
SARNIMAL INVESTMENT LIMITED
ANNUAL REPORT FOR THE FINANCIAL YEAR 2013-2014

Reg Off: 203, Deepali 92 Nehru Place,
New Delhi-110019

CIN: L65993DL1981PLC012431

Email id: sarnimalinvestltd@gmail.com

Contents	Pages No.
Notice	2
Directors' Report	18
Auditors' Report	22
Balance Sheet	25
Statement of Profit & Loss	26
Cash Flow Statement	27
Notes on Financial Statement	28

NOTICE

NOTICE is hereby given that the **33rd Annual General Meeting** of the Members of **SARNIMAL INVESTMENT LIMITED** will be held at the registered office at 203, Deepali 92 Nehru Place, New Delhi-110019 on **Tuesday, the 30th September, 2014** at 11:00 A.M. to transact the following business:

Ordinary Business

1. To receive, consider and adopt the audited financial statements of the Company for the financial year 2013-14 ended 31st March 2014 and the Reports of the Board of Directors and Auditors thereon.
2. To appoint M/s Moon and Company, Chartered Accountants, New Delhi as Statutory Auditors of the Company in place of M/s Sanjay Jain & Co., Chartered Accountants, and to fix their remuneration in terms of Section 139, 141 and Section 142 of the Companies Act, 2013 and for that purpose pass with or without modification the following resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 139, 141 & 142 of the Companies Act, 2013, and Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s Moon and Company, Chartered Accountants, New Delhi, be and are hereby appointed as the Statutory Auditors of the Company in place of M/s Sanjay Jain & Co., Chartered Accountants, to hold office from the conclusion of this Annual General Meeting (AGM) until the conclusion of the sixth Annual General Meeting, considering this Annual General Meeting as 1st Annual General Meeting of the Company, subject to the ratification by the Members at every AGM held after this AGM and on such remuneration as may be decided by the Board of Directors with mutual consent of the appointee Auditors.”

Special Business

3. **Appointment of Mr. Vinod Kumar Jain as a Director**

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Mr. Vinod Kr Jain (DIN-01943778), who was appointed as an Additional Independent Director of the Company by the Board of Directors with effect from 13th August, 2014, in terms of Section 161(1) of the Companies Act, 2013 and Article 74 of the Articles of Association of the Company and whose term of office expires at the Annual General Meeting be and is hereby appointed as an Independent Director of the Company to hold office for a term of five consecutive years from the date of his appointment at this Annual General Meeting, upto the conclusion of 38th Annual General Meeting of the Company in the year 2019.”

4. **Appointment of Mrs. Payal 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** Mrs. Payal Agarwal (DIN-00920334), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 30th August, 2014, in terms of Section 161(1) of the Companies Act, 2013 and Article 74 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”.

5. **Appointment of Mr. Amit Aggarwal 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. Amit Aggarwal (DIN- 02504414), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 1th April, 2014, in terms of Section 161(1) of the Companies Act, 2013 and Article 74 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 his candidature for the office of Director, be and is hereby appointed as a Director of the Company liable to retire by rotation”.

6. Appointment of Mr. Apoorv 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. Apoorv Agarwal (DIN- 06735412), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 30th July, 2014, in terms of Section 161(1) of the Companies Act, 2013 and Article 74 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 his candidature for the office of Director, be and is hereby appointed as a Director of the Company liable to retire by rotation”.

7. Appointment of Mr. Rajeev Garg 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. Rajeev Garg (DIN-02216829), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 1th April, 2014, in terms of Section 161(1) of the Companies Act, 2013 and Article 74 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 his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation”.

8. Appointment of Mr. Nitin 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. Nitin Agarwal (DIN-03122245), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 1th April, 2014, in terms of Section 161(1) of the Companies Act, 2013 and Article 74 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 his candidature for the office of Director, be and is hereby appointed as a Director of the Company, not liable to retire by rotation”.

9. Appointment of Mr. Nitin Agarwal as a Managing Director

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 196, 203, Schedule V and other applicable provisions of the Companies Act, 2013 (“the Act”), if any and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), the consent of the shareholders of the Company be and is hereby accorded to appoint Mr. Nitin Agarwal (DIN-03122245) as Managing Director of the Company on honorary basis for a period of 05 (five) years with effect from September 30th, 2014, upon such terms and conditions as set out in the statement annexed to this Notice with the liberty to the Board to alter and vary the said terms and conditions as it may deem fit and as may be acceptable to Mr. Nitin Agarwal.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds and things as it may think necessary, expedient or desirable in order to give effect to the foregoing resolution.”

10. Increase in Authorised Share Capital

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

“**RESOLVED THAT** pursuant to the provisions of Section 61 and other applicable provisions, if any, of the

Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), the Authorised Capital of the Company be and is hereby increased from ₹ 1,00,00,000/- (Rupees One Crore) to ₹ 5,00,00,000/- (Rupees Five Crores).

RESOLVED FURTHER that the Memorandum of Association of the Company, be and is hereby amended by substituting the existing Clause V thereof by the following new Clause:

“V. The Authorised Share Capital of the Company is ₹ 5,00,00,000/- (Rupees Five Crores) divided into Equity Capital of 50,00,000 (Fifty Lakh) Equity Shares of ₹ 10/- (Rupee Ten Only) each with power to the Board of Directors of the Company to increase, reduce, vary, alter or modify and divide, sub-divide or consolidate the nominal value of the Shares in the Capital for the time being and to attach thereto respectively such preferential, deferred, qualified or special rights, privileges and conditions and to vary, modify or abrogate any such rights, privileges and conditions or restrictions attached thereto, whether in regard to dividend, voting, return of capital or otherwise and in such manner as may be permitted by the Companies Act, 2013 or any statutory modifications or re-enactment thereof or as provided by the Articles of Association of the Company.”

RESOLVED FURTHER that the Article of Association of the Company, be and is hereby amended by substituting the existing Clause 3(a) thereof by the following new Clause:

“The authorized share capital of the Company is such as stated in Clause V of the Memorandum of Association of the Company or altered thereat, from time to time. The Company has the power to sub-divide, consolidate, increase or reduce its share capital from time to time. Any of the said shares and new shares hereafter to be created, from time to time, be divided into shares of several classes in such manner as may be provided hereinafter.”

11. Capitalization of Reserves

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

“**RESOLVED THAT** pursuant to Article 105 of the Article of Association of the Company and subject to the provisions of the Companies Act, 2013, (including any statutory modification thereto or re-enactment thereof for the time being in force) and other applicable provisions, if any, of the said Act (the “Act”) and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended from time to time (hereinafter referred as “SEBI (ICDR) Regulations”), the approval of the members of the Company be and is hereby accorded to the Board to capitalize a sum of ₹ 20,00,000/- out of the Free Reserves to distribute the same by way of issuing 2,00,000 equity shares of ₹ 10/- (Rupees Ten only) each credited as fully paid up bonus shares, to the existing members of the Company holding equity shares of ₹ 10/- each in the proportion of 1 (One) fully paid-up equity share for every 1 (One) equity share, held by them on the footing that they become entitled thereto as a capital and not as income and that such new shares, as and when issued and fully paid, shall rank pari passu with the existing issued equity shares except for dividend which shall be pro rata data of allotment of such shares.

RESOLVED FURTHER THAT Mr. Apoorv Agarwal, Director of the Company, be and is hereby authorised to do all such acts, deeds, matters and things as may in its sole and absolute discretion, deem necessary, expedient, usual or proper and to settle any question, doubt or difficulty that may arise with regard to the issue and allotment of Bonus shares as aforesaid or any other matter incidental or consequential thereto.”

12. Preferential Allotment of Equity Shares:

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

“**RESOLVED THAT** pursuant to the provisions of Section 62(1)(c) and 42 of the Companies Act, 2013 Rule 14 of Companies (Prospectus and Allotment of Securities) Rules, 2014 (including any statutory modification thereto or re-enactment thereof for the time being in force) and other applicable provisions, if any, of the said Act (the “Act”) and in accordance with the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended from time to time (hereinafter referred as “SEBI ICDR Regulations”), the Securities and Exchange Board of India (Substantial Acquisition of shares and Takeover) Regulations, 2011, including any amendment, modification, variation or re-enactment thereof, and the provisions of any rules/ regulations/ guidelines issued/ framed by the Central Government, Securities and Exchange Board of India, the stock exchange where the shares of the Company are listed and any other appropriate authorities (hereinafter collectively referred to as the “Appropriate Authorities”), enabling provisions of the Memorandum

and Articles of Association of the Company and the Listing Agreement entered into by the Company with the Stock Exchange(s) and subject to the Company obtaining all approvals from the Appropriate Authorities; and subject to such conditions and modifications, as may be prescribed by any one of them while granting any such approval, consent, permission, and/ or sanction (hereinafter referred to as the "requisite approvals"), which may be agreed to by the Board of Directors of the Company (hereinafter referred to as "the Board" which expression shall include any Committee which the Board may have constituted or hereinafter constitute to exercise its powers including the power conferred by this Resolution), the approval of the members of the Company be and is hereby accorded to the Board to offer, issue, and allot up to 43,00,000 (Forty Three Lakh) equity shares of face value of ₹ 10/- (Rupee Ten only) each per share by way of private placement or preferential allotment basis as per the terms and conditions given in the explanatory statement annexed with this notice and shares proposed to be issued shall rank pari passu in all respects with the existing Equity Shares of the Company.

FURTHER RESOLVED THAT the said equity shares shall be listed on the Delhi Stock Exchange on which the existing equity shares of the Company are listed.

RESOLVED FURTHER THAT the Board/any Committee thereof, be and is hereby authorized, to determine, vary, modify or alter any of the terms and conditions of the issue and allotment of the Equity Shares including reduction of the size of the issue, as it may deem expedient.

RESOLVED FURTHER THAT, the Relevant Date for the preferential issue, in relation to the aforesaid Equity Shares, for the purpose of determining the issue price under the ICDR (Regulations) 2009 is 30th August, 2014 i.e. 30 days prior to the date of this Annual General Meeting.

RESOLVED FURTHER THAT for the purpose of giving effect to the above, the Board be and is hereby authorized, on behalf of the Company to take all such actions and do all such deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient including in relation to the issue or allotment of aforesaid securities and listing thereof with the Stock Exchange as appropriate and to resolve and settle all questions and difficulties that may arise in the proposed issue, offer and allotment of the said securities, utilization of the issue proceeds, to sign all documents and undertakings as may be required and generally to do all such acts, deeds, matters and things in connection therewith and incidental thereto as the Board in its absolute discretion deem fit, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers herein conferred by this resolution to any Director or Directors or to any Committee of Directors or to any Officer or Officers of the Company to give effect to the aforesaid resolution.

FURTHER RESOLVED THAT Director of the Company, be and is hereby authorized to file such documents, papers and forms to the Registrar of Companies, Mumbai and to do all such acts, deeds and things as may be necessary or expedient for the purpose of giving effect to this resolution."

13. Approval of borrowing limits to the Board of Directors of the Company

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

"RESOLVED THAT in suppression to all the resolution passed earlier by the Company with respect to the borrowing powers of the Board of Directors, consent of the members be and is hereby accorded under Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 or any statutory modification or re-enactment thereof, to the Board of Directors of the Company, to borrow any sum or sums of money, from time to time for the purpose of the Company, upon such terms and conditions and with/without security, as the Board of Directors may, in its absolute discretion, think fit and proper, notwithstanding the fact that the money or monies to be borrowed together with the monies already borrowed by the Company (apart from the temporary loans obtained from the Company's bankers in the ordinary course of business) may exceed, at any time, 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 of such borrowings shall not exceed, at any time, a sum of ₹ 2 Crores (Rupees Two Crores) in excess of the aggregate of paid up capital and free reserves of the Company and the Board of Directors be and is hereby empowered and authorized to arrange or fix the terms and conditions of all such monies to be borrowed from time to time as to interest, repayment, security or otherwise howsoever as it may think fit.

RESOLVED FURTHER THAT the Board of Directors be and is hereby further authorized to create mortgages and/or charges on such properties of the Company as it may think fit and for that purpose to execute such documents, papers, deeds and writings containing such conditions and covenants as the Board may think fit and to take all such steps as may be necessary or desirable to give effect to this Resolution."

14. Approval for Creation of Charge/ Mortgage on the Assets of the Company

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

"RESOLVED THAT pursuant to the provisions of Section 180(1)(a) and all other applicable provisions if any of the Companies Act, 2013 or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof) and in terms of Articles of Association of the Company, the consent of the members be and is hereby accorded to the Board of Directors of the Company (hereinafter called as "the Board") for mortgaging/ charging all or any of the immovable and/or movable properties of the Company both present and future and the whole or substantially the whole of the undertaking or the undertakings of the Company on such terms and conditions, as may be agreed to between the Board and Lender(s) to secure the loans/ borrowings obtained or as may be obtained, which may exceed the paid-up capital and free reserves in the ordinary course of business but not exceeding ₹ 2,00,00,000/- (Rupees Two Crores only) in excess of the aggregate of paid up capital and free reserves of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board or any of its duly constituted committee be and is hereby authorized to do all such acts, deeds and things as it may in its absolute discretion may deem fit, necessary, proper or desirable and to settle any question, difficulty, doubt that may arise in respect of the charge/mortgage aforesaid and further to do all such acts, deeds and things and to execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution."

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

Sd/-
Apoorv Agarwal
(Chairman)

DIN: 06735412

Address: D-6, Arya Nagar,
Society, 91 Patparganj, Delhi-110092

Place : Delhi
Date : 14th August, 2014

NOTES

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND ON A POLL TO VOTE INSTEAD OF HIMSELF. SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. A PERSON CAN ACT AS PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY (50) AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING.**
2. Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 is annexed.
3. The Register of Members and Share Transfer Books of the Company shall remain closed from 29th September, 2014 to 30th September, 2014 (both days inclusive).
4. A certificate from the Statutory Auditors of the Company to the effect that the preferential issue is being made in accordance with the requirements contained in the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 shall be placed before the Annual General Meeting.
5. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically. The physical copy of the notice along with instructions for Attendance Slip and Proxy Form is being sent to such members vide courier.

6. Members are requested to notify change in address, if any, to the Share Transfer Agent and to the Company quoting their Folio Numbers, number of share held etc.
7. Members / Proxy holders are requested to produce at the entrance, the attached admission slip for admission into the meeting hall. Duplicate admission slips will not be provided at the hall.
8. Members holding shares in demat form are requested to submit their Permanent Account Number (PAN) to their respective Depository Participant and those holding shares in physical form are requested to submit their PAN details to the company / RTA in order to comply with the SEBI guidelines.
9. In case of joint holders attending the meeting, only such joint holder who is higher on the order of names will be entitled to vote.
10. Corporate Members intending to send their authorized representative to attend the meeting are requested to send a certified copy of the Board Resolution/Power of Attorney authorizing their representative to attend and vote on their behalf at the meeting.
11. To support the "green initiative" , the members who have not registered their email addresses are requested to register the same.
12. The shareholders holding shares as on 30/09/2014 being record date for the bonus issue shall be entitled for bonus shares.
13. For members who have not registered their e-mail addresses physical copies are being sent by the permitted mode.

EXPLANATORY STATEMENT UNDER SECTION 102(1) OF THE COMPANIES ACT 2013**Item No. 3.****Appointment of Mr. Vinod Kumar Jain as a Director**

Pursuant to the provisions of Section 149 and other applicable provisions of the Companies Act, 2013 with respect to appointment and tenure of the Independent Directors which came into effect from April 1, 2014, the Independent Directors shall be appointed for not more than two terms of five years each and shall not be liable to retire by rotation. The Term shall be effective prospectively.

The Board of Directors of the Company has decided to adopt the provisions with respect to appointment and tenure of Independent Directors which is consistent with the Companies Act, 2013 and the amended Listing Agreement.

In terms of Section 149 and other applicable provisions of the Companies Act, 2013, Mr. Vinod Kumar Jain being eligible, offers himself for appointment, and is proposed to be appointed as Independent Directors for a term as stated in the Resolutions.

Therefore, the Directors of your Company recommend the aforesaid resolution for your consideration and approval. None of the Directors except Mr. Vinod Kumar Jain, are concerned or interested in proposed resolution.

Item No. 4, 5 & 6**Appointment of Mrs. Payal Agarwal as a Director:**

Mrs. Payal Agarwal was appointed as an Additional Director of the Company by the Board of Directors with effect from 30th August, 2014 on the Board of the Company. The Company has received a notice in writing from a shareholder along with the requisite deposit as required under Section 160 of the Companies Act, 2013 signifying her candidature for the office of Director.

Therefore, the Directors of your Company recommend the aforesaid resolution for your consideration and approval. None of the Directors except Mrs. Payal Agarwal, is concerned or interested in proposed resolution.

Appointment of Mr. Amit Aggarwal as a Director:

Mr. Amit Aggarwal was appointed as an Additional Director of the Company by the Board of Directors with effect from 1st April, 2014 on the Board of the Company. The Company has received a notice in writing from a shareholder along with the requisite deposit as required under Section 160 of the Companies Act, 2013 signifying his candidature for the office of Director.

Therefore, the Directors of your Company recommend the aforesaid resolution for your consideration and approval. None of the Directors except Mr. Amit Aggarwal, is concerned or interested in proposed resolution.

Appointment of Mr. Apoorv Agarwal as a Director:

Mr. Apoorv Agarwal was appointed as an Additional Director of the Company by the Board of Directors with effect from 30th July, 2014 on the Board of the Company. The Company has received a notice in writing from a shareholder along with the requisite deposit as required under Section 160 of the Companies Act, 2013 signifying his candidature for the office of Director.

Therefore, the Directors of your Company recommend the aforesaid resolution for your consideration and approval. None of the Directors except Mr. Apoorv Agarwal, is concerned or interested in proposed resolution.

Item No. 7 & 8**Appointment of Mr. Rajeev Garg as a Director**

Mr. Rajeev Garg was appointed as an Additional Director of the Company by the Board of Directors with effect from 1st April, 2014 on the Board of the Company. The Company has received a notice in writing from a shareholder along with the requisite deposit as required under Section 160 of the Companies Act, 2013 signifying his candidature for the office of Director.

Therefore, the Directors of your Company recommend the aforesaid resolution for your consideration and approval. None of the Directors except Mr. Rajeev Garg, is concerned or interested in proposed resolution.

Appointment of Mr. Nitin Agarwal as a Director

Mr. Nitin Agarwal was appointed as an Additional Director of the Company by the Board of Directors with effect from 1st April, 2014 on the Board of the Company. The Company has received a notice in writing from a shareholder along with the requisite deposit as required under Section 160 of the Companies Act, 2013 signifying his candidature for the office of Director.

Therefore, the Directors of your Company recommend the aforesaid resolution for your consideration and approval. None of the Directors except Mr. Nitin Agarwal, is concerned or interested in proposed resolution.

Item No. 9**Appointment of Mr. Nitin Agarwal as a Managing Director**

The Board of Directors of the Company in its meeting held on 14TH August, 2014 has appointed Mr. Nitin Agarwal as Managing Director on honorary basis for a period of 5 (Five) years commencing from 30th September, 2014.

No Salary, Perquisites or Allowances, Remuneration based on net profit or reimbursement of expenses shall be paid to him.

Terms and Conditions:

- (i) The Managing Director will perform his duties as such with regard to all work of the Company and he will manage & attend to such business and carry out the orders and direction given by the Board from time to time in all respects and conform to and comply with all such directions and regulations as may be given.
- (ii) He shall act in accordance with the Article of Association of the Company and shall abide by the provisions contained in Section 166 of the Act with regard to duties of directors.
- (iii) He shall also adhere to the Company's Code of Business Conduct & ethics for Directors and Management Personnel.
- (iv) He shall satisfy all the conditions set out under Section 196 and Schedule V of the Act.
- (v) He shall hold office for five years. However, the Board as well as the proposed Managing Director would be free to terminate the office before the said period upon giving reasonable explanations to the effect. The Board shall be obligated to conduct a thorough enquiry and give the proposed Managing Director a reasonable opportunity of being heard prior to termination of his office.
- (vi) He shall not be liable to retire by rotation.

The above briefs may be treated as a written memorandum setting out the terms of appointment of Mr. Nitin

Agarwal as Managing Director of the Company.

The Board recommends the said resolution for Member's approval by way of an ordinary Resolution. None of the Directors of the Company, except Mr. Nitin Agarwal, are in any way, concerned or interested in the resolution.

Item No. 10**Increase in Authorised Share capital**

The Board of Directors of the Company in its meeting held on 14th August, 2014 has decided to raise funds through preferential allotment of Equity Shares to meet the working capital requirements and for that purpose the Authorized Share Capital of the Company is required to be increased from ₹ 1,00,00,000/- (Rupees One Crore) to ₹ 5,00,00,000/- (Rupees Five Crores only).

For increase in Authorized Share Capital of the Company, member's approval is required by way of Resolution. Thus, your Directors recommend the said resolution for your consideration and approval as an Ordinary Resolution. Consequent upon increase in the Authorised Share Capital as aforesaid, the Capital Clause of the Memorandum of Association of the Company shall be suitably amended.

Pursuant to Section 61 of the Companies Act, 2013 approval of the Members by way of Ordinary Resolution is required for increase in Authorised Share Capital and consequent alteration in Capital Clause of the Memorandum of Association of the Company.

The resolution is accordingly recommended for approval as an Ordinary Resolution under the Act. None of the Directors, key management personnel of the Company or their relatives are concerned or interested in the Resolution.

Item No. 11**Capitalization of Reserves**

The Board of Directors in their meeting held on 14th August, 2014, have recommended issue of bonus shares to the shareholders of the Company in the ratio of one equity share for every one equity share held by them on the footing that they become entitled thereto as a capital and not as income and that such new shares, as and when issued and fully paid, shall rank pari passu with the existing issued equity shares except for dividend which shall be pro-rata from the date of allotment of such shares.

The bonus shares shall be issued by capitalizing the Share Premium Account, General Reserves and Capital Redemption Reserves of the Company. Approval of shareholders is sought for the issue of bonus shares. Your Directors recommend the passing of the resolution.

None of the Directors, Key Managerial Person of the Company and their relatives respectively, are interested in the resolution except to the extent of the bonus shares that may be allotted to them in proportion to their shareholding in the Company.

Item No. 12**Preferential Allotment of Equity Shares:**

To meet the working capital requirements, it is proposed to raise funds through preferential allotment of Equity Shares to the Non Promoter(s), whose names are mentioned in the list of allottees attached herewith vide Annexure-I.

Disclosures/Information as required under Regulation 73 of the SEBI ICDR Regulations and Rule 13(2) of Chapter (IV) of the Companies Act, 2013 for Preferential Allotment are given below:

(a) Object of the Issue:

The proceeds for preferential allotment shall be used to fund the Company's growth, capital requirements, capital expenditure and maintenance of adequate liquidity for the future requirements in line with the growth strategy of the Company and therefore, will strengthen the long term financial position of the Company.

(b) The proposal of the promoters, directors or key management personnel of the issuer to subscribe to the offer:

None of the Directors/ Promoters/ Key Management Personnel of the Company intends to subscribe to the preferential offer.

(c) The shareholding pattern of the issuer before and after the preferential issue;

The shareholding pattern before and after preferential issue is annexed with this notice as Annexure II.

(d) Proposed time within which allotment will be completed:

The Company will complete the allotment of Equity Shares within a period of 15 days from the date of passing of the special resolution by the shareholders or where the allotment on preferential basis requires any approval by any regulatory authority or Central Government, the allotment of Equity Shares will be completed within 15 days from the date of such approval.

(e) Identity of the proposed allottees of the issue and the percentage of post preferential issue capital that may be held by them:

The details as specified hereinabove are annexed with this notice as Annexure I.

(f) Change in Control/ Management:

The preferential allotment will not result in a change in control or management of the Company pursuant to the aforesaid preferential issue.

(g) Lock-in- Period:

The proposed allottees do not belong to promoter and promoter group. Therefore, the Equity Shares to be allotted to the proposed allottees shall be subject to lock-in for a period of one year from the date of trading approval, as prescribed under Regulation 78(2) SEBI ICDR Regulations and amendments thereto from time to time.

(h) Pricing of Equity Shares and price on which the proposed shares are being issued:

Each equity share of the face value of ₹ 10/- (Rupee Ten Only) shall be issued at a price of ₹ 10/- (Rupees Ten only) per equity share. Regulation 76 of SEBI (ICDR) Regulations in respect of issue of shares on preferential basis could not be followed because the shares of the Company are listed only on Delhi Stock Exchange (DSE) where no trading is being carried on presently.

Therefore, the minimum price of the share has been calculated on the basis of fair value method consisting of average of the Book Value Method, Earning per Share Method and Return on Net worth Method. The pricing certificate from M/s Sanjay Jain & Co., Chartered Accountants practicing Chartered Accountant is attached with the Notice as Annexure III.

(i) Auditor's Certificate:

A Certificate from Sanjay Jain & Co, Chartered Accountants, certifying that the preferential issue is being made in accordance with the requirements contained in SEBI (ICDR) Regulations shall be available for inspection at the registered office of the Company on all the working days except the Saturdays, Sundays and National holidays, between 11:00 A.M. to 01:00 P.M. prior to the date of Annual General Meeting and will also be available for inspection at the Meeting.

Preferential allotment of shares under Section 62(c) of the Companies Act, 2013, requires approval of the Shareholders of the Company by way of Special Resolution.

Thus, your Directors recommend the said resolution for your consideration and approval as a Special Resolution.

None of the Directors are in any way concerned or interested in proposed resolution.

Names of the proposed allottees and the percentage of post preferential paid up share capital that will be held by them.

Item No. 13**Approval of Borrowing Limits**

In order to meet the working capital requirements and in suppression to all the resolutions passed earlier by the Company with respect to the borrowing powers of the Board of Directors, it is proposed to enhance the borrowing limits pursuant to Section 180(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 to the tune of Rs. 2 Crores) in excess of the paid up capital and free reserves of the Company.

Section 180(1)(c) of the Companies Act, 2013, effective from 12th September, 2013, requires that the Board of Directors shall not borrow money in excess of the Company's paid up share capital and free reserves, apart from

temporary loans obtained from the Company's bankers in the ordinary course of business, except with the consent of the Company accorded by way of a special resolution.

Approval of members is being sought to borrow money up to the limit of ₹ 2 Crores (Rupees Two Crores) in excess of the aggregate of the paid up share capital and free reserves of the Company. The resolution is accordingly recommended for approval by the members of the Company as a Special Resolution under the Act.

None of the Directors, Key Managerial Personnel of the Company, and/or their relatives are concerned or interested in any manner in the proposed resolution.

Item No. 14**Approval for Creation of Charge/ Mortgage on the Assets of the Company**

In terms of the provisions of Section 180(1)(a) of the Companies Act, 2013, the consent of members by a Special Resolution is necessary to lease or otherwise dispose off the whole or substantially the whole of the undertaking of the Company. Since mortgaging by the Company of its movable or immovable properties in favour of various Financial Institutions/ Banks etc. for availing term loans/other secured borrowings is regarded as disposal of the Company's properties /undertakings, it is necessary for the members to pass the Resolution under Section 180(1)(a) of the Companies Act, 2013 by way of Special Resolution.

Accordingly, it is, therefore, necessary for the members to pass a special resolution under Section 180(1)(a) of the Companies Act, 2013 for creation of security up to the limit specified in the resolution passed under Section 180(1)(c) of the Companies Act, 2013.

The Board of Directors recommends the above resolution for your approval as a Special Resolution.

None of the Directors or any Key Managerial Personnel or any relative of any of the Director(s) of the Company or the relatives of any Key Managerial Personnel are, in anyway, concerned or interested in the above resolution.

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

Sd/-

Apoorv Agarwal

(Chairman)

DIN: 06735412

Address: D-6, Arya Nagar,
Society, 91 Patparganj, Delhi-110092

Place : Delhi

Date : 14th August, 2014

Annexure-I

DETAILS OF PROPOSED ALLOTTEES TO THE ISSUE

S. No.	Name of the Proposed Allottee	Category	No. of Equity Shares proposed to be allotted	% of Pre issue capital	% of Post issue Equity Capital
1	CHETNA GABBA	Public	10000	NIL	0.21
2	ADITI GABA	Public	10000	NIL	0.21
3	KANAV GABBA	Public	10000	NIL	0.21
4	JAGDISH BADLANI HUF	Public	10000	NIL	0.21
5	BHAVESH GABA HUF	Public	10000	NIL	0.21
6	RITESH GABBA HUF	Public	10000	NIL	0.21
7	HARISH HUF	Public	10000	NIL	0.21
8	RAJESH GABBA HUF	Public	10000	NIL	0.21
9	SIMRAN GABBA	Public	10000	NIL	0.21
10	MEHAK GABBA	Public	10000	NIL	0.21
11	SNEHA RAJESH GABBA	Public	10000	NIL	0.21
12	DAKSH GABBA	Public	10000	NIL	0.21
13	RITIKA GABBA	Public	10000	NIL	0.21
14	ARJUN LAL HUF	Public	10000	NIL	0.21
15	KANCHAN GABBA	Public	10000	NIL	0.21
16	SANJAY GABBA HUF	Public	10000	NIL	0.21
17	UJJWAL KEJRIWAL	Public	20000	NIL	0.43
18	SHIVAJI SINDHU	Public	10000	NIL	0.21
19	ASHOK SINDHU	Public	10000	NIL	0.21
20	ANKIT BANSAL	Public	12500	NIL	0.27
21	ASHOK KUMAR BANSAL	Public	12500	NIL	0.27
22	SUNITA BANSAL	Public	12500	NIL	0.27
23	KETKI GABBA	Public	10000	NIL	0.21
24	PRATAP SINDHU	Public	10000	NIL	0.21
25	AKASH KEJRIWAL	Public	20000	NIL	0.43
26	SUMITRA DEVI PARMAL	Public	30000	NIL	0.64
27	SHIKHA AGARWAL	Public	50000	NIL	1.06
28	NAVJEET SINGH SOBTI HUF	Public	50000	NIL	1.06
29	SUNIL KUMAR ARORA	Public	12000	NIL	0.26
30	SUNIL KUMAR ARORA HUF	Public	17500	NIL	0.37
31	KUSUM ARORA	Public	9000	NIL	0.19
32	LAXMI DEVI	Public	12500	NIL	0.27

33	SUMAN	Public	12000	NIL	0.26
34	NITIN ARORA	Public	18000	NIL	0.38
35	ANIL KUMAR ARORA	Public	17500	NIL	0.37
36	ANIL KUMAR ARORA HUF	Public	10000	NIL	0.21
37	SUNITA ARORA	Public	16000	NIL	0.34
38	RAM RAJA ARORA	Public	12000	NIL	0.26
39	KRISHAN KUMAR	Public	17500	NIL	0.37
40	HEMLATA	Public	8000	NIL	0.17
41	BIMLA RANI	Public	9000	NIL	0.19
42	NEERAJ GARG	Public	14000	NIL	0.30
43	NIDHI GARG	Public	15000	NIL	0.32
44	RAM AVTAR	Public	12000	NIL	0.26
45	KRISHAN KUMAR & SONS HUF	Public	12500	NIL	0.27
46	NEERAJ KUMAR & SONS HUF	Public	9000	NIL	0.19
47	RENU GARG	Public	13000	NIL	0.28
48	NEELESH AGARWAL	Public	20000	NIL	0.43
49	VINOD KUMAR PALTANI	Public	10000	NIL	0.21
50	TANVI AGGARWAL	Public	10000	NIL	0.21
51	SAHIL SINGLA	Public	10000	NIL	0.21
52	SUMIT KUMAR NAGPAL	Public	25000	NIL	0.53
53	PRAVEEN NAGPAL	Public	25000	NIL	0.53
54	AMIT NAGPAL	Public	25000	NIL	0.53
55	ARYAN JAIN	Public	50000	NIL	1.06
56	LOKESH YADAV	Public	30000	NIL	0.64
57	KAMLESH YADAV	Public	40000	NIL	0.85
58	MANISH YADAV	Public	70000	NIL	1.49
59	SHASHI YADAV	Public	70000	NIL	1.49
60	POONAM YADAV	Public	50000	NIL	1.06
61	HIMANSHU AGARWAL	Public	20000	NIL	0.43
62	RAVI SHANKER	Public	20000	NIL	0.43
63	DEEPENDRA SHANKAR AGARWAL	Public	20000	NIL	0.43
64	SEEMA AGARWAL	Public	70000	NIL	1.49
65	ANKUR MITTAL	Public	20000	NIL	0.43
66	KANTI DEVI	Public	20000	NIL	0.43
67	MANISHA MITTAL	Public	20000	NIL	0.43
68	AKSHAT AGARWAL	Public	70000	NIL	1.49
69	TEJENDRA SINGH MALIK	Public	20000	NIL	0.43

70	KUNDAN SINGH	Public	20000	NIL	0.43
71	RAKHI RANA	Public	20000	NIL	0.43
72	TARUN SINGHAL	Public	10000	NIL	0.21
73	VARUN SINGHAL	Public	10000	NIL	0.21
74	AMARDEEP AGARWAL	Public	12500	NIL	0.27
75	SWETA AGARWAL	Public	12500	NIL	0.27
76	VINEETA AGARWAL	Public	12500	NIL	0.27
77	SHRUTI AGARWAL	Public	12500	NIL	0.27
78	SUNITA SOMANI	Public	12500	NIL	0.27
79	PREM KUMAR AGGARWAL	Public	12500	NIL	0.27
80	P K AGGARWAL HUF	Public	12500	NIL	0.27
81	VIKAS SOMANI	Public	12500	NIL	0.27
82	VINOD KUMAR SOMANI HUF	Public	12500	NIL	0.27
83	VINOD KUMAR SOMANI	Public	12500	NIL	0.27
84	SHYAM SUNDER SOMANI HUF	Public	12500	NIL	0.27
85	SHYAM SUNDER SOMANI	Public	12500	NIL	0.27
86	SANJEEV AGARWAL	Public	62500	NIL	1.33
87	KANISHKA JAIN	Public	12500	NIL	0.27
88	SHASHI GOEL	Public	25000	NIL	0.53
89	BHARAT RAJ GOEL HUF	Public	25000	NIL	0.53
90	INDURAJ	Public	50000	NIL	1.06
91	KAPIL KUMAR AGARWAL	Public	12500	NIL	0.27
92	RAJ KUMAR AGARWAL	Public	12500	NIL	0.27
93	POONAM AGARWAL	Public	12500	NIL	0.27
94	ANKIT AGRAWAL	Public	12500	NIL	0.27
95	REENU AGRAWAL	Public	12500	NIL	0.27
96	MUKESH AGRAWAL	Public	12500	NIL	0.27
97	RAKESH CHATURVEDI	Public	20000	NIL	0.43
98	DINESH BATHLA	Public	30000	NIL	0.64
99	SUNIL BATHLA	Public	30000	NIL	0.64
100	VINEET BATHLA	Public	30000	NIL	0.64
101	ANIL KUMAR	Public	40000	NIL	0.85
102	SATISH KUMAR	Public	40000	NIL	0.85
103	OM PRAKASH SINGHAL	Public	40000	NIL	0.85
104	AMIT KUMAR AGARWAL	Public	10000	NIL	0.21
105	CHETANA AGARWAL	Public	10000	NIL	0.21
106	MUNNI DEVI AGARWAL	Public	10000	NIL	0.21

107	ASHOK KUMAR AGARWAL	Public	10000	NIL	0.21
108	SAURABH AGARWAL	Public	10000	NIL	0.21
109	ANKIT AGARWAL	Public	10000	NIL	0.21
110	JYOTI AGARWAL	Public	10000	NIL	0.21
111	PRAMILA AGARWAL	Public	10000	NIL	0.21
112	SANJAY KUMAR MITTAL	Public	20000	NIL	0.43
113	SHILPI NATH	Public	10000	NIL	0.21
114	SHAILENDRA NATH	Public	10000	NIL	0.21
115	BINA MITTAL	Public	20000	NIL	0.43
116	PARITOSH MITTAL	Public	20000	NIL	0.43
117	NEERU ANAND	Public	10000	NIL	0.21
118	PRAVEEN KUMAR ANAND	Public	10000	NIL	0.21
119	MANOHAR LAL	Public	50000	NIL	1.06
120	KIRAN MAKRANI	Public	87500	NIL	1.86
121	NARENDER MAKRANI HUF	Public	62500	NIL	1.33
122	OM PRAKASH MAKRANI HUF	Public	50000	NIL	1.06
123	MANOHAR LAL MAKRANI HUF	Public	50000	NIL	1.06
124	MEENA GOEL	Public	25000	NIL	0.53
125	KALPANA GOEL	Public	25000	NIL	0.53
126	MONIKA GOEL	Public	25000	NIL	0.53
127	JYOTI PRASAD GOYAL	Public	37500	NIL	0.80
128	DINESH GOEL	Public	37500	NIL	0.80
129	MUKESH GOEL	Public	37500	NIL	0.80
130	RAKESH GOEL	Public	37500	NIL	0.80
131	RAJNI DEVI	Public	25000	NIL	0.53
132	PRITI MAKRANI	Public	50000	NIL	1.06
133	LAKSHMI CHAND HUF	Public	100000	NIL	2.13
134	SOUMYA MAKRANI	Public	25000	NIL	0.53
135	REKHA SINGAL	Public	11000	NIL	0.23
136	URMIL GUPTA	Public	12500	NIL	0.27
137	S.K. GOEL CONSULTANCY LLP	Public	7500	NIL	0.16
138	S.K.P. METALS SALES PVT. LTD.	Public	100000	NIL	2.13
139	S.L.G. ENTERPRISES LLP	Public	7500	NIL	0.16
140	LAKSHAY GOEL	Public	7500	NIL	0.16
141	DIKSHA MAKRANI	Public	25000	NIL	0.53
142	JAI BANSAL	Public	20000	NIL	0.43
143	DIVYA JINDAL	Public	20000	NIL	0.43

144	KASHISH JINDAL	Public	20000	NIL	0.43
145	AYUSHI JINDAL	Public	20000	NIL	0.43
146	SAURABH GUPTA	Public	25000	NIL	0.53
147	PRATEEK VERMA	Public	30000	NIL	0.64
148	AJAY JAIN	Public	10000	NIL	0.21
149	NIDHI JAIN	Public	10000	NIL	0.21
150	HEM CHAND JAIN	Public	20000	NIL	0.43
151	AJAY KUMAR JAIN	Public	10000	NIL	0.21
152	VINEET JAIN	Public	30000	NIL	0.64
153	H.C.JAIN HUF	Public	20000	NIL	0.43
154	AJAY JAIN HUF	Public	20000	NIL	0.43
155	PARVINDER SINGH	Public	15000	NIL	0.32
156	JASKARAN VEER SINGH	Public	15000	NIL	0.32
157	SANCHIT JAIN	Public	10000	NIL	0.21
158	RITA JAIN	Public	10000	NIL	0.21
159	RAKESH KUMAR SHARMA	Public	25000	NIL	0.53
160	NEELAM SHARMA	Public	25000	NIL	0.53
161	DINESH KUMAR GUPTA	Public	60000	NIL	2.66
162	MAHESH KUMAR	Public	50000	NIL	1.06
163	PAWAN KUMAR AGARWAL	Public	50000	NIL	1.06
164	RUCHI GUPTA	Public	50000	NIL	2.66
165	ANURAG AGARWAL	Public	20000	NIL	0.43
166	HANSA DEVI AGARWAL	Public	20000	NIL	0.43
167	MUNNI DEVI AGARWAL	Public	20000	NIL	0.43
168	SUNIL KUMAR SHAH	Public	20000	NIL	0.43
169	SANTOSH ARORA	Public	10000	NIL	0.21
170	PAWANISH ARORA	Public	10000	NIL	0.21
171	VINOD KUMAR	Public	50000	NIL	1.06
172	DR. RENU MALIK	Public	50000	NIL	1.06
173	DR. SURAJ PRAKASH MULLICK	Public	60000	NIL	1.06
174	DR. RAVI MALIK	Public	50000	NIL	1.28
175	MRS. RAJ RANI MULLICK	Public	50000	NIL	1.06
176	MS. RIDHIMA MALIK	Public	50000	NIL	1.06
177	RITESH MALIK	Public	50000	NIL	1.06
	Total		4300000		91.49

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

Sd/-
Apoorv Agarwal
(Chairman)
DIN: 06735412

Place : Delhi
Date : 14th August, 2014

**SHAREHOLDING PATTERN OF THE COMPANY BEFORE AND AFTER
*PROPOSED ISSUE OF EQUITY SHARES**

S. No.	Class of Shareholders	Before the Proposed Issue		After the Proposed Issue	
		No. of Shares	%	No. of Shares	%
1	Promoters' Holding	100	0.05	200	0.004
2	Independent Directors	NIL	NIL	NIL	NIL
3	NRIs/ OCBs/ FIIs	NIL	NIL	NIL	NIL
4	Mutual Funds & Banks	NIL	NIL	NIL	NIL
5	Bodies Corporate	85600	42.80	286200	6.09
6	Indian Financial Institutions	NIL	NIL	NIL	NIL
7	Indian Public(Individuals and HUF)	114300	57.15	4413600	93.91
8	Employees	NIL	NIL	NIL	NIL
	TOTAL	200000	100	4700000	100

*Proposed Issue includes Bonus Issue of 2 lac shares to the existing equity shares (in the ratio of 1:1) and Preferential Allotment of 43,00,000 (Forty Three Lac) Equity Shares of ₹ 10/- (Rupees Ten) each.

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

Sd/-

Apoorv Agarwal
(Chairman)

DIN: 06735412

Address: D-6, Arya Nagar,
Society, 91 Patparganj, Delhi-110092

Place : Delhi
Date : 14th August, 2014

DIRECTORS' REPORT

To,
The Members
SARNIMAL INVESTMENT LIMITED

Your Board of Directors take immense pleasure in presenting the 33rd Annual Report on the business, operations and financial performance together with audited accounts statement for the financial year ended 31st March, 2014.

OVERALL REVIEW

Overall, 2013-14 has been a satisfying year. During the year under review, the Company has recorded a Profit of ₹ 525,526.51/- as compared to the last years' profits of ₹ 1,83,242.44/-. The Company is exploring avenues for business opportunities and wish to enter into the new area of activity. The Company is trying its best to keep its expenses in check in spite of inflationary trends and to revive its business. Barring unforeseen circumstances, we expect better performance in the financial year 2014-15.

FINANCIAL RESULTS

The Company's financial results for the financial year ended on the 31st March, 2014 are as under:

(₹ In lacs)

Particulars	For The Year Ended	
	31st March, 2014	31st March, 2013
Revenue from Operations	201958.42	767641.76
Add: Other Income	602801.88	280065.72
Total Revenue (I)	400483.46	1047707.48
Total Expenses (II)	348316.95	864465.04
Profit/ (Loss) Before Tax (I - II)	52526.51	183242.44
Less: (a) Exceptional Items	-	-
(b) Extraordinary Items	-	-
(c) Tax Expenses (Current Tax)	0	(17691)
Profit/(Loss) from the period from continuing operations	52526.51	165551.44
Add: Previous Year Tax Adjustment	29620.83	29955.19
Profit/(Loss) for the period	82147.34	135596.25

TRANSFER TO RESERVES IN TERMS OF SECTION 217 (1)(B) OF THE COMPANIES ACT, 1956

The Company has not transferred any sum to Reserve for the financial year ended on 31st March, 2014.

DIVIDEND

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 2013-14.

DISCLOSURES UNDER SECTION 217(1)(d) OF THE COMPANIES ACT, 1956

Except as disclosed elsewhere in this report, the following material changes have occurred between the end of the financial year of the Company and date of this report which can affect the financial position of the Company:

Bonus Issue of Equity Shares:

The Company is planning to capitalize funds through issue of bonus shares to the shareholders of the Company in the ratio of one equity share for every one equity share held by them on the footing that they become entitled thereto as capital and not as income.

Preferential Allotment of Equity Shares:

The Company needs to mobilize funds for funding current and future expansion plans, working capital requirements and other general corporate purposes. Therefore, in order to meet the working capital requirements, the company is planning to increase the Authorized Capital and proposing an issue of Equity Shares on preferential basis.

No other material changes and commitments affecting the financial position of the Company have occurred between end of the financial year of the Company i.e 31st March, 2013 and the date of this Report.

PUBLIC DEPOSITS

During the Financial Year 2013-14, the Company has not accepted any deposits falling within the meaning of Section 58A of the Companies Act, 1956, read with the Companies (Acceptance of Deposits) Rules, 1975.

STATUTORY AUDITORS

The Board recommends appointment of **M/s Moon and Company, Chartered Accountants**, as Statutory Auditors of the Company in place of M/s Sanjay Jain & Co., Chartered Accountants, who shall retire at the ensuing Annual General Meeting.

Company has received a confirmation from the proposed Auditors to the effect that their appointment, if made, would be in the limits prescribed under Section 141(3)(g) of the Companies Act, 2013.

AUDITORS' OBSERVATION

The Auditors Report has been annexed with this report. Auditors' observations are self explanatory, which do not call for any further clarifications.

DIRECTORS

During the period under review, Amit Aggarwal, Nitin Agarwal, Rajiv Garg were appointed as Additional Directors with effect from 1st April, 2014 and Mrs. Payal Agarwal, Mr. Vinod Kr. Jain and Mr. Apoorv Agarwal was appointed as Additional Directors on the Board of the Company with effect from 30th August, 2014, 13th August, 2013 and 30th July, 2014 respectively to hold office up to the ensuing Annual General Meeting (AGM) of the Company.

During the period under review, following Directors resigned from the Company:

S. No.	Name of the Director	DIN	Date of Resignation
1.	Tulika Jain	00536626	13th August, 2014
2.	Manjeet Singh Kohli	02766281	30th July, 2014

The Board appreciates the contribution made by them during their tenure as Directors of the Company.

The present composition of Board is as follows:

S. No.	Name of the Director	DIN	Designation	Date of Appointment
1	Mrs. Payal Agarwal	00920334	Additional Director	30th August, 2014
2	Mr. Vinod Kumar Jain	01943778	Additional Director (Independent)	13th August, 2014
3	Mr. Apoorv Agarwal	06735412	Additional Director	30th July, 2014
4	Amit Aggarwal	02504414	Additional Director	1st April, 2014
5	Nitin Agarwal	03122245	Additional Director	1st April, 2014
6	Rajiv Garg	02216829	Additional Director	1st April, 2014

Further, Mr. Vinod Kumar Jain, who was appointed as an Additional Director of the Company w.e.f. 13th August, 2014 and who holds office upto the date of the forthcoming Annual General Meeting of the Company has been proposed in writing by the shareholder for the office of the Director not liable to retire by rotation.

Further, Mr. Apoorv Agarwal, who was appointed as an Additional Director of the Company w.e.f. 30th July, 2014 and who holds office upto the date of the forthcoming Annual General Meeting of the Company has been proposed in writing by the shareholder for the office of the Director liable to retire by rotation.

Mrs. Payal Agarwal, who was appointed as an Additional Director of the Company w.e.f. 30th August, 2014 and who holds office upto the date of the forthcoming Annual General Meeting of the Company has been proposed in writing by the shareholder for the office of the Director liable to retire by rotation.

Further, Mr. Amit Aggarwal, Mr. Nitin Agarwal & Mr. Rajiv Garg were appointed as a Additional Director w.e.f. 1st April, 2014 and who holds office upto the date of the forthcoming Annual General Meeting of the Company have been proposed in writing by the shareholders for the office of the Director liable to retire by rotation.

Your Directors recommend their appointment as the Directors of the Company.

Mr. Nitin Agarwal is proposed to be appointed as the Managing Director of the Company w.e.f. 30th September, 2014.

Your Directors recommend his appointment as the Managing Director of the Company.

None of the Directors of the Company are disqualified under the provision of Section 164 of the Companies Act, 2013 as applicable on the date of this Directors' Report.

LISTING COMPLIANCES

Your Directors are pleased to inform you that during the year under review all compliances related to listing with the Delhi stock Exchange have been duly complied.

SECRETARIAL COMPLIANCE CERTIFICATE

As per the requirements of Section 383A of the Companies Act, 1956, the Compliance Certificate regarding compliance of various requirements of the Companies Act, 1956 and the rules made there under has been obtained from Naresh Gupta & associates Company Secretaries, for the financial year ended on 31st March, 2014.

DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to Section 217(2AA) of the Companies Act, 1956 as amended by the Companies (Amendment) Act, 2000, the Directors confirm that:

- (i) In the preparation of the Annual Accounts for the year ended 31st March, 2014, the applicable accounting standards have been followed and there were no material departures.
- (ii) We have selected the appropriate Accounting Policies described in the notes and applied consistently and have 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 of the Company for that period.
- (iii) Proper and sufficient care have been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 1956, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- (iv) The annual accounts for the year ended 31st March, 2014 have been prepared on the historical cost convention, on a going concern basis.

PARTICULARS OF EMPLOYEES

None of the Employees of the Company was in receipt of remuneration, which was more than the limits as prescribed under Section 217(2A) of the Companies Act, 1956 read with the Companies (Particulars of Employees) Rules, 1975 and hence no particulars are required to be disclosed in this Report.

INFORMATION UNDER SECTION 217(1) (e) OF THE COMPANIES ACT, 1956

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.

Particulars	Year Ended March 31, 2014	Year Ended March 31, 2013
Earnings in Foreign Currency	Nil	Nil
Expenditure in Foreign Currency	Nil	Nil

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**

Sd/-

Apoorv Agarwal
(Chairman)

DIN: 06735412

Address: D-6, Arya Nagar,
Society, 91 Patparganj, Delhi-110092

Place : Delhi
Date : 14th August, 2014

INDEPENDENT AUDITOR'S REPORT

To the Members of **SARNIMAL INVESTMENT LIMITED**

Report on the Financial Statements

We have audited the accompanying financial statements of **SARNIMAL INVESTMENT LIMITED** ("the company"), which comprise the Balance Sheet as at 31st March, 2014, and the Statement of Profit and Loss and 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

Management of the company is responsible for the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flow of the company in accordance with the Accounting Standards referred to in sub-section (3C) of section 211 of the Companies Act, 1956 ("the Act") & in accordance with accounting principles generally accepted in India. This responsibility includes the design, implementation and maintenance of internal control 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 conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing 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 control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

Opinion

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

- a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2014;
- b) in the case of the Profit and Loss Account, of the profit/ loss for the year ended on that date
- c) In the case of cash flow statement, of the cash flows of the company for the year ended on that date.

Report on Other Legal and regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2003 ("the Order") issued by the Central Government of India in terms of sub-section (4A) of section 227 of the Act, we give in the Annexure a statement on the matters specified in paragraphs 4 and 5 of the Order.
2. As required by section 227(3) of the Act, we report that:
 - a) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b) in our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books

- c) the Balance Sheet, Statement of Profit and Loss, cash flow account dealt with by this Report are in agreement with the books of account.
- d) in our opinion, the Balance Sheet and Statement of Profit and Loss and the cash flow statement comply with the Accounting Standards referred to in subsection (3C) of section 211 of the Companies Act, 1956;
- e) on the basis of written representations received from the directors as on March 31, 2014, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2014, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.

FOR SANJAY JAIN & CO.
CHARTERED ACCOUNTANTS

Sd/-
SANJAY KUMAR JAIN
Proprietor
M.No. 014280
Firm reg. No. 002248N

Place : New Delhi
Date : 28th May, 2014

ANNEXURE REFERED TO IN PARAGRAPH 1 OF OUR REPORT OF EVEN DATE

1. (a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
(b) In our opinion and as informed to us, the fixed assets other than leased vehicle as untraceable have been physically verified by the management at reasonable intervals, having regard to the size of the company and the nature of its assets. Except as stated above no material discrepancies between the book records and the physical inventory were noticed.
(c) During the year, in our opinion, a substantial part of fixed assets has not been disposed by the company.
2. (a) the inventory of the company comprising stocks and shares are held in Demat form. Thus no physical verification was conducted.
(b) Not Applicable.
(c) On the basis of our examination of records of inventory, in our opinion, the Company has maintained proper records of inventory and no discrepancies were noticed. The share being held in Demat form.
3. (a) The Company has not granted any loans, secured or unsecured, to companies, firms or other parties listed in the register maintained under Section 301 of the Companies Act, 1956. However, the company has taken unsecured loan from one party listed in the register maintained under section 301 of the Companies Act, 1956. The total amount so due payment is ₹ 5,36,000/- (₹ Five Lakh thirty thousand only).
(b) The rates of interest and other terms and conditions of unsecured loan taken by the company are not prima facie prejudicial to the interest of the company.
(c) The payment of principal as and when due as well as the interest are regular.
(d) No amount is over due.
4. In our opinion and according to the information and explanations given to us, there are adequate internal control procedure commensurate with the size of the company and the nature of its business, for the purchase of inventory, and for the sale of good. Further, on the basis of our examination, and according to the information and explanations given to us, we have neither come across nor have been informed of any instance of major weaknesses in the aforesaid internal controls procedures.
5. (a) In our opinion and according to the information and explanations given to us, there are no transactions that need to be entered into the Register maintained under section 301 of the Companies Act, 1956.
(b) in our opinion and according to the information and explanations given to us, as there are no transactions that need to be entered into register maintained under section 301 of the companies act, 1956 paragraph (v) (b) of the order is not applicable.

6. In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public, thus not applicable.
7. In our opinion, the Company has an internal audit system commensurate with its size and the nature of its business.
8. To the best of our knowledge the Central Government has not prescribed the maintenance of cost, records under section 209(1) (d) of the companies Act,1956in respect of activities of the company.
9. (a) According to the information and explanations given to us, and according to the books and records as produced and examined by us, in our opinion, the company is regular in depositing undisputed statutory dues if any, as applicable.
(b) As at 31st March 2014 according to the records of the company and the information and explanations given to us, there is no dues on account of sale-tax, Income-tax, customs duty, wealth tax, excise duty and cess matters that have not been deposited.
10. The Company does not have any accumulated loss as at 31st march 2014 and has not incurred cash loss during the financial year ended on that date or in the immediately preceding financial year.
11. Not applicable as no such dues were payable.
12. According to the information and explanations given to us, the Company has not granted loans and advances on the basis of security by way of pledge of shares, debentures and other securities.
13. The provisions of any special state as specified under paragraph (xviii) of the order are not applicable to the company.
14. In our opinion and according to the information and explanations given to us, the Company has maintained proper records of transaction and contracts and that timely entries have been made. The shares and securities are held by the company in its own name.
15. According to the information and explanations given to us, the Company has not given any guarantees for loan taken by others from a bank or financial institution.
16. Not applicable as the company has not availed any term loans.
17. Based on the information and explanations given to us and on an overall examination of the Balance Sheet of the Company in our opinion, there are no funds raised on short-term basis which have been used for long-term investment and vice versa.
18. The Company has not made any preferential allotment of shares to parties company covered in the register maintained under section 301 of the companies Act,1956 during the year.
19. Not Applicable as no debentures were issued.
20. The Company has not raised any money by public issue during the year.
21. According to the information and explanations given to us, during the year, no fraud on or by the Company has been noticed or reported.

FOR SANJAY JAIN & CO.
CHARTERED ACCOUNTANTS

Sd/-
SANJAY KUMAR JAIN
Proprietor
M.No. 014280
Firm reg. No. 002248N

Place : New Delhi
Date : 28th May, 2014

BALANCE SHEET AS AT 31ST MARCH, 2014

(Amount in ₹)

Particulars	Note	As at 31st March, 2014	As at 31st March, 2013
A EQUITY AND LIABILITIES			
1 Shareholders' Fund			
(a) Share Capital	1	2,000,000.00	2,000,000.00
(b) Reserves and Surplus	2	2,410,271.26	2,328,123.92
		<u>4,410,271.26</u>	<u>4,328,123.92</u>
2 Share Application money pending allotment			
3 Non-Current Liabilities			
(a) Long term borrowings	2	536,000.00	500,000.00
(b) long Term provisions		-	-
(c) Security Deposits		123,000.00	123,000.00
		<u>659,000.00</u>	<u>623,000.00</u>
4 Current Liabilities			
(a) Other Current Liabilities	4	87,846.45	89,453.45
(b) Short-Term Provisions	5	40,327.72	17,691.00
		<u>128,174.17</u>	<u>107,144.45</u>
TOTAL		<u><u>5,197,445.43</u></u>	<u><u>5,058,268.37</u></u>
B ASSETS			
1 Non-Current Assets			
(a) Fixed Assets			
i) Tangible Assets	6	176,384.33	193,768.52
ii) Intangible Assets			
(b) Investment	7	792,361.37	799,861.37
(c) Deferred tax Assets		56,955.00	12,472.17
		<u>1,025,700.70</u>	<u>1,006,102.06</u>
Current Assets			
(a) Trade Receivables	8	-	155,296.20
(b) Short term Loans and advances	9	158,111.07	141,721.41
(c) Cash and cash equivalents	10	836,413.46	577,928.50
(d) Closing Stock	11	3,177,220.20	3,177,220.20
		<u>4,171,744.73</u>	<u>4,052,166.31</u>
TOTAL		<u><u>5,197,445.43</u></u>	<u><u>5,058,268.37</u></u>

See accompanying notes forming part of the financial statements

In terms of our report attached

For **Sanjay jain & Co.**
(Chartered Accountants)
Firm Registration No. 002248N

Sd/-
Sanjay Kumar Jain
(Proprietor)
Membership no. 014280

Date : 28/05/2014
Place : New Delhi

For and on behalf of the board of Directors

Sd/-
Nupur Jain
Director
DIN No. 00554385

Sd/-
Tulika Jain
Director
DIN No. 00536626

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2014

(Amount in ₹)

Particulars	Note	As at 31st March, 2014	As at 31st March, 2013
CONTINUING OPERATIONS			
1 Revenue from Operations	12	(201,958.42)	767,641.76
2 Other Income	13	602,801.88	280,065.72
3 Total Revenue (1+2)		400,843.46	1,047,707.48
4 Expenses:			
(a) Employees Benefits expense	14	181,800.00	171,600.00
(b) Finance Costs	13	40,000.00	-
(c) Depreciation and Amortisation Expenses	6.B	17,384.19	11,607.14
(d) Other Expenses	15	83,667.04	104,710.26
(e) Purchases	16	-	622,180.14
(f) Change in stock	17	-	(45,632.50)
(g) Contingent provision for Standard Assets (@ 0.25% of outstanding standard assets as per RBI Notification)		25,465.72	-
Total Expenses		348,316.95	864,465.04
5 Profit / (Loss) Before Tax (3-4)		52,526.51	183,242.44
6 Tax Expenses:			
Provision for Income tax			
(a) Current Tax expenses for current year		-	17,691.00
(b) Deferred Tax		14,862.00	29,924.83
(c) Income Tax Earlier Year		(44,482.83)	30.36
7 Profit / (Loss) for the year (5-6)		82,147.34	135,596.25
8 Earning per Share (of ₹ 10 each)			
(a) basic		0.41	0.68

See accompanying notes forming part of the financial statements

In terms of our report attached

For **Sanjay Jain & Co.**
(Chartered Accountants)
Firm Registration No. 002248N

For and on behalf of the board of Directors

Sd/-
Sanjay Kumar Jain
(Proprietor)
Membership no. 014280

Sd/-
Nupur Jain
Director
DIN No. 00554385

Sd/-
Tulika Jain
Director
DIN No. 00536626

Date : 28/05/2014
Place : New Delhi

CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31ST MARCH, 2014

(Amount in ₹)

Particulars	Amount
A. <u>Cash Flow from Operating Activities:</u>	
Net Profit / Loss as profit & Loss A/c.	107,613.06
Add :- Depreciation	17,384.19
Add :- Assets Written-off	(44,482.83)
Operating Profit before Working Capital changes	80,514.42
Increase / Decrease in inventories	-
Increase / Decrease in trade & other receivable	111,561.54
Increase / Decrease in trade payable	70,246.22
	<u>181,807.76</u>
payble cash generated from operations	262,322.18
Less :- Extraordinary Item	-
Tax for Previous Year (NET) TDS	-
Net Cash Flow/(Loss) from Operating Activities	262,322.18
B. <u>Cash Flow from Investing Activities:-</u>	
Addition / Deletions to Fixed Assets	-
Addition / Deletions to Investments	7,500.00
Profit / Loss on sale of Fixed Assets & Investment	-
Less :- Sale of Fixed Assets	-
	<u>7,500.00</u>
Net Cash used in Investing Activities	7,500.00
C. <u>Cash Flow from Financing Activities :-</u>	
Increase in borrowings	36,000.00
	<u>36,000.00</u>
Net Cash From Financing Activities	36,000.00
Net Increase/(Decrease) in cash & cash Equivalents (A+B+C)	<u><u>305,822.18</u></u>
Cash and Cash Equivalents as on 1.4.2013	577,928.50
Cash and Cash Equivalents as on 31.3.2014	883,750.68

For **Sanjay jain & Co.**
(Chartered Accountants)
Firm Registration No. 002248N

For and on behalf of the board of Directors

Sd/-
Sanjay Kumar Jain
(Proprietor)
Membership no. 014280

Sd/-
Nupur Jain
Director
DIN No. 00554385

Sd/-
Tulika Jain
Director
DIN No. 00536626

Date : 28/05/2014
Place : New Delhi

A. SIGNIFICANT ACCOUNTING POLICIES**1. INCOME REGONITION**

- (i) Interest is provided on account basis except for on eparty which is not traceable, interest on such loan will be accounted as and when received.

2. VALUATION OF FIXED ASSETS

Fixed Assets are stated at historical cost less accumulated depreciation.

3. DEPRECIATION

The Company has provided for depreciation on owned assets on written down basis at the rates prescribed in SCHEDULE XIV to the companies Act,1956.

4. VALUATION OF INVESTMENTS

Investments are valued at cost.

5. Stock in Trade as on 31.3.2014 is valued at cost.**6. CONTINGENT LIABILITIES**

There are no contingent Liabilities.

7. In the opinion of the directors, Current Assets, Loans and advances except investment and stock in trade whose market value has been mentioned in the respective schedule, have the value at which they are stated in balance sheet, if realized in the ordinary course of business.

8. Particulars of remuneration to whole time Director:-

	2013-2014	2012-2013
Salary	₹ NIL	₹ NIL
Perquisites	₹ NIL	₹ NIL

9. Payment to auditors ₹ 59,888.00 (previous year ₹ 30,000.00) include audit fees ₹ 44,944.00 and balance for tax and other matters.

10. The Disclosure as stipulated in schedule in schedule VI of the companies Act, 1956 and Accounting Standards to the extend applicable have been appropriately made.

11. The DIN No. of the Directors of the company as under :

S. No.	Name	DIN
1.	Tulika Jain	536626
2.	Nupur Jain	554385

12. Related Party Disclosure

S. No.	Name of party	Relation
1.	Kanak Agencies P. Ltd.	Common Director
2.	Acro Engineering Co.	Director is a partner in Firm
3.	Strapon Plastic Plastic P. Ltd.	Common Director

13. Taxes on Income

Deferred tax assets should be recognized and carried forward only to the extent that there is a reasonable certainty that sufficient future taxable income will be available against which such assets can be realized.

Deferred tax Asset made during the year ₹ 44,482.83/-

B. General Notes:

1. Earnings/ Expenditure in Foreign Currency : NIL
2. Previous year's figures have been re- grouped wherever necessary.
3. Schedule 1 to 17 form integral part of the profit & loss Account and Balance Sheet as at 31st March, 2014.
4. No provision has been made on account of Gratuity as the same shall be provided as and when paid.
5. Statement pursuant to part IV of schedule VI to the companies Act,1956 balance Sheet Abstract and Company's general Business Profile:-
Registration Details
Registration No. 12431 State Code 55
Balance Sheet Date 31.03.2014

I. Capital Raised during the year (Amount in ₹ Thousands)

Public Issue	Right Issue
NIL	NIL
Bonus Issue	Private Placement
NIL	NIL

II. Position of Mobilization and Deployment of funds (Amt. in Thousands)

	Total Liabilities	Total Assets
	5197	5197
Source of funds	Paid Up Capital	Reserve & Surplus
	2000	2410
	Secured Loans	Unsecured Loans
	NIL	536
Application of Funds	Net Fixed Assets	Investments
	176	792
	Net Current Assets	Misc. Expenditure
	4004	NIL
	Accumulated Losses	

III. Performance of company (Amount in ₹ Thousands)

Turnover	Total Expenditure
401	348
Profit / (Loss) before Tax	Profit /(Loss) after tax
52.5	82.1

IV. Generic name of Three Principal Products/Services of Company (as per Monetary terms)

- (i) Hire Purchase (ii) investments

For **Sanjay jain & Co.**
(Chartered Accountants)
Firm Registration No. 002248N

Sd/-
Sanjay Kumar Jain
(Proprietor)
Membership no. 014280

Date : 28/05/2014
Place : New Delhi

For and on behalf of the board of Directors

Sd/-
Nupur Jain
Director
DIN No. 00554385

Sd/-
Tulika Jain
Director
DIN No. 00536626

Notes forming part of the financial statements**1. SHARE CAPITAL**

Particulars	As at 31st March, 2014		As at 31st March, 2013	
	No. of Shares	Amount (₹)	No. of Shares	Amount (₹)
(a) Authorised	10,000,000	100,000,000	10,000,000	100,000,000
Equity Shares of Rs. 10 each with voting rights				
(b) Issued				
Equity Shares of Rs. 10 each with voting rights	200,000	2,000,000	200,000	2,000,000
(c) Subscribed and fully paid up				
Equity Shares of Rs. 10 each with voting rights	200,000	2,000,000	200,000	2,000,000

1.1 Reconciliation of shares outstanding at the beginning & at the end of the reporting period

Particulars	As at 31st March, 2014		As at 31st March, 2013	
	No. of Shares	Amount (₹)	No. of Shares	Amount (₹)
At the beginning of the period	200,000	2,000,000	200,000	2,000,000
Add : issued during the period	-	-	-	-
Total	200,000	2,000,000	200,000	2,000,000

1.2 Terms/ rights attached to equity shares

The company has one class of shares referred to as equity shares having a par value of ₹ 10/- each. Each holder of equity share is entitled to one vote per share. The same position exists as at the beginning and at the end of the reporting period.

1.3 Details of shareholder holding more than 5% share in the company.

Particulars	As at 31st March, 2014		As at 31st March, 2013	
	No. of Shares	% of share holding	No. of Shares	% of share holding
1. Meenal Jain	11,600	5.800%	11,600	5.800%
2. Nupur Jain	11,700	5.850%	11,700	5.850%
3.adip Enterprises Pvt. Ltd.	25,000	12.500%	25,000	12.500%
4. Sonia vaish	11,600	5.800%	11,600	5.800%
5. Strapon Plastics Pvt. Ltd.	37,850	18.925%	37,850	18.925%
6. Premium linkers Ltd.	19,450	9.725%	19,450	9.725%
7. Tulika Jain	11,600	5.800%	11,600	5.800%

(Amount in ₹)

Particulars	As at 31st March, 2014	As at 31st March, 2013
2. RESERVES AND SURPLUS		
(a) Surplus/ (Deficit) in statement of Profit and Loss		
Opening Balance	2,328,123.92	2,192,527.67
Add : Profit / (Loss) for the year	82,147.34	135,596.25
Less: Transfer to Statutory Reserves	43,548.72	-
	2,366,722.54	2,328,123.92
Closing Balance	2,366,722.54	2,328,123.92
(b) Reserve Funds (as required by section 45IC of reserve Bank of India Act,1934)		
Opening Balance	-	-
Add :- Current year Transfer	43,548.72	-
Closing Balance	43,548.72	-
	43,548.72	-
GRAND TOTAL (a + b)	2,410,271.26	2,328,123.92
3. LONG TERM BORROWINGS		
(a) Loans & Advances from others		
Unsecured (from directors)	536,000.00	500,000.00
Unsecured (from others)	-	-
	536,000.00	500,000.00
TOTAL	536,000.00	500,000.00
4. OTHER CURRENT LIABILITIES		
Expenses Payable	15,186.00	88,386.00
Alankit assignment Ltd.	1,067.45	1,067.45
Sanjay Jain & co.,	83,898.00	-
Pace Stock Broking Services ITd.	-27,345.00	-
TDS onprofessional fees	5,990.00	-
A.K.Friends	9,050.00	-
	87,846.45	89,453.45
TOTAL	87,846.45	89,453.45
5. SHORT TERM PROVISIONS		
Provision for Income Tax	14,862.00	17,691.00
Contingent Provision for Standard Assets	25,465.72	-
	40,327.72	17,691.00
TOTAL	40,327.72	17,691.00

6. FIXED ASSETS

Tangible assets	Gross Block						
	Balance as at 1 April, 2013	Additions	Disposals	Additions on amalgamation	Effect of foreign currency exchange differences	other adjustments	balance as at 31 March, 2014
Flat	336,024.00	-	-	-	-	-	336,024.00
Filing Cabinet	2,396.42	-	-	-	-	-	2,396.42
Air Conditioner	97,300.00	-	-	-	-	-	97,300.00
Refrigrator	3,553.77	-	-	-	-	-	3,553.77
Typewriter	38,949.66	-	-	-	-	-	38,949.66
Invertor	5,300.00	-	-	-	-	-	5,300.00
Total	483,523.85	-	-	-	-	-	483,523.85
Previous year	394,223.85	89,300.00	-	-	-	-	483,523.85

Tangible assets	Gross Block					Net Block	
	Balance as at 1 April, 2013	Depreciation / amortisation expense for the year	Eliminated on disposal of assets	Additions on amalgamation	balance as at 31 March, 2014	balance as at 31 March, 2014	balance as at 31 March, 2013
Flat	228,621.76	5,370.11	-	-	233,991.87	102,032.13	107,402.24
Filing Cabinet	2,383.79	2.29	-	-	2,386.08	10.34	12.63
Air Conditioner	13,493.43	11,657.49	-	-	25,150.92	72,149.08	83,806.57
Refrigrator	3,535.03	2.61	-	-	3,537.64	16.13	18.74
Typewriter	37,100.74	257.18	-	-	37,357.92	1,591.74	1,848.92
Invertor	4,620.58	94.51	-	-	4,715.09	584.91	679.42
Total	289,755.33	17,384.19	-	-	307,139.52	176,384.33	193,768.52
Previous year	278,148.19	11,607.14	-	-	289,755.33	193,768.52	116,075.66

B. Depreciation and amortisation relating to contaning operations:

(Amount in ₹)

Particulars	As at 31st March, 2014	As at 31st March, 2013
Depreciation and amortisation for the year on tangible assets as per note 6A	17,384.19	11,607.14
Depreciation and amortisation relating to continuing operations	17,384.19	11,607.14

7. INVESTMENTS

S. No.	Particulars	As at 31st March 2014			As at 31st March 2013		
		face Value	Qty.	Amount (₹)	face Value	Qty.	Amount (₹)
A.	Share in indian company (Quoted)						
	Aravali Securities & Finance Ltd.	10	200	5,000.00	10	200	5,000.00
	Bihar Alloy Steel Ltd.	10	200	2,100.00	10	200	2,100.00
	Castrol India Ltd.	10	1000	172,184.17	10	1000	172,184.17
	Castrol India Ltd. Bonus	10	1000	-	10	1000	-
	HDFC Bank Ltd.	2	25	1,500.00	2	25	1,500.00
	Carona Ltd.	10	50	2,000.00	10	50	2,000.00
	Dalmia Industries Ltd.	10	200	4,724.00	10	200	4,724.00
	DCM Financial Services Ltd.	10	100	2,000.00	10	100	2,000.00
	Dhar cement Ltd.	10	300	15,000.00	10	300	15,000.00
	DRLR Co. Ltd.	10	166	100.60	10	166	100.60
	Dr.M. Soy & general Food Ltd.	10	1000	15,395.00	10	1000	15,395.00
	Druckgrafien india ltd.	10	2000	36,935.00	10	2000	36,935.00
	Global trust bank Ltd.	10	500	34,995.00	10	500	34,995.00
	Industries Finance Corp. of India Ltd.	10	100	3,500.00	10	100	3,500.00
	ISTM Ltd.	10	500	11,935.00	10	500	11,935.00
	India Lease Development Ltd.	10	100	3,000.00	10	100	3,000.00
	J S W Steel Ltd.	5	26	5,250.00	5	26	5,250.00
	Jaipur Udyog Ltd.	10	150	1,206.00	10	150	1,206.00
	Jay Rapid Roller Ltd.	10	400	27,637.00	10	400	27,637.00
	KMF Ltd.	10	500	6,500.00	10	500	6,500.00
	Mangalore refinery & Petrochemical Ltd.	10	200	2,000.00	10	200	2,000.00
	Mahadev Corp. Ltd.	10	800	10,040.00	10	800	10,040.00
	Motor General Finance Ltd.	10	100	3,741.00	10	100	3,741.00
	Nam Credit & investment consultants	10	100	1,000.00	10	100	1,000.00
	Punjab communication Ltd.	10	100	25,000.00	10	100	25,000.00
	Radico Khaitan Finance Ltd.	10	100	1,000.00	10	100	1,000.00
	Reil products Ltd.	10	200	2,000.00	10	200	2,000.00
	Reliance Industries Ltd.- Bonds	10	107	-	10	107	-
	Reliance Industries Ltd.	10	27	5,555.93	10	27	5,555.93
	Rohtad Industries Ltd.	10	20	86.00	10	20	86.00
	Sangal Paper Ltd.	10	1000	21,320.00	10	1000	21,320.00
	Sanmac Motor Finance Ltd.	10	200	2,500.00	10	200	2,500.00
	SVC Superchem Ltd.	10	800	20,000.00	10	800	20,000.00
	SRG Infotech	10	300	19,599.00	10	300	19,599.00
	Steel Tubes of India Ltd.	10	300	6,000.00	10	300	6,000.00
	Suraj diamonds India Ltd.	10	300	28,500.00	10	300	28,500.00

S. No.	Particulars	As at 31st March 2014			As at 31st March 2013		
		face Value	Qty.	Amount (₹)	face Value	Qty.	Amount (₹)
	Southern iron & Steel Co. Ltd.	10	300	6,050.00	10	300	6,050.00
	South Asia Enterprises Ltd.	10	200	17,437.00	10	200	17,437.00
	Tata Chemicals Ltd.	10	80	2,500.00	10	80	2,500.00
	TCFC Finance Ltd.	10	90	7,524.00	10	90	7,524.00
	Usha India Ltd.	10	600	30,000.00	10	600	30,000.00
	Vippy Solvex production Ltd.	10	500	17,500.00	10	500	17,500.00
	Videocon Industries Ltd.	10	8	14,123.16	10	8	14,123.16
	Wordlink Finance Ltd.	10	100	2,081.00	10	100	2,081.00
	XPRO India Ltd.	10	65	23,092.5	10	65	23,092.5
	Ispat Industries Ltd.	10	160	4,000.00	10	160	4,000.00
	Ispat Industries Ltd.	10	240	6,000.00	10	240	6,000.00
	Reliance Capital Ltd.	10	6	-	10	6	-
	Reliance Communications Ltd.	10	127	-	10	127	-
	Relaince Infrastructure Ltd.	10	9	-	10	9	-
	Reliance Power Ltd.	10	31	-	10	31	-
	Total (a)		15687	629,611.37		15687	629,611.37
B.	Debentues (Quoted)						
	Andhra Cement Ltd.	160	150	24000	160	150	24000
	Total (a)		150	24000		150	24000
C.	Other						
	UTI Mastergain 1992 units	10	2000	20000		2000	20000
	Govt of India 2014 & 2015		4	126250		4	126250
	Total (c)		2004	146250		2004	146250
	Total Investments (A+B+C)		17841	799861.37		17841	799861.37
	Market Value of Quoted Securities						813489.1

(Amount in ₹)

Particulars	As at 31st March, 2014	As at 31st March, 2013
8. TRADE RECEIVABLES		
Trade receivables		
Unsecured, considered good	-	155,296.20
TOTAL	-	155,296.20

(Amount in ₹)

Particulars	As at	
	31st March, 2014	31st March, 2013
9. SHORT TERM LOANS & ADVANCES		
Interest Receivable	-	5,138.84
Income Tax Deducted at source A.Y. 2014-15	52,080.40	26,250.40
Income Tax Refund Due	84,608.17	84,608.17
RBI Bond Interest	12,862.50	25,724.00
Income Tax Refund AY 2013-14	8,560.00	-
TOTAL	158,111.07	141,721.41

10. CASH AND CASH EQUIVALENTS

(a) Cash in hand	2392.48	7392.48
(b) Balances with banks		
(i) In current account- Standard Chartered Bank	25,175.90	115,822.22
(ii) In current account- bank of India	608,845.08	254,713.80
(iii) Fixed Deposit with Standard Chartered Bank	200,000.00	200,000.00
TOTAL	836,413.46	577,928.50

11. CLOSING STOCK

S. No.	Particulars	As at 31st March 2014		As at 31st March 2013	
		Qty.	Amount (₹)	Qty.	Amount (₹)
1	Ashok Leyand Ltd.	2,000.00	54,569.66	2,000.00	54,569.66
2	BCPL	354.00	62,956.03	354.00	62,956.03
3	Chambal Fertilizers	1,000.00	77,743.26	1,000.00	77,743.26
4	Crompton Greaves Ltd.	200.00	27,106.88	200.00	27,106.88
5	Cluch Auto Ltd.	560.00	41,239.55	560.00	41,239.55
6	Dabur India Ltd.	2,100.00	69,000.84	2,100.00	69,000.84
7	Dhampur Sugar	2,000.00	139,704.12	2,000.00	139,704.12
8	Gas Authority of India	100.00	-	100.00	-
9	Gujrat Nre Coke	220.00	-	220.00	-
10	HPCL	200.00	58,847.36	200.00	58,847.36
11	ICICI Bank Ltd.	50.00	47,000.00	50.00	47,000.00
12	Infosys Ltd.	20.00	66,883.16	20.00	66,883.16
13	ITC Ltd.	1,100.00	88,785.94	1,100.00	88,785.94
14	Jai Prakash Power Venture	2,000.00	114,723.02	2,000.00	114,723.02
15	Jai Prakash Associates Ltd.	450.00	47,177.04	450.00	47,177.04
16	JP Infrastructure	1,000.00	56,240.91	1,000.00	56,240.91

17	L & T Bonus	70.00	-	70.00	-
18	NTPC Ltd.	600.00	105,091.18	600.00	105,091.18
19	OCL Steel Ltd.	8,000.00	483,152.96	8,000.00	483,152.96
20	O.N.G.C.	700.00	75,465.91	700.00	75,465.91
21	Origin Agrostar Ltd./ D.S.Q.	400.00	-	400.00	-
22	Padmini tech	2,000.00	-	2,000.00	-
23	Power grip Corp	1,000.00	140,381.40	1,000.00	140,381.40
24	Reliance Industries Ltd.	1,182.00	700,851.50	1,182.00	700,851.50
25	Reliance Infrastructure Ltd.	30.00	-	30.00	-
26	tech Mahindra	11.00	-	100.00	-
27	Sesa Goa Ltd.	200.00	-	200.00	-
28	Subhasproj - SPML	460.00	102,176.84	460.00	102,176.84
29	Suzlon Energy	500.00	49,552.24	500.00	49,552.24
30	Talbro's Automative Ltd.	116.00	-	116.00	-
31	tata Communications ltd.	1,275.00	241,736.10	1,275.00	241,736.10
32	Tata Elexsi	400.00	31,723.75	400.00	31,723.75
33	Tata Steel Ltd.	335.00	139,586.95	335.00	139,586.95
34	Unitech Ltd.	1,000.00	76,840.20	1,000.00	76,840.20
35	Xo Infotech Ltd.	15,000.00	78,863.40	15,000.00	78,863.40
	Total	46,633.00	3,177,400.20	46,722.00	3,177,400.20

12. REVENUE FROM OPERATIONS

S. No.	Particulars	As at 31st March, 2014		As at 31st March, 2013	
		Qty.	Amount (₹)	Qty.	Amount (₹)
(a)	Sale (Ref, Note (i) Below)	-	-201,958.42	11,485.00	767,641.76
	Total	-	-201,958.42	-201,958.42	767,641.76

S. No.	Particulars	As at 31st March, 2014		As at 31st March, 2013	
		Qty.	Amount (₹)	Qty.	Amount (₹)
(i)	Sale comprises:				
	Sales os fhares	-	-	11,485.00	767,641.76
	jobbing Income	-	-201,958.42	-	-
	Total	-	-201,958.42	-201,958.42	767,641.76

(Amount in ₹)

Particulars	As at 31st March, 2014	As at 31st March, 2013
13. OTHER INCOME		
(a) Indirect Income (Ref, Note (i) Below)	602,801.88	280,065.72
	-	767,641.76
TOTAL	602,801.88	1,047,707.48
(i) Indirect Income comprises:		
Dividend	67,841.72	-
Rent	504,300.00	-
Interest Income	30,660.16	-
Dividend, Interest & Jobbing Income	-	280,065.72
TOTAL	602,801.88	280,065.72
14. EMPLOYEE BENEFITS EXPENSE		
Salaries & Bonus	171,600.00	171,600.00
Leave Entitlement	10,200.00	-
TOTAL	181,800.00	171,600.00
15. OTHER EXPENSES		
Repairs & maintenance	-	19,985.40
Electricity & Water	-	13,820.00
Bank Charges	3,496.04	1,843.59
Audit & Taxation Fee (Refer Note (i) Below)	59,888.00	30,000.00
Director Meeting Fees	-	10,000.00
Listing Fees	5,618.00	-
Property Tax	4,940.00	12,284.00
Short & Excess	-	-52.73
Professional Expenses	9,050.00	10,830.00
Filing Fees	-	6,000.00
Security Transaction Tax	675.00	-
TOTAL	83,667.04	104,710.26

(Amount in ₹)

Particulars	As at	As at
	31st March, 2014	31st March, 2013
(i) Payments to the auditors comprises (net of service tax input credit), where as auditors- statutory audit	44,944.00	30,000.00
Other Services	14,944.00	-
TOTAL	59,888.00	30,000.00

For **Sanjay jain & Co.**
(Chartered Accountants)
Firm Registration No. 002248N

For and on behalf of the board of Directors

Sd/-
Sanjay Kumar Jain
(Proprietor)
Membership no. 014280

Sd/-
Nupur Jain
Director
DIN No. 00554385

Sd/-
Tulika Jain
Director
DIN No. 00536626

Date : 28/05/2014
Place : New Delhi

SARNIMAL INVESTMENT LIMITED

Reg Off: 203, Deepali 92 Nehru Place, New Delhi-110019

CIN: L65993DL1981PLC012431

PROXY FORM

Folio/DP-ID/CLIENT-ID/

I/We.....of.....being a member of Sarnimal Investment Limited hereby appoint the following as my/our proxy to attend and vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held on Tuesday, the 30th day of September, 2014 at 11.00 a.m. at the registered office of the Company viz. Reg Off: 203, Deepali 92 Nehru Place, New Delhi-110019 and at any adjournment thereof:

1. Mr./Ms. Signature or failing him/her

1. Mr./Ms. Signature or failing him/her

1. Mr./Ms. Signature or failing him/her

This form is to be used in favour of the resolution(s)...../against the resolutions.....Unless otherwise instructed the proxy will act as he thinks fit.

Affix Rs.1.00 Revenue Stamp

Signed this day of 2014.

Note: Proxy forms must reach the Company's Registered Office not less than 48 hours before the meeting

ATTENDANCE SLIP

Folio/DP-ID/CLIENT-ID/	
Name and Address of the Shareholder	
Whether the member is attending the meeting in person or by proxy or by authorized representative.	
Name of the proxy (to be filed in if proxy attends instead of the member).	

I/we hereby record my/our presence at the Annual General Meeting of the Company held on Tuesday, the 30th day of September, 2014 at the registered office of the Company at Reg Off: 203, Deepali 92 Nehru Place, New Delhi-110019.

.....
 Signature of the Member/Proxy
 (To be signed at the time of handing over the slip)

