

To

Date: 28.07.2017

BSE Limited
Listing Compliance
P J Towers, Dalal Street,
Mumbai - 400001, India
Scrip Code: 538733

Subject: Submission of Audit Report of the Company for the FY 2015-16 and FY 2014-15 alongwith the Audited Financials of the Company for the half year/ year ended 31.03.2016 .

Ref: Annual Report for the FY 2015-16 and FY 2014-15 submitted on 18.10.2016 and 08.09.2015 respectively.

Dear Sir/Madam,

We are writing to inform you that the Annual Report of the Company for the FY 2015-16 and FY 2014-15 had been submitted on 18.10.2016 and 08.09.2015 respectively.

However, the said Annual Reports were filed without the Annual Audited Financial Statements for the said financial years.


Therefore, we are re-submitting the same Annual Reports for the said period with the Audited Financials attached to the said reports.

We, further submit that there has been no change in the said Annual Reports except that the Financials are now attached with them.

We request you to take the same on record and oblige.

Thanking You

For Starlit Power Systems Limited


Archana Mishra
Company secretary & Compliance officer
Membership No: A33940



To

Date: 18.10.2016

**BSE Limited
Listing Compliance
P J Towers, Dalal Street,
Mumbai - 400001, India**

Subject: Submission of Annual Report for the FY 2015-16

Dear Sir,

Please find enclosed herewith the Annual Report of Starlit Power Systems Limited for the financial year 2015-16 along with the required annexures.

Thanking You

For Starlit Power Systems Limited



**Archana Mishra
Company secretary & Compliance officer
Membership No: A33940**



Enclosure: Annual report for the F.Y 2015-16 along with annexures.

Directors' Report

To,

The Members,

Your Directors have pleasure in presenting their 8th Annual Report on the business and operations of the Company and the accounts for the Financial Year ended March 31, 2016.

1. Financial summary or highlights/Performance of the Company**(Amount In Rs lacs)**

Particulars	Consolidated		Standalone	
	2015-16	2014-15	2015-16	2014-15
Income	2,584.13	3,298.87	2,376.08	3,105.04
Earnings before Interest, Depreciation, Taxation & Exceptional Item(EBIDTA)	(339.84)	(221.18)	(337.58)	(197.75)
Less: Interest cost	289.41	207.75	289.36	207.71
Depreciation	113.46	66.23	113.36	66.01
Profit before Tax & Minority Interest	(742.71)	(495.15)	(740.31)	(471.48)
Less: Provision for Tax	(303.19)	(70.95)	(295.26)	(70.89)
- Current	-	-	-	-
- Taxes for Earlier Years	-	-	-	-
- Deferred	(303.19)	(70.95)	(295.26)	(70.89)
Profit after Tax but before Minority Interest & Extraordinary Items	(439.52)	(424.21)	(445.05)	(400.59)
Minority Interest	(0.25)	(2.12)	-	-
Extraordinary Items	0.12	64.48	-	64.48
Profit available for Appropriation	(439.15)	(357.60)	(445.05)	(336.11)

2. Brief description of the Company's working during the year/State of Company's affair:

During the year under review, on standalone basis, your Company earned total revenue of Rs. 2376.08/- lacs as compared to Rs. 3105.04/- lacs in the previous year. Profit/Loss after tax is Rs. (445.05)/- lacs as against Rs. (336.11)/- lacs in the previous year.

During the year under review, on consolidated basis, your Company's total revenue is Rs. 2584.13/- lacs as compared to Rs. 32,98.87/- lacs in the previous year. Profit/Loss after tax is Rs. (439.15)/- lacs as against Rs. (357.60)/- lacs in the previous year.

3. Change in the nature of business, if any:

There has not been any change in the nature of business of the Company.

4. Dividend

Looking at the expansion plans of the business. Your Board of Directors has not recommended Dividend for FY 2015-16. Hence no dividend has been recommended by the Directors for FY 2015-16.

5. Reserves

The Board proposes to carry Rs. 7,42,61,290 as reserves & surplus under the head securities premium account for the year ended 31.03.2016.

6. Change of Name

The Company has not changed its name during the financial year 2015-16

7. Share Capital

Allotment of Equity Shares on Preferential Basis

The company under the provision of Section 62 read with Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014 [Chapter IV], the provisions of the Listing Agreement, SEBI (ICDR) Regulations 2009, has **issued and allotted** 19,36,000 shares of Rs. 10 each at a price of Rs. 26.47 resulting in an inflow of up to **Rs 5,12,45,920** in the meeting of the Board of Directors held on 21.09.2015 to **Guangdong Dynavolt Power Technology Co. Limited**

Issue of Shares with Differential Rights

The company has not issued any shares under provision of Section 43 read with Rule 4(4) of the Companies (Share Capital and Debentures) Rules, 2014 [Chapter IV]



Issue of Sweat Equity Share

The company has not issued any shares under the provision Section 54 read with Rule 8(13) of the Companies (Share Capital and Debentures) Rules, 2014

8. Directors and Key Managerial Personnel

During the year, Mr. Ramesh Hanumantrao Joshi and Mr. Abhay Kumar Chandalia have resigned as Directors of the Company w.e.f. 30.05.2016 and 01.06.2016 respectively. Mr. Jitender Singh has been appointed as an Additional Director (Independent) w.e.f 29.7.2016

9. Particulars of Employees

As required, no employee of the Company was in receipt of remuneration exceeding the limits prescribed under Rule 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

Pursuant to the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, statement of particulars of employees is annexed as **Annexure III**.

10. Meetings

A calendar of Meetings is prepared and circulated in advance to the Directors. During the year eleven Board Meetings and five Audit Committee Meetings were convened and held. The details of which are given in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

11. Board Evaluation

Pursuant to the provisions of the Companies Act, 2013 and Listing Obligations, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration and Stakeholders Relationship Committees. The manner in which the evaluation has been carried out has been explained in the Corporate Governance Report.

12. Declaration by an Independent Director(s) and re- appointment, if any

A declaration by an Independent Director(s) that he/they meet the criteria of independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013 shall be enclosed as **Annexure V**.

An independent director shall hold office for a term up to five consecutive years on the Board of a Company, but shall be eligible for reappointment for next five years on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.

13. Remuneration Policy



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

Managerial Remuneration:

A) Details of the ratio of the remuneration of each director to the median employee's remuneration and other details as required pursuant to Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

- The ratio of the remuneration of each director to the median remuneration of the employees :
 - Mr. Yogesh Kumar Gupta:- 0.10
 - Mr. Kamaljeet Singh Jaswal:- 0.05
 - Mr. Ramesh Hanumantrao Joshi-0.07
- The percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year :
 - There has not been any increase in the remuneration of the managerial personnel during the F.Y 2015-16
- The percentage increase in the median remuneration of employees in the financial year, the number of permanent employees
 - There has been not been any increase in the remuneration of the employees during the F.Y 2015-16. The total number of permanent employees on the payroll of the Company as on 31.03.2016 were 48
- The explanation on the relationship between average increase in remuneration and company performance
 - There has not been any increase in the remuneration of the managerial personnel during the F.Y 2015-16
- Comparison of the remuneration of the Key Managerial Personnel against the performance of the company
 - The Key Managerial Personnel are paid the minimum remuneration in compliance of the Companies Act, 2013. During the F.Y 2015-16 the Company has incurred losses and therefore, the directors are paid remuneration within the limits specified in Schedule V of the Companies Act, 2013.
- Variations in the market capitalisation of the company, price earnings ratio as at the closing date of the current financial year and previous financial year and percentage increase over decrease in the market quotations of the shares of the company in comparison to the rate at



which the company came out with the last public offer in case of listed companies, and in case of unlisted companies, the variations in the net worth of the company as at the close of the current financial year and previous financial year. N.A

- Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.
 - There has not been any increase in the remuneration of the managerial personnel during the F.Y 2015-16
- Comparison of the each remuneration of the Key Managerial Personnel against the performance of the company
 - During the F.Y 2015-16 the Company has incurred losses and therefore, the directors are paid remuneration within the limits specified in Schedule V of the Companies Act, 2013
- The key parameters for any variable component of remuneration availed by the directors. N.A
- The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year; and affirmation that the remuneration is as per the remuneration policy of the company: N.A

B) Details of the every employee of the Company as required pursuant to 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

- No employee fall under the provisions of Rule 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

C) Any director who is in receipt of any commission from the company and who is a Managing Director or Whole-time Director of the Company shall receive any remuneration or commission from any Holding Company or Subsidiary Company of such Company subject to its disclosure by the Company in the Board's Report. NIL

D) The following disclosures shall be mentioned in the Board of Director's report under the heading "Corporate Governance", if any, attached to the financial statement:—

- (i) All elements of remuneration package such as salary, benefits, bonuses, stock options, pension, etc., of all the directors;
- (ii) Details of fixed component and performance linked incentives along with the performance criteria;
- (iii) Service contracts, notice period, severance fees;



(iv) Stock option details, if any, and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable.

14. Details of Subsidiary/Joint Ventures/Associate Companies

Pursuant to sub-section (3) of section 129 of the Act, the statement containing the salient feature of the financial statement of a company's subsidiary or subsidiaries, associate company or companies and joint venture or ventures is given as **Annexure-IV [Performance and financial position of each of the subsidiaries, associates and joint venture companies included in the consolidated financial statement]**

Further, the Annual Accounts and related documents of the subsidiary company shall be kept open for inspection at the Registered & Corporate Office of the Company. The Company will also make available copy thereof upon specific request by any Member of the Company interested in obtaining the same. Further, pursuant to Accounting Standard AS-21 issued by the Institute of Chartered Accountants of India, Consolidated Financial Statements presented by the Company in this Annual Report include the financial information of its subsidiary.

15. Auditors:

The Auditors, M/s D D Nagpal & Company, Chartered Accountants & Associates, retire at the ensuing Annual General Meeting and, being eligible, offer themselves for reappointment for a period of 1 year from the conclusion of this Annual General Meeting [AGM] till the conclusion of 9th AGM.

16. Auditors' Report

The Auditors' Report does not contain any qualification. Notes to Accounts and Auditors remarks in their report are self-explanatory and do not call for any further comments.

17. Disclosure about Cost Audit

As per the Cost Audit Orders, Cost Audit is not applicable to the Company's products/ business of the Company for the FY 2015-16.

18. Secretarial Audit Report

In terms of Section 204 of the Act and Rules made there under, Ms. Ipsa Hemnani, Practicing Company Secretary has been appointed Secretarial Auditor of the Company. The report of the Secretarial Auditor is enclosed as **Annexure VI** to this report. The report is self-explanatory and do not call for any further comments.

19. Internal Audit & Controls

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. During the year, the Company continued to implement his suggestions and



recommendations to improve the control environment. The scope of work includes review of processes for safeguarding the assets of the Company, review of operational efficiency, effectiveness of systems and processes, and assessing the internal control strengths in all areas. Internal Auditors findings are discussed with the process owners and suitable corrective actions taken as per the directions of Audit Committee on an ongoing basis to improve efficiency in operations.

20. Issue of employee stock options

The Company has not issue any stock options during the financial year 2015-16.

21. Vigil Mechanism :

In pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013, a Vigil Mechanism for directors and employees to report genuine concerns has been established. The Vigil Mechanism Policy has been uploaded on the website of the Company at <http://www.starlitlead.com/> under investor corner/Corporate Governance/ Whistle Blower Policy & Vigil Mechanism link.

22. Risk management policy

Risks are events, situations or circumstances which may lead to negative consequences on the Company's businesses. Risk management is a structured approach to manage uncertainty. A formal enterprise wide approach to Risk Management is being adopted by the Company and key risks will now be managed within a unitary framework. As a formal roll-out, all business divisions and corporate functions will embrace Risk Management Policy and Guidelines, and make use of these in their decision making. Key business risks and their mitigation are considered in the annual/strategic business plans and in periodic management reviews. The risk management process in our multi-business, multi-site operations, over the period of time will become embedded into the Company's business systems and processes, such that our responses to risks remain current and dynamic.

23. Extract Of Annual Return:

As required pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of annual return in **MGT 9** is attached as a part of this Annual Report as **ANNEXURE I**.

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

There have not been any such significant changes and commitments, which are likely to affect the financial position of the Company during the financial year under review.



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

There have not been any such orders passed by any regulatory authority against the Company.

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

The Company has in place proper and adequate internal control systems commensurate with the nature of its business, and size and complexity of its operations. Internal control systems comprising of policies and procedures are designed to ensure reliability of financial reporting, timely feedback on achievement of operational and strategic goals, compliance with policies, procedure, applicable laws and regulations, and that all assets and resources are acquired economically, used efficiently and adequately protected.

The Company, through its own, independent Internal Auditor, Mr. Mukesh Pawar carries out periodic audits at all locations and functions based on the annual audit plan (keeping in mind various key risks) and inter alia, tests the design, adequacy and operating effectiveness of the internal controls. Significant observations including recommendation for improvement of business processes are reviewed by the Management before reporting to the Audit Committee, which reviews the Internal Audit reports, and monitors the implementation of audit recommendations.

27. Deposits

The details relating to deposits, covered under Chapter V of the Act,-

(a) accepted during the year; NIL

(b) remained unpaid or unclaimed as at the end of the year; NIL

(c) whether there has been any default in repayment of deposits or payment of interest thereon during the year and if so, number of such cases and the total amount involved- NIL

(i) at the beginning of the year; NIL

(ii) maximum during the year; NIL

(iii) at the end of the year; NIL

The details of deposits which are not in compliance with the requirements of Chapter V of the Act; NIL

28. Particulars of loans, guarantees or investments under section 186:

No such loans, guarantees or investments under section 186 have been made by the Company during the Financial year 2015-16



Details of Loans: NIL

SL No	Date of making loan	Details of Borrower	Amount	Purpose for which the loan is to be utilized by the recipient	Time period for which it is given	Date of BR	Date of SR (if reqd)	Rate of Interest	Security

Details of Investments: NIL

SL No	Date of investment	Details of Investee	Amount	Purpose for which the proceeds from investment is proposed to be utilized by the recipient	Date of BR	Date of SR (if reqd)	Expected rate of return

Details of Guarantee / Security Provided: NIL

SL No	Date of providing security/guarantee	Details of recipient	Amount	Purpose for which the security/guarantee is proposed to be utilized by the recipient	Date of BR	Date of SR (if any)	Commission

29. Particulars of contracts or arrangements with related parties:

The particulars of every contract or arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto has been disclosed in Form No. AOC-2. As **Annexure II.**

However, all transactions entered into with related parties as defined under the Companies Act, 2013 and SEBI Listing Obligations during the year were on an arm's length price basis and in the ordinary course of business

There was no transaction of material nature with any of the related party, which is in conflict with the interest of the company.



30. Corporate Governance Certificate

The Compliance certificate from the auditors or practicing company secretaries regarding compliance of conditions of corporate governance as stipulated in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has been annexed with the report as **Annexure VII**

31. Management Discussion And Analysis

The Management Discussion and Analysis forms part of this Annual Report for the year ended 31st December, 2016.

32. Risk and Concerns

The Battery industry historically has experienced cyclical fluctuations in financial results due to economic recession, downturns in business cycles of our customers, fuel shortages, interest rate fluctuations, and other economic factors beyond our control.

- Your company is exposed to various business risks. These risks are driven through external factors like economic environment, competition, regulations etc. Cost & Quality are critical success factors in current business environment. Risk of losing market share/ ability to maintain high share or losing business share with key accounts are rooted on these factors.
- The exchange rate between the Rupee and other currencies is variable and may continue to fluctuate in future. Fluctuations in the exchange rates may affect the Company to the extent of cost of service rendered in foreign currency terms. Any adverse fluctuations with respect to the exchange rate of any foreign currency for Indian Rupees may affect the Company's profitability, since some of our raw material are imported and the payment is to be made in foreign currency.
- The economic environment, pricing pressure and decreased employee utilization rates could negatively impact our revenues and operating results. In the event that the Government of India or the government of another country changes its tax policies in a manner that is adverse to us, our tax expense may materially increase, reducing our profitability.
- Lead cost that drives the price of battery is extremely critical for your Company. This is being managed effectively, leveraging the capacity & efficiency of subsidiary lead smelting facilities & competitive sourcing strategy. Productivity improvement in manufacturing through TPM initiative is continuous process that is helping to reduce the conversion cost in spite of fluctuating energy cost & rising wages. Product and process improvement is a continuous process of your company.
- Capability of upstream partners to fulfill changing cost & quality expectation is critical. The suppliers capability development initiative has been implemented rigorously. In order to improve the controls, detailed guideline has been issued in Vendor Manual.

33. Statutory Disclosures

In terms of the provisions of Section 217 (2A) of the Companies Act, 1956, read with the Companies (Particulars of Employees) Rules, 1975 as amended, the names and other particulars of the



employees are set out in the annexure to the Directors' Report. However, as per the provisions of Section 219 (b) (iv) of the said Act read with Listing Obligations, the Annual Report excluding the aforesaid information is being sent to all the members of the Company and others entitled thereto. Any member interested in obtaining such particulars may write to the Company at the registered office of the Company.

34. Opportunity and threats

Your Company has growth opportunities in industrial and automotive divisions specially solar, e- rickshaw and commercial vehicle divisions. Your Company has strategies in place to tap the potential. However the new entrants and aggressive expansion plan of existing competitors are biggest challenge. The competitive price, network strategy, technology & product quality are critical to our success. Your company has advantage of having strong brand value, large network, widely spread product range, strong partners and collaborators relationship. It is fully prepared to meet the challenge of competition leveraging its competitive strengths of network quality, technology, product range and brand value.

In Lead Acid Storage battery your Company has a very large share of business in divisions like Automotive, OEM, Power, Project, Manufacturing and Solar. Economy plays a very important role in these divisions. A subdued economy is a threat to your Company.

35. Obligation Of Company Under The Sexual Harassment Of Women At Workplace (Prevention, Prohibition And Redressal) Act, 2013

In order to prevent sexual harassment of women at work place a new act "The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013" has been notified on 9th December, 2013. Under the said Act every company is required to set up an Internal Complaints Committee to look into complaints relating to sexual harassment at work place of any women employee.

The Company has zero tolerance for sexual harassment at workplace and has adopted a policy for prevention, prohibition, and redressal of Sexual Harassment of Women at workplace in line with the Sexual Harassment of Women at Workplace (Prevention, Prohibition, and Redressal) Act, 2013 and rules thereunder for prevention and redressal of complaints of sexual harassment at workplace.

During the year Company has not received any complaint on sexual harassment.

36. Conservation of energy, technology absorption and foreign exchange earnings and outgo

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

a) Conservation of energy:

(i)	the steps taken or impact on conservation of energy	During the year Company has made all efforts to conserve energy and to minimize the consumption of
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		electricity for all power plant accessories.
(ii)	the steps taken by the company for utilizing alternate sources of energy	The company is not producing any goods, which require consumption of energy.
(iii)	the capital investment on energy conservation equipment's	Neither an additional investment has been made nor proposed for reduction of consumption of energy, as the company is not consuming energy.

(b) Technology absorption

(i)	the efforts made towards technology absorption	The Company is already using the latest technology available in the kind of industry.
(ii)	the benefits derived like product improvement, cost reduction, product development or import substitution	No such improvements were made during the period under review.
(iii)	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-	NIL
	(a) the details of technology imported	
	(b) the year of import;	
	(c) whether the technology been fully absorbed	
	(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof	
(iv)	the expenditure incurred on Research and Development	NIL

(c) Foreign exchange earnings and Outgo

During the year, the total foreign exchange used was Rs. 4,58,16,542 and the total foreign exchange earned was Rs. 2,33,82,830.

37. Corporate Social Responsibility (CSR)

The CSR is not presently applicable to the Company.

38. Human Resources

Your Company treats its "human resources" as one of its most important assets.



Your Company continuously invests in attraction, retention, and development of talent on an ongoing basis. A number of programs that provide focused people attention are currently underway. Your Company thrust is on the promotion of talent internally through job rotation and job enlargement.

39. Directors' Responsibility Statement

The Directors' Responsibility Statement referred to in clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, shall state that—

- (a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) the directors had prepared the annual accounts on a going concern basis; and
- (e) 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.
- (f) 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.

40. Transfer of Amounts to Investor Education and Protection Fund

Your Company did not have any funds lying unpaid or unclaimed for a period of seven years. Therefore there were no funds which were required to be transferred to Investor Education and Protection Fund (IEPF).

41. Listing With Stock Exchanges:

The Shares of the Company got listed in the BSE- SME Segment on 22.10.2014. The Company confirms that it has paid the Annual Listing Fees for the year 2015-2016 to BSE where the Company's Shares are listed.

42. Acknowledgements



Your Directors take this opportunity to express their gratitude for the valuable assistance and co-operation extended by the bankers, vendors, customers, advisors and the general public and also for the valued efforts and dedication shown by the Company employees at all levels. Your Directors also sincerely acknowledge the confidence and faith reposed by the shareholders of the Company.

For and on behalf of the Board of Directors

Starlit Power Systems Limited



Yogesh Kumar Gupta

Managing Director

DIN: 00315397

Address: DG-2/100B,
Vikaspuri, New Delhi-
110018



Kamaljeet Singh Jaswal

Executive Director & CFO

DIN: 02340493

Address: Add: B - 10/236,
First Floor, Amritpuri - B,
East of Kailash, New Delhi,
110065



Archana Mishra

Company Secretary

M. No: A33940

Address: G-4, Bandhu Vihar
Appt, Sector-10, Plot no-11,
Dwarka, New Delhi-110075

Place: New Delhi

Date: 05.09.2016



ANNEXURE INDEX

<u>Annexure</u>	<u>Content</u>
i.	Annual Return Extracts in MGT 9
ii.	AOC 2 - Related Party Transactions disclosure
iii.	Particulars of Employee
iv.	Details of subsidiary
v.	Format of declaration by Independent Director
vi.	MR-2 Secretarial Audit Report
vii.	Corporate Governance Report



ANNEXURE I**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:

1.	CIN	U37200DL2008PLC174911
2.	Registration Date	04/03/2008
3.	Name of the Company	STARLIT POWER SYSTEMS LIMITED
4.	Category/Sub-category of the Company	COMPANY LIMITED BY SHARES INDIAN NON-GOVERNMENT COMPANY
5.	Address of the Registered office & contact details	AT A - 1/51, LGF, SAFDARJUNG ENCLAVE, NEW DELHI - 110029 PH- 011-26102570 WEBSITE:WWW.STARLITLEAD.COM
6.	Whether listed company	YES, LISTED ON BSE (SME SEGMENT) on 22.10.2014
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	BIGSHARE SERVICES PRIVATE LIMITED E2 ANSA INDUSTRIAL ESTATE, SAKIVIHAR ROAD, SAKINAKA, ANDHERI EAST, MUMBAI- 400072 TEL:(022) 40430200 FAX:(022) 28475207 SEBI REGN. NUMBER:INR000001385

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Manufacturing of Automotive Batteries, Inverter Batteries and Solar Batteries and manufacturing and refining of Lead.	31	100



III . SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year[As on 31-March-2015]				No. of Shares held at the end of the year[As on 31-March-2016]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	1008462	0	1008462	16.49	1008462	0	1008462	12.52	3.97
b) Central Govt	0	0	0	0	0	0	0	0	0
c) State Govt(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp.	1377366	0	1377366	22.52	1377366	0	1377366	17.11	5.41
e) Banks / FI	0	0	0	0	0	0	0	0	0
f) Any other	0	0	0	0	0	0	0	0	0
Total shareholding of Promoter (A)	2385828	0	2385828	39.01	2385828	0	2385828	29.63	9.38
B. Public Shareholding									
1. Institutions	0	0	0	0	0	0	0	0	0
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks / FI	0	0	0	0	0	0	0	0	0
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital	0	0	0	0	0	0	0	0	0



Funds									
i) Others (specify) Market Maker	152000	0	152000	2.49	80000	0	80000	0.99	1.5
Sub-total (B)(1):-	0	0	0	0	80000	0	80000	0.99	1.5
2. Non- Institutions									
a) Bodies Corp.									
i) Indian	2077140	156925	2234065	36.53	2213140	156925	2370065	29.43	7.1
ii) Overseas	0	0	0	0	0	0	0	0	
b) Individuals									
i) Individual shareholders holding nominal share capital up to Rs. 2 lakh	736000	0	736000	12.03	760000	0	760000	9.45	2.58
ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh	608000	0	608000	9.94	504000	0	504000	6.26	3.68
c) Others (specify)	0	0	0	0	0	0	0	0	0
Non Resident Indians	0	0	0	0	0	0	0	0	0
Overseas Corporate Bodies	0	0	0	0	1936000	0	1936000	24.04	24.04
Foreign Nationals	0	0	0	0	0	0	0	0	0
Clearing Members	0	0	0	0	16000	0	16000	0.20	0.20
Trusts	0	0	0	0	0	0	0	0	0
Foreign Bodies - D R	0	0	0	0	0	0	0	0	0
Sub-total (B)(2):-	3421140	156925	3578065	58.50	3421140	156925	5586065	69.38	37.6
Total Public Shareholding (B)=(B)(1)+ (B)(2)	3573140	156925	3730065	60.99	7894968	156925	5666065	70.38	39.1
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	5958968	156925	6115893	100	7894968	156925	8051893	100	48.48



B) Shareholding of Promoter-

S N	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding 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	Starlit Finance Limited	745733	12.19	0	745733	9.26	0	2.93
2	Sachin Shridhar	680042	11.12	0	680042	8.45	0	2.67
3	Starlit Infrastructure Limited	631633	10.33	0	631633	7.84	0	2.49
4	Surinder Pal	169420	2.77	0	169420	2.10	0	0.67
5	Yogesh Kumar Gupta	90000	1.47	0	90000	1.12	0	0.35
6	Lalit Sharma	32000	0.52	0	32000	0.397	0	0.123
7	Sadhu Ram Sharma	16000	0.26	0	16000	0.198	0	0.062
8	Santosh Sharma	16000	0.26	0	16000	0.198	0	0.062
9	Meenakshi Kumar	2500	0.04	0	2500	0.03	0	0.01
10	Purbi Shridhar	2500	0.04	0	2500	0.03	0	0.01
	Total	2385828	39.01	0	2385828	29.63	0	9.38

C) Change in Promoters' Shareholding (please specify, if there is no change)

SN	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	No Change				

**D) Shareholding Pattern of top ten Shareholders:
(Other than Directors, Promoters and Holders of GDRs and ADRs):**

SN	For Each of the Top 10	Shareholding at the beginning	Cumulative Shareholding
----	------------------------	-------------------------------	-------------------------



Shareholders	of the year		during the year	
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year	4430698	72.45		
Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	Preferential Allotment of Equity Shares to Guangdong Dynavolt Power Technology Co. Ltd. Date of Allotment 21.09.2015= 19,36,000 equity shares		1936000	24.04
At the end of the year			6291053	78.13

E) Shareholding of Directors and Key Managerial Personnel:

SN	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	770042	12.59	770042	9.57
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	0	0	0	0
	At the end of the year	770042	12.59	770042	9.57

F) INDEBTEDNESS -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	185,675,091	26,602,362	-	212,277,453
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	185,675,091	26,602,362	-	212,277,453



Change in Indebtedness during the financial year				
* Addition	24,524,136	-		24,524,136
* Reduction	-	7,081,628		7,081,628
Net Change	24,524,136	(7,081,628)		17,442,508
Indebtedness at the end of the financial year				
i) Principal Amount	210199227	19520734		229719961
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	210199227	19520734		229719961

IV. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount
		Yogesh Kumar Gupta (M.D)	Kamaljeet Singh Jaswal (WTD)	Ramesh Hanumantrao Joshi (WTD)	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	10,40,000	528000	7,80,000	23,48,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil		Nil
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	Nil	Nil		Nil
2	Stock Option	Nil	Nil		Nil
3	Sweat Equity	Nil	Nil		Nil
4	Commission - as % of profit - others, specify...	Nil	Nil		Nil
5	Others, please specify	Nil	Nil		Nil
	Total (A)	10,40,000	528000	7,80,000	23,48,000
	Ceiling as per the Act				

B. Remuneration to other directors

SN.	Particulars of Remuneration	Name of Directors		Total Amount
		-----	----	
1	Independent Directors	Abhay Kumar Chandalia	Sanjay Arora	



	Fee for attending board committee meetings	Nil	Nil	
	Commission	Nil	Nil	
	Others, please specify	Nil	Nil	
	Total (1)	Nil	Nil	Nil
2	Other Non-Executive Directors	-	-	-
	Fee for attending board committee meetings	-	-	-
	Commission	-	-	-
	Others, please specify	-	-	-
	Total (2)	-	-	-
	Total (B)=(1+2)	Nil	Nil	Nil
	Total Managerial Remuneration	Nil	Nil	Nil
	Overall Ceiling as per the Act			

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

SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Gross salary	-	2,40,000	-	2,40,000
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	2,40,000	-	2,40,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil	Nil	Nil	Nil
2	Stock Option	Nil	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil	Nil
4	Commission	Nil	Nil	Nil	Nil
	- as % of profit	Nil	Nil	Nil	Nil
	others, specify...	Nil	Nil	Nil	Nil
5	Others, please specify	Nil	Nil	Nil	Nil
	Total		2,40,000		2,40,000

V. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES

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



B. DIRECTORS: NIL					
Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT: NIL					
Penalty					
Punishment					
Compounding					

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS



KAMALJEET SINGH JASWAL
EXECUTIVE DIRECTOR & CFO
DIN:02340493
ADDRESS: ADD: B - 10/236,
FIRST FLOOR, AMRITPURI - B,
EAST OF KAILASH, NEW DELHI,
110065



ARCHANA MISHRA
COMPANY SECRETARY
M. NO: A33940
ADDRESS: G-4, BANDHU VIHAR
APPT, SECTOR-10, PLOT NO-11,
DWARKA, NEW DELHI-110075



Annexure - II**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.

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 has not been any transaction entered into with related parties as defined under the Companies Act, 2013 and SEBI Listing Obligations, 2015 during the year which were not on arm's length price basis and in the ordinary course of business.

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	NIL
b)	Nature of contracts/arrangements/transaction	NIL
c)	Duration of the contracts/arrangements/transaction	NIL
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	NIL
e)	Justification for entering into such contracts or arrangements or transactions'	NIL
f)	Date of approval by the Board	NIL
g)	Amount paid as advances, if any	NIL
h)	Date on which the special resolution was passed in General meeting as required under first proviso to	NIL



	section 188	
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2. Details of contracts or arrangements or transactions at Arm's length basis.

SL. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	<ol style="list-style-type: none"> 1. Vivaan Vyapaar Private Limited (Subsidiary Company) 2. Starlit Infrastructure Limited (Group Company)
b)	Nature of contracts/arrangements/transaction	<ol style="list-style-type: none"> 1. Sale & Purchase of goods from Vivaan Vyapaar Private Limited in the ordinary course of business and at arm's length price. 2. Expense Payable to Starlit Infrastructure for payment made on behalf of Starlit Power Systems Limited.
c)	Duration of the contracts/arrangements/transaction	<ol style="list-style-type: none"> 1. Transactions with Vivaan Vyapaar Private Limited from 18.04.2015. 2. The original transaction with Starlit Infrastructure Limited on was held on 13.11.2014 which was a payment made by Starlit Infrastructure on behalf of Starlit Power Systems Ltd. Starlit Infrastructure was partly re-imbursed for the same on 24.02.2016.
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	<p>No contracts or arrangements have been entered.</p> <ol style="list-style-type: none"> 1. Transactions with Vivaan Vyapaar Private Limited: Sales of goods: Rs. 10,44,306/- Purchase of goods: NIL Other Expenses-Schemes & Business Promotion: NIL 2. Transaction with Starlit Infrastructure Limited: It was just a payment made by Starlit Infrastructure on behalf of the Company which was partly re-imbursed on 24.02.2016.
e)	Date of approval by the Board	<ol style="list-style-type: none"> 1. Boards' Approval for transactions with Vivaan Vyapaar Private Limited was taken on 30.03.2015 2. Boards' Approval for transaction with Starlit



		Infrastructure Limited was not taken as there was no sale/ purchase of goods involved and nor any contract or arrangement was entered between both the companies.
f)	Amount paid as advances, if any	Advance paid to Vivaan Vyapaar Private Limited: Rs. 640,000/-

For and on behalf of the Board of Directors


Yogesh Kumar Gupta
Managing Director
DIN:00315397
Address: DG-2/100B,
Vikaspuri, New Delhi,
110018-Delhi,


Kamaljeet Singh Jaswal
Executive Director & CFO
DIN:02340493
Address: Add: B - 10/236,
First Floor, Amritpuri - B,
East of Kailash, New Delhi,
110065



Annexure - III

ANNEXURE - A

Statement of Particulars of employees pursuant to the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

Not Applicable since, no employee of the Company was in receipt of remuneration exceeding the limits prescribed under Rule 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

Sl. No.	Name	Designation/ Nature of Duties	Remuneration Received [Rs.]	Qualification	Experience in years	Age in years	Date of commencement of employment	Last employment held
1	2	3	4	5	6	7	8	9

Notes;

- All appointments are / were non-contractual
- Remuneration as shown above comprises of Salary, Leave Salary, Bonus, Gratuity where paid, Leave Travel Assistance, Medical Benefit, House Rent Allowance, Perquisites and Company's Contribution to Provident Fund and Superannuation Fund. Remuneration on Cash basis
- None of the above employees is related to any Director of the Company employed for part of the financial year,

For and on behalf of the Board of Directors



Kamaljeet Singh Jaswal
Executive Director & CFO
DIN:02340493
Address: Add: B - 10/236,
First Floor, Amritpuri - B,
East of Kailash, New Delhi,
110065



Place: New Delhi
Date: 05.09.2016

Annexure - IV**STATEMENT PURSUANT TO SECTION 129 (3) OF THE COMPANIES ACT, 2013
RELATING TO SUBSIDIARY COMPANY**

In accordance with the General Circular No: 2/2011 dated 8 February, 2011, issued by the Ministry of Corporate Affairs, Government of India, the Balance Sheet, the Statement of Profit and Loss and other documents of the subsidiary are being attached with the Annual Accounts of the Company. This Annual Report contains Consolidated Financial Statement of the Company and its subsidiary in accordance with the relevant Accounting Standards and the same has been duly audited by Statutory Auditors. The annual Accounts of the subsidiary company and related information will be made available to the shareholders of the Company and its subsidiary company on request and will also be kept open for inspection by the shareholders at the Registered Office of the Company and the subsidiary.

Name of Subsidiary Company	Vivaan Vyapaar Private Limited
Issued & Subscribed Capital (Rs.)	11,00,000
Reserves	(2838372)
Total Assets	9591221
Total Liabilities	9591221
Investments	-
Turnover	21728604



Profit/(Loss)before Tax	(278758)
Provision for Tax	966
Profit/(Loss) After Tax	(279724)
Proposed Dividend	-

For and on behalf of the Board of Directors



Yogesh Kumar Gupta

Managing Director

DIN:00315397

Address: DG-2/100B,
Vikaspuri, New Delhi,
110018-Delhi,



Kamaljeet Singh Jaswal

Executive Director & CFO

DIN:02340493

Address: Add: B - 10/236,
First Floor, Amritpuri - B,
East of Kailash, New Delhi,
110065



Place: New Delhi

Date: 05.09.2016

Annexure V

DECLARATION OF INDEPENDENCE

01st April, 2016

To
The Board of Directors
Starlit Power Systems Limited
A-1/51, LGF, Safdarjung Enclave,
New Delhi - 110029

Sub: Declaration of independence under provisions of SEBI (LODR) Regulations, 2015 and sub-section (6) of section 149 of the Companies Act, 2013.

I, **Jitender Singh**, hereby certify that I am an Additional Non-executive Director of **Starlit Power Systems Limited**, and proposed to be regularized as an Independent Director in the said Company. I comply with all the criteria of independent director as envisaged in SEBI (LODR) Regulations, 2015 and the Companies Act, 2013.

I certify that:

- I possess relevant expertise and experience to be an independent director in the Company;
- I am/was not a promoter of the company or its holding, subsidiary or associate company;
- I am not related to promoters / directors / persons occupying management position at the board level or level below the board in the company, its holding, subsidiary or associate company;
- Apart from receiving director sitting fees / remuneration, I have/had no pecuniary relationship / transactions with the company, its promoters, its directors, its senior management or its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial;
- none of my relatives has or had any pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to 2% or more of its gross turnover **or** total income **or** Rs. 50 Lacs **or** such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;
- Neither me nor any of my relatives:
 - a) holds or has held the position of a key managerial personnel or is or has been employee/executive of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year;

- b) is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year of;
 - a firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; **or**
 - any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to 10% or more of the gross turnover of such firm;
 - c) holds together with my relatives 2% or more of the total voting power of the company; **or**
 - d) is a Chief Executive or director, by whatever name called, of any nonprofit organization that receives 25% or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds 2% or more of the total voting power of the company; or
- I am not a material supplier, service provider or customer or a lessor or lessee of the company;
 - I am not less than 21 years of age.

Declaration

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

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

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

Thanking you,

Yours faithfully,



Jitender Singh

DIN: 07568312

Village Bhanjraru Post Office,

Bhanjraru. Tehsil Churah,

Kasbati-Bhunjraru (410),

Bhanjraru-tissa, Chamba

Himachal Pradesh-176316

Mobile No: 9910445522

Email: jitenderthakur1947@gmail.com

Annexure V

DECLARATION OF INDEPENDENCE

01st April, 2016

To
The Board of Directors
Starlit Power Systems Limited
A-1/51, LGF, Safdarjung Enclave,
New Delhi - 110029

Sub: Declaration of independence under provisions of SEBI (LODR) Regulations, 2015 and sub-section (6) of section 149 of the Companies Act, 2013.

I, **Sanjay Arora**, hereby certify that I am a Non-executive Independent Director of **Starlit Power Systems Limited**, and comply with all the criteria of independent director as envisaged in SEBI (LODR) Regulations, 2015 and the Companies Act, 2013.

I certify that:

- I possess relevant expertise and experience to be an independent director in the Company;
- I am/was not a promoter of the company or its holding, subsidiary or associate company;
- I am not related to promoters / directors / persons occupying management position at the board level or level below the board in the company, its holding, subsidiary or associate company;
- Apart from receiving director sitting fees / remuneration, I have/had no pecuniary relationship / transactions with the company, its promoters, its directors, its senior management or its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial;
- none of my relatives has or had any pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to 2% or more of its gross turnover **or** total income **or** Rs. 50 Lacs **or** such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;
- Neither me nor any of my relatives:
 - a) holds or has held the position of a key managerial personnel or is or has been employee/executive of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year;
 - b) is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year of;

- a firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; **or**
 - any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to 10% or more of the gross turnover of such firm;
- c) holds together with my relatives 2% or more of the total voting power of the company; **or**
- d) is a Chief Executive or director, by whatever name called, of any nonprofit organization that receives 25% or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds 2% or more of the total voting power of the company; or
- I am not a material supplier, service provider or customer or a lessor or lessee of the company;
 - I am not less than 21 years of age.

Declaration

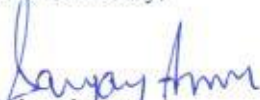
I undertake that I shall seek prior approval of the Board if and when I have any such relationship / transactions, whether material or non-material. If I fail to do so I shall cease to be an independent director from the date of entering in to such relationship / transactions.

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

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

Thanking you,

Yours faithfully,


Sanjay Arora

DIN: 05337421

H No. 726, Sector-10,

Panchkula, 134113, haryana

Mobile No: 9417011683

Email: sanjay@sanjayaroraassociates.com

Annexure V

DECLARATION OF INDEPENDENCE

01st April, 2016

To
The Board of Directors
Starlit Power Systems Limited
A-1/51, LGF, Safdarjung Enclave,
New Delhi - 110029

Sub: Declaration of independence under provisions of SEBI (LODR) Regulations, 2015 and sub-section (6) of section 149 of the Companies Act, 2013.

I, **Abhay Kumar Chandalia**, hereby certify that I am a Non-executive Independent Director of **Starlit Power Systems Limited**, and comply with all the criteria of independent director as envisaged in SEBI (LODR) Regulations, 2015 and the Companies Act, 2013.

I certify that:

- I possess relevant expertise and experience to be an independent director in the Company;
- I am/was not a promoter of the company or its holding, subsidiary or associate company;
- I am not related to promoters / directors / persons occupying management position at the board level or level below the board in the company, its holding, subsidiary or associate company;
- Apart from receiving director sitting fees / remuneration, I have/had no pecuniary relationship / transactions with the company, its promoters, its directors, its senior management or its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial;
- none of my relatives has or had any pecuniary relationship or transaction with the company, its holding, subsidiary or associate company, or their promoters, or directors, amounting to 2% or more of its gross turnover **or** total income **or** Rs. 50 Lacs **or** such higher amount as may be prescribed, whichever is lower, during the two immediately preceding financial years or during the current financial year;
- Neither me nor any of my relatives:
 - a) holds or has held the position of a key managerial personnel or is or has been employee/executive of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year;
 - b) is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year of;

- a firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; **or**
 - any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to 10% or more of the gross turnover of such firm;
- c) holds together with my relatives 2% or more of the total voting power of the company; **or**
- d) is a Chief Executive or director, by whatever name called, of any nonprofit organization that receives 25% or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds 2% or more of the total voting power of the company; or
- I am not a material supplier, service provider or customer or a lessor or lessee of the company;
 - I am not less than 21 years of age.

Declaration

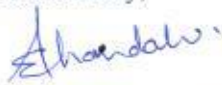
I undertake that I shall seek prior approval of the Board if and when I have any such relationship / transactions, whether material or non-material. If I fail to do so I shall cease to be an independent director from the date of entering in to such relationship / transactions.

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

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

Thanking you,

Yours faithfully,



Abhay Kumar Chandalia

DIN: 01775323

78, Jai Apartment,, 102, I.P.Extn., Patparganj,,

Delhi- 110092

Mobile No: 9871014122

Email: achandalia@gmail.com

IPSA HEMNANI

Company Secretary,

Office Addresses: C-19, VishwakarmaPark,
KishanKunj, Laxmi Nagar, Delhi
Branch Office: B-34/11517, New Guru Nanak
Dev Nagar, HaibowalKaian, Ludhiana, Punjab-
141001

[Id:ipsacs@gmail.com](mailto:idsacs@gmail.com)

ANNEXURE - VI

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31.03.2016

[Pursuant to section 204(1) of the Companies Act, 2013 and rule

No.9 of the Companies (Appointment and Remuneration Personnel)

Rules, 2014]

To,
The Board of Directors
Starlit Power Systems Limited
RegdOff: A-1/51, LGF,
Safdarjung Enclave, South Delhi, Delhi-110029

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Starlit Power Systems Limited** ('the Company'). The secretarial audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's 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 authorised representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 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 and in the manner reported hereinafter.

I/we have examined the books, papers, minute books, forms and returns filed and other records maintained by **Starlit Power Systems Limited** ("the Company") for the financial year ended on 31st March, 2016 according to the provisions of:



IPSA HEMNANI

Company Secretary

Office Addresses: C-19, Vishwakarma Park,
KishanKunj, Laxmi Nagar, Delhi
Branch Office: B-34/11517, New Guru Nanak
Dev Nagar, HaibowalKalan, Ludhiana, Punjab-
141001

Id:ipsacs@gmail.com

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;



IPSA HEMNANI
Company Secretary

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Laxmi Nagar, Delhi
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Guru Nanak Dev Nagar,
HaibowalKalan, Ludhiana,
Punjab-141001

[Id:idsacs@gmail.com](mailto:idsacs@gmail.com)

I have relied on the representation made by the Company and its officers for systems and mechanism formed by the company for compliance under other applicable acts, Laws and Regulations of the Company and records in pursuit there to, on test check basis, we report that the company has generally complied with the following laws applicable to the company.

- Factories Act, 1948
- Acts prescribed under prevention and control of pollution/Environment protection.
- The Payment of Wages Act, 1936
- The Minimum Wages Act, 1948
- Employee State Insurance Act, 1948
- Other Labour Laws

I/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 Listing Agreements entered into by the Company with Bombay Stock Exchange(s).

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

• **I/we further report that**

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

The company has not appointed a woman director in the company as per section 149(1) of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014



IPSA HEMNANI

Company Secretary

Office Addresses: C-19,
Vishwakarma Park, KishanKunj,
Luxmi Nagar, Delhi

Branch Office: B-34/11517, New
Guru Nanak Dev Nagar,
HaibowalKalan, Ludhiana,
Punjab-141001

Id:ipsacs@gmail.com

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

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

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

IpsaHemnani
Practising Company Secretary

Certificate of Practice No. 13185



Date: 05th September, 2016
Place: Delhi

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

IPSA HEMNANI
Company Secretary

Office Addresses: C-19,
Vishwakarma Park, KishanKunj,
Laxmi Nagar, Delhi
Branch Office: B-34/11517, New
Guru Nanak Dev Nagar,
HaibowalKalan, Ludhiana,
Punjab-141001

Id:ipsacs@gmail.com

'ANNEXURE A'

The Board of Directors
Starlit Power Systems Limited
Regd Off: A-1/51, LGF,
Safdarjung Enclave, South Delhi, Delhi-110029

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

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

IpsaHemnani
Company Secretary

Practice No. 13185

Date: 05th September, 2016
Place: Delhi

STARLIT POWER SYSTEMS LIMITED

(All amounts are in Indian Rupees)

Statement of Audited Standalone Financial Results For The Half Year Ended and Year Ended 31st March 2016

(Rs. In Lakhs)

Particulars	current period ended (dd-mm-yyyy)	Preceding 6 months ended	previous period ended (dd-mm-yyyy)	Year to date figures for current period ended (dd-mm-yyyy)	Previous accounting year ended (dd-mm-yyyy)
	01-10-2015	01-04-2015	01-10-2014	01-04-2015	01-04-2014
	31-03-2016	30-09-2015	31-03-2015	31-03-2016	31-03-2015
	Audited	Unaudited	Audited	Audited	Audited
	Standalone	Standalone	Standalone	Standalone	Standalone
I. Income from operation					
(a) Net Sales/Income from Operations (Net of excise duty)	1075.32	1274.93	1827.87	2380.25	3103.44
(b) Other Operating Income	21.33	4.50	0.76	25.83	1.59
Total Income from Operations (net)	1096.65	1279.43	1828.63	2406.08	3105.03
2. Expenses					
a. Cost of material consumed	986.26	1207.65	1485.26	2193.91	2575.31
b. Purchase of stock-in-trade	0.00	0.00	0.00	0.00	459.64
c. change in inventories of finished goods, work in progress and stock in trade	109.57	40.99	303.53	150.56	-117.02
d. Employees benefit expenses	59.02	46.81	39.43	105.83	108.97
e. Depreciation and amortisation expenses	64.08	49.28	38.98	113.36	66.01
f. Other expenses (Any item exceeding 10% of the total expenditure to be shown separately)	134.77	128.59			
			202.36	263.36	275.89
g. Total Expenses	1353.70	1473.32	2069.56	2827.02	3368.80
3. Profit/ (Loss) from Operations before Other Income, Finance cost and Exceptional Items (1-2)	-257.05	-193.89	-240.93	-450.94	-263.77
4. Other Income	0.00	0.00	0.00	0.00	0.00
5. Profit / (loss) from ordinary activities before finance cost and Exceptional Items (3-4)	-257.05	-193.89	-240.93	-450.94	-263.77
6. Finance Costs	157.19	132.17	122.37	289.36	207.71
7. Profit / (loss) from ordinary activities after finance cost but before Exceptional Items	-414.24	-326.06	-363.30	-740.30	-471.48
8. Exceptional items	0.00	0.00	0.00	0.00	0.00
9. Profit (+) / Loss (-) from Ordinary Activities before tax (7+8)	-414.24	-326.06	-363.30	-740.30	-471.48
10. Tax expense	-295.26	0.00	-70.89	-295.26	-70.89
11. Net Profit (+) / Loss (-) from Ordinary Activities after tax (9-10)	-118.98	-326.06	-434.19	-1035.56	-542.37
12. Extraordinary Item (net of tax expense Rs)	0.00	0.00	64.48	64.48	64.48
13. Net Profit (+) / Loss (-) for the period (11-12)	-118.98	-326.06	-369.71	-971.08	-598.85
14. Share of Profit/(Loss) of Associates	0.00	0.00	0.00	0.00	0.00
15. Minority Interest	0.00	0.00	0.00	0.00	0.00
16. Net Profit/(loss) after taxes, minority interest and share of profit/(loss) of associates (13+14+15)	-118.98	-326.06	-369.71	-971.08	-598.85
17. Paid-up equity share capital (Face Value of the Share shall be indicated)	805.19	805.19	811.59	805.19	611.59
18. Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year	10.00	10.00	10.00	10.00	10.00
19. Earnings Per Share (before extraordinary items) (of ₹/- each) (not annualised)					
a) Basic	-1.69	-5.24	-5.60	-6.32	-7.68
b) Diluted	-1.62	-5.24	-5.60	-6.07	-7.68
19.ii Earnings Per Share (after extraordinary items) (of ₹/- each) (not annualised)					
(a) Basic	-1.69	-5.24	-4.37	-6.32	-6.44
(b) Dilute	-1.62	-5.24	-4.37	-6.07	-6.44
Public Shareholding					
Number of Shares	56.66	56.66	77.1	56.66	37.3
Percentage of holding	70.37	70.37	60.99	70.37	60.99
Promoter & Promoter Group Share holding					
a) Pledged/Encumbered	0	0	0	0.00	0
Number of Shares					
Percentage of holding					
b) Non-Encumbered	23.86	23.86	23.86	23.86	23.86
Number of Shares					
Percentage of holding as percentage of the total shareholding of promoter group	100.00	100	100	100.00	100
percentage of holding as percentage of the total share capital	29.61	29.61	39.01	29.61	39.01



Statement: Statement of Assets and Liabilities		
	As at (Current Year end)	As at (Previous year end)
Particulars	2016	2015
	audited*	audited*
A EQUITY AND LIABILITIES		
1 Shareholders' funds		
(a) Share capital	805.2	811.59
(b) Reserves and surplus	-83.5	9.04
(c) Money received against share warrants	0.0	-
Sub-total - Shareholders' funds	721.7	820.63
2. Share application money pending allotment		
	0.0	-
3 Minority interest *		
4. Non-current liabilities		
(a) Long-term borrowings	996.5	1,061.39
(b) Deferred tax liabilities (net)	0.0	-
(c) Other long-term liabilities	0.0	-
(d) Long-term provisions	0.0	-
Sub-total - Non-current liabilities	996.5	1,061.39
5. Current liabilities		
(a) Short-term borrowings	1300.8	1,061.58
(b) Trade payables	702.0	497.07
(c) Other current liabilities	49.8	109.88
(d) Short-term provisions	0.0	-
Sub-total - Current liabilities	2092.6	1,668.53
TOTAL - EQUITY AND LIABILITIES	3770.7	3,350.15
B ASSETS		
1. L. Non-current assets		
(a) Fixed assets	2173.9	1,874.11
(b) Goodwill on consolidation *	0.0	-
(c) Non-current investments	10.0	10.00
(d) Deferred tax assets (net)	337.4	42.11
(e) Long-term loans and advances	57.3	35.22
(f) Other non-current assets		
Sub-total - Non-current assets	2578.6	1961.44
2 Current assets		
(a) Current investments	0.0	0.00
(b) Inventories	552.6	867.02
(c) Trade receivables	473.7	236.72
(d) Cash and cash equivalents	8.8	39.04
(e) Short-term loans and advances	159.1	241.88
(f) Other current assets	0.1	4.05
Sub-total - Current assets	1192.1	1388.71
Total - Assets	3770.7	3,350.15

B. Particulars	3 months ended 31.12.2016
INVESTOR COMPLAINTS	
Pending at the beginning of the quarter	Nil
Received during the quarter	Nil
Disposed of during the quarter	Nil
Remaining unresolved at the end of the quarter	Nil

Notes:

- The above results for the quarter ended 31.12.2016 have been duly reviewed by the Auditors in the Audit Committee Meeting and taken on records by the Board of Directors in its record in the Board meeting held on
- The previous periods' figures have been regrouped and reclassified wherever necessary to make them comparable with the current periods' figures.

Starlit Power Systems Limited

Kamaljeet Singh Jassal
Kamaljeet Singh Jassal
Whole Time Director
DIN: 02540493



Date: 30.05.2016
Place: New Delhi

STANDALONE SEGMENT WISE REVENUE, RESULTS AND CAPITAL EMPLOYED

The Company operates in one segment of business namely manufacturing of batteries hence, business segment disclosure is not applicable. However the company operates in India and Outside India thus company consider geographical segment as the report segment operates in India and Outside India thus

S.N	Particulars	Half Year Ended 31/03/2016	Ended 30.09.2015	Ended 31.03.2015	Year Ended 2015-16	Year Ended 2014-15
1	Segment Revenue					
	Domestic	865.79	1257.38	1755.95	2123.18	3036.52
	Export	209.52	17.55	66.92	227.07	66.92
	Total	1075.32	1274.93	1822.87	2350.25	3103.44
2	Segment Results Profits/(loss) before tax and interest					
	Domestic	-27.72	29.42	35.83	1.69	182.27
	Export	28.54	1.37	3.24	29.92	3.24
	Total	0.82	30.79	39.07	31.61	185.51
	Less:Unallocable Interest Expen	147.67	132.17	122.37	279.84	207.71
	Less:other unallocable Expenditure Net of Income	267.40	224.68	280.01	492.08	449.28
	Profit/Loss before tax	-414.25	-326.06	-363.31	-740.31	-471.48
3	Capityal Employed (Segment Assets/ Segment Liabilities)					
	Domestic	0	0	0	0	0
	Export	0	0	0	0	0
	Total					
	Unallocable	384.36	789.81	579	384.36	579

*As certain Expenses are often incurred and interchangeably across segments, it is impractical to allocate such Hence the details of same have been considered under other unallocable expenditure net of income



Notes:

1. The above financial results and statement of assets and liabilities were reviewed by the Audit Committee and then approved by the Board of Directors at their respective meeting held on 30.05.2016.
2. The results of the half year ended and year ended 31st March, 2016 are audited by the statutory auditor of the compliance with Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
3. The Earning Per Share (EPS) has been computed in accordance with the Accounting Standard on Earning Per Share (AS 20).
4. The Status of Investor's Complaints during the half year ended on 31st March, 2016 is as under:

Pending at the beginning of the above period	NIL
Received during the above period	NIL
Disposed during the above period	NIL
Remaining unsolved at the end of above period	NIL

5. Figures of last half year ended 31st March, 2016 and 31st March, 2015 are the balancing figures between the audited figures in respect of the full financial year and unaudited figures of first half year of the relevant financial year.
6. Figures of the Previous Year/ Period have been regrouped/recast wherever necessary, in order to make them comparable.
7. The results for the year ended 31st March, 2016 are available on the Bombay Stock Exchange website (URL: www.bseindia.com).

Date: 30.05.2016

Place: New Delhi

For Starlit Power Systems Limited



Kamaljeet Singh Jaswal
Whole-Time Director
DIN: 02340493



STARLIT POWER SYSTEMS LIMITED
A-151, LGF, SAFDARJUNG ENCLAVE,
NEW DELHI-110029
CONSOLIDATED AUDITED FINANCIAL RESULTS
FOR THE HALF YEAR ENDED 31ST MARCH 2016

(Rs. In Lakhs)

Particulars	6 months ended	Preceding 6 months ended	corresponding 6 months ended in previous year	Year to date figures for current period ended	Year to date figures for the previous year ended	Previous accounting year ended
	31.03.2016 Audited*	30.09.2015 Unaudited*	31.03.2015 Audited*	31.03.2016 Audited*	31.03.2015 Audited*	31.03.2015 Audited
1. Income from operations						
(a) Net Sales/Income from Operations (Net of excise duty)	1109.80	1448.41	2010.33	2558.300	O	3297.28
(b) Other Operating Income	0	0.00	0.00	0.000	T	0.00
Total Income from Operations (net)	1109.80	1448.41	2010.33	2558.30		3297.28
2. Expenses						
a. Cost of material consumed	998.46	1199.45	1708.43	2193.910	P	2575.31
b. Purchase of stock-in-trade	30.78	155.63		186.410	P	694.41
c. change in inventories of finished goods, work in progress and stock in trade	100.07	66.46	276.20	166.530	L	(162.69)
d. Employees benefit expenses	61.18	49.07	44.80	110.260	I	122.22
e. Depreciation and amortisation expenses	64.08	49.38	39.10	115.460	C	66.23
f. Other expenses (Any item exceeding 10% of the total expenditure to be shown separately)	156.87	129.99	207.20	266.860	A	290.79
a. Total Expenses	1387.45	1649.98	2375.74	3077.43	B	3506.27
3. Profit (Loss) from Operations before Other Income, Finance cost and Exceptional Items (1-2)	-277.56	(201.57)	(245.41)	(479.13)	L	(288.99)
4. Other Income	21.32	4.51	0.76	25.83	E	1.59
5. Profit / (Loss) from ordinary activities before finance cost and Exceptional Items (3-4)	-256.24	(197.06)	(244.65)	(453.30)		(287.40)
6. Finance Costs	157.22	152.19	122.37	289.41		207.75
7. Profit / (Loss) from ordinary activities after finance cost but before Exceptional Items	-413.46	(329.25)	(367.02)	(742.71)		(495.15)
8. Exceptional Items	0	0.00	0.00	0.00		
9. Profit (+) / Loss (-) from Ordinary Activities before tax (7+8)	-413.46	(329.25)	(367.02)	(742.71)		(495.15)
10. Tax expense	-305.19	0.00	(70.95)	(303.19)		(70.94)
11. Net Profit (+) / Loss (-) from Ordinary Activities after tax (9-10)	-110.27	(329.25)	(296.07)	(439.52)		(424.21)
12. Extraordinary Item (net of tax expense Rs.)	0	0.00	64.48			64.48
13. Net Profit (+) / Loss (-) for the period (11-12)	-110.27	(329.25)	(231.59)	(439.52)		(359.73)
14. Share of Profit/(Loss) of Associates	0	0.00	0.00	0.00		0.00
15. Minority Interest	0.04	0.29	(2.12)	(0.25000)		(2.11)
16. Net Profit/(Loss) after taxes, minority interest and share of profit/(loss) of associates (13+14+15)	-110.23	(328.96)	(229.47)	(439.270)		(357.41)
17. Paid-up equity share capital (Face Value of the Share shall be indicated)	805.19	805.19	611.59	805.19		611.59
18. Reserve excluding Revaluation Reserves as per balance sheet of previous accounting year	10.00	10.00	10.00	10.00		10.00
19. Earnings Per Share (before extraordinary items) (of /- each) (not annualised)						
(a) Basic	(1.57)	(5.29)	(5.64)	(6.24)		(8.10)
(b) Diluted	(1.36)	(5.29)	(5.64)	(5.99)		(8.10)
19.a Earnings Per Share (after extraordinary items)						
(a) Basic	(1.57)	(5.29)	(5.64)	(6.24)		(8.86)
(b) Diluted	(1.36)	(5.29)	(5.64)	(5.99)		(8.86)
A. PARTICULARS OF SHAREHOLDING						
I. PUBLIC SHAREHOLDING						
- No. of shares	57	57	37	57		37
- Percentage of shareholding	70.37	70.37	60.99	70.37		60.99
II. Promoters and promoters group shareholding						
a) Pledged/Encumbered						
- No. of shares	0	0	0	0		0
- Percentage of shares (as a % of the total shareholding of the promoter and promoter group)	0	0	0	0		0
- Percentage of shares (as a % of the total share capital of the company)	0	0	0	0		0
b) Not Encumbered						
- No. of shares	23.86	23.86	23.86	23.86		23.86
- Percentage of shares (as a % of the total shareholding of the promoter and promoter group)	100.00	100	100	100.00		100
- Percentage of shares (as a % of the total share capital of the company)	29.63	29.63	39.01	29.63		39.01

Date: 30.05.2016
Place: New Delhi

For and on behalf of Board of Directors
Starlit Power Systems Limited

Kamajet Singh Jaiswal
Whole Time Director
DIN: 02340493



CONSOLIDATED SEGMENT WISE REVENUE, RESULTS AND CAPITAL EMPLOYED

The Company operates in one segment of business namely manufacturing of batteries hence, business segment disclosure is not applicable. However the company operates in India and Outside India thus company consider geographical segment as the report segment

S.NO.	Particulars	Half Year Ended 31/03/2016	Half Year Ended 30.09.2015	Half Year Ended 31.03.2015	Year Ended 2015-16	Year Ended 2014-15
1	Segment Revenue					
	Domestic	690.84	1430.86	1963.41	2331.23	3230.96
	Export	209.52	17.55	66.92	227.07	66.92
	Total	900.37	1448.41	2030.33	2558.30	3297.88
2	Segment Results Profits/(loss) before tax and interest					
	Domestic	-43.96	25.50	42.45	-18.46	187.01
	Export	28.54	1.37	3.24	29.92	3.24
	Total	-15.41	26.87	45.69	11.46	190.25
	Less:Unallocable Interest Expens	147.69	132.19	122.37	279.88	207.75
	Less:other unallocable Expenditure Net of Income	250.35	223.93	290.34	474.28	477.65
	Profit/Loss before tax	-413.46	-329.25	-367.02	-742.71	-495.15
3	Capityal Employed (Segment Assets/ Segment Liabilities)					
	Domestic	0	0	0	0	0
	Export	0	0	0	0	0
	Total	0	0	0	0	0
	Unallocable	359	790	556	359	556

*As certain Expenses are often incurred and interchangeably across segments, it is impractical to allocate such expense Hence the details of same have been considered under other unallocable expenditure net of income



Consolidated Statement of Assets and Liabilities for Companies (Other than Banks)

Consolidated Statement of Assets and Liabilities	As at (Current Year end)	As at (Previous year end)
Particulars	2016	2015
Â EQUITY AND LIABILITIES		
1 Shareholders' funds		
(a) Share capital	805.19	611.59
(b) Reserves and surplus	-100.77	13.93
(c) Money received against share warrants	0	0
Sub-total - Shareholders' funds	704.42	597.66
2. Share application money pending allotment		0
3. Minority interest *		0
4. Non-current liabilities		
(a) Long-term borrowings	996.45	1,061.39
(b) Deferred tax liabilities (net)	0	0
(c) Other long-term liabilities	0	0
(d) Long-term provisions	0	0
Sub-total - Non-current liabilities	996.45	1,061.39
5. Current liabilities		
(a) Short-term borrowings	1300.75	1,061.39
(b) Trade payables	746.43	735.09
(c) Other current liabilities	51.11	111.68
(d) Short-term provisions	0	0
Sub-total - Current liabilities	2,098.29	1,908.16
TOTAL - EQUITY AND LIABILITIES	3,799.16	3,567.21
B ASSETS		
1. Non-current assets		
(a) Fixed assets	1724.19	1876.61
(b) Goodwill on consolidation *	0	0
(c) Non-current investments	452.27	0
(d) Deferred tax assets (net)	345.36	42.17
(e) Long-term loans and advances	58.45	36.39
(f) Other non-current assets	0	0
Sub-total - Non-current assets	2580.27	1955.17
2 Current assets		
(a) Current investments		0
(b) Inventories	585.82	916.22
(c) Trade receivables	460.18	400.68
(d) Cash and cash equivalents	17.16	50.23



(e) Short-term loans and advances	155.64	240.85
(f) Other current assets	0.09	4.06
Sub-total - Current assets	1218.89	1612.04
Total -Assets	3799.16	3567.21

Date: 30.05.2016
Place: New Delhi

For and on behalf of Board of Directors
Starlit Power Systems Limited

Kamaljeet Singh Jaswal

Kamaljeet Singh Jaswal
Whole Time Director
DIN: 02340493



Notes:

1. The above financial results and statement of assets and liabilities were reviewed by the Audit Committee and then approved by the Board of Directors at their respective meeting held on 30.05.2016.
2. The results of the half year ended and year ended 31st March, 2016 are audited by the statutory auditor of the compliance with Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
3. The Earning Per Share (EPS) has been computed in accordance with the Accounting Standard on Earning Per Share (AS 20).
4. The Status of Investor's Complaints during the half year ended on 31st March, 2016ia as under:

Pending at the beginning of the above period	NIL
Received during the above period	NIL
Disposed during the above period	NIL
Remaining unsolved at the end of above period	NIL

5. Figures of last half year ended 31st March, 2016 and 31st March, 2015 are the balancing figures between the audited figures in respect of the full financial year and unaudited figures of first half year of the relevant financial year.
6. Figures of the Previous Year/ Period have been regrouped/recast wherever necessary, in order to make them comparable.
7. The results for the year ended 31st March, 2016 are available on the Bombay Stock Exchange website (URL: www.bseindia.com).

Date: 30.05.2016

Place: New Delhi

For Starlit Power Systems Limited



Kamaljeet Singh Jaswal
Whole-Time Director
DIN: 02340493



STARLIT POWER SYSTEM LIMITED

FORM A

(for Audit Report with Unmodified Opinion)

1	Name of the Company	Starlit Power System Limited
2	Annual Financial Statement For the year ended	31st March 2016 (Standalone)
3	Type of audit observation	Unmodified
4	Frequency of observation	Not Applicable
5	<p>To be signed by</p> <p>1 (Managing Director)</p> <p>2 MR. KAMALJEET SINGH JASWAL (CHAIRMAN AND (WHOLE TIME DIRECTOR)</p> <p>3 D D NAGPAL & CO (Auditor of the company)</p> <p>4 MR. ABHAY KUMAR CHANDAK (Audit Committee Chairman)</p>	<p><i>[Handwritten signature]</i></p> <p><i>[Handwritten signature]</i></p> <p><i>[Handwritten signature]</i></p>

STARLIT POWER SYSTEM LIMITED

FORM A

(for Audit Report with Unmodified Opinion)

1	Name of the Company	Starlit Power System Limited
2	Annual Financial Statement For the year ended	31st March 2016 (CONSOLIDATED)
3	Type of audit observation	Unmodified
4	Frequency of observation	Not Applicable
5	<p>To be signed by</p> <p>1 (Managing Director)</p> <p>2 MR. KAMALJEET SINGH JAENWAL (CHAIRMAN AND WHOLE TIME DIRECTOR)</p> <p>3 D D NAGPAL & CO (Auditor of the company)</p> <p>4 MR. ABHAY KUMAR (Audit Committee Chairman)</p>  	<p><i>[Handwritten signature]</i></p> <p><i>[Handwritten signature]</i></p> <p><i>[Handwritten signature]</i></p>

D.D. NAGPAL & COMPANY

CHARTERED ACCOUNTANTS

6-H, Gopala, 25, Rajendra Place, Pusa Road, New Delhi-110008

Phones:25821021, Fax:25821040,9811081571,9811042530

E-mail: ddnagpal@hotmail.com

AUDITOR'S REPORT ON STANDALONE HALF YEARLY FINANCIAL RESULTS AND YEAR TO DATE RESULTS OF THE COMPANY PURSUANT TO THE REGULATION 33 OF THE SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015

The Board of directors

Starlit Power System Limited

A-1/51,LGF,Safdarjung Enclave

New Delhi, Delhi-110029

1. We have reviewed the accompanying statement of Standalone Audited financial results of **STARLIT POWER SYSTEMS LIMITED ("the company")**, A-1/51,LGF,Safdarjung Enclave New Delhi-110029 for the half year and year ended March 31,2016and the year to date results for the period April 1, 2015 to March 31,2016("the statement") being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing obligations and Disclosure requirements) Regulations 2015. This statement which is the responsibility of Company management, has been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard for Interim Financial reporting (AS 25) prescribed under section 133 of Companies Act 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India .Our responsibility is to issue a report on these statements based on our review.
2. We conducted our review of the Statement in accordance with Standard on Review Engagement (SRE) 2410 "Review of Interim Financial information performed by the Independent Auditor of the Entity", issued by The Institute Of Chartered Accountants of India .A Review of Interim financial information consists of making inquiries primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matter that might be identified in an audit. Accordingly we do not express an audit opinion.
3. Based on our review conducted as above,nothing has come to our attention that causes us to believe that the accompanying statement of standalone audited financial results prepared in accordance with applicable Accounting Standards specified under section 133 of the Companies Act, 2013read with Rule 7 of the Companies (Accounts) Rules, 2014and other recognized



Head Office:936/6 Talkies Road, Ambala City, Ambala, Haryana-134001

Phone: 0171-2518206

accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing obligations and Disclosure requirements) Regulations 2015 in the manner in which it is to be disclosed ,or that it contains any material misstatement.

In our opinion and to the best of our information and according to the explanations given to us these quarterly financial results as well as the year to date results:

- (i) are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard; and
- (ii) give a true and fair view of the net loss and other financial information for the half year ended 31st March, 2016 as well as the year to date results for the period from 1st April, 2015 to 31st March, 2016

For D DNagpal & Co.
Chartered Accountants
Firm Registration No.006413N



(D DNagpal)
Partner
M.No. 085366



Date: 28/05/2016
Place: New Delhi

D.D. NAGPAL & COMPANY

CHARTERED ACCOUNTANTS

6-H, Gopala, 25, Rajendra Place, Pusa Road, New Delhi-110008

Phones:25821021, Fax:25821040,9811081571,9811042530

E-mail: ddnagpal@hotmail.com

AUDITOR'S REPORT ON HALF YEARLY CONSOLIDATED FINANCIAL RESULTS AND CONSOLIDATED YEAR TO DATE RESULTS OF THE COMPANY PURSUANT TO THE REGULATION 33 OF THE SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015

The Board of directors

Starlit Power System Limited

A-1/51,LGF,Safdarjung Enclave

New Delhi, Delhi-110029

1. We have reviewed the accompanying statement of Consolidated Audited financial results of **STARLIT POWER SYSTEMS LIMITED("the company")** , A-1/51,LGF,Safdarjung Enclave New Delhi-110029 and its Subsidiary **VivaanVyapaar Private Limited,A-1/51,LGF,Safdarjung Enclave New Delhi-110029**for the half year and year ended March 31,2016 ("**the Statement**")and the year to date results for the period April 1, 2015 to March 31,2016 attached herewith being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing obligations and Disclosure requirements) Regulations 2015 .This statement which is theresponsibility of Company management, has been prepared in accordance with the recognition and measurement principles laid down in Accounting Standard for Interim Financial reporting (AS 25) prescribed under section 133 of Companies Act 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India .Our responsibility is to issue a report on these statements based on our review.
2. We conducted our review of the Statement in accordance with Standard on Review Engagement (SRE) 2410"*Review of Interim Financial information performed by the Independent Auditor of the Entity*", issued by The Institute Of Chartered Accountants of India .A Review of Interim financial information consists of making inquiries primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matter that might be identified in an audit. Accordingly we do not express an audit opinion.
3. Based on our review conducted as above,nothing has come to our attention that causes us to believe that the accompanying statement of Consolidated audited financial results prepared in accordance with applicable Accounting Standards specified under section 133 of the Companies



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Act, 2013 read with Rule 7 of the companies (Accounts) Rules, 2014 and other recognized accounting practices and policies has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing obligations and Disclosure requirements) Regulations 2015 in the manner in which it is to be disclosed ,or that it contains any material misstatement.

4. In our opinion and to the best of our information and according to the explanations given to us these quarterly financial results as well as the year to date results:

(i) are presented in accordance with the requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in this regard; and

(ii) give a true and fair view of the net loss and other financial information for the half year ended 31st March, 2016 as well as the year to date results for the period from 1st April, 2015 to 31st March, 2016

For D DNagpal & Co.
Chartered Accountants
Firm Registration No.006413N

(D DNagpal)
Partner
M.No. 085366



Date :28/05/2016
Place : New Delhi