

❖ About

BCL Enterprises Limited

The Company was incorporated with name “Balaji Commercial Limited” and the Certificate of Incorporation was granted by the Registrar of Companies, NCT of Delhi & Haryana on 22nd July, 1985 vide registration No. 021467. The Company obtained its Certificate for Commencement of Business from the Registrar of Companies, NCT of Delhi & Haryana on 12th August, 1985. The Corporate Identification Number of the Company is L26102DL1985PLC021467. However, the name of the Company was changed to BCL Enterprises Limited with effect from 24th December 2013.

BCL Enterprises Limited is a Non Banking Financial Company (NBFC) under the Category B (NBFCs not accepting Public Deposits). The Company obtained its Certificate of Registration from RBI to carry on the business of non –banking financial institution on 28th February, 2000. The Registration No. of the Company with RBI is 14.01006. At present, the Company is carrying on activities of NBFC’s. The main business of the Company is to carry on the business of financiers (not amounting to banking business) by way of lending and advancing money to industrials, commercials and other enterprises.

The shares of the Company are listed at the **BSE Ltd** and **Metropolitan Stock Exchange of India Ltd.** (formerly known as MCX Stock Exchange Limited). Earlier the Company got its shares listed with Delhi Stock Exchange Limited in the year 1990 when it came with Initial Public Offer inviting public to subscribe for its shares. The IPO of the Company was successful. Further Company got its shares listed with Metropolitan Stock Exchange of India Ltd. (formerly known as MCX Stock Exchange Limited) w.e.f to 5th January, 2015. And now the company got its shares listed with **BSE Ltd** w.e.f to 4th February 2016.

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CORPORATE INFORMATION

Registered Office	:	BCL Enterprises Limited 510, Arunachal Building, 19 Barakhamba Road, New Delhi -110001 Tel: 011 – 23320370/ 71
Corporate Identification Number	:	L26102DL1985PLC021467
E-Mail	:	bclenterprisesltd.com
Website	:	www.bclenterprisesltd.com
Registrar of Companies	:	NCT of Delhi & Haryana 4 th Floor, IFCI Tower,61, Nehru Place, New Delhi-110019
Stock Exchange where Company is Listed	:	BSE Limited PJ Towers, Dalal Street Mumbai – 400001 Metropolitan Stock Exchange of India Ltd. (formerly known as MCX Stock Exchange Limited), 04 th Floor, Vibgyor Tower, Plot No. C 62, G Block, Opposite Trident Hotel, Bandra Kurla Complex, Bandra (E), Mumbai-400098
Registrar and Transfer Agent	:	M/s MAS Services Limited T-24, 34, IInd Floor, Block T, Okhla Industrial Area II, New Delhi -110020
Auditors to the Company	:	M/s Krishan Rakesh & Co. Chartered Accountants 143, Kohat Enclave, 2 nd Floor, Pitampura, New Delhi -110034
Bankers to the Company	:	Axis Bank Limited, DB Gupta Road, New Delhi-110005
Compliance Officer	:	Anuj Rastogi Company Secretary Contact No.: 9717810959 E-Mail ID: csanujrastogi@gmail.com

NOTICE OF 31st ANNUAL GENERAL MEETING

Notice is hereby given that the 31st Annual General Meeting of the Members of **BCL Enterprises Limited** will be held on Thursday, 15th September, 2016, at 10:00 A.M at Terrace, Arunachal Building, 19 Barakhamba Road, New Delhi-110001 to transact the following businesses:

Ordinary Business

1. To receive consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2016 the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mrs. Sangita (DIN:06957418), who retires by rotation in terms of section 152(6) of the Companies Act 2013 and being eligible, offers herself for re-appointment.
3. Ratification of Appointment of M/s. Krishan Rakesh & Co., [FRN NO. 009088N] Chartered Accountants, as Statutory Auditors of the Company and to fix their remuneration as may be mutually agreed between the Board of Directors of the company and the Auditors.

Special Business

4. CONTRIBUTION TO CHARITABLE INSITUION & FUNDS.

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 181 of the Companies Act, 2013 and other provisions, if any, of the Companies Act, 2013 or rules made there-under, subject to the consent of the members of the Company, the approval of board members be and is hereby accorded to contribute, donate, subscribe or otherwise provide assistance from time to time to any charitable, public, social, benevolent or general fund, society, association, institutions, trust, organization, relating/ not relating to the business of the Company or the welfare of its employees, for taking up any programme, activities of social, cultural, educational, economic, rural development of people at large and/or incur any expenditure on their behalf, up to an amount not exceeding Rs. 10,00,000/- (Rupees Ten Lakhs Only) during any Financial Year of the Company” notwithstanding the fact that said amount may exceed 5% of the Company's average net profit for the three immediately preceding financial years.

**By the order of the Board
For BCL Enterprises Limited**

**Sd/-
Anuj Rastogi
(Company Secretary)
Membership No. 36976**

Date: 12.08.2016
Place: New Delhi

NOTES:

1. The Statement pursuant to Section 102 of the Companies Act, 2013 relating to the Special Business to be transacted at the meeting is annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (THE MEETING) IS ENTITLED TO APPOINT PROXY/PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY. THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXY IN ORDER TO BE EFFECTIVE MUST BE DEPOSITED WITH THE COMPANY AT ITS REGISTERED OFFICE NOT LESS THAN 48 HOURS BEFORE THE SCHEDULED TIME OF THE MEETING**

In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder. A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in aggregate not more than ten percent of the total share capital of the Company.

PROXIES SUBMITTED ON BEHALF OF THE COMPANIES, SOCIETIES, ETC., MUST BE SUPPORTED BY AN APPROPRIATE RESOLUTION / AUTHORITY, AS APPLICABLE. An incomplete proxy form or proxy form received beyond time limit is liable to be rejected. A proxy form is enclosed.

3. Members/Proxies should bring the Attendance Slip duly filled in for attending the meeting along with their copy of Annual Report. No extra attendance slip and/or Annual Report will be provided at the venue of the Annual General Meeting. Also, Route map to the venue of meeting is enclosed.
4. Corporate Members intending to send their authorized representative(s) are requested to send a duly certified copy of the Board Resolution authorizing their representative to attend and vote at the Annual General Meeting.
5. Proxies shall be made available for inspection during the period beginning twenty-four hours before the time fixed for the commencement of the Meeting and ending with the conclusion of the meeting.
6. Pursuant to section 91 of the Companies Act, 2013, the register of members and the share transfer books of the Company will remain closed from Friday, 9th September, 2016 and Thursday, 15th September, 2016 (both days inclusive) for the purpose of Annual General Meeting.
7. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company M/s. MAS Services Limited.
8. The Company is providing facility of REMOTE E-VOTING and the business may be transacted through such voting. Details instructions are provided in the notice itself.
9. The facility for voting through Ballot paper shall also be made available at the meeting and members attending the meeting who have not already cast their vote by remote e-voting shall be able to exercise their right at the meeting.
10. The members who have cast their vote by remote e-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again
11. The ISIN of the Equity Shares of Rs.10/- each is INE368E01015.
12. Electronic copy of the Notice of Annual General Meeting and Annual Report 2015-16 is being sent to all the members whose email IDs are registered with the Company/Depositories for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copy of the Notice of Annual General Meeting and Annual Report 2015-16 is being sent in the permitted mode.

13. All the material documents, Resolutions, Memorandum and Articles of Association of the Company etc. are open for inspection to the members during the office hour of all working day till the conclusion of the Annual General Meeting at the registered office of the Company.
14. Members are requested to notify change in address, if any, to the Company quoting their Folio Numbers, Name and number of share held by them etc.
15. Members are requested to register their e-mail addresses with the Company or depository for receiving communications including Annual Reports, Notices and Circulars etc. by the Company electronically.
16. For security reasons, no article/baggage will be allowed at the venue of the meeting.
17. Members who hold shares in dematerialized form are requested to write their Client ID and DP ID Numbers and those who hold shares in physical form are requested to write their Folio Number in the Attendance Slip for attending the Meeting.
18. All documents referred to in accompanying Notice and Explanatory Statement shall be open for inspection by members and shall be available at the registered office of the Company on all working days during business hours from the date of this Notice up to the date of AGM.
19. The persons who have acquired shares and become members of the Company after the dispatch of notice and holding shares as on the cut-off date i.e, 8th September, 2016, then the member may obtain Login ID and other e-Voting related details from the Company.
20. Only bonafide members of the Company whose names appear on the Register of Members/Proxy holders, in possession of valid attendance slips duly filled and signed will be permitted to attend the meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the meeting.

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

Item No. 4:

CONTRIBUTION TO CHARITABLE FUNDS AND INSITUION

As per the provisions of Section 181 of the Companies Act, 2013, the Board of Directors of a Public Company shall not, except with the consent of the members in general meeting, contribute, after the commencement of the Act, to charitable and other funds not directly relating to the business of the Company or the welfare of its employees, any amounts the aggregate of which will, in any financial year, exceed five per cent, of its average net profit for the three immediately preceding financial years.

As the Company wants to make the contribution of more than five per cent, of its average net profit, approval of the shareholders pursuant to Section 181 of the Companies Act, 2013 is required to make such donation as proposed in the resolutions.

Accordingly, the ordinary resolution as set out in the notice is being put for approval of the shareholder.

None of the Directors, Key Managerial Personnel of Company and their relatives are concerned or interested in the said resolution. The Board of Directors recommends the resolution for your approval.

Additional information in respect of directors recommended for appointment / re-appointment as required under Regulation 36 (3) of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015

Brief Profile:

Mrs. Sangita

Mrs. Sangita has been working in various social fields for a long time. She possesses good management techniques and rich experience. She is competent and capable to hold the current position and provide valuable services to the Company and the work execution in a balanced manner. She possesses broad vision that shall be helpful for the Company to emerge more strongly.

Name	Mrs Sangita
Age	47 years
Name of the listed companies in which the person also holds Directorship and Membership of Committees of the board	Nil
Shareholding in the Company	Nil

E-Voting Instructions

Dear Member,

Sub: Voting through electronic means

Pursuant to the provision of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014 and Regulation 44 of SEBI (Listing Obligation and Disclosure Requirement) 2015, BCL Enterprises Limited ("the Company") is offering e-Voting facility to its members in respect of the business to be transacted at the Annual General Meeting scheduled to be held on Thursday, the 15th September, 2016 at 10:00 A.M.

The Company has engaged the services of National Securities Depository Limited (NSDL) as the Authorized Agency to provide e-Voting facilities. The e-Voting particulars are set out below:

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

- β Commencement of e-Voting: 12th September, 2016 at 9:00 A.M.
- β End of e-Voting: 14th September, 2016 till 5:00 P.M.
- β The cut-off date for the purpose of e-Voting is 8th September 2016

Please read the instructions printed overleaf before exercising the vote. This Communication forms an internal part of the Notice dated 12th August, 2016 for the Annual General Meeting scheduled to be held on 15th September, 2016. The Notice of the Annual General Meeting and this communication will also be available on the website of the Company.

Voting through electronic means

- i. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.

- ii. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- iii. The remote e-voting period commences on 12th September, 2016 (9:00 am) and ends on 14th September, 2016 (5:00 pm). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 8th September, 2016, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- iv. The process and manner for remote e-voting are as under:
 - A.** In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/Depository Participants(s)] :
 - (i) Open email and open PDF file viz; "remote e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.
 - (ii) Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com>
 - (iii) Click on Shareholder – Login
 - (iv) Put user ID and password as initial password/PIN noted in step (i) above. Click Login.
 - (v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
 - (vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
 - (vii) Select "EVEN" of " BCL Enterprises Limited"
 - (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 voted on the resolution, you will not be allowed to 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 etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote to the Scrutinizer through e-mail to jacs.sharma@gmail.com with a copy marked to evoting@nsdl.co.in
 - B.** In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy] :
 - (i) Initial password is provided as below/at the bottom of the Attendance Slip for the AGM :

<u>EVEN (Remote e-voting Event Number)</u>	<u>USER ID</u>	<u>PASSWORD/PIN</u>

- (ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.

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- i. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.
- ii. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.
- iii. 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).
- iv. 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 8th September, 2016.
- v. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 8th September, 2016, may obtain login ID and password by sending a request at evoting@nsdl.co.in or bclenterprisesltd@gmail.com.

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 or contact NSDL at the following toll free no.: 1800-222-990.

- vi. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- vii. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
- viii. Ms. Jayanti Sharma (Membership No. 22180) on behalf of M/s. Grover Ahuja & Associates, Company Secretaries has been appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- ix. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of Ballot Paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- x. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- xi. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the stock exchange.

**By the order of the Board
For BCL Enterprises Limited**

**Sd/-
Anuj Rastogi
(Company Secretary)
Membership No. 36976**

Date: 12.08.2016
Place: New Delhi

DIRECTORS' REPORT

The Members

BCL Enterprises Limited,

The Board of Directors hereby presents its 31st Directors' report on the business and operations of the Company, along with the Audited Financial Statements for the financial year ended 31st March, 2016.

1. BACKGROUND

The Company is a Non Deposit Accepting Non Banking Finance Company ("NBFC") registered with Reserve Bank of India ("RBI"), holding a Certificate of Registration No (B-14.01006).

2. STATE OF COMPANY'S AFFAIR

With the expected positive momentum in the Indian economy, the Company is focused on growth and achieving profitability along with a renewed commitment to enhance quality and customer service and to reduce costs. Innovations, investment and positive modifications are expected in the near future, boosting the Company's revenues. Together with forward looking strategy, the Company is also focusing extensively on expanding the business and operational improvements through various strategic projects for operational excellence and cost cutting initiatives.

3. FINANCIAL HIGHLIGHTS

During the year under review, the revenue reported for the current year was Rs. 254 Lac as compared to Rs. 50 Lac in the previous year; the ultimate increase in revenue of 408%. During the reporting period Company has incurred loss of Rs. 11 Lacs as compared to Profit before tax of Rs. 14 Lac in the previous year.

4. FINANCIAL RESULTS

The Company's financial results are as under:

(Rs In Lac)

Particulars	For The Year Ended	
	31 st March 2016	31 st March 2015
Total Revenue (I)	254	50
Total Expenses (II)	266	36
Profit /Loss Before Tax & Extraordinary Item	(11)	14
Tax Expenses		
- Current Tax	-	(5.05)
- Deferred Tax	0.48	(0.72)
- Income Tax Earlier Year	(0.03)	-

Profit After Tax	(10.67)	8.24
Profit/(Loss) transferred to Balance Sheet	(7)	6.80
Earning Per Share	(0.12)	0.12

5. TRANSFER TO RESERVES

As the Company has incurred loss during the Financial Year no profits was transferred to Statutory Reserve Account for the financial year ended 31st March, 2016.

6. LISTING AT BSE LIMITED

The Management of the Company please to inform its stakeholders that during the year, the Equity Shares of the Company got listed on BSE Limitedw .e .f. February 4, 2016. BSE Limited is the world's 5th most active Stock Exchange in terms of number of transactions handled through its electronic trading system.

Listing on BSE provides a continuing liquidity to the shareholders of the listed entity. This in turn helps broaden the shareholder base. Companies listed on BSE generally find that the market perception of their financial and business strength is enhanced.

7. DIVIDEND

During the Year 2015-16, the Company has incurred a loss on account of hefty Direct Listing fee payment Listing. Therefore, Company does not recommend any dividend to its shareholder for the FY 2015-16.

8. BUSINESS RISK MANAGEMENT

Risk Management is an integral part of the Company's business strategy. The Risk Management oversight structure includes Committees of the Board and Senior Management Committees. The Audit Committee of the Board reviews compliance with risk policies, monitors risk tolerance limits, reviews and analyzes risk exposure related to specific issues and provides oversight of risk across the organization. The Audit Committee nurtures a healthy and independent risk management function to inculcate a strong risk management culture in the Company.

As part of the Risk Management framework, the management of Credit Risk, Market Risk, Operational Risk and Fraud Risk are placed under the Head-Risk, to ensure Integrated Risk Management for various Risks.

9. INTERNAL FINANCIAL CONTROL

The Company's internal control system is designed to ensure operational efficiency, protection and conservation of resources, accuracy and promptness in financial reporting and compliance with laws and regulations. The internal control system is supported by an internal audit process for reviewing the adequacy and efficacy of the Company's internal controls, including its systems and processes and compliance with regulations and procedures.

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Further, pursuant to Section 138 of the Companies Act, 2013 and the Companies (Accounts) Rules, 2014 M/s Ghanshyam Gupta & Co., Chartered Accountant, is the Internal auditor of the Company who submit his report on the internal processes and control to the Audit Committee of the Board

10. VIGIL MECHANISM / WHISTLE BLOWER POLICY

Pursuant to Section 177 of the Companies Act 2013, every listed company shall establish a Vigil Mechanism/Whistle Blower Policy for directors and employees to review the matters relating to fraud risk, including corrective and remedial actions as regard people and processes, the Company has formulated a vigil mechanism policy which shall also safeguard the directors and employees from victimization who report their genuine concern relating to actual or suspected fraud, unethical behaviour, violation of the Company's Code of Conduct or Ethical Policies, and any other event which would adversely affect the interests of the business of the Company and which is under direct control of the Audit Committee of the Company. The said policy has also posted on the website of the Company.

11. HUMAN RESOURCES

The Company recognizes people as its most valuable asset and it has built an open, transparent and meritocratic culture to nurture this asset. The Company has kept a sharp focus on Employee Engagement. The Company's Human Resources is commensurate with the size, nature and operations of the Company.

12. DEPOSITS FROM PUBLIC

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

13. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL (KMP) APPOINTED / RESIGNED DURING THE YEAR

During the Year under review, the following changes occurred in the position of Directors/KMPs of the Company

LIST OF DIRECTORS AS ON 31ST MARCH 2016

S. No.	Name	Designation	Date of Appointment	Changes during the year
1.	Mahendra Kumar Sharda	Managing Director	09/05/1993	-
2.	Umesh Kumar	Independent Director	28/08/1992	-
3.	Sangita	Director	26/08/2014	Proposed to be re-appointed as Non Executive Director liable to retire by rotation in the ensuring AGM
4.	Jeevan Singh Rana	Independent Director	17/04/2015	-
5.	Sushil Kumar Sharda	Director	28/08/1992	-

LIST OF KEY MANAGERIAL PERSONNEL (KMP) AS ON 31ST MARCH 2016

S. No.	Name	Designation	Date of Appointment	Changes during the year
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BCL Enterprises Limited

1	Mahendra Kumar Sharda	Managing Director	09/05/1993	-
2.	Kishore Kargeti	Chief Financial Officer	19/03/2015	-
3.	Anuj Rastogi	Company Secretary and Compliance Officer	24/09/2014	-

14. BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligation & Disclosures Requirement) 2015, a structured questionnaire was prepared after taking into consideration of the various aspects of the Board & its Committees, execution and performance of specific roles, duties, obligations and governance. The performance evaluation of Committees, Executive Directors, Non-Executive Directors and Independent Directors was completed. The Performance evaluation of the Chairman, Non-Executive Directors & Board as a whole was carried out by the Independent Directors.

The Board of Directors expressed their satisfaction with the evaluation process. Directors of the Company has carried their own performance evaluation too known as "Self Assessment".

15. MEETINGS HELD DURING THE YEAR

The agenda and Notice for the Meetings is prepared and circulated in advance to the Directors. During the year under review, 7 (seven) Board Meetings, 2 (Two) Nomination & Remuneration Committee Meetings, 5 (Five) Audit Committee Meetings, 1 (one) Independent Directors meeting and 1 (one) Extra Ordinary General Meeting were convened and held. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

16. COMPOSITION COMMITTEES OF THE BOARD AS ON 31ST MARCH 2016:

a) AUDIT COMMITTEE: The composition of audit committee of the Company is as follow:

S. No.	Name of Member	Designation
1.	Jeevan Singh Rana	Chairman
2.	Ms. Sangita	Member
3.	Jmesh Kumar	Member

The Board has accepted all the recommendations proposed by audit committee during the financial year.

b) NOMINATION AND REMUNERATION COMMITTEE:

S. No.	Name of Member	Designation
1.	Umesh Kumar	Chairman
2.	Jeevan Singh Rana	Member
3.	Sangita	Member

c) SHAREHOLDER GRIEVANCE COMMITTEE:

S. No.	Name of Member	Designation
1.	Umesh Kumar	Chairman
2.	Mahendra Kumar Sharda	Member
3.	Jeevan Singh Rana	Member

17. PARTICULARS OF EMPLOYEES

The information as per Section 197 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is as under:

- (i). The ratio of remuneration of each director to the median remuneration of the employees of the employees of the Company for the financial year 2015-16:

S. No.	Directors	Ratio to median remuneration
1	Mr. Mahendra Kumar Sharda	NIL
2	Mr. Sushil Kumar Sharda	NIL
3	Mr. Umesh Kumar	NIL
4	Mrs. Sangita	NIL
5	Mr. Jeevan Singh Rana	NIL

- (ii). There has been **no percentage increase** in the remuneration of any Director, Chief Financial Officer, Chief Executive Officer, and Company Secretary in the financial year 2015-16.

- (iii). There has been **3.07% increase** in the median remuneration of employees in the financial year 2015-16.

- (iv). As of 31st March, 2016, the total no of permanent employees on the rolls of the Company: **06**

- (v). There has been **no average percentile increase** in the salaries of the Company's employees in the financial year 2015-16. The total remuneration to employees for the Financial Year 2015-16 was Rs. 12,88,180/- as compared to Rs. 11,83,220/- in the Financial Year 2014-15.

- (vi). The Company affirms that remuneration given is as per the remuneration policy of the Company.

However, as per the provisions of Section 136 of the Act, the Report and Accounts are being sent to all the members excluding the information on particulars of employees, which is available for inspection by the

members at the Registered Office of the Company during business hours on working days of the Company up to the date of the ensuing Annual General Meeting.

18. DISCLOSURE UNDER RULE 5(2)&(3) OF THE COMPANIES (APPOINTMENT AND REMUNERATION), RULES, 2014

No directors/employees of the Company was in receipt of amount exceeding a salary of Rs. 8,50,000/-per month or Rs. 1,02,00,000/- per annum or more when employed for whole of the year, under the provisions of Rule 5 (2) & (3) of The Companies (Appointment And Remuneration) Rules, 2014.

19. PARTICULARS OF CONTRACT OR ARRANGEMENT WITH RELATED PARTIES U/S 188(1)

The particulars of every contract or arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto shall be disclosed in Form No. AOC -2 is attached as “Annexure A”.

20. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF COMPANIES ACT, 2013

Pursuant to Section 186(11) of the Companies Act, 2013, disclosure under Section 134(3) (g) of the Companies Act, 2013 is not applicable on the Company.

21. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS

There were no such orders passed against the company during the year

22. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

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

23. CHANGE IN THE NATURE OF BUSINESS

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

24. STATUTORY AUDITORS

Pursuant to the provisions of Section 139 of the Act and the rules framed there under, M/s. Krishan Rakesh & Co., [FRN NO. 009088N]., Chartered Accountants, were appointed as statutory auditors of the Company from the conclusion of the annual general meeting (AGM) of the Company held on September 30, 2015 till the conclusion of next sixth Annual General Meeting, subject to ratification of their appointment at every AGM. The Board of Directors has sought for ratification of appointment from the members of the Company.

25. STATUTORY AUDITORS REPORT

The observation made by the Auditors are self-explanatory and do not require any further clarifications. The Statutory Auditors have not reported any incident of fraud to the Audit Committee of the Company in the year under review.

26. SECRETARIAL AUDIT

M/s. Grover Ahuja & Associates, Practicing Company Secretary were appointed to conduct the secretarial audit of the Company for the Financial Year 2015-16, as required under Section 204 of the Companies Act, 2013 and rules made there under. The Secretarial Audit Report for the Financial Year 2015-16 forms part of the Annual Report as **Annexure B** to the Board's Report. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

27. SECRETARIAL AUDIT REPORT

The Secretarial Auditor remarks are self-explanatory and do not require any clarification from the Board except the following:

Remark: As per RBI Circular No. DNBR(PD).CC.No 019/03.10.01/2014-15, dated February 6, 2015, all NBFCs, being credit institutions, are directed to become member of all four Credit Information Companies (CIC) as in existence at present. The Company has not attained membership with any of the CIC during the period under review.

Board Clarification: The Board assures that the Company will comply with all the provisions of the Non-Banking Financial Companies Prudential Norms.

28. EXTRACT OF ANNUAL RETURN

The details forming part of the extract of Annual Return in form MGT-9 as required under Section 92 of the Companies Act, 2013 is included in this report as **Annexure C** and forms integral part of this report.

29. REPORT UNDER THE PREVENTION OF SEXUAL HARASSMENT ACT, 2013

The Board confirms that there were no complaints/cases have been filed pending with the company reported under the Prevention of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 during the financial year 2015-2016.

30. DETAILS OF SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

During the year under review, BCL Developers Limited and Paavak Infrastructures Limited ceased to be subsidiaries of the Company.

The Company has eight (8) Subsidiaries as on date detailed as under:

S. No.	Name of the Company	Relationship	Shareholding
1	Elma Info services Private Limited	Wholly Owned Subsidiaries	100000
2	Figg Infrastructure Limited	Wholly Owned Subsidiaries	500000
3	Trevalnfotech Limited	Wholly Owned Subsidiaries	500000
4	DH Impex Limited	Subsidiaries(51% ABOVE)	2600000
5	M A Marker Services Private Limited	Subsidiaries(51% ABOVE)	1250000
6	Psav Marketing Limited	Subsidiaries(51% ABOVE)	255000
7	Quad Infratech Limited	Subsidiaries(51% ABOVE)	500000
8	Sri Krishna Agro enterprises limited	Subsidiaries(51% ABOVE)	260000

The disclosure of particulars with respect to information related to performance and financial position of the Associate Companies subject to Rule 8(1) of Companies (Accounts) Rules, 2014 shall be disclosed in Form No. AOC -1 is attached as “Annexure D”.

Further no Company has become/ceased to be a joint venture or associates during the financial year 2015-16.

31. CORPORATE SOCIAL RESPONSIBILITY (CSR)

The disclosures as per Rule 9 of Companies (Corporate Social Responsibility Policy) Rules, 2014 is not applicable as Company is not covered under the criteria mentioned in Section 135(1) of Companies Act, 2013.

32. CORPORATE GOVERNANCE

Disclosure related to corporate governance during the financial year under _Regulations 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27 of the SEBI (Listing Regulations and Disclosure Obligations Requirements) Regulations, 2015 are not applicable to the Company.

33. ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

In view of the nature of the activities carried out by the Company, Section 134(3) (m) of the Companies Act, 2013, read with Companies (Accounts) Rules, 2014 relating to conservation of energy and technology absorption, are not applicable to the Company. During the year under review, the Company had no earnings and expenditure in foreign exchange.

34. DIRECTORS RESPONSIBILITY STATEMENT

Pursuant to Section 134 (3)(c) of the Companies Act, 2013 and subject to disclosures in the Annual accounts your Directors' state as under:

- a.) that in the preparation of the annual accounts for the year ended March 31, 2016, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- b.) that the directors have selected such accounting policies and applied them consistently and made judgement 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 ended March 31, 2016 and of the profit and loss of the Company for that period;
- c.) that the directors have taken 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.) that the directors have prepared the annual accounts on a going concern basis;
- e.) that the directors, had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively;
- f.) that the directors had devised proper systems to ensure compliance with the provisions of all applicable laws were in place and that such systems were adequate and operating effectively.

35. ACKNOWLEDGMENT AND APPRECIATION

The Directors gratefully acknowledge all stakeholders of the Company viz. financial institutions, Government Authorities, customers, members, dealers, vendors, banks and other business partners for the excellent support received from them during the year. The Directors place on record their sincere appreciation to all employees, executives, staff and workers of the Company for their unstinted commitment and continued contribution to the Company.

**By the order of the Board
For BCL Enterprises Limited**

Sd/-
Sushil Kumar Sharda
(Director)
DIN: 00303835
Address: 510, Arunachal Building 19
Barakhamba Road, New Delhi- 110001

Sd/-
Mahendra Kumar Sharda
(Managing Director)
DIN:00053042
Address: 510, Arunachal Building 19
Barakhamba Road, New Delhi- 110001

Date: 12.08.2016
Place: New Delhi

FORM NO. AOC.2

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso thereto

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

1. Details of contracts or arrangements or transactions not at arm's length basis

- (a) Name(s) of the related party and nature of relationship
- (b) Nature of contracts/arrangements/transactions
- (c) Duration of the contracts/arrangements/transactions
- (d) Salient terms of the contracts or arrangements or transactions including the value, if any
- (e) Justification for entering into such contracts or arrangements or transactions
- (f) Date(s) of approval by the Board
- (g) Amount paid as advances, if any:
- (h) Date on which the special resolution was passed in general meeting as required under first proviso to section 188

2. Details of material contracts or arrangement or transactions at arm's length basis: as table given below:

S. No.	Particulars	Details
a)	Name(s) of the related party and nature of relationship	Mahendra Kumar Sharda(HUF) Mahendra Kumar Sharda Managing Director of the Company is Karta of Mahendra Kumar Sharda(HUF)
b)	Nature of contracts/arrangements/transactions	Leasing of Property
c)	Duration of the contracts / arrangements/transaction	5 years
d)	Salient terms of the contracts or arrangements or transactions including the value, if any	2.16 Lacs p.a.

BCL Enterprises Limited

e)	Date(s) of approval by the Board, if any	01.01.2014
f)	Amount paid as advances, if any	No

**By the order of the Board
For BCL Enterprises Limited**

Sd/-
Sushil Kumar Sharda
(Director)
DIN: 00303835
Address: 510, Arunachal Building 19
Barakhamba Road, New Delhi- 110001

Sd/-
Mahendra Kumar Sharda
(Managing Director)
DIN:00053042
Address: 510, Arunachal Building 19
Barakhamba Road, New Delhi- 110001

Date: 12.08.2016
Place: New Delhi

Form No. MR-3
SECRETARIAL AUDIT REPORT
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 MARCH 31, 2016

To,
The Members,
BCL Enterprises Limited

We have conducted the secretarial audit of the compliances of applicable statutory provisions and the adherence to good corporate practices by M/S BCL Enterprises Limited (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided me/us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the BCL ENTERPRISES LIMITED 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 BCL Enterprises Limited 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; **Not Applicable to the Company during Audit period.**
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
- (vi)
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992& 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 2015; **Not Applicable to the Company during the Audit period.**

- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not Applicable to the Company during the Audit period**
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and **Not Applicable to the Company during the Audit period**
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **Not Applicable to the Company during the Audit period**
- (vii) Reserve Bank of India Act, 1934
- (viii) Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2015

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

- Secretarial Standards issued by The Institute of Company Secretaries of India
[Applicable to the Company since the date of its notification i.e. 1st July, 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:

A. Observations/ Non Compliances/ Adverse Remarks/ Qualifications in respect of Companies Act 2013 and rules made there under are as follows:

The Company has complied with all the applicable provisions of the Companies Act, 2013 during the period under review.

B. Observation/non-compliances/ qualifications in respect of compliance with the Listing Agreement (extent to December 2015)/ SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Company has complied with all the applicable regulations of Listing Agreement (to the extent applicable) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (w.e.f. December 1, 2015) for the period under review.

C. Observations/ Non Compliance/ Adverse Remarks/ Qualifications under the RBI Act, 1934 and the Notifications, Directions or Circulars issued there under as applicable on the Company:

1. As per RBI Circular No. DNBR(PD).CC.No 019/03.10.01/2014-15, dated February 6, 2015, all NBFCs, being credit institutions, are directed to become member of all four Credit Information Companies (CIC) as in existence at present.

The Company has not attained membership with any of the CIC during the period under review.

I further report that,

1. during the audit period, the Company got listed on the Bombay Stock Exchange Ltd.(BSE) with 5830000 equity shares of Rs 10/-each, on February 4, 2016;
2. the Board of the Company is duly constituted with proper balance and combination of Executive Directors, Non-Executive Directors and Independent Directors;

3. adequate notices are given to all the Directors for the scheduled Board Meetings, along with agenda and detailed notes thereon 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 for meaningful participation at the meeting;
4. 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;

For GROVER AHUJA & ASSOCIATES

Company Secretaries

Sd/-

Jayanti Sharma

C.P No.: 12794

Date: August 05, 2016

Place: New Delhi

Note: This Report is to be read with our letter of even date which is annexed as **Annexure** and forms an integral part of this report.

To,

The Members,

BCL Enterprises Limited

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

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. I have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. I believe that the process and practices, we followed provide a reasonable basis for our opinion.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, I have obtained the Management representation about the Compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.

For GROVER AHUJA & ASSOCIATES

Company Secretaries

Sd/-

Jayanti Sharma

C.P No.: 12794

Date: August 05, 2016

Place: New Delhi

FORM NO. MGT 9

**EXTRACT OF ANNUAL RETURN
(As on financial year ended on 31.03.2016)**

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

I REGISTRATION & OTHER DETAILS:

I	CIN	L26102DL1985PLC021467
II	Registration Date	22 nd July, 1985
III	Name of the Company	BCL Enterprises Limited
IV	Category/Sub-category of the Company	Company having Share Capital
V	Address of the Registered office	510, Arunachal Building, 19, Barakhamba Road, New Delhi-110001
VI	Whether listed Company	Yes
VII	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Mas Services Limited, T-34, IInd Floor, Okhla Industrial Area, Phase-II, New Delhi 110020 Ph. No. +91-11-2638 7281 82, 83 E-mail: info@masserv.com

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 & Description of main products/services	NIC Code of the Product /service	% to total turnover of the Company
1.	Non-mortgage loan services for business purposes	9971135	99.89%

III PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES

SI No	Name & Address of the Company	CIN/GLN	HOLDING/SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1.	*BCL Developers Limited	U70109DL2014PLC265460	Subsidiary	100	Section 2(87)(ii)
2.	*Paavak Infrastructure Limited	U70102DL2013PLC257602	Subsidiary	100	Section 2(87)(ii)
3	Elma Info services Private Limited	U72900DL2016PTC291445	Subsidiary	100	Section 2(87)(ii)
4	Frigg Infrastructure Limited	U74999DL2016PLC292788	Subsidiary	100	Section 2(87)(ii)
5	Trevalnfotech Limited	U74999DL2016PLC292694	Subsidiary	100	Section 2(87)(ii)

BCL Enterprises Limited

6	DH Impex Limited	U51502DL2016PLC292650	Subsidiary	52	Section 2(87)(ii)
7	M A Market Services Private Limited	U51502DL2012PTC236790	Subsidiary	51	Section 2(87)(ii)
8	Psav Marketing Limited	U74900DL2015PLC285912	Subsidiary	51	Section 2(87)(ii)
9	Quad Infratech Limited	U45400DL2014PLC271069	Subsidiary	50.94	Section 2(87)(ii)
10	Shri Krishna Agro enterprises limited	U01400DL2016PLC292050	Subsidiary	52	Section 2(87)(ii)

*Ceased to be subsidiary of the Company w.e.f 30th June, 2014

IV SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity)

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) *Individual/HUF	180400	52200	232600	3.99	232600	0	232600	3.99	0
b) Central Govt. or State Govt.	0	0	0	0	0	0	0	0	0
c) Bodies Corporates	0	0	0	0	0	0	0	0	0
d) Bank/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) (1)	180400	52200	232600	3.99	232600	0	232600	3.99	0
(2) Foreign									
a) NRI-Individuals	0	0	0	0	0	0	0	0	0

BCL Enterprises Limited

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)	180400	52200	232600	3.99	232600	0	232600	3.99	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.	0	0	0	0	0	0	0	0	0
e) Venture Capital Fund	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) FIIS	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (specify)	0	0	0	0	0	0	0	0	0
SUB TOTAL (B)(1):	0	0	0	0	0	0	0	0	0
(2) Non Institutions									
a) Bodies corporate									
i) Indian	0	0	0	0	0	0	0	0	0
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals									
i)* Individual shareholders holding nominal share capital uptoRs.1 lakhs	0	321600	321600	5.52	158000	163600	321600	5.52	0
ii)* Individuals shareholders holding	4830000	445800	5275800	90.49	5010800	265000	5275800	90.49	0

BCL Enterprises Limited

nominal share capital in excess of Rs. 1 lakhs									
c) Others (HUF)	0	0	0	0	0	0	0	0	0
*SUB TOTAL (B)(2):	4830000	0	5597400	96.01	5168800	0	5597400	96.01	0
*Total Public Shareholding (B)= (B)(1)+(B)(2)	4830000	0	5597400	96.01	5168800	0	5597400	96.01	0
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
*Grand Total (A+B+C)	5062600	767400	5830000	100	5401400	428600	5830000	100	0

(ii) Share Holding of Promoters

SI No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the Company	% of shares Pledged encumbered	No. of shares	% of total shares of the Company	% of shares pledged encumbered to total shares	
1	Karan Sarda	26000	0.45	0	26000	0.45	0	0
2	NakulSarda	26200	0.45	0	26200	0.45	0	0
3	SunitaSarda	38400	0.66	0	38400	0.66	0	0
4	M.K. Sharda	52000	0.89	0	52000	0.89	0	0
5	M.K. Sharda H.U.F	90000	1.54	0	90000	1.54	0	0
	Total	232600	3.99	0	232600	3.99	0	0

* The percentage of the total shares of the company has been calculated on the basis of 5,83,000 equity shares of the Company.

BCL Enterprises Limited

(iii). Change in Promoters' Shareholding (Specify If there is No Change)

Sl. No.		Share holding at the beginning of the Year		Cumulative Share holding during the year	
		No. of Shares	% of total shares of the Company	No. of shares	% of total shares of the Company
	At the beginning of the year	232600	3.99	232600	3.99
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	No change during the year			
	At the end of the year	232600	3.99	232600	3.99

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

Sl. No.		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
	For Each of the Top 10 Shareholders				
1	VanditaSaraf	550000	9.43	550000	9.43
2	Krishan Kumar	300000	5.15	300000	5.15
3	SanjeevAgarwal	300000	5.15	300000	5.15
4	DeeptiAgarwal	300000	5.15	300000	5.15
5	SanjeevAgarwal (Huf)	300000	5.15	300000	5.15
6	RajatYadav	170000	2.92	170000	2.92
7	GaurangAgarwal	170000	2.92	170000	2.92
8	Ramesh Kumar Verma (HUF)	100000	1.72	100000	1.72
9	Rajneesh Verma (HUF)	100000	1.72	100000	1.72
10	BarinderAgarwal	100000	1.72	100000	1.72

(v) **Shareholding of Director's & Key Managerial Personnel's**

Sl. No.	For Each of the Directors and KMP	Shareholding at the end of the year		Cumulative Share holding during the year	
		No. of shares	% of total shares of the Company	No of shares	% of total shares of the Company
1	Mahendra Kumar Sharda	52000	0.89	52000	0.89

None of the other Directors and Key Managerial Personnel except Mr. Mahendra Kumar Sharda of the Company holds any shares in the Company.

(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	0	0	0
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	0	0	0
Change in Indebtedness during the financial year				
Additions	0	0	0	0
Reduction	0	0	0	0
Net Change	0	0	0	0
Indebtedness at the end of the financial year				
i) Principal Amount	0	0	0	0
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No.	Name of the MD/WTD/Manager	Total Amount
1	Gross salary	Mahendra Kumar Sharda
	(a) Salary as per provisions contained in section 17(1) of the Income Tax 1961	0
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	0

BCL Enterprises Limited

	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	0	0
2	Stock option	0	0
	Sweat Equity	0	0
	Commission	0	0
	as % of profit	0	0
	others (specify)	0	0
	Others, please specify	0	0
	Total (A)	0	0
	Ceiling as per the Act	0	0

B. Remuneration to other Directors:

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

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

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	0	264000	0	0
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	0	-	0	0
	(c) Profits in lieu of salary under section 17(3) of the Income Tax	0	-	0	0

BCL Enterprises Limited

	Act, 1961				
2	Stock Option	0	-	0	0
3	Sweat Equity	0	-	0	0
4	Commission as % of profit others, specify	0	-	0	0
5	Others, please specify	0	-	0	0
	Total	0	264000	0	0

VII PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Punishment/ Compounding imposed	Penalty/ fees	Authority (RD/ NCLT/ Court)	Appeal made if any (give details)
A. COMPANY						
Penalty	No Penalties, Punishments or Compounding of Offences					
Punishment						
Compounding						
B. DIRECTORS						
Penalty	No Penalties, Punishments or Compounding of Offences					
Punishment						
Compounding						
C. OTHER OFFICERS IN DEFAULT						
Penalty	No Penalties, Punishments or Compounding of Offences					
Punishment						
Compounding						

¶

**By the order of the Board
For BCL Enterprises Limited**

Sd/-
Sushil Kumar Sharda
(Director)
DIN: 00303835
Address: 510, Arunachal Building 19
Barakhamba Road, New Delhi- 110001

Sd/-
Mahendra Kumar Sharda
(Managing Director)
DIN:00053042
Address: 510, Arunachal Building 19
Barakhamba Road, New Delhi- 110001

Date: 12.08.2016
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 (Amount in Rupees)							
		DH Impex Limited	Elma Info Services	Frigg Infrastructure Limited	M A Market Services Limited	Psav Marketing Limited	Quad Infratech Limited	Shri Krishna Agro Enterprises Limited	Treva InfoTech Limited
1.	Name of Subsidiary								
2.	Reporting period for the subsidiary concerned	2015-16	2015-16	2015-16	2015-16	2015-16	2015-16	2015-16	2015-16
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	NA	NA	NA	NA	NA	NA	NA	NA
4.	Share capital	5000000	100000	500000	2309840	500000	1000000	500000	500000
5.	Reserves & surplus	(143550)	(13778)	(5000)	193206	22095	150660	(49205)	(5000)
6.	Total assets	4867900	87940	13800000	2688576	9094995	915135	24291245	400000

BCL Enterprises Limited

7.	Total Liabilities	4867900	87940	13800000	2688576	9094995	915135	242912 45	400000 0
8.	Turnover	-	-	-	-	112800	-	-	-
9.	Profit before taxation	(186056)	(13778)	(5000)	8724	31977	(36605)	(61565)	(5000)
10.	Provision for taxation	-	-	-	-	-	-	-	-
11.	Profit after taxation	(143550)	(13778)	(5000)	6028	22095	(43528)	(49205)	(5000)
12.	Proposed Dividend	-	-	-	-	-	-	-	-
13.	% of shareholding	52%	100%	100%	51%	51%	50.94%	52%	100%
14.	Names of subsidiaries which are yet to commence operations	NA							
15.	Names of subsidiaries which have been liquidated or sold during the year.	1) Paavak Infrastructure Limited 2) BCL Developers Limited • Ceased to be subsidiary of the Company w.e.f 30 th June, 2014							

Note: The Company doesn't have any Associate Company and Joint Venture as on 31st March, 2016.

**By the order of the Board
For BCL Enterprises Limited**

Sd/-
Sushil Kumar Sharda
(Director)
DIN: 00303835
Address: 510, Arunachal Building 19
Barakhamba Road, New Delhi- 110001

Sd/-
Mahendra Kumar Sharda
(Managing Director)
DIN:00053042
Address: 510, Arunachal Building 19
Barakhamba Road, New Delhi- 110001

Date: 12.08.2016
Place: New Delhi

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF BCL ENTERPRISES LIMITED

Report on the Standalone Financial Statements

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

Management's Responsibility for the Standalone Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made 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 statements are free from material misstatement. An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Opinion

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

Report on Other Legal and Regulatory Requirements

1. As required by 'the Companies (Auditor's Report) Order, 2016', issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act (hereinafter referred to as the "Order"), we give in the Annexure 'I' a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143 (3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of the written representations received from the directors as on 31st March, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2016 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (f) We are enclosing herewith a report in Annexure II for our opinion on adequacy of internal Financial Control system in place in the company and the operating effectiveness of such controls.
 - (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations on its financial position in its financial statements.
 - ii. According to the information and explanations provided to us, the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

**For KRISHAN RAKESH & CO.
CHARTERED ACCOUNTANTS
Firm Regn No. 009088N**

Sd/-

**(K.K.GUPTA)
PARTNER
M No. 087891**

**Date: 30.05.2016
Place : New Delhi**

**ANNEXURE - I REFERRED TO IN PARAGRAPH 1 OF THE AUDITORS' REPORT ON ACCOUNTS FOR
THE YEAR ENDED 31st MARCH, 2016**

1. a) The company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets.

b) As explained to us, all the fixed assets have been physically verified by the management in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such physical verification.

c) According to information & explanation given to us, company does not have any immovable property.
2. As explained to us physical verification has been conducted by the management at reasonable intervals in respect of finished goods, stores, spare parts and raw materials. The discrepancies noticed on such verification between the physical stocks and book records were not significant and the same have been properly dealt with in the books of account.
3. As informed to us the company has not granted loans, secured or unsecured, to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act.
4. According to the information and explanations given to us, the company, the provisions of section 186, are not applicable to the company. We are informed that the company has not provided any security during the year.
5. According to the information and explanations given to us the company has not accepted any deposits, in terms of the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act and the rules framed there under.
6. In respect of business activities of the company, maintenance of cost records has not been specified by the Central Government under sub-section (l) of section 148 of the Companies Act 2013.
7. a) As per information and explanations given to us, the company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues with the appropriate authorities. There are no outstanding statutory dues as at the last day of the financial year under audit for a period of more than six months from the date they became payable.

b) We According to information and explanations given to us, there are no dues of Income Tax, Sales Tax, Wealth Tax, Custom Duty, Excise Duty, Cess, Octroi, entry tax and other statutory dues which have not been deposited on account of any dispute.
8. The company has not obtained any loan from Financial Institution, Banks, and Government during the period under Audit. The Company has not issued any debentures.
9. The company has not obtained any Term Loans during the year under audit. The company has not raised any money during the year by way initial or further public offer.
10. Based upon the audit procedures performed and 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 course of our audit for the year ended 31.03.2016.
11. According to the information and explanations given to us, the company has not provided any managerial remuneration for the period under audit.

12. The provisions of clause (xii) of the order are not applicable as the company is not a Nidhi Company as specified in the clause.
13. According to information and explanations given to us we are of the opinion that Company has not entered into any related party transaction for the period under audit.
14. According to information and explanations given to us the company has not made any preferential allotment or private placement of shares or debentures during the year.
15. According to information and explanation given to us the company has not entered into any non-cash transaction with the director or any person connected with him during the year.
16. According to the information and explanations given to us, In view of its business activities, the company has obtained registration under section 451A of Reserve Bank of India Act, 1934.

**FOR KRISHAN RAKESH & CO.
CHARTERED ACCOUNTANTS
Firm Regn No. 009088N**

**Sd/-
(K.K. GUPTA)
PARTNER
M.No. 087891**

**Place : New Delhi
Date : 30.05.2016**

ANNEXURE- II TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2(f) under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

We have audited the internal financial controls over financial reporting of **BCL ENTERPRISES LIMITED** ("the Company") as of 31st March 2016 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls Over Financial Reporting

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

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and

expenditures of the company are being made only in accordance with authorisations of management and directors 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 31st March 2016, based on the internal control over financial reporting criteria established by the company considering the essential components of internal control stated in the Guidance Note on "Audit of Internal Financial Controls Over Financial Reporting" issued by the Institute of Chartered Accountants of India.

**For KRISHAN RAKESH & CO.
CHARTERED ACCOUNTANTS
Firm Regn No. 009088N**

**Date : 30.05.2016
Place : New Delhi**

**Sd/-
(K.K. GUPTA)
PARTNER
M.No. 087891**

BALANCE SHEET AS AT 31st MARCH, 2016

PARTICULARS	Notes	AS AT 31.03.2016 (Rs.)	AS AT 31.03.2015 (Rs.)
<u>EQUITY & LIABILITIES</u>			
<u>SHAREHOLDERS' FUNDS</u>			
SHARE CAPITAL	2	58,300,000	58,300,000
RESERVES & SURPLUS	3	649,059	1,351,897
		58,949,059	59,651,897
<u>NON CURRENT LIABILITIES</u>			
Deferred Tax Liability	4	39,083	88,019
Long Term Provision	5	109,000	473,283
		148,083	561,302
<u>CURRENT LIABILITIES</u>			
TRADE PAYABLE	6	0	400,000
OTHER CURRENT LIABILITIES	7	74,565	48,454
		74,565	448,454
TOTAL		59,171,707	60,661,653
<u>ASSET</u>			
<u>NON CURRENT ASSETS</u>			
FIXED ASSETS			
TANGIBLE ASSETS	8	12,616	58,343
NON CURRENT INVESTMENTS	9	0	1,000,000
LONG TERM LOANS AND ADVANCES	10	519,921	298,843
		532,537	1,357,186
<u>CURRENT ASSETS</u>			
INVENTORY	11	10,941,521	0
TRADE RECEIVABLES	12	547,457	0
CASH & CASH EQUIVALENTS	13	3,219,565	563,426
SHORT TERM LOANS & ADVANCES	14	43,930,627	58,741,041

BCL Enterprises Limited

	58,639,170	59,304,467
TOTAL	59,171,707	60,661,653

Significant Accounting Policies

1

The accompanying NOTES form an integral part of these financial statements.
In terms of our report of even date annexed

For KRISHAN RAKESH & CO.

Chartered Accountants
Registration No.: 009088N

For and on behalf of the Board of Directors of

BCL ENTERPRISES LIMITED

Sd/-
K.K. GUPTA
PARTNER
Membership No.: 087891

Sd/-
Mahendra Kumar Sharda
Managing Director
DIN - 00053042

Sd/-
Sushil Kumar Sharda
Director
DIN - 00303835

Place: New Delhi
Date: 30.05 2016

Sd/-
Kishore Kargeti
Chief Financial Officer

Sd/-
Anuj Rastogi
Company Secretary
Membership No: 36976

BCL Enterprises Limited

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

PARTICULARS	Notes	YEAR ENDED 31.03.2016 Rs.	YEAR ENDED 31.03.2015 Rs.
<u>REVENUE</u>			
REVENUE FROM OPERATIONS	15	25,419,407	5,018,541
OTHER INCOME	16	26,000	4,622
TOTAL REVENUE		25,445,407	5,023,163
<u>EXPENDITURE</u>			
PURCHASE OF SHARES		29,968,316	0
CHANGE IN INVENTORY	17	(10,941,521)	0
EMPLOYEE BENEFITS EXPENSES	18	1,688,093	1,431,463
DEPRECIATION & AMORTIZATION EXPENSE	8	41,589	11,175
OTHER EXPENSES	19	5,801,924	2,178,189
TOTAL EXPENSES		26,558,401	3,620,827
PROFIT / (LOSS) BEFORE EXCEPTIONAL & EXTRAORDINARY ITEMS & TAX		(1,112,994)	1,402,336
TAX EXPENSES:			
<u>CURRENT TAX</u>			
CURRENT YEAR		0	505,700
INCOME TAX ADJ EARLIER YEAR		3,062	0
<u>DEFERRED TAX</u>			
CURRENT YEAR		48,936	72,223
PROFIT FOR THE YEAR		(1,067,120)	824,413
Add: Contingent Provisions against Standard Assets		473,283	0
Less: Contingent Provisions against Standard Assets		109,000	145,200
Profit T/F to Balance Sheet		(702,837)	679,213
EARNING PER SHARE (BASIC/DILUTED) (Rs.)			
(After Contingent Provision)		(0.12)	0.12

Significant Accounting Policies

The accompanying NOTES form an integral part of these financial statements.

For KRISHAN RAKESH & CO.

Chartered Accountants
Registration No.: 009088N

Sd/-
K.K. GUPTA
PARTNER
Membership No.: 087891

Sd/-
Mahendra Kumar Sharda
Managing Director
DIN – 00053042

Place :New Delhi
Date :30.05 2016

Sd/-
Kishore Kargeti
Chief Financial Officer

For and on behalf of the Board of Directors of
BCL ENTERPRISES LIMITED

Sd/-
Sushil Kumar Sharda
Director
DIN – 00303835

Sd/-
Anuj Rastogi
Company Secretary
Membership No: 36976

Cash Flow Statement for the year ended 31 March 2016

(All amounts in Rupees, unless otherwise stated)

Particulars	For the year ended 31 March 2016	For the year ended 31 March 2015
Cash flows from operating activities		
Net profit Before tax as per Statement of profit and loss	(1,112,994)	1,402,336
<i>Adjustments to reconcile net income to net cash provided by operating activities</i>		
Depreciation & Amortisations	41,589	11,175
	(1,071,405)	1,413,511
Operating profit before working capital changes	(1,071,405)	1,413,511
Adjustments for :		
(Increase) in trade and other receivables	3,100,358	(39,275,946)
Increase/(Decrease) in trade and other payables	(373,889)	430,477
	2,726,469	(38,845,469)
Cash generated from operations	1,655,064	(37,431,958)
Direct taxes paid (net of refunds)	(3,063)	(505,700)
Net cash inflow/(outflow) in course of operating activities	1,652,001	(37,937,658)
B. Cash flow arising from investing activities :		
(Purchase)/sale of fixed assets	4,138	-
(Purchase)/sale of investments	1,000,000	1,500,000
Net cash inflow/(outflow) in course of investing activities	1,004,138	1,500,000

BCL Enterprises Limited

C. Cash flow arising from financing activities :

Proceeds from issue of share capital(including share premium & net of share issue expenses)	-	48,300,000
Share application money received	-	(13,500,000)
Net cash inflow/(outflow) in course of financing activities	-	34,800,000
Net Increase in cash & cash equivalents (A+B+C)	2,656,139	(1,637,658)
Add: cash & cash equivalents at the beginning of year(including balance in dividend accounts)	563,426	2,201,084
Cash & cash equivalents at the close of the year(including balance in dividend accounts)	3,219,565	563,426
	3,219,565	563,426

Notes:

1) Cash Flow Statement has been prepared under the indirect method as set out in the Accounting Standard 3 (AS-3)-" Cash Flow Statements".

For KRISHAN RAKESH & CO.

Chartered Accountants
Registration No.: 009088N

For and on behalf of the Board of Directors of
BCL ENTERPRISES LIMITED

Sd/-
K.K. GUPTA
PARTNER
Membership No.: 087891

Sd/-
Mahendra Kumar Sharda
Managing Director
DIN - 00053042

Sd/-
Sushil Kumar Sharda
Director
DIN - 00303835

Place :New Delhi
Date :30.05 2016

Sd/-
Kishore Kargeti
Chief Financial Officer

Sd/-
AnujRastogi
Company Secretary
Membership No: 36976

NOTE – 1: SIGNIFICANT ACCOUNTING POLICIES

I. Basis of preparation of financial statements:

These financial statements have been prepared to comply with Accounting Principles Generally accepted in India (Indian GAAP), the Accounting Standards notified under the Companies (Accounting Standards) Rules, 2014 and the relevant provisions of the Companies Act, 2013. The financial statements are prepared on accrual basis under the historical cost convention. The financial statements are presented in Indian rupees.

II. Use of estimates

The preparation of financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities as at the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates. Any revision to accounting estimates is recognized prospectively in current and future periods. The management believes that the estimates made in the preparation of the financial statements are prudent and reasonable

II. Income and Expenditure

Income and Expenditure are accounted for on accrual basis except finance charges and interest on bad & doubtful debts which is recognized as per IRAC norms of RBI guidelines.

III. Tangible Fixed Assets & Depreciation

- a) Fixed Assets are stated at their original cost of acquisition inclusive of inward freight, duties and expenditure incurred in their acquisition, construction / installation.
- b) Upto 31 March 2015, depreciation on tangible fixed assets is provided on written down value method, at rates specified in Schedule XIV to the Companies Act, 1956.

Depreciation is calculated on pro-rata basis from the date of additions, except in case of assets costing Rs. 5,000 or less, where each such asset is fully depreciated in the year of purchase. Depreciation on assets sold / discarded during the year is provided till the date of such sale / disposal.

During the current year, pursuant to the Companies Act, 2013 ('the Act') being effective from 1 April 2015, the Company has revised depreciation rates on fixed assets as per the useful life specified in Part 'C' of Schedule II of the Act, read with notification dated 29 August 2014 of the Ministry of Corporate Affairs, on the original cost/ acquisition cost of assets or other amounts substituted for cost.

IV. Investments

Investment has been bifurcated into 'long term' and 'current' categories as per RBI Norms. Long term investment is valued at cost and current investment at cost or market value whichever is less. However, provision is being made where diminution in the value of long term investment other than temporary.

V. INVENTORIES

Inventories of shares have been valued at cost.

VI. LOANS & ADVANCES

Loans and Advances are classified in accordance with IRAC norms issued by RBI.

VII. Dividend is accounted for as and when it is declared.

VIII. **Cash and cash equivalents**

Cash and cash equivalents for the purposes of cash flow statement comprise cash at bank and in hand and short term investments with an original maturity of three months or less

IX. **Provision, Contingent Liabilities and Contingent Assets:**

Provisions 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 there 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.

a) **Provision for Non- performing Assets**

Provision for standard and non-performing assets

- In accordance with Prudential Norms, contingent provision at 0.25% has been created on outstanding standard assets
- In accordance with Para 10 of Prudential Norms, the Company has shown provision for loans under 'Provisions' forming part of 'Current liabilities and provisions'

Provision for non-performing assets is recorded at rates which are equal to or higher than the rates specified by Reserve Bank of India in their guidelines on prudential norms. The rates used by the Company are as follows:

Asset Classification	Period of Arrears (in Months)	Rates as per Company percentage of Portfolio
Standard	0 – 1	0.25
Substandard	1 – 2	10
Substandard	2 – 3	25
Doubtful	3 – 4	50
Loss	Above 4	100

X. Unless specifically stated to be otherwise, these policies are consistently followed.

BCL Enterprises Limited

PARTICULARS	AS AT 31.03.2016 Rs.	AS AT 31.03.2015 Rs.
<u>NOTE - 2 : SHARE CAPITAL</u>		
<u>Authorised</u>		
60,00,000 Equity Shares of Par Value of Rs. 10/-each		
(Previous Year 60,00,000 Shares of Par Value of Rs.10/- each)	60,000,000	60,000,000
<u>Issued, Subscribed & paid up</u>		
58,30,000 Equity Shares of Par Value of Rs 10/- each		
Previous Year 58,30,000 Shares of Par Value of Rs.10/- each	58,300,000	58,300,000
	58,300,000	58,300,000

a) The reconciliation of number of shares outstanding and the amount of Share Capital as at the opening and closing dates is set out below:

PARTICULARS	No. of Shares	No. of Shares
No. of Shares outstanding at the beginning of the period	5,830,000	1,000,000
Addition during the year	0	4,830,000
No. of Shares outstanding at the end of the period	5,830,000	5,830,000

b)*The Company has one class of equity shares having a par value of Rs. 10 per share. Each holder of equity shares is entitled to one vote per share with a right to receive per share dividend declared by the Company. In the event of liquidation, the equity shareholders are entitled to receive remaining assets of the Company (after distribution of all preferential amounts) in the proportion of equity shares held by the shareholders.

c) Following Shareholders hold equity shares more than 5% of the total equity shares of the company at the end of the period :

Person	% age No. of shares (2015-16)	% age No. of shares(2014-15)
Vandita Saraf	550000(9.43%)	550000(9.43%)
Krishan Kumar	300000(5.15%)	300000(5.15%)
Sanjeev Agarwal	300000(5.15%)	300000(5.15%)
Deepti Agarwal	300000(5.15%)	300000(5.15%)
Sanjeev Agarwal Huf	300000(5.15%)	300000(5.15%)

d) Bonus Shares issued during the last 5 Years:-

The company has not issued any bonus shares during the period of last 5 years

NOTE - 3 : RESERVES & SURPLUS

General Reserve

Opening Balance	411,218	411,218
Add: Transferred from profit & Loss A/c		

BCL Enterprises Limited

	411,218	411,218
<u>Statutory Reserve</u>		
As per Last balance Sheet	342,121	177,238
Transferred During The Year	0	164,883
	342,121	342,121
<u>Surplus</u>		
As per Last balance Sheet	598,558	84,228
Add: Net Profit after Tax transferred from Statement of Profit & Loss	(702,838)	679,213
	(104,280)	763,441
Less: Transferred to Statutory Reserve	0	164,883
Balance c/f	(104,280)	598,558
	649,059	1,351,897
<u>NOTE - 4 : DEFERRED TAX LIABILITIES (NET)</u>		
Deferred Tax Liabilities		
Difference of book depreciation and tax depreciation		
As at beginning of the year	88,019	15,796
Adjustment during the year	(48,936)	72,223
	39,083	88,019
Less: Deferred tax assets		
Disallowance of Exp as per I. Tax		
As at beginning of the year	0	0
Adjustment during the year	0	0
	0	0
Deferred tax liability (net) as at closing of the year	39,083	88,019
<u>NOTE -5 LONG TERM PROVISION</u>		
Contingent Provision Against Standard Assets		
At the beginning of the year	473,283	328,083
Add: during the year	109,000	145,200
Less Earlier year Transfer(opening)	473,283	0
	109,000	473,283
<u>NOTE - 6 : TRADE PAYABLE</u>		
Trade Payable	0	400,000
	0	400,000
<u>NOTE - 7 : OTHER CURRENT LIABILITIES</u>		
Expenses Payable	74,565	35,954
Salary Payable	0	12,500
	74,565	48,454
<u>NOTE - 9 : NON CURRENT INVESTMENTS</u>		
INVESTMENT IN SUBSIDIARY		
UNQUOTED		
0 (50000) BCL Developers Limited	0	500,000

BCL Enterprises Limited

of Rs. 10/- each fully Paid up.

(50000) Equity Shares of Paavak Infrastructure Limited

of Rs. 10/- each fully Paid up.	0	500,000
	0	1,000,000

Unquoted Investments

Book Value	0	1,000,000
------------	---	-----------

- a) Non-Current investments have been valued considering the significant accounting policy no.1 (iv) disclosed in Note no. 1 to these financial statement.
- b) Figures in bracket represent previous year figures.

NOTE - 10 : LONG TERM LOANS & ADVANCES

(Unsecured Considered Good)

Income tax advance	519,921	298,843
	519,921	298,843

NOTE - 11 : INVENTORY

Shares Stock	10,941,521	0
	10,941,521	0

- a) Inventory have been valued considering the significant accounting policy no.1 (v) disclosed in Note no. 1 to these financial statement.

NOTE - 12 : TRADE RECEIVABLES

(Unsecured Considered good unless otherwise stated)

Other Debts		
- Considered Good	547,457	0
	547,457	0

NOTE - 13 : CASH & BANK BALANCES

Cash & Cash Equivalents

Balances With Banks		
- in current accounts	2,373,371	84,060
Cash on hand	846,194	479,366
	3,219,565	563,426

NOTE - 14 : SHORT TERM LOANS AND ADVANCES

(Unsecured Considered good unless otherwise stated)

Advances	44,210,858	58,741,041
Less: Provision for doubtful debts	708,165	0
	43,502,693	58,741,041
I.Tax Advances	427,934	0
	43,930,627	58,741,041

NOTE - 15 : REVENUE FROM OPERATIONS

Sale of Shares	20,221,057	0
Interest Income	5,198,350	5,018,541
	25,419,407	5,018,541

NOTE - 16 : OTHER INCOME

Dividend Income	26,000	0
Interest on income tax	0	4,622
	26,000	4,622

NOTE - 17 : CHANGE IN INVENTORIES

Opening Stock

Shares	0	0
	TOTAL 'A'	0

Closing Stock

Shares	10,941,521	0
	TOTAL 'B'	0
	(10,941,521)	0

NOTE - 18 : EMPLOYEE BENEFITS EXPENSE

Salaries, Wages & Allowances	1,552,180	1,299,820
Staff Welfare & Amenities	135,913	131,643
	1,688,093	1,431,463

NOTE - 19 : OTHER EXPENSES

Administrative Expenses

Printing and stationery	109,382	120,246
Office rent	324,000	279,000
Books and periodicals	63,963	66,705
Communication Expenses	126,264	114,995
Computer Expenses	54,500	47,600
Miscellaneous Expenses	531,829	881,706
Auditors Remuneration		
-Audit Fees	17,175	17,977
- Other Matters	11,425	0
Bank charges	7,266	2,373
Advertisement	56,716	44,445
Provision for Doubtful Debts	708,165	0
Business promotion expenses	88,131	79,059
Donation	51,000	0
Electricity and water expenses	156,019	160,324
Repair and Maintenance	101,364	95,674
Stock exchange Processing Fees	2,851,800	0
Travelling & conveyance	144,181	153,004
Vehicle running and maintenance	104,135	115,081
Loss From Intraday Trading	17,493	0
Loss from F & O	277,116	0
	5,801,924	2,178,189

	AS AT 31.03.2016	AS AT 31.03.2015
	<u>(Rs. In Lacs)</u>	<u>(Rs. In Lacs)</u>
Other Notes of Accounts		
<u>NOTE –20 COMMITMENTS</u>		
a. Estimated amount of contracts Remaining to be executed on Capital Account and not provided for :	NIL	NIL
b: Letters of Credit opened in favour of inland/overseas suppliers	NIL	NIL
<u>NOTE –21 Contingent Liabilities not provided for :-</u>		
excluding matters separately dealt with in other notes)	NIL	NIL
a. Counter guarantees issued to Bankers in respect of guarantees issued by them	NIL	NIL
b. Guarantees issued on behalf of Ltd. Co's		
<u>NOTE –22</u> Value of Imports on CIF Basis		
	NIL	NIL
<u>NOTE –23</u> Earning in Foreign Currency		
	NIL	NIL
<u>NOTE –24</u> Expenditure in Foreign Currency		
	NIL	NIL
<u>NOTE –25 PARTICULARS OF SALES & STOCKS</u>		
	CURRENT	PREVIOUS
	YEAR VALUE	YEAR VALUE
<u>OPENING STOCK</u>		
Shares		
<u>PURCHASE</u>		
Shares	0	0
<u>SALES</u>		
Shares	299,68,316	0
<u>CLOSING STOCK</u>		
Shares	202,21,057	0
	109,41,521	0
<u>NOTE –26</u> In the opinion of the Board, all Current Assets, Loans & Advances (Except where indicated otherwise) collectively have a value on realisation in the ordinary course of business at least equal to the amount at which they are stated		
<u>NOTE –27</u> Balance confirmation certificates from parties, as appearing in the Balance Sheet under the heads 'Loans Advances' on the assets side of the Balance Sheet are subject to confirmations of balances to the extent received have been reconciled/under reconciliation.		
<u>NOTE –28</u> Provision regarding Provident fund and Gratuity Act, 1972 are not applicable to the company during the year under reference		
<u>NOTE –29</u> The company is engaged in the business of non-banking financial activity. Since all the activities relate to main activity, in the opinion of the management, there is only one business segment in terms of AS-17 on segment reporting issued by ICAI.		
<u>NOTE –30</u> The company has during the year purchased shares of eight companies which became Subsidiary of the company. As the shares were acquired and held exclusively with a view to its subsequent disposal in the near future, hence all the shares are held as Stock in Trade. Consolidation of these subsidiaries have not been		

BCL Enterprises Limited

done pursuant to Para 11 of AS 21 as mentioned above. The details of these subsidiaries are as under:

NAME OF THE COMPANY	No. of Shares	AMOUNT	%AGE Holding
DH Impex Limited	2,60,000	26,00,000	52%
Elma Info services	10,000	1,00,000	100%
Figg Infrastructure Limited	50,000	5,00,000	100%
M A Marker Services	1,15,500	12,50,000	51%
Psav Marketing Limited	25,500	2,55,000	51%
Quad Infratech Limited	50,940	5,00,000	50.94%
Sri Krishna Agro enterprises limited	26,000	2,60,000	52%
Trevalnfotech Limited	50,000	5,00,000	100%

31. Related Party Disclosures:

In accordance with the Accounting Standards (AS-18) on Related Party Disclosure, where control exists and where key management personnel are able to exercise significant influence and, where transactions have taken place during the year, along with description of relationship as identified, are given below:-

A. Relationships

a) **Wholly Owned Subsidiaries of the Company:**

- A) Elma Info services Private Limited
- B) Figg Infrastructure Limited
- C) Trevalnfotech Limited

b) **Partial Subsidiaries of the Company**

- A) DH Impex Limited
- B) M A Marker Services Private Limited
- C) Psav Marketing Limited
- D) Quad Infratech Limited
- E) Sri Krishna Agro enterprises limited

c) **Key Managerial Personnel**

- Mr. Mahendra Kumar Sharda - Managing Director
- Mr. AnujRastogi- Company Secretary & Compliance Officer
- Mr. Kishore Kargeti - Chief Financial Officer

The related parties with whom transaction taken place during the year and nature of related party relationship:-

I. Transactions with Wholly Owned Subsidiaries taken place during the year

(a) Investment in shares of Subsidiaries:

S.no	Name of the related party	Relationship	Nature of Transaction	For the year ended 2015-16	For the year ended 2014-15
1.	HaritTredelink Limited	Wholly Owned Subsidiaries	Buy	-	-
			Sell	-	5,00,000
2.	DantaTradelink Limited	Wholly Owned	Buy	-	-

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		Subsidiaries	Sell	-	5,00,000
3.	Kalkin Probuild Limited	Wholly Owned Subsidiaries	Buy	-	-
			Sell	-	5,00,000
4.	Paavak Infrastructure Limited	Wholly Owned Subsidiaries	Buy	-	-
			Sell	5,00,000	-
5.	BCL Developers Limited	Wholly Owned Subsidiaries	Buy	-	-
			Sell	5,00,000	-
6.	Elma Info services Private Limited	Wholly Owned Subsidiaries	Buy	1,00,000	-
			Sell	-	-
7.	Figg Infrastructure Limited	Wholly Owned Subsidiaries	Buy	5,00,000	-
			Sell	-	-
8.	Trevalnfotech Limited	Wholly Owned Subsidiaries	Buy	5,00,000	-
			Sell	-	-
9.	DH Impex Limited	Subsidiaries(51 % ABOVE)	Buy	26,00,000	-
			Sell	-	-
10.	M A Marker Services Private Limited	Subsidiaries(51 % ABOVE)	Buy	12,50,000	-
			Sell	-	-
11.	Psav Marketing Limited	Subsidiaries(51 % ABOVE)	Buy	2,55,000	-
			Sell	-	-
12.	Quad Infratech Limited	Subsidiaries(51 % ABOVE)	Buy	5,00,000	-
			Sell	-	-
13	Sri Krishna Agro enterprises limited	Subsidiaries(51 % ABOVE)	Buy	-	-
			Sell	-	-

(B) Advances Given To/Recovered From Subsidiaries:

S.no	Name of the related party	Relationship	Nature of Transaction	For the year ended 2015-16	For the year ended 2014-15
1.	Harit Tredelink Limited	Wholly Owned Subsidiaries	Advance Given	-	-
			Recovered	20,000	5,00,000
2.	Danta Tradelink Limited	Wholly Owned Subsidiaries	Advance Given	-	-
			Recovered	20,000	4,00,000
3.	Kalkin Probuild Limited	Wholly Owned Subsidiaries	Advance Given	-	-
			Recovered	20,000	-
4.	Paavak Infrastructure Limited	Wholly Owned Subsidiaries	Advance Given	-	-
			Recovered	20,000	-
5.	BCL Developers Limited	Wholly Owned Subsidiaries	Advance Given	-	-
			Recovered	28,500	-
6.	Elma Info services Private Limited	Wholly Owned Subsidiaries	Advance Given	-	-
			Recovered	-	-
7.	Figg Infrastructure Limited	Wholly Owned Subsidiaries	Advance Given	32,348	-
			Recovered	32,348	-
8.	Trevalnfotech Limited	Wholly Owned Subsidiaries	Advance Given	32,348	-
			Recovered	32,348	-
9.	DH Impex Limited	Subsidiaries(51 % ABOVE)	Advance Given	-	-
			Recovered	-	-

BCL Enterprises Limited

10.	MA Marker Services Private Limited	Subsidiaries(51 % ABOVE)	Advance Given	-	-
			Recovered	-	-
11.	Psav Marketing Limited	Subsidiaries(51 % ABOVE)	Advance Given	-	-
			Recovered	-	-
12.	Quad Infratech Limited	Subsidiaries(51 % ABOVE)	Advance Given	-	-
			Recovered	-	-
13	Sri Krishna Agro enterprises limited	Subsidiaries(51 % ABOVE)	Advance Given	-	-
			Recovered	-	-

(II) Balance outstanding to Subsidiaries

(a) Investment in shares of Subsidiaries

S. No.	Name of the related party	Relationship	As at 31 March 2016	As at 31 March 2015
1	Paavak Infrastructure Limited	Wholly Owned Subsidiaries	-	5,00,000
2	BCL Developers Limited	Wholly Owned Subsidiaries	-	5,00,000
3	Elma Info services Private Limited	Wholly Owned Subsidiaries	100000	-
4	Figg Infrastructure Limited	Wholly Owned Subsidiaries	500000	-
5	TrevalInfotech Limited	Wholly Owned Subsidiaries	500000	-
6	DH Impex Limited	Subsidiaries(51% ABOVE)	2600000	-
7	M A Marker Services Private Limited	Subsidiaries(51% ABOVE)	1250000	-
8	Psav Marketing Limited	Subsidiaries(51% ABOVE)	255000	-
9	Quad Infratech Limited	Subsidiaries(51% ABOVE)	500000	-
10	Sri Krishna Agro enterprises limited	Subsidiaries(51% ABOVE)	260000	-

(b) Advances given to Subsidiaries:

S. No.	Name of the related party	Relationship	As at 31 March 2016	As at 31 March 2015
1	HaritTredelink Limited	Wholly Owned Subsidiaries	-	20,000
2	DantaTradelink Limited	Wholly Owned Subsidiaries	-	20,000
3	KalkinProbuild Limited	Wholly Owned Subsidiaries	-	20,000
4	Paavak Infrastructure Limited	Wholly Owned	-	20,000

BCL Enterprises Limited

		Subsidiaries		
5	BCL Developers Limited	Wholly Owned Subsidiaries	-	28,500
6	Elma Info services Private Limited	Wholly Owned Subsidiaries	-	-
7	Figg Infrastructure Limited	Wholly Owned Subsidiaries	-	-
8	TrevalInfotech Limited	Wholly Owned Subsidiaries	-	-
9	DH Impex Limited	Subsidiaries(51% ABOVE)	-	-
10	M A Marker Services Private Limited	Subsidiaries(51% ABOVE)	-	-
11	Psav Marketing Limited	Subsidiaries(51% ABOVE)	-	-
12	Quad Infratech Limited	Subsidiaries(51% ABOVE)	-	-
13	Sri Krishna Agro enterprises limited	Subsidiaries(51% ABOVE)	-	-

32. Tax Expense is the aggregate of current year tax and deferred tax charged to the Profit and Loss Account for the year.

a) Deferred Tax

The Company estimates the deferred tax asset using the applicable rate of taxation based on the impact of timing differences between financial statements and estimated taxable income for the current year. The movement of provision for deferred tax is given below

Particulars	Opening as at 01.04.2015	Charge/Credit during the Period	Closing as at 31.03.2016
<u>Deferred Tax Liabilities</u>			
Depreciation	88,019	(48,936)	39,083
<u>Deferred Tax Assets</u>			
Depreciation	0	0	0
Net Deferred Tax Liability	88,019	(48,396)	39,083

33. Earnings per share (EPS) – The numerators and denominators used to calculate Basic and Diluted Earnings per share:

Particulars	Year Ended 31.03.2016	Year Ended 31.03.2015
Profit attributable to the Equity Shareholders – (A) (Rs)	(7,02,837)	6,79,213
Basic/ Weighted average number of Equity Shares outstanding during the year (B)	58,30,000	58,30,000
Nominal value of Equity Shares (Rs)	10	10
Basic/Diluted Earnings per share (Rs) – (A)/(B)	(0.12)	0.12
Calculation of profit attributable to Shareholders		
Profit Before Tax	(7,48,711)	12,57,136

BCL Enterprises Limited

Less : Provision for Tax/FBT/Deferred Tax	48,936	(5,77,923)
Less : Income Tax Adjustment	(3,062)	0
Profit attributable to Shareholders	(7,02,837)	6,79,213

34. Figures for the previous year have been regrouped or recasted wherever necessary.
35. Disclosure of details as required by revised para 13 of Non Banking Financial Companies Prudential Norms (Reserve Bank) Directions, 2007, earlier para 9BB of Non- Banking Financial Companies Prudential Norms (Reserve Bank) Directions, 1998.

Schedule to the Balance Sheet of a Non-Banking Financial Company

[As required in terms of Paragraph 9BB of Non-Banking Financial Companies Prudential Norms (Reserve Bank) Directions, 1998]

Liability Side:(Rs. In Lacs)

	Particulars	Year ending 31.03.2016		Year ending 31.03.2015	
		Amount outstanding	Amount overdue	Amount outstanding	Amount overdue
(1)	Loans and advances availed by the non-banking financial company inclusive of interest accrued thereon but not paid :				
	(a) Debentures				
	-Secured	-	-	-	-
	- Unsecured				
	(other than falling within the meaning of public deposits)				
	(b) Deferred Credits	-	-	-	-
	(c) Term Loans	0	-	0	-
	(d) Inter-corporate loans and borrowing	0	-	0	-
	(e) Commercial Paper				
	(f) Other Loans (specify nature)	-	-	-	-
	- Loans from Bank	-	-	-	-

Assets Side

		Amount outstanding	Amount outstanding
	Break-up of loans and advances including bills recivables (other than those included in (4) below :-		
	(a) Secured	-	-
(2)	(b) Unsecured	444.78	590.45
(3)	Break-up of Leased Assets and stock on hire and other assets counting towards AFC activities		
	(i) Lease assets including lease rentals under sundry debtors	-	-
	(a) Financial lease		
	(b) Operating lease		
	(ii) Stock on hire including hire charges under sundry debtors :	-	-
	a) Assets on hire	-	-
	(b) Repossessed Assets	-	-
	(iii) Other loans counting towards AFC activities		
	(a) Loans where assets have been repossessed		
	(b) Loans other than (a) above		
(4)	Break-up of Investments :		
	Current Investments		
	<u>1.Quoted :</u>		
	I. Shares : a) Equity	--	--
	b)Preference	--	--
	II. Debentures and Bonds	--	--
	III. Units of mutual funds	--	--
	IV. Government Securities	--	--
	V. Others (please specify)	--	--
	<u>.Un Quoted :</u>		
	I. Shares : a) Equity	--	--
	b)Preference	--	--
	II. Debentures and Bonds	--	--
	III. Units of mutual funds	--	--

BCL Enterprises Limited

		--	--
IV. Government Securities		--	--
V. Others (please specify)		--	--
Long Term investments			
I. Shares : a) Equity			
b)Preference		--	--
II. Debentures and Bonds		--	--
III. Units of mutual funds		--	--
IV. Government Securities		--	--
V. Others (please specify)		--	--
2. <u>UnQuoted</u> :			
I. Shares : a) Equity			10
b)Preference		--	--
II. Debentures and Bonds		--	--
III. Units of mutual funds		--	--
IV. Government Securities		--	--
V. Others (please specify)		--	--

(5) Borrower group-wise classification of assets financed as in (2) and (3) above :-

Category		Amount net of provision			Amount net of provision		
		Secured	Unsecured	Total	Secured	Unsecured	Total
1.	Related parties						
a)	Subsidiaries	-	-	-	-	-	-
b)	Companies in the same group	-	-	-	-	-	-
c)	Other related parties	-	-	-	-	0	0
2.	Other than related parties	-	444.78	444.78	-	590.45	590.45
Total		-	444.78	444.78	-	590.45	590.45

BCL Enterprises Limited

(6) Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted) :

Category	Current Year		Previous Year	
	Market Value/ Break-up or fair value or NAV	Book Value (Net of Provisions)	Market Value/ Break-up or fair value or NAV	Book Value (Net of Provisions)
1. Related Parties				
(a) Subsidiaries	-	-	10.00	10.00
(b) Companies in the same group	0	0	0	0
(c) Other related parties	-	-	0	0
2. Other than related parties	0	0	0	0

(7) Other Information

Particulars	Current Year Amount	Previous Year Amount
(i) Gross Non-Performing Assets		
a) Related parties	-	-
b) Other than related parties	-	-
ii) Net Non-Performing Assets		
a) Related parties	-	-
b) Other than related parties	-	-
iii) Assets acquired in satisfaction of debt	-	-

Note: In case of Investments in unquoted shares, it is assumed that market value is same as book value.

For KRISHAN RAKESH & CO.

Chartered Accountants
Registration No.: 009088N

For and on behalf of the Board of Directors of
BCL ENTERPRISES LIMITED

Sd/-
K.K. GUPTA
PARTNER
Membership No.: 087891

Sd /-
Mahendra Kumar Sharda
Managing Director
DIN - 00053042

Sd/-
Sushil Kumar Sharda
Director
DIN - 00303835

Place :New Delhi
Date :30.05 2016

Sd/-
Kishore Kargeti
Chief Financial Officer

Sd/-
AnujRastogi
Company Secretary
Membership No: 36976

BCL Enterprises Limited

NOTES - 8 TO FINANCIAL STATEMENT
TANGIBLE ASSET

DESCRIPTION	RATE OF DEPRECIATION	C O S T				D E P R E C I A T I O N				W. D. V.	
		AS ON 1/04/2015	ADDITIONS DURING THE YEAR	SALES/ ADJUSTMENTS	TOTAL AS ON 31/03/2016	UPTO 31/03/2015	FOR THE YEAR	ADJUSTMENTS	TOTAL AS ON 31/03/2016	AS ON 31/03/2016	AS ON 31/03/2015
Air Conditioners	13.91	91,500	0	0	91,500	48,230	38,695	0	86,925	4,575	43,270
Car	25.89	351,880	0	351,880	0	347,742	0	347,742	0	0	4,138
Furniture & Fixture	18.10	14,930	0	0	14,930	11,236	985	0	12,221	2,709	3,694
Computer & Printer	40.00	73,650	0	0	73,650	72,932	0	0	72,932	718	718
Water Cooler	18.10	9,380	0	0	9,380	2,857	1,909	0	4,766	4,614	6,523
CURRENT YEAR		541,340	0	351,880	189,460	482,997	41,589	347,742	176,844	12,616	58,343
PREVIOUS YEAR		541,340	0	0	541,340	471,822	11,175	0	482,997	58,343	69,518

ATTENDANCE SLIP

Registered Folio / DP ID & Client ID
Name and Address of the Shareholder

1. I hereby record my presence at the 31st ANNUAL GENERAL MEETING of the Company being held on Thursday, 15th September, 2016 at 10:00 A.M at the registered office of the company, at Terrace, Arunachal Building, 19 Barakhamba Road, New Delhi-110001
2. Signature of the Shareholder/Proxy Present
3. Shareholder/Proxy holder desiring to attend the meeting must bring the Attendance Slip to the meeting and handover at the entrance duly signed.
4. Shareholder/Proxy holder desiring to attend the meeting may bring his/her copy of the Annual Report for reference at the meeting.

NOTE: PLEASE CUT HERE AND BRING THE ABOVE ATTENDANCE SLIP TO THE MEETING.

ELECTRONIC VOTING PARTICULARS

EVEN (E Voting Event Number)	User ID	Password / PIN

Note: Please read the instructions printed under the Note to the Notice dated 12th August, 2016 of the 26th Annual General Meeting of the Company. The E-Voting period starts from 9:00 A.M on Monday, 12th September, 2016 and ends at 5:00 P.M on Wednesday, 14th September, 2016. The e-Voting module shall be disabled by NSDL for voting thereafter.

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: **L26102DL1985PLC021467**

Name of the Company: **BCL Enterprises Limited**

Venue of the Meeting: **Terrace, Arunachal Building, 19 Barakhamba Road, New Delhi-110001**

Date and Time: **15th September, 2016 at 10:00 A.M.**

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 vote (for me/us and on my/our behalf at the Annual General Meeting of the Company to be held on 15th September, 2016 at 10:00 A.M. at Terrace, Arunachal Building, 19 Barakhamba Road, New Delhi-110001 and at any adjournment thereof) in respect of such resolutions as are indicated below:

S. No.	Resolution	Number of shares held	For	Against
ORDINARY BUSINESS:				
1.	Adoption of audited Financial Statements for the financial year ended March 31, 2016 and reports of the Board of Directors and the Auditors thereon.			
2.	Appointment of director in place of Mrs. Sangita, who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and, being eligible, offers herself for re-appointment.			
3.	Ratification of the appointment of M/s Krishan Rakesh & Co., as Statutory Auditors.			
4.	Contribution to charitable institutions and funds up to an amount not exceeding Rs. 10,00,000/- (Rupees Ten Lakhs Only).			

** This is optional. Please put a tick mark (√) in the appropriate column against the resolutions indicated in the box. If a member leaves the "For" or "Against" column blank against any or all the Resolutions, the proxy will be entitled to vote in the manner he/she thinks appropriate. If a member wishes to abstain from voting on a particular resolution, he/she should write "Abstain" across the boxes against the Resolution.

Signed this Day of 2016

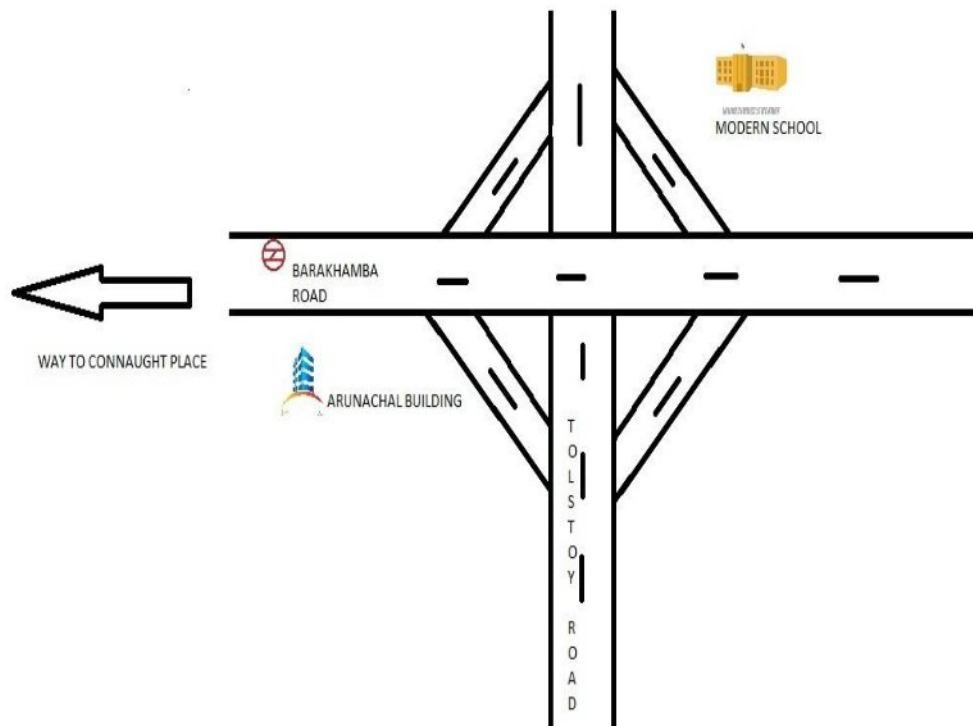
Signature of shareholder.....

Signature of Proxy holder(s)

Affix One
Rupee
Revenue
Stamp

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.

ROUTE MAP TO THE VENUE



If undelivered please return to:

BCL ENTERPRISES LIMITED

Regd. Office: at 510, Arunachal Building,
19 Barakhamba Road,

New Delhi-110 001

Tel. No.: (011) 23320370

E-mail: bclenterprisesltd@gmail.com