

SHREE RANG MARK TRAVELS LIMITED

FORM A

Format of covering letter of the Annual Audit Report to be filed with the Stock Exchanges

1. Name of the Company:	SHREE RANG MARK TRAVELS LIMITED
2. Annual Financial statements for the year ended	31 st MARCH, 2014
3. Type of Audit observation	Not Applicable
4. Frequency of observation	Not Applicable
5. To be signed by- <ul style="list-style-type: none">• CEO/Managing Director• CFO• Auditor of the company• Audit Committee Chairman	<p>SHREE RANG MARK TRAVELS LTD <i>Sanjay Mukherjee</i> Director</p> <p>For B. K. SEN & ASSOCIATES <i>Not Applicable</i> Chartered Accountants <i>[Signature]</i> (N. K. SEN) PARTNER M. No. 052754 P.A. No (FIRM) : AADFB7187L</p> <p><i>Sanjay Mukherjee</i></p>

Corporate Identity Number (CIN): L6S910WB1994PLC199743
Registered Office: Premises No. 2, Tilak Nagar Colony, Kolkata – 700040
Tel: (033) 2475-4472;
Email Id. srmt.acs@gmail.com, Website: www.srmtl.in



SHREE RANG MARK TRAVELS LIMITED

**ANNUAL
REPORT
2013-2014**

BOARD OF DIRECTORS:

Ms. Snigdha Chakraborti, Director
(w.e.f. 22/05/2013)

Mr. Afzal Hussain, Non-Executive Director

Mr. Rupam Das, Director
(w.e.f. 27/02/2014)

Mr. Sanjoy Mukherjee, Independent Director
(w.e.f. 27/02/2014)

Mr. Partha Dutta, Independent Director
(w.e.f. 17/06/2014)

BANKERS:

Axis Bank, Golpark Branch, Kolkata

AUDITORS:

M/s. B. K. Sen & Associates,
Chartered Accountants
Address: 7, Red Cross Place, 2nd Floor,
KOLKATA – 700001
Mail: bks_how@rediffmail.com

REGISTERED OFFICE:

Premises No. 25, Tilak Nagar Colony,
Kolkata – 700040, West Bengal, INDIA
E-mail ID: srmt.acs@gmail.com
Tel.: (033) 2475-4472
Fax: (033) 2475-4472
Website: www.srmtl.in

**REGISTRAR & SHARE
TRANSFER AGENT:**

S. K. Infosolutions Private Limited
34/1A, Sudhir Chatterjee Street
KOLKATA - 700 006
Tel: 033 2219 6797
Fax: (033) 2219 4815
Mail: mail@skcomputers.net
Website: www.skcomputers.net
Contact Person: Mr. Dilip Bhattacharya

NOTICE

NOTICE is hereby given that the Annual General Meeting of the members of SHREE RANG MARK TRAVELS LIMITED will be held as scheduled below:

Day : Saturday
Date : September 27, 2014
Time : 2:30 P. M.
Place : **FLOATEL**, 9/10 Kolkata Jetty,
Strand Road, Kolkata - 700 001

The business to be transacted at the meeting will be as under:

Ordinary Business

1. To receive, consider and adopt the Audited Balance Sheet as at March 31, 2014, the Audited Statement of Profit & Loss Account of the Company for the financial year ended on that date and reports of the Board of Directors and Auditors thereon.
2. To declare dividend on Equity Shares.
3. To appoint a Director in place of **Ms. SNIGDHA CHAKRABORTI** (DIN No. - 05330215), who retires by rotation and being eligible, offers herself for re-appointment.
4. To appoint auditors and fix their remuneration. In this connection, to consider and if thought fit, to pass with or without modification(s), the following as an Ordinary Resolution:
“**RESOLVED THAT** pursuant to sections 139, 142 and other applicable provisions of the Companies Act, 2013 and the allied rules made thereunder, and pursuant to the recommendations made by the Audit Committee of the Board of Directors, **M/s. B. K. Sen & Associates** (Registration No. 0316103E), Chartered Accountants, be and are hereby appointed as Statutory Auditors of the Company to hold office as such from the conclusion of this Annual General Meeting (AGM) for a term of 5 years, subject to ratification by shareholders at every AGM held after this AGM, at such remuneration as may be fixed by the Board of Directors in consultation with the Auditors.”

Special Business

5. To consider and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:
“**RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV to the Act, **MR. SANJOY MUKHERJEE** (DIN No. - 06827274), who was appointed as an Additional Director of the Company under Section 161 of the Companies Act, 2013 w.e.f. 27th February, 2014 by the Board of Directors to hold office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director of the Company, be and is hereby appointed as an Independent Director of the Company for a term of three consecutive years and whose office shall, henceforth, not be liable to determination by retirement of Directors by rotation.”
6. To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV to the Act, **MR. PARTHA DUTTA** (DIN No.- 06562207), who was appointed as an Additional Director of the Company under Section 161 of the Companies Act, 2013 w.e.f. 17th June, 2014 by the Board of Directors to hold office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director of the Company, be and is hereby appointed as an Independent Director of the Company for a term of three consecutive years and whose office shall, henceforth, not be liable to determination by retirement of Directors by rotation.”

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

“RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV to the Act, **MR. RUPAM DAS** (DIN No. - 06827302), who was appointed as an Additional Director of the Company under Section 161 of the Companies Act, 2013 w.e.f. 27th February, 2014 by the Board of Directors to hold office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of Director of the Company, be and is hereby appointed as a Non-Executive Director of the Company whose office shall be liable to determination by retirement of Directors by rotation.”

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

“RESOLVED THAT in supersession of the Ordinary Resolution passed on 25th September, 2012 by way of Postal Ballot and pursuant to Section 180(1)(c) and any 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), the Company hereby accords its consent to the Board of Directors for borrowing any sums of money from time to time from any one or more persons, firms, bodies corporate, or financial institutions whether by way of cash credit, advance or deposits, loans or bill discounting or otherwise and whether unsecured or secured by mortgage, charge, hypothecation or lien or pledge of the Company’s assets and properties whether movable or immovable and work-in-progress or all or any of the undertakings of the Company notwithstanding that the monies to be borrowed together with monies already borrowed by the Company (apart from temporary loans obtained from the Company’s bankers in the ordinary course of business) will or may exceed the aggregate of the paid-up capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose, but, so, however, that the total amount up to which the monies may be borrowed by the Board of Directors and outstanding at any time shall not exceed the sum of Rs. 150 Crores (Rupees One Hundred Fifty Crores Only).”

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

“RESOLVED THAT Ordinary Resolution passed on 25th September, 2012 by way of Postal Ballot and pursuant to Section 180(1)(a) and any 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), consent of the shareholders of the Company be and is hereby

accorded for creation by the Board of Directors on behalf of the Company, of such mortgages/ charges/ hypothecation and floating charges (in addition to the existing mortgages / charges / hypothecation created by the Company in favour of the lenders) in such form and in such manner as may be agreed to between the Board of Directors and the lenders, on all or any of the present and future immovable and / or movable properties of the Company wherever situated, of every nature and kind whatsoever to secure any Indian Rupee or foreign currency loans, Debentures, advances and all other moneys payable by the Company to the lenders concerned, subject, however, to an overall limit of Rs. 150 Crores (Rupees One Hundred Fifty Crores Only) of loans or advances already obtained or to be obtained from, in any form including by way of subscription to debentures issued or to be issued by the Company to, any financial institution, bank, body corporate, company, insurer or to the general public.”

By Order of the Board

Place: KOLKATA
Date: 01st September, 2014

SNIGDHA CHAKRABORTI
DIRECTOR
(DIN No. - 05330215)

NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES, IN ORDER TO BE EFFECTIVE MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY-EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.**
2. The Register of Members and Share Transfer Books of the Company will remain closed from, 25th September, 2014 to 27th September, 2014 (both days inclusive) for determining the name of members eligible for dividend on equity shares, if declared at the meeting and the dividend if declared will be credited / dispatched between 02nd October, 2014 and 26th October, 2014 to those members whose name shall appear on the Register of Members of the Company on 24th September, 2014. In respect of shares held in electronic form, the dividend will be paid to members whose names are furnished by Depositories as beneficial owner as on that date.
3. Members holding shares in electronic form are advised to update their bank particulars, PAN or other mandates to their Depository Participant. Members holding shares in physical form are requested to update PAN and other changes to the Company's Registrars and Transfer Agents, M/s. S. K. Infosolutions Pvt. Ltd. of 34/1A, Sudhir Chatterjee Street KOLKATA - 700 006. Tel. No. - 033 2219 4815.
4. Members are requested to bring Annual Report and attendance slip at the meeting. Queries on accounts and operation of the Company, if any, may please be sent at the Registered Office of the Company at Premises No. 25, Tilak Nagar Colony, Kolkata – 700 040, at least seven days in advance of the meeting so that the answers may be made readily available at the meeting.
5. In accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and the applicable provisions of the Listing Agreement with Stock Exchanges, the Company has engaged the services of CDSL to provide e-voting facility to all the members to enable them to cast their votes electronically in respect of all the business to be transacted at the aforesaid Annual General Meeting. Members who cast their votes through e-voting mechanism shall not be able to vote at the Annual General Meeting.
6. In keeping with the Ministry of Corporate Affairs' Green Initiative measures, the Company hereby requests members who have not registered their email addresses so far, to register their email addresses

for receiving all communication including annual report, notices, circulars etc. from the Company electronically.

7. The Board of Directors of your Company has appointed Mr. Dilip Kumar Sarawagi, Practicing Company Secretary, Proprietor of M/s. DKS & Co., of 173, M. G. Road, 1st Floor, Kolkata – 700 007 as the Scrutinizer for conducting the e-voting process in a fair and transparent manner.
8. The Results of e-voting and poll shall be aggregated and declared on or after the AGM of the Company by the Chairperson or by any other person duly authorised in this regard. The Results declared along with the Scrutinizer's Report shall be placed on the website of CDSL within two (2) days of passing of the resolutions at the AGM of the Company and communicated to the Stock Exchanges.

9. The instructions for shareholders voting electronically are as under:

- (i) The voting period begins at 6:00 a.m. on 22nd September, 2014 and ends at 6:00 p.m. on 23rd September, 2014. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 29th August, 2014, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com during the voting period.
- (iii) Click on "Shareholders" tab.
- (iv) Now, select "SHREE RANG MARK TRAVELS LIMITED" from the drop down menu and click on "SUBMIT".
- (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	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both Demat shareholders as well as physical shareholders).
DOB	Enter the Date of Birth as recorded in your Demat Account or in the Company records for the said Demat Account or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your Demat Account or in the Company records for the said Demat Account or Folio. Please enter the DOB or Dividend Bank Details in order to login. If 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 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 SHREE RANG MARK TRAVELS LIMITED on which you choose to vote.
- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "Assent/Dissent" for voting. Select the option "Assent/Dissent" as desired.

- (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 same 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) 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.
10. A Statement pursuant to Section 102 of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.

By Order of the Board

Place: KOLKATA

Date: 01st September, 2014

SNIGDHA CHAKRABORTI
DIRECTOR
(DIN No. - 05330215)

ANNEXURE TO NOTICE
EXPLANATORY STATEMENT

Pursuant to Section 102 of the Companies Act, 2014
(Pursuant to Clause 49 of the Listing Agreement)

ITEM NO. 5 & 6

The Board of Directors of the Company appointed Mr. Sanjoy Mukherjee and Mr. Partha Dutta as Additional Directors of the Company under Section 161 of the Companies Act, 2013 w.e.f. 27th February, 2014 and 17th June, 2014 respectively, to hold office upto the date of this Annual General Meeting.

The Company has received notices in writing from members along with the deposit of requisite amount under Section 160 of the Act proposing the candidatures of Mr. Sanjoy Mukherjee and Mr. Partha Dutta for the office of Directors of the Company.

Mr. Sanjoy Mukherjee and Mr. Partha Dutta are not disqualified from being appointed as Directors in terms of Section 164 of the Act and have given their consent to act as Directors. The Company has also received declarations from Mr. Sanjoy Mukherjee and Mr. Partha Dutta that they meet with the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under Clause 49 of the Listing Agreement. In the opinion of the Board, they are independent of the management.

Brief resume of Mr. Sanjoy Mukherjee and Mr. Partha Dutta is given as annexure to this notice as required under Clause 49 of the Listing Agreement.

Copy of the draft letters for respective appointments of Mr. Sanjoy Mukherjee and Mr. Partha Dutta as Independent Directors setting out the terms and conditions are available for inspection by members at the Registered Office of the Company.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives is, in any way, concerned or interested, financially or otherwise, in these resolutions. The Board commends the Ordinary Resolutions set out at Item Nos. 5 and 6 of the Notice for approval by the shareholders.

ITEM NO. 7:

The Board of Directors of the Company appointed Mr. Rupam Das as an Additional Director of the Company under Section 161 of the Companies Act, 2013 w.e.f. 27th February, 2014 to hold office upto the date of this Annual General Meeting.

The Company has received notices in writing from members along with the deposit of requisite amount under Section 160 of the Act proposing the candidature of Mr. Rupam Das for the office of Director of the Company.

Mr. Rupam Das is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as Director.

Brief resume of Mr. Rupam Das is given as annexure to this notice as required under Clause 49 of the Listing Agreement.

Copy of the draft letter for appointment of Mr. Rupam Das as Director setting out the terms and conditions are available for inspection by members at the Registered Office of the Company.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives is, in any way, concerned or interested, financially or otherwise, in these resolutions.

The Board commends the Ordinary Resolution set out at Item No. 7 of the Notice for approval by the shareholders.

ITEM NO. 8 & 9:

The Company at the Board Meeting held on 14th August, 2012 had sought the approvals of members by way of Postal Ballot Resolution under Section 293(1)(d) read with Section 293 (1)(a) of the Companies Act, 1956 for borrowings over and above the aggregate of paid up share capital and free reserves of the Company provided that the total amount of such borrowings together with the amounts already borrowed and outstanding at any point of time shall not be in excess of Rs. 150 Crores (Rupees One Hundred Fifty Crores Only) and for creation of mortgages/charge/hypothecation on all present and future properties of the Company in favour of lenders upto a limit of Rs. 150 Crores (Rupees One Hundred Fifty Crores Only).

Section 180 of the Companies Act, 2013 effective from 12th September, 2013 requires that consent of the company accorded by way of a special resolution is required to borrow money in excess of the Company's paid up share capital and free reserves. Further, as per the clarification issued by the Ministry of Corporate Affairs approval granted by the shareholders by way of an ordinary resolution shall be valid for one year from the date Section 180 became effective. Thus, the approval granted by members is valid upto 11th September, 2014.

It is, therefore, necessary for the members to pass a Special Resolution under Section 180(1)(c) read with Section 180 (1)(a) and other applicable provisions of the Companies Act, 2013, as set out at Item No. 8 & 9 of the Notice. The Board recommends these resolutions for approval by the members of the Company.

None of the Directors of the Company and their relatives is concerned or interested, financially or otherwise, in the resolution set out at Item No. 8 and 9.

By Order of the Board

Place: KOLKATA

Date: 01st September, 2014

SNIGDHA CHAKRABORTI
DIRECTOR
(DIN No. - 05330215)

Details of Directors Seeking Appointment / Re-Appointment at the Annual General Meeting pursuant to Clause 49 of the Listing Agreement

Name	MS. SNIGDHA CHAKRABORTI	MR. SANJOY MUKHERJEE	MR. RUPAM DAS	MR. PARTHA DUTTA
DIN	05330215	06827274	06827302	06562207
Date of Birth	24-11-1988	31-10-1969	08-03-1981	05-10-1968
Nationality	Indian	Indian	Indian	Indian
Date of Appointment	22-05-2013	27-02-2014	27-02-2014	17-06-2014
Qualification	Post Graduate	Graduate	Graduate	Graduate
Nature of expertise in specific functional areas	Well educated and highly talented to manage the administration of Hotel and Travel related Industry and issues related to day to day Compliance	Well experienced in Tours and Travels related Business	Well experienced in Tours and Travels related Business	Well experienced in Tours and Travels related Business
Name of the other Companies in which Directorship held	N.A.	N.A.	N.A.	N.A.
Name of the Companies in which committee Membership(s)/ chairmanship(s) held	N.A.	N.A.	N.A.	N.A.
No. of shares held by (as on 31-03-2014)	261945	NIL	NIL	NIL

DIRECTORS REPORT

Dear Shareholders,

Your Directors with pleasure present herewith the Annual Report together with the Audited Accounts for the financial year ended 31st March, 2014.

FINANCIAL RESULT

PARTICULARS	(Amount in Rupees)	
	2013-2014	2012-2013
Total Income	24,78,840.24	19,22,914.00
Total Expenses		
(Including Depreciation & Amortisation)	21,73,789.30	18,76,626.00
Depreciation & Amortisation	4,16,007.00	6,19,343.00
Profit / (Loss) before Tax	3,05,050.00	46,288.00
Current Tax	1,00,899.00	478.00
Provision for Tax	-	3,01,293.00
Profit / (Loss) after Tax	2,04,151.00	(2,55,482.00)
Proposed Dividend	50,000.00	0.00

RESULTS OF OPERATIONS

During the year under review, your Company registered turnover of Rs. 24,78,840.24 and profit after tax was Rs. 2,04,151.00 as against the previous year turnover of Rs.19,22,914.00 and loss of Rs.2,55,482.00. The turnover of the Company increased by 28.91% during the year ended March, 2014.

Your Directors propose to transfer Rs. 1,45,653.00 to General Reserves out of the current year profits of the company. After considering all necessary adjustment, the total reserve stands at Rs. 78,714.73 at the end of the current year as against (Rs.66,938.00) in the previous year.

DIVIDEND

Based on the Company's performance, the Directors are pleased to recommend for approval of the members dividend of Rs. 0.007567/- per share for the financial year 2013-14 on the capital of 66,07,400 Equity Shares of Rs.5/- each. The dividend on the equity shares, if approved by the members would involve a cash outflow of Rs. 58,498.00 (including Corporate Dividend Tax).

FIXED DEPOSITS

The Company has not accepted any public deposits and as such, no amount on account of principal or interest on public deposits was outstanding as on the date of the Balance Sheet.

COMPANY PERFORMANCE

The Company has performed profitably this year. The future prospect looks good and the Company is expected to perform well.

DIRECTORS' RESPONSIBILITY STATEMENT

The Directors confirm:-

1. that in the preparation of the annual accounts, the applicable accounting standards had been followed and there was no material departure;
2. that the Directors had selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view

of the state of affairs of the company at the end of the financial year and of the profit or loss of the Company for that period;

3. that the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
4. that the directors had prepared the annual accounts on a going concern basis.

CORPORATE GOVERNANCE

Your Company has always believed that a good corporate Governance Practice would ensure efficient conduct of the affairs of the Company and that will encourage the Company to achieve its goal. The Board has always followed the principal of good governance and emphasis on transparency, integrity and accountability. We strongly believe that good governance is voluntary, self-disciplining with the strongest impetus coming from Directors and the management itself. Directors' and Auditors' Certificate regarding compliance of conditions of Corporate Governance are made a part of the Annual Report.

DIRECTORS

MS. SNIGDHA CHAKRABORTI is liable to retire by rotation and being eligible offers herself for re-appointment.

MR. S. N. DAS and **MR. NARESH CHANDRA GUPTA** have resigned as Directors of the company on 27th February, 2014. Your Directors wish to place on record the appreciation for their valuable advices made during the tenure of their association with the Company.

MR. RUPAM DAS (Independent), **MR. SANJAY MUKHERJEE** (Independent) have been appointed as Additional Director of the Company w.e.f. 27th February, 2014 to hold office upto the forthcoming Annual General Meeting.

MR. PARTHA DUTTA (Non-Executive) has been appointed as Additional Director of the Company w.e.f. 17th June, 2014. All these new Directors will hold office upto the forthcoming Annual General Meeting of the Company.

The company has received notices from shareholders for appointment of **MR. RUPAM DAS** as Non-Executive Director, **MR. SANJOY MUKHERJEE** as Non-Executive, Independent Director and **MR. PARTHA DUTTA** as Non-Executive, Independent Director respectively. Requisite approval in the regard is being sought at the forthcoming Annual General Meeting of the company.

BORROWINGS

During the year under review, no borrowings has been made by the Company. However, earlier the Company had sought shareholders' approval for borrowings to the tune of Rs.150 Crores and no borrowings has been made as yet. As the provisions of Section 180 of the Companies Act, 2013 effective from 12th September, 2013 requires that consent of the Company accorded by way of a special resolution is required to borrow money in excess of the Company's paid up share capital and free reserves. Further, as per the clarification issued by the Ministry of Corporate Affairs, approval granted by the shareholders by way of an ordinary resolution shall be valid for one year from the date Section 180 became effective. Thus, the approval granted by members is valid upto 11th September, 2014.

AUDITORS

M/s. B.K. Sen & Associates, Chartered Accountants(Registration No.: 316103E), KOLKATA, Statutory Auditors of the Company, appointed by the Board of Directors at its meeting held on 2nd May, 2014, due to casual vacancy caused by resignation of the erstwhile Statutory Auditors M/s. P.Mukherjee & Co., Chartered Accountants (Registration No.:304143E) to hold office till the conclusion of the ensuing Annual General Meeting and being eligible, offer themselves for appointment.

The Company has received letters from **M/s. B.K. Sen & Associates**, Chartered Accountants that their appointment, if made, would be within the prescribed limits under Section 141(3)(g) of the Companies Act, 2013 and that they are not disqualified for appointment.

AUDITORS' REPORT

Auditors comment in their report are self explanatory and therefore do not call for any further clarification.

COMPLIANCE CERTIFICATE

Compliance certificate pursuant to Section 383A of the Companies Act, 1956 for the financial year ended March 31, 2014 is attached.

PARTICULARS OF EMPLOYEES UNDER SECTION 217(2A)

The provisions of section 217(2A) of the Companies Act,1956 read with the Companies (Particulars of Employees) Rules 1988, as amended are not applicable to the Company ,as there are no employees whose remuneration is in excess of the limits prescribed.

PARTICULARS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO**A. Conservation of Energy**

Nil

B. Technology Absorption

The company has not incurred any expenditure of either capital or revenue nature on Research & Development.

C. Foreign Exchange Earnings and Out-Go

The Company has not earned any foreign exchange income or incurred any foreign exchange outgo during the financial year.

ACKNOWLEDGEMENT

Your Directors take this opportunity to convey their deep sense of gratitude for valuable assistance and Cooperation extended by the investors, customers, Banks, Government Authorities, Registrars and share transferagents for their support. The Directors also appreciate and value the contribution made by the Employees of your Company at all levels.

On behalf of the Board of Directors

Place: KOLKATA

Date: 01st September, 2014

SNIGDHA CHAKRABORTI
DIRECTOR
(DIN No. - 05330215)

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

INDUSTRY STRUCTURE & DEVELOPMENTS

The Indian tour and tourism industry has emerged as one of the key drivers of growth among the services sector in India. Tourism in India is a potential game changer. It is a sun rise industry, an employment generator, a significant source of foreign exchange for the country and an economic activity that helps local and host communities.

Indian tourism industry is thriving due to an increase in foreign tourist arrivals and greater number of Indians travelling to domestic destinations than before. In the past few years the real growth has come from within the domestic sector as around 30 million Indians travel within the country in a year.

Travel and tourism sector's contribution to capital investment is projected to grow at 6.5 per cent per annum during 2013-2023, above the global average of five per cent.

PERFORMANCE

Despite negative signals from the global economy, Increase in Foreign Tourist Arrivals (FTA) in India during financial year 2013-14 is 9% as against 8% in 2012-13. WTTC's Annual Economic Impact Report 2014 for India shows travel and tourism's economic contribution is expected to grow by 7.3 percent this year, outperforming the general economy by 2.5 percentage points. Revenue from domestic tourism is expected to increase by 8.2 percent this year compared to 5.1 percent in 2013, the report noted.

As your Company has recently shifted its registered office from the State of Gujarat to the State of West Bengal which provides better prospects for improvements in the operations of the Company. Your Company has earned reasonable profits during the year under review. With the smooth functioning of the Indian tour and traveling Industry, your company is expecting to perform much better in upcoming years.

OPPORTUNITIES

The Government of India is taking steps for revival of tours & tourism industry in India. Clean India Campaign has been initiated by the Ministry of Tourism with the objective to increase tourist arrivals to the country and to improve quality of services and provide a hygienic environment in and around tourist destinations across the country.

With increasing tourist inflows over the past few years, it is a significant contributor to Indian economy as well. Rising income levels and changing lifestyles, development of diverse tourism offerings and policy and regulatory support by the government are playing a pivotal role in shaping the travel and tourism sector in India.

According to a recent survey by Monster Employment Index, the travel and tourism sector in India has seen a 40 percent jump in employment in June 2014 compared to the same period last year. In 2013, the travel and tourism sector in India generated 35 million jobs and its total contribution to GDP is expected to witness a growth rate of 12 percent per annum during 2013-2023, noted the WTTC report.

THREATS

The sector is facing challenges such as lack of good quality tourism infrastructure, global concerns regarding health and safety of tourists, disparate passenger/road tax structures across various states and shortfall of adequately trained and skilled manpower.

OUTLOOK

India has the potential to become the number one tourist destination in the world. Benefiting from a stable government capable of bringing quick reforms and revival of global economy, the Indian tourism sector can look forward to an average annual growth of 7.9 per cent per year till 2023.

RISKS & CONCERNS

Your company, like any other enterprise, is exposed to business risk which can be internal as well as external risk. However the Company is well aware of the above risks and as part of Business strategy has put in mechanism to ensure that they are mitigated with timely action.

INTERNAL CONTROL SYSTEM

The company has internal control system which is commensurate to the operation of the company.

FINANCIAL MANAGEMENT AND FINANCIAL PERFORMANCE

During the year under review, there was a profit of Rs. 204,151/- for the financial year.

INDUSTRIAL RELATION AND HUMAN RESOURCES MANAGEMENT

The company is in Misc. Commercial Services industry. The company has proper human resource system and considers it as strength for the manifold growth in the coming years.

CAUTIONARY STATEMENT

Statement in the management discussion and analysis report describing the company's objectives, projections, estimates and expectations may be forward looking within the meaning of applicable laws and regulations and futuristic in nature. Actual performance may differ materially from those either expressed or implied. Such statements represent intentions of the management and the efforts are implemented to realize certain goals. The success in realizing these depends on various factors both internal and external. Investors, therefore, are requested to make their own independent judgments before taking any investment decision.

On behalf of the Board of Directors

Place: KOLKATA

Date: 01st September, 2014

SNIGDHA CHAKRABORTI
DIRECTOR
(DIN No. - 05330215)

REPORT ON CORPORATE GOVERNANCE

1. COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE

The Company believes in functioning in a transparent manner with the basic philosophy that will enhance the shareholder's value, keeping in mind the needs and interests of other stakeholders.

The following informations are placed before the shareholders.

2. BOARD OF DIRECTORS

The composition of the Board of Directors and other details are as under:

Name of Director	Executive/ Independent/ Non-Executive	Board Meetings Held (Attended)	Attendance at previous AGM on 30 th Sept, 2013	No. of outside Directorship held in other Public Limited Companies	No. of Membership /Chairmanship in other Board / Committee
Ms. Snigdha [*] Chakraborti	Director, Executive	10(9)	Yes	NIL	NIL
Ms. Sayanti Sen ^{**}	Non-Executive	2(2)	N.A.	NIL	NIL
Mr. S. N. Das ^{***}	Executive	8(8)	Yes	NIL	NIL
Mr. Naresh ^{***} Chandra Gupta	Non-Executive, Independent	8(8)	Yes	NIL	NIL
Mr. Sanjoy ^{****} Mukherjee	Non-Executive, Independent	1(1)	N.A.	NIL	NIL
Mr. Rupam Das ^{****}	Non-Executive, Independent	1(1)	N.A.	NIL	NIL
Mr. Afzal Hussain	Non-Executive, Independent	10(0)	No	NIL	NIL

* Appointed w.e.f. 22nd May, 2013 as Director

**Resigned w.e.f. 12th June, 2013

*** Resigned w.e.f. 27th February, 2014

****Appointed w.e.f. 27th February, 2014 as Additional Director

The Board of Directors duly met 10 (Ten) times on 18th May 2013, 31st May, 2013, 20th June 2013, 20th July 2013, 30th July 2013, 28th August 2013, 11th November, 2013, 13th February 2014, 27th February 2014 and 20th March 2014.

3. AUDIT COMMITTEE

The Audit Committee has been constituted in conformity with the requirements of Section 292A of the Companies Act, 1956 and Clause 49 of the Listing Agreement with Stock Exchanges.

The Audit Committee was reconstituted on 20th March, 2014.

The attendance of Member Directors at the Audit Committee Meetings held during the financial year 2013-14 is furnished below:

Sl.	Name of the Director	Position	Audit Committee Meeting (Held)Attended
1	Mr. Afzal Hussain	Chairman Non-Executive, Independent	5 (0)
2	Mr. Naresh Chandra Gupta	Non-Executive, Independent	4 (4)
3	Mr. S. N. Das	Non Independent	4 (4)
4	Mr. Sanjoy Mukherjee	Chairman Non-Executive, Independent	1(1)
5	Mr. Rupam Das	Non-Executive, Independent	1 (1)
6	Ms. Snigdha Chakraborti	Non-Independent	1 (1)

The Audit Committee duly met 5 (Five) times on 18th May, 2013, 30th July, 2013, 11th November, 2013, 14th February, 2014 and 29th March, 2014.

Powers of the Audit Committee include:

To investigate any activity within its terms of reference.

To seek information from any employee.

To obtain outside legal or other professional advice.

To secure attendance of outsiders with relevant expertise, if it considers necessary.

The scope of committee includes:

Review of company's financial reporting process and the financial statement.

Review of internal control systems and functioning of internal audit process.

Post audit review with statutory auditors.

4. REMUNERATION COMMITTEE

The attendance of Member at the Remuneration Committee Meetings held during the financial year 2013-14 is furnished below:

Sl.	Name of the Director	Position	Remuneration Committee Meeting (Held) Attended
1	Mr. Naresh Chandra Gupta	Chairman Non-Executive, Independent	1 (1)
2	Mr. Afzal Hussain	Non-Executive, Independent	1 (0)
3	Mr. S. N. Das	Non Independent	1 (1)

The meeting was held on 08th November, 2013. After resignation of the Directors Mr. S. N. Das and Mr. Naresh Chandra Gupta on 27th February, 2014, no further appointment has been made in the Committee.

5. SHAREHOLDERS'/INVESTORS' GRIEVANCE COMMITTEE

The Company has complied with the requirements of the sub Clauses VI (A) and (B) of the Clause 49 of the Listing Agreement.

The Shareholders' / Investors' Grievances Committee was reconstituted on 20th March, 2014.

The attendance of Member Directors at the Shareholders' / Investors' Grievances Committee Meeting held during the financial year 2013-14 is furnished below:

Sl.	Name of the Director	Position	Shareholders'/Investors' Grievance Committee Meeting (Held)Attended
1	Mr. Afzal Hussain	Chairman Non-Executive, Independent	3 (0)
2	Mr. Naresh Chandra Gupta	Non-Executive, Independent	2 (2)
3	Mr. S. N. Das	Non Independent	2 (2)
4	Mr. Rupam Das	Chairman Non-Executive, Independent	1(1)
5	Mr. Sanjoy Mukherjee	Non-Executive, Independent	1(1)
6	Ms. Snigdha Chakraborti	Non Independent	1(1)

The Shareholders' / Investors' Grievances Committee duly met 3 (Three) times on 30th July, 2013, 11th November, 2013 and 20th March, 2014. During the year, the company resolved/replied all the complaints within the time frame prescribed by the SEBI / Stock Exchanges. The Shares received for transfer are mostly approved on 15th and 30th each month and are given effect by the Registrar and Share Transfer Agent.

6. GENERAL BODY MEETINGS

The last 3 Annual General Meetings were held at the following dates and locations:

Sl.	Year	Date of AGM	Venue
1	2012-13	30-09-2013	Hotel Pristime Residency (Next to S.V.P. International) Airport Road, Near Airport Circle, Ahmedabad – 382475
2	2011-12	10-11-2012	H.T. Parekh Convention Centre Ahmedabad Management Association ATIRA Campus, Dr. Vikram Sarabhai Marg, Vastrapur, Ahmedabad – 380015
3	2010-11	19-09-2011	201/205, Vrajbhoomi, B/h. Shilp Off CG Road, Ahmedabad - 380009

7. DISCLOSURE

As per the disclosures given by the Directors of the Company, there were no related party transactions attracting Section 297 of the Companies Act, 1956.

All the guidelines issued by the SEBI and Stock Exchange or other statutory authorities on the matter related to capital markets are complied with.

8. MEANS OF COMMUNICATION

The means of communication between the Shareholders and Company are transparent and investor friendly. The quarterly results of the Company were published in one National English newspaper and one in Gujarat regional language daily upto the date of Shifting of Registered Office to the State

of West Bengal and thereafter one in National English newspaper and one in the West Bengal Regional Language daily as required under the listing agreement.

9. GENERAL SHAREHOLDERS' INFORMATION

Annual General Meeting Date: 27th September, 2014
Time: 2.30 P. M.
Venue: **FLOATEL**, 9/10 Kolkata Jetty, Strand Road, Kolkata - 700 001
Financial Year: 1st April 2013 to 31st March, 2014
Date of Book Closure: 25th September 2014 to 27th September, 2014
Dividend Payment Date: Within 30 days of approval by the Shareholders
BSE Limited Scrip Code: 531149
Demat ISIN Number: INE765K01027
Face Value Equity Share: Rs. 5/-

Tentative Financial Calendar:

Publication of Quarterly Results ending 30th June, 2013- 30th July, 2013
Publication of Quarterly Results ending 30th Sept. 2013- 11th November, 2013
Publication of Quarterly Results ending 31st Dec. 2013- 14th February, 2014
Publication of Quarterly Results ending 31st March 2014- 30th May, 2014

LISTING ON STOCK EXCHANGE

The Company's Shares are listed on the following Stock Exchanges:

Bombay Stock Exchange Limited
Ahmedabad Stock Exchange Limited
Vadodara Stock Exchange Limited

STOCK PRICEDATA

No trading of the Company's Shares was reported by Ahmedabad Stock Exchange Limited and Vadodara Stock Exchange Limited. However, Market Price Data on the Bombay Stock Exchange Limited (BSE), Mumbai is given hereunder:

High / Low in each month during the Financial Year 2013-14

Month	High Price (Rs.)	Low Price (Rs.)
April, 2013	13.50	9.72
May, 2013	11.80	11.24
June, 2013	12.39	11.80
July, 2013	17.70	12.84
August, 2013	19.20	16.70
September, 2013	16.50	15.45
October, 2013	15.35	15.35
November, 2013	15.30	14.55
December, 2013	13.83	13.83
January, 2014	14.52	13.76
February, 2014	13.08	11.75
March, 2014	13.50	9.72

REGISTRAR AND SHARE TRANSFER AGENT**S. K. Infosolutions Private Limited**

34/1A, Sudhir Chatterjee Street

Kolkata 700 006

Tel: 033 2219 6797 Fax: (033) 2219 4815

Mail: mail@skcomputers.net

Website: www.skcomputers.net

Contact Person: Mr. Dilip Bhattacharya

SHARE TRANSFER SYSTEM

Presently, the share transfers in physical form are returned within a period of 15 days from the date of receipt, subject to the documents being clear in all respects. After the share transfer is effected, a letter is sent to the transferee indicating the details of the transferred shares along with their Share Certificates.

DISTRIBUTION OF SHAREHOLDING AND SHAREHOLDING PATTERN AS ON 31ST MARCH, 2014 (EQUITY)Analysis of Shareholding as on 31st March, 2014

Category(Shares)	No. of Shareholders	No. of Shares Held	Shareholding (%)
Upto500	520	108258	1.64
501 to 1000	99	80410	1.22
1001 to 2000	51	83326	1.26
2001 to 3000	18	47200	0.71
3001 to 4000	13	47500	0.72
4001 to 5000	12	55544	0.84
5001 to 10000	25	162948	2.46
10001 to 50000	28	655231	9.92
50001 to 100000	4	314514	4.76
100001 And Above	6	5052469	76.47
Total	776	6607400	100.00

Shareholding Pattern as on 31st March, 2014

Category of Shareholder	No. of Shareholders	Total No. of Shares	Total Shareholding as a % of Total No. of Shares
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(A) Shareholding of Promoter and Promoter Group**(1) Indian**

Individuals	1	3942720	59.67
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(2) Foreign

-	-	-
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Total shareholding of Promoter and Promoter

Group (A)	1	3942720	59.67
(B) Public Shareholding			
(1) Institutions	-	-	-
(2) Non-Institutions			
Bodies Corporate	8	22664	0.34
Individuals	767	2642016	39.99
(B) Total Public shareholding	775	2664680	40.33
Total (A)+(B)	776	6607400	100.00

DEMATERIALISATION OF SHARES

92.12% Paid-up Equity Share Capital is held in dematerialized form with CDSL as on 31st March, 2014.

Outstanding GDRs / ADRs / Warrants or any Convertible Instruments, Conversion Date

Not Applicable

ADDRESS OF REGISTERED OFFICE

The Compliance Officer,
Shree Rang Mark Travels Limited
Premises No. 25, Tilak Nagar Colony,
KOLKATA- 700 040
Tel.: (033) 2475-4472
Fax: (033) 2475-4472
E-mail ID: srmt.acs@gmail.com
Website:www.srmtl.in

CODE OF CONDUCT

The Company has adopted a Code of Conduct for Directors and Senior Management. It is the responsibility of all employees and Directors to familiarize themselves with the Code and comply with the same.

The Code includes provisions where the employees of the Company can voice their concerns of this Code in a responsible and effective manner.

On behalf of the Board of Directors

Place: KOLKATA
Date: 01st September, 2014

SNIGDHA CHAKRABORTI
DIRECTOR
(DIN No. - 05330215)

CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members
Shree Rang Mark Travels Limited
Premises No. 25, Tilak Nagar Colony,
KOLKATA- 700 040

We have examined the compliance of the conditions of Corporate Governance by **Shree Rang Mark Travels Limited** for the year ended 31st March, 2014 as stipulated in clause 49 of the Listing Agreement of the said company with the Stock Exchange.

The Compliance of the conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring 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 and based on the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of the Corporate Governance as stipulated in the above mentioned listing agreement.

We state that majority of the investor grievances were attended within one month as per the records maintained by the company.

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

Place : KOLKATA
Date : 01st September, 2014

For DKS & Co.
Practicing Company Secretaries
DILIP KUMAR SARAWAGI
Proprietor
ACS No.: 13020
CP No.: 3090

CEO CERTIFICATION

I, Snigdha Chakraborti, Director certify to the Board that we have reviewed financial statements and the cash flow statement for the year ended on 31st March, 2014 and that to the best of our knowledge and belief:

- (a) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- (b) 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.
- (c) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the company's code of conduct.
- (d) we accept responsibility for establishing and maintaining internal controls and that we have evaluated the effectiveness of the internal control systems of the company and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps have been taken or propose to take to rectify these deficiencies.
- (e) We have indicated to the auditors and the Audit committee.
 - (i) Significant changes in internal control during the year;
 - (ii) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - (iii) Instances of significant fraud of which they 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.

For **SHREE RANG MARK TRAVELS LTD.**

Place: KOLKATA
Date: 01st September, 2014

SNIGDHA CHAKRABORTI
DIRECTOR
(DIN No. - 05330215)

Independent Auditor's Report

To
The Members of
Shree Rang Mark Travels Limited

We have audited the accompanying financial statements of Shree Rang Mark Travels Limited, which comprise the Balance Sheet as at March 31, 2014, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the Accounting Standards referred to in sub section (3C) of section 211 of the Compliance Act, 1956 ("the Act"). This responsibility includes the design, implementation and maintenance of internal control relevant to the presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing of 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 in the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedure that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by 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.

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

- a) in the case of Balance Sheet, of the state of affairs of the Company as at March 31, 2014;
 - b) in the case of the Profit and Loss Account, of the Profit for the year ended on that date; and
 - c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.
1. As required by the Companies (Auditor's Report) Order, 2003("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
 2. As required by section 227 (3) of the Act, we report that;
 - a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.
 - b) in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination to those books.

- c) the Balance Sheet, Statement of Profit and Loss, Cash Flow Statement dealt with by this report are in agreement with the books of account.
- d) in our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards referred to in sub-section (3C); of Section 211 of the Companies Act, 1956;
- e) on the basis of written representations received from the directors as on March 31, 2014, and taken on record by the Board of Directors, none of the Directors is disqualified as on March 31, 2014, from being appointed as a director in terms of clause (g) of sub section (1) of section 274 of the Companies Act, 1956.
- f) Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441 A of the Companies Act, 1956 nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the company.

The Annexure referred to in paragraph 1 of the Our Report of even date to the members of Shree Rang Mark Travels Limited, on the accounts of the company for the year ended 31st March, 2014.

On the basis of such checks as we considered appropriate and according to the information and explanation given to us during the course of our audit, we report that:

- 1. a) The company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.
- b) As explained to us, fixed assets have been physically verified by the management at reasonable intervals; no material discrepancies were noticed on such verification.
- c) In our opinion and according to the information and explanations given to us, no fixed asset has been disposed off during the year and therefore does not affect the going concern assumption.
- 2. a) According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has taken loans from parties listed in the register maintained under Section 301 of the Companies Act, 1956.
- 3. In our opinion and according to the information and explanations given to us, there is generally an adequate internal control procedure commensurate with the size of the company and the nature of its business.
- 4. Based on the audit procedures applied by us and according to the information and explanations provided by the management, the particulars of contracts or arrangements referred to in section 301 of the Act have been entered in the register required to be maintained under that section.
- 5. The Company has not accepted any deposits from the public covered under section 58A, and 58 AA of the Companies Act, 1956.
- 6. The clause relating to internal audit system is not applicable to the company.
- 7. Maintenance of cost records' has been prescribed by the Central Government under clause(d) of sub section (1) of section 209 of the Act is not applicable to the company.
- 8. The company has no undisputed statutory dues payable to the government outstanding as on the balance sheet date.
- 9. The company does not have any accumulated loss and has not incurred cash loss during the financial year covered by our audit.

10. Based on our audit procedures and on the information and explanations given by the management, we are of the opinion that the Company has not taken any loan from the financial institutions and as such the question of default does not arise.
11. According to the information and explanations given to us, the Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
12. The Company is not a chit fund or a nidhi/ mutual benefit fund/society. Therefore, the provision of this clause of this Companies (Auditor's Report) Order, 2003 (as amended) is not applicable to the Company.
13. According to information and explanations given to us, the Company is conducting business related to tourism. Proper records & timely entries have been maintained in this regard.
14. According to the information and explanations given to us, the Company has not given any guarantees for loan taken by others from a bank or financial institution.
15. Based on our audit procedures and on the information given by the management, we report that the Company has not raised any term loans during the year.
16. Based on the information and explanations given to us and on an overall examination of the Balance Sheet of the Company As at 31st March, 2014, we report that no funds raised on short-term basis have been used for long- term investment by the Company.
17. Based on the audit procedures performed and the information and explanations given to us by the management, we report that the Company has not made any preferential allotment of shares during the year.
18. The Company had not issued any debentures during the period under audit.
19. The Company has not raised any money by public issues during the year.
20. Based on the audit procedures performed and the information and explanations given to us, we report that no fraud on or by the Company has been noticed or reported during the year, nor have been informed of such case by the management.

For B.K. Sen & Associates
Chartered Accountants
FRN No. 316103 E

(N. K. Sen)
Partner
Membership No. 052754
Place : Kolkata
Date : 31.05.2014

SHREE RANG MARK TRAVELS LIMITED

Balance Sheet as at 31st March 2014

		Amount in Rupees	
Particulars	Note No.	31st March 2014	31st March 2013
I EQUITY AND LIABILITIES			
1 Shareholder's funds			
(a) Share capital	1	33,037,000	33,037,000
(b) Reverses and surplus	2	78,714.73	-66,938
(c) Money received against share warrants			
Sub-Total Share Holders Funds		33,115,714.73	32,970,062.00
2 Share application money pending allotment			
3 Non-current liabilities			
(a) Long-term borrowings	3	3,220,000.00	
(b) Deferred tax liabilities (Net)			
(c) Other Long term liabilities			
(d) Long- term provisions			478
Sub-Total Non-Current liabilities		3,220,000.00	478
4 Current liabilities			
(a) Short-term borrowings		99,161.00	381,911
(b) Trade payables		112,272.53	22,731
(c) Other current liabilities	4	38,013.60	2,569,265
(d) Short -term provisions	-		
e) Proposed Dividend		50,000.00	
f) Corporate Dividend Tax		8,498.00	
g) Current Income Tax Liability		100,899.00	
Sub-Total of Current liabilities		408,844.13	2,973,907.00
Total		36,744,558.86	35,944,447
II ASSETS			
1 Non-current assets			
(a) Fixed assets			
(i) Tangible assets	5	1,388,566.26	1,053,415
(ii) Intangible assets			
(iii) Capital work-in-progress			
(iv) Intangible assets under development			
(b) Non-current investments			
(c) Deferred tax assets (Net)			
(d) Long-term loans and advances	6	3,649,429.00	
(e) Other non-current assets		13,98,600.00	82,880
Sub-Total Non- Current Assets		6,436,595.26	1,136,295.00
2 Current assets			
(a) Current investments			
(b) Inventories			
(c) Trade receivables	7	27,042,953.00	27,370,463
(d) Cash and cash equivalents	8	2,936,466.42	3,767,540
(e) Short-term loans and advances	9	328,544.18	3,649,429
(f) Other current assets		-	20,720
Sub-Total of Current Assets		30,307,963.60	34,808,152.00
Total		36,744,558.86	35,944,447.00
Significant Accounting Policies & Notes to Accounts	11		

For B.K.Sen & Associates
Chartered Accountants
FRN No. 316103E
(N.K.Sen)
Partner
Membership No. 052754
Place: Kolkata
Date: 31.05.2014

For SHREE RANG MARK TRAVELS LIMITED

Snigdha Chakraborti
Director

Rupam Das
Director

Profit and Loss Statement for the year ended 31.03.2014

Amount in Rupees

Particulars	Note no.	31st March,2014	31st March, 2013
I. Revenue from operations		24,78,840.24	1,922,914
II. Other income			
III. Total Revenue (I+II)		24,78,840.24	1,922,914
IV. Expenses:			
Depreciation and Amortization Expense	5	4,16,007.00	619,343
Employee Benefit Expenses		3,63,274.00	284,194
Other Expenses	10	1,394,508.30	973,088
Total expenses		2173789.30	1,876,626
V. Profit before exceptional and extraordinary items and tax (III-IV)		3,05,050.00	46,288
VI. Exceptional Items			
VII. Profit before extraordinary items and tax (V-VI)		3,05,050.00	46,288
VIII. Extraordinary Items			
IX. Profit before tax (VII-VIII)		3,05,050.00	46,288
X. Tax expense:			
(1) Current tax		100,899.00	478
(2) Deferred tax		Nil	
(3) Short Provision of Tax for earlier years		-	301,293
XI. Profit (Loss) for the period (IX - X)		204,151.00	-255,482
<u>APPROPRIATIONS:-</u>			
1) Proposed Dividend		50,000.00	-
2) Corporate Dividend Tax		8,498.00	-
3) Balance Carried Forward to General Reserve		145,653.00	-
Earnings per share (of 5/- each)			
(1) Basic		0.0309	-0.039
2) Diluted		0.0309	-0.039
Significant Accounting Policies & Notes to Accounts	11		

For B.K.Sen & Associates
Chartered Accountants
FRN No. 316103E
(N.K.Sen)
Partner
Membership No. 052754
Place: Kolkata
Date: 31.05.2014

For SHREE RANG MARK TRAVELS LIMITED

Snigdha Chakraborti
Director

Rupam Das
Director

CASH FLOW STATEMENT for the year ended March 31, 2014

Particulars	Amount (Rs.)		Amount (Rs.)	
	2013-14		2012-13	
A. Cash Flow from Operating Activities :				
Net Profit before Tax and Extraordinary Items		3,05,050.00		46,288
Adjustments for		-		-
Depreciation & Amortisation	4,16,007.00	-	619,343	-
Effect of exchange differences on foreign currency	Nil	4,16,007.00		619,343
Operating Profit Before Working Capital Changes		7,21,057.00		665,632
Adjustments for				
Trade & Other Receivables	327,510			
Trade Payables & other liabilities	-22,731	304,779.00	2,816,996	2,816,996
Cash generated from Operations		10,25,836.00		3,482,628
Income Tax paid		9,080		639,144
Cash before Extraordinary Items		10,16,756.00		2,834,484
Deferred revenue Expenditure		(12,61,280.00)		129,500
Net Cash from Operating Activities		-244,524.00		2,713,984
B. Cash Flow from Investing Activities:				
Capital Expenditure on Fixed Assets, including Capital Advances		(5,86,550.00)		
Purchase of Long-term Investments		-		-
Proceeds from Sale of Fixed Assets		-		-
Proceeds from Sale of Long-term Investments		-		-
Interest received		-		-
Net Cash from Investing Activities				
C. Cash Flow from Financial Activities:				
Proceeds from issue of Equity Shares		-		-
Received/(Repayment) of Share Application money		-		-
Long Term Borrowings made/ (repayment)		-		-
Finance cost		-		-
Effect of exchange differences on foreign currency		-		-
Net Cash from Financing Activities				
Net Increase/ (Decrease) in Cash & Cash Equivalents (A+B+C)		-831,074.00		2,713,984
Cash & Cash Equivalents at the beginning of the year		37,67,540.00		1,053,556
Cash & Cash Equivalents at the end of the year		29,36,466.00		3,767,540

For B.K.Sen & Associates
Chartered Accountants
FRN No. 316103E

(N.K.Sen)
Partner
Membership No. 052754
Place: Kolkata
Date: 31.05.2014

For SHREE RANG MARK
TRAVELS LIMITED

Snigdha Chakraborti Rupam Das
Director Director

NOTE 1

Share Capital	As at 31st March, 2014	As at 31st March, 2013
	Amount (Rs.)	Amount (Rs.)
Authorised		
400,00,000 Equity Shares of Rs 5/- each	200,000,000	200,000,000
Issued subscribed & Paid up		
66,07,400 Equity Shares of 5/- each	33,037,000	33,037,000
Total	33,037,000	33,037,000

NOTE 1 A

Particulars	Equity shares	
	Number	Amount (Rs.)
Shares outstanding at the beginning of the year	6,607,400	33,037,000
Shares Issued during the year	-	-
Shares bought back during the year	-	-
Shares outstanding at the end of the year	6,607,400	33,037,000

NOTE 1 B

Shareholders holding more than 5% of the Ordinary Shares in Company	Equity Shares	
	Number of shares	%
Shibnarayan Das	3,942,720	100.00

NOTE 2

Reserve and Surplus

Reserve & Surplus	As at 31st March, 2014	As at 31st March, 2013
	Amount (Rs.)	Amount (Rs.)
Profit and Loss Account		
Opening Balance	(-) 66,938.26	188,544
(+) Net Profit/(Net Loss) For the current year	145652.99	-255,482
Closing Balance	78,714.73	-66,938

NOTE 3

Long Term Provisions

Long Term Provisions	As at 31st March, 2014	As at 31st March, 2013
	Amount (Rs.)	Amount (Rs.)
Long Term Borrowings	3,220,000.00	
Provision		478
Total	3,220,000.00	478

NOTE 4

Other Current Liabilities

Other Current Liabilities	As at 31st March, 2014	As at 31st March, 2013
	Amount (Rs.)	Amount (Rs.)
Other Current Liabilities	26,777.60	-
Audit Fees	11,236.00	36,000
Employee Benefit Expenses	-	19,543
Telephone Charges	-	1,535
TDS Payable	-	12,187
Other Liabilities	-	2,500,000
Total	38,013.60	2,569,265

Note 5 FIXED ASSETS**Depreciation as per Companies Act 1956**

Particulars	Gross Block			Depreciation			Net Block	
	As on 01.04.2013	Purchase during the year	As on 31.03.2014	As on 01.04.2013	Depreciation during the year	As on 31.03.2014	As on 31.03.2014	As on 31.03.2013
A.C. Machine	245,000.00	-	245,000.00	34,080.00	29,339.00	63,419.00	181,581.00	210,920.00
Almirah	117,500.00	-	117,500.00	21,268.00	17,418.00	38,686.00	78,814.00	96,232.00
Chair	165,058.00	-	165,058.00	29,876.00	24,468.00	54,344.00	110,714.00	135,182.00
Computer & Printer	922,500.00	-	922,500.00	472,600.00	242,113.00	714,713.00	207,787.00	449,900.00
Stand Fan	25,200.00	-	25,200.00	4,561.00	3,734.00	8,295.00	16,905.00	20,639.00
Table	171,600.00	-	171,600.00	31,060.00	25,438.00	56,498.00	115,102.00	140,540.00
Speed Boat	-	483,000.00	483,000.00	0.00	66,694.00	66,694.00	416,306.00	0.00
Bumpy Boat	-	51,729.50	51,729.50	0.00	3,653.00	3,653.00	48,076.50	0.00
Bumpy Boat	-	50,000.51	50,000.51	0.00	3,150.00	3,150.00	46,850.51	0.00
Pet Bottle & Jars	-	1,66,430.25	166,430.25	0.00	0.00	0.00	166,430.25	0.00
TOTAL	1,646,858.00	751,160.26	2,398,018.26	593,445.00	416,007.00	1,009,452.00	1,388,566.26	1,053,413.00

Depreciation & Amortisation Expenses

Particulars	Amount(Rs.)
Depreciation	416,007.00
Amortisation Expenses	NIL
TOTAL	416,007.00

Depreciation as per IT Act

Particulars	Gross Block			Depreciation			Net Block	
	As on 01.04.2013	Purchase during the year	As on 31.03.2014	As on 01.04.2013	Depreciation during the year	As on 31.03.2014	As on 31.03.2014	As on 31.03.2013
A.C. Machine	245,000.00	-	245,000.00	36,750.00	31,238.00	67,988.00	177,012.00	208,250.00
Almirah	117,500.00	-	117,500.00	11,750.00	10,575.00	22,325.00	95,175.00	105,750.00
Chair	165,058.00	-	165,058.00	16,506.00	14,855.00	31,361.00	133,697.00	148,552.00
Computer & Printer	922,500.00	-	922,500.00	553,500.00	221,400.00	774,900.00	147,600.00	369,000.00
Stand Fan	25,200.00	-	25,200.00	2,250.00	2,268.00	4,518.00	20,682.00	22,680.00
Table	171,600.00	-	171,600.00	17,160.00	15,444.00	32,604.00	138,996.00	154,440.00
Speed Boat	-	483,000.00	483,000.00	-	96,600.00	96,600.00	386,400.00	0.00
Bumpy Boat	-	51,729.50	51,729.50	-	10,710.00	10,710.00	41,019.50	0.00
Bumpy Boat	-	50,000.51	50,000.51	-	10,000.00	10,000.00	40,000.51	0.00
Pet Bottle & Jars	-	166,430.25	166,430.25	-	0.00	0.00	1,66,430.25	0.00
TOTAL	1,646,858.00	751,160.26	2,398,018.26	637,916.00	413,090.00	10,51,006.00	1,347,012.26	1,008,672

NOTE 6**Long Term Loans and Advances**

Long Term Loans and Advances	As at 31st March, 2014	As at 31st March, 2013
	Amount (Rs.)	Amount (Rs.)
Loans and Advances to Companies	3,649,429.00	3,649,429.00
Total	3,649,429.00	3,649,429.00

NOTE 7**Trade Receivables**

Trade Receivables	As at 31st March, 2014	As at 31st March, 2013
	Amount (Rs.)	Amount (Rs.)
(Unsecured, Condidered Good by the Management) outstanding for the Period Exceeding Six Months	27,042,953	27,370,463
Total	27,042,953	27,370,463

NOTE 8**Cash and Cash Equivalents**

Cash and Cash Equivalents	As at 31st March, 2014	As at 31st March, 2013
	Amount (Rs.)	Amount (Rs.)
a. Balance with banks	126,395.00	3,468,407
b. Cash on hand	28,10,071.42	299,133
Total	29,36,466.42	3,767,540

NOTE 9**Short Term Loans and Advances**

Short Term Loans and Advances	As at 31st March, 2014	As at 31st March, 2013
	Amount (Rs.)	Amount (Rs.)
Loans and Advances to Companies	3,28,544.18	3,649,429.00
Total	3,28,544.18	3,649,429.00

NOTE 10

Other Expenditure

SL No	Other Expenses	As at 31st March, 2014	As at 31st March, 2013
		Amount	Amount
1	Advertisement	43,939.00	104,844
2	Cartoon making charges	53,430.95	-
3	Audit & Professional fees	304,586.00	175,888
4	Bank Charges	112,360.00	29,090
5	Car Lubricant	4,494.00	-
6	Cleaning Charges	12,000.00	-
7	Conveyence & fooding charges	10,000.00	-
8	Courrier charges	9,600.00	5,555
9	Depository charges	13,482.00	117,455
10	Electric bill & fuel petrol	67,896.00	14,100
11	Embossing charges	1,520.00	-
12	Water lelabelling, loading and unloading charges	41,488.00	-
13	Office maintenance charges	48,400.00	130,000
14	Parking, Postage & stamp	5,971.00	6,200
15	Printing charges	18,600.00	73,923
16	Water re-filling charges	1,62,000.00	-
17	Rent	1,45,000.00	160,000
18	RTA charges	61,902.00	54,502
19	Servicing & other charges	1,696.73	58,834
20	Telephone	2,800.00	12,569
21	Trade License fee & Trade Mark application charges	9,650.00	-
22	Transport charges for water	2,26,264.00	-
23	Travelling Expenses	20,028.00	35,128
24	Taxes paid	17,401.57	-
	TOTAL	1,394,508.30	978,088

Note – 11
SIGNIFICANT ACCOUNTING POLICIES AND NOTES FORMING PART OF THE ACCOUNTS FOR THE YEAR ENDED 31ST MARCH, 2014.
I. Significant Accounting policies
1. General

- i) The Accounts have been prepared on historical cost basis changes, if any, in the purchasing of money
- ii) All revenue and expenses are accounted on accrual basis

2. Taxation

- i) Provision for current tax is made after taking into consideration benefits admissible under the provision of the Income Tax Act, 1961.
- ii) Deferred Tax resulting from timing difference between book & taxable profit is accounted for using rates and law that have been enacted as on the Balance Sheet Date. Deferred Tax assets, if any, is recognized and carried forward only to the extent that there is a reasonable certainty that the assets will be realized in future.

3. Borrowing Cost

Borrowing cost directly attributed to the acquisition of the fixed assets are capitalized a part of the cost the asset, up to the date of the assets is put to use, other borrowing costs are charged to profit & loss account in the year in which they are incurred .

4. Investment

Long term investments are stated at cost. Provision for diminution in value of long term investment is made as if such a decline is other than temporary.

5. Cash and cash equivalents

Cash comprise cash in hand demand deposits with banks.

6. Cash flow statement

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

7. Income Recognition

Income earned during the year is from commission on ticket & tour package, sale of Bottled Water, contact Car Hire charges & Incidental Income thereto.

II. Notes to Accounts

	Current Year (Rs.)	Previous Year (Rs.)
1. Contingent Liabilities provide	NIL	13,10,000/-
2. In the opinion of the directors,		
a) The current assets, loans and advance are approximately of the value stated, if realized in the ordinary course of the business.		
b) The provisions of all the known liabilities are adequate and not in excess of the amount reasonably necessary.		

	Current Year (Rs.)	Previous Year (Rs.)
3. Audit Fess & Professional Fee	3,04,586/-	1,75,888/-

	Current Year (Rs.)	Previous Year (Rs.)
4. Director Remuneration	NIL	NIL

5. Depreciation

Fixed assets are valued at cost less depreciation. Depreciation has been provided on the WDV method on the prorate basis as per the rates prescribed in Schedule XIV of the Companies Act , 1956.

6. Earnings per share

	Current Year (Rs.)	Previous Year (Rs.)
Earnings per share has been computed as under		
a) Profit for the year	204,151.00	-255,482.00
b) Weighted average number of Ordinary Equity Share	6,607,400.00	6,607,400.00
c) Earnings Per share on profit of the year		
i) Basic	0.0309	-0.039
ii) Diluted	0.0309	-0.039

7. Deferred Revenue Expenditure amounting to Rs. 12, 95,000/- have been incurred during the year under review. The Management has taken an unanimous decision not to apportion such Deferred Revenue Expenditure over the next four years. This will apply to the value of Deferred Revenue Expenditure Balance Sheet as on 31/03/2014. The entire Deferred Revenue Expenditure has been reflected under “Other Non- Current Assets” since there is no program to apportion the same in the next financial year.

8. Previous year’s figures have been regrouped and rearranged wherever necessary to make them comparable with the current year’s figures.

9. The change of registered office has taken place during the year under audit, post consent of the RD Gujarat.

Secretarial Compliance Certificate

CIN No. L65910WB1994PLC199743

Nominal Share Capital Rs. 20.00 Crores

Period Ended: 31st March 2014

Paid Up Share Capital Rs. 33,037,000.00

To

The Members of

M/s. SHREE RANG MARK TRAVELS LIMITED

Premises No. 25, Tilak Nagar Colony,

KOLKATA - 700 040

I have examined the registers, records, books and papers of **M/s. SHREE RANG MARK TRAVELS LIMITED** (the Company) as required to be maintained under the Companies Act, 1956 / the Companies Act, 2013 (to the extent notified and applicable), (the Act) and the rules made there under and also the provisions contained in the Memorandum and Articles of Association of the Company for the financial year ended on 31st March 2014. In my opinion and to the best of my information and according to the examination carried out by me and explanations furnished to me by the company, its officers and agents, I certify that in respect of the aforesaid financial year:

1. The Company has kept the registers as stated in **Annexure 'A'** to this certificate, as per the provisions and the rules made there under and entries therein have been recorded.
2. The Company has filed the forms and returns as stated in **Annexure 'B'** to this certificate, with the Registrar of Companies, Regional Director, Central Government. Company Law Board or other authorities within the time prescribed under the Act and the rules made there under.
3. The Company, being a public limited company the restrictive clauses as provided in sec 3(1)(iii) are not applicable.
4. The Board of Directors duly met 10 (Ten) times on 18th May 2013, 31st May, 2013, 20th June 2013, 20th July 2013, 30th July 2013, 28th August 2013, 11th November, 2013, 13th February 2014, 27th February 2014 and 20th March 2014 dates in respect of which meetings notices were given and the proceedings were properly recorded and signed in the Minutes Book maintained for the purpose including circular resolution passed for appointment of Ms. Snigdha Chakraborti, Director as Compliance officer on July 13, 2013 in the minutes book maintained for the purpose.
5. The Company has closed its Register of Members from 26th September 2013 to 30th September, 2013 after giving due notice to the members and necessary compliance of section 154 of the Act has been made.
6. The Annual General Meeting for the financial year ended in 31st March 2013 was held on 30th day of September 2013 after giving due notice to the Members of the Company and the resolutions passed thereat were duly recorded in Minutes Book maintained for the purpose.
7. No Extra Ordinary General Meeting was held during the financial year.
8. As explained to us the Company has not advanced any loans to its Directors or persons or firms or companies referred to under section 295 of the Act and Section 185 of the Companies Act, 2013.
9. As explained to us the company has not entered into contracts falling within the purview of section 297 of the Act.
10. The company has made entries in the register maintained under section 301 of the Act.

11. As there were no instances falling within the purview of Section 314 of the Act, the Company has not obtained any approvals from the Board of Directors, Members or Central Government.
12. As informed to us the Company has not issued any duplicate share certificates during the financial year.
13. The Company:
 - I has delivered the request for transfer / transmission of shares during the period under review. There was no allotment of securities during the period under review.
 - II has not deposited any amount in a separate Bank Account as no dividend was declared during the financial year.
 - III was not required to post warrants to any member of Company as no dividend was declared during the financial year under review.
 - IV has no unpaid dividend, matured deposits, matured debentures and the interest accrued thereon which have remained unclaimed or unpaid which are required to be transferred to Investor Education & Protection Fund during the period under review.
 - V has duly complied with the requirements of section 217 of the Act.
14. The Board of Directors of the company is duly constituted.
15. The Company has not appointed Managing Director / Whole-time Director / Manager during the financial year.
16. The Company has not appointed any sole-selling agents during the financial year.
17. The Company had filed a petition on 08th November, 2012 before the Regional Director, North Western Region, Ahmedabad for shifting of registered office of the company from the state of Gujarat to the state of West Bengal, the approval of which has been received during the period under review vide order dated 30-10-2013. Except as stated above, the company was not required to obtain any approval from Central Government, Company Law Board, Registrar of Companies and / or such other authorities as may be prescribed under the various provisions of the Act during the financial year.
18. The Directors have disclosed their interest in other firms / companies to the Board of Directors pursuant to the provisions of the Act and the rules made there under.
19. The Company has not issued any shares/debentures/or other securities during the financial year.
20. The Company has not bought back any shares during the financial year.
21. The Company has not issued any redeemable preference shares / debentures; hence the redemption of it does not arise during the financial year under review.
22. During the financial year under review the Company has not declared any dividend, right shares and bonus shares and hence the question of keeping in abeyance rights to dividend, rights shares and bonus shares pending registration of transfer of shares does not arise.
23. The Company has not invited / accepted any deposits including any unsecured loans falling within the purview of Section 58A during the Financial Year under review.
24. The Company has a borrowing limit of Rs. 150 Crores (Rupees One Hundred Fifty Crores Only) as approved by members of the Company by way of Postal Ballot vide resolution passed on 25th September, 2012. The Company had not made any borrowings during the period under review.

25. The Company has not made any loans or provided any securities to other bodies corporate during the year under review except for making investment and providing corporate guarantee to other bodies corporate in compliance with the provisions of the Act.
26. The company had obtained consent of the members through postal ballot process on September 25, 2012 to alter provisions of the memorandum with respect to situation of the company's registered office from one state to another state during the financial year 2012-13, which was subject to necessary approval of Regional Director. The company has received the necessary approvals for the same during the year under scrutiny.
27. The Company has not altered the provisions of the Memorandum with respect to the object of the Company during the year under review.
28. The Company has not altered the provisions of the Memorandum with respect to name of the Company during the period under scrutiny.
29. The Company has not altered the provisions of the Memorandum with respect to share capital of the Company during the year under scrutiny.
30. The Company has not altered its Articles of Association during the financial year.
31. As explained to us there was no prosecution initiated against/or fines and penalties imposed upon or any other punishment imposed on the company during the financial year under review for offences under the Act.
32. During the financial year under review the Company has not received any amount as security from its employees as per provisions of Section 417(1) of the Act.
33. The Company has been generally regular in depositing the contribution towards Provident fund during the financial year under review.

for DKS & Co.

sd/-

Place: KOLKATA

Date: 01st September, 2014

DILIP KUMAR SARAWAGI

ACS: 13020 C. P. No.: 3090

Annexure A

Registers as kept by the Company

S.No.	Particular Of Registers	Vide Section Of Companies Act, 1956
1.	Register Of Charges	U/s 143
2.	Register Of Member	U/s 150
3.	Index Of Members	U/s 151
4.	Register of Members Minutes Of Annual General Meeting / Extra Ordinary General Meeting and Board Meeting	U/s 193
5.	Register of Directors, Managing Director, Manager & Secretary	U/s 303
6.	Register of Directors Shareholding	U/s 307
7.	Register of Transfer	

Annexure B

Forms and Returns as filed by the Company with the Registrar of Companies during the period ended 31st March 2014

Sl. No.	Particulars of Forms	Document Date	Payment Date	Purpose of Filing
1	Form 66 (Q18786111)	31/03/2013	28/10/2013	U/s 383A (1) of the Companies Act, 1956
2	Form 32 (B89117147)	30/09/2013	14/11/2013	U/s 266 of the Companies Act, 1956
3	Form 21 (B90245481)	30/10/2013	28/11/2013	U/s 17(1) of the Companies Act, 1956
4	Form 23AC / ACA XBRL (Q26761346)	31/03/2013	09/12/2013	U/s 220 of the Companies Act, 1956
5	Form 20B (Q27177724)	30/09/2013	20/12/2013	U/s 159/160 of the Companies Act, 1956
6	Form 18 (B92600345)	30/10/2013	30/12/2013	U/s 146 of the Companies Act, 1956
7	Form 32 (B97457758)	27/02/2014	01/03/2014	U/s 283 of the Companies Act, 1956
8	Form 32 (B97421358)	27/02/2014	01/03/2014	U/s 283 of the Companies Act, 1956
9	Form GNL-2 (C05715990)*	02/05/2014	10/06/2014	U/s 140 & 139(8) of the Companies Act, 2013
10	Form DIR-12 (C06987861)*	17/06/2014	20/06/2014	U/s 7(1)(c), 168 & 170(2) of the Companies Act, 2013

*Filed after close of the financial year

sd/=

“Signature to Annexure A & B”

SHREE RANG MARK TRAVELS LIMITED**ATTENDANCE SLIP****CIN: L65910WB1994PLC199743**

Regd. Office : Premises No. 25, Tilak Nagar Colony, Kolkata – 700 040

Phone : 91 33 2475 4472 **Fax** : 91 33 2475 4472 **E-mail** : srmt.acs@gmail.com **Website** : www.srmtl.in

Name :

Serial No.:

Name(s) of joint Holder(s), if any :

Share Holding :

Address :

Folio/DP ID & Client ID No. :

I/We hereby record my/our presence at the **Annual General Meeting held on Saturday, September 27, 2014 at 2.30 p.m. at FLOATEL, 9/10 Kolkata Jetty, Strand Road, Kolkata - 700 001**

Name of Proxy (in BLOCK LETTERS)

Signature of Shareholder/Proxy Present

Please cut here and bring the Attendance Slip duly signed, to the meeting and hand it over at the entrance. Duplicate slips will not be issued at the venue of the Meeting.

ELECTRONIC VOTING PARTICULARS

EVSN (E-voting Sequence Number)

Sequence Number**140829022**

Please refer to the AGM Notice for e-voting instruction

SHREE RANG MARK TRAVELS LIMITED**PROXY FORM MGT-11****CIN: L65910WB1994PLC199743**

Regd. Office : Premises No. 25, Tilak Nagar Colony, Kolkata – 700 040

Phone : 91 33 2475 4472 **Fax** : 91 33 2475 4472 **E-mail** : srmt.acs@gmail.com **Website** : www.srmtl.in**ANNUAL GENERAL MEETING ON SATURDAY, SEPTEMBER 27, 2014 AT 2.30 P.M.**

I/We, being the member(s), holding.....shares of Shree Rang Mark Travels Limited hereby appoint :

- (1) Name.....Address.....
E-mail Id.....Signature.....or failing him/her
- (2) Name.....Address.....
E-mail Id.....Signature.....or failing him/her
- (3) Name.....Address.....
E-mail Id.....Signature.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the Company, to be held on Saturday, September 27, 2014 at 2.30 p.m. at **FLOATEL, 9/10 Kolkata Jetty, Strand Road, Kolkata - 700 001** and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolutions	Optional *		
		For	Against	Abstain
Ordinary Business				
1.	To consider and adopt the Audited Financial Statements of the Company for the financial year ended 31 st March, 2014 and the reports of the Board of Directors and Auditors thereon.			
2.	To declare dividend on Equity Shares for the year ended 31 st March, 2014.			
3.	To appoint Auditors of the Company and authorize the Board of Directors to fix their remuneration.			
4.	To appoint a Director in place of Ms. Snigdha Chakraborti (DIN: 05330215) who retires by rotation and being eligible, offers herself for re-appointment.			
Special Business				
5.	To appoint Mr. Sanjoy Mukherjee (DIN: 06827274), as an Independent Director of the Company.			
6.	To appoint Mr. Partha Dutta (DIN: 06562207), as an Independent Director of the Company.			
7.	To appoint Mr. Rupam Das (DIN: 06827302), as a Non-Executive Director, liable to retire by rotation.			
8.	To consider borrowing powers of the Board of Directors.			
9.	To create Mortgage, charge and or hypothecation on the assets of the Company.			

Signed thisday of2014

Member's Folio /DP ID & Client ID No.....Signature of Shareholder (s).....

Signature of Proxy

holder(s).....

Affix
Revenue
Stamp

- Note: 1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the Annual General Meeting.
- *3. It is optional to put a 'X' in the appropriate column against the Resolutions indicated to the Box. If you leave the 'For' or 'Against' column blank against any or all 'Resolution' your proxy will be entitled to vote in the manner as he/she thinks appropriate.