

SARNIMAL INVESTMENT LIMITED

ANNUAL REPORT FOR THE FINANCIAL YEAR 2016-2017

Regd. Off: S-524, VIKAS MARG, SHAKARPUR, DELHI-110092

CIN: L65993DL1981PLC012431

Website: www.sarnimal.com

Email id: sarnimalinvestltd@gmail.com

DIRECTORS

NITIN AGARWAL (M. DIRECTOR)

PAYAL AGARWAL

SUDHIR KUMAR AGARWAL

RAJEEV GARG

AMIT AGGARWAL

**AUDITORS
MOON AND COMPANY
(CHARTERED
ACCOUNTANTS)**

SARNIMAL INVESTMENT LIMITED

REG. OFFICE-S-524, VIKAS MARG, SHAKARPUR, DELHI-110092
CIN-L65993DL1981PLC012431, EMAIL-sarnimalinvestltd@gmail.com

DIRECTORS' REPORT TO THE MEMBERS

Your Directors have pleasure in presenting the Annual Report of the Company together with the Audited Accounts for the financial year ended March 31, 2017.

FINANCIAL RESULTS

(Amount in Rs.)

	2016-17	2015-16
Sales and other Income from operations	6232334	2897452
Profit before interest, Depreciation and Tax	1872670	1381651
Financial Charges	1808400	1286691
Depreciation	-	-
Provision for Income Tax / Deferred Tax	19860	53574
Profit / Loss after Tax	44411	41386
Balance brought forward from previous year	(147017)	3086
Profit Available for Appropriation:-	(102606)	44472
CSR Expenditure	-	-
Dividend & Distribution Tax	-	-
Transferred to General Reserve	-	-
Balance Carried forward	(102606)	44472

DIVIDENDS

The management believes that the profits earned during the financial year must be retained and redeployed for the operations of the Company. As the Company needs further funds to enhance its business operations, upgrade the efficiency and to meet out the deficiencies in working capital, the Directors do not recommend any dividend on Equity Shares for the financial year 2016-17.

RESERVES

The Company has transferred ₹105648/- to the Reserve fund as required by the Section 45-IC of Reserve Bank of India Act, 1934 for the financial year ended on 31st March, 2017.

MAJOR IMPLICATIONS UNDER COMPANIES ACT, 2013

As required by the Companies Act, 2013, your Company has constituted following committees and their policies, namely:

- ✓ Audit Committee
- ✓ Nomination and Remuneration Committee & Policy
- ✓ Insider Trading Policy.

All other changes as required by the Act have been in place and we re-affirm our commitment to the highest level of Corporate Governance.

SHARE CAPITAL

The paid up Equity Share Capital as on 31st March, 2017 was ₹449.8 lakhs. During the year under review, the Company has sub divided its share capital from Rs. 10/- per share to Re. 1/- per share. The Company not issued shares with differential voting rights nor granted stock options nor sweat equity.

DEPOSITS

During the year under review the Company has not accepted any deposit falling within the meaning of section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENT

The Company has given loan or guarantees covered under the provisions of section 186 of the Companies Act, 2013.

INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. The internal Audit functions reports to the Chairman of the Audit Committee and to Chairman and Managing Director of the Company.

The Internal Audit monitors and evaluates the efficiency and adequacy of internal control systems in the company. It's compliances with operating systems, accounting procedure and policies at all locations of the Company.

NBFC REGISTRATION

The company has been registered with Reserve Bank of India as Non Banking Finance Company vide Registration No. B-14.02077 Dated 11th February, 2000. Your Company is categorized as a Non-deposit taking, Non-Banking Financial Company. The Company has not accepted any deposit from the public during the year pursuant to the provisions of Section 73 of Companies Act, 2013.

COMPLIANCE WITH RBI GUIDELINES

Your Company has complied with all the regulations of Reserve Bank of India as on 31st March, 2017; applicable to it as Non-Deposit taking Non-Banking Finance Company.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The information required to be furnished under section 134 (3)(m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 relating to Conservation of Energy, Technology absorption and Foreign Exchange earnings and outgo is **annexed in “ Annexure A” herewith** and forming part of this report.

INDUSTRIAL RELATIONS

During the year under review, your Company enjoyed cordial relationship with workers and employees at all level.

DIRECTORS

Mr. Amit Aggarwal DIN: 02504414 is liable to retire by rotation at the ensuing Annual General Meeting and being eligible offer herself for reappointment.

Mr. Sudhir Kumar Agarwal (DIN-00024935), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 22nd August, 2017. A notice pursuant to Section 160 of the Companies Act, 2013 along with deposit of requisite amount has been received from a member signifying his intention to propose him as a candidate for the office of Director.

Mr. Vinod Kumar Jain has resigned from the directorship in the company w.e.f 22.08.2017.

All Independent Directors have given declarations that they meet the criteria of independence as laid down under section 149 (6) of the Companies Act, 2013 and clause 49 of the Listing Agreement.

MEETING OF BOARD OF DIRECTORS

During the year 5 Board Meetings and four Audit Committee Meetings were convened and held. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

During the year April 01, 2016 to March 31, 2017, the board of directors met 5 times 30/05/2016, 13/08/2016, 01/09/2016, 12/11/2016, and 13/02/2017.

DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to Section 134 (3c) of the Companies Act, 2013, your Directors report as under:

- a) That in the preparation of the annual accounts, the applicable accounting standards have been followed.

- b) 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.
- c) That the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- d) That the Directors have prepared the annual accounts on a going concern basis.
- e) That the Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and operating effectively.
- f) That the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

RELATED PARTIES TRANSACTIONS

There are no materially significant related party transactions made by the Company with the Promoters, Key Management Personnel or other designated persons which may have potential conflict with interest of the Company at large.

SUBSIDIARY COMPANIES, JOINT VENTURES & ASSOCIATE COMPANIES

As on 31st March 2017, the Company has Wholly Owned Subsidiary namely:-

- Winlin Tradelink Limited. incorporated on 14.02.2017
- Arcane Buildtech Limited incorporated on 17.02.2017

CONSOLIDATED FINANCIAL STATEMENT

As Consolidated Accounts of its subsidiaries for the year ended 31st March, 2017 is not applicable as the new Subsidiary company is incorporated on 14.02.2017 and 17.02.2017 , as the time limit of maintaining annual account of subsidiaries is not exceed as per companies act 2013 .

CODE OF CONDUCT

The Board of Directors has approved a Code of Conduct which is applicable to the Members of the Board and all employees in the course of day to day business operations of the Company.

SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

As per the SEBI Circular No. **SEBI/LAD-NRO/GN/2015-16/013** dated 2nd September, 2015 of Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements)

Regulations, 2015, the Paid up equity capital as on the last day of previous financial year i.e. on 31st March 2017 was Rs. 44,980,000 and Net Worth was Rs. 45,543,259.

Therefore, in terms of the said circular the compliance with the corporate governance provisions as specified in **Regulations 17, 18, 19, 20, 21,22, 23, 24, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C , D and E of Schedule V shall not apply** in our Company

COMPOSITION OF AUDIT COMMITTEE

The Audit Committee of the Company has been duly constituted having three members namely:-

- i) Mr. Vinod Kr. Jain (Chairman) (up to 22.08.2017)
- ii) Mr. Rajeev Garg
- iii) Mr. Amit Aggarwal

PREVENTION OF INSIDER TRADING

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company and during the period when the Trading Window is closed. The Board is responsible for implementation of the Code.

All Board Directors and the designated employees have confirmed compliance with the code.

AUDITORS REPORTS/ SECRETARIAL AUDIT REPORTS:

M/s Moon and Company, Chartered Accountant, who have been the Statutory Auditors of the Company retire at the conclusion of this Annual General Meeting and being eligible offer themselves for re-appointment.

Pursuant to provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the Company has appointed **M/s K S MANISH & ASSOCIATES., Company Secretary in Practice** to undertake the Secretarial Audit of the Company. The Secretarial Audit Report is annexed herewith as "**Annexure B**".

There are no qualifications, reservations or adverse remarks or disclaimers made by Statutory Auditors & Secretarial Auditors in their reports.

EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON 31ST March, 2017

The details forming part of the extract of the Annual Return in form MGT-9 is annexed herewith as "**Annexure C**".

PARTICULARS OF EMPLOYEES

Information as per Section 134 of the Companies Act, 2013 read with Companies (Particulars of Employees) Rules, 1975 are given in the statement which forms a part of this report. However as per the provisions of section 136 of the Companies Act, 2013, the report and accounts are being sent to all shareholders of the Company excluding the aforesaid information. Any shareholder interested in obtaining a copy of the particulars may write to the Company's Registered Office.

ACKNOWLEDGEMENT

Your Directors place on record their sincere appreciation of the services rendered by the employees of the Company. They are grateful to shareholders, bankers, depositors, customers and vendors of the company for their continued valued support. The Directors look forward to a bright future with confidence.

By Order of the Board
For **SARNIMAL INVESTMENT LIMITED**

Place: Delhi
Dated: 01/09/2017

Nitin Agarwal
(M. Director)
DIN: 03122245

Rajeev Garg
(Director)
DIN: 02216829

ANNEXURE "A" TO THE DIRECTORS' REPORT

Information pursuant to the Companies (Accounts) Rules, 2014.

i) Conservation of Energy

As the Company is a Non Banking Financial Company, therefore, there is no extra-ordinary consumption of energy.

ii) Technology Absorption

The Company is not involved in any activity related to technology absorption, during the period under the review.

iii) Foreign Exchange Earnings & Outgo

There were no foreign exchange earnings as well as outgo of the Company during the year under report.

ACKNOWLEDGMENT

Your Directors would like to express their grateful appreciation for assistance and Co-operation received from the financial institutions, Government Authorities, Customers, Vendors and Members during the year under review. Your Directors, also wish to place on record their deep sense of appreciation for the committed services of executives, staff and workers of Company.

By Order of the Board
For **SARNIMAL INVESTMENT LIMITED**

Place: Delhi
Dated: 01/09/2017

Nitin Agarwal
(M. Director)
DIN: 03122245

Rajeev Garg
(Director)
DIN: 02216829

CERTIFICATION BY MANAGING DIRECTOR

I, Nitin Agarwal, Managing director of the Company hereby certify to the Board of Directors that:-

- 1) We have reviewed financial statement and the cash flow statement for the period ended 31.03.2016 and that to the best of our knowledge and belief:
 - a) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - b) These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- 2) There are, to the best of our knowledge and belief, no transaction entered into by the company during the period, which is fraudulent, illegal or violative of the company's code of conduct.
- 3) Further, we accept responsibility to establishing and maintaining internal controls for financial reporting and Accordingly, we have evaluated the effectiveness of the internal control systems of the company pertaining to financial reporting and I have disclosed to the auditors and the Audit committee, deficiencies in the design or operation of the internal controls, if any of which we are aware and the steps have been taken or propose to take rectify these deficiencies.
- 4) I have indicated to the auditors and audit committee that:-

- a) There are no significant changes in the internal control over the financial reporting during the period;
- b) There are no significant changes in accounting policies during the period and that the same have been disclosed in the notes to the financial statements;
- c) There were no instances of significant fraud of which we came to know and involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting

For and On behalf of the Board of Directors

Place: Delhi
Date: 01/09/2017

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Nitin Agarwal
(Managing Director)
DIN: 03122245

ANNEXURE "B" TO DIRECTORS REPORT

**Form No. MR-3
SECRETARIAL AUDIT REPORT**

For The Financial Year Ended 31st March, 2017

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

To,
The Members,
SARNIMAL INVESTMENT LIMITED
S-524, Vikas Marg,
Shakarpur, Delhi-110092

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Sarnimal Investment 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 Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended 31st March, 2017 (Audit Period) complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance- mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2017 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Reserve Bank of India Act, 1934 and rules made there under;
- (iii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iv) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (v) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; **(No Fresh FDI, ODI and ECB was taken by the Company during the Audit Period)**
- (vi) The Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') viz.:-
 - (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; **(Company did not issue any securities during the Audit Period);**
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; **(company has not grant any option to its employee during the Audit Period)**
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Company did not issue any debt securities during the Audit Period)**
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not Applicable to the company during the period under review)**
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not Applicable to the company during the period under review)**
- (vii) Other laws applicable to the Company as per the representations made by the Management.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India have been notified w.e.f. 1st July, 2015.
- (ii) The Listing Agreements entered into by the Company with BSE Limited and SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 (effective from 1st December, 2015)

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

Based on the information received and records maintained, we further report that,

1. Pursuant to Section 203 of the Companies Act, 2013, the Company was required to appoint Company Secretary and Chief Financial Officer, however despite the best efforts, company could only appoint Mr. Nitin Agarwal as Chief Financial Officer of the Company on 26.05.2017
2. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors and the changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
3. Adequate notices were given to all directors to schedule the Board Meetings, Agenda and detailed notes on agenda were sent at least seven days in advance with the proper compliances of the provisions of Companies Act, 2013. Some meetings were held on shorter notice with the proper compliances of applicable provisions of Companies Act, 2013 and rules made there under.
4. Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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. And In respect of other laws specifically applicable to the Company, I have relied on information/records produced by the Company during the course of my audit and the reporting is limited to that extent.

We further report that during the audit period, there were no instances of:

- i. Public/Right/preferential/debentures/sweat equity, etc.
- ii. Redemption / buy-back of securities
- iii. Any approval taken from members in pursuance to section 180 of the Companies Act, 2013
- iv. Merger / amalgamation / reconstruction, etc.
- v. Foreign technical collaborations

**For K S MANISH & ASSOCIATES
(COMPANY SECRETARIES)**

Manish Kumar Singh
(Proprietor)
ACS 50295
CP 18237

Date: 01/09/2017
Place: New Delhi

To,

The Members,
SARNIMAL INVESTMENT LIMITED
S-524, Vikas Marg,
Shakarpur, Delhi-110092

Sub: Secretarial Audit for the Financial Year ended March, 2017 of even date is to be read 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. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For K S MANISH & ASSOCIATES
(COMPANY SECRETARIES)

Manish Kumar Singh
(Proprietor)
ACS 50295
CP 18237

Date: 01/09/2017
Place: New Delhi

ANNEXURE "C" TO DIRECTORS REPORTS

**Form No. MGT-9
EXTARCT OF ANNUAL RETURN
AS ON THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2017**

{Pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014}

1. REGISTRATION AND OTHER DETAILS:-

(I)	CIN	:	L65993DL1981PLC012431
(II)	Registration Date	:	09/12/1981
(III)	Name of the Company	:	Sarnimal Investment Limited
(IV)	Category/ Sub Category of the Company	:	Public Listed Company
(V)	Address of the Registered office	:	S-524, Vikas Marg, Shakarpur, Delhi-110092
(VI)	Company Listed	:	Metropolitan Stock Exchange of India
(VII)	Name & Address & Contact Details of RTA	:	Skyline Financial Services Private Limited, D-153A, Okhla Industrial Area, Phase-I, New Delhi-110020

2. Principal Business Activities of the Company: Company is engaged in to the investment activities and registered as a Non Banking Financial Company with the Reserve Bank of India.

3. Particulars of Holding, Subsidiary and Associates Companies

S. No.	Name & Address of the Company	CIN/ GIN	Holding / Subsidiary / Associates	% of shares held	Applicable Section
1.	WINLIN TRADELINK LIMITED	U74999DL2017PLC312876	Subsidiary	100%	2(87)
2.	ARCANE BUILDTECH LIMITED	U70200DL2017PLC313124	Subsidiary	100%	2(87)

4. Share holding Pattern (Equity Share Capital Breakup as percentage of Total Equity)

1) Category Wise Shareholding

Category of Shareholders	No. Of Shares held at the beginning of the year 01.04.2016				No. Of Shares held at the end of the year 31.03.2017				% Change during the year*
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A) Promoter									
1) Indian									
A) Individual /HUF	NIL	2000	2000	0.00	N.A	2000	2000	0.00	00
a) Central Govt.	0	0	0	0	0	0	0	0	0
b) State Govt.	0	0	0	0	0	0	0	0	0
c) Bodies Corporate	0	0	0	0	0	0	0	0	0
d) Banks/ FI	0	0	0	0	0	0	0	0	0
e) Any other	0	0	0	0	0	0	0	0	0
Sub Total (A) (1)	NIL	2000	2000	0.00	0	2000	2000	0.00	00
(2) Foreign									
a) NRIs- Individual	0	0	0	0	0	0	0	0	0
b) Other- Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0

d) Banks/ FI	0	0	0	0	0	0	0	0	0
e) Any other	0	0	0	0	0	0	0	0	0
Total shareholding of Promoter(A) = (A) (1) + (A) (2)	NIL	2000	2000	0.00	0	2000	2000	0.00	00
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks/ FI	0	0	0	0	0	0	0	0	0
c) Central Govt.	0	0	0	0	0	0	0	0	0
d) State Govt.	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Company	0	0	0	0	0	0	0	0	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
2. Others	0	0	0	0	0	0	0	0	0
2. Non-Institutions	0	0	0	0	0	0	0	0	0
a. Bodies Corp.	250000	15000	265000	0.59	250000	15000	265000	0.59	0
i. Indian Overseas	0	0	0	0	0	0	0	0	0

b) Individual									
1) Individual shareholders	15613000	1703000	17316000	38.5	13930000	1575000	15505000	34.47	-4.03%

holding nominal share capital upto Rs. 2 Lakh									
ii) Individual shareholders holding nominal share capital in excess of Rs. 2 Lakh	25725000	1672000	27397000	60.09	22100000	1672000	23772000	52.85	-7.24
c. other Specify TRUST NRI CLEARING MEMBERS	000	0000	0000	0000 0	000	000	000	000	0
HUF	0	0	0	0	5308000	128000	5436000	12.09	12.09
Sub Total (B)(2)	41588000	3390000	44978000	100	41588000	3390000	44978000	100	0
Total Public Shareholding (B)=(B)(1) +(B)(2)	41588000	3390000	44978000	100	41588000	3390000	44978000	100	0
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total(A+B +C)	41588000	3392000	44980000	100	41588000	3392000	44980000	100	NIL

*The change in share capital is calculated on the Weighted Average paid up share capital of current year and previous year.

(ii) Shareholding of Promoters

S.no.	Shareholders Name	Shareholding at the beginning of the Year			Shareholding at the end of the Year			
		No. of Shares	% of Total shares of the Co-mpany	% of Shares Pledge d/encumbered to	No. of Shares	% of total shares of the compa ny	% of shares Pledged/e ncumbered to total shares	% Change in share holding during the year

				Total shares					
1	P.K. Jain	2000	0	0	2000	0	0		0
Change in Promoters Shareholding (Please specify , if there is no change)									
S.No.		Shareholding at the beginning of the year			Cumulative Shareholding during the year				
		No. of shares	% of Total shares of the company		No. of shares			% of Total shares of the company	
	At the beginning of the year	N.A.	N.A.		N.A.			N.A.	
	Date wise Increase/ Decrease in Promoter s Share holding during the year specifying the reasons for increase/ decrease (e.g.allot ment, transfer/ bonus,/ sweat equity etc.)	N.A.	N.A.	N.A.	N.A	N.A.	N.A.	N.A.	N.A.
	At the end of the year	N.A.	N.A.	N.A.	N.A	N.A.	N.A.	N.A.	N.A.
(iv) Shareholding Pattern of Top ten Shareholders (other than Directors , Promoters and Holders of GDRs and ADRs):									
S.No.		Shareholding of the year		Cumulative Shareholding during the year					
	For each of the Top 10 Shareholders	No. of shares	% of Total shares of the company		No. of shares			% of Total shares of the company	
1	DINESH GUPTA	1250000	2.78		0			2.78	
2	RUCHI GUPTA	1250000	2.78		0			2.78	
3	KIRAN MAKRANI	875000	1.95		0			1.95	
4	SANDIP MEHRA	750000	1.67		0			1.67	
5	MANISH YADAV	700000	1.56		0			1.56	
6	SHASHI YADAV	700000	1.56		0			1.56	
7	SEEMA	700000	1.56		0			1.56	

	AGARWAL				
8	AKSHAT AGRAWAL	700000	1.56	0	1.56
9	SANJEEV AGARWAL	625000	1.39	0	1.39
10	RAVI MALIK	600000	1.33	0	1.33

(v) Shareholding of Directors and Key Managerial Personnel:					
Name		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of Total shares of the company	No. of shares	% of Total shares of the company
PAYAL AGARWAL	At the beginning of the year	NIL	NIL	----	----
	Date wise Increase/ Decrease in Promoters Share holding during the year specifying the reasons for increase/ decrease	----	-----	-----	-----
	At the end of the year	-----	-----	-----	-----
VINOD KR JAIN	At the beginning of the year	NIL	NIL	----	----
	Date wise Increase/ Decrease in Promoters Share holding during the year specifying the reasons for increase/ decrease	-----	-----	-----	-----
	At the end of the year	-----	-----	-----	-----
RAJEEV GARG	At the beginning of the year	NIL	NIL	-----	-----

	Date wise Increase/ Decrease in Promoters Share holding during the year specifying the reasons for increase/ decrease	-----	-----	-----	-----
	At the end of the year		-----	-----	-----
AMIT AGRAWAL	At the beginning of the year	-----	-----	-----	-----
	Date wise Increase/ Decrease in Promoters Share holding during the year specifying the reasons for increase/ decrease	-----	-----	-----	-----
	At the end of the year	-----	-----	-----	-----
NITIN AGARWAL	At the beginning of the year	-----	-----	-----	-----
	Date wise Increase/ Decrease in Promoters Share holding during the year specifying the reasons for increase/ decrease	-----	-----	-----	-----
	At the end of the year	-----	-----	-----	-----
V. INDEBTEDNESS					
Indebtedness of the Company including interest outstanding/ accrued but not due for payment					
Indebtedness at the beginning	Secured Loans excluding deposits	Unsecured Loans	Deposit	Total Indebtedness	

g of the financial year				
1)Principal Amount ii)Interest due iii)Interest accrued but not due	NIL	NIL	NIL	NIL
Total (i+ii+iii)	NIL	NIL	NIL	NIL
Change in Indebtedness during the financial year a)addition b)Reduction	NIL NIL	38516873	NIL	38516873
Net Change	NIL	38516873	NIL	38516873
Indebtedness at the end of the Financial year 1)Principal Amount ii)Interest due but not paid iii) Interest accrued but not due	NIL NIL	NIL NIL	NIL NIL	NIL NIL
Total(i+ii+iii)	NIL	38516873	NIL	38516873

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole –time Directors and/ or Manager (Amt in Lakhs)

S.No.	Particulars of Remuneration	Name of MD/WTD/Manager					Total Amount (
1	Gross Salary	NITIN AGARWAL	RAJIV GARG	Mrs. PAYAL AGARWAL	VINOD KR JAIN	AMIT AGARWAI	
	a) Salary as						

	per provisions contained in sec 17(1) of the Income Tax Act, 1961	NIL	NIL	NIL	NIL	NIL	NIL
	b) Value of Perquisites u/s 17(2) Income Tax Act, 1961	NIL	NIL	NIL	NIL	NIL	NIL
	c) Profits in lieu of Salary under sec.17(3) Income Tax Act, 1961	NIL	NIL	NIL	NIL	NIL	NIL
2.	Stock Option	NIL	NIL	NIL	NIL	NIL	NIL
3.	Sweat Equity	NIL	NIL	NIL	NIL	NIL	NIL
4.	Commission -as% of Profit -other specify	NIL	NIL	NIL	NIL	NIL	NIL
5.	Other , Please Specify	NIL	NIL	NIL	NIL	NIL	NIL
	Total as per the Act	NIL	NIL	NIL	NIL	NIL	NIL

VII. PENALTIES /PUNISHMENT/COMPOUNDING OF OFFENCES					
Type	Section of the Companies Act	Brief Description	Details of penalty/ Punishment/ Compounding fees impose	Authority [RD/NCLT/COURT]	Appeal made if any(give details)
A. Company					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
B. Director					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL

Compounding	NIL	NIL	NIL	NIL	NIL
C. Other Officers in Default					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL

DECLARATION BY MANAGING DIRECTOR

I, Nitin Agarwal, Managing Director of **Sarnimal Investment Limited** hereby declare that all the board members and senior managerial personnel have affirmed for the year ended 31st March, 2016 compliance with the code of conduct of the company laid down by them.

Place: Delhi
Date: 01/09/2017

for and on behalf of the Board

**Nitin Agarwal
(Managing Director)
DIN: 03122245**

MANAGEMENT DISCUSSION & ANALYSIS

BUSINESS SCENARIO

The Company is exploring alternative avenues for business opportunities and wish to explore area of activity. The Company is trying its best to keep its expenses in check in spite of inflationary trends and to revive the business of the Company. Barring unforeseen circumstances- we expect better performance in the current year.

The year has ended with a Net Profit after Tax of 44,411/- as against Net Profit after Tax of 41386/- of last year.

MANAGEMENT OF RISK

Management of risk to the business is continuous challenge for any organization growing in size and enhancing its purpose. The traditional risk factors like client risks, industry segment risks and economic risk are well understood and the means to handle them are also fairly established.

INTERNAL CONTROLS & SYSTEMS

The company ensures existence of adequate internal control through policy and procedures to be followed by the executives at various levels in the company. The operating managers ensure compliance within their areas. The Company has internal Audit system to carry out extensive checking and test and report non-compliance/weakness, if any through internal Audit Reports on the respective areas .These reports along with reports on compliance made thereafter are reviewed by the Audit Committee of the Board.

HUMAN RESOURCE

Management relation with the employees remains cordial. The Company's Human Resources philosophy is to establish and build a strong performance and competency drive culture with greater senses of accountability and responsibility. The industrial relations scenario remained peaceful and harmonious.

Place: Delhi
Date: 01/09/2017

for and on behalf of the Board

Nitin Agarwal
(Managing Director)
DIN: 03122245

INDEPENDENT AUDITOR’S REPORT

TO THE MEMBERS OF SARNIMAL INVESTMENT LIMITED

We have audited the accompanying financial statements of Sarnimal Investment Limited (“the Company”), which comprise the Balance Sheet as at March 31, 2017 and the Statement of Profit and Loss and the Statement of cash flows for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management’s Responsibility for the Financial Statements

The Company’s Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 (“the Act”) with respect to the preparation of these Standalone financial statements that give a true and fair view of the financial position and 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 maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone 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.

In conducting 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 there under.

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the standalone 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 standalone financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the standalone 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 aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2017, and its profits and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143 (3) of the Act, we report that:

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- (c) The Balance Sheet, the Statement of Profit and Loss dealt with by this Report are in agreement with the books of account.
- (d) In our opinion, the aforesaid Standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the directors as on March 31, 2017 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2017 from being appointed as a director in terms of Section 164 (2) of the Act.
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "**Annexure A**".

(g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

- i. The Company does not have any pending litigations which would impact its financial position.
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- iv. The Company has provided requisite disclosures in its financial statements as to holdings as well as dealings Specified Bank Notes (SBNs) as defined in Notification S.O. 3407(E) dated November 8, 2016 of ministry of finance during the period from November 08, 2016 to December 31, 2016 and these are in accordance with the books of accounts maintained by the company.

2. As required by Companies (auditor's report) Order, 2016 ("The Order") issued by Central government in terms of section 143(11) of the Act, we give in "**Annexure B**" a statement of matters specified in paragraphs 3 and 4 of the Order.

For Moon And Company
Chartered Accountants
(Firm's Registration No. 024693N)

MOON GOYAL
(Partner)
Membership Number: 523034

Place: New Delhi
Date: May 29, 2017

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

(Referred to the paragraph 1(f) under "Report on Other Legal & Regulatory matters" section of our report of even date)

Report on the Internal Financial Controls Over Financial Reporting Under Clause (I) of sub section (3) of Section 143 of The Companies Act, 2013 ('the Act')

We have audited the internal financial controls over financial reporting of Sarnimal Investment Limited ("the Company") as of March 31, 2017 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for the Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit.

We conducted our audit in accordance with Guidance Note of Audit of Internal Financial Controls over Financial Reporting (the 'Guidance Note') and the Standards on Auditing prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting were established and maintained and if such controls operated effectively in all material aspects.

Our audit involves performing procedures to obtain audit evidence about adequacy of the internal financial controls over financial reporting and their operating effectiveness.

Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditors' judgment, including the

assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and preparation of financial statements for external purpose in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting included those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and disposition of the assets of the company; (2) provide reasonable assurance that transaction are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of the Management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detections of unauthorized accusation, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Control over Financial Reporting

Because of the inherent limitations of internal financial control over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of internal financial control over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

Opinion

In our opinion, to the best of our information and explanations given to us, the company has, in all material respects, an adequate the internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note of Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For Moon And Company
Chartered Accountants
(Firm's Registration No. 024693N)**

**MOON GOYAL
(Partner)
Membership Number: 523034**

**Place: New Delhi
Date: May 29, 2017**

ANNEXURE 'B' TO THE INDEPENDENT AUDITORS' REPORT

[Referred to in paragraph 2 under 'Report on Other Legal and Regulatory Requirements' of our Report of even date]

- (i) According to the information and explanations given to us, the company has already claimed full depreciation for the fixed assets and hence the company is not having any fixed assets as on 31st march, 2017.
- (ii) As explained to us, the inventories were physically verified during the year by the management at the reasonable intervals and no material discrepancies were noticed on physical verification.
- (iii) According to the information and explanations given to us, the Company has granted interest free unsecured loans to two wholly owned subsidiary companies covered in the Register maintained under Section 189 of the Companies Act, 2013; and the provisions of Clause 3(iii) [(a), (b), (c)] of the said Order are not applicable to the Company as they are wholly owned companies.
- (iv) The company has given loans to its wholly owned companies and not given any guarantees and security according to provisions of section 185 and 186 of the Companies Act, 2013: and therefore, the provision of Clause 3(iv) of the said Order is not applicable to the Company.
- (v) Based on our scrutiny of the company's records and according to the information and explanation given to us, in our opinion the Company has not accepted any deposits from the public within the meaning of Rule 2 of the Companies (Acceptance of Deposits) Rules, 2014 or any directives issued by the Reserve Bank of India.
- (vi) As informed to us, the Central Government has prescribed for maintenance of cost records under sub-section (1) of Section 148 of the Act and company has been maintained such accounts and records.
- (vii) In respect of statutory dues:
 - (a) According to the records of the Company and information and explanations given to us, the Company has generally been regular in depositing undisputed statutory dues, including Income Tax, Tax Deducted at Sources, Service Tax and other material statutory dues applicable to it, with the appropriate authorities.
 - (b) According to the information and explanations given to us, there were no undisputed amounts payable in respect of Income Tax, Tax Deducted at Source, Service Tax and other material statutory dues in arrears/were outstanding as at March 31, 2017 for a period of more than six months from the date they became payable.
- (viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to financial institutions and banks.

- (ix) The Company has applied raised term loans for the purpose for which they are raised. The company has not raised any money from initial public offer or further public offer (including debt instruments).
- (x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the year.
- (xi) In our opinion and according to the information and explanations given to us, the company has paid/provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read Schedule V of the Act.
- (xii) In our opinion and to the best of our information and according to the explanations given by the management, we are of the opinion that the company is not a Nidhi. Hence, in our opinion, the requirements of Clause 3(xii) of the Order do not apply to the company.
- (xiii) In our opinion and to the best of our information and according to the explanations given by the management, Transactions with the related parties are in compliance with sections 188 of Companies Act, 2013 and section 177 of Companies Act, 2013 is not applicable to the said company.
- (xiv) The Company has not made any preferential allotment of shares to parties during the year. Accordingly, the provisions of Clause 4(xiv) of the Order are not applicable to the Company.
- (xv) In our opinion and to the best of our information and according to the explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of Clause 4(xv) of the Order are not applicable to the Company.
- (xvi) In our opinion and to the best of our information and according to the explanations given by the management, the company is already registered under section 45-IA of the Reserve Bank of India Act, 1934.

For Moon And Company
Chartered Accountants
Firm Registration No.: 024693N

MOON GOYAL
(Partner)
Membership No.: 523034

Place: New Delhi
Date: May 29, 2017

Sarnimal Investment Limited

S-524, Vikas Marg, Shakarpur, Delhi - 110092

(CIN : L65993DL1981PLC012431)

Balance Sheet as at 31st March 2017

(Amount in Rs.)

Particulars	Note No.	Year ended 31st, March 2017	Year ended 31st, March 2016
<u>EQUITY AND LIABILITIES</u>			
Shareholders' Fund			
Share Capital	2	4,49,80,000	4,49,80,000
Reserves and Surplus	3	5,63,259	5,18,848
Non-Current Liabilities			
Long term Loans	4	6,83,86,560	3,60,16,873
Current Liabilities			
Other Current Liabilities	5	47,19,633	4,45,000
Short-Term Provisions	6	3,16,996	1,91,489
TOTAL		11,89,66,448	8,21,52,210
<u>ASSETS</u>			
Non-Current Assets			
Fixed Assets:			
Tangible Assets		-	-
Non Current Investments	7	30,00,000	50,00,000
Deffered Tax Assets (net)		56,955	56,955
Current Assets			
Inventories		4,01,400	-
Cash and Cash Equivalents	8	11,61,873	79,369
Short-Term Loans and Advances	9	11,34,00,195	7,65,95,595
Other Current Assets	10	9,46,025	4,20,290
TOTAL		11,89,66,449	8,21,52,210
Significant Accounting policies	1		
other Notes Forming part of the financial statements	1-20		
Notes referred to herein from an integral part of the Financial statements			
For and on behalf of the Board of Directors of Sarnimal investment Limited			
Nitin Agarwal (Managing Director) DIN - 03122245	Payal Agarwal (Director) DIN - 00920334	Nitin Agarwal (C.F.O.)	
			As per our report of even date attached For: M/s Moon and Company Chartered Accountants F.R.N. 024693N CA. Moon Goyal (Partner) M. No. 523034
Place: New Delhi Date: 29/05/2017			

Sarnimal Investment Limited

S-524, Vikas Marg, Shakarpur, Delhi - 110092

(CIN : L65993DL1981PLC012431)

Statement of Profit and Loss for the year 31st March, 2017

(Amount in Rs.)

PARTICULARS	Note No.	Year ended 31st March, 2017	Year ended 31st March, 2016
INCOME:			
Revenue from Operations	11	-	2,53,783
Other Income	12	62,32,334	26,43,669
Total (I)		62,32,334	28,97,452
EXPENSES:			
Purchases & Share Transactions		39,27,305	-
Changes in Inventories of Stock-in-Trade	13	(4,01,400)	-
Employee Benefits Expenses	14	5,50,588	6,50,600
Finance Cost		18,08,400	12,86,691
Depreciation and Amortisation Expenses		-	-
Administrative & Other Expenses	15	1,77,523	7,76,416
Contingent Provision for Standard Assets (@ 0.3% of outstanding standard assets as per RBI Notification)		1,05,648	88,785
Total (II)		61,68,064	28,02,492
Profit before Exceptional and Extraordinary items and Tax (I-II)		64,270	94,960
Exceptional Items		-	-
Profit before Extraordinary items and Tax		64,270	94,960
Extraordinary Items		-	-
Profit Before Tax		64,270	94,960
Tax Expenses:			
(1) Current Tax		19,859	53,574
Less: Mat Credit Entitlement		-	-
(2) Deferred Tax		-	-
Profit / (Loss) for the Period transferred to Reserve & Surplus		44,411	41,386
Earning per Equity Share:			
(1) Basic		0.001	0.00
(2) Diluted		0.001	0.00
Significant Accounting policies	1		
Other notes forming part of the financial statements	1-20		

Notes referred to herein from an integral part of the Financial statements

For and on behalf of the Board of Directors of
Sarnimal investment Limited

As per our date of even date attached
For: M/s Moon and Company
Chartered Accountants
F.R.N. 024693N

Nitin Agarwal
(Managing Director)
DIN - 03122245

Payal Agarwal
(Director)
DIN - 00920334

Nitin Agarwal
(C.F.O.)

CA. Moon Goyal
(Partner)
M. No. 523034

Place: New Delhi
Date: 29/05/2017

Sarnimal Investment Limited

S-524, Vikas Marg, Shakarpur, Delhi - 110092

(CIN : L65993DL1981PLC012431)

CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31.03.2017

(Amount in Rs.)

PARTICULARS	As at 31st March, 2017	As at 31st March, 2016
A. CASH FLOW FROM OPERATING ACTIVITIES:		
Net Profit before taxation, and extraordinary items		94,960
Adjustment for :	64,270	
Depreciation	-	-
Provision add back	-	
Assets written Off		
Operating Profit Before Working Capital Changes	64,270	94,960
Adjustment for :		
(Increases)/Decreases in Inventories	(4,01,400)	-
Increases/(Decreases) in Short Term Provision	1,25,507	58,739
(Increases)/Decreases in Other Current Assets	(5,25,734)	(1,43,496)
(Increases)/Decreases in Loan & Advances	(3,68,04,600)	(3,68,14,116)
Increases/(Decreases) in Other Current Liability	42,74,633	2,16,000
Income Tax Paid	(3,32,67,324)	(3,65,87,914)
	19,859	53,574
Net Cash From Operating Activities (A)	(3,32,87,183)	(3,66,41,488)
B. CASH FLOW FROM INVESTING ACTIVITIES:		
(Increase)/Decrease in Investment	20,00,000	-
(purchase)/sale of assets of Assets	-	3,37,079
Net Cash used in Investing Activities (B)	20,00,000	3,37,079
C. CASH FLOW FROM FINANCING ACTIVITIES:		
Increases/(Decreases) in Share Capital		-
Increases/(Decreases) in Borrowings	3,23,69,687	3,60,16,873
Net Cash used in Financing Activities (C)	3,23,69,687	3,60,16,873
Net Increase/(Decrease) in cash and cash equivalents (A+B+C)	10,82,504	(2,87,536)
Cash & Cash Equivalents as at beginning of the year.	79,370	3,66,906
Cash & Cash Equivalents as at Closing of the year.	11,61,873	79,370

For and on behalf of the Board of Directors of
Sarnimal investment Limited

As per our report of even date attached
For : M/s Moon and Company
Chartered Accountants
F.R.N. 024693N

Nitin Agarwal
(Managing Director)
DIN - 03122245

Payal Agarwal
(Director)
DIN - 00920334

Nitin Agarwal
(C.F.O.)

CA. Moon Goyal
(Partner)
M. No. 523034

Place: New Delhi
Date: 29/05/2017

**Notes forming part of the Financial Statements
for the the year ended 31 March 2017**

	(Amount in `)	
Particulars	Year ended 31st March, 2017	Year ended 31st March, 2016
NOTE: 2 SHARE CAPITAL		
(a) Authorised		
500,00,000 Equity Shares of Rs.1/- each	5,00,00,000	5,00,00,000
Total	5,00,00,000	5,00,00,000
(b) Issued, Subscribed & Paid Up		
Share Application Money		
44980,000 Equity Shares of Rs. 1/- each fully paid	4,49,80,000	4,49,80,000
Total	4,49,80,000	4,49,80,000
NOTE: 3 RESERVE & SURPLUS		
a) General reserve		
Balance at the beginning of the year	3,28,124	3,28,124
Less: Bonus Share	-	-
Total	3,28,124	3,28,124
b) Reserve fund(as required by section 45-IC of Reserve Bank Of India Act,1934)		
Op.Balance	3,37,741	1,46,252
Add;-Current Year Transfer	1,05,648	1,91,489
Total	4,43,389	3,37,741
c) Surplus of profit & loss account		
Op. balance	(1,47,017)	3,086
Current year's profit & loss account	44,411	41,386
	(1,02,606)	44,472
Less;-Transfer to Reserve fund	1,05,648	1,91,489
Total	(2,08,254)	(1,47,017)
Grand Total(a+b+c)	5,63,259	5,18,848
NOTE: 4 LONG TERM LOANS		
Loans and Advances		
Unsecured		
Chrismatic Developers Private limited	12,00,000	-
Aglow financial services Pvt Ltd	40,00,000	-
Shiny Buildwell private limited	2,62,50,000	1,85,00,000
Upaj leasing & Finance co. ltd	2,58,43,660	1,75,16,873
Svam software Limited	99,52,500	-
Jolly Plastic industries Limited	10,00,000	-
Divine leasing & finance limited	1,40,400	-
Total	6,83,86,560	3,60,16,873

NOTE: 5 OTHER CURRENT LIABILITIES			
Audit Fee Payble	18,000	25,000	
Expenses Payble	3,70,088	4,20,000	
TDS Payable	1,71,840	-	
Sundry creditors & others	41,59,705		
Total	47,19,633	4,45,000	
NOTE: 6 SHORT-TERM PROVISIONS			
Provision for Income Tax	19,859	-	
Contingent Provision on Standard Assets	2,97,137	1,91,489	
Total	3,16,996	1,91,489	
NOTE: 6.1			
Contingent Provision for Standard Assets is made at 0.3 percent of the outstanding standard assets in terms of Notification no. DNBS.222/CGM(US)-2011 dated 17.01.2011 issued by Reserve Bank of India.			
Particulars	Year ended 31st March, 2017	Year ended 31st March, 2016	
NOTE: 7 NON CURRENT INVESTMENTS			
Investment in Shares	-	50,00,000	
Investment in equity share of subsidiary company			
Winlin Tradelink Limited	10,00,000	-	
Arcane Buildtech Limited	20,00,000	-	
Total	30,00,000	50,00,000	
NOTE: 8 CASH & CASH EQUIVALENTS			
(A) Cash in Hand	15,174	68,924	
(B) Balances with Scheduled Banks			
(i) In Current Accounts	11,46,699	10,445	
Total	11,61,873	79,369	
Details of Specified Bank Notes (SBN) held and transacted during the period Novemeb8 08, 2016 to December 30, 2016.			
Particulars	SBNs	Other Denomination Notes	Total
Closing cash in hand as on 08.11.2016		100*950+50*520+92*10+4*1	1,21,924.00
(+) Permitted receipts			50,000.00
(-) Permitted payments			2,500.00
(-) Amount deposited in Banks			-
Closing cash in hand as on 30.12.2016			1,69,424.00
NOTE: 9 SHORT-TERM LOANS & ADVANCES			
Loan & advance	11,34,00,195	7,65,95,595	
Total	11,34,00,195	7,65,95,595	
NOTE: 10 OTHER CURRENT ASSETS			
Income Tax Refund Due	91,950	93,168	
TDS 16-17	6,21,675	-	
TDS 15-16	-	3,08,078	
TDS 13-14	-	28	
TDS 14-15	-	19,016	
Funds with revenue authorities	2,32,400	-	
Total	9,46,025	4,20,290	

<u>NOTE: 11 REVENUE FROM OPERATIONS</u>		
Profit on Sale of Investment	-	2,53,783
Total	-	2,53,783
<u>NOTE: 12 OTHER INCOME</u>		
RBI Bond Interest	-	-
Interest Income	62,16,275	26,43,669
Interest on IT refund	16,059	-
Total	62,32,334	26,43,669
<u>NOTE :13 CHANGES IN INVENTORIES OF FINISHED GOODS,WORK IN PROGRESS & STOCK IN TRADE</u>		
Opening stocks Of:		
Stock-in-Trade	-	-
Less-Closing Stocks of:		
Stock-in-Trade	4,01,400	-
Total	(4,01,400)	-
<u>NOTE: 14 EMPLOYEES BENEFITS EXPENSES</u>		
Salaries & Wages	5,02,588	6,50,600
Employee Welfare Expenses	48,000	-
Total	5,50,588	6,50,600
<u>NOTE: 15 ADMINISTRATION & OTHER EXPENSES</u>		
Auditor's Remuneration:		
: Audit Fee	18,000	25,000
: Secterial Audit Fee	15,000	-
Bank Charge	675	2,232
Advertisement Expenses	-	12,640
Short and Excess	28	-
Depository charge	19,440	25,067
Printing Expenses	8,100	35,398
AGM Charges	50,000	-
Travelling & Conveyance	18,710	45,980
Office Expenses	-	1,47,900
Telephone Expenses	12,540	32,700
Listing fee	28,625	2,65,099
Professional Expenses	-	18,700
MCA Charges	-	1,65,700
General Expenses	6,404	-
Total	1,77,523	7,76,416

Sarnimal Investment Limited

S-524, Vikas Marg, Shakarpur, Delhi - 110092

(CIN : L65993DL1981PLC012431)

**Notes forming part of the Financial Statements
for the the year ended 31 March 2017**

1. Basis of Preparation

The financial statements of the company have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP). The financial statements have been prepared to comply in all material respects with the accounting standards prescribed under the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014. The financial statements have been prepared on an accrual basis and under the historical cost convention.

The Accounting policies adopted in the preparation of the financial statements are consistent with those of previous year.

2. Summary of significant accounting policies.

a. Use of Estimates

The preparation of financial statements in conformity with the Generally Accepted Accounting Principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates. Difference between the actual results and estimates are recognized in the period in which the results are known/materialized.

b. Revenue Recognition

i) Income from investment is accounted when right to receive of such income is established.

ii) For other incomes, the company follows the accrual basis of accounting except :

(a) Where there is no reasonable certainty regarding the amount and / or its collectivity.

c. Inventories

Inventories are valued at lower of cost (computed on FIFO method) and Estimated Net Realisable value, after providing for cost of obsolescence and other costs in bringing the inventories to their present location and condition.

d. Investments

Long-term investments are stated at cost. Provision for diminution in the value of long term investment is made only if, such a decline is other than temporary in the opinion of the management. The Current investments are stated at lower of cost or quoted/fair value market value computed category wise.

e. Fixed ,Intangible Assets & Borrowing Cost

Company having no any Tangible Fixed Assets.

f. Cash & Cash equivalent

Cash and cash equivalents comprise cash and cash or deposit with banks and corporations. The company considers all highly liquid investments with a remaining maturity at the date of purchase of three months or less and that are readily convertible to know amounts of cash to be cash equivalents.

g. Employee Benefits

Company is not liable for any P.F and Gratuity.

h. Accounting for taxes for income

Deferred Tax :- Deferred tax is provided on timing differences between tax and accounting treatments that originate in one period and are expected to be reversed or settled in subsequent periods. Deferred tax assets and liabilities are measured using the enacted/substantively enacted tax rate for continuing operations. Adjustment of deferred tax liability attributable to change in tax rate is shown in the statement of profit and loss as a part of the deferred tax adjustment for the year.

i. Provisions and Contingent Liabilities

Provision are recognized for present obligations , of uncertain timing or amount, arising as a result of a past event where a reliable estimate can be made and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation. Where it is not probable that an outflow of resources embodying economic benefits will be required or the amount can not be estimated reliably, the obligation is disclosed as a contingent liability unless the possibility of outflow of resources embodying economic benefits is remote.

Possible obligations whose existence will only be confirmed by the occurrence or non occurrence of one or more uncertain future events, are also disclosed as contingent liabilities unless the possibility of outflow of resources embodying economic benefits is remote.

j. Earnings Per Share

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders by the weighted average number of equity shares during the year.

For the purpose of calculating diluted earnings per share the net profit or loss for the year attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

16. Contingent Liabilities and commitments		(Amount in Rupees)
Particulars	Year ended March 31,2017	Year ended March 31,2016
Guarantee given by bank	Nil	Nil
Income Tax matter in dispute	Nil	Nil

17. Obligation & Commitments outstanding

Particulars	Year ended March 31,2017	Year ended March 31,2016
a). Estimated Value of contracts remaining to be	Nil	Nil
b). Bill Discounted with Bank	Nil	Nil

17.a). The response to letters sent by the Company requesting confirmation of balances has been insignificant. In the management's opinions, adjustment on reconciliation of the balances, if any required ,will not be material in relation to the financial statements of the company and the same will be adjusted in the financial statements as and when the confirmations are received and reconciliations are completed.

b). Inventories, loans & advances, trade receivables and other current / non-current assets are reviewed annually and in the opinion of the management do not have a value on realization in the ordinary course of business, less than the amount at which they are stated in the balance sheet.

18. Auditors Remuneration

(Amount in Rupees)

Particulars	Year ended March 31,2017	Year ended March 31,2016
l) Audit Fees	33,000.00	25,000.00
Total	33,000.00	25,000.00

19. Earnings per share

(Amount in Rupees)

Particulars	Year ended March 31,2017	Year ended March 31,2016
Profit after tax	44,410.63	41,386.00
Numerator used for calculating basic and diluted earnings per share	44,410.63	41,386.00
Equity shares outstanding as at the year end	4,49,80,000	4,49,80,000
Weighted average number of shares used as denominator for calculating basic & diluted earnings per share	4,49,80,000	4,49,80,000
Nominal value per share	1/-	1/-
	0.001	0.001
Basic & diluted earning per share (in rupees)		

20. Related parties disclosures

Name of related party :

- (i) Holding Company :- Nil
(ii) Subsidiary companies :- Winlin Tradelink limited, Arcane buildtech limited
(iii) Fellow Subsidiary companies :- Nil
(iv) Associates :-Nil
(v) Key managerial personnel :- Ms. Payal Agarwal, Mr. Vinod kr. Jain(M.D.), Mr. Rajeev Garg, Mr. Amit Agarwal, Mr. Nitin Agarwal(C.F.O)

(vi) Relatives of Key Mangerial Person :-

- a). Transaction with Related Parties

Particulars	Key Managerial Person	
	Year ended March 31,2017	Year ended March 31,2016
Remuneration Paid (Including Perquisites)	-	-
Contribution to Provident Fund & other funds	-	-
Royalty (Including Service Tax.)	-	-
Interest	-	-
Outstanding		
a). Amount Receivable	-	-
b). Amount Payable	-	-
c). Unsecured loan Given by Director	-	-

SARNIMAL INVESTMENT LIMITED

REG. OFFICE-S-524, VIKAS MARG, SHAKARPUR, DELHI-110092

CIN-L65993DL1981PLC012431, EMAIL-sarnimalinvestltd@gmail.com

NOTICE

Notice is hereby given that the 36th Annual General Meeting of the Members of **SARNIMAL INVESTMENT LIMITED (CIN. L65993DL1981PLC012431)** will be held on Friday, 29th September 2017 at 01:00 P.M. at “**Hotel Aura Grand Residency**” Jagriti Enclave, Vikas Marg, Delhi - 110092 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance sheet of the Company as at 31st March, 2017, the statement Profit & Loss Account, Cash Flow Statement for the year ended on that date and the Auditor’s and Directors Report thereon.
2. To appoint a Director in place of Mr. Amit Agarwal (DIN 02504414), who retires by rotation and being eligible, offers herself for re-appointment.
3. To Re-appoint Auditors and in this regard 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 of the Companies Act, 2013 the re-appointment of the statutory auditors of company **M/S Moon and Company, CHARTERED ACCOUNTANTS (FRN 0024693N)**, be and is hereby ratified by the members of the company for the financial year 2017-2018 at such remuneration as may be determined by the Board of Directors of the Company.”

SPECIAL BUSINESS

4 .Appointment of Mr. Sudhir Kumar Agarwal as a Director

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

“**RESOLVED THAT** Mr. Sudhir Kumar Agarwal (DIN-00024935), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 22nd August, 2017, in terms of Section 161(1) of the Companies Act, 2013 and Article of the Articles of Association of the Company and whose term of office expires at the Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing her candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation”.

By Order of the Board
For **SARNIMAL INVESTMENT LIMITED**

Place: Delhi
Dated: 01/09/2017

Rajeev Garg
(Chairman)
DIN: 02216829

NOTES:-

- 1. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a member of the company. Proxies in order to be effective must be deposited with the company not less than 48 hours before that meeting.**
- 2. Register of members and share transfer books will be closed from 23rd September, 2017 to 29th September 2017(both the days inclusive).**
- 3. Members are requested to please notify immediately any change in their addresses to the company.**
- 4. Members/proxies should bring the attendance slip duly filled in for attending the meeting.**
- 5. Mr. Amit Kumar (M. No. 539605) Chartered Accountant in whole time practice, has been appointed as Scrutinizer for the purpose of Postal Ballot Process.**
- 6. Shareholders seeking any information with regard to accounts are requested to write well in advance so as to reach the company at least 7 days prior to the annual general meeting to enable the management to keep the information ready at the AGM.**
- 7. The Member Are Requested To: -**
 - 1. Intimate changes if any in their address to the company or to the Registrar and Share transfer agent of the company, M/s Skyline Financial Services (P) Ltd. At D-153A, Okhla Industrial Area, Phase-I, Delhi-110020. Ph-011-30857575.**
 - 2. Quote folio number in all their correspondence with the company.**
 - 3. Bring their copies of annual report including attendance slip at the venue for the AGM.**
- 8. Member holding shares in physical form are requested to lodge share transfer, transmission and intimate changes, if any, in their registered address, bank account and mandate details, residential status etc. Quoting their folio number(s) to company's share transfer agent.**

9. *Corporate members intending to send their authorized representatives are requested to send a duly certified copy of the Board resolution authorizing the representatives to attend and vote at the general meeting.*

Voting through electronic means:

In terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), listed companies are required to provide members with the facility to exercise their right to vote at the Annual General Meeting (AGM) through electronic means. The Company has availed the services of Central Depository Services Limited (CDSL) for providing the necessary e-voting platform to the members of the Company:

The Board of Directors has appointed Mr. Amit Kumar (M. No. 539605), Chartered Accountant in whole time Practice as the Scrutinizer for conducting the e-voting process in accordance with law and in a fair and transparent manner. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, and submit it forthwith to the Managing Director and/or Chartered Accountant of the Company.

The instructions for members for e-voting are as under:

- (i) The remote e-voting period starts on Tuesday, 26th September 2017 at 9:00 a.m. and will end on Thursday, 28th September 2017 at 5.00 p.m., during this period shareholder's of the Company, holding shares either in physical form or in Dematerialized form, as on cut-off date (record date) of **22th September, 2017** may cast their votes electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Log on to the e-voting website www.evotingindia.com during the voting period.
- (iii) Click on "Shareholders" tab.
- (iv) Select the "**Sarnimal Investment Limited**" from the drop down menu and click on submit
- (v) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 character DP ID followed by 8 Digits Client ID.
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company. Next enter the Verification Code as displayed and Click on Login.
 - d. Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and casted your vote earlier for any company/entity, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department(In Capital)(Applicable for both demat shareholders as well as

	<p>physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN Field. <p>In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. E.g. If your name is Ramesh (084378) with sequence number 1 then enter RA00000001 in the PAN Field.</p>
DOB	Enter the Date of Birth (DOB) as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	<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"> Please enter the DOB or Dividend Bank Details in order to login. In case both the details are not recorded with the depository and Company please enter the member id/folio number in the Dividend Bank details field.

(viii) After entering these details appropriately, click on "SUBMIT" tab.

(ix) Members holding shares in physical form will then directly reach the EVSN 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.

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

(xi) Click on the EVSN for **<SARNIMAL INVESTMENT LIMITED>** on which you choose to vote.

(xii) 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.

(xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xiv) 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.

- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvii) If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Note for Non- Individual Shareholders and Custodians
- Non – Individual shareholders (i.e. other than Individuals, HUF, and NRI etc.) and custodian are required to log on to www.evotingindia.com and register themselves as Corporate.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a compliance user should be created using the admin login and password. The compliance user would be able to link the account(s) which they wish to vote on and then cast their vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favor of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xix) Pursuant to Section 107 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, there will not be voting by show of hands on any of the agenda items at the Meeting and poll will be conducted in lieu thereof.

General Instructions:

- (a) **The voting period begins on Tuesday, 26th September 2017 (9:00 a.m.) and ends on Thursday, 28th September 2017 (5:00 p.m.). During this period shareholders’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 22nd September, 2017 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.**
- (b) The voting rights of the 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 **25th August, 2017**.
- (c) *Mr. Amit Kumar (M. No. 539605)* Chartered Accountant in Practice has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion

of e-voting period unblock the votes in the presence of at least two (2) witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favour or against, if any, and submit it forthwith to the Managing Director and/or Chartered Accountant of the Company.

- (d) The Results declared along with the Scrutinizer's Report shall be placed on the Company's website <http://www.sarnimal.com> and on the website of CDSL within Three (3) days of passing of the resolutions at the Annual General Meeting of the Company scheduled to be held on Friday, 29th September 2017 and communicated to all the participating Stock Exchanges(s).

ANNEXURE TO THE NOTICE

Explanatory statement pursuant to the provision of Section 102 of the Companies Act, 2013 in respect to the special business:

Item No. 4

The Board of Directors of the Company, had appointed Mr. Sudhir Kumar Agarwal as an Additional Director who shall hold office on the Board of the Company till the date of ensuing Annual General Meeting. Pursuant to the provisions of the Section 161 of the Companies Act, 2013 and Article of Association of the Company. A notice pursuant to Section 160 of the Companies Act, 2013 along with deposit of requisite amount has been received from a member signifying his intention to propose him as a candidate for the office of Director. He is not disqualified from being appointed as Director in terms of Section 164 of the Companies Act, 2013 and has given his consent to act as Director.

None of the Directors or Key Managerial Personnel of the Company or their relatives except Mr. Sudhir Kumar Agarwal, is concerned or interested in the proposed Resolution.

The Board recommends the resolution set forth in item No. 4 of the notice for approval of the members

By Order of the Board
For **SARNIMAL INVESTMENT LIMITED**

Place: Delhi
Dated: 01/09/2017

Rajeev Garg
(Director)
DIN: 02216829

**FORM NO. MGT-11
PROXY FORM**

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

CIN : **L65993DL1981PLC012431**
Name of the company : **Sarnimal Investment Limited**
Registered Office : **S-524, Vikas Marg, Shakarpur, Delhi-110092.**
Name of Shareholder(s) :
Registered Address :
Email ID. :
Folio No./DP ID/Client ID :

I /We, being the member(s) of _____ Shares of the above named company, hereby appoint:

1. Name: _____ Address: _____

Email Id: _____ Signature: _____ or
falling him/her

2. Name: _____ Address: _____

Email Id: _____ Signature: _____ or
falling him/her

3. Name: _____ Address: _____

Email Id: _____ Signature: _____ or
falling him/her

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the Company, to be held on Friday, 29th September 2017 at 01.00 P.M. at **“Hotel Aura Grand Residency”, Jagriti Enclave, Vikas Marg, Delhi-110092** and at any adjournment thereof in respect of such resolutions set out in the Notice convening the meeting, as are indicated below:

Sr. No.	Resolution Type	Description	For	Against
1.	Ordinary Resolution	To receive, consider and adopt the Audited Accounts for the year ended 31st March, 2017 and the Auditors and Directors Report thereon.		

2.	Ordinary Resolution	To appoint a Director in place of Mr. Amit Agarwal (DIN 02504414), who retires by rotation and being eligible offers herself for re-appointment.		
3.	Ordinary Resolution	To re-appoint M/S. Moon and Company. (FRN 0024693N) as a statutory auditor.		
4.	Ordinary Resolution	Apointment of Mr. Sudhir Kumar Agarwal as Director of Company		

Signed this.....day of.....2017

Signature of Shareholder.....

Signature of Proxy Holder(s).....

Affix Rs.1
Revenue
Stamp

Note:

- 1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.**
2. This is only optional. Please put an 'X' in the appropriate column against the resolutions indicated in the box. If you leave the 'For' or 'Against' column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.

SARNIMAL INVESTMENT LIMITED

REG. OFFICE-S-524, VIKAS MARG, SHAKARPUR, DELHI-110092

CIN-L65993DL1981PLC012431, EMAIL-sarnimalinvestltd@gmail.com

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ELECTRONIC VOTING PARTICULARS

EVSN (Electronic Voting Sequence Number)	PAN	USER ID	NO. OF SHARES

.....TEAR HERE.....

SARNIMAL INVESTMENT LIMITED

REG. OFFICE-S-524, VIKAS MARG, SHAKARPUR, DELHI-110092

CIN-L65993DL1981PLC012431, EMAIL-sarnimalinvestltd@gmail.com

ATTENDANCE SLIP

(TO BE SIGNED AND HANDED OVER AT THE ENTRANCE OF THE MEETING HALL)

I hereby record my presence at the **ANNUAL GENERAL MEETING** of the Company being held on Friday, 29th September 2017 at 01:00 P.M at "Hotel Aura Grand Residency" Jagriti Enclave, Vikas Marg, Delhi-110092

NAME(S) OF THE MEMBER(S)	Registered Folio No :
	Client ID No:

Name of Proxy (in block letters)

(To be filled in, if the Proxy attends instead of the Member)

.....

--

Member's/Proxy's Signature

SARNIMAL INVESTMENT LIMITED

REG. OFFICE-S-524, VIKAS MARG, SHAKARPUR, DELHI-110092
CIN-L65993DL1981PLC012431, EMAIL-sarnimalinvestltd@gmail.com

BALLOT FORM

1. Name(s) of Shareholder(s) / Beneficial Owner
Including joint-holders, if any :
2. Registered Address of the Sole /
First named Shareholder :
3. Registered Folio No. / Client ID No. :
4. No. of Shares held :
5. I / we hereby exercise my / our vote in respect of the Resolution / s to be passed through postal ballot for the business stated in the Notice of the Company by sending my / our assent / dissent to the said Resolution by placing Tick() mark at the appropriate box below:

S. No.	Resolution Type	Particulars	I/We assent to the Resolution/s	I/We dissent to the Resolution/s
1.	Ordinary Resolution	To receive, consider and adopt the Audited Accounts for the year ended 31st March, 2017 and the Auditors and Directors Report thereon.		
2.	Ordinary Resolution	To appoint a Director in place of Mr. Amit Agarwal (DIN 02504414), who retires by rotation and being eligible offers herself for re-appointment.		
3.	Ordinary Resolution	To re-appoint M/s. Moon and Company.(FRN 0024693N) as a statutory auditor.		
4.	Ordinary Resolution	Appointment of Sudhir Kumar Agarwal as Director of company		

Place:

Date:

Signature of the Shareholder /Beneficial Owner

