

KINETIC IMPEX LIMITED

30TH ANNUAL REPORT 2015-16

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*Regd. Off. :- 22, Ground Floor, 8 Camac
Street, Kolkata, WB 700 017*

CIN: L51909WB1985PLC039455

E-mail: kineticimpex1985@gmail.com

Website: <http://kineticimpex.in>

OUR MANAGEMENT TEAM

Board of Directors

Hulas Mal Surana : Director
Ashok Kumar Maharshi : Director
Vineet Sethia : Director

Details of RTA

Registrar & Share Transfer Agent

R & D Infotech Private Limited,
Add.:- 1st Floor, 7A, Betala Road,
Kolkata, West Bengal-700 026,
Tel- 91-33-24192641/2642,
Email:- rdinfotec@yahoo.com

Annual General Meeting

Day: Friday

Date: 30th day of September, 2016

Venue: Registered Office of the Company at 22, Ground
Floor, 8, Camac Street, Kolkata (W.B.) – 700 017

Time: 11:00 A.M.



NOTICE

NOTICE is hereby given that the **30th Annual General Meeting** of the members of **KINETIC IMPEX LIMITED** will be held on **Friday, the 30th day of September 2016 at 11.00 A.M.** at the Registered Office of the Company at **22, Ground Floor, 8, Camac Street, Kolkata (W.B.) – 700 017** to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt (a) the audited financial statement of the Company for the financial year ended March 31, 2016 and the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2016 and the report of the Auditors thereon and in this regard, pass the following resolution(s) as an Ordinary Resolution(s):

(a) **“RESOLVED THAT** the audited financial statement of the Company for the financial year ended March 31, 2016 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted.”

(b) **“RESOLVED THAT** the audited consolidated financial statement of the Company for the financial year ended March 31, 2016 and the report of Auditors thereon laid before this meeting, be and are hereby considered and adopted.”

2. To appoint a Director in place of Sh. Hulas Mal Surana (DIN 00142091), who retires by rotation and being eligible, offers himself for re-appointment and in this regard, pass the following resolution as an Ordinary Resolution

“RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Sh. Hulas Mal Surana (DIN 00142091), who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

3. To ratify the appointment of Statutory Auditors and to authorise the Board to fix remuneration and in this regard, to pass the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to Section 139 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification or re-enactment thereof, for the time being in force), the Company hereby ratifies the appointment of M/s R. Pugalia & Company, Chartered Accountants (Firm Registration No. 318188E), as Statutory Auditors of the Company to hold office from the conclusion of this

Annual General Meeting until the conclusion of the Annual General Meeting of the Company to be held for the financial year 2016-2017 at a remuneration as determined by the Board of Directors of the Company.”

By Order of the Board of Directors

For KINETIC IMPEX LIMITED



(ASHOK KUMAR MAHARSHI)

Director

DIN: 00519756

September 5, 2016

New Delhi

Registered Office:

22, Ground Floor, 8, Camac Street,

Kolkata (West Bengal) – 770 017

CIN: L51909WB1985PLC039455

Website: <http://kineticimpex.in>;

E-mail: kineticimpex1985@gmail.com

Tel.: (011) 25459706; Fax: (0091-11) 45371401

NOTES:

1. A member entitled to attend and vote at the 30th Annual General Meeting (the “Meeting”) is entitled to appoint a proxy to attend and vote on a poll instead of him and the proxy need not be a member of the Company. The instrument appointing the proxy should, however be deposited at the Registered Office of the Company not less than forty-eight hours before the commencement of the Meeting.
2. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder. The holder of proxy shall prove his identity at the time of attending the Meeting. The proxy form in format Form MGT-11 is attached with the Notice.
3. Corporate members intending to send their authorised representative(s) to attend the Meeting are requested to send to the Company a certified true copy of the relevant Board Resolution together with the specimen signature(s) of the representative(s) authorised under the said Board Resolution to attend and vote on their behalf at the Meeting.
4. The Register of Members and Share Transfer books of the Company will remain closed from Monday, 26th September, 2016 to Friday, 30th September, 2016 (both days inclusive), for the purpose of Annual General Meeting.
5. In terms of Section 152 of the Act, Sh. Hulas Mal Surana (DIN: 00142091) Director, retire by rotation at the Meeting and being eligible, offers himself for re-appointment. The Nomination and Remuneration Committee of the Board of Directors and the Board of Directors of the Company commend his re-appointment. Details of the Director retiring by rotation, as required to be provided pursuant to the provisions of (i) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standard on General Meetings (“SS-2”), issued by the Institute of Company Secretaries of India and approved by the Central Government are provided herein below:

Name	Sh. Hulas Mal Surana
Date of Birth	27/05/1948
Age	68 years
Date of first Appointment on Board	10/10/1997
Qualification	Graduate
Experience (including expertise in specific functional area)/ Brief Resume	30 years of experience in finance and Marketing.
Remuneration last drawn	NIL
No. of Meetings attended during the year	08
Relationship with other Directors/Key Managerial Personnel	NIL
Directorships held in other public companies(excluding foreign and section 8 companies)	NIL

Membership/Chairmanship of committees of other public companies (includes only Audit Committee and stakeholders' Relationship Committee)	NIL
Number of Shares held in the Company	NIL

6. Members / Proxies / Authorised Representatives are requested to bring to the Meeting necessary details of their shareholding, attendance slip(s) and copy (ies) of their Annual Report.
7. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the Meeting.
8. Relevant documents referred to in the Notice are open for inspection by the members at the Registered Office of the Company on all working days (i.e., except Sundays and Public Holidays) during business hours up to the date of the Meeting. The aforesaid documents will also be available for inspection by members at the Meeting.
9. The Company's Registrars & Transfer Agents for its share registry (both, physical as well as electronic) is M/s R & D Infotech Private Limited, the ("RTA") having their registered office at 1st Floor, 7A, Beltala Road, Kolkata – 700 026.
10. Members holding shares in physical mode are advised to make nomination in respect of their shareholding in the Company by sending the nomination form (SH-13) to the Company. Members holding shares in electronic mode may contact their respective DPs for availing the nomination facility.
11. Members who hold shares in physical mode in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to RTA, for consolidation into a single folio.
12. Members who have not registered/updated their e-mail addresses with RTA, if shares are held in physical mode or with their DPs, if shares are held in electronic mode, are requested to do so for receiving all future communications from the Company including Annual Reports, Notices, Circulars, etc., electronically.
13. In compliance with the Secretarial Standard-2, a Route Map is also attached with the Notice of the Annual General Meeting.

By Order of the Board of Directors
For KINETIC IMPEX LIMITED



(ASHOK KUMAR MAHARSHI)
Director
DIN: 00519756

Dated: 05.09.2016
Place: New Delhi

Form No. MGT-11

Proxy Form

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

CIN: **L51909WB1985PLC039455**
Name of the Company: **KINETIC IMPEX LIMITED**
Registered Office: **22, Ground Floor, 8 Camac Street, Kolkata, West Bengal - 700017**

30th Annual General Meeting - September 30, 2016 at 11:00 A.M

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

I/We, being the member(s) ofshares 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

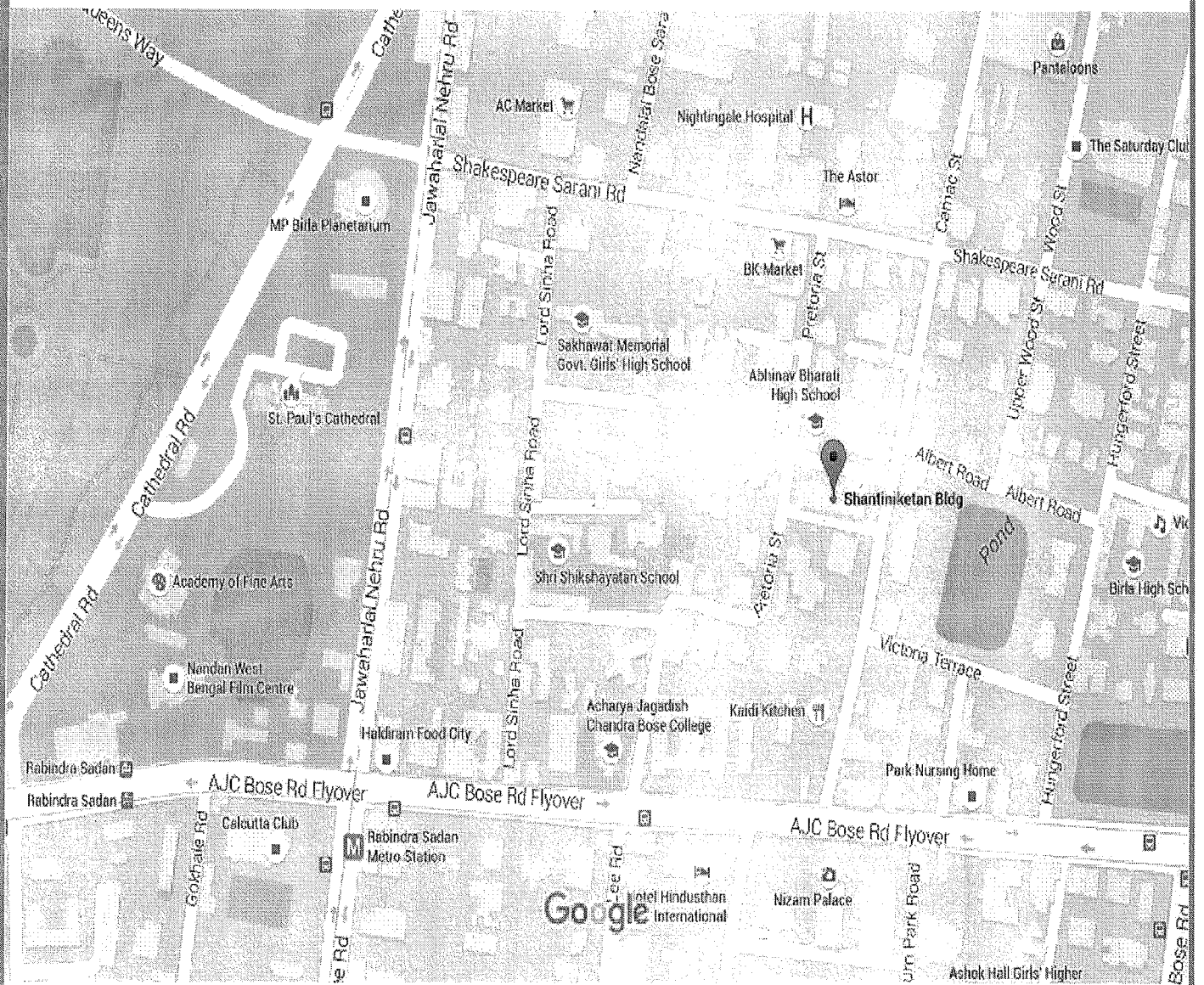
3. Name :
Address :
E-mail Id :
Signature :.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 30th Annual General Meeting of the company, to be held on the 30th day of September, 2016 At 11 a.m. at its registered office at 22, Ground Floor, 8 Camac Street, Kolkata, West Bengal - 700017 and at any adjournment thereof in respect of such resolutions as are indicated below :

8, camac street - Google Maps

22, Ground Floor, 8, camac street, Kolkata – 700 017

Google Maps



Map data ©2016 Google 100 m

Directors' Report

To,
The Members of
KINETIC IMPEX LTD

Your Directors have pleasure in presenting the 30th Annual Report of your Company together with the Audited Standalone Annual Accounts of the company for the financial year ended, 31st March, 2016.

1. FINANCIAL RESULTS

<i>Particulars</i>	<i>Current year ended 31.03.2016 (in Rs.)</i>	<i>Previous Year ended 31.03.2015 (in Rs.)</i>
Revenue from Operations	-	-
Other Income	1028,98,110	959,70,856
Total Revenue	1028,98,110	959,70,856
Employee benefits cost	9,20,899	10,63,532
Finance cost	871,89,390	738,65,043
Other expenses	2,52,836	4,97,314
Total expenses	883,63,125	754,25,889
Profit Before Tax	145,34,985	205,44,967
Current Tax	29,70,000	39,15,000
Deferred Tax	-	(790)
Short/(excess) provision for earlier year	1,95,586	472
Profit/(Loss) after Tax	113,69,399	166,30,285
<i>Earning per share (Rs.)</i>		
Basic & Diluted (in Rs.)	10.93	15.99

2. PERFORMANCE AND STATE OF COMPANY'S AFFAIRS

During the year under review, the total revenue of the Company was Rs. 1028,98,110/- against Rs. 959,70,856/- in the previous year. The Company has earned a Profit after tax of Rs. 11,369,399/- compared to Rs. 16,630,285/- in the previous year. Your Directors are continuously looking for avenues for future growth of the Company.

3. RESERVES

Net surplus in the statement of Profit & loss for the financial year 2015-16 is carried to the Balance Sheet.

4. DIVIDEND

Your Directors do not recommend any dividend for the year ended 31st March, 2016.

5. CONSOLIDATED FINANCIAL STATEMENTS

As required under provisions of Companies Act, 2013 and rules issued there under read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Consolidated Financial Statements of the Company and its subsidiaries/ Associates form part of the Annual Report. The said financial

statements and detailed information of the subsidiary/ Associate companies shall be made available by the Company to the shareholders on request. These financial statements will also be kept open for inspection by any member at the Registered Office of the Company.

6. MATERIAL CHANGES BETWEEN THE DATE OF THE BOARD REPORT AND END OF FINANCIAL YEAR

No material changes and commitments have occurred after the close of the year till the date of this Report, which affect the financial position of the Company.

7. DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES

➤ **Associate Companies** : As on March 31, 2016, the Company has five associate companies viz.,

- Dependable Consumable Goods Private Limited,
- Ujjaval Traders Private Limited,
- Ashulok Steel Traders Private Limited,
- Inspiration PVC Compounds Private Limited, and
- High Image Plastic Traders Private Limited

Pursuant to provisions of Section 129(3) of the Act, a statement containing salient features of the financial statements of the Company's subsidiaries & Associates in Form AOC-1 is annexed to the financial statements of the Company. (**Annexure: 2**)

8. CHANGE IN THE NATURE OF BUSINESS

There has been no change in nature of business of the Company during the financial year under review.

9. DIRECTORS AND KEY MANAGERIAL PERSONNEL

Sh. Hulas Mal Surana (DIN: 00142091) a non executive Director of the Company retires at the ensuing Annual General Meeting and being eligible offers himself for re-appointment. The Board recommends his reappointment. A Brief resume of Sh. Hulas Mal Surana proposed to be re-appointed as stipulated under SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 and the Secretarial Standards issued by the Institute of Company Secretaries of India and approved by the Ministry of Corporate Affairs, is provided in notes to the notice forming part of this Annual Report.

10. EXTRACT OF ANNUAL RETURN

The Extract of Annual Return as required under section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014 as amended in Form MGT-9 is annexed herewith for your kind perusal and information. (**Annexure: 1**)

11. NUMBER OF MEETINGS OF BOARD AND BOARD COMMITTEES

Eight meetings of the board were held during the year. Dates on which the board meetings were held are mentioned below:

S. No.	Date of Meeting	Directors eligible to Attend the Meeting	Directors attended the Meeting
1	13.04.2015	3	3
2	25.05.2015	3	2
3	08.07.2015	3	2
4	01.09.2015	3	3
5	12.10.2015	3	2
6	16.11.2015	3	2
7	11.01.2016	3	2
8	31.03.2016	3	3

Committees of the Board

Currently, the board has 4 committees:

1. *Audit Committee*
2. *Nomination & remuneration Committee*
3. *Share Transfer Committee*
4. *Stakeholders Relationship Committee*

12. INTERNAL FINANCIAL CONTROL SYSTEMS AND THEIR ADEQUACY

Your Company has laid down set of standards, processes and structures which enable to implement internal financial control across the organization and ensure that the same are adequate and operating effectively.

13. AUDITORS

(A) STATUTORY AUDITOR'S & AUDITOR'S REPORT

The members had at the 29th Annual General Meeting (AGM) held on 30th September, 2015, approved the appointment of M/s. R. Pugalia & Co., Chartered Accountants, (Firm Registration No. 318188E), as the Statutory Auditors of the Company to hold office for a period of 2 (two) years from the conclusion of the 29th AGM until the conclusion of the AGM to be held for the financial year 2016-17.

Pursuant to Rule 3(7) of the Companies (Audit and Auditors) Rules, 2014, the aforesaid appointment needs to be ratified by the members at the forthcoming Annual General Meeting. Accordingly, the appointment of M/s. R. Pugalia & Co., Chartered Accountants, (Firm Registration No., 318188E) as the Statutory Auditors of the Company to hold office from the conclusion of this meeting until conclusion of the Annual General Meeting to be held for the financial year 2016-17, is sought to be ratified by members at the forthcoming Annual General Meeting. The Board recommends ratification of their appointment.

As required under Section 139 read with section 141 of the Companies Act, 2013, requisite certificates have been received from M/s. R. Pugalia & Co., Chartered Accountants, to the effect that their appointment, if made, will be within the prescribed limits under Section 141 of the Companies Act, 2013.

The Auditor's Report does not contain any qualifications, reservations or adverse remarks. The Report is attached hereto and is self-explanatory requiring no further elucidation.

(B) SECRETARIAL AUDITORS AND SECRETARIAL AUDIT REPORT

The Board has appointed M/s. Shikha Pugalia, Practicing Company Secretary, Kolkata a firm of Company Secretaries in Practice, to conduct Secretarial Audit of the Company for the financial year 2015-16. The Secretarial Audit Report for the financial year ended March 31, 2016 is annexed herewith as "Annexure 3" to this Report.

The Secretarial Auditor have made following observations in their Secretarial Audit Report:

- *The Company has not complied with Section 108 of the Act relating to providing of e-voting facility to shareholders.*

Comments of the Board on the observations made in the Secretarial Audit Report:

Provision of e-voting facility to shareholders: The Company could not provide e-voting facility to the shareholders for the Annual General Meeting held for the year 2014-15 as it was a new assignment for the Company and the Company officials were not accustomed with the procedural formalities related with e-voting.

14. REPORT ON MANAGEMENT DISCUSSION AND ANALYSIS

A Report on Management Discussion and Analysis for the period ended 31st March, 2016, as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has been provided in a separate section and forms part of the Annual Report.

15. PUBLIC DEPOSITS

During the year under review, the Company has not accepted any deposits from public.

16. AUDIT COMMITTEE

The Audit Committee has been formed in compliance with the provisions of Section 177 of the Companies Act, 2013 read with Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015. The Audit Committee as on 31.03.2016 comprised of 3 directors, namely, Sh. Hulas Mal Surana, Sh. Ashok Kumar Maharshi and Sh. Vineet Sethia.

17. VIGIL MECHANISM / WHISTLE BLOWER POLICY

A Vigil Mechanism as per provision of section 177 (9) of Companies Act, 2013 and regulation 22 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 has been established for Directors and Employees to report to the management about suspected or actual frauds, unethical behavior or violation of the Company's code.

18. PARTICULARS OF FRAUDS, IF ANY REPORTED UNDER SUB-SECTION (12) OF SECTION 143 OTHER THAN THOSE WHICH ARE REPORTABLE TO THE CENTRAL GOVERNMENT.

No frauds have been reported under sub-section (12) of Section 143 of the Companies Act, 2013 by the auditors of the Company.

19. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION

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

20. PARTICULARS OF LOANS, GUARANTEES AND INVESTMENTS

The Company has following Loans, Guarantee given and Investments made under section 186 of the Companies Act, 2013 for the financial year ended 31st March 2016:

- **Investments**: As on March 31, 2016, the investments stands in balance sheet at Rs. 34,095,000/-.
- **Loans given**: As on March 31, 2016, the **Long term loan** stands in balance sheet at Rs. 2873,02,193/-.
- **Guarantee given** : The company has not given any guarantee or provide security in connection with a loan to any other body corporate or person;

21. TRANSACTIONS WITH RELATED PARTIES

All contracts/ arrangements/ transactions entered by the Company during the financial year with related parties were on an arm's length basis, in the ordinary course of business and are in compliance with the applicable provisions of the Companies Act, 2013 and the Listing Agreement/ SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. All Related Party Transactions were placed before the Audit Committee for its prior approval. There were no materially significant Related Party Transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons, subsidiaries and associate Companies which may have a potential conflict with the interest of the Company. There are no transactions that are required to be reported in Form AOC-2 hence said form does not form part of this report. However, the details of the transactions with Related Party are provided in the Company's financial statements in accordance with the Accounting Standards.

22. FOREIGN EXCHANGE EARNINGS AND OUTGO

There were no foreign exchange earnings and outgo during the year under review.

23. RISK MANAGEMENT

Risks are events, situations or circumstances which may lead to negative consequences on the Company's businesses. Risk management is a structured approach to manage uncertainty. A formal enterprise wide approach to Risk Management is being adopted by the Company and key risks will now be managed within a unitary framework. As a formal roll-out, all business divisions and corporate functions will embrace Risk Management Policy and Guidelines, and make use of these in their decision making. Key business risks and their mitigation are considered in the annual/strategic business plans and in periodic management reviews. The risk management process in our multi-business, multi-site operations, over the period of time will become embedded into the Company's business systems and processes, such that our responses to risks remain current and dynamic.

24. DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION PROHIBITION AND REDRESSAL) ACT, 2013

The Company is committed to provide a healthy environment and thus does not tolerate any discrimination and/ or harassment in any form. The Company has in place an Anti Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition and Redressal) Act, 2013. Internal complaints Committee has been set up to redress complaints received regarding sexual harassment. All women employees (permanent, contractual, temporary, trainees) are covered under this policy. During the year 2015-16, no complaints were received by the committee.

25. LISTING AT STOCK EXCHANGES

The Equity Shares of Company are listed on "Calcutta Stock Exchange Limited". The Company has paid its Annual Listing Fee to the stock exchange for the financial year 2016-2017. All the records of shares are maintained by R & D Infotech Private Limited, the Registrar and Share Transfer Agent (RTA) of the Company.

26. DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the provisions contained in Section 134(5) of the Companies Act, 2013, it is hereby confirmed that:

- a) in the preparation of the annual accounts for the year ended 31st March, 2016, the applicable Accounting Standards have been followed along with proper explanation relating to material departures;
- b) The Directors have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;
- c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the Directors have prepared the Annual Accounts on a going concern basis;
- e) the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- f) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

27. INDUSTRIAL RELATIONS

During the year under review, the relations between the Management and the workmen were highly cordial. Human resources initiatives such as skill up gradation, training, appropriate reward & recognition systems and productivity improvement were the key focus areas for development of the employees of the Company.

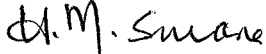
28. INVESTOR RELATIONS


Your Company always endeavors to promptly respond to shareholders' requests/grievances. Each and every issue raised by the shareholders is taken up with utmost priority and every effort is made to resolve the same at the earliest. The Stakeholders Relationship Committee of the Board periodically reviews the status of the redressal of investors' grievances.

29. ACKNOWLEDGEMENT

Your Directors wish to place on record the sincere and dedicated efforts of all the employee of the Company. Your Directors also takes this opportunity to offer their sincere thanks to the Financial Institutions, Banks and other Government Agencies, valued customers and all the stakeholders for their continued support, co-operation and assistance.

**For and on behalf of
KINETIC IMPEX LIMITED**


(HULAS MAL SURANA)
Director
DIN: 00142091
Add.: 10470, Multani Dhanda
Bagichi Alauddin,
Ram Nagar New Delhi 110055


(ASHOK KUMAR MAHARSHI)
Director
DIN: 00519756
Add.: 63, Rama Marg, N.G. Road,
New Delhi – 110015

Date: 05.09.2016
Place: New Delhi

Form AOC-1

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies
(Accounts) Rules, 2014)

**Statement containing salient features of the financial statement of
subsidiaries/associate companies/joint ventures**

Part "A": Subsidiaries

Sl. No.	Particulars	Details
1.	Name of the subsidiary	-
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	-
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	-
4.	Share capital	-
5.	Reserves & surplus	-
6.	Total assets	-
7.	Total Liabilities	-
8.	Investments	-
9.	Turnover	-
10.	Profit before taxation	-
11.	Provision for taxation	-
12.	Profit after taxation	-
13.	Proposed Dividend	-
14.	% of shareholding	-

***Company has no Subsidiaries.**

Notes:

1. Indian rupee equivalents of the figures given in foreign currencies in the accounts of the subsidiary company are based on the exchange rates as on March 31, 2016.
2. The reporting period for all the subsidiaries is March 31, 2016.

Part "B": Associates and Joint Ventures

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

(in Rs.)

1. Name of associates/Joint Ventures		Ashulok Steel Traders Pvt. Ltd.	Dependable Consumable Goods Pvt. Ltd.	High Image Plastic Traders Pvt. Ltd.	Inspiration PVC Compounds Pvt. Ltd.	Ujval Traders Private Limited
2. Latest audited Balance Sheet Date		04.07.2016	06.07.2016	09.07.2016	07.07.2016	08.07.2016
3. Shares of Associate/Joint Ventures held by the company on the year end	No. of shares	21600	16500	12000	12000	36000
	Amount of Investment in Associates/Joint Venture	216000	264000	120000	120000	3,60,000
	Extend of Holding %	24%	24%	24%	24%	24%
4. Description of how there is significant influence		control of more than 20% of total share capital				
5. Reason why the associate/joint venture is not consolidated						
6. Net worth attributable to shareholding as per latest audited Balance Sheet		747073	2137810	2055718	5746223	1287934
7. Profit/Loss for the year		(14101)	(10805)	(11152)	1873387	(13466)
	Considered in Consolidation	(3384)	(2593)	(2676)	449613	(3232)
	Not Considered in Consolidation	(10717)	(8212)	(8476)	1423774	(10234)

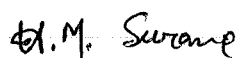
Notes:

1. The reporting period for all the Associates is March 31, 2016.

For and on behalf of the Board of Kinetic Impex Limited



(Ashok Kumar Maharshi)
Director
DIN: 00519756



(Hulas Mal Surana)
Director
DIN: 00142091

Form No. MGT-9

EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON 31ST
MARCH, 2016

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

I. REGISTRATION AND OTHER DETAILS :

CIN	L51909WB1985PLC039455
Registration Date	01/10/1985
Name of the Company	KINETIC IMPEX LTD
Category / Sub-Category of the Company	Public Company
	Limited by shares
	Company having share capital
Address of the Registered office and contact details	22, Ground Floor, 8 Camac Street, Kolkata - 700017 West Bengal
	Telephone : 033-22823851
	Email : kineticimpex1985@gmail.com
Whether listed company	Yes
Name, Address and Contact details of Registrar and Transfer Agent, if any-	M/s R & D Infotech Private Limited, the ("RTA") having their registered office at 1st Floor, 7A, Beltala Road, Kolkata – 700 026

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

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES :

S. NO	Name And Address of The Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	<u>Ashulok Steel Traders Pvt. Ltd.</u> 63, Rama Marg, N.G. Road, New Delhi – 110 015	U51909DL1998PTC092195	Associate	24	2(6) of Companies Act, 2013
2	<u>Dependable Consumable Goods Pvt. Ltd.</u> 132, Savita Vihar, New Delhi – 110 092	U51397DL1998PTC092323	Subsidiary	24	2(6) of Companies Act, 2013
3	<u>High Image Plastic Traders Pvt. Ltd.</u> 10471, Paharganj, Gali No.3, Bagichi Allaudin, New Delhi-55	U51495DL1998PTC092418	Subsidiary	24	2(6) of Companies Act, 2013
4	<u>Inspiration PVC Compounds Pvt. Ltd.</u> 69/5A, Najafgarh Road, New Delhi – 110 015	U05149DL1997PTC091171	Subsidiary	24	2(6) of Companies Act, 2013
5	<u>Ujval Traders Pvt. Ltd.</u> KLJ House, 63, Rama Marg, New Delhi – 110 015	U51495DL1998PTC092781	Subsidiary	24	2(6) of Companies Act, 2013

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 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	
A. Promoters									
(1) Indian									
a) Individual/HUF	0	688100	688100	66.16	0	688100	688100	66.16	0
b) Central Govt	0	0	0	0	0	0	0	0	0
c) State Govt (s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp.	0	100000	100000	9.62	0	100000	100000	9.62	0
e) Banks / FI	0	0	0	0	0	0	0	0	0
f) Any Other....	0	0	0	0	0	0	0	0	0

Sub-total (A) (1):-	0	788100	788100	75.78	0	788100	788100	75.78	0
(2) Foreign									
a) NRIs - Individuals	0	0	0	0	0	0	0	0	0
b) Other – Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corp.	0	0	0	0	0	0	0	0	0
d) Banks / FI	0	0	0	0	0	0	0	0	0
e) Any Other....	0	0	0	0	0	0	0	0	0
Sub-total (A) (2):-	0	0	0	0	0	0	0	0	0
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	0	788100	788100	75.78	0	788100	788100	75.78	0
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks / FI	0	0	0	0	0	0	0	0	0
c) Central Govt	0	0	0	0	0	0	0	0	0
d) State Govt(s)	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIs	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
Sub-total (B)(1):-	0	0	0	0	0	0	0	0	0
2. Non-Institutions				0					
a) Bodies Corp.	0	200000	200000	19.23	0	200000	200000	19.23	0
i) Indian									
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals	0	51900	51900	4.99	0	51900	51900	4.99	0
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh									
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh "	0	0	0	0	0	0	0	0	0
c) Others (specify)	0	0	0	0	0	0	0	0	0
Sub-total (B)(2):-	0	251900	251900	24.22	0	251900	251900	24.22	0
Total Public Shareholding (B)=(B)(1)+(B)(2)	0	251900	251900	24.22	0	251900	251900	24.22	0
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	0	1040000	1040000	100	0	1040000	1040000	100	0

(ii) Shareholding of Promoters

S. No.	Shareholder's Name	Shareholding at beginning of year			Share holding at end of year			% change in share holding during the year
		No. of Shares	% of total Shares of company	% of Shares Pledged/ encumbered to total shares	No. of Shares	% of total Shares of company	% of Shares Pledged / encumbered to total shares	
1	Kanhaiya Lal Jain	152,500	14.66	0	152,500	14.66	0	0.00
2	Sushila Patawari	59,000	5.67	0	59,000	5.67	0	0.00
3	Hemant Jain	157,500	15.14	0	157,500	15.14	0	0.00
4	Kamal Jain	169,400	16.29	0	169,400	16.29	0	0.00
5	Pushp Jain	149,700	14.39	0	149,700	14.39	0	0.00
6	M/s K L J Polymers & Chemicals Ltd.	100,000	9.62	0	100,000	9.62	0	0.00

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

Sl. No.	Name	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
			No. of Shares	% of total Shares of company	No. of Shares	% of total Shares of company

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

Sl. No.	For each of the Top Ten Shareholders	Shareholding at the beginning of the year		Shareholding during the year	
		No. of Shares	% of total Shares of company	No. of Shares	% of total Shares of company
1	M/s Mangalshree Suppliers (P) Ltd.	100,000	9.62	100,000	9.62
2	M/s Siddhishree Vincom (P) Ltd.	100,000	9.62	100,000	9.62
3	Nand Lal Prajapat	-	-	1000	0.09
4	Sangeeta Prajapat	-	-	800	0.07
5	Priya Ranjan Jha	-	-	800	0.07
6	Pradeep Sand	-	-	800	0.07
7	Rakesh Kumar	-	-	800	0.07
8	Ramesh Kumar Yadav	-	-	800	0.07
9	Shankar Lal Sharma	-	-	800	0.07
10	Prakash Chand Sonawat	-	-	800	0.07

(v) Shareholding of Directors and Key Managerial Personnel

Sl. No.	Name	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	Hulas Mal Surana	-	Nil	-	Nil	-
2	Ashok Kumar Maharshi	-	Nil	-	Nil	-
3	Vineet Sethia	-	Nil	-	Nil	-

V. INDEBTEDNESS :

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	0	5739,33,146	0	5739,33,146
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)		5739,33,146	0	5739,33,146
Change in Indebtedness during the financial year				
Addition	0	0	0	0
Reduction	0	5155,01,950	0	5155,01,950
Net Change	0	0	0	0
Indebtedness at the end of the financial year				
i) Principal Amount	0	584,31,196	0	584,31,196
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	584,31,196	0	584,31,196

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL :

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

Sl. no.	Name of MD/WT D/ Manager	Gross salary			Stock Option	Sweat Equity	Commission		Others	Total	Ceiling as per the Act
		(a) Salary as per provision contained in section 17(1) of Income-tax Act, 1961	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	(c) Profits in lieu of salary u/s 17(3) Income-tax Act, 1961			as % of profit	others			

B. Remuneration to other directors

Sl. no.	Name of Directors	Independent Directors			Total (1)	Other Non-Executive Directors			Total (2)	Total (1+2)	Total Managerial Remuneration	Overall Ceiling as per the Act
		Fee for attending board / committee meetings	Commission	Others		Fee for attending board committee meetings	Commission	Others				

C. Remuneration to Key Managerial Personnel Other Than MD/MANAGER/WT D

Sl. No.	Name of Key Managerial Personnel	Gross salary			Stock Option	Sweat Equity	Commission		Others	Total
		(a) Salary as per provision contained in section 17(1) of Income-tax Act, 1961	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	(c) Profits in lieu of salary u/s 17(3) Income-tax Act, 1961			as % of profit	others		
N.A.										

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

There were no penalties, punishments or compounding of offences during the year.

**On behalf of the Board of
Kinetic Impex Limited**

H. M. Surana
(Hulas Mal Surana)
Director
DIN: 00142091

Ashok
(Ashok Kumar Maharshi)
Director
DIN: 00519756

Date: 05.09.2016
Place: New Delhi

SHIKHA PUGALIA

COMPANY SECRETORY

20 ELAKE ROAD

KOLKATA-700029

A Form No. MR-3

FOR THE FINANCIAL YEAR ENDED 31st March, 2016

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

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2016

To
The Members
Kinetic Impex Limited
22, Ground Floor, 8 Camac Street,
Kolkata, West Bengal -700 017

I, Shikha Pugalia, Practicing Company Secretary, have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Kinetic Impex Limited (CIN: L51909WB1985PLC039455) (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

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

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2016 according to the provisions of:

- (i) The Companies Act, 2013 ('the Act') and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under; -
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-



SHIKHA PUGALIA

COMPANY SECRETARY
20 E LAKE ROAD
KOLKATA-700029

- The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
- The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; - Not applicable to the Company during the period of audit
- The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; - Not applicable to the Company during the period of audit
- The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; - Not applicable to the Company during the period of audit
- The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; - Not applicable to the Company during the period of audit and
- The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; - Not applicable to the Company during the period of audit
- Hazardous Wastes (Management, Handling and Transboundary Movement) Rules, 2008 and Environment (Protection) Act, 1986

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India;
- (ii) The Listing Agreements entered into by the Company with the Calcutta Stock Exchange Limited and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations/qualification:

- (i) The Companies Act, 2013 ('the Act') and the rules made there under;
 - *The Company has not complied with Section 108 of the Act relating to providing of e-voting facility to shareholders.*
- (ii) The Listing Agreement and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
 - *The Company has not complied with Clause 35B and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to providing e-voting facility to the shareholders and*

I further report that:

The Board of Directors of the Company is duly constituted.



SHIKHA PUGALIA

COMPANY SECRETARY
20 E LAKE ROAD
KOLKATA-700029

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

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

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

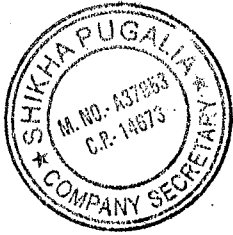
Shikha Pugalia

(Shikha Pugalia)

Practicing Company Secretary

ACS No.: 37953

C P No.: 14673



Date: 05.09.2016

Place: Kolkata

MANAGEMENT DISCUSSION AND ANALYSIS REPORT FOR THE YEAR 2015-16

INDIAN ECONOMY

During the financial year 2015-16, India remained steady on its growth trajectory backed by stable domestic consumption and increased government push towards reviving the economy. The investment activity is likely to pick up, led by Government efforts to boost investment in infrastructure, particularly roads, railways and urban infrastructure. The Governments' commitment to stick to the fiscal discipline (3.5% in FY 2017) in the Union Budget 2016-17 created space for the RBI to cut interest rates further. The Reserve Bank of India opted to cut the repo rate by 75 basis points during the year. Key macroeconomic parameters like inflation, fiscal deficit and current account balance have exhibited distinct signs of improvement during the fiscal. The FY 2017 estimates are also realistic, with growth in tax revenues estimated in line with expected growth. Foreign investors would also be enthused by the various measures announced to eliminate tax distortions and improving ease of doing business.

However, exports remained muted due to global slowdown. The rupee continued to show resilience as compared to the currencies of other emerging markets economies. India has been one of the key beneficiaries from the fall in the commodity prices, especially crude oil, resulting in moderate trade and current account deficits. As per the Central Statistics Organization and International Monetary Fund (IMF), India has emerged as the fastest growing major economy in the world. According to the Economic Survey 2015-16, the Indian economy will continue to grow at more than 7 per cent in 2016-17.

DISCUSSIONS ON FINANCIAL RESULTS

<i>Particulars</i>	<i>Fiscal Year 2016</i>		<i>Fiscal Year 2015</i>		<i>% growth</i>
	<i>in Rs.</i>	<i>% of Revenue</i>	<i>in Rs.</i>	<i>% of Revenue</i>	
Revenue from Operations & other income	1028,98,110	100	95,970,856	100	7.21
Employee benefits expenses	9,20,899	0.89	1,063,532	1.10	(13.41)
Operational & Other expenses	2,52,836	0.24	497,314	0.51	(49.15)
Earning Before interest, tax, depreciation and amortization (EBITDA)	101,725,354	98.8	94,414,486	98.3	7.74
Finance cost	87,189,390	84.73	73,865,043	76.96	18.03
Depreciation & amortization expenses	979	0.0009	4,476	0.004	(78.12)
Profit before tax	14,534,985	14.1	20,544,967	21.4	(29.25)
Tax Expense	3,165,586	3.07	3,914,682	4.07	(19.13)
Profit for the year (PAT)	11,369,399	11.04	16,630,285	17.32	(31.63)

Analysis of Profit Growth

The growth in Profit in fiscal 2016 was higher than that of fiscal primarily. Our Company records a growth of 7.21% in profit from the last fiscal. Our Company's Profit after Tax shows a negative move.

Earnings before interest, tax, depreciation and amortization (EBITDA)

EBITDA in fiscal 2016 is Rs. 101,725,354/- (Rs. 94,414,486/- in fiscal 2015). There is an increase of 7.74% in EBITDA as a percentage of revenue.

Depreciation and amortization

Depreciation and amortization decreased by 78.12% from Rs. 4,476/- in fiscal 2015 to Rs. 979/- in fiscal 2016. The increase was spread across all asset groups, mainly attributable to computers, furniture and fixtures, freehold buildings and leasehold improvement.

Profit before tax (PBT)

PBT in fiscal 2016 is Rs. **14,534,985/-** (Rs. **20,544,967/-** in fiscal 2015). As a percentage of revenue, PBT decrease from 21.4% in fiscal 2015 to 14.1% in fiscal 2016. The decrease of 7.3% is mainly due to (1) decrease in EBITDA, and (2) increase in other income

Tax expense

Tax expense decreased from Rs. 3,914,682/- in fiscal 2015 to Rs. 3,165,586/- in fiscal 2016. As a percentage of revenue, it decreased from 4.07% in fiscal 2015 to 3.07% in fiscal 2016. The decrease in terms of revenue is attributable to decrease in PAT.

Profit after tax (PAT)

The Net Profit was Rs. **11,369,399/-** in fiscal 2016 (**11.04%** of revenue) as compared to Rs. **16,630,285/-** in fiscal 2015 (**17.32%** of revenue). The decrease of 28.36% in terms of revenue is attributable to decrease in PBT.

HUMAN RESOURCE DEVELOPMENT AND INDUSTRIAL RELATIONS:

The Company's Human Resources philosophy is to establish and build a strong performance and competency driven culture with greater sense of accountability and responsibility. The Company considers employees to be the most valuable assets and thus stresses on the importance of employee satisfaction. The hierarchical structure at the Company is kept flat to ensure easy communication between all levels of employees. The Company believes that taking care of human resource is just another way of taking care of business.

Participation by personnel in the working of the Company at all levels is highly encouraged. As the Company is growing fast, staffing is being boosted at all levels of the Company to make an efficient and competitive Executive team.

INTERNAL CONTROL SYSTEM:

The Company ensures existence of adequate internal Control through documented Policy & Procedures to be followed by executives at various levels in the organization, while operating managers ensure compliance within their areas.

The framework of internal control systems comprises the well-defined organization structure, authority levels, guidelines/procedures and management reviews. The extensive programs of budgetary control and regular MIS

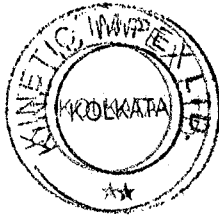
supplement the internal control system. The Audit Committee of the Board regularly reviews and discusses with the Auditors and the Management regarding issues rose in the Audit Reports and all financial matters. It reinforces the impact of internal controls in the Company.

CAUTIONARY STATEMENT:

Statements in the "Management Discussion and Analysis" describing the Company's objectives, expectations or predictions may be forward looking within the meaning of applicable laws or regulations. These Statements are based on certain assumptions and expectations of future events. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include changes in Government regulations, tax regimes, economic developments and other factors such as litigation.

For and on behalf of
KINETIC IMPEX LIMITED

H. M. Surana
(HULAS MAL SURANA)
Director
DIN: 00142091



AK
(ASHOK KUMAR MAHARSHI)
Director
DIN: 00519756

Date: 05.09.2016
Place: New Delhi