

**30<sup>th</sup>**

**ANNUAL REPORT**

**2014 – 2015**

**ANUBHAV INDUSTRIAL RESOURCES LIMITED**

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**30<sup>th</sup> ANNUAL REPORT 2014-2015**

**BOARD OF DIRECTORS:**

Mrs. Vidya Mahesh Chalke	:	Managing Director (DIN: 02903650)	
Mr. Loknath Agarwal	:	Executive Director (DIN: 00230891)	
Mr. Vijay Pandere	:	Independent Non-Executive Director (DIN: 03439210)	
Mr. Santosh Gangaram Mohite	:	Independent Non-Executive Director (DIN: 02953365)	
Mr. Ramesh Khetan	:	Independent Non-Executive Director (DIN: 03315837)	

**STATUTORY AUDITORS:**

Shyam C. Agrawal & Co.  
Chartered Accountants,  
Mumbai

**BANKERS:**

Axis Bank Limited

**REGISTRARS & SHARE TRANSFER AGENTS:**

M/s Purva Share Registry (India) Private Limited,  
Unit No. 9, Shiv Shakti Industrial Estate, J .R. Boricha Marg,  
Opp. Kasturba Hospital Lane  
Lower Parel (E). Mumbai 400 011  
Website: [www.purvashare.com](http://www.purvashare.com)  
Email: [busicomp@vsnl.com](mailto:busicomp@vsnl.com), [busicomp@gmail.com](mailto:busicomp@gmail.com)

**REGISTERED OFFICE:**

SCO 2 Madhya Marg, Sector 26, Chandigarh - 160019  
CIN: L17117CH1985PLC023819  
Tel.: 022-66970245  
E-Mail : [anubhavindustrial@gmail.com](mailto:anubhavindustrial@gmail.com)  
[www.anubhavindustrialresources.com](http://www.anubhavindustrialresources.com)

**SHARES LISTED AT:**

1. Metropolitan Stock Exchange of India Ltd.  
(Formerly known as "MCX Stock Exchange Limited")
2. Delhi Stock Exchange Ltd.  
(DSE discontinued w.e.f. November 19, 2014)

**30<sup>th</sup> ANNUAL GENERAL MEETING:**

**Date :** September 28, 2015  
**Day :** Monday  
**Time:** 12.00 P.M.  
**Place:** SCO 2 Madhya Marg, Sector 26, Chandigarh-160019

## NOTICE

Notice is hereby given that the **30<sup>TH</sup> ANNUAL GENERAL MEETING** of ANUBHAV INDUSTRIAL RESOURCES LIMITED will be held on Monday, September 28, 2015 at 12.00 P.M at SCO 2 Madhya Marg, Sector 26, Chandigarh - 160019, to transact the following business:

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### ORDINARY BUSINESS

1. To receive, consider and adopt the Financial Statements of the Company for the year ended 31<sup>st</sup> March 2015 including audited Balance sheet as at 31<sup>st</sup> March, 2015 and the statement of Profit & Loss for the year ended on that date and the Report of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Loknath Agarwal (DIN - 00230891) Director of the company who retires by rotation and being eligible offers himself for re-appointment
3. To consider and if thought fit to pass with or without modification(s) the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of section 139,142 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made there under, pursuant to the resolution passed by members at the AGM held on September 30, 2014 the appointment of M/S. Shyam C. Agrawal & Co., Chartered Accountants, (Firm Registration No.110243W) Chartered Accountants,(Firm Registration No. 006946N) as the Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the 33<sup>rd</sup> Annual General Meeting of the Company to be held in the year 2018 be and are hereby ratified for the financial year 2015-16 to audit the accounts of the Company, including the audit of Cash Flow statements, on a remuneration plus service tax and out of pocket expenses to be mutually decided by the Board in consultation with the Statutory Auditors of the Company.”

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

**Appointment of Mr. Balkrishan Pradhan (Din No. 03370992) as an additional Director of the Company.**

**“RESOLVED THAT** Mr. Balkrishan Pradhan (Din No. 03370992) who was appointed by the Board of Directors as an additional Director of the Company with effect from 13<sup>th</sup> July, 2015 and who holds office upto the date of this Annual General Meeting of the Company in terms of section 161 of the Companies Act, 2013 (“Act”) and in respect of whom the Company has received a notice in writing from a Member under section 160 of the Act proposing her candidature for the office of Director of the Company be and is hereby appointed a Director of the Company.”

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

**To approve the borrowing limits of the Company:**

“**RESOLVED THAT** in supersession of the earlier resolutions passed, the consent of the Company be and is hereby accorded in terms of Section 180 (1) (c) and other applicable provisions, if any, of the Companies Act, 2013 to the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to include any Committee thereof) for borrowing from time to time any sum or sums of monies which together with the monies already borrowed by the Company (apart from temporary loans obtained or to be obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid up capital of the Company and its free reserves, that is to say, reserves not set apart for any specific purpose, provided that the total amount so borrowed by the Board shall not at any time exceed Rs.50,00,00,000/- (Rupees Fifty Crores Only).”

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

**Adoption of new set of Articles of Association:**

“**RESOLVED THAT** pursuant to the provisions of Section 14 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Incorporation) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the existing Articles of Association of the Company be and is hereby replaced with the new Articles of Association which is placed before the members at this meeting and the new Articles of Association be and is hereby approved and adopted as the Articles of Association of the Company in place and in substitution of the existing Articles of Association.

**RESOLVED FURTHER THAT** the Board of Directors of the Company or any Committee thereof be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**By Order of the Board  
For ANUBHAV INDUSTRIAL RESOURCES LIMITED**

**Sd/-**

**Mrs. Vidya Mahesh Chalke  
Managing Director**

**Date:** August 14, 2015

**Place:** Chandigarh

**REGISTERED OFFICE:**

SCO 2 Madhya Marg, Sector 26, Chandigarh- 160019

CIN: L17117CH1985PLC023819

Tel: 022-66970245

E-Mail : anubhavindustrial@gmail.com

Website : www.anubhavindustrialresourceslimited.com

**NOTES:**

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF.** A proxy need not be a member of the Company. Proxies in order to be effective must be received by the Company at its Registered Office not later than forty-eight hours before the Commencement of the meetings. Proxies submitted on behalf of companies, societies etc. must be supported by an appropriate resolution/authority, as applicable. A person shall not act as Proxy for more than 50 members and holding in the aggregate not more than 10 percent of the total voting share capital of the Company. However, a single person may act as a proxy for a member holding more than 10 percent of the total voting share capital of the Company provided that such person shall not act as a proxy for any other person.
2. Every member entitled to vote at the Annual General Meeting of the Company can inspect the proxies lodged at the Company at any time during the business hours of the Company during the period beginning twenty four hours before the time fixed for the commencement of the Annual General Meeting and ending on the conclusion of the meeting. However, a prior notice of not less than 3 (three) days in writing of the intentions to inspect the proxies lodged shall be required to be provided to the Company.
3. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, in respect of the Special Business to be transacted at the Annual General Meeting as set out in the Notice is annexed hereto.
4. The Company has notified closure of Register of Members and Share Transfer Books from Monday September 21, 2015 to Monday September 28, 2015 (both days inclusive) for determining the names of members eligible for dividend on Equity Shares, if declared at the Meeting.
5. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
6. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
7. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the Registered Office of the Company on all working days, during business hours up to the date of the Meeting.
8. Brief profile of Directors proposed to be appointed / re-appointed, nature of their expertise in specific functional areas, names of companies in which they hold Directorships and memberships / Chairmanships of Board Committees, shareholding and relationships between Directors inter-se as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges, are provided in the Corporate Governance Report forming part of the Annual Report.
9. The Ministry of Corporate Affairs, New Delhi (MCA) has taken a "Green Initiative" by permitting paperless compliance by companies vide its Circular No. 17/2011 dated 21.04.2011 and Circular No.18/2011 dated 29.04.2011 after considering certain provisions of the Information Technology Act, 2000 and has clarified that the service of documents by a company can be made through electronic mode instead of sending physical copy of document(s). In case, you desire to receive the aforesaid documents in electronic mode in lieu of physical mode, kindly update your E-Mail ID with RTA.

10. In accordance with the provisions of Section 101 of the Companies Act, 2013 read with Rule 18 of the Companies (Management and Administration) Rules, 2014, this Notice and the Annual Report of the Company for the financial year 2013 - 2014 are being sent by e-mail to those Members who have registered their e-mail address with the Company's Registrars and Share Transfer Agents (RTA) (in respect of shares held in physical form) or with their Depository Participants (DPs) (in respect of shares held in electronic form) and made available to the Company by NSDL and CDSL.
11. Members holding shares in electronic form may note that as per the regulations of NSDL and CDSL, the Company is obliged to print the details on the dividend warrants as furnished by these Depositories i.e. bank particulars registered against their respective depository accounts will be used by the Company for payment of dividend. The Company or its RTA cannot act on any request received directly from the members holding shares in electronic form for any change of bank particulars or bank mandates. Such changes are to be advised by the members only to their DPs.
12. Members are advised to register/update their address, e-mail addresses to their DPs in case of shares held in electronic forms and to the Company's RTA in case of shares held in physical form for receiving all communications, including Annual Report, Notices, Circulars, etc. from the Company.
13. Members desiring any relevant information on accounts at the 30<sup>th</sup> Annual General Meeting are requested to write to the Company well in advance to ensure that such requests reach the Company's registered office at least 7 days before the date of the 30<sup>th</sup> Annual General Meeting, so as to enable the Company to keep the information ready.
14. Entry to the venue will be strictly regulated by the attendance slip which is annexed to the proxy form. Members are requested to produce the attendance slip duly signed along with photo identity proof i.e. Pan Card / Driving licence / Passport Copy, if any, at the entrance of venue.
15. Members holding shares in physical form and desirous of making a nomination in respect of their shareholdings in the Company, as permitted under Section 72 of the Companies Act, 2013 read with Rule 19 of Companies (Share Capital and Debentures) Rules, 2014, may fill SH-13 and send the same to the office of RTA of the Company. In case of shares held in dematerialized form, the nomination / change in nomination should be lodged with their DPs.
16. Members, who hold shares in:
  - a. Multiple De-mat accounts and/ or
  - b. One or more folios in physical form are advised to consolidate their holdings in single De-mat account.
17. Members are requested to correspond with RTA for all matters relating to shareholding in the Company.
18. Members please note that as a measure of economy, copies of the 30<sup>th</sup> Annual Report will not be distributed at the 30<sup>th</sup> Annual General Meeting venue.



19. Prevention of Frauds: You are advised to exercise due diligence and notify your DP of any change in address, stay abroad or demise of any shareholder as soon as possible. Do not leave your Demat account dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified. Confidentiality of Security Details: Do not disclose your Folio Nos. / DP ID / Client ID to unknown persons. Do not hand over signed blank transfer deeds, delivery instruction slips to any unknown persons.
20. Dealing of Securities with Registered Intermediaries: Members must ensure that they deal with only SEBI registered intermediaries and must obtain a valid contract note / confirmation memo from the broker / sub-broker, within 24 hours of execution of the trade and it should be ensured that the Contract Note / Confirmation Memo contains order no., trade no., trade time, quantity, price and brokerage.
21. Members can opt for one mode of voting i.e. either by physical Assent / Dissent or through e-voting. If Members opt for e-voting then do not vote by Physical Assent / Dissent or vice versa. However, in case Members cast their vote both by Physical Assent / Dissent and e-voting, then voting done through e-voting shall prevail and voting done by Physical Assent / Dissent will be treated as invalid.
22. In terms of the provisions of Section 107 of the Companies Act, 2013, since the resolutions as set out in this Notice are being conducted through e-voting or physical Assent / Dissent, the said resolutions will not be decided on a show of hands at the AGM. The voting right of all shareholders shall be in proportion to their share in the paid up equity share capital of the Company as on the cut-off date i.e. Monday September 21, 2015, may cast their vote electronically.
23. In Compliance with the provisions of section 108 of the Act and the Rules framed there under, and the Clause 35 B of the listing agreement, the members are provided with the facility to cast their electronically, through the e-voting services provided by CDSL, on all the resolutions set forth in this Notice. In order to enable its Members, who do not have access to e-voting facility to send their assent or dissent in writing in respect of the resolutions as sent out in this Notice, the Company is enclosing a Ballot Form with the Notice. Instructions for Ballot form are given at the back of the said form and instructions for e-voting are given here in below. Resolutions passed Members though Ballot Forms or e-voting is /are deemed to have been passed as if they have been passed at the AGM.
24. Mr. Hemant Shetye, Partner of HS Associates, Company Secretaries, C.P. No. 1483; Practicing Company Secretary [Membership No. ACS: 2827], has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process (including the ballot forms received from the Members who do not have access to the e-voting process) in a fair and transparent manner.
25. The facility for voting, either through electronic voting system or ballot or polling paper shall also be made available at the meeting and Members attending the meeting who have not already cast their vote by remote e-voting or by ballot form shall be above to exercise their right at the meeting.

26. The members who have cast their vote by remote e-voting or by ballot form prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.
27. Members can opt for only one mode of voting, i.e. either by Ballot Form or e-voting. In case Members cast their votes through both the modes, voting done by e-voting shall prevail and vote cast though ballot Form shall be treated as invalid.
28. Members who do not have access to e-voting facility may send duly completed Assent / Dissent Form (enclosed with the Annual Report) so as to reach the Scrutinizer appointed by the Board of Directors of the Company, Mr. Hemant Shetye, Partner of HS Associates, Company Secretaries, C.P. No.1483 ; Practicing Company Secretary (Membership No. ACS: 2827), at the Registered Office of the Company not later than Sunday, September 27, 2015 (5.00 p.m. IST). Members have the option to request for physical copy of the Assent / Dissent Form by sending an e-mail to [hs@hsacs.net](mailto:hs@hsacs.net) by mentioning their Folio / DP ID and Client ID No. However, the duly completed Assent / Dissent Form should reach M/s. Purva Shareregistry (I) Pvt Ltd. Unit No. 9, Shiv Shakti Industrial Estate, J .R. BorichaMarg, Opp. Kasturba Hospital Lane Lower Parel (E). Mumbai 400 011 Email: busicomp@vsnl.com Tel : 91-22-2301 6761 / 8261 not later than Sunday, September 27, 2015 (5.00 p.m. IST) Assent / Dissent Form received after this date will be treated as invalid.
29. The Instructions for e-voting are as under:
- A. In case a Member receives an e-mail form CDSL (for Members whose email address are registered with the Company/Depositories):
- i. Open e-mail.
  - ii. The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com) during the voting period.
  - iii. Click on "Shareholders" tab
  - iv. Now, select the "COMPANY NAME" from the drop down menu and click on "SUBMIT"
  - v. Now Enter your User ID.
    - a. For CDSL: 16 digits beneficiary ID,
    - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
    - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
  - vi. Next enter the Image Verification as displayed and Click on Login
  - vii. If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.

viii. If you are a first time user follow the steps given below

	<b>For Members holding shares in Demat Form and Physical Form</b>
PAN*	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the last 8 digits of the demat account/folio number in the PAN field.</li> <li>In case the folio number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with folio number 100 then enter RA00000100 in the PAN field.</li> </ul>
DOB#	<p>Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.</p>
Dividend Bank Details#	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <ul style="list-style-type: none"> <li>Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the number of shares held by you as on the cut-off date in the Dividend Bank details field.</li> </ul>

ix. After entering these details appropriately, click on "SUBMIT" tab.

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

xi. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

xii. Click on the EVSN No.150828054 for the relevant ANUBHAV INDUSTRIAL RESOURCES LIMITED on which you  
Choose to vote.

xiii. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

- xiv. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- xv. After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- xvi. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xvii. You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- xviii. If Demat account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xix. Note for Institutional shareholders Custodians:
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.co.in> and register themselves as Corporates.
  - They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)
  - After receiving the login details they have to create a user who Would be able to link the account(s) which they wish to vote on.
  - The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.
  - In case you have any queries regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)
- xx. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.co.in](http://www.evotingindia.co.in) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)

**B. In case of members receiving the physical copy of the Notice of The AGM ( for Members whose e-mail address are not registered with the Company/Depositories):**

- i. Please follow all steps from sl. no. (i) to sl. no. (xvii) above to cast vote.
- ii. Initial password is provided in the enclosed ballot form: EVEN (E-voting Event Number) + USER ID and PASSWORD.

**C. Other instructions:**

- a. The e-voting period commence on Friday September 25, 2015 (9.00 a.m. IST) and ends on Sunday September 27 2015 (5.00 p.m. IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Monday, September 21, 2015 may cast their vote electronically.
  - b. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date (record date) of Monday, September 21, 2015
  - c. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.co.in](http://www.evotingindia.co.in) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - d. The scrutinizer shall, immediately after the conclusion of voting at the general meeting, would count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witness not in the employment of the company and make, not later than three days for conclusion of the meeting, a consolidated Scrutinizers report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the same.
  - e. The Results declared along with the Scrutinizers Report shall be placed on the Company's website [www.anubhavindustrialresources.com](http://www.anubhavindustrialresources.com) and on the website of CDSL [www.evoting.cdsl.com](http://www.evoting.cdsl.com) immediately after the result is declared. The Company shall simultaneously forward the results to Metropolitan Stock Exchange of India Ltd (formerly known as MCX Stock Exchange Ltd) ("MCX"), where the shares of the Company are listed.
30. The shareholders can also access the Annual Report 2014-2015 of the Company circulated to the Members of the Company and other information about the Company on Company's website, i.e., [www.anubhavindustrialresources.com](http://www.anubhavindustrialresources.com) or on Stock Exchange websites, which are [www.msei.in](http://www.msei.in)
31. Members are requested to come and occupy their sets at least 15 minutes before commencement of 30<sup>th</sup> Annual General Meeting. Due to SECURITY REASONS, note that briefcase / bags / eatables / electronic gadgets such as a mobile, laptop, camera, etc., will NOT be allowed along with members / proxies in the 30<sup>th</sup> Annual General Meeting venue during meeting hours. In case any member/proxy brings electronic gadgets or other items mentioned above the same has to be deposited with security outside the 30<sup>th</sup> AGM venue at the owners' risk.
32. Members who are holding shares in identical order of names in more than one folio are requested to write to the Company requesting the Company to consolidate their holdings in one folio.
33. As per Section 118(10) of the Companies Act, 2013 read with the Secretarial Standards for General Meeting issued by Institute of Company Secretaries of India **"NO GIFTS, GIFT COUPONS OR CASH IN LIEU OF GIFTS SHALL BE DISTRIBUTED TO MEMBERS AT OR IN CONNECTION WITH THE 30<sup>th</sup> ANNUAL GENERAL MEETING"**.

## EXPLANATORY STATEMENT

### PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

#### **ITEM NO.4:**

The Board appointed Mr. Balkrishan Pradhan (Din No. 03370992) as additional Director with effect from 13<sup>th</sup> July, 2015. As per the provisions of Section 161(1) of the Act, he holds office of Additional Director only up to the date of the forthcoming Annual General Meeting of the Company, and he is eligible for appointment as Director. The Company received a notice under Section 160 of the Act proposing his candidature for the office of Director of the Company along with the requisite deposit:

The Board of Directors accordingly recommends the Resolutions set out at Item Nos. 4 of the accompanying Notice for the approval of the Members.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in aforementioned resolution(s)

#### **ITEM NO.5:**

Section 180(1)(c) of the Companies Act, 2013 provides, inter-alia, that the Board of Directors of the Company shall not without the consent of shareholders in the General Meeting borrow moneys where the moneys to be borrowed together with the moneys already borrowed by the Company (apart from temporary loan obtained from the bankers of the Company in the ordinary course of business) exceeding the aggregate of paid-up capital and free reserves of the Company. It is expected that the ceiling may be exceeded after the acceptance of loans/financial assistance and therefore, your Directors place before you the proposal to increase the maximum borrowing limits to **Rs.50,00,00,000/- (Rupees Fifty Crores only)** at any point of time for your approval.

The Board of Directors accordingly recommends the Resolutions set out at Item Nos.5 of the accompanying Notice for the approval of the Members.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in aforementioned resolution(s).

#### **ITEM NO.6:**

The Company had previously adopted its Articles of Association ("AOA") under the Companies Act, 1956, which contain references to specific Sections of the Companies Act, 1956. With the enactment of the Companies Act, 2013, several regulations of the existing AOA of the Company require alteration and/or deletion. Given this position, it is considered expedient to replace the existing AOA with a new AOA. The Board of Directors accordingly commends the resolution set out at Item No. 6 of the Notice for your approval.

None of the Directors, key Managerial Personnel or their relatives are concerned or interested in the proposed Ordinary Resolution as set out at Item No.6 of this notice.

**By Order of the Board  
For ANUBHAV INDUSTRIAL RESOURCES LIMITED**

**Sd/-**

**Mrs. Vidya Mahesh Chalke  
Managing Director**

**Date:** August 14, 2015

**Place:** Chandigarh

**REGISTERED OFFICE:**

SCO 2 Madhya Marg, Sector 26, Chandigarh- 160019

CIN: L17117CH1985PLC023819

Tel: 022-66970245

E-Mail : [anubhavindustrial@gmail.com](mailto:anubhavindustrial@gmail.com)

Website : [www.anubhavindustrialresources.com](http://www.anubhavindustrialresources.com)

**Details of Directors seeking appointment/Re-appointment at the Annual General Meeting**

Name	Balkrishan Pradhan
<b>DIN</b>	03370992
Date of Appointment	13/07/2015
<b>Date of Birth</b>	15/03/1984
Category of Director	Independent Director
Qualifications'	Masters of Commerce, Company Secretary, LLB
Expertise in specific functional areas	Corporate Law, Secretarial, Compliance & Legal
Directorship held in other companies(excluding foreign Companies and section 8 Companies)	Raj Rajeshwari Apparels Private Limited Jiyolife Solution Private Limited
Membership/Chairmanships of committee of other public Companies (includes only Audit and stakeholder Relationship committee	NIL
Number of shares held in the Company.	NIL



## DIRECTOR'S REPORT

To,  
The Members,  
**ANUBHAV INDUSTRIAL RESOURCES LIMITED**

Your Directors have great pleasure in presenting **30<sup>th</sup> Annual Report** along with the Audited Balance Sheet and Profit And Loss Account, for the year ended **31<sup>st</sup> March, 2015**.

### **1. FINANCIAL RESULTS:**

PARTICULARS	Amount in Rupees.	
	Year ended	
	2015	2014
Total Income	22,47,427	42,719
Total Expenditure (Excluding Depreciation)	18,96,265	18,558
Gross Profit/(Loss) before Depreciation & Tax	3,51,162	24,161
Add/Less: Depreciation (Net)	-	-
Profit/(Loss) before Taxation	3,51,162	24,161
Less: Provision for Taxation	-	-
Add: Net Provision for Diminution in Value of Investment Written Back	-	8,386
Deferred Tax Reversal	-	-
Net Profit/(Loss) after Taxation	3,51,162	32,547
Transfer from General Reserve	-	-
Balance Brought forward from previous year	(7,74,206)	(8,06,753)
Balance carried forward to Balance Sheet	(4,23,044)	(7,74,206)

### **2. DIVIDEND:**

In Order To Conserve The Resources, Your Directors Do Not Recommend Any Dividend For This Year.

### **3. DEPOSITS:**

Your Company did not accept any deposits from the public during the current year.

### **4. EXTRACT OF ANNUAL RETURN:**

The extracts of Annual Return pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and administration) Rules, 2014 is furnished in **Annexure A** and is attached to this Report.

### **5. NUMBER OF BOARD MEETINGS OF THE BOARD :**

Thirteen Meeting of the Board were held during the financial year. For details of the meeting of the board, please refer to the corporate governance report, which forms part of this report.

## **6. DIRECTORS RESPONSIBILITY STATEMENT:**

The Board of Directors hereby confirms

- i) In the preparation of the annual accounts, the applicable accounting standard had been followed along with proper explanation relating to material departures
- ii) That the Directors have 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 or Loss of the Company for that period.
- iii) That the Directors have taken proper and sufficient care for the maintenances of adequate accounting records in accordance with the provision of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- iv) That the Directors have prepared the Annual accounts on a going concern basis.
- v) 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.
- vi) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating

## **7. DECLARATION OF INDEPENDENT DIRECTORS:**

The Independent Directors have submitted their disclosures to the Board that they fulfill all the requirements as stipulated in Section 149(7) of the Companies Act, 2013 so as to qualify themselves to be appointed as Independent Directors under the provisions of the Companies Act, 2013 and the relevant rules.

## **8. POLICY ON DIRECTORS APPOINTMENT, REMUNERATION & BOARDS PERFORMANCE:**

The Company's Policy on director's appointment and remuneration and other matters provided in section 178(3) of the Act has been disclosed in the corporate governance report, which forms part of the Directors Report.

## **9. COMMENTS ON AUDITOR'S REPORT:**

There are no qualifications, reservations or adverse remarks or disclaimers made by **M/s. Shyam C. Agrawal & Co., Chartered Accountants, Mumbai**, in their report.

The Statutory Auditors have not reported any incident of fraud to the Audit Committee of the Company in the year under review.

## **10. AUDITORS:**

**M/s. Shyam C. Agrawal & Co., Chartered Accountants, Mumbai** (Firm Registration No as 110243W) is appointing as Statutory Auditors at the Annual General Meeting held on 30<sup>th</sup> September, 2014 for the period of (4) years i.e. upto the Annual General Meeting to be held in year 2018 subject to ratification at each Annual General Meeting. The Company has received letter from them to the effect that their appointment, if made, would be within the prescribed limits under Section 141(3) (g) of the Companies Act, 2013 and that they are not disqualified from appointment.

#### **11. SECRETARIAL AUDITOR & REPORT**

The Board of Directors of the Company has appointed M/s. HS Associates, Practicing Company Secretary; to conduct the Secretarial Audit for the financial year 2014-2015. The Secretarial audit report for the financial year ended 31<sup>st</sup> March, 2015 is **Annexure B** to this Report.

Observations and comment in Secretarial audit is self explanatory hence no further explanation by the Board of directors given this report.

#### **12. INTERNAL AUDITORS :**

As per section 138 of the Companies Act, 2013. The Company has appointed Mr. Nitin Ashok Agrawal, Chartered accountant as a Internal Auditors for the year to 2015-2016 to conduct the internal audit and to ensure adequacy of the Internal controls, adherence to Company's policies and ensure statutory and other compliance through, periodical checks and internal audit

#### **13. CORPORATE GOVERNANCE:**

The Company is committed to maintain the Corporate Governance and adhere to the corporate governance requirements set out by SEBI. The report on Corporate Governance as stipulated under the listing agreement forms an integral part of this Report. The requisite certificate from the Auditors of the Company confirming compliance with the conditions of corporate governance is attached to the report on Corporate Governance.

#### **14. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013**

The particulars of loans, guarantees and investments have been disclosed in the financial Statement.

#### **15. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES**

The particulars of contracts or arrangements with related parties referred to in Section 188(1), as prescribed in Form AOC - 2 of the rules prescribed under Chapter IX relating to Accounts of Companies under the Companies Act, 2013, is appended as **Annexure C**

#### **16. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY:**

There were no material changes and commitments affecting the financial position of the Company between the end of the financial year of the Company to which the financial statements relate and the date of the report.

#### **17. CONSERVATION OF ENERGY, TECHNOLOGY & FOREIGN EXCHANGE:**

Information on conservation of energy, technology absorption, foreign exchange earnings and out go, is required to be given pursuant to provision of Section 134 of the Companies Act, 2013, read with the Companies (Accounts) Rules , 2014 is not applicable to Company.

#### **18. WHISTLE BLOWER POLICY/VIGIL MECHANISM:**

The Company has established a vigil mechanism for Directors and employees to report their genuine concerns, details of which have been given in the Corporate Governance Report annexed to this Report.

## **19. MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT**

The Management's Discussion and Analysis Report for the year under review, as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges in India, is **Annexure D** to this report.

## **20. PARTICULARS OF EMPLOYEES:**

In accordance with the provisions of Section 197(12) of the Companies Act, 2013 and Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the names and other particulars of employees are set out in the annexure to the Directors' Report. In terms of the provisions of Section 136(1) of the Companies Act, 2013, the Directors' Report is being sent to the shareholders without this annexure. Shareholders interested in obtaining a copy of the annexure may write to the Company Secretary at the Company's registered office.

## **21. SUBSIDIARIES:**

Since the Company has no subsidiaries, provision of Section 212 of the Companies Act, 1956 is not applicable.

## **22. APPRECIATION:**

The Directors take this opportunity to thank all the employees, Banks and Customers for their contribution to the Company's performance during the year under review.

**By Order of the Board  
For ANUBHAV INDUSTRIAL RESOURCES LIMITED**

**Sd/-  
Mrs. Vidya Mahesh Chalke  
Managing Director**

**Date:** August 14, 2015

**Place:** Chandigarh

**FORM NO. MGT - 9**  
**EXTRACT OF ANNUAL RETURN**  
**as on the financial year ended 31.03.2015**  
**[Pursuant to Section 92(3) of the Companies Act, 2013, and Rule 12(1) of the**  
**Companies (Management and Administration) Rules, 2014]**

**I. REGISTRATION AND OTHER DETAILS:**

<b>i</b>	<b>CIN</b>	L17117CH1985PLC023819
<b>ii</b>	<b>Registration Date</b>	February 19,1985
<b>iii</b>	<b>Name of the Company</b>	ANUBHAV INDUSTRIAL RESOURCES LIMITED
<b>iv</b>	<b>Category/Sub-Category of the Company</b>	Public Company/Limited by shares
<b>v</b>	<b>Whether listed Company (Yes/No)</b>	Yes
<b>vi</b>	<b>Address of the Registered Office and contact details</b>	SCO 2 Madhya Marg, Sector 26, Chandigarh-160019 022-66970245/44.
<b>vii</b>	<b>Name, Address and Contact details of Registrar and Transfer Agent, if any</b>	M/s Purva Share Registry (India) Private Limited, Unit No. 9, Shiv Shakti Industrial Estate, J .R. BorichaMarg, Opp. Kasturba Hospital Lane Lower Parel (E). Mumbai 400 011 Tel : 91-22-2301 6761 / 8261

**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:-

Sr. No.	Name and Description of Main Product/Services	NIC Code of the Product	% to total turnover of the Company
1	Real Estate Activities	68	60%

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES - NOT APPLICABLE**

Sr. No.	Name and Address of the Company	CIN/GIN	Holding/ Subsidiary of the Company	% of shares held	Applicable Section
-	-	-	-	-	-

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

A. Category-wise Shareholding									
Category of Shareholders	No. of Shares held at the beginning of the year 3/31/2014				No. of Shares held at the end of the year 3/31/2015				% of Change during the year
	Demat	Physical	Total	% of Total TOTSHR	Demat	Physical	Total	% of Total TOTSHR	
<b>A. Promoters</b>									
<b>(1) Indian</b>									
(g) Individuals/ HUF	0	0	0	0.00	0	0	0	0.00	0.00
(h) Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
(i) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
(j) Bodies Corp.	0	555000	555000	56.63	250000	5000	255000	5.02	-51.61
(k) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
(l) Any Other....									
* DIRECTORS	0	0	0	0.00	0	0	0	0.00	0.00
* DIRECTORS RELATIVES	0	0	0	0.00	0	0	0	0.00	0.00
* PERSON ACTING IN CONCERN	0	0	0	0.00	0	0	0	0.00	0.00
<b>Sub Total (A)(1):-</b>	0	555000	555000	56.63	250000	5000	255000	5.02	-51.61
<b>(2) Foreign</b>									
(a) NRI Individuals	0	0	0	0.00	0	0	0	0.00	0.00
(b) Other Individuals									
(c) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0.00
(d) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
(e) Any Other....									
<b>Sub Total (A)(2):-</b>	0	0	0	0.00	0	0	0	0.00	0.00
<b>Total shareholding of Promoter (A) = (A)(1)+(A)(2)</b>	0	555000	555000	56.63	250000	5000	255000	5.02	-51.61
<b>B. Public Shareholding</b>									
<b>(1) Institutions</b>									
(a) Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
(b) Banks FI	0	0	0	0.00	0	0	0	0.00	0.00
(c) Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
(d) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
(e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
(f) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
(g) FIs	0	0	0	0.00	0	0	0	0.00	0.00
(h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
(i) Others (specify)									
* U.T.I.	0	0	0	0.00	0	0	0	0.00	0.00
* FINANCIAL INSTITUTIONS	0	0	0	0.00	0	0	0	0.00	0.00
* I.D.B.I.	0	0	0	0.00	0	0	0	0.00	0.00
* I.C.I.C.I.	0	0	0	0.00	0	0	0	0.00	0.00
* GOVERNMENT COMPANIES	0	0	0	0.00	0	0	0	0.00	0.00
* STATE FINANCIAL CORPORATION	0	0	0	0.00	0	0	0	0.00	0.00
* QUALIFIED FOREIGN INVESTOR	0	0	0	0.00	0	0	0	0.00	0.00
* ANY OTHER	0	0	0	0.00	0	0	0	0.00	0.00
* OTC DEALERS (BODIES CORPORATE)	0	0	0	0.00	0	0	0	0.00	0.00
* PRIVATE SECTOR BANKS	0	0	0	0.00	0	0	0	0.00	0.00
<b>Sub-total (B)(1):-</b>	0	0	0	0.00	0	0	0	0.00	0.00
<b>(2) Non-Institutions</b>									
(a) Bodies Corp.									
(i) Indian	0	244330	244330	24.93	0	121730	121730	2.40	-22.53
(ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
(b) Individuals									
(i) Individual shareholders holding nominal share	0	162590	162590	16.59	0	146690	146690	2.89	-13.70
(ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	0	0	0	0.00	3249000	480000	3729000	73.42	73.42
(c) Others (specify)									
* N.R.I. (NON-REPAT)	0	0	0	0.00	0	0	0	0.00	0.00
* N.R.I. (REPAT)	0	0	0	0.00	0	0	0	0.00	0.00
* FOREIGN CORPORATE BODIES	0	0	0	0.00	0	0	0	0.00	0.00
* TRUST	0	0	0	0.00	0	0	0	0.00	0.00
* HINDU UNDIVIDED FAMILY	0	18080	18080	1.84	600000	226580	826580	16.27	14.43
* EMPLOYEE	0	0	0	0.00	0	0	0	0.00	0.00
* CLEARING MEMBERS	0	0	0	0.00	0	0	0	0.00	0.00
* DEPOSITORY RECEIPTS	0	0	0	0.00	0	0	0	0.00	0.00
<b>Sub-total (B)(2):-</b>	0	425000	425000	43.37	3849000	975000	4824000	94.98	51.61
<b>Total Public Shareholding (B) = (B)(1)+(B)(2)</b>	0	425000	425000	43.37	3849000	975000	4824000	94.98	51.61
<b>C. TOTSHR held by Custodian for GDRs &amp; ADRs</b>	0	0	0	0.00	0	0	0	0.00	0.00
<b>GrandTotal(A + B + C)</b>	0	980000	980000	100.00	4099000	980000	5079000	100.00	0.00
Other	0	0	0	0.00	0	0	0	0.00	0.00

B. Shareholding of Promoters								
SI No.	ShareHolder's Name	ShareHolding at the beginning of the year 3/31/2014			Shareholding at the end of the year 3/31/2015			% change in share holding 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	ALPHA ANTIBIOTICS LTD	465000	47.45	0	5000	0.10	0	-47.35
2	MUNAK CREDIT & INVEST. (P) LTD.	45000	4.59	0	0	0.00	0	-4.59
3	VIJAY KUMAR GARG CONTRACTOR	45000	4.59	0	0	0.00	0	-4.59
4	PACHELI DEVELOPERS PRIVATE	0	0.00	0	250000	4.92	0	4.92
C. Change in Promoter's Shareholding:								
SI No.		ShareHolding at the beginning of 3/31/2014		Cumulative Shareholding during 3/31/2015		Type		
		No. of Shares	% of Total Shares of the company	No. of Shares	% change in share holding during the year			
1	ALPHA ANTIBIOTICS LTD	465000	47.45					
	7/15/2014 0:00	-12500	-1.28	452500	46.17	Sell		
	7/15/2014 0:00	-75000	-7.65	-87500	-8.93	Sell		
	7/31/2014 0:00	-25000	-2.55	-100000	-10.20	Sell		
	7/31/2014 0:00	-345000	-35.20	-370000	-37.76	Sell		
	8/14/2014 0:00	-2500	-0.26	-347500	-35.46	Sell		
	31/03/2015			5000	0.10			
2	MUNAK CREDIT & INVEST. (P) LTD.	45000	4.59					
	7/15/2014 0:00	-45000	-4.59	0	0.00	Sell		
	31/03/2015			0	0.00			
3	VIJAY KUMAR GARG CONTRACTOR	45000	4.59					
	7/15/2014 0:00	-45000	-4.59	0	0.00	Sell		
	31/03/2015			0	0.00			
4	PACHELI DEVELOPERS PRIVATE	0	0.00					
	2/1/2015	250000	25.51	250000	25.51	Buy		
	31/03/2015			250000	4.92			
D. Shareholding Pattern of top ten Shareholders:								
SI No.		ShareHolding at the beginning of 3/31/2014		Cumulative Shareholding during 3/31/2015		Type		
		No. of Shares	% of Total Shares of the company	No. of Shares	% change in share holding during the year			
1	KESHORAM LEASING LTD.	45000	4.59					
	31/03/2015			45000	0.89			
2	EAGLE INTERNATIONAL LTD.	20000	2.04					
	7/15/2014 0:00	-20000	-2.04	0	0.00	Sell		
	31/03/2015			0	0.00			
3	RELIANCE INDL.CONSORTIUM LTD.	20000	2.04					
	7/15/2014 0:00	-20000	-2.04	0	0.00	Sell		
	31/03/2015			0	0.00			
4	TRIVENI INDUSTRIAL RESOURCES	15000	1.53					
	7/15/2014 0:00	-15000	-1.53	0	0.00	Sell		
	31/03/2015			0	0.00			
5	VIVEK VYAPAR LTD.	15000	1.53					
	9/30/2014 0:00	-15000	-1.53	0	0.00	Sell		
	31/03/2015			0	0.00			
6	UPAHAR COMMERCIALS LTD.	9000	0.92					
	7/15/2014 0:00	-9000	-0.92	0	0.00	Sell		
	31/03/2015			0	0.00			
7	KANCHANJUNGA INDL.FINANCE	7500	0.77					
	7/15/2014 0:00	-7500	-0.77	0	0.00	Sell		
	31/03/2015			0	0.00			
8	ASHOK TARACHAND SANGHAVI	6000	0.61					
	31/03/2015			6000	0.12			
9	ASHOK T SABGHAVI HUF	6000	0.61					
	31/03/2015			6000	0.12			
10	MAHESH GANPAT BENDRE	6000	0.61					
	31/03/2015			6000	0.12			
E. Shareholding of Directors and Key Managerial Personnel:								
SI No.		ShareHolding at the beginning of 3/31/2014		Cumulative Shareholding during 3/31/2015		Type		
		No. of Shares	% of Total Shares of the company	No. of Shares	% change in share holding during the year			

## V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>	NIL	NIL	NIL	NIL
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
<b>Total (i+ii+iii)</b>	NIL	NIL	NIL	NIL
<b>Change in Indebtedness during the financial year</b>	NIL	NIL	NIL	NIL
<ul style="list-style-type: none"> <li>• Addition</li> <li>• Reduction</li> </ul>				
<b>Net Change</b>	NIL	NIL	NIL	NIL
<b>Indebtedness at the end of the financial year</b>	NIL	NIL	NIL	NIL
i) Principal Amount				
ii) Interest due but not paid				
iii) Interest accrued but not due				
<b>Total (i+ii+iii)</b>	NIL	NIL	NIL	NIL
	NIL	NIL	NIL	NIL



## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL (NOT APPLICABLE)

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

Sr. No.	Particulars of Remuneration	Name of MD/WTD/Manager			Total Amount
		----	.....	.....	
1.	Gross Salary	-	-	-	-
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act	-	-	-	-
	(b) Value of perquisites u/s 17(2) Income Tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under Section 17(3) Income Tax Act, 1961	-	-	-	-
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission - As % of Profit - Others, specify	-	-	-	-
5.	Others, please specify	-	-	-	-
	<b>Total (A)</b>	-	-	-	-
	Ceiling as per the Act	-	-	-	-

### B. Remuneration of other directors:

Sr. No.	Particulars of Remuneration	Name of Directors			Total Amount
		.....	.....	.....	
		-	-	-	-
	<b>Independent Directors</b>	-	-	-	-
	• Fee for attending board committee meetings	-	-	-	-
	• Commission	-	-	-	-
	• Others, please specify	-	-	-	-
	<b>Total (1)</b>	-	-	-	-
	<b>Other Non-Executive Directors</b>	-	-	-	-
	• Fee for attending board committee meetings	-	-	-	-
	• Commission	-	-	-	-
	• Others, please specify	-	-	-	-
	<b>Total (2)</b>	-	-	-	-
	<b>Total (B) = (1+2)</b>	-	-	-	-
	<b>Total Managerial Remuneration</b>	-	-	-	-
	Overall Ceiling as per the Act	-	-	-	-

C. Remuneration to Key Managerial Personnel other than MD/ Manager/ Whole Time Director (**NOT APPLICABLE**)

Sr. No.	Particulars of Remuneration	Key Managerial Personnel			Total Amount
		CEO	CS Prateek Savla	CFO	
1.	Gross Salary	-	-	-	-
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act	-	60,000	-	-
	(b) Value of perquisites u/s 17(2) Income Tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under Section 17(3) Income Tax Act, 1961	-	-	-	-
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission - As % of Profit - Others, specify	-	-	-	-
5.	Others, please specify	-	-	-	-
	<b>Total</b>	-	60,000	-	-

**VII. PENALTIES/ PUNISHMENT/ COMPOUNDING OF OFFENCES : (NOT APPLICABLE)**

Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment/Compounding fees imposed	Authority [RD/NCLT/COURT]	Appeal, if any (give details)
<b>A. COMPANY</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
<b>B. DIRECTORS</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

**Secretarial Audit Report**

Form No. MR-3

FOR FINANCIAL YEAR ENDED ON 31<sup>ST</sup> MARCH, 2015.

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

To,  
The Members,  
**ANUBHAV INDUSTRIAL RESOURCES LIMITED**

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **ANUBHAV INDUSTRIAL RESOURCES LIMITED** (hereinafter called "The Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period ended on 31<sup>st</sup> March, 2015, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers and minute books as mentioned in **Annexure 1**, Forms and returns filed and other records maintained by **ANUBHAV INDUSTRIAL RESOURCES LIMITED** ("The Company"), for the year ended on 31<sup>st</sup> March, 2015 according to the extent applicable provisions of:

- i. The Companies Act, 2013 ("**The Act**") and the Rules made thereunder;
- ii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iii. 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;
- iv. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("**SEBI Act**") to the extent applicable to the Company:-
  - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 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 (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

- e. The Company has complied with the requirements under the Equity Listing Agreements entered into with Delhi Stock Exchange Limited and Metropolitan Stock Exchange of India Ltd. (Formerly known as MCX Stock Exchange Limited).
- v. We have relied on the representation made by the Company and its Officers for systems and mechanism formed by the Company for Compliances under other applicable Act, Laws and Regulations to the Company.

We report that, since the Secretarial Standard-1 "Meeting of Board of Directors" and Secretarial Standard-2 "General Meetings" are effective from 1<sup>st</sup> July, 2015, compliance are not required for the year ended 31<sup>st</sup> March, 2015 as per notification dated 23<sup>rd</sup> April, 2015 issued by the Institute of Company Secretaries of India. We further report that the Company has complied with the applicable material clauses of the Listing Agreement entered into by the Company with the Delhi Stock Exchange Limited and Metropolitan Stock Exchange of India Ltd. (Formerly known as MCX Stock Exchange Limited).

During the period under review the company has complied with the provisions of the Act, Rules, Regulations, and Guidelines, mentioned above subject to the following observations:

- During the year, the Company has not appointed Chief financier officer (CFO) pursuant to Section 203 and other applicable provisions of the Companies Act, 2013 and Companies (appointment and Remuneration of Managerial Personnel) Rules, 2014.
- During the year, the Company has not appointed Internal Auditor as required pursuant to section 138 and other applicable provisions of the Companies Act, 2013 and Companies (Account) Rules 2014.
- During the year the Company has appointed Company Secretary Mr. Prateek Salva, Company Secretary of the Company w.e.f. 10<sup>th</sup> November, 2014.
- During the year, the Company has not submitted scrutinizer report to the concerned stock exchanges as per clause 35A of the listing agreement and not filed MGT -15 pursuant to section 121(1) of the Companies Act, 2013, report on Annual General Meeting held on 30<sup>th</sup> September, 2014, with the Registrar of Companies, Chandigarh.
- The Company has not submitted Form B with Concerned Stock Exchanges, as per SEBI Insider regulation, 1992 about appointment of additional Directors.
- During the year Company has obtained In-principal approval for issue of 43,25,000 Equity Shares of Rs.10/- each to be issued to promoters and non promoters on preferential basis from Delhi Stock Exchange Limited vide letter dt.5<sup>th</sup> July, 2014. However Company has allotted 40,99,000 equity shares to shareholders on 18<sup>th</sup> July, 2014. The said shares are listed on Delhi Stock Exchange Limited dt.15<sup>th</sup> September, 2014.

**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 year under review were carried out in compliance with the provisions of the Act.

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

**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.

We further report that during the audit period the company has:

- During the year the Company has passed following Ordinary/Special resolutions in the Extra ordinary general Meeting held on 26<sup>th</sup> March, 2014
  - (i) To increase the Authorised Share Capital of the Company;
  - (ii) Subsequent to aforesaid increase in Authorised Share Capital of the Company amendment to Memorandum of Association of the Company;
  - (iii) amendment in Articles of Association of the Company; and
  - (iv) Issue of Equity shares in pursuance of section 81(1A) of the Companies Act, 1956 and Issue of Capital and Disclosure Requirements Regulations, 2009 issued by the Securities and Exchange Board of India, on preferential basis.
- Passed Special Resolution pursuant to Section 196,197 and 203 of the Companies Act, 2013 for appointment of Managing Director of the Company.
- During the year the Company has passed two Special resolutions by postal ballot pursuant to section 110 of the Companies Act, 2013 read with Companies (Management & Administration) Rules, 2014 for shifting of registered office from state of Punjab to Maharashtra, pursuant to section 12 and other application provisions of the Companies Act, 2013 and pursuant to section 13 and other application provisions of the Companies Act, 2013 for alteration of main object clause of Memorandum of Association of the Company.
- During the year, Company's 5079000 equity shares were listed on Metropolitan Stock Exchange of India Ltd. (Formerly known as MCX Stock Exchange Limited) vide approval dt. December 12, 2014.
- The Company has submitted Listing application to BSE Limited dt.24<sup>th</sup> December, 2014 for listing of shares. However as on date of this report the listing approval was not yet received.
- The Delhi Stock Exchange was discontinued w.e.f. November 19, 2014.

**Date:** 14<sup>th</sup> August, 2015  
**Place:** Mumbai

**For HS Associates  
Company Secretaries**

**Sd/-  
Hemant S. Shetye  
Partner  
FCS No.: 2827  
CP No.: 1483**

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

**REGISTERS, BOOKS, PAPERS AND MINUTE BOOKS MAINTAINED BY THE COMPANY**

1. Minutes of Board, Shareholders and Committee Meeting.
2. Book of accounts.
3. Register of Members.
4. Index of Members.
5. Register of Directors and Key Managerial Personnel.
6. Register of Director's shareholdings.
8. Register of investments or loans made, guarantee or security provided.
9. Register of particulars of contracts in which Directors are interested.
10. Register of Contracts.
11. Register of Directors Attendance.
12. Register of Postal Ballot.

To,  
The Members,  
**Anubhav Industrial Resources Limited**

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 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 the 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 Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**Date:** 14<sup>th</sup> August, 2015  
**Place:** Mumbai

**For HS Associates  
Company Secretaries**

**Sd/-  
Hemant S. Shetye  
Partner  
FCS No.: 2827  
CP No.: 1483**

**FORM NO. AOC – 2**

[Pursuant to clause (h) of sub-section (3) of section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies(Accounts) Rules, 2014]

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

**1. Details of contracts or arrangements or transactions not at arm's length basis:**

(a)	Name of the Related Party & Nature of Relationship	Not Applicable
(b)	Nature of contracts/arrangements/transactions	Not Applicable
(c)	Duration of the contracts / arrangements/transactions	Not Applicable
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	Not Applicable
(e)	Justification for entering into such contracts or arrangements or transactions	Not Applicable
(f)	date(s) of approval by the Board	Not Applicable
(g)	Amount paid as advances, if any	Not Applicable
(h)	Date on which the special resolution was passed in general meeting as required under first proviso to section 188	Not Applicable
		Not Applicable

**2. Details of contracts or arrangements or transactions at arm's length basis:**

(a)	Name of the Related Party & Nature of Relationship	Not Applicable
(b)	Nature of contracts/arrangements/transactions	Not Applicable
(c)	Duration of the contracts / arrangements/transactions	Not Applicable
(d)	Salient terms of the contracts or arrangements or transactions including the value, if any	Not Applicable
(e)	date(s) of approval by the Board	Not Applicable
(f)	Amount paid as advances, if any	Not Applicable



**MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

**A) INDUSTRY STRUCTURE AND DEVELOPMENT:**

As members are aware the Company's main business is of Financing loans, project financing to various parties on interest who are engaged in various business models. The loans and advances enable the Company to earn interest income in its ordinary course of business operation. The same is reflected in the financials of the Company. The said Industry is unpredictable and volatile in nature. Your Directors are taking maximum efforts to safeguard funds of the Company while making investment and in trading in the industry.

**B) OPPORTUNITIES / OUTLOOK:**

Since your Company is diversified into Financing loans, project financing, your Directors expect better future outlook. As the Economy and Industrial Sector is developing very fast, there is huge potential which is untapped.

**C) RISKS AND CONCERNS:**

Your Directors are taking optimum measures to safeguard against such risk of changes that take place & other calamities.

**D) INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY:**

The Company has adequate internal control system.

**E) HUMAN RESOURCES POLICIES:**

The Company has strong belief in Human Resources and accordingly policies are drawn from time to time.

**F) CAUTIONARY STATEMENT:**

Your Board has taken abundant precaution in selecting and developing its Business.

## CORPORATE GOVERNANCE REPORT

### 1. Company's philosophy:

The Company's philosophy on Corporate Governance finds its roots in the rich legacy of ethical governance practices, many of which were in place even before they were mandated. This philosophy has been sought to be strengthened through the DIL Code of Conduct, code for prevention of Insider Trading which have been adopted. The Company will continue to focus its energies and resources in creating and safeguarding of shareholders wealth and, at the same time protect the interest of all its stakeholders.

### 2. Board of Directors:

- (i) As on 31<sup>st</sup> March, 2015 the Board of Directors of the Company comprised of an optimal proportion of Executive and Non-Executive Directors The Board of Directors of your Company comprised of 5 (Five) Directors out of which 1 (One) was Managing Director 1(One) was Executive Director and other three independent Non executive Directors.
- (ii) None of the Directors on the board hold directorship in more than ten public Companies. Further, none of them is a member of more than ten committees or chairman of more than five committees across all the public companies in which he is a Director. Necessary disclosures regarding committee positions in other public companies as on March 31, 2015 have been made by the Directors.
- (iii) Independent directors are non executive directors as defined under Clause 49(II)(B)(1) of the Listing agreements entered into with the Stock Exchanges. The maximum tenure of the independent directors in compliances with the Companies Act, 2013 ("Act"). All the Independent Directors have confirmed that they meet the criteria as mentioned under clause 49 of the Listing Agreement and section 149 of the Act.
- (iv) The names and categories of the Directors on the board, their attendance at board meeting held during the year and the number of directorship and committee chairmanship/memberships held by them in other public companies as on March 31, 2015 are given herein below. Other directorship do not include directorship of private limited companies. Chairmanships/ memberships of board committees shall include only audit committee and stakeholders' relationship committee.

Name of the Director	Category	Number of board meetings during the year 2014-2015		Whether attended last AGM held on 30 <sup>th</sup> Sept,2014	Number of directorships in other public companies		Number of committee positions held in other public companies	
		Held	Attend ed		Chair man	Memb er	Chairm an	Memb er
Vidya Mahesh Chalke DIN:02903650	Executive Director	14	14	Yes	-	-	-	-
Loknath Aggarwal DIN: 00230891	Executive Director	14	14	Yes	-	-	-	-

Ramesh Kumar Khetan DIN: 03315837	Independent Non Executive	12	12	Yes	-	-	1	1
Vijay Pandere DIN:03439210	Independent Non Executive	12	12	Yes	-	-	-	-
Santosh Mohite DIN: 02953365	Independent Non Executive	14	14	Yes	-	-	1	1

- (v) Fourteen Board Meeting were held during the year and the gap between two meetings did not exceed on hundred twenty days. The dates on which the said meetings were held.

May 30 2014 , June 24 2014 , July 9 2014 , July 18, 2014 , August 14 2014 , September 1, 2014 , September 15 2014 , November 10 2014 , November 14 2014 , December 08 2014 , January 19 2015 , January 30 2015 , February 14 2015, March 13, 2015

The necessary quorum was present for all the meetings.

### 3. Audit Committee:

- I. Pursuant to the provisions of section 177 of the Companies Act, 2013 and read with revised clause 49 of the Listing Agreement the audit committee shall have minimum three directors as members. Two thirds of the members of audit committee shall be Independent Directors.
- II. The terms of reference of the audit committee are broadly as under:
  - Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
  - Recommending the appointment, remuneration and terms of appointment of auditors of the company.
  - Approval of payment to statutory auditors for any other services rendered by the statutory auditors.

Reviewing, with the management the annual financial statements and the auditor's report thereon, before submission to the board for approval, with particular reference to:

- Matters required to be included in Director's Responsibility Statement included in Board's report
- Changes, if any, in accounting policies and practices and reasons for the same
- Major accounting entries based on exercise of judgment by management
- Significant adjustments made in the financial statements arising out of audit findings
- Compliance with listing and other legal requirements relating to financial statements
- Disclosure of any related party transactions
- Qualifications in the draft audit report

- Reviewing, with the management, the quarterly financial statements before submission to the Board for approval.
- Reviewing, with the management, statement of uses and application of funds raised through an issue, statement of funds utilized for other purposes and report of monitoring agency monitoring the utilization of proceeds of a public or rights issue and making appropriate recommendations to the Board to take up steps in this matter.
- Review and monitor the auditors' independence and performance, and effectiveness of audit process.
- Approval or any subsequent modification of transactions of the company with related parties
- Scrutiny of inter-corporate loans and investments.
- Valuation of undertakings or assets of the company, wherever it is necessary;
- Evaluation of internal financial controls and risk management systems;
- Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
- Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit
- Discussion with internal auditors of any significant findings and follow up there on.
- Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board.

Discussion with statutory auditors before the audit commences about nature and scope of audit as well as post-audit discussion to ascertain any area of concern.

- To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.
- To review the functioning of the Whistle Blower mechanism.
- Approval of appointment of CFO (i.e the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications', experience and background etc of the candidate
- Carrying out any other function as is mentioned in the terms of reference of the Audit committee.

In fulfilling the above role, the Audit committee has powers to investigate any activity within its terms of reference, to seek information from employees and to obtain outside legal and professional advice. The draft minutes of the audit committee meetings are circulated among members before the same is confirmed and placed before the Board.

- III. The Composition of the audit committee and the details of meetings attended by its members are given below.

Name	Category	Number of meetings during the financial year 2014-2015	
		Held	Attended
Santosh Mohite (Chairman)	Independent Non Executive Director	4	4
Ramesh Khetan (Member)	Independent Non Executive Director	4	4
Loknath Agarwal (Member)	Executive Director	4	4

- IV. Total Four audit committee meetings were held during the year and the gap between two meetings did not exceed four months. The dates on which the said meetings were held are as follows:

30<sup>th</sup> May, 2014, 14<sup>th</sup> August, 2014, 14<sup>th</sup> November, 2014 and 14<sup>th</sup> February, 2015

The necessary quorum was present for all the meetings.

#### **4. Stakeholder's relationship Committee**

- i. The Company had a shareholders/investors grievance committee of directors to look into the redressal of complaints of investors such as transfer or credit of shares, non-receipt Notices/annual Reports, ect. The nomenclature of the said committee was changed to stakeholders relationship committee in the light of provisions of the Act and revised clause 49 of the Listing Agreement.
- ii. The composition of the stakeholders' Relationship committee and the details of meetings attended by its members are given below:

Name	Category	Number of meetings during the financial year 2014-2015	
		Held	Attended
Santosh Mohite (Chairman)	Independent Non-Executive Director	4	4
Loknath Agarwal (Member)	Executive Director	4	4
Vijay Pandere (Member)	Independent Non-Executive Director	4	3

- iii. Total Four stakeholders' Relationship committee meetings were held during the year and the gap between two meetings did not exceed four months. The dates on which the said meetings were held are as follows:

30<sup>th</sup> May, 2014, 14<sup>th</sup> August, 2014, 14<sup>th</sup> November, 2014 and 14<sup>th</sup> February, 2015

The necessary quorum was present for all the meetings.

- iv. **The Name, Designation & address of the Compliance Officer;**

Mr. Prateek Savla,  
Compliance officer  
Anubhav Industrial Resources Limited  
E/2/2, ShramSaphalya, Sheetal Nagar, Mira Road (E)Thane, 401107  
Tel.: (022) 66970244 Fax: (022) 66970245  
Email: anubhavindustrial@gmail.com

- v. **Number of complaints from shareholders during the year ended 31<sup>st</sup> March, 2015**

Complaints outstanding as on 1 <sup>st</sup> April, 2014	NIL
Complaints received during the year 31 <sup>st</sup> March, 2015	NIL
Complaints resolved during the year ended 31 <sup>st</sup> March, 2015	NIL
Complaints pending as on 31 <sup>st</sup> March, 2015.	NIL

## 6. General Body Meetings:

### i. General Meeting

#### a. Annual General Meeting:

Financial Year	Date	Time	Venue
2011-2012	01/08/2012	03.00 P.M	Regd. Office
2012-2013	30/08/2013		Regd. Office
2013-2014	30/09/2014		Regd. Office

#### Extra-ordinary general Meeting:

No extraordinary general meeting of the members was held during the year 2014-2015

### ii. Special Resolutions

In the last agm there were One special resolutions.

### iii. Details of special resolution passed through postal ballot, the person who conducted the postal ballot exercise and details of the voting pattern.

During the year under review, special resolution has been passed through the exercise of postal ballot.

None of the items to be transacted at the ensuing meeting is required to be passed by postal ballot.

## 7. Disclosures:

- i. Related Party transactions.
- ii. Details of non compliance by the company, penalties, strictures imposed on the company by the stock exchanges or the securities and exchange board of India or any statutory authority, on any matter related to capital markets, during the last three years:
- iii. Whistle Blower policy and affirmation that no personnel has been denied access to the audit committee
- iv. The company is in the process of adopting the non-mandatory provisions of corporate governance.

## 8. Means of Communication:

Since the Company's registered office is situated at Chandigarh the Quarterly/ yearly results are normally published in English and Hindi newspapers.

Company has its own website in the name of [www.anubhavindustrialresources.com](http://www.anubhavindustrialresources.com) on which all the corporate information is made available to the general public. It also displays all the official new releases and the presentations made to Institutional Investors.

However there was no presentation was made during the year either Institutional Investors or to the analysts.

Management discussion & Analysis Report is attached herewith forming part of the Annual Report.

## 9. General Shareholders Information:

i.	Annual General Meeting Date and Time Venue	
	Date	September 28, 2015
	Time	12.00 P.M
	Venue	Sco 2, Madhya Margsector – 26, Chandigarh- 160019.
ii.	Financial Calendar	1 <sup>st</sup> April ,2014 to 31 <sup>st</sup> March,2015
	I quarter results (June 30)	On or before 14 August, 2014
	II quarter results (September 30)	On or before 14 <sup>th</sup> November, 2014
	III quarter results (December 31)	On or before 14 <sup>th</sup> February, 2015
	IV quarter results ( March31 )	On or before 30 <sup>th</sup> May, 2015
iii.	Date of Book-closure	Monday September 21, 2015 to Monday September 28, 2015 (both days inclusive)
iv.	Dividend Payments Date	The board of Directors have not proposed any dividend for current financial year
v.	Listing on Stock Exchanges in India	Metropolitan Stock Exchange of India Ltd (formerly known as MCX Stock Exchange Ltd)
vi.	Stock Symbol	ANUBHAV

vii. Registrars and transfer agents:

Name	M/s Purva Share Registry (India) Private Limited,
Address	Unit No. 9, Shiv Shakti Industrial Estate, J .R. BorichaMarg, Opp. Kasturba Hospital Lane Lower Parel (E)Mumbai 400 011
Telephone No	Tel : 91-22-2301 6761 / 8261 Fax : 91-22-2301 2517
E Mail Id	Email: busicomp@vsnl.com, busicomp@gmail.com
Website	<a href="http://www.purvashare.com">www.purvashare.com</a>



viii. Share transfer System

The Share transfer of Securities in Physical form are registered, duly transferred and dispatched within 15 days of the receipt, if the transfer documents are in order. The share transfer requests are approved every fifteen days.

ix. Outstanding GDRs/ADRs/Warrants or any convertible instruments, conversion date and Likely impact on equity.

The Company has not issued any GDRs/ADRs/Warrants or any convertible instruments in the past and hence as on March 31, 2015 the Company does not have any outstanding GDRs/ADRs/Warrants or any convertible instruments

x. Since Company is a service provider; the Company doesn't have any plants as such.

xi. Address for correspondence:

Anubhav Industrial Resources Limited

Sco 2, Madhya Margsector – 26,

Chandigarh- 160019.

Tel: 022-66970245

Email: [anubhavindustrial@gmail.com](mailto:anubhavindustrial@gmail.com)

Website: [www.anubhavindustrialresources.com](http://www.anubhavindustrialresources.com)

**DECLARATION OF COMPLIANCE WITH THE CODE OF CONDUCT**

I, Mrs. Vidya Mahesh Chalke of the Company hereby declare that all the Board members and senior management personnel have affirmed compliance with the code on an annual basis.

**For Anubhav Industrial Resources Limited**

**Date: 30<sup>th</sup> May, 2015**  
**Place: Mumbai**

**Sd/-**  
**Mrs. Vidya Mahesh Chalke**  
**Managing Director**

## AUDITORS REPORT ON CORPORATE GOVERNANCE

To,  
The Board of Directors  
ANUBHAV INDUSTRIAL RESOURCES LIMITED

We have reviewed the implementation of Corporate Governance procedures by the Company during the period ended 31<sup>st</sup> March, 2015 with the relevant records and documents maintained by the Company, furnished to us for our review and the report on Corporate Governance as approved by the Board of Directors.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination is neither an audit nor an expression of opinion on the financial statements of the Company.

On the basis of the above and according to the information and explanations given to us, in our opinion, the Company has complied in all material respects with the conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement with the Stock Exchange.

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

**For Shyam Agarwal & Co.,  
Chartered Accountants,**

**Sd/-  
Shyam Agarwal  
Proprietor  
M.No 31774**

**Place :Mumbai  
Date : 14<sup>th</sup> August, 2015**

## **AUDITORS' REPORT**

### **TO THE MEMBERS OF ANUBHAV INDUSTRIAL RESOURCES LIMITED**

We have audited the accompanying financial statements of ANUBHAV INDUSTRIAL RESOURCES LIMITED ("the company"), which comprise the Balance Sheet as at 31 March 2015, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

#### **Management's Responsibility for the Financial Statements**

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

#### **Auditor's Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

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

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

## Opinion

In our opinion and to the best of our information and according to the explanations given to us, the said accounts together with the notes thereon give the information required by the Companies Act, 2013, in the manner so required for the companies and give a true and fair view in conformity with the accounting principles generally accepted in India:

- a) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2015
- b) in the case of the Profit and Loss Account of the profit for the year ended on that date; and
- c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

## Report on Other Legal and Regulatory Requirements

As required by section 143(3) of the Act, we report that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of written representations received from the directors as on 31 March, 2015, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2015, from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the other matters included in the Auditor's Report and to our best of our information and according to the explanations given to us :

As per information and explanation provided, company doesn't have any pending litigation that could affect the fairness of the financial statement.

- i. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.
- ii. There were no amounts which required to be transferred to Investor Education and Protection Fund.

**FOR SHYAM C. AGARWAL & CO.  
CHARTERED ACCOUNTANTS**

**Sd/-  
SHYAM C. AGARWAL  
(PROPRIETOR)  
M. NO. 31774  
PLACE: MUMBAI  
DATE: 30.05.2015**

**Annexure to the auditor's report  
To the Members of Anubhav Industrial Resources Limited**

Referred to in paragraph 3 and 4 of our report of even date

- (i) The Company has no fixed assets hence the said clause is not applicable to the company.
- (ii) The Company does not deal in any goods therefore the said clause is not applicable to the company.
- (iii) The Company during the period has not granted any loans to parties listed in the register maintained under section 189 of the Companies Act, 2013. Therefore, the provisions of the said clause are not applicable to the Company.
- (iv) In our opinion and according to the information and explanations given to us, there exist an adequate internal control system commensurate with the size of the Company and the nature of its business with regard to its business activities. During the course of our audit, we have not observed any continuing failure to correct major weakness in internal controls.
- (v) According to the information and explanation given to us, the company has accepted deposits from the public and the directives issued by the RBI and provision of section 73 to 76 or any other relevant provisions and rules of the 2013 act have been complied.
- (vi) As explained to us the requirement of maintenance of cost records under section 148(1) (d) of the Companies Act, 2013 does not apply to the company.
- (vii) In respect of statutory dues:
  - (a) According to the records of the Company, undisputed statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Sales Tax, Wealth Tax, Service Tax, duty of Customs, Duty of Excise, Value Added Tax, Cess and other material statutory dues have been generally regularly deposited with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at March 31, 2015 for a period of more than six months from the date of becoming payable.
  - (b) According to the information and explanations given to us, no disputed amounts payable in respect of the dues of Income Tax, Sales Tax, Wealth Tax, Service Tax, Duty of Excise, Value Added Tax, Cess were outstanding as at March 31, 2015.
  - (c) According to the information and explanations given to us, the Company does not require to transfer funds to Investor Education and Protection Fund.

- (viii) The company has accumulated losses of Rs 4,23,044 as at March 31, 2015. However the same is less than 50% of Net Worth of the company.
- (ix) According to the information and explanations given to us, the Company has not defaulted in any repayment to a financial institution, bank or debenture holders & therefore the said clause relating to maintenance of documents and records is not applicable.
- (x) According to the information and explanations given to us, the Company has not given guarantee for loans taken by others from banks or financial institutions.
- (xi) Company has not obtained term loan secured. Thus, said clause is not applicable.
- (xii) According to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the course of our audit.

**FOR SHYAM C. AGARWAL & CO.  
CHARTERED ACCOUNTANTS  
F.R. No. 110243W**

**Sd/-  
SHYAM C. AGARWAL  
(PROPRIETOR)  
M. NO. 31774**

**PLACE: MUMBAI  
DATE: 30.05.2015**

**PART I - Form of BALANCE SHEET**  
**ANUBHAV INDUSTRIAL RESOURCES LIMITED**  
**Balance Sheet as at 31st March 2015**

(in Rupees)

Particulars	Note No.	31st March 2015	31st March 2014
<b>I. EQUITY AND LIABILITIES</b>			
<b>1 Shareholders' funds</b>			
(a) Share capital	1	50,790,000	9,800,000
(b) Reserves and surplus	2	-423,044	-774,206
(c) Money received against share warrants			
<b>2 Share application money pending allotment</b>			
<b>3 Non-current liabilities</b>			
(a) Long-term borrowings			
(b) Deferred tax liabilities (Net)			
(c) Other Long term liabilities			
(d) Long-term provisions			
<b>4 Current liabilities</b>			
(a) Short-term borrowings			
(b) Trade payables			
(c) Other current liabilities			
(d) Short-term provisions	3	69,000	2,247
<b>TOTAL</b>		<b>50,435,956</b>	<b>9,028,041</b>
<b>II. ASSETS</b>			
<b>Non-current assets</b>			
<b>1 (a) Fixed assets</b>			
(i) Tangible assets			
(ii) Intangible assets			
(iii) Capital work-in-progress			
(iv) Intangible assets under development			
(b) Non-current investments	4	10,000,000	153,180
(c) Deferred tax assets (net)			
(d) Long-term loans and advances	5	38,718,716	8,359,359
(e) Other non-current assets			
<b>2 Current assets</b>			
(a) Current investments			
(b) Inventories			
(c) Trade receivables			
(d) Cash and cash equivalents	6	1,560,776	480,142
(e) Short-term loans and advances	7	156,464	35,360
(f) Other current assets			
<b>TOTAL</b>		<b>50,435,956</b>	<b>9,028,041</b>

Notes Forming Integral Part Of Financial Statements

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AS PER OUR REPORT OF EVEN DATE

**FOR SHYAM C. AGRAWAL & CO.**  
**CHARTERED ACCOUNTANTS**

**FOR ANUBHAV INDUSTRIAL RESOURCES LIMITED**

Sd/-  
**SHYAM C. AGRAWAL**  
**(PROPRIETOR)**  
**Membership No. : 31774**

Sd/-  
**SANTOSH MOHITE**  
**(DIRECTOR)**

Sd/-  
**VIDYA CHALKE**  
**(DIRECTOR)**

**PLACE: MUMBAI**  
**DATE: 30.05.2015**



**ANUBHAV INDUSTRIAL RESOURCES LIMITED**

**NOTE 1**

**Share Capital**

<u>Particulars</u>	<u>31st March 2015</u>	<u>31st March 2014</u>
<b><u>Authorised</u></b>		
60,00,000 Equity Shares of `10 each	60,000,000	
10,00,000 Equity Shares of `10 each		10,000,000
<b><u>Issued, Subscribed &amp; Paid up</u></b>		
50,79,000 Equity Shares of `10 each	50,790,000	
9,80,000 Equity Shares of `10 each		9,800,000
<b>Total</b>	<b>50,790,000</b>	<b>9,800,000</b>

**A) Reconciliation of shares outstanding**

<u>Particulars</u>	<u>Equity Shares</u>	
	<u>Number</u>	<u>Amount</u>
Shares outstanding at the beginning of the year	9,80,000	9,800,000
Shares Issued during the year	4,099,000	40,990,000
Shares bought back during the year	-	-
Shares outstanding at the end of the year	5,079,000	50,790,000

**B) Rights, preferences and restrictions attached to Equity shares**

The Company has one class of equity shares having a par value of ` 10 each. Each shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors, if any is subject to the approval of the shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after distribution of all preferential amounts, in proportion to their shareholding.

**C) Details of shareholders holding more than 5% shares in the company**

<u>SR NO</u>	<u>Name of Shareholder</u>	<u>31st March 2015</u>		<u>31st March 2014</u>	
		<u>No. of Shares</u>	<u>% of Holding</u>	<u>No. of Shares held</u>	<u>% of Holding</u>
1	Alpha Antibiotics Ltd			465,000	47.45
	TOTAL	-	-	465,000	47.45

**NOTE 2**

**Reserves & Surplus**

<u>Particulars</u>	<u>31st March 2015</u>	<u>31st March 2014</u>
<b><u>a. Surplus</u></b>		
Opening balance	-774,206	-806,753
(+) Net Profit/(Net Loss) For the current year	351,162	32,547
Closing Balance	-423,044	-774,206
<b>Total</b>	<b>-423,044</b>	<b>-774,206</b>

**NOTE 3**

**Short Term Provision**

<u>Particulars</u>	<u>31st March 2015</u>	<u>31st March 2014</u>
<b>(a) Other Provision</b>		
1 Audit Fees Payable	19,000	2,247
2 TDS payable	50,000	-
	<b>69,000</b>	<b>2,247</b>

**NOTE 4****Non- current Investments**

<u>Particulars</u>	31st March 2015	31st March 2014
(A) <b>Trade Investments</b> Quoted Equity Shares	-	-
(B) <b>Other Investemnst</b> Preference Shares of Sangam Infra Ltd Other Investment	10,000,000	- 153,180
	<b>10,000,000</b>	<b>153,180</b>

**NOTE 5****Long Term Loans and Advances**

<u>Particulars</u>	31st March 2015	31st March 2014
<b>a. Security Deposits</b> Unsecured, considered good	-	-
<b>b. Loans and advances</b> Secured, considered good Unsecured, considered good	25,954,119 12,764,597	8,359,359
	<b>38,718,716</b>	<b>8,359,359</b>
<b>Total</b>	<b>38,718,716</b>	<b>8,359,359</b>

**NOTE 6****Cash and cash equivalents**

<u>Particulars</u>	31st March 2015	31st March 2014
a. Balances with banks 1 Axix Bank - 643348 2 Axix Bank Ltd. 3 Balance with Scheduled Bank In CA 4 Balance with Scheduled Bank In FDR	1,301,073 941	- - 5,383 473,012
b. Cash in hand	258,762	1,747
<b>Total</b>	<b>1,560,776</b>	<b>480,142</b>

**NOTE 7****Short Term Loan & Advances**

<u>Particulars</u>	31st March 2015	31st March 2014
1 Income Tax Refund	4,485	4,485
2 Tax Credit u/s 115JAA	9,515	9,515
3 TDS Receivable	142,464	4,273
4 Interest on FDR	-	17,087
	<b>156,464</b>	<b>35,360</b>

**PART II - Form of STATEMENT OF PROFIT AND LOSS**  
**ANUBHAV INDUSTRIAL RESOURCES LIMITED**  
**Profit and loss statement for the year ended 31.03.2015**

( in Rupees)

Particulars	Refer Note No.	31st March 2015	31st March 2014
I. Revenue from operations		-	-
II. Other income	8	2,247,427	42,719
<b>III. Total Revenue (I + II)</b>		2,247,427	42,719
IV. Expenses:			
Employee benefits expense	9	263,000	-
Finance costs	10	3,938	1,068
Depreciation and amortization expense		-	-
Other expenses	11	1,629,327	17,490
Total expenses		1,896,265	18,558
<b>Profit before exceptional and extraordinary items and tax (III- V. IV)</b>		351,162	24,161
VI. Exceptional items			
<b>VII. Profit before extraordinary items and tax (V - VI)</b>		351,162	24,161
VIII. Extraordinary Items			
Provision for Diminution in the value of investment W/back			8,386
<b>IX. Profit before tax (VII- VIII)</b>		351,162	32,547
X Tax Expense:			
(1) Current tax		-	-
(2) Deferred Tax Assets Reversal		-	-
(3) Income Tax of Previous Years		-	-
<b>Profit (Loss) for the period from continuing operations (VII- XI VIII)</b>		351,162	32,547
XII Profit/(loss) from discontinuing operations			
XIII Tax expense of discontinuing operations			
<b>XIV Profit/(loss) from Discontinuing operations (after tax) (XII-XIII)</b>		-	-
<b>XV Profit (Loss) for the period (XI + XIV)</b>		351,162	32,547
XVI Earnings per equity share:			
(1) Basic		0.01	0.03
(2) Diluted		0.01	0.03

Notes Forming Integral Part Of Financial Staements

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AS PER OUR REPORT OF EVEN DATE

FOR SHYAM C. AGRAWAL & CO.  
 CHARTERED ACCOUNTANTS

FOR ANUBHAV INDUSTRIAL RESOURCES LIMITED

Sd/-  
 SHYAM C. AGRAWAL  
 (PROPRIETOR)  
 Membership No. : 31774

Sd/-  
 SANTOSH MOHITE  
 (DIRECTOR)

Sd/-  
 VIDYA CHALKE  
 (DIRECTOR)

PLACE: MUMBAI  
 DATE: 30.05.2015

**ANUBHAV INDUSTRIAL RESOURCES LIMITED**

**NOTE 8**

**Other Income**

Particulars	31st March 2015	31st March 2014
Interest Income	1,982,427	42,719
Commission Income	265,000	-
<b>Total</b>	<b>2,247,427</b>	<b>42,719</b>

**NOTE 9**

**Employee Costs**

Particulars	31st March 2015	31st March 2014
Salaries & Wages	240,000	-
Bonus	23,000	-
	<b>263,000</b>	<b>-</b>

**NOTE 10**

**Finance costs**

Particulars	31st March 2015	31st March 2014
Bank Charges	3,938	11,114
	<b>3,938</b>	<b>11,114</b>

**NOTE 11**

**Other Expenses**

SR No	Particulars	31st March 2015	31st March 2014
1	Advertisement Exp	8,640	-
2	Audit Fee	19,000	2,200
3	BSE Fees	561,800	-
4	CSDL Charges	19,102	-
5	DSE Fees	47,191	-
6	Electricity Charges	64,475	-
7	Office Maintenance	35,525	-
8	Legal & Professional Charges	20,000	2,900
9	MCX Stock Exchange Fee	241,574	-
10	NSDL Charges	7,866	-
11	Postage	-	4,800
12	Printing & Stationary	29,568	2,247
13	Rent Expenses	110,000	-
14	Roc Charges	406,086	2,000
15	Telephone & Internet Charges	21,350	-
16	Travelling & Conveyance Charges	26,150	43
17	Website Charges	11,000	3,300
	<b>Total</b>	<b>1,629,327</b>	<b>17,490</b>

**ANUBHAV INDUSTRIAL RESOURCES LIMITED**

AUDITOR'S NOTES FORMING PART OF ACCOUNTS & AUDITORS REPORT FOR THE YEAR ENDED ON 31 ST MARCH 2015.

**NOTE 17**

**1. Significant Accounting Policies:**

**AS -1 Disclosures of Accounting Policies**

1. The accounts are prepared in accordance with historical cost convention and mercantile system of Accounting is followed.

**AS-9 Revenue Recognition**

2. With respect to Income, Interest Income is provided on accrual basis.

**AS-13 Accounting for Investments**

3. Investments are valued as per AS-13 issued by ICAI.

**AS-17 Segment Reporting**

4. The company does not have any reportable geographical or business segment. Hence AS-17 is not applicable.

For SHYAM C. AGRAWAL & CO.  
Chartered Accountants  
FRN: 1102430W

For ANUBHAV INDUSTRIAL RESOURCES LTD

Sd/-  
SHYAM AGRAWAL  
(Proprietor)  
M.No. 031774

Sd/-  
Vidya Chalke  
(Director)

Sd/-  
Santosh Mohite  
(Director)

PLACE : MUMBAI  
DATED: 30.05.2015

**ANUBHAV INDUSTRIAL RESOURCES LIMITED**

**CASH FLOW STATEMENT ANNEXED TO THE BALANCE SHEET AS AT 31ST MARCH 2015**

(Amount in Rs.)

<b>PARTICULARS</b>	<b>2014-15</b>	<b>2013-14</b>
<b><u>CASH FLOW FROM OPERATING ACTIVITIES</u></b>		
Net Profit /(Loss) Before tax paid and extra ordinary items	351,162	32,547
Less : Current Tax	-	-
Less : Extra-ordinary items	-	-
	<u>351,162</u>	<u>32,547</u>
<b><u>Adjusted for :</u></b>		
Depreciation	-	-
Operating Profit/(Loss)before Working Capital Changes	<u>351,162</u>	<u>32,547</u>
<b><u>Adjusted for :</u></b>		
Long Term Provision	-	(3,596,887)
Short Term Provision	66,753	-
Trade Payable	-	-
Other Non- Current Asstes	-	-
<b>NET CASH FROM OPERATING ACTIVITIES</b>	<u><u>417,915</u></u>	<u><u>(3,564,340)</u></u>
	(A)	
<b><u>CASH FLOW FROM INVESTING ACTIVITIES</u></b>		
Proceeds from Sale of Investment	-	3,588,501
Payment for purchase of Investment	(9,846,820)	-
Making Loans to others entities	(30,359,357)	23,100
Short term Loans and Advances	(121,104)	(5,043)
<b>NET CASH FROM INVESTING ACTIVITIES</b>	<u><u>(40,327,281)</u></u>	<u><u>3,606,558</u></u>
	(B)	
<b><u>CASH FLOW FROM FINANCING ACTIVITIES</u></b>		
Proceeds from Issue of Share capital	40,990,000	-
<b>NET CASH FROM FINANCING ACTIVITIES</b>	<u><u>40,990,000</u></u>	<u><u>-</u></u>
	(C)	
Net increase in cash & cash equivalent (A+B+C)	1,080,633	42,218
Opening balance of cash & cash equivalent	480,142	437,924
Closing balance of cash & cash equivalent	<u><u>1,560,775</u></u>	<u><u>480,142</u></u>

Notes :

1. Cash & Cash equivalent consists of cash/cheques in hand and balance with banks.
2. Figures in brackets represent outflow.
3. Previous year figures have been regrouped/rearranged, wherever considered necessary.

**Auditors Certificate**

we have examined the above Cash Flow statement of M/s ANUBHAV INDUSTRIAL RESOURCES LIMITED for year ended March 31, 2015 has been prepared by the company in requirements of the listing agreement with the stock Exchange and is based on and in agreement with the corresponding profit & loss account and balance sheet of the company covered by our report of May, 30 2015 to member of the company.

for SHYAM C.AGARWAL & CO.  
Chartered Accountants  
Sd/-  
S.C.AGARWAL  
(PROPRIETOR)

Place: Mumbai  
Date: 30.05.2015

**ANUBHAV INDUSTRIAL RESOURCES LIMITED**  
**CIN: L17117CH1985PLC023819**  
**REGD. OFFICE:** SCO 2, Madhya Marg Sector – 26, Chandigarh- 160019.  
Tel.: 022-66970245 E-Mail: anubhavindustrial@gmail.com  
Website: [www.anubhavindustrialresources.com](http://www.anubhavindustrialresources.com)

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**ATTENDANCE SLIP**

**(To be presented at the entrance)**

<b>Members Name :</b>	DP ID _____
Proxy Name:	Folio No./Client ID _____

I/We hereby record my/our presence at the 30<sup>th</sup> Annual General Meeting of the Company held at the registered office of the Company situated at SCO 2, Madhya Marg Sector – 26, Chandigarh- 160019. On September 28, 2015 at 12.00 P.M.

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL JOINT SHAREHOLDER(S) MAY OBTAIN ADDITIONAL SLIP AT THE VENUE OF THE MEETING

---

**Signature of the Member/Proxy**

**ANUBHAV INDUSTRIAL RESOURCES LIMITED**

**CIN: L17117CH1985PLC023819**

**REGD. OFFICE:** SCO 2, Madhya Marg Sector – 26, Chandigarh- 160019.

Tel.: 022-66970245 E-Mail: [anubhavindustrial@gmail.com](mailto:anubhavindustrial@gmail.com)

Website: [www.anubhavindustrialresources.com](http://www.anubhavindustrialresources.com)

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**PROXY FORM**

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

Name of the Member(s): _____
Registered address: _____
_____
Email ID _____ Folio No./DP ID and Client ID _____

I/We being the member (s) of \_\_\_\_\_ shares of the above named Company hereby appointed

(1)  
Name: \_\_\_\_\_

—  
Address: \_\_\_\_\_

Email: \_\_\_\_\_ or failing him;

(2)  
Name: \_\_\_\_\_

— Address: \_\_\_\_\_

Email: \_\_\_\_\_ or failing him;

(3)  
Name: \_\_\_\_\_

Address: \_\_\_\_\_

Email: \_\_\_\_\_ or failing him;

as my / our proxy to vote for me/us on my our behalf at the **30<sup>th</sup> ANNUAL GENERAL MEETING** of the Company to be held at the registered office of the Company situated SCO 2, Madhya Marg Sector – 26, Chandigarh- 160019. the September 28, 2015 and at any adjournment thereof.



.No	Resolutions	Optional *`	
		For	Against
Ordinary Business			
1	Adoption of annual Accounts and Reports thereon for the financial year ended March 31, 2015.		
3	Appointment of M/s Shyam C.Agrawal & Co. as Statutory Auditors of the Company and to fix their remuneration for the financial year ended March 31, 2015.		
Special Business			
5	Appointment of Mr. Balkrishan Pradhan (Din No. 03370992) as a Director of the Company.		
4	Special Resolution under Section 180(1) (c) for approval of Shareholders for moneys to be borrowed including moneys already borrowed exceed sum of paid up capital and free reserves		
5	Adoption of new set of Articles of Association.		

Signed this..... day of ....., 2015.

Signature of the Shareholder.....

.....  
Signature of first proxy holder(s)



**Note:**

1. This form in order to be effective should be duly stamped, completed and signed and must be deposited at the Registered Office of the Company, **not less than 48 hours before the commencement of the meeting.**
2. For the resolutions, explanatory statements and notes please refer to the notice of 30<sup>th</sup> Annual General Meeting.
3. \* It is Optional to put 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all resolution, your proxy will be entitled to vote in the manner as he / she thinks appropriate.
4. Please complete all details including details of member(s) in the above box before submission.

**ANUBHAV INDUSTRIAL RESOURCES LIMITED**

CIN: L17117CH1985PLC023819

REGD. OFFICE: SCO 2, Madhya Marg Sector – 26, Chandigarh- 160019.

Tel.: 022-66970245 E-Mail: anubhavindustrial@gmail.com

Website: www.anubhavindustrialresources.com

**BALLOT FORM****ASSENT/ DISSENT FORM FOR VOTING ON AGM RESOLUTIONS**

1.	Name(s) & Registered Address of the sole / first named Member	:	
2.	Name(s) of the Joint-Holder(s) If any	:	
3.	Registered Folio No./ DP ID No & Client ID No.[Applicable to Members holding shares in dematerialized form]	:	
4.	Number of Shares(s) held	:	

I/ We hereby exercise my/our vote in respect of the following resolutions to be passed for the business stated in the Notice of the Annual general Meeting dated **Monday September 28, 2015**, by conveying my/ our assent or dissent to the resolutions by placing tick ( √ ) mark in the appropriate box below::

Resolution No.	Resolutions	For	Against
	<b>Ordinary Business:</b>		
1	To receive, consider and adopt the Financial Statements of the Company for the year ended 31 <sup>st</sup> March 2015 including audited Balance sheet as at 31 <sup>st</sup> March, 2015 and the statement of Profit & Loss for the year ended on that date and the Report of the Board of Directors and Auditors thereon.		
2	Appointment of M/s Shyam C. Agrawal & Co. as Statutory Auditors of the Company and to fix their remuneration for the financial year ended March 31 2015.		
	<b>Special Business:</b>		
3	Special Resolution under Section 180(1) (c) for approval of Shareholders for moneys to be borrowed including moneys already borrowed exceed sum of paid up capital and free reserves.		
4	Appointment of Mr. Balkrishan Pradhan (Din No. 03370992) as a Director of the Company.		
5	Adoption of new set of Articles of Association.		

Place:

Date:

\_\_\_\_\_  
Signature of the Member

Or

Authorised Representative

**Notes:**

- i) If you opt to cast your vote by e-voting, there is no need to fill up and sign this form.
- ii) Last date for receipt of Assent/ Dissent Form: **Sunday the 27<sup>th</sup> September, 2015 (5.00 pm IST)**
- iii) Please read the instructions printed overleaf carefully before exercising your vote.

## General Instructions

1. Shareholders have option to vote either through e-voting i.e. electronic means or to convey assent/dissent. If a shareholder has opted for physical Assent/Dissent Form, then he/she should not vote by e-voting and vice versa. However, in case Shareholders cast their vote through physical assent/dissent form and e-voting, then vote cast through e-voting shall be treated as valid.
2. The notice of Annual General Meeting is dispatch to the members whose names appear on the Register of Members as on **Friday the 28<sup>th</sup> August, 2015** and voting rights shall be reckoned on the paid-up value of the shares registered in the name of the shareholders as on the said date.
3. Voting through physical assent/ dissent form cannot be exercised by a proxy. However, corporate and institutional shareholders shall be entitled to vote through their authorised representatives with proof of their authorization, as stated below.

## Instructions for voting physically on Assent / Dissent Form

1. A member desiring to exercise vote by Assent/ Dissent should complete this (no other form or photocopy thereof is permitted) and send it to the Scrutinizer, at their cost to reach the Scrutinizer at the registered office of the Company on or before the close of working hours i.e. 5.00 pm on All Forms received after this date will be strictly treated as if the reply from such Member has not been received.
2. This Form should be completed and signed by the Shareholder (as per the specimen signature registered with the Company/ Depository Participants). In case of joint holding, this Form should be completed and signed by the first named Shareholder and in his absence, by the next named Shareholder.
3. In respect of shares held by corporate and institutional shareholders (companies, trusts, societies etc.) the completed Assent/ Dissent Form should be accompanied by a certified copy of the relevant Board Resolution/ appropriate authorization, with the specimen signature(s) of the authorized signatory (ies) duly attested.
4. The consent must be accorded by recording the assent in the column "FOR" or dissent in the column "AGAINST" by placing a tick mark (v) in the appropriate column in the Form. The assent or dissent received in any other form shall not be considered valid.
5. Members are requested to fill the Form in indelible ink and avoid filling it by using erasable writing medium(s) like pencil.
6. There will be one Assent/ Dissent Form for every folio / Client id irrespective of the number of joint holders.
7. A member may request for a duplicate Assent/ Dissent Form, if so required and the same duly completed should reach the Scrutinizer not later than the specified under instruction No.1 above.
8. Members are requested not to send any other paper along with the Assent / Dissent Form. They are also requested not to write anything in the Assent/ Dissent form except giving their assent or dissent and putting their signature. If any such other paper is sent the same will be destroyed by the Scrutinizer.
9. The Scrutinizers decision on the validity of the Assent/ Dissent Form will be final and binding.
10. Incomplete, unsigned or incorrectly ticked Assent/ Dissent Forms will be rejected.