

**INDIA**  
EXPOSITION  
MART LIMITED

**5th  
6th  
1**



**Annual  
Report  
2016-17**







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## ANNUAL REPORT 2016-17





## BOARD OF DIRECTORS

Chairman – Mr. Rakesh Kumar  
Director – Mr. Raj Kumar Malhotra  
Director – Mr. Sudhir Tyagi  
Director – Mr. Anil Mansharamani  
Director – Mr. R. K. Passi  
Director – Mr. Babulal Dosi  
Director – Mr. Sunil Sikka  
Director – Mr. Ikramul Haq  
Director – Mr. Dinesh Kumar  
Director – Mr. Lekh Raj Maheshwari

Director – Mr. Kamal Soni  
Director – Mr. Sunil Sethi  
Director – Mr. Vivek Vikas  
Director – Mr. Arjun Baljee  
Director – Mr. Mukesh Gupta  
Director – Mr. Satish Dhir  
Director – Mr. Sudeshwar Saran  
Nominee Director – Mr. Janardan,  
ACEO, GNIDA,  
Nominee Director – Mr. Krishan Kumar,  
ACEO, GNIDA

## BANKERS AND AUDITORS

### BANKERS

The Federal Bank Ltd  
Oriental Bank of Commerce

### STATUTORY AUDITORS

M/s Jain Kapila Associates,  
Chartered Accountants  
C-4, Jang Pura Extension  
New Delhi – 110014

### INTERNAL AUDITORS

M/s DNS Advisors Private Limited  
G-5, Jangpura Extension,  
Near Inox Cinema,  
New Delhi-110014

## OFFICES

### CORPORATE OFFICE & PROJECT LOCATION

Plot No. 23-25 & 27-29  
Knowledge Park –II  
Greater Noida,  
Gautam Budh Nagar (U.P.) – 201306  
Ph:- 0120-2328011-20  
Fax:-0120-2328010

### REGISTERED OFFICE

Plot No. 1, 210, Atlantic Plaza,  
2nd Floor, Local Shopping Centre,  
Mayur Vihar Phase-I,  
Delhi – 110 091  
Ph.: 011-22711497  
E-mail: info@indiaexpocentre.com  
Website: www.indiaexpomart.com  
CIN: U99999DL2001PLC110396



**INDIA EXPOSITION MART LTD**  
**Registered Office: Plot No. 1, 210, Atlantic Plaza, 2nd Floor,**  
**Local Shopping Centre, Mayur Vihar, Phase-1, Delhi – 110 091**  
**CIN: U99999DL2001PLC110396**

**NOTICE**

NOTICE is hereby given that the 16th Annual General Meeting of the members of India Exposition Mart Limited will be held on Tuesday, September 26, 2017 at 10:00 A.M. at Govt. Servants Co-operative House Building Society Ltd., Kalyan Kendra, 9, Paschimi Marg, Vasant Vihar, New Delhi - 110057, to transact the following business:

**ORDINARY BUSINESS**

1. To receive, consider and adopt the audited financial statements of the company for the Financial year ended 31st March, 2017, including the audited Balance Sheet as at March 31, 2017 and the Statement of Profit & Loss for the year ended on that date and the report of the Board of Directors ('the Board') and Auditors thereon.
2. To declare dividend for Financial year 2016-17
3. To appoint a Director in place of Mr. Lekhraj Maheshwari (DIN 01141526), who retires by rotation and being eligible offers himself for re-appointment
4. To appoint a Director in place of Mr. Arjun Baljee (DIN 00081517), who retires by rotation and being eligible offers himself for re-appointment
5. To appoint a Director in place of Mr. Kamal Soni (DIN 06967745), who retires by rotation and being eligible offers himself for re-appointment
6. To appoint a Director in place of Mr. Sunil Sikka (DIN 00083032), who retires by rotation and being eligible offers himself for re-appointment
7. To appoint the Statutory Auditors of the Company for a period of 5 (five) years starting with FY 2017-18, and the fixing of their remuneration

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

**“RESOLVED THAT** pursuant to the provisions of Section 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory amendment, variation or re-enactment thereof, for the time being in force), M/s Sarvam & Associates, Chartered Accountant (FRN: 007146N) be and is hereby appointed as the Statutory Auditors of the company, to hold office for a term of 5 (five) years commencing from the conclusion of this 16th AGM till the conclusion of the 21st AGM of the Company, to be held in the year 2022 (subject to ratification of the appointment by the Members of the company at every Annual General Meeting held after this Annual General Meeting) and that the Board of Directors of the Company, be and are hereby authorized to fix such remuneration including out of pocket expenses (collectively 'Auditors Remuneration') as may be recommended by the Audit Committee, to be agreed upon between the Statutory Auditors and the Board of Directors of the Company.”

**By order of the Board**

New Delhi  
August 24, 2017

**Anupam Sharma**  
(Company Secretary)



## NOTES:

1. An explanatory statement in respect of item no. 7 of the notice, has been provided voluntarily though strictly not required as per Section 102 of the Companies Act, 2013. Profile of directors seeking appointment/reappointment is enclosed herewith.

2. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on poll on his/her behalf and the proxy need not be a member of the Company.

A person can act as a proxy on behalf of not more than fifty members and holding in aggregate not more than ten percent of the total Share Capital of the Company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other Member. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A Proxy Form is annexed to this Report. Proxies submitted on behalf of limited companies etc., must be supported by an appropriate resolution / authority, as applicable.

3. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board resolution to the Company, authorizing their representative to attend and vote on their behalf at the meeting.
4. Members are requested to address all their correspondence including change of address, share transfer etc., at the Company's Registered Office situated at Plot No. 1, 210, Atlantic Plaza, 2nd Floor, Local Shopping Centre, Mayur Vihar Phase-I, Delhi – 110 091 or email at [acs@indiaexpocentre.com](mailto:acs@indiaexpocentre.com)
5. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made there under, companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their email address with the Company. To support the 'Green Initiative', Members who have not registered their email address with the Company are requested to register the same by submitting a duly filled-in 'E-communication Registration Form' available on the website of the Company [www.indiaexpomart.com](http://www.indiaexpomart.com). The notice is being sent to all the members, whose names appeared in the Register of members as on August 24, 2017. The notice is also posted on the website of the company, [www.indiaexpomart.com](http://www.indiaexpomart.com) and are also available for inspection at the Company's Registered Office and Corporate Office during specified office hours. The Notice of AGM, Annual Report and Attendance Slip are being sent in electronic mode to Members whose email address are registered with the Company, unless the Members have registered their request for the hard copy of the same. For members who have not registered their email addresses, physical copies are being sent by the permitted mode.
6. Members who have received the Notice of AGM, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance Slip and submit a duly filled in Attendance Slip at the Registration Counter at the AGM. Proxies attending the meeting on behalf of members are also requested to submit a duly filled in Attendance Slip at the Registration Counter at the AGM.
7. All documents specifically stated to be open for inspection at the Company's Registered Office and Corporate Office between 12 noon and 3 p.m on all working days (except Saturdays, Sundays and Holidays) up to the date of the 16th Annual General Meeting. Such documents shall also be available for inspection at the venue till the conclusion of the Sixteenth Annual General Meeting.
8. In terms of section 162, all resolutions in respect of re-appointment of directors are to be voted individually. Accordingly, the persons eligible for contesting for resolution 3, resolution 4, resolution 5 and resolution 6 need to file their nomination for each resolution to enable the e-voting to be conducted separately for each resolution.



The voters will vote individually for each resolution being put to vote in terms of the notice, in respect of resolution 3, resolution 4, resolution 5 and resolution 6 in respect of appointment of directors. In case, there are more than 1 contestant (for resolution 3,4,5 &6), the voters are advised to vote by the desired marking in front of the candidate to enable the Company to consider and count the votes in a correct fashion. At the time of counting of votes, the Company will count the votes in favour of the person who has been marked favorably through e-voting and/or voting at the venue. The number of votes will be on the basis of total shareholding in the name of each voter. The person who gets the highest votes will be declared elected.

9. Remote E-voting

Pursuant to Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management & Administration) Rules, 2014 substituted by Companies (Management & Administration) Amendment, Rules, 2015, the company is pleased to provide the facility to Members to exercise their right to vote on the resolutions proposed to be passed at AGM by electronic means. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).

10. The members may cast their votes on electronic voting system from place other than the venue of the meeting (remote e-voting). The remote e-voting period will commence on Thursday, September 21, 2017 at 10 a.m. and will end on September 25, 2017, Monday at 5 p.m. The remote e-voting facility shall be disabled by NSDL for voting thereafter. In addition, the facility for voting through electronic voting system or polling paper, shall also be made available at the AGM and the Members attending the AGM who have not cast their vote by remote e-voting shall be eligible to vote at the AGM. Once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast vote again.
11. The Company has appointed Mr. Vaibhav Jain, Practicing Chartered Accountant of M/s Vinod Kumar & Associates (M.No. 515700), to act as the Scrutinizer for providing facility to the members of the company, to scrutinize the entire voting process in a fair and transparent manner. The Members desiring to vote through remote e-voting are requested to refer to the detailed procedure given hereinafter.
12. In case of joint holders, attending the meeting, only such joint holder who is higher/first in the order of names, will be entitled to vote at the Meeting.
13. Members whose names are recorded in the Register of Members with the company as on the Cut-off date i.e. September 19, 2017, shall be entitled to avail the facility of remote e-voting or voting facility available at the meeting, as the case may be.

#### **PROCEDURE FOR REMOTE EVOTING**

14. The instructions for remote e-voting are as under:
  - (a) In case of Members receiving an e-mail from NSDL (for members whose email addresses are registered with the company):
    - i. Open the email and also open PDF file, namely "IEML remote e-Voting.pdf" attached to the e-mail, using your Folio No. as password. The said PDF file contains your User ID and





- Password for e-voting. Please note that the Password provided in PDF is an 'Initial Password'.
- ii. Open the internet browser and type the following URL <https://www.evoting.nsdl.com/>
  - iii. Click on Shareholder - Login.
  - iv. Put 'User ID' and 'Initial Password' as noted in step (i) above and click on 'Login'.
  - v. Password change menu will appear on your screen. Change the Password with a new Password of your choice with minimum 8 digits/characters or combination thereof. Please keep a note of the new Password. It is strongly recommended not to share your Password with any other person and take utmost care to keep it confidential.
  - vi. Once the Home page of e-voting opens, Click on Remote e-Voting: Active Voting Cycles.
  - vii. Select 'EVEN' (E-Voting event number) of India Exposition Mart Ltd.
  - viii. Now you are ready for remote e-voting as 'Cast Vote' page opens.
  - ix. Cast your vote by selecting appropriate option and click on 'Submit' and also 'Confirm' when prompted.
  - x. Upon confirmation, the message 'Vote cast successfully' will be displayed.
  - xi. Once you have confirmed your vote on the resolution, you cannot modify your vote.
  - xii. 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, along with attested specimen signature of the duly authorised signatory(ies) who are authorised to vote, to the Scrutinizer by an e-mail at [vaibhavjain@inmacs.com](mailto:vaibhavjain@inmacs.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
- (b.) In case of members receiving physical copy of the Notice of AGM (for members whose email addresses are not registered with the company or requesting physical copy)
- i. Initial Password is provided, as follows, attached with the Attendance Slip in the Annual Report.

USER ID	PASSWORD
—	—
  - ii. Please follow all steps from Sr. No. (i) to Sr. No. (xii) mentioned above in (a), to cast vote.
15. In case of any queries, you may refer to the 'Frequently Asked Questions' (FAQs) and 'remote e-voting user manual' available in downloads section of NSDL's e-voting website <https://evoting.nsdl.com/>. In case of any grievances, you may contact Ms. Pallavi Mhatre, Assistant Manager of NSDL at 022-24994545 or call on Toll free number 1800-222-990; email: [pallavid@nsdl.co.in](mailto:pallavid@nsdl.co.in) or [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) who will also address grievances connected with the voting by electronic means.
16. 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).
17. 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 September 19, 2017, and as per the Register of members of the Company. A person who is not a member as on the cut-off date should treat this notice for information only.
18. Any person, who acquires shares of the Company and become member of the Company after dispatch of the Notice of the Annual General Meeting and holding shares as of the cut-off date i.e. September 19, 2017, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or the company.



19. 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.
20. A person who has acquired the shares and has become a member of the Company after the dispatch of the Notice of the AGM and prior to the Cut-off date i.e. September 19, 2017 shall be entitled to exercise his/her vote through remote e-voting as well as voting at the AGM through the facility made available at the AGM.
21. The facility for voting, either through electronic voting system or polling paper, shall be made available at the meeting and the members attending the AGM who have not already cast their votes by remote e-voting or members whose email ids / links face unexpected errors, if any, shall be able to exercise their right at the AGM. Members who have cast their votes by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their votes again.
22. At the Annual General Meeting, at the end of the discussion of the resolutions on which voting is to be held, the Chairman shall with the assistance of the Scrutinizer order voting for all those members who are present but have not cast their vote electronically using the remote e-voting facility.
23. The Scrutinizer shall immediately after the conclusion of voting at the Annual General Meeting, first count the votes at the Annual General Meeting, 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 make not later than three days of conclusion of the meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the same.
24. The Chairman or a person authorised by him in writing shall declare the result of voting forthwith.
25. The results of the electronic voting shall be declared after the AGM. The results along with the Scrutinizer's Report, shall also be placed on the company's website [www.indiaexpomart.com](http://www.indiaexpomart.com) and on the website of NSDL [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
26. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Companies Act, 2013 will be available for inspection at the Annual General Meeting.

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#### Contact details

Company	: India Exposition Mart Ltd Regd. office: Plot No. 1; 210 - Atlantic Plaza, 2nd Floor, Local Shopping Centre Mayur Vihar Phase-I, Delhi - 110091 CIN: U99999DL2001PLC110396 Email: <a href="mailto:acs@indiaexpocentre.com">acs@indiaexpocentre.com</a> M:9717790687
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E-voting agency	: National Securities Depositories Ltd <a href="https://evoting.nsdl.com/">https://evoting.nsdl.com/</a> contact on Toll free number 1800-222-990
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Scrutiniser	: Mr. Vaibhav Jain Practicing Chartered Accountant M/s Vinod Kumar & Associates Email: <a href="mailto:vaibhavjain@inmacs.com">vaibhavjain@inmacs.com</a>
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## EXPLANATORY STATEMENT PURSUANT TO APPOINTMENT OF STATUTORY AUDITORS OF THE COMPANY

### Item No. 7

The Members are informed that M/s Jain Kapila Associates, Chartered Accountants (FRN 000287N) who were appointed as the Statutory auditors of the company for one year till the conclusion of the ensuing 16th Annual General Meeting will complete their maximum tenure permissible under the Companies Act 2013 (including the extension of 3 years subsequent to the commencement of provisions of Section 139 of the Act) with the company on conclusion of the 16th Annual General Meeting.

In view of above, the Board of Directors of the company based on the recommendation of the Audit committee in its meeting held on August 24, 2017 have appointed M/s Sarvam & Associates as Statutory Auditors of the Company, subject to the approval of the members of the company at this Annual General Meeting. M/s Sarvam & Associates (Firm Regn. No. 007146N), Chartered Accountants, being eligible, have indicated their willingness to serve as Statutory Auditors of the company, if appointed in this meeting. Their appointment as Statutory Auditors, if approved, by the members of the Company, will take effect from the conclusion of this Annual General Meeting. Further, as required under the provisions of Section 139 and 141 of the Act, Sarvam & Associates, have confirmed that their appointment, if made at this Annual General Meeting, shall be in accordance with the provisions of the Act.

None of the Directors of the Company and Key Managerial Personnel of the Company and their relatives are concerned or interested, in the Resolution as set out at Item no. 7 of the Notice.

The Board recommends the Ordinary Resolution set forth at Item no. 7 of the Notice, for approval by the Members of the Company.

**By order of the Board**

New Delhi  
August 24, 2017

**Anupam Sharma**  
(Company Secretary)





## Brief resume and other information in respect of Director seeking re-election at the 16th AGM

Name of Director	Mr. Lekhraj Maheshwari	Mr. Arjun Baljee	Mr. Kamal Soni	Mr. Sunil Sikka
Date of Birth	11.05.1948	13.04.1980	30.09.1963	24.08.1958
Qualifications	Higher Secondary	Bachelor's Degree in Hotel Management from Cornell University and Management Graduate from Brisbane Graduate School of Business, Australia	Intermediate	Post Graduate in Commerce from University of Delhi
Date of first appointment on Board	30.09.2011	28.09.2012	25.09.2014	30.09.2008
Experience	<p>Rich expertise for the last 50 years in the promotion and development of Handicrafts &amp; Handloom clusters for export purpose from remote areas of Rajasthan.</p> <p>Being an ex-chairperson of EPCH, he has engaged in social work since 1966 for development &amp; welfare of downtrodden people of border &amp; remote areas of Rajasthan by undertaking promotional activities</p>	Over 15 years of experience in hotel industry, he has been Director in Peppermint Hospitality India Pvt. Ltd.	With work experience of over 27 years in the field of Indian metal handicrafts industry business.	Being a promoter Director of leading hotels chain across India has a vast experience of more than 30 years in export trade. Associated with leading Buying House for export of floor covering which specialize in innovative designs, textures, sourcing and inspecting the products to meet global standards
Shareholding in company	253,392 shares (0.69%)	Nil	276,143 shares (0.75%)	Nil
Relationship with other Directors, Manager or KMP	Nil	Nil	Nil	Nil
Number of Board meetings attended during FY 16-17 (out of 7)	6	2	4	3
Directorship held in other companies	<p>Export Promotion Council For Handicrafts</p> <p>High Fashion Gartex Private Limited</p>	<p>Willkommen Hospitality Technologies (India) Private Limited</p> <p>Staysocial Technologies Private Limited</p> <p>Boutique Hotel Marketing Services Private Limited</p>	Nil	<p>Baljee Hotels and Real Estates Private Limited</p> <p>Royal Orchid Hotels Limited</p>

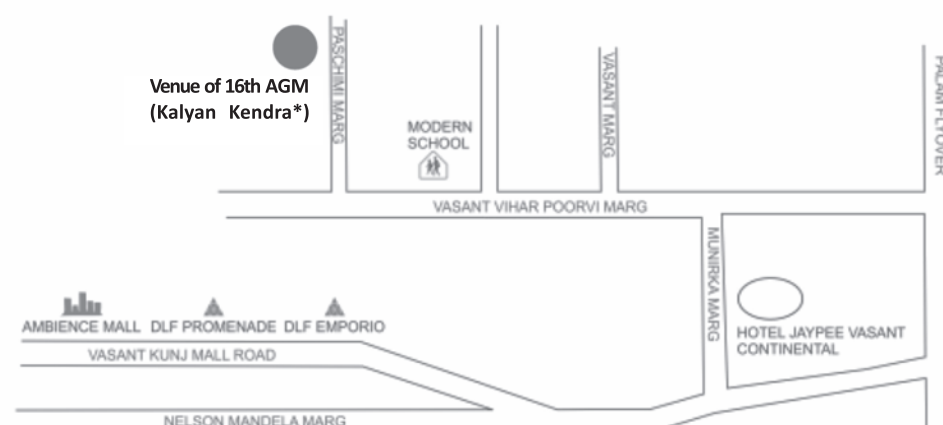


		Sendwise Gifting India Private Limited  Peppermint Hebbal Hotels Private Limited  Madhatters Foods Private Limited  Squiggleworks Design Private Limited  Peppermint Luxury Hotels Private Limited  Wonderdine Cuisines Private Limited  Peppermint Real Estates Private Limited  Peppermint Hospitality India Private Limited  Peppermint India Projects Private Limited		
Chairmanship/ Membership of Committees across all companies	-	-	-	-

## ROUTE MAP OF VENUE OF 16TH ANNUAL GENERAL MEETING OF INDIA EXPOSITION MART LTD CIN: U99999DL2001PLC110396

### Venue of 16<sup>th</sup> AGM - Location and Route Map

India Exposition Mart Ltd.  
CIN - U99999DL2001PLC110396



**\*Address of Venue:**  
Govt. Servants Cooperative Housing Building Society Ltd.  
Kalyan Kendra, 9, Paschimi Marg, Vasant Vihar, New Delhi-110057

**Nearest Landmark:**  
Modern School, Vasant Vihar, New Delhi-110057



**INDIA EXPOSITION MART LIMITED**

**CIN: U99999DL2001PLC110396**

**Regd. Office: Plot No. 1, 210, Atlantic Plaza, 2nd Floor,  
Local Shopping Centre, Mayur Vihar Phase-I, Delhi – 110091  
Tel No.: 011-22711497, Website: www.indiexpomart.com**

**16th Annual General Meeting: September 26, 2017**

## **ATTENDANCE SLIP**

Full name of the Member in Block Letters: .....

Folio No.:
No. of Shares held:

I, hereby record my presence at the 16th Annual General Meeting of India Exposition Mart Limited, held on Tuesday, the 26th day of September, 2017, at "10 A.M." at Govt. Servants Co-operative House Building Society Ltd., Kalyan Kendra, 9, Paschimi Marg, Vasant Vihar, New Delhi - 110057.

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Signature of the Member/ Proxyholder

**Note:** Only Member of the Company or their Proxies will be allowed to attend the Meeting.  
Please complete this attendance slip and hand it over at the entrance of the meeting hall.





INDIA EXPOSITION MART LIMITED

CIN: U99999DL2001PLC110396

Regd. Office: Plot No. 1, 210, Atlantic Plaza, 2nd Floor,  
Local Shopping Centre, Mayur Vihar Phase-I, Delhi – 110091  
Tel No.: 011-22711497, Website: www.indiexpomart.com

16th Annual General Meeting: September 26, 2017

## PROXY FORM

### Form No. MGT-11

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

Name of the Member(s): .....

Registered Address : .....

Email ID : .....

Folio No. : .....

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

1. Name : .....

Address : ..... E-mail ID: .....

.....Signature:  or failing him/her

2. Name : .....

Address : ..... E-mail ID: .....

.....Signature:  or failing him/her

3. Name : .....

Address : ..... E-mail ID: .....

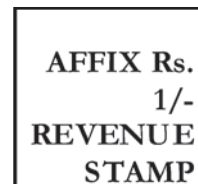
.....Signature:  or failing him/her

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 16th Annual General Meeting of the Company, to be held on Tuesday, the 26th day of September, 2017 at 10 a.m. at Govt. Servants Co-operative House Building Society Ltd., Kalyan Kendra, 9, Paschimi Marg, Vasant Vihar, New Delhi - 110057 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution Number	Resolution
<b>Ordinary Business</b>	
1	Adoption of Audited financial statements including the Balance Sheet, Statement of Profit & Loss and report of the Board of Directors, and Auditors for the financial year ended March 31, 2017
2	Declaration of Dividend
3	Appoint a Director in place of Mr. Lekhraj Maheshwari , who retires by rotation and being eligible, seeks re-appointment

4	Appoint a Director in place of Mr. Arjun Baljee, who retires by rotation and being eligible, seeks re-appointment
5	Appoint a Director in place of Mr. Kamal Soni , who retires by rotation and being eligible, seeks re-appointment
6	Appoint a Director in place of Mr. Sunil Sikka , who retires by rotation and being eligible, seeks re-appointment
7	Appointment of M/s Sarvam & Associates, as Statutory Auditors of the Company and to fix their remuneration for the financial year ending March 31, 2018

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



\_\_\_\_\_  
(Signature of Shareholder across the revenue stamp)

\_\_\_\_\_  
[Signature of the 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

## LETTER FROM THE CHAIRMAN

Dear Shareholders,

Greetings

It is my privilege to write to you as Chairman of India Exposition Mart Limited and I am happy to present you the 16th Annual Report of India Exposition Mart Limited. It's been 12 years since we started our journey with an idea of creating a world class exhibition and convention centre and appearing on the world map for its exemplary facilities and services.



ANNUAL REPORT 2016-17

### Core Performance

In spite of uncertainties prevailing in the market due to Government's recent bold steps of economic and tax reforms during this financial year, your company has shown a growth in total income in comparison to last year from Rs.696,823,129 to Rs. 719,024,228 with a net profit of Rs. 59,206,572 for the financial year 2016-17. The Board of Directors have proposed a final dividend of Rs. 1 per share, subject to the approval of the shareholders at the Annual General Meeting.

It gives me great pleasure to inform you that with an aim of achieving the targets and rendering quality services to our clients, we have successfully conducted number of events during the financial year 2016-17. Some of the most prominent events during the year are Global Exhibition on Services, ACREX, IFFS World Congress, Advantage Healthcare, COP-7, Label Expo, World Robot Olympiad, Intellect, Delhi Wood. Other notable events like IHGF Delhi Fair Spring 2017, during which over 4900 trade visitors including international buyers, buying agents and domestic volume retailers interacted with 3000 exhibitors, Printpack India, which witnessed the presence of industry leaders from different nations had 86,900 business visitors.

Your Company has also shown its commitment towards environment and renewable green energy. Reducing our carbon footprint was prioritised in the financial year 2016-2017. The 2 MW solar roof top project has been initiated and the resulting electricity generation will bring to your Company many short and long term economic and environmental gains.

Our commitment to Corporate Social Responsibility also spread its wings in 2016-2017. Your Company has joined hands with Gautam Budha Society for Social Welfare and has started a mobile education van in a slum cluster at Noida, paving the way for an opportunity for underprivileged children to be prepared to join the mainstream education. The education is completely free for these children and those who complete their session are counselled along with their parents and assisted to join mainstream schools. Your Company also continues to work in the field of sanitation by providing mobile toilets as and when required in the entire district free of cost.

### Future Outlook

Given the current trends and growing acceptance of our venue world over as preferred destination, we aspire to become the focal point of all market linked commercial activities and a World Class Hub for showcasing such events. Thus, we are very hopeful of an eventful future.

At IEML, our focus has always been on tapping opportunities and maximizing value for our shareholders. We are excited about what lies ahead and we will tap some of the emerging opportunities to deliver industry's best growth. On this note, let me take this opportunity to thank Ministries of the Centre and of the Govt. of Uttar Pradesh, the Export Promotion Council for Handicrafts, our bankers as well as other institutions for their esteemed co-operation. Special thanks to Greater Noida Industrial Development Authority and Greater Noida Local Administration for providing all the support whenever requested. Also, Special mention of my management team, our shareholders of the Company for unstinted support and unwavering confidence in the Company and employees of the Company for their deep level of commitment to the Company. I look forward to your continued and valuable support in taking the Company to greater and newer heights in future.

August 24, 2017  
New Delhi

Yours Sincerely  
Rakesh Kumar  
Chairman





# INDIA EXPO CENTRE

GREATER NOIDA EXPRESSWAY, DELHI-NCR, INDIA

## LAYOUT PLAN

JAYPREE GOLF COURSE  
(Awarded - 18 hole course)



- ### Facilities and Services at India Expo Centre
- #### Central Function Building
- Registration Counters
  - Information Desk
  - VIP Lounge
  - Media Lounge
  - Wi-Fi Hot Spot Desk
  - Freight Exchange Counter
  - Ticket / Rent a Car Desk
  - Business Centre
  - Gift Lounge
  - Air-conditioned - PA System
- #### F&B - Restaurants
- Free Drive: 1st Floor CFB & 3rd Floor of Mart
  - Calaburo: 1st Floor CFB
  - Food Court: 3rd Floor of Mart
  - Food Yard and Restaurant: Near Hall 9 - 15
- #### Seminar / Board Room
- Ground Floor: CFB
- #### Restrooms / Washrooms
- Multiple Units, alongside each Hall

### Accessibility

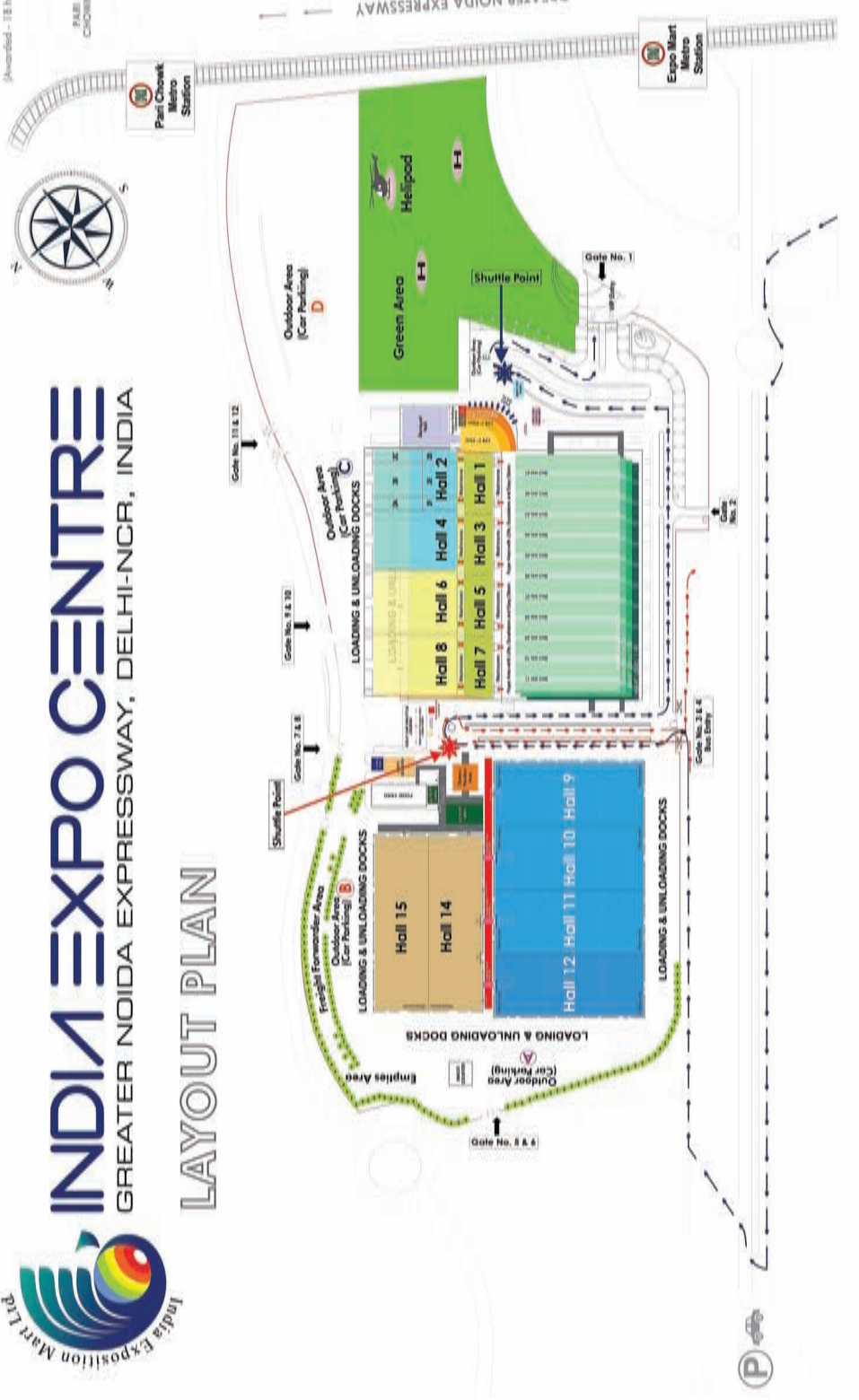
- #### Organiser's Office
- CFB
- #### Central Control Room
- Near Hall 15
- #### Parking Areas
- A, B, C, D, E
- #### Move with Ease
- Golf Carts, Lifts, Escalators and Easy Stairs
- #### By Road
- Expressway
- #### By Air
- Helicopter (Helped within compound)
- #### By Metro
- Noida Metro (Scheduled to start in 2018)

### Hall Locations

Ground Floor - Halls: 1, 3, 5, 7, 9, 10, 11, 12, 14 & 15;  
Upper Floor - Halls: 2, 4, 6 & 8 and Banquet Hall

- #### Halls 1, 3, 5 & 7 (Continuous and Seamless)
- Hall Area: 1,625 Sq. Mtr. each Load Bearing: 750 Kgs / Sq. Mtr.  
Clear Height: 5.3 Mtr. Loading Bay Size: 5.5 Mtr. x 7.45 Mtr.
- #### Halls 2 & 4 (Conference Halls)
- Hall Area: 1,625 Sq. Mtr. each Load Bearing: 750 Kgs / Sq. Mtr.  
Clear Height: 5.3 Mtr. Loading Bay Size: 5.5 Mtr. x 7.45 Mtr.
- #### Halls 6 & 8 (Continuous and Seamless)
- Hall Area: 3,625 Sq. Mtr. each Load Bearing: 750 Kgs / Sq. Mtr.  
Clear Height: 5.7 Mtr. Loading Bay Size: 5.5 Mtr. x 7.45 Mtr.
- #### Banquet Hall (Partitionable, with Prefunction Area)
- Hall Area: 1,625 Sq. Mtr. Load Bearing: 750 Kgs / Sq. Mtr.  
Clear Height: 5.3 Mtr. Entrance Door Size: 11.58 Mtr. x 2.68 Mtr.
- #### Halls 9, 10, 11 & 12 (Continuous and Seamless)
- Hall Area: 8,250 Sq. Mtr. each Load Bearing: 30,000 Kgs / Sq. Mtr.  
Clear Height: 9 Mtr. (Hall 12: 14 Mtr.) Loading Bay Size: 8 Mtr. x 7 Mtr.
- #### Halls 14 & 15 (Continuous and Seamless)
- Hall Area: 8,250 Sq. Mtr. each Load Bearing: 30,000 Kgs / Sq. Mtr.  
Clear Height: 9 Mtr. Loading Bay Size: 8 Mtr. x 7 Mtr.

**Mart Showrooms**  
(4 Floors, Total 900 Units)





## EVENTS HOSTED AT IEML



ANNUAL REPORT 2016-17

**16-18 April, 2016**

### Home Expo

Home Expo India, a composite platform for showcasing India's products for the home segment, comprises Three sub shows; Indian Furnishings, Floorings & Textiles Show (IFFTEX); Indian Houseware & Decorative Show (IHDS) and Indian Furniture & Accessories Show (IFAS). It was held from 16-18 April 2016 at the permanent marts at India Expo Centre. More than 171 exhibitors and 1100 buyers participated with their products and services at display during the exhibition and attracted the attention of all major stakeholders of the industry. This was organized as part of initiatives taken by EPCH to boost growth of handicrafts exports by India. This event brings manufacturers, producers and exporters of home decorative, home furnishings, and textiles on the same platform and provides them with an opportunity to get access to the International buyers. The event acts as a boon for the mart owners.



**20-23 April, 2016**

### Global Exhibition on Services

The second edition of Global Exhibition on Services (GES) was organized from 20-23 April 2016 by the Department of Commerce, Ministry of Commerce and Industry, Government of India, Services Export Promotion Council (SEPC) and the Confederation of Indian Industry (CII). Also, the first edition of the Global Exhibition on Services was organized at the venue in the month of April of last year and participation were made by 350 companies from 64







countries (including India) and around 3000 structured business meetings were held at the venue.

The Second GES (GES-2016) continued its focus on the services sector in the world and other sectors namely; Information Technology and Telecom, SME in Services, Education Healthcare, Logistics, Media & Entertainment, Professional services, Tourism and Space and Research & Development. The Exhibition had dedicated space for seminars, business to business meetings and round table conferences on focus sectors. Participation from major stakeholders including Government, PSU and NGOs was also noticed.

**June and December, 2016**

## **CFA(Chartered Financial Analyst) Exam**

This examination takes place every year once in the month of June and once in the month of December at IEML. It is organized by the CFA Institute, USA and is professionally managed by British Council in India. About 5000 students appeared at the examination at Hall No.2,4,6 & 8 during the month of June 2016 and similarly about 3000 students appeared at the examination Hall No.2 & 4 during the month of December 2016.



**21-23 July, 2016**

## **Indian Fashion Jewellery & Accessories Show**

The 9th Indian Fashion Jewellery & Accessories Show 2016 was organized by EPCH from 21-23 July 2016 in Hall No.1,3 & 5. It is an one of its kind international exhibition dedicated entirely to the fashion Jewellery and Accessories Industry depicting a grand display by India's major exporters of Fashion Jewellery & Accessories that provide an opportunity to the International buyers to source products from all over India.

Around 1000 overseas buyers, representing world famous major buying houses and retail chains, visited the fair to source their requirements from a diverse range of products under one-roof showcased by over 250 Indian exporters and manufacturers from various parts of India.



7-9 September, 2016  
**Renewable Energy India**

Asia's premier and most influential Renewable Energy India 2016 show was organized by UBM India Pvt. Ltd. from 7-9 September, 2016 in Hall No. 1, 3, 5, 7, 9, 10 & 11. The event was supported by Ministry of New and Renewable Energy, Ministry of Power, Government of India and there were 650 exhibitors in the exhibition. In addition to above, around 1000 plus conference delegates and 18000 visitors attended the event.



12 -18 September, 2016  
**Greater Noida Book Fair**

The book fair was organized by National Book Trust, India at India Expo Centre, Greater Noida from 12 to 18 September 2016 at Hall No. 1. Dr. Mahesh Sharma, Minister of State for Culture & Tourism (Independent Charge) inaugurated the book fair. Entry to the book fair was free. Dr. Mahesh Sharma, during his speech, stated that the book fair opened up the door of development and it is important to spread the culture of reading good books across the society. More than 100 publishers, distributors and booksellers participated in the book fair and displayed books on different subjects and genre. The books were available in English, Hindi, Urdu and other languages as well . More than 10000 visitors visited this fair.







**23 – 25 September, 2016**

## **International Federation Fertility Societies (IFFS) and 22nd IFFS World Congress**

International Federation of Fertility Societies (IFFS) along with Indian Fertility Society (IFS) and Indian Society for Assisted Reproduction (ISAR) hosted 22nd IFFS World Congress for the first time in India at India Expo Mart, Greater Noida Delhi NCR from 23 to 25 September 2016. The main objective of IFFS was to provide a world class platform to the industry to come together and deliberate on important issues concerning fertility and reproduction science and network amongst colleagues. Over 8000 specialists from across the globe had converged at New Delhi to participate in this important meet. A world class trade exhibition was held concurrent to the Congress, showcasing the latest advances and techniques in the science of reproduction.



**3–5 October, 2016**

## **Advantage Health Care India**

Department of Commerce, Government of India organized the second edition of Advantage Health Care India 2016 (AHCI 2016), an International Summit on Medical Value Travel with an aim of promoting Healthcare Services Exports from India, from 3 - 5 October, 2016 at India Expo Centre & Mart, Greater Noida in Hall No. 2,4 & Banquet hall. The objective of this international summit was to promote India as a Premier Global Healthcare Destination and to enable streamlined medical services exports from India. This underlying objective is a unique conglomeration of 5Ts, namely – Tradition, Technology, Tourism, Talent and Trade.



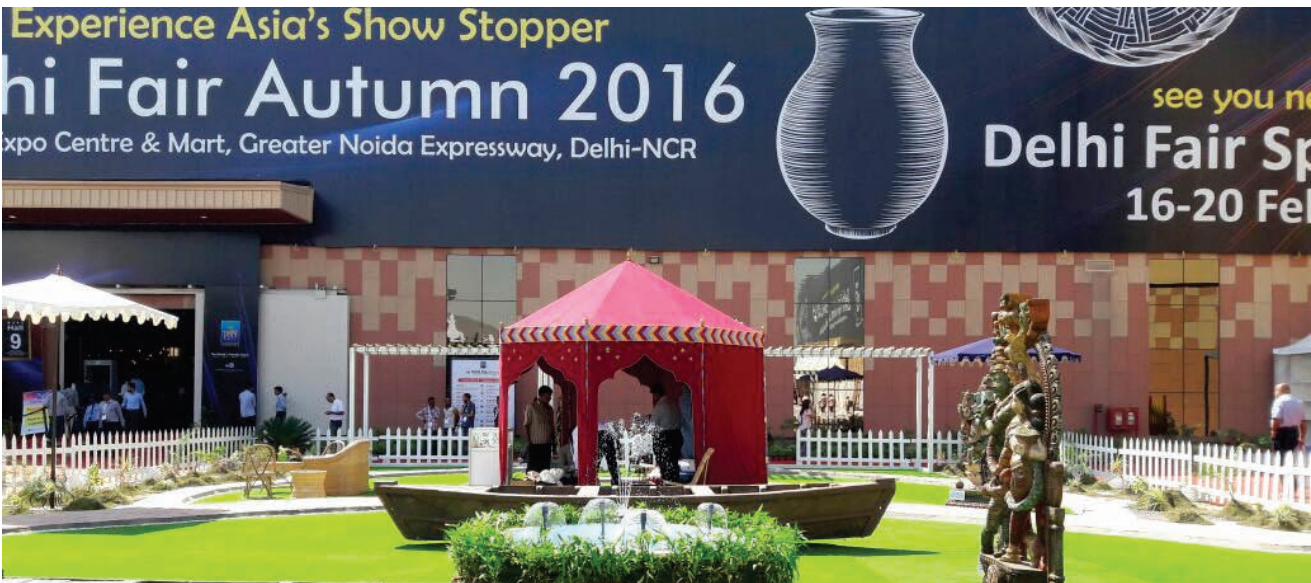
AHCI 2016 brought together stakeholders from 67 countries. The Summit presented an opportunity to interact, network and collaborate through the hosted buyer's program, the exhibition, the conference along with regional forums as well as visits to some of the world class hospitals in Delhi and NCR. 80 Exhibitor and 1500 conference delegates attend the event.



14-18 October, 2016

Indian Handicrafts & Gifts Fair (Autumn)

Indian Handicrafts and Gifts Fair – Autumn, organized by Export Promotion Council for Handicrafts was held from 14-18 October 2016. More than 2800 exhibitors participate in handicraft fair every year and More than 5586 buyers were invited during the exhibition. The entire venue was booked for the event thereby making the largest Handicrafts and Gifts fair in Asia. The exhibitors including mart owners got an opportunity to showcase the latest trends and book orders. It is being considered as the largest fair being hosted at IEML since last ten years and is the single most important event for the mart owners.



7-12 November, 2016

Seventh Session of the Conferences of Parties (COP7)

Seventh Session of the Conferences of Parties (COP7) organized by Ministry of Health and Family Welfare Govt. of India from 7 – 12 November 2016 in Hall no.2,4,6, & 8 at India Expo Centre, Greater





Noida. There were over 1000 delegates from 180 countries took part in COP7 in collaboration with WHO FCTC( Frame work Convention on Tobacco Control).

**17 – 20 November, 2016**

## **Label Expo India 2016**

Label Expo India 2016 was organized by Tarsus Group from 17 – 20 November 2016 in Hall No.1,3 & 5 at India Expo Centre Greater Noida. Label Expo India is the largest event for the label and package printing industry in South Asia. Label Expo India amassed the latest technology and solutions available to printers with over 200 exhibitors occupying the show floor and 8029 trade visitors witnessed this event.



**26 – 27 November, 2016**

## **World Robot Olympiad 2016**

The thirteenth World Robot Olympiad (WRO) was organized jointly by the India STEM Foundation and the National Council of Science Museums (NCSM) under the Ministry of Culture from 26 – 27 November 2016 in Hall no.2,4,6 & 8 at the India Expo Centre, Greater Noida. In the annual robotics competition for students, participants presented ideas for problem solving through usage of robots. The theme for the competition was “Rap the Scrap”, where exhibitors showcased solutions to reduce, manage and recycle waste using robotics technology. Over 2,000 participants from 55 countries took part in the international championship.



**26– 27 November,2016**

## **Fitness Show**

The two days competition was organized by M/S Smart Events from 26 – 27 November 2016 in hall no. 3,5 & 7 at India Expo Centre to showcase the fittest men and women of India as they competed across a series of exciting and gruelling events testing their endurance,



skill, strength, power, speed and coordination. The event attracted industry's key suppliers and service providers from India which created perfect platform for visitors as well as building of strong network . Total 40 exhibitors participated and 2000 visitors visited the fair.

**23-25 January 2017**

## Intellect 2017

The INTELECT 2017 was organized by IEEMA from 23-25 January 2017 in Hall No.1 & 3 at the India Expo Centre. The exhibition was inaugurated by Mr. Piyush Goyal , Hon'ble Minister of State(IC), Ministry of Power and New & Renewable Energy , GOI. Heavy Industries Secretary, GOI, Mr. Girish Shankar was also present on the occasion . The conference and exhibition is supported by the Ministry of Power, National Smart Grid Mission, with Madhya Pradesh as partner state and CESC as partner utility . With over 100 exhibitors and 5000 visitors, the show has brought together senior officials from Ministry of Power, State utilities, Discoms, IESA, India IOT Panel and TERI under one common platform to discuss global best practices and seek solutions to some of the most pressing challenges in the field of intelligent electricity.



**04-08 February 2017**

## Print Pack India

This was organized by Indian Printing & Allied Machinery Manufacturers' Association (IPAMA) from 04-08 February 2017 in Hall No.1,3,5, 7,9, 10, 11 and 12 at India Expo Centre . Around 428 exhibitors participated in the exhibition and 86,900 visitors attended the exhibition every day.





**16 – 20 February 2017**

## **Indian Handicraft and Gift Fair (Spring)**

Indian Handicrafts and Gift Fair, organized by the Export Promotion Council for Handicrafts were held on 16–20 February 2017. More than 2850 exhibitors participated and more than 4900 buyers were invited during the fair by EPCH. The exhibitors including mart owners got an opportunity to showcase the latest trends and book orders. It is the largest fair being hosted at IEML since last ten years.



**23–25 February, 2017**

## **Acorex India**

ACREX India was a 3 days event and organised from 23rd February to 25th February 2017 in Hall no. 9,10,11 & 12 at Expo Mart. Build Fair Alliance (BFA) – a consortium of co-located events that are proposed to be conducted at the same venue coinciding with ACREX, thereby ensuring maximum number of footfalls from stakeholders of construction industry, largest ever product display of integrated building solutions and be counted amongst largest events in South Asia. More than 500 Exhibitors and 50000 visitors participated in the event.





23-25 February, 2017

## Fensterbau Frontale

The 7th edition of Fensterbau Frontale India 2017, International Exhibition & Conference on Window, Door and Façade Technology was organised from 23rd-25th February 2017 at India Expo Mart . FENSTERBAU FRONTALE INDIA 2017 is the specialist for products and services for window, door and facade technology. 100 exhibitors and 5000 visitors attended the event.



23-25 February, 2017

## Firex

Fire & Security India Expo was a 3 days event and was organised from 23rd February to 25th February 2017 in Hall no. 5 & 7 at India Expo Centre and Mart. 70 exhibitors and 7269 visitors participated in the event. This event showcased products like Fire protecting walls, facades, fire protecting ceilings, fire protection doors, paints, coatings, video systems and much more etc. in the Security & Defence industry.





**23-25 February, 2017**

## **Glass Pex & Glass Pro**

Glass Pex & Glass Pro was organized by Messe Dusseldorf from 23 – 25 February 2017 in Hall no. 1 & 3 at India Expo Centre. 130 exhibitors and 4150 visitors attended this event. In this event, latest and finest trends and innovation in flat and processed glass products and applications were shown. Also, latest glass processing solutions, tools, auxiliary products and services were on display by the exhibitors.



**23-25 February, 2017**

## **ISH India**

The latest addition in the highly successful global series of ISH events, ISH India powered by IPA, marked a successful launch with a visitor attendance of 6,132 trade professionals and an overwhelming business response. The Build Fair Alliance (BFA), a combination of some of the build industry's most reputed fairs with Messe Frankfurt's globally renowned platform, represented the perfect one-stop sourcing platform for this sector in Greater Noida this year attracted visitors from across the country. Out of the 68 exhibitors at the debut ISH India, some of the key confirmations have come from market leaders including Acquaviva, Bradford White Water Heaters, Huliote Pipes, Lehry Valves, Sloan India, Rajco Metals, Vernet among others.



## 1- 4 March 2017

### Delhi Wood

Delhi Wood 2017 was organized by PDA Trade Fair from 1- 4 March 2017 at India Expo Centre in hall no. 9,10,11 &12. It was South Asia's & South East Asia's largest B2B Trade Expo for furniture production Technologies, Tools, Fittings, Accessories for furniture production and raw materials for woodworking. There were more than 450 exhibitors from over 20 countries who showcased the latest in technology, hardware, software, tooling and accessories. It attracted more than 30,000 business visitors. The event showcased plethora of products exhibited by furniture manufacturers, woodworking professionals, Plywood manufacturers, Architects, Interior Decorators, Saw millers, Timber Importers and Timber Merchants from all over countries.



## 8-10 March 2017

### PU TECH

The Indian Polyurethane Association (IPuA) presented 5th edition of Polyurethane Exhibition & Conference in India - PU TECH 2017 which was organized from 8-10 March 2017 in Hall no. 1,3 & 5 at India Expo Centre. It was a 3-day event and 250 exhibitors participated who brought together raw material producers, equipment suppliers, end-users and industry at large under one roof to provide for a comprehensive growth of technology and markets. Overall 1400 trade visitor visited the event.







# STATUTORY REPORTS



# DIRECTORS' REPORT

To,  
The Members,  
India Exposition Mart Limited

The Directors take pleasure in presenting the 16th Annual Report together with the audited financial statements for the year ended March 31, 2017. The Management Discussion and Analysis has also been incorporated into this report.

## Financial Highlights of the Company

On the basis of the financial statements, the performance of the Company appears as follows:

### Financial Results

Particulars	2016-2017 (Rs.)	2015-2016 (Rs.)
Total income	719,024,228	696,823,129
Total expenses excluding Depreciation	495,456,165	412,449,535
Depreciation	134,676,693	151,627,205
Profit/Loss before tax	88,891,370	132,746,388
Less: Provision for current tax/ deferred tax	29,398,105	46,833,367
Exceptional and extraordinary Items	(2,86,694)	320,000
Profit/Loss after tax	59,206,572	86,233,021
<b>Appropriation made as under</b>		
Transfer to reserve	NIL	NIL
Profit/Loss Account available for appropriation	335,411,797	340,089,936
Adjustment on account of depreciation	-	28,944
Provision for CSR expenditure	3,511,216	3,249,186
Provision for Mart maintenance Reserve	18,523,928	18,481,404
Proposed Dividend including Corporate Dividend Tax	44,171,257	42,125,177
Share Premium	22,026,000	NIL
Profit / Loss Account balance carried forward	291,231,396	276,205,225

### Summary of operations / performance (State of affairs)

During the year under review, the company has earned a total income of Rs. 719,024,228 as compared to Rs. 696,823,129 for the financial year 2015-16. The Net profit for the current year is Rs. 59,206,572 as compared to the profit Rs. 86,233,021 for FY 2015-16. Your Directors are continuously looking for avenues for future growth of the company. There has been no change in the business of the Company during the financial year ended 31st March, 2017.



## Select Performance Indicators

Ratios	2016-2017	2015-2016
Return on net worth	8.99%	13.77%
Net profit to total Income	8.23%	12.38%
Book value per share (Rs.)	17.94	17.89

## Dividend

During the year under review, the company has earned sufficient revenue to serve its shareholders. Keeping in view the overall performance of the company, the Board of directors recommends a dividend of Rs.1 per share (10 percent) on the share capital for the financial year 2016-17.

## Transfer to Reserves

No amount was transferred to the reserves during the financial year ended March 31st, 2017.

## Deposits

During the year under review, your Company did not accept any deposits within the meaning of provisions of Chapter V – Acceptance of Deposits by Companies of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014.

## Material Changes and Commitments

No material changes and commitments affecting the financial position of the Company have occurred between 1st April, 2017 and the date on which this report is signed.

## Board meetings

The Board of Directors of the company met seven times during the financial year. The details of various Board meetings are provided in the Corporate Governance Report.

## Committees of the Board

Currently, the Board has eight committees, the audit committee, the stakeholders' relationship committee, the corporate social responsibility committee, the nomination and remuneration committee, the marketing committee, the projects

execution committee, the mart promotion committee and the operations and maintenance committee. A detailed note on the composition of the Board and its committees is provided in the Corporate Governance Report section of this Annual Report.

## Composition of the Board of Directors & Key Managerial Personnel

As on date of this report, there are 19 (nineteen) directors on the Board of the Company.

## Inductions

During the year under review, Mr. Sudeshwar Saran was appointed as Non-executive director at last AGM held on September 30, 2016 on Board of Directors of the company.

Mr. Sudeep Sarcar was appointed as manager of the company pursuant to Section 2(53) of the Companies Act, 2013 on September 30, 2016 for a period of three years.

Mr. Rakesh Kumar was re-appointed as Chairman of the company for second term of 2 years by the Board of Directors on October 27, 2016.

Mr. Krishan Kumar, Addl. CEO, GNIDA was nominated as Director on Board of IEML by the Greater Noida Industrial Development Authority ('GNIDA') on February 23, 2017

The Board on the recommendations of the Nomination and Remuneration Committee, appointed:

Mr. Sachin Kumar Sinha as Chief Financial officer of the company as Key Managerial Personnel in terms of section 203 of the Companies Act, 2013.

## Resignation/Cessation

Mr. Navratan Samdaria, non- retiring director, resigned from directorship of the company with effect from September 02, 2016.

Mr. Praveen Singh ceased as Manager of the company with effect from September 30, 2016



Mr. Pramod Chandra Gupta, Addl. CEO, GNIDA resigned as director of the company with effect from August 18, 2016

The Board places on record its gratitude for the valuable services rendered and guidance extended during their tenure with the Company.

### Retirement by Rotation

In accordance with provisions of the Companies Act, 2013, Mr. Lekhraj Maheshwari, Mr. Arjun Baljee, Mr. Sunil Sikka and Mr. Kamal Soni as are liable to retire by rotation at the ensuing Annual General Meeting.

### Particulars of Employees and Related disclosures:

In terms of the provisions of Section 197(12) of the Companies Act, 2013 read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, no employee of the Company is earning a remuneration upto Rupees one crores and two lakhs per financial year and/or Rupees eight lakh and fifty thousand per month or more.

### Conservation of Energy, Technology Absorption, Foreign Exchange Earnings & Outgo:

The particulars as prescribed under sub-section (3)(m) of the Section 134 of the Companies Act, 2013 read with The Companies (Accounts) Rules, 2014, are as below:

- Conservation of energy & Technology Absorption: Disclosure not required, since no activities in relation to conservation of energy undertaken by the Company during the financial year 2016-17.
- Foreign exchange earnings and Outgo: The detail of Foreign Exchange earned in terms of actual inflows during the financial year 2016-17 and the Foreign Exchange outgo during the year in terms of actual outflows are as below:

Particulars	Amount (Rs.)	
	Current Year March 31, 2017	Previous Year March 31, 2016
<b>Earnings in foreign currency</b>		
Income from fairs and exhibitions	\$ 227,064.69 (Rs.15,232,743)	\$ 52157.97 (Rs. 3,341,262)
	Euro 4381.27 (Rs. 3,09,551)	-
<b>Expenditure in foreign currency</b>		
Membership fees	EURO – 6830 (Rs. 5,12,856)	EURO – 2767 (Rs.200,699)
Event participation fees	\$ 37379 (Rs. 434,994)	-

### Internal Control

The Company also has a proper and adequate system of internal controls. This ensures that all assets of the Company are safeguarded and protected against loss from unauthorised use or disposition and those transactions are authorised, recorded and reported correctly.

### Declaration by 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.

### Rights Issue

During the financial year under review, the company had allotted 15,00,000 ( fifteen lakhs) with a face value of Rs. 10 each at a premium of Rs. 13/- each, for an aggregating amount of Rs 3,45,00,000 (Three crores forty five lakh) on rights basis on February 23, 2017.

### Sweat Equity Issued

In terms of Rule 13 of Companies (Share Capital and Debentures) Rules, 2014, the Board of Directors discloses the following details of issue of sweat equity shares during the financial year under review:



S No.	Particulars	Information
1.	The class of director or employee to whom sweat equity shares were issued	Sweat equity shares were issued to Mr. Rakesh Kumar, Non-retiring Director and Non-Executive Chairman of the company
2.	The number of equity shares issued to Director showing separately the number of such shares issued to them, if any, for consideration other than cash and the individual names of allottees holding one percent or more of the issued share capital	A total of 500,000 Equity shares (Five Lakh) were allotted to Mr. Rakesh Kumar out of which 200,000(Two Lakh) shares were allotted on December 23, 2016 and 300,000 (Three Lakh) shares were allotted on June 24, 2017
3.	The reasons or justification of the issue.	<p>To recognize the value addition and know-how of Mr. Rakesh Kumar to the company, the issue of sweat equity of shares was submitted for approval of the members in Company's 9th EGM held on December 07, 2016</p> <p>Highlights on the Contribution made by Mr. Rakesh Kumar to IEML are as follows:</p> <p>a) Strategizing and conceptualizing a novel Mart cum Exhibition Centre, being one of its kind in India, comprising a good mix of industry participation from its conceptualization process initiated in year 1999 and setting up the company in 2001;</p> <p>b) Being a high profiled and connective person with the core exhibition industry group, he served as President of Indian Exhibitions Industries Association ('IEIA'), by virtue of which IEML had been able to enhance its core activities of business promotion and introduction to major clients and developed brand in the exhibition industry;</p> <p>c) Having taken no involvement of equity from the government, IEML was able to source its funding mainly from the trade industry along with MSME sector due to his connectivity and high integrity with his vision and efforts</p> <p>d) Nonetheless, Mr. Kumar took all possible steps in converting the entire exhibition complex into the friendliest venue, capable of holding various largest and prestigious exhibitions and conferences within the vicinity i.e. Auto Expo, BC Expo, Annual Meeting of Asian Development Bank, Petrotech, RCEP conference and many others</p>

		<p>e) Mr. Kumar took immediate steps in implementation of the company's expansion plans in a record time of 6 months that added an area of approx. 4 lakh square feet with another unique financial model of involving third party user funds</p> <p>f) Strategized the funding plans for expansion and prepared &amp; got implemented the necessary plans to avail funding from Government as Grant-in-Aid thereby reducing the financial gaps for specific projects.</p> <p>g) Made business plans for aggressive promotion of Marts that included setting up of a Mart Promotion Bureau and making the marts lively and active in defining their own path for success</p> <p>h) Directing strategy on various other matters which ultimately added a value for the growth of the company.</p> <p>Mr. Rakesh Kumar, had been contributing his endless efforts and dedication, even though his guidance had been pivotal in setting up the venue, its management, marketing and various trade fairs that were being held at the venue from time to time.</p> <p>Mr. Kumar had also received Lifetime achievement award for Exhibition industry and with his guidance as a Director, expertise and technical know-how provided, his involvement in the company in the capacity of Non-retiring Director, IEML could derive various economic benefits.</p> <p>Mr. Kumar has been awarded PATWA award in individual capacity by Safari India and Patwa (Pacific Area Travel Writers Association) as best professional in MICE tourism towards his contribution to conceive, implement and successfully running the state of the art exhibition centre.</p>
4	The principal terms and conditions for issue of sweat equity shares of the total post issued and paid up share capital	<p>The terms and conditions were as under:</p> <p>a) Equity shares are under a lock-in-period of 3 years from the date of allotment</p> <p>b) The Sweat equity shares were issued for a cash consideration of Rs. 10 per share</p>



		c) The Sweat equity contribution / Net Value addition of Mr. Rakesh Kumar was computed at Rs. 7.64 Million detailed in the valuation report submitted to the members in 2016
5	Total number of shares arising as a result of issue of sweat equity shares	Prior to Sweat equity issue, no. of issued shares were 3,50,00,000 and post issue of Sweat equity shares, the number of shares arose to 355,00,000
6	The percentage of sweat equity shares of the total post issued and paid up share capital	Percentage of sweat equity shares of total post issued and paid up share capital: 1.41%
7	The consideration (including consideration other than cash) received or benefit accrued to the company from the issue of sweat equity shares.	The Sweat equity shares were issued for a cash consideration of Rs. 10 per share. The Sweat equity contribution / Net Value addition of Mr. Rakesh Kumar was computed at Rs. 7.64 Million detailed as per the valuation report.
8	The diluted Earning Per Share (EPS) pursuant to issuance of sweat equity shares	2.44

## Statutory Auditors & Audit Report

M/s. Jain Kapila Associates, Chartered Accountants (Registration No. 000287N), who were the Statutory Auditors of the Company, hold office until the conclusion of the ensuing Annual General Meeting.

## The Management Discussion and Analysis

### Marketing initiatives

The Company had adopted various modes to promote India Expo Centre & Mart. These includes circulating/dispatching of printed company literature, Audio Visual advertisement, SMS campaign, mobile application and participating in industry related fairs etc.

Financial Year	No. of Events	No. of Set up & Dismantle Days	No. of Events Days	No. of Total Occupancy Days
2015-16	19	57	55	112
2016-17	28	77	100	177
2017-18 (Projected)	20	81	76	157

*In terms of percentage, there has been an increase of event revenue by 5 % in FY 2016-17 over FY 2015-16. Also, there has been increase of 58 % in total occupancy days in FY 2016-17 over FY 2015-16.*

Mega events that were held at your company during the year were Indian Handicrafts and Gift Fair-Delhi Fair which is Asia's largest fair, 2nd Global Exhibition on Services 2016, 10th Renewal Energy India 2016 and Build Fair Alliance 2017 which were a combination of five shows done for the first time by Messe Frankfurt, Nuremberg Messe and Messe Dusseldorf . Besides this, number of other events that were organized at the venue were Home Expo, Indian Fashion Jewellery and Accessories Show, Intellect 2017, World Robotic Olympiad, COP 7, Delhi Wood 2017, Print Pack India 2017, 1st Exhibition Excellence Award 2016 and Advantage Health Care to name a few.

In most of the events held during the year, the venue was visited by Central Government Ministers, UP Government Ministers and Bureaucrats. It is pertinent to mention here that Hon'ble Ex President of India Mr. Pranab Mukherjee along with Ms. Niramala Sitaraman, Hon'ble Minister of Commerce, Govt. of India and Dr Mahesh Sharma, Hon'ble Minister of Culture and Tourism inaugurated the 2nd edition of Global Exhibition on Services. The event was also visited by Ambassador of participating countries. Also, Mr. Piyush Goel, Hon'ble Minister of State, Ministry of Power and New & Renewable, Government of India inaugurated the Intellect 2017 at the India Expo Centre. During COP 7, Union Minister of Health and Family Welfare, Govt. of India inaugurated the event and the venue was also visited by Hon'ble President of Sri Lanka during the inauguration of the event.

Greater Noida Book Fair organized by National Book Trust was held for the first time at India Expo Centre which was inaugurated by Dr. Mahesh Sharma, Hon'ble Minister of Tourism and Culture, Govt of India and there were approximately 10000 people from NCR who visited the seven days of exhibition. 1st Exhibition Excellence Showcase Award was also held on 18th March 2017 and was hosted at India Expo Centre. Various participants in the form of speakers, exhibition organizers, associations and service providers visited the venue.

The events witnessed congregation of the entire exhibition industry/MICE industry. Delegations led by top most officials from the organizing committee visited IEML to assess the MICE facilities available that resulted in rich dividend in the form of queries to the company. India Expo Centre have also received the following awards, Winner for star venue, 1st Runner up for Big Venue

The Chairman IEML has also received an award, The Iron Man of Exhibition Industry in Exhibition Excellence Showcase Award and the Best Professional in MICE Tourism award in South Asian Travel Awards.

During the FY 2016-17, IEML was also visited by big organizers like Plast vision, India Plast, AMTEX, ELECRAMA. IEML have received the confirmation for ELECRAMA 2018 edition which is 100000 sqm of exhibition and one of the Asia's largest show on electrical.

In the course of the year, the company had also undertaken various e-campaigns, mass emailing and company website was cross linked with other website to showcase conduct of events at IEML in social media. The company has also taken initiatives to meet the event organizers based out of Delhi and had deputed representatives for the same.

IEML has also participated in the following national/international events/conferences:

- 6th IEIA Open Seminar held at, Bangalore from 6th – 7th May, 2016.
- IMEX 2016 held at Frankfurt (Germany) from 19th -21st April, 2016. IEML had taken a stall and with brandings
- 9th Convention Conclave India 2016 held at Hotel Leela from 13th – 15th October, 2016.
- Ufi European Seminar held at Basel from 20th -22nd June, 2016.
- 83rd Ufi Congress 2016 held at Shanghai (China) from 9th - 12th November, 2016.



## Events in the financial year 2017-18:

S.No	Event days		Name of Event	Name of the Organiser
	From	To		
1	17-Apr-17	20-Apr-17	Global Exhibition on Services 2017	Confederation of Indian Industry & Ministry of Commerce & Industry, Govt. of India
2	18-Apr-17	20-Apr-17	Indian Houseware & Decorative Show	Export Promotion Council for Handicrafts (EPCH)
3	18-Apr-17	20-Apr-17	Indian Furnishing, Flooring & Textiles Show	Export Promotion Council for Handicrafts (EPCH)
4	18-Apr-17	20-Apr-17	Indian Furniture's & Accessories Show	Export Promotion Council for Handicrafts (EPCH)
5	3-Jun-17	3-Jun-17	CFA Exam- June 2017	CFA Institute & British Council
6	4-Aug-17	15-Aug-17	India International Mega Trade Fair 2017	GS Marketing & IEML
7	9-Sep-17	10-Sep-17	Vape Expo India 2017	Event International Ltd., Poland
8	14-Sep-17	16-Sep-17	India CORR Expo 2017	Reed Manch Exhibitor Pvt. Ltd.
9	20-Sep-17	22-Sep-17	Renewable Energy India 2017	UBM India Pvt. Ltd.
10	12-Oct-17	16-Oct-17	Indian Handicraft & Gift Fair Delhi Fair - Autumn 2017	Export Promotion Council for Handicrafts (EPCH)
11	9-Nov-17	11-Nov-17	19th Organic World Congress (OWC) 2017	The Organic Farming Association of India and PTA Trade Fair (I) Pvt. Ltd.
12	12-Nov-17	17-Apr-17	18TH World Road IRF Meeting 2017	International Road Federation
13	24-Nov-17	26-Nov-17	PAN IIT	Association of IIT BHU Alumni
14	3-Dec-17	3-Dec-17	CFA Exam-Dec. 2017	CFA Institute & British Council
15	18-Jan-18	19-Jan-18	Indus Food	Trade Promotion Council of India
16	9-Feb-18	14-Feb-18	Auto Expo - The Motor Show 2018	Society of Indian Automobiles Manufacturers Association (SIAM)
17	23-Feb-18	27-Feb-18	Indian Handicrafts & Gifts Delhi Fair (Spring) 2018	Export Promotion Council for Handicrafts (EPCH)
18	10-Mar-18	14-Mar-18	ELECAMA 2018	Indian Electrical and Electronics Manufacturers Association (IEEMA)





From (L-R) Mrs. Nirmala Sitharaman, Hon'ble Minister of State for Commerce and Industry; Rajasthan's Industry Minister walking with Hon'ble Ex- President of India Mr. Pranab Mukherjee and Mrs. Rita Teotia, Secretary Commerce; MSME, Export promotion and Textiles Minister of Uttar Pradesh, towards inaugural ceremony of Global Exhibition Services 2016 edition being held from 20th to 23rd April 2016.



Renowned fashion designer Mr. Satya Paul giving speech on the inaugural Ceremony of Home Expo 2016 edition held from 16th- 18th April, 2016 in presence of Mr. Rakesh Kumar, Chairman-IEML with the other Directors of IEML at Central Function Building area at India Expo Centre.



Dr. Mahesh Sharma, Hon'ble Union Minister of State for Culture and Tourism (Independent charge), glancing through books with Mr. Baldev Bhai Sharma, President NBT at Greater Noida Book Fair organized by National Book Trust held from 12th - 18th September, 2016.



From (L-R) International Athletes Mr. Kris Gethin, Mr. Roger Snipes, Mr. Neil Hill and Ms. Andreia Brazier Inaugurated the Fitex India Expo-The fitness show being held at India Expo Centre from 27th -28th November, 2016.





From (L-R) Mrs. Vimla Batham, Member of Legislative Assembly, U.P., Dr. Mahesh Sharma, Union Minister of State for Culture and Tourism (Independent Charge), Mr. Rakesh Kumar, Chairman, IEML, Mrs. Smriti Zubin Irani, Hon'ble Union Minister for Textiles, Mr. Ajay Tamta, Minister of State for Textiles and Mr. D. Kumar, Director, IEML grace the place with their presence with lighting of inaugural lamp in the Indian Handicrafts and Gift Fair, Delhi Fair, Autumn held from 14th- 18th October, 2016 organized at India Expo Centre.



Mr. Piyush Goyal, Hon'ble Minister of State for Power, Coal, New and Renewable Energy and Mines (Independent Charge) inaugurating INTELECT 2017 & Distribuelec, held from 23rd -25th January 2017 at India Expo Centre.



Mr. Ajay Tamta, Hon'ble Minister of State for Textiles at ribbon cutting ceremony function during Indian Fashion Jewellery and Accessories Show, 2016 edition, organized at IEML from 21st -23rd July, 2016, with other directors of IEML.



Ms. Rashmi Verma, Secretary, Textiles, launching fair directory at the Indian Handicrafts and Gift Fair, being held from 16th -20th February, 2017. The occasion was also graced by Mr. Alok Kumar, Ex-DC (Handlooms & Handicrafts) and Mr. Deepak Agrawal, Ex-CEO, Greater Noida Industrial Development Authority (GNIDA).





Hon'ble Governor of U.P, Shri Ram Naik with Shri. N.P. Singh ,Ex-District Magistrate, Gautam Budh Nagar, Greater Noida arriving at the ceremony of Global Exhibition Services was held from 20th - 23rd April, 2016.



From (L-R) Directors of IEMML Mr. Anil Mansharamani, Mr. R.K Passi, Mr. Sunil Sikka, Mr. Vivek Vikas, Mr. D. Kumar, Mr. Sudhir Tyagi, Mr. R K Malhotra, Mr. L. Maheshwari, Mr. Satish Dhir with Mr. Sunil Sethi congratulating Mr. Rakesh Kumar, Chairman-IEMML on being re-appointed as Chairman on October 27, 2016



Lighting of Lamp by Bollywood actress Ms. Karishma Kapoor at International Federation Fertility societies (IFFS) held from 23rd-25th September, 2016 at India Expo centre.



## **Mart Promotion Initiatives**

### **First Ever Mart Alone B2B Fair in association with EPCH**

Your company delighted to inform that the objective of having Mart alone shows in the Mart was realised for the first time by organising Home Expo show exclusively on all floors of the Mart. This event witnessed the maximum number of Marts opened ever in the history of Mart. The initiative was warmly welcomed by Mart Owners and appreciated widely by overseas Buyers. EPCH partnered the show, and helped us in publishing the show not only in India but also in overseas which brought numerous buyers to the show. The show received very encouraging feedback from Mart owners and participants.

### **A grand cash and carry show of 3 days in halls for Mart Owners during festival season**

We have been holding Cash and carry events in the past as well but this time it was done on a grand scale in hall no 1 and main foyer area of the mart. Old Delhi street food festival was also being part of it. This festival witnessed a large footfall as very extensive publicity in all mediums i.e. newspaper, radio spots, three wheelers as well as mailers to a large data base was carried out.

### **Mart Owners given opportunity to sell ready stocks during third party prestigious shows at Expo Mart**

Mart owners are being regularly given opportunity to set up stalls and sell their surplus merchandise in third party events having substantial footfalls. This venture has proven to be very effective and mart owners are willingly coming forward to participate in all such events.

### **Impressive and outstanding celebrations to mark the 10th year of operations of IEML**

IEML completed 10th year in operation and a grand event to mark the occasion was held in hall no 4 with a gathering of more than two thousand people. Important landmarks were recalled and all major contributors, peers and leaders who influenced and helped us in the venture were honoured with a citation and shawl.

A mono act by world famous performer eminent musician and theater director Shekhar Sen (currently chairperson Sangeet Natak Academy) on Swami Vivekananda was enacted and widely appreciated by the audience. The event also saw a food festival of street food of Delhi and a folk performance by Langas of Rajasthan. Last but not the least this year also saw an increase in infrastructural support to Mart owners in terms of a 24x7 lounge and 24x7 cafeteria facility.

## **Performance Evaluation of Board, committees and Individual Directors**

In terms of the requirement of the Act, the Board conducted its own formal performance evaluation as well as that of Committees and individual Directors including Chairman of the Board as mentioned in the Board's Report. The criteria to evaluate the performance of the Board, Committees, Independent Directors and Non-Independent directors were:

- a) Vision, strategy & role clarity of the Board,
- b) Board dynamics & processes, contribution towards development of the strategy,
- c) Risk management, functioning, performance & structure of Board Committees,
- d) Ethics & values, skill set, knowledge & expertise of Directors, leadership etc.

The directors were satisfied with the evaluation results which reflected the overall engagement of the Board and its committees with the company.

The performance evaluation of the Board, directors and respective Committees was done by the Board and the Directors expressed satisfaction with the evaluation process.

## **Extract of Annual Return**

An extract of Annual Return as on the financial year ended on March 31, 2017 in Form MGT-9 as required under section 92(3) of the Companies

Act, 2013 read with Rule 12(1) of the Companies (Management & Administration) Rules 2014, is given in Annexure 1 to the Director's Report.

### Directors' 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) in the preparation of the annual accounts for the year ended March 31, 2017, the applicable Accounting Standards had been followed along with proper explanation relating to material departures,

b) 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 judgements 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,

c) that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities,

d) the annual financial statements have been prepared on a going concern basis,

e) that proper systems to ensure compliance with the provisions of all applicable laws were in place and that such systems were adequate and operating effectively

### Nomination & Remuneration Policy of the Company

The Nomination & Remuneration policy of the Company comprising the appointment & remuneration of the Directors, KMP and Senior Executives of the Company including criteria for determining qualifications, positive attributes, independence of a Director and other related matters is given in Annexure 2 to this Report.

### Corporate Social Responsibility

In accordance with the requirements of Companies Act, 2013, your Company has constituted a Corporate Social Responsibility Committee. Your company has also formulated a Corporate Social Responsibility Policy which is available on the website of the company at <http://indiaexpomart.com/wp-content/uploads/2017/06/csr.pdf>. During the year under the Companies (Corporate Social Responsibility Policy) Rules, 2014 has been appended as Annexure 3 to this Report.

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

The Company has not entered into any transactions as mentioned under the provisions of Section 186 of the Companies Act, 2013.

### Particulars of Contracts or Arrangements with related parties under Section 188 of the Companies Act, 2013

The Company has not entered into any transactions as mentioned under the provisions of Section 188 of the Companies Act, 2013.

### Risk Management Policy

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 through mitigating actions on a continuing basis.

### Internal Financial Control

The Company has in place adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no material weakness was observed by the auditor of the Company.

### Significant & Material Orders passed by the Regulators or Courts or Tribunals impacting the Going Concern Status of the Company

There are no significant and material orders passed by the Regulators or Courts or Tribunals which would impact the going concern status of the Company.





## **Disclosures under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013**

Your Company is committed to provide and promote safe, healthy and congenial atmosphere irrespective of gender, caste, creed or social class of the employees. Your company has zero tolerance for sexual harassment at workplace and has adopted a “Policy on Prevention of Sexual Harassment” as per The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the rules thereunder for prevention and redressal of complaints of sexual harassment at workplace. . During the financial year 2016-17, company did not receive any complaint relating with sexual harassment issues.

## **Acknowledgment**

The Directors wish to express their deep appreciation for the continued co-operation of the Ministries of Central and State Govt., Export Promotion Council for Handicrafts, Greater Noida Industrial Development Authority, Govt. of U.P. and Bankers to the company, as well as other institutions for their esteemed co-operation. The Directors also wish to thank all the employees for their contribution, support and continued co-operation throughout the year. Above all, the Board expresses a deep sense of gratitude to the Members of the Company who have reposed faith in their Board and the Management.

**On behalf of Board of Directors**

August 24, 2017  
New Delhi

Sd/-  
**RAKESH KUMAR**  
Chairman

Sd/-  
**SUDHIR TYAGI**  
Director

Sd/-  
**DINESH KUMAR**  
Director



## Annexure 1 to Board's Report

### Form No. MGT-9 EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31st March, 2017

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



ANNUAL REPORT 2016-17

#### I. REGISTRATION AND OTHER DETAILS

Corporate Identification Number	U99999DL2001PLC110396
Registration Date	12/04/2001
Name of the Company	India Exposition Mart Ltd
Category / Sub-Category of the Company	Public Company Limited by Shares / Indian Non-Government Company
Address of the Registered office and contact details	India Exposition Mart Ltd. Plot No. 1; 210 - Atlantic Plaza, 2 <sup>nd</sup> Floor, Local Shopping Centre, Mayur Vihar Phase-I, Delhi - 110091 Ph.: 011-22711497 Website: www.indiaexpomart.com Email: acs@indiaexpocentre.com
Whether Listed Company	No
Name, Address and Contact details of Registrar and Transfer Agent, if any	Not applicable

#### 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:-

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1.	Exhibitions	9214	86.26
2.	Maintenance	45202	13.49

#### III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/Associate	% of shares held	Applicable Section
NOT APPLICABLE					



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

##### i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of year				No. of Shares held at the end of year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
a) Individual/HUF									
b) Central Govt.									
c) State Govt. (s)									
d) Bodies Corp.									
e) Banks / FI									
f) Any Other....									
<b>Sub-total (A) (1)</b>									
<b>(2) Foreign</b>									
a) NRIs - Individuals									
b) Other - Individuals									
c) Bodies Corp.									
d) Banks / FI									
e) Any Other....									
<b>Sub-total (A) (2)</b>									
<b>Total Shareholding of Promoter (A) = (A)(1)+(A)(2)</b>									
<b>B. Public</b>									
<b>Shareholding</b>									
a) Mutual Funds									
b) Banks / FI									
c) Central Govt.									
d) State Govt. (s)									

e) Venture Capital Funds							
f) Insurance Companies							
g) FIs							
h) Foreign Venture Capital Funds							
i) Others (specify)							
<b>Sub-total (B)(1)</b>							
<b>2. Non-Institutions</b>							
a) Bodies Corp.							
i) Indian	10,635,156	10,635,156	30.386	11,113,608	11,113,608	30.282	0.104
ii) Overseas							
b) Individuals							
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	2,605,064	2,605,064	7.443	2,628,733	2,628,733	7.163	0.28
ii. Individual shareholders holding nominal share capital excess of Rs. 1 lakh	21,759,780	21,759,780	62.171	22,957,659	22,957,659	62.555	(0.384)
c) Others (specify)							
<b>Sub-total (B)(2)</b>	35,000,000	35,000,000	100	36,700,000	36,700,000	100	-
Total Public Shareholding (B)=(B)(1)+(B)(2)							
C. Shares held by Custodian for GDRs & ADRs							
<b>Grand Total (A+B+C)</b>	35,000,000	35,000,000	100	36,700,000	36,700,000	100	-



(ii) Shareholding of Promoters- NOT APPLICABLE

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of 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	Shares of % changes in shareholding during the year

(iii) Change in Promoters' Shareholding (please specify, if there is no change) – NOT APPLICABLE

Sl.No.	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
1.	At the beginning of the year				
2.	Date wise increase / decrease in Promoters Shareholding during the year specifying the reason for increase/ decrease (eg. allotment / transfer/ bonus / sweat equity etc):				
3.	At the end of the year				

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



Sl. No.	Particulars	Shareholding at the beginning of the year		Shareholding at the End of the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	KAMAL CHANDRA AGARWAL	2,71,843	0.78	2,84,607	0.78
2.	GREATER NOIDA INDUSTRIAL DEVELOPMENT AUTHORITY (GNIDA)	767,802	2.19	800,521	2.18
3.	AFEF UR REHMAN	2,50,000	0.71	261,739	0.71
4.	AHMER LATIF	2,59,343	0.74	271,520	0.74
5.	AJAI GUPTA	4,98,000	1.42	519,222	1.41
6.	DILEEP BAID	2,59,343	0.74	270,394	0.74
7.	K L KATYAL	2,51,028	0.72	261,703	0.71
8.	MOHD. AKHTAR SHAMSI	5,00,000	1.43	518,478	1.41
9.	NIRMAL BHANDARI	5,01,028	1.43	524,554	1.43
10.	OVERSEAS CARPETS LIMITED	10,02,514	2.86	1,049,589	2.86
11.	PANKAJ GARG	5,02,514	1.44	526,110	1.43
12.	RAHUL VADERA	5,09,343	1.46	531,048	1.45
13.	RAM PRAKASH SINGHAL	5,01,514	1.43	524,586	1.43
14.	RAVISH KHANNA	2,50,514	0.72	262,277	0.71
15.	SAYEED UR REHMAN	2,50,000	0.71	261,739	0.71
16.	SURESH KUMAR GUPTA	253,028	0.72	264,832	0.72
17.	SUBHASH KAWATRA	5,09,343	1.46	533,212	1.45
18.	VIKAS KUMAR	7,50,000	2.14	785,217	2.14
19.	VINOD KHANNA	2,50,000	0.71	261,739	0.71
20.	VINITA MANCHANDA	2,50,000	0.71	260,653	0.71
21.	O P MANCHANDA	2,68,686	0.77	280,135	0.76
22.	ARVIND KUMAR GUPTA	2,51,514	0.72	251,514	0.69
23.	RAKESH KUMAR GUPTA	2,51,514	0.72	251,514	0.69
24.	RAKESH GUPTA	5,00,000	1.43	523,478	1.43
25.	NARENDRA JAIN	5,01,542	1.43	525,068	1.43



26.	BILAL AHSAN	5,00,000	1.43	523,478	1.43
27.	GIRISH KUMAR AGRAWAL	3,70,000	1.06	387,374	1.06
28.	TAFSIR AHMAD	5,09,343	1.46	533,259	1.45
29.	MOHD. ABDULLAH	2,50,000	0.71	260,653	0.71
30.	NOOR-E-SAHAR	2,50,000	0.71	260,653	0.71
31.	NAVEEN MEHROTRA	5,37,372	1.54	562,604	1.53
32.	RAJAN PURI	5,00,000	1.43	521,307	1.42
33.	SURINDER KHOSLA	2,50,000	0.71	261,653	0.71
34.	HAJI IFTIKAR ALI	5,00,000	1.43	500,000	1.36
35.	RAGHAV CHANDRA GUPTA	5,00,000	1.43	521,307	1.42
36.	BIKRAMJIT SINGH BAKSHI	5,00,000	1.43	523,478	1.43
37.	AJAY KUMAR GUPTA	2,51,014	0.72	261,710	0.71
38.	ANU ANAND	2,50,000	0.71	260,653	0.71
39.	SHARAD KUMAR BANSAL	2,50,000	0.71	260,653	0.71
40.	VECTRA INVESTMENTS PRIVATE LIMITED	80,40,000	22.97	8,417,529	22.94
41.	RITESH KATYAL	2,50,000	0.71	260,653	0.71
42.	RAHUL KATYAL	2,50,000	0.71	260,653	0.71
43.	MARVEL FRAGRANCES P LTD.	3,50,000	1.00	364,915	0.99
44.	PRADIP MUCHALA	2,40,000	0.69	251,268	0.68
45.	SHARAD JAIN	2,54,514	0.73	265,167	0.72
46.	PRADEEP KUMBHAT	2,51,486	0.72	263,294	0.72
47.	VIJAY SHANKER GOEL	3,00,514	0.86	314,624	0.86



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

Sl. No.	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
1.	Rakesh Kumar – Chairman				
	At the beginning of the year	1,100	0.003	1,100	0.003
	Transaction during the year:	200,000	0.57	201,100	0.55
	At the End of the year	201,100	0.55	201,100	0.55
2.	Raj Kumar Malhotra, Director				
	At the beginning of the year	543,400	1.55	543,400	1.55
	Transaction during the year:	25,515	0.07	568,915	1.55
	At the End of the year	568,915	1.55	568,915	1.55
3.	Navratan Samdria, Director #				
	At the beginning of the year	523,528	1.50	523,528	1.50
	Transaction during the year:	22,309	0.06	545,837	1.49
	At the End of the year	545,837	1.49	545,837	1.49
4.	Dinesh Kumar, Director				
	At the beginning of the year	537,372	1.54	537,372	1.54
	Transaction during the year:	23,059	0.06	560,431	1.53
	At the End of the year	560,431	1.53	560,431	1.53
5.	Lekhraj Maheshwari, Director				
	At the beginning of the year	242,028	0.69	242,028	0.69
	Transaction during the year:	11,364	0.03	253,392	0.69
	At the End of the year	253,392	0.69	253,392	0.69



6.	Sudhir Tyagi, Director				
	At the beginning of the year	12,500	0.04	12,500	0.04
	Transaction during the year:	587	0.00	13,087	0.04
	At the End of the year	13,087	0.04	13,087	0.04
7.	Babu Lal Dosi, Director				
	At the beginning of the year	392,056	1.12	392,056	1.12
	Transaction during the year:	17,228	0.05	409,284	1.12
	At the End of the year	409,284	1.12	409,284	1.12
8.	R.K. Passi, Director				
	At the beginning of the year	521,056	1.49	521,056	1.49
	Transaction during the year:	24,467	0.07	545,523	1.49
	At the End of the year	545,523	1.49	545,523	1.49
9.	Ikramul Haq, Director				
	At the beginning of the year	250,000	0.71	250,000	0.71
	Transaction during the year:	11,739	0.03	261,739	0.71
	At the End of the year	261,739	0.71	261,739	0.71
10.	Kamal Soni, Director				
	At the beginning of the year	264,857	0.76	264,857	0.76
	Transaction during the year:	11,286	0.03	276,143	0.75
	At the End of the year	276,143	0.75	276,143	0.75
11.	Sudeshwar Saran, Director @				
	At the beginning of the year	500,000	1.43	500,000	1.43
	Transaction during the year:	23,478	0.06	523,478	1.43
	At the End of the year	523,478	1.43	523,478	1.43

12.	Vivek Vikas, Director				
	At the beginning of the year	750,514	2.14	750,514	2.14
	Transaction during the year:	35,217	0.10	785,731	2.14
	At the End of the year	785,731	2.14	785,731	2.14
13.	Satish Dhir, Director				
	At the beginning of the year	16,542	0.05	16,542	0.05
	Transaction during the year:	1,314	0.00	17,856	0.05
	At the End of the year	17,856	0.05	17,856	0.05

# Mr. Navratan Samdaria Resigned as Director w.e.f. September 02,2016

@ Mr. Sudeshwar Saran appointed as Director w.e.f September 30, 2016

**NOTE:** The following Directors / Key managerial personnel (KMP) did not hold any shares during financial year 2016-17

- Mr. Anil Mansharamani, Director
- Mr. Sunil Sikka, Director
- Mr. Mukesh Gupta, Director
- Mr. Arjun Baljee, Director
- Mr. Sunil Sethi, Director
- Mr. Janardan, Nominee Director, GNIDA
- Mr. Pramod Chandra Gupta , Nominee Director ,GNIDA (resigned w.e.f. August 18, 2016)
- Mr. Krishan Kumar , Nominee Director, GNIDA (appointed w.e.f. February 23, 2017)
- Mr. Praveen Singh, KMP (Cessed to be manager w.e.f September 30, 2016)
- Mr. Sudeep Sarcar, KMP (appointed w.e.f September 30, 2016)
- Mr. Sachin Kumar Sinha, KMP
- Ms. Anupam Sharma, KMP



## VI. INDEBTEDNESS

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

(Amount in Rs.)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	363,368,545	-	-	363,368,545
ii) Interest due but not paid	3,268,654	-	-	3,268,654
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>366,637,199</b>	<b>-</b>	<b>-</b>	<b>366,637,199</b>
<b>Change in Indebtedness during the financial year</b>				
Addition	735,000	-	-	735,000
Reduction	-	-	-	-
<b>Net Change Indebtedness at the end of the financial year</b>				
I) Principal Amount	313,354,341	-	-	313,354,341
ii) Interest due but not paid	2,815,154	-	-	2,815,154
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>316,169,495</b>	<b>-</b>	<b>-</b>	<b>316,169,495</b>

## VII. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(Amount in Rs.)

Sl. No.	Particulars of Remuneration	Name of Manager	Total Amount
		Sudeep Sarcar	
1.	Gross salary		
	a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	2,178,261	2,178,261
	b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-
	c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	1,717,800	1,717,800
2.	Stock Option	-	-



3.	Sweat Equity	-	-
4.	Commission - as % of profit - others, specify...	-	-
5.	Others, please specify	-	-
	Total (A)	3,896,061	3,896,061
	Ceiling as per the Act	5% of net profit	

## B. Remuneration to other directors: Contd

(Amount in Rs.)

Sl. No	Particulars of Remuneration	Name of Directors			Total Amount
		Raj Kumar Malhotra Non-Executive Director	Sudhir Tyagi Non-Executive Director	Ravinder Kumar Passi Non-Executive Director	
1.	Independent Directors Fee for attending board / committee meetings	4,40,000	3,50,000	4,10,000	12,00,000
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
	Total B(1)	4,40,000	3,50,000	4,10,000	12,00,000
2.	Other Non-Executive Directors	Rakesh Kumar Non-Executive Chairman	Navratan Samdria* Non-Executive Director	Anil Mansharamani Non-Executive Director	-
	Fee for attending board / committee meetings	4,90,000	Nil	4,80,000	9,70,000
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
	Total B(2)	4,90,000	Nil	4,80,000	9,70,000

**Note:** a) Details of other non-executive directors continues below

b) None of the Directors of the company draws remuneration except sitting fees within prescribed limits of the act for attending Board/committee meetings.



Remuneration to other directors: – Contd.

(Amount in Rs.)

Particulars of Remuneration	Name of Directors			Total Amount
Other Non-Executive Directors	Mukesh Gupta Non-Executive Director	Babu Lal Dosi Non-Executive Director	Dinesh Kumar Non-Executive Director	
Fee for attending board / committee meetings	2,30,000	1,00,000	4,10,000	7,40,000
Commission	-	-	-	-
Others, please specify	-	-	-	-
Total B(3)	2,30,000	1,00,000	4,10,000	7,40,000

Remuneration to other directors: – Contd.

(Amount in Rs.)

Particulars of Remuneration	Name of Directors			Total Amount	
Other Non-Executive Directors	Satish Dhir Non-Executive Director	Sunil Sethi Non-Executive Director	Ikramul Haq Non-Executive Director		
Fee for attending board / committee meetings	2,30,000	40,000	2,20,000	4,90,000	
Commission	-	-	-	-	
Others, please specify	-	-	-	-	
Total B(4)	2,30,000	40,000	2,20,000	4,90,000	

Remuneration to other directors: – Contd.

(Amount in Rs.)

Particulars of Remuneration	Name of Directors			Total Amount
Other Non-Executive Directors	Vivek Vikas Non-Executive Director	Sunil Sikka Non-Executive Director	Lekhraj Maheshwari Non-Executive Director	
Fee for attending board/ committee meetings	3,70,000	1,80,000	4,00,000	9,50,000
Commission	-	-	-	-
Others, please specify	-	-	-	-
Total B(5)	3,70,000	1,80,000	4,00,000	9,50,000

Remuneration to other directors: – Contd.

(Amount in Rs.)

Particulars of Remuneration	Name of Directors			Total Amount
Other Non-Executive Directors	Arjun Baljee Non-Executive Director	Kamal Soni Non-Executive Director	Sudeshwar Saran \$ Non-Executive Director	-
Fee for attending board / committee meetings	40,000	1,50,000	20,000	2,10,000
Commission	-	-	-	-
Others, please specify	-	-	-	-
Total B(6)	40,000	1,50,000	20,000	2,10,000



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Remuneration to other directors: – Contd.

(Amount in Rs.)

Particulars of Remuneration	Name of Directors			Total Amount
Other Non-Executive Directors	Pramod Chandra Gupta @ Nominee Director, GNIDA	Janardan Nominee Director, GNIDA	Krishan Kumar ** Nominee Director, GNIDA	
Fee for attending board / committee meetings	Nil	60,000	Nil	60,000
Commission	-	-	-	-
Others, please specify	-	-	-	-
Total B(7)	Nil	60,000	Nil	60,000
Total (B)= B(1)+ B(2)+ B(3)+ B(4)+ B(5)+ B(6)+ B(7)	46,20,000			
Total Managerial Remuneration	46,20,000			
Overall Ceiling as per the Act	11% of the net profits of the Company			

\* Mr. Navratan Samdaria Resigned as Director w.e.f. September 02, 2016

@ Mr. Pramod Chandra Gupta resigned as Nominee Director w.e.f. August 18, 2016

\$ Mr. Sudeshwar Saran appointed as Director w.e.f. September 30, 2016

\*\* Mr. Krishan Kumar appointed as Directors w.e.f. February 23, 2017

**Note:** None of the Directors of the company draws remuneration except sitting fees within prescribed limits of the act for attending Board/committee meetings



**C. Remuneration of Key Managerial Personnel other than MD/WTG/Manager: (Amount in Rs.)**

S. No.	Particulars of Remuneration	Key Managerial Personnel		Total Amount
		Sachin Kumar Sinha Chief Financial Officer	Anupam Sharma Company Secretary	
1.	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	1,664,167	241,906	1,906,073
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	1,397,100	278,670	1,675,770
2.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission - as % of profit - others, specify...	-	-	-
5.	Others, please specify	-	-	-
	Total (A)	3,061,267	520,576	3,581,843

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

There were no penalties / punishment / compounding of offences for breach of any section of Companies Act against the Company or its Directors or other officers in default, if any, during the year.



## Annexure 2 to Board's Report

### NOMINATION & REMUNERATION POLICY

The philosophy for remuneration of Directors, KMP and all other employees of India Exposition Mart Limited ("Company") is based on commitment demonstrated by the Directors, KMPs and other employees towards the Company and truly fostering a culture of leadership with trust.

This remuneration policy has been prepared pursuant to the provisions of Section 178(3) of the Companies Act, 2013 ("Act"). While formulating this Policy, the Nomination and Remuneration Committee ("NRC") has considered the factors laid down under Section 178(4) of the Act, which are as under:

- the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;
- relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
- remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals;

#### Definitions

- Act** means the Companies Act, 2013 and Rules framed thereunder, as amended from time to time.
- Board** means Board of Directors of the Company.
- Directors** mean Directors of the Company
- Key Managerial Personnel** means
  - Chief Executive Officer or the Managing Director or the Manager;
  - Chief Financial Officer;
  - Company Secretary;

- Such other officer as may be prescribed
- Senior Management** means personnel of the company who are members of its core management team excluding the Board of Directors including Functional Heads.

#### Role of Committee

Matters to be dealt with, perused and recommended to the Board by the Nomination and Remuneration Committee

The Committee shall:

- Formulate the criteria for determining qualifications, positive attributes and independence of a director.
- Identify persons who are qualified to become Director and persons who may be appointed in Key Managerial and Senior Management positions in accordance with the criteria laid down in this policy.
- Recommend to the Board, appointment and removal of Director, KMP and Senior Management Personnel.

Key principles governing this remuneration policy are as follows:

#### Board Membership Criteria

The Board of Directors and shareholders are collectively responsible for selection of a member on the Board. The Nomination and Remuneration Committee of the Company follows a defined criterion for identifying, screening, recruiting and recommending candidates for election as a Director on the Board. The criteria for appointment to the Board include:



- Composition of the Board, which is commensurate with companies portfolio and its status as a public company;
- Size of the Board with optimal balance of skills and experience in specific area of business;
- Desired age and diversity on the Board;
- Availability of time and other commitments for proper performance of duties;
- Personal characteristics being in line with the Company's values, such as integrity, honesty, transparency, pioneering mind-set
- Balance of skills and expertise in view of the objectives and activities of the Company;
- Avoidance of any present or potential conflict of interest;

The Board evaluates each individual in the context of the Board as a whole, with the objective of having a group that can best perpetuate the success of the Company's business and represent stakeholders' interests through the exercise of sound judgement, using its diversity of experience.

In determining whether to recommend a Director for re-election, the Committee shall consider the Director's past attendance at meetings, participation in meetings and contributions to the activities of the Board. Board members are expected to rigorously prepare for, attend and participate in all Board and applicable committee meetings.

### **Performance Evaluation of Board, Committees and Individual Directors**

A formal evaluation of the performance of the Board, its Committees, the Chairman and the individual Directors shall be carried out by the Nomination & Remuneration Committee, with evaluation through use of individual questionnaires covering amongst others vision, strategy & role clarity of the Board, Board dynamics & processes, contribution towards development of the strategy, risk management, budgetary controls, receipt of regular inputs and information, functioning, performance & structure of Board Committees, ethics & values, skill set, knowledge & expertise of

Directors, leadership etc.

As part of the evaluation process, the performance of non-independent Directors, the Chairman and the Board shall be done by the independent Directors. The performance evaluation of the respective Committees and that of independent and non-independent Directors shall be done by the Board excluding the Director being evaluated.

The NRC shall recommend to the Board, the performance of each Director based upon the outcome of the evaluation process which is driven by various factors including attendance and time spent in the Board and committee meetings, individual contributions at the meetings and contributions made by Directors other than in meetings.

In addition to the sitting fees, the Company may pay to any Director such fair and reasonable expenditure, as may have been incurred by the Director while performing his/her role as a Director of the Company. This could include reasonable expenditure incurred by the Director for attending Board/Board committee meetings, general meetings, court convened meetings, meetings with shareholders/creditors/ management, site visits, induction and training (organised by the Company for Directors) and in obtaining professional advice from independent advisors in the furtherance of his/her duties as a director.

### **Remuneration for Non-Executive and Independent Directors**

Non-Executive and Independent Directors are eligible for sitting fees not exceeding the limits prescribed under the Companies Act, 2013. The remuneration payable to Non- Executive and Independent Directors, if any, is decided by the Board of Directors shall be subject to the overall approval of Members of the Company and Central Government, wherever required.

Within the parameters prescribed by law, any change in the payment of sitting fees will be recommended by the Nomination and Remuneration Committee and approved by the Board. As per earlier decision, Non-Executive Directors and Independent Directors to be currently paid sitting fees of Rs. 20,000/- for attending every meeting of the Board and Rs. 10,000/- towards attending Committee meeting.

The travelling expenses for attending meetings and other related expenses to be paid to non-executive directors &/or independent directors do not constitute part of remuneration.

## Remuneration for KMP/rest of the Employees

The extent of overall remuneration should be sufficient to attract and retain talented and qualified individuals suitable for every role. Hence remuneration should be:

- Competitive that attracts talent,
- Based on the role played by the individual in managing the Company including responding to the challenges faced by the Company,
- Reflective of size of the Company, complexity of the sector/industry/company's operations and the Company's capacity to pay,
- Consistent with recognised best practices and aligned to any regulatory requirements.

## Remuneration Payable to Director for Services Rendered in Other Capacity

The remuneration payable to the Directors shall be inclusive of any remuneration payable for services rendered by such Director in any other capacity unless:

- a) The services rendered are of a professional nature; and
- b) The NRC is of the opinion that the Director possesses requisite qualification for the practice of the profession.

## Frequency of Meetings

The meeting of the Committee shall be held at such regular intervals as may be required.

## Secretary

The Company Secretary of the Company shall act as Secretary of the Committee.

## Voting

- a) Matters arising for determination at Committee meetings shall be decided by a majority of votes of Members present and voting and any such decision shall for all purposes be deemed a decision of the Committee.
- b) In the case of equality of votes, the Chairman/Convener of the meeting shall have a casting vote.

## Convener

- a) Chairman of the Company may be appointed as a member of the Committee but shall not be a Convener of the Committee;
- b) In the absence of the Convener, the members of the Committee present at the meeting shall choose one amongst them to act as Convener ;
- c) Convener of the Nomination and Remuneration Committee meeting could be present at the Annual General Meeting or may nominate some other member of the committee to answer the shareholders' queries.

## Policy Implementation

The NRC is responsible for recommending the remuneration policy to the Board. The Board is responsible for approving and overseeing implementation of the remuneration policy.

## Review of the Policy

This Policy will be reviewed and reassessed by the NRC as and when required and appropriate recommendations shall be made to the Board to update this Policy based on changes that may be brought about due to any regulatory amendments or otherwise.



## Annexure 3 to Board's Report

# **CORPORATE SOCIAL RESPONSIBILITY** **(Pursuant to Section 135 of the Companies Act, 2013)**

### **1. Brief outline of the company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web link to the CSR policy and projects or programmes**

Your company is committed to conduct its business in a socially responsible, ethical and environmentally friendly manner and to continuously work towards improving quality of life of the communities in its operational areas. The CSR policy adopted by the Board of Directors is appended and is also available on the website at <http://indiaexpomart.com/wp-content/uploads/2017/06/csr.pdf>.

### **2. Corporate Social Responsibility committee**

The Corporate Social Responsibility Committee of the Board is responsible for overseeing the execution of the Company's CSR policy, recommend the amount of expenditure to be incurred on the activities and ensuring that the objectives of the company are met. The members of the CSR committee are:

- Mr. Ikramul Haq, as Chairperson
- Mr. Rakesh Kumar
- Mr. Sudhir Tyagi, Independent Director
- Mr. Anil Mansharamani,
- Mr. Sunil Sikka,
- Mr. Ravinder Kumar Passi, Independent Director
- Mr. Raj Kumar Malhotra, Independent Director
- Mr. Vivek Vikas
- Mr. Satish Dhir
- Mr. Mukesh Gupta

### **3. Average net profit of the company for last three financial years:**

**Rs. 17,55,60,801**

### **4. Prescribed CSR Expenditure (two percent of the amount as in item 3 above): Rs.35,11,216**

### **5. Details of CSR spent during the financial year**

- a) Total amount to be spent for the financial year: Rs. 69,44,108.
- b) Amount unspent, if any: NIL.
- c) Manner in which the amount spent during the financial year is detailed below:



(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)
S. No.	CSR project or activity undertaken	Sector in which the Project or programs is Covered	Projects or programs (1) Local area or other (Specify the State or district where the Projects or programs was undertake n)	Amount outlay (budget) Project or programs Wise	Amount spent on the Project or programs Sub heads (1) Direct expenditure on the projects or programs (2) Overheads	Cumulative expenditure upto the reporting period	Amount spent Direct or through implementing Agency
1	Promoting Sanitation & Hygiene – Purchase of Mobile Toilets	Schedule VII(i)	Noida & Greater Noida (Uttar Pradesh)	2,575,220	2,575,220	2,575,220	Direct
2	Promoting Education	Schedule VII(i)	Delhi	51,000	51,000	51,000	Direct
3	Promoting Sanitation & Hygiene	Schedule VII(i)	Noida & Greater Noida (Uttar Pradesh)	4,317,888	4,317,888	4,317,888	Through implementing agency- M/s Gautam
4	Promoting Education	Schedule VII(i)	Noida & Greater Noida (Uttar Pradesh)				Budha Society for social welfare, Greater Noida
	<b>TOTAL</b>			69,44,108	69,44,108	69,44,108	



6. In case the Company has failed to spend the two per cent of the average net profit of the last three financial years or any part thereof, the Company shall provide the reasons for not spending the amount in its Board's report: Not Applicable.

## **7. Responsibility Statement**

The Corporate Social Responsibility committee of the company hereby confirms that the implementation and monitoring of the CSR policy, is in compliance with the CSR objectives and policy of the company.

For India Exposition Mart Ltd

Sd/-

Ikramul Haq  
Chairperson, CSR Committee



# CORPORATE SOCIAL RESPONSIBILITY POLICY

## 1. Policy Objective

India Exposition Mart Ltd ('the Company') is committed to conduct its business in a socially responsible, ethical and environmentally friendly manner and to continuously work towards improving quality of life of the communities in its operational areas.

## 2. Policy Details

The CSR activities of the Company will be implemented in accordance with the following core values:

### Protecting Stakeholder Interests

- Proactively engage with relevant stakeholders, understand their concerns and be responsive to their needs.
- Use & promote systematic processes to engage with the stakeholders and address their issues in a just, fair and equitable manner.

### Inclusive Development

- Channelizing resources & efforts towards making positive and sustainable contribution in social and economic development.
- Aligning CSR practices & programs to complement and support the developmental priorities at local, state and national levels.
- Inclusive approach towards stakeholders and promote diversity through affirmative action.

## 3. Focus Areas

- a) To promote and support the artisans and crafts person and to initiate such activities that would be required for welfare of artisans and their education and training;
- b) To give financial or other assistance in

kind by way of distribution of books, clothes to the artisans.

- c) To promote and support such activities that would help in protecting and maintaining the environment concerns of the citizens.
- d) Eradicating hunger, poverty and malnutrition,
- e) Promoting health care including preventive health care and sanitation including contribution to the Swach Bharat Kosh set-up by the Central Government for the promotion of sanitation and making available safe drinking water.
- f) Promoting education, including special education and employment enhancing vocation skills especially among children, women, elderly and the differently abled and livelihood enhancement projects.
- g) Promoting gender equality, empowering women, setting up homes and hostels for women and orphans; setting up old age homes, day care centres and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups;
- h) ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water including contribution to the Clean Ganga Fund set-up by the Central Government for rejuvenation of river Ganga;
- i) slum area development.



#### **4. Planning, Implementation & Monitoring of CSR Activities**

- a) The conduction of CSR activities shall be executed by CSR Committee.
- b) The CSR Committee shall periodically report its decision to Board of Directors.
- c) All the CSR activities shall be monitored regularly by CSR Committee through its Convener/ Chairman of the company.

#### **5. Budget**

The Board of IEML will ensure that in each financial Year (FY), at least two percent of the average net profit (calculated as per Section 198 of the Act) accrued during the three immediately preceding Financial Years, is spent on CSR activities / projects / programs.

In the event, that amount indicated in para above is not spent in its entirety in that Financial Year, the reasons thereof will be outlined as per section 134 (3) (o) of the Act to be shared with all the stakeholders through the Annual Report and the unspent amount shall be carried forward to next year.

#### **6. Monitoring and Assessment**

- a) The Board shall decide the spending of CSR expenditure towards the project.
- b) Every six months, the Board of Directors and CSR Committee shall review the implementation of CSR
- c) The evaluation of major projects may be carried out by a third party to critically assess the fulfilment of project objectives.
- d) Annual audit of all activities undertaken by the company would be done by Internal Auditor of the Company.
- e) CSR policy and initiatives of the Company will be reported in the Annual Report of the Company.

All the CSR & Sustainability projects would be documented and hosted on company's website also.

#### **7. Review Mechanism**

The CSR Policy outlines the framework within which CSR & Sustainability activities Would be undertaken. Further, any or all provisions of the CSR & Sustainability Policy would be subject to revision/ amendment in accordance with the guidelines on the subject as may be issued from Ministry of Corporate Affairs or any other authorities, from time to time.

#### **8. Disclosure**

Company shall comply with Section 135 of the Act thereby ensuring that it makes a full disclosure of its CSR Policy, Projects / Programmes, Activities, monitoring mechanism, Implementing Agencies, Expenditure details as well as the composition of the CSR Committee of the Board.

#### **9. Secretary**

The Company Secretary of the Company shall act as Secretary of the Committee.



# CORPORATE GOVERNANCE REPORT FOR THE YEAR 2016-17



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## Brief Statement On Company's philosophy on Code of Governance

Effective corporate governance practices constitute the strong foundation on which successful commercial enterprises are built to last. The Company's philosophy on corporate governance oversees business strategies and ensures fiscal accountability, ethical corporate behaviour and fairness to all stakeholders comprising of regulators, employees, customers, vendors, investors and the society at large.

Our corporate governance policies recognise the accountability of the Board and the importance of its decisions to all our constituents, including investors, employees and the regulatory authorities and to demonstrate that the shareholders are the cause of and ultimate beneficiaries of our economic activities. The functions of the Board and the executive management are well defined and are distinct from one another. We have taken a series of steps including the setting up of sub-committee of the Board to oversee the functions of executive management.

## Board of Directors

The Board of Directors is entrusted with the ultimate responsibility of the management, general affairs, direction and performance of the Company and has been vested with requisite powers, authorities and duties. The Board acts with autonomy and independent in exercising strategic supervision, discharging its fiduciary responsibilities and in ensuring that the management observes high standards of ethics, transparency and disclosure.

## Composition

As on March 31, 2017, the Board had 19 Directors, comprising of One Non-Executive Chairman, Two Nominee Directors from Greater Noida Industrial Development Authority ('GNIDA') and 16 Non-Executive Directors. The Board's role, functions, responsibility and

- Approving corporate philosophy and vision;
- Formulation of strategic and business plans;
- Reviewing and approving financial plans and budgets;
- Monitoring corporate performance against strategic and business plans, including overseeing operations;
- Ensuring ethical behaviour and compliance with laws and regulations;
- Reviewing and approving borrowing limits;
- Formulating exposure limits; and
- Keeping shareholders informed regarding plans, strategies and performance.

## Board Meetings

During the financial year 2016-17, the Board met 7 (seven) times as per the statutory requirements. The dates of Board Meetings being June 29, 2016; September 5, 2016; October 27, 2016; November 14, 2016; December 7, 2016; December 23, 2016 and February 23, 2017. The Company had its 15th Annual General Meeting for FY 2015-16 on September 30, 2016.



The particulars of Directors and their attendance for the Financial Year 2016-17 are given below:

Name of Director	Designation	Category	Attendance	
			Board Meeting	Last AGM
Mr. Rakesh Kumar	Chairman	Non-Executive	7	Yes
Mr. Navratan Samdria #	Director	Non-Executive	Nil	N. A
Mr. Raj Kumar Malhotra	Director	Non-Executive	6	Yes
Mr. Anil Mansharamani	Director	Non-Executive	7	Yes
Mr. D. Kumar	Director	Non-Executive	7	Yes
Mr. Sudhir Tyagi	Director	Non-Executive	7	Yes
Mr. Lekhraj Maheshwari	Director	Non-Executive	6	Yes
Mr. Ikramul Haq	Director	Non-Executive	5	No
Mr. Sunil Sethi	Director	Non-Executive	2	No
Mr. Sunil Sikka	Director	Non-Executive	3	No
Mr. Sudeshwar Saran *	Director	Non-Executive	1	No
Mr. Ravinder Kumar Passi	Director	Non-Executive	5	Yes
Mr. Babu Lal Dosi	Director	Non-Executive	3	No
Mr. Vivek Vikas	Director	Non-Executive	7	No
Mr. Arjun Baljee	Director	Non-Executive	2	No
Mr. Mukesh Gupta	Director	Non-Executive	7	Yes
Mr. Kamal Soni	Director	Non-Executive	4	Yes
Mr. Satish Dhir	Director	Non-Executive	6	Yes
Mr. Janardan, GNIDA	Nominee from GNIDA	Non-Executive	3	Yes
Mr. Krishan Kumar, Nominee Director GNIDA \$	Nominee from GNIDA	Non-Executive	Nil	N.A
Mr. Pramod Chandra Gupta, GNIDA %	Nominee from GNIDA	Non-Executive	Nil	N.A

# Resigned as Director w.e.f. September 02, 2016

\* Appointed as Director at the last AGM held on September 30, 2016

\$ Appointed as Nominee Director w.e.f February 23, 2017

% Resigned as Director w.e.f. August 18, 2016

## Committees of Board

The Board Committees play a crucial role in the governance structure of the Company and have been constituted to deal with specific areas / activities which concern the Company and need a closer review. The Board Committees are set up under the formal approval of the Board to carry out clearly defined roles which are considered to be performed by members of the Board, as a part of good governance practice.

The Board supervises the execution of its responsibilities by the Committees and is responsible for their action. The minutes of the meetings of all Committees are placed before the Board for review. The Board Committees can request special invitees to join the meeting, as appropriate.

The Board has currently established the following statutory and non-statutory Committees.

## A. Audit Committee

The Audit Committee is headed by Mr. Mukesh Gupta as Convener and Mr. Anil Mansharamani, Mr. Ravinder Kumar Passi, Mr. Raj Kumar Malhotra and Mr. Sudhir Tyagi as members. Representatives of Statutory and Internal Auditors are invitees to Audit Committee meetings.

The Committee is responsible for:

- Over viewing of the Company's financial reporting process and the disclosure of its financial information.
- Recommending the appointment, remuneration and terms of appointment of Statutory Auditors as well as Internal Auditors of the Company and approval for payment of any other services;
- Reviewing with management the annual financial statements before submission to the Board, focussing primarily on accounting policies and practices.
- Reviewing with management, Statutory Auditors and Internal Auditor, the adequacy of internal control systems;
- Evaluating internal financial controls and risk management systems;
- To look into any other matters that requires monitoring or review of the functioning pertaining to accounts and audit of the Company.

## B. Project Execution Committee

Project Execution Committee constituted by the Board of Directors is headed by Mr. Sudhir Tyagi, as Convener, Mr. Rakesh Kumar, Mr. Raj Kumar Malhotra, Mr. Ravinder Kumar Passi, Mr. Anil Mansharamani, Mr. D.Kumar, Mr. Kamal Soni, Mr. Lekhraj Maheshwari, Mr. Satish Dhir and Mr. Ikramul Haq as members. The committee is primarily concerned with:

- Deciding any matter pertaining to tendering, consideration of architects, consideration of non-scheduled items, extra items, quality matters;

- Working in coordination with Project management Consultants for taking various inputs and to decide any other incidental or related matter effecting construction work at site as it may deem fit, and to engage temporarily or permanent, material and resources for the projects and borrowing such amount as may be required from time to time for the purpose of the business of the company within the limits specified in the Act.

## C. Operations & Maintenance Committee

Operations & Maintenance Committee constituted by the Board of Directors consists of Mr. Anil Mansharamani, as Convener, Mr. Rakesh Kumar, Mr. Vivek Vikas, Mr. Raj Kumar Malhotra, Mr. Sudhir Tyagi, Mr. Lekhraj Maheshwari, Mr. Ravinder Kumar Passi, Mr. B.L. Dosi and Mr. Kamal Soni as members.

The committee is primarily concerned with

- Taking speedy and on the spot decisions on various O&M matter i.e. Housekeeping services, security services,
- To verify and review the quality of maintenance as per the requisite standards, opening of various tender document, award of contract and to take all necessary decisions that are required for achieving the set target and borrowing such amount as may be required from time to time for the purpose of the business of the company within the limits specified in the Act.

## D. Mart Promotion Committee

Mart Promotion Committee constituted by the Board of Directors consists of Mr. Vivek Vikas, as Convener, Mr. Rakesh Kumar, Mr. Raj Kumar Malhotra, Mr. Babu Lal Dosi, Mr. Anil Mansharamani, Mr. Sunil Sikka, Mr. Kamal Soni, Mr. Satish Dhir, Mr. Ikramul Haq and Mr. R.K.Passi as members.

The committee is authorised to deal with all the steps on promotion of marts, taking necessary decisions for continuous growth and development of the marts. Mart promotion committee further looks into sorting out the mart owners' grievances and matters relating,



to their pending dues including settlement/waiver of amounts sale/rent/lease/registry & pricing of marts, resolving the disputes pending in Court or otherwise, to arrive at amicable settlements amongst the parties and within the interest of the company or taking any such decision which the committee may consider fit to run operations of the company smoothly, in a hassle free environment and to minimise/prevent the legal resources.

#### **E. Marketing Committee**

Marketing Committee constituted by the Board of Directors consists of Mr. Raj Kumar Malhotra, as Convener, Mr. Rakesh Kumar, Mr. Anil Mansharamani, Mr. Sunil Sethi, Mr. Vivek Vikas, Mr. D.Kumar, Mr. Satish Dhir, Mr. Ikramul Haq, Mr. Lekhraj Maheshwari and Mr. Sunil Sikka as members. Committee is authorized to take decisions on matters relating to developing more business opportunity for the company, F&B policies, creating revenue models for the company.

#### **F. Stakeholders Relationship Committee**

Stake holder relationship Committee constituted by the Board of Directors consists of Mr. D.Kumar, as Convener, Mr. Lekhraj Maheshwari, Mr. Rakesh Kumar, Mr. Ravinder Kumar Passi, Mr. Raj Kumar Malhotra, Mr. Ikramul Haq, Mr. Mukesh Gupta, Mr. Sunil Sikka and Mr. Kamal Soni as members.

The function of the committee is primarily dealing with approval/refusal/rejection of matters related with the transfer and transmission of shares, consolidation of share folios, issue of duplicate share certificates, resolving the grievances of security holders of the company in the best interest of the shareholders of the company and other related issues of the investors, taking opinion of legal experts on any company law matter and to deal with

other consequential matters”

#### **G. Nomination & Remuneration committee**

Nomination and Remuneration Committee constituted by the Board of Directors is headed by Mr. Anil Mansharamani, as Convener, Mr. Rakesh Kumar, Mr. Ravinder Kumar Passi, Mr. Sudhir Tyagi and Mr. Raj Kumar Malhotra as members of the committee.

The role of Nomination and Remuneration committee is as follows:

- Determine/ recommend the criteria for appointment of Executive, Non-Executive and Independent Directors to the Board;
- Determine/ recommend the criteria for qualifications, positive attributes and independence of Director;
- Identify candidates who are qualified to become Directors and who may be appointed in the Management Committee and recommend to the Board their appointment and removal;
- Review and determine all elements of remuneration package of all the Executive Directors, i.e. salary, benefits, pension etc;
- Determine policy on service contracts, notice period, severance fees for Directors and Senior Management;
- Formulate criteria and carry out evaluation of each Director's performance and performance of the Board as a whole;

#### **H. Corporate Social Responsibility committee**

Corporate Social Responsibility Committee constituted by the Board of Directors consists of Mr. Ikramul Haq as Convener, Mr. Rakesh Kumar, Mr. Sudhir Tyagi, Mr. Anil Mansharamani, Mr. Sunil Sikka, Mr. Ravinder Kumar Passi, Mr. Raj Kumar Malhotra, Mr. Vivek Vikas, Mr. Satish Dhir and Mr. Mukesh Gupta as members



The role of Corporate Social responsibility is as follows:

- Formulating and recommending to the Board, a Corporate Social Responsibility Policy which shall indicate the activities to be undertaken by the company as prescribed in the act;
- Recommend the amount of expenditure to be incurred on the activities;
- monitor the Corporate Social Responsibility Policy of the company from time to time
- To carry out responsibilities and formulating policies prescribed under the Act

## General Body Meeting

### a) Location and time, where last three Annual General Meetings held:

Number of AGM	Location	Date & Time
13th	Govt Servants Co-operative Housing Building Society Ltd Kalyan Kendra, 9, Paschimi Marg, Vasant Vihar, New Delhi - 110057	25th September 2014 10 a.m.
14th	Govt Servants Co-operative Housing Building Society Ltd Kalyan Kendra, 9, Paschimi Marg, Vasant Vihar, New Delhi - 110057	28th December 2015 10 a.m.
14th	Govt Servants Co-operative Housing Building Society Ltd Kalyan Kendra, 9, Paschimi Marg, Vasant Vihar, New Delhi - 110057	30th September 2016 10 a.m.

### b) Location and time, where last Extra-Ordinary General Meeting held:

Number of AGM	Location	Date & Time
9th	Govt Servants Co-operative Housing Building Society Ltd Kalyan Kendra, 9, Paschimi Marg, Vasant Vihar, New Delhi - 110057	7th December 2016 10 a.m.

- Whether Special Resolutions were put through postal ballot last year: No
- Are polls proposed to be conducted through postal ballot this year : No
- The company has not entered in to any transaction with related parties, which is materially significant.
- No penalty has been imposed by any Statutory Authority nor has any statutory authority passed any strictures against the company.

## Disclosure regarding Directors

All the Directors of the Company are non-executive Directors and are paid only sitting fees for attending the meetings of the Board/ committee thereof.

## General Shareholder Information

### • Registrar and Transfer Agents:

The Company has no external Registrar and Share Transfer agent. The Share transfer work is done in-house by the Company. All share transfers etc. are approved/ratified by a Committee/ Board of Directors which meets periodically.

### • Unclaimed dividends

Financial Year	Date of declaration	Due Date of Transfer to IEPF
2013-14	September 25, 2014	October 27, 2021
2014-15	December 28, 2015	January 30, 2023
2015-16	September 30, 2016	November 06, 2023

### • Project Location:

Plot No. 23-25, 27-29, Knowledge Park –II, Greater Noida, Gautam Budh Nagar, U.P.  
201306, Tel: 0120 2328011-20,  
Fax: 0120-2328010,  
E-mail: acs@indiaexpocentre.com;  
info@indiaexpocentre.com

### • Registered Office & Address for correspondence:

Plot No. 1, 210, Atlantic Plaza, 2nd Floor, Local Shopping Centre, Mayur Vihar Phase-I, Delhi-110091,  
Phone Nos.: 011-22711497





# FINANCIAL STATEMENTS





# Independent Auditor's Report



ANNUAL REPORT 2016-17

TO THE MEMBERS OF  
INDIA EXPOSITION MART LIMITED

## Report on the Financial Statements

We have audited the accompanying financial statements of **INDIA EXPOSITION MART LIMITED** ("the Company") which comprise the Balance Sheet as at March 31, 2017, the Statement of Profit & Loss Account and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

## Management's Responsibility for the Financial Statements

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

## Auditors' Responsibility

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

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

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

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



. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Management, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion 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 March 31, 2017, and its Statement of Profit & Loss Account and its Cash Flow 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"), as amended, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the **"Annexure A"** a statement on the matters specified in paragraphs 3 and 4 of the Order.

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 purpose of our audit;
- b. in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- c. the Balance Sheet, Profit & Loss Account and the Cash Flow Statement dealt with by this Report are in agreement with the books of account maintained by company.
- 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 written representations received from the Directors as on March 31, 2017 taken on record by the Board of Directors, none of the Directors is disqualified as on March 31, 2017 from being appointed as a Director 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 has disclosed the impact of pending litigations on its financial position in its financial statements- Refer to Note No. 26 of the financial statements.
  - 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.

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 8 November, 2016 to 30 December, 2016 and these are in accordance with the books of accounts maintained by the Company. Refer Note 27 to the financial statements.

**For JAIN KAPILA ASSOCIATES**  
Chartered Accountants  
(Firm Registration No. 000287N)

New Delhi  
August 24, 2017

Sd/-  
D.K. KAPILA  
Partner  
M. No.: 016905

## “Annexure A” to the Independent Auditors’ Report of even date on the Financial Statements of India Exposition Mart Limited



Referred to in paragraph 1 under the heading 'Report on Other Legal & Regulatory Requirement' of our report of even date to the financial statements of the Company for the year ended March 31, 2017:

1.(a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;

(b)The Fixed Assets have been physically verified by the management in a phased manner, designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the company and nature of its business. Pursuant to the program, a portion of the fixed asset has been physically verified by the management during the year and no material discrepancies between the books records and the physical fixed assets have been noticed.

(c)According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the company.

2.(a) As explanation given to us, management has conducted the physical verification of inventory at reasonable intervals.

(b)The discrepancies noticed (if any) on physical verification of the inventory as compared to books records which has been properly dealt with in the books of account were not material.

3.The Company has not granted any loans, secured or unsecured to companies, firms, limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act. Accordingly, the provisions of clause 3 (iii) (a) to (C) of the Order are not applicable to the Company and hence not commented upon.

4.In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of loans, investments, guarantees, and security.

5.The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.

6.As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.

7.(a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-

Tax, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess and any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2017 for a period of more than six months from the date on when they become payable.

(b)According to the information and explanation given to us, there are following dues of income tax, sales tax and service tax value added tax outstanding on account of dispute.



The Company have following pending litigations:-

Name of the Statue	Nature of Dues	Amount (Rs. in Lacs)	Period to which relates	Forum of Dispute
Service Tax	Service Tax &Penalty	172.45	2005-06 & 2006-07	AppellateTribunal
Income Tax Act	Expenses disallowed	105.65	2008-09	Appellate Tribunal
Income Tax Act	Expenses disallowed	141.43	2012-13	CIT (Appeal)
Income Tax Act	Expenses disallowed	84.11	2013-14	CIT (Appeal)
Sales Tax Act	WCT	7.49	2006-07	Joint Commissioner (Appeal)
Sales Tax Act	Trade Tax	0.68	2012-13	Assistant Commissioner

*The Amount Rs. 8.17 Lacs has been deposited with respect to sale tax in which litigation is pending.*

*The Amount of Rs. 20.00 Lacs has been deposited with respect to Service Tax in which litigation is pending before Service Tax Appellate Tribunal.*

8.In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks. The Company has taken a loan from Federal Bank amounting to Rs 36.18 Crores during the previous year.

9.Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.

10.Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.

11.Based upon the audit procedures performed and the information and explanations given by the management, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act;

12.In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.

13.In our opinion, all transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013.

14.Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.

15.Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.

16.In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

**For JAIN KAPILA ASSOCIATES**  
Chartered Accountants  
(Firm Registration No. 000287N)

New Delhi  
August 24, 2017

Sd/-  
D.K. KAPILA  
Partner  
M. No.: 016905



# **“Annexure B” to the Independent Auditor’s Report of even date on the Financial Statements of INDIA EXPOSITION MART LIMITED**



**ANNUAL REPORT 2016-17**

## **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 **INDIA EXPOSITION MART LIMITED** (“the Company”) 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 include responsibilities the design, and implementation 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 judgement, 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 authorisations of management of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised 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".

**For JAIN KAPILA ASSOCIATES**

Chartered Accountants  
(Firm Registration No. 000287N)

New Delhi  
August 24, 2017

Sd/-  
D.K. KAPILA  
Partner  
M. No.: 016905

## Balance Sheet as at 31st March, 2017



ANNUAL REPORT 2016-17

Particulars	Note No.	As at 31st March, 2017	As at 31st March, 2016
		₹	₹
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders' funds</b>			
(a) Share capital	1	367,000,000	350,000,000
(b) Reserves and surplus	2	487,508,277	472,897,038
		<b>854,508,277</b>	<b>822,897,038</b>
<b>Share application money pending allotment</b>		-	-
<b>Non-current liabilities</b>			
(a) Long-term borrowings	3	249,502,827	299,970,531
(b) Deferred tax liability (net)	4	13,969	1,594,355
(c) Other long-term liabilities		-	-
(d) Long-term provisions		-	-
		<b>249,516,796</b>	<b>301,564,886</b>
<b>Current liabilities</b>			
(a) Short-term borrowings		-	-
(b) Trade payables	5	75,517,654	75,866,888
(c) Other current liabilities	6	175,511,581	135,110,357
(d) Short-term provisions	7	75,149,748	105,064,200
		<b>326,178,983</b>	<b>316,041,445</b>
<b>TOTAL</b>		<b>1,430,204,055</b>	<b>1,440,503,370</b>
<b>ASSETS</b>			
<b>Non-current assets</b>			
(a) Fixed assets			
(i) Tangible assets	8	1,065,027,212	1,148,585,185
(ii) Intangible assets	8	688,043	742,011
(ii) CWIP		2,749,204	-
		<b>1,068,464,459</b>	<b>1,149,327,196</b>
(b) Non-current investments		-	-
(c) Deferred tax assets (Net)		-	-
(d) Long-term loans and advances	9	9,939,578	8,066,344
(e) Other non-current assets	10	36,161	33,745
		<b>9,975,739</b>	<b>8,100,089</b>
<b>Current assets</b>			
(a) Current investments		-	-
(b) Inventories	11	5,814,390	3,635,630
(c) Trade receivables	12	139,194,837	113,082,264
(d) Cash and bank balances	13	110,735,841	78,754,525
(e) Short-term loans and advances	14	87,093,703	83,227,187
(f) Other current assets	15	8,925,087	4,376,478
		<b>351,763,857</b>	<b>283,076,085</b>
<b>Total</b>		<b>1,430,204,055</b>	<b>1,440,503,370</b>

Notes '1' to '33' forms integral part of these Financial Statements.

FOR AND ON BEHALF OF BOARD OF DIRECTORS

Sd/-  
**ANIL MANSHARAMANI**  
DIRECTOR

Sd/-  
**RAJ KUMAR MALHOTRA**  
DIRECTOR

Sd/-  
**IKRAMUL HAQ**  
DIRECTOR

AS PER OUR SEPARATE REPORT OF EVEN DATE

**For JAIN KAPILA ASSOCIATES**

CHARTERED ACCOUNTANTS

FIRM REGISTRATION No. 000287N

Sd/-  
**SUDEEP SARCAR**  
MANAGER

Sd/-  
**SACHIN KUMAR SINHA**  
CHIEF FINANCIAL OFFICER

Sd/-  
**ANUPAM SHARMA**  
COMPANY SECRETARY

Sd/-  
**D.K. KAPILA**  
MEMBERSHIP NO. 016905  
PARTNER

Place : Delhi

Date : August 24 , 2017



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

Particulars	NOT NO.	For the year ended 31st March' 2017	For the year ended 31st March' 2016
		₹	₹
<b>CONTINUING OPERATIIONS</b>			
Revenue from operations	16	686,618,341	660,174,167
Other income	17	32,405,887	36,648,962
<b>Total revenue ( 1 )</b>		<b>719024228</b>	<b>696823129</b>
<b>Expenses</b>			
(a )Change in Inventories of Stock in Trade	18	817,568	-
(b) Employee benefits expense	19	39,017,664	32,068,584
(c) Finance costs	20	37,043,171	28,590,231
(d) Depreciation and amortisation expense	8	134,676,693	151,627,205
(e) Other expenses	21	418,577,762	351,790,720
<b>Total expenses ( 2 )</b>		<b>630,132,858</b>	<b>564,076,740</b>
<b>Protit / (Loss) before exceptional and extraordinary items and tax 3= (1±2)</b>		<b>88,891,371</b>	<b>132,746,388</b>
Exceptional items (4)	22	(286,694)	320,000
<b>Profit / (Loss) before extraordinary items and tax 5 = (3 ± 4)</b>		<b>88,604,677</b>	<b>133,066,388</b>
Extraordinary items ( 6 )		-	-
<b>Profit / (Loss) before tax 7 = (3 ± 6)</b>		<b>88,604,677</b>	<b>133,066,388</b>
<b>Tax expense: ( 8 )</b>			
(a) Current tax - Provision for Taxation	23	30,978,491	62,939,023
(b) Deferred tax		(1,580,386)	(16,105,656)
<b>Profit / (Loss) from continuing operations (7 ± 8)</b>		<b>59,206,572</b>	<b>86,233,021</b>
<b>Profit / (Loss) for the year</b>		<b>59,206,572</b>	<b>86,233,021</b>
<b>Earning Per Equity Share</b>			
Basic		1.69	2.46
Diluted		1.69	2.46

Notes '1' to '33' forms integral part of these Financial Statements.

FOR AND ON BEHALF OF BOARD OF DIRECTORS

AS PER OUR SEPARATE REPORT OF EVEN DATE

**For JAIN KAPILA ASSOCIATES**

CHARTERED ACCOUNTANTS

FIRM REGISTRATION No. 000287N

**ANIL MANSHARAMANI**

DIRECTOR

**RAJ KUMAR MALHOTRA**

DIRECTOR

**IKRAMUL HAQ**

DIRECTOR

**SUDEEP SARCAR**

MANAGER

**SACHIN KUMAR SINHA**

CHIEF FINANCIAL OFFICER

**ANUPAM SHARMA**

COMPANY SECRETARY

**D.K. KAPILA**

MEMBERSHIP NO. 016905

PARTNER

Place : New Delhi

Date : August 24, 2017

## Cash Flow Statement



ANNUAL REPORT 2016-17

Particulars	AS AT 31st MARCH 2017 ₹	AS AT 31st MARCH 2017 ₹	AS AT 31st MARCH 2016 ₹	AS AT 31st MARCH 2016 ₹
<b>Cash Flow from Operating Activities</b>				
<b>Net Profit/(Loss) before taxation &amp; extraordinary items</b>	<b>88,604,677</b>		<b>133,066,388</b>	
<b>Adjustments for :</b>				
Depreciation	134,676,693		151,627,205	
Provision for CSR expenditure	(3,511,216)		(3,249,186)	
Provision for Mart Maintenance Reserve	(18,523,928)		(18,481,404)	
Profit/(Loss) on Sale/Disposal of Assets	286,694		(320,000)	
Interest Income	(5,502,063)		(7,499,948)	
Interest Expenses	37,043,171		26,077,908	
<b>Operating Profit before Working Capital Changes</b>	<b>233,074,028</b>		<b>281,220,963</b>	
Decrease/(Increase) in Debtors	(26,112,573)		(3,767,677)	
Decrease/(Increase) in other Current Assets	(6,729,785)		(699,637)	
(Decrease)/Increase in Current Liabilities	(20,840,953)		(7,388,609)	
Decrease/(Increase) in loan & Advance	(5,739,749)		66,878,749	
<b>Cash Generated from Operating</b>	<b>173,650,967</b>		<b>336,243,789</b>	
Income tax paid	-		-	
Wealth tax paid	-		-	
<b>Cash generated from Operations</b>	<b>173,650,967</b>	<b>173,650,967</b>	<b>336,243,789</b>	<b>336,243,789</b>
<b>Cash Flow from Investing Activities</b>				
Purchase of Fixed Assets	(59,266,378)		(671,161,869)	
Addition of CWIP	(2,749,204)		-	
Interest received	5,502,063		7,499,948	
Sale of Fixed Assets	-		320,000	
<b>Net Cash from Investing Activities</b>	<b>(56,513,519)</b>	<b>(56,513,519)</b>	<b>(663,341,921)</b>	<b>(663,341,921)</b>
<b>Cash Flow from Financing Activities</b>				
Proceeds from issuance of share capital	39,026,000		-	
Proceeds from long - term borrowings	(50,467,704)		299,970,531	
Repayment of Secured Loan	-		-	
Grant received during the year	7,500,000		142,500,000	
Interest Paid	(37,043,171)		(26,077,908)	
Dividend Paid	(367,009,000)		(35,000,000)	
Tax on Dividend	(7,471,257)		(7,125,177)	
<b>Net Cash from Financing Activities</b>	<b>(85,156,132)</b>	<b>(85,156,132)</b>	<b>374,267,446</b>	<b>374,267,446</b>
<b>Net Increase / Decrease in Cash &amp; Cash Equivalents</b>		<b>31,981,316</b>		<b>47,169,315</b>
<b>Cash &amp; Bank Balances at beginning of the year</b>		<b>78,754,525</b>		<b>31,585,210</b>
<b>Cash &amp; Bank Balances at the end of the year</b>		<b>110,735,841</b>		<b>78,754,525</b>

### Note:

i. Previous year's figures have been rearranged wherever necessary to conform to the current year's presentation.

FOR AND ON BEHALF OF BOARD OF DIRECTORS

AS PER OUR SEPARATE REPORT OF EVEN DATE

**For JAIN KAPILA ASSOCIATES**

CHARTERED ACCOUNTANTS

FIRM REGISTRATION No. 000287N

Sd/-  
**ANIL MANSHARAMANI**  
DIRECTOR

Sd/-  
**RAJ KUMAR MALHOTRA**  
DIRECTOR

Sd/-  
**IKRAMUL HAQ**  
DIRECTOR

Sd/-  
**SUDEEP SARCAR**  
MANAGER

Sd/-  
**SACHIN KUMAR SINHA**  
CHIEF FINANCIAL OFFICER

Sd/-  
**ANUPAM SHARMA**  
COMPANY SECRETARY

Sd/-  
**D.K. KAPILA**  
MEMBERSHIP NO. 016905  
PARTNER

Place : New Delhi

Date : August 24, 2017



## SIGNIFICANT ACCOUNTING POLICIES

### A. BASIS FOR PREPARATION OF FINANCIAL STATEMENT

The financial statements have been prepared under the historical cost convention in accordance with Generally Accepted Accounting Principle (GAAP) on the accrual basis. GAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies Act, 2013 ('the Act') read with Rule 7 of the Companies (Accounts) Rules 2014, the provisions of the Act (to the extent notified) as adopted consistently by the company during the year.

### B. USE OF ESTIMATES

The preparation of financial statements requires estimates and assumptions to be made that affect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the results are known/materialized.

### C. OWN FIXED ASSETS

- a) Fixed assets are stated at cost less accumulated depreciation. All costs relating to & including financing cost till commencement of commercial start up of the project including adjustments arising from exchange rate variations relating to borrowing attributable to the fixed assets are capitalized.
- b) Asset valuing upto Rs. 5000/- excluding furniture, fixture and wooden crates are charged to revenue in the year of its purchase.

### D. LEASED ASSETS

The cost of the leasehold land is capitalized on the basis of cost plus future interest payable to the Greater Noida Industrial

Development Authority (GNIDA). Appropriate disclosures have been provided in the notes of accounts. Liability in respect of time extension fee leviable by GNIDA shall be accounted for on completion of the project / issuance of completion certificate.

### E. INTANGIBLE ASSETS

Intangible assets are stated at cost of acquisition less accumulated amortization.

### F. DEPRECIATION

- i. Depreciation on all fixed assets of the company are provided on Written Down Method. The Company has revised depreciation rate on fixed assets w.e.f. 01st April, 2014 as per useful life specified in schedule II of the Companies Act, 2013 as reassessed by the Company.
- ii. Cost of Leasehold land not exceeding 90 years is amortized over the lease term. Interest cost on leasehold land is capitalized with retrospective date. The effect due to capitalization on financial statement are given in the notes to accounts which are self explanatory in nature.
- iii. The Management estimates the useful life of Mobile phone (Electrical & Office Equipments) to be 3 years.

### G. IMPAIRMENT OF ASSETS

An asset is treated as impaired when the carrying cost of assets exceeds its recoverable value. An impairment loss is charged to the profit and loss account 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 estimates of recoverable amount.

### H. REVENUE RECOGNITION

- i. All incomes are recognized on accrual basis.



- ii. Receipts on account of sale of marts are recognized in the year of transfer of rights / handing over of possession.

#### **I. BORROWING COSTS**

Borrowing costs that are attributable to the acquisition or construction of the qualifying assets are capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. All other borrowing costs are charged to the revenue.

#### **J. FOREIGN CURRENCY TRANSACTIONS**

- a) Transactions denominated in foreign currencies are normally recorded at the exchange rate prevailing at the time of the transaction.
- b) Monetary items denominated in foreign currencies at the year end are the re-stated at the year-end rates.
- c) Non-monetary foreign currency items are carried at cost.
- d) Any income and expenses on account of exchange difference either on settlement or on translation is recognized in the profit and loss account except in cases where they relate to acquisition of fixed assets in which case they are adjusted to the carrying cost of such assets.

#### **K. EMPLOYEE BENEFITS**

Short term employee benefits are recognised as expenses in the statement of profit and loss of the year in which the related service is rendered. The retire-ment benefits arising to the employees is provided on the basis of the actuarial valuation as and when the same accrues. Post Employment & other long term employee benefits: The Company's contribution to Employees Provident

Fund is charged to the statement of profit and loss. In respect of gratuity, the Company funds the benefits through annual contributions to the Life Insurance Corporation of India (LIC). The Company provides for a long term defined benefit schemes for payment of earned leave on the basis of an actuarial valuation on the balance sheet date. The actuarial valuation of the liability towards the earned leave benefits of the employees is made on the assumptions of discount rate and salary growth rate. The Company recognises the actuarial gains and losses in the statement of profit & loss account as income and expenses in the period in which they occur.

#### **L. COMMON EXPENDITURE**

Capitalization / allocation of costs to various fixed assets has been made on the basis of technical evaluation conducted by a technical expert.

#### **M. PROVISION, CONTINGENT LIABILITIES AND CONTINGENT ASSETS**

Provision involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that their will be an outflow of resources. Contingent liabilities are not recognized but are disclosed in the notes. Contingent assets are neither recognized nor disclosed in the financial statements.

#### **N. PROVISION FOR CURRENT AND DEFERRED TAXES**

Provisions for current tax is made, if applicable, after taking into consideration benefits admissible under the provisions of the Income Tax Act, 1961. Deferred Tax resulting from "timing difference" between book and taxable profit is accounted for using the tax rates and laws that are enacted or substantively



enacted as on the balance sheet date. The deferred tax asset is recognized and carried forward only to the extent that there is a reasonable certainty that the assets will be realized in future.

#### O. GRANT IN AID

Grant in aid received on account of or towards capital expenditure is capitalized under the head building reserve account. The depreciation is accordingly reduced from the building reserve account.

## NOTES TO THE FINANCIAL STATEMENTS

### Note1 Share capital

Particulars	As at 31st March'2017	As at 31st March'2016
	₹	₹
<b>Authorised</b> 50,000,000 Equity shares of ₹.10/- each	500,000,000	500,000,000
<b>Issued</b> 36,700,000 Equity shares of ₹. 10/- each	367,000,000	350,000,000
	367,000,000	350,000,000
<b>Subscribed &amp; Paid up</b> 36,700,000 Equity shares of ₹. 10/- each fully paid up ( Out of the above, 767,802 Equity Shares were issued for consideration other than cash to Greater Noida Industrial Development Authority for lease of Land) (Previous year 35,000,000 Equity Shares of ₹. 10/- each, fully paid up)	367,000,000	350,000,000
<b>Total</b>	<b>367,000,000</b>	<b>350,000,000</b>

The Company has only one class of equity shares having a par value of ₹. 10 per share. Each shareholder is eligible for one vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company, after distribution of all preferential amounts, in proportion to their shareholding.

#### Reconciliation of number of shares:

Particulars	As at 31st March'2017		As at 31st March'2016	
	Number of shares held	Amount ₹	Number of shares held	Amount ₹
Balance at the beginning of the year	35,000,000	35,000,0000	35,000,000	35,000,0000
Add: shares issued during the year	1,700,000	1,700,0000	-	-
<b>Balance at the end of the year</b>	<b>36,700,000</b>	<b>367,000,000</b>	<b>35,000,000</b>	<b>350,000,000</b>

#### Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company:

Particulars	As at 31st March, 2017		As at 31st March, 2016	
	Number of shares held	% of holding	Number of shares held	% of holding
M/s. Vectra Investments Private Limited	8,417,529	22.936	8,040,000	22.971

## Note 2 Reserves and surplus

Particulars	As at 31st March 2017		As at 31st March 2016	
	₹		₹	
<b>a) Building Reserve</b>				
Opening balance	196,691,813		62,636,300	
Grant received during the year	7,500,000		142,500,000	
Less: Utilised / transferred during the year	(7,914,932)		(8,444,487)	
<b>Closing balance</b>				
<b>TOTAL-a</b>			<b>196,276,881</b>	<b>196,691,813</b>
<b>b) Share Premium</b>				
		22,026,000		-
<b>c) Profit &amp; Loss Account</b>				
Balance as per last financial statements	276,205,225			253,856,915
Profit / (Loss) for the year	59,206,572			86,233,021
<b>Less: Appropriations</b>				
Adjustment on account of depreciation	-			(28,944)
Provision for CSR expenditure	(3,511,216)			(3,249,186)
Proposed Dividend on Equity Shares for the year	(36,700,000)			(35,000,000)
Dividend Distribution Tax on proposed Dividend on Equity Shares	(7,471,257)			(7,125,177)
Provision for Mart Maintenance Reserve	(18,523,928)		269,205,396	(18,481,404)
<b>TOTAL-b</b>			<b>291,231,396</b>	<b>276,205,225</b>
<b>Total- (a) + (b)</b>			<b>487,508,277</b>	<b>472,897,038</b>



### Note 3 Long-term borrowings

Particulars	As at 31st March 2017	As at 31st March 2016
	₹	₹
<b>Term Loan</b>		
From banks		
- Secured Loan	249,502,827	299,970,531
<b>Total</b>	<b>249,502,827</b>	<b>299,970,531</b>

Nature of Security and Terms of Repayment for Long Term secured borrowings :

#### Nature of Security

During the year 2015-16 the Company has taken Term loan amounting to ₹. 36.51 crores (March 31, 2015: Nil) on equitable mortgage of leasehold rights of land admeasuring 48194.94 square meter & 151487.46 square meter & construction of building at plot no. 23,24,28&29 at Knowledge Park-II, Greater Noida U.P.

During the year 2015-16 the Company has taken Vehicle loan amounting to ₹. 15.51 lacs (March 31, 2015: Nil) on hypothecation of Honda CRV.

During the year 2016-17 the company has taken Vehicle loan amounting to ₹ 7.35 lacs (March 31st, 2016:Nil) on hypothecation of Maruti Ertiga.

#### Terms of Repayment

Repayable in 24 quarterly installments commenced from April 2016, Last instalment due in April,2022. Rate of interest 10.63% p.a. as at year end (Previous year 10.63%).

Repayable in 36 monthly installments commenced from July 2015, Last instalment due in June,2018. Rate of interest 10.25% p.a. as at year end (Previous year 10.25%).

Repayable in 60 monthly installments commenced from July 2016, Last instalment due in June,2021. Rate of interest 9.89% p.a. as at year end .

### Note 4 Deferred tax liability

Particulars	As at 31st March 2017	As at 31st March 2016
	₹	₹
Depreciation	(564,154)	(2,049,939)
Brought Forwarded Losses	-	-
Brought Forwarded Unabsorbed Depreciation	-	-
WCT Provision	49,415	333,597
Leave Encashment	500,770	121,987
<b>Total DTA / (DTL)</b>	<b>(13,969)</b>	<b>(1,594,355)</b>
Opening DTA / (DTL)	(1,594,355)	(17,700,011)
DTA created during the Current Financial Year	1,580,386	16,105,656

## Note 5 Trade payables

Particulars	As at 31st March 2017 ₹	As at 31st March 2016 ₹
Trade payables	75,517,654	75,866,888
<b>Total</b>	<b>75,517,654</b>	<b>75,866,888</b>

## Note 6 Other current liabilities

Particulars	As at 31st March 2017 ₹	As at 31st March 2016 ₹
<b>Term Loan</b>		
a) Current Maturities of Long Term Debts	66,666,668	66,666,668
b) Unpaid dividends	2,202,476	2,268,925
c) Other payables		
I) Statutory remittance(Contributions to PF & ESIC, Withholding Taxes,Excise Duty,VAT,Service Tax,etc)	4,070,315	4,363,569
II) Provision for Employee Benefit (Note-24)	1,446,895	1,093,885
III) Trade / security deposits received	4,624,332	4,682,451
IV) Advances from customers	47,837,722	28,187,059
V) Stale Cheques	360,152	214,716
VI) Provision for CSR Expenditure	-	3,432,892
VII) Expense Payable	11,297,689	5,718,788
VIII) Provision for Mart Maintenance Reserve	37,005,332	18,481,404
<b>Total</b>	<b>175,511,581</b>	<b>135,110,357</b>

## Note 7 Short Term Provisions

Particulars	As at 31st March 2017 ₹	As at 31st March 2016 ₹
Provision for Taxation	30,978,491	62,939,023
Proposed equity dividend	36,700,000	35,000,000
Provision for tax on proposed equity dividend	7,471,257	7,125,177
<b>Total</b>	<b>75,149,748</b>	<b>105,064,200</b>



## Note 8 Fixed Assets

Tangible assets	GROSS BLOCK				DEPRECIATION							NET BLOCK		
	Balance as at April 1, 2016	Additions/ Adjustments During The Year	Sale/ Adjustments During the Year	As at March 31st, 2017	Upto April 1st, 2016	Depreciation / Amortisation During The Year	Depreciation Transfer To Building Reserve During The Year	Excess Depreciation (Already Charged)	Adjusted with retained earning	Depreciation Adjustment Of The Previous Year	Adjustments During The Year	Upto March 31st, 2017	As at March 31st, 2017	As at March 31st, 2016
	₹	₹	₹	₹	₹	₹	₹	₹	₹	₹	₹	₹	₹	₹
(a) Land	144,288,627	17,554,858	-	161,843,485	22,277,540	1,798,261	-	-	-	-	-	24,075,801	137,767,684	122,011,087
(b) Buildings	1,226,633,918	13,155,059	-	1,239,788,977	417,722,798	71,234,387	7,914,932	-	-	-	-	496,872,117	742,916,860	808,911,120
(c) Plant and Equipment	286,119,319	11,769,929	4,100	297,885,148	164,185,618	24,600,289	-	-	-	-	3570	188,782,337	109,102,811	121,933,701
(d) Furniture and Fixtures	16,541,562	3,155,312	-	19,696,874	11,566,538	2,157,129	-	-	-	-	-	13,723,667	5,973,207	4,975,024
(e) Vehicles	6,400,185	923,924	-	7,324,109	4,395,196	1,113,74	-	-	-	-	-	5,508,570	1,815,539	2,004,989
(f) Computers And Related Systems	10,537,747	16,308,399	3,856,486	22,989,660	9,950,628	6,748,539	-	-	-	-	3,661,822	13,037,345	9,952,315	587,119
(g) Electrical & Office Equipments	287,581,105	6,104,066	14,485,171	279,200,000	201,260,780	26,554,209	-	-	-	-	4,688,502	223,126,487	56,073,513	86,320,325
(h) Kitchen Equipments	9,628,792	-	-	9,628,792	7,786,972	416,537	-	-	-	-	-	8,203,509	1,425,283	1,841,820
<b>Total</b>	<b>1,987,731,255</b>	<b>68,971,547</b>	<b>18,345,757</b>	<b>2,038,357,045</b>	<b>839,146,070</b>	<b>134,622,725</b>	<b>7,914,932</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>8,353,894</b>	<b>973,329,833</b>	<b>1,065,027,212</b>	<b>1,148,585,185</b>
Previous Year	1,310,987,752	678,721,519	1,978,016	1,987,731,255	681,082,972	151,567,682	8,444,487	-	28,944	-	1,978,015	839,146,070	1,148,585,185	629,904,780
<b>Intangible Assets</b>														
Brands / trademarks	1,767,240	-	-	1,767,240	1,025,229	53,968	-	-	-	-	-	1,079,197	688,043	74,2011
<b>Total</b>	<b>1,767,240</b>	<b>-</b>	<b>-</b>	<b>1,767,240</b>	<b>1,025,229</b>	<b>53,968</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>1,079,197</b>	<b>688,043</b>	<b>74,2011</b>
Previous Year	1,767,240	-	-	1,767,240	965,706	59,523	-	-	-	-	-	1,025,229	742,011	801,534

## Note 9 Long-term loans and advances

Particulars	As at 31st March 2017 ₹	As at 31st March 2016 ₹
<b>Security deposits</b>		
Secured, considered good	9,939,578	8,066,344
MAT credit receivable	-	-
<b>Total</b>	<b>9,939,578</b>	<b>8,066,344</b>

## Note 10 Other Non Current assets

Particulars	As at 31st March 2017 ₹	As at 31st March 2016 ₹
<b>Other Bank Balance</b>		
Security Against UP VAT	36,161	33,745
<b>Total</b>	<b>36,161</b>	<b>33,745</b>

## Note 11 Inventories

Particulars	As at 31st March 2017 ₹	As at 31st March 2016 ₹
Finished goods (Mart)	-	817,568
Stores and spares	5,814,390	2,818,062
<b>Total</b>	<b>5,814,390</b>	<b>3,635,630</b>

## Note 12 Trade receivables

Particulars	As at 31st March 2017 ₹	As at 31st March 2016 ₹
<b>Trade receivables outstanding for a period exceeding six months from the date they were due for payment</b>		
Unsecured, considered good	58,233,767	36,624,960
<b>Other Trade receivables</b>		
Unsecured, considered good	80,961,070	76,457,304
<b>Total</b>	<b>139,194,837</b>	<b>113,082,264</b>



## Note 13 Cash and bank balances

Particulars	As at 31st March 2017 ₹	As at 31st March 2016 ₹
<b>(I) Cash and Cash Equivalents</b>		
(a) Cash on hand	22,941	40,977
(b) Balance with Banks		
- In current account	8,938,608	4,807,162
- In term deposits with original maturity upto 6 months	95,257,330	67,620,206
(c) Ear marked balance with bank (Unpaid dividend)	2,235,122	2,281,571
<b>(ii) Other Bank Balances</b>		
Term Deposits (Security against guarantee) ( Maturity more than 12 months)	4,281,840	4,004,610
<b>Total</b>	<b>110,735,841</b>	<b>78,754,525</b>

## Note 14 Short-term loans and advances

Particulars	As at 31 March 2017 ₹	As at 31 March 2016 ₹
<b>Other Loan &amp; Advances</b>		
<b>Advances to employees</b>		
Secured, considered good	15370	25,593
<b>Other Loan &amp; Advances</b>		
Others	29,551	33,014
Unsecured, considered good		
<b>Advance to creditors</b>		
Unsecured, considered good	3370813	1,921,039
Prepaid expenses	3,570,054	3,597,040
Deposit against Demand of Work Contract Tax (F.Year :2006-07)	748,668	748,668
Deposit against Demand of Service Tax (F.Year-2006-07 to 2007-08)	2,000,000	2,000,000
Trade Tax	68,720	68,720
Income Tax Refundable (Asst. Year-2007-08)	1,751,264	1,751,264
Income Tax Refundable (Asst. Year-2009-10)	294,916	294,916
Income Tax Refundable (Asst. Year-2010-11)	795,232	795,232
Income Tax Refundable (Asst. Year-2011-12)	2,250	2,250
Income Tax Refundable (Asst. Year-2013-14)	19,753,790	17,632,290
Income Tax Refundable (Asst. Year-2014-15)	608,634	608,634
Tax Deducted at Source (Asst. Year-2016-17)	2,485	47,798,528
Tax Deducted at Source (Asst. Year-2017-18)	48,151,957	-
Advance Tax	5,930,000	5,950,000
<b>Total</b>	<b>87,093,703</b>	<b>83,227,187</b>

## Note 15 Other Current Assets

Particulars	As at 31st March 2017 ₹	As at 31st March 2016 ₹
<b>Balances with government authorities</b>		
CENVAT credit receivable	8,925,087	4,376,478
<b>Total</b>	<b>8,925,087</b>	<b>4,376,478</b>

## Note 16 Revenue from operations

Particulars	For the year ended March 2017 ₹	For the year ended March 2016 ₹
<b>Sale of services</b>		
Income From Fairs & Exhibitions	542,903,906	536,985,463
Income From Conferences & Other Services	49,402,807	26,190,177
Income From Maintenance	92,619,640	92,407,020
Income Sale of Mart	1,691,988	4,591,507
<b>Total</b>	<b>686,618,341</b>	<b>660,174,167</b>

## Note 17 Other income

Particulars	For the year ended March 2017 ₹	For the year ended March 2016 ₹
Interest income	5,502,063	7,499,948
Other non-operating income	267,58,824	28,611,062
Prior Period Income	145,000	537,951
<b>Total</b>	<b>32,405,887</b>	<b>36,648,962</b>

## Note 18 Change in Inventories

Particulars	For the year ended March 2017 ₹	For the year ended March 2016 ₹
Openings Inventories	817,568	-
Less: Closing Inventories	-	-
Change in Inventories	817,568	-
<b>Total</b>	<b>817,568</b>	<b>-</b>

## Note 19 Employee benefits expense

Particulars	For the year ended March 2017 ₹	For the year ended March 2016 ₹
Salaries and wages	35,654,652	29,549,531
Contribution to provident and other funds	1,961,539	1,714,184
Staff Welfare Expenses	1,401,473	804,869
<b>Total</b>	<b>39,017,664</b>	<b>32,068,584</b>

## Note 20 Finance costs

Particulars	For the year ended March 2017 ₹	For the year ended March 2016 ₹
Interest paid on Term Loan	3,617,2061	21,559,584
Interest on others	871,110	4,518,324
Loan Processing Fees	-	2,512,323
<b>Total</b>	<b>37,043,171</b>	<b>28,590,231</b>



## Note 21 Other expenses

Particulars	For the year ended March 2017 ₹	For the year ended March 2016 ₹
Housekeeping & technical	114,316,079	106,819,444
Fairs & Exhibitions Expenses	148,337,529	101,092,053
Legal and professional	12,374,034	10,096,729
Marketing Expenses	9,098,954	8,836,685
General Office Expenses	8,441,914	5,897,702
Power and fuel	63,461,520	58,353,975
Repairs and maintenance - Buildings	12,359,150	10,165,604
Repairs and maintenance - Machinery/Others	1,462,949	1,847,709
AMC Lift & Escalators	6,756,285	6,789,402
Bad debt written off	2,054,962	6,225,871
Lease Rent	4,951,506	4,909,489
Sitting Fees	4,620,000	4,060,000
Insurance	4,233,865	3,834,843
Gift Expenses	2,183,492	4,379,702
Rebate	1,937,461	2,871,214
Advertisement & Publicity	3,559,325	2,365,449
Interest waived on mart related dues	-	2,732,261
Vehicle Hiring Charges	1,523,030	1,673,344
Telephone Expenses	884,887	875,327
Hiring Charges	2,873,540	773,061
Hospitality	848,648	7,438,97
Water Expenses	1,217,485	729,129
Printing and stationery	1,946,525	707,138
Travelling and conveyance	746,615	648,944
Rent	1,146,805	581,736
Internal Audit Fee	482,425	481,200
Payment to Auditors (Refer Note 21a)	520,087	477,375
Annual Maintenance Charges	646,262	441,366
Horticulture	55,763	164,840
Meeting Expenses	114,568	171,759
Prior Period Expenses	3,258,820	783,631
Miscellaneous expenses	2,163,277	1,259,842
<b>Total</b>	<b>418,577,762</b>	<b>351,790,720</b>



## Note 21a Payment to Auditors

Particulars	For the year ended March 2017 ₹	For the year ended March 2016 ₹
<b>Payment to Auditors</b>		
a) Statutory Audit Fees	469,837	427,125
b) Tax Audit Fees	50,250	50,250
<b>Total</b>	<b>520,087</b>	<b>47,737</b>

## Note 22 Exceptional Items

Particulars	For the year ended March 2017 ₹	For the year ended March 2016 ₹
Profit/(Loss) on sale/disposal of Fixed Assets	(286,694)	320,000
<b>Total</b>	<b>(286,694)</b>	<b>320,000</b>

## Note 23 Current Tax

Particulars	For the year ended March 2017 ₹	For the year ended March 2016 ₹
Current Tax	30,978,491	62,939,023
Less: Mat Credit Entitelment	-	-
<b>Net Current Tax</b>	<b>30,978,491</b>	<b>62,939,023</b>

## Note 24 Post Employment Benefit Plan

the reconciliation of opening and closing balances of the present value of the defined benefit obligations are as below:

	Changes in the present value of the obligation	For the year ended March 2017 ₹	For the year ended March 2016 ₹
a)	Present value of obligation as at the beginning of the period	1,093,885	898,511
b)	Acquisition adjustment		-
c)	Interest cost	87,511	69,635
d)	Past service cost		-
e)	Current service cost	319,916	304,892
f)	Curtailment cost/(Credit)		-
g)	Settlement cost/(Credit)		-
h)	Benefits paid	(315,917)	(236,757)
i)	Actuarial (gain)/loss on obligation	261,500	57,604
j)	<b>Present value of obligation as at the end of period</b>	<b>1,446,895</b>	<b>1,093,885</b>



## Expense recognised in the statement of profit and loss

		For the year ended March 2017 ₹	For the year ended March 2016 ₹
a)	Current service cost	319916	304,892
b)	Past service cost		-
c)	Interest cost	87,511	69635
d)	Curtailment cost / (Credit)	-	-
e)	Settlement cost / (Credit)		-
f)	Curtailment cost/(Credit)		-
g)	Net actuarial (gain)/ loss recognised in the period	261,500	57604
h)	Expenses recognised in the the statement of profit & losses	<b>668,927</b>	<b>432,131</b>

## Changes in the fair value of plan assets

		As at 31st March 2017 ₹	As at 31st March 2016 ₹
a)	Fair value of plan assets at the beginning of the period	-	-
b)	Acquisition adjustment	-	-
c)	Expected return on plan assets	-	-
d)	Employer Contributions	-	-
e)	Benefits paid	-	-
f)	Actuarial (gain)/loss on plan assets	-	-
g)	Fair Value of Plan Asset at the end of the period		

**The Principal assumptions used in determining post employment benefit obligations are shown below:**

		As at 31st March 2017 ₹	As at 31st March 2016 ₹
a)	Discounting rate	7.54	8.00
b)	Future Salary Increases	5.50	5.50
c)	Expected rate of return on plan assets	-	-

## Note 25 Proposed Dividend

	As at 31st March 2017 Rs.	As at 31st March 2016 Rs.
On Equity Share of Rs. 10 each		
Amount of dividend proposed	36,700,000	350,00,000
Dividend per Equity Share	Re 1 per share	Re 1 per share

## Note 26 Contingent Liabilities

	Particulars	As at 31 March 2017 ₹	As at 31 March 2016 ₹
I)	Service Tax Liabilities	17,245,252	17,245,252
II)	Income Tax Liability	33,120,265	24,708,365
III)	Work Contract Tax	748,668	748,668
IV)	Trade Tax	68,720	68,720
	<b>Grand Total</b>	<b>51,182,905</b>	<b>42,771,005</b>

## Note 27 Disclosure on Specified Bank Notes

During the year, the Company had specified Bank Notes (SBNs) or other denomination as defined in the MCA notification, G.S.R. 308(E), dated March 31, 2017.

The details of SBNs held and transacted during the period from November 8, 2016 to December 30, 2016. The denomination-wise SBNs and other notes as per the notification are as follows:

Particulars	SBN ₹	Other denomination notes ₹	Total ₹
Closing Cash in hand as on 08.11.2016	1,316,000	10,453	<b>1,326,453</b>
(+) Cash withdrawn from Bank		150,000	150,000
(+) Permitted Receipts		249,386	249,386
(-) Permitted Payments		(320,923)	(320,923)
(-) Amount Deposited in Banks	(1,316,000)		(1,316,000)
<b>Closing Cash in hand as on 30.12.2016</b>			<b>88,916</b>

For the purpose of this clause, the term Specified Bank Notes shall have the same meaning provided in the notification of the Government of India, in the Ministry of Finance, Department of Economic affairs number S.O 3407 E dtd. November 8, 2016.

## Note 28 Income/Expenditure in Foreign Currency

	2016-17	2015-16
<b>Earning in foreign Currency</b>		
Income From Fairs & Exhibitions	\$ 2,27,064.69 (₹ 1,52,32,743) € 4,381.27 (₹ 3,09,551)	\$ 52,157.97 (₹ 33,41,262.00) -
<b>Expenditure in Foreign Currency</b>		
Membership Fees	€ 6830 (₹ 5,12,856)	€ 2767 (₹ 2,00,699.00)
Event Participation Fees	\$ 37379 (₹ 4,34,994)	-

- 29) The company has remunerated its Managerial personnel in accordance with Schedule V of Companies Act 2013.
- 30) Sundry debtors which are more than six months old are being considered as good by the management.
- 31) Sundry debtors, sundry creditors, advances recoverable and deposits given are subject to confirmation and reconciliation if any and its impact if any on accounts cannot be ascertained at this stage.



- 32) Balance Sheet abstract has been annexed separately.
- 33) The Previous year figures have been reworked, regrouped, rearranged and reclassified wherever necessary. Accordingly, amounts and other disclosures for the preceding year are included as an integral part of the current year financial statements and are to be read in relation to the amounts and other disclosures relating to the current year.

FOR AND ON BEHALF OF BOARD OF DIRECTORS

AS PER OUR SEPARATE REPORT OF EVEN DATE

Sd/-  
**ANIL MANSHARAMANI**  
DIRECTOR

Sd/-  
**RAJ KUMAR MALHOTRA**  
DIRECTOR

Sd/-  
**IKRAMUL HAQ**  
DIRECTOR

**For JAIN KAPILA ASSOCIATES**  
CHARTERED ACCOUNTANTS  
FRN 00287N

Sd/-  
**SUDEEP SARCAR**  
MANAGER

Sd/-  
**SACHIN KUMAR SINHA**  
CHIEF FINANCIAL OFFICER

Sd/-  
**ANUPAM SHARMA**  
COMPANY SECRETARY

Sd/-  
**D.K. KAPILA**  
MEMBERSHIP NO. 016905  
PARTNER

Place : Delhi

Date : August 24, 2017

## BALANCE SHEET ABSTRACT AND COMPANY'S GENERAL BUSINESS PROFILE



**COMPANY : INDIA EXPOSITION MART LIMITED**

**YEAR 2016-17**

### I Registration Details

Registration No. 

U	9	9	9	9	9	D	L	2	0	
0	1	P	L	C	1	1	0	3	9	6

State Code 

5	5
---	---

Balance Sheet Date 

3	1	-	0	3	-	2	0	1	7
---	---	---	---	---	---	---	---	---	---

### II. Capital raised during the year ( Rupees in thousands)

Public Issues 

				N	I	L				
--	--	--	--	---	---	---	--	--	--	--

Rights Issues 

				N	I	L				
--	--	--	--	---	---	---	--	--	--	--

Bonus Issue 

				N	I	L				
--	--	--	--	---	---	---	--	--	--	--

Private Placements 

				N	I	L				
--	--	--	--	---	---	---	--	--	--	--

### III. Position of the mobilisation and Development Funds (Rupees in thousands)

Total Liabilities 

			1	4	3	0	2	0	4
--	--	--	---	---	---	---	---	---	---

Total Assets

#### Sources of Funds

Paid up Capital 

				3	6	7	0	0	0
--	--	--	--	---	---	---	---	---	---

Reserves & Surplus 

4	8	7	5	0	8				
---	---	---	---	---	---	--	--	--	--

Secured Loans 

				2	4	9	5	0	3
--	--	--	--	---	---	---	---	---	---

Unsecured Loans 

				N	I	L			
--	--	--	--	---	---	---	--	--	--

Deferred Tax Liability 

								1	4
--	--	--	--	--	--	--	--	---	---

#### Application of Funds

Net Fixed Assets 

			1	0	6	8	4	6	4
--	--	--	---	---	---	---	---	---	---

Unsecured Loans 

				N	I	L			
--	--	--	--	---	---	---	--	--	--

Loans & Advances 

						9	9	4	0
--	--	--	--	--	--	---	---	---	---

Other Non-Current Assets 

								3	6
--	--	--	--	--	--	--	--	---	---

Net Current Assets 

					2	5	5	8	5
--	--	--	--	--	---	---	---	---	---

Misc. Expenditures 

				N	I	L			
--	--	--	--	---	---	---	--	--	--

Accumulated Losses 

				N	I	L			
--	--	--	--	---	---	---	--	--	--

Deferred Tax Asset 

				N	I	L			
--	--	--	--	---	---	---	--	--	--

### IV. Performance of Company (Rupees in thousands)

Turnover 

			7	1	9	0	2	4
--	--	--	---	---	---	---	---	---

Total Expenditure 

			6	3	0	4	2	0
--	--	--	---	---	---	---	---	---

Profit before tax 

			8	8	6	0	5
--	--	--	---	---	---	---	---

Profit after tax 

			5	9	2	0	7
--	--	--	---	---	---	---	---

Earning per shares (in Rs.) 

1	.	6	9
---	---	---	---

Dividend Rate % 

	1	0
--	---	---

### V. Generic name of Three principal products/Services of the company (As per mystery terms)

Item code no. (ITC code no.) 

	3	7	0	6	9	0	9	2
--	---	---	---	---	---	---	---	---

Product Description 

E	X	H	I	B	I	T	I	O	N	S
---	---	---	---	---	---	---	---	---	---	---

Sd/-  
**ANIL MANSHARAMANI**  
DIRECTOR

Sd/-  
**RAJ KUMAR MALHOTRA**  
DIRECTOR

Sd/-  
**IKRAMUL HAQ**  
DIRECTOR

Sd/-  
**SUDEEP SARCAR**  
MANAGER

Sd/-  
**SACHIN KUMAR SINHA**  
CHIEF FINANCIAL OFFICER

Sd/-  
**ANUPAM SHARMA**  
COMPANY SECRETARY

Place : Delhi

Date : August 24, 2017











# INDIA EXPOSITION MART LIMITED

## Registration Office:

Plot No. 1, 210, Atlantic Plaza, 2nd Floor,  
Local Shopping Centre Mayur Vihar Phase-I, Delhi-110091

## Corporate Office:

Plot No. 23-25 & 27-29, Knowledge Park-II, Greater Noida,  
Gautam Budh Nagar, U.P. 201306

Phone: +91-120-2328011-20 | Fax: +91-120-2328010

E-mail: [info@indiaexpocentre.com](mailto:info@indiaexpocentre.com)

CIN: U99999DL2001PLC1100396

