



GUJARAT INVESTA LIMITED

CIN: L65910GJ1993PLC018858

24th Annual Report

2015-2016

GUJARAT INVESTA LIMITED

BOARD OF DIRECTORS

Mr. Purshottam Agarwal	Chairman	(DIN: 00396869)
Mr. Anandkumar Agarwal	Director	(DIN:01227486)
Mrs. Somna Agarwal	Director	(DIN: 01670948)
Mr. Sumant Periwal	Director	(DIN: 02561862)

CHIEF FINANCIAL OFFICER : Mr. Shrikant Solanki

CHIEF EXECUTIVE OFFICER : Mrs. Somna Agarwal

INTERNAL AUDITOR : Tantiya & Co.
Chartered Accountants

SECRETARIAL AUDITOR : M/s. Umesh Ved & Associates
Company Secretaries

AUDITORS : **M/s. Lunia& Company**
Chartered Accountants

REGD. OFFICE : Office: 3 & 4, Shivalik Plaza Opp. Atira,
Ambawadi, Ahmedabad - 380015

REGISTRAR & SHARE : 1) Sharepro Services (India) Pvt. Ltd
(up to 01.06.2016)
13 AB Samhita Warehousing
Complex, 2nd Floor, Saklnaka
Telephone Exchange Lane,
Off. AndheriKurla Road, Saklnaka
Andheri East, Mumbai 400 072
2) Bigshare Services Private Limited
(w.e.f 01.06.2016)
E/2 Ansa Industrial Estate,
Saki-Vihar Road, Saklnaka,
Andheri (E), Mumbai-400072

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NOTICE is hereby given that the 24th Annual General Meeting of the Members of **GUJARAT INVESTA LIMITED** will be held on Friday the 30th day of September 2016, 09:30 A.M. at 252 New cloth market, O/s Raipur Gate, Ahmedabad-380002 to transact the following business :

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31st March, 2016, the Statement of Profit and Loss for the year ended on that date and Statement of Cash Flows for the year ended on that date and the report of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Purushottam R. Agarwal (DIN : 00396869) who retires by rotation and being eligible has offered himself for re-appointment.
3. To ratify the appointment of Auditors and in this regard pass the following Resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 139, 141,142 and other applicable provisions, if any, of the Companies Act, 2013, and the Rules made there under, the appointment of M/s. Lunia & Company (Firm Registration No. 116436W), as Auditors of the Company approved by ordinary resolution passed at the 22nd Annual General Meeting of the Company, to hold office from the conclusion of the 22nd Annual General Meeting until the conclusion of the 25th Annual General Meeting, be and is hereby ratified for the balance term and accordingly they continue to hold office from the conclusion of the 24th Annual General Meeting until the conclusion of the 25th Annual General Meeting on such remuneration as may be fixed by the Board, apart from reimbursement of out of pocket expenses as may be incurred by them for the purpose of audit.”

SPECIAL BUSINESS

4. Maintaining and keeping the Company's registers required to be maintained under Section 88 of the Companies Act, 2013 and copies of annual returns filed under Section 92 of the Companies Act, 2013 or any one or more of them, at a place other than Company's Registered Office

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

“RESOLVED THAT pursuant to the provisions of Section 94(1) and other applicable provisions of the Companies Act, 2013 read with Rule 5(2) of the Companies (Management and Administration) Rules, 2014, consent of the members of the Company be and is hereby accorded to maintain and keep the Company's registers required to be maintained under Section 88 of the Companies Act, 2013 and copies of annual returns filed under Section 92 of the Companies Act, 2013 or any one or more of them, at the office of the Company's Registrar and Share Transfer Agent viz., M/ s. Bigshare Services Private Limited having its office at **E/2 Ansa Industrial Estate, Saki -Vihar Road, Sakinaka, Andheri (E), Mumbai-400 072**, or at such other place as the Board may from time to time decide instead of and/ or in addition to the said registers or copy of returns being kept and maintained at the Registered Office of the Company.”

“RESOLVED FURTHER THAT Mr. Purshottam R. Agarwal, Director of the Company be and is hereby authorized to take such steps and to do all such acts, deeds, matters and things as may be required to give effect to the foregoing resolution.”

Registered Office :
3 & 4 , Shivalik Plaza
Opp. Atira Ambawadi
Ahmedabad - 380 002

Dated : 11th August 2016

**BY ORDER OF THE BOARD OF
GUJARAT INVESTA LIMITED**

Purshottam R. Agarwal
Chairman
DIN: 00396869

NOTES:

1. A member entitled to attend and vote at the meeting is also entitled to appoint one or more proxies and that a proxy need not be a member of the company. Proxies in order to be effective must be deposited not less than 48 hours before the commencement of the meeting. A member cannot hold more than 50 proxies. Proxies submitted on behalf of the Companies, Societies, etc., must be supported by an appropriate resolution/authority as applicable.
2. The Register of Members and Share Transfer Books will remain close from 21st September, 2016 to 30th September, 2016 (both days inclusive).
3. Members are requested to intimate about the change in address, if any.
4. Members are requested to bring the copies of the annual report as the same will not be distributed at the annual general meeting.
5. Pursuant to Section 72 of the Companies Act, 2013, Members who hold shares in the physical form can nominate a person in respect of all the shares held by them singly or jointly.
6. Members may note that the copy of the annual report for the year 2015-16 is also available on the website of the company.
7. Incompliance with the provisions of Section 108 of the Companies Act, 2013 and Rules framed there under, Members have been provided with the facility to cast their vote electronically, through the e-voting services provided by the Central Depository Services (India) Limited on all resolutions set for thin this Notice.

Notice of the 24th Annual General Meeting of the Company. Inter alia, indicating the process and manner of e-voting is being sent to all the members whose email Ids are registered with the Company / Depository Participant(s) for communication purpose through electronic mode unless any member has requested for a physical copy of the same. For members who have not registered their email address, physical copies of the Notice of the 24th Annual general Meeting of the Company, inter alia, indicating the process and manner of e-voting is being sent through the permitted mode.

8. THE INSTRUCTIONS FOR SHAREHOLDERS VOTING ELECTRONICALLY ARE AS UNDER:
In compliance with the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015 ("Amended Rules 2015") and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, the Company is pleased to provide members facility to exercise their right to vote at the Twenty Fourth AGM by electronic means ("e-voting")
 - (i) The voting period begins on Tuesday, 27th September, 2016 (9:00 a.m.) and ends on Thursday, 29th September, 2016 (5:00 p.m.). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 23rd September, 2016, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
 - (ii) The shareholders should log on to the e-voting website www.evotingindia.com.
 - (iii) Click on Shareholders.
 - (iv) Now Enter your User ID

- a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form

PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant <GUJARAT INVESTA LIMITED> on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xvii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) **Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Please follow the instructions as prompted by the mobile app while voting on your mobile.**
- (xix) **Note for Non – Individual Shareholders and Custodians**
- * Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - * A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - * After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - * The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - * A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com
- (xxi) Mr. Umesh Ved, Company Secretary of M/s. Umesh Ved & Associates, (Membership No. 4411, CP 2924), Ahmedabad has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- (xxii) The scrutinizer shall within a period of not exceeding three working days from the conclusion of the e- voting period unblock the votes in the presence of at least two witnesses not in employment of the Company and make as a scrutinizer’s report of the votes cast in favour or against, if any, forth with to the Chairman of the Company.
- (xxiii) The results of the e-voting along with the scrutinizer’s report shall be placed in company’s website and on the website of CDSL within two days of passing of the resolution at the AGM of the Company. The results will also be communicated to the stock exchanges where the shares of the Company are listed.

Brief resume of Mr. Purshottam Agarwal who retires by rotation along with additional information pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 are provided below:

Name of the Director	Purshottam Agarwal
Father Name	Radheshyam Agarwal
Date of Birth	18/05/1967
Date of Appointment	03/01/1995
Qualification	B.Com
Name of the Companie(s) in which he is a director	1. Shree Bhavya Fabrics Limited 2. Anunay Fab Limited 3. Global Aman Infratech Private Limited 4. Shree Salasar Holdings Private Limited
Specific functional Areas	Having good experience in field of Finance.
Shareholding in the Company as on 31 st March, 2016	1664419, 22.16%

EXPLANATORY STATEMENT

UNDER SECTION 102 OF THE COMPANIES ACT, 2013

The following Statement sets out all mentioned facts relating to the Special Business mentioned in the accompanying Notice:

Item No. 4 : As per Section 88 of the Companies Act, 2013 ('Act') the following registers are required to be kept and maintained by a company:

- (i) Register of Members;
- (ii) Register of debenture holders; and
- (iii) Register of any other security holders.

As per provisions of Section 94(1) and other applicable provisions of the Act, the aforementioned registers maintained by the Company under Section 88 of the Act and copies of the annual returns filed under Section 92 of the Act, are required to be kept and maintained at the Registered Office of the Company. However, such registers or copies of returns may also be kept at any other place in India in which more than one-tenth of the total number of members entered in the register of members reside, if approved by a special resolution passed at a general meeting of the Company and the Registrar has been given a copy of the proposed special resolution in advance.

Your Company's Registrar and Share Transfer Agent M/s. Bigshare Services Pvt. Ltd., having its office at **E/2 Ansa Industrial Estate, Saki -Vihar Road, Sakinaka, Andheri (E), Mumbai-400 072** is providing depository related services for the shares held in electronic mode and also acting as the Share Transfer Agent for the shares held in physical mode.

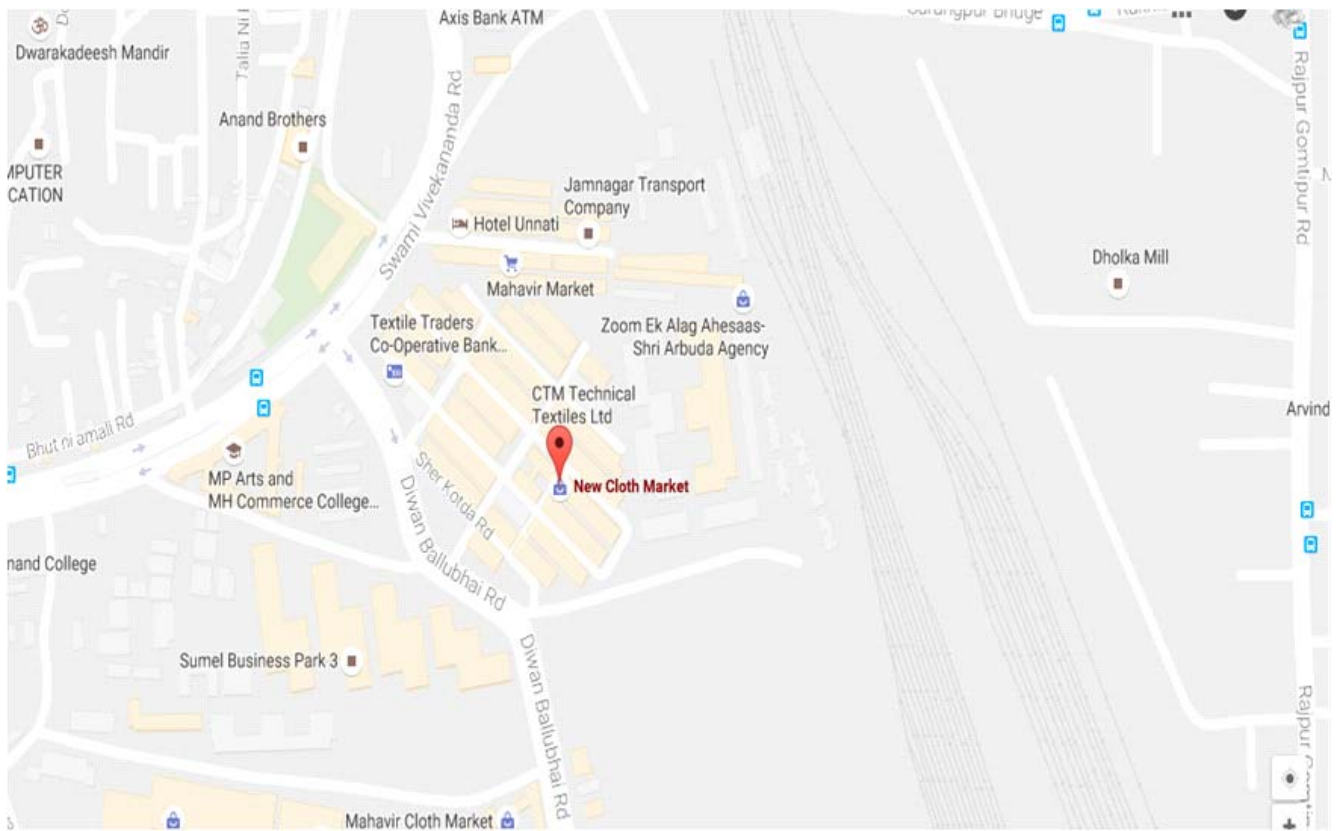
Hence, the approval of the members is sought in terms of Section 94(1) of the Act for keeping all or any of the aforementioned registers and returns at the office of M/s. Bigshare Services Pvt. Ltd., having its office at **E/2 Ansa Industrial Estate, Saki -Vihar Road, Sakinaka, Andheri (E), Mumbai-400 072** or at such other place as the Board may from time to time decide instead of and/or in addition to the said registers or copy of returns being kept and maintained at the Registered Office of the Company. The Company affirms that more than one-tenth of its members reside in and around Ahmedabad i.e. the place at which the registers and returns are proposed to be kept and maintained.

A copy of the proposed special resolution set out above will be delivered to the concerned Registrar of Companies in advance.

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

None of the Directors or any key managerial personnel or any relative of any of the Directors of the Company or the relatives of any key managerial personnel is, in anyway, concerned or interested in this resolution.

ROUTE MAP OF ANNUAL GENERAL MEETING



DIRECTORS REPORT

To,

The members,

Your Directors are pleased to present the 24th Annual Report together with the Audited Financial Statements for the year ended March 31, 2016.

FINANCIAL RESULTS

Particulars	2015 – 2016	2014 – 2015
Revenue from operations	15,85,366	16,28,354
Other Income	14,556	9,600
Total revenue	15,99,922	16,37,954
Expenditure		
Employee benefits expenses	5,33,060	6,24,000
Other expenses	8,62,643	7,93,634
Total expenses	13,95,703	14,17,634
Profit before exceptional and extra ordinary items and tax	2,04,220	220,320
Profit before tax	2,04,220	220,320
Tax expense :		
Current Tax	80,000	80,000
Previous Year	13,993	(7,475)
Net profit for the year	1,10,227	1,47,795

PRESENT OPERATIONS & FUTURE PROSPECTS:

During the year under review, the revenue from operations of company was Rs. 15,85,366 compared to the previous years of Rs. 16,28,354. The Company has made profit of Rs. 2,04,220 as compared to Profit of Rs. 2,20,320 in previous year.

Your Directors are hopeful to exploit the present resources in efficient manner and achieve better results in the future.

OPERATIONS:

During the year under the review the total income decreased by 2.32% in comparison to the previous year. The total expenses have decreased by 1.55% and the net profit after tax has decreased by 25.42%.

The Company has transferred 20% of Current Year Profit amounting to Rs. 22045/- to Special Reserve pursuant to section 45-IC of Reserve Bank of India Act, 1934.

DIVIDEND:

As Company has inadequate Profit, your directors do not propose any dividend for the current year to conserve the resources.

CHANGE IN NATURE OF COMPANY BUSINESS:

During the year under review there is no change in the nature of companies Business.

DETAILS OF DIRECTORS / KEY MANAGERIAL PERSONNEL APPOINTED / RESIGNED:

i. Retirement by Rotation:

Pursuant to the provisions of Section 152(6) of the Companies Act, 2013, Mr. Purushottam R. Agarwal retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment. Your Directors recommended his re-appointment.

ii. Cessation:

During the year under review no director has resigned from the post of Directorship.

iii. Appointment of Additional / Independent Women Director

- During the year under review Mr. Sumant Periwal appointed as an Independent Director whose appointment was confirmed into 23rd Annual General Meeting held on 30th September, 2015.

2. During the year under review M/s. Somna Agarwal appointed as an additional Director whose appointment was confirmed into 23rd Annual General Meeting held on 30th September, 2015.

iv. Key Managerial Personnel:

The following persons were designated as Key Managerial Personnel:

1. Mr. Shrikant Y. Solanki, Chief Financial Officer
2. Smt. Somna P. Agarwal, Chief Executive Officer

DETAILS OF HOLDING / SUBSIDIARY COMPANIES / JOINT VENTURES / ASSOCIATE COMPANIES :

Your Company has two associate Companies i.e. Global Aman Infratech Private Limited and Anunay Fab Limited

In terms of the Provisions contained in Section 129 (3) of the Companies Act, 2013 read with rule 5 of the Companies (Accounts) Rules, 2014, a report on the performance and the financial of each of the subsidiaries is provided as **Annexure A** i.e 'AOC-1' to this Report.

DEPOSIT :

The Company has not invited any deposit other than the exempted deposit as prescribed under the provision of the Companies Act, 2013 and the rules framed there under, as amended from time to time. Hence there are no particulars to report about the deposit falling under Rule 8 (5) (v) and (vi) of Companies (Accounts) Rules, 2014.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNALS:

During the year under review there **were no** significant and material orders passed by any Regulators or Court or Tribunals which may have impact on the going concern status. No order has been passed by any Regulators or Court or Tribunals which may have impact on the Company's operation in future.

INTERNAL FINANCIAL CONTROLS:/

The internal financial controls with reference to the Financial Statements are commensurate with the size and nature of business of the Company. The Company has adopted the policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to Company's policies, safeguarding of its assets, prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information.

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

Pursuant to Rule 8 (3) of Companies (Accounts) Rules, 2014, the Board of Directors hereby declares that there are no particulars to report for the Conservation of Energy & Technology Absorption. There is no foreign exchange earnings and outgo during the year under the review.

PERSONNEL:

There was no employee drawing remuneration requiring disclosure under the Rule 5 (2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

VIGIL MECHANISM

Pursuant to Section 177(9) of the Companies Act, 2013, the company has adopted Whistle Blower Policy to deal with any instance of fraud and mismanagement. The employees of the company are free to report violations of any laws, rules, regulations and concerns about unethical conduct to the Audit Committee under this policy. The policy ensures that strict confidentiality is maintained whilst dealing with concerns and also that no discrimination with any person for a genuinely raised concern

AUDIT COMMITTEE

The Audit Committee of the Board of Directors of the Company consisted of three Directors viz. Mr. Anandkumar P. Agarwal, Mr. Sumant Laxminarayan Periwal and Mrs. Somna P. Agarwal. Majority members of the Audit Committee are Independent and non-executive Directors. Mr. Anandkumar P. Agarwal, is the Chairman of the Audit Committee.

During the Year under review, total four Meetings of the Board of Directors of the Company were held.

The Composition and the Terms of Reference of the Audit Committee is as mentioned in the provisions of Section 177 of the Companies Act, 2013 and clause 49 of the Listing Agreement with the Stock exchanges as amended from time to time. The Statutory Auditor, Internal Auditor and Chief Finance Officer and Chief Executive Officer usually attend the Meeting of the Audit Committee.

NOMINATION & REMUNERATION COMMITTEE

The nomination & Remuneration Committee of the Board of Directors of the Company consisted of three Directors viz. Mr. Anandkumar Agarwal, Mrs. Somna Agarwal and Mr. Sumat Periwal. Mr. Anandkumar Agarwal, is the Chairman of the nomination & Remuneration Committee.

During the Year under review, no Meeting of the Nomination & Remuneration Committee was held.

The Composition and the Terms of Reference of the nomination & Remuneration Committee is as mentioned in the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 as amended from time to time.

STAKEHOLDER RELATIONSHIP COMMITTEE

The Stakeholder Relationship Committee of the Board of Directors of the Company consisted of Two Directors viz. Mr. Anandkumar Agarwal and Mr. Sumant Periwal. All members of the Stakeholder Relationship Committee are non-executive Directors. Mr. Anandkumar Agarwal is the Chairman of the Stakeholder Relationship Committee.

During the Year under review, total one Meeting of the Stakeholder Relationship Committee were held.

The Composition and the Terms of Reference of the Stakeholder Relationship Committee is as mentioned in the provisions of Section 178 of the Companies Act, 2013 and Regulation 20 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 as amended from time to time.

DISCLOSURE UNDER SECTION 197(12) AND RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

There is no increase in remuneration given to the Employees for the year 2015-2016. Further, the Company is not paying any remuneration to any of its Directors and hence, the comparison as required to be given are not applicable pursuant to section 197(12) and Rule 5(1) of the Companies (Appointment and remuneration of Managerial Personnel) Rules, 2014. Required details are annexed to this Report as **Annexure B**

POLICIES

In accordance with the requirements of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015, the Board of Directors of the Company has framed the following policies:

1. Materiality of Information Policy
2. Policy for Preservation of Documents
3. Code for Fair Disclosure of UPSI
4. Person Authorised for determining the materiality of any event or transaction or information
5. Whistle Blower Policy
6. Nomination & Remuneration Policy

All the above policies have been displayed on the website of the Company viz. www.gujaratinvesta.com

AUDITORS

i. Statutory Auditor and their Report

At 22nd Annual General Meeting held on 30th September, 2014, the members approved appointment of M/s. Lunia & Company (Firm Registration No. 116436W) Chartered Accountants, to hold office from the conclusion of the 22nd Annual General Meeting until the conclusion of the 25th Annual General Meeting (subject to the ratification of the appointment by the members, at every Annual General Meeting held after

the 22nd Annual General Meeting) on such remuneration as may be fixed by the Board, apart from reimbursement of out of pocket expenses as may be incurred by them for the purpose of audit.

In accordance with Section 139 of the Act, members are requested to ratify the appointment of the auditor for the balance term to hold office from the conclusion of the 24th Annual General Meeting till the Conclusion of the 25th Annual General Meeting The observations made in their report and dealt with in the notes forming part of the Accounts at appropriate places are self-explanatory

As regards the confirmation for loans and advances the company is in process of getting the confirmation from the respective parties and as on date no parties has disputed the amount standing into the Book of accounts.

ii) INTERNAL AUDITOR

M/s. Tantiya& Co., Chartered Accountant, are Internal Auditors of the Company. The Audit Committee of the Board of Directors in consultation with the Internal Auditors, formulate the scope, functioning periodicity and methodology for conducting the internal audit.

iii) SECRETARIAL AUDITOR AND SECRETARIAL AUDIT REPORT

The Board of Directors of the Company has, in compliance with the provisions of Section 304(1) of the Companies Act, 2013 and rules made in this behalf, appointed M/S. Umesh Ved & Associates, Company Secretaries to carry out Secretarial Audit of the Company for the financial year 2015-16. The Report of the Secretarial Auditor is annexed to this Report as **Annexure C** which is self explanatory and give complete information.

EXPLANATION TO THE QUALIFICATIONS IN AUDITOR'S REPORT AND SECRETARIAL AUDIT REPORT:

There are no qualifications or adverse remarks in the Auditor's Report. Explanation on qualification adverse remark made in Secretarial Audit Report is as under.

Qualification/ Adverse Remark	Explanation
The Company is yet to appoint the Company Secretary as specified under the provisions of Section 203 under the Companies Act, 2013.	The Company was not able to get a fit and proper candidate at remuneration commensurate with the size of the Company. The Company did make sufficient attempts to appoint full time Company Secretary, however, was unable to find / appoint any suitable candidate.
The dispatch proofs of notice of Annual General Meeting to the shareholders are not available with the Company as specified under the provisions of Section 101 under the Companies Act, 2013 and rules made thereof	The Company assure to maintain the record, hence fortieth.
The Company has not complied with any requirement at Ahmedabad Stock Exchange as specified under the provisions of Listing Agreement.	The company assure to do compliance on time
A temporary non-compliance in composition of Audit Committee for interim period of approx. 6 months under section 177 of the Companies Act, 2013 and also of the clause 49 of the then existing listing agreement.	The Company had proper composition of the Audit Committee after appointment of SumantPeriwal as an Independent Director w.e.f 30.09.2015
A temporary non-compliance in composition of Nomination and Remuneration Committee for interim period of approx. 6 months under section 178 of the Companies Act, 2013 and also of the clause 49 of the then existing listing agreement.	The Company had proper composition of the Nomination and Remuneration Committee after appointment of Sumant Periwal as an Independent Director w.e.f 30.09.2015

The Company has not disclosed a policy of Nomination and Remuneration in board report as specified under the provisions of section 178(4) of Companies Act, 2013 and rules made thereof.	The Company has made a nomination and Remuneration Policy and the same will be uploaded on the website of the company soon.
The Company has not establish a vigil Mechanism for Director and Employees and same has not been disclosed in board report and on website as specified under the provisions of section 177(9) and 177(10) of Companies Act, 2013 and rules made thereof.	The Company has establish Vigil Mechanism and the same has been disclosed in Directors report of the Financial year 2015-16.

LISTING:

The shares of the company are listed at BSE Limited and Ahmedabad Stock Exchange Limited. Listing fees of BSE Limited is paid for the year 2016 – 2017.

DIRECTORS RESPONSIBITLY STATEMENT:

As required under the provisions of Section 134 of the Act, your Directors report that:

- (a) In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures.
- (b) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profits 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 Act 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.
- (e) The Directors have laid down internal financial controls as required by Explanation to Section 134(5)(e) of the Act) to be followed by the Company and such internal financial controls are adequate and are operating effectively.
- (f) The Directors have devised proper systems to ensure compliance with the provisions of applicable laws and such systems are adequate and operating effectively.

CORPORATE GOVERNANCE:

The Regulation 15 (2)(a) of SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015 regarding Corporate Governance is not applicable to the Company, the paid-up capital of the company being less than Rs.10 corers and networth being less than 25 crores, the threshold limit as prescribed therein.

RELATED PARTY TRANSACTIONS:

The related party transactions that were entered during the financial year were in the Ordinary course of business of the Company and were on arm's length basis. There were no materially significant related party transactions entered by the Company with its Promoters, Directors, Key Managerial Personnel or other persons which may have potential conflict with the interest of the Company.

All Related Party transactions are placed before the Audit Committee for approval, wherever applicable.

PARTICULARS OF LOANS / GUARANTEES / INVESTMENT:

The Particulars of loans, guarantee or investment made under Section 186 of the Companies Act, 2013 are furnished in the Notes to the Financial Statements for the year ended 31st March 2016.

INVESTMENT IN UNQUOTED SHARES:

The Company has made investment in unquoted shares in following company during the year.

1. Ambuja Fashion Private Limited

2. V.R. Polyfab Private Limited
3. Global AmanInfratech Private Limited
4. Anunay Fab Limited
5. Balhanuman Fabrics Private Limited

RISK MANAGEMENT POLICY:

The Company has a structured risk management policy. The Risk management process is designed to safeguard the organisation from various risks through adequate and timely actions. It is designed to anticipate, evaluate and mitigate risks in order to minimize its impact on the business. The potential risks are inventoried and integrated with the management process such that they receive the necessary consideration during decision making. It is dealt with in greater details in the management discussion and analysis section.

STATEMENT OF INDEPENDENT DIRECTORS:

There Following Directors are independent in terms of Section 149(6) of the Act:

- (a) Mr. Sumant Laxminarayan Periwal
- (b) Mr. Anandkumar Agarwal

The Company has received requisite declarations/confirmations from all the above Directors confirming their independence.

EXTRACT OF THE ANNUAL RETURN:

Pursuant to provision of Section 92 and 134 and other applicable provision of the Companies Act, 2013 and of Rule 12 (1) of Companies (Management and Administration) Rules, 2014 the extract of the annual return in form MGT 9 for the Financial Year ended on 31st March, 2016 is annexed as **Annexure D** to this Report.

NUMBER OF BOARD MEETINGS:

The calendar of meetings to be held in a year is decided in advance by the Board and circulated to the Directors. During the year, **five** Board meetings were convened and held. The gap between two consecutive meetings was not more than one hundred and twenty days as provided in section 173 of the Act. The Details of Which are as under

Sr. No.	Date of Board Meeting	Directors Present
1.	02.05.2015	1. Mr. Purshottam Agarwal 2. Mr. Anand Agarwal 3. Mrs. Somna Agarwal 4. Mr. Sumant Periwal
2.	29.05.2015	1. Mr. Purshottam Agarwal 2. Mr. Anand Agarwal 3. Mrs. Somna Agarwal 4. Mr. Sumant Periwal
3.	13.08.2015	1. Mr. Purshottam Agarwal 2. Mr. Anand Agarwal 3. Mrs. Somna Agarwal 4. Mr. Sumant Periwal
4.	10.11.2015	1. Mr. Purshottam Agarwal 2. Mr. Anand Agarwal 3. Mrs. Somna Agarwal 4. Mr. Sumant Periwal
5.	09.02.2015	1. Mr. Purshottam Agarwal 2. Mr. Anand Agarwal 3. Mrs. Somna Agarwal 4. Mr. Sumant Periwal

CORPORATE SOCIAL RESPONSIBILITY:

The Provision of Section 135 of the Companies Act, 2013 regarding Corporate Social Responsibility is not applicable to the company.

ANNUAL PERFORMANCE EVALUATION:

In compliance with the provisions of the Act and voluntarily under SEBI (LODR) Regulations, 2015, the performance evaluation was carried out as under:

Board:

In accordance with the criteria suggested by The Nomination and Remuneration Committee, the Board of Directors evaluated the performance of the Board, having regard to various criteria such as Board composition, Board processes, Board dynamics etc. The Independent Directors, at their separate meetings, also evaluated the performance of the Board as a whole based on various criteria. The Board and the Independent Directors were of the unanimous view that performance of the Board of Directors as a whole was satisfactory.

Committees of the Board:

The performance of the Audit Committee, the Nomination and Remuneration Committee was evaluated by the Board having regard to various criteria such as committee composition, committee, processes, committee dynamics etc. The Board was of the unanimous view that all the committees were performing their functions satisfactorily and according to the mandate prescribed by the Board under the regulatory requirements including the provisions of the Act, the Rules framed thereunder and the Listing Agreement.

Individual Directors:

- (a) **Independent Directors:** In accordance with the criteria suggested by The Nomination and Remuneration Committee, the performance of each independent director was evaluated by the entire Board of Directors (excluding the director being evaluated) on various parameters like engagement, leadership, analysis, decision making, communication, governance and interest of stakeholders. The Board was of the unanimous view that each independent director was a reputed professional and brought his/her rich experience to the deliberations of the Board. The Board also appreciated the contribution made by all the independent directors in guiding the management in achieving higher growth and concluded that continuance of each independent director on the Board will be in the interest of the Company.
- (b) **Non-Independent Directors:** The performance of each of the non-independent directors was evaluated by the Independent Directors at their separate meeting. Further, their performance was also evaluated by the Board of Directors. The various criteria considered for the purpose of evaluation included leadership, engagement, transparency, analysis, decision making, functional knowledge, governance and interest of stakeholders. The Independent Directors and the Board were of the unanimous view that each of the non-independent directors was providing good business and people leadership.

MATERIAL CHANGES AND COMMITMENTS IF ANY AFTER BALANCESHEET DATE:

There are no material changes and commitments, if any, which may have adverse effect on the operations of the Company.

SEXUAL HARASSMENT:

The Company has constituted an Internal Complaint Committee as required under Section 4 of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules made thereunder. During the year under review, no complaints were reported.

APPRECIATION:

Your Directors wish to convey their thanks to all the bankers, suppliers, customers and the shareholders for their continued support to the company.

Registered Office:

3 & 4, Shivalik Plaza,
Opp. Atira, Ambawadi
Ahmedabad - 380 015

For and on behalf of the Board

GUJARAT INVESTA LIMITED

Purshottam R. Agarwal

Chairman

DIN: 00396869

Dated: 11th August, 2016

Annexure A
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”: Associates

Rs.

Sr. No.	Particulars	Anunay Fab Limited	Global Aman Infratech Private Limited
1.	Reporting period	April - March	April - March
2.	Reporting Currency	INR	INR
3.	Share Capital	87,940,000	3,420,000
4.	Reserves & Surplus	238,327,088	16,610,442
5.	Total Assets	1,915,391,990	46,578,808
6.	Total Liabilities	1,915,391,990	46,578,808
7.	Investments	Nil	Nil
8.	Turnover (Total Revenue)	3,537,962,165	85935
9.	Profit/ (Loss) Before Taxation	6,515,091	-235726
10.	Provision For Taxation	3,000,000	180
11.	Profit/ (Loss) After Taxation	3,515,091	-235546
12.	Proposed Dividend	Nil	Nil
13.	% of Share holding	30.72%	29.94%

Notes:

There were no subsidiaries liquidated during the financial year 2015-16.

“ANNEXURE- B”

Disclosure under Section 197(12) and Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) rules 2014

1. Ratio of remuneration of each director to the median remuneration of the employees of the company for the financial year ended 31 March, 2016-During the period no remuneration was paid to any Director, hence ratio of remuneration stands at 0 (Zero).
2. The percentage increase in remuneration of each director CFO, CEO, Company Secretary or Manager, if any, in the financial year 2015-16:
 Mr. Shrikant Solanki CFO Nil
 Smt. Somna Agarwal CEO Nil
3. Percentage increase in median remuneration of employees in the financial year – NIL
4. The number of permanent employees on the rolls of the company as on 31 March, 2016 – 3 (Three) (Other than KMP and Directors)
5. Market Capitalisation

Date	Issued Shares	Closing Market Price per share(Rs)	EPS (Rs.)	PE Ratio	Market Capitalisation (Rs. In Cr.)
31.03.2015	7509900	7.46	0.02	373	5.602
31.03.2016	7509900	8.40	0.01	840	6.308
Increase/(Decrease)	Nil	0.94	(0.01)	467	0.706
Increase/(Decrease)%	Nil	12.60%	(50%)	125.20%	12.60%

The company came out with the IPO at a price of Rs. 10/- per share. The market price of the share as on 31st March, 2016 was Rs. 8.40/- on BSE Limited.

Registered Office:

3 & 4, Shivalik Plaza Opp.
 Atira, Ambawadi,
 Ahmedabad-380015

For and on behalf of the Board

GUJARAT INVESTA LIMITED

Purshottam R. Agarwal

Chairman

DIN: 00396869

Dated : 11th August, 2016

Annexure C
Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2016

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

To,
The Members,
Gujarat Investa Limited
3 & 4, Shivalik Plaza,
Opp. Atira, Ambawadi
Ahmedabad
Gujarat-380015

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

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2016 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2016 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; **(Not Applicable to the Company during the Audit Period)**
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; **(Not Applicable to the Company during the Audit Period)**
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; **(Not Applicable to the Company during the Audit Period)**
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not Applicable to the Company during the Audit Period)**
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not Applicable to the Company during the Audit Period)**and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not Applicable to the Company during the Audit Period)**
- (vi) The Export and Import Policy of India;
- (vii) Conservation of Foreign Exchange and Prevention of Smuggling Activities Act, 1974;

- (viii) Petroleum Act, 1934;
- (ix) Legal Metrology Act, 2009;
- (x) Air (Prevention and Control of Pollution) Act, 1981;
- (xi) Water (Prevention and Control of Pollution) Act, 1974.

(xiii) We have relied on the representation made by the Company and its Officers for systems and mechanism formed by the Company for compliances under other applicable Acts, Laws and Regulations to the Company.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India
- (ii) The Listing Agreements entered into by the Company with Stock Exchanges read with Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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 Company is yet to appoint the Company Secretary as specified under the provisions of Section 203 of the Companies Act, 2013.

The dispatch proofs of notice of Annual General Meeting to the shareholders, directors and auditors were not available with the Company as specified under the provisions of Section 101 under the Companies Act, 2013 and rules made thereof.

The Company has not complied with any requirement at Ahmedabad Stock Exchange as specified under the provisions of Listing Agreement.

A temporary non-compliance in composition of Audit Committee for interim period of approx. 6 months under section 177 of the Companies Act, 2013 and also of the clause 49 of the then existing listing agreement.

A temporary non-compliance in composition of Nomination and Remuneration Committee for interim period of approx. 6 months under section 178 of the Companies Act, 2013 and also of the clause 49 of the then existing listing agreement.

The Company has not disclosed a policy of Nomination and Remuneration in board report as specified under the provisions of section 178(4) of Companies Act, 2013 and rules made thereof.

The Company has not establish a vigil Mechanism for Director and Employees and same has not been disclosed in board report and on website as specified under the provisions of section 177(9) and 177(10) of Companies Act, 2013 and rules made thereof.

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.

We further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that the form required to be filed under the provisions of the companies Act 2013 was filed after the statutory period along with the additional filing fees.

Place: Ahmedabad

Date :. 11.08.2016

Umesh Ved

Umesh Ved & Associates

Company Secretaries

FCS No.: 4411

C.P. No.: 2924

To,
The Members,
Gujarat Investa Limited
3 & 4, Shivalik Plaza,
Opp. Atira, Ambawadi
Ahmedabad
Gujarat-380015,

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. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happenings 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 efficiency or effectiveness with which the management has conducted the affairs of the company.

Place: Ahmedabad

Date :. 11.08.2016

Umesh Ved

Umesh Ved & Associates

Company Secretaries

FCS No.: 4411

C.P. No.: 2924

**ANNEXURE-D
FORM NO. MGT-9**

EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON 31.03.2016

[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	L65910GJ1993PLC018858
ii. Registration Date	22.01.1993
iii. Name of the Company	GUJARAT INVESTA LIMITED
iv. Category/Sub-Category of the Company	Company Limited by shares
v. Address of the Registered office and contact details(w.e.f. 28.08.2015)	Office No. 3 & 4 Shivalik Plaza Opp. Atira, Ambawadi, Ahmedabad 380015
vi. Whether listed company	Yes
vii. Name, Address and Contact details of Registrar and Transfer Agent, if any	1) Sharepro Services (India) Pvt.Ltd (up to 01.06.2016) 13AB Samhita Warehousing Complex, 2 nd Floor, Saklnaka Telephone Exchange Lane, Off. AndheriKurla Road, Saklnaka Andheri East, Mumbai 400 072 2) Bigshare Services Private Limited (w.e.f 01.06.2016) E/2 Ansa Industrial Estate,Saki-Vihar Road, Sakinaka, Andheri (E), Mumbai-400072

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY :

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

Sl. No.	Name and Description of main products / services	NIC Code of the Product / service	% to total turnover of the company
1.	Company operates in single business- NBFC	65923	99.09%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	Name and Address of the Company.	CIN / GLN	Holding/ Subsidiary/ Associate	% of Shares held	Applicable Section
1.	GLOBAL AMAN INFRATECH PVT. LTD.	U45201GJ2006PTC049212	ASSOCIATES	29.94%	
2.	ANUNAY FAB LIMITED	U17110GJ1992PLC017717	ASSOCIATES	30.72%	

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

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoter									
1) Indian									
a) Individual/ HUF	4360919	0	4360919	58.07	4360919	0	4360919	58.07	0
b) Central Govt	0	0	0	0	0	0	0	0	0
c) State Govt(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp	0	0	0	0	0	0	0	0	0
e) Banks / FI	0	0	0	0	0	0	0	0	0
f) Any Other	0	0	0	0	0	0	0	0	0
Sub-total(A)(1):-	4360919	0	4360919	58.07	4360919	0	4360919	58.07	0
2) Foreign									
g) NRIs-Individuals	0	0	0	0	0	0	0	0	0
h) Other-Individuals	0	0	0	0	0	0	0	0	0

i) Bodies Corp.	0	0	0	0	0	0	0	0	0
j) Banks / FI	0	0	0	0	0	0	0	0	0
k) Any Other....	0	0	0	0	0	0	0	0	0
Sub-total(A)(2):-	4360919	0	4360919	58.07	4360919	0	4360919	58.07	0
Total Shareholding of Promoters (A)= (A)(1)+(A)(2)	4360919	0	4360919	58.07	4360919	0	4360919	58.07	0
B. Public Shareholding									
1. Institutions	0	0	0	0	0	0	0	0	0
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks / FI	0	0	0	0	0	0	0	0	0
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
Sub-total (B) (1)	0	0	0	0	0	0	0	0	0
2. Non Institutions									
a) Bodies Corp.	1111787	0	1111787	14.80	1081454	0	1081454	14.40	(0.04)
(i) Indian									
(ii) Overseas									
b) Individuals									
(i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	454298	196784	651082	8.67	478314	191784	670098	8.92	0.25
(ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	1377323	0	1377323	18.34	1388640	0	1388640	18.49	(0.15)
c) Others(Specify)	0	0	0	0	0	0	0	0	0
ci) Clearing Member	0	0	0	0	0	0	0	0	0
c-ii) Non Resident Indians (Repat.)	3414	3600	7014	0.09	3414	3600	7014	0.09	0
Non Resident Indians (Non-Repat.)	1775	0	1775	0.02	1775	0	1775	0.02	0
Sub-total(B)(2)	2948597	200384	3148981	41.93	2953597	195384	3148981	41.93	0.00
Total Public Shareholding (B)=(B)(1) + (B)(2)	2948597	200384	3148981	41.93	2953597	195384	3148981	41.93	0.00
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	7309516	200384	7509900	100	7314516	195384	7509900	100	0

ii) Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			Change	in share holding During the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares		
1.	Somna Agarwal	1161000	15.46	0	1161000	15.46	0		0
2.	Purushottam R. Agarwal	1664419	22.16	0	1664419	22.16	0		0
3.	Anjani R. Agarwal	960500	12.79	0	960500	12.79	0		0
4.	Purushottam R. Agarwal HUF	575000	7.66	0	575000	7.66	0		0
	Total	4360919	58.07	0	4360919	58.07	0		0

iii) Change in Promoters' Shareholding

Sl. No.	Name of the Promoter/ Promoter Group	Shareholding at the beginning of the year (01.04.2015)		Date	Increase /Decreases in share holding	Reason	Cumulative Share holding during the year (31.03.2016)	
		No. of shares	% of total shares of the company.				No. of shares	% of total shares of the company.
1	Somna Agarwal	1161000	15.46			There is no change in shareholding during the year	1161000	15.46
2	Purushottam R. Agarwal	1664419	22.16			There is no change in shareholding during the year	1664419	22.16
3	Anjani R. Agarwal	960500	12.79			There is no change in shareholding during the year	960500	12.79
4	Purushottam R. Agarwal HUF	575000	7.66			There is no change in shareholding during the year	575000	7.66
	Total	4360919	58.07				4360919	58.07

iv. Shareholding Pattern of top ten Shareholders

Sl. No.	For Each of the Top 10 shareholders	Shareholding at the beginning of the year		Cumulative shareholding during the year		Shareholding at end of the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Ambrosia Fabrics Pvt. Ltd.	280000	3.73	0	0	280000	3.73
2.	Aman Global Pvt. Ltd.	250000	3.33	0	0	250000	3.33
3.	Rohan Advisory Pvt. Ltd.	250000	3.33	0	0	250000	3.33
4.	TrilokchandGovindramAgarwal.	246877	3.29	0	0	246877	3.29
5.	Sandip R. Agarwal	211267	2.81	0	0	211267	2.81
6.	Nisarg Fashions Pvt. Ltd.	145801	1.94	0	0	145801	1.94
7.	Mrunal Agency & Financials Pvt. Ltd.	136000	1.81	0	0	136000	1.81
8.	KrishnakantBhimsenGoyal	129500	1.72	0	0	129500	1.72
9.	Rajiv P Kamdar	68189	0.90	0	0	68189	0.90
10	Santkumar B Agrawal	66500	0.89	0	0	66500	0.89
	Total	1784134	23.75	0	0	1784134	23.75

v. Shareholding of Directors and Key Managerial personnel

Sl. No.	Name of the Directors/ KMP	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total shares	No. of shares	% of total shares
1.	PURUSHOTTAM RADHESHYAM AGARWAL	1664419	22.16	1664419	22.16
2	SOMNA AGARWAL	1161000	15.46	1161000	15.46

V. Indebtedness

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year	0	0	0	0
i) Principal Amount	0	0	0	0
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	0	0	0
Change in Indebtedness during the financial year	0	0	0	0
Addition				
Reduction	0	0	0	0
Net Change Indebtedness at the end of the financial year	0	0	0	0
i) Principal Amount	0	0	0	0
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	0	0	0

VI. Remuneration of Directors and Key Managerial Personnel

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

Sl. No.	Particulars of Remuneration	Name of Managing Director/ Wholetime Director/Manager			Total Amount
1	Gross Salary				
a	Salary as per provisions contained in section 17(1) of the Income tax Act, 1961	Nil			Nil
b	Value of perquisites u/s 17(2) Income tax Act, 1961	Nil			Nil
c	Profits in lieu of salary under section 17(3) Income tax Act, 1961	Nil			Nil
2	Stock Option	Nil			Nil
3	Sweat Equity	Nil			Nil
4	Commission - as a % of profit others (specify)	Nil			Nil
5	Others, please specify:	Nil			Nil
	Total (A)				Nil
	Ceiling as per the Act				Nil

B. Remuneration to other directors:

Sl. No.	Particulars of Remuneration	Name of the MD/WT/Manager			Total Amount
1	Independent Directors	Nil			0
	Fee for attending board /committee meetings				
	Commission				
	Others, please specify				
	Total 1				0
2	Other Non Executive Directors	Nil			0
	Fee for attending board / committee meetings				
	Commission				
	Others, please specify				
	Total 2				0
	Total (B)=(1+2)				0
	Total Managerial Remuneration				0
	Total Remuneration				0
	Overall Ceiling as per the Act				

C. Remuneration to key managerial personnel other than MD/Manager/WTD

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1	Gross Salary				
a	Salary as per provisions contained in section 17(1) of the Income tax Act, 1961	0	0	0	0
b	Value of perquisites u/s 17(2) Income tax Act, 1961				
c	Profits in lieu of salary under section 17(3) Income tax Act, 1961				
2	Stock Option	0	0	0	0
3	Sweat Equity	0	0	0	0
4	Commission	0	0	0	0
	- as a % of profit				
	others (specify)	0	0	0	0
5	Others, please specify:	0	0	0	0
	Total	0	0	0	0

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of penalty/ punishment/ compounding fee imposed	Authority [RD/ NCLT/ Court]	Appeal made if any (give details)
A. Company					
-Penalty					
-Punishment					
-Compounding					
B. Directors					
-Penalty					
-Punishment					
-Compounding					
C. Other officer in default					
-Penalty					
-Punishment					
-Compounding					

Lunia & Company,

Chartered Accountants

B-12, Harekrishna Complex, Kankaria, Ahmedabad-380028 (India),**INDEPENDENT AUDITORS' REPORT****TO THE MEMBERS OF GUJARAT INVESTA LIMITED****Report on the Financial Statements**

We have audited the accompanying financial statements of Gujarat Investa Limited ("the Company") which comprise of the Balance Sheet as at 31st March, 2016, the Statement of Profit & Loss for the year ended on that date and Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information which we have signed under reference to this report.

Management's Responsibility for the Financial Statements

The Company's Board of Directors and the management is responsible for the matters stated in Section 134(5) of the Companies Act, 2013, with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance 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 issued by the Institute of Chartered Accountants of India and as specified under Section 143(10) of the Companies Act 2013. 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 misstatements.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of financial statement, whether due to fraud or errors. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements dealt with by this Report read together with schedules, significant accounting policies and disclosures, give the information required by the act, rules and regulations in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India;

- a) In the case of the Balance Sheet, of the State of Affairs of the Company as at 31st March, 2016;
- b) In the case of the Statement of Profit and Loss, of the Profit for the year ended on that date.
- c) In the case of Cash flow Statement, of Cash Inflows and Outflows 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", issued by the Central Government of India in terms of Sub Section (11) of Section 143 of the Companies Act, 2013 (hereinafter referred as the "Order") and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, 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 obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;

- b) In our opinion, proper Books of Account as required by law have been kept by the Company so far as appears from our examination of those books;
- c) The Balance-Sheet, Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the Books of Account;
- d) In our opinion, the aforesaid Financial Statements comply with the Accounting Standards referred to in Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014;
- e) On the basis of written representations received from the Directors as on March, 31, 2016 and taken on record by the Board of Directors, none of the directors is disqualified as on March, 31, 2016, from being appointed as a director in terms of Section 164 (2) of the Act.
- f) In our opinion and to the best of our information and according to the explanations given to us, we report as under with respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014:
 - i. The Company does not have any such pending litigation which would impact its financial position.
 - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
 - iii. There has not been an occasion in case of the Company during the year under report to transfer any sums to Investor Education and Protection Fund. The question of delay in transferring such sums does not arise.

**For Lunia & Company,
Chartered Accountants,
Firm Registration No. 116436W,**

**(R. C. Lunia),
Partner,
Membership No. F-12729**

**Ahmedabad,
The 30th May, 2016**

Lunia & Company,

Chartered Accountants

B-12, Harekrishna Complex, Kankaria, Ahmedabad-380028 (India),**ANNEXURE REFERRED TO IN PARAGRAPH 1 OF OUR REPORT OF EVEN DATE ON THE ACCOUNTS FOR THE YEAR ENDED 31st MARCH, 2016 OF M/S GUJARAT INVESTA LIMITED**

On the basis of such checks as we considered appropriate and according to the information and explanations given to us during the course of audit, we state that:

1. In respect of the Fixed assets:
 - (a) The Company has maintained proper records showing full particulars, including quantitative detail and situation of its fixed assets.
 - (b) The fixed assets have been physically verified during the year, by the management in accordance with a program of verification, the frequency of which is reasonable. According to the information given to us, no material discrepancies were noticed on such verification.
 - (c) The title deeds of the immovable properties are held in the name of Company.
2. In respect of the inventories:
 - (a) As explained to us, inventories were verified during the year by the management at reasonable intervals.
 - (b) In our opinion and according to the information and explanations given to us, the procedures of verification of inventories followed by the management were reasonable and adequate in relation to the size of the Company and the nature of its business.
 - (c) In our opinion and according to the information and explanations given to us, the Company has maintained proper records of its inventories and no material discrepancies were noticed on physical verification.
3. According to the information and explanations given to us, the Company has not granted secured or unsecured loans to companies, firms and other parties covered in the register maintained under Section 189 of the Companies Act, 2013.
4. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of act in respect of grant of loans making investment and providing guarantee and security, as applicable.
5. The Company has not accepted any deposits from the public during the year, covered by the direction issued by the Reserve Bank of India and the provisions of Section 73 to 76 of the Companies Act, 2013 and rules framed there under were not applicable.
6. The maintenance of the cost records has not been prescribed by the Central Government under Section 148 (1) of the Companies Act, 2013, for the year under review.
7. According to the information and explanations given to us and the records examined by us, the Company is regular in depositing undisputed statutory dues including Income Tax, Sales-Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Value Added Tax, Cess and other statutory dues with the appropriate authorities. There were no undisputed statutory dues outstanding as on 31st March, 2016 for a period of more than six months from the date they became payable.

8. Based on the information and explanations given to us, the Company has not defaulted in repayment of any dues to financial institutions and banks.
9. According to the information and explanations given to us, the term loans raised were used for the purpose for which they were raised.
10. As per the information given to us, no fraud on or by the Company has been noticed or reported during the course of our audit.
11. Provision of Section 197 read with Schedule V of the Companies Act, 2013 of Managerial remuneration is not applicable as Company has not paid any Managerial Remuneration.
12. As the Company is not a nidhi Company, the provisions of clause 3 (xii) of the Companies (Auditors Report) order 2015 are not applicable to the Company.
13. According to the information and explanations given to us, transaction with the related parties are in compliance with Section 177 and 188 of the Companies Act, 2013 and details have been disclosed in the Financial Statement etc., as required by the applicable accounting standards.
14. The Company has not made any preferential allotment of share during the year and has complied with provisions of Section 42 of the Companies Act, 2013.
15. The provision of Section 192 of the Companies Act, 2013 are not applicable to the Company.
16. The Company is already registered as non banking financial company with Reserve Bank of India under Section 45-IA of the Reserve Bank of India Act, 1934.

For Lunia & Company,

**Ahmedabad,
The 30th May, 2016**

**Chartered Accountants,
Firm Registration No. 116436W,**

**(R. C. Lunia),
Partner,
Membership No. F-12729**

BALANCE SHEET AS AT 31ST MARCH, 2016

	NOTES	March 31, 2016 Rs.	March 31, 2015 Rs.
EQUITY AND LIABILITIES			
A Shareholders' Funds			
Share Capital	2	75,099,000	75,099,000
Reserves and Surplus	3	25,339,928	25,229,702
		100,438,928	100,328,702
B Non Current Liabilities			
C Current Liabilities			
Trade Payables	4	245,614	23,316,130
Other Current Liabilities	5	106,471	1,549,370
		352,085	24,865,500
TOTAL		100,791,013	125,194,201
ASSETS			
D Non Current Assets			
Fixed Assets			
Tangible Assets	6	22,981	106,571
Long Term Investments	7	87,920,000	87,920,000
		87,942,981	88,026,571
E Current Assets			
Inventories	8	367,951	395,331
Cash & Cash Equivalent	9	40,498	186,379
Trade Receivables	10	11,447,884	3,734,471
Loans and Advances	11	991,700	32,851,449
		12,848,033	37,167,631
TOTAL		100,791,014	125,194,202

Significant Accounting Policies - Note No. 18

The accompanying Notes are an integral part of the Financial Statements

For Lunia & Company,Firm Registration No. 116436W,
Chartered Accountants,**R.C. Lunia,**
Partner,

Membership No. F-12729.

Place : Ahmedabad.

Date : 30th May, 2016

ON BEHALF OF THE BOARD,**Purshottam Agarwal**
DIN: 00396869**Somna P Agarwal**
DIN: 01670948

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2016

	NOTES	March 31, 2016 Rs.	March 31, 2015 Rs.
INCOME			
Revenue From Operations	12	1,585,366	1,628,354
Other Income	13	14,556	9,600
Total Revenue(I)		1,599,922	1,637,954
EXPENDITURE			
Future and Option		0	423,887
Change in Inventories	14	27,380	0
Employee benefits Expenses	15	533,060	624,000
Depreciation and Amortisation Expenses	16	83,590	33,215
Administrative and Other Expenses	17	751,673	336,532
Total Expenses(II)		1,395,703	1,417,634
Profit/(Loss) before Tax		204,220	220,320
Tax provisions			
(a) Current Tax		80,000	80,000
(b) Previous Year		13,993	(7,475)
Profit for the year		110,227	147,795
Basic & Diluted Earning per Share - Rs.		0.01	0.02
(Face Value of Rs. 10/- each)			

Significant Accounting Policies - Note No. 18
The accompanying Notes are an integral part of the Financial Statements
For Lunia & Company,
Firm Registration No. 116436W,
Chartered Accountants,

R.C. Lunia,
Partner,

Membership No. F-12729.
Place : Ahmedabad.
Date : 30th May, 2016

ON BEHALF OF THE BOARD,

Purshottam Agarwal
DIN: 00396869

Somna P Agarwal
DIN: 01670948

CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2016

A. CASH FLOW FROM OPERATING ACTIVITIES :	Rs.	Rs.
Net Profit Before Tax and Extra Ordinary Items		204,220
Adjustment for :		
Depreciation and Amortisation Expenses	83,590	
Dividend	(14,556)	69,034
Operating profit before working capital changes		273,254
Adjustment for :		
Trade Receivables	(7,713,413)	
Inventories	27,380	
Loans and Advances	31,859,749	
Current Liabilities	(24,513,415)	(339,698)
Cash Outflow from Operations before Extra Ordinary Items		(66,445)
Direct Tax Paid	(80,000)	
Extra Ordinary Items (Previous Year's Tax)	(13,993)	(93,993)
NET CASH OUT FLOW FROM OPERATING ACTIVITIES		(160,438)
B. CASH FLOW FROM INVESTING ACTIVITIES :		
Long Term Investments	0	
Dividend Received	14,556	
NET CASH FLOW FROM INVESTING ACTIVITIES		14,556
C. CASH FLOW FROM FINANCING ACTIVITIES :		
NET CASH FLOW FROM FINANCING ACTIVITIES		0
NET (DECREASE) IN CASH AND CASH EQUIVALENT		(145,882)
Cash and Cash Equivalent as at 31.03.2015		186,379
(Opening Cash Balance)		
Cash and Cash Equivalent as at 31.03.2016		40,497
(Closing Cash Balance)		

Signification Accounting Policies - Note No. 18

The accompanying Notes are an integral part of the Financial Statements

For Lunia & Company,

Firm Registration No. 116436W,
Chartered Accountants,

R.C. Lunia,
Partner,

Membership No. F-12729.

Place : Ahmedabad.

Date : 30th May, 2016

ON BEHALF OF THE BOARD,

Purshottam Agarwal
DIN: 00396869

Somna P Agarwal
DIN: 01670948

NOTES FORMING PART OF FINANCIAL STATEMENTS AS AT 31ST MARCH, 2016

	No of Shares	As at March 31, 2016 Rs.	As at March 31, 2015 Rs.
--	-----------------	--------------------------------	--------------------------------

SHAREHOLDERS' FUNDS

NOTE 2

1 SHARE CAPITAL

(a) Authorised :

Equity Shares of Rs.10/- each (Previous year Rs 1000000)	10,000,000	100,000,000	100,000,000
	10,000,000	100,000,000	100,000,000

(b) Issued, Subscribed and Paid-up

Equity Shares of Rs 10/- Each, fully paid up	7,509,900	75,099,000	75,099,000
	7,509,900	75,099,000	75,099,000

(c) Subscribed and paid-up

Equity Shares of Rs 10/- each fully paid up	7,509,900	75,099,000	75,099,000
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(d) Reconciliation of Number of Shares

Particulars	Number of Equity Shares As at 31st March, 2016	Number of Equity Shares As at 31st March, 2015
At the beginning of the year	7,509,900	7,509,900
Add: Shares Issued for Cash	0	0
Less:		
Shares bought back/ Redemption etc.	0	0
Shares at the end of the year	7,509,900	7,509,900

(e) Rights, Preferences and Restrictions

The Company has only one class of equity shares having a par value of Rs. 10/- per share. Each Shareholder is eligible for one vote per share held. The dividend proposed by the Board of Directors, if any is subject to the approval of shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of Equity Share will be entitled to receive remaining assets of the company after distribution of all preferential amounts. The distribution will be in proportion to the number of Equity Shares held by the Shareholders.

(f) Details of each Shareholder holding more than 5% shares and the number of shares held:

	As at 31st March, 16		As at 31st March, 15	
	No. of Shares	% of Holding %	No. of Shares	% of Holding %
Somna Agarwal	1161000	15.46	1161000	15.46
Purshottam Agarwal	1664419	22.16	1664419	22.16
Anjani R. Agarwal	947500	12.62	947500	12.62
Purshottam Agarwal HUF	575000	7.66	575000	7.66

	As at March 31, 2016 Rs.	As at March 31, 2015 Rs.
NOTE 3		
RESERVES AND SURPLUS :		
Security Premium Account		
Balance as per Last Financial Statements	8,255,500	8,255,500
(A)	8,255,500	8,255,500
Capital Reserve Account		
Opening Balance	2,340,655	0
Addition during the year	0	2,340,655
	2,340,655	2,340,655
Special Reserve U/s 45-IC of RBI Act. 1934		
Opening Balance	2,926,709	2,897,150
Additon during the year - 20% of the Profit	22,045	29,559
	2,948,755	2,926,709
Statement of Profit and Loss		
Balance as per Last Financial Statements	11,706,838	11,588,601
Net Profit for the year	110,227	147,795
Less: Transfer to Special Reserve	(22,045)	(29,559)
	11,795,019	11,706,838
TOTAL (A) + (B)	25,339,928	25,229,702
CURRENT LIABILITIES		
NOTE 4		
TRADE PAYABLES		
Sundry Creditors for Goods	0	23,168,658
Sundry Creditors for Expenses	245,614	147,472
	245,614	23,316,130
NOTE 5		
OTHER CURRENT LIABILITIES		
Tax Deducted at Sources	10,171	0
Union Bank of India	16,300	1,469,370
Provision for Taxation	80,000	80,000
	106,471	1,549,370
ASSETS		
NON CURRENT ASSETS		
NOTE 6		
TANGIBLE ASSETS		
Gross Block	2,214,760	2,214,760
Less : Depreciation	2,191,781	2,108,191
	22,979	106,569

	As at March 31, 2016 Rs.	As at March 31, 2015 Rs.
NOTE 7		
LONG TERM INVESTMENTS		
Unquoted Shares		
Ambuja Fashion Private Limited	150,000	150,000
15000 (Previous year 15000)		
Equity Shares of Rs. 10 Each		
V.R.Polyfab Pvt. Ltd.	700,000	700,000
70000 (Previous Year 70000)		
Equity Shares of Rs.10 Each		
Global Aman Infratech Pvt. Ltd.	10,000,000	10,000,000
100000 (Previous Year 100000)		
Equity Shares of Rs.10 Each		
Anunay Fab Ltd.	71,020,000	71,020,000
2702000 (Previous Year 2702000)		
Equity Shares of Rs.10 Each		
Balhanuman Fabrics Private Ltd	6,050,000	6,050,000
55,000 (Previous Year 55,000)		
Equity Shares of Rs.10 Each		
	87,920,000	87,920,000
NOTE 8		
INVENTORIES		
[Valued at lower of Cost or Net Realisable Value]		
Stock of Securities	367,951	395,331
	367,951	395,331
NOTE 9		
CASH AND CASH EQUIVALENTS		
Cash on hand	14,625	159,608
Balances with Banks		
In Current Accounts	25,873	26,772
	40,498	186,379
NOTE 10		
TRADE RECEIVABLES		
Outstanding for a period exceeding six months from the due date for payments	0	0
Other Receivables		
Unsecured, Considered Good	11,447,884	3,734,471
Total	11,447,884	3,734,471

	As at March 31, 2016 Rs.	As at March 31, 2015 Rs.
NOTE 11		
SHORT TERM LOANS AND ADVANCES		
(Unsecured, considered good, except otherwise stated)		
Deposits	15,000	15,000
Intercompany Loans	370,629	32,237,791
Advances Recoverable in Cash or Kind	245,598	221,600
Other Loans and Advances	360,473	377,058
Total	991,700	32,851,449
	For the year ended March 31, 2016 Rs.	For the year ended March 31, 2015 Rs.
REVENUE		
NOTE 12		
REVENUE FROM OPERATIONS		
Profit on Sale of Investments	0	250,000
Interest Received	1,219,165	1,382,058
Income from Trading Activity	366,201	(3,704)
	1,585,366	1,628,354
NOTE 13		
OTHER INCOME		
Dividend	14,556	9,600
	14,556	9,600
EXPENDITURE		
NOTE 14		
CHANGE IN INVENTORIES		
Opening stock	395,331	395,331
Less:- Closing Stock	367,951	395,331
Increase/Decrease in Stock	(27,380)	0
NOTE 15		
EMPLOYEE BENEFIT EXPENSES		
Salary	516,000	624,000
Staff Welfare Expenses	17,060	
	533,060	624,000
NOTE 16		
DEPRECIATION AND AMORTISATION EXPENSES		
Depreciation on Tangible Assets	83,590	33,215
Amortisation of Intangible Assets		0
	83,590	33,215

	For the year ended March 31, 2016 Rs.	For the year ended March 31, 2015 Rs.
NOTE 17		
ADMINISTRATIVE EXPENSES AND OTHER EXPENSES		
Bank Charges	2,041	328
Advertisements and Business Promotion	57,373	23,105
BSE Listing Fees	227,453	55,056
Computer Expenses	0	9,591
Consulting Expenses	26,000	0
ROC Expenses	66,630	14,500
Demat Charges	0	7,043
NSDL / CDSL Charges	54,376	5,618
Office Expenses	26,325	18,455
Postage & Angadia	2,126	4,000
Printing & Stationery Expenses	46,284	6,150
TDS Interest	465	0
Professional Fees	176,625	20,632
Stock Exchange Listing Fees	0	112,360
Telephone / Internet Expenses	8,725	14,750
	694,423	291,588
AUDITORS ' REMUNERATION		
Audit Fee, Tax Audit Fee & Tax Matters	57,250	44,944
TOTAL	751,673	336,532

Signification Accounting Policies - Note No. 18

The accompanying Notes are an integral part of the Financial Statements

For Lunia & Company,

Firm Registration No. 116436W,
Chartered Accountants,

R.C. Lunia,
Partner,

Membership No. F-12729.

Place : Ahmedabad.

Date : 30th May, 2016

ON BEHALF OF THE BOARD,

Purshottam Agarwal
DIN: 00396869

Somna P Agarwal
DIN: 01670948

NOTE NO. 6 FIXED ASSETS : TANGIBLE ASSETS

SR.	DETAIL OF	RATE S.L.M. (IN %)	G R O S S B L O C K				D E P R E C I A T I O N				N E T B L O C K	
			AS AT 01.04.2015	ADDITION DURING THE YEAR	DEDUCTIONS DURING THE YEAR	TOTAL 31.03.2016	AS AT 01.04.2015	ADDITION DURING THE YEAR	DEDUCTIONS DURING THE YEAR	TOTAL 31.03.2016	AS AT 31.03.2015	AS AT 31.03.2016
			RS.	RS.	RS.	RS.	RS.	RS.	RS.	RS.	RS.	RS.
1	MOTOR CAR		1,788,438	0	0	1,788,438	1,788,437	0	0	1,788,437	1	1
2	MOTOR CYCLE		118,529	0	0	118,529	118,528	0	0	118,528	1	1
3	SCOOTER		29,200	0	0	29,200	29,199	0	0	29,199	1	1
4	MOBILE PHONES & TELEPHONES		73,686	0	0	73,686	71,202	0	0	71,202	2,484	2,484
5	COMPUTER		204,907	0	0	204,907	100,826	83,590	0	184,416	20,491	104,081
	TOTAL		2,214,760	0	0	2,214,760	2,108,191	83,590	0	2,191,781	22,979	106,569
	PREVIOUS YEAR		2,214,760	0	0	2,214,760	2,074,976	33,215	0	2,108,191	106,569	139,784

BALANCE SHEET GROUPING AS AT 31ST MARCH, 2016**Rs.****SUNDRY CREDITORS FOR EXPENSES**

Dynamic Assignments P. Ltd	54,000
Lunia & Co.	95,969
Kamlesh Swami	58,111
Umesh Ved & Associates	37,534
	<u>245,614</u>

SUNDRY DEBTORS FOR GOODS

Ambuja Fashion P. Ltd	7,240,135
Angel Capital & Debt Mkt Ltd	9
Sharepro Services (I) P. Ltd	17,620
Shri Hanuman Poly Fab Private Ltd	4,190,120
	<u>11,447,884</u>

DEPOSITS

Ketav Auto Services	15,000
	<u>15,000</u>

INTERCORPORATE & OTHER LOANS AND ADVANCES

Rainbow Resouces Pvt. Ltd.	370,629
	<u>370,629</u>

ADVANCES RECOVERABLE IN CASH OR KIND

Manoj Jain	245,598
	<u>245,598</u>

OTHER LOANS AND ADVANCES

Income Tax Refundable 10-11	27,988
Income Tax Refundable 11-12	210,568
TDS Receivable	121,917
	<u>360,473</u>

BALANCE IN CURRENT ACCOUNT IN WITH SCHEDULE BANKS

Bank of Baroda	11,944
Bank of India	13,929
	<u>25,873</u>

Note No. 18: Statement of Significant Accounting Policies**BASIS OF PREPARATION**

The Company follows the accrual method of accounting. The financial statements have been prepared in accordance with historical cost convention and accounting principles generally accepted in India. Pursuant to section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014, till the standards of accounting or any addendum thereto are prescribed by the Central Government in consultation and recommendation of the National Financial Reporting Authority, the existing Accounting Standards notified under the Companies Act, 1956 shall continue to apply. Consequently these financial statements have been prepared to comply in all material aspects with the accounting standards notified under Section 211(3C) of Companies Act, 1956 read with (Companies (Accounting Standards) Rules, 2006, as amended) and other relevant provisions of Companies Act, 2013.

USE OF ESTIMATES

The preparation of Financial Statements requires the management to make estimates and assumptions in the reported amounts of assets and liabilities (including contingent liabilities) as of the date of the financial statements and the reported income and expenses during the reporting period. Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Further results could differ from these estimates.

ASSETS CLASSIFICATION

All assets and liabilities have been classified as current or noncurrent as per the Company's normal operating cycle and other criteria set out in the Schedule III to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realization in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current – non current classification of assets and liabilities.

INFLATION

Assets and liabilities are recorded at historical cost to the Company (except so far as they relate to (a) revaluation of fixed assets and providing for depreciation on revalued amounts and (b) items covered under "Accounting Standard (AS) – 30" on Financial Instruments; Recognition and Measurement" which have been measured at their fair value). These costs are not adjusted to reflect the changing value in the purchasing power of money.

REVENUE RECOGNITION

- a) Sales are recorded net of trade discounts, rebates and include excise duty, if any. Income from service is recognized as they are rendered based on arrangement/agreements with concerned parties.
- b) Revenue from services is recognized based on the services rendered in accordance with the terms of contracts.

VALUATION OF INVENTORY

Inventories are valued at cost or net realizable value whichever is lower.

FIXED ASSETS AND DEPRECIATION**Tangible Assets**

Fixed assets are stated at their original cost of acquisition less accumulated depreciation and

impairment losses. Cost comprises of all costs incurred to bring the assets to their location and working condition.

Till 1st April, 2014, Depreciation on Fixed Assets was provided on pro rate basis for the period of use on straight line method (SLM) as per rates specified in the Schedule XIV of the Companies Act, 1956.

Effective from 1st April, 2014, the Company depreciates its fixed assets over useful life in the manner prescribed in Schedule II of the Companies Act, 2013.

INTANGIBLE ASSETS

Intangible assets are stated at their cost of acquisition less accumulated amortization and impairment losses. An intangible asset is recognized, where it is probable that the future economic benefits attributable to the assets will flow to the enterprise and where its value/cost can be reliably measured.

IMPAIRMENT OF ASSETS

An asset is considered as impaired in accordance with Accounting Standard 28 on Impairment of Assets when at balance sheet date there are indications of impairment and the carrying amount of the assets or where applicable, the cash generating unit to which the asset belongs, exceeds its recoverable amount (i.e. the higher of the assets net selling price and value in use). The carrying amount is reduced to the recoverable amount and the reduction is recognized as an impairment loss in the Statement of Profit and Loss account.

Assessment is also done at each Balance Sheet date as to whether there is any indication that an impairment loss recognized for an asset in prior accounting periods may no longer exist or may have decreased

INVESTMENTS

Investments are classified as Long Term Investments and Current Investments. Long Term Investments are stated at cost less permanent diminution in value, if any. Current Investments are stated at lower of cost and net realizable value.

Investments in associates are valued at cost less any provision for impairment. Investments are reviewed for impairment if events or changes in circumstances indicate that the carrying amount may not be recoverable.

Investments in property, Investments in building that are not intended to be occupied substantially for use by, or in the operations of the Company have been classified as investment property. Investment properties are carried at cost less accumulated depreciation.

DERIVATIVES & COMMODITY HEDGING TRANSACTIONS

In order to hedge its exposure to foreign exchange, interest rate and commodity price risks, the Company enters into forward, option, swap contracts and other derivative financial instruments. The Company neither holds nor issues any derivatives financial instruments for speculative purposes.

Derivative financial instruments are initially recorded at their fair value on the date of the derivative transaction and are re-measured at their fair value at subsequent balance sheet dates.

Change in the fair value of derivatives that are designated and qualify as cash flow hedges and are determined to be an effective hedge are recorded in hedging reserve account. To designate a forward contract or option as an effective hedge, management, objectively evaluates evidences with appropriate supporting documents at the inception of each contract whether the contract is effective in achieving

offsetting cash flows attributable to hedged risk. Any cumulative gain or loss on the hedging instrument recognized in hedging reserve is kept in hedging reserve until the forecast transaction occurs or the hedged accounting is discontinued. Amount deferred to hedging reserve are recycled in the Statement of Profit and Loss in the periods when the hedged item is recognized in the Statement of Profit and Loss or when the portion of the gain or loss is determined to be an ineffective hedge.

Derivative Financial instruments that do not qualify for hedge accounting are marked to market at the balance sheet date and gains or losses are recognized in the Statement of Profit and Loss immediately.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated or exercised, or no longer qualifies for hedge accounting. If a hedged transaction is no longer expected to occur, the net cumulative gain or loss recognized in hedging reserve is transferred to profit of Loss for the year.

EMPLOYEE BENEFITS

The Company's Contributions to State Plans namely Employees Provident Fund, Employee's State Insurance Fund and Employee's Pension Scheme are charged to revenue every year.

No provision for gratuity has been made during the year and the liability for the same has not been ascertained by the company till the end of the accounting year and same will be accounted on cash basis.

BORROWING COST

Borrowing costs include interest, fees and other charges incurred in connection with the borrowing of funds. It is calculated on the basis of effective interest rate in accordance with Accounting Standard (AS)-30 and considered as revenue expenditure and charged to Statement of Profit and Loss for the year in which it is incurred except for borrowing costs either generally or specifically attributed directly to the acquisition/ improvement of qualifying assets up to the date when such assets are ready for intended use which are capitalized as a part of the Cost of such asset.

TAXES ON INCOME

Tax expense consists of both current as well as deferred tax. Current tax represent amount of income tax payable including the tax payable U/s 115JB, if any, in respect of taxable income for the year.

Minimum Alternate Tax Credit is recognized as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax within the specified period.

Deferred tax is recognized on timing difference between the accounting income and taxable income for the year that originates in one period and capable of reversal in one or more subsequent period. Such deferred tax is quantified using the tax rates and laws enacted or substantively enacted as on the Balance sheet date.

Deferred Tax asset is recognized and carried forward to the extent that there is a virtual certainty supported by convincing evidence that sufficient future taxable income will be available against which such deferred tax assets can be realized.

PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

Provisions involving a substantial degree of estimation in measurement are recognized when there is a preset obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent liabilities are not recognized but are disclosed in the accounts by way of a note. Contingent assets are neither recognized nor disclosed in the financial statements.

B. NOTES ON ACCOUNTS

1. Balance of Trade Receivables, Trade Payables, Advances and Deposits are as per the books of accounts and are subject to confirmation from respective parties.
2. Previous year's figures have been regrouped and rearranged wherever applicable.
3. Value of imports accounted on C.I.F. Basis Rs.Nil.
4. Expenditure in foreign currency Rs. Nil (Previous year Rs. Nil)
5. Earning in foreign exchange accounted on F.O.B. Rs. NIL

6. RELATED PARTY TRANSACTIONS**(A) Relationship****(i) Key Management Personnel and Relatives**

Sri Purshottam Agarwal, Director

Sri Anandkumar Agarwal, Director

Smt Somna P. Agarwal, Director

Sri Suman Periwal, Director

(ii) Associates

Anunay Fab Limited

Global Aman Infratech P. Ltd

Shree Bhavya Fabrics Limited

(iii) Enterprises over which key management personnel and/or their relatives have significant influence – Nil**B) Transactions during the year with related parties in normal course of business and balance at the end of the financial year:**

Sr. No.	Particulars	A(i) 2014-15 Rs	A(i) 2015-16 Rs	A(ii) 2014-15 Rs	A(ii) 2015-16 Rs
1.	Loan received	0	0	0	0
2.	Repayment of Loan	0	0	0	0
3.	Outstanding Receivable	0	0	68290	0
4.	Purchases	0	0	1830620	0
5.	Sales	0	0	96,08,981	1830620

7. EARNING PER SHARE

The Company reports basic and diluted Earnings Per Share (EPS) in accordance with Accounting Standard – 20 on Earnings Per Shares. Basic EPS is computed by dividing the net profit or loss for the year by the weighted average number of Equity Shares outstanding during the year. Diluted EPS is computed by dividing the net profit or loss for the year by the weighted average number of equity shares outstanding during the year, as adjusted for the effects of all dilutive potential equity shares, except where the results are anti dilutive.

Statement showing calculation of Earning per Share, as per AS-20, issued by the Institute of Chartered Accountants of India.

	2015-16	2014-2015
Profit After Tax (Rs. in Lacs)	1.10	1.47
Weighted average number of Equity Shares of Rs. 10 each fully paid up	7509900	7509900
Earning Per Share (in Rs.) (Basic & Diluted)	0.01	0.02

8. Expenditure on employees employed throughout the year drawing Rs. 60,00,000/- or more per annum or for a part of the year and drawing is 5,00,000/- or more per month. Rs. NIL
9. Segment Reporting as per AS-17 issued by the Institute of Chartered Accountants of India, for the year ended 31st March, 2016 is Not Applicable.
10. Following companies are associates of the Company as Company hold more than 20% of the Share Capital of those Companies.

Sr. No.	Name of Company	Percentage of Holding	CIN No.
1.	Global Aman Infratech Pvt. Ltd.	29%	U45201GJ2006PTC049212
2.	Anunay Fab Ltd.	31%	U17110GJ1992PLC017717

Company has not consolidated the financials of the above mentioned associates with Standalone Financial statement of Company as Company has claimed exemption as given by Companies (Accounts) Amendment Rules, 2014 in respect of consolidation.

**For Lunia & Company,
Chartered Accountants,
Firm Registration No. 116436W,**

**Ahmedabad,
The 30th May, 2016**

**(R. C. Lunia),
Partner,
Membership No. F-12729**

GUJARAT INVESTA LIMITED

[CIN: L65910GJ1993PLC018858]

PROXY FORM

Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3)
of the Companies (Management and Administration Rules, 2014.

Name of member :			
Registered Address :			
Folio No./Client Id :		DP ID :	
E-mail ID			

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

1. Name : _____
Address : _____
E-mail Id : _____
Signature _____, or failing him/her
2. Name : _____
Address : _____
E-mail Id : _____
Signature _____, or failing him/her
3. Name : _____
Address : _____
E-mail Id : _____
Signature _____, or failing him/her

as my/ our proxy to attend and vote (on a poll) for me/ us and on my/ our behalf at 24TH the Annual General Meeting of the Company, to be held on Friday, the 30th day of September 2016 at 09:30 A..M. at the 252, New Cloth Market, O/S. Raipur Gate, Ahmedabad – 380 002 and at any adjournment thereof in respect of such resolutions set out in the Notice convening the meeting, as are indicated below:

Sr. No.	Ordinary Business	For	Against
1.	To Approve the Annual Accounts & directors Report and Auditors Report for they earended on 31.03.2016		
2.	To re-appoint Mr. Purushottam R. Agarwal (DIN: 00396869) who retires by rotation		
3.	To re-appoint M/s. Lunia & Company as Statutory Audit or for the year ended 2015-2016.		
	Special Business		
4.	Maintaining & keeping the Company's Registers required to be maintained U/s.88 of the Companies Act,2013 & copies of annual returns filed under Section 92 of the Companies Act,2013 or any one or more of them, at a place other than the Company's Registered Office		

Signed this _____ day of _____ 2016

Affix a
1 Rupee
Revenue
Stamp

Signature of Shareholder

Signature of Proxy holder(s)

Note :

1. This form in order to be effective should be duly stamped, completed and signed and must be deposited at the Registered Office of the company, not less than 48 hours before the commencement of the meeting.

GUJARAT INVESTA LIMITED

[CIN: L65910GJ1993PLC018858]

ATTENDANCE SLIP

[To be handed over at the entrance of the meeting hall]

24th ANNUAL GENERAL MEETING 30.09.2016

Registered Folio No.: _____ No. of Shares held : _____
DP ID No.* : _____ Client ID No.* : _____
Name of the attending Member/ Proxy : _____
[IN BLOCK LETTER]

*Applicable for members holding shares in electronic form only.

I here by record my presence at the 24th Annual General Meeting of the Company held on Friday, the 30th September, 2016 at 09:30 A.M. at 252, New Cloth Market, O/S. Raipur Gate, Ahmedabad – 380 002.

Member's/ Proxy's Signature

BOOK POST

TO

If Undelivered please return to:

GUJARAT INVESTA LIMITED

252, New Cloth Market,

O/s. Raipur Gate,

Ahmedabad – 380 002