Mr. Ankur Agrawal	:	Managing Director
Ms. Deepika Agrawal	:	Non-Executive & Non-Independent Director
Mrs. Suchi Bansal	:	Independent Director
Mr. Devendra Lal Thakur	:	Independent Director

CIN: L45400MH1987PLC044094

Registered Office:

A-301, Hetal Arch,
Opp. Natraj Market, S.V. Road,
Malad (West), Mumbai 400064.
Tel.: 91-22-28449765/66, **Fax :** 91-22-28892527
Email: splashmedia7@yahoo.in
Website: www.luharukamediainfra.com

Statutory Auditors:

M/s SARA & Associates
Chartered Accountants
A-503, Vertex Vikas Building,
Above Mitra Nursing Home,
Sir M.V. Road, Andheri (East), Mumbai 400069

Internal Auditors

M/s Doogar & Associates
Chartered Accountants
A-304, Dalamal Towers
Nariman Point
Mumbai 400021

Registrar and ShareTransfer Agents:

Adroit Corporate Services Pvt. Ltd.
19/20, Jaferbhoy Industrial Estate, 1st Floor,
Makwana Road, Marol Naka,
Andheri (East), Mumbai 400059.
Tel.: (022) 28503748, **Fax :** (022) 25890942
Email : pratapp@adroitcorporate.com
Website : www.adroitcorporate.com

Bankers:

Union Bank of India
IDBI Bank

CONTENTS	PAGE NOS.
Notice	2-10
Directors' Report along & Annexures	11-30
Corporate Governance Report	31-44
CEO/ CFO Certification	45
Management Discussion & Analysis	46-48
Independent Auditor's Report	49-52
Balance Sheet	53
Profit and Loss Account	54
Cash Flow Statement	55
Significant Accounting Policies	56-57
Notes on Financial Statements	58-66

35 th Annual General Meeting	
Day & Date	Monday, September 26, 2016
Time	4.00 P.M.
Venue	Hotel Landmark, Link Road, Malad (West), Mumbai 400064.

NOTICE

NOTICE is hereby given that the 35th Annual General Meeting of **LUHARUKA MEDIA & INFRA LIMITED** will be held on Monday, September 26, 2016 at 4.00 p.m at Hotel Landmark, Link Road, Malad (West), Mumbai - 400064, to transact the following business:

ORDINARY BUSINESS

1. To consider, approve and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2016 together with the Director's Report and Auditor's Report thereon;
2. To declare dividend on Equity Shares for the Financial Year March 31, 2016
3. To re-appoint Statutory Auditors and to fix their remuneration and in this regard, to consider and if thought fit, to pass, with or without modification (s), the following resolution as **Ordinary Resolution**:

"RESOLVED THAT pursuant to the provisions of Section 139 of Companies Act, 2013 and any other applicable provisions of law for the time being in force, if any, and the rules framed thereunder, as amended from time to time, M/s SARA & Associates., Practising Chartered Accountants, (Firm Registration no. 120927W), be and are hereby re-appointed as Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting till the conclusion of the next Annual General Meeting, subject to ratification by the shareholders at every Annual General Meeting at such remuneration as shall be fixed by the Board of Directors in consultation with the Auditors."

SPECIAL BUSINESS

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

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. Devendra Lal Thakur (DIN: 00392511) who was appointed as an Additional Independent Director with effect from November 24, 2015 by the Board of Directors of the Company and who in terms of Section 161 of the Companies Act, 2013 holds office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013, proposing his candidature for the office of Independent Director, be and is hereby appointed as an Independent Director of the Company to hold office upto 5 years from the date of appointment and will not be liable to retire by rotation."

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

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder, including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Ankur Agrawal (holding DIN: 06408167), who has been appointed as an Additional Executive Director of the Company by the Board of Directors with effect from June 27, 2016 and who in terms of Section 161 holds office until the date of the Annual General Meeting and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 signifying his intention to propose Mr. Ankur Agrawal as a candidate for the office of a director of the Company, be and is hereby appointed as Director of the Company"

6. **Appointment of Mr. Ankur Agrawal as a Managing Director**

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013 ("The Act") read with Schedule V to the Act and the Companies (Appointment and Remunerations of Managerial Personnel) Rules, 2014 including any statutory modifications or enactments thereof from time to time, consent of the members be and is hereby accorded to appoint Mr. Ankur Agrawal (holding DIN: 06408167) as Managing Director for a period of 5 years and initialed by the Chairman for the purpose of identification."

LUHARUKA MEDIA & INFRA LIMITED

(Formerly Splash Media & Infra Limited)

7. To consider and, if thought fit, approve with or without modification(s) the following resolution as an **Ordinary Resolution**:
- “RESOLVED THAT** pursuant to the provisions of Section 152 and any other applicable provisions of the Companies Act, 2013 and the Rules made there under (including any statutory modification(s) or re-enactments thereof for the time being in force), Ms. Deepika Agrawal (DIN 06644785) who was appointed as an Additional Director of the Company by the Board of Directors at its meeting held on August 6, 2016 and whose term of office expires at this Annual General Meeting and in respect of whom the Company has received a notice in writing from a member along with the deposit of requisite amount under Section 160 of the Companies Act, 2013 proposing her candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation.”

By Order of the Board

Sd/-
Ankur Agrawal
Director

Place: Mumbai
Date : August 6, 2016

Notes:

- A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER. PROXIES IN ORDER TO BE VALID MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF MEETING.**
A PERSON CAN ACT AS PROXY FOR ONLY 50 MEMBERS AND HOLDING IN AGGREGATE NOT MORE THAN 10 PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. MEMBER HOLDING MORE THAN 10 PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS PROXY FOR ANY OTHER MEMBER.
- The Explanatory Statement setting out the material facts pursuant to Section 102 of the Companies Act, 2013 (“the Act”), concerning the Special Business in the Notice is annexed hereto and forms part of this Notice. The profile of the Directors seeking appointment/re-appointment, as required in terms of Regulation 36(3) of the SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations, 2015) is annexed.
- Corporate Members intending to send their authorised representatives to attend the Annual General Meeting are requested to send a duly certified copy of their Board Resolution authorizing their representatives to attend and vote at the Annual General Meeting.
- In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
- Members / Proxies / Authorised Representatives should bring the enclosed Attendance Slip, duly filled in, for attending the Meeting. Copies of the Annual Report or Attendance Slips will not be distributed at the Meeting.
- The Register of Members and the Share Transfer Books of the Company shall remain closed from September 22, 2016 to September 26, 2016 (both days inclusive) for the purpose of Annual General Meeting and for payment of final dividend.
- The Final dividend, as recommended by the Board, if approved at the Annual General Meeting, in respect of Equity Shares held in electronic form will be payable to the beneficial owners of shares as on September 19, 2016 as per the downloads furnished to the Company by Depositories for this purpose. In case of shares held in physical form, dividend will be paid to the shareholders, whose names shall appear on the Register of Members as on Book Closure date.

Annual Report 2015-2016

8. **GREEN INITIATIVE:** - SEBI & the Ministry of Corporate Affairs encourage paperless communication as a contribution to greener environment. Members holding shares in physical mode are requested to register their e-mail IDs with Adroit Corporate Services Pvt. Ltd., the Registrar & Share Transfer Agents of the Company and Members holding shares in demat mode are requested to register their e-mail IDs with their respective Depository Participants (DPs) in case the same is still not registered. If there is any change in the e-mail ID already registered with the Company, members are requested to immediately notify such change to the Registrar & Share Transfer Agents of the Company in respect of shares held in physical form and to their respective Depository Participants in respect of shares held in electronic form.
9. In terms of Section 101 and 136 of the Companies Act, 2013 read together with the Rules made thereunder, the copy of the Annual Report including Financial Statements, Board's Report, etc. and this Notice are being sent by electronic mode, to those members who have registered their email ids with their respective Depository Participants or with the Registrars & Share Transfer Agents of the Company, unless any member has requested for a physical copy of the same. In case you wish to get a physical copy of the Annual Report, you may send your request to splashmedia7@yahoo.in mentioning your Folio/DP ID & Client ID.
10. Members may also note that the Notice of this Annual General Meeting and the Annual Report for the year 2015-16 will also be available on the Company's website www.luharukamediainfra.com for their download. All the documents referred to in the accompanying Notice and Explanatory Statement are available for inspection at the Registered Office of the Company on all working days (except Saturdays, Sundays and Public holidays) between 11.00 a.m and 1.00 p.m. up to the date of Annual General Meeting.
11. Pursuant to Section 72 of the Companies Act, 2013, members holding shares in physical form are advised to file nomination in the prescribed Form SH-13 with the Company's share transfer agent. In respect of shares held in electronic/ demat form, the members may please contact their respective Depository Participants.
12. Members are requested to send all communications relating to shares, bonds and unclaimed dividends, change of address, etc. to the Registrar & Share Transfer Agents at the following address: 19/20, Jaferbhoy Industrial Estate, Makwana Road, Marol Naka, Marol, Andheri (East), Mumbai, 400059 Maharashtra, Tel: (022) 28503748, Fax: (022) 25890942. If the shares are held in electronic form then change of address and change in the Bank Accounts, etc. should be furnished to their respective Depository Participants (DPs).
13. **Payment of dividend through ECS/NECS**

All companies are mandatorily required to use ECS/NECS facility wherever available for distributing dividends, wherein the dividend amount would be directly credited to Member's respective bank accounts.

The Members holding shares in dematerialized form are advised to intimate the bank details/change in bank details to their respective DPs. Those Members who are holding their shares in physical form are advised to send bank details/ changes therein, if any, to the RTA or to the company. In case of absence of ECS/NECS facility, the Company will send the dividend pay orders to the registered address of the Members.

To enable the Company to print the bank account details on the dividend pay orders as a security measure for the credit to the correct recipient, members are required to update their bank account details with their respective DPs, RTA or the Company.

14. Unpaid/Unclaimed Dividend

As per Section 125 of Companies Act, 2013 the Company has transferred the unpaid or unclaimed dividend for the Financial Year ended March 31, 2009 to the Investor Education and Protection Fund (IEPF) established by the Central Government. The unpaid or unclaimed dividend for the Financial Year ended March 31, 2009 will be transferred to IEPF within the stipulated period of time during the current Financial Year. Members are requested to verify their records and send claims, if any, for Financial Year ended March 31, 2009.

15. VOTING

All persons whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date namely September 19, 2016 only shall be entitled to vote at the Annual General Meeting by availing the facility of remote e-voting or by voting at the Annual General Meeting.

(I) VOTING THROUGH ELECTRONIC MEANS

1. Pursuant to Section 108 and Rule 20 of the Companies (Management & Administration) Rules, 2014 the Company has provided e-voting facility to the members using the Central Depository Services India Ltd. (CDSL) platform. All business to

LUHARUKA MEDIA & INFRA LIMITED

(Formerly Splash Media & Infra Limited)

be transacted at the Annual General Meeting can be transacted through the electronic voting system. The members may cast their votes using an electronic voting system from a place other than the venue of the Meeting ("remote e-voting").

2. A member can opt for only one mode of voting i.e. either in person or through proxy at the meeting or through e-voting or by ballot. If a member casts votes by all the three modes, then voting done through e-voting shall prevail and voting through other means shall be treated as invalid.
3. The members who have cast their vote by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote again.
4. The Company will take the Scrutinizer's Report to scrutinize the physical poll as well as further remote e-voting process in a fair and transparent manner from practicing professional (Scrutinizer) who (he/she) has been appointed for this purpose.
5. The Results shall be declared within 48 hours after the Annual General Meeting of the Company. The results declared along with the Scrutinizer's Report shall be placed on the company's website www.comfortintech.com and on the website of CDSL at www.evotingindia.com and the same shall also be communicated to BSE Limited, where the shares of the Company are listed.
6. **The instructions for the members for voting electronically are as under**

(A) In case of members receiving e-mail

Any person who becomes a member of the Company after dispatch of the Notice of the meeting and holding shares as on the cut-off date i.e September 19, 2016 , may obtain the User ID and password in the manner as mentioned at points (ii) to (v) given below. The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on September 23, 2016 at 10.00 a.m. and ends on September 25, 2016 at 5.00 p.m. During this period, shareholders of the company holding shares either in physical form or in dematerialized form, as on the cut-off date of September 19, 2016 may cast their vote electronically The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The Shareholders should log on to the e-voting website www.evotingindia.com.
- (iv) Click on Shareholders.
- (v) Now enter your User ID (a) For CDSL: 16 digits beneficiary ID, (b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID, (c) Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. Sequence number is printed over on your ballot form. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details or Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding

Annual Report 2015-2016

shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant on which you choose to vote.
- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xviii) If Demat account holder has forgotten the existing password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30th June, 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.**
- (xx) Note for Non – Individual Shareholders and Custodians
 - Non-Individual Shareholders (i.e. Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporate.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xxi) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

(B) In case of members receiving the physical copy

- (i) Please follow all steps from sl. no. (i) to sl. no. (xxi) above to cast vote.
- (ii) The voting period begins on September 23, 2016 at 10.00 a.m. and ends on September 25, 2016 at 05.00 p.m. During this period, Shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of September 19, 2016 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

(II) VOTING AT AGM

The members who have not casted their votes electronically can exercise their voting rights at the AGM through ballot paper.

LUHARUKA MEDIA & INFRA LIMITED

(Formerly Splash Media & Infra Limited)

16. Members holding shares in more than one folio in the same name(s) are requested to send the details of their folios along with share certificates so as to enable the Company to consolidate their holding into one folio.
17. The Securities and Exchange Board of India has mandated submission of Permanent Account Number (PAN) by every participant in securities market for transaction of transfer, transmission/transposition and deletion of name of deceased holder. Members holding shares in demat form are, therefore, requested to submit PAN details to the Depository Participants with whom they have demat accounts. Members holding shares in physical form can submit their PAN details to the Registrar & Share Transfer Agents, Adroit Corporate Services Pvt. Ltd. Accordingly, for registration of transfer of shares, the transferee(s) as well as transferor(s) shall furnish a copy of their PAN card to Adroit.
18. Members desiring any information relating to the accounts are requested to write to the Company well in advance so as to enable the management to keep the information ready.
19. Route Map showing directions to reach to the venue of the 35th Annual General Meeting at Hotel Landmark, Link Road, Malad (West), Mumbai 400064 is given at the end of this Annual Report as per the requirement of the Secretarial Standards-2 on "General Meeting."
20. Details of Directors seeking appointment and re-appointment at the forthcoming Annual General Meeting (Pursuant to Regulation 36(3) of the Listing Regulations, 2015):

(i) Mr. Devendra Lal Thakur

Name of the Director	Mr. Devendra Lal Thakur
Director Identification Number	00392511
Date of Appointment	24.11.2015
Brief profile of the Director including nature of expertise in specific functional areas	Mr. Devendra Lal Thakur is a fellow member of ICAI. He is a Practising Chartered Accountant in M P Reddy & Associates, Mumbai. He has more than 30 years of experience in the field of Commerce, Finance, Audit and Accounts. Further he also has experience of 11 years in Engineering Construction Industry.
No. of shares held in the Company	2000 equity shares of Re. 1/- each i.e 0.002%
Directorships and Committee memberships held in other companies (Excluding alternate directorship, directorships in private limited companies, foreign companies and companies under Section 8 of the Companies Act, 2013. Membership and Chairmanship of Audit Committee and Stakeholder's Relationship Committee have been included)	<ul style="list-style-type: none"> Comfort Intech Limited Comfort Fincap Limited Comfort Commotrade Limited
Inter-se relationships between Directors	Nil

(ii) Mr. Ankur Agrawal

Name of the Director	Mr. Ankur Agrawal
Director Identification Number	06408167
Date of Appointment	27.06.2016
Brief profile of the Director including nature of expertise in specific functional areas	Mr. Ankur Agrawal is a fellow member of ICAI and CFA. He has more than 3 years of experience in the field of Commerce, Finance, Audit and Accounts.
No. of shares held in the Company	Nil
Directorships and Committee memberships held in other companies (Excluding alternate directorship, directorships in private limited companies, foreign companies and companies under Section 8 of the Companies Act, 2013. Membership and Chairmanship of Audit Committee and Stakeholder's Relationship Committee have been included)	<ul style="list-style-type: none"> Liquors India Limited Flora Fountain Properties Limited
Inter-se relationships between Directors	Brother of Ms. Deepika Agrawal

Annual Report 2015-2016

(iii) Ms. Deepika Agrawal

Name of the Director	Ms. Deepika Agrawal
Director Identification Number	06644785
Date of Appointment	06.08.2016
Brief profile of the Director including nature of expertise in specific functional areas	Ms. Deepika Agrawal is a Graduate from Mumbai University. She has more than one year of experience in the field of Commerce.
No. of shares held in the Company	Nil
Directorships and Committee memberships held in other companies (Excluding alternate directorship, directorships in private limited companies, foreign companies and companies under Section 8 of the Companies Act, 2013. Membership and Chairmanship of Audit Committee and Stakeholder's Relationship Committee have been included)	<ul style="list-style-type: none">• Flora Fountain Properties Limited
Inter-se relationships between Directors	Sister of Mr. Ankur Agrawal

ANNEXURE TO NOTICE

EXPLANATORY STATEMENT UNDER SECTION 102(1) OF THE COMPANIES ACT, 2013

The following statement sets out the material facts relating to the Special Business mentioned in the accompanying Notice

ITEM NO. 4

The Board of Directors at their meeting held on November 24, 2015 appointed Mr. Devendra Lal Thakur as an Additional Independent Director in terms of Section 161 and other applicable provisions, if any, of the Companies Act, 2013 to hold office up to the date of the ensuing Annual General Meeting of the Company. The Company has received a notice in writing from a member along with the deposit of requisite amount under Section 160 of the Companies Act, 2013 proposing the candidature of Mr. Devendra Lal Thakur for the office of Independent Director of the Company. Mr. Devendra Lal Thakur is not disqualified from being appointed as an Independent Director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as an Independent Director

The Board of Directors propose the appointment of Mr. Devendra Lal Thakur as an Independent Director of the Company to hold office upto 5 years from the date of appointment and will not be liable to retire by rotation and recommend the Ordinary Resolution as set out in Item No. 4 of the Notice for the approval of the members at the ensuing Annual General Meeting.

Mr. Devendra Lal Thakur is interested in the resolution as it relates to his appointment. None of the other Directors of the Company are, in any way, concerned or interested in the resolution.

Item No. 5

The Board, at its meeting held on June 27, 2016 appointed Mr. Ankur Agrawal as an Additional Executive Director of the Company, pursuant to Section 161 of the Companies Act, 2013. Pursuant to Section 161 of the Companies Act, 2013 Mr. Ankur Agrawal will hold office up to the date of ensuing Annual General Meeting of the Company. The Company has received valid Notice in writing under the provisions of Section 160 of the Companies Act, 2013 from members along with requisite deposit proposing the candidature of Mr. Ankur Agrawal for the office of Director to be appointed as such under the provision of Section 152 of the Companies Act, 2013.

Mr. Ankur Agrawal is not disqualified from being appointed as Directors in terms of Section 164 of the Act and have given his consent to act as Director. The resolution seeks the approval of members for the appointment of Mr. Ankur Agrawal as a Director of the Company pursuant to Section 152 and other applicable provisions of the Companies Act, 2013 and the rules made there under.

Mr. Ankur Agrawal is interested in the resolution set out at Item No. 5 of the Notice with regard to his appointment. The relatives of Mr. Ankur Agrawal may be deemed to be interested in the resolutions set out respectively at Item No. 5 of the Notice, to the extent of their shareholding interest, if any, in the Company. Ms. Deepika Agrawal is interested in the resolution since she is the sister of Mr. Ankur Agrawal and none of their relative is, in anyway, concerned or interested, financially or otherwise, in this resolution. The Board commends the Ordinary Resolutions set out at Item No. 5 of the Notice for approval by the shareholders.

Item No. 6

Mr. Ankur Agrawal was appointed as a Managing Director of the company with effect from June 27, 2016 and with the recommendation of the Nomination & Remuneration Committee. The duties of the Managing Director shall be discharged subject to the superintendence, control and direction of the Board and he shall perform on behalf of the company in the ordinary course of business all such acts, deeds and things, which in the ordinary course of business, he may consider necessary or proper or in the interest of the company. The resolution seeks the approval of members for the appointment of Mr. Ankur Agrawal as a Managing Director of the Company for a term of 5 years pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013 ("The Act") read with Schedule V to the Act and the Companies (Appointment and Remunerations of Managerial Personnel) Rules, 2014.

Annual Report 2015-2016

Item No. 7

Ms. Deepika Agrawal was appointed as an Additional Director of the Company with effect from August 6, 2016 by the Board of Directors. In terms of Section 161(1) of the Companies Act, 2013, Ms. Deepika Agrawal holds office upto the date of this Annual General Meeting but is eligible for the appointment as a Director. The Company has received a Notice from a member in writing along with requisite deposit under Section 160 of the Act, proposing her candidature for the office of Director.

Ms. Deepika Agrawal is interested in the resolution set out at Item No. 6 of the Notice with regard to her appointment. The relatives of Ms. Deepika Agrawal may be deemed to be interested in the resolutions set out respectively at Item No. 6 of the Notice, to the extent of their shareholding interest, if any, in the Company. Mr. Ankur Agrawal is interested since he is the brother of Ms. Deepika Agrawal and none of their relative is, in anyway, concerned or interested, financially or otherwise, in this resolution. The Board commends the Ordinary Resolutions set out at Item No. 6 of the Notice for approval by the shareholders.

By Order of the Board

Sd/-

Ankur Agrawal

Director

Place: Mumbai

Date : August 6, 2016

Registered Office:

A-301, Hetal Arch,
Opp. Natraj Market, S.V.Road,
Malad (West), Mumbai 400064.

LUHARUKA MEDIA & INFRA LIMITED

(Formerly Splash Media & Infra Limited)

DIRECTOR'S REPORT

To the Members of the Company,

Your Directors have pleasure in presenting the 35th Annual Report on the business and operations of your Company with Audited Accounts for the year ended March 31, 2016. The financial results of the Company are summarized below

FINANCIAL RESULTS

(Rs. In Lacs)

PARTICULARS	For the year ended March 31, 2016	For the year ended March 31, 2015
Revenue from Operations	79.66	55.51
Other Income	-	2.37
Profit For The Year Before Taxation	30.37	23.67
Tax Expenses		
(a) Current Tax	10.77	9.00
(b) Deferred Tax	(0.06)	(0.07)
(c) Tax of Earlier Year	(0.06)	0.34
Profit after tax	19.71	14.40

DIVIDEND

Your Directors are pleased to recommend the dividend for the Financial Year 2015-16 on Equity Shares of Re. 1 each equivalent to 1% i.e. 0.01 paisa of the paid up capital of the Company aggregating to Rs. 937200/-

FINANCIAL HIGHLIGHTS

- Revenue from operations stood at Rs. 79.66 lacs for fiscal year 2016
- Other income is Nil for fiscal year 2016
- Profit for fiscal year 2016 is Rs. 19.71 lacs

DIRECTORS

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013 (the 'Act') and the Articles of Association of the Company, the Board of Directors of your Company, appointed Mr. Devendra Lal Thakur as an Additional Director (Non-Executive & Independent) of the Company effective from November 24, 2015 and he shall hold office upto the date of the ensuing Annual General Meeting. The Company has received declarations from Mr. Devendra Lal Thakur confirming that he meets with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under Regulation 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the Stock Exchange. Accordingly, his candidature for appointment as a Non-Executive & Independent Director of the Company is included at Item No. 4 of the Notice to the Annual General Meeting.

Mr. Manish Dadhich has resigned from the Board w.e.f November 24, 2015 due to his personal reason. The Board records its sincere appreciation and gratitude for the services rendered and guidance provided by him.

Mr. Anil Agrawal has been appointed as Additional Executive Promoter Director w.e.f June 24, 2015 and Ms. Alka Lath has resigned w.e.f June 24, 2015 as the Whole Time Director of the Company.

Mr. Ankur Agrawal has been appointed as Additional Executive Director w.e.f June 27, 2016 and Mr. Anil Agrawal has resigned w.e.f June 27, 2016 as the Whole Time Director of the Company.

Ms. Deepika Agrawal has been appointed as an Additional Non-Executive & Non-Independent Director of the Company w.e.f. August 6, 2016.

All the Directors of the Company have confirmed that they are not disqualified from being appointed as Directors in terms of Section 164 of the Companies Act, 2013.

All Independent Directors have given declaration that they meet the criteria of Independence as laid down under section 149(6) of the Companies Act, 2013 and Regulation 16 of SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015.

Annual Report 2015-2016

A brief profile and other details, as stipulated under the SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015, for the above Directors seeking re-appointment is given as Additional Information on Directors which forms part of the Notice.

(i) Board Evaluation

Pursuant to the provisions of the Companies Act, 2013 and Regulation 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate exercise was carried out to evaluate the performance of Individual Directors including the Executive Director who was evaluated on parameters such as, level of engagement and contribution and independence of judgment thereby safeguarding the interest of the Company. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Executive and the Non Independent Directors was carried out by the Independent Directors. The Board also carried out annual performance evaluation of the working of its Audit, Nomination and Remuneration as well as Stakeholders Relationship Committee. The Directors expressed their satisfaction with the evaluation process.

(ii) Details of Board Meetings held

During the year 7 (Seven) Board Meetings and 1 (one) Independent Directors' meeting were held. The details of the meetings and attendance thereof have been given in Corporate Governance Report forming part of the Annual Report. The provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, were adhered to while considering the time gap between two meetings.

(iii) Constitution of Committees

The Board has constituted an Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee, the details of which have been mentioned in the Corporate Governance Report.

DETAILS OF KEY MANAGERIAL PERSONNEL

Your Company has appointed Mr. Anil Agrawal as Additional Executive Promoter Director of the Company and further, Ms. Alka Lath has resigned from the Board w.e.f. June 24, 2015. The Board records its sincere appreciation and gratitude for the services rendered and guidance provided by her. The Company further appointed Mr. Ankur Agrawal as a Managing Director w.e.f. June 27, 2016 and on the same day Mr. Anil Agrawal has given his resignation as Whole Time Director of the Company.

OPERATIONS

Your Company is an upcoming infrastructure and media company in terms of revenue, earnings, market capitalization and developable area. The Company's primary business is development of residential, commercial and retail properties. The Company has a unique business model with earnings arising from development and rentals and other media related activities. Its exposure across businesses, segments and geographies, mitigates any down-cycles in the market.

RESERVES

The Company has created a provision of Rs. 3,94,274/- towards Special Reserve.

CHANGE OF NAME

During the year your Company name has been changed from "Splash Media & Infra Limited" to "Luharuka Media & Infra Limited" and accordingly your Company has obtained certificate of incorporation for change of name dated October 15, 2015 given by Registrar of Companies, Mumbai.

LISTING

The Company's Shares are listed on BSE Limited. The Company has paid Listing fees for F.Y. 2016-17 to BSE Limited.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirement Clause (c) of subsection (3) of Section 134 of the Companies Act, 2013, your Directors confirm

1. That in the preparation of the Annual Accounts for the Financial Year ended March 31, 2016 the applicable accounting standard had been followed along with proper explanation relating to material departures.
2. That the directors had selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company for the year under review.

LUHARUKA MEDIA & INFRA LIMITED

(Formerly Splash Media & Infra Limited)

3. That the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Companies Act 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
4. That the directors had prepared the accounts for the financial year ended March 31, 2016 on a going concern basis.
5. That the directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
6. That the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

AUDITORS

(i) Statutory Auditors

The retiring statutory auditors, namely M/s. SARA & Associates, Chartered Accountants, Mumbai, hold office until the conclusion of the forthcoming Annual General Meeting and are seeking re-appointment. Your Company has received written consent(s) and certificate(s) of eligibility in accordance with Sections 139, 141 and other applicable provisions of the Companies Act, 2013 and Rules issued thereunder (including any statutory modification(s) or re-enactment(s) for the time being in force), from M/s. SARA & Associates (Firm Registration no. 120927W), Chartered Accountants. Further, they have confirmed that they hold a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India (ICAI) as required under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015,

(ii) Secretarial Auditors

Pursuant to the provisions of the Section 179(3) and 204 of the Companies Act, 2013 read with Rule 8 of the Companies (Meetings of Board and its Powers) Rules, 2014 and as a measure of good Corporate Governance practice, the Board of Directors of the Company hereby appointed M/s. R M Mimani & Associates LLP, Practicing Company Secretaries as Secretarial Auditors of the Company for the Financial Year 2015-16. The report of the Secretarial Auditors is enclosed as **Annexure-3** to this report.

(iii) Internal Auditors

M/s Doogar & Associates, Practicing Chartered Accountant, Mumbai performs the duties of Internal Auditors of the Company and their report is reviewed by the Audit Committee from time to time.

COST AUDIT:

The Company is not required to undertake the cost audit as required under Section 148 of the Companies Act, 2013.

COMMENTS ON AUDITOR'S REPORT

Statutory Auditors

No comments received from Statutory Auditors as they have given non-qualified opinion.

Secretarial Auditors

With regard to point no. (i) i.e. Company not having appointed the Company Secretary as required under Section 203 of the Companies Act 2013, the Company is under process to make suitable efforts for the recruitment of a candidate for the post of Company Secretary.

With regard to point no. (ii) i.e. Regulation 46 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, with regard to maintenance of functional website is not in compliance due to technical barriers. However, the Company is in the process of redesigning the entire website of the Company according to the Companies Act, 2013 as well as SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015. The Company is in the process to update the same.

With regard to point no. (iii) i.e. The Company's Control and Management has changed nearly 2 to 3 times in the past 10 years. This Company has been taken over by the present promoter in the year 2015 by complying the SEBI (SAST) Regulations, 2011 and we further wish to inform you that, kindly appreciate the Company who always complies with various provisions of the laws and regulations of the Country and had no intention to misrepresent itself with any authority particularly with RBI. The non compliance with the provisions of NBFC is by unawareness and has never been intentional. We, therefore assure that the Company and its management will be very vigilant in future for complying rules, regulations, guidelines issued by the RBI as applicable to NBFC. The Company is now in the process of obtaining a fresh Certificate of Registration in the present name of the Company from Hindustan Stock Land Limited which was the former name of the Company.

Annual Report 2015-2016

With regard to point no. (iv) not complied with the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with regard to appointment and constitution of committees of Board of Directors, this is due to recent change in control and management of the Company that few of the Executive and Non Executive Directors have moved out of the Company during the year and now the Company is in the process of appointing the Directors in compliance with the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company has already appointed Ms. Deepika Agrawal, a Non-Executive & Non-Independent Director on the Board with effect from August 6, 2016 in compliance with the same.

VIGIL MECHANISM/ WHISTLE BLOWER POLICY

The Company has a Vigil Mechanism named Whistle Blower Policy to deal with instances of fraud and mismanagement, if any. The Board has adopted a Whistle Blower Policy which is in compliance with the provisions of Section 177(10) of the Companies Act, 2013 and Regulation 22 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, to promote reporting of any unethical or improper practices or violation of the Company's Code of Conduct or complaints regarding accounting, auditing, internal controls or disclosures practices of the Company. It gives a platform to the Whistle Blower to report any unethical or improper practices (not necessarily violation of law) and to define processes for receiving and investigating complaints.

The Vigil Mechanism Policy has been uploaded on the website of the Company at www.luharukamediainfra.com

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. All related party transactions are placed before the Audit Committee for approval. Prior omnibus approval of the Audit Committee is obtained on a quarterly basis for the transactions which are of a foreseen and repetitive nature. The transactions entered into pursuant to the omnibus approval so granted and a statement giving details of all related party transactions is placed before the Audit Committee for their approval on a quarterly basis. The policy on Related Party Transactions as approved by the Board is uploaded on the Company's website at www.luharukamediainfra.com Related party transactions under Accounting Standard - AS18 are disclosed in the notes to the financial statements. Prescribed Form No. AOC-2 pursuant to clause (h) of sub-section (3) of Section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014 is furnished as **Annexure - 2** to this report.

ADOPTION OF VARIOUS POLICIES

The Board of Directors of your Company has on recommendation of the Nomination & Remuneration Committee framed and adopted a policy for selection and appointment of Directors, Senior Management and their remuneration. The contents of the policy are stated in the Corporate Governance Report.

Further, the Board of Directors of your Company has approved and adopted the various policies as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

ANTI- SEXUAL HARASSMENT POLICY

The Company has an Anti- Sexual Harassment Policy in place. During the year under review there were no complaints in this regard.

PARTICULARS OF EMPLOYEES UNDER THE COMPANIES (APPOINTMENT & REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

The provisions of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended are not applicable to the Company, as there are no employees whose remuneration is in excess of the limits prescribed.

SUBSIDIARY COMPANIES

The Company does not have any Subsidiary Company.

EXTRACT OF ANNUAL RETURN

The details forming part of the extract of the Annual Return in Form MGT-9 is annexed herewith as **Annexure - 5** to this report

LUHARUKA MEDIA & INFRA LIMITED

(Formerly Splash Media & Infra Limited)

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 as on March 31, 2016 are given in the notes to the Financial Statements.

CODE OF CONDUCT

The Board has laid down a Code of Conduct for Board Members and Senior Management Personnel of the Company. The code incorporates the duties of independent directors as laid down in the Companies Act, 2013. The said code of conduct is posted on Company's website www.luharukamediainfra.com. The Board members and senior management personnel have affirmed compliance with the said code of conduct. A declaration signed by the Chief Financial Officer is given at the end of the Corporate Governance Report.

PREVENTION OF INSIDER TRADING

The Company has also adopted a Code of Conduct for Prevention of Insider Trading. All the directors, senior management employees and other employees who have access to the unpublished price sensitive information of the Company are governed by this code.

During the year under Report, there has been due compliance with the said code of conduct for prevention of insider trading.

The Board has already adopted a revised Code of Prevention of Insider Trading based on the SEBI (Prohibition of Insider Trading) Regulations, 2015. The same has been placed on the website of the Company at www.luharukamediainfra.com.

PUBLIC DEPOSITS

During the year under review, your Company has not accepted any deposit within the meaning of Sections 73 and 74 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014 (including any statutory modification(s) or re-enactment(s) for the time being in force).

REMUNERATION RATIO OF THE DIRECTORS / KEY MANAGERIAL PERSONNEL (KMP)

The information required pursuant to Section 197 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Companies (Particulars of Employees) Rules, 1975, in respect of employees of the Company and Directors during the year is furnished hereunder:

Sr. No	Name of the Director/ KMP	Designation	Remuneration 2015-16	Remuneration 2014-15	Increase/ Decrease	Ratio/Times per median of employee remuneration
1	Ms. Alka Lath	Whole Time Director	Rs. 4,62,500 /-	Rs. 4,60,000 /-	Rs. 2,500 /-	3.67
2	*Mr. Anil Agrawal	Whole Time Director	Rs. 1,85,000 /-	Nil	N.A.	1.47
3	**Mr.Sharad Mishra	Chief Financial Officer	Rs. 1,55,452 /-	Rs. 22,000 /-	N.A.	1.23

* Mr. Anil Agrawal was appointed as the Whole –Time Director of the Company w.e.f. June 24, 2015

** Mr. Sharad Mishra was appointed as the Chief Financial Officer of the Company w.e.f. February 13, 2015

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

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

BUSINESS RISK MANAGEMENT

The Company has been addressing various risks impacting the Company and the policy of the Company on Risk Management is provided elsewhere in this annual report in Management Discussion and Analysis.

Annual Report 2015-2016

MANAGEMENT DISCUSSION AND ANALYSIS AND CORPORATE GOVERNANCE REPORT

The Management Discussion and Analysis for the year 2015-16 and a detailed report on Corporate Governance, as required under Regulation 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 executed with the Stock Exchange, are given in separate sections forming part of the Annual Report.

A Certificate from Statutory Auditors of the Company M/s. SARA & Associates., Practicing Chartered Accountants, and confirming compliance with the conditions of Corporate Governance stipulated in Regulation 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed herewith as **Annexure-4** to this report.

CASH FLOW STATEMENT

In conformity with the provisions of Regulation 34(2)(c) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and requirements of Companies Act, 2013, the Cash flow Statement for the year ended 31.03.2016 is annexed hereto as a part of the Financial Statements forming a part of Annual Report.

ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS & OUT GO

Information in accordance with the provisions of section 134[3][m] of the Companies Act 2013 read with the Companies [Accounts] Rules, 2014 regarding conservation of energy, technology absorption and foreign exchange earnings and outgo is given in the **Annexure - 1** to this report.

DISCLOSURE – ANTI SEXUAL HARASSMENT POLICY

The Company has zero tolerance towards sexual harassment at the workplace and towards this end, has adopted a policy in line with the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules there under. All employees (permanent, contractual, temporary, trainees) are covered under the said policy. An Internal Complaints Committee has also been set up to redress complaints received on sexual harassment.

During the financial year under review, the Company has not received any complaints of sexual harassment from any of the women employees of the Company.

ACKNOWLEDGEMENT

Your directors take this opportunity to place on record their warm appreciation of the valuable contribution, unstinted efforts and the spirit of dedication by the employees and officers at all levels in the progress of the Company during the year under review.

Your directors also express their deep gratitude for the assistance, co-operation and support extended to your company by the bankers, customers as well as the investing community and look forward to their continued support.

FOR AND ON BEHALF OF THE BOARD

**Sd/-
Ankur Agrawal
Director**

Place: Mumbai

Date : August 6, 2016

LUHARUKA MEDIA & INFRA LIMITED
(Formerly Splash Media & Infra Limited)

ANNEXURE-1 TO DIRECTORS' REPORT
ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE:

ENERGY CONSERVATION : NA

TECHNOLOGY OBSERVATION : NA

Foreign Exchange Earnings and out go:	Amount in Rs.
Foreign exchange used	Nil
Foreign exchange earned	Nil

ANNEXURE-2 TO DIRECTORS' REPORT
Form AOC-2 – RELATED PARTY DISCLOSURE

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

Form for Disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 including certain arms length transaction under third proviso thereto.

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

There is no such transaction which is not on arm's length basis.

2. Details of contracts or arrangements or transactions at Arm's length basis.

Sr. No.	Particulars	Names of Director/KMP		
a)	Name(s) of related party	Ms. Alka Lath	Mr. Sharad Mishra	Mr. Anil Agrawal
b)	Nature of relationship	KMP/Director	KMP	KMP
c)	Nature of contracts/arrangements/transaction	Remuneration	Remuneration	Remuneration
d)	Duration of the contracts/arrangements/transaction	-	-	-
e)	Salient terms of the contracts or arrangements or transaction including the value, if any	Rs. 4,62,500 /-	Rs. 22,000 /-	Rs. 1,85,000 /-
f)	Date of approval by the Board	In the normal course of business	In the normal course of business	In the normal course of business
g)	Amount paid as advances, if any	-	-	-

Note: Ms. Alka Lath ceased to be a Whole-Time Director of the Company w.e.f. June 24, 2015 and continue to be employee of the Company for rest of the year.

FOR AND ON BEHALF OF THE BOARD

Sd/-
Ankur Agrawal
Director

Place: Mumbai
Date : August 6, 2016

ANNEXURE-3 TO DIRECTORS' REPORT

Form No. MR.3

Secretarial Audit Report for the financial year ended on March 31, 2016

[Pursuant to Section 204(1) of the Companies Act, 2013 and the Rule 9 of the companies (Appointment and remuneration of managerial personnel) Rule, 2014]

To,

The Members

Luharuka Media & Infra Limited
Mumbai

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Luharuka Media & Infra Limited** (hereinafter called the "Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

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

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2016 according to the provisions of:

- I. The Companies Act, 2013 (**the Act**) and the Rules made there-under;
- II. The Securities Contracts (Regulation) Act, 1956 (**'SCRA'**) and the Rules made there-under;
- III. The Depositories Act, 1996 and the Regulations and bye-laws framed there-under;
- IV. Foreign Exchange Management Act, 1999 and the Rules and Regulations made there-under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (**'SEBI Act'**) to the extent applicable to the Company;
 - 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, 2015;
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - 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;
- VI. Other law applicable specifically to the Company, as detailed below;
 - i. The Reserve Bank of India Act, 1934
 - ii. Rules, regulation and guidelines issued by the Reserve Bank of India as are applicable to the Non Banking Financial Company (NBFC)

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India
- (ii) The SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015
- (iii) The listing agreement entered into by the Company with Stock Exchanges in India.

We report that, during the financial year under review, the Company has complied with the provisions of the Act, rules, regulations, guidelines as mentioned above, subject to the following:

- (i) *The Company has not fully complied with the provision of section 203 of the Companies Act 2013 with regard to the appointment of Key Managerial Personnel (KMP).*

LUHARUKA MEDIA & INFRA LIMITED

(Formerly Splash Media & Infra Limited)

- (ii) *The Company has not fully complied with the regulation 46 of the SEBI (Listing obligation and Disclosure Requirements) Regulation, 2015 with regard to maintenance of functional website.*
- (iii) *The Company is continuing with violation the provisions of RBI Act, 1934 and rules, regulation, guidelines issued by the RBI as applicable to NBFC*
- (iv) *The Board of Directors and Committees of Board of Directors of the Company are not constituted in accordance with the applicable provisions of the Companies Act, 2013 and of SEBI (LODR), 2015.*

We further report that, there was no action/event in pursuance of;

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

We have relied on the representation made by the Company and its Officers for systems and mechanism formed by the Company and test verification on random basis carried out for compliances under other applicable Acts, Laws and Regulations to the Company

The compliance by the Company of the applicable direct tax laws, indirect tax laws and other financial laws has not been reviewed in this Audit, since the same have been subject to review by the other designated professionals and being relied on the reports given by such designated professionals.

We further report that, based on the information provided and representation made by the Company and also on the review of compliance reports of the respective department heads/Company Secretary/CFO taken on record by the Board of Directors of the Company, in our opinion adequate system and process exists in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with the applicable general laws like labour laws, competition law and environmental laws.

We further report that the Board of Directors of the Company is not 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 not 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 generally at least seven days in advance, and in view of the non-existence formal system, we are not in position to comment on existence of system for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

As per the minutes of the meeting duly recorded and signed by the Chairman, majority decision carried through while the dissenting members' views are captured and recorded as part of the minutes.

We further report that during the financial year, the specific events/actions that can continue have major bearing on the company are as under:

- Securities and Exchange Board of India (SEBI) vide its interim order dated December 19, 2014 passed under section 11 and 11B has barred the one of its promoter group from accessing the capital Market, which was confirmed subsequently vide order dated June 02, 2016.

For R M MIMANI & ASSOCIATES LLP
[COMPANY SECRETARIES]

Sd/-
RANJANA MIMANI
(PARTNER)
FCS No: 6271
CP No : 4234

Place : Mumbai

Date: August 06, 2016

Note: This report is to be read with our letter of even date which is annexed as "Annexure A" and forms and integral part of this report.

Annexure – “A”

To,
The Members
Luharuka Media & Infra Limited
Mumbai

Our Secretarial Audit Report of even date is to be read along with this letter;

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

For **R M MIMANI & ASSOCIATES LLP**
[COMPANY SECRETARIES]

Sd/-
RANJANA MIMANI
(PARTNER)
FCS No: 6271
CP No : 4234

Place : Mumbai
Date: August 06, 2016

LUHARUKA MEDIA & INFRA LIMITED

(Formerly Splash Media & Infra Limited)

ANNEXURE-4 TO DIRECTORS' REPORT AUDITOR'S REPORT ON CORPORATE GOVERNANCE

To

The Members,

LUHARUKA MEDIA & INFRA LIMITED
(Formerly Splash Media & Infra Limited)

We have examined the compliance of conditions of Corporate Governance by LUHARUKA MEDIA & INFRA LIMITED (Formerly Splash Media & Infra Limited) for the year ended on 31st March, 2016, as stipulated in regulations 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (collectively referred to as the SEBI Listing Regulations, 2015) of the said Company with Stock Exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the Company's Management. Our examination was carried out in accordance with the Guidance Note on Certification of Corporate Governance, issued by the Institute of Chartered Accountants of India and was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI Listing Regulations, 2015. Except with the following non compliances:

1. Website of the Company is not functional.
2. Composition of the board members in case of Nomination & Remuneration Committee requires at least three directors and all of them shall be non-executive directors whereas one of the member of the committee is executive director of the company which is not as per the SEBI Listing Regulations, 2015.
3. Whole Time Company Secretary and Compliance Officer have not been appointed by the Company.

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

For M/s SARA & Associates
CHARTERED ACCOUNTANTS
Firm Registration No. 120927W

Sd/-
Govind Gopal Sharma
Partner
Membership No.: 132454

Place: Mumbai

Date : 06 August, 2016

ANNEXURE-5 TO DIRECTORS' REPORT

FORM NO. MGT 9

EXTRACT OF ANNUAL RETURN

as on financial year ended on 31.03.2016

**Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company
(Management & Administration) Rules, 2014.**

I REGISTRATION & OTHER DETAILS:

i	CIN	L45400MH1987PLC044094
ii	Registration Date	17/07/1987
iii	Name of the Company	Luharuka Media & Infra Limited
iv	Category/Sub-category of the Company	Company Limited by Shares
v	Address of the Registered office & contact details	A-301, Hetal Arch, Opp. Natraj Maket, S.V. Road, Malad West, Mumbai 400064. Tel.: 02228449765, Fax: 02228892527 Email: splashmedia7@yahoo.in Website: www.luharukamediainfra.com
vi	Whether listed company	Yes
vii	Name , Address & contact details of the Registrar & Transfer Agent, if any.	Adroit Corporate Services Pvt. Ltd. 19/20, Jafer Bhoy Industrial Estate, 1st floor, Makwana Road Marol, Andheri (East), Mumbai 400059. Tel.: 022 42270400, Fax: 022 28503748 Email: info@adroitcorporate.com Website: www.adroitcorporate.com

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

The Company is engaged in Infrastructure & Media Industry

III PARTICULARS OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES

Sr No	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	None				

LUHARUKA MEDIA & INFRA LIMITED

(Formerly Splash Media & Infra Limited)

IV (i) SHAREHOLDING PATTERN (Equity Share Capital Breakup as Percentage of Total Equity)

	Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A.	Promoters									
(1)	Indian									
	a) Individual/HUF	0	0	0	0.00	42079103	0	42079103	44.90	44.90
	b) Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
	c) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
	d) Bodies Corp.	0	0	0	0.00	6183660	0	6183660	6.60	6.60
	e) Banks /FI	0	0	0	0.00	0	0	0	0.00	0.00
	Total Shareholding of promoter (A)	0	0	0	0.00	48262763	0	48262763	51.50	51.50
B.	Public Shareholding									
(1)	Institutions									
	a) Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
	b) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
	c) Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
	d) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
	e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
	f) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
	g) FII's	0	0	0	0.00	0	0	0	0.00	0.00
	h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
	i) Others (Specify)	0	0	0	0.00	0	0	0	0.00	0.00
	Sub-total (B) (1)	0	0	0	0.00	0	0	0	0.00	0.00
(2)	Non - Institutions									
	a) Bodies Corp.									
	i) Indian	36312778	0	36312778	38.75	17402458	0	17402458	18.57	-20.18
	ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
	b) Individuals									
	i) Individual shareholders holding nominal share capital upto Rs.1 lakh	11342448	20	11342468	12.10	11181588	20	11181608	11.93	-0.17
	ii) Individual shareholders holding nominal share capital in excess of Rs.1 lakh	40271015	5600000	45871015	48.94	11147762	5600000	16747762	17.87	-31.07
	c) Others (Specify)									
	c-1) NON RESIDENT INDIANS(INDIVIDUALS)	156858	0	156858	0.17	125409	0	125409	0.13	-0.03
	c-2) CLEARING MEMBER	36881	0	36881	0.04	0	0	0	0.00	-0.04
	Sub-total (B)(2)	88119980	5600020	93720000	100.00	39857217	5600020	45457237	48.50	-51.50

Annual Report 2015-2016

	Total Public Shareholding(B)= (B) (1)+(B)(2)	88119980	5600020	93720000	100.00	39857217	5600020	45457237	48.50	-51.50
C.	Shares held by Custodian for GDRs & ADRs.									
	Promoter and Promoter Group	0	0	0	0	0	0	0	0	0
	Public -	0	0	0	0	0	0	0	0	0
	Sub-total (C)	0	0	0	0	0	0	0	0	0
	Grand Total (A+B+C)	88119980	5600020	93720000	100	88119980	5600020	93720000	100	0

(ii) Shareholding of Promoters

Sr No.	Shareholder's Name	No. of Shares held at the beginning of the year			No. of Shares held at the end of the year			% Change during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	COMFORT INTECH LIMITED	0	0.00	0.00	5642660	6.02	0.00	6.02
2	ANIL AGRAWAL HUF	0	0.00	0.00	42079103	44.90	0.00	44.90
3	COMFORT FINCAP LIMITED	0	0.00	0.00	541000	0.58	0.00	0.58
	TOTAL	0	0.00	0.00	48262763	51.50	0.00	51.50

(iii) Change in Promoters' Shareholding

Sr No.		Name of Promoter's	As On Date	No. of Shares held at the beginning of the year		Cumulative Shareholding during the year	
				No. of Shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year	COMFORT INTECH LIMITED	01/04/2015	0	0.00	0	0.00
	Date wise Increase / Decrease in Promoters Share holding during the year		24/07/2015	5642660	6.02	5642660	6.02
	At the End of the year		31/03/2016	0	0.00	5642660	6.02
2	At the beginning of the year	COMFORT FINCAP LIMITED	01/04/2015	0	0.00	0	0.00
	Date wise Increase / Decrease in Promoters Share holding during the year		24/07/2015	541000	0.58	541000	0.58
	At the End of the year		31/03/2016	0	0.00	541000	0.58
3	At the beginning of the year	ANIL AGRAWAL HUF	01/04/2015	0	0.00	0	0.00
	Date wise Increase / Decrease in Promoters Share holding during the year		24/07/2015	42079103	44.90	42079103	44.90
	At the End of the year		31/03/2016	0	0.00	42079103	44.90

LUHARUKA MEDIA & INFRA LIMITED

(Formerly Splash Media & Infra Limited)

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

Sr No.	For Each of the Top 10 Shareholders	Name of Shareholder's	As On Date	No. of Shares held at the beginning of the year		Cumulative Shareholding during the year	
				No. of Shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year	ARCADIA SHARE AND STOCK BROKERS PVT. LTD	01/04/2015	300	0.00	300	0.00
	Date wise Increase / Decrease in Share holding during the year		06/05/2015	15000	0.02	15300	0.02
			26/06/2015	-8600	0.01	6700	0.01
			30/06/2015	-6400	0.01	300	0.00
			10/07/2015	11464	0.01	11764	0.01
			17/07/2015	-11464	0.01	300	0.00
			24/07/2015	5500	0.01	5800	0.01
			31/07/2015	-5500	0.01	300	0.00
			14/08/2015	1587000	1.69	1587300	1.69
			21/08/2015	-355410	0.38	1231890	1.31
			28/08/2015	-8000	0.01	1223890	1.31
			04/09/2015	-8090	0.01	1215800	1.30
			11/09/2015	-106395	0.11	1109405	1.18
			18/09/2015	-9500	0.01	1099905	1.17
			30/09/2015	-10000	0.01	1089905	1.16
			09/10/2015	-1000	0.00	1088905	1.16
			16/10/2015	-7400	0.01	1081505	1.15
			23/10/2015	-410	0.00	1081095	1.15
			30/10/2015	-25000	0.03	1056095	1.13
			06/11/2015	-65000	0.07	991095	1.06
			20/11/2015	-17300	0.02	973795	1.04
			27/11/2015	-16100	0.02	957695	1.02
			04/12/2015	-30211	0.03	927484	0.99
			11/12/2015	-202696	0.22	724788	0.77
			18/12/2015	-715086	0.76	9702	0.01
			25/12/2015	-9402	0.01	300	0.00
	At the End of the year		31/03/2016	0	0.00	300	0.00
2	At the beginning of the year	SPLASH MEDIA AND INFRA LTD - OPEN OFFER	01/04/2015	0	0.00	0	0.00
	Date wise Increase / Decrease in Share holding during the year		22/05/2015	15996001	17.07	15996001	17.07
			29/05/2015	4272445	4.56	20268446	21.63
			05/06/2015	2109050	2.25	22377496	23.88
			24/07/2015	-22377496	23.88	0	0.00
	At the End of the year		31/03/2016	0	0.00	0	0.00

Annual Report 2015-2016

3	At the beginning of the year	COMFORT INTECH LIMITED	01/04/2015	5642660	6.02	5642660	6.02
	Date wise Increase / Decrease in Share holding during the year		24/07/2015	5642660	6.02	0	0.00
	At the End of the year		31/03/2016	0	0.00	0	0.00
4	At the beginning of the year	FIRST FINANCIAL SERVICES LTD	01/04/2015	1619371	1.73	1619371	1.73
	Date wise Increase / Decrease in Share holding during the year			NIL	NIL		
	At the End of the year		31/03/2016	0	0.00	1619371	1.73
5	At the beginning of the year	PADMA IMPEX PRIVATE LIMITED	01/04/2015	3747645	4.00	3747645	4.00
	Date wise Increase / Decrease in Share holding during the year			NIL	NIL		
	At the End of the year		31/03/2016	0	0.00	3747645	4.00
6	At the beginning of the year	COMFORT SECURITIES LTD	01/04/2015	1921850	2.05	1921850	2.05
	Date wise Increase / Decrease in Share holding during the year		01/05/2015	1982	0.00	1923832	2.05
			06/05/2015	25000	0.03	1948832	2.08
			22/05/2015	-1948832	2.08	0	0.00
			14/08/2015	50000	0.05	50000	0.05
			21/08/2015	290000	0.31	340000	0.36
			11/09/2015	100000	0.11	440000	0.47
			30/09/2015	-365000	0.39	75000	0.08
			06/11/2015	-75000	0.08	0	0.00
			18/12/2015	680000	0.73	680000	0.73
			25/12/2015	-42650	0.05	637350	0.68
			01/01/2016	-70000	0.07	567350	0.61
			08/01/2016	-199355	0.21	367995	0.39
			15/01/2016	-8100	0.01	359895	0.38
			22/01/2016	-28036	0.03	331859	0.35
			05/02/2016	-48400	0.05	283459	0.30
			12/02/2016	-15000	0.02	268459	0.29
			19/02/2016	-5800	0.01	262659	0.28
			26/02/2016	-1100	0.00	261559	0.28
			04/03/2016	-3000	0.00	258559	0.28
			11/03/2016	-1000	0.00	257559	0.27
	At the End of the year		31/03/2016	0	0.00	257559	0.27
7	At the beginning of the year	ALACRITY SECURITIES LIMITED	01/04/2015	1318500	1.41	1318500	1.41
	Date wise Increase / Decrease in Share holding during the year		29/05/2015	-29500	0.03	1289000	1.38
			30/06/2015	-68012	0.07	1220988	1.30
	At the End of the year		31/03/2016	0	0.00	1220988	1.30

LUHARUKA MEDIA & INFRA LIMITED

(Formerly Splash Media & Infra Limited)

8	At the beginning of the year	D V INFRADEVELOPERS PRIVATE LIMITED	01/04/2015	3358000	3.58	3358000	3.58
	Date wise Increase / Decrease in Share holding during the year		24/04/2015	22000	0.02	3380000	3.61
			22/05/2015	-3380000	3.61	0	0.00
	At the End of the year		31/03/2016	0	0.00	0	0.00
9	At the beginning of the year	JAYINE TRADECOM PRIVATE LIMITED	01/04/2015	3591357	3.83	3591357	3.83
	Date wise Increase / Decrease in Share holding during the year			NIL	NIL		
	At the End of the year		31/03/2016	0	0.00	3591357	3.83
10	At the beginning of the year	LADIOS TRADING PRIVATE LIMITED	01/04/2015	498000	0.53	498000	0.53
	Date wise Increase / Decrease in Share holding during the year			NIL	NIL		
	At the End of the year		31/03/2016	0	0.00	498000	0.53
11	At the beginning of the year	ANIL AGRAWAL HUF	01/04/2015	14665000	15.65	14665000	15.65
	Date wise Increase / Decrease in Share holding during the year		24/07/2015	27414103	29.25	42079103	44.90
	At the End of the year		31/03/2016	0	0.00	42079103	44.90
12	At the beginning of the year	SMIL SELLING SHAREHOLDERS-ESCROW ACCOUNT	01/04/2015	5036607	5.37	5036607	5.37
	Date wise Increase / Decrease in Share holding during the year		24/07/2015	-5036607	5.37	0	0.00
	At the End of the year		31/03/2016	0	0.00	0	0.00
13	At the beginning of the year	RANGAN VINCOM PRIVATE LIMITED	01/04/2015	607236	0.65	607236	0.65
	Date wise Increase / Decrease in Share holding during the year			NIL	NIL		
	At the End of the year		31/03/2016	0	0.00	607236	0.65
14	At the beginning of the year	DHANISHKUMAR JAYANTILAL JAIN	01/04/2015	1662000	1.77	1662000	1.77
	Date wise Increase / Decrease in Share holding during the year		14/08/2015	-1662000	1.77	0	0.00
	At the End of the year		31/03/2016	0	0.00	0	0.00
15	At the beginning of the year	CHANDRA SHEKHAR AGARWAL	01/04/2015	2800000	2.99	2800000	2.99
	Date wise Increase / Decrease in Share holding during the year			NIL	NIL		
	At the End of the year		31/03/2016	0	0.00	2800000	2.99
16	At the beginning of the year	KAVITA AGARWAL	01/04/2015	2800000	2.99	2800000	2.99
	Date wise Increase / Decrease in Share holding during the year			NIL	NIL		
	At the End of the year		31/03/2016	0	0.00	2800000	2.99

Annual Report 2015-2016

17	At the beginning of the year	PAVANKUMAR SANWARMAL	01/04/2015	4096000	4.37	4096000	4.37
	Date wise Increase / Decrease in Share holding during the year			NIL	NIL		
	At the End of the year		31/03/2016	0	0.00	4096000	4.37
18	At the beginning of the year	SUJATA RAVI NAIR	01/04/2015	4236352	4.52	4236352	4.52
	Date wise Increase / Decrease in Share holding during the year		22/05/2015	-4236352	4.52	0	0.00
	At the End of the year		31/03/2016	0	0.00	0	0.00
19	At the beginning of the year	MAMTA VYAS	01/04/2015	645000	0.69	645000	0.69
	Date wise Increase / Decrease in Share holding during the year			NIL	NIL		
	At the End of the year		31/03/2016	0	0.00	645000	0.69
20	At the beginning of the year	FAGUN AKASHDEEP JOSHI	01/04/2015	3793286	4.05	3793286	4.05
	Date wise Increase / Decrease in Share holding during the year		22/05/2015	-3793286	4.05	0	0.00
	At the End of the year		31/03/2016	0	0.00	0	0.00

V Shareholding of Directors and KMP

Sr. No.	Name	Designation	No. of Shares held at the Beginning of the year	% of total Shares of the company	No. of Shares held at the End of the year	% of total Shares of the company
1	Mr. Devendra Lal Thakur	Independent Director	2000	0.002	2000	0.002

Note:

The following Directors/ Key Managerial Personnel (KMP) did not hold any shares during the Financial Year 2015-16

Mr. Anil Agrawal - Whole Time Director of the Company does not hold any shares of the Company

Mrs. Suchi Bansal - Independent Director and Mr. Sunil Jain - Independent Director of the Company does not hold any shares of the Company

Mr. Sharad Mishra -CFO of the Company does not hold any shares of the Company

VI Indebtness

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtness at the beginning of the financial year				
i) Principal Amount	52,31,810	-	-	52,31,810
ii) Interest due but not paid	-	-	-	NIL
iii) Interest accrued but not due	-	-	-	NIL
Total (i+ii+iii)	52,31,810	-	-	52,31,810
Change in Indebtedness during the financial year				
Additions	-	-	-	NIL
Reduction	49,92,297	-	-	49,92,297
Net Change	(49,92,297)	-	-	(49,92,297)
Indebtedness at the end of the financial year				
i) Principal Amount	2,39,513	-	-	2,39,513
ii) Interest due but not paid	-	-	-	NIL
iii) Interest accrued but not due	-	-	-	NIL
Total (i+ii+iii)	2,39,513	-	-	2,39,513

LUHARUKA MEDIA & INFRA LIMITED

(Formerly Splash Media & Infra Limited)

VII REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole time director and/or Manager:

Sr. No	Particulars of Remuneration	Name of MD/WTD/Manager		Total Amount
1	Gross salary	Mrs. Alka Lath**	Mr. Anil Agrawal*	
	(a) Salary as per provisions contained in section 17(1) of the Income Tax, 1961.	4,62,500	1,85,000	6,47,500
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	-	-	NIL
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	-	-	NIL
2	Stock option	-	-	NIL
3	Sweat Equity	-	-	NIL
4	Commission -as % of profit -others (specify)	-	-	NIL
5	Others, please specify	-	-	NIL
	Total (A)	4,62,500	1,85,000	6,47,500
	Ceiling as per the Act	The above is within the limits as prescribed by Act.		

*Mr. Anil Agrawal has appointed as an Whole- Time Director w.e.f. June 24, 2015

**Ms. Alka Lath has been resigned as an Whole -Time Director w.e.f. June 24, 2015

B. Remuneration to other directors:

Sr. No	Particulars of Remuneration	Name of Directors		Total Amount
1	Independent Directors	Mrs. Shuchi Bansal	Mr. Devendra Lal Thakur**	
	(a) Fee for attending board committee meetings	15,000	15,000	30,000
	(b) Commission	-	-	-
	(c) Others, please specify	-	-	-
	Total (1)	15,000	15,000	30,000
2	Other Non Executive Directors	Mr. Manish Dadhich		
	(a) Fee for attending board committee meetings	5,000	-	5,000
	(b) Commission	-	-	-
	(c) Others- Remuneration.	-	-	-
	Total (2)	5,000	-	5,000
	Total (B)=(1+2)	20,000	-	35,000
	Total Managerial Remuneration	20,000	15,000	35,000
	Overall Cieling as per the Act.	The above is within the limits as prescribed by Act.		

*Mr. Manish Dadhich has ceased to be a Non- Independent Director w.e.f. November 24, 2015

**Mr. Devendra Lal Thakur was appointed as Independent Director W.e.f. November 24, 2015

Annual Report 2015-2016

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

Sr. No.	Particulars of Remuneration	Key Managerial Personnel	
		CFO	
1	Gross Salary	Sharad Mishra	Total
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	1,55,452	1,55,452
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	—	—
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	—	—
2	Stock Option	—	—
3	Sweat Equity	—	—
4	Commission - as % of profit - others, specify	—	—
5	Others, please specify	—	—
	Total	1,55,452	1,55,452

* Mr. Sharad Mishra was appointed as Chief Financial Officer of the Company w.e.f. February 13, 2015.

VIII PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority (RD/NCLT/ Court)	Appeall made if any (give details)
A. COMPANY					
Penalty	NONE				
Punishment					
Compounding					
B. DIRECTORS					
Penalty	NONE				
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty	NONE				
Punishment					
Compounding					

REPORT ON CORPORATE GOVERNANCE

1. COMPANY'S PHILOSOPHY

Our Company is committed to provide fair, transparent and equitable treatment to all its stakeholders. For us Corporate Governance is not only a set of rules that define the relationship between the stakeholders and the management of a company but it is the way the company operates. Corporate Governance is both the structure and the relationship which determine corporate direction and performance.

Your Company is committed to adopt the best practices in Corporate Governance and disclosure. It is our constant endeavour to adhere to the highest standard of integrity and to safeguard the interest of all our stakeholders.

Your Company's Board has empowered key management officials to implement policies and guidelines related to the key elements of Corporate Governance - transparency, disclosure, supervision and internal controls, risk management, internal and external communications, high standards of safety, accounting fidelity, product and service quality. It also has in place a comprehensive business review processes.

Regulation 27

Regulation 27 of the SEBI (Listing Obligations and Disclosure RequirementS) Regulations, 2015 entered between the Company and the Stock Exchange is a benchmark for the compliance practices and rules required to be followed by all listed companies. Regulation 27 of the SEBI (Listing Obligations and Disclosure RequirementS) Regulations, 2015 is the baseline for good governance standards. At Luharuka Media & Infra Limited, we not only adhere to the prescribed Corporate Governance standards and practices as given in Regulation 27 of the SEBI (Listing Obligations and Disclosure RequirementS) Regulations, 2015 but we constantly strive to adopt the emerging best practices.

Corporate Governance has always been an integral and indispensable practice at your Company in conducting its business for more than 3 decades. We believe that Corporate Governance is a journey towards sustainable value creation and is always an upward moving target.

We follow high standards of Corporate Governance practices which inter-alia include:

- The Board of the Company comprises majority of Non executive Directors representing around 75% of the total composition of the Board
- Out of the three directors on the Board, two are independent directors which represent around 25% of the total composition of the Board
- Consistent monitoring and improvement of the human and physical resources
- Introducing regular checks and audits and continuous improvement in already well define systems and procedures
- Board/Committee meetings at regular intervals to keep the Board informed of the recent happenings.

2. BOARD OF DIRECTORS ("the Board")

2.1 Composition

The Board of Directors of the Company comprises of a fair number of Independent professionally competent and acclaimed Non Executive Directors. The Board of Directors of the Company consists of Four Members. The Company has "One Executive" and three "Non-Executive Directors" as on March 31, 2016:

All the Independent Directors have confirmed to the Company that they qualify to be an Independent Director as per the definition of 'Independent Director' stipulated in Regulation 16(1) (b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. It is the practice of the company to place such confirmation before the Board at its meeting.

Sr. No.	Name of Directors	Designation
1.	Mr. Anil Agrawal	Whole Time Director
2.	Mr. Devendra Lal Thakur	Non- Executive & Independent Director
3.	Mrs. Suchi shish Bansal	Non- Executive & Independent Director
4.	Mr. Sunil Jain	Non- Executive & Independent Director

Notes:

1. On June 24, 2015, Mr. Anil Agrawal was appointed as an Additional Executive Promoter Director of the Company in place of Ms. Alka Lath, who has ceased to be Whole Time Director of the Company.
2. On November 24, 2015, Mr. Devendra Lal Thakur was appointed as an Additional Independent Director of the Company in place of Mr. Manish Dadhich, who has ceased to be Non-Executive & Non-Independent Director of the Company.
3. On May 30, 2016, Mr. Sunil Jain has ceased to be Independent Director of the Company due to not attending any Board Meeting during the year.
4. On June 27, 2016, Mr. Ankur Agrawal has been appointed as an Additional Managing Director of the Company, in place of Mr. Anil Agrawal, who has ceased to be Whole Time Director of the Company.
5. On August 6, 2016, Ms. Deepika Agrawal has been appointed as an Additional Non-Executive & Non-Independent Director of the Company.

2.2 Brief Profile of Directors

A brief profile of all the Directors of the Company, the nature of their expertise in specific functional areas, the names of the public companies (other than foreign companies, Section 8 companies and private companies that are not subsidiaries of a public company) of which they hold directorships in the company as on March 31, 2016 are given below:

- I. **Mr. Anil Agrawal (DIN: 00014413)** aged 54 years is a Whole Time Director of our Company. He is a Chartered Accountant and qualified Cost and Works Accountant from ICAI and ICWAI respectively. He has approximately 30 years of experience in the field of Finance, Capital Market and Business Advisory and Related activities. He is one of the trustees of Seth Govindaram Charitable Trust and Shree Ashtavinayaka Dham. The Board has the advantage of his wide experience in the financial services field. He is responsible for overall management of business of our Company. He is designated as Whole Time Promoter Director of our Company since 2015.

Mr. Anil Agrawal is on the Board of the following other Public Limited Companies:

- Comfort Intech Limited
- Comfort Fincap Limited
- Comfort Commotrade Limited
- Comfort Securities Limited
- Liquors India Limited
- Blend Financial Services Limited

Mr. Anil Agrawal does not hold any Equity Shares in the Company as on March 31, 2016

-
- II. **Mr. Devendra Lal Thakur (DIN: 00392511)** aged 55 years is an Independent Director of our Company. He is a fellow member of ICAI. He is a Practising Chartered Accountant in M P Reddy & Associates, Mumbai. He has approximately 30 years of experience in the field of Commerce, Finance, Audit and Accounts. Further, he is also having an experience of 11 years in Engineering and Construction Industry. As an Independent Director of our Company and Chartered Accountant by profession, he brings value addition to the Company. He has been designated as Additional Independent Director of our Company since 2015.

Mr. Devendra Lal Thakur is on the Board of the following other Public Limited Companies:

- Comfort Intech Limited
- Comfort Fincap Limited
- Comfort Commotrade Limited

Mr. Devendra Lal Thakur holds 0.0213% of the paid up Equity Shares Capital of the Company as on March 31, 2016

LUHARUKA MEDIA & INFRA LIMITED

(Formerly Splash Media & Infra Limited)

- III. **Mrs. Suchi Bansal (DIN: 02330778)** aged 37 years is an Independent Director of the Company. She is a graduate from Mumbai University. She has more than 5 years of experience in the field of Commerce and Finance. Being an Independent Director, she brings value addition to the Company. She has been designated as an Independent Director of our Company since 2009.

Mrs. Suchi Bansal does not hold any Equity Shares in the Company as on March 31, 2016

- IV. **Mr. Sunil Jain (DIN: 02657459)** aged 41 years is an Independent director of the Company. However, he has been removed from the office of Independent Director w.e.f. May 30, 2016 pursuant to Section 167 of Companies Act, 2013 due to non-attendance of any Board Meeting held during the Financial Year 2015-16

2.3 **Attendance of Directors at Board Meetings, last Annual General Meeting (AGM) and number of directorships and chairmanships/memberships of committees of each Director as on March 31, 2016 are given below**

The name and categories of the Directors on the Board, their attendance at Board Meetings during the years and at the last Annual General Meeting, as also the number of Directorships and committee Memberships / Chairmanships held by them in the Committees of Board namely Audit Committee & Stakeholders Relationship Committee as on March 31, 2016 are given below:

Name of Director	Category of Directorship	Attendance at		No. of Directorships	Committee	
		Board Meetings	Last AGM		Positions Member	Chairman
Mr. Anil Agrawal	Whole Time Director	5	Yes	6	3	2
Mrs. Shuchi Bansal	Non-Executive & Independent Director	7	Yes	0	-	-
Mr. Devendra Lal Thakur	Non-Executive & Independent Director	1	No	3	3	3
Mr. Sunil Jain	Non-Executive & Independent Director	No	No	0	-	-

*Excluding directorships in private, foreign companies and companies which are granted license under Section 8 of the Companies Act, 2013.

Notes:

- On June 24, 2015, Mr. Anil Agrawal was appointed as an Additional Executive Promoter Director of the Company in place of Ms. Alka Lath, who has ceased to be Whole Time Director of the Company.
- On November 24, 2015, Mr. Devendra Lal Thakur was appointed as an Additional Independent Director of the Company in place of Mr. Manish Dadhich, who has ceased to be Non Independent-Non Executive Director of the Company.
- On May 30, 2016, Mr. Sunil Jain has ceased to be Independent Director of the Company due to not attending any Board Meeting during the year.
- On June 27, 2016, Mr. Ankur Agrawal has been appointed as an Additional Managing Director of the Company, in place of Mr. Anil Agrawal, who has ceased to be Whole Time Director of the Company.
- On August 6, 2016, Ms. Deepika Agrawal has been appointed as an Additional Non Executive-Non Independent Director of the Company.

The necessary disclosure regarding Committee positions have been made by all the Directors. None of the Directors on the Board is a Member of more than 10 Committees and Chairman of more than 5 Committees across all companies in which they are Directors and are also not serving as Independent Director in more than seven listed Public Companies.

2.4. **Board Meetings & Procedures**

The Company has been following the practice of holding at least four Board Meetings every year. During the Financial Year 2015-16, the Company held 7 (Seven) Board Meetings. Out of these board meetings, four meetings; one in every quarter, included the agenda for review of the quarterly financial results of the Company. The maximum time-gap between any two consecutive meetings did not exceed 120 days.

The meetings of the Board of Directors are generally held at the registered office of the Company.

The Board periodically reviews reports confirming compliance with the laws applicable to the Company and steps taken by the Company to rectify instances of non-compliance, if any.

The following information as enumerated in Part A of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is placed before the Board at its meetings.

- Quarterly / Yearly results of operating divisions or business segments
- Minutes of meetings of Audit Committee and other Committees of the Board of Directors
- Non compliance, if any of regulatory, statutory or listing requirements as well as investor services

During the year ended March 31, 2016, 7 (Seven) Board Meetings were held on the following dates:

Sr. No.	Date of Board Meeting
1	May 29, 2015
2	June 24, 2015
3	July 10, 2015
4	August 14, 2015
5	November 7, 2015
6	November 24, 2015
7	February 6, 2016

2.5. MEETING OF INDEPENDENT DIRECTORS

In terms of requirements of the Companies Act 2013, Rules framed thereunder and Regulation 27 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate meeting of Independent Directors was held on February 6, 2016.

During the year under review, the Independent Directors met on February 6, 2016 without the attendance of non-independent directors and members of the management, inter-alia, to discuss:

Evaluation of the performance of Non-Independent Directors and the Board of Directors as a whole;

Evaluation of the performance of the Chairman of the Company, taking into account the views of the Executive and Non Executive Directors; and

Evaluation of the quality, content and timelines of flow of information between the management and the Board that is necessary for the Board to effectively and reasonably perform its duties

2.6. FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

All Independent Directors inducted on the Board are given an orientation. Presentations are made by Executive Directors and Senior Management giving an overview of the Company's operations, products, group structure and subsidiaries, Board constitution and guidelines, matters reserved for the Board, and the major risks and risk management strategy. The details on the Company's Familiarization Programme for Independent Directors can be accessed at www.luharukamediainfra.com

2.7. Code of Conduct

The Code of Conduct, which has been formulated for the Board Members and Senior Management Personnel of the Company, is posted on the website of the Company, viz. www.luharukamediainfra.com

3. BOARD COMMITTEES

The Board has constituted the following committees of Directors:

3.1 Audit Committee

3.2 Nomination & Remuneration Committee

3.3 Stakeholders Relationship Committee

LUHARUKA MEDIA & INFRA LIMITED

(Formerly Splash Media & Infra Limited)

3.1 AUDIT COMMITTEE:

The Board has constituted a well-qualified Audit Committee. The Chairman and Members of this Committee possess sound knowledge on accounts, audit, finance, taxation, internal controls etc.

A. Composition:

The composition of the Audit Committee, category of its Members at the Committee meetings held during the year under review is given in the table below:

Sr. No.	Names of Directors	Category	Position
1.	Mr. Devendra Lal Thakur	Non- Executive and Independent Director	Chairman
2.	Mr. Anil Agrawal	Whole Time Director	Member
3.	Mrs. Suchi Bansal	Non- Executive and Independent Director	Member

Notes:

- 1) On June 24, 2015 Mr. Anil Agrawal was appointed as Member of the Audit Committee and Ms. Alka Lath has ceased to be the Member of this Committee.
- 2) On November 24, 2015 Mr. Devendra Lal Thakur was appointed as Chairman of the Committee in place of Mrs. Suchi Bansal who continues to be Member of this Committee. Further, Mr. Sunil Jain has ceased to be Member of this Committee with effect from November 24, 2015.

B. Role of Audit Committee

(I) The Role of the Audit Committee is as follows:

- (1) Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- (2) Recommending the appointment, remuneration and terms of appointment of auditors of the Company;
- (3) Approving payment to statutory auditors for any other services rendered by the statutory auditors;
- (4) Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
 - (a) Matters required being included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
 - (b) Changes, if any, in accounting policies and practices and reasons for the same;
 - (c) Major accounting entries involving estimates based on the exercise of judgment by management;
 - (d) Significant adjustments made in the financial statements arising out of audit findings;
 - (e) Compliance with listing and other legal requirements relating to financial statements;
 - (f) Disclosure of any related party transactions;
 - (g) Modified opinion(s) in the draft audit report;
- (5) Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
- (6) Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the board to take up steps in this matter;
- (7) Reviewing and monitoring the Auditor's independence and performance, and effectiveness of audit process;
- (8) Approval or any subsequent modification of transactions of the Company with related parties;
- (9) Scrutiny of inter-corporate loans and investments;
- (10) Valuation of undertakings or assets of the listed entity, wherever it is necessary;
- (11) Evaluating the internal financial controls and risk management systems;

- (12) Reviewing, with the management, performance of statutory and internal auditors, and adequacy of the internal control systems;
- (13) Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of Internal Audit;
- (14) Discussing with Internal Auditors of any significant findings and follow up there on;
- (15) Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
- (16) Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
- (17) To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
- (18) To review the functioning of the Whistle Blower Mechanism;
- (19) Approval of appointment of Chief Financial Officer after assessing the qualifications, experience and background, etc. of the candidate;
- (20) Carrying out any other function as is mentioned in the terms of reference of the audit committee.

(II) The Audit Committee shall mandatorily review the following information:

- (1) Management discussion and analysis of financial condition and results of operations;
- (2) Statement of significant related party transactions (as defined by the audit committee), submitted by management;
- (3) Management letters / letters of internal control weaknesses issued by the statutory auditors;
- (4) Internal audit reports relating to internal control weaknesses; and
- (5) The appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee.
- (6) Statement of deviations:
 - (a) Quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to Stock Exchange(s) in terms of Regulation 32(1).
 - (b) Annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/ notice in terms of Regulation 32(7).

C. Audit committee Meetings and Attendance:

The Committee has met four (4) times during the Financial Year 2015-16 i.e. on May 29, 2015, August 14, 2015, November 7, 2015 and February 6, 2016.

Details of attendance of each Member as on March 31, 2016 at the Audit Committee Meetings which was re-constituted on June 24, 2015 and November 24, 2015, are given below:-

Name of the Member	Category	Position	Total
Mr. Devendra Lal Thakur	Non- Executive and Independent Director	Chairman	1
Mr. Anil Agrawal	Whole Time Director	Member	3
Mrs. Shuchi Bansal	Non- Executive and Independent Director	Member	4
Mr. Sunil Jain	Non- Executive and Independent Director	Member	0

Notes:

- 1) On June 24, 2015, Mr. Anil Agrawal was appointed as Member of the Audit Committee and Ms. Alka Lath has ceased to be the Member of this Committee.
- 2) On November 24, 2015, Mr. Devendra Lal Thakur was appointed as Chairman of the Committee in place of Mrs. Suchi Bansal who continues to be Member of this Committee. Further Mr. Sunil Jain ceased to be Member of this Committee with effect from November 24, 2015.

LUHARUKA MEDIA & INFRA LIMITED

(Formerly Splash Media & Infra Limited)

3.2. NOMINATION & REMUNERATION COMMITTEE

A. Composition:

The composition of the Nomination & Remuneration Committee, category of its Members at the Committee meetings held during the year under review is given in the table below:

S r . No.	Names of the Directors	Category	Position
1.	Mrs. Suchi Bansal	Non- Executive and Independent director	Chairman
2.	Mr. Devendra Lal Thakur	Non- Executive and Independent director	Member
3.	Mr. Anil Agrawal	Whole Time Director	Member

Notes:

- On June 24, 2015, Mr. Anil Agrawal was appointed as Member of the Committee and Ms. Alka Lath has ceased to be a Member of the Committee. Further, Mrs. Suchi Bansal appointed as Chairman of the Committee in place of Mr. Manish Dadhich.
- On November 24, 2015, Mr. Devendra Lal Thakur was appointed as Member of Committee in place of Mr. Sunil Jain, who has ceased to be Member of the Committee.

B. Role of Nomination and Remuneration Committee:

- To formulate a criteria for determining qualifications, positive attributes and independence of a director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;
- To formulate criteria for evaluation of performance of independent directors and the board of directors;
- To devise a policy on diversity of board of directors;
- 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 of directors their appointment and removal.
- To check whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of Independent Directors.

C. Nomination and Remuneration Committee Meetings and Attendance:

The Committee has met one (1) time during the Financial Year 2015-16 i.e. on August 14, 2015.

Details of attendance of each Member as on 31.03.2016 at the Nomination & Remuneration Committee Meetings which was re-constituted on June 24, 2015 and November 24, 2015 are given below:-

Name of the Member	Category	Position	Total
Mrs. Suchi Bansal	Non- Executive and Independent director	Chairman	1
Mr. Devendra Lal Thakur	Non- Executive and Independent director	Member	0
Mr. Anil Agrawal	Whole Time Director	Member	1
Mr. Sunil Jain	Non- Executive and Independent director	Member	0

Notes:

- On June 24, 2015, Mr. Anil Agrawal was appointed as Member of the Committee and Ms. Alka Lath has ceased to be a Member of the Committee. Further, Mrs. Suchi Bansal appointed as Chairman of the Committee in place of Mr. Manish Dadhich.
- On November 24, 2015, Mr. Devendra Lal Thakur was appointed as Member of Committee in place of Mr. Sunil Jain, who has ceased to be Member of the Committee.

D. Details of Remuneration to the Directors

The remuneration policy is directed towards rewarding performances. It is aimed at attracting and retaining high potential talent. The Company does have an incentive plan which is linked to performance and achievement of the Company's objectives. Subject to the approval of the Board of Directors and subsequent approval by the members at the General Meeting and such authorities as the case may be, remuneration of Executive Director is fixed by the

Nomination & Remuneration Committee. The remuneration is decided by the Nomination & Remuneration Committee taking into consideration various factors such as qualifications, experience, expertise, prevailing remuneration in the competitive industries, financial position of the company etc.,

Details of remuneration paid/payable to the Executive Director of the Company during the year ended March 31, 2016 are given below:

Sr. No.	Name of the Director	Designation	Remuneration 2015-16	Remuneration 2014-15
1	Ms. Alka Lath	Whole Time Director	Rs. 4,62,500/-	Rs. 4,60,000/-
2	Mr. Anil Agrawal	Whole Time Director	Rs.1,85,000/-	Nil

Notes:-

- 1) On June 24, 2016, Mr. Anil Agrawal has been appointed as Additional Executive Promoter Director of the Company and Mrs. Alka Lath has resigned as Whole Time Director.

3.3. STAKEHOLDERS RELATIONSHIP COMMITTEE

A. Composition:

The composition of the Stakeholders Relationship Committee, category of its Members at the Committee meetings held during the year under review is given in the table below:

Sr. No.	Names of the Directors	Category	Position
1	Mrs. Suchi Bansal	Non- Executive and Independent director	Chairman
2	Mr. Anil Agrawal	Whole Time Director	Member
3	Mr. Devendra Lal Thakur	Non- Executive and Independent director	Member

Notes:-

- 1) On June 24, 2015, Mr. Anil Agrawal was appointed as Chairman of the Committee in place of Mrs. Shuchi Bansal, who continues to be the member of the Committee. Further, Ms. Alka Lath has ceased to be the member of the Committee with effect from June 24, 2015.
- 2) On November 24, 2015, Mr. Devendra Lal Thakur was appointed as member of the Committee in place of Mr. Sunil Jain, who has ceased to be member of the Committee.

Further, according to Regulation 20(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Chairperson of the Stakeholders Relationship Committee should be a Non-Executive Director. Hence, Mrs. Suchi Bansal was appointed as a Chairman of the Committee in place of Mr. Anil Agrawal, who continues to be a Member of the Committee.

B. Role of Stakeholders Relationship Committee

- Respond to the grievances in general and relating to transfer, transmission of shares, non-receipt of declared dividends, interest, non-receipt of Balance Sheet, duplicate, split, consolidation and rematerialisation of share certificate, etc. of all shareholders in a time bound manner;
- Monitor and review the performance and service standards of the Registrar and Share Transfer Agents of the Company and provide continuous guidance to improve the service levels for shareholders and other security holders;
- Ensure quick redressal of the complaints of all shareholders and other security holders;
- Maintain cordial relations with the shareholders and other security holders;
- Address such other matters as may from time to time be required by any statutory, contractual or other regulatory requirements to be attended to by such Committee;
- Monitor the number of grievances received, resolved or pending at the end of the quarter.

LUHARUKA MEDIA & INFRA LIMITED

(Formerly Splash Media & Infra Limited)

C. Meetings & Attendance:

The Committee has met four (4) times during the Financial Year 2015-16 i.e. on May 29, 2015, August 14, 2015, November 7, 2015 and February 6, 2016.

Details of attendance of each Member as on March 31, 2016 at the Stakeholders Relationship Committee Meetings which was re-constituted on June 24, 2015 and November 24, 2015 and February 6, 2016 are given below:-

Name of the Member	Category	Position	Total
Mrs. Suchi Bansal	Non- Executive and Independent director	Chairman	3
Mr. Anil Agrawal	Whole Time Director	Member	3
Mr. Devendra Lal Thakur	Non- Executive and Independent director	Member	1
Mr. Sushil Jain	Non- Executive and Independent director	Member	0

Notes:-

- On June 24, 2015, Mr. Anil Agrawal was appointed as Chairman of the Committee in place of Mrs. Shuchi Bansal, who continues to be the Member of the Committee. Further, Ms. Alka Lath has ceased to be the Member of the Committee with effect from June 24, 2015.
- On November 24, 2015, Mr. Devendra Lal Thakur was appointed as Member of the Committee in place of Mr. Sunil Jain, who has ceased to be Member of the Committee.

Further, according to Regulation 20(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Chairperson of the Stakeholders Relationship Committee should be a Non-Executive Director. Hence, Mrs. Suchi Bansal was appointed as a Chairman of the Committee in place of Mr. Anil Agrawal, who continues to be a Member of the Committee.

D. Information on Investor Grievances for the period from April 1, 2015 to March 31, 2016

During the Financial Year 2015-16, no complaints were received from shareholders/investors. There are no outstanding complaints at the close of Financial Year. The Company has no transfers pending at the close of the Financial Year. Details of complaints are given below:

Particulars	Number
Pending at the beginning of the year under review	Nil
Received during the year under review	0
Resolved during the year under review	0
Pending at the end of the year under review	Nil

4. Compliance Officer

Mr. Anil Agrawal has been appointed as Compliance Officer w.e.f June 24, 2015 for complying with the requirements of SEBI (Prohibition of Insider Trading) Regulation, 1992 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Ms. Alka Lath, Compliance Officer and Whole Time Director of the Company resigned w.e.f June 24, 2015. Mr. Anil Agrawal was Compliance Officer of the Company but as per Regulation 6 of SEBI Notification No. SEBI/LADNRO/GN/2015-16/013, the qualified Company Secretary can only be appointed as the Compliance Officer of the Company. Hence at present there is no Company Secretary to act as a Compliance Officer of the company. However, Company is under process to recruit a suitable candidate for the post of Company Secretary.

5. Performance Evaluation of the Board

Pursuant to the provisions of the Companies Act, 2013 and Regulation 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out a formal process of performance evaluation of the Board, Committees and individual Directors. The performance was evaluated based on the parameters such as Composition and Quality of Board Members, Effectiveness of Board/Committee process and functioning, Contribution of the Members, Board Culture and Dynamics, Fulfillment of key responsibilities, Ethics and Compliance etc. A structured questionnaire was prepared covering the above areas of competencies. All the responses were evaluated by the Nomination & Remuneration Committee as well as the Board of Directors and the results reflected high satisfactory performance.

Annual Report 2015-2016

6. GENERAL BODY MEETINGS

6.1. Particulars of Annual General Meetings held during last three years:

YEAR	LOCATION	DATE	TIME	SPECIAL RESOLUTION
2012-13	Hotel Landmark, Link Road, Malad (W), Mumbai - 400064	September 30, 2013	11.00 A. M.	Nil
2013-14	Hotel Landmark, Link Road, Malad (W), Mumbai - 400064	September 29, 2014	11.00 A. M.	Nil
2014-15	Hotel Landmark, Link Road, Malad (W), Mumbai - 400064	September 19, 2015	03.00 P. M.	1. Appointment of Mr. Anil Agrawal as an Executive Director 2. Change the name of the Company from Splash media & Infra Limited to Luharuka Media & Infra Limited. 3. Adoption of New set of Articles of Association.

6.2. Extra Ordinary General Meetings

There were no Extra Ordinary General Meetings conducted during the Financial Year 2015-16

6.3. Postal Ballot

There were no resolutions passed through postal ballot during the Financial Year 2015-16

7. MEANS OF COMMUNICATION

7.1 Quarterly Financial Results were published during the Financial year as follows

Financial Result	Un-Audited / Audited*	Newspapers
First Quarter	Un-Audited	Financial Express & Aapla Mahanagar
Second Quarter	Un-Audited	Active Times & Mumbai Lakshadweep
Third Quarter	Un-Audited	Active Times & Mumbai Lakshadweep
Fourth Quarter/ Full year	Audited	Active Times & Mumbai Lakshadweep

*The Board of Directors of the Company approved and took on record the Un-Audited / Audited financial results within 45 days of close of quarter and communicated the results to Stock Exchange where the shares of the Company are listed and published in news papers as indicated above and put on website of the Company i.e. www.luharukamediainfra.com.

Note: Un-audited Financial Results were intimated to Stock Exchange within 45 days of first three quarters and Audited Financial Results for the last quarter /Financial Year ending within 60 days of close of financial year.

7.2. Management Discussion and Analysis Report:

This is given as separate chapter in the Annual Report.

7.3. Website and News Releases

In compliance with Regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate dedicated section under 'Investors' on the Company's website gives information on various announcements made by the Company, Annual Report, Quarterly/ Half yearly / Nine-months and Annual Financial Results along with the applicable policies of the Company. Your Company's official news releases and presentations made to the institutional investors are also available on the Company's website. However, your Company's website is currently under development & accessibility to the same will be provided shortly.

LUHARUKA MEDIA & INFRA LIMITED

(Formerly Splash Media & Infra Limited)

7.4. Stock Exchange

Your Company makes timely disclosures of necessary information to BSE Limited in terms of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other rules and regulations issued by the SEBI.

7.5. BSE Corporate Compliance & the Listing Centre:

BSE Listing is a web-based application designed by BSE for corporate.

All periodical compliance filings, inter alia, shareholding pattern, Corporate Governance Report, Corporate Announcements, amongst others are in accordance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, filed electronically.

8. GENERAL SHAREHOLDER INFORMATION

8.1 Annual General Meeting

Scheduled to be held on Monday, September 26, 2016 at 04.00 p.m. at Hotel Landmark, Link Road, Malad (West), Mumbai 400064

8.2 The Financial Year of the Company is from 1st April to 31st March

Tentative Calendar for the 2016-17 is as follows:-

Results for the quarter ending June 30, 2016	:	Second week of August 2016
Results for the quarter ending September 30, 2016	:	Second week of November 2016
Results for the quarter ending December 31, 2016	:	Second week of February 2017
Results for the year ending March 31, 2017	:	Last week of May 2017

8.3. Book Closure Date

: September 22, 2016 to September 26, 2016
(Both the days inclusive)

8.4 Registered Office

: A-301, Hetal Arch, Opposite Natraj Market, S.V. Road, Malad West, Mumbai 400064

8.5 Dividend Payment Date

For final dividend 2015-16 recommended by the Board of Directors at its meeting held on May 30, 2016:- Payment will be made to eligible shareholders within the time limit as specified in the Companies Act, 2013 (subject to approval of the shareholders)

8.6 Equity shares listed on

Stock Exchange : BSE Limited.

Note: The Annual listing fees as prescribed have been already paid to the BSE Limited for the year 2016-17.

8.7 Stock Code

Trading Symbol at	:	BSE Limited (Physical Segment)
		512048
Demat ISIN Number in	:	INE195E01020
		NSDL & CDSL

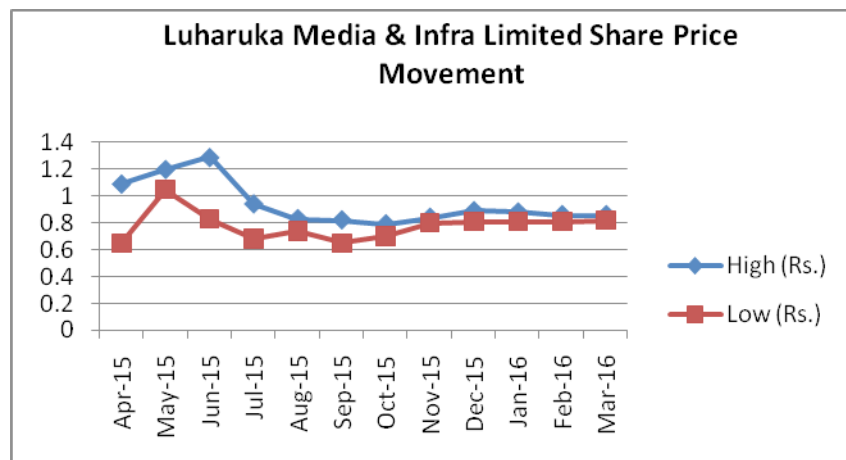
Annual Report 2015-2016

8.8 BSE Stock Market Data (in Rs. / per share) as on March 31, 2016

Period	High (Rs.)	Low (Rs.)
April 2015	1.09	0.65
May 2015	1.20	1.05
June 2015	1.29	0.83
July 2015	0.94	0.68
Aug 2015	0.83	0.74
Sep 2015	0.82	0.65
Oct 2015	0.79	0.70
Nov 2015	0.84	0.80
Dec 2015	0.89	0.81
Jan 2016	0.88	0.81
Feb 2016	0.86	0.81
Mar 2016	0.86	0.82

8.9 Performance in comparison to broad-based Indices

The Chart below shows the comparison of your Company's share price movement on BSE for the year 2015-16 (based on month end closing):



8.10 Registrar and Share Transfer Agents

(Share transfer and communication regarding share certificates, dividends and change of address)

: **Adroit Corporate Services Pvt. Ltd.**

19, Jafer Bhoy Industrial Estate, 1st floor,
Makwana Road, Marol Naka, Andheri (E),
Mumbai - 400059

8.11 Share Transfer System

Presently, the share transfers in physical form are processed and the share certificates returned within a period of 15 from the date of receipt, subject to the documents being clear in all respects. The Company has, as per SEBI guidelines with effect from February 11, 2004 discontinued the facility of transfer cum demat, so company dispatches the share certificates to transferee. In case the transferee wishes to dematerialize the share he can approach a Depository Participant (DP) with the share certificate. The D.P. will based on Demat Request Form (DRF) & Certificate generate a Demat request, which they will send to Company's Registrar along with DRF & share certificate on receipt of the same Company's Registrar will dematerialize the shares within 21 days of Demat request Received.

LUHARUKA MEDIA & INFRA LIMITED

(Formerly Splash Media & Infra Limited)

8.12 Distribution of Shareholdings as on March 31, 2016

Shares or Debentures Holding of nominal value	Share Holders		No. of Share	
Rs.	Number	% total	(In Rs.)	% of total
Upto 100	420	17.03	20709.00	0.02
101 - 500	495	20.07	171156.00	0.18
501 - 1000	317	12.85	287256.00	0.31
1001 - 2000	270	10.95	443182.00	0.47
2001 - 3000	174	7.06	461326.00	0.49
3001 - 4000	65	2.64	239895.00	0.26
4001 - 5000	151	6.12	743679.00	0.79
5001 - 10000	227	9.21	1826142.00	1.95
10001 - 20000	132	5.35	2030888.00	2.17
20001 - 50000	110	4.46	3462911.00	3.69
50000 and above	105	4.26	84032856.00	89.66
Total	2466	100.00%	93720000	100.00%

8.13 Share Holding Pattern (category wise) as on March 31, 2016

Category	No. of Shares	Percentage
Promoters	4,82,62,763	51.50
Mutual Funds / UTI & Banks	--	--
Bodies Corporate	16181470	17.26
Resident Individuals	27929370	29.8
Clearing member	1220988	1.30
NRIs / FIIs	125409	0.13
Other	--	--
Total :	93720000	100.00

8.14 List of the Top 10 Shareholders of the Company (Excluding Promoter group) as on March 31, 2016

Sr.No.	Name of Shareholder	No. of Shares	Shares as % of total no. of shares
1.	Pavankumar Sanwaram	4096000	4.37
2.	Padma Impex Private Limited	3747645	3.99
3.	Jayne Tradecom Private Limited	3591357	3.83
4.	Kavita Agarwal	2800000	2.98
5.	Chandra Shekhar Agarwal	2800000	2.98
6.	First Financial Services Ltd	1619371	1.72
7.	Alacrity Securities Ltd	1220988	1.30
8.	Mamta Vyas	645000	0.68
9.	Rangan Vincom Private Limited	607236	0.64
10.	Ladios Trading Private Limited	498000	0.53

8.15 Dematerialization of Shares:

Approximately 94.02% of the Equity Shares have been dematerialized up to March 31, 2016.

Trading in Equity shares of the Company is permitted only in dematerialized form w.e.f. June 26, 2000 as per notification issued by the Securities and Exchange Board of India (SEBI).

Annual Report 2015-2016

8.16 Liquidity:

Relevant data of the average daily working days turnover for the Financial Year 2015-16 is given below:

BSE Limited

Shares (in lakhs) : 0.22

Amount (in Rs. lakhs) : 0.19

8.17 Outstanding GDRs/ADRs/Warrants etc.,

The Company did not issue any GDRs/ADRs/Warrants or any convertible instruments. Hence there were no outstanding GDRs/ADRs/Warrants etc. or any convertible instruments at the end of the March 31, 2016

8.18 Address for investor correspondence for transfer / dematerialization of shares and any other query relating to the shares of the company:

For any assistance regarding dematerialization of shares, share transfers, transmissions, change of address, non-receipt of dividend or any other query relating to shares, please write to:

For shares held in Physical form : For Shares held in Demat Form:
Adroit Corporate Services Pvt. Ltd To the Depository Participant

19, Jafer Bhay Industrial Estate, 1st
Floor, Makwana Road, Marol Naka
Andheri (E), Mumbai – 400059

9. OTHER DISCLOSURES:

A. Disclosure on materially significant Related Party Transactions.

There are no materially significant Related Party Transactions i.e transactions of the Company of material nature with its Promoters, the directors or the managements their subsidiaries or relatives, etc. that may have potential conflict with the interests of the Company at large.

B. Whistle blower policy:

Pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013, a Whistle Blower Policy for directors and employees to report genuine concerns has been established. The Whistle Blower Policy has been uploaded on the website of the Company at www.luharukamediainfra.com

C. There is no reported case of non-compliance by the Company and/or levy of any penalties, imposition of strictures on the Company by the Stock Exchanges or SEBI or any other statutory or other authority on any matter related to capital markets during the last three years under report

D. Adoption of non-mandatory requirements under Regulation 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is being reviewed by the Board when called for.

E. Related Party Transactions policy has been framed by the Company, which is available on the website of the Company under weblink i.e www.luharukamediainfra.com

10. Auditors' certificate on Corporate Governance

The Company has obtained the certificate from its statutory auditors regarding compliance with the provisions relating to Corporate Governance laid down in Part E of Schedule V to the SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015. This certificate is annexed to the Directors' Report and will be sent to the stock exchanges, along with the Annual Report to be filed by the Company.

Any query on Annual Report:

LUHARUKA MEDIA & INFRA LTD.
A-301, Hetal Arch,
Opposite Natraj Market,
S.V.Road, Malad West,
Mumbai 400064

LUHARUKA MEDIA & INFRA LIMITED
(Formerly Splash Media & Infra Limited)

CEO/CFO CERTIFICATION

To,
The Board of Directors
Luharuka Media & Infra Limited
(Formerly Splash Media & Infra Limited)
Dear Sir,

We have reviewed financial statements and the cash flow statement for the year 31st March 2016 and to the best of our knowledge and belief that:

- i. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- ii. These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- iii. No transactions entered into by the company during the above said periods which are fraudulent, illegal or violative of the company's code of conduct.

We accept responsibility for establishing and maintaining internal controls for financial reporting and that they have evaluated the effectiveness of internal control systems of the listed entity pertaining to financial reporting and they have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.

We have indicated to the auditors and the Audit committee that:

- iv. Significant changes in internal control over financial reporting during the year.
- v. Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements.

Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

Place: Mumbai
Date: August 06, 2016

For Luharuka Media & Infra Limited
Sd-
Sharad Mishra
Chief Financial Officer

MANAGEMENT DISCUSSION & ANALYSIS

A. MEDIA SOLUTIONS:

About the Industry:

The Indian Media and Entertainment (M&E) industry is a sunrise sector for the economy and is making high growth strides. Proving its resilience to the world, the Indian M&E sector is on the cusp of a strong phase of growth, backed by rising consumer payments and advertising revenues across all sectors.

The industry has been largely driven by increasing digitization and higher internet usage over the last decade. Internet has almost become a mainstream media for entertainment for most of the people.

Overview of the Sector:

The Indian media & entertainment sector is expected to grow at a Compound Annual Growth Rate (CAGR) of 13.9 percent year-on-year to reach Rs 196,400 crore by 2019. India's Digital Advertising market has grown at a fast pace of 33 percent annually between 2010 and 2015, while the spend as a percentage of total advertising increased to 13 percent in 2015.

In 2015, the overall Media & Entertainment industry grew 11.7 percent over 2014. The largest segment, India's television industry, is expected to maintain its strong growth momentum led by subscription revenues, representing a year-on-year growth of about 13.2 percent to reach Rs 60,000 crore in 2015.

Significantly, with the increased penetration of smartphones and expansion of 3G/4G network in India, the country is likely to see around nine billion mobile application (apps) downloads during 2015, which is five times more than 1.56 billion in 2012.

Government Initiatives:

The Government of India has supported this sector's growth by taking various initiatives such as digitizing the cable distribution sector to attract greater institutional funding, increasing FDI limit from 74 per cent to 100 per cent in cable and DTH satellite platforms, and granting industry status to the film industry for easy access to institutional finance.

Recently, the Indian and Canadian governments have signed an audio-visual co-production deal that would help producers from both countries to explore their technical, creative, artistic, financial and marketing resources for co-productions and, subsequently, lead to exchange of culture and art amongst them.

Furthermore, the Government is planning to set up a National Centre of Excellence for media & the Centre has given the go-ahead for licenses to 45 new news and entertainment channels in India. Among those who have secured the licenses include established names such as Star, Sony, Viacom and Zee. Presently, there are 350 broadcasters which cater to 780 channels. "We want more competition and we wanted to open it up for the public. So far, we have approved the licenses of 45 new channels. It's a mix of both news and non-news channels," said Mr. Bimal Julka, Secretary, Ministry of I&B, Government of India. (Source: <http://www.ibef.org/industry/media-entertainment-india.aspx>)

B. INFRASTRUCTURE & REAL ESTATE:

About the Industry:

A key driver of the economy, Infrastructure is highly responsible for propelling India's overall development. The industry enjoys intense focus from Government for initiating policies that would ensure time-bound creation of world class infrastructure in the country. Mr. Nitin Gadkari, Minister of Road Transport and Highways, and Shipping, has announced the government's target of Rs 25 trillion investment in infrastructure over a period of three years, which will include Rs 8 trillion for developing 27 industrial clusters and an additional Rs 5 trillion for road, railway and port connectivity projects. Infrastructure sector includes power, bridges, dams, roads and urban infrastructure development. India is witnessing significant interest from international investors in the infrastructure space. Many Spanish companies are keen on collaborating with India on infrastructure, high speed trains, renewable energy and developing smart cities.

Government Initiatives:

The Indian Government is taking every possible initiative to boost the infrastructure sector. Some of the steps taken in the recent past are being discussed hereafter.

The Reserve Bank of India (RBI) has allowed companies in the infrastructure sector to raise External Commercial Borrowing (ECB) with a minimum maturity of five years and with an individual limit of US\$ 750 million for borrowing under automatic route.

LUHARUKA MEDIA & INFRA LIMITED

(Formerly Splash Media & Infra Limited)

Recently, the Government has relaxed rules for FDI in the construction sector by reducing minimum built-up area as well as capital requirement and liberalized the exit norms. The Cabinet has also approved the proposal to amend the FDI policy.

The Union Ministry of Urban Development has approved an investment of Rs 495 crore under the Atal Mission for Rejuvenation and Urban Transformation (AMRUT) for FY 2015-16 which will be used for water supply, sewerage networks and septage management, storm water drains, urban transport and provision of green spaces in 13 cities spread over six states.

The Securities and Exchange Board of India (SEBI) has allowed Foreign Portfolio Investors (FPI) to invest in units of real estate investment trusts (REITs), infrastructure investment trusts (InvITs), and category III alternative investment funds (AIFs), and also permitted them to acquire corporate bonds under default. (Source: <http://www.ibef.org/industry/infrastructure-sector-india.aspx>)

ABOUT LUHARUKA MEDIA & INFRA LIMITED:

Business Overview:

Luharuka Media & Infra Limited (LMIL) was originally incorporated in the name and style of 'Indus Commercials Limited' on July 7, 1981 as a Limited Company. LMIL was engaged in the business of Media Software and its related activities. Presently Luharuka Media & Infra Limited is engaged in the business of Media Advertising and Real Estate & Construction.

LMIL is an upcoming infrastructure and media company in terms of revenue, earnings, market capitalization and developable area. LMIL's primary business is development of residential, commercial and retail properties. The company has a unique business model with earnings arising from development and rentals and other media related activities. Its exposure across businesses, segments and geographies, mitigates any down-cycles in the market.

The Company is at presently carrying on the business of Media & Infrastructure development. The Company was earlier carrying on the business of Media and related activities, however due to change in management and controlling interest in the company earlier there was a dearth of cliental base and company was facing an intricacy in expansion of the media business. The same has resulted in the need of overhaul of its business operations and accordingly the company has considered the diversification of its activities by venturing itself into the arena of construction and development of real estate spaces. The company has also identified some projects as well in construction space.

FINANCIAL HIGHLIGHTS:

- Total Income stood at Rs. 79.66 Lacs for fiscal 2016
- Profit before Taxes of fiscal 2016 was Rs. 30.37 Lacs
- Profit After Taxes of fiscal 2016 was Rs. 19.71 Lacs
- Basic Earnings per share for fiscal 2016 was Rs. 0.02 per share
- Cash & cash equivalents (including fixed deposits with banks) stood at Rs.80.71 Lacs as on March 31,2016
- Net Worth of company stood at Rs. 1235.40 Lacs as on March 31, 2016

SWOT ANALYSIS:

Strengths:

- ✚ **Promoted and managed by qualified & experienced professionals:** The Board of the Company comprises of Chartered Accountants & other highly qualified & experienced Directors.
- ✚ **Profit making & dividend paying company:** During the year company has earned profits & also declared dividend to its shareholders in comparison to previous year when the company suffered losses.
- ✚ **Support of Group Entity:** Our Company is promoted by Mr. Anil Agrawal, HUF who is also one of the promoters of Comfort Group which is in the business of capital market services.

Weakness:

- ⌘ **Branding:** Despite our ready contacts for business development & listing on esteemed Exchange (BSE), our company is not a well established brand among large Media & Infra players who have access to larger financial resources.

Opportunities:

- ⌘ **NBFC (Non-accepting of Deposits) Business:** The Company is in the process to obtain a fresh NBFC registration certificate from RBI in the present name "Luharuka Media & Infra Limited" which was formerly obtained by the company in its former name of Hindustan Stock Land Limited.

Threats:

- ⌘ **Competitors:** The big players of the industry are posing to be strong competitors with their presence on Pan India.
- ⌘ **Government restrictions:** With more stringent norms governing the functioning of the Media & Infrastructure sector certain government restrictions act as a hindrance in smooth functioning of the company.

FUTURE STRATEGY:

- ⌘ **Expansion of existing activities:** - The Company is taken over by new management in the year 2015 and as a step towards diversification the company's management is planning to start with Non Banking Financial activities. The Company had earlier registered as an NBFC vide registration certificate no. B-13.01559 which is in the name of Hindustan Stock Land Ltd (former name of Luharuka Media & Infra Limited). The Company is in the process to obtain a fresh certificate in the name of "Luharuka Media & Infra Limited" from RBI.
- ⌘ **Differentiated Services:-**The Company has already diversified its business in the field of Media Solutions, Infrastructure & Real Estate Business.
- ⌘ **Brand recognition:** We are in such a business where we are facing lot of competition. We are planning to put more efforts to build Luharuka as a well known brand. Despite our existing contacts & listing on esteemed Exchange (BSE), Your Company is not a well established brand among large Media & Infrastructure players. We will be making the necessary arrangements for our brand reorganization.

INTERNAL CONTROL SYSTEM AND ADEQUACY:

Internal Control Systems has been designed to provide reasonable assurance that assets are safeguarded, transactions are executed in accordance's with management's authorization and properly recorded and accounting records are adequate for preparation of financial statements and other financial information. Internal check is conducted on a periodical basis to ascertain the adequacy and effectiveness of internal control systems. The management has put in place internal systems for review and monitoring of nonperforming assets of the company and to indicate corrective action for effecting recoveries.

HUMAN RESOURCES POLICIES:

It is your company's belief that people are at the heart of corporate & constitute the primary source of sustainable competitive advantage. The trust of your company's human resource development efforts therefore is to create a responsive and market driven organization. Your company continues its focus on strengthening competitiveness in all its business. Your directors look forward to the future with confidence. The company has followed a conscious policy of providing training to Management Staff through in-house and external programmes, for upgrading personal and technical skills in relevant areas of functional disciplines.

CAUTIONARY:

Statement in the Management Discussion & Analysis, describing the company's objectives, projections and estimates are forward looking statement and progressive within the meaning of applicable laws & regulations. Actual result may vary from those expressed or implied. Important developments that could affect the company's operations are significant changes in political and economic environment in India, tax laws, RBI regulations, exchange rate fluctuation and other incidental factors.

LUHARUKA MEDIA & INFRA LIMITED

(Formerly Splash Media & Infra Limited)

INDEPENDENT AUDITORS' REPORT

To,

The Members of **LUHARUKA MEDIA & INFRA LIMITED (Formerly Splash Media & Infra Limited)**

REPORT ON THE FINANCIAL STATEMENTS

We have audited the attached Financial Statements of **LUHARUKA MEDIA & INFRA LIMITED (Formerly Splash Media & Infra Limited)** ("the Company") which comprise the Balance Sheet as at 31st March, 2016, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date and a summary of Significant Accounting Policies and other explanatory information.

MANAGEMENT'S RESPONSIBILITY FOR THE FINANCIAL STATEMENTS

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

AUDITOR'S RESPONSIBILITY

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

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made 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 financial statements are free from material misstatement.

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

OPINION

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

- (i) In the case of the Balance Sheet; of the State of affairs of the company as at **31st March, 2016**;
- (ii) In the case of the Statement of Profit and Loss; of the **PROFIT** for the year ended on that date;
- (iii) In the case of the Cash Flow Statement, of the Cash Flows for the year ended on that date.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the companies (Auditors Report) Order, 2016 issued by the Central Government of India in terms of section 143 (11) of the Act. We give in Annexure A, a statement on matters specified in paragraph 3 and 4 of the said order.

Annual Report 2015-2016

2. As required by section 143(3) of the Act, we report that:
- a. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of the audit;
 - b. In our opinion, proper books of accounts as required by law have been kept by the Company so far as appears from our examination of those books;
 - c. The Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this report are in agreement with the books of accounts;
 - d. In our opinion, the Balance Sheet, Statement of Profit and Loss and Cash Flow Statement comply with the mandatory Accounting Standards referred to in section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014
 - e. On the basis of the written representation received from the Directors as on 31.03.2016 and taken on record by the Board of Directors, we report that none of the Directors is disqualified as on 31.03.2016, from being appointed as a Director in terms of Sub-section (2) of section 164 of the Act, 2013.
 - 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 B**”;
 - g. with respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. the Company has disclosed the impact, if any, of pending litigations on its financial position in its financial statements.
 - ii. the Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
 - iii. There has been no delay in transferring amounts, required to be transferred, if any, to the Investor Education and Protection Fund by the Company.

For S A R A & ASSOCIATES
CHARTERED ACCOUNTANTS
FIRM REGN NO.: 120927W

Sd/-
Govind Gopal Sharma
(PARTNER)
M. No. 132454

Place: Mumbai
Date : 30 May, 2016

ANNEXURE - B TO THE AUDITORS' REPORT

Report on the Internal Financial Controls 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 **Luharuka Media & Infra Limited (Formerly Splash Media & Infra Limited)** ("the Company") as of 31 March, 2016 in conjunction with our audit of 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 ('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 company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Annual Report 2015-2016

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, 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 31 March 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 A R A & ASSOCIATES
CHARTERED ACCOUNTANTS
FIRM REGN NO.: 120927W**

**Sd/-
Govind Gopal Sharma
(PARTNER)
M. No. 132454**

**Place: Mumbai
Date : 30 May, 2016**

LUHARUKA MEDIA & INFRA LIMITED

(Formerly Splash Media & Infra Limited)

BALANCE SHEET AS AT MARCH 31, 2016

(Amount in INR)

Particulars	Note No.	As at March 31, 2016	As at March 31, 2015
I Equity & Liabilities			
1. Shareholders' funds			
(a) Share Capital	2	93,720,000	93,720,000
(b) Reserves and Surplus	3	29,819,238	28,972,484
(c) Money received against share warrants		-	-
		123,539,238	122,692,484
2. Non - Current Liabilities			
(a) Long - Term Borrowings		-	-
(b) Deferred Tax Liabilities (Net)	4	1,333	7,087
(c) Other Long - Term Liabilities	5	-	105,500
(d) Long - Term Provisions		-	-
		1,333	112,587
3. Current Liabilities			
(a) Short - Term Borrowings	6	239,513	5,231,810
(b) Trade Payables		-	-
(c) Other Current Liabilities	7	3,725,710	858,471
(d) Short - Term Provisions	8	1,297,034	540,303
		5,262,257	6,630,584
TOTAL		128,802,828	129,435,655
II Assets			
1. Non - Current Assets			
(a) Fixed Assets			
(i) Tangible Assets	9	211,294	252,974
(ii) Intangible Assets		-	-
(b) Non - Current Investments	10	10,000,000	-
(c) Long - Term Loans and Advances	11	43,675,000	63,490,020
(d) Other Non - Current Assets	12	54,337,067	55,218,872
		108,223,361	118,961,866
2. Current Assets			
(a) Inventories		-	-
(b) Trade Receivables		-	-
(c) Cash and Cash equivalents	13	8,071,225	10,120,801
(d) Short - Term Loans and Advances	14	11,989,168	11,501
(e) Other Current Assets	15	519,074	341,487
		20,579,467	10,473,789
TOTAL		128,802,828	129,435,655
Significant Accounting Policies	1		

As per our report of even date

For SARA & ASSOCIATES

Chartered Accountants

FRN : 120927W

Sd/-

Govind Gopal Sharma

Partner

M. No. 132454

Mumbai , 30th May, 2016

FOR & ON BEHALF OF THE BOARD

Sd/-

Anil Agrawal

Whole time Director

DIN : 00014413

Sd/-

Shuchi Bansal

Director

DIN : 02330778

Sd/-

Sharad Mishra

Chief Financial Officer

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

(Amount in INR)

Particulars	Note No.	For the year ended March 31, 2016	For the year ended March 31, 2015
I Revenue from Operations	16	7,965,912	5,551,326
II Other Income	17	-	236,790
III Total Revenue (I + II)		7,965,912	5,788,116
IV Expenses			
Employee Benefits Expenses	18	1,251,861	1,085,646
Finance Costs	19	352,420	392,421
Depreciation and Amortization Expense	9	41,680	41,680
Other Expenses	20	3,283,317	1,894,187
Total Expense		4,929,278	3,413,934
V Profit before Exceptional and Extraordinary Items and Tax (III-IV)		3,036,634	2,374,182
VI Exceptional Items		-	7,039
VII Profit before Extraordinary Items and Tax (V-VI)		3,036,634	2,367,143
VIII Extraordinary Items		-	-
IX Profit Before Tax (VII-VIII)		3,036,634	2,367,143
X Tax Expense:			
(a) Current Tax		1,077,120	900,000
(b) Deferred Tax		(5,754)	(7,108)
(c) Income Tax of Earlier years written off (Back)		(6,103)	34,065
		1,065,263	926,957
XI Profit for the Period from Continuing Operations (IX - X)		1,971,370	1,440,186
XII Profit/(Loss) for the Period from Discontinuing Operations		-	-
XIII Tax Expense of Discontinuing Operations		-	-
XIV Profit/(Loss) from Discontinuing Operations (After Tax) (XII-XIII)		-	-
XV Profit for the Period (XI + XIV)		1,971,370	1,440,186
XVI Earnings Per Equity Share (Face Value Rs. 10/- Per Share):	21		
Basic (Rs.)		0.02	0.02
Significant Accounting Policies	1		

As per our report of even date

For SARA & ASSOCIATES

Chartered Accountants

FRN : 120927W

Sd/-

Govind Gopal Sharma

Partner

M. No. 132454

Mumbai , 30th May, 2016

FOR & ON BEHALF OF THE BOARD

Sd/-

Anil Agrawal

Whole time Director

DIN : 00014413

Sd/-

Sharad Mishra

Chief Financial Officer

Sd/-

Shuchi Bansal

Director

DIN : 02330778

LUHARUKA MEDIA & INFRA LIMITED

(Formerly Splash Media & Infra Limited)

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

Particulars	(Amount in INR)	
	For the year ended March 31, 2016	For the year ended March 31, 2015
CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before Tax for the year	3,036,634	2,367,143
Adjustments for :		
Interest Paid	352,420	392,421
Interest received	(3,548,149)	(2,950,286)
Depreciation	41,680	41,680
Written off in Fixed Assets	-	7,039
Profit from sale of Investments	-	(236,790)
Provision for Advances	35,000	
Misc. Expenses w/off	881,805	
Operating Profit before Working Capital change	799,390	(84,858)
Adjustments for :		
<i>Adjustments for (increase) / decrease in operating assets:</i>		
Inventories	-	-
Trade receivables	-	-
Short-term loans and advances	(12,012,667)	-
Long-term loans and advances	19,815,020	(182,217)
Other current assets	(177,587)	-
Other non-current assets	-	-
<i>Adjustments for increase / (decrease) in operating liabilities:</i>		
Trade payables	-	-
Other current liabilities	2,867,239	673,435
Other long-term liabilities	(105,500)	-
Short-term provisions	35,000	175,493
Long-term provisions	-	-
Cash Generated From Operations	11,220,895	581,853
Income Tax paid	1,473,902	934,065
NET CASH FROM OPERATING ACTIVITIES Total (A)	9,746,993	(352,212)
CASH FLOW FROM INVESTING ACTIVITIES		
Investments (Purchased)/Sold	(10,000,000)	236,790
Fixed Assets (Purchased)/Sold	-	-
NET CASH USED IN INVESTING ACTIVITIES Total (B)	(10,000,000)	236,790
CASH FLOW FROM FINANCING ACTIVITIES		
Issue of Equity Capital	-	-
Share Premium	-	-
Dividend Paid	-	-
Loan taken / (Repaid) in Secured Loan	(4,992,297)	(1,290,339)
Interest received	3,548,149	2,950,286
Interest paid	(352,420)	(392,421)
NET CASH FROM FINANCING ACTIVITIES Total (C)	(1,796,568)	1,267,526
Net Increase/(Decrease) in Cash and Cash Equivalents Total (A+B+C)	(2,049,575)	1,152,104
Cash and Cash Equivalents -- Opening Balance	10,120,801	8,968,697
Cash and Cash Equivalents -- Closing Balance	8,071,225	10,120,801
	-	-

Note: Previous year's figures have been regrouped/rearranged wherever considered necessary.

As per our report of even date

FOR SARA & ASSOCIATES

Chartered Accountants

FRN : 120927W

Sd/-

Govind Gopal Sharma

Partner

M. No. 132454

Mumbai , 30th May, 2016

FOR & ON BEHALF OF THE BOARD

Sd/-

Anil Agrawal

Whole time Director

DIN : 00014413

Sd/-

Sharad Mishra

Chief Financial Officer

Sd/-

Shuchi Bansal

Director

DIN : 02330778

NOTE-‘1’

SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2016:

A. SIGNIFICANT ACCOUNTING POLICIES:

1. Basis of Preparation:

The financial statements have been prepared under the historical cost convention on accrual basis and are in accordance with requirements of the Companies Act, 2013 read with the Accounting Standards issued by the Institute of Chartered Accountants of India (ICAI), to the extent applicable.

Accounting policies not specifically referred to are, otherwise in consistent and in consonance with the generally accepted accounting principles.

2. Use of Estimates:

The preparation of financial statements in conformity with generally accepted principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period end. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

3. Revenue Recognition :

All income and expenditure items having a material bearing on the financial statements are recognised on accrual basis except in the case of dividend income, debenture interest and interest on fixed deposits with non-banking companies & interest receivable from / payable to government on tax refunds / late payment of taxes, duties / levies which are accounted for on cash basis.

As per prudential norms prescribed by Reserve Bank of India, interest income has been recognized only on standard advances given by the Company.

B Investments:

Investments in Shares / Mutual Funds are stated at cost.

5. STOCK IN TRADE:

Closing stock in case of quoted shares has been valued at cost or market value whichever is lower. Wherever quotations are not available as on 31 March 2016, inventory has been valued at last traded price or at cost whichever is lower. Wherever quotations are not available due to scrip has been suspended / delisted for a considerable period of time by stock exchanges has been valued at nil rate.

6. Fixed Assets/Depreciation:

- i) Fixed assets are shown at historical cost inclusive of incidental expenses less accumulated depreciation.
- ii) Depreciation on fixed assets is provided as per part "C" of Schedule II of the Companies Act, 2013.
- iii) Depreciation on Fixed Assets added or sold during the year, is provided on pro-rata basis with reference to the date of addition/deletion.

7. Impairment of Assets:

The Company assesses at each Balance sheet date whether there is any indication that an asset may be impaired based on internal/ external factors. If any such indication exists, the Company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit to which the asset belongs, is less than its carrying amount, the carrying amount is reduced to its recoverable amount.

8. Retirement Benefits :

Gratuity and Leave encashment payments will be accounted for on Payment basis.

9. Taxes on Income:

- a) Current tax is determined as the amount of tax payable in respect of taxable income for the year.
- b) Deferred tax is recognised, subject to consideration of prudence, on timing difference, being the difference between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods and measured using relevant enacted tax rates. Deferred tax Assets arising from timing differences are recognised to the extent there is a reasonable certainty that these would be realised in future.

10. Earnings Per Share:

In determining earning per share, the Company considers the net profit after tax and includes the post tax effect of any extraordinary / exceptional item. The number of shares used in computing basic earning per share is the weighted average number of shares outstanding during the year. The number of shares used in computing diluted earning per share comprises the weighted average shares considered for deriving basic earning per share, and also the weighted average number of shares that could have been issued on the conversion of all diluted potential equity shares. The diluted potential equity shares are adjusted for the proceeds receivable, had the shares been actually issued at fair value (i.e. the average market value of the shares outstanding). Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. The number of shares and potentially dilutive equity shares adjusted for any stock splits and issues of bonus shares effected prior to the approval of the financial statements by the Board of Directors.

11. Foreign Exchange Transactions:

Foreign Currency transactions are accounted for at the exchange rates prevailing at the time of recognition of income/ expenditure and difference if any, resulting in income or expenses dealt with in profit & loss account under the head Foreign Exchange Fluctuation Gain.

Foreign currency monetary items are reported using the closing rates. Exchange difference arising on reporting them at closing rate i.e. at the rate different from those at which they were initially recorded, are recognized as income or expenses as the case may be.

12. Provisions and Contingent Liabilities:

Provisions are recognized when the Company has legal and constructive obligations as a result of a past event, for which it is probable that a cash outflow will be required and a reliable estimate can be made of the amount of the obligation.

Contingent Liabilities are disclosed when the Company has a possible obligation or a present obligation and it is probable that a cash outflow will not be required to settle the obligation.

Annual Report 2015-2016

Notes to financial statements for the year ended March 31, 2016

(Amount in INR)

Note 2 - Share Capital

(a)	Particulars	As at March 31, 2016	As at March 31, 2015
	Authorised :		
	20,00,00,000 Equity Shares (Previous Year 20,00,00,000) of Re. 1/- each	200,000,000	200,000,000
	TOTAL	200,000,000	200,000,000
	Issued and Subscribed :		
	9,37,20,000 Equity Shares (Previous Year 9,37,20,000) of Re. 1/- each	93,720,000	93,720,000
	TOTAL	93,720,000	93,720,000
	Subscribed and Paid-up :		
	9,37,20,000 Equity Shares (Previous Year 9,37,20,000) of Re. 1/- each	93,720,000	93,720,000
	TOTAL	93,720,000	93,720,000

(b) Detailed note on the terms of the rights, preferences and restrictions relating to each class of shares including restrictions on the distribution of dividends and repayment of capital.

- The Company has only one class of Equity Shares having a par value of Rs. 1/- per share. Each holder of Equity Share is entitled to one vote per share. The Company declares and pays dividend in Indian Rupees. During the year ended 31st March 2016, amount of Dividend recognised as distribution to Equity Shareholders was Rs. 9,37,200/- (31st March, 2015 was Rs. Nil/-).
- In the event of liquidation of the Company, the holders of Equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of Equity shares held by the shareholders.

(c) Reconciliation of number of equity shares outstanding at the beginning and at the end of the year :

Particulars	As at March 31, 2016	As at March 31, 2015
Number of shares at the beginning of the year	93,720,000	93,720,000
Add: Issue of Shares during the year		
Number of shares allotted as fully paid-up during the year	-	-
	-	-
No. of shares at the end of the year	93,720,000	93,720,000

(d) Details of shareholders holding more than 5% shares in the company

No. of Shares held by	As at March 31, 2016		As at March 31, 2015	
	Nos.	%	Nos.	%
Anil Agarwal HUF	42,079,103	44.90%	14,665,000	15.65%
Comfort Intech Limited	5,642,660	6.02%	-	-
SMIL Selling Shareholder- Escrow Account	-	-	***5036607	5.37%

*** 50,36,607 shares holding 5.37% has been deposited by SMIL Selling Shareholders- Escrow account on behalf of M/s Bhrosemand Commodities Private Limited.

Note: The promoter of the Company i.e M/s Bhrosemand Commodities Private Limited has entered into share purchase agreement for 50,36,607 shares equivalent to 5.37% of total Shareholding on 10/10/2014 with Anil Agrawal HUF, and accordingly Anil Agrawal HUF (acquirer) has given the public announcement on 10/10/2014 as per the escrow account under the control of manager to the offer (SMIL Selling Shareholders –Escrow Account)

LUHARUKA MEDIA & INFRA LIMITED

(Formerly Splash Media & Infra Limited)

Notes to financial statements for the year ended March 31, 2016

Note 3 - Reserves & Surplus

(Amount in INR)

	Particulars	As at March 31, 2016		As at March 31, 2015	
(a)	Securities Premium Reserve				
	As per last Balance Sheet	9,754,500		9,754,500	
	Add: On issue of shares	-	9,754,500	-	9,754,500
(b)	Special Reserve				
	As per last Balance Sheet	-		-	
	Add: Transfer from Profit and Loss Account during the year	394,274	394,274	-	-
(c)	General Reserve				
	As per last Balance Sheet	20,000		20,000	
	Add: Transfer from Profit and Loss Account during the year	-	20,000	-	20,000
(d)	Surplus in the Profit & Loss Account				
	As per last Balance Sheet	19,197,984		17,757,798	
	Add: Profit / (Loss) for the year	1,971,370		1,440,186	
	Amount available for appropriations	21,169,354		19,197,984	
	Appropriations:				
	Add: Transferred from reserves	-		-	
	Less: Transferred to Special reserve	(394,274)		-	
	Transferred to General reserve	-		-	
	Proposed dividend on Equity Shares	(937,200)		-	
	[Dividend per share Re 0.01/- (Previous year Re. Nil/-)]				
	Tax on Dividend	(187,416)		-	
		(1,518,890)	19,650,464	-	19,197,984
	TOTAL		29,819,238		28,972,484

Note 4 - Deferred Tax Liabilities

(Amount in INR)

	Particulars	As at March 31, 2016	As at March 31, 2015
	Deferred Tax Liabilities	7,087	14,195
	Add / Less: During the Year	(5,754)	(7,108)
	TOTAL	1,333	7,087

Note 5 - Other Long term Liabilities

(Amount in INR)

	Particulars	As at March 31, 2016	As at March 31, 2015
	Trade Payables	-	105,500
	TOTAL	-	105,500

Annual Report 2015-2016

Notes to financial statements for the year ended March 31, 2016

Note 6 - Short Term Borrowings

(Amount in INR)

Particulars	As at March 31, 2016	As at March 31, 2015
Loans repayable on demand		
From banks		
Secured*	239,513	5,231,810
Unsecured	-	-
	239,513	5,231,810
TOTAL	239,513	5,231,810

* All secured loans are secured by lien on FDR kept with bank

Note 7 - Other Current Liabilities

(Amount in INR)

Particulars	As at March 31, 2016	As at March 31, 2015
Other Payables	3,725,710	858,471
TOTAL	3,725,710	858,471

Note 8 - Short-Term Provisions

(Amount in INR)

Particulars	As at March 31, 2016	As at March 31, 2015
Provision for Advances	35,000	-
Provision for Proposed Dividend	937,200	-
Provision for Tax on Proposed Dividend	187,416	-
Provision for Taxation (Net of Advance Tax & TDS)	137,418	540,303
	1,297,034	540,303
TOTAL	1,297,034	540,303

Notes to financial statements for the year ended March 31, 2016

Note : 9 Fixed assets

(Amount in INR)

Tangible assets	Gross block			Accumulated depreciation and impairment				Net block	
	Balance as at 1 April, 2015	Additions	Disposals	Balance as at 31 March, 2016	Balance as at 1 April, 2015	Depreciation / amortisation expense for the year	Other adjustments	Balance as at 31 March, 2016	Balance as at 31 March, 2015
	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)	(Rs.)
(a) Computer & Data processing units	27,950	-	-	27,950	26,553	-	-	1,397	1,397
(a) Furniture and Fittings	374,312	-	-	374,312	122,735	41,680	-	209,897	251,577
Total	402,262	-	-	402,262	149,288	41,680	-	211,294	252,974
Previous year	402,262	-	-	402,262	100,570	41,680	7,038	252,974	301,693

Note - 10

Non- Current Investments

Particulars	Nos.	Cost As on 31.03.2016	FMV As on 31.03.2016	Nos.	Cost As on 31.03.2015	FMV As on 31.03.2015
In Mutual Fund of Others - Quoted Fully paid-up						
UTI Fund - Cash Plan	5,952.1270	10,000,000	10,111,279	-	-	-
TOTAL	5,952.1270	10,000,000	10,111,279	-	-	-
Notes		Current Year	Previous Year			
1. Aggregate amount of Quoted Investment		10,000,000	-			
2. Aggregate Market Value of Quoted Investment		10,111,279	-			

Annual Report 2015-2016

Notes to financial statements for the year ended March 31, 2016

Note 11 - Long Term Loans & Advances

(Amount in INR)

	Particulars	As at March 31, 2016	As at March 31, 2015
(i)	Security Deposit	25,000	25,000
(ii)	Other loans and advances		
	Loans (Unsecured, considered good)	-	19,715,020
	Less: written off during the year	-	-
(iii)	Advances against contracts (Secured, considered good)	43,650,000	43,750,000
	TOTAL	43,675,000	63,490,020

Note 12 - Other Non-Current Assets

(Amount in INR)

	Particulars	As at March 31, 2016	As at March 31, 2015
	Miscellaneous Expenditure to the extent not w/off / adjusted	881,805	1,175,740
	Add: During the year	-	-
	Less: W/off during the year	881,805	293,935
	Project under development	54,337,067	54,337,067
	TOTAL	54,337,067	55,218,872

Note 13 - Cash & Cash equivalents

(Amount in INR)

	Particulars	As at March 31, 2016	As at March 31, 2015
	Cash & Cash Equivalents		
(i)	Balances with Banks :		
	- Current Accounts	47,554	365,661
	- Deposits (under lien with banks)*	8,000,000	9,625,166
(ii)	Cash-in-hand	23,672	129,974
	TOTAL	8,071,225	10,120,801

Note 14 - Short Term Loans & Advances

(Amount in INR)

	Particulars	As at March 31, 2016	As at March 31, 2015
(i)	Advances recoverable in cash or in kind for value to be received	11,639,725	-
(ii)	Other Advances	317,890	11,501
(iii)	Advance Income Tax and TDS	31,553	-
	TOTAL	11,989,168	11,501

Note 15 - Other Current Assets

(Amount in INR)

	Particulars	As at March 31, 2016	As at March 31, 2015
	Interest accrued on Fixed Deposits	519,074	341,487
	TOTAL	519,074	341,487

LUHARUKA MEDIA & INFRA LIMITED

(Formerly Splash Media & Infra Limited)

Notes to financial statements for the year ended March 31, 2016

Note 16 - Revenue from Operations

(Amount in INR)

Particulars	For the year ended March 31, 2016	For the year ended March 31, 2015
Sales of Shares	-	-
Profit from F&O Trading and Non Delivery Transactions	(2,270,096)	-
Contract Income	6,098,575	2,290,000
Interest Income	3,548,149	2,950,286
Brokerage Income	530,000	311,040
Dividend Income	59,283	-
TOTAL	<u>7,965,912</u>	<u>5,551,326</u>

Note 17 - Other Income

(Amount in INR)

Particulars	For the year ended March 31, 2016	For the year ended March 31, 2015
Income from Mutual Fund	-	236,790
TOTAL	<u>-</u>	<u>236,790</u>

Note 18 - Employment Benefit Expenses

(Amount in INR)

Particulars	For the year ended March 31, 2016	For the year ended March 31, 2015
Salary	1,198,234	1,058,512
Staff Welfare Expenses	53,627	27,134
TOTAL	<u>1,251,861</u>	<u>1,085,646</u>

Note 19 - Financial Costs

(Amount in INR)

Particulars	For the year ended March 31, 2016	For the year ended March 31, 2015
Interest Expenses	352,420	392,421
TOTAL	<u>352,420</u>	<u>392,421</u>

Annual Report 2015-2016

Notes to financial statements for the year ended March 31, 2016

Note 20 - Other Expenses

(Amount in INR)

Particulars	For the year ended March 31, 2016	For the year ended March 31, 2015
Advertisement Expenses	63,378	44,978
Annual Listing fees	224,720	112,698
Bank Charges	5,567	6,860
Conveyance Expenses	74,959	26,094
Custodial Fees	22,500	33,370
Director's Sitting Fees	35,000	-
Filing Expenses	17,820	24,000
Legal & Professional Charges	200,900	561,374
Miscellaneous Expenses	162,613	585,769
Printing, Postage & Stationery Expenses	169,339	7,627
Payments to Auditors :		
- Audit & Tax Audit fees	50,000	33,708
- For Other Services	-	-
Travelling Expenses	108,060	-
Telephone Expenses	68,618	40,962
Repairs & Maintenance Expenses	61,355	-
Rent Expenses	80,000	80,000
Sundry Balance w/off	982,970	-
Share Trading Expenses	33,213	42,812
Preliminary Expenditure W/off	881,805	293,935
Provision for Advances	35,000	-
Website Expenses	5,500	-
TOTAL	3,283,317	1,894,187

Note 21 - Earnings Per Equity Share

(Amount in INR)

Particulars	For the year ended March 31, 2016	For the year ended March 31, 2015
(a) Net profit after tax attributable to equity shareholders for Basic EPS	1,971,370	1,440,186
Add/Less: Adjustment relating to potential equity shares	-	-
Net profit after tax attributable to equity shareholders for Diluted EPS	1,971,370	1,440,186
(b) Weighted average no. of equity shares outstanding during the year		
For Basic EPS	93,720,000	93,720,000
(c) Face Value per Equity Share (Rs.)	1.00	1.00
Basic EPS	0.02	0.02

LUHARUKA MEDIA & INFRA LIMITED

(Formerly Splash Media & Infra Limited)

Notes to financial statements for the year ended March 31, 2016

22. Contingent liabilities & Commitments:

Particulars	2015-2016 (Rs.)	2014-2015 (Rs.)
i) Claims against the Company / Disputed Liabilities, not acknowledged as Debt	-	-

23. Legal Disputes in Projects undertaken by the company:

- (i) Company has entered into a Development Agreement with M/s. Krishna Sagar Builders Ltd. to develop a property situated at Charkop Village, Kandivali (West) admeasuring total area of 1138.78 Sq. Mtrs (Developable Area: 984.90 Sq Mtrs) the total amount incurred on the said project is Rs. 446.62 Lacs as on 31st March, 2016 which is under Legal Dispute.
- (ii) The company has entered into a Joint Venture Agreement with M/s. Krishna Developers through its proprietor Mr. Rajiv Kashyap to develop the property situated at CTS No.484 at Gulmohar Road, Juhu, Mumbai the total amount incurred on the said project is Rs. 147.45 Lacs as on 31st March, 2015, which is also under Dispute but the company has made a recovery of Rs. 50.70 Lacs in the year 2013 so the net amount incurred on the said project is Rs.96.75 Lacs as on 31st March 2016.

24. Foreign Currency Transactions:

Earning / Expenditure in foreign currency Rs. Nil (P.Y. Rs. Nil)

25. Balances of the Sundry Debtors, Loans and Advances and Sundry Creditors are subject to confirmation and resultant reconciliation, if any.
26. There are no dues to Micro and Small Enterprises as at 31st March, 2016. This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the company
27. The Company has created provision on standard assets @ 0.30% during the year. The details of the same as follows:

Nature of Assets	Amount of Assets	% of Provision	Amount of Provision made
Standard Assets	1,16,39,725	0.30%	35,000

28. In accordance with Accounting standard 'AS -18' relating to Related Party Disclosures, information pertinent to related party transaction is given as under:-

Parties where control exists: Nil

Parties with whom transaction have taken place during the year.

A. Name of the related parties & description of relationship

- a) Key Managerial Personnel : Ms. Alka Lath (Director)
(resigned as on 24.06.2015)
Mr. Anil Agrawal (Whole time Director)
- b) Promoter and their enterprise : Anil Agrawal –HUF
(HUF of Mr. Anil Agrawal, Director)
- c) Group Company : Comfort Securities Limited

Annual Report 2015-2016

Notes to financial statements for the year ended March 31, 2016

A. Transactions during the year with related parties:-

Sr. No.	Particulars	Key Managerial Personnel	Relatives of Key Managerial Personnel	Group Company
	Expenses			
1	Demat Charges Paid	-	-	3,580
		-	-	-
2	Remuneration	3,05,000 (4,60,000)	-	-
			-	-

Figure in bracket relates to previous year.

29. In accordance with Accounting standard AS -22 relating to "Accounting for Taxes on Income" issued by the Institute of Chartered Accountants of India, the Company has recognized a net deferred tax asset of Rs. 5,754/- as on 31ST March, 2016. (Previous Year Rs. 7,108/-).

A	LIABILITY	Current Year	Previous Year
	WDV as per companies Act : Rs. 2,11,294 WDV as per Income Tax Act : Rs. 2,06,979	1,333	7,087
B	ASSETS	Nil	Nil
	Net Deferred Tax Liability (A-B)	1,333	7,087

30. Segment Reporting

In the opinion of the Management, the Company is operating in a single segment only as per the provisions of the accounting standard AS-17, issued by the Institute of Chartered Accountants Of India.

31. The Previous years figures have been regrouped / rearranged / reclassified wherever necessary. Amounts and other disclosures for the preceding financial year are included as an integral part of current year's financial statements

As per our report of even date

For SARA & ASSOCIATES

Chartered Accountants
FRN : 120927W

Sd/-

Govind Gopal Sharma

Partner

M. No. 132454

Mumbai , 30th May, 2016

FOR & ON BEHALF OF THE BOARD

Sd/-

Anil Agrawal

Whole time Director

DIN : 00014413

Sd/-

Sharad Mishra

Chief Financial Officer

Sd/-

Shuchi Bansal

Director

DIN : 02330778

LUHARUKA MEDIA & INFRA LIMITED

(Formerly Splash Media & Infra Limited)

LUHARUKA MEDIA & INFRA LIMITED

CIN: L45400MH1987PLC044094

Registered office: A-301 Hetal Arch, Opp. Natraj Market, S.V. Road, Malad (West), Mumbai – 400064

Phone no. 022-28449765/28449767; **Fax no:** 022-28892527, **Email ID:** splashmedia7@yahoo.com

Website: www.luharukamediainfra.com

ATTENDANCE SLIP

THIRTY-FIFTH ANNUAL GENERAL MEETING

(To be handed over at the entrance of the Meeting Hall)

I hereby record my presence at the THIRTY-FIFTH ANNUAL GENERAL MEETING of the Company held at Hotel Landmark, Link Road, Malad (W), Mumbai - 400064 on Monday, September 26, 2016 at 04.00 p.m.

Full Name of the Member (IN BLOCK LETTERS) _____

DP ID: _____ Client ID: _____

Folio No. _____ No. of shares held _____

Full Name of Proxy (in BLOCK LETTERS) _____

Member's Proxy Signature _____

1. Only Member/Proxy holder can attend the Meeting.
2. Member/Proxy holder should bring his/her copy of the Annual Report for reference at the Meeting.

LUHARUKA MEDIA & INFRA LIMITED

CIN: L45400MH1987PLC044094

Registered office: A-301 Hetal Arch, Opp. Natraj Market, S.V. Road, Malad (West), Mumbai – 400064

Phone no. 022-28449765/28449767; **Fax no:** 022-28892527, **Email ID:** splashmedia7@yahoo.com

Website: www.luharukamediainfra.com

THIRTY-FIFTH ANNUAL GENERAL MEETING

PROXY FORM

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

Name of the member: _____

Registered Office: _____

Email: _____ DP ID: _____

Client ID: _____ Folio No. _____ No. of shares held. _____

I/We being member(s) of _____ Shares of LUHARUKA MEDIA & INFRA LIMITED, hereby appoint

1. Name : _____
Email ID : _____
Address : _____
Signature : _____

Or failing him

2. Name : _____
Email ID : _____
Address : _____
Signature : _____

Or failing him

3 Name : _____
Email ID : _____
Address : _____
Signature : _____

LUHARUKA MEDIA & INFRA LIMITED

(Formerly Splash Media & Infra Limited)

as my/our proxy to vote for me /us on my/our behalf at the Thirty-Fifth Annual General Meeting of the Company to be held at Hotel Landmark, Link Road, Malad (W), Mumbai - 400064 on Monday, September 26, 2016 at 04.00 p.m. or at any adjournment thereof in respect of such resolution as are indicated below:

Resolution no.	Resolution	Optional	
		For	Against
	Ordinary Business		
1	To receive, consider, and adopt the Audited Accounts for the financial year ended 31 st March, 2016 along with the Reports of the Directors and Auditors thereon.		
2	To declare the dividend on Equity Shares		
3	To re-appoint M/s S A R A & Associates, Practicing Chartered Accountants, (Firm Registration no. 120927W) as Statutory auditors and fix their remuneration		
	Special Business		
4	To appoint Mr. Devendra Lal Thakur (holding 00392511) as an Independent Director		
5	To regularize the appointment of Mr. Ankur Agrawal (holding DIN: 06408167) as a Director of the Company.		
6	To appoint Mr. Ankur Agrawal (holding DIN: 06408167) as a Managing Director of the Company.		
7	To regularize the appointment of Ms. Deepika Agrawal (holding DIN: 06644785) as a Non-Executive & Non-Independent Director of the Company.		

Signed this _____ day of _____ 2016

Signature of Member: _____

Signature of Proxy holder(s) _____

Affix Rupee
One revenue
Stamp

Notes:

1. This proxy form in order to be effective should be duly completed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the meeting.
2. For the resolutions, Explanatory Statement and Notes, please refer to the notice of Annual General Meeting.
3. It is optional to put "X" in the appropriate column against the resolutions indicated in the box. If you leave the 'For' or 'Against' column blank against any or all resolutions, your proxy will be entered to vote in the manner as he/ she think appropriate.
4. Those Members who have multiple folios with different joint holders may use copies of this attendance slip/ proxy

Route Map for Venue of Annual General Meeting

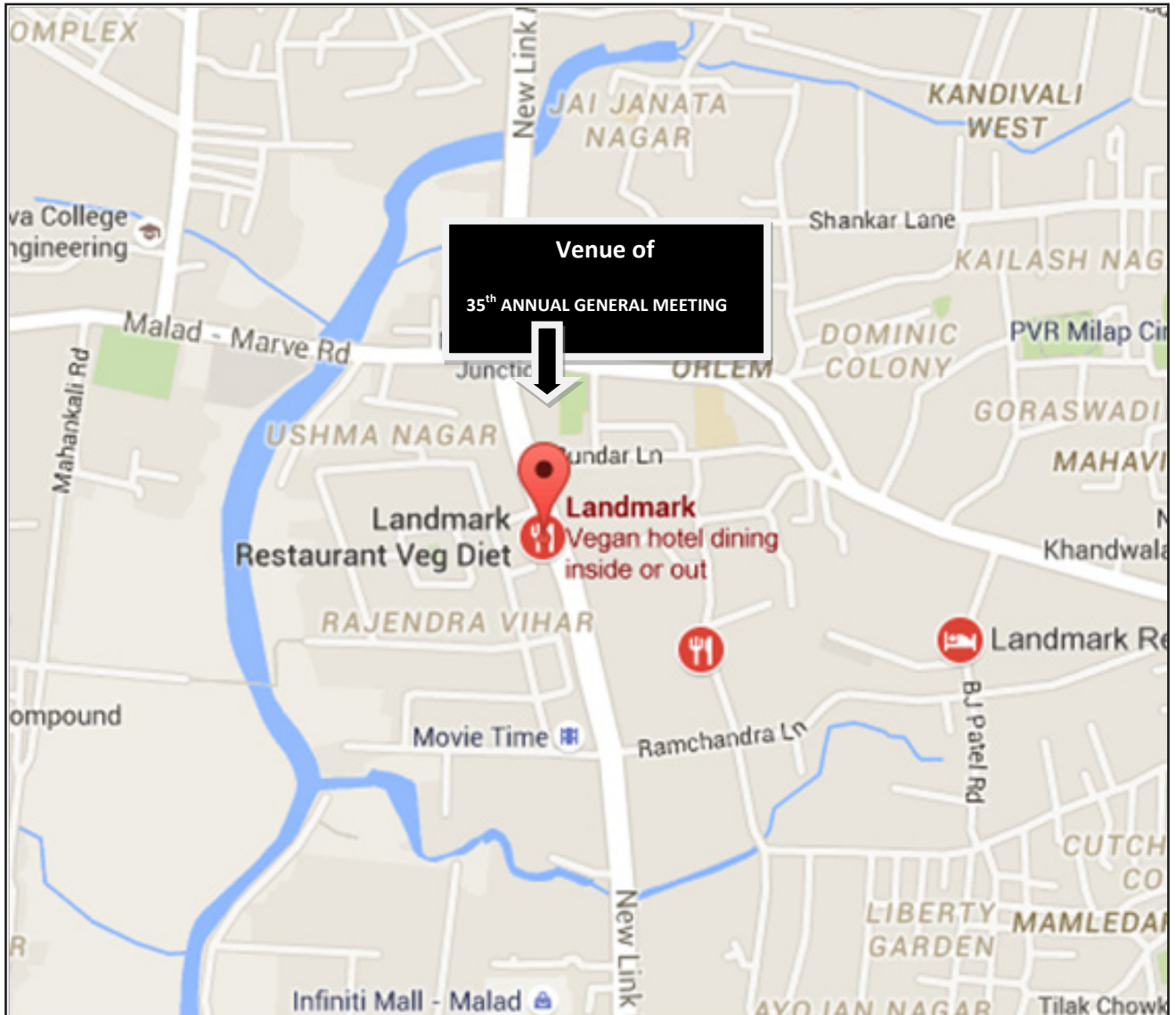
Luharuka Media & Infra Limited

Hotel Landmark

Link Road,

Malad (West)

Mumbai 400064



If undelivered Please return to:

Luharuka Media & Infra Limited
(Formerly Splash Media & Infra Limited)
A-301, Hetal Arch, S. V. Road, Malad (West),
Mumbai 400064.