Regd. Office: 36, CHOWRINGHEE ROAD, KOLKATA – 700 071
CIN – L65999WB1983PLC035784, E-mail: hkj@hkjalangroup.in
Phone: (033)2226 1759, Fax: (033) 2226 7934

DIRECTORS' REPORT

Dear Members

Your Directors have pleasure in presenting herewith their Report together with the Audited Financial Statements and the Auditors' Report of your Company for the financial year ended March 31, 2015.

FINANCIAL HIGHLIGHTS/ PERFORMANCE

	Financial Year ended							
Particulars								
	Stand	lalone	Consc	olidated ———————				
	31/03/2015	31/03/2014	31/03/2015	31/03/2014				
Total Revenue	9,73,525.00	40,83,263.00	13,68,366.00	42,51,263.00				
Expenditure	11,16,065.00	36,21,643.00	24,62,778.00	41,55,770.00				
Profit/(Loss) beforeTax	(1,42,541.00)	4,61,620.00	(10,94,413.00)	95,493.00				
Less: Tax Expense i) Current tax ii) Deferred tax	65,310.00	87,791.00 81,693.00	65,310.00	87,791.00 81,693.00				
Profit/(Loss) after taxes	(77,231.00)	4,55,522.00	(10,29,103.00)	89,395.00				

DIVIDEND

In view of loss your Directors do not recommend any dividend for the year, under review.

TRANSFER TO RESERVES

The loss of Rs. (77,231/-) was transferred to the reserves during the financial year ended 31st March, 2015.

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MEETINGS OF THE BOARD OF DIRECTORS

During the financial year ended 31st March, 2015 6 (six) meetings of the Board of Directors of the Company was held.

STATE OF THE COMPANY'S AFFAIRS AND FUTURE OUTLOOK

The Company is engaged in the business of investment. There has been no change in the business of the Company during the financial year ended 31st March, 2015.

At present, the financial statements of the Company is showing loss but the management is taking the action to continue the business.

CONSOLIDATED FINANCIAL STATEMENT

In accordance with the Companies Act, 2013 ("the Act") and Accounting Standards AS-21, issued by the Institute of Chartered Accountants of India (ICAI), the Company has prepared Consolidated Financial Statements. The Audited Consolidated Financial Statements along with the Auditors' Report thereon forms part of the Report.

SUBSIDIARIES, JOINT VENTURES ANDASSOCIATE COMPANIES

During the year under review, Free India Dry Accumulators Limited continues to be the Company's subsidiary and also Fida Securities Private Limited (subsidiary of Free India Dry Accumulators Limited). Pursuant to sub-section (3) of section 129 of the Act read with Companies (Accounts) Rules, 2014, the statement containing the performance and financial position and salient feature of the financial statement of the Company's subsidiaries is provided as Annexure I to the report.

MATERIAL CHANGES AND COMMITMENTS

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year of the Company to which this financial statements relate and the date of this report.

LOANS, GURANTEES AND INVESTMENTS

The Company has not given any loans or guarantees covered under the provisions of section 186 of the Companies Act, 2013.

The details of the investments made by Company is given in the notes to the financial statements.

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EXTRACT OF ANNUAL RETURN

The extract of Annual Return in form no.MGT-9 as required under Section 92 of the CompaniesAct, 2013 for the financial year ending March 31, 2015 is annexed hereto as Annexure II and forms part of this report.

RELATED PARTY TRANSACTIONS

All related party transactions that were entered into during the financial year ended 31st March, 2015 were on an arm's length basis and were in the ordinary course of business. Therefore, the provisions of Section 188 of the Companies Act, 2013 were not attracted. Further, there are no materially significant related party transactions during the year under review made by the Company with Promoters, Directors or other designated persons which may have a potential conflict with the interest of the Company at large except for those disclosed in the financial statements. Thus, disclosure in Form AOC-2 is not required.

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

A. Conservation of Energy, Technology Absorption

The particulars as required under the provisions of Section 134(3) (m) of the Companies Act, 2013 in respect of conservation of energy and technology absorption have not been furnished considering the nature of activities undertaken by the Company during the year under review.

B. Foreign Exchange Earnings and Outgo

Earnings	Nil
Outgo	Nil

RISK MANAGEMENT

The Company does not have any Risk Management Policy as the elements of risk threatening the Company's existence is very minimal.

ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TOFINANCIAL STATEMENTS

The internal financial controls with reference to the Financial Statements are commensurate with the size and nature of business of the Company.

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DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP)

Mr. Dipendra Kumar Ghose has resigned from the Board of Directors with effect from 27th October, 2014. The Board hereby places on record its sincere thanks and gratitude for the invaluable contribution made by him during his tenure as a director.

Mrs. Anushree Jalan(Din: 00228828) was appointed as an Additional Director (designated as Women Director) on the Board of the Company on 30th March, 2015 and holds the said office till the date of the Annual General Meeting. A notice has been received from a member proposing her candidature for her reappointment.

Mr. Rama Kant Shukla (Din: 02016075), Director retire by rotation at the forthcoming Annual General Meeting and being eligible, offer himself for re-appointment.

DEPOSITS

The Company has not accepted any deposits during the year under review.

PARTICULARS OF MANAGERIAL REMUNERATION

Information as required in accordance with the provisions of sub-rule (1) of Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are not applicable to the Company as the Company has not paid any managerial remuneration to its Directors or KMP.

PARTICULARS OF EMPLOYEES

The details as required pursuant to provisions of sub-rule (2) and (3) of Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are not applicable, as none of the employees, either employed throughout the year or part of the financial year, was in receipt of the remuneration in excess of the limit prescribed under rules amended up to date.

<u>DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THEREGULATORS,</u> <u>COURTS AND TRIBUNALS</u>

No significant and material order has been passed by the regulators, courts, tribunals impacting the going concern status and Company's operations in future.

<u>DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE(PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013</u>

The Company is committed to provide a safe and conducive work environment to its employees.

During the year under review, no case of sexual harassment was reported.

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CORPORATE SOCIAL RESPONSIBILITY (CSR)

The Company is not covered under the provisions of Section 135 of the Companies Act, 2013, therefore the requirement of clause (o) of sub-section (3) of Section 134 of the said act are not applicable to the Company.

AUDITORS:

M/s. Batliboi, Purohit & Darbari, Chartered Accountants, Statutory Auditors of the Company, hold office till the conclusion of the ensuing Annual General Meeting and are eligible for re-appointment. They have confirmed their eligibility to the effect that their re-appointment, if made, would be within the prescribed limits under the Act and that they are not disqualified for re-appointment.

SECRETARIAL AUDITOR

Pursuant to the provision of section 204 of the Companies Act, 2013 read with Rule 9 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Mr. Susanta Kumar Nayak, Practising Company Secretary to undertake the Secretarial Audit of the Company for the financial year 2014-2015. The Secretarial Audit Report for the financial year ended March 31, 2015 is annexed with this report and marked as Annexure III. There are no qualifications, reservation or adverse remark made in the Secretarial Audit Report.

BOARD'S COMMENT ON THE AUDITORS' REPORT

There was no qualifications, reservations or adverse remarks made by the Auditors in their report.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013 the Board of Directors of the Company confirms that-

- (a) in the preparation of the annual accounts for the year ended 31st March, 2015, the Company has followed the applicable accounting standards and there are no material departures from the same.
- (b) the Directors have selected such accounting policies and applied them consistently and madejudgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2015 and of the profit and loss of the Company for that period;
- (c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (d) the Directors have prepared the annual accounts on a 'going concern' basis;

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- (e) the directors had laid down internal financial controls to be followed by the Company and that such internal financial controls were adequate and operating efficiently;
- (f) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

ACKNOWLEDGMENT

Your Directors would like to express their sincere appreciation for the assistance and cooperation received from the financial institutions, banks, Government authorities, customers, vendors and members during the year under review.

For and on behalf of the Board of Directors

Hemant Kumar Jalan

Director

(Din: 00228963)

R. K. Shukla

Director

(Din: 02016075)

Date: 19th August, 2015

Place: Kolkata

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ANNEXURE-I

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

Name of the Subsidiary:	Free India Dry Accumulators Limited	Fida Securities Private Limited
Reporting period for the subsidiary concerned, if different from the holding company's reporting period:	31 st March, 2015	31 st March, 2015
Reporting currency:	INR	INR
Share capital:	Rs. 25,65,010.00	Rs. 16,74,000 (paid-up capital)
Reserves & surplus:	Rs. (14,52,608.00)	Rs. (45,21,625.00)
Total assets:	Rs. 1,63,39,232.00	Rs. 1,15,05,017.00
Total Liabilities:	Rs. 1,63,39,232.00	Rs. 1,15,05,017.00
Investments:	Rs. 16,74,979.00	Nil
Turnover:	Rs. 24,841	Rs.3,70,000.00
Profit before taxation:	Rs.(8,65,410.00)	Rs. (86,461.00)
Provision for taxation:	Nil	Nil
Profit after taxation:	Rs.(8,65,410.00)	Rs.(86,461.00)
Proposed Dividend:	Nil	Nil
% of shareholding:	83.62%	-

1. Names of subsidiaries which are yet to commence operations: NIL

2. Names of subsidiaries which have been liquidated or sold during the year: NIL

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/Joint Ventures	·	NIL
1. Latest audited Balance Sheet Date		N.A.

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Date: 19th August, 2015

Place: Kolkata

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2. Shares of Associate/Joint Ventures held by the Company on the year	N.A
end	
No.	N.A
Amount of Investment in Associates/Joint Venture	N.A
Extend of Holding %	N.A
3. Description of how there is significant influence	N.A
4. Reason why the associate/joint venture is not consolidated	N.A
5. Networth attributable to Shareholding as per latest audited Balance	N.A
Sheet	
6. Profit / Loss for the year	N.A
i. Considered in Consolidation	N.A
i. Not Considered in Consolidation	N.A

- 1. Names of associates or joint ventures which are yet to commence operations: NIL
- 2. Names of associates or joint ventures which have been liquidated or sold during the year: NIL

For and on behalf of the Board of Directors

Hemant Kumar Jalan

Director

(Dih: 00228963)

R. K. Shukla

Director

(Din: 02016075)

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ANNEXURE-II Form No. MGT-9

EXTRACT OF ANNUAL RETURN As on the financial year ended on 31ST March, 2015

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

i)	CIN	:	L65999WB1983PLC035784
ii)	Registration Date	:	01.02.1983
iii)	Name of the Company:	:	Akshya Nidhi Limited
iv)	Category / Sub-Category of the Company	:	Public Company / Limited by shares
v)	Address of the Registered office and contact details	:	36, Chowringhee Road, Kolkata - 700071, Ph: 03322261759
vi)	Whether listed company	:	Yes
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	:	-

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

SI. No.	Name and Description of products / services	f main	NIC Code Product/ serv		the	% to total turnover of the company
1	Investment		6499*	·····		100%

^{*}As per National Industrial Classification 2008 (Ministry of Statistics and Programme Implementation)

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

SI. No.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY / ASSOCIATE	% of shares held	Applicable Section
1	Free India Dry	U31402WB1949PLC017563	Subsidiary	83.62	2 (87)(ii)

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	Accumulators Ltd. 36, Chowringhee Road, Kolkata-700071			
2	Fida Securities Private Limited 26-A BLOCK.I 2ND CROSS RMV EXTN- II,BANGALORE,Karnataka, 560094	U67120KA1995PTC018184	Subsidiary	2 (87)(ii)

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

i) Category-wise Share Holding

		11100 0110							
= ·				No. of Shares held at the end of the year[As				%	
hareholders	year[As on 31-March-2014]				on 31-March-2015]				Change
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	during the year
A. Promoter(s)			,						
1) Indian									
i) Individual/ IUF	-	81,707	81,707	54.80	_	80,707	80,707	54.13	0.67
) Central Govt	-	-	-	_	_		-	-	
) State Govt(s)	-	-	-	-	-	-	-	-	
l) Bodies Corp.	-	-	-	_	-	-	-		-
) banks / Fl	-	-	-	-	<u>-</u>	-	-	_	
) Any other	-	-	_	_	-	-	-	-	
ub-total A)(1):-									
2) Foreign									
) NRIs- ndividual									
) Other ndividuals									
) Bodies Corp.									
) Banks / Fl									
Any other									

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specify)									
ub-total A)(2):-									
otal hareholding of romoter (A)= A)(1)+ (A)(2)	_	81,707	81,707	54.80	_	80,707	80,707	54.13	0.67
3. Public Shareholding									
Institutions									
ı) ()tual Funds	-	-	-	-	_	-	_	_	-
o) Banks / FI		-	-		-	-	-		-
:) Central Govt		<u>-</u>	-		-	-	-	-	-
l) State Govt(s)	_	-	-	· _	-	-	-	_	-
e) Venture Capital Funds	-	-	. <u>-</u>	_	<u>-</u>	-	_	_	-
) Insurance Companies	-	_	_	-	_	_	-	-	-
g) Flis	-	-	-	-	-	-	· . :-	-	-
h) Foreign /enture Capital Funds	-	-	<u>-</u>	-	_	-	-		-
) Others specify)	-	-	-		-	-	-	-	-
Sub-total B)):-	-	-	-	<u>-</u>	-	-	-	-	-
. Non- nstitutions				:					
) Bodies Corp.		·		10					
) Indian	-	60,213	60,213	40.38	-	61,213	61,213	41.05	0.67
) Overseas	-	-		-	-	•	-	-	-
) Individuals									
Individual hareholders olding nominal hare capital pto Rs. 1 lakh	-	7,193	7,193	4.82	-	7,193	7,193	4.82	-
PLO I/2. I Iakii									

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) Individual hareholders olding nominal hare capital in xcess of Rs 1 1kh	-	-	-	-	-	-	-	-	-
) Others specify)	-	-	_	-	_	-	-	-	-
ub-total 3)(2):-	-	67,406	67,406	45.20	- -	68,406	68,406	45.87	0.67
ot Public hareholding B)=(B)(1)+ B)(2)		67,406	67,406	45.20	-	68,406	68,406	45.87	0.67
. Shares held y Custodian or GDRs & .DRs	-	•	-	-	-	-	. · · · · -	-	-
rand Total A+B+C)	-	1,49,113	1,49,113	100.00	-	1,49,113	1,49,113	100.00	-

(ii) Shareholding of Promoters

N	Shareholder's Name	Shareholding	at the begin	ning of the year	Share holding at the end of the year			% change in share
		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	holding during the year
•	Hemant Kumar Jalan	52,494	35.20	-	52,494	35.20	-	-
	Anushree Jalan	12,587	8.44	-	11,587	7.77		0.67
	Hemant Kumar Jalan(for M.P & Sons)	13,942	9.35	_	13,942	9.35	-	-
	Hemant Kumar Jalan(for H.K. & Sons)	2,684	1.80	-	2,684	1.80	-	-
	TOTAL	81,707	54.80		80,707	54.13	-	0.67

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(iii) Change in Promoters' Shareholding

SN		Shareholding a of the year	t the beginning	Cumulative Shareholding during the year	
1.	Anushree Jalan	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
·	At the beginning of the year	12,587	8.44		
	Decrease in shareholding due to transfer of shares on 20.08.2014	1,000	0.67	11,587	7.77
	At the end of the year	11,587	7.77	-	-

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

SI No.	Name of the Shareholder:	Sharehol beginnin	ding at the g 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
1.	Raigarh Trading Co. Ltd.				
	At the beginning of the year	32,050	21.49	-	-
	Increase in Share holding due to transfer on 20.08.2014	1,000	0.67	33,050	22.16
	At the end of the year	33,050	22.16	-	
2.	Shree Hanuman Jute Mills Pvt. Ltd.				
	At the beginning of the year	25,163	16.88	25,163	16.88
	Date wise Increase / Decrease in Share holding during the year: NIL	•	-	_	
	At the end of the year	25,163	16.88	-	-
3.	Raigarh Jute & Textile Mills Ltd.				
	At the beginning of the year	3,000	2.01	3,000	2.01
	Date wise Increase / Decrease in Share holding during the year: NIL		-	-	•
	At the end of the year	3,000	2.01	-	-

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4.	Achin Bose				
	At the beginning of the year	1,132	0.76	1,132	0.76
	Date wise Increase / Decrease in Share	-	-	-	-
	holding during the year: NIL				
	At the end of the year	1,132	0.76	-	-
5.	Manik Kumar Lunia	`			
	At the beginning of the year	1,120	0.75	1,120	0.75
	Date wise Increase / Decrease in Share		-	-	-
	holding during the year: NIL				
	At the end of the year	1,120	0.75	-	-
6.	Manish Rakhecha				
	At the beginning of the year	1,102	0.74	1,102	0.74
	Date wise Increase / Decrease in Share	-	-	-	-
	holding during the year: NIL				
	At the end of the year	1,102	0.74		-
7.	Aranagshu De				
	At the beginning of the year	950	0.64	950	0.64
	Date wise Increase / Decrease in Share	-	-	-	
	holding during the year: NIL				
	At the end of the year	950	0.64	-	-
8.	Samili Maria Rozario				
-	At the beginning of the year	-	- .	<u> </u>	-
	Increase in Share holding due to transfer on	120	0.08	120	0.08
	30.03.2015				
	At the end of the year	120	0.08		_
9.	I.D.Thakur				
	At the beginning of the year	100	0.07	100	0.07
	Date wise Increase / Decrease in Share	-		-	-
	holding during the year: NIL				·
	At the end of the year	100	0.07	-	
10.	T.K.Roy				-
	At the beginning of the year	97	0.07	97	0.07
	Date wise Increase / Decrease in Share		-	-	-
	holding during the year: NIL				
	At the end of the year	97	0.07	-	-

(v) Shareholding of Directors and Key Managerial Personnel:

SI	Particulars	Shareholding	at	the	Cumulative Shareholding
No.	,	beginning of the y	ear		during the year

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1.	Hemant Kumar Jalan	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	52,494	35.20	52,494	35.20
	Date wise Increase / Decrease in Shareholding during the year: NIL	-	-	-	-
	At the end of the year	52,494	35.20	-	-
2.	Anushree Jalan				
	At the beginning of the year	12,587	8.44		
	Decrease in shareholding due to transfer of shares on 20.08.2014	1,000	0.67	11,587	7.77
	At the end of the year	11,587	7.77	-	-
3.	Varun Jalan				
	At the beginning of the year	-	-	-	-
	Date wise Increase / Decrease in	-	-	-	-
	Shareholding during the year: NIL				
	At the end of the year	-	-	-	-
4.	Om Prakash Agarwal				
	At the beginning of the year	1,438	0.96	1,438	0.96
	Date wise Increase / Decrease in Shareholding during the year: NIL	-	-	-	-
	At the end of the year	1,438	0.96	-	-
5.	Rama Kant Shukla				
	At the beginning of the year	1,130	0.76	1,130	0.76
	Date wise Increase / Decrease in	-	-	-	-
	Shareholding during the year: NIL	1,130	0.76	<u> </u>	
6.	At the end of the year Dipendra Kumar Ghose*	1,130	0.76		
0.	At the beginning of the year	120	0.08		-
					-
	transfer on 30.03.2015	120	0.08	-	-
	At the end of the year		. -	_	-

^{*} Mr. Dipendra Kumar Ghose has resigned from the Board with effect from 27th October, 2014

V. INDEBTEDNESS

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

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	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				:
i) Principal Amount	-	_	-	-
ii) Interest due but not paid	-	1,05,070.00	-	1,05,070.00
iii) Interest accrued but not due		-	-	-
Total (i+ii+iii)	<u>-</u>	1,05,070.00	-	1,05,070.00
Change in Indebtedness during the financial year				
* Addition	-	-		-
* Reduction	*	1,05,070.00	-	1,05,070.00
Net Change	-	(1,05,070.00)	-	(1,05,070.00)
Indebtedness at the end of the financial year				
i) Principal Amount	-	_	•.	-
ii) Interest due but not paid		-	-	-
iii) Interest accrued but not due	-	_	-	-
Total (i+ii+iii)	-	-	-	-

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

The information as required for the payment of remuneration to Managing Director, Whole Time Director and other Key Managerial Personnel is not applicable as the Company has not appointed such Managing Director, Whole Time Director and other Key Managerial Personnel.

The Company has not paid any remuneration to Non- Executive / Independent Directors during the financial year 2014-15.

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VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There were no penalties / punishment / compounding of offences under the Companies Act 2013 for the year ended 31 March 2015.

For and on behalf of the Board of Directors

Hemant Kumar Jalan

Dixector

(Din: 00228963)

R. K. Shukla

Director

(Din: 02016075)

Date: 19th August, 2015

Place: Kolkata