

# BIJOY HANS LIMITED

Regd Office: H P Brahmachari Road, Rehabari, Guwahati 781 008 (Assam)  
Tel: 0361-2512373 Email: ash\_ashim@yahoo.co.in Website: www.bijoyhans.com  
CIN No.: L51909AS1985PLC002323

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September 29, 2016

To  
**BSE Limited**  
Department of Corporate Services  
Floor 25, Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai – 400 001

Sir,

Sub: Submission of Annual Report for the F Y 2015-16  
Ref: 524723

Pursuant to the requirement of Regulation 34 of the SEBI Listing Regulations 2015 we are pleased to enclose herewith a copy of Annual Report of the Company for the financial year 2015-16 which were approved and adopted by the members in the Annual General Meeting of the Company held on 20<sup>th</sup> September, 2016.

You are kindly requested to take on record the above and acknowledge the receipt.

Thanking you

Yours faithfully  
For **BIJOY HANS LIMITED**

*Ashok Kumar Patawari*

**Ashok Kumar Patawari**  
Managing Director  
DIN: 00154286



Encl: As above.

***BIJOY HANS LIMITED***

***ANNUAL REPORT***  
**2015-2016**

# BIJOY HANS LIMITED

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## **BIJOY HANS LIMITED**

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Tel: 0361-2512373 Email: [ash\\_ashim@yahoo.co.in](mailto:ash_ashim@yahoo.co.in), Website: [www.bijoyhans.com](http://www.bijoyhans.com)  
CIN No.: L51909AS1985PLC002323

### **CORPORATE INFORMATION**

<b>Managing Director</b>	Sri Ashok Kumar Patawari
<b>Directors</b>	Sri Ashim Kumar Patawari Sri Raj Kumar Harlalka Smt Shweta Patawari Sri Pukhraj Lunkar
<b><u>Key Managerial Personnel:</u></b>	
<b>Chief Financial Officer</b>	Ms Richi Patawari
<b>Company Secretary</b>	Manisha Agarwala
<b>Auditor</b>	M/s Mohanlal Sharma & Co Chartered Accountants
<b>Secretarial Auditor</b>	Ms Alpana Agrawal Company Secretaries
<b>Bankers</b>	Citi Bank NA Bank of Baroda UCO Bank HDFC Bank Union Bank of India ICICI Bank
<b>Registered Office</b>	H P Brahmachari Road Rehabari Guwahati 781 008 (Assam) Ph: 0361 2512313 Email: <a href="mailto:ash_ashim@yahoo.co.in">ash_ashim@yahoo.co.in</a>
<b>Registrar &amp; Share Transfer Agent</b>	Niche Technologies Pvt Ltd D-511, Bagree Market, 5 <sup>th</sup> Floor 71 B R B Basu Road Kolkata 700 001 Ph: 033 22357270/7271

# BIJOY HANS LIMITED

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## DIRECTORS' REPORT

**To**  
**The Members,**  
**BIJOY HANS LIMITED**

Your Directors are pleased to present the 31st Annual Report of your Company together with the Audited Statement of Accounts and the Auditor's Report for the financial year ended, 31st March, 2016.

### **1. FINANCIAL RESULTS:-**

<b>PARTICULARS</b>	<b>2015-16 (Rs)</b>	<b>2014-15 (Rs)</b>
Profit before depreciation & tax	189920	808097
Less: Depreciation	742820	869202
Less : Provision for income tax	-	-
Add : Deferred Tax Benefit	14341	82665
Profit for the year	<b>(538559)</b>	<b>21560</b>
Add: Last year Balance	17519940	17500979
Less : Adjustment for Depreciation	-	2599
Balance carried over to next year	16981381	17519940

### **2. DIVIDEND**

In view of the planned business growth, your Directors deem it proper to preserve the resources of the Company and therefore, do not propose any dividend for the financial year ended 31<sup>st</sup> March, 2016.

### **3. TRANSFER TO RESERVES**

Since the Company has incurred a loss in the current financial year, no amount has been transferred to Reserve & Surplus Account.

# BIJOY HANS LIMITED

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## **4. STATE OF THE COMPANY'S AFFAIRS AND FUTURE OUTLOOK**

The Company is engaged in the business of other wholesale of Pharmaceutical and Medical goods. There has been no change in the business of the company during the Financial year ended 31st March, 2016.

## **5. MATERIAL CHANGES AND COMMITMENTS**

No material changes and commitments affecting the Financial position of the company occurred between the end of the Financial year to which this Financial statements relates and the date of this report.

## **6. LOANS, GUARANTEES AND INVESTMENTS**

There was no loan, guarantees or investments made by the Company under Section 186 of the Companies Act, 2013 during the year under review and hence the said provision is not applicable.

## **7. EXTRACT OF ANNUAL RETURN**

The extract of Annual Return in Form No. MGT-9 as required under section 92(3) of the Companies Act, 2013 for the Financial Year ending March 31, 2016 is annexed hereto as Annexure-I and forms part of this report.

## **8. RELATED PARTY DISCLOSURE**

All the related party transactions entered into during the financial year ended 31<sup>st</sup> March, 2016 were on arm's length price and were in the ordinary course of business. Therefore the provisions of Section 188 of the Companies Act, 2013 were not attracted. Further there was no materially significant related party transaction during the year under review made by the Company with Promoters, Directors, Key Managerial Personnel and other designated person which may have a potential conflict with the interest of the Company at large. Thus, disclosure in Form AOC-2 is not required.

## **9. CONSERVATION OF ENERGY, TECHNOLOGY, ABSORPTION, AND FOREIGN EXCHANGE EARNINGS AND OUTGO:**

The company does not attract the provisions of Section 134 (m) of the Companies Act, 2013. There was no foreign exchange inflow or Outflow during the year under review.

## **10. DIRECTORS**

Pursuant to the provisions of section 152 of the Companies Act, 2013 and in accordance with the provisions of the Articles of Association of the Company, Smt. Shweta Patawari, Director of the Company is liable to retire by rotation and being eligible, offers herself for re-appointment.

Ms. Shweta Patawari is not disqualified under section 164(2) of the Companies Act, 2013.

Mr. Pukhraj Lunkar has been appointed as the Independent Director of the Company for a term of five years w.e.f. 1<sup>st</sup> October, 2015.

During the year under review, Ms. Richi Patawari was appointed as the Chief Financial Officer (CFO) of the company with effect from 13<sup>th</sup> February, 2016.

## **11. BOARD EVALUATION**

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, and Compliance Committees. The manner in which the evaluation has been carried out has been explained in the Corporate Governance Report.

## **12. DECLARATION BY AN INDEPENDENT DIRECTOR(S) AND RE-APPOINTMENT, IF ANY**

The independent directors have submitted declaration that each of them meets the criteria of independence as provided in Section 149(6) of the Companies Act, 2013 and there has been no change in the circumstances which may affect their status of independence.

## **13. MEETINGS**

A calendar of Meetings is prepared and circulated in advance to the Directors. During the year 6 Board Meetings and 4 Audit Committee Meetings were convened and held. The details of which are given in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

## **14. SECRETARIAL AUDIT REPORT**

Pursuant to Section 204 of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Management Personnel) Rules, 2014, Ms Alpana Agrawal, Company Secretaries were appointed as Secretarial Auditor of the Company. The Secretarial Audit Report is annexed as Annexure II and forms part of this report.

## BIJOY HANS LIMITED

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The following qualifications were observed by the Secretarial Auditor in her Report to which the Board has shared the following explanations:

Qualification: Non appointment of Company Secretary

Response: The Company has duly complied with the provision during the current financial year.

### **15. DEPOSITS**

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

### **16. DETAILS OF SUBSIDIARY , JOINT VENTURE AND ASSOCIATE COMPANY**

The Company does not have any Subsidiary, Joint Venture or an Associate Company.

### **17. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE TRIBUNAL, COURTS AND REGULATORS.**

No significant and material orders have been passed by the Tribunals, Courts and regulator impacting the going concern status and the Company's operations in future.

### **18. ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS**

The Company has in place adequate internal financial controls with reference to financial Statements. During the year under review, such controls were tested and no reportable material weaknesses in the design or operation were observed.

### **19. RISK MANAGEMENT**

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

### **20. CORPORATE GOVERNANCE CERTIFICATE**

The Compliance certificate from the auditors regarding compliance of conditions of corporate governance as stipulated in Clause 49 of the Listing agreement and as per relevant provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as referred to in Regulation 15(2) of the Listing Regulations is annexed with the report.



**21. DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013**

The Company is committed to provide a safe and conducive work environment to its employees. During the year under review, no case of sexual harassment was reported.

**22. BOARD'S COMMENTS ON THE AUDITOR'S REPORT**

The observations of the statutory auditors, when read together with the relevant notes to the accounts and auditing policies are self-explanatory.

**23. DIRECTORS' RESPONSIBILITY STATEMENT**

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

1. In preparation of the Annual Accounts for the financial year ended 31<sup>st</sup> March 2016, the applicable Accounting Standards have been followed along with proper explanation to material departures;
2. The Directors have selected such Accounting Policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss of the Company, for that period.
3. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
4. The Directors have prepared the Annual Accounts on a going concern basis.
5. The Directors had laid down internal financial controls to be followed by the Company and that such controls are adequate and operating effectively and
6. The Directors had devised proper system to ensure compliance with the provisions of all applicable laws and that systems were adequate and operating effectively.

# BIJOY HANS LIMITED

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## **24. STATUTORY AUDITORS**

M/s Mohanlal Sharma & Co, Chartered Accountants, Statutory Auditors of the Company having Firm Registration No. 323282E will retire at the ensuing Annual General meeting of the Company and being eligible offer themselves for re-appointment.

The Company has received confirmation from M/s Mohanlal Sharma & Co, Chartered Accountants, Statutory Auditors to the effect that their proposed appointment, if made would be within the limits prescribed under Section 139 of the Companies Act, 2013.

Your directors recommend their re-appointment as Statutory Auditors of the Company.

## **25. ACKNOWLEDGEMENTS**

Your Directors would like to express their sincere appreciation for the assistance and cooperation received from the financial institutions, banks, Government authorities, customers, vendors and members during the year under review. Your Directors also wish to place on record their deep sense of appreciation for the committed services by the Company's executives, staff and workers.

For and on behalf of the Board of Directors of  
**BIJOY HANS LIMITED**

Place : Guwahati  
Date : 12<sup>th</sup> August, 2016

**Ashok Kumar Patawari**  
Managing Director  
DIN: 00154286

**Ashim Kumar Patawari**  
Director  
DIN: 01972489

# BIJOY HANS LIMITED

## ANNEXURE I

### FORM NO. MGT 9 - EXTRACT OF ANNUAL RETURN

As on financial year ended on 31.03.2016

*Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.*

I. REGISTRATION & OTHER DETAILS:		
1	CIN	L51909AS1985PLC002323
2	Registration Date	3/26/1985
3	Name of the Company	BIJOY HANS LIMITED
4	Category/Sub-category of the Company	Company limited by shares Public Company
5	Address of the Registered office & contact details	H P Brahmachari Road, Rehabari, Guwahati 781 008 (Assam)
6	Whether listed company	Listed
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	M/S Niche Technologies Private Limited, D-511, Bagree Market, 71 B. R.B Basu Road, Kolkata-700001, West Bengal. Ph: 033 22357270/7271

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY			
(All the business activities contributing 10% or more of the total turnover of the company shall be stated)			
S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Wholesale of Pharmaceutical and Medical Goods	51397	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES					
SN	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1		NIL			

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 [As on 31-March-2015]				No. of Shares held at the end of the year [As on 31-March-2016]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
<b>(1) Indian</b>									
a) Individual/ HUF		229,300	229,300	7.64%	93,900	138,400	232,300	7.74%	0.00%
b) Central Govt	-	-	-	0.00%	-	-	-	0.00%	0.00%
c) State Govt(s)	-	-	-	0.00%	-	-	-	0.00%	0.00%
d) Bodies Corp.	-	-	-	0.00%	-	-	-	0.00%	0.00%
e) Banks / FI	-	-	-	0.00%	-	-	-	0.00%	0.00%
f) Any other	-	-	-	0.00%	-	-	-	0.00%	0.00%
<b>Sub Total (A) (1)</b>	-	229,300	229,300	7.64%	93,900	138,400	232,300	7.74%	1.31%
<b>(2) Foreign</b>									
a) NRI Individuals	-	-	-	0.00%	-	-	-	0.00%	0.00%
b) Other Individuals	-	-	-	0.00%	-	-	-	0.00%	0.00%
c) Bodies Corp.	-	-	-	0.00%	-	-	-	0.00%	0.00%
d) Any other	-	-	-	0.00%	-	-	-	0.00%	0.00%
<b>Sub Total (A) (2)</b>	-	-	-	0.00%	-	-	-	0.00%	0.00%
<b>TOTAL (A)</b>		229,300	229,300	7.64%	93,900	138,400	232,300	7.74%	1.31%
<b>B. Public</b>									
<b>I. Institutions</b>									
a) Mutual Funds	-	-	-	0.00%	-	-	-	0.00%	0.00%
b) Banks / FI	-	-	-	0.00%	-	-	-	0.00%	0.00%
c) Central Govt	-	-	-	0.00%	-	-	-	0.00%	0.00%
d) State Govt(s)	-	-	-	0.00%	-	-	-	0.00%	0.00%
e) Venture Capital Funds	-	-	-	0.00%	-	-	-	0.00%	0.00%
f) Insurance	-	-	-	0.00%	-	-	-	0.00%	0.00%

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g) FIIs	-	-	-	0.00%	-	-	-	0.00%	0.00%
h) Foreign Venture Capital Funds	-	-	-	0.00%	-	-	-	0.00%	0.00%
i) Others (specify)	-	-	-	0.00%	-	-	-	0.00%	0.00%
<b>Sub-total (B)(1):-</b>	-	-	-	0.00%	-	-	-	0.00%	0.00%
<b>2. Non-Institutions</b>									
a) Bodies Corp.									
i) Indian	-	59,000	59,000	1.97%	-	59,000	59,000	1.97%	0.00%
ii) Overseas	-	-	-	0.00%	-	-	-	0.00%	0.00%
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	2,406,221	2,406,221	80.21%	-	2,403,221	2,403,221	80.11%	-0.12%
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	305,500	305,500	10.18%	-	305,500	305,500	10.18%	0.00%
c) Others (HUF)	-	-	-	0.00%	-	-	-	0.00%	0.00%
Proprietorship	-	-	-	0.00%	-	-	-	0.00%	0.00%
Non Resident Indians	-	-	-	0.00%	-	-	-	0.00%	0.00%
Overseas Corporate Bodies	-	-	-	0.00%	-	-	-	0.00%	0.00%
Foreign Nationals	-	-	-	0.00%	-	-	-	0.00%	0.00%
Clearing Members	-	-	-	0.00%	-	-	-	0.00%	0.00%
Trusts	-	-	-	0.00%	-	-	-	0.00%	0.00%
Foreign Bodies - D R	-	-	-	0.00%	-	-	-	0.00%	0.00%
<b>Sub-total (B)(2):-</b>	-	2,770,721	2,770,721	92.36%	-	2,767,721	2,767,721	92.26%	-0.11%
<b>Total Public (B)</b>	-	2,770,721	2,770,721	92.36%	-	2,767,721	2,767,721	92.26%	-0.11%
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	-	-	-	0.00%	-	-	-	0.00%	0.00%
<b>Grand Total</b>	-	3,000,021	3,000,021	100.00%	93,900	2,906,121	3,000,021	100.00%	1.20%

**(ii) Shareholding of Promoter**

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged/encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged/encumbered to total shares	
1	ASHOK KUMAR PATAWARI	138300	4.61%	0	138300	4.61%	0	0.00%
2	SUSHILA DEVI PATAWARI	27500	0.92%	0	27500	0.92%	0	0.00%
3	ASHIM KUMAR PATAWARI	63500	2.12%	0	63500	2.12%	0	0.00%
3	SHWETA PATAWARI	0	0.00%	0	3000	0.10%	0	0.10%

## BIJOY HANS LIMITED

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

SN	Particulars	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
	At the beginning of the year			229,300	7.64%	232,300	7.74%
	Changes during the year			3,000	0.10%	3,000	0.10%
	At the end of the year			232,300	7.74%	232,300	7.74%

### (iv) Shareholding Pattern of top ten Shareholders

(Other than Directors, Promoters and Holders of GDRs and ADRs):

SN	For each of the Top 10 shareholders	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	<b>KEDAR KUMAR KABRA</b>						
	At the beginning of the year			24,000	0.80%	24,000	0.80%
	Changes during the year			-	0.00%	24,000	0.80%
	At the end of the year			24,000	0.80%	24,000	0.80%
2	<b>NIRANJAN KUMAR RAJESH KUMAR</b>						
	At the beginning of the year			24,000	0.80%	24,000	0.80%
	Changes during the year			-	0.00%	24,000	0.80%
	At the end of the year			24,000	0.80%	24,000	0.80%
3	<b>PANKAJ J BHAYANI</b>						
	At the beginning of the year			20,000	0.67%	20,000	0.67%
	Changes during the year			-	0.00%	20,000	0.67%
	At the end of the year			20,000	0.67%	20,000	0.67%
4	<b>ANIL INVESTMENTS</b>						
	At the beginning of the year			20,000	0.67%	20,000	0.67%
	Changes during the year			-	0.00%	20,000	0.67%
	At the end of the year			20,000	0.67%	20,000	0.67%
5	<b>RAINBOW DIGITAL SERVICES P LTD</b>						
	At the beginning of the year			18,400	0.61%	18,400	0.61%
	Changes during the year			-	0.00%	18,400	0.61%
	At the end of the year			18,400	0.61%	18,400	0.61%
6	<b>SUNANDA DEVI TOSNIWAL</b>						
	At the beginning of the year			18,000	0.60%	18,000	0.60%
	Changes during the year			-	0.00%	18,000	0.60%
	At the end of the year			18,000	0.60%	18,000	0.60%
7	<b>KAUSLYA DEVI TOSHNIWAL</b>						
	At the beginning of the year			18,000	0.60%	18,000	0.60%
	Changes during the year			-	0.00%	18,000	0.60%
	At the end of the year			18,000	0.60%	18,000	0.60%
8	<b>G S B COMFIN PVT LIMITED</b>						
	At the beginning of the year			16,500	0.55%	16,500	0.55%
	Changes during the year			-	0.00%	16,500	0.55%
	At the end of the year			16,500	0.55%	16,500	0.55%
9	<b>RATAN LAL SOGNAI</b>						
	At the beginning of the year			15,000	0.50%	15,000	0.50%
	Changes during the year			-	0.00%	15,000	0.50%
	At the end of the year			15,000	0.50%	15,000	0.50%
10	<b>SONIKA KARAMCHANDANI</b>						
	At the beginning of the year			15,000	0.50%	15,000	0.50%
	Changes during the year			-	0.00%	15,000	0.50%
	At the end of the year			15,000	0.50%	15,000	0.50%

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### (v) Shareholding of Directors and Key Managerial Personnel:

SN	Shareholding of each Directors and each Key Managerial Personnel	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of shares	% of total shares	No. of shares	% of total shares
1	<b>ASHOK KUMAR PATAWARI</b>						
	At the beginning of the year			138,300	4.61%	138,300	4.61%
	Changes during the year			-	0.00%	138,300	4.61%
	At the end of the year			138,300	4.61%	138,300	4.61%
2	<b>ASHIM KUMAR PATAWARI</b>						
	At the beginning of the year			63,500	2.12%	63,500	2.12%
	Changes during the year			-	0.00%	63,500	2.12%
	At the end of the year			63,500	2.12%	63,500	2.12%
3	<b>SHWETA PATAWARI</b>						
	At the beginning of the year			-	0.00%	-	0.00%
	Changes during the year			3,000	0.10%	3,000	0.10%
	At the end of the year			3,000	0.10%	3,000	0.10%

### V. INDEBTEDNESS

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

(Amt. Rs./Lacs)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount				-
ii) Interest due but not paid				-
iii) Interest accrued but not due				-
<b>Total (i+ii+iii)</b>		<b>NIL</b>	-	-
<b>Change in Indebtedness during the financial year</b>				
* Addition				-
* Reduction				-
Net Change	-	-	-	-
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount				-
ii) Interest due but not paid				-
iii) Interest accrued but not due				-
<b>Total (i+ii+iii)</b>	-	-	-	-

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

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

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount (Rs/Lac)
		Name	Designation	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961			-
	(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			-
3	Sweat Equity			-
	Commission	<b>NIL</b>		-
4	- as % of profit			-
	- others, specify			-
5	Others, please specify			-
	Total (A)		-	-
	Ceiling as per the Act			-

**BIJOY HANS LIMITED**

**B. Remuneration to other Directors**

SN.	Particulars of Remuneration	Name of Directors			Total Amount
					(Rs/Lac)
1	Independent Directors				
	Fee for attending board committee meetings				-
	Commission				-
	Others, please specify				-
	Total (1)	-	-	-	-
2	Other Non-Executive Directors	NIL			
	Fee for attending board committee meetings				-
	Commission				-
	Others, please specify				-
	Total (2)				-
Total (B)=(1+2)					-
Total Managerial Remuneration					-
Overall Ceiling as per the Act					

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

SN.	Particulars of Remuneration	Name of Key Managerial Personnel			Total Amount
		Name			(Rs/Lac)
		Designation	CEO	CFO	CS
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961				-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL			-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961				-
2	Stock Option				-
3	Sweat Equity				-
4	Commission				
	- as % of profit - others, specify				-
5	Others, please specify				-
Total					-

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

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
<b>A. COMPANY</b>					
Penalty					
Punishment					
Compounding		NIL			
<b>B. DIRECTORS</b>					
Penalty					
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty					
Punishment					
Compounding					

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS  
**BIJOY HANS LIMITED**

Place: Guwahati  
Date: 12th August, 2016

**ASHOK KUMAR PATAWARI**  
(Managing Director)  
DIN:00154286

**ASHIM KUMAR PATAWARI**  
(Director)  
DIN:01972489

# BIJOY HANS LIMITED

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## ANNEXURE II

### Form No. MR-3

#### SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> 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,**  
**BIJOY HANS LIMITED**  
**(CIN: L51909AS1985PLC002323)**  
H.P. Brahmachari Road Rehabari  
Guwahati - 781008.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **BIJOY HANS LIMITED**.(hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the BIJOY HANS LIMITED( 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, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31<sup>st</sup> 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:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by "the Company" for the financial year ended on 31<sup>st</sup> 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 (NA);
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder (NA);
- (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 (NA);



## BIJOY HANS LIMITED

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- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') (NA):-
- (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;
  - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
- (vi) as per the information provided by the company, its officers and authorized representatives there is no other such Act/s applicable specifically to the company.

\*NA signifies not applicable during the reporting period.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India. (Secretarial Standards 1 and 2 are effective from July, 2015, so compliances are done accordingly).
- (ii) The Listing Agreements entered into by the Company with Bombay Stock Exchange,
- (iii) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. (Effective from 1<sup>st</sup> December, 2015)
- (iv) The Listing Agreements entered into by the Company with Calcutta Stock Exchange Association Ltd (application pending for delisting).

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:

- (i) Form AOC-4 XBRL was not filed within the time limit of filing the same.
- (ii) Website of the company is found to be maintained from December 2015 onwards.

**I further report** that based on the information provided by the company, its officers and its authorised representatives during the conduct of the audit, and also on the review of the Quarterly compliance report by respective department heads/CEO taken on record by the Board of Directors of the Company, in my opinion, adequate system and processes and control mechanism exist in the company to monitor and to ensure the compliance with applicable general laws such as Labour Law and Environmental Laws.

## BIJOY HANS LIMITED

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**I further report**, that the compliance by the company of the applicable financial laws, like direct and indirect tax laws, has not been reviewed in this audit since the same have been subject to review by statutory financial auditor and other designated professionals.

**I further report**, that as per the information provided by management, the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. However the Company has not yet appointed any Company Secretary. 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 .None of the members has given dissenting view as per minutes.

**I 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.

**I further report that** during the audit period the company has no such specific events / actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

This report is to be read with our letter of even date which is annexed as 'Annexure-A' and forms an integral part of the report.

Signature:

Place : Howrah

Date : 30/07/2016

Name of Company Secretary in practice:

**(ALPANA AGRAWAL)**  
**Membership No.-A36445**  
**CP-13504**

# BIJOY HANS LIMITED

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## “ANNEXURE – A” to the Secretarial Audit Report

To,  
**The Members,**  
**BIJOY HANS LIMITED**  
H.P. Brahmachari Road Rehabari  
Guwahati- 781008.

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

1. Maintenance of Secretarial records 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 process 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 process 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 happening of events etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations and standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Signature:

Place : Howrah  
Date : 30/07/2016

Name of Company Secretary in practice:

**(ALPANA AGRAWAL)**  
**Membership No.-A36445**  
**CP-13504**

# BIJOY HANS LIMITED

## ANNEXURE III CORPORATE GOVERNANCE REPORT

### 1. The Company's Philosophy on Code of Governance:

The Company is committed to good Corporate Governance practices. The Company's philosophy is to achieve business excellence and optimize long term shareholder's value on a sustained basis by ethical business conduct. The Company is committed to transparency in all its dealings and places strong emphasis on business ethics.

### 2. Board of Directors:

The Company is managed by the Managing Director under the direction, control and supervision of the Board of Directors and it meets at regular intervals. The Board of Directors of the Company consists of five Directors, comprising of one Managing Director, four non-executive Directors of whom one is independent.

Composition of Board of Directors

Directors Name and DIN	Category	Other Directorship	Board Committees
Ashok Kumar Patawari (DIN : 00154286)	Managing Director	Nil	Nil
Ashim Kumar Patawari (DIN : 01972489)	Non-Executive Director	Nil	Nil
Raj Kumar Harlalka (DIN : 00594512)	Non-Executive & Independent	1. Swaraj Beverages Private Limited 2. Jagdambay Enterprises (India) Private Limited	Nil
Shweta Patwari (DIN : 06935613)	Non-Executive Director	Nil	Nil
Pukhraj Lunkar	Non-Executive & Independent Director	1. PRL Stock & Shares Brokers Private Limited 2. PRL Investment Advisors Private Limited 3. Impetus Financial Services Private Limited	Nil

None of the Non-Executive Directors have any pecuniary relationship or transaction with the Company in their personal capacity.

### 3. Board Meetings:

During the financial year ended 6 (Six) Board Meetings were held. The days on which Board meetings were held are 30.05.2015, 09.06.2015, 30.07.2015, 01.10.2015, 09.11.2015 and 13.02.2016.

## BIJOY HANS LIMITED

Attendance of the Directors at the Board meetings (8) and last Annual General Meeting:

Directors	Attendance Particulars		No. of Extra Ordinary General Meeting Attended
	Board Meetings	Last AGM	
Ashok Kumar Patawari	6	Yes	-
Ashim Kumar Patawari	6	Yes	-
Raj Kumar Harlalka	6	Yes	-
Shweta Patawari	5	Yes	-
Pukhraj Lunkar	2	Yes	-

#### 4. Meetings of Independent Directors:

One meeting of the independent directors was held during the year without the presence of the Executive or management personnel. Such meeting is conducted informally to enable Independent Directors to discuss matters, *inter-alia*, pertaining to the company's affairs and put forth their views to the Chairman.

#### 5. Audit Committee:

The Board of Directors has constituted an Audit Committee which consists of three Non-Executive Directors of whom one is the Independent Director.

The Audit committee reviews the Company's financial reporting process, disclosure norms, internal control systems, risk management policies, accounting policies and practices as well as quarterly, half yearly financial statements. It recommends appointment of Statutory Auditors fixes audit fees and reviews internal control system, scope of observations of the auditors and adequacy of the internal audit function.

The members of the Audit committee met 4 (Four) times on 30.05.2015, 31.07.2015, 09.11.2015 and 13.02.2016 during the financial year ending 31<sup>st</sup> March, 2016. The Composition of the members are as under:

Name of the Member	Status	No. of Audit Committee Meetings	
		Held	Attended
Raj Kumar Harlalka	Chairman	4	4
Ashim Kumar Patawari	Member	4	3
Shweta Patawari	Member	4	2
Pukhraj Lunkar	Member	4	2

#### 6. Nomination & Remuneration Committee:

The Board of Directors has constituted the Nomination & Remuneration Committee which consists of three Non Executive Director of whom one is the Independent Director. The remuneration payable to the Managing Director as recommended by the remuneration committee is determined by the Board subject to the approval of the shareholders.

#### 7. Shareholders/Investors Grievance Committee:

The Committee has been formed to specifically look into shareholders and/or investors complaints. The Board has delegated the authority to approve the transfer/transmission of shares, issue of duplicate share certificate etc. to this Committee of Directors. The Committee would

## BIJOY HANS LIMITED

ensure that the grievances of the investors are attended to promptly besides taking pro-active actions for high level of investor services. The members of the Shareholders/Investors Grievance committee met once on 25.03.2016 during the financial year ending 31<sup>st</sup> March, 2016.

The details of the composition of the Committee and attendance of the members at the meeting are as under:

Name of the Member	Status	No. of Committee Meetings	
		Held	Attended
Raj Kumar Harlalka	Chairman	1	1
Ashim Kumar Patawari	Member	1	1
Pukhraj Lunkar	Member	1	1

There being no complaints received during the period under review, the Committee reviewed the existing procedures for attending to complaints as and when they may arise.

### 8. General Body Meeting:

The last three Annual General Meeting were held at Registered Office of the Company at H P Brahmachari Road, Rehabari, Guwahati 781 008 as per the details given below:

	YEAR	DATE OF AGM	DAY	TIME
Twenty Eight AGM	2013	30/09/2013	Monday	11 AM
Twenty Ninth AGM	2014	30/09/2014	Tuesday	11 AM
Thirteenth AGM	2015	30/12/2015	Wednesday	10 AM

No special resolution was put through postal ballot last year and the Company does not propose to pass any special resolution through postal ballot process this year.

### 9. Disclosures:

There were no materially significant related party transactions which had potential conflict with the interest of the company at large. Suitably disclosure as required by the Accounting Standards (AS-18) – Related Party Transactions, has been made in the Annual Report.

The Company has complied with all the requirements of the listing agreement with the stock exchanges as well as the regulations of SEBI. No penalties or strictures have been imposed on the Company by the stock exchanges or any other statutory authority on any matters related to capital market during the last 3 years.

The CEO (Managing Director) and the CFO (Chief Financial Officer) has furnished a certificate to the Board for the year ended 31<sup>st</sup> March, 2016 in terms of Regulation 17(8) read with Part B of Schedule II of the Listing Regulations.

### 10. Means of Communication:

The Company publishes its annual, half yearly and quarterly results in the leading newspapers. The Quarterly and Annual Financial Results of the Company are furnished to the Stock Exchanges as per the requirements of the Listing Agreement.

# BIJOY HANS LIMITED

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## 11. General Shareholders Information:

- a) The Thirty-First Annual General Meeting of the company will be held on 20<sup>th</sup> September, 2016 at 11.00 AM at the Registered Office of the Company at H P Brahmachari Road, Rehabari, Guwahati 781 008.
- b) i) The financial year of the Company is from 1<sup>st</sup> April to 31<sup>st</sup> March.
- ii) Quarterly Results:-
- |                                 |                           |
|---------------------------------|---------------------------|
| Quarter ended on June 2016      | last week of July 2016    |
| Quarter ended on September 2016 | last week of Oct 2016     |
| Quarter ended on December 2016  | last week of January 2017 |
| Quarter ended on March 2017     | last week of May 2017     |
- c) Date of Book Closure: From 14.09.2016 to 20.09.2016
- d) The Shares of the Company are listed on the following exchanges:
- BSE Ltd, Mumbai Scrip Code: 524723  
The Calcutta Stock Exchange Association Ltd (application pending for delisting)
- e) **Market price detail:**  
The Equity Shares of the Company are not traded and hence the market price data are not available.
- f) **Registrars and Share Transfer Agent:**  
M/s Niche Technologies Pvt Ltd  
D-511, Bagree Market, 5<sup>th</sup> Floor  
71 B R B Basu Road,  
Kolkata 700 001 (West Bengal)  
Tel: 033 322357271/22343576  
Fax: 033 2215 6823  
e-mail: nichetechpl@nichetechpl.com
- g) **Share Transfer system:**  
The shares, in physical form received for transfer are processed and transfers effected generally within a period of 10 days from the date of receipt, provided the documents are valid and complete in all respects. Physical shares for demat are received by the Registrar & Transfer Agents and processed within the stipulated time. The authority for approving Share Transfers are delegated to the share transfer committee.
- h) **Dematerialization:**  
3.13 percent of the Company's paid up capital is held in demat form as on 31<sup>st</sup> March, 2016. Trading in the shares of the company is permitted only in demat form for all investors. The Company has signed agreements with National Securities Depository Limited and Central Depository Services (India) Limited to offer depository services for the company. The International Securities Identification Number (ISIN) of the Company, as allotted by NSDL and CDSL, is INE491D01017.

## BIJOY HANS LIMITED

### i) Distribution of Shareholdings as on 31<sup>st</sup> March, 2016

No. of Equity Shares Held	No. of Shareholders	% of Shareholders	No. of Shares	% of Share Holdings
Upto 500	1814	56.71	659307	21.98
501-1000	912	28.51	741800	24.73
1001-5000	411	12.85	763714	25.46
5001-10000	37	1.16	241400	8.05
10001-50000	23	0.71	392000	13.07
50001-100000	1	0.03	63500	2.12
100001 & Above	1	0.03	138300	4.61
<b>TOTAL</b>	<b>3199</b>	<b>100.00</b>	<b>3000021</b>	<b>100.00</b>

### j) Shareholding Pattern as on 31<sup>st</sup> March, 2016

Category of Holdings	No. of Shares held	Percentage (%)
Indian Promoters/Persons Acting in Concert	232300	7.74
Foreign Promoters	-	-
Financial Institutions/Banks/Mutual Funds	-	-
Resident Individuals & Corporates	2767721	92.26
<b>TOTAL</b>	<b>3000021</b>	<b>100.00</b>

11. **Address for correspondence:** Bijoy Hans Limited  
H P Brahmachari Road, Rehabari  
Guwahati 781 008 (Assam)

12. **Compliance Officer:** Ashok Kumar Patawari  
Bijoy Hans Limited  
H P Brahmachari Road, Rehabari  
Guwahati 781 008 (Assam)

### CERTIFICATE OF COMPLIANCE WITH THE CODE OF CONDUCT

As provided under Regulation 34(3) read with Schedule V of the Listing Regulations relating to Corporate Governance with the Stock exchanges, all the Board Members and the senior management personnel of the Company have affirmed compliance with the company's code of conduct during the financial year 2015-16.

Place : Guwahati  
Date : 29/07/2016

For **BIJOY HANS LIMITED**

(Ashok Kumar Patawari)  
Managing Director



## BIJOY HANS LIMITED

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### **CERTIFICATE BY MD AND CFO IN TERMS OF REGULATION 17(8) READ WITH PART B OF SCHEDULE II OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

To,

**The Board of Directors  
Bijoy Hans Limited**

- a. We have reviewed the financial statements and the cash flow statement of the Company for the financial year ended March 31, 2016 and that to the best of our knowledge and belief:
  - i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - ii) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the period, which are fraudulent, illegal or violate of the Company's code of conduct.
- c. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which I am aware and the steps I have taken or propose to take to rectify these deficiencies.
- d. We have indicated to the auditors and Audit Committee:
  - i) Significant changes in internal control over financial reporting during the year;
  - ii) Significant changes in accounting policies during the year and the same have been disclosed in the notes to the financial statements and
  - iii) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

Date : 29/07/2016

Place : Guwahati

**Richi Patawari**  
Chief Financial Officer

**Ashok Kumar Patawari**  
Managing Director

## **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

### **INDUSTRY STRUCTURE AND DEVELOPMENT:**

Your Company is mainly engaged in the business of trading in bulk drugs, pharmaceutical raw materials and investment. The years ahead will be decisive for the pharmaceutical industry with only cost effective companies surviving. Development of markets with great emphasis on penetration of the rural markets is the need of the hour. Since health care is dependent of the people served, India's huge population of more than a billion people represents a big opportunity. The middle income group in this vast base is also as large as 300 million.

### **INDUSTRY OPPORTUNITIES, THREATS, RISKS AND CONCERNS:**

In the recent past, this industry has remained stagnant with the market demand showing remote possibilities of hiking in the near future. Moreover, the increase in the number of players in this industry has arisen a situation of cut throat competition and "survival of the fittest". The industry is facing a tough competition in price from neighbouring countries like China who is exporting the basic raw materials required by the pharmaceutical industries at very low price in comparison to domestic prices.

### **COST AND PROFITABILITY:**

Since the industry is facing an intense price pressure, the company has been working towards increasing its volumes and reducing costs in order to increase profitability.

### **INTERNAL CONTROL SYSTEM AND THEIR ADEQUACIES:**

Internal audit is conducted by the Internal Audit team and the internal auditors who cover all avenues which the Company has explored. The day to day operations of the Company are being looked after by the Managing Director. The Company has the following committees to overview the operations ;

- a) Audit Committee of the Board of Directors
- b) Shareholders/Investors Grievance Committee

The Company has adequate internal control system, procedures, checks designed to provide reasonable assurance on achievement of the objective relating to efficiency and effectiveness of operations, reliability of financial reporting and compliance with the applicable laws and regulations.

### **DISCUSSION ON THE FINANCIAL AND OPERATIONAL PERFORMANCE:**

During the financial year the total revenue was Rs. 69.98 lacs (PY Rs. 64.44 lacs). The Profit/(Loss) was Rs (0.55 lacs) (PY Rs.0.61 lacs).

### **HUMAN RESOURCE:**

Human Resource are a highly valued asset at Bijoy Hans Limited. The company seeks to attract, retain and nurture technical and managerial talent in its operations to create, sustain and enhance an environment that brings out the best in our people with emphasis on learning, training, development and career progression.

### **STATEMENT:**

Certain statements in this report relating to Company's objectives, projections, estimates and expectations may be "forward looking statements" within the meaning of applicable laws and regulations. Actual results may be different from what has been envisaged.

# BIJOY HANS LIMITED

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## AUDITORS' CERTIFICATE

TO THE MEMBERS OF BIJOY HANS LIMITED, GUWAHATI

We have examined the compliance of conditions of Corporate Governance by **Bijoy Hans Limited**, having its registered office at Brahmachari Road, Rehabari, Guwahati, for the year ended on 31<sup>st</sup> March 2016, as stipulated in Clause 49 of the Listing Agreements of the said company with the Stock Exchanges for the period 1<sup>st</sup> April, 2015 to 30<sup>th</sup> November, 2015 and as per relevant provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as referred to in Regulation 15(2) of the Listing Regulations for the period 1<sup>st</sup> December, 2015 to 31<sup>st</sup> March, 2016.

The compliance of conditions of Corporate Governance is the responsibility of the company's management. Our examination was limited to a review of procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Listing Agreement/ Listing Regulations as applicable during the year ended 31<sup>st</sup> March, 2016.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **MOHANLAL SHARMA & CO.**  
*CHARTERED ACCOUNTANTS*  
FIRM REGISTRATION NO. 323282E

Guwahati  
The 30<sup>th</sup> day of May, 2016

**(SUNIL SHARMA)**  
PARTNER  
M. No.057307

**INDEPENDENT AUDITORS' REPORT**

To  
The Members of  
**BIJOY HANS LIMITED**

**Report on the Standalone Financial Statements**

We have audited the accompanying standalone financial statements of BIJOY HANS LIMITED ('the Company'), which comprise the Balance Sheet as at 31 March 2016, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

**Management's Responsibility for the Standalone Financial Statements**

The Management is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ('the Act') with respect to the preparation and presentation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

**Auditors' Responsibility**

Our responsibility is to express an opinion on these standalone 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 there under.

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the standalone financial statements. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the standalone financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the

# BIJOY HANS LIMITED

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appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the standalone financial statements.

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

## **Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2016 and its Statement of profit and loss, of the (*loss*) for the year ended on that date and its cash flows for the year ended on that date.

## **Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2016 ('the Order') issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, we give in the Annexure A, a statement on the matters specified in the paragraph 3 and 4 of the order.
2. As required by Section 143 (3) of the Act, we report that :
  - a. we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - b. in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - c. the Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
  - d. in our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
  - e. on the basis of the written representations received from the directors as on 31 March 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2016 from being appointed as a director in terms of Section 164 (2) of the Act;
  - f. with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in 'Annexure B'; and

## BIJOY HANS LIMITED

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- g. with respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us :
- i. the Company does not have any pending litigations which would impact its financial position.
  - ii. the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There were no amount which is required to be transferred to the Investor Education and Protection Fund by the Company.

For **MOHANLAL SHARMA & CO.**  
*CHARTERED ACCOUNTANTS*  
FIRM REGISTRATION NO. 323282E

Guwahati  
The 30<sup>th</sup> day of May, 2016

**(SUNIL SHARMA)**  
PARTNER  
M. No.057307

**Annexure B to the Auditors' Report**

**Report on the Internal Financial Controls under Clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 ('the Act')**

We have audited the internal financial controls over financial reporting of Bijoy Hans Limited ('the Company') as of 31 March 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

**Management's Responsibility for Internal Financial Controls**

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

**Auditors' Responsibility**

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

**Meaning of Internal Financial Controls over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

- (1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the Company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Company are being made only in accordance with authorizations of the Management and directors of the Company; and
- (3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

**Inherent Limitations of Internal Financial Controls Over Financial Reporting**

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

**Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **MOHANLAL SHARMA & CO.**  
*CHARTERED ACCOUNTANTS*  
FIRM REGISTRATION NO. 323282E

Guwahati  
The 30<sup>th</sup> day of May, 2016

**(SUNIL SHARMA)**  
PARTNER  
M. No.057307



# BIJOY HANS LIMITED

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## **ANNEXURE A TO THE AUDITORS' REPORT REFERRED TO IN PARAGRAPH 1 UNDER 'REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS' OF OUR REPORT OF EVEN DATE TO THE MEMBERS OF 'BIJOY HANS LIMITED', GUWAHATI FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2016**

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

- 1) In respect of its Fixed Assets:
  - (a). The Company has maintained proper records showing full particulars and situation of fixed assets.
  - (b). All the Fixed Assets of the Company have been physically verified by the management during the year and no material discrepancies were noticed on such verification.
  - (c) Yes, the title deed of Immovable Properties is registered in the name of the Company held during the year.
- 2) The Inventory has been physically verified by the management during the year. In our opinion the frequency of verification is reasonable; no material discrepancies were noticed on physical verification of inventory, as reported by the management of the Company.
- 3) The Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the Register maintained under Section 189 of the Act.
- 4) The Provisions of section 185 and 186 of the Companies Act 2013 are not applicable to the Company, as Company has no Loans, Investment and Guarantees.
- 5) The Company has not accepted any deposits from the public hence the directives issued by Reserve Bank of India and the provisions of Section 73, 74, 75 & 76 or any other relevant provisions of the Act.
- 6) As informed to us, the Central Government has not prescribed maintenance of cost accounts and records thereof under section 148(1) of the Act for the Company, as it is engaged in trading activities only.
- 7) According to the information and explanations given to us and the records of the Company's Branch examined by us, in our opinion, the Company's Branch is regular in depositing the undisputed statutory dues including VAT, CST, INCOME TAX etc. with the statutory authorities. There is no statutory dues e.g. VAT, CST, INCOME TAX etc., as at 31/03/2016, which have not been deposited on account of any dispute.
- 8) According to the records of the Company examined by us and the information and explanation given to us, the Company has not obtained any financial assistance from any financial institution.
- 9) The reporting requirement under this clause is not applicable under Company .
- 10) The Company has not been involved in any kind of frauds nor any such fraud on the Company has been done by its officers or employees as reported to us by the management of the Company.
- 11) According to the records of the Company examined by us and the information and explanation given to us, the Company does not provide for any managerial remuneration under section 197 read with Schedule V of the Companies Act 2013.

## BIJOY HANS LIMITED

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- 12) The requirements relating to NIDHI Company are not applicable.
- 13) According to the records of the Company examined by us and the information and explanation given to us, the transaction with related party are in compliance with section 177 & 188 of the Companies Act, 2013 and the details have been disclosed in the Financial statements as required by applicable accounting standards.
- 14) The reporting requirement under this clause is not applicable under Company.
- 15) In our opinion, the Company has not entered into any such non-cash transactions with directors or the persons connected with him under the provisions of section 192 of the Companies Act, 2013.
- 16) The requirement under this clause is not applicable.

For **MOHANLAL SHARMA & CO.**  
*CHARTERED ACCOUNTANTS*  
FIRM REGISTRATION NO. 323282E

Guwahati  
The 30<sup>th</sup> day of May, 2016

(**SUNIL SHARMA**)  
PARTNER  
M. No.057307

**BIJOY HANS LIMITED**  
**GUWAHATI**

**BALANCE SHEET AS AT 31<sup>st</sup> MARCH, 2016**

PARTICULARS	NOTE NO.	( )	As at 31 <sup>st</sup> March, 2016	( )	As at 31 <sup>st</sup> March, 2015
<b><u>EQUITY AND LIABILITIES</u></b>					
( ) ( ) ( ) ( )					
<b><u>SHARE HOLDERS' FUND</u></b>					
SHARE CAPITAL	2	30,000,210		30,000,210	
RESERVE & SURPLUS	3	<u>16,981,381</u>		<u>17,519,940</u>	
			46,981,591		47,520,150
<b><u>NON-CURRENT LIABILITIES</u></b>					
<b><u>CURRENT LIABILITIES</u></b>					
a) Trade Payables	4	208,768		198,469	
b) Short Term Provisions		<u>-</u>		<u>-</u>	
			208,768		198,469
		TOTAL	<u><u>47,190,359</u></u>		<u><u>47,718,619</u></u>
<b><u>ASSETS</u></b>					
<b><u>NON-CURRENT ASSETS</u></b>					
FIXED ASSETS					
i) Tangible Assets	5	8,603,773		8,733,497	
NON CURRENT INVESTMENTS	6	1,929,962		1,929,962	
LONG TERM LOANS & ADVANCES	7	35,140		35,140	
DEFERRED TAX ASSETS	8	<u>333,875</u>		<u>319,534</u>	
			10,902,750		11,018,133
<b><u>CURRENT ASSETS</u></b>					
a) Inventories		1,010,487		775,206	
b) Cash & Cash Equivalents	9	29,388,256		31,542,812	
c) Trade Receivables	10	737,359		756,748	
d) Short Term Advances	11	1,532,325		16,365	
e) Other Current Assets	12	<u>3,619,182</u>		<u>3,609,355</u>	
			36,287,609		36,700,486
		TOTAL	<u><u>47,190,359</u></u>		<u><u>47,718,619</u></u>
SIGNIFICANT ACCOUNTING POLICIES	1				

*The accompanying notes are integral part of the Financial Statements.*

In terms of our report of even date.  
for **MOHANLAL SHARMA & CO.**  
CHARTERED ACCOUNTANTS  
Firm Registration No.323282E

For and on behalf of the Board

(Ashok Kumar Patawari, Mng.Director)

**(SUNIL SHARMA)**

Guwahati

PARTNER

The 30th day of May, 2016

(Ashim Kumar Patawari, Director)

M.No.:057307

**BIJOY HANS LIMITED**  
GUWAHATI

**STATEMENT OF PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2016**

PARTICULARS	NOTE NO.	YEAR ENDED 31.03.2016	YEAR ENDED 31.03.2015
<b>I. REVENUE</b>		( )	( )
Revenue from Operation	13	4,249,057	3,533,738
Other Income	14	2,749,863	2,910,288
<b>II. TOTAL REVENUE</b>		6,998,920	6,444,026
<b>III. EXPENSES</b>			
Purchase of Stock-In-Trade		3,122,821	2,559,785
Changes in Inventories of Goods in Trade	15	(250,281)	(116,139)
Employee Benefit Expenses	16	1,261,000	1,119,350
Depreciation	5	742,820	869,202
Finance Cost	17	8,088	5,411
Other Expenses	18	2,667,372	2,067,522
<b>IV. TOTAL EXPENSES</b>		7,551,820	6,505,131
<b>V. PROFIT/(LOSS) BEFORE EXCEPTIONAL ITEMS AND TAX (III-IV)</b>		(552,900)	(61,105)
<b>VI. EXCEPTIONAL ITEMS</b>		-	-
<b>VII. PROFIT/(LOSS) BEFORE TAX (V-VI)</b>		(552,900)	(61,105)
<b>VIII. TAX EXPENSE</b>			
Current Tax		-	-
Deferred Tax Benefit		(14,341)	(82,665)
<b>IX. PROFIT FOR THE YEAR (VII-VIII)</b>		(538,559)	21,560
<b><u>EARNING PER SHARE</u></b> (Basic)		-0.18	0.01

SIGNIFICANT ACCOUNTING POLICIES 1

*The accompanying notes are integral part of the Financial Statements.*

NOTES FORMING PART OF THE FINANCIAL STATEMENTS 1 ~ 18

In terms of our report of even date  
for **MOHANLAL SHARMA & CO.**  
CHARTERED ACCOUNTANTS  
*Firm Registration No.323282E*

For and on behalf of the Board

(Ashok Kumar Patawari, Mng.Director)

**(SUNIL SHARMA)**  
PARTNER  
M.No.:057307

Guwahati  
The 30th day of May, 2016

(Ashim Kumar Patawari, Director)

**BIJOY HANS LIMITED**  
**GUWAHATI**

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2016**

	2015-16	2014-15
<b><u>A. CASH FLOW FROM OPERATING ACTIVITIES</u></b>		
Net Profit before Tax, Extraordinary Items and Interest	(552,900)	(61,105)
<i>Adjustments for :</i>		
Depreciation	742,820	869,202
Dividend	(5,652)	(3,784)
Profit on Sale of Mutual Fund	-	(253,609)
<b>Operating Profit before change in Working Capital</b>	<b>184,268</b>	<b>550,704</b>
<i>Adjustments for :</i>		
Long term Advances	-	-
Non Current Investment	-	499,999
Inventories	(235,281)	(201,139)
Trade receivables	19,389	212,055
Other Current Assets	(9,827)	1,026,349
Short term Loans & Advances	(1,515,960)	(2,650)
Current Liabilities	10,299	19,221
Provision for Taxation	-	(813,324)
<b>Cash generated from Operations</b>	<b>(1,547,112)</b>	<b>1,291,215</b>
<b><u>B. CASH FLOW FROM INVESTING ACTIVITIES</u></b>		
Fixed Assets Purchased	(727,500)	(108,990)
Value of Fixed Assets Sold	114,404	-
Profit on Mutual Fund Sold	-	253,609
Dividend Received	5,652	3,784
<b>Net Cash used in Investing Activities</b>	<b>(607,444)</b>	<b>148,403</b>
<b><u>C. CASH FLOW FROM FINANCING ACTIVITIES</u></b>		
<b>Net Cash from Financing Activities</b>	Nil	Nil
<b>NET INCREASE/(DECREASE) IN CASH &amp; CASH EQUIVALENTS (A+B+C)</b>	<b>(2,154,556)</b>	<b>1,439,618</b>
Cash & Cash Equivalents at the beginning of the Year	31,542,812	30,103,194
Cash & Cash Equivalents at the end of the Year	29,388,256	31,542,812

The cash flow statement has been prepared under the Indirect Method as set out in the Accounting Standard 3-"Cash Flow Statements".

In terms of our report of even date.  
for **MOHANLAL SHARMA & CO.**  
CHARTERED ACCOUNTANTS  
Firm Registration No.323282E

***For and on behalf of the Board***

(Ashok Kumar Patawari, Mng.Director)

**(SUNIL SHARMA)**  
**PARTNER**  
M.No.: 057307

Guwahati  
The 30th day of May, 2016

(Ashim Kumar Patawari, Director)

**NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH,2016**

**1 SIGNIFICANT ACCOUNTING POLICIES :**

**1.1 Basis of Accounting**

The financial statements have been prepared to comply in all material aspects with the applicable accounting principles in India, the applicable accounting standards notified under section 133 of the Companies Act 2013 and other relevant provisions thereof. The accounts of the company are prepared under the historical cost convention using the accrual method of accounting. The accounting policies applied for preparing the financial statements are consistent with those of the previous year.

**1.2 Revenue Recognition**

Sales are recognised upon raising of invoice and transfer of significant risk and rewards of the ownership to the buyer. Interest income is accounted for on accrual basis. Dividend income on investments is accounted for when the right to receive the payment is established.

**1.3 Expenditure**

Expenses are accounted for on accrual basis and provision is made on estimate for all known liabilities and losses.

**1.4 Fixed Assets**

Fixed assets are stated at cost less accumulated depreciation. The company capitalises all direct costs relating to the acquisition and installation of fixed assets. Depreciation on fixed assets is provided on WDV method on pro rata basis at the rates specified in the schedule II of the Companies Act 2013. At each balance sheet date the company reviews the carrying value of its Fixed assets for any possible impairment. No impairment was observed during the year under review.

**1.5 Inventories**

Inventories are Valued at Cost or Net Realisable Value whichever is lower on FIFO basis.

**1.6 Investment**

Investments are long term- non current investment. These are stated at cost of acquisition. Any diminution in value, which is of permanent nature is recognised by charging the estimated loss to the statement of Profit and loss. Any diminution in value of temporary nature is not recognised.

**1.7 Employee Benefits**

The provisions of the PF and ESI Act are not applicable to the company as the number of employees are below the prescribed statutory limit. Termination benefits are recognised as an expense as and when incurred.

**1.8 Taxation**

Current tax is the amount of tax payable in respect of taxable income for the year as determined in accordance with provisions of the Income tax Act 1961 as applicable for the year.

Deferred tax is recognised on timing difference, being the difference between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods.

**1.9 Cash and Cash Equivalents**

Cash and cash equivalents includes cash in hand, demand deposits with banks and other short term highly liquid investments with original maturities of three months or less.

**1.10 Earnings Per Share**

Basic earnings per share is calculated by dividing the net profit for the period attributable to the shareholders by weighted average number of equity shares outstanding during the period.

**1.11 Others**

a) The figures for the previous year have been regrouped/ rearranged, wherever necessary, to make them compatible and comparable to the figures for the current year, which are grouped as per requirement of the Schedule III to the Companies Act 2013.

b) Contingent liabilities are recognised and disclosed when there is a possible present obligation arising from a past event which may result in estimatable outflow of resources to settle the obligation in terms with the requirement of Accounting Standard -29. However, there were no such liabilities.

c) Accounting policies not specifically referred to otherwise, are consistent and in consonance with generally accepted accounting principles.

**BIJOY HANS LIMITED**  
**GUWAHATI**

**NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH, 2016**

	<b>As at 31.3.2016 (<sup>^</sup>)</b>	<b>As at 31.3.2015 (<sup>^</sup>)</b>
<b>NOTE '2' : <u>SHARE CAPITAL</u></b>		
<u>AUTHORISED SHARE CAPITAL</u>		
32,50,000 Equity shares of Rs.10/- each <i>[Previous Year: 32,50,000 Equity shares of Rs.10/- each]</i>	32,500,000	32,500,000
 <u>ISSUED, SUBSCRIBED &amp; PAID UP:</u>		
3000021 Equity shares of Rs.10/- each fully paid up <i>[Previous Year 3000021 Equity shares of Rs.10/- each fully paid up]</i>	30,000,210	30,000,210
<b>TOTAL `</b>	<b>30,000,210</b>	<b>30,000,210</b>

*i) Reconciliation of the number of shares and amount outstanding*

<u>PARTICULARS</u>	As st 31st March, 2016		As st 31st March, 2015	
	<u>No. of shares</u>	<u>Amount</u>	<u>No. of shares</u>	<u>Amount</u>
Balance at the beginning/end of the year	3,000,021	30,000,210	3,000,021	30,000,210

*ii) None of share holder has been holding more than 5% of aggregate shares in the company during the year as well as during preceding year.*

**NOTE '3' : RESERVE & SURPLUS**

a) Surplus in statement of Profit and Loss

Balance as per last account	17,519,940	17,500,979
<u>Add:</u> Profit/(Loss) for the year	(538,559)	21,560
<u>Less :</u> Adjustment for Depreciation	0	2,599
<b>TOTAL `</b>	<b>16,981,381</b>	<b>17,519,940</b>

*Note: The change in method of depreciation on adoption of new schedule II of the Companies Act, 2013 required adjustment of Carrying value of Assets. The resulting net difference arising of opening W.D.V. has been adjusted from Reserves & Surplus.*

**NOTE '4' : CURRENT LIABILITIES**

a) Trade Payables

For Expenses & Others.	171,744	171,961
Statutory Dues	37,024	26,508
	208,768	198,469

b) Short Term Provision

For Income Tax	-	-
	-	-
<b>TOTAL `</b>	<b>208,768</b>	<b>198,469</b>

Amounts due to MSME and Small Scale Industrial Undertakings-- NIL.

**BIJOY HANS LIMITED**  
**GUWAHATI**

**NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH,2016**

**NOTE '5': FIXED ASSETS**

PARTICULARS	GROSS BLOCK				DEPRECIATION					NET BLOCK	
	AS AT 01.04.2015	ADDITIONS/ TRANSFER DURING THE YEAR	SOLD/IMPAIRED DURING THE YEAR	AS AT 31.03.2016	UPTO 31.03.2015	FOR THE YEAR ENDED 31.03.2016	EXCESS DEPRECIATION ALREADY CHARGED	DEPRECIATION ADJUSTED WITH GENERAL RESERVE	UPTO 31.03.2016	AS AT 31.03.2016	AS AT 31.03.2015
<b>TANGIBLE ASSETS:</b>											
<b>(OWN ASSETS)</b>											
Property at Jaipur (freehold)	2,677,770	-	-	2,677,770	-	-	-	-	-	2,677,770	2,677,770
Office Premises at Malad,Mumbai	6,583,270	-	-	6,583,270	1,736,831	235,537	-	-	1,972,368	4,610,902	4,846,439
Furniture & Fixture at Malad Office	1,122,305	-	-	1,122,305	844,936	91,338	-	-	936,274	186,031	277,369
Furniture & Fixtures	636,604	-	-	636,604	518,012	27,252	-	-	545,264	91,340	118,592
Typewriter	19,033	-	-	19,033	18,081	-	-	-	18,081	952	952
Refrigerator	97,955	-	-	97,955	93,057	-	-	-	93,057	4,898	4,898
Fax Machine	73,976	-	-	73,976	70,277	-	-	-	70,277	3,699	3,699
Computer	257,433	-	-	257,433	241,234	3,327	-	-	244,561	12,872	16,199
Air Conditioner	187,973	-	-	187,973	142,432	21,959	-	-	164,391	23,582	45,541
Maruti Car (Esteem)	531,120	-	-	531,120	504,564	-	-	-	504,564	26,556	26,556
Honda civic car	754,971	-	-	754,971	477,174	91,423	-	-	568,597	186,374	277,797
Chevrolet Spark car	291,390	-	-	291,390	184,171	35,286	-	-	219,457	71,933	107,219
Hyundai i20 Car	607,000	-	607,000	-	467,431	25,165	-	-	492,596	-	139,569
Verna Car	756,879	-	-	756,879	686,485	32,099	-	-	718,584	38,295	70,394
Electrical Installation	113,735	-	-	113,735	108,048	-	-	-	108,048	5,687	5,687
Television	47,190	-	-	47,190	25,007	10,131	-	-	35,138	12,052	22,183
EPABX	27,000	-	-	27,000	25,650	-	-	-	25,650	1,350	1,350
Mobile Phone	160,152	-	-	160,152	90,839	35,552	-	-	126,391	33,761	69,313
Laptop HP	25,500	-	-	25,500	3,530	16,106	-	-	19,636	5,864	21,970
Car (Xcent)	-	727,500	-	727,500	-	117,645	-	-	117,645	609,855	-
<b>TOTAL</b>	<b>14,971,256</b>	<b>727,500</b>	<b>607,000</b>	<b>15,091,756</b>	<b>6,237,759</b>	<b>742,820</b>	<b>-</b>	<b>-</b>	<b>6,980,579</b>	<b>8,603,773</b>	<b>8,733,497</b>
<i>Figures for the previous year</i>	<i>14,862,266</i>	<i>108,990</i>	<i>-</i>	<i>14,971,256</i>	<i>5,365,958</i>	<i>869,202</i>	<i>(40,481)</i>	<i>43,080</i>	<i>6,237,759</i>	<i>8,733,497</i>	<i>9,496,308</i>

i) Fixed Assets are valued at cost of acquisition as reduced by depreciation.

ii) Depreciation is provided on pro-rata basis, under the WDV value method in accordance with the rates specified in Schedule II to the Companies Act, 2013.



**BIJOY HANS LIMITED**  
**GUWAHATI**

**NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH,2016**

	<b>As at 31.3.2016</b>	<b>As at 31.3.2015</b>
<b><u>NOTE '6' : NON CURRENT INVESTMENTS</u></b>	( )	( )
<i>Long-term (At Cost )</i>		
<b>A. QUOTED SHARES</b>		
GMR Infra Ltd. (2000 Shares of Rs 1/- ; Previous year : 2000 shares)	227,215	227,215
ISI Bars Ltd. (5000 Shares of Rs1/- ; Previous year : 5000 shares)	172,820	172,820
Power Grid Ltd. (1000 Shares of Rs10/- ; Previous year : 1000 shares)	145,230	145,230
Religare Ltd. (250 Shares of Rs10/- ; Previous year : 250 shares)	161,213	161,213
Reliance industries Ltd (124 Shares of Rs.10/- ; Previous year : 124 shares )	225,170	225,170
Ruby Mills Ltd. (200 Shares of Rs.10/- ; Previous year : 200 shares)	206,714	206,714
Tata Tele Services Ltd. (5000 Shares of Rs.10/- ; Previous year : 5000 shares)	291,600	291,600
TOTAL (A)	1,429,962	1,429,962
<b>B. BONDS</b>		
Indian Railways Finance Corporation <i>(Tax Free Bonds)</i>	500,000	500,000
TOTAL (B)	500,000	500,000
<b>TOTAL NON CURRENT INVESTMENTS (A+B )</b>	<b>1,929,962</b>	<b>1,929,962</b>
<i>Fair Market Value of Quoted Investments</i>	531,663	476,844
<i>The diminution in the market value is temporary in nature due to market volatility, hence not recognised.</i>		

**NOTE '7' : LONG-TERM LOANS AND ADVANCES**

*(Unsecured and Considered Good)*

Security Deposits	35,140	35,140
TOTAL	35,140	35,140

**NOTE '8' : DEFERRED TAX ASSET**

Deferred Tax asset on Timing difference between book and tax depreciation	333,875	319,534
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**BIJOY HANS LIMITED**  
**GUWAHATI**

**NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH,2016**

<b><u>NOTE '9' : CASH AND CASH EQUIVALENTS</u></b>	<b>As at 31.3.2016</b>	<b>As at 31.3.2015</b>
	( ` )	( ` )
Cash in hand	372,236	319,889
<b>Balances with Scheduled Banks :</b>		
In Current Accounts	1,824,965	2,560,031
In Term Deposit Account	25,847,677	28,347,677
Accrued Interest on TD	1,343,378	315,215
<b>TOTAL `</b>	<b><u>29,388,256</u></b>	<b><u>31,542,812</u></b>

*The interest accrued on term deposit is payable along with the maturity of the deposit, which is due within 12 months, hence the same has been considered as cash equivalent.*

**NOTE '10' : TRADE RECEIVABLE**

*(unsecured; Considered Good)*

Outstanding for a period exceeding six

months from due date

Others

38,983

698,376

737,359

48,433

708,315

756,748

**NOTE '11' : SHORT TERM ADVANCES**

*(Unsecured and Considered Good)*

Altarsri Pvt. Ltd.

S. P. Electricals

Prepaid Expenses

25,000

1,500,000

7,325

**TOTAL `**

1,532,325

-

-

16,365

16,365

**NOTE '12' : OTHER CURRENT ASSETS**

*(Unsecured and Considered Good)*

Income Tax

Other Advances

526,358

3,092,824

**TOTAL `**

3,619,182

525,813

3,083,542

3,609,355

**NOTE '13' : REVENUE FROM OPERATION**

Sale of Medicines

4,249,057

4,249,057

3,533,738

3,533,738

**NOTE '14' : OTHER INCOME**

Interest received / accrued on deposits

Dividend from Shares

Profit on sale of Fixed Assets

Profit on Sale of Mutual Fund

Round Off

2,680,835

5,652

63,374

-

2

**TOTAL `**

2,749,863

2,652,895

3,784

-

253,609

-

2,910,288

**BIJOY HANS LIMITED**  
**GUWAHATI**

**NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH,2016**

	<b>for the year ended on 31.3.2016</b>	<b>for the year ended on 31.3.2015</b>
<b><u>NOTE '15' : CHANGES IN INVENTORIES OF STOCK IN TRADE</u></b>		
Opening Stock	540,206	424,067
Closing Stock	790,487	540,206
	(250,281)	(116,139)
<b><u>NOTE '16' : EMPLOYEE BENEFIT EXPENSES</u></b>		
Salaries	1,164,000	1,020,000
Bonus	97,000	84,000
Staff Welfare Expenses	0	15,350
TOTAL `	1,261,000	1,119,350
<b><u>NOTE '17' : FINANCE COST</u></b>		
Bank Charges	8,088	5,411
TOTAL `	8,088	5,411
<b><u>NOTE '18' : OTHER EXPENSES</u></b>		
Rent	150,000	150,000
Electricity Expenses	194,127	171,784
Telephone Expenses	93,448	81,042
Printing & Stationery	184,552	102,850
Postage & Courier	140,085	26,960
Donation	12,100	23,100
General Expenses	66,643	51,947
Rates and Taxes	18,280	12,600
Listing Fees	238,988	112,360
Filing Fees	9,600	8,300
Legal & Consultancy Fees	10,000	36,920
Auditors' Remuneration	77,650	73,416
Repairs & Maintenance	154,025	231,168
Travelling & Conveyance Expenses	178,126	266,781
Advertisement & Sales Promotion	309,725	212,659
Carriage Outwards	183,309	162,990
Entertainment Expenses	33,060	27,349
Vehicle Running & Maintenance Expenses	306,456	234,800
Packing Material	-	12,000
Insurance Charges	37,926	37,796
Web Designing Charges	-	2,800
Computer Expenses	-	3,600
Internet Exp	13,017	-
MVAT Interest	-	4,300
BMC (Penalty)	-	18,000
Product Permission Charges	3,676	2,000
Interest Expense	26,491	-
Central Depository Service	29,640	-
Evoting Charges	7,328	-
Professional Fees	125,000	-
Registrar & Share Transfer Expense	57,250	-
Registration Expense	2,500	-
Bad Debts	2,450	-
Shop Establishment Charges	1,920	-
TOTAL `	2,667,372	2,067,522

**BIJOY HANS LIMITED**  
**GUWAHATI**

**NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st MARCH,2016**

	<b>for the year ended on 31.3.2016</b>	<b>for the year ended on 31.3.2015</b>
<b>Notes :</b>		
<b>a) <u>AUDITORS' REMUNERATION :</u></b>		
<i>(Inclusive of Service Tax)</i>		
For Auditing Services	71,650	67,416
For Tax Matters	6,000	6,000
<b>TOTAL `</b>	<b><u>77,650</u></b>	<b><u>73,416</u></b>

**b) RELATED PARTY DISCLOSURE**

Rent paid for Mumbai Office to Smt. Sushila Devi Patawari, relative of key managerial person ` 150,000/-  
(previous year ` 1,50,000/-)

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**NOTE : OTHER MATTERS**

- a. CIF Value of imports : NIL ( previous year : NIL)
- b. Expenditure in Foreign Currency ; NIL (previous year : NIL)
- c. Earnings in Foreign Exchange ; NIL (previous year: NIL)

In terms of our report of even date

for **MOHANLAL SHARMA & CO.**  
CHARTERED ACCOUNTANTS  
*Firm Registration No.323282E*

For and on behalf of the Board

(Ashok Kumar Patawari, Mng.Director)

**(SUNIL SHARMA)**

PARTNER  
M.No.:057307

Guwahati  
The 30th day of May, 2016

(Ashim Kumar Patawari, Director)

# BIJOY HANS LIMITED

Regd Office: H P Brahmachari Road, Rehabari, Guwahati 781 008 (Assam)  
Tel: 0361-2512373 Email: ash\_ashim@yahoo.co.in, Website: www.bijoyhans.com  
CIN No.: L51909AS1985PLC002323

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## **NOTICE OF THE MEETING**

NOTICE is hereby given that the 31<sup>st</sup> Annual General Meeting of the Members of Bijoy Hans Limited will be held at its Registered office at H P Brahmachari Road, Rehabari, Guwahati 781 008 (Assam) on Tuesday, 20<sup>th</sup> September, 2016 at 11 A.M. to transact the following business :-

### **ORDINARY BUSINESS :**

#### **Item No.1 – Adoption of Financial Statements:**

To receive, consider and adopt the financial statements of the Company for the year ended on 31st March, 2016 including the Audited Balance Sheet and Statement of Profit and Loss for the financial year ended on that date and the reports of the Board of Directors (the Board) and Auditors thereon.

#### **Item No.2 – Appointment of Director**

To appoint a Director in place of Smt. Shweta Patawari (DIN: 06935613) who retires by rotation and being eligible, offers herself for re-appointment.

#### **Item No. 3- Appointment of Auditors and fixing their remuneration**

To ratify the appointment of the auditors of the Company and to fix their remuneration; to consider and if thought fit, to pass, with or without modification(s), the following resolution as Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of section 139, 142 and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 and other applicable rules, if any, the Company hereby ratifies the appointment of M/s Mohanlal Sharma & Co., Chartered Accountants, (Registration No. 323282E) , who were appointed for a term

## **BIJOY HANS LIMITED**

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of 5 consecutive years in the 29<sup>th</sup> Annual General Meeting, as Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the next Annual General Meeting of the Company and that the Board of Directors be and is hereby authorized to fix the remuneration as may be determined in consultation with the Audit Committee of the Company”.

By order of the Board  
For Bijoy Hans Limited

Place : Guwahati  
Date : 22<sup>nd</sup> August, 2016

**Ashok Kumar Patawari**  
Managing Director  
DIN: 00154286

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### **NOTES**

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself. The proxy need not be a member of the Company.
2. The instrument appointing the proxy, duly completed, must be deposited at the Company's registered office not less than 48 hours before the commencement of the meeting. A proxy for the AGM is enclosed.
3. A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percentage of the total share capital of the Company carrying voting right may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.
4. Members/Proxies should bring the Attendance Slip duly filled, enclosed herewith to attend the meeting.
5. The Register of Members and Share transfer books and of the company will remain closed from 14th September, 2016 to 20th September, 2016 (both days inclusive) for the year ended 31<sup>st</sup> March, 2016 and the AGM.

## BIJOY HANS LIMITED

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6. Members whose shareholding is in the electronic mode are requested to direct change of necessary details to their respective Depository Participant(s).
7. Members holding shares in the physical form are requested to address all correspondence to the Registrar and Share Transfer Agents, Niche Technologies Pvt Ltd., D-511, Bagree Market, 5<sup>th</sup> Floor, 71, B R B Basu Road, Kolkata 700 001.
8. The Company is concerned about the environment and utilizes natural resources in a sustainable way. We, therefore request you to register your e-mail ID with your Depository Participant(s) to enable us to send Annual Report and other correspondences via e-mail and hard copies will only be sent to the members who are not available on the e-mail. ***Members can also refer their folio number/Client ID and send their contact information along with the e-mail ID to the Company at ash\_ashim@yahoo.co.in***
9. Members may also note that the notice of the 31<sup>st</sup> Annual General Meeting and the Annual Report for 2016 will also be available on the Company's website [www.bijoyhans.com](http://www.bijoyhans.com) for their download. Members can also entitled to receive the physical copies of aforesaid documents upon making a request for the same, free of cost. For any communication, the shareholders may also send request to the e-mail ID: ash\_ashim@yahoo.co.in.
10. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) of every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s). Members holding shares in physical form shall submit PAN details to the Company or the Registrar and Share Transfer Agent of the Company.

### 11. **Voting through Electronic Means:**

**I.** In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by Central Depository Services (India) Limited (CDSL).

# BIJOY HANS LIMITED

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**II.** The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

### **III. The process and manner for remote e-voting are as under:**

- (i) The remote e-voting period commences on 17<sup>th</sup> September, 2016 (10:00 am) and ends on 19<sup>th</sup> September, 2016 (5:00 pm). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 13<sup>th</sup> September, 2016, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- (ii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com) during the voting period.
- (iii) Click on “Shareholders” tab.
- (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, excluding the special characters.
- (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](http://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:

	<b>For Members holding shares in Demat Form and Physical Form</b>
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"><li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.</li><li>• In case the sequence number is less than 8 digits enter the applicable number of 0’s before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.</li></ul>
DOB	Enter the Date of Birth as recorded in your demat account with the depository or in the company records for your folio in dd/mm/yyyy format.
Bank	Enter the Bank Account Number as recorded in your demat account with the depository



Account Number (DBD)	<p>or in the company records for your folio.</p> <ul style="list-style-type: none"> <li>• Please Enter the DOB or Bank Account Number in order to Login.</li> <li>• If both the details are not recorded with the depository or company then please enter the member-id / folio number in the Bank Account Number details field as mentioned in above instruction (iv).</li> </ul>
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- (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 Company Name i.e. **Bijoy Hans Limited** on which you choose to vote on which you choose to vote.
- (xii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Note for Institutional Shareholders & Custodians :
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://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](mailto:helpdesk.evoting@cdslindia.com).

## BIJOY HANS LIMITED

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- After receiving the login details they have to create a compliance user which 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 should be mailed to [helpdesk.evoting@cdslindia.com](mailto: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.
- (xix) 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](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact them at 1800 200 5533.
- (xx) 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. iPhone and Windows Phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30<sup>th</sup> June, 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.
12. Institutional Members / Bodies Corporate (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote through e-mail at [chandan.patni@yahoo.com](mailto:chandan.patni@yahoo.com) with a copy marked to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) on or before 19<sup>th</sup> September, 2016, upto 5:00 pm without which the vote shall not be treated as valid.
13. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut off date of 13<sup>th</sup> September, 2016. A person who is not a member as on Cut-off date should treat this notice for information purpose only.
14. The notice of Annual General Meeting will be sent to the members, whose names appear in the register of members /beneficial owners position list provided by the depositories as at closing hours of business, on 5<sup>th</sup> August, 2016.
15. The shareholders shall have one vote per equity share held by them as on the cut-off date of 13<sup>th</sup> September, 2016. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
16. Since the Company is required to provide members the facility to cast their vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 13<sup>th</sup> September, 2016 and not casting their vote electronically, may only cast their vote at the Annual General Meeting.

## BIJOY HANS LIMITED

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17. Notice of the Annual General Meeting along with attendance slip, proxy form along with the process, instructions and the manner of conducting e-voting is being sent electronically to all the members whose e-mail IDs are registered with the Company / Depository Participant(s). For members who request for a hard copy and for those who have not registered their email address, physical copies of the same are being sent through the permitted mode.
18. Investors who became members of the Company subsequent to the dispatch of the Notice / Email and holds the shares as on the cut-off date i.e. 13<sup>th</sup> September, 2016 are requested to send the written / email communication to the Company at ash\_ashim@yahoo.co.in by mentioning their Folio No. / DP ID and Client ID to obtain the Login-ID and Password for e-voting.
19. **Chandan Patni, Practising Chartered Accountant (Membership Number 300578)** has been appointed as the Scrutinizer to scrutinize the remote e-voting process and voting at the AGM in a fair and transparent manner. The Scrutinizer will submit, not later than 3 days of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman of the Company or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
20. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.bijoyhans.com](http://www.bijoyhans.com) and on the website of CDSL. The same will be communicated to BSE Limited where the shares of the Company are listed.

By Order of the Board

Place : Guwahati  
Date : 22<sup>nd</sup> August, 2016

Ashok Kumar Patawari  
Managing Director  
DIN: 00154286

# BIJOY HANS LIMITED

Regd Office: H P Brahmachari Road, Rehabari, Guwahati 781 008 (Assam)  
Tel: 0361-2512373 Email: ash\_ashim@yahoo.co.in, Website: www.bijoyhans.com  
CIN No.: L51909AS1985PLC002323

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## PROXY FORM

Form No. MGT-11

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

**CIN** : **L51909AS1985002323**  
**Name of the Company** : **BIJOY HANS LIMITED**  
**Registered Office** : **H P Brahmachari Road, Rehabari, Guwahati 781 008**

Name of the Member(s)	
Folio No./Client ID	
*DP ID	
E-mail ID	
Registered Address	

*\*Applicable for Investors holding shares in electronic form.*

I / We being the member(s) of \_\_\_\_\_ shares of the Company hereby appoint:

1	Name:	Signature	
	Address:		
	E-mail ID		
	Or Failing him/her		
2	Name:	Signature	
	Address:		
	E-mail ID		
	Or Failing him/her		
3	Name:	Signature	
	Address:		
	E-mail ID		

## BIJOY HANS LIMITED

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as my / our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the AGM of the Company, to be held on Tuesday, the 20<sup>th</sup> September, 2016 at 11:00 AM at its registered office at H P Brahmachari Road, Rehabari, Guwahati 781 008 and at any adjournment thereof in respect of such resolutions as are indicated below:

\*\*I/We wish my/our above proxy to vote in the manner as indicated in the box below:

Resolution No.	Resolution Proposed	Optional	
		For	Against
<b>Ordinary Business :</b>			
1.	To consider and adopt the Audited Financial Statements, Reports of the Board of Directors and Auditors.		
2.	For Appointment of a Director in place of Smt Shweta Patawari (DIN: 06935613), who retires by rotation and being eligible, offers herself for re-appointment.		
3.	For Appointment of Auditors and fix their remuneration.		

Signed this .....day of.....2016

Signature of member:

Signature of the Proxy Holder(s):

Affix Revenue Stamp
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### Notes:

1. This form should be signed across the stamp as per specimen signature registered with the company.
2. ***This form of proxy in order to be effective should be duly completed and deposited at the registered office of the Company, not less than 48 Hours before the commencement of the meeting.***
3. A proxy need not be a member of the Company.
4. A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

## **BIJOY HANS LIMITED**

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5. \*\*This is only optional. Please put a 'x' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
6. Appointing a proxy does not prevent a member from attending the meeting in person if he wishes so.
7. In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

## BIJOY HANS LIMITED

Regd Office: H P Brahmachari Road, Rehabari, Guwahati 781 008 (Assam)  
Tel: 0361-2512373 Email: ash\_ashim@yahoo.co.in, Website: www.bijoyhans.com  
CIN No.: L51909AS1985PLC002323

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### ATTENDANCE SLIP

(To be handed over at the entrance of the meeting hall)

**(31<sup>st</sup> Annual General Meeting – 20<sup>th</sup> September, 2016)**

I/We hereby record my/our presence at the Annual General Meeting of “Bijoy Hans Limited” held on Tuesday, 20<sup>th</sup> September, 2016 at 11:00 AM at H P Brahmachari Road, Rehabari, Guwahati 781 008.

Full Name of the member (IN BLOCK LETTERS) : \_\_\_\_\_

Address : \_\_\_\_\_

Folio No. \_\_\_\_\_, D P ID No. \_\_\_\_\_, Client ID No. \_\_\_\_\_

No.of shares held : \_\_\_\_\_

Full Name of Proxy (In BLOCK LETTERS): \_\_\_\_\_

Member/Proxy(s) Signature: \_\_\_\_\_

(Please cut here and bring the Attendance Slip duly signed, to the meeting and hand it over the entrance. Duplicate slips will not be issued at the venue of the meeting.)