

**SUPREME COMMERCIAL**  
**ENTERPRISES LIMITED**

**ANNUAL REPORT**

**2016-17**

SUPREME COMMERCIAL ENTERPRISES LIMITED  
Annual Report 2016-17

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SUPREME COMMERCIAL ENTERPRISES LIMITED  
Annual Report 2016-17

BOARD OF DIRECTORS	:	Sh. Sita Ram Gupta Smt. Rekha Gupta Sh. Abhishek Gupta Sh. Girish Mohan Ganeriwala Sh. Arpan Chauhan	Director Director Director Independent Director Independent Director
CHIEF FINANCIAL OFFICER	:	Ms. Avantika Gupta	
COMPANY SECRETARY	:	Ms. Meenakshi B. Choudhury	
STATUTORY AUDITORS	:	Neeti & Associates Chartered Accountants 1/20, Asaf Ali Road, New Delhi-110002	
INTERNAL AUDITORS	:	Ms. Priyanka	
SECRETARIAL AUDITOR	:	Suman Kumar & Associates B-106, Basement, Amar Colony, Lajpat Nagar-IV, New Delhi-110 024 Email: <a href="mailto:suman@cstkassociates.com">suman@cstkassociates.com</a> <a href="http://www.cstkassociates.com">www.cstkassociates.com</a> M- + 91 98103 92360 011-4605 3147	
REGISTRY & SHARE TRANSFER AGENTS	:	Indus Portfolio Pvt. Ltd. G-65, Bali Nagar, Delhi – 110015 Ph. No. 011-47671200 Fax No. 011-25449863	
CIN NO.	:	L51909DL1983PLC016724	
REGISTERED OFFICE	:	394 First Floor, Hauz Qazi Delhi- 110006	
BANKERS	:	State Bank of India, Nizammudin, Delhi	
ANNUAL GENERAL MEETING	:	394, First Floor, Hauz Qazi, Delhi-110006 on Thursday, 28 <sup>th</sup> September, 2017 at 11:00 A.M.	
BOOK CLOSURE	:	Friday, 22 <sup>ND</sup> September, 2017 to Thursday 28 <sup>th</sup> September, 2017 (Both Inclusive)	

## **SUPREME COMMERCIAL ENTERPRISES LIMITED**

Regd. Office- 394, Hauz Qazi, 1<sup>st</sup> Floor, Delhi-110006  
CIN: L51909DL1983PLC016724, PH NO: 9350150766  
EMAIL ID:-supremecommercial@gmail.com

### **NOTICE**

Notice is hereby given that the **33<sup>rd</sup> Annual General Meeting** of the members of the M/s. **Supreme Commercial Enterprises Limited** will be held at the Registered Office of the Company at 394, Hauz Qazi, 1<sup>st</sup> Floor, Delhi-110006 on Thursday, the 28<sup>th</sup> day of September, 2017 at 11.00 a.m. to transact the following business:-

#### **Ordinary Business**

1. To receive, consider and adopt the Audited Balance Sheet of the Company as at 31<sup>st</sup> March, 2017, the Profit & Loss Account and Cash Flow Statement for the year ended on that date and the report of the Auditors' and Directors' thereon.
2. To appoint director in place of Mrs. Rekha Gupta (DIN 00054073), who retires by rotation and being eligible offers herself for re-appointment.
3. To Re-appoint Auditors and to authorize Board of directors to fix their remuneration, M/s. **Neeti & Associates**, Chartered Accountants, the retiring auditors being eligible to offer themselves for re- appointment.

“**RESOLVED THAT** pursuant to the provision of Section 139 of the Companies Act, 2013 M/s Neeti & Associates Chartered Accountants be and are hereby re-appointed as auditor of the Company for a period commencing from the conclusion of the Annual General Meeting upto the conclusion of next Annual General Meeting at a remuneration plus out of pocket expenses to be decided by the Board of Directors.”

#### **Special Business**

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

#### **Resolution No.4.**

#### **Appointment of Mr. Pankaj Jain (DIN-01524647) as an Independent director of the Company**

**RESOLVED THAT** pursuant to provision of section 149, 152, 160 and other applicable provisions of the Companies Act, 2013 (“Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 19 (4) read with Part D of Schedule II of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 Regulation, Circulars and notifications of Reserve Bank of India and other applicable Laws Mr. Pankaj Jain (DIN-01524647), who was recommended by Nomination & Remuneration Committee and in respect of whom the Company has received a notice in writing from a member, proposing his candidature writing along with the deposit of

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Rs. 1,00,000/- (Rupees One Lakh Only)for the office of Independent Director of the Company, for the period of 5 years be and is hereby approved

**RESOLVED FURTHER THAT** any of the Directors of the Company, be and are hereby severally authorized to do all such acts, deeds and things, including signing and issuing letter of appointment and to complete all other formalities as may be required in this regard”

**Resolution No. 5**

**Regularization of Additional Director Mr. Arpan Chauhan**

**RESOLVED THAT** pursuant to provision of section 149, 152, 160 and other applicable provisions of the Companies Act, 2013 (“Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 19 (4) read with Part D of Schedule II of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 Regulation, Circulars and notifications of Reserve Bank of India and other applicable Laws Mr. Arpan Chauhan (DIN 6692244), who was appointed as Additional Director of the Company with effect from 08.05.2017 by the Board of Directors Pursuant to section 161 of the Companies Act, 2013 and as recommended by Nomination & Remuneration Committee and who holds the Office only upto the date of ensuing AGM of the Company and in respect of whom the Company has received notice in writing along with the deposit of Rs. 1,00,000/- (Rupees One Lakh Only) from a member under section 160 of the Act proposing the candidature of Mr. Arpan Chauhan for the office of Independent Director for the period of 5 years be and is hereby approved.”

**RESOLVED FURTHER THAT** any of the Directors of the Company, be and are hereby severally authorized to do all such acts, deeds and things, including signing and issuing letter of appointment and to complete all other formalities as may be required in this regard”

Place: New Delhi  
Date: 01.09.2017

By and on behalf of the Board of Directors  
Supreme Commercial Enterprises Limited

*Sita Ram Gupta*  
Supreme Commercial Enterprises Ltd  
(Sita Ram Gupta)  
Director  
(DIN 00053970) Director

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### **Notes:**

- 1. A Member entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself/herself and the proxy need not be a member of the Company. The instrument appointing a proxy should, however, be received at the Registered Office of the Company not less than forty-eight hours before the commencement of the Meeting.**
2. Corporate Members are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote the Meeting.
3. In terms of Article of Association of the Company, Mrs. Rekha Gupta (DIN 00054073) is liable to retire by rotation and being eligible to offer herself for re-appointment as Director. The Board of Directors recommends his re-appointment for the consideration of the Members of the Company.
4. Relevant documents pertaining to business to be transacted in the meeting are open for inspection by the members at the Registered Office of the Company on all working days except Saturday, between 11.00 a.m. to 5.00 p.m. upto the date of Meeting.
5. Members are requested to bring their attendance slip along with their copy of the Annual Report to the meeting. Members / proxies should fill in the Attendance slip for attending to the meeting.
6. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
7. The Register of Members and Transfer Books of the Company shall remain closed from 22<sup>nd</sup> day of September to 28<sup>th</sup> day of September, 2017 for the purpose of Annual General Meeting.
8. Physical copies of the annual Report, 2017 is being sent to members in permitted mode
9. Pursuant to Section 108 and the corresponding Rules of Companies Act, 2013, the Company has provided e-voting facility to the members using the National Securities Depository Ltd. (NSDL) platform. All business to be transacted at the annual general meeting can be transacted through the electronic voting system.

**The e-voting facility will be available during the following voting period:**

<b>Commencement of e-voting</b>	<b>From 09.00 a.m. (IST) on September 25<sup>th</sup>, 2017</b>
<b>End of e-voting</b>	<b>Upto 05.00 p.m. (IST) on September 27<sup>th</sup>, 2017</b>

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**The cut-off date (i.e. the record date) for the purpose of e-voting is 21<sup>st</sup> September, 2017**

**The procedure and manner for e-voting are as under:**

- I. In case of Members receiving e-mail from NSDL (For those members whose e-mail addresses are registered with Company/Depositories):**
  - a. Open e-mail and open PDF file viz. "ACL-remote e-Voting.pdf" with your client ID or Folio No. as password containing your user ID and password for remote e-voting. Please note that the password is an initial password.
  - b. Launch internet browser by typing the following URL:  
<https://www.evoting.nsdl.com/>.
  - c. Click on Shareholder-Login.
  - d. Put user ID and password as initial password noted in step (i) above. Click Login.
  - e. Password change menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
  - f. Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
  - g. Select "EVEN" of "**Supreme Commercial Enterprises Limited**".
  - h. Now you are ready for remote e-voting as Cast Vote page opens.
  - i. Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
  - j. Upon confirmation, the message "Vote cast successfully" will be displayed.
  - k. Once you have voted on the resolution, you will not be allowed to modify your vote.
  - l. Institutional shareholders (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, to the Scrutinizer through e-mail to [csrakeshkumar@gmail.com](mailto:csrakeshkumar@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
- II. In case of Members receiving Physical copy of Notice of 33<sup>rd</sup> Annual General Meeting (for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy)**
  - a. Initial password is provided in the box overleaf.
  - b. Please follow all steps from Sl. No. (b) to Sl. No. (l) above, to cast vote.
  - A. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990.
  - B. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.

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- C. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- D. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 22<sup>nd</sup> September, 2017.
- E. Any person, who acquires shares and becomes member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 22<sup>nd</sup> September, 2017, may also obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or RTA, Indus Portfolio Pvt. Ltd..

However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or contact NSDL at the following toll free no.: 1800-222-990.

- F. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- G. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
- H. Mr. Suman Kumar, Practicing Company Secretary (Membership No. FCS-6127 & CP No.6564), Proprietor of M/s. Suman Kumar & Associates, Company Secretaries has been appointed for as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- I. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- J. The Scrutinizer shall after the conclusion of voting at the AGM, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favor or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- K. The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company [www.supremecommercial.co.in](http://www.supremecommercial.co.in) and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing.



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10. Members who wish to seek any information on the financial statements of the Company or have any queries relating thereto may write to the Company at [supremecommercial@gmail.com](mailto:supremecommercial@gmail.com) at an early date to enable the management to keep the information ready.

Place: New Delhi  
Date: 01.09.2017

By and on behalf of the Board of Directors  
Supreme Commercial Enterprises Limited

SUPREME COMMERCIAL ENTERPRISES LTD



(Sita Ram Gupta) Director

Director

(DIN 00053970)

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### EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

#### Item No.4

Mr. Pankaj Jain (DIN-01524647), in respect of whom the Company has received notice in writing with the deposit from a member proposing his candidature for office of Director and the Company has received from Mr. Pankaj Jain has given his (i) consent to act as director of the Company; and (ii) a declaration that he is not disqualified from being appointed as a director of the Company.

As stipulated under Secretarial Standard-2, brief profile of Mr. Pankaj Jain Whitehead, including names of companies in which he holds directorships and memberships / chairmanships of Board Committees, is provided below in Table A:

**Table A**

Age	52 Years
Qualification	Graduate
Experience	Years
Terms and Conditions of appointment	Non- Executive Director
Details of Remuneration	Nil
Date of the First Appointment	Nil
Shareholding in the Company	Nil
Relationship with other director/Manager and other KMP	None
Number of meetings attended during the financial year 2016- 17 and till the date of the Notice this EGM	Nil
Directorships of other Board	P J APPARELS Pvt. Ltd.
Membership/Chairmanship of Committees of other Board	

#### Item No. 5

Mr. Arpan Chauhan (DIN 6692244), on the recommendation of the Nomination & Remuneration Committee was appointed as an Additional Director with effect from 08.05.2017 by the Board in accordance with the section 161 of the Companies Act, 2013 ("the Act"). As per section 161 of the Act Mr. Arpan Chauhan holds the office upto the date

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of the ensuing AGM on 28<sup>TH</sup> September, 2017. The Company has received requisite notice in writing under section 180 of the Act along with the Deposit of Rs. 1,00,000/- (Rs. One Lakh only) from a member proposing the candidature of Mr. Arpan Chauhan to be appointed as Independent Director at the ensuing AGM. Mr. Arpan Chauhan has consented to the proposed appointment and declared qualified. Mr. Arpan Chauhan possesses requisite knowledge, experience and skills for the position of Director. The Board on the receipt of the said notice from the member and on recommendation of its nomination & remuneration Committee and subject to the approval of members in the ensuing AGM, has accorded ITS consent to appoint Mr. Arpan Chauhan as Independent Director.

**Table A**

Age	33 Years
Qualification	Graduate
Experience	10 Years
Terms and Conditions. of appointment	Non-Executive Director
Details of Remuneration	Nil
Date of the First Appointment	Nil
Shareholding in the Company	Nil
Relationship with other director/Manager and other KMP	None
Number of meetings attended during the financial year 2016- 17 and till the date of the Notice this EGM	Nil
Directorships of other Board	Juhi Leasing and Finance Limited
Membership/Chairmanship of Committees of other Board	

Place: New Delhi  
Date: 01.09.2017

By and on behalf of the Board of Directors  
Supreme Commercial Enterprises Limited

  
(Sita Ram Gupta)  
Director  
(DIN 00053970)

Director

## **BOARD'S REPORT**

**To  
The Members,**

Your Directors have pleasure in submitting their 33<sup>RD</sup> Annual Report on the business and operation of the Company together with the Audited Financial Statements of your Company for the period ended on 31<sup>st</sup> March, 2017.

### **Performance of the Company:**

Summary of the financial results is as under:-

(In Rupees)

<b>Particulars</b>	<b>Current Year</b>	<b>Previous Year</b>
Revenue	38279027.00	37523201.00
Net Profit before tax	1035312.00	675070.03
Net Profit after tax	726504.00	477724.03
Profit/Loss brought forward from Balance Sheet	6702475.78	6224751.75
Appropriation:	-	-
Profit/ Loss carried forward to Balance Sheet	<b>7428979.78</b>	6702475.78

### **Revenue from Operations**

The Company is engaged in the business of Supplying Manpower to the Industry. During the Year, the revenue from operations was of Rs. 3,82 crores as compared to the revenue of Rs. 3,75 crores in the year 2015-16. The current year Profit after tax Rs. 7, 26,Lacs as compared to the Profit after tax of last year of Rs. 4,77 Lacs

### **Dividend:**

Your Directors have not recommended any Dividend in View of the long-term funds requirement

### **Material Changes and Commitments affecting the Financial Position of the Company:**

There have been no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

### **Share Capital**

During the year the Company issued and allotted 45,749 (Forty Five Thousand Seven Hundred Forty Nine) Equity Shares having Face Value of Rs. 10/- each fully paid-up as Bonus issue to the existing shares holders of the Company in proportion of 60:31 or 1:1 in case of shareholders holding 1 share.

After the aforesaid issues and allotment, the paid-up share capital (Equity) of the Company has increased from Rs. 49,00,000/- comprising 4,90,000 shares of Rs. 10 each as on 31<sup>st</sup> March, 2016 to Rs. 53,57,490/- comprising of 5,35,749 shares of Rs. 10/- each as on 31<sup>st</sup> March, 2017.

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The Company has not issued shares with differential voting rights, neither granted stock options nor sweat Equity.

**Transfer to Reserves:**

The Company has not transferred any amount to reserves.

**Deposits:**

The Company has not accepted any deposits from public and as such, no amount on account of principal or interest on public deposits was outstanding as on the date of the balance sheet.

**Change in the Nature of Business:**

There is no change in the nature of the business of the company

**Subsidiaries/Joint Ventures/Associate Companies**

The performance and financial information of the Subsidiary Companies/Joint Ventures/Associate Companies is disclosed in the Consolidated Financial Statement for the financial year ended March 31, 2017.

The Details of the Associate Companies is attached in **Annexure- I** in Form AOC-I

**Consolidated Financial Statement**

In accordance with provisions of the Companies Act, 2013 read with regulation 33 of SEBI (LODR) 2015 and Accounting Standard AS-21 on Consolidated Financial Statement and AS-23 on Accounting for Investment in Associates, the audited consolidated financial statement for the year ended March 31, 2017 is provided in the Annual Report.

**Subsidiary Company:**

As on March 31, 2017, the Company does not have any subsidiary.

**Directors & Key Managerial personnel**

In accordance with the provisions of Section 152 of the Companies Act, 2013 and the Company's Articles of Association, Mrs. Rekha Gupta (**DIN 00054073**), who retires by rotation and being eligible offers herself for re-appointment. The Board recommends her re-appointment for the consideration of the Members of the Company.

During the year under review Mr. Laxmi Dutt Joshi & Mr. Brij Mohan Gupta were appointed as Additional Directors (Independent) with effect from 26.12.2016

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During the year under review Mr. Arpan Chauhan & Mr. Charudev Bansal Independent Directors resigned from the Board on 26.12.2016

The Board appreciates the services rendered by the engaging directors and takes on record of the same.

**Independent Directors**

The Independent Directors of the Company have declared that they meet the criteria of Independence in terms of Section 149(6) of the Companies Act, 2013 and that there is no change in their status of Independence.

**Board Meetings, & Committees of Directors**

**Board Meeting**

The details of number and dates of meetings held by the Board and its Committees, attendance of Directors and sitting fee/ commission/ remuneration paid to them is given separately in the Corporate Governance Report.

**Performance evaluation of Directors**

The Nomination and Remuneration Committee of the Board laid down the criteria for performance evaluation of all Directors. The performance evaluation has been done by the entire Board of Directors, except the Director concerned being evaluated. The criteria for performance evaluation are as follows:

- Role & Accountability
- Understanding the nature and role of Independent Directors' position.
- Understanding of risks associated with the business.
- Application of knowledge for rendering advice to management for resolution of business issues.
- Offer constructive challenge to management strategies and proposals.
- Active engagement with the management and attentiveness to progress of decisions taken.
- Objectivity
- Non-partisan appraisal of issues.
- Own recommendations given professionally without tending to majority or popular views.
- Leadership & Initiative
- Heading Board Sub-committees.
- Driving any function or identified initiative based on domain knowledge and experience.
- Personal Attributes
- Commitment to role & fiduciary responsibilities as a Board member.
- Attendance and active participation.
- Proactive, strategic and lateral thinking.

**Committees of the Board:**

The Company's Board has the following Committees:

1. Audit Committee
2. Nomination and Remuneration Committee

### 3. Risk and Compliance Committee

#### **Audit Committee**

Pursuant to provisions of Section 177 of the Companies Act, 2013, the Company has constituted Audit Committee. As on 31st March, 2017 The Audit Committee comprised the following Directors.

Mr. Abhishek Gupta	Chairperson	Director
Mr. Brij Mohan Gupta	Member	Independent Director
Mr. Laxmi Dutt Joshi	Member	Independent Director

The Company Secretary is the Secretary of the Committee.

The details of Powers & Role of the Audit Committee member, dates of meeting held and attendance of the Directors are given separately in the Corporate Governance Report.

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

Pursuant to provisions of Section 178 of the Companies Act, 2013, the Company has constituted Nomination & Remuneration Committee. As on 31st March, 2017 The Committee comprised the following Directors.

Mr. Abhishek Gupta	Chairperson	Director
Mr. Brij Mohan Gupta	Member	Independent Director
Mr. Laxmi Dutt Joshi	Member	Independent Director

The Company Secretary is the Secretary of the Committee

The details of Duties of the Nomination & Remuneration Committee member, dates of meeting held and attendance of the Directors are given separately in the Corporate Governance Report.

#### **Risk and Compliance Committee**

Pursuant to provisions of Section 178 of the Companies Act, 2013, the Company has constituted Risk & Compliance. As on 31st March, 2017 The Committee comprised the following Directors.

Mr. Abhishek Gupta	Chairperson	Director
Mr. Brij Mohan Gupta	Member	Independent Director
Mr. Laxmi Dutt Joshi	Member	Independent Director

The Company Secretary is the Secretary of the Committee

The details of Duties of the Nomination & Remuneration Committee member, dates of meeting held and attendance of the Directors are given separately in the Corporate Governance Report.

#### **Risk management policy and internal adequacy**

The Company is exposed to inherent uncertainties owing to the sectors in which it operates. A key factor in determining company's capacity to create sustainable value is the risks that the company is willing to take and its ability to manage them effectively.

The Company has in place a mechanism to identify, assess, monitor and mitigate various risks to key business objectives. Major risks identified by the businesses and functions are systematically addressed

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through mitigating actions on a continuing basis. These are discussed at the meetings of the Audit Committee and the Board of Directors of the Company.

The details of dates of meeting held and attendance of the Directors are given separately in the Corporate Governance Report.

**Vigil Mechanism:**

The company has a vigil mechanism for Directors and Employees to report their concerns about unethical behavior, actual or suspected fraud or violation of the company's Code of Conduct. The mechanism provides for adequate safeguards against victimization of Directors and employees who avail of the mechanism. In exceptional cases, Directors and employees have direct access to the Chairman of the Audit Committee.

During the Financial Year 2016-2017, the Company has not received any complaints under this Vigil Mechanism. No personnel of the Company were denied access to the Audit/Risk & Compliance Committee. Mechanism followed under Ombudsmen process is appropriately communicated within the Company across all levels

The Audit/Risk and Compliance Committee periodically reviews the functioning of this mechanism.

The details of dates of meeting held and attendance of the Directors are given separately in the Corporate Governance Report.

**Prevention of Sexual Harassment Policy:**

The Company has zero tolerance for sexual harassment at workplace and has adopted a Policy on Prevention, Prohibition & Redressal of sexual harassment at workplace in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 & the Rules there under for prevention and Redressal of Complaints of sexual harassment at workplace. Further Company is committed to providing equal opportunities without regard to their race, caste, sex, religion, color, nationality, disability etc. (permanent, temporary, contractual and trainees) as well as any women visiting the Company's premises or women service providers are covered under this policy. All employees are treated with dignity with a view to maintain a work environment free from Sexual harassment whether physical, verbal or psychological.

During the year 2016-17 there were no complaints received or pending for disposal.

**Code of Conduct**

Directors, Key Managerial Personnel and senior management of the Company have confirmed compliance with the Code of Conduct applicable to the Directors and employees of the Company and the declaration in this regard made by the Managing Director is attached as **Annexure-II** which forms a part of this Report of the Directors. The Code of Conduct is available on the Company's website.

**Particulars of Employees:**

Relation with the employees is cordial and satisfactory. Information Pursuant to Rules 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is given as annexed as **Annexure III** to the Report. There is no employee in respect of whom information Pursuant to Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, is



SUPREME COMMERCIAL ENTERPRISES LIMITED  
Annual Report 2016-17

required to be given. Therefore, the statement as required Pursuant to Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not given.

**Auditors:**

**Statutory Auditors**

**M/s. Neeti & Associates**, Chartered Accountants, (Regd. No.026464N), who are Statutory Auditors of the company hold office up to the forthcoming Annual General Meeting and are recommended for re-appointment for the financial year 2017-18.

As required under the provisions of Section 139 of the Companies Act, 2013 the company has obtained written confirmation from M/s. Neeti & Associates that their appointment if made, would be in conformity with the limits specified in the said section.

There are no qualifications, reservations or adverse remarks made by M/s. Neeti & Associates, Statutory Auditors in their report for the Financial Year ended March 31, 2017.

The Statutory Auditors have not reported any incident of fraud to the Audit Committee of the Company in the year under review.

**Secretarial Auditors and Secretarial Audit Report**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and rules made thereunder, the Company has appointed Mr. Suman Kumar, M/s. Suman Kumar & Associates, a firm of Company Secretaries in Practice to undertake the Secretarial Audit of the Company. The Secretarial Audit Report is annexed as **Annexure-IV** and forms an integral part of this report. There is no Secretarial Audit qualification for the year.

**Annual Evaluation by the Board:**

The evaluation framework for assessing the performance of Directors comprises of the following key areas:

- i. Attendance of Board Meetings and Board Committee Meetings
- ii. Quality of contribution to Board deliberations
- iii. Strategic perspectives or inputs regarding future growth of Company and its performance
- iv. Providing perspectives and feedback going beyond information provided by the management
- v. Commitment to shareholder and other stakeholder interests

The evaluation involves Self-Evaluation by the Board Member and subsequently assessment by the Board of Directors. A member of the Board will not participate in the discussion of his / her evaluation.

**Extract of Annual Return:**

The extract of the Annual Return of your Company as on March 31, 2016 as provided under sub-section (3) of Section 92 in the Form MGT 9 is enclosed as **Annexure V** as a part of the Directors' Report.

**Corporate Social Responsibility:**

The Company is not required to constitute a Corporate Social Responsibility Committee as it does not fall within purview of Section 135(1) of the Companies Act, 2013 and hence it is not required to formulate policy on corporate social responsibility.

**Particulars of Loans, Guarantees or Investments under Section 186 of the Companies Act, 2013:**

There have been no particulars relating to Loans, guarantees or investments under Section 186 of the Companies Act 2013 during the year.

**Conservation of Energy, Technology Absorption & Foreign Exchange Earning and Outgo:**

As required under Section 134(3) 9m) of the Companies Act, 2013, read with Companies (Accounts) Rules 2014, the particulars relating to conservation of Energy, Technology Absorption and Exchange Earning and Outgo are as under: -

a) **Conservation of Energy:**

Since the Company is not engaged in the manufacturing activities and the energy being used only for office purpose, no steps were taken for Conservation of Energy. Accordingly no steps were taken for reduction of consumption of energy, thus no details or particulars are furnished.

b) **Technology Absorption:**

As already stated that there is no manufacturing activity in the Company, also the Company does not have any foreign collaboration. Hence there was no technology absorption during the year. Similarly no research and development work efforts were carried out by the Company. Consequently no amount of money was spent on Research and Development.

c) **Foreign Exchange Earning and Outgo:**

There was no Foreign Exchange Earning and outgo during the year under review.

**Listing**

The equity shares of your Company are listed with the Metro Politian Stock Exchange of India,

**Dematerialization of Shares**

The shares of your Company are being traded in electronic form and the Company has established connectivity with both the depositories i.e. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). In view of the numerous advantages offered by the Depository system, members are requested to avail the facility of dematerialization of shares with either of the Depositories as aforesaid.

**Corporate Governance**

As per the applicable provisions of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a detailed Corporate Governance Report has been given in this Report annexed as **Annexure-VI**

**Particulars of Contracts or Arrangements with Related Parties Referred to in Sub-Section (1) of Section 188 in the Prescribed Form:**

**Related Party Transactions**

All transactions entered by the Company with Related Parties were in the Ordinary Course of Business and at Arm's Length pricing basis.

**Internal Control System and their adequacy:**

The Company has in place an adequate and robust system for internal financial controls commensurate with the size and nature of its business. Internal control systems are integral to the Company's corporate governance policy and no reportable material weakness were observed in operations.

Internal Control System as defined in accounting and auditing is a process for assuring achievement of an organization objectives in operational effectiveness and efficiency, reliable financial reporting, and compliance with laws, regulation & policies. A broad concept, internal control involves everything that controls risks to an organization.

Given the nature of business and size of operations, Your Company's Internal Control System has been designed to provide for:

Accurate recording of transactions with internal checks and prompt reporting.

Adherence to applicable Accounting Standards and Policies.

Compliance with applicable statutes, policies and management policies and procedures.

Effective use of resources and safeguarding of assets.

The Internal Control System provides for well documented policies/guidelines, authorizations and approval procedures. Your Company, through its own Internal Audit Department, carried out periodic audits at all locations and functions based on the plan approved by the Audit Committee and brought out any deviation to Internal Control procedures. The summary of the Internal Audit observations and status of implementation are submitted to the Audit Committee. The status of implementation of the recommendations is reviewed by the Audit Committee on a regular basis and concerns, if any, are reported to the Board.

**Management Discussion & Analysis Report:**

Management discusses and analysis or MD&A is an integrated part of a company's annual financial statements. The purpose of the MD&A is to provide a narrative explanation, through the eyes of management of how an entity has performed in the past, its financial condition, and its future prospects. In so doing, the MD&A attempt to provide investors with complete, fair, and balanced information to help them decide whether to invest or continue to invest in an entity.

The MD&A report is a powerful vehicle for communicating to shareholders a meaningful assessment of a company's performance, liquidity and future prospects.

❖ **Overview**

The financial statements have been prepared in compliance with the requirements of the Companies' Act, 2013; guidelines issued by the securities and exchange board of India (SEBI) and the generally accepted

SUPREME COMMERCIAL ENTERPRISES LIMITED  
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accounting principles (GAAP) in India. Our Management accepts responsibilities for the integrity and objectivity of these financial statements, as well as for the various estimates and judgments used therein.

The estimates and judgments relating to the financial statements have been made on a prudent and reasonable basis, so that the financial statement reflect in a true and fair manner the form and substance of transactions, and reasonable present our state of affairs, profits and cash flow for the year.

❖ **Our Strategy**

We seek to further strengthen our position by successfully differentiating our service offerings and increasing the scales of our operation. To achieve this goals, we seek to:

- Increase business from existing and new appliance
- Expand geographically
- Continue to invest in infrastructure and employees
- Continue to enhance our engagement models and offerings
- Continue to develop deep industry knowledge
- Pursue alliances and strategic acquisitions
- Impact of GST

❖ **Risk And Concerns**

Risk management is the identification, assessment, and prioritization of risks followed by coordinated and economical application of resources to minimize, monitor, and control the probability and/ or impact of unfortunate events or to maximize the realization of opportunities.

Risk can come from uncertainty in financial markets, threats from project failures, legal liabilities, credit risk, accidents, natural causes and disasters as well as deliberate attack from an adversary, or events of uncertain or unpredictable root-cause.

It is essential for the company that risks be effectively identified, analyzed and then mitigated by means of appropriate control measures. Your company has a risk management system in place, which enables us to recognize and analyze risks early and to take the appropriate action.

As the company is continuously growing hence it is required for the company to meet all the future requirements or opportunities effectively.

❖ **Internal Control Systems**

The Company has a proper and adequate system of internal controls. This ensures that all transactions are authorized, recorded and reported correctly, and assets are safeguarded and protected against loss from unauthorized management reviews supplements the process of internal financial control framework. Properly documented policies, guidelines and procedures are laid down for this purpose. The internal financial control framework has been designed to ensure that use or disposition. In addition, there are operational controls and fraud risk controls, covering the entire spectrum of internal financial controls. An extensive programme of internal audits and the financial and other records are reliable for preparing financial and other statements and for maintaining accountability of assets.

In addition, the Company has identified and documented the risks and controls for each process that has a relationship to the financial operations and reporting. The Company also has an Audit Committee to interact with the Statutory Auditors, Internal Auditors and Management in dealing with matters within its

terms of reference. This Committee mainly deals with accounting matters, financial reporting and internal controls.

❖ **Human Resource**

Human Resource Management (HRM) is a strategic and comprehensive approach to managing people and the workplace culture and environment. Effective HRM enables employees to contribute effectively and productively to the overall company direction and the accomplishment of the organization's goals and objectives.

HR now focuses on strategic initiatives like merger and acquisitions, talent management, succession, planning industrial and labour relations and diversity and inclusion.

In any enterprise, employees form the principal of an organization, a significant portion of our management focus is invested in engaging with our employees. Our company is widely acclaimed for its people development practices and has reinforced its position in this area.

This, Coupled with the ability to attract best talent, provides an economical authority to the organization.

The company's strategy for long-term growth is based on continuing to scale, strengthen core business and grow in new areas of business. The company has a matured set of elements of strategy, which have evolved over time. While the core elements of strategy continue to remain same, there is a structured attempt by the company to look for new dimensions of growth within these elements.

**Details of significant and material orders passed by the regulators/ courts/ tribunals impacting the going concern status and the company's operations in future:**

There are no significant material orders passed by the Regulators/Courts which would impact the going concern status of the Company and its future operations

**Director's Responsibility Statement:**

To the best of our knowledge and belief and according to the information and explanations obtained by us, your Directors make the following statements in terms of Section 134(3)(c) of the Companies Act, 2013:

- (a) That in the preparation of the annual financial statements for the year ended March 31, 2017, the applicable Accounting Standards had been followed along with proper explanation relating to material departures. for the financial year ended March 31, 2017, such accounting policies as mentioned in the Notes to the financial statements have been applied consistently and judgments and estimates that are reasonable and prudent have been made so as to give a true and fair view of the state of affairs of the Company and of the Profit and Loss of the Company for the year ended March 31, 2017.
- (b) 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;
- (c) The Directors have prepared the annual accounts on a going concern basis; and
- (d) The Directors, have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.

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- (e) As required under Section 134(5)(f) of the Companies Act, 2013, and according to the information and explanations presented to us, based on the review done by the Audit/Risk and Compliance Committee and as recommended by it, we, the Board of Directors, hereby, state that adequate systems and processes, commensurate with the size of the Company and the nature of its business, have been put in place by the Company, to ensure compliance with the provisions of all applicable laws as per the Company's Compliance Policy and that such systems and processes are operating effectively.

**Cautionary Statement**

Statements in this management discussion and analysis report describing the company's objectives, projections, estimates and expectations may be forward looking statements' within the meaning of applicable laws and regulations. Actual results may differ substantially or materially from expressed or implied.

**Green Initiatives:**

Electronic copies of the Annual Report and Notice of the Annual General Meeting are sent to all members whose email addresses are registered with the Company/ Depository participant(s). For members who have not registered their email addresses, physical copies of the Annual Report and the Notice of the Annual General Meeting under Section 101 of the Companies Act, 2013 are sent in the permitted mode. Members requiring physical copies can send a request to the Company.

Your Company provides e-voting facility to all its members to enable them to cast their votes electronically on all resolutions set forth in the Notice. This is pursuant to the Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015.

**Statement Showing Declaration Regarding Compliance of all Laws Applicable to the Company:**

The Company has devised proper system to ensure compliance of all laws applicable to the Company.

**Acknowledgement:**

The Directors would like to thank clients, shareholders, vendors, government agencies, bankers & all other business associates for their continued support during the year. We place on record our appreciation for the contributions made by the employees at all levels.

Place: New Delhi  
Date: 01.09.2017

For and on behalf of the Board of Directors



Sita Ram Gupta  
(Director)  
DIN 00053970



Rekha Gupta  
(Director)  
DIN 00054073

**ANNEXURES FORMING PART OF DIRECTOR'S REPORT**

The Annexure(s) referred to in this Report and other information which are required to be disclosed are annexed herewith and form a part of this Report:

ANNEXURE	PARTICULARS
I	Details about Associate Companies (AOC-1)
II	Managing Director's Certificate under Schedule V Part D of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 on compliance of Code of Conduct.
III	Particulars of Employees
IV	Secretarial Audit Report (MR-3)
V	Extracts of Annual Return (MGT-9)
VI	Corporate Governance Report

**SUPREME COMMERCIAL ENTERPRISES LIMITED**  
 Regd. Office- 394, Hauz Qazi, 1st Floor, Delhi-110006  
 PH NO: 9350150766 EMAIL ID:-supremecommercial@gmail.com  
 CIN: L51909DL1983PLC016724

**Form AOC- 1**

**Part B**

**Associates and Joint Ventures**

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

Name of Associates or Joint Ventures	Star Wire (India) Engineering Limited
1. Latest audited Balance Sheet Date	21.08.2017
2. Date on which the Associate or Joint Venture was associated or acquired	12.02.2017
3. Shares of Associate or Joint Ventures held by the company on the year end	
No.	480000
Amount of Investment in Associates or Joint Venture	14891400
Extent of Holding (in percentage)	24.76%
4. Description of how there is significant influence	Company has a significant influence as it controls more than 20% of the total share capital
5. Reason why the associate/joint venture is not consolidated	N.A.
6. Networth attributable to shareholding as per latest audited Balance Sheet	189117015
7. Profit or Loss for the year	3624642
i. Considered in Consolidation	Yes
ii. Not Considered in Consolidation	No.

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



**SUPREME COMMERCIAL ENTERPRISES LIMITED**

Regd. Office- 394, Hauz Qazi, 1st Floor, Delhi-110006

PH NO: 9350150766 EMAIL ID:-supremecommercial@gmail.com

CIN: L51909DL1983PLC016724

Date: 01.09.2017  
Place: New Delhi

For Neeti & Associates



*Neeti Mittal*  
(Neeti Mittal)  
Proprietor  
Membership No.502626

*Sita Ram Gupta*

(Sita Ram Gupta)  
Director  
(DIN: 00053970)

*Rekha Gupta*

(Rekha Gupta)  
Director  
(DIN: 00054073)

*Meenakshi B. Choudhury*

(Meenakshi B. Choudhury)  
Company Secretary  
ACS 44072

*Avantika Gupta*

(Avantika Gupta)  
Chief Financial Officer

Annexure – II

**ANNUAL COMPLIANCE WITH THE CODE OF CONDUCT FOR THE FINANCIAL YEAR  
2016-2017**

Pursuant to the Schedule V (Part D) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Mr. Sita Ram Gupta, Director confirmed that the Company has received affirmations on compliance with the Code of Conduct for the financial year ended March 31, 2017 from all the Board Members and Senior Management Personnel.

For and on behalf of the Board of Directors  
Supreme Commercial Enterprises Limited

Date: 01.09.2017



(Sita Ram Gupta)  
Director  
Din No. 53970

Annexure III

**Information pursuant to Section 197 (12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended and forming part of the Directors Report for the Year Ended 31<sup>st</sup> March, 2017:-**

- I. The ratio of remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2016-17: Nil as no Director is drawing salary from the Company

Sr. No.	Name of Directors	Ratio
1.	Sita Ram Gupta	Nil
2.	Abhishek Gupta	Nil
3.	Rekha Gupta	Nil
4.	Brij Mohan Gupta	Nil
5.	Laxmi Dutt Joshi	Nil

- II The Percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial Year 2016-2017

Sr. No.	Name of Directors	Designation	Remuneration Paid		% increase (decrease) in Remuneration Paid
			2016-17	22015-16	
1.	Sita Ram Gupta	Director	Nil	Nil	Nil
2.	Abhishek Gupta	Director	Nil	Nil	Nil
3.	Rekha Gupta	Whole Time Director	Nil	Nil	Nil
4.	Charudev Bansal	Independent Director	Nil	Nil	Nil
5.	Arpan Chauhan	Independent Director	Nil	Nil	Nil
6.	Sakshi Gupta	Company Secretary	452700	363000	17.2728
7.	Avantika Gupta	Chief Financial Officer	600000	NIL	-

Reflects the remuneration paid for part of the year

- III The percentage increase in the median remuneration of employee (s) in the financial year 2016-17: Nil
- IV The number of permanent employees on the role of the Company: 175 Employees as on 31<sup>st</sup> March, 2017
- V Average Percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration: Nil

Percentage increment at for salaries of Non-Manual personnel is: Nil

**CS SUMAN KUMAR**  
B. Sc.(Hons), F.C.S., LL.B.  
9810392360



**SUMAN KUMAR & ASSOCIATES**  
COMPANY SECRETARIES

B-106, Basement, Amar Colony, Lajpat Nagar-IV, New Delhi-110024  
Tel.: 011-46053147 E-mail.: sumankrcs@gmail.com

**FORM No. MR-3**  
**SECRETARIAL AUDIT REPORT**  
FOR THE FINANCIAL YEAR ENDED 31<sup>st</sup> MARCH, 2017  
(Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014)

To,  
Supreme Commercial Enterprises Limited  
394, First Floor, Hauz Qazi,  
Delhi-110006

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Supreme Commercial Enterprises Limited-CIN: L51909DL1983PLC016724** (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 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, 2017**, complied with statutory provisions listed hereunder and also that the company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

1. 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, 2017 according to the provisions of:

- (i). The Companies Act, 2013 (the Act) and the rules made there under;
- (ii). The Securities Contracts (Regulation) Act, 1956 (SCRA) and the rules made there under ;
- (iii). The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv). Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings (**Not applicable to the company during the audit period**);



- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992.;
  - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 **(Not applicable to the company during the audit period);**
  - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 **(Not applicable to the company during the audit period);**
  - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the company during the audit period);**
  - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with clients.
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 **(Not applicable to the company during the audit period);;** and
  - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 **(Not applicable to the company during the audit period);**
- (vi). The Other Laws applicable specifically to the Company are:
- (i) E-waste (Management & Handling) Rules, 2011.
  - (ii) Other Labour Laws & Social Security Laws.
  - (iii) Environmental Laws
  - (iv) The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal ) Act, 2013

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

- (j) Listing Agreement entered into by the Company with Delhi Stock Exchange and Uttar Pradesh Stock Exchange and Metropolitan Stock Exchange of India;
- (ii) The Secretarial Standards issued by the Institute of Company Secretaries of India.



3. During the period under review the company has complied with the provisions of the Acts, Rules, Regulations, Guidelines mentioned above.

4. I further report that:

(a) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-executive, Woman Director and the Independent Director. 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.

(b) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting member's views are captured and recorded as part of the minutes.

5. 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.

6. I further report that during the audit period:

The Company has issued bonus shares during the financial year;

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

Place: New Delhi  
Date: 31.08.2017



For **SUMAN KUMAR & ASSOCIATES**  
Company Secretaries

*S. Kumar*  
(CS Suman Kumar)

**Prop.**

FCS: 6127; CP: 6564

**CS SUMAN KUMAR**  
B. Sc.(Hons), F.C.S., LL.B.  
☎ 9810392360



**SUMAN KUMAR & ASSOCIATES**  
COMPANY SECRETARIES

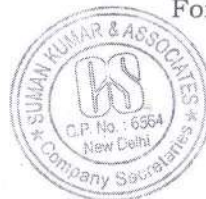
B-106, Basement, Amar Colony, Lajpat Nagar-IV, New Delhi-110024  
Tel.: 011-46053147 E-mail: sumankrcs@gmail.com

**Annexure "A"**

To,  
The Members of  
**Supreme Commercial Enterprises Limited**  
394, First Floor, Hauz Qazi,  
Delhi-110006

1. Maintenance of secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as are appropriate to obtain reasonable assurance about the correctness of the contents of secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the process and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Wherever required, I have obtained the management representation about the compliance of laws, rules and regulations and happening of events, etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My 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.
7. During the course of my examination of the books and records of the Company, that has been carried out in accordance with generally accepted practices in India, I have neither come across any instance of fraud on or by the Company, nor the Company has noticed and reported any such case during the year and accordingly the Company has not informed me of any such case.

Place: New Delhi  
Date: 31.08.2017



For **SUMAN KUMAR & ASSOCIATES**  
Company Secretaries

*Suman Kumar*  
(CS Suman Kumar)

**Prop.**  
FCS: 6127; CP: 6564

**SUPREME COMMERCIAL ENTERPRISES LIMITED**  
Annual Report 2016-17

Annexure V

**FORM NO. MGT 9**

**EXTRACT OF ANNUAL RETURN**

As on financial year ended on 31.03.2017

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	L51909DL1983PLC016724
2.	Registration Date	10/10/1983
3.	Name of the Company	SUPREME COMMERCIAL ENTERPRISES LIMITED
4.	Category/Sub-category of the Company	Public Company
5.	Address of the Registered office & contact details	394, Hauz Qazi, 1 <sup>st</sup> Floor, Delhi-110006 9350150766
6.	Whether listed company	Listed on Metropolitan Stock Exchange of India (MSEI), Delhi Stock Exchange and Uttar Pradesh Stock Exchange
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Indus Portfolio Private Limited G-65, Bali Nagar, New Delhi-110015 Std code: 011 Tel.: 47671217,1214

**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.	Labour Recruitment and Provision of personnel	74910	99.44%

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -**

Sr. No.	Name And Address of the Company	CIN/GLN	Holding/ Subsidiary /Associate	% of shares held	Applicable Section
1.	M/s. Star Wire (India) Engineering Limited	U74120DL2007PLC171132	Associate	24.76%	129



**SUPREME COMMERCIAL ENTERPRISES LIMITED**  
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**IV. SHARE HOLDING PATTERN**  
(Equity Share Capital Breakup as percentage of Total Equity)  
Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoter</b>									
(1) <b>Indian</b>									
a) Individual/HUF	100	342800	342900	69.98	312500	30400	342900	64.00	NIL
) Central Govt	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
c) State Govt(s)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
d) Bodies Corp.	NIL	58800	58800	12	58800	NIL	58800	10.97	NIL
e) Banks / FI	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
f) Any other	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
<b>Sub -total (A)(1):-</b>	<b>100</b>	<b>401600</b>	<b>401700</b>	<b>81.98</b>	<b>371300</b>	<b>30400</b>	<b>401700</b>	<b>74.98</b>	<b>NIL</b>
(2) <b>Foreign</b>									
g) NRIs Individuals	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
h) Other Individuals	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
i) Bodies Corp.	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
j) Banks/FI	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
K) Any Other...	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
<b>Sub Total (A) (2):-</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
<b>B. Public Shareholding</b>									
1. Institutions	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
a) Mutual Funds	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
b) Banks / FI	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
c) Central Govt	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL

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d) State Govt(s)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
e) Venture Capital Funds	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
f) Insurance Companies	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
g) FIIs	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
h) Foreign Venture Capital Funds	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
i) Others (specify)	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
<b>Sub-total (B)(1):-</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>	<b>NIL</b>
<b>2. Non-Institutions</b>									
a) Bodies Corp.	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
i) Indian	NIL	20000	20000	4.08	NIL	30333	30333	5.67	51.66
ii) Overseas	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
b) Individuals	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	NIL	68300	68300	13.94	4300	99416	103716	19.36	51.85
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c) Others (specify)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>Sub-total (B)(2):-</b>	<b>Nil</b>	<b>88,300</b>	<b>88,300</b>	<b>18.02</b>	<b>4300</b>	<b>129749</b>	<b>134049</b>	<b>25.02</b>	<b>51.81</b>
Total Public Shareholding (B)=(B)(1)+ (B)(2)	Nil	88,300	88,300	18.02	4300	129749	134049	25.02	51.81
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>Grand Total (A+B+C)</b>	<b>100</b>	<b>4,89,900,</b>	<b>4,90,000</b>	<b>100</b>	<b>376500</b>	<b>160149</b>	<b>535749</b>	<b>100</b>	<b>9.33</b>

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**B) Shareholding of Promoter-**

S. No	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	Sita Ram Gupta	89550	18.28	Nil	89550	16.7	Nil	Nil
2	Sita Ram Surender Kumar (HUF)	30400	6.20	Nil	30400	5.67	Nil	Nil
3	Minal Gupta (Through Firm)	107550	21.95	Nil	107550	20.07	Nil	Nil
4	Abhishek Gupta	115400	23.55	Nil	115400	21.54	Nil	Nil
5.	Juhi Leasing & Finance Limited	34300	7.0	Nil	34300	6.40	Nil	Nil
6.	Star Wire (India) Limited	24500	5.00	Nil	24500	4.57	Nil	Nil

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

Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year	Nil	Nil	Nil	Nil
Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):	Nil	Nil	Nil	Nil
At the end of the year	Nil	Nil	Nil	Nil

**D) Shareholding Pattern of top ten Shareholders:**

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

S. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
A.	At the beginning of the year				
	1. M/s. Star Wire (India) Electricity Private Limited	20000	4.08	NIL	NIL
	2. Jai Prakash Gupta	6000	1.22	NIL	NIL

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	3.Usha Nischal	5000	1.02	NIL	NIL
	4.Hardhain Singh	4800	0.979	NIL	NIL
	5. Ami Lal	4000	0.816	NIL	NIL
	6. Brij Mohan Gupta	4000	0.816	NIL	NIL
	7.Mehar Singh	4000	0.816	NIL	NIL
	8.Neta Gupta	4000	0.816	NIL	NIL
	9.Sheela Gupta	4000	0.816	NIL	NIL
	10.Shekhar Gupta	4000	0.816	NIL	NIL
<b>B.</b>	<b>Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):</b>	NIL	NIL	NIL	NIL
<b>C.</b>	<b>At the end of the year</b>				
	1. M/s. Star Wire (India) Electricity Private Limited	30333	5.66	NIL	NIL
	2. Jai Prakash Gupta	9100	1.70	NIL	NIL
	3.Usha Nischal	7583	1.41	NIL	NIL
	4.Hardhain Singh	7280	1.36	NIL	NIL
	5. Ami Lal	6067	1.13	NIL	NIL
	6. Brij Mohan Gupta	6067	1.13	NIL	NIL
	7.Mehar Singh	6067	1.13	NIL	NIL
	8.Neta Gupta	6067	1.13	NIL	NIL
	9.Sheela Gupta	6067	1.13	NIL	NIL
	10.Shekhar Gupta	6067	1.13	NIL	NIL

E) Shareholding of Directors and Key Managerial Personnel:

S. No.	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
<b>A.</b>	<b>At the beginning of the year</b>				
	1. Sita Ram Gupta	89550	18.28	NIL	NIL
	2. Abhishek Gupta	115400	23.55	NIL	NIL
<b>B.</b>	<b>Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):</b>				
<b>C.</b>	<b>At the end of the year</b>				
	1. Sita Ram Gupta	89550	16.72	NIL	NIL
	2. Abhishek Gupta	115400	21.54	NIL	NIL

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F) INDEBTEDNESS –

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

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

G) REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

S.No.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
		---	---	---	---	
1	Gross salary	NIL	NIL	NIL	NIL	NIL
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	NIL	NIL	NIL	NIL	NIL
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL	NIL	NIL	NIL	NIL
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	NIL	NIL	NIL	NIL	NIL
2	Stock Option	NIL	NIL	NIL	NIL	NIL

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3	Sweat Equity	NIL	NIL	NIL	NIL	NIL
4	Commission - as % of profit - others, specify...	NIL	NIL	NIL	NIL	NIL
5	Others, please specify	NIL	NIL	NIL	NIL	NIL
	Total (A)	NIL	NIL	NIL	NIL	NIL
	Ceiling as per the Act	NIL	NIL	NIL	NIL	NIL

B. Remuneration to other directors

S.No.	Particulars of Remuneration	Name of Directors				Total Amount
		----	----	----	----	
1	Independent Directors	NIL	NIL	NIL	NIL	NIL
	Fee for attending board committee meetings	NIL	NIL	NIL	NIL	NIL
	Commission	NIL	NIL	NIL	NIL	NIL
	Others, please specify	NIL	NIL	NIL	NIL	NIL
	Total (1)	NIL	NIL	NIL	NIL	NIL
2	Other Non-Executive Directors	NIL	NIL	NIL	NIL	NIL
	Fee for attending board committee meetings	NIL	NIL	NIL	NIL	NIL
	Commission	NIL	NIL	NIL	NIL	NIL
	Others, please specify	NIL	NIL	NIL	NIL	NIL
	Total (2)	NIL	NIL	NIL	NIL	NIL
	Total (B)=(1+2)	NIL	NIL	NIL	NIL	NIL
	Total Managerial Remuneration	NIL	NIL	NIL	NIL	NIL
	Overall Ceiling as per the Act	NIL	NIL	NIL	NIL	NIL

C. Remuneration to key managerial personnel other than md/manager/wtd

S.No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Gross salary	N.A.	452700	600000	1052700
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	N.A.	NIL	NIL	NIL

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	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	N.A.	NIL	NIL	NIL
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	N.A.	NIL	NIL	NIL
2	Stock Option	N.A.	NIL	NIL	NIL
3	Sweat Equity	N.A.	NIL	NIL	NIL
4	Commission	N.A.	NIL	NIL	NIL
	- as % of profit	N.A.	NIL	NIL	NIL
	others, specify...	N.A.	NIL	NIL	NIL
5	Others, please specify	N.A.	NIL	NIL	NIL
	Total	N.A.	452700	600000	1052700

**H) 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	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
<b>B. DIRECTORS</b>					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil

## REPORT ON CORPORATE GOVERNANCE

(Pursuant to Schedule V of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015)

In accordance with Schedule V of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and some of the best practices followed internationally on Corporate Governance, the report containing the details of corporate governance systems and processes at Supreme Commercial Enterprises Limited is as under:

### I. COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

Supreme Commercial Enterprises Limited believes "Corporate Governance" is about commitment to values and about ethical business conduct. It is about how an organization is managed. This includes its corporate and other business structures, its culture, policies and procedures which ensure that the Company is managed in a manner that meets stakeholder's aspirations and societal expectations.

### II. BOARD OF DIRECTORS

#### (a) Composition of the Board:

The Company's policy is to maintain optimum combination of Executive Directors, Woman Director and Independent Directors. Presently there of Five Board comprises Directors, which include one Executive director and Two Non-Executive director and Two Non-Executive Independent directors. The Board is primarily responsible for the overall management of the Company's business. The Directors on the Board are from varied fields with wide range of skills and experience. The non-executive directors including Independent Directors bring statutory and wider perspective in the Board's deliberations and decisions.

All the Independent Directors of the Company at the time of their first appointment to the Board and thereafter at the first meeting of the Board in every financial year give a declaration that they meet with the criteria of independence as provided under Companies Act, 2013 and Regulation 16 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

The composition of the Board of Directors as on March 31, 2017 with their attendance at the Board Meetings held during the year 2016-17 and at the last Annual General Meeting is given below

DIN	Name of the Director	Category of Director	Number of Board Meetings attended	Attendance at the Last AGM held on 30 <sup>th</sup> Sept., 2016	No. of Other Directorship(s) held in Public Companies	No. of Membership(s)/ Chairmanship(s) in Committees (including Supreme).	Relationship with other Director(s)	Number of shares and convertible instruments held by non-Executive Directors
0053970	Sita Ram Gupta		10 of 10	Yes	NIL	NIL	Yes	NIL
0054073	Rekha Gupta		10 of 10	Yes	NIL	2	Yes	NIL
0054145	Abhishek Gupta		10 of 10	Yes	NIL	2	Yes	NIL
06517818	Laxmi Dutt Joshi	Non-Executive (Independent Director)	2 of 10	N.A.	NIL	2	NIL	NIL
03320253	Brij Mohan Gupta	Non-Executive (Independent Director)	2 of 10	N.A.	NIL	2	NIL	NIL

Directors Appointed/ redesigned after 31<sup>st</sup> March, 2017



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65328	Girish Mohan Ganeriwala	Non-Executive (Independent Director)	N.A.	N.A.	NIL	NIL	NIL	NIL
Ceased to be Directors								
06692244	Arpan Chauhan	Non-Executive (Independent Director)	7 of 10	Yes	NIL	NIL	NIL	NIL
06688501	Charudev Bansal	Non-Executive (Independent Director)	7 of 10	Yes	NIL	NIL	NIL	NIL

**Board Meetings**

During the year, The Board met more than 4 times in a year according to the criteria laid down by Companies Act, 2013 Following are the dates of Board Meeting of the Company:-

S.No.	Date of Meeting of the Board
1	03.05.2016
2	30.05.2016
3	15.07.2016
4	28.07.2016
5	12.10.2016
6	25.10.2016
7	22.12.2016
8	26.12.2016
9	24.01.2017
10	08.02.2017

The maximum interval between any two meetings did not exceed 120 days. The Board meets at regular intervals to discuss and decide on Company / business policy and strategy apart from other Board business. The Board / Committee Meetings are pre-scheduled and a tentative annual calendar of the Board and Committee Meetings is circulated to the Directors well in advance to facilitate them to plan their schedule and to ensure meaningful participation in the meetings. However, in case of a special and urgent business need, the Board's approval is taken by passing resolutions by circulation, as permitted by law, which is noted and confirmed in the subsequent Board meeting.

**Separate Meeting of Independent Directors:**

As stipulated by the Code of Independent Directors under the Companies Act, 2013 and SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, a separate meeting of the Independent Directors of the Company was held on March 04, 2017 to review the performance of Non-Independent Directors and the Board as whole. Based on the guidance note issued by SEBI on January 5, 2017 on Board Evaluation, Independent Directors also reviewed the quality, content and timeliness of the flow of information between the Management and the Board and it's Committees which is necessary to effectively and reasonably perform and discharge their duties. The Independent Directors found the performance of Non-Independent Directors and the Board as well as flow of information between the Management and the Board to be satisfactory. All Independent Directors were present in the meeting.

**Induction & Training of Board Members (Familiarization Programme for Independent Directors):**

Pursuant to Regulation 25(7) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 the listed entity shall conduct familiarization programme for Independent Director aims to familiarize them with the Company, their roles, rights, responsibilities in the Company that would facilitate their active participation in managing the Company. The familiarization program also extends to other Non- Executive Directors of the Company.

**Audit Committee:**

The Committee met five times during the year, the details of which are given below:-

S.No.	Date of Meeting	Total No of Members as on the Date of the meeting	Number of Members attended the meeting
1	04.04.2016	3	3
2	16.07.2016	3	3
3	15.10.2016	3	3
4	21.01.2017	3	3
5.	01.03.2017	3	3

**Powers of Audit Committee**

The powers of the Audit Committee include the following:

1. To investigate any activity within its terms of reference
2. To seek information on and from any employee.
3. To obtain outside legal or other professional advice.
4. To secure attendance of outsiders with relevant expertise, if it considers necessary.
5. To protect whistle blowers.
6. To consider other matters as referred by the Board.

**Role of Audit Committee**

The Role of the Audit Committee includes the following:

1. Oversight of our Company's financial reporting process and the disclosure of its financial information to ensure that the Financial Statement is correct, sufficient and credible.
2. To streamline the accounts, internal control, to suggest further improvement in accounting practice of the Company, to hold discussions with the Auditors periodically, to review half year, Quarterly and Annual Financial Statements before submission to Board
3. Recommendation to the Board regarding fixation of audit fee to be paid to statutory auditors under the Companies Act and approval for payment with respect to any other services rendered by the statutory auditors.

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4. Reviewing, with the management, the annual Financial statements and Auditors' Report thereon before submission to the Board for approval, with particular reference to:
  - b. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of Clause (c) of Sub-section 3 of Section 134 of the Companies Act, 2013.
  - c. Changes, if any, in accounting policies and practices and reasons for the same.
  - d. Major accounting entries involving estimates based on the exercise of judgment by management.
  - e. Significant adjustments made in the financial statements arising out of audit findings.
  - f. Compliance with requirements relating to financial statements.
  - g. Disclosure of any related party transactions.
  - h. Qualifications in the draft audit report.
5. Reviewing/examine, with the management, the quarterly financial statements before submission to the board for approval.
6. Reviewing, with the management, the statement of uses/ application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the end use/ utilization of proceeds of a public or rights issue & related matters and making appropriate recommendations to the Board to take up steps in this matter.
7. Reviewing, with the management, performance of statutory and internal auditors and adequacy of the internal control systems.
8. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure, coverage and frequency of internal audit.
9. Discussion with internal auditors and / or auditors any significant findings and follow up there on.
10. Reviewing the findings of any internal investigations by the internal auditors/auditors/agencies into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
11. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
12. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of nonpayment of declared dividends) and creditors.
13. To review / oversee the functioning of vigil mechanism / Whistle Blower mechanism of Company;
14. To review the follow up action on the audit observations of the Comptroller & Auditor General audit.

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15. Provide an open avenue of communication between the independent auditor, internal auditor and the Board.
16. Approval or any subsequent modification of transactions of the company with related parties;
17. Review all related party transactions in the Company. For this purpose, the Audit Committee may designate a member who shall be responsible for reviewing related party transactions;
18. Review with the independent auditor the co-ordination of audit efforts to assure completeness of coverage, reduction of redundant efforts, and the effective use of all audit resources.
19. Consider and review the following with the independent auditor and the management:
  - a) The adequacy of internal controls including computerized information system controls and security; and
  - b) Related findings and recommendations of the independent auditor and internal auditor, together with the management responses.
20. Consider and review the following with the management, internal auditor and the independent auditor:
  - a) Significant findings during the year, including the status of previous audit recommendations; and
  - b) Any difficulties encountered during audit work including any restrictions on the scope of activities or access to required information.
21. Review and monitor the Auditor's independence and performance, and effectiveness of audit process.
22. Scrutiny of inter-corporate loans and investments.
23. Valuation of undertakings or assets of the Company, wherever it is necessary.
24. Evaluation of Internal Financial Controls and Risk Management Systems.
25. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee under the Companies Act, 2013, as amended from time to time.

**Review of information by Audit Committee**

The Audit Committee shall mandatorily review the following information:

1. Management discussion and analysis of financial condition and results of operations.
2. Statement of significant related party transactions submitted by management.
3. Management letters / letters of internal control weaknesses issued by the statutory auditors.
4. Internal audit reports relating to internal control weaknesses.

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4. Reviewing, with the management, the annual Financial statements and Auditors' Report thereon before submission to the Board for approval, with particular reference to:
  - b. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of Clause (c) of Sub-section 3 of Section 134 of the Companies Act, 2013.
  - c. Changes, if any, in accounting policies and practices and reasons for the same.
  - d. Major accounting entries involving estimates based on the exercise of judgment by management.
  - e. Significant adjustments made in the financial statements arising out of audit findings.
  - f. Compliance with requirements relating to financial statements.
  - g. Disclosure of any related party transactions.
  - h. Qualifications in the draft audit report.
5. Reviewing/examine, with the management, the quarterly financial statements before submission to the board for approval.
6. Reviewing, with the management, the statement of uses/ application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the end use/ utilization of proceeds of a public or rights issue & related matters and making appropriate recommendations to the Board to take up steps in this matter.
7. Reviewing, with the management, performance of statutory and internal auditors and adequacy of the internal control systems.
8. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure, coverage and frequency of internal audit.
9. Discussion with internal auditors and / or auditors any significant findings and follow up there on.
10. Reviewing the findings of any internal investigations by the internal auditors/auditors/agencies into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.
11. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
12. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of nonpayment of declared dividends) and creditors.
13. To review / oversee the functioning of vigil mechanism / Whistle Blower mechanism of Company;
14. To review the follow up action on the audit observations of the Comptroller & Auditor General audit.

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15. Provide an open avenue of communication between the independent auditor, internal auditor and the Board.
16. Approval or any subsequent modification of transactions of the company with related parties;
17. Review all related party transactions in the Company. For this purpose, the Audit Committee may designate a member who shall be responsible for reviewing related party transactions;
18. Review with the independent auditor the co-ordination of audit efforts to assure completeness of coverage, reduction of redundant efforts, and the effective use of all audit resources.
19. Consider and review the following with the independent auditor and the management:
  - a) The adequacy of internal controls including computerized information system controls and security; and
  - b) Related findings and recommendations of the independent auditor and internal auditor, together with the management responses.
20. Consider and review the following with the management, internal auditor and the independent auditor:
  - a) Significant findings during the year, including the status of previous audit recommendations; and
  - b) Any difficulties encountered during audit work including any restrictions on the scope of activities or access to required information.
21. Review and monitor the Auditor's independence and performance, and effectiveness of audit process.
22. Scrutiny of inter-corporate loans and investments.
23. Valuation of undertakings or assets of the Company, wherever it is necessary.
24. Evaluation of Internal Financial Controls and Risk Management Systems.
25. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee under the Companies Act, 2013, as amended from time to time.

**Review of information by Audit Committee**

The Audit Committee shall mandatorily review the following information:

1. Management discussion and analysis of financial condition and results of operations.
2. Statement of significant related party transactions submitted by management.
3. Management letters / letters of internal control weaknesses issued by the statutory auditors.
4. Internal audit reports relating to internal control weaknesses.

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5. The appointment, removal and terms of remuneration of the internal auditor.
6. Certification/declaration of financial statements by the Chief Executive Officer/Chief Financial Officer.

All the recommendations of Audit Committee were accepted by the Board.

**Nomination & Remuneration Committee Meetings**

The Committee met four times during the year, the details of which are given below:-

S.No.	Date of Meeting	Total No of Members as on the Date of the meeting	Number of Members attended the meeting
1	01.04.2016	3	3
2	18.07.2016	3	3
3	15.10.2016	3	3
4	27.03.2016	3	3

The Nomination and Remuneration Committee is primarily responsible to:

- Identify potential candidates to become Board Members.
- Recommending nominees to various Committees of the Board.
- Recommending remuneration for non-Executive/Independent Directors.
- Ensuring that appropriate procedures are in place to assess Board's effectiveness.
- Developing an annual evaluation process of the Board and its Committees.
- Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the Directors, Key Managerial Personnel and other employees;
- Formulation of criteria for evaluation of Independent Directors and the Board;
- Devising a policy on Board diversity;
- Assist the Board in ensuring that affordable, fair and effective compensation philosophy and policies are implemented;
- Approve and make recommendations to the Board in respect of salary structure and actual compensation (inclusive of performance based incentives and benefits) of the Executive Directors;
- Review and approve the overall budgetary increment proposals for annual increase of compensation and benefits for the employees;
- Review and approve any disclosures in the annual report or elsewhere in respect of compensation policies or Directors' compensation;
- Any other matter referred to the Nomination and Remuneration Committee by the Board of Directors of the Company.

The Nomination and Remuneration Committee is responsible for reviewing the overall goals and objectives of compensation programs, as well as our compensation plans, and making changes to such goals, objectives and plans.

**Remuneration Policy:**

The Company's remuneration policy is driven by the success and performance of the individual employees and the Company. Our compensation philosophy is to align Directors and compensation with our business objectives, so that compensation is used as a strategic tool that helps us recruit, motivate and retain highly

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talented individuals who are committed to our core values. We believe that our compensation programs are integral to achieving our goals. Through its compensation programme, the Company endeavors to attract, retain, develop and motivate a high performance workforce. The Company follows a compensation mix of fixed pay, benefits and performance based variable pay. Individual performance pay is determined by business performance of the Company. The Company pays remuneration by way of salary, benefits, perquisites and allowances (fixed component) and performance incentives, commission (variable component) to its Chairman, Whole Time Directors and other Directors.

**Performance evaluation criteria for Independent Directors-**

Based on the guidance note issued by SEBI on January 5, 2017 on Board Evaluation, the Nomination and Remuneration Committee has revised performance evaluation criteria for Independent Directors, which are as under-

**Area of Evaluation**

1. Qualification
2. Experience
3. Knowledge of Competency
4. Fulfillment of functions
5. Ability to function as a team
6. Initiative
7. Availability and attendance
8. Commitment
9. Contribution
10. Integrity
11. Independence
12. Independent views and judgment

**Risk and Compliance Committee**

The Committee met four times during the year, the details of which are given below:-

S.No.	Date of Meeting	Total No of Members as on the Date of the meeting	Number of Members attended the meeting
1	04.05.2016	3	3
2	31.08.2016	3	3
3	12.12.2016	3	3
4	13.03.2016	3	3

**General Body Meeting**

The details of the last three Annual General Meetings held areas under:

Date of AGM	Location	Time	Whether any special Resolution is Passed
30.09.2016	Delhi	11:00	Yes one resolution was passed for of Ms. Avantika Gupta Chief Financial Officer of the Company
30.09.2015	Delhi	10:00	Yes Four Resolutions were passed



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			<ol style="list-style-type: none"> <li>1. Regularization of Mr. Charudev Bansal as an Independent Director</li> <li>2. Regularization of Mr. Arpan Chauhan as an Independent Director</li> <li>3. Regularization of Ms. Rekha Gupta Director of the Company as Whole Time Director of the Company</li> <li>4. Appointment of Ms. Avantika Gupta as Chief Financial Officer of the Company</li> </ol>
30.09.2014	Delhi	11:00	No

The details of the Extra Ordinary General Meeting held is as under:

Date of EGM	Location	Time	Whether any special Resolution is Passed
23.04.2016	Delhi	10:00	Issue of Bonus shares of the Company

The details of Postal Ballot Conducted during the financial year 2016-17:

- i) Members' approval was sought vide Postal Ballot Notices dated 1<sup>st</sup> April, 2016 under Section 110 of the Act, details of which are relayed below:

Item No. of the notice	Particulars	Type of Resolution	Total no. of Valid Votes	Total votes cast in favour		Total votes cast in against	
				No. of Shares	% of votes cast	No. of Shares	% of votes cast
1	Approval for issue of Bonus Shares	Ordinary Resolution	11	311793	63.50%	1	0.00%

The resolution mentioned in the aforesaid notice was passed with requisite majority by the shareholders.

- ii) Person who conducted the Postal Ballot Exercise:

Scrutinizer for Postal Ballot	Cut-off date for ascertaining the list of shareholders/ members to whom the notice of Postal Ballot will be sent and also for reckoning voting rights	Period of e-voting	Date of declaration of the Result
M/s R. K. & Associates	18.04.2016	Commencement 20 <sup>th</sup> April, 2016 (9:00 A.M.) Closure 22 <sup>nd</sup> April, 2016 (5:00 P.M.)	25 <sup>th</sup> April, 2016

**iii) Procedure for Postal Ballot:**

In compliance with Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Sections 108, 110 and other applicable provisions of the Act, read with related Rules, the Company provides electronic voting facility to all its Members, to enable them to cast their votes electronically. The Company engages the services of NSDL for the purpose of providing e-facility to all its Members. The Members have the option to vote either by physical ballot or by e-voting.

The Company dispatches the postal ballot notices and forms along with postage pre-paid business reply envelopes to its Members whose names appear in the Register of Members/the List of beneficiaries as on a cut-off date. The Company also publishes a notice in the newspaper declaring the details of completion of dispatch and other requirements as mandated under the Act and the applicable Rules.

Voting rights are reckoned on the paid-up value of shares registered in names of Members as on the cut-off date. Members desiring to exercise their votes by physical postal ballot forms are requested to return the forms duly completed and signed, to the Scrutinizer on or before the end of the voting period. Members desiring to exercise their votes by electronic mode are requested to vote before close of business hours on the last day of e-voting.

The Scrutinizer submits his report to the Board of Directors, after the completion of scrutiny and the consolidated results of the voting by postal ballot are then announced by the authorised officer. The results are also displayed on the website of the Company, [www.atlasjewelleryindia.com](http://www.atlasjewelleryindia.com), besides being communicated to the Stock Exchanges, Depositories and the Registrar and Transfer Agent.

**Means of Communication**

Quarterly, half-yearly and annual financial results are communicated to the Stock Exchanges immediately after these are considered and approved by the Board; and thereafter regularly published in the prominent newspapers like Business Standard, Pioneer etc. (both English & Hindi), as required. Quarterly and annual financial statements, along with presentation on financial results and official news releases, are posted on our website: [www.supremecommercial.co.in](http://www.supremecommercial.co.in). Further, all other price sensitive and other information is sent to the Stock Exchange where shares of the Company are listed, enabling them to display the same on their website.

**General Shareholder Information**

1 Annual General Meeting:	At 394, First Floor, Hauz Qazi, Delhi-110006 on Thursday, 28 <sup>th</sup> September, 2017 at 11:00 A.M.
2 Financial Year:	1 April, 2016 to 31 <sup>st</sup> March, 2017
3 Dividend paid date:	N.A.
4 Stock Exchange on which the Company's Shares are listed:	METROPOLITAN STOCK EXCHANGE OF INDIA (MSEI)

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- 5 Listing Fee: Listing fees as prescribed have been paid to the Metropolitan Stock Exchange of India up to 31st March 2018
- 6 Stock Code: INE530F01017
- 7 Registrar/ Share Transfer Agents: Indus Portfolio Pvt. Ltd.  
G-65, Balli Nagar, Delhi – 110015  
Ph. No. 011-47671200  
Fax No. 011-25449863
- 8 Share Transfer System: In order to expedite the process of share transfers, the Board has delegated the power to approve share transfers to Company Secretary who attend to share formalities fortnightly. The Company has appointed Indus Portfolio Pvt. Ltd as Registrar and Share Transfer Agents for physical transfer of securities as well as dematerialization/ dematerialization of securities.

9 Distribution of shareholding as on March 31, 2017

No. of Equity shares held (figure)	Shareholders		% of shareholding	
	Number	% to Total	Number of Equity Shares	% of Total
Up to 5000	267	94.01	37284	6.96
5001 to 10000	10	3.52	66432	12.40
10001 to 20000	-	-	-	-
20001 to 30000	1	0.35	24500	4.57
30001 to 40000	3	1.06	95033	17.74
40001 to 50000	-	-	-	-
50001 to 100000	2	0.71	197100	36.79
100001 and above	1	0.35	115400	21.54
<b>Total</b>	<b>284</b>	<b>100</b>	<b>535749</b>	<b>100</b>

10 Dematerialization of Shares

The Company has established connectivity with both the depositories i.e. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) to handle dematerialization of shares. As on March 31, 2017, a total of 371300 equity shares which form 69.30% of the share capital stand dematerialized.

11 Other Disclosures

- i) During the financial year ended March 31, 2017 there were no related party transactions that may have potential conflict with the interests of the Company at large.
- ii) No penalties were imposed, and no structures were passed by Stock Exchange or SEBI or any statutory authority on any capital market related matters during the last three years.

- iii) The Company has announced Whistle Blower policy. All the personnel of the company have the access to the Audit Committee.
- iv) The Company has complied with the mandatory requirements of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015. The Company has adopted various non-mandatory requirements as well, as discussed under relevant headings.
- v) The Company does not have any subsidiary company therefore has not framed a Material Subsidiary Policy.
- vi) During the financial year ended March 31, 2017 the company did not engage in commodity hedging activities.
- vii) There has been no instance of non-compliance of any requirement of Corporate Governance Report.

## 12. Adoption of Non-Mandatory Requirements

### (i) The Board

The Company has appointed the Non-Executive Chairman.

### (ii) Shareholder Rights

Half yearly financial results are forwarded to the Stock Exchanges and uploaded on the website of the Company like quarterly results.

### (iii) Audit Qualifications

During the year under review, there was no audit qualification in the Auditors' Report on the Company's financial statements.

### (iv) Posts of Chairman and CEO

During the financial year under review the posts of the Chairman and CEO were vacant in the Company.

### (v) Reporting of Internal Auditor

The Internal Auditor of the Company makes regular presentation in the Audit Committee Meeting and regularly attends the Meeting for reporting their findings of the internal audit to the Audit Committee Members.

13 . The Company has fully complied with the applicable requirement specified in Regulation 17 to 27 and clause (b) to (i) of sub-regulation (2) of Regulation 46 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

## 14. CODE OF CONDUCT AND CORPORATE DISCLOSURE PRACTICES FOR PREVENTION OF INSIDER TRADING:

The Board of Directors adopted the Code of Conduct for Board Members and Senior Management

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Personnel. The said code was communicated to the Directors and members of the senior management and they affirmed their compliance with the said Code. The adopted Code is posted on the Company's website [www.atlasjewelleryindia.com](http://www.atlasjewelleryindia.com).

Pursuant to the requirements of the SEBI (Prohibition of Insider Trading) Regulations, 2015, your Company has adopted Code of practices and procedures for fair disclosure of unpublished price sensitive information and Code of Conduct in order to monitor and report Insider Trading.

All Directors and the designated employees have confirmed compliance with the Code.

**WTD CERTIFICATION:**

In terms of the requirement of Schedule V of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the declaration from WTD had been obtained on compliance of Code of Conduct of board of directors and senior members and forms a part of this annual report.

**XVIII. DEMAT SUSPENSE ACCOUNT/UNCLAIMED SUSPENSE ACCOUNT:**

The company does not have any outstanding Demat Suspense Account/Unclaimed Suspense Account.

**WHOLE TIME DIRECTOR AND CHIEF FINANCIAL OFFICER (CFO)  
CERTIFICATION**

To,  
The Board of Directors,  
Supreme Commercial Enterprises Limited

We, the undersigned, in our respective capacities as Chief Executive Officer and Chief Financial Officer of V.S.T. Tillers Tractors Limited ("the Company"), to the best of our knowledge and belief certify that:

- (a) We have reviewed the financial statements and the cash flow statement for the year ended on March 31, 2016 and based on our knowledge and belief, we state that:
- i) These statements do not contain any materially untrue statement or omit any material fact or contain any statement 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) We further state that to the best of our knowledge and belief, there are no transactions entered into by the Company during the year, which are fraudulent, illegal, or violative 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 we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- (d) We have indicated, based on our most recent evaluation, wherever applicable, to the Auditors and Audit Committee:
- i) Significant changes, if any, in the internal control over financial reporting during the year,
  - ii) Significant changes, if any, in the accounting policies made during the year and that the same has 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 significant role in the Company's internal control system over financial reporting



(Rekha Gupta)  
Whole Time Director



(Avantika Gupta)  
Chief Financial Officer

Place: New Delhi  
Date: 01.09.2017

**INDEPENDENT AUDITOR'S REPORT**

To the Members of  
**SUPREME COMMERCIAL ENTERPRISES LIMITED**

**Report on the Financial Statements**

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

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

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

**Auditor's Responsibility**

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

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



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

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

### **Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2017, and its profit 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 Companies Act, 2013, we give in the 'Annexure A', a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
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 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 31st March, 2017 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2017 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'.
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which would impact its financial 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 amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
  - iv. The company has provided requisite disclosures in its financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8th November, 2016 to 30th December, 2016 and these are in accordance with the books of accounts maintained by the company.

Place: New Delhi  
Dated: 01.09.2017



**For NEETI & ASSOCIATES  
Chartered Accountants**

*Neeti Mittal*

(Neeti Mittal)

Member Ship Number: 502626  
Proprietor

**Annexure 'A'**

The Annexure referred to in paragraph 1 of Our Report on "Other Legal and Regulatory Requirements".

We report that:

- i.
  - a. The company has maintained proper records showing full particulars, including quantitative details and situation of its fixed assets.
  - b. As explained to us, fixed assets have been physically verified by the management at reasonable intervals; no material discrepancies were noticed on such verification.
  - c. The title deeds of immovable properties are held in the name of the company.
- ii. In respect of Inventories: The Company does not have any inventory as defined in Accounting Standard (AS)-2 'Valuation of Inventories'. Therefore clauses are not applicable to the Company.
- iii. According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties listed in the register maintained under Section 189 of the Companies Act, 2013. Consequently, the provisions of clauses iii (a), (b) and (c) of the order are not applicable to the Company.
- iv. According to the information and explanations given to us and on the basis of our examination of the books of account, the Company has not granted/made any loans, investments, guarantees, and security, the provisions of clauses iv of the order are not applicable to the Company.
- v. The company has not accepted any deposits from the public covered under sections 73 to 76 of the Companies Act, 2013.



- vi. As per information & explanation given by the management, maintenance of cost records has not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, 2013.
- vii.
- a. According to the records of the company, undisputed statutory dues including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income-tax, Sales-tax, Service Tax, Custom Duty, Excise Duty, value added tax, cess and any other statutory dues to the extent applicable, have generally been regularly deposited with the appropriate authorities. According to the information and explanations given to us there were no outstanding statutory dues as on 31st of March, 2017 for a period of more than six months from the date they became payable.
  - b. According to the information and explanations given to us, there is no amount payable in respect of income tax, service tax, sales tax, customs duty, excise duty, value added tax and cess whichever applicable, which have not been deposited on account of any disputes.
- viii. In our opinion and according to the information and explanations given by the management, we are of the opinion that, the Company has not defaulted in repayment of dues to a financial institution, bank, Government or debenture holders, as applicable to the company.
- ix. Based on our audit procedures and according to the information given by the management, the company has not raised any money by way of initial public offer or further public offer (including debt instruments) or taken any term loan during the year.
- x. According to the information and explanations given to us, we report that no fraud by the company or any fraud on the Company by its officers or employees has been noticed or reported during the year.
- xi. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.



# NEETI & ASSOCIATES

Chartered Accountants

Phone:- 65169313  
1/20, Asaf Ali Road,  
New Delhi-110002

- xii. The company is not a Nidhi Company. Therefore clause xii) of the order is not applicable to the company.
- xiii. According to the information and explanations given to us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc. as required by the applicable accounting standards.
- xiv. The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review.
- xv. Provisions of section 192 of Companies Act, 2013 have been complied with in case of non-cash transactions entered by the company with directors or persons connected with him
- xvi. The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

Place: New Delhi  
Dated: 01.09.2017

For NEETI & ASSOCIATES  
Chartered Accountants



*Neeti Mittal*

(Neeti Mittal)

Member Ship Number: 502626  
Proprietor

Annexure 'B'

Report on Internal Financial Controls Over Financial Reporting

**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 Supreme Commercial Enterprises Limited as of March 31, 2017 in conjunction with our audit of the 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. 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 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 was 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 auditor's 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 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 March 31, 2017, 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.

**Place: New Delhi**  
**Dated: 01.09.2017**



**For NEETI & ASSOCIATES**  
**Chartered Accountants**

*Neeti Mittal*

(Neeti Mittal)

Member Ship Number: 502626  
Proprietor

NEETI & ASSOCIATES  
Chartered Accountants

Phone: 65169313

1/20, Asaf Ali Road,  
New Delhi - 110002

## Supreme Commerical Enterprises Limited

Registered office : 394, Hauz Qazi, 1st Floor,  
**DELHI-110006**

CIN No.L51909DL1983PLC016724

E-Mail:supremecommercial@gmail.com

Mob:9350150766

### Balance Sheet as on 31-03-2017

Particulars	Note No.	Current Year 2016-17	Previous Year 2015-16
<b><u>EQUITY AND LIABILITIES:</u></b>			
<b><u>Share Holders' Fund:</u></b>			
Share Capital	3	5357490.00	4900000.00
Reserve & Surplus	4	134992977.78	134723963.78
<b><u>Current Liabilities:</u></b>			
Other Current Liabilities	7	2539517.00	2813141.00
Short Term Provisions		5000.00	14000.00
		<b>142894984.78</b>	<b>142451104.78</b>
<b><u>ASSETS:</u></b>			
<b><u>Non-Current Assets:</u></b>			
Fixed Assets:	8		
-- Tangible Assets		124004551.00	124004551.00
Non-Current Investment		14891400.00	14891400.00
Deferred Tax Assets		10076.00	10076.00
Long Term Loan & Advances		637592.00	779329.00
Other Non-Current Assets		600750.00	600750.00
<b><u>Current Assets</u></b>			
Trade Receivable	9	2375644.22	1466767.22
Cash & Cash Equivalents		334721.56	698231.56
Short Term Loan & Advances		40250.00	0.00
		<b>142894984.78</b>	<b>142451104.78</b>

#### AUDITOR'S REPORT

As per our separate report of even date attached

#### For Neeti & Associates

Chartered Accountants



(Neeti Mittal)

Proprietor

Membership No.502626

Meenakshi B. Choudhury  
(Company Secretary)

#### Director

Sita Ram Gupta  
(DIN: 00053970)

Rekha Gupta  
(DIN: 00054073)

Avantika Gupta  
(Chief Financial Officer)

Place: New Delhi  
Dated: 01/09/2017



NEETI & ASSOCIATES  
Chartered Accountants

Phone: 65169313

1/20, Asaf Ali Road,  
New Delhi - 110002

## Supreme Commerical Enterprises Limited

Registered office : 394, Hauz Qazi, 1st Floor,

**DELHI-110006**

CIN No.L51909DL1983PLC016724

E-Mail:supremecommercial@gmail.com

Mob:9350150766

### Profit & Loss Statement for the year ended 31-03-2017

Particulars	Note No.	Current Year 2016-17	Previous Year 2015-16
<b>INCOME</b>	10		
I. Revenues from Operations:		38279027.00	37523201.00
II. Other Income		147241.00	209359.00
<b>III. Total Revenue (I+II)</b>		<b>38426268.00</b>	<b>37732560.00</b>
<b>IV. EXPENSES:</b>	11		
Employees Benefit Expenses		36163530.00	36016961.00
Finance Costs		1648.18	2010.00
Other Expenses:			
-- Administrative Expenses		1225777.82	1038518.97
<b>Total Expenses</b>		<b>37390956.00</b>	<b>37057489.97</b>
V. Profit/(Loss) before exceptional & extra ordinary items & tax (III-IV)		1035312.00	675070.03
VI. Exceptional items		0.00	0.00
VII. Profit/(Loss) before extra ordinary items and tax (V-VI)		1035312.00	675070.03
VIII. Extra ordinary items		0.00	0.00
IX. Profit/(Loss) before tax (VII-VIII)		1035312.00	675070.03
X. Tax Expense:			
-- Current Tax		-308638.00	-197346.00
-- TDS short deducted deposited		-170.00	0.00
<b>XI. Profit/(Loss) for the year (IX-X)</b>		<b>726504.00</b>	<b>477724.03</b>
Earning Per Equity Share			
Basic		1.36	0.97
Diluted		1.36	0.97
Face Value of Rs.10.00 Each			

#### AUDITOR'S REPORT

As per our separate report of even date attached

#### For Neeti & Associates

Chartered Accountants



Meenakshi B. Choudhury  
(Company Secretary)

#### Director

Sita Ram Gupta  
(DIN: 00053970)

Rekha Gupta  
(DIN: 00054073)

Avantika Gupta  
(Chief Financial Officer)

Place: New Delhi  
Dated: 01/09/2017

## Supreme Commercial Enterprises Limited

Particulars	Current Year 2016-17	Previous Year 2015-16
<b>Cash Flow Statement:</b>		
<b>A Cash flow from operating activities:</b>		
Profit before tax	1035312.00	675070.00
Adjustments for:		
Depreciation	0.00	0.00
Provisions for CSR	0.00	0.00
Rent income	(120000.00)	(120000.00)
<b>Operating profit before working capital changes</b>	<b>915312.00</b>	<b>555070.00</b>
<i>Changes in working capital:</i>		
<i>Adjustments for (increase) / decrease in operating assets:</i>		
(Increase) / decrease in Trade Receivable	(908877.00)	0.00
(Increase) / decrease in inventories	0.00	0.00
(Increase) / decrease in Short-Term loans and advances	(40250.00)	0.00
(Increase) / decrease in Long-Term loans and advances	141737.00	0.00
(Increase) / decrease in Other Current Assets	0.00	(86461.00)
(Increase) / decrease in Other Non Current Assets	0.00	(600750.00)
<i>Adjustments for increase / (decrease) in operating liabilities:</i>		
Increase / (decrease) in Trade Payables	(260600.00)	275803.00
Increase / (decrease) in Other Current Liabilities	(13024.00)	62293.00
Increase / (decrease) in Other Long-Term Liabilities	0.00	0.00
Increase / (decrease) in Short-Term provisions	(9000.00)	0.00
Increase / (decrease) in Long-Term provisions	0.00	0.00
<b>Cash generated from operations</b>	<b>(174702.00)</b>	<b>205955.00</b>
Income tax paid	308808.00	197346.00
<b>Cash flow before extraordinary item</b>	<b>(483510.00)</b>	<b>8609.00</b>
extraordinary item	0.00	0.00
<b>Net cash flow from / (used in) operating activities (A):</b>	<b>-483510.00</b>	<b>8609.00</b>
<b>B Cash flow from investing activities:</b>		
Purchase of fixed assets	0.00	0.00
Purchase of investments	0.00	(14891400.00)
Rent income	120000.00	120000.00
<b>Net cash from / (used in) investing activities (B):</b>	<b>120000.00</b>	<b>(14771400.00)</b>
<b>C Cash flow from financing activities:</b>		
Proceeds from issuance of share capital	0.00	0.00
Proceeds / (Repayment) of Long Term Borrowings	0.00	0.00
Increase in Unsecured Loans	0.00	0.00
Increase / (Decrease) in Short Term Borrowings	0.00	0.00
Interest paid	0.00	0.00
Dividend paid (including Dividend tax)	0.00	0.00
<b>Net cash from / (used in) financing activities (C):</b>	<b>0.00</b>	<b>0.00</b>
Net increase / (decrease) in cash and cash equivalents (A+B+C)	(363510.00)	(14762791.00)
Cash and cash equivalents at the beginning of the year	698231.56	16927789.75
Cash and cash equivalents at the end of the year*	334721.56	2164998.75
* Comprises:		
(a) Cash on hand	11238.87	197921.37
(b) Balances with banks		
(i) In current accounts	323482.69	1967077.41
(ii) In EEFC accounts	0.00	0.00
(iii) In fixed deposit accounts	0.00	0.00
(iv) In earmarked accounts		
- Unpaid dividend accounts (Current Account)	0.00	0.00
- Unpaid dividend accounts (Fixed Deposits)	0.00	0.00
	<b>334721.56</b>	<b>2164998.78</b>

Place: New Delhi  
Date: 01.09.2017

**For Neeti & Associates  
Chartered Accountants**



**(Neeti Mittal)  
Proprietor**

**Membership No.-502626**

*Sita Ram Gupta*

(Sita Ram Gupta)

DIRECTOR

DIN-00053970

*Rekha Gupta*

(Rekha Gupta)

DIRECTOR

DIN-00054073

*Meenakshi*

(Meenakshi B. Choudhury)

Company Secretary

ACS 44072

*Avantika Gupta*

(Avantika Gupta)

CFO

## SUPREME COMMERCIAL ENTERPRISES LIMITED

Regd. Office : Regd. Office- 394, Hauz Qazi, First Floor, Delhi-110006

PH. NO. 9350150766, E-mail ID-supremecommercial@gmail.com

CIN-L51909DL1983PLC016724

### NOTE 1 & 2 - SIGNIFICANT ACCOUNTING POLICIES

#### **(A) Basis of Preparation of Financial Statements :**

These financial statements are prepared under historical cost convention on accrual basis as a going concern and in accordance with the Generally Accepted Accounting Principles (GAAP), including the Accounting Standards notified under the relevant provisions of the Companies Act, 2013. Accounting policies not stated explicitly otherwise are consistent with Generally Accepted Accounting Principles.

#### **(B) Use of Estimates :**

The preparation of financial statements requires management to make estimates and assumptions that affect the reported amount of balances of assets and liabilities and disclosures relating to contingent liabilities as at the reporting date of the financial statement. Actual results could differ from those estimated. Such differences are recognized in the period in which they are known or materialized.

#### **(C) Revenue Recognition :**

All other Income are accounted on accrual basis except insurance claim which is accounted on receipt basis.

Claims and refunds due from Government Authorities are recognized in the accounts on receipt basis due to significant uncertainty regarding their realizations.

#### **(D) Current and Non Current**

All the assets and liabilities have been classified as current and non-current as per company's normal operating cycle.

#### **(E) Impairment of Assets :**

An asset is treated as impaired when the carrying cost of the same exceeds its recoverable amount. Such impairment loss is charged to the Statement of Profit and Loss in the year in which an asset is identified as impaired. The impairment loss recognized in prior accounting period is reversed if there has been a change in the estimate of the recoverable amount.

#### **(F) Investments**

Investments are intended to be held for more than 12 months from the date of balance sheet & hence classified as Non - Current Investments.

#### **(G) Cash and Cash Equivalents**

Cash and cash equivalents include cash on hand, demand deposits with banks, other short-term highly liquid investments with original maturities of three months or less as per the AS - 3 "CASH FLOW STATEMENT".

#### **(H) Employees Benefits :**

##### Short Term Employee Benefits

Short term employee benefits including bonus are recognized as an expense in the Statement of Profit and Loss of the year in which the related services are rendered.

##### Post Employment Benefits

The provisions of various statues like Provident Fund Act, Employees State Insurance Act, Payment of

Gratuity Act, etc are computed at the time of payment on actual basis, based on Company's policies. Thus AS-15 is complied.

#### **(I) Taxation :**

##### Current Tax

Current tax is determined as the amount of tax payable in respect of taxable income for the year determined in accordance with the provisions of the Income Tax Act, 1961. Minimum Alternative Tax credit available if any under section 115JB of the Income Tax Act, 1961 is accounted in the year in which the credit is claimed.

##### Deferred Tax

Deferred Tax is recognised subject to consideration of prudence on the basis of timing differences being the differences between taxable income and accounting income that originate in one period and is capable of reversal in one or more subsequent periods using the tax rates and laws that have been enacted or substantially enacted as on the balance sheet date.

Deferred Tax Asset is recognised and carried forward only to the extent that there is reasonable certainty that the asset will be realised in future.

#### **(J) Provision :**



A provision is recognized for a present obligation as a result of past events if it is probable that outflow of resources will be required to settle the obligation and in respect of which a reliable estimate can be made. Provisions are determined based on best estimate of the amount required to settle the obligation as at the Balance Sheet date. In case actual outcome differs from that estimated, the difference is accounted for at the time the result are known / materialized.

Liabilities which are material and whose future outcome can not be ascertained with reasonable certainty are treated as contingent and are disclosed by way of Notes to Accounts.

**(K) Related Party**

All transactions entered by the Company with related parties were in the ordinary course of business and at arms' length pricing basis. There was no material significant transaction with Related parties in conflict with interest of the Company.

**(L) Dues to Micro & Small Enterprises**

There are no outstanding dues of micro and small enterprises based on information available with company. Previous year figures have been re grouped / re arranged wherever found necessary

**(M)**

Associates Company			
S.no	Name of the Associates Company	Ownership as on 31st March 2017	% of ownership
1	Star Wire (India) Engineering Limited	480000	24.76%

For Neeti & Associates



Chartered Accountants

*Neeti Mittal*

Neeti Mittal)

Proprietor

Membership No.-502626

Date 27.08.2016

Place: New Delhi

*Sita Ram Gupta*

(Sita Ram Gupta)

DIRECTOR

DIN-00053970

*Rekha Gupta*

(Rekha Gupta)

DIRECTOR

DIN-00054073

*Meenakshi B. Choudhury*

(Meenakshi B. Choudhury)

Company Secretary

ACS 44072

*Avantika Gupta*

(Avantika Gupta)

CFO

# Supreme Commercial Enterprises Limited

Registered office : 394, Hauz Qazi, 1st Floor,  
**DELHI-110006**

Particulars	Current Year 2016-17	Previous Year 2015-16
<b>Note No.3</b>		
<b>SHARE CAPITAL:</b>		
<u>Authorised</u>		
20,00,000 Equity Shares of Rs.10.00 each	20000000.00	20000000.00
	<b>20000000.00</b>	<b>20000000.00</b>
<u>Issued, Subscribed &amp; Paid Up:</u>		
4,90,000 Equity Shares + 45,749 Bonus Share of Rs.10.00 each fully paid up	5357490.00	4900000.00
	<b>5357490.00</b>	<b>4900000.00</b>
<b>Details of Shares held by each Shareholder holding more than 5% shares</b>		
<b>Name of Shareholder/Class of Shares:</b>	<b>No. of Shares</b>	<b>% holding in that Class of Shares</b>
<b>Equity Shares with Voting Rights</b>		
Abhishek Gupta	115400	21.54%
Sita Ram Gupta	89550	16.71%
Sita Ram Surender Kumar Gupta (HUF)	30400	5.67%
Minal Gupta	107550	20.07%
Juhi Leasing & Finance Limited	34300	6.40%
	<b>377200</b>	<b>70.41%</b>
	<b>70.41%</b>	<b>76.98%</b>
<b>Note No.4</b>		
<b>RESERVE &amp; SURPLUS:</b>		
i. Capital Reserve	4000000.00	4000000.00
ii. Revaluation Reserve	121571488.00	121571488.00
iii. Securities Premium Reserve	2450000.00	2450000.00
iv. Surplus in Statement of Profit & Loss:		
Opening Balance	6702475.78	6224751.75
Add: Profit / Loss for the year	726504.00	477724.03
Less: Utilized for issue of Bonus Shares	-457490.00	0.00
<b>Net Surplus in Statement of Profit &amp; Loss:</b>	<b>134992977.78</b>	<b>134723963.78</b>
<b>Note No.7</b>		
<b>CURRENT LIABILITIES:</b>		
<u>Other Current Liabilities:</u>		
Employees Provident Fund (Contr) Payable	170070.00	184395.00
Employees State Insurance Corp (Contr) Payable	38994.00	42299.00
Employees Provident Fund (Wages) Payable	170070.00	184395.00
Employees State Insurance Corp (Wages) Payable	105632.00	114573.00
	<b>484766.00</b>	<b>525662.00</b>

C/f



# **Supreme Commercial Enterprises Limited**

Registered office : 394, Hauz Qazi, 1st Floor,  
**DELHI-110006**

Particulars	Current Year 2016-17	Previous Year 2015-16
B/f	484766.00	525662.00
Wages Payable	2001318.00	2261918.00
Electricity Expenses Payable	3000.00	12301.00
Service Tax Payable	26925.00	0.00
Administrative Charges Payable	12247.00	13260.00
Tax Deducted at Source (Salary) Payable	2000.00	0.00
Tax Deducted at Source (Adv.) Payable	261.00	0.00
Tax Deducted at Source (Prof.) Payable	9000.00	0.00
	<b>2539517.00</b>	<b>2813141.00</b>
<b>Short Term Provisions:</b>		
Audit Fee Payable	5000.00	5000.00
Expenses Payable	0.00	9000.00
	<b>5000.00</b>	<b>14000.00</b>
<b>Note No.8</b>		
<b>NON-CURRENT ASSETS:</b>		
<b>Non-Current Investments:</b>		
<b>Investments in Equity Shares:</b>		
<u>Name of the Company</u>	<u>No. of Shares</u>	
Star Wire (India) Engineering Ltd	480000	
	14891400.00	14891400.00
	<b>14891400.00</b>	<b>14891400.00</b>
<b>Long Term Loans &amp; Advances:</b>		
(Unsecured, Considered Good)		
Security Deposits	164845.00	165845.00
Income Tax (TDS) Refundable	468947.00	604201.00
Service Tax Refundable	0.00	5483.00
TDS Refundable	3800.00	3800.00
	<b>637592.00</b>	<b>779329.00</b>
<b>Other Non-Current Assets:</b>		
(Unamortised Expenses)		
Preliminary Expenses	600750.00	600750.00
	<b>600750.00</b>	<b>600750.00</b>



# Supreme Commercial Enterprises Limited

Registered office : 394, Hauz Qazi, 1st Floor,  
**DELHI-110006**

Particulars	Current Year 2016-17	Previous Year 2015-16
<b>Note No.9</b>		
<b>CURRENT ASSETS:</b>		
<u>Trade Receivable:</u>		
(Unsecured, Considered Good)		
Trade receivables outstanding less than 6 months		
Star Wire (India) Limited, Ballabgarh	2375644.22	1466767.22
	<u>2375644.22</u>	<u>1466767.22</u>
<u>Cash &amp; Cash Equivalents:</u>		
Cash in Hand, Delhi	4660.00	191340.50
Cash in Hand, Ballabgarh	6578.87	6580.87
State Bank of India, New Delhi	291030.44	363205.19
State Bank of India, Faridabad	32452.25	137105.00
	<u>334721.56</u>	<u>698231.56</u>
<u>Short Term Loans &amp; Advances:</u>		
(Unsecured, Considered Good)		
Prepaid Expenses - Metropolitan Stock Exchange	40250.00	0.00
	<u>40250.00</u>	<u>0.00</u>
<b>Note No.10</b>		
<b>INCOME</b>		
<u>Revenues from Operations:</u>		
Labour Charges received	38279027.00	37523201.00
	<u>38279027.00</u>	<u>37523201.00</u>
<u>Other Income:</u>		
Rent received	120000.00	120000.00
Interest received	27239.00	89358.00
Shortage & Excess	2.00	1.00
	<u>147241.00</u>	<u>209359.00</u>





# **Supreme Commercial Enterprises Limited**

Registered office : 394, Hauz Qazi, 1st Floor,  
**DELHI-110006**

Particulars	Current Year 2016-17	Previous Year 2015-16
<b>Note No.11</b>		
<b>EXPENSES:</b>		
<u>Employees Benefit Expenses:</u>		
Bonus	2891929.00	2661720.00
Conveyance Allowance	764657.00	1496974.00
Employees Provident Fund	2194104.00	2134456.00
Employees State Insurance Corporation	1304422.00	1321769.00
House Rent Allowance	2057716.00	2428212.00
Wages	18484419.00	17904691.00
Salaries	832200.00	201000.00
Administrative Charges of PF	157813.00	153301.00
Good Work Award	7398870.00	7650838.00
Medical Reimbursement	0.00	22000.00
Special Allowance	77400.00	42000.00
	<b>36163530.00</b>	<b>36016961.00</b>
<u>Finance Costs:</u>		
Bank Charges	1648.18	2010.00
	<b>1648.18</b>	<b>2010.00</b>
<u>Other Expenses:</u>		
-- <u>Administrative Expenses:</u>		
Audit Fee	5000.00	5000.00
Electricity & Water Expenses	32969.00	47849.00
Filing Fee	5634.91	49680.87
Festival Celebration Expenses	164350.00	0.00
Insurance Charges	605742.00	493707.00
Legal Expenses	5100.00	5100.00
Listing Fee	28625.00	58265.00
Postage & Telegrams	21549.00	12955.00
Professional & Consultancy charges	247475.00	258996.00
Rates & Taxes	150.00	3400.00
Registration Fee	0.00	34200.00
Statutory Compliance Publicity Expenses	48358.00	19774.00
Subscription	18864.91	5252.10
Tender Fee	1000.00	0.00
Welfare Fund	40960.00	44340.00
	<b>1225777.82</b>	<b>1038518.97</b>



# ***Supreme Commercial Enterprises Limited***

Registered office : 394, Hauz Qazi, 1st Floor,  
**DELHI-110006**

<b>Particulars</b>	<b>Current Year 2016-17</b>	<b>Previous Year 2015-16</b>
<b><u>Securities Deposits:</u></b>		
Haryana State Electricity Board	33983.00	33983.00
Haryana State Electricity Board	1670.00	1670.00
DIG of Police (Prov), Jharkhand	25000.00	25000.00
Executive Engineer, CPWD, New Delhi	18055.00	18055.00
Executive Engineer, CPWD, New Delhi	37387.00	37387.00
PCDA Jaipur	48750.00	48750.00
Commissioner of Police, Kolkata	0.00	1000.00
	<b><u>164845.00</u></b>	<b><u>165845.00</u></b>



# **Supreme Commercial Enterprises Limited**

Registered office : 394, Hauz Qazi, 1st Floor,  
DELHI-110006

## **Fixed Assets for the Year ended 31.3.2017** **(As Per Companies Act)**

**NOTE NO.8**

Assets	Rate of Depreciation	Original Cost as on 1.4.16	Addition During the Year	Sales/ Transfer during the Year	Total Cost as on 31.3.2017	Depreciation upto 31.3.16	Residual Value @ 5%	Depreciation During the Year	Total Depreciation upto 31.3.17	W.D.V. as on 31.3.2017	W.D.V. as on 31.3.2016
Land & Building	---	124000000.00	0.00	0.00	124000000.00	0.00	0.00	0.00	0.00	124000000.00	124000000.00
Scooter	9.50%	42451.00	0.00	0.00	42451.00	40328.00	2123.00	0.00	40328.00	2123.00	2123.00
Cooler & Fans	6.33%	29425.31	0.00	0.00	29425.31	27954.31	1471.00	0.00	27954.31	1471.00	1471.00
Furniture & Fixture	6.33%	1430.00	0.00	0.00	1430.00	1358.00	72.00	0.00	1358.00	72.00	72.00
Machinery	5.28%	16410.00	0.00	0.00	16410.00	15590.00	820.00	0.00	15590.00	820.00	820.00
Cycles	7.07%	1290.00	0.00	0.00	1290.00	1225.00	65.00	0.00	1225.00	65.00	65.00
<b>Total</b>		<b>124091006.31</b>	<b>0.00</b>	<b>0.00</b>	<b>124091006.31</b>	<b>86455.31</b>	<b>4551.00</b>	<b>0.00</b>	<b>86455.31</b>	<b>124004551.00</b>	<b>124004551.00</b>



# Supreme Commercial Enterprises Limited

Registered office : 394, Hauz Qazi, 1st Floor,  
DELHI-110006

## Fixed Assets for the Year ended 31.3.2017 (As Per Income Tax Act)

Assets	Rate of Depreciation	Original Cost as on 1.4.16	Addition During the Year	Total Cost as on 31.3.2017	Sales During the Year	Depreciation upto 31.3.16	Depreciation During the Year	Total Depreciation upto 31.3.17	W.D.V. as on 31.3.2017	W.D.V. as on 31.3.2016
Land & Building	---	124000000.00	0.00	124000000.00	-----	0.00	0.00	0.00	124000000.00	124000000.00
Scooter	15.00%	42451.00	0.00	42451.00	-----	41833.25	92.65	41925.90	525.10	617.75
Cooler & Fans	10.00%	29425.31	0.00	29425.31	-----	27157.13	226.90	27384.03	2041.28	2268.18
Furniture & Fixture	10.00%	1430.00	0.00	1430.00	-----	1288.90	14.10	1303.00	127.00	141.10
Machinery	15.00%	16410.00	0.00	16410.00	-----	15424.25	147.85	15572.10	837.90	985.75
Cycles	15.00%	1290.00	0.00	1290.00	-----	1262.71	4.09	1266.80	23.20	27.29
<b>Total</b>		<b>124091006.31</b>	<b>0.00</b>	<b>124091006.31</b>	<b>-----</b>	<b>86966.24</b>	<b>485.59</b>	<b>87451.83</b>	<b>124003554.48</b>	<b>124004040.07</b>



**INDEPENDENT AUDITOR'S REPORT (CONSOLIDATED)**

To the Members of  
**SUPREME COMMERCIAL ENTERPRISES LIMITED**

**Report on the Consolidated Financial Statements**

We have audited the accompanying consolidated financial statements of M/s Supreme Commercial Enterprises Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2017, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

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

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these consolidated 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 of 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 consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

**Auditor's Responsibility**

Our responsibility is to express an opinion on these consolidated 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 consolidated financial statements are free from material misstatement.

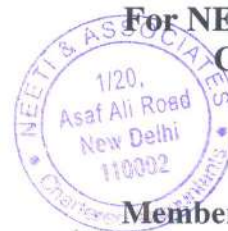
An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, 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 consolidated 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 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 consolidated 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 consolidated financial statements.

### **Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated 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 31st March, 2017, and its profit and its cash flows for the year ended on that date.

**Place: New Delhi**  
**Dated: 01.09.2017**



**For NEETI & ASSOCIATES**  
**Chartered Accountants**

*Neeti Mittal*

(Neeti Mittal)

**Member Ship Number: 502626**  
**Proprietor**

## Supreme Commerical Enterprises Limited

Registered office : 394, Hauz Qazi, 1st Floor, Delhi- 110006

CIN No.L51909DL1983PLC016724

E-Mail:supremecommercial@gmail.com

### Consolidated Balance Sheet as on 31-03-2017

Particulars	Note No.	Consolidated 2016-17	Consolidated 2015-16
<b><u>EQUITY AND LIABILITIES:</u></b>			
<b><u>Share Holders' Fund:</u></b>			
(a) Share Capital	3	5357490.00	4900000.00
(b) Reserves & Surplus	4	166926950.19	165760475.19
<b><u>Non-Current Liabilities</u></b>			
(a) Long-term borrowings	5	39396380.47	49198948.72
(b) Deferred tax liabilities (net)		386095.00	232253.50
(c) Other Long term liabilities	6	9970583.00	7093129.17
<b><u>Current Liabilities:</u></b>			
(a) Short-term borrowings	7	5080441.00	4701633.32
(b) Trade payables	8	17991725.00	9929851.17
(c) Other current liabilities	9	21312453.00	13806553.02
(d) Short Term Provisions	10	5000.00	14000.00
		<b>266427117.66</b>	<b>255636844.09</b>
<b><u>ASSETS:</u></b>			
<b><u>Non-Current Assets:</u></b>			
(a) Fixed assets			
(i) Tangible assets		223530521.00	226215451.72
(ii) Intangible assets		72610.00	42401.43
(iii) Capital work-in-progress		3634273.00	1121979.34
Non-Current Investment	12	0.00	0.00
Deferred Tax Assets		10076.00	10076.00
Long Term Loan & Advances	14	906593.80	1576595.80
Other Non-Current Assets	15	600750.00	612091.07
<b><u>Current Assets</u></b>			
(a) Inventories	16	10335170.00	5304050.06
(d) Short-term loans and advances	17	2554797.00	1361964.41
Trade Receivable	18	21419440.22	18027135.93
Cash & Cash Equivalents	19	3362886.64	1365098.33
		<b>266427117.66</b>	<b>255636844.09</b>

#### AUDITOR'S REPORT

As per our separate report of even date attached

**For Neeti & Associates**

Chartered Accountants

Place: New Delhi

Dated: 01.09.2017



*Neeti Mittal*  
(Neeti Mittal)

Proprietor

Membership No.502626

*Meenakshi B. Choudhury*

(Meenakshi B. Choudhury)

Company Secretary

Director

*Sita Ram Gupta*  
(Sita Ram Gupta)  
DIN 00053670

*Rekha Gupta*  
(Rekha Gupta)  
DIN No. 00054073

*Avantika Gupta*  
(Avantika Gupta)  
Chief Financial Officer

## Supreme Commerical Enterprises Limited

Registered office : 394, Hauz Qazi, 1st Floor, Delhi- 110006

CIN No.L51909DL1983PLC016724

E-Mail:supremecommercial@gmail.com

### Consolidated Profit & Loss Statement for the year ended 31-03-2017

Particulars	Note No.	Consolidated 2016-17	Consolidated 2015-16
<b><u>INCOME</u></b>			
I. Revenues from Operations:	20	81302219.00	79848150.26
II. Other Income	21	924402.00	320393.73
<b>III. Total Revenue (I+II)</b>		<b>82226621.00</b>	<b>80168543.99</b>
<b><u>IV. EXPENSES:</u></b>			
(a) Cost of material consumed		17452582.00	18131685.11
(b) Change in inventories of finished goods, work in prog		975017.00	3426213.78
Employees Benefit Expenses	22	41922332.00	40874854.68
Finance Costs		8157364.18	6718812.18
Depreciation and Amortisation Exp		4427311.00	3507982.57
Other Expenses:			
- Manufacturing expenses		4131091.00	3799750.32
- Administrative expenses	23	2816637.82	2265808.00
- Selling & Distribution expenses		10189.00	22248.60
<b>Total Expenses</b>		<b>79892524.00</b>	<b>78747355.24</b>
V. Profit/(Loss) before exceptional & extra ordinary items & tax (III-IV)		2334097.00	1421188.75
VI. Exceptional items		0.00	0.00
VII. Profit/(Loss) before extra ordinary items and tax (V-VI)		2334097.00	1421188.75
VIII. Extra ordinary items		0.00	0.00
IX. Profit/(Loss) before tax (VII-VIII)		2334097.00	1421188.75
X. Tax Expense:			
-- Current Tax/TDS short deducted		556292.00	339519.15
(2) Deferred Tax		153841.00	88377.60
XI. Profit/(Loss) for the year (IX-X)		1623964.00	993292.00
XII. Add: Deferred Tax Liabilities reversed		0.00	0.00
<b>XIII. Profit/(Loss) for the year (XI+XII)</b>		<b>1623964.00</b>	<b>993292.00</b>
Pre Acquisition Surplus		0.00	446544.00
Post Acquisition Surplus		1623964.00	546748.00

#### AUDITOR'S REPORT

As per our separate report of even date attached

**For Neeti & Associates**

Chartered Accountants

Place: New Delhi

Dated: 01.09.2017



*Neeti Mittal*  
(Neeti Mittal)  
Proprietor  
Membership No. 502626

*Meenakshi B. Choudhury*  
(Meenakshi B. Choudhury)  
Company Secretary

Director

*Sita Ram Gupta*  
(Sita Ram Gupta)  
DIN 00053670

*Rekha Gupta*  
(Rekha Gupta)  
DIN No. 00054073

*Avantika Gupta*  
Avantika Gupta  
Chief Financial Officer



**Supreme Commerical Enterprises Limited**  
**CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2017**

Rs in Lacs

S.NO.	PARTICULARS	AS ON 31.03.2017	AS ON 31.03.2016
(A)	<b>CASH FLOW STATEMENT FROM OPERATING ACTIVITIES</b>		
	<b>NET PROFIT BEFORE TAXATION</b>	<b>2,334,097.00</b>	<b>1,421,188.75</b>
	<b>ADJUSTMENTS FOR :-</b>		
	Depreciation	4,427,311.00	3,507,982.57
	Interest Paid	8,157,364.18	6,718,812.18
	Provision for Gratuity	-	-
	Interest Income	-	-
	<b>OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES</b>	<b>14,918,772.18</b>	<b>11,647,983.50</b>
	<b>ADJUSTMENTS FOR :-</b>		
	<b>CURRENT ASSETS</b>		
	Change in Debtors	(3,392,304.29)	(18,027,135.93)
	Change in Inventories	(5,031,119.94)	(5,304,050.06)
	Change in Short Term Loans & Advances	(1,192,832.59)	(1,361,964.41)
	Change in Other Current Assets	-	-
	<b>Increase/(Decrease) in Current Assets</b>	<b>(9,616,256.82)</b>	<b>(24,693,150.40)</b>
	<b>CURRENT LIABILITIES &amp; PROVISIONS</b>		
	Increase/(Decrease) in Short Term Borrowings	378,807.68	4,701,633.32
	Increase/(Decrease) in Trade Payables	8,061,873.83	9,929,851.17
	Increase/(Decrease) in Other Current Liabilities & Provisions	7,496,899.98	13,820,553.02
	<b>Net Increase/(Decrease) in Current Liab. &amp; Provisions</b>	<b>15,937,581.49</b>	<b>28,452,037.51</b>
	<b>Net Increase/(Decrease) in Working Capital</b>	<b>6,321,324.67</b>	<b>3,758,887.11</b>
	<b>Cash Generated from Operations</b>	<b>21,240,096.85</b>	<b>15,406,870.61</b>
	Direct Taxes Paid	556,292.00	339,519.15
	Deffered Tax	153,841.00	88,377.60
	<b>Total Cash Flow from Operations (A)</b>	<b>20,529,963.85</b>	<b>14,978,973.86</b>
(B)	<b>CASH FLOW FOR INVESTING ACTIVITIES</b>		
	Change in Fixed Assets/Capital Work in Progress	(4,284,882.51)	(230,887,815.06)
	Interest Received	-	-
	Dividend Received	-	-
	Change in Investments	-	-
	<b>Net Increase/(Decrease) in Non Current Assets</b>	<b>681,343.07</b>	<b>(2,198,762.87)</b>
	<b>Net Cash Used In Investing Activities (B)</b>	<b>(3,603,539.44)</b>	<b>(233,086,577.93)</b>
(C)	<b>CASH FLOW FROM FINANCIAL ACTIVITIES</b>		
	<b>Proceeds from issue of Share Capital</b>		
	(a) Change in Share Capital & Share Application Money	457,490.00	4,900,000.00
	(b) Change in Share Premium & Reserve	(457,489.00)	164,767,183.19
	<b>Net Proceeds from Borrowings</b>	<b>(6,771,272.92)</b>	<b>56,524,331.39</b>
	Interest Paid	(8,157,364.18)	(6,718,812.18)
	<b>Net Cash From Financial Activities (C)</b>	<b>(14,928,636.10)</b>	<b>219,472,702.40</b>
(D)	<b>Net Increase/Decrease in Cash &amp; Cash Equivalents (A+B+C)</b>	<b>1,997,788.31</b>	<b>1,365,098.33</b>
	<b>Opening Balance of Cash &amp; Cash Equivalents</b>	<b>1,365,098.33</b>	<b>-</b>
	<b>Closing Balance of Cash &amp; Cash Equivalents</b>	<b>3,362,886.64</b>	<b>1,365,098.33</b>
	Cash In Hand	66,289.95	230,938.09
	Balance with Banks (In Current & Deposit Accounts)	3,296,596.69	1,134,160.25


As per our report of even date

Notes on Cash Flow Statement:

- 1 The above statement has been prepared following the "Indirect Method" as set out in Accounting Standard 3 on Cash Flow Statement issued by the The Institute of Chartered Accountants of India;
- 2 Cash and Cash Equivalents Represent Cash and Bank (including Fixed Deposits )

**AUDITOR'S REPORT**

For & on behalf of Board of Directors

As per our separate report of even date attached  
**For Neeti & Associates**  
 Chartered Accountants  
  
*Neeti Mittal*  
 (Neeti Mittal)  
 Proprietor  
 Membership No.502626

*Sita Ram Gupta*  
 (Sita Ram Gupta)  
 DIN 00053670

*Rekha Gupta*  
 (Rekha Gupta)  
 DIN No. 00054073

*Meenakshi B. Choudhury*  
 (Meenakshi B. Choudhury)  
 Company Secretary

*Avantika Gupta*  
 (Avantika Gupta)  
 Chief Financial Officer

Place: New Delhi  
 Dated: 01.09.2017

## Supreme Commerical Enterprises Limited

Registered office : 394, Hauz Qazi, 1st Floor, Delhi-110006

Particulars	Consolidated 2016-17	Consolidated 2015-16
<b>Note No.3</b>		
<b>SHARE CAPITAL:</b>		
<u>Authorised</u>		
20,00,000 Equity Shares of Rs.10.00 each	24952000.00	24952000.00
	<b>24952000.00</b>	<b>24952000.00</b>
<u>Issued,Subscribed &amp; Paid Up:</u>		
Equity Shares of Rs.10.00 each fully paid up	10155891.34	9698401.34
Less Share of Pre Acq Share Capital Transfer to Capital Reserve	-4798401.34	-4798401.34
	<b>5357490.00</b>	<b>4900000.00</b>
<b>Note No.4</b>		
<b>RESERVE &amp; SURPLUS:</b>		
i. Capital Reserve	4000000.00	4000000.00
Add Share of Pre Acq.Transfer from Share Capital	4798401.34	4798401.34
Add Share of Pre Acq.Transfer from Securities Premium Reserve	38524367.69	38524367.69
Add Share of Pre Acq.Transfer from Surplus	1275139.38	1275139.38
Less Transfer from Investment	-14891400.00	-14891400.00
ii. Revaluation Reserve	121571488.00	121571488.00
iii. Securities Premium Reserve	42235346.69	32816605.68
Addition during the year	0.00	9418741.01
Less Share of Pre Acq. S P in Associates Transfer to C R	-38524367.69	-38524367.69
iv. Surplus in Statement of Profit & Loss:		
Opening Balance	8046640.16	7053347.13
Add: Profit / Loss for the year	1623964.00	993292.00
Less Share of Pre Acq. Profit in Associates Transfer to C R	-1275139.38	-1275139.38
Less: Utilized for issue of Bonus Shares	-457490.00	
<b>Net Surplus in Statement of Profit &amp; Loss:</b>	<b>166926950.22</b>	<b>165760475.19</b>
<b>Note No - 5</b>		
<u>Long-term borrowings</u>		
(a) Term loans:		
From Banks		
- State Bank of India	37778724.00	47581292.25
Secured		
(b) From directors :		
Unsecured		
- Poonam Goel	8256.47	8256.47
(c) From others :		
Unsecured		
- Neha Goel	1609400.00	1609400.00
Sub Total	<b>39,396,380.47</b>	<b>49,198,948.72</b>



Note No - 6

**Other Long term liabilities**

(a) Loans and advances to other than related parties (Capital)		
Unsecured, considered good	-	43,330.00
(b) Loans and advances from customer		
Unsecured, considered good		
To related parties	9,970,583.00	7,049,799.17
	<b>9,970,583.00</b>	<b>7,093,129.17</b>

Note No - 7

**Short-term borrowings**

(a) Loans repayable on demand		
From Banks		
Working Capital Loans	5080441.00	4701633.32
	<b>5,080,441.00</b>	<b>4,701,633.32</b>

Note No - 8

**Trade payables:**

A Acceptances	17991725.00	9929851.17
	<b>17,991,725.00</b>	<b>9,929,851.17</b>

**Note No.9****OTHER CURRENT LIABILITIES:****Other Current Liabilities:**

	<b>21312453.00</b>	<b>13806553.02</b>
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**Note No.10****Short Term Provisions:**

Audit Fee Payable	5000.00	5000.00
Expenses Payable	0.00	9000.00
	<b>5000.00</b>	<b>14000.00</b>

**Note No.12****NON-CURRENT ASSETS:****Non-Current Investments:**

Star Wire (India) Engineering Ltd	480000	14891400.00	14891400.00
Less Investment transfer to Capital Reserve		-14891400.00	-14891400.00
		<b>0.00</b>	<b>0.00</b>

(As per Notes to accounts)

**Note No.14****Long Term Loans & Advances:**

(Unsecured, Considered Good)

Security Deposits

Income Tax (TDS) Refundable

Service Tax Refundable

RDS Refundable



387189.80	388189.80
515604.00	1179192.00

0.00

0.00

0.00

5482.00

5483.00

5483.00

**Note No.15****Other Non-Current Assets:**

(Unamortised Expenses)

Share Issue Expenses

0.00

0.00

Preliminary Expenses

600750.00

612091.07

**600750.00****612091.07****Note No.16****Inventories**

(a) Semi finished goods Raw Material

8196550.00

2010512.00

(b) Stock - WIP

1659143.00

2634159.95

(c) Stock - Stores &amp; Spare

479477.00

659378.11

**10335170.00****5304050.06****Note No.17****Short-term loans and advances**

(a) Loans &amp; Advances to employees

Unsecured, considered good

31407.00

22927.51

(b) Balance with government authorities

Unsecured, considered good

i) CENVAT credit receivable

400838.00

256359.35

ii) Service Tax Credit

265302.00

37868.44

iii) VAT credit receivable

1274702.00

717607.44

iv) Insurance Claim receivable

(c) Prepaid expenses - Unsecured, considered good

138915.00

80750.78

(d) Loans and advances to Suppliers

Unsecured, considered good

To other than related parties

443633.00

246450.89

**2554797.00****1361964.41****Note No.18****Trade Receivable:**

(Unsecured, Considered Good)

Trade receivables outstanding less than 6 months

Star Wire (India) Limited, Ballabgarh

21419440.22

18027135.93

**21419440.22****18027135.93****Note No.19****Cash & Cash Equivalents:**

Cash in Hand, Delhi

59711.08

224357.22

Cash in Hand, Ballabgarh

6578.87

6580.87

State Bank of India, New Delhi

311113.44

393539.41

FD

2953031.00

603515.84

State Bank of India, Faridabad

32452.25

137105.00

**3362886.64****1365098.33****Note No.20****INCOME****Revenues from Operations:**

Labour Charges received

81302219.00

79848150.26

**81302219.00****79848150.26**

Note No.21Other Income:

Rent received	120000.00	120000.00
Interest received	326745.00	125330.07
Other Income	477657.00	75063.66
	<b>924402.00</b>	<b>320393.73</b>

Note No.22EXPENSES:Employees Benefit Expenses:

<b>41922332.00</b>	<b>40874854.68</b>
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Finance Costs:

## Bank Charges &amp; Interest

8157364.18	6718812.18
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<b>8157364.18</b>	<b>6718812.18</b>
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Other Expenses:-- Administrative Expenses:

<b>2816637.82</b>	<b>2265807.97</b>
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**SUPREME COMMERCIAL ENTERPRISES LIMITED**

Regd. Office- 394, Hauz Qazi, 1<sup>st</sup> Floor, Delhi-110006  
CIN: L51909DL1983PLC016724, PH NO: 9350150766  
EMAIL ID:-supremecommercial@gmail.com

**ATTENDANCE SLIP**

Please fill Attendance Slip and hand it over at the entrance of the meeting hall

1.	Name(s) of Member(s) including Joint holders, if any (in Block Letter(s))	
2.	Registered Address of the Sole/First named Member	
3.	Registered Folio No	
4.	Number of Shares held	

I/We hereby record my/our presence at the 33<sup>rd</sup> Annual General Meeting of the Members of M/s. Supreme Commercial Enterprises Limited held on 28<sup>th</sup> Day of September, 2017, Thursday at 11.00 a.m.at 394, Hauz Qazi, 1<sup>st</sup> Floor, Delhi-110006,

(Signature of Member / Proxy)

**SUPREME COMMERCIAL ENTERPRISES LIMITED**

Regd. Office- 394, Hauz Qazi, 1<sup>st</sup> Floor, Delhi-110006  
CIN: L51909DL1983PLC016724, PH NO: 9350150766  
EMAIL ID:-supremecommercial@gmail.com

**Form No. MGT-11**

**Proxy form**

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

CIN: L51909DL1983PLC016724

Name of the company: Supreme Commercial Enterprises Limited

Registered office: 394, Hauz Qazi, First Floor, Delhi-110006

Website: www.supremecommercial.co.in

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**Name of the member (s) :**

**Registered address :**

**E-mail Id:**

**Folio No/ Client Id :**

**DP ID :**

---

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

1.Name : .....

Address :

E-mail Id :

Signature :....., or failing him

2.Name : .....

Address:

E-mail Id :

Signature:....., or failing him

3.Name : .....

Address:

E-mail Id:

Signature:.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the company, to be held on the Thursday, 28<sup>th</sup> Day of September, 2017 at 11.00 A.M. at 394, Hauz Qazi, Ist Floor, Delhi-110006 and at any

## SUPREME COMMERCIAL ENTERPRISES LIMITED

Regd. Office- 394, Hauz Qazi, 1<sup>st</sup> Floor, Delhi-110006  
CIN: L51909DL1983PLC016724, PH NO: 9350150766  
EMAIL ID:-supremecommercial@gmail.com

adjournment thereof in respect of such resolutions as are indicated below:

Resolution:

### Ordinary Business

1. Adoption of Financial Statements for the year ended March 31, 2017
2. Re-Appointment of Mrs. Rekha Gupta, who retires by Rotation.
3. Re-Appointment of **M/s. Neeti & Associates**, Chartered Accountants as Statutory Auditors.

### Special Business

- 4 Appointment of Mr. Pankaj jain as the Director (Independent) of the Company.
- 5 Regularization of Mr. Arpan Chauhan as the Director (Independent) of the Company

Signed this..... day of..... 2017....

Signature of shareholder

Affix  
Revenue  
1 Rupee  
Stamp

Signature of Proxy holder(s)

Note: 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.