

# **ANNUAL REPORT**

**2016-17**

**RUNIT INVESTMENTS COMPANY LIMITED**

## CORPORATE INFORMATION

<b><u>BOARD OF DIRECTORS</u></b> 1. Mr. Navin Kumar Bhartia ( Director) 2. Mrs. Vineeta Bhartia (Director) 3. Mr. Jayvardhan Kayan (Director) 4. Mr. Sougata Dey (Director)	<b><u>REGISTERED OFFICE</u></b> 12, Government Place East, Kolkata - 700069
<b><u>AUDITORS</u></b> K N Gutgulla & Company 6C, Middleton Street, Kolkata - 700071	<b><u>PRINCIPAL BANKER</u></b> Axis Bank Ltd. Shakespeare Sarani, Kolkata - 700071
<b><u>REGISTRAR AND TRANSFER AGENTS</u></b> Niche Technologies Private Limited D-511, Bagree Market, 71, B R B Basu Road, Kolkata - 700001	HDFC Bank B. B. D. Bag (East) Kolkata - 700001
<b><u>THIRTY FIFTH ANNUAL GENERAL MEETING</u></b> Date : 26 <sup>TH</sup> September, 2017 Time : 2 P.M. Venue: 12 Government Place East, Kolkata - 700069	<b><u>BOOK CLOSURE</u></b> Date: 21/09/2017 to 26/09/2017 (Both Days Inclusive)

Fax: 2243-5068  
E-mail: nbhartia@gmail.com:

2248-6007  
Phone : 2248-1143  
2248-1374

## RUNIT INVESTMENTS COMPANY LIMITED

(CIN:L65924(WB1981PLC034400)

Regd. Office:  
12, GOVERNMENT PLACE EAST  
KOLKATA - 700 069

### NOTICE

NOTICE is hereby given that the 35<sup>th</sup> Annual General Meeting of the members of Runit Investments Company Limited will be held at the Registered office at 12, Government Place East, Kolkata - 700069 on Tuesday, the 26<sup>th</sup> day of September, 2017 at 2.00 p.m. to transact the following businesses:

#### ORDINARY BUSINESS

1. To receive, consider and adopt the audited Balance Sheet of the Company as at 31<sup>st</sup> March, 2017 and the Statement of Profit & Loss, Cash Flow Statement for the year ended on that date together with the reports of the Board of Directors and Auditors thereon.
2. To appoint a director in place of Mr. Navin Kumar Bhartia (DIN: 00259552), who retires by rotation and being eligible offers himself for re-appointment.
3. To appoint auditors of the company to hold office from the conclusion of the forthcoming Annual General Meeting until the conclusion of the 40<sup>th</sup> Annual General Meeting and to fix their remuneration, and if thought fit, to pass with or without modification the following Resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of section 139, 143 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 and pursuant to the recommendation made by the Audit Committee of the Board of Directors of the Company, M/s. Rustagi & Company, Chartered Accountants [Firm Registration No. 301094E], be and are hereby appointed as Auditors of the Company, in place of M/s K. N. Guptia & Company (Firm Registration No. 304153F), the retiring Statutory Auditors, to hold office for a term of five consecutive years from the conclusion of this Annual General Meeting till the conclusion of the 40<sup>th</sup> Annual General Meeting of the Company to be held in the year 2022, subject to their appointment by the Members at every Annual General Meeting, and the said Auditors be paid such remuneration as may be decided by the Audit Committee of the Board of Directors of the Company"

Regd. Office:  
12, Government Place East,  
Kolkata - 700069  
Dated: 30<sup>th</sup> June, 2017

By Order of the Board  
For RUNIT INVESTMENTS COMPANY LIMITED

(NAVIN KUMAR BHARTIA)  
Director (DIN 00259552)

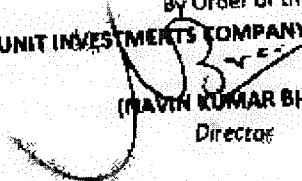
**Notes:**

A member entitled to attend and vote at the Annual General Meeting ("the meeting") is entitled to appoint a proxy to attend and vote on a poll instead of himself/ herself and the proxy need not be a member of the Company. The instrument appointing proxy in order to be effective should be duly completed, stamped and signed and must be deposited at the Registered Office of the Company not less than forty-eight hours before commencement of the Meeting.

2. Corporate Members intending to send their authorized representative to attend the meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
3. In case of joint shareholder attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
4. All the Independent Directors have affirmed that they meet the requirements specified under Clause 52 of the listing agreement in respect of their position as an "Independent Director" of the Company.
5. Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 relating to the Special Business to be transacted at the Meeting is annexed hereto.
6. Members attending the meeting are requested to bring with them the Attendance Slip attached to the Annual Report duly filled in and signed and handover the same at the entrance of place of the meeting. Proxy/representative of a member should mark on the Attendance Slip as "Proxy" or "Representative" as the case may be.
7. Members who hold shares in dematerialized mode are requested to intimate any changes pertaining with their bank account details, ECS mandates, nominations, power of attorney, change of address/name etc. to their Depository Participant only and not to the Company's Registrar & Share Transfer Agent. Changes intimated to the Depository Participant will then be automatically reflected in the Company's records which will help the Company and its Registrar & Share Transfer Agent to provide efficient and better service to the members.
8. Members holding shares in physical form are requested to intimate immediately to the Registrars & Share Transfer Agents of the Company, M/s Niche Technologies Pvt Ltd, 71, B R B Basu Road, Kolkata - 700001 quoting registered Folio No (a) details of their bank account/change in bank account, if any, to enable the Company to print these details on the dividend warrants; and (b) change in their address, if any, with pin code number. The following information to be incorporated on the dividend warrants may be furnished:
  - I. Name of Sole/First joint holder and the folio number.
  - II. Particulars of Bank Account, viz.
  - III. Name of the Bank
  - IV. Name of the Branch
  - V. Complete address of the Bank with Pin Codenumber
  - VI. Bank Account Number allotted by the Bank and nature of the Account (Savings/Current etc.)
9. Register of Members and Share Transfer Books of the Company will remain closed from 21<sup>st</sup> September, 2017 to 25<sup>th</sup> September, 2017 (Both days Inclusive).
10. Members desirous of having any information regarding accounts are requested to address their queries at the registered office of the Company at least seven days before the date of the meeting, so that the requisite information is made available at the meeting.
11. As an austerity measure, copies of the Annual Report will not be distributed at the Annual General Meeting. Members are requested to bring their copies to the meeting.
12. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communications including Annual Report, Notices, and Circulars etc. from the Company electronically.

13. In terms of Section 72 of the Companies Act, 2013, the shareholders of the Company may nominate a person on whom the shares held by him/them shall vest in the event of his/their death. Shareholders desirous of availing this facility may submit nomination in SH-13.
14. The Company has entered into agreements with CDSL to offer depository services to the Shareholders. Shareholders can open account with any of the depository participant registered with CDSL.
15. Pursuant to the requirement of the listing agreement, the Company declares that its equity shares are listed on the Calcutta stock exchange. The Company has paid the annual listing fee for the year 2014-15 to the above stock exchange.
16. As a part of "Green Initiative in the Corporate Governance", The Ministry of Corporate Affairs vide its circular nos. 17/2011 and 1/2011 dated 21.04.2011 and 29.04.2011, respectively, has permitted the companies to serve the documents, namely, Notice of General Meeting, Balance Sheet, Statement of Profit & Loss, Auditors' Report, Directors' report, etc., to the members through e-mail. The shareholders holding shares in physical form are requested to register their e-mail address with the Registrar & Share Transfer Agents by sending duly signed request letter quoting their folio no., name and address. In case of shares held in demat form, the shareholders may register their e-mail addresses with their DPs (Depository Participants).
17. Members may also note that the notice of the 35<sup>th</sup> Annual General Meeting and the Annual Report for 2017 will also be available at the Company's Registered Office in Kolkata for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost.

**Regd. Office:**  
12, Government Place East,  
Kolkata - 700069  
Dated: 30<sup>th</sup> June, 2017

By Order of the Board  
For RUNIT INVESTMENTS COMPANY LIMITED  
  
(NAVIN KUMAR BHARTIA)  
Director

## **BOARD'S REPORT**

To the Members,  
RUNIT INVESTMENTS COMPANY LIMITED.

Your Directors are pleased to present their report on the affairs of the company for the Financial Year ended March 31, 2017.

### **FINANCIAL PERFORMANCE**

(Amount in Rs.)

Particulars	Financial Year ended	
	31.03.2017	31.03.2016
Total Revenue	1,16,13,290	1,63,92,970
Profit before Tax & Depreciation	60,66,759	1,10,70,039
Less: Depreciation	5,05,190	6,03,065
Profit before Tax	55,61,569	1,04,66,974
Less: Provision for Income Tax		21,70,739
i) Current Tax	10,70,515	0
ii) MAT Credit entitlement	2,64,041	58,569
iii) Income Tax Paid for earlier years	99,350	13,438
iv) Deferred Tax	3,72,052	82,24,228
Net Profit/(Loss)	37,55,611	

### **KEY HIGHLIGHTS**

The Total Revenue for the year declined to Rs. 1,16,13,290 in 2016-17 from Rs. 1,63,92,970 in 2015-16.  
The Net Profit for the year is Rs. 37,55,611 in 2016-17 from Rs. 82,24,228 in the previous year.

### **STATE OF COMPANY'S AFFAIR**

The Company is engaged in the NBFC business, registered with Reserve Bank of India.

### **DIVIDEND**

In order to meet the additional working capital requirements of the Company, no Dividend has been declared.

### **TRANSFER TO RESERVES:**

During the year under review, the company has not transferred any amount to the General Reserve.

### **MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION BETWEEN THE END OF THE FINANCIAL YEAR AND DATE OF REPORT**

There is no Material changes affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report.

### **LISTING OF SHARES:**

The Company's shares are listed on the Calcutta Stock Exchange.

### **CHANGE IN THE NATURE OF BUSINESS**

There is no change in the nature of the Business during the Financial year under review.

### **NUMBER OF MEETINGS OF THE BOARD**

The Board met 10 (Ten) times during the Financial Year 2016-17

### **DIRECTORS AND OTHER KEY MANAGERIAL PERSONNEL**

Changes in the composition of the Board of Directors and other Key Managerial Personnel  
During the period under review Mr. Abhay Pazarí resigned from the Board w.e.f. 17.11.2016 and Mr. Sougata Dey was appointed as Independent Director of the Company.

As per the provisions of the Companies Act, 2013, Mr. Navin Kumar Bhartiya retires at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment. The Board recommends his re-appointment for approval of the members in the forthcoming Annual General Meeting.

#### KEY MANAGERIAL PERSONNEL

There is no key managerial personnel.

#### INDEPENDENT DIRECTORS

In terms of sub-section (10) of section 149 of the Companies Act, 2013 (effective from 01-04-2014), every listed company shall appoint Independent Directors, who shall hold office for a term up to 5 (five) consecutive years on the Board of a company and sub-section (11) of section 149 states that no Independent Director shall be eligible to be appointed for more than 2 (two) consecutive terms of 5 (five) years.

Further, it may be noted that sub-section (5) of section 149 of the Companies Act, 2013, provides for a transitional period of one year (from 01-04-2014) for re-appointment of the Independent Directors, if eligible, for a consecutive period of 5 (five) years (if it is intended so by the Board) subject to compliance with the eligibility and other prescribed conditions.

In compliance of Section 149 of the Companies Act, 2013, regarding appointment of Independent directors, your board have decided to recommend the appointment of Mr. Jayvardhan Kayan and Mr. Sougata Dey as independent directors for a further period of 1 year.

#### DECLARATION BY INDEPENDENT DIRECTORS

The Independent directors have submitted their disclosure to the Board that they fulfill all the requirements as to qualify for their appointment as an Independent Director under the provisions of Section 149 read with Schedule IV of the Companies Act, 2013. The Board confirms that the independent directors meet the criteria as laid down under the Companies Act, 2013.

#### DIRECTORS' RESPONSIBILITY STATEMENT

Your Directors confirm that:

- (a) in the preparation of the annual accounts, the applicable accounting standards had been followed and there is no material departures;
- (b) they had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company for that period;
- (c) they had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) they had prepared the annual accounts on a going concern basis;
- (e) they have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively;
- (f) they had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

#### EXTRACT OF THE ANNUAL RETURN

The extracts of Annual Return in Form MGT-9 pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and Administration) Rules, 2014 are attached as Annexure 'B' to this Report.

#### STATUTORY AUDITORS

Pursuant to the provisions of section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 and pursuant to the recommendation made by the Audit Committee of the Board of Directors of the Company, M/s. Rustagi & Company, Chartered Accountants (Firm Registration No. 301094E), may be appointed as Auditors of the Company, in place of M/s K. N. Gutgutia & Company (Firm Registration No. 304153E), the retiring Statutory Auditors, to hold office for a term of five consecutive years from the conclusion of this Annual General Meeting till the conclusion of the 40<sup>th</sup> Annual General Meeting of the Company to be held in the year 2022, subject to their appointment by the Members at every Annual General Meeting.

The audit committee has recommended their reappointment. Members may kindly consider their re-appointment and fix their remuneration.

quoted investments are lower than the cost. The Management feels that this diminution in value is not permanent and it is not necessary to make any provision in this regard.

#### SECRETARIAL AUDITORS

M/s S. K. Kabra & Associates, Practicing Companies Secretaries, was appointed to conduct the secretarial audit of the Company for the financial year 2016-17, as required under Section 204 of the Companies Act, 2013 and Rules there under. The Secretarial audit report for FY 2016-17 forms a part of the Annual Report as Annexure "A" to the Board's Report.

#### SECRETARIAL AUDITORS REPORT

The observations of the Secretarial Audit report are self explanatory and therefore do not call for any further comments under Section 134 of the Companies Act, 2013.

### CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNING AND OUTGO

#### CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION

- (A) Conservation of energy:
- (i) Steps taken or impart on conservation of energy :- NO such steps were required as the Company is not into any manufacturing activities.
- (ii) Steps taken by the company for utilizing alternate sources of energy:- No such steps were required as the Company is not into any manufacturing activities.
- (iii) Capital investment on energy conservation equipments:- NIL
- (B) Technology absorption
- (i) efforts made towards technology absorption:- As the Company is not using any borrowed technology no such steps are required.
- (ii) benefit derived - NA
- (iii) In case of imported technology- N.A.
- The detail of technology imported
  - The year of import
  - Whether the technology been fully absorbed
  - If not fully absorbed areas where absorption has not been taken place, and the reasons thereof
- (iv) Expenses incurred on R & D: NIL

#### FOREIGN EXCHANGE EARNINGS AND OUTGO

PARTICULARS	Amount in Rs:	
	CURRENT YEAR	PREVIOUS YEAR
Foreign Exchange Outgo	NIL	NIL
Foreign Exchange Earnings	NIL	NIL

#### SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

#### INTERNAL FINANCIAL CONTROL

The Board has adopted the policies and procedures 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 disclosures.

The Company's Internal Control Systems are commensurate with the nature of its business and the size and complexity of its operations.

#### RISK MANAGEMENT

Pursuant to Section 134(3)(n) of the Companies Act, 2013, the Company has developed and implement the Risk Management Policy for the Company including identification therein of elements of risk, if any, which is in the opinion of the Board may threaten the existence of the Company. These are discussed at the meeting of the Audit Committee and the Board of Directors of the Company.



of the Audit Committee and the Board of Directors of the Company.

At present the Company has not identified any element of risk which may threaten the existence of the Company.

#### **PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186**

The company has not made any investment and given guarantee under Sec 186 of the Companies Act, 2013

#### **CORPORATE SOCIAL RESPONSIBILITY (CSR)**

Pursuant to the provisions of Section 135 of the Companies Act, 2013, every company having net worth of rupees five hundred crore or more, or turnover of rupees one thousand crore or more or a net profit of rupees five crore or more during any financial year shall constitute a Corporate Social Responsibility Committee of the Board and shall formulate a Corporate Social Responsibility Policy. Your Company is not falling under the purview of said section during the year.

#### **SUBSIDIARY, ASSOCIATE AND JOINT VENTURE COMPANIES**

Pursuant to the provisions of the Rule 8 of Companies (Accounts) Rules, 2014, a statement containing salient features of the financial statements of the Company's subsidiaries, associates and joint venture companies in Form AOC-1 is attached as Annexure C.

#### **PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES**

During the year under review, the Company has not entered into any related party transaction falling under sub-section (1) of Section 188 of the Companies Act, 2013. Form for disclosure of particulars of contracts/arrangements as required under clause (h) of sub-section (3) of section 134 of the Act read with Rule 8(2) of the Companies (Accounts) Rules, 2014 is provided in the Board Report in the form AOC-2 as Annexure D.

#### **COMPOSITION OF COMMITTEES**

##### **Audit Committee**

As per the provisions of Section 177 of the Companies Act, 2013 your Company has constituted an Audit Committee. The Audit Committee comprises of majority of the Independent Directors. All the members of the Committee have experience in financial matters. The details of the composition of the committee are set out in the following table:

S.No.	Name	Status	Designation
1	Mr. Abhay Pasari	Independent Director	Chairman (till 17.11.2016)
2	Mr. Jayvardhan Kavan	Independent Director	Chairman (From 17.11.2016)
3	Mr. Sougata Dey	Independent Director	Member
4	Mrs. Vineeta Bhartia	Non Executive and Non Independent Director	Member

##### **Nomination and Remuneration Committee**

Our Company has constituted a nomination and remuneration committee ("Nomination and Remuneration Committee"). The details of the composition of the Committee are set out in the following table:

S. No.	Name	Status	Designation
1.	Mr. Sougata Dey	Independent Director	Chairman
2.	Mr. Abhay Pasari	Independent Director	Member (Till 17.11.2016)
3.	Mr. Jayvardhan Kavan	Independent Director	Member (From 17.11.2016)
4.	Mr. Navin Kumar Bhartia	Non Executive and Non Independent Director	Member

#### **STAKEHOLDERS RELATIONSHIP COMMITTEE / INVESTORS GRIEVANCE COMMITTEE**

Our Company has constituted a Stakeholders relationship Committee / Investors grievance committee ("Stakeholders relationship committee / Investors Grievance Committee") to redress the complaints of the shareholders.

S. No.	Name	Status	Designation
1.	Mr. Abhay Pasari	Independent Director	Chairman (Till 17.11.2016)
2.	Mr. Jayvardhan Kavan	Independent Director	Chairman (From 17.11.2016)
2.	Mr. Sougata Dey	Independent Director	Member
3.	Mrs. Vineeta Bhartia	Non Executive Non Independent	Member

**POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION**

The Company has formulated a policy known as Nomination and Remuneration Policy to govern the appointment and payment of remuneration to directors and KMPs.

**ESTABLISHMENT OF VIGIL MECHANISM FOR DIRECTORS AND EMPLOYEES**

The Company has established a vigil mechanism for Directors and employees to report their genuine concerns, as approved by Board on recommendation of Audit Committee.

**FORMAL ANNUAL EVALUATION**

The Nomination and Remuneration Committee of the Company has formulated Evaluation Policy during the year, which was approved by the Board of Directors. The Policy provides for evaluation of the Board, the Committee of the Board and individual Directors, including the Chairman of the Board. The policy provides that evaluation of the performance of the Board as a whole, Board Committees and Directors shall be carried out on an annual basis.

**CORPORATE GOVERNANCE**

The Company is committed to maintain the highest standards of corporate governance and adhere to the corporate governance requirements set out by SEBI. The Company has also implemented several best corporate governance practices as prevalent globally. The report on Corporate Governance as stipulated under the Listing Agreement is prepared on the basis of current period applications which forms an integral part of this Report. As during the period under review Corporate Governance were not applicable, therefore Auditors Certification has not been obtained and Management Discussion and analysis report is also not attached. Basic information in the Corporate Governance is given for the sake of investors.

**DEPOSITS**

Your Company has neither accepted nor any fixed deposits was outstanding as of the Balance Sheet date.

**PARTICULARS OF EMPLOYEES**

Information in accordance with the provisions under section 197(12) of the Companies Act, 2013 read with rule 5(2) of the Companies (Appointment of Managerial Personnel) Rules, 2014 are not applicable.

**ACKNOWLEDGEMENTS**

The Board of Directors acknowledges with gratitude the co-operation extended by the Company's Bankers and also appreciates the continued trust and confidence reposed by the Shareholders in the management. They also place on record their appreciation for the valuable contribution and whole hearted support extended by the Company's employees at all levels.

By Order of the Board  
For Runt Investments Company Limited

(Narva Kumar Bhartia)

Director DIN: 00259552

Residential Address:  
25B Ballingunge Park,  
Kolkata - 700019, INDIA

*Vineeta Bhartia*

(Vineeta Bhartia)

Director DIN: 00259493

Residential Address:  
25B Ballingunge Park,  
Kolkata - 700019, INDIA

Place: Kolkata.  
Date: 30<sup>th</sup> June, 2017



# S.K.KABRA & ASSOCIATES

*Practising Company Secretaries*

## FORM NO. MR-3 **SECRETARIAL AUDIT REPORT**

(For the period FY 2016-17)

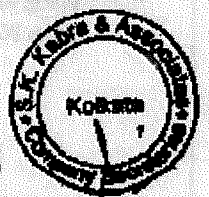
[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,  
**The Board of Directors**  
**M/s RUNIT INVESTMENTS COMPANY LIMITED.**  
**12, GOVT. PLACE EAST,**  
**KOLKATA-700 069**

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s RUNIT INVESTMENTS COMPANY LIMITED** (CIN:L65924WB1981PLC034400). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon. Based on our verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period ended on **31<sup>st</sup> MARCH, 2017**, 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:

1. We have examined the books, papers, minute books, forms and returns filed and other records maintained by **M/s RUNIT INVESTMENTS COMPANY LIMITED** ("The Company") for the period ended on **31<sup>st</sup> MARCH, 2017** according to the provisions of:
  - I. The Companies Act, 2013 (the Act) and the Rules made thereunder;
  - II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;
  - III. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
  - IV. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
  - V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') wherever applicable & to the extent applicable to the Company :-
    - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

10, Ganesh Chandra Avenue, 4th Floor, Suite 24A, Kolkata-700 013  
Tel: 033-22366332, Fax: 033-22153265, Cell: 8013047475/9830747475  
Email: [csshaileshkabra@gmail.com](mailto:csshaileshkabra@gmail.com)/[shaileshpooja2002@gmail.com](mailto:shaileshpooja2002@gmail.com)





# S.K.KABRA & ASSOCIATES

*Practising Company Secretaries*

- b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 (Upto 14<sup>th</sup> May, 2015) and The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 (Effective 15<sup>th</sup> May, 2015);
- c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- d. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- e. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
- h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

VI. We have relied on the representation made by the Company & its' Officers for system & mechanism formed by the Company for the compliances under Income Tax Act, 1961.

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

- i. Secretarial Standards as issued by The Institute of Company Secretaries of India.
- ii. The Listing Agreements entered into by the Company with the Calcutta Stock Exchange Limited and SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 made effective 1<sup>st</sup> December 2015.
- iii. Other Laws as may be specifically applicable to the Company.

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

- The requisite Form ADT-1 has been filed with late fee on 27/01/2017 by the Company with the Registrar of Companies as to appointment of Statutory Auditor for the Financial Year 2016-17.
- The requisite Form DIR12 has been filed on 14/12/2016 by the Company with the Registrar of Companies as to appointment of independent director on 17/11/2016 and resignation of Director on 14/11/2016.
- The requisite Form MGT7 & MGT15 has been filed with late fee on 25/01/2017 respectively by the Company with the Registrar of Companies in respect of the filing of annual return, report on AGM & balance sheet for the FY 2015-16.
- The requisite Form AOC4 & AOC4 (CFS) has been filed with late fee on 27/02/2017 AND 28/02/2017 respectively by the Company with the Registrar of Companies in respect of the filing of balance sheet for the FY 2015-16 after the initial filing of the same being

10, Ganesh Chandra Avenue, 4th Floor, Suite 24A, Kolkata-700 013  
Tel: 033-22366332, Fax: 033-22153265, Cell: 8013047475/9830747475

Email: [cshaileshkabra@gmail.com](mailto:cshaileshkabra@gmail.com)/[shaileshpooja2002@gmail.com](mailto:shaileshpooja2002@gmail.com)





# S.K.KABRA & ASSOCIATES

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- defective as identified by the Company and filed afresh after obtaining permission from respective ROC.
- The requisite Form MGT-14 has been filed with late fee on 06/01/2017 by the Company with the Registrar of Companies as to appointment of Secretarial Auditor on 30/06/2016 and approval of balance sheet for the Financial Year 2015-16.
  - The appointment of Secretarial Auditor for the Financial Year 2016-17 has been made on 30/06/2017.
  - The Company has did not provide the e-voting facility in the Annual General Meeting held on 30<sup>th</sup> September, 2016 as specified under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR) in consistency with Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.
  - The Company did not comply with the compulsory appointment of Whole time Company Secretary for the financial year 2014-15. This lapse is still continued and no appointment is made in respect of the above for the financial year 2016-17.
3. We further report that the Company has, in our opinion, complied with the provisions of the Companies Act, 1956 and the Rules made under that Act and the provisions of Companies Act, 2013 as notified by Ministry of Corporate Affairs and the Memorandum and Articles of Association of the Company, with regard to:
- a) maintenance of various statutory registers and documents and making necessary entries therein;
  - b) Closure of the Register of Members.
  - c) forms, returns, documents and resolutions required to be filed with the Registrar of Companies and the Central Government;
  - d) service of documents by the Company on its Members, Auditors and the Registrar of Companies;
  - e) notice of Board meetings and Committee meetings of Directors;
  - f) the meetings of Directors and Committees of Directors including passing of resolutions by circulation;
  - g) the 34<sup>th</sup> Annual General Meeting held on 30<sup>th</sup> September 2016;
  - h) minutes of proceedings of General Meetings and of the Board and its Committee meetings;
  - i) approvals of the Members, the Board of Directors, the Committees of Directors and the government authorities, wherever required;
  - j) constitution of the Board of Directors / Committee(s) of Directors, appointment, retirement and reappointment of Directors and Whole-time Directors;
  - k) payment of remuneration to Directors including Whole-time Directors,
  - l) appointment and remuneration of Auditors;
  - m) borrowings and registration, modification and satisfaction of charges wherever applicable;
  - n) investment of the Company's funds including investments and loans to others;
  - o) form of balance sheet as prescribed under Part I, form of statement of profit and loss as prescribed under Part II and General Instructions for preparation of the same as

10, Ganesh Chandra Avenue, 4th Floor, Suite 24A, Kolkata-700 013  
Tel: 033-22366332, Fax: 033-22153265, Cell: 8013047475/9830747475  
Email: [csshaileshkabra@gmail.com](mailto:csshaileshkabra@gmail.com)/[shaileshpooja2002@gmail.com](mailto:shaileshpooja2002@gmail.com)





# S.K.KABRA & ASSOCIATES

*Practising Company Secretaries*

prescribed in Schedule VI to the Act;

- p) Directors' report;
- q) contracts, common seal, registered office and publication of name of the Company; and
- r) Generally, all other applicable provisions of the Act and the Rules made under the Act.

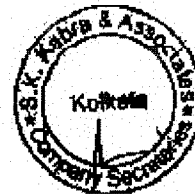
4. **We further report that:**

- The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.
- The Company has obtained all necessary approvals under the various provisions of the Act; and
- There was no prosecution initiated and no fines or penalties were imposed during the year under review under the Companies Act, 2013, SEBI Act, SCRA, Depositories Act, Listing Agreement and Rules, Regulations and Guidelines framed under these Acts against / on the Company, its Directors and Officers.
- The Directors have complied with the disclosure requirements in respect of their eligibility of appointment, their being independent and compliance with the Code of Business Conduct & Ethics for Directors and Management Personnel;

For S.K. Kabra & Associates  
Practising Company Secretaries

Signature : M.N. FCS 7580 (Shailesh Kabra)  
C.P. No. 8281 Proprietor  
Place & Date : KOLKATA – 30/06/2017

**SHAILESH KUMAR KABRA**  
**M/s S.K. KABRA & ASSOCIATES**  
**Practising Company Secretaries**  
**Membership No.: FCS 7580 (ACS 23029)**  
**Certificate of Practice No.: 8281**



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

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Tel: 033-22366332, Fax: 033-22153265, Cell: 8013047475/9830747475  
Email: [csshaileshkabra@gmail.com](mailto:csshaileshkabra@gmail.com)/[shaileshpooja2002@gmail.com](mailto:shaileshpooja2002@gmail.com)



# S.K.KABRA & ASSOCIATES **Annexure "A"**

*Practising Company Secretaries*

The Members

**M/s RUNIT INVESTMENTS COMPANY LIMITED**  
**12, GOVT. PLACE EAST,**  
**KOLKATA-700 069**

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

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

For S.K. Kabra & Associates  
Practising Company Secretaries

Signature:

M.N. FCS 7580 (Shailesh Kabra)  
C.P. No. 8281 Proprietor

Place

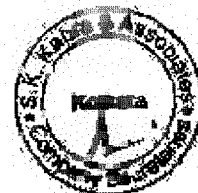
: KOLKATA

Date

: 30/06/2017

**SHAILESH KUMAR KABRA**  
**M/s S.K. KABRA & ASSOCIATES**  
**Practising Company Secretaries**

**Membership No.: FCS 7580 (ACS 23029)**  
**Certificate of Practice No.: 8281**



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d) Bonds Convertibles	75000	0	75000	3200	75720	0	75720	3720	7250
e) Bonds / B	0	0	0	0	0	0	0	0	0
f) Any other	0	0	0	0	0	0	0	0	0
Total shareholding of Proposer (A)	91330	1000	92330	3200	95530	1000	100000	3020	7250
<b>B. PUBLIC SHAREHOLDING</b>									
<b>1. Institutions</b>									
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) General Insur.	0	0	0	0	0	0	0	0	0
d) State Govt (S)	0	0	0	0	0	0	0	0	0
e) Various Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) Other	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
Sub-total (A)(1)	0	0	0	0	0	0	0	0	0
<b>2. Non-institutions</b>									
a) Bodies Corp.									
i) Indian	0	0	0	0	0	0	0	0	0
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals									
i) Institutional investors holding equity shares upto Rs. 1 lakh	0	104540	104540	5227	0	99540	99540	4977	750
ii) Individual investors holding equity shares upto Rs. 1 lakh	0	0	0	0	0	0	0	0	0
c) Others (specify)	0	0	0	0	0	0	0	0	0
Non Resident Indians	0	0	0	0	0	0	0	0	0
Overseas Corporate Bodies	0	0	0	0	0	0	0	0	0
Foreign Nationals	0	0	0	0	0	0	0	0	0
Charity / Members	0	0	0	0	0	0	0	0	0
Totals	0	0	0	0	0	0	0	0	0
Foreign Bodies - B (3)	0	0	0	0	0	0	0	0	0
Sub-total (A)(2)	0	104540	104540	5227	0	99540	99540	4977	750
Total Public Shareholding (B)(1)	0	104540	104540	5227	0	99540	99540	4977	750
C. Shares held by specified BPs (B)(2) & ADPs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	91330	1000	92330	3200	95530	100000	100000	3020	7250

ii) Shareholding of Promoters:

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Naveen Bhardia	23430	40.715	0	23430	40.715	0	Nil
2	Surbhi Bhardia	3900	6.659	0	3900	6.659	0	Nil
3	Vineeta Bhardia	790	0.865	0	790	0.865	0	0.36
4	Nayn Construction & Credit Pvt. Ltd.	70000	38.00	0	79729	37.86	0	+2.86
		95460	47.73	0	100460	50.24	0	+2.50

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

SN	Particulars	Shareholding		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	There is no change in Promoters Shareholding.				
	At the beginning of the year	95460	47.73	95460	47.73
	Increase in shareholding	5000	5.00	5000	5.00
	At the end of the year	100460	52.73	95460	47.73

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

SN	For Each of the Top 10 Shareholders	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
	<b>At the beginning of the year</b>				
1	R C Nundy	5000	2.500	5000	2.500
2	Krishna Kumar Kothari	1000	0.500	1000	0.500
3	Shyam Sunder Maheshwari	750	0.375	750	0.375
4	Raja Ram Bubna	700	0.350	700	0.350
5	Shyam Sunder kothari	700	0.350	700	0.350
6	Umesh Chandra Gupta	700	0.350	700	0.350
7	Abhay Kumar Chitambar	600	0.300	600	0.300
8	Bened Kumar Dubey	600	0.300	600	0.300
9	Annu Maheshwari	500	0.250	500	0.250
10	Bimlesh Chandra Gupta	500	0.250	500	0.250
	<b>TOTAL</b>	<b>11050</b>	<b>5.525</b>	<b>11050</b>	<b>5.525</b>
	<b>At the end</b>				
1	Krishna Kumar Kothari	1000	0.500	1000	0.500
2	Shyam Sunder Maheshwari	750	0.375	750	0.375
3	Raja Ram Bubna	700	0.350	700	0.350
4	Shyam Sunder kothari	700	0.350	700	0.350
5	Umesh Chandra Gupta	700	0.350	700	0.350
6	Abhay Kumar Chitambar	600	0.300	600	0.300
7	Bened Kumar Dubey	600	0.300	600	0.300
8	Annu Maheshwari	500	0.250	500	0.250
9	Bimlesh Chandra Gupta	500	0.250	500	0.250
10	Dipu Jain	500	0.250	500	0.250
	<b>TOTAL</b>	<b>6550</b>	<b>3.275</b>	<b>6550</b>	<b>3.275</b>

SN	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	<b>At the beginning of the year</b>				
	<b>Directors</b>				
1	Navin Kumar Bhartia	21430	10.715	21430	10.715
2	Vineeta Bhartia	730	0.365	730	0.365
	<b>KMP</b>	NIL	NIL	NIL	NIL
	Date wise increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.)				
	<b>At the end of the year</b>				
	<b>Directors</b>				
1	Navin Kumar Bhartia	21430	10.715	21430	10.715
2	Vineeta bhartia	1	0.0005	730	0.365
	<b>KMP</b>	NIL	NIL	NIL	NIL

#### V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	NIL	4,03,85,000.00	NIL	4,03,85,000.00
ii) Interest due but not paid	NIL	7,93,480.00	NIL	7,93,480.00
iii) Interest accrued but not due	NIL	4,11,76,480.00	NIL	4,11,76,480.00
<b>Total (M+Nil)</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
<b>Change in indebtedness during the financial year:</b>				
* Addition	NIL	44,09,654.00	NIL	44,09,654.00
* Reduction	NIL	NIL	NIL	NIL
<b>Net Change</b>	<b>NIL</b>	<b>44,09,654.00</b>	<b>NIL</b>	<b>44,09,654.00</b>
<b>Indebtedness at the end of the financial year:</b>				
i) Principal Amount	NIL	4,42,93,177.00	NIL	4,42,93,177.00
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	12,94,957	NIL	12,94,957
<b>Total (M+Nil)</b>	<b>NIL</b>	<b>4,55,88,134.00</b>	<b>NIL</b>	<b>4,55,88,134.00</b>

#### VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount (in lacs)
1	Gross salary	NIL	NIL
	(a) Salary as per provisions contained in section 17(1) of the Income tax Act, 1961	0	0
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0	0
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	0	0
2	Stock Option	0	0
3	Sweat Equity	0	0
4	Commission - as % of profit - Others, specify -	0	0
5	Others, please specify	0	0
	<b>Total (A)</b>	<b>0</b>	<b>0</b>

**B. Remuneration to other directors**

SN	Particulars of Remuneration	Name of Directors	NIL	Total Amount
1	Independent Directors		NIL	NIL
	Fee for attending board committee meetings		NIL	NIL
	Commission		NIL	NIL
	Others, please specify		NIL	NIL
	Total (1)			
2	Other Non-Executive Directors			
	Fee for attending board committee meetings		NIL	NIL
	Commission		NIL	NIL
	Others, please specify		NIL	NIL
	Total (2)		NIL	NIL
	Total (B)=(1+2)		NIL	NIL
	Total Managerial Remuneration (A+B)		NIL	NIL

**C. Remuneration to Key Managerial Personnel other Than MD/Manager/WTD**

SN	Particulars of Remuneration	Key Managerial Personnel			Total
1	Secretary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	NIL	NIL	NIL	NIL
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL	NIL	NIL	NIL
	(c) Profit in lieu of salary under section 17(3) Income-tax Act, 1961	NIL	NIL	NIL	NIL
2	Director		0		NIL
3	Director		0		NIL
4	Director		0		NIL
	1% of profit				NIL
	Others, please specify				NIL
5	Others, please specify				NIL
	Total		0	0.00	NIL

**VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:**

Type	Section of the Companies Act	Area Breached	Amount of Penalty / Punishment / Compounding fees imposed	Agency (MCA 21 / NCTD / CAT)	Appeal made / Any grounds
<b>A. COMPANY</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
<b>B. DIRECTORS</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

By Order of the Board  
For Runit Investments Company Limited

(Navin Kumar Bhartia)

Director DIN: 00259532

Residential Address:  
25B Ballygunge Park,  
Kolkata - 700019, INDIA

*Vineeta Bhartia*

(Vineeta Bhartia)

Director DIN: 00259493

Residential Address:  
25B Ballygunge Park,  
Kolkata - 700019, INDIA

Place: Kolkata  
Date: 30<sup>th</sup> June, 2016

**Form AOC-1**

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

**Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures**

**Part "A": Subsidiaries**

(Information in respect of each subsidiary to be presented with amounts in Rs.)

Sl. No.	Particulars	Details
1.	Name of the subsidiary	NOT APPLICABLE
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	
3.	Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries	
4.	Share capital	
5.	Reserves & surplus	
6.	Total assets	
7.	Total Liabilities	
8.	Investments	
9.	Turnover	
10.	Profit before taxation	
11.	Provision for taxation	
12.	Profit after taxation	
13.	Proposed Dividend	
14.	% of shareholding	

**Notes:** The following information shall be furnished at the end of the statement:

- Names of subsidiaries which are yet to commence operations
- Names of subsidiaries which have been liquidated or sold during the year. (remove this line)

**Part "B": Associates and Joint Ventures**

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Name of associates	North India Wires Limited
1. Latest audited Balance Sheet Date	31/03/2017
2. Shares of Associate held by the company on the year end	
No.	74,450
Amount of Investment in Associates	7,53,928
Extend of Holding%	24.82%
3. Description of how there is significant influence	Ownership more than 20%
4. Reason why the associate is not consolidated	Not a Subsidiary
5. Net worth attributable to shareholding as per latest audited Balance Sheet	Nil
6. Profit/Loss for the year	
i. Considered in Consolidation	Nil
ii. Not Considered In Consolidation	Nil

For & on behalf of Board

  
Director

**FORM NO. AOC-2**

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

Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arms length transaction under third proviso therein.

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

SL. No.	Particulars	Details
	Name (s) of the related party & nature of relationship	N.A.
	Nature of contracts/arrangements/transaction	
	Duration of the contracts/arrangements/transaction	
	Salient terms of the contracts or arrangements or transaction including the value, if any	
	Justification for entering into such contracts or arrangements or transactions	
	Date of approval by the Board	
	Amount paid as advances, if any	
	Date on which the special resolution was passed, in General meeting as required under first proviso to section 188	

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

SL. No.	Particulars	Details
	Name (s) of the related party & nature of relationship	N.A.
	Nature of contracts/arrangements/transaction	
	Duration of the contracts/arrangements/transaction	
	Salient terms of the contracts or arrangements or transaction including the value, if any	
	Date of approval by the Board	
	Amount paid as advances, if any	

By Order of the Board  
For Runic Investments Company Limited

*(Signature)*  
(Navin Kumar Bharti)  
Director DIN: 00259552  
Residential Address:  
25B Ballygunge Park,  
Kolkata - 700019, INDIA

*(Signature)*  
Vineta Bharti

(Vineta Bharti)  
Director DIN: 00259493  
Residential Address:  
25B Ballygunge Park,  
Kolkata - 700019, INDIA

Place: Kolkata

Date: 30<sup>th</sup> June, 2017.

**Annexure-'E'**

**PARTICULARS OF EMPLOYEES**

The information required under Section 197 of the Act read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given below:

- a. The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year:

None of the Non- Executive Director received any remuneration.

Non-executive directors	Ratio to median Remuneration
Mrs. Vineeta Bharti	NIL
Mr. Navin Kumar Bharti	NIL

- b. The percentage increase in remuneration of each director, chief executive officer, chief financial officer, Company secretary in the financial year:

Directors, Chief Executive Officer, Chief Financial Officer and Company Secretary	% increase in remuneration in the financial year
Mrs. Vineeta Bharti	N.A.
Mr. Navin Kumar Bharti	N.A.

- c. The percentage increase in the median remuneration of employees in the financial year: N.A.

- d. The number of permanent employees on the rolls of Company: 2

- e. The explanation on the relationship between average increase in remuneration and Company performance:

On an average, employees received an annual increase of 10.00%. The increase in remuneration is in line with the market trends. In order to ensure that remuneration reflects Company performance, the performance pay is also linked to organization performance, apart from an individual's performance.

- f. Comparison of the remuneration of the key managerial personnel against the performance of the Company:

Aggregate remuneration of key managerial personnel (KMP) in FY17 (Lacs)	NIL
Revenue (Lacs)	116.13
Remuneration of KMPs (as % of revenue)	N.A.
Profit before Tax (PBT) (Lacs)	55.62
Remuneration of KMP (as % of PBT)	N.A.

- g. Variations in the market capitalization of the Company, price earnings ratio as at the closing date of the current financial year and previous financial year: NIL

- h. There is no change in the market capitalization of the Company as on 31<sup>st</sup> March, 2017. The Company has not made any public offer in the recent past and accordingly comparison of public offer price and the current market price of the Company's shares will not be relevant.

- i. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:

Average Salary Increase for employees - 10.00%

Average Salary Increase for KMP's - N.A. (KMP does not receive any remuneration in the past financial year)



Comparison of remuneration of the each key managerial personnel against the performance of the Company:

Directors	Remuneration in FY15 (Lacs)	Revenue (Lacs)	Remuneration as % of revenue	Profit before Tax (PBT) (Lacs)	Remuneration (as % of PBT)
Mrs. Vineeta Bhardia	NIL	116.13	N.A.	55.62	N.A.
Mr. Navin Kumar Bhardia	NIL	116.13	N.A.	55.62	N.A.

- k. The key parameters for any variable component of remuneration availed by the directors: N.A.
- l. The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year: N.A.
- m. Affirmation that the remuneration is as per the remuneration policy of the Company:

Note:- Calculation of remuneration is on the basis of Yearly remuneration, which is calculated on the basis of monthly remuneration of the month of March.

By Order of the Board  
For Runit Investments Company Limited

(Navin Kumar Bhardia)

Director DIN: 00259552

Residential Address

258, Ballygunge Park,

Kolkata - 700019.

*Vineeta Bhardia*

(Vineeta Bhardia)

Director DIN: 00259493

Residential Address:

258, Ballygunge Park,

Kolkata - 700019.

Place: Kolkata

Date: 30<sup>th</sup> June 2017

## CORPORATE GOVERNANCE REPORT

Corporate Governance is all about maintaining a valuable relationship and trust with all stakeholders. We consider stakeholders as partners in our success, and we remain committed to maximizing stakeholders' value, be it shareholders, employees, suppliers, customers, investors, communities or policy makers. This approach to value creation emanates from our belief that sound governance system, based on relationship and trust, is integral to create enduring value for all.

### STATEMENT ON COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The Company's Governance policy is based on trusteeship, transparency and accountability. As a corporate citizen, our business fosters a culture of ethical behavior and disclosures aimed at building trust of our stakeholders.

#### Governance Structure

The Corporate Governance structure at RUNIT INVESTMENTS COMPANY LIMITED is as follows:

##### 1. Board of Directors:

The Board is entrusted with the ultimate responsibility of the management, directions and performance of the Company. As its primary role is fiduciary in nature, the Board provides leadership, strategic guidance, objective and independent view to the Company's Management while discharging its responsibilities, thus ensuring that the management adheres to ethics, transparency and disclosure.

##### 2. Committees of the Board:

The Board has constituted the following Committees viz. Audit Committee, Remuneration and Nomination Committee and Stakeholder Relationship Committee/Investors Grievance Committee. Each of the said Committee has been mandated to operate within a given framework.

### BOARD OF DIRECTORS

#### Size and Composition of the Board and Attendance Status

The composition of the board is in line with the Listing Agreement. The Board of Directors of the Company consists of 4 Directors, out of which 2 (Two) are Non Executive-Independent Directors, and 2 (Two) are Non- Executive Non- Independent Director. The Chairman of the Board is a Non- Executive Non Independent Director.

The composition of the Board, category of Directors and Attendance Status at the Board meetings and AGM are as under:

Name of the Director	Category	Designation	No. of membership in Boards of other companies	No. of Board Meetings Attended	Attendance of each director at last AGM
Mr. Nayin Kumar Bhattia	Promoter and Non-Executive Director	Director	14 and 7 LLP	10	Yes
Mrs. Vineeta Bhattia	Promoter and Non-Executive Director	Director	14 and 2 LLP	6	Yes
Mr. Abhay Pasari*	Independent Director	Independent Director	33	4	No
Mr. Sougata Bey	Independent Director	Independent Director	5	10	Yes
Mr. Jayvardhan Kayan#	Independent Director	Independent Director	3	4	N.A.

\* Mr. Abhay Pasari resigned from the Board from 17<sup>th</sup> November, 2016.

# Mr. Jayvardhan Kayan appointed on 17<sup>th</sup> November, 2016

None of the Directors on the Board is a member of more than ten Committees and Chairman of more than five Committees across all companies in which they are Directors.

#### Independent Directors

The Non-Executive Independent Directors fulfill the conditions of independence specified in Section 149(6) of the Companies Act, 2013 and Rules made there under and meet with requirement of Clause 52 of the SME Equity Listing Agreement entered into with the Stock Exchanges.

#### Board Meetings

Seven Board Meetings were held during the financial year 2016-2017. The interval between two meetings was well within the maximum period mentioned under Section 173 of the Companies Act, 2013 and the Listing Agreement.

The details of Board meetings are given below:

Date	Board Strength	No. of Directors Present
April 20, 2016	4	4
June 22, 2016	4	3
June 30, 2016	3	4
July 30, 2016	4	3
August 12, 2016	4	4
October 28, 2016	4	3
November 17, 2016	3	3
January 31, 2017	4	3
February 06, 2017	4	3
March 21, 2017	4	4

#### Meetings of Independent Directors

The Company's Independent Directors meet at least once in every financial year without the presence of Executive Directors or management personnel. Such meetings are conducted informally to enable Independent Directors to discuss matters pertaining to the Company's affairs and put forth their views. The Independent Director takes appropriate steps to present their views to the Chairman and Managing Director. One meeting of Independent Directors was held during the financial year 2016-17.

#### Board's Procedures

It has always been the Company's policy and practice that apart from matters requiring Board's approval by statute, all major decisions including quarterly results of the Company, financial restructuring, capital expenditure proposals, collaborations, material investment proposals in joint venture/promoted companies, sale and acquisition of material nature of assets, mortgages, guarantees, donations, etc. are regularly placed before the Board. This is in addition to information with regard to actual operations, major irrigation feedback reports, information on senior level appointments just below the Board level and minutes of all Committee Meetings.

#### CODE OF CONDUCT

The Company has in place Code of Conduct (the Code) applicable to all the Directors & Senior Management. The Code is applicable to Directors & Senior Management to such extent as maybe applicable to them depending on their roles and responsibilities. The Code gives guidance and support needed for ethical conduct of business and compliance of law. The Code reflects the values of the Company viz Customer Value, Integrity and Excellence.

The Company has also placed a separate code for Independent Directors. It helps in bringing an Independent judgment to bear on the Board's deliberations especially on issues of strategy, performance, risk management, resources, key appointments and standards of conduct.

A copy of these Codes is available at the registered office of the company. The Codes has been circulated to Directors and Management Personnel, and its compliance is affirmed by them annually.

A declaration signed by the Director is published in this Report.

#### **BOARD COMMITTEE**

The Board of directors has constituted Board committees to deal with specific areas and activities which concern the company and need a closer review. The Board Committees are formed with approval of the Board and function under their respective Charters. These Board Committees play an important role in overall management of day-to-day affairs and governance of the Company. The Board Committees meet at regular intervals, takes necessary steps to perform its duties entrusted by the Board. To ensure good governance, the Minutes of the Committee Meetings are placed before the Board for their noting.

Details of the Board Committees and other related information are provided hereunder:

#### **A. AUDIT COMMITTEE Composition**

Pursuant to the provisions of Section 177 of the Companies Act, 2013 and clause 52 of the Listing Agreement, an audit committee comprising of majority of Independent Directors had been constituted to perform all such powers and functions as were required to be performed under the said provisions.

#### **Meetings & Attendance**

The Audit Committee was constituted on 21<sup>st</sup> April, 2015. The Audit Committee met four times in the financial Year 2016-17. The constitution and attendance of Audit Committee is as given below.

Name of Member	Designation	Nature of Directorship	Attendance
Mr. Abhay Pasari (Till 17.11.2016)	Chairman	Independent Director	Three
Mr. Jayvardhan Karan (From 17.11.2016)	Chairman	Independent Director	One
Mr. Sougata Dey	Member	Independent Director	Four
Mrs. Vineeta Bhartia	Member	Non- Executive Director & Non-Independent	Four

#### **Terms of Reference**

#### **Powers of Audit Committee**

The Audit Committee shall have powers, which should include the following:

1. To investigate any activity within its terms of reference.
2. To seek information from any employee.
3. To obtain outside legal or other professional advice.
4. To secure attendance of outsiders with relevant expertise, if it considers necessary.

#### **Role of Audit Committee**

The role of the Audit Committee shall include the following:

- Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- Recommendation for appointment, remuneration and terms of appointment of auditors of the company;
- Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- Reviewing, with the management, the annual financial statements and auditor's report.

thereon before submission to the board for approval, with particular reference to:

- Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013
  - Changes, if any, in accounting policies and practices and reasons for the same
  - Major accounting entries involving estimates based on the exercise of judgment by management
  - Significant adjustments made in the financial statements arising out of audit findings
  - Compliance with listing and other legal requirements relating to financial statements
  - Disclosure of any related party transactions
  - Qualifications in the draft audit report
- Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
  - Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
  - Review and monitor the auditor's independence and performance, and effectiveness of audit process;
  - Approval or any subsequent modification of transactions of the company with related parties;
  - Scrutiny of inter-corporate loans and investments;
  - Valuation of undertakings or assets of the company, wherever it is necessary;
  - Evaluation of internal financial controls and risk management systems;
  - Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
  - Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit
  - Discussion with internal auditors of any significant findings and follow up there on;
  - Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
  - Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
  - To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
  - To review the functioning of the Whistle Blower mechanism;

- Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
- Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

Reviewing the following information:

The Audit Committee shall mandatorily review the following information:

- Management discussion and analysis of financial condition and results of operations;
- Statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
- Management letters / letters of internal control weaknesses issued by the statutory auditors;
- Internal audit reports relating to internal control weaknesses; and
- The appointment, removal and terms of remuneration of the Chief internal auditor shall be subject to review by the Audit Committee.

#### B. NOMINATION AND REMUNERATION COMMITTEE

##### Terms of Reference

- Reviewing the overall compensation policy, service agreements and other employment conditions of Managing / Whole-time Director(s)/KMPs
- Reviewing the performance of the Managing / Whole-time Director/KMPs and recommending to the Board, the quantum of annual increments and annual commission.

##### Composition

The Board of Directors constituted a Nomination and Remuneration Committee comprising three Non- Executive Directors on 27<sup>th</sup> March, 2015. The Nomination and Remuneration Committee met four times during the financial year 2016-17. The Committee and attendance is given below:

Name of Member	Designation	Nature of Directorship	Attendance
Mr. Sougata Dey	Chairman	Independent Director	Four
Mr. Abhay Pasari (Till 17.11.2016)	Member	Independent Director	Three
Mr. Jayvardhan Kayan (From 17.11.2016)	Member	Independent Director	One
Mr. Navin Kumar Bhartia	Member	Non Executive Director & Non-Independent Director	Four

The function of the Nomination and Remuneration Committee includes recommendation of appointment of Whole-time Director(s)/ Managing Director/Joint Managing Director and recommendation to the Board of their remuneration.

##### Remuneration Policy

The company's remuneration policy is directed towards rewarding performance based on review of achievements periodically. The remuneration policy is in consonance with the existing industry practice. Nomination and Remuneration policy is available at the Company's website.

### Equity Shares held by the Directors

Except as stated hereunder, none of the directors, held any shares in the Company as on March 31, 2017:

Name of the Director	No. of Shares Held	% of Shareholding
Mr. Navin Kumar Bhartia	21430	10.72%
Mrs. Vineeta Bhartia	1	0.00%

The Company does not have any Stock Option Scheme for its employees.

### C. Stakeholder Relationship Committee/Investors Grievance Committee

The Stakeholders relationship Committee / Investors Grievance Committee was constituted vide resolution passed at the meeting of the Board of Directors held on 18th December, 2014. The Shareholder Grievance Committee, Inter Alia, oversees and reviews all matters connected with the investor services in connection with applications received and shares allotted in the Initial Public Offer, status of refund account, conversion of partly paid shares into fully paid shares, rematerialization and dematerialization of shares and transfer of shares of the Company.

The Committee oversees performance of the Registrar and Transfer Agents of the Company and recommends measures for overall improvement in the quality of investor services.

The Board has delegated the power of approving transfer of securities to the officers of the Company.

Four meetings were held during the Financial year 2015-16. The constitution of the Committee and attendance of each member is as given below:

Name of Member	Designation	Nature of Directorship	Nb. of Meeting attended
Mr. Abhay Pasari (Till 17.11.2016)	Chairman	Independent Director	Three
Mr. Jayvardhan Kayan (from 17.11.2016)	Chairman	Independent Director	One
Mr. Sougata Dey	Member	Independent Director	Four
Mrs. Vineeta Bhartia	Member	Non Executive Director & Non Independent	Four

### Compliance Officer

Mr. Navin Kumar Bhartia is the Compliance Officer w. e. f. June 1, 2014 and is complying with the requirements of the LISTING AGREEMENT with the Stock Exchanges and requirements of SEBI (Prohibition of Insider Trading) Regulation, 2015.

### Complaints from Investors

No. of complaints Pending at the beginning of the year	Nil
No. of complaints received by correspondence during the year ended 31.03.2017	Nil
No. of complaints received for Refund / Instrument correction during the year	Nil
No. of complaints received from BSE during the year	Nil
No. of complaints received from DSE during the year	Nil
No. of complaints received from SEBI during the year	Nil
No. of complaints resolved / replied during the year	Nil
No. of Investors complaints Pending at the ending of the year 31.03.2017	Nil

We confirm that No complaints remained unattended / Pending for more than 30 days  
There were no share transfers Pending for registration for more than 15 days as on the said date:

## General Body Meetings

### Annual General Meetings (AGM)

Year	Date, Time & Venue	Matters for Special Resolutions passed
34 <sup>th</sup> AGM 2015-2016	30.09.2016, 02.00 PM Registered Office	NIL
33 <sup>rd</sup> AGM 2014-2015	30.09.2015, 04.00 PM Registered Office	NIL
32 <sup>nd</sup> AGM 2013-2014	30.09.2014, 10.00 AM Registered Office	NIL
31 <sup>st</sup> AGM 2012-2013	30.09.2013, 10.00 PM Registered Office	NIL
30 <sup>th</sup> AGM 2011-2012	29.09.2012, 10.00 AM Registered Office	NIL

No Extraordinary General Meeting was held during the year 2016-17.  
No Postal Ballot was made during the year 2016-17.

### Subsidiaries

The Company has no subsidiary.

### Disclosures

There are no materially significant related party transactions made by the Company with its Promoters, Directors or management, their subsidiaries or relatives, etc. that may have potential conflict with the interest of the Company at large. The transactions with related parties as per requirements of Accounting Standard (AS-18) 'Related Party Disclosures' are disclosed in Notes to Accounts Section in the Annual Report.

All mandatory requirement as per Clause 52 of the Listing Agreement have been complied with by the Company. There were no restriction and penalties imposed by either SEBI or the Stock Exchanges or any statutory authority for non-compliance of any matter related to the capital market during the year under review.

The Company follows Accounting Standards issued by the Institute of Chartered Accountants of India and there is no statutory audit qualification in this regard.

### Vigil Mechanism/ Whistle Blower Policy

The Company promotes ethical behavior in all its business activities and has put in place a mechanism for reporting legal or unethical behavior. The Company has a Vigil mechanism and Whistle blower policy under which the employees are free to report violations of applicable laws and regulations and the Code of Conduct. The reportable matters may be disclosed to the Ethics and Compliance Task Force which operates under the supervision of the Audit Committee. Employees may also report to the Chairman of the Audit Committee. During the year under review, no employee was denied access to the Audit Committee.

### Adoption of Mandatory and Non-mandatory Requirements of Clause 52

The Company has complied with all mandatory requirements of Clause 52 of the Listing Agreement. The Company has not adopted any non-mandatory requirements of Clause 52 of the Listing Agreement.

### Means of Communication

Quarterly/Half yearly report sent to each household of shareholders	Yes
Quarterly/Half Yearly/Yearly results of the Company normally published in	News paper
Any website where financial results and official news displayed	www.rajmfgs.com
Whether any advertisement also displayed officials news releases And presentations made to institutions or investors/analysts	No presentation made.



Whether management discussions and analysis forms part of Annual Report

Yes

Whether shareholders information section forms part of Annual Report

Yes

**General Shareholders' Information**

Scheduled AGM's Day, Date, Time & Venue	<b>35<sup>th</sup> ANNUAL GENERAL MEETING</b> 26 <sup>th</sup> September, 2017  Tuesday at 2.00 PM  12, Government Place East, Kolkata - 700069
Tentative Financial Year: 2017-2018	• Financial reporting for the half year ending 30 <sup>th</sup> September 2017. By 31 <sup>st</sup> October 2017 for UFR  • Financial reporting for the half year/year ending 31 <sup>st</sup> March, 2017. By 31 <sup>st</sup> May 2017 for AFR.
Book Closure Period	21 <sup>st</sup> September 2017 to 26 <sup>th</sup> September 2017 both days inclusive
Dividend	In order to meet the additional working capital requirements of the Company, No Dividend has been declared.

Registered Office	12, GOVERNMENT Place East, Kolkata - 700069 Email id: nbhartia@gmail.com
Listing of Equity Shares on Stock Exchanges and Payment of Listing Fee	Calcutta Stock Exchange (CSE) Annual Listing fee for the year 2015-16, has been paid by the Company to Stock Exchange.
Registrar & Transfers Agents	Niche Technologies Pvt. Ltd D-511, Bagree Market, 71, B. R. B. Basu Road, Kolkata - 700001 Phone: 91-33-22357271 Fax: 91-33-22156823 Email: nichetechpl@nichetechpl.com
Share Transfer System	Share Transfer in physical form can be lodged at Registered office of the Company.
ISIN for Equity Shares	INE559E01019
Scrip Code	N. A.

**Stock Market Price Data on Calcutta Stock Exchange:**

Month	Calcutta Stock Exchange	
	High (Rs.)	Low (Rs.)
April, 2016	N.T.	N.T.
May, 2016	N.T.	N.T.
June, 2016	N.T.	N.T.
July, 2016	N.T.	N.T.
August, 2016	N.T.	N.T.
September, 2016	N.T.	N.T.
October, 2016	N.T.	N.T.
November, 2016	N.T.	N.T.
December, 2016	N.T.	N.T.
January, 2017	N.T.	N.T.
February, 2017	N.T.	N.T.
March, 2017	N.T.	N.T.

Note: N.T. denotes No Trading

Shareholding pattern as on 31 <sup>st</sup> March 2017:-CATEGORY		NO. OF SHARE HELD	% OF SHAREHOLDING
(A)	Shareholding of Promoter and Promoter Group		
1	Individuals		
(a)	Individuals/Hindu Undivided Family	24791	42.37
(b)	Bodies Corporate	75729	37.56
	Sub Total (A)(1)	100520	50.25
2	Foreign	Nil	Nil
	Sub Total (A)(2)	Nil	Nil
	Total Shareholding of Promoter and Promoter Group (A)-(A)(1)+(A)(2)	100520	50.25
(B)	Public Shareholding		
1	Institutions		
(a)	Market Makers	0	
	Sub Total (B)(1)		
2	Non-Institutions		
(a)	Bodies Corporate	0	
(b)	Individuals		
	Individual shareholders holding nominal share capital up to Rs. 1 Lakh	89540	49.77
	Individual shareholders holding nominal share capital in excess of Rs. 1 Lakh	0	
(c)	Other		
	Sub Total (B)(2)	89540	49.77
	Total Public Shareholding (B)=(B)(1)+(B)(2)	89540	49.77
	TOTAL (A)+(B)	200000	100.00
(C)	Shares held by Custodians and against which depository receipts have been issued	0	0
	GRAND TOTAL (A)+(B)+(C)	200000	100.00

#### Distribution of Shareholding

Share holding Range	No. of Shareholders	%	Total Shares	%
UP TO 500	490	97.56%	94431	47.25%
501 - 1000	7	1.71%	5050	2.52%
1001 - 5000	1	0.24%	3300	1.65%
5001 & ABOVE	3	0.49%	9219	4.58%
TOTAL	410	100.00%	200000	100.00%

#### Dematerialization of shares and liquidity

45.715% of the Company's Paid up Equity Shares Capital is in the dematerialized form as on 31<sup>st</sup> March, 2017.

#### Registered Office:

12, Government Place East,  
Kolkata - 110092, India  
T: +91 33 22486007

**Address for Correspondence**

**(a) Investor Correspondence:** For any query in relation to the shares of the Company

For Shares held in Physical Form:  
Secretarial Department,  
Runit Investments Company Limited  
12, Government Place East,  
Kolkata - 700069  
Phone: 91-33-22486007  
Fax: 91-33-22435068  
Email: [nbhartia@gmail.com](mailto:nbhartia@gmail.com)

For Shares held in Demat Form  
To the Investors' Depository participant(s) and / or Niche Technologies Pvt. Ltd. at the above address

**For Grievance redressal and any query on Annual Report**

Secretarial Department  
Runit Investments Company Limited  
12, Government Place East,  
Kolkata - 700069  
Phone: 91-33-22486007  
Fax: 91-33-22435068  
Email: [nbhartia@gmail.com](mailto:nbhartia@gmail.com)

**Compliance Certificate of the Auditors/ Practicing Company Secretary**  
Compliance Certificate for the Financial Year 2016-17 is attached.

BY Order of the Board  
For Runit Investments Company Limited

(Navin Kumar Bhartia)

Director DIN: 00259552

Residential Address:  
25B, Ballygunge Park,  
Kolkata - 700019, INDIA

*Vineeta Bhartia*

(Vineeta Bhartia)

Director DIN: 00259493

Residential Address:  
25B, Ballygunge Park,  
Kolkata - 700019, INDIA

Place: Kolkata  
Date: 30<sup>th</sup> June, 2017

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF  
RUNIT INVESTMENTS COMPANY LIMITED**

**Report on the Standalone Financial Statements**

We have audited the accompanying financial statements of Runit Investments Company Limited ("the Company") which comprises the Balance Sheet as at March 31, 2017, the Statement of Profit and Loss, Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

**Management's Responsibility for the Standalone 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 financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

**Auditor's Responsibility**

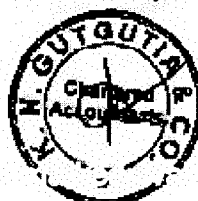
Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial control system over financial reporting and the operating effectiveness of such controls. 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 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



### Basis for Qualified Opinion

Refer to note no.1 (xiii) regarding valuation of stock in trade at cost which is inconsistent with AS-13; impact of which is unascertainable.

Refer to note no.1 (xiv) regarding non-provision of diminution in market value of some of the long term quoted investments as per AS-13, impact of which is unascertainable.

Accordingly the cumulative effects of above could not be ascertained.

### Qualified Opinion

In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matter described in the Basis for Qualified Opinion paragraph, the aforesaid 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.

1. In the case of the Balance Sheet of the state of affairs of the company as at 31st March, 2017.
2. In the case of Statement of Profit and Loss of the Profit for the year ended on that date and
3. In the case of Cash Flow Statement, of the Cash Flows for the year ended on that date.

### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. 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. Except note no.1(xiii) and 1(xiv) for the effects of the matter described in the Basis for Qualified Opinion paragraph above, 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 and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
  - d. Except AS-13 as disclosed in note no.1(xiii) and 1(xiv) for the effects of the matter described in the Basis for Qualified Opinion paragraph above in our opinion, the aforesaid financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - e. The matter described in the Basis for Qualified Opinion paragraph above, in our opinion does not have an adverse effect on the functioning of the Company.
  - f. On the basis of 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.



- 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 statement.
  - 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 the financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8<sup>th</sup> November, 2016 to 30<sup>th</sup> December, 2016. Based on audit procedures and relying on the management representation we report that the disclosures are in accordance with books of account maintained by the Company and as produced to us by the Management - Refer Note 23.

Kolkata  
June 30, 2017

For K. N. Gutgutia & Co.  
Chartered Accountants  
Firm Registration Number 304153E



*Amit Ghosh*  
CA Amit Ghosh  
Partner  
Membership No.062091

**ANNEXURE  
TO THE INDEPENDENT AUDITORS' REPORT**

Annexure to the Independent Auditors' Report to the Member of RUNIT INVESTMENTS COMPANY LIMITED referred to in Paragraph 1 of Report on other Legal and Regulatory requirements in our Report of even date.

- I. a). The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.  
b). The fixed Assets have been physically verified by the Management at reasonable intervals. No material discrepancies were noticed on such verification.  
c). The title deed of immovable properties is held in the name of the Company.
- II. The physical verification of inventory has been conducted at reasonable intervals by the management and no material discrepancies were noticed during the year under audit.
- III. According to the information and explanations given to us, the Company has granted loans secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the Register maintained under Section 189 of the Companies Act, 2013.
  - a). The terms and conditions of the grant of such loans are not prejudicial to the company's interest;
  - b). The schedule of repayment of principal and payment of interest as stipulated is regular.
  - c). There is no overdue amount.
- IV. The Company has complied with the provisions of Section 185 and 186 of the Companies Act, 2013 in respect of loans, investments, guarantees and security.
- V. The Company has not accepted any deposits during the year and hence Clause (v) is not applicable.
- VI. The company is not required to maintain the cost records as specified by the Central Government under Sub-Section (1) of Section 148 of the Companies Act-2013.
- VII. a). According to the information and explanations given to us and records produced and examined by us the Company is regular in depositing undisputed statutory dues as applicable with the appropriate authorities. According to information and explanation given to us no undisputed amount payable towards Statutory Dues were in arrear as at 31st March, 2017 for a period of more than 6 months from the date they became payable.  
b). According to the information and explanations given to us there are no undisputed amount payable in respect of Tax, Duty and Cess.
- VIII. According to the records of the Company examined by us and information and explanation given to us, the Company has not taken any loans from a Financial Institutions, Bank or Debenture Holders.
- IX. According to the information and explanations given to us, the Company has neither raised money by way of initial public offer or further public offer (including debt instruments) nor from term loans and hence clause (ix) is not applicable to the Company.



- X. According to the information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has noticed or reported during the year.
- XI. According to the information and explanations given to us, the Company has not paid or provided managerial remuneration in accordance with the provisions of section 197 read with Schedule V to the Companies Act.
- XII. According to the information and explanation given to us, the Company is not a Nidhi Company and hence Clause (xii) is not applicable to the Company.
- XIII. According to the information and explanation given to us, all transactions with the related parties are in compliance with Section 177 and 188 of the Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc. as required by applicable accounting standard.
- XIV. The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence clause (xiv) is not applicable.
- XV. The Company has not entered into any non-cash transactions with Directors or persons connected with him as per section 192 of the Companies Act, 2013 and hence clause (xv) is not applicable to the Company.
- XVI. The Company is registered U/s 45-IA of the Reserve Bank of India Act, 1934 and registration certificate has been obtained.

Kolkata  
June 30, 2017

For K. N. Gutgutia & Co.  
Chartered Accountants  
Firm Registration Number 304153E



*Amit Ghosh*  
CA Amit Ghosh  
Partner

Membership No. 062091



# RUNIT INVESTMENTS COMPANY LIMITED

Balance Sheet as at 31st March, 2017

Particulars	Note No.	31.03.2017		31.03.2016	
<b>EQUITY &amp; LIABILITIES</b>					
<b>Shareholder's Fund</b>					
(a) Share capital	2	20,00,000.00		20,00,000.00	
(b) Reserve & Surplus	3	7,78,14,539.78	7,96,14,639.78	7,22,98,487.00	7,42,98,487.00
<b>Non-current Liabilities</b>					
(a) Other Long Term Liabilities	4	7,20,000.00	7,20,000.00	0.00	0.00
<b>Current Liabilities</b>					
(a) Short-term borrowings	5	4,55,88,134.00		4,11,78,480.00	
(b) Other current liabilities	6	1,58,180.00		1,10,473.00	
(c) Short-term provisions	7	13,89,937.00	4,71,28,251.00	13,09,922.00	4,26,88,876.00
		<u>12,76,62,790.78</u>		<u>11,68,97,342.00</u>	
<b>ASSETS</b>					
<b>Non-current assets</b>					
(a) Property Plant & Equipment:				12,63,858.00	
Tangible assets	8	2,56,37,064.00		4,16,83,449.43	
(b) Non-current investments	9	4,45,43,358.04		7,07,470.00	4,38,44,372.43
(c) Deferred tax assets (net)		3,35,418.00	6,05,16,858.04		
<b>Current Assets</b>					
(a) Inventories		52,210.00		52,210.00	
(b) Trade receivables		0.00		10,378.64	
(c) Cash & cash equivalents	10	8,95,629.72		8,90,246.93	
(d) Short-term loans and advances	11	6,49,02,578.00		7,22,99,729.00	
(e) Other Current Assets	12	14,98,421.00	8,71,46,932.72	0.00	7,32,52,564.87
		<u>12,76,62,790.78</u>		<u>11,68,97,342.00</u>	

This is the Balance Sheet referred to in our report of even date.  
The Notes referred to above form part of the Balance Sheet.

For K.N. GUTGUTIA & COMPANY  
Chartered Accountants  
FRN: 304183E

(AMIT GHOSH)  
Partner (Membership No. 62091)  
Dated 30th day of June, 2017 at Kolkata



(Navin Kumar Bhartia)  
Director (DIN 00259552)

(Vineeta Bhartia)  
Director (00259493)

# RUNIT INVESTMENTS COMPANY LIMITED

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

Particulars	Note No.	31.03.2017	31.03.2016
<b>REVENUE</b>			
Revenue from Operation	13	1,12,52,285.93	1,63,92,969.94
Other Income		3,61,004.00	0.00
<b>Total Revenue</b>		<b>1,16,13,289.93</b>	<b>1,63,92,969.94</b>
<b>EXPENSES</b>			
Change in Inventories of Stock-in-Trade	14	0.00	0.00
Employee benefit expenses	15	11,33,865.00	10,14,351.00
Finance costs	16	39,12,551.00	37,24,847.00
Depreciation expenses		5,05,190.00	6,03,065.00
Other expenses	17	5,58,454.17	5,09,559.17
Provisions for Standard Assets		(58328.00)	74,374.00
<b>Total Expenses</b>		<b>60,91,721.17</b>	<b>59,25,986.17</b>
<b>Profit before exceptional and extraordinary items and tax</b>		<b>55,81,568.76</b>	<b>1,04,86,973.77</b>
Exceptional Items		0.00	0.00
<b>Profit before extraordinary items and tax</b>		<b>55,81,568.76</b>	<b>1,04,86,973.77</b>
Extraordinary Items		0.00	0.00
<b>Profit before tax</b>		<b>55,81,568.76</b>	<b>1,04,86,973.77</b>
<b>Tax expense:</b>			
1) Current tax		10,70,545.00	21,70,739.00
2) MAT Credit entitlement		2,84,041.00	0.00
3) Income Tax Paid for earlier year		99,350.00	58,569.00
4) Deferred tax		3,72,052.00	13,438.00
		<b>18,06,988.00</b>	<b>22,42,746.00</b>
<b>Profit/(Loss) for the year</b>		<b>37,55,510.76</b>	<b>82,34,227.77</b>
<b>Earning per equity share</b>	20		
1) Basic		18.78	31.12
2) Diluted		18.78	31.12

This is the Balance Sheet referred to in our report of even date.  
The Notes referred to above form part of the Balance Sheet.

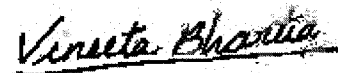
For K.N. GUTGUTIA & COMPANY  
Chartered Accountants  
Firm No 304163E

(AMIT GOSWAMI)

Dated 30th day of June, 2017 at Kolkata



  
 (Neelam Kumar Bhartia)  
 Director (DIN 00259652)



(Vineeta Bhartia)  
 Director (DIN 00259493)

**RUNIT INVESTMENTS COMPANY LIMITED**  
**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2017**  
(Pursuant to Clause 32 of Listing Agreement with the Stock Exchange)

	As at 31.03.2017	As at 31.03.2016
<b>A CASH FLOW FROM OPERATING ACTIVITIES:</b>	<b>55,81,568.76</b>	<b>1,04,86,973.77</b>
Net Profit before Tax and extraordinary items		
<b>Adjustments for:</b>		
Depreciation	5,05,190.00	6,03,065.00
Dividend Received	(1060.00)	(22100.00)
(Profit)/Loss on sale of Investments	(53882.93)	(9440051.94)
Provision for Standard Assets	(58328.00)	74,374.00
Operating Profit before working Capital changes	<u>59,52,756.83</u>	<u>-87,93,712.94</u>
<b>Adjustments for:</b>		
Inventories	0.00	0.00
Short term loans & advances	8332137.00	(15358020.00)
Trade & Other Receivables	10378.84	(10378.84)
Trade Payables, Short term provisions and other		
Other Long Term Liabilities	7,20,000.00	2,18,420.00
Current Liabilities	<u>1,78,051.00</u>	<u>1518323.47</u>
Cash generated from Operations	1518323.47	(13478717.81)
Direct Taxes Paid	<u>13086375.47</u>	<u>(2178105.00)</u>
Net Cash flow from/(used in) Operating Activities	<u>13086375.47</u>	<u>(15658822.81)</u>
<b>B CASH FLOW FROM INVESTING ACTIVITIES</b>		
Purchase of Property Plant & Equipment	(24886416.00)	22100.00
Dividend Received	1980.00	(58780215.84)
Purchase of Investments	(29116424.00)	65855050.50
Sale of Investments	<u>30310210.32</u>	<u>17892649.68</u>
Net cash flow from/(used in) Investing Activities:	<u>(4804274.21)</u>	<u>8886934.95</u>
<b>C CASH FLOW FROM FINANCING ACTIVITIES</b>		
Other Borrowing	44,09,654.00	7594136.00
Net Cash flow from/(used in) Financing Activities	<u>44,09,654.00</u>	<u>75,94,136.00</u>
Net Increase in Cash & Cash Equivalents	<u>(194620.21)</u>	<u>8,24,248.14</u>
Cash & Cash Equivalents as at 01.04.2016 (Opening Balance)	8,90,248.93	85,998.79
Cash & Cash Equivalents as at 31.03.2017 (Closing Balance)	8,95,529.72	8,90,248.93

*(Signature)*  
(Navit Kumar Sharma)  
Director

*(Signature)*  
(Vinoeta Sharma)  
Director

**AUDITOR'S CERTIFICATE**

We have examined the attached Cash Flow Statement of Runit Investments Company Limited for the year ended 31st March 2017. The statement has been prepared by the company with the requirement of Clause 32 of the Listing Agreement with the Stock Exchange and is based on and in agreement with the corresponding Profit & Loss Account and Balance Sheet of the Company covered by our Report of 31st June, 2017 to the Members of the Company.

Date: 30th June 2017

Place: Kolkata



for K. N. Gutguta & Company  
Chartered Accountants  
Firm Registration No. 304158E

*(Signature)*  
Partner (M.No. 82091)

## RUNIT INVESTMENTS COMPANY LIMITED

### NOTES ON ACCOUNTS

#### 1 SIGNIFICANT ACCOUNTING POLICIES :

- i) **Recognition of Income & Expenditure :**  
The Company follows the mercantile system of accounting and recognises income and expenditure on accrual basis and as a going concern. The accounting policies are consistent with the generally accepted accounting principles.
- ii) **Fixed Assets :**  
Fixed Assets are stated at cost of acquisition less depreciation.
- iii) **Depreciation**  
Depreciation on fixed assets are provided on written down value basis and in the manner as provided in Schedule XIV of the Companies Act 1956.
- iv) **Investments**  
Non-current investments are stated at cost. Provision for diminution in value of investment is made if it is considered as permanent by the management.
- v) **Stock-in-Trade**  
Stock-in-Trade are valued at cost.
- vi) **Employee Benefits:**  
Short term employee benefits ( benefits which are payable within twelve months after the end of the period in which the employees render service) such as Leave Encashment is measured at cost. Long term employee benefits (benefits which are payable after the end of twelve months from the end of the period in which the employee render service) and the post employment benefits (benefits which are payable after completion of employment) such as Gratuity are measured on actuarial basis.
- vii) **Deferred Taxation**  
Tax expenses for the year comprises of current tax and deferred tax. Current tax is determined as the amount of tax payable in respect of taxable income for the year. Deferred tax is recognised subject to the consideration of prudence in respect of deferred tax assets, on timing difference, being the difference between taxable income & accounting income that originates in one period and are capable of reversal in one or more subsequent periods.
- viii) **Borrowing Cost**  
Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. All other borrowing costs are recognised as an expense in the period in which they are incurred.
- ix) **Use of Estimates**  
The preparation of financial statements requires management to make estimates and assumption that affect the reported amount of assets and liabilities and disclosure relating to contingent liabilities at assets as at the Balance Sheet date and the reported amount of income and expenses during the year. Actual results could differ from those estimates.
- x) **Contingent Liabilities**  
Contingent liabilities are not provided for and are disclosed by way of notes.
- xi) **Provisioning on Standard Assets**  
The Reserve Bank of India (RBI) vide Notification No.DNBS 223/COM (US) - 2011 dated 17th Jan,11 has issued direction to all NBFCs to make provision of 0.25% on standard assets. Accordingly, the Company has made provision @0.25% on standard assets.
- xii) **Estimated Gratuity liability** accrued on the date of Balance Sheet amounting to Rs.10,73,477/- has been provided for, and includes Rs.1,69,074/- for current year on actuarial basis.
- xiii) **The Company has consistently valued its Stock in Trade at cost which is inconsistent with AS-13 "Accounting for Investments".**
- xiv) **The Market Value of some of the long term quoted investments are lower than the cost. The Management feels that the diminution in value is not permanent and it is not necessary to make any provision in this regard as per AS-13.**
- xv) **Segment Reporting**
  - a) **Business Segment :**  
The Company has considered business segment as the primary segment for disclosure. The disclosure. The company is engaged in Non-Banking Financing activities, which in the context Accounting Standard :7 issued by the Institute of Chartered Accountant of India is considered the only business segment.
  - b) **Geographical Segment :**  
The Company does business within India. The conditions prevailing in India being uniform, no separate geographical segment disclosure is considered necessary.



## RUNIT INVESTMENTS COMPANY LIMITED

### 2 SHARE CAPITAL

	<u>Par Value</u>	<u>31.03.2017</u>	<u>31.03.2016</u>
	Rs.	Rs.	Rs.
Authorized 2,00,000 Equity Shares	10	20,00,000	20,00,000
Issued 2,00,000 Equity Shares	<del>10</del>	20,00,000	20,00,000
Subscribed & fully paid 2,00,000 Equity Shares	<del>10</del>	20,00,000	20,00,000
<b>Reconciliation of number of shares</b>			
Opening Number of Fully Paid Shares		2,00,000	2,00,000
Closing Number of Fully Paid Shares		2,00,000	2,00,000

No. of shares held by Share Holders holding more than 5% of the Share Capital

Name	<u>31.03.2017</u>		<u>31.03.2016</u>	
	No. of Shares	% Holding	No. of Shares	% Holding
Navin Construction & Credit Pvt Ltd	70000	35%	70000	35%
Mr. Navin Kumar Bhatia	21430	10.72%	21430	10.72%

The company has issued one class of Equity Shares having a par value of Rs. 10/-. Each holder of Equity Share is entitled to one vote per share. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the company, after distribution of all preferential amounts, in proportion of their shareholdings.

### 3 RESERVE & SURPLUS

	<u>31.03.2017</u>	<u>31.03.2016</u>
<b>Capital Reserve</b>	<u>82,77,025.50</u>	<u>82,77,025.50</u>
<b>Special Reserve</b>		
Opening Balance	1,33,61,465.00	1,17,16,615.00
Add: Transferred during the year	7,57,700.00	16,44,850.00
	<u>1,41,19,165.00</u>	<u>1,33,61,465.00</u>
<b>General Reserve</b>		
Opening Balance	4,85,00,000.00	4,85,00,000.00
	<u>4,85,00,000.00</u>	<u>4,85,00,000.00</u>
<b>Surplus</b>		
Opening Balance in the Profit & Loss Account	41,59,976.50	(2419401.27)
Add: MAT Credit entitlement for earlier year	17,00,482.00	0.00
Add: Profit(Loss) during the year	37,35,610.76	62,24,227.77
Less: Transferred to Special Reserve	7,57,700.00	16,44,850.00
	<u>88,18,349.26</u>	<u>41,59,976.50</u>
<b>TOTAL</b>	<u>7,78,14,839.76</u>	<u>7,22,98,467.00</u>

### 4 OTHER LONG TERM LIABILITIES

Deposit Received against Rent	7,20,000.00	0.00
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### 5 SHORT-TERM BORROWINGS

Loans and advances from Directors	79,71,477.00	69,89,317.00
Loans and advances from Body Corporates	3,76,16,657.00	3,41,89,163.00
	<u>4,55,88,134.00</u>	<u>4,11,78,480.00</u>

### 6 OTHER CURRENT LIABILITIES

Statutory Liabilities	1,34,744.00	88,038.00
Other Liabilities	21,436.00	22,435.00
	<u>1,56,180.00</u>	<u>1,10,473.00</u>

### 7 SHORT TERM PROVISIONS

Provision for employee benefits (Gratuity)	10,73,477.00	9,04,403.00
Provision for employee benefits ( Bonus)	1,52,139.00	1,38,081.00
Provision for Income Tax	0.00	50,768.00
Provision against Standard Assets	1,58,321.00	2,16,660.00
	<u>13,83,937.00</u>	<u>13,09,922.00</u>



**RUNIT INVESTMENTS COMPANY LIMITED**

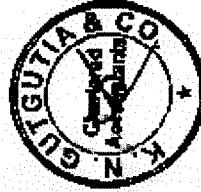
Note No. 3

(Annexed to & forming part of Balance Sheet)

**PROPERTY, PLANT & EQUIPMENT AS AT 31ST MARCH 2017**

Description of Assets	GROSS BLOCK			DEPRECIATION			NET BLOCK			
	COST	Addition during the Year	Sales/ Adjusted during the Year	TOTAL	Up to 31.03.2016	For the year (on W.D.V.) during the year	Adjustments Up to 31.03.2017	W.D.V. as on 31.03.2017	W.D.V. as on 31.03.2017	
<b>TANGIBLE ASSETS</b>										
Investment in Property *	0.00	2,48,88,416.00	0.00	2,48,88,416.00	0.00	88,517.00	0.00	98,517.00	2,47,89,899.00	0.00
Motor Car	42,63,108.00	0.00	0.00	42,63,108.00	30,21,339.00	4,03,857.00	0.00	34,24,986.00	8,38,112.00	12,41,769.00
Furniture & Fixture	30,280.00	0.00	0.00	30,280.00	25,533.00	1,354.00	0.00	26,887.00	3,393.00	4,747.00
Colour Television	8,800.00	0.00	0.00	8,800.00	8,800.00	0.00	0.00	8,800.00	440.00	440.00
Air Condition Machine	58,000.00	0.00	0.00	58,000.00	49,098.00	1,662.00	0.00	50,760.00	5,240.00	6,902.00
	<b>43,58,188.00</b>	<b>2,48,88,416.00</b>	<b>0.00</b>	<b>2,92,46,604.00</b>	<b>31,04,330.00</b>	<b>5,05,190.00</b>	<b>0.00</b>	<b>36,09,520.00</b>	<b>2,56,37,084.00</b>	<b>12,53,658.00</b>
Previous Year	43,58,188.00	0.00	0.00	43,58,188.00	25,01,265.00	6,03,065.00	0.00	31,04,330.00	12,53,858.00	18,56,923.00

\* Transferred from Investments Account



# RUNIT INVESTMENTS COMPANY LIMITED

31.03.2017      31.03.2018

## 9 NON-CURRENT INVESTMENTS

(as per annexure enclosed)

a) Investments in property	2,48,88,416.00	0.00	2,19,06,821.00
Less: Transferred to P.P.E	<u>2,48,88,416.00</u>		
b) Investments in Equity Instruments	90,55,438.04	94,23,539.43	
c) Investments in Units of Mutual Funds	1,00,00,000.00	0.00	
d) Other non-current Investment	1,54,67,918.00	1,03,53,088.00	
	<u>3,48,43,368.04</u>	<u>4,18,83,448.43</u>	

## 10 CASH & CASH EQUIVALENTS

Balances with banks	6,92,088.25	8,85,687.48
Cash in hand	3,580.47	1,559.47
	<u>6,95,628.72</u>	<u>8,87,246.95</u>

## 11 SHORT TERM LOANS AND ADVANCES

1)(Unsecured - considered good)

a) Loans to related parties (Refer Note No.18)	3,33,28,458.00	4,47,16,589.00
b) Other loans & advances	3,00,00,000.00	2,75,00,000.00
i) Loans		
ii) Advances		
Staff Advance	1,20,000.00	12,000.00
Prepaid Expenses	25,250.00	20,500.00
Advance Tax & Tax Deducted at Source	9,35,083.00	0.00
Other Advances	4,93,884.00	50,840.00
	<u>6,49,02,875.00</u>	<u>7,22,98,729.00</u>

## 12 OTHER CURRENT ASSETS

MAT Credit entitlement	14,98,421.00	0.00
------------------------	--------------	------

## 13 REVENUE FROM OPERATION

a) Interest Income	1,11,96,613.00	89,21,818.00
b) Other Financial services		
i) Capital Gains	53,682.93	94,49,051.94
ii) Dividend Income	1,880.00	22,100.00
	<u>1,12,52,296.93</u>	<u>1,63,92,969.94</u>

## 14 CHANGE IN INVENTORIES OF STOCK IN TRADE

Opening Stock (Shares & Securities)	52,210.00	52,210.00
Closing Stock (Shares & Securities)	52,210.00	52,210.00
	<u>0.00</u>	<u>0.00</u>

## 15 EMPLOYEES BENEFIT EXPENSES

Salary & Allowances	9,57,461.00	8,86,412.00
Gratuity	1,68,074.00	1,21,284.00
Staff Welfare	7,320.00	6,655.00
	<u>11,33,855.00</u>	<u>10,14,351.00</u>

## 16 FINANCE COST

Interest Expense	39,12,551.00	37,24,647.00
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## 17 OTHER EXPENSES

Rent Paid	48,000.00	48,000.00
Rates & Taxes	6,750.00	6,750.00
Motor Car Maintenance	1,05,893.40	1,05,507.29
Security Transaction Tax	399.00	8,763.00
Insurance Premium	44,803.00	55,665.00
Telephones Expenses	27,766.66	14,779.78
Payment to Auditors #	25,038.00	26,716.00
Miscellaneous Expenses:	2,99,804.11	2,43,368.10
	<u>6,58,464.17</u>	<u>6,08,668.17</u>

# Payment to Auditors

As Auditors	9,776.00	9,775.00
For other services	15,262.00	18,941.00
	<u>25,038.00</u>	<u>28,716.00</u>



**RUNIT INVESTMENTS COMPANY LIMITED**

**19. Related Party Disclosure**

Related Party Transaction as per Accounting Standard - 18 issued by ICAI are as follows:

Description	KMP	Enterprise over which KMP & their relatives have substantial interest	Total
Interest Paid	4,40,044 (1,15,781)	-	4,40,044 (1,15,781)
Interest Received	-	41,07,528 (53,52,842)	41,07,528 (53,52,842)
Loan Given	-	50,00,000 (62,14,933)	50,00,000 (62,14,933)
Repayment of loan given	-	2,00,84,908 (2,19,80,015)	2,00,84,908 (2,19,80,015)
Loan taken	1,33,40,000 (1,15,00,000)	-	1,33,40,000 (1,15,00,000)
Repayment of Loan taken	1,27,35,900 (46,15,000)	-	1,27,35,900 (46,15,000)
Rent Paid	-	48,000(48,000)	48,000(48,000)
Balances outstanding (Cr)	79,71,477 (69,89,317)	-	79,71,477 (69,89,317)
Balances outstanding (Dr)	-	3,33,28,458 (4,47,16,589)	3,33,28,458 (4,47,16,589)

**Name of the Related Party  
Key Managerial Personal**

Sri Navin Kumar Bhartia  
Smt. Vineeta Bhartia  
Sri Jayvardhan Kayan  
Sri Abhay Pawan  
Sri Sougata Dey

**Associates**

Navin Space Housing LLP  
Diamond Heritage Enterprises  
Supardiamond Vatika LLP  
Vidhi Exports Pvt Ltd

**19. Deferred Tax**

i) The Company has also other deferred tax assets, which is not recognised on the consideration of prudence, in the Balance Sheet

ii) Deferred tax assets arising on account of timing difference

	31st March 2017	1st April 2016
Depreciation	263174	668993
Gratuity	52244	37477
	<u>335418</u>	<u>707470</u>

**20. Earning per Share**

The numerators and denominators used to calculate basic and diluted earning per share:-

	Year end 31/03/17	Year end 31/03/16
-Profit attributable to Equity Shareholders	3755811	8224228
-Basic/weighted no. of Equity shares outstanding during the year	200000	200000
-Nominal value of Equity share	10/-	10/-
-Basic/diluted earning per share	Rs. 18.78	Rs. 41.12

21 Information pursuant to the provision of paragraph 4C and 4D of Part II of Schedule VI of the Companies Act, 1958 are not applicable.

22 Previous year figure has been regrouped and/or rearranged where ever necessary.

**23. Disclosure regarding Specified Bank Notes**

	Specified Bank Notes	Other denomination notes	Total
Closing Cash in hand as on 08.11.2016	4500	48	4548
(+) Permitted receipts	0	6000	6000
(-) Permitted payments	0	5102	5102
(-) Amt Deposited in Banks	4500	0	4500
Closing cash in hand as on 30.12.2016	0	948	948

As per our Report of even date

For K.H.GUTGUTIA & CO.

Chartered Accountants  
Firm Registration No. 3081635

(Anil Gosh) Partner (M.No. 62001)  
Date: 30th June 2017



(Navin Kumar Bhartia)  
Director (DIN 00259552)

*Vineeta Bhartia*

(Vineeta Bhartia)  
Director (00259493)



**RUNIT INVESTMENTS COMPANY LIMITED**

**NOTE NO. 2**

(Annexed to & forming part of Balance Sheet)

**NON-CURRENT INVESTMENTS AS ON 31ST MARCH 2017**

PREVIOUS YEAR		PARTICULARS	CURRENT YEAR	
No. of Shares	Amount	QUOTED EQUITY SHARES (Fully Paid up)	No. of Shares	Amount
9000	2,74,944.08	International Conveyors	9000	2,74,944.08
5300	1,89,807.93	Lycee Internat Ltd	5300	1,89,807.93
2000	1,86,058.40	Mizza International Ltd	0	0.00
1000	1,80,042.99	Stylem Industries Ltd	0	0.00
14100	18,18,347.94	Shyam Century Ferrous Ltd	14100	18,18,347.94
14100	8,89,026.49	Star Ferro and Cement Ltd	14100	8,89,026.49
	<u>33,40,227.83</u>			<u>29,72,128.44</u>
		<b>UNQUOTED EQUITY SHARES ( Fully Paid up)</b>		
		<b>of Rs. 10/- each</b>		
		<b>Associates</b>		
74450	7,53,927.50	North India Wires Ltd.	74450	7,53,927.50
17475	1,74,750.00	North LPG Cylinders Ltd	17475	1,74,750.00
		<b>Other than Associates</b>		
640	8,432.00	Mherve Holdings Ltd.	640	8,432.00
7400	75,092.00	Ganges Steel Mfg. Co. (I) Pvt. Ltd.	7400	75,092.00
1000	10,000.00	Perfect Pen Pvt. Ltd.	1000	10,000.00
38100	1,50,860.10	Solensons Industries Ltd.	38100	1,50,860.10
3500	49,12,250.00	Strand Properties Ltd.	3500	49,12,250.00
	<u>60,83,311.60</u>			<u>60,83,311.60</u>
		<b>OTHERS</b>		
	16,000.00	Deposit under Investment Deposit Account Scheme 1986 of Industrial Development Bank of India		16,000.00
100	1,03,37,000.00	Darvesh Properties Pvt Ltd (10% Deb.) of 1000/- each	150	1,54,71,918.00
0	0.00	HDFC- CMF -Savings Plan - Growth	2871 111	1,00,00,000.00
	<u>2,19,06,821.00</u>	Investments in Immovable Property		0.00
	<u>3,22,59,880.00</u>			<u>2,54,87,918.00</u>
	<u>4,16,83,449.43</u>			<u>3,45,43,364.04</u>
<b>Cost</b>	<b>Market Value</b>	<b>Aggregate</b>	<b>Cost</b>	<b>Market Value</b>
33,40,227.83	23,67,820.00	Quoted Investments	29,72,128.44	22,99,932.00
3,63,43,221.60	—	Unquoted Investments	3,15,71,229.60	—
<u>4,16,83,449.43</u>	<u>23,67,820.00</u>		<u>3,45,43,358.04</u>	<u>22,99,932.00</u>

Note: Diminution of Rs. 54,87,484/- (Rs. 54,87,326/-) based on market value/book value. In the value of certain long term investments as on the balance sheet date, being temporary in nature, has not been provided.



**RUNIT INVESTMENTS COMPANY LIMITED**

**NOTE NO : 14**

(Annexed to & forming part of Balance Sheet)

**DETAILS OF STOCK IN TRADE AS ON 31ST MARCH' 2017**

PREVIOUS YEAR		PARTICULARS	CURRENT YEAR	
No. of Shares	Amount		No. of Shares	Amount
<b><u>Fully paid Equity Shares of Rs.10/- each</u></b>				
5900	5,520.00	G. R. Magnet Ltd.	5900	5,520.00
20300	46,690.00	Solarson Industries Ltd.	20300	46,690.00
	<u>52,210.00</u>			<u>62,210.00</u>

