

38TH
ANNUAL REPORT
2017-18

CAMAC COMMERCIAL COMPANY LIMITED

CIN: L70109DL1980PLC169318

CAMAC COMMERCIAL COMPANY LIMITED

(CIN: L70109DL1980PLC169318)

Regd. Office: 1st Floor, Express Building, 9-10, Bahadur Shah Zafar Marg, New Delhi - 110 002

Email: camaccommercial@gmail.com, Phone No.: 011-23272499 Website: www.camaccommercial.com

CORPORATE INFORMATION

DIRECTORS	Mr. Govind Swarup Mr. Rajagopalan Sundar Ms. Amita Gola Ms. Shweta Saxena Ms. Monisha Saraf
CHIEF FINANCIAL OFFICER	Mr. Sanjay Kumar
MANAGER	Mr. Sunil Singh
COMPANY SECRETARY	Mr. Abhishek Kakkar
BANKERS	HDFC Bank Limited
AUDITORS	
Statutory Auditors	M/s K. N. Gutgutia & Co. Chartered Accountants, New Delhi
Secretarial Auditors	M/s. Nityanand Singh & Co. Company Secretaries, New Delhi
Internal Auditors	M/s. Thakur, Vaidyanath Aiyar & Co. Chartered Accountants, New Delhi
SHARE TRANSFER AGENT	M/s. Niche Technologies Pvt. Ltd. D-511, Bagree Market, 71, B.R.B. Basu Road, Kolkata - 700 001

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Phone No.: 011-43570812 Email: camaccommercial@gmail.com Website: www.camaccommercial.com

NOTICE

Notice is hereby given that the 38th (Thirty Eighth) Annual General Meeting of Camac Commercial Company Limited will be held on Wednesday, September 26, 2018, at Engineers Bhawan, 2 Bahadur Shah Zafar Marg, New Delhi 110002 at 11:00 A.M. to transact the following businesses:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements (including the consolidated financial statements) of the Company for the financial year ended March 31, 2018 and the Report of the Board of Directors ("the Board") and the auditors thereon.
2. To appoint a Director in place of Ms. Amita Gola (DIN: 01088321), who retires by rotation and, being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

3. Appointment of Mr. Govind Swarup (DIN: 00003145) as an Independent Director of the Company.

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 149, 152 and 161 read with Schedule IV of the Companies Act, 2013 ("Act") (including any statutory modifications or re-enactment thereof for the time being in force) read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable provisions, if any, of the Act, and subject to the approval of the Members of the Company at its ensuing Annual General Meeting Mr. Govind Swarup (DIN: 00003145) was appointed as an Additional Director of the Company, designated as an Independent Director not liable to retire by rotation, by the Board of Directors in their meeting held on April 27, 2018 and in respect of whom the Company has received a Notice in writing from a Member under Section 160 of the Act proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company for a period of 5 (Five) consecutive years effective from April 27, 2018 upto April 26, 2023, not liable to retire by rotation."

4. Appointment of Ms. Shweta Saxena (DIN: 03120958) as an Independent Director of the Company.

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

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“**RESOLVED THAT** pursuant to the provisions of Section 149, 152 and 161 read with Schedule IV of the Companies Act, 2013 ("Act") (including any statutory modifications or re-enactment thereof for the time being in force) read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable provisions, if any, of the Act , and subject to the approval of the Members of the Company at its ensuing Annual General Meeting Ms. Shweta Saxena (DIN: 03120958) was appointed as an Additional Director of the Company, designated as an Independent Director not liable to retire by rotation, by the Board of Directors in their meeting held on May 29, 2018 and in respect of whom the Company has received a Notice in writing from a Member under Section 160 of the Act proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company for a period of 5 (Five) consecutive years effective from May 29, 2018 upto May 28, 2023, not liable to retire by rotation.”

5. Appointment of Ms. Monisha Saraf (DIN: 07503642) as an Independent Director of the Company.

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 149, 152 and 161 read with Schedule IV of the Companies Act, 2013 ("Act") (including any statutory modifications or re-enactment thereof for the time being in force) read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and other applicable provisions, if any, of the Act , and subject to the approval of the Members of the Company at its ensuing Annual General Meeting Ms. Monisha Saraf (DIN: 07503642) was appointed as an Additional Director of the Company, designated as an Independent Director not liable to retire by rotation, by the Board of Directors in their meeting held on May 29, 2018 and in respect of whom the Company has received a Notice in writing from a Member under Section 160 of the Act proposing her candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company for a period of 5 (Five) consecutive years effective from May 29, 2018 upto May 28, 2023, not liable to retire by rotation.”

6. Appointment of Mr. Sunil Singh as Manager of the Company.

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 Sections 196, 197, 198, 203, Schedule V and any other applicable provisions, if any, of the Companies Act, 2013 (the Act) or any statutory modification(s) or re-enactment thereof subject to the approval of Ministry of Corporate Affairs, Government of India, if required, the Company hereby approves the appointment of Mr. Sunil Singh, as ‘Manager’ of the Company for a period of 3 (three) years effective from April 28, 2018 to April 27, 2021, at a Gross Remuneration of Rs. 12,000 (Rupees Twelve Thousand Only) per annum and on such other terms and conditions as mentioned in the Letter of Appointment dated April 28, 2018.

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RESOLVED FURTHER THAT the appointment of Mr. Sunil Singh as a Manager of the Company shall at all times be under the supervision and control of the Board.

RESOLVED FURTHER THAT the Board of Directors, which term shall include Committees (s) of the Board be and is hereby authorized to alter, and vary from time to time during the current tenure of appointment of Mr. Sunil Singh, the terms and conditions and/or Remuneration in such a manner as in the best interest of the Company, in accordance with the laws from time to time in force and acceptable to Mr. Sunil Singh, provided that the Remuneration after such alteration shall not exceed the limits prescribed under Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT all the Directors and Mr. Abhishek Kakkar, Secretary of the Company be and are hereby severally authorized to do all such acts and deeds as may be necessary, expedient or desirable, in order to give effect to this Resolution or otherwise as considered by them to be best Interest of the Company.”

By Order of the Board

For Camac Commercial Company Limited

Sd/-

Abhishek Kakkar

(Company Secretary)

Membership No.: A18211

Date: August 10, 2018

Place: New Delhi

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NOTES:

1. The Explanatory Statement as required under section 102 of the Companies Act, 2013 is annexed hereto.

M/s. K.N. Gutgutia & Co., Chartered Accountants, having Firm Registration No. 304153E were appointed as Statutory Auditors of the Company at the 37th Annual General Meeting held on September 22, 2017. Pursuant to Notification issued by the Ministry of Corporate Affairs ("MCA") on 7th May, 2018 amending Section 139 of the Companies Act, 2013 and the Rules framed thereunder, the mandatory requirement for ratification of appointment of Auditors by the Members at every Annual General Meeting ("AGM") has been omitted, and hence the Company is not proposing an item on ratification of appointment of Auditors at this AGM.

2. The Register of Directors and Key Managerial Personnel and their shareholding and the Register of Contracts or Arrangements in which Directors are interested as maintained under Section 170 and Section 189 of the Companies Act, 2013 respectively, shall be kept open for inspection at the venue of Annual General Meeting of the Company.

3. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ALSO ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. The proxies, in order to be effective, must be duly filled, signed, stamped and deposited at the Registered Office of the Company not later than 48 hours before the commencement of the Meeting. A blank proxy form is annexed to the Annual Report.**

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.

During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of notice in writing is given to the Company.

4. Corporate members intending to send their authorized representative(s) to attend the Meeting are requested to send to the Company a certified true copy of the relevant Board Resolution together with the specimen signature(s) of the representative(s) authorised under the said Board Resolution to attend and vote on their behalf at the Meeting.

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5. Members/proxies are requested to bring their duly filled attendance slip along with their copy of Annual Report to the Meeting. Copies of the Annual Report will not be distributed at the Meeting.
6. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
7. All documents referred to in accompanying Notice are open to inspection at the registered office of the Company on all working days between 11.00 A.M. to 1.00 P.M. up to the date of ensuing AGM.
8. The Company's Registrar and Transfer Agents for its Share Registry Work (Physical and Electronic) are M/s Niche Technologies Private Limited ("Niche") having their office at D-511, Bagree Market, 5th Floor, 71, B.R.B. Basu Road, Kolkata - 700001
9. Pursuant to Section 91 of the Companies Act, 2013, the Register of Members and Share Transfer Register of the Company will remain closed from Thursday, 20th day of September, 2018 to Wednesday, 26th day of September, 2018 (both days inclusive).
10. Pursuant to SEBI notification Number SEBI/LAD-NRO/GN/2018/24 dated June 08, 2018 regarding amendment to Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 the requests for effecting transfer of securities (except for transmission and transposition) shall not be processed unless the securities are held in the demat form with a depository. The same will be effective from December 05, 2018. Therefore it's recommended to Members to dematerialize Securities of the company on or before 05th December, 2018 by contacting to their Depository Participant (DP), the Company's ISIN No. is INE227E01013.
11. The Securities and Exchange Board of India (SEBI) vide Circular Ref. No. MrD/DoP/CIR-05/2007 dated April 27, 2007, made PAN the sole identification number for all participants transacting in the securities market, irrespective of the amount of transaction. In continuation of the aforesaid circular, it is hereby clarified that for securities market transactions and off market/private transactions involving transfer of shares of listed companies in physical form, it shall be mandatory for the transferee(s) to furnish copy of PAN card to the Company/Registrar and Share Transfer Agent for registration of such transfer of shares.
12. As per the provisions of Section 72 of the Act, Members holding shares in physical form can avail of the **Nomination Facility** by sending duly filled Form SH-13 (in duplicate) and other required documents to the Company. In case of Shares held in Electronic Form, the nomination has to be lodged with your Depository Participant (DP) directly.

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13. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant the Companies (Management and Administration Rules), 2014, companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their e-mail address either with the Company or with the Depository. Members who have not registered their e-mail address with the Company are requested to submit their request with their valid e-mail address to Niche ("RTA"). Members holding shares in demat form are requested to register/update their e-mail address with their Depository Participant(s) directly. Members of the Company, who have registered their email-address, are entitled to receive such communication in physical form upon request.

14. Members are requested to:

- a. consolidate their holdings into one folio in case they hold Shares under multiple folios in the identical order of names; and
- b. Members are requested to bring their copy of the Annual Report to the Annual General Meeting.

15. Voting through electronic means

In compliance with the provisions of Section 108 and other applicable provisions, if any of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "SEBI Listing Regulations"), the Company is pleased to provide its Members, facility to exercise their right to vote on resolutions proposed to be considered at the 38th Annual General Meeting ("AGM") by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the Members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by Central Depository Services (India) Limited (CDSL).

- I. The facility for voting through polling paper shall also be available at the venue of the Meeting and the Member attending the meeting who has not already cast their vote by remote e-voting shall be able to exercise their right at the meeting. 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.

II. The process and manner for remote e-voting are as under:

- (i) The remote e-voting period commences on Sunday, September 23, 2018 (9.00 a.m. IST) and ends on Tuesday, September 25, 2018 (5.00 p.m. IST). During this period members' of the Company, holding shares either in physical form or in dematerialized form as on the Cut-off date i.e. Wednesday, September 19, 2018 may cast their vote by remote e-voting.

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- (ii) The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast and confirmed by the Member, he shall not be allowed to change it subsequently.
- (iii) The shareholders should log on to the e-voting website www.evotingindia.com during the voting period.
- (iv) Click on “Shareholders” tab.
- (v) Now Enter your User ID
- For CDSL: 16 digits beneficiary ID,
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - Members holding shares in Physical Form should enter Folio Number registered with the Company, excluding the special characters.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

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

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- (ix) After entering these details appropriately, click on “SUBMIT” tab.
- (x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant “Company Name”, i.e. **Camac Commercial Company Limited** on which you choose to vote.
- (xiii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xvi) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xviii) If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) **Note for Institutional shareholders and Custodians**
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

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- After receiving the login details a compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
- The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

(xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or (contact them at 1800 200 5533).

(xxi) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30.06.2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.

16. Institutional Members/Bodies Corporate (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory (ies) who are authorized to vote through e-mail at officenns@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com on or before Tuesday, September 25, 2018 up to 05.00 pm. without which the vote shall not be treated as valid.
17. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of September 19, 2018. A person who is not a member as on Cut Off date should treat this notice for information purpose only.
18. Notice of Annual General Meeting will be sent to those shareholders, whose name will appear in the register of the members/ beneficiary owners as at closing hours of business on August 17, 2018. The Notice of the AGM along with the Annual Report 2017-18 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company / Depositories, unless any Member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.
19. The shareholders shall have one vote per equity share held by them as on the cut-off date of September 19, 2018. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.

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20. Since the Company is required to provide members the facility to cast their vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Wednesday, September 19, 2018 and not casting their vote electronically, may only cast their vote at the Annual General Meeting.
21. Any person, who acquires shares of the Company and become Member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e. September 19, 2018 are requested to send the written/email communication to the Company at camaccommercial@gmail.com by mentioning their Folio no./DP ID and client id to obtain the login id and password for e-voting
22. **Mr. Nityanand Singh** (Nityanand Singh & Co.), Practicing Company Secretary (Membership No. FCS 2668, COP No. 2388), who is willing to be appointed as Scrutiniser, has been appointed as the Scrutiniser of the Company to scrutinize the remote e-voting process and voting at the AGM in a fair and transparent manner.
23. The Scrutiniser shall immediately after the conclusion of voting at the General Meeting, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of atleast two witnesses not in the employment of the company and make, not later than three days of the conclusion of the Meeting, a consolidated Scrutiniser's Report of the total votes cast in favour or against, if any, and submit the such report to the Chairman or a person authorised by him in writing who shall countersign the same and declare the result of the voting forthwith.
24. The results declared along with the Scrutiniser's Report shall be placed on the Company's website www.camaccommercial.com and on the website of CDSL www.evotingindia.com immediately after the results declared is by the Chairman on receipt of the consolidated Scrutiniser's Report from the Scrutiniser. The results shall simultaneously be communicated to The Calcutta Stock Exchange Ltd.
25. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Meeting i.e. September 26, 2018.
26. The relevant details as required under Regulation 36 of SEBI Listing Regulations, of the persons seeking re-appointment as Director under Item No. 2, 3, 4 and 5 of the Notice, are annexed as **Annexure-A**.
27. The route map showing directions to reach the venue of the 38th AGM is annexed to this Notice.

By Order of the Board
for **Camac Commercial Company Limited**

Sd/-

Abhishek Kakkar

(Company Secretary)

Membership No. A18211

Place: New Delhi

Date: 10.08.2018

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STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (“the Act”)

The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice:

Item No. 3

The Board of Directors of the Company on the recommendation of the Nomination and Remuneration Committee of the Company in their meeting held on April 27, 2018 and pursuant to the provisions of Section 161(1) of the Companies Act, 2013 (the “Act”) and the Articles of Association of the Company, had appointed Mr. Govind Swarup (DIN: 00003145) as an Additional Director of the Company designated as an Independent Director with effect from April 27, 2018. The Company has received notice in writing from Member under Section 160 of the Act proposing the candidature of Mr. Swarup for the office of Director of the Company. Mr. Swarup is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given his consent to act as Director. It is proposed to appoint Mr. Govind Swarup as an Independent Director under Section 149 of the Act and SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (“SEBI Listing Regulations”) to hold office for 5 (five) consecutive years. The Company has received declaration from Director that he meets the criteria of independence as prescribed both under Section 149 (6) of the Act and under Regulation 16 of SEBI Listing Regulations.

Brief resume of Mr. Govind Swarup, nature of his expertise in specific functional areas and names of companies in which he hold directorships and memberships / chairmanships of Board committees, shareholding and relationships between directors *inter-se* as stipulated, are provided as part of the Notice.

Copy of the draft letter for appointment of Mr. Swarup as Independent Director setting out terms and conditions is available for inspection by Members at the Registered Office of the Company. Mr. Swarup is interested in the Resolution set out at Item No. 3 of the Notice with regard to his appointment.

In the opinion of the Board of Directors, Mr. Govind Swarup fulfills the conditions specified in the Companies Act, 2013 and the rules made thereunder, for his appointment as an Independent Director of the Company and is independent of the Management.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution.

The Board recommends the Ordinary Resolution set out at Item No. 3 of the Notice for approval by the shareholders.

Additional information about Mr. Govind Swarup is provided in **Annexure A** enclosed hereto.

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Item No. 4

The Board of Directors of the Company on the recommendation of the Nomination and Remuneration Committee of the Company in their meeting held on May 29, 2018 and pursuant to the provisions of Section 161(1) of the Companies Act, 2013 (the "Act") and the Articles of Association of the Company, had appointed Ms. Shweta Saxena (DIN: 03120958) as an Additional Director of the Company designated as an Independent Director with effect from May 29, 2018. The Company has received notice in writing from Member under Section 160 of the Act proposing the candidature of Ms. Saxena for the office of Director of the Company. Ms. Saxena is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given her consent to act as Director. It is proposed to appoint Ms. Shweta Saxena as an Independent Director under Section 149 of the Act and SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 ("SEBI Listing Regulations") to hold office for 5 (five) consecutive years. The Company has received declaration from Director that she meets the criteria of independence as prescribed both under Section 149 (6) of the Act and under Regulation 16 of SEBI Listing Regulations.

Brief resume of Ms. Shweta Saxena, nature of her expertise in specific functional areas and names of Companies in which she hold directorships and memberships / chairmanships of Board committees, shareholding and relationships between directors *inter-se* as stipulated, are provided as part of the Notice.

Copy of the draft letter for appointment of Ms. Saxena as an Independent Director setting out terms and conditions is available for inspection by Members at the Registered Office of the Company. Ms. Saxena is interested in the Resolution set out at Item No. 4 of the Notice with regard to her appointment.

In the opinion of the Board of Directors, Ms. Shweta Saxena fulfills the conditions specified in the Companies Act, 2013 and the rules made thereunder, for her appointment as an Independent Director of the Company and is independent of the Management.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution.

The Board recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the shareholders.

Additional information about Ms. Shweta Saxena is provided in **Annexure A** enclosed hereto.

CAMAC COMMERCIAL COMPANY LIMITED

(CIN : L70109DL1980PLC169318)

Regd Office: 1st Floor, Express Building, 9-10, Bahadur Shah Zafar Marg, New Delhi - 110 002

Phone No.: 011-43570812 Email: camaccommercial@gmail.com Website: www.camaccommercial.com

Item No. 5

The Board of Directors of the Company on the recommendation of the Nomination and Remuneration Committee of the Company in their meeting held on May 29, 2018 and pursuant to the provisions of Section 161(1) of the Companies Act, 2013 (the "Act") and the Articles of Association of the Company, had appointed Ms. Monisha Saraf (DIN: 07503642) as an Additional Director of the Company designated as an Independent Director with effect from May 29, 2018. The Company has received notice in writing from Member under Section 160 of the Act proposing the candidature of Ms. Saraf for the office of Director of the Company. Ms. Saraf is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given her consent to act as Director. It is proposed to appoint Ms. Monisha Saraf as an Independent Director under Section 149 of the Act and SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 ("SEBI Listing Regulations") to hold office for 5 (five) consecutive years. The Company has received declaration from Director that she meets the criteria of independence as prescribed both under Section 149 (6) of the Act and under Regulation 16 of SEBI Listing Regulations.

Brief resume of Ms. Monisha Saraf, nature of his expertise in specific functional areas and names of companies in which she hold directorships and memberships / chairmanships of Board committees, shareholding and relationships between directors *inter-se* as stipulated, are provided as part of the Notice.

Copy of the draft letter for appointment of Ms. Saraf as an Independent Director setting out terms and conditions is available for inspection by Members at the Registered Office of the Company. Ms. Saraf is interested in the Resolution set out at Item No. 5 of the Notice with regard to his appointment.

In the opinion of the Board of Directors, Ms. Monisha Saraf fulfills the conditions specified in the Companies Act, 2013 and the rules made thereunder, for her appointment as an Independent Director of the Company and is independent of the Management.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution.

The Board recommends the Ordinary Resolution set out at Item No. 5 of the Notice for approval by the shareholders.

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Item No. 6

The Board of Directors of the Company on the recommendation of Nomination & Remuneration Committee and in pursuance to the provisions of Section 196, 197, 198, 203 and rules made thereunder and Schedule V to the Act and subject to the Shareholders approval, had appointed Mr. Sunil Singh as Manager of Company for a period of 3 (three) years effective April 28, 2018 to April 27, 2021 and on such remuneration and terms and conditions as mentioned in the Letter of Appointment.

The Terms of appointment of Mr. Sunil Singh as Manager is recommended for Shareholders approval under Section 196, 197, 198 and 203 read with Schedule V to the Act.

Brief resume of Mr. Singh, nature of his expertise in specific functional areas and names of companies in which he holds directorships and memberships / chairmanships of Board committees, shareholding and relationships between directors *inter-se* as stipulated, are provided as part of the Notice.

The Directors in compliance with the provisions of Section 196, 197, 198, 203 and Schedule V of the Act, recommend the proposed Resolution to the Members to be passed as an Ordinary Resolution.

Copy of the draft letter for appointment of Mr. Singh as Manager setting out terms and conditions is available for inspection by Members at the Registered Office of the Company.

Mr. Singh is interested in the Resolution set out at Item No. 6 of the Notice with regard to his appointment.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Resolution.

The Board recommends the Ordinary Resolution set out at Item No. 6 of the Notice for approval by the shareholders.

Additional information about Mr. Sunil Singh is provided in **Annexure A** enclosed hereto.

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Annexure-A - Information about Directors and Manager recommended for re-appointment at the Annual General Meeting as on August 10, 2018 (In pursuance of Regulation 36 (3) of the SEBI Listing Regulations) and Secretarial Standards on General Meetings.

Item No. 2:

Name of Directors recommended for reappointment	Ms. Amita Gola (DIN-01088321)
Date of Birth	25.07.1976
Date of Appointment	14.05.2014
Qualification	Law Graduate and a Qualified Company Secretary
Expertise in specific functional Area	Over 15 years in Secretarial, Legal and other Corporate Matters.
List of other Companies in which Directorships held	1. Sahu Jain Limited 2. Radio Network Limited 3. Cyber Space Infotainment Limited
Membership/Chairmanships of Committees of other Companies	Cyber Space Infotainment Limited <ul style="list-style-type: none"> • Audit Committee – Member • Nomination & Remuneration Committee – Member • Corporate Social Responsibility Committee – Member Sahu Jain Limited <ul style="list-style-type: none"> • Audit Committee – Member • Nomination & Remuneration Committee – Member
Relationship with other Directors/Manager/KMP's	None
Number of Shares held in the Company as on 10.08.2018	NIL
Terms and Conditions of Re-appointment	In terms of Section 152(6) of the Act, Ms. Amita Gola who was appointed as a Director at the Annual General Meeting held on September 29, 2014 is liable to retire by rotation at the meeting.
Remuneration last drawn	NIL, Ms. Gola has waived off her entitlement to sitting fees.
Justification of re-appointment	Ms. Amita Gola has over 15 years in Secretarial, Legal and other Corporate Matters

For other details such as number of meetings of the board attended during the year in respect of Ms. Amita Gola, please refer to the Corporate Governance Report.

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Item No. 3:

Name of Directors recommended for appointment	Mr. Govind Swarup (DIN-00003145)
Date of Birth	20.01.1951
Date of Appointment	27.04.2018
Qualification	A Doon School Alumnus, holds engineering degree from Trinity College London. He owns and control and manages a number of companies primarily the sugar and allied industries.
Expertise in specific functional Area	Mr. Govind Swarup is an industrialist and carries with him over 30 years of financial and business understanding.
List of other Companies in which Directorships held	<ol style="list-style-type: none">1. Meenakshi Industries and Finance Pvt. Ltd.2. Harsha Dairies Pvt. Ltd.3. Kalpataru Botanical Gardens Pvt. Ltd4. SVP Industries Ltd.5. Mansurpur Sale & Services Pvt. Ltd.6. Gomateshwar Investments Pvt. Ltd.7. Jacaranda Corporate Services Ltd.8. Mediarun Digital Pvt. Limited9. Ingenuity E Services Pvt. Ltd10. Ishir Digital Pvt. Limited11. Ingenuity Gaming Private Limited12. Pearl Beverages Limited13. Pearl Bottling Private Limited14. P N B Finance And Industries Ltd.
Membership/Chairmanships of Committees of other Companies	PNB Finance & Industries Limited <ul style="list-style-type: none">• Audit Committee - Chairman• Stakeholders' Relationship Committee - Member• Nomination & Remuneration Committee - Chairman• Corporate Social Responsibility Committee – Chairman
Relationship with other Directors/Manager/KMP's	None
Number of Shares held in the Company as on 10.08.2018	NIL

Terms and Conditions of appointment	As per the resolution at item no. 3 of the Notice convening this meeting read with explanatory statement thereto, Mr. Govind Swarup is proposed to be appointed as an Independent Director, not liable to retire by rotation.
Remuneration last drawn as on March 31, 2018	N.A.
Remuneration proposed to be paid	Siting Fess -Rs. 1000/- (Board and Audit Committee Meeting each) and Conveyance- Rs. 2,500
Justification of appointment	Mr. Govind Swarup is an industrialist and carries with him over 30 years financial and business understanding his association as a Board Member will be immensely beneficial to the Company.

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Item No. 4:

Name of Directors recommended for appointment	Ms. Shweta Saxena (DIN-03120958)
Date of Birth	02.03.1981
Date of Appointment	29.05.2018
Qualification	Law graduate, PGDBA (Finance) and Member of the Institute of Company Secretaries of India.
Expertise in specific functional Area	Over 13 years in Secretarial, Legal and other Corporate Matters.
List of other Companies in which Directorships held	<ol style="list-style-type: none"> 1. Arth Udyog Limited 2. Times Journal India Limited 3. Innovative Mediquip Private Limited 4. Vasuki Properties Limited 5. Times Digital Limited 6. Rajdhani Printers Limited 7. Fourth Estate Limited 8. Artee Viniyoga Limited
Membership/ Chairmanships of Committees of other Companies	Arth Udyog Limited <ul style="list-style-type: none"> • Audit Committee - Member • Stakeholders' Relationship Committee - Member • Nomination & Remuneration Committee – Member
Relationship with other Directors/Manager/KMP's	None
Number of Shares held in the Company as on 10.08.2018	NIL
Terms and Conditions of appointment	As per the resolution at item no. 4 of the Notice convening this meeting read with explanatory statement thereto, Ms. Shweta Saxena is proposed to be appointed as an Independent Director, not liable by rotation.
Remuneration last drawn	NIL, Ms. Shweta Saxena has waived off her entitlement to sitting fees vide letter dated May 29, 2018
Remuneration proposed to be paid	NIL
Justification of appointment	Ms. Shweta Saxena has over 13 years experience in Secretarial, Legal and other Corporate Matters her association as a Board Member will be immensely beneficial to the Company.

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Item No. 5:

Name of Directors recommended for appointment	Ms. Monisha Saraf (DIN- 07503642)
Date of Birth	25.01.1972
Date of Appointment	29.05.2018
Qualification	B.Sc. (Non-Medical) and Masters in Computer Management (MCM)
Expertise in specific functional Area	Experience of around 20 years in corporate domain.
List of other Companies in which Directorships held	1. Kanchanmani Properties Private Limited 2. Nandavrat Properties & Developers Limited 3. Vasuki Properties Limited 4. Kanchanmani Investments & Finance Limited 5. The Speaking Tree Foundation
Membership/Chairmanships of Committees of other Companies	NIL
Relationship with other Directors/Manager/KMP's	None
Number of Shares held in the Company as on 10.08.2018	NIL
Terms and Conditions of appointment	As per the resolution at item no. 5 of the Notice convening this meeting read with explanatory statement thereto, Ms. Monisha Saraf is proposed to be appointed as an Independent Director.
Remuneration last drawn	NIL, Ms. Monisha Saraf has waived off her entitlement to sitting fees vide letter dated May 29, 2018
Remuneration proposed to be paid	NIL
Justification of appointment	Ms. Monisha Saraf has over 20 years' experience in Corporate Domain her association as a Board Member will be immensely beneficial to the Company.

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Item No. 6:

Information as per Secretarial Standard 2

Name of Manager appointment	Mr. Sunil Singh
Date of Birth	12.08.1959
Date of Appointment	28.04.2018
Qualification	Commerce Graduate
Expertise in specific functional area	Accounts and Finance
List of other Companies in which Directorship held as on 29.05.2018	NIL
Membership/Chairmanships of Committees of other Companies	NIL
Relationship with other Directors/KMP's	NIL
Number of Shares held in the Company as on 29.05.2018	NIL
Number of Board Meetings attended during the year	N.A.
Terms and Conditions of appointment	As per the appointment Letter dated April 28, 2018.
Remuneration last drawn	N.A.
Remuneration proposed to be paid	12,000 P.A.
Justification of appointment	Mr. Sunil Singh has over 26 years' experience in Accounts and Finance and his association as Manager will be immensely beneficial to the Company.

By Order of the Board
for Camac Commercial Company Limited

Sd/-

Abhishek Kakkar

(Company Secretary)

Membership No.: A18211

Place: New Delhi

Date: 10.08.2018

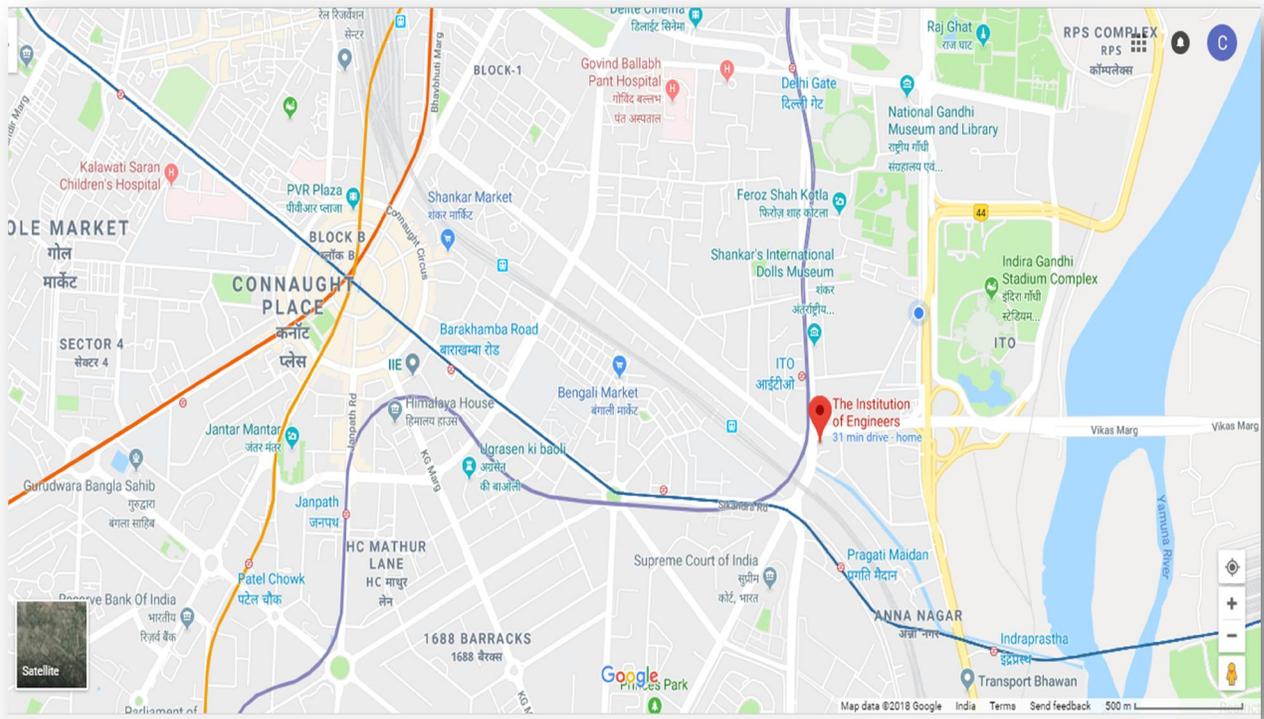
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ROUTE MAP TO THE VENUE OF 38TH ANNUAL GENERAL MEETING OF CAMAC COMMERCIAL COMPANY LIMITED TO BE HELD ON WEDNESDAY, SEPTEMBER 26, 2018 AT ENGINEERS BHAWAN, 2 BAHADUR SHAH ZAFAR MARG, NEW DELHI 110002



CAMAC COMMERCIAL COMPANY LIMITED

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DIRECTORS' REPORT

TO THE MEMBERS

Your Directors are pleased to present the 38th (Thirty Eighth) Annual Report together with the Standalone and Consolidated Audited Financial Statements for the year ended 31st March, 2018.

1. FINANCIAL RESULTS

The Financial Results of the Company during the Financial Year ended on 31st March, 2018 are as under:

(Amount in Rs.)

Particulars	Standalone for the Financial Year ended	
	31 st March 2018	31 st March 2017
Total Income	4,09,63,298	5,26,69,823
Total Expenditure	44,26,799	49,27,360
Profit Before Tax	3,65,36,499	4,77,42,463
Less: Tax Expense:		
Current Tax	24,70,316	--
Less: MAT Credit Entitlement of earlier year reversed:	1,72,28,543	--
Deferred Tax	-8,941	15,058
Profit after Tax for the Year	1,68,46,581	4,77,27,405
Add: Surplus brought forward from previous Year	37,35,03,298	33,53,21,374
Surplus available for appropriation	39,03,49,879	38,30,48,779
Less: Amount Transferred to Special Reserve (u/s 45-IC of RBI Act, 1934)	33,69,320	95,45,481
Balance Surplus carried forward under "Reserve & Surplus" in the Balance Sheet	38,69,80,559	37,35,03,298

RESULTS OF OPERATIONS AND THE STATE OF COMPANY'S AFFAIRS/ MATERIAL CHANGES

A. On Standalone Basis

- Income for the year is decreased by 22.23% (approx.) to Rs. 4,09,63,298/- as compared to Income of Rs. 5,26,69,823/- of the previous financial year 2016-2017;. Mainly due to decrease of dividend income.
- Total Expenses for the financial year 2017-18 is Rs. 44,26,799/- as compared to Rs. 49,27,360/- in the financial year 2016-17; there is moderate decrease of expenses of 10.16% (approx.), however employee cost increased by FY 4.40%.
- Profit before tax for the year is Rs. 3,65,36,499/- as compared to Rs. 4,77,42,463/- in 2016-2017;
- Profit after tax for the year is Rs. 1,68,46,581/- as compared to Rs. 4,77,27,405/- in 2016-17.

B. On Consolidated Basis (with Associates)

- Total Income (excluding the Dividend income from Associates) for the financial year 2017-18 is Rs. 4,09,63,298/- as compared to Rs. 3,79,09,823/- in the financial year 2016-17;
- Total Expenses for the financial year 2017-18 is Rs. 44,26,799/- as compared to Rs. 49,27,360/- in the financial year 2016-17;
- Profit before tax for the financial year 2017-18 is Rs. 3,65,36,499/- as compared to Rs. 3,29,82,463/- in the financial year 2016-17;
- Share in Profit/(Loss) of Associates (net) for the financial year 2017-18 is Rs. 4,92,67,541/- as compared to Rs. 6,07,05,228/- in the financial year 2016-17;
- Profit after tax (including share of Profit/(Loss) of Associates) for the financial year 2017-18 is Rs. 6,61,14,122/-- as compared to Rs. 9,36,72,633/- in the financial year 2016-17.

During the year under review, your Company has not carried on any business activity. It has only invested its surplus funds in Debt based mutual funds and other safe avenues from time to time. There were no material changes/commitments have taken place that could have an impact on the financial position of the Company from the date of closure of financial year under review till the date of Report.

3. DIVIDEND

The Board of Directors does not recommend any Dividend for the Financial Year 2017-18.

4. RESERVES

During the year under review, your Company has transferred an amount of Rs. 33,69,320/- to Special Reserve under section 45-IC of RBI Act, 1934.

5. SHARE CAPITAL

The Paid-up Equity Share Capital as on March 31, 2018 was Rs. 88,28,000/-. During the year under review, the Company has not issued any further Share Capital.

6. FINANCE

Cash and cash equivalent as at March 31, 2018 was Rs. 1,70,867/-. The Company continues to focus on judicious management of its working capital.

6.1 Public Deposits

The Company has not accepted any Public Deposits during the Financial Year ended 31st March, 2018 and your Board of Directors have also passed the necessary Resolution for non-acceptance of any Public Deposits during the Financial Year 2018-19.

The Company has also complied with the applicable provisions of “Non-Systemically Important Non-Banking Financial (Non-Deposit Accepting or Holding) companies Prudential Norms (Reserve Bank) Directions, 2015 and Non-Banking Financial Company –Non-Systemically Important Non-Deposit taking Company (Reserve Bank) Directions, 2016” and other applicable guidelines/circulars/directions of RBI.

7. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

During the Financial Year 2017-18, there were no Loans or Guarantees given by the Company under section 186 of the Companies Act, 2013. The details of Investments held by the Company as on March 31, 2018 in Mutual Fund units, Bonds and Equity Shares etc. including investments covered under Section 186 of the Companies Act, 2013 are given in Note No. 08 (Non- Current Investments) and Note No. 11 (Current Investments) in the Notes to the Financial Statements.

8. DIRECTORS & KEY MANAGERIAL PERSONNEL

8.1 Inductions

In terms of Section 149, 152 and Section 161 of the Companies Act, 2013, Mr. Govind Swarup (DIN:00003145), Ms. Monisha Saraf (DIN:07503642) and Ms. Shweta Saxena (DIN:03120958) has been appointed as an Additional Directors designated as Independent Director with effect from April 27, 2018 and May 29, 2018 respectively. Further, the Company has received a notice in writing from members under Section 160 of the Companies Act, 2013, proposing candidature of Mr. Govind Swarup, Ms. Monisha Saraf and Ms. Shweta Saxena for appointment as Independent Directors of the Company, not liable to retire by rotation.

The tenure of Mr. Sourabh Gupta, Manager of the Company was expiring on April 27, 2018 and he has expressed his unwillingness to be re-appointed as Manager of the Company for a further term accordingly, the Board of Directors at its meeting held on April 27, 2018 subject to the approval by shareholders in the ensuing Annual General Meeting has appointed Mr. Sunil Singh as Manager of the Company effective from April 28, 2018. Your Board placed on record its appreciation for the contributions made by Mr. Gupta during his tenure as Manager.

8.2 Resignations

The following resignations were made during the year:-

- Mr. Karam Chand Jain, an Independent Director, tendered his resignation from the Board of the Company on account of his other pre-occupations. Mr. Jain resigned from the Board of the Company from the close of business hours of May 17, 2018.

- Mr. Gaurav Jain, Non – Executive Director, tendered his resignation from the Board of the Company on account of his other pre-occupations. Mr. Jain resigned from the Board of the Company from the close of business hours of June 25, 2018.

The Board places on record its deep appreciation for the valuable contribution made by Mr. Karam Chand Jain and Mr. Gaurav Jain during their tenures as member of Board of the Company.

8.3 Re-appointment

Pursuant to the provisions of the Companies Act, 2013, Ms. Amita Gola retires by rotation at the ensuing AGM and, being eligible, seeks re-appointment. The Board recommends her re-appointment.

8.4 Board Evaluation

Pursuant to the provisions of Section 134 and 178 of the Companies Act, 2013 and Regulation 17 and 19 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as “SEBI Listing Regulations”), the Company has devised a mechanism for evaluating the performance of Independent Directors, Board, Committees and other individual Directors. On the basis of the said mechanism, the Board has evaluated the performance of Committees of Board, individual directors and Board as a whole.

The Nomination and Remuneration Committee (“N&RC”) reviewed the performance of the Individual Directors and the Board as a whole on the basis of the criteria specified in Board Evaluation Mechanism (Mechanism) as approved by Board of Directors. The Board based on the recommendations of NRC and criteria specified in the Mechanism, evaluated performance of individual Directors on the Board. The Board also evaluated the performance of various committees and Board as a whole taking into account inputs received from individual Directors/ committee members and criteria specified in the Mechanism.

The Independent Directors in their separate meeting which was later noted by Board of Directors evaluated the performance of Non-Independent Directors and performance of the Board as a whole.

8.5 Declaration by an Independent Director(s)

The Company has received necessary declaration from each Independent director under Section 149(7) of the Companies Act, 2013, that he / she meets the criteria of Independence laid down in Section 149(6) of the Companies Act, 2013 and Regulation 25 of the SEBI Listing Regulations.

8.6 Number of Meetings of the Board of Directors

During the year under review, Six Meetings of Board of Directors were duly convened and held. The gap between any two Board Meetings did not exceed 120 days.

For details of the meetings and attendance of the board, please refer to the corporate governance report, which forms part of this report.

As per the provisions of Section 149 of the Companies Act, 2013 (the Act) read with Schedule IV (Code for Independent Directors), the Independent Directors of the Company are required to hold at least one meeting in year, without the attendance of Non-Independent Directors and Members of the Management.

During the year, one Meeting of Independent Directors was held on January 09, 2018 under the Chairmanship of Mr. Rajagopalan Sundar, Independent Director.

8.7 Familiarization Programme for Independent Directors

The Independent Directors are provided with necessary documents/articles/reports /presentations to enable them to familiarize with the Company's procedures and practices to understand its business in depth and contribute to the Company.

The policy on familiarization programmes for Independent Directors are posted on the website of the Company and can be accessed at http://secure-file-server.invidev.com/uploads/file_products/file_downloaded/393_9cb36880a2f902bf3457_Familiarization%20Program.pdf

9. BUSINESS RISK MANAGEMENT

The Company has process in place to identify and assess business risks and opportunities in the form of a Risk Management Policy. The Board of Directors annually reviews the Risk Management Policy of the Company. The Policy was last reviewed and modified by the Board of Directors at its Meeting held on November 11, 2017. The main objective of this Policy is to ensure sustainable business growth with stability and to promote a pro-active approach in reporting, evaluating and resolving risks associated with the business.

10. COMMITTEES OF THE BOARD

In compliance with the requirements of Companies Act, 2013 and Listing Regulations your Board had constituted various Board Committees including Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee and Corporate Social Responsibility Committee. Details of the constitution of these Committees, which are in accordance with regulatory requirements, have been uploaded on the website of the Company viz. www.camaccommercial.com.

A) Audit Committee: The Composition of the Committee is as per the following particulars:

S. No.	Name of the Member	Category
1.	Mr. Govind Swarup	Non-Executive & Independent Director
1.	Ms. Shweta Saxena	Non-Executive & Independent Director
2.	Mr. Rajagopalan Sundar	Non-Executive & Independent Director
3.	Ms. Amita Gola	Non-Executive Director

All the recommendations made by the Audit Committee are accepted by the Board.

B) Nomination & Remuneration Committee : The Composition of the Committee is as per the following particulars

S. No.	Name	Category
1.	Mr. Govind Swarup	Non-Executive & Independent Director
2.	Mr. Rajagopalan Sundar	Non-Executive & Independent Director
3.	Ms. Shweta Saxena	Non-Executive & Independent Director
4.	Ms. Amita Gola	Non-Executive Director

Nomination and Remuneration Committee has formulated the Nomination and Remuneration & Board Diversity Policy, *inter-alia*, for appointment and remuneration of the directors, key managerial personnel and other employees. The policy has been approved by the Board. The said Policy is attached herewith as **Annexure I**.

C) Stakeholders Relationship Committee : The Composition of the Committee is as per the following particulars:

S. No.	Name	Category
1.	Mr. Rajagopalan Sundar	Non-Executive & Independent Director
2.	Ms. Shweta Saxena	Non-Executive & Independent Director
3.	Ms. Amita Gola	Non-Executive Director
4.	Ms. Monisha Saraf	Non-Executive & Independent Director

D) Corporate Social Responsibility Committee: The Composition of the Committee is as per the following particulars:

S. No.	Name	Category
1.	Mr. Rajagopalan Sundar	Non-Executive & Independent Director
2.	Ms. Shweta Saxena	Non-Executive & Independent Director
3.	Ms. Monisha Saraf	Non-Executive & Independent Director
4.	Ms. Amita Gola	Non-Executive Director

For details of the Committees' meetings and attendance of the Members, please refer to the corporate governance report, which forms part of this report.

11. SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES

The Company is having following Companies as its Associate Companies as on March 31, 2018:

1. Ashoka Viniyoga Limited
2. Combine Holding Limited
3. Artee Viniyoga Limited
4. Sahu Jain Services Limited
5. Times Publishing House Limited

The Company has prepared the consolidated financial statements for the year ended 31st March, 2018 along with the above associate Companies as per the provisions of applicable Accounting Standards and under relevant provisions of the Companies Act. Pursuant to provisions of Section 129(3) of the Act read with Rule 7 of Companies (Accounts) Rules, 2014 read with any amendments made thereof, a statement containing salient features of the financial statement of associate companies as specified in Part B of AOC 1 is attached to the financial statements of the Company.

As per Section 134 of the Act, contribution of above associates to the overall performance of the company (Refer Note 31 of the consolidated financial statements) during the period under report.

The consolidated profit after tax for the financial year 2017-18 is Rs. 6,61,14,122/-, out of which Rs. 4,92,67,541/- relates to its Associates Companies, amounting to 74.52% of the consolidated profit after tax.

12. AUDITORS & AUDITORS REPORT

12.1 Statutory Auditors

The Shareholders at the 37th Annual General Meeting of the Company held on September 22, 2017 approved appointment of M/s K.N. Gutgutia & Co., Chartered Accountants having Firm Registration No. 304153E as Statutory Auditors of the Company until conclusion of 42nd Annual General Meeting to be held in the year 2022 subject to ratification by the Shareholders every year. Pursuant to recent amendment to Section 139 of the Companies Act, 2013 effective May 7, 2018, ratification by the Shareholders every year for the appointment of Statutory Auditors is no longer required and accordingly the Notice of ensuing Annual General Meeting does not include the proposal for seeking Shareholders approval for ratification of Statutory Auditors appointment. The Company has received certificate of eligibility from M/s K.N. Gutgutia & Co., in accordance with the provisions of the Companies Act, 2013 read with rules thereunder and a confirmation that they continue to hold valid Peer Review Certificate as required under Listing Regulations.

The Notes on Accounts read with the Auditors' Reports are self-explanatory and therefore, do not call for any further comments or explanations. The Auditor's Report does not contain any qualification, reservation or adverse remark.

Further, the Auditors of the Company have not reported any instances of fraud under Section 143 (12) of the Act during financial year under review.

12.2 Secretarial Audit

Pursuant to the provisions of Section 204 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s. Nityanand Singh & Co., Company Secretaries a firm of Company Secretaries in Practice to conduct the Secretarial Audit of the Company for the Financial Year 2017-18. The

Report of the Secretarial Audit is annexed herewith as “Annexure II”. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

13. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

Provisions relating to disclosure of particulars with respect to Conservation of Energy are not applicable on the Company and it has no information to be published regarding Technology Absorption. The Company has not carried on during the period under report any activity relating to exports and has not used or earned any foreign exchange.

14. INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

The Company has adequate system of internal control to safeguard and protect from loss, unauthorized use or disposition of its assets. All the transactions are properly authorized, recorded and reported to the Management. The Company is following all the applicable Accounting Standards for properly maintaining the books of accounts and reporting Financial Statements.

15. CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

The provisions of Section 135 of the Act, with regard to Corporate Social Responsibility (“CSR”) became applicable on the Company from financial year 2016-17. Accordingly, in compliance with Section 135 of the Companies Act, 2013 read with the Companies (Corporate Social Responsibility Policy) Rules, 2014, your Company has established a Corporate Social Responsibility Committee and has adopted the Corporate Social Responsibility Policy (CSR Policy). The CSR policy may be accessed on the Company’s website at the link: http://secure-file-server.invidev.com/uploads/file_products/file_downloaded/390_685f29f5aff95e2c81b6_CSR%20Policy.pdf

Out of its CSR obligation for the Financial Year 2016-17, the Company has made a contribution of Rs. 3,58,000/- (Rupees Three Lakh Fifty Eight Thousand only) to Bennett University, established in Greater Noida, as a medium to achieve its stated objective of promoting the furthering the cause of education in India.

The Bennett University has been established at Greater Noida under the Uttar Pradesh Act (No. 24 of 2016) which was notified by the Government of Uttar Pradesh Vide No 1402(2)/LXXIX-V-1-16-1(Ka)- 25-2016 dated September 16, 2016. The Bennett University will provide quality professional education to students and aims to create a learning atmosphere conducive to both research and practical & entrepreneurial applications, and the same has covered under the list of activities allowed as CSR activity in Schedule VII of the Companies Act, 2013.

The CSR Committee of the Board is evaluating various projects for the CSR contribution for the financial year 2017-18. On finalization of the same, the Committee shall recommend the said projects to the Board for its approval and accordingly, Company will decide payment of CSR contribution for financial year 2017-18.

CSR Report is annexed as **Annexure III** and **CSR policy is annexed as Annexure VIII**, forming part of this report.

16. VIGIL MECHANISM / WHISTLE BLOWER POLICY

Pursuant to provision of section 177 of the Companies Act, 2013 and Regulation 18 of SEBI Listing Regulations, the Company has established Whistle Blower Policy/Vigil Mechanism for directors and employees to report their genuine concerns. The Whistle Blower Policy/Vigil Mechanism is available at the website of the Company www.camacommercial.com and can be accessed at below link: http://secure-file-server.invidev.com/uploads/file_products/file_downloaded/396_fab9a3edf169eef8ee5c_Whistle%20Blower%20Policy_Vigil%20Mechanism.pdf

17. CORPORATE GOVERNANCE

As per Regulation 27 of the SEBI Listing Regulations, a separate section on corporate governance practices followed by the Company, together with a certificate from the Practicing Company Secretary confirming compliance forms an integral part of this Report, attached at **Annexure IV**.

18. RELATED PARTY TRANSACTIONS

There are no material significant related party transactions made by the Company with which may have a potential conflict with the interest of the Company at large. The policy on Related Party Transactions is available at the website of the Company i.e. www.camacommercial.com and can be accessed at below link: http://secure-file-server.invidev.com/uploads/file_products/file_downloaded/813_b9115453bd5d1038b7b4_Policy%20on%20Related%20Party%20Transactions.pdf

During the year under review, the Company has not entered into any transactions with Related Parties within the purview of Companies Act, 2013. However, particulars of related party transactions as per SEBI Listing Regulations and AS-18 as notified in the Companies (Accounting Standards) Rules, 2006 read with Rule 7 of the Companies (Accounts) Rules, 2014 are given under Note 19 to the Financial Statements.

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

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

20. PARTICULARS OF EMPLOYEES

Details pertaining to remuneration as required under Section 197(12) of the Companies Act, 2013 ("the Act") and the Rules made thereunder are annexed at **Annexure V**, forming integral part of this Report.

Your Company is committed to provide safe and conducive working environment to all its employees and has zero tolerance for sexual harassment at workplace. During the year under

review, no case was reported with the Company under The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

21. DISCLOSURE REGARDING MAINTENANCE OF COST RECORDS

Provision of Section 148(1) of the Companies Act, 2013 isn't applicable to the Company.

22. SECRETARIAL STANDARDS

The Directors state that applicable Secretarial Standards, i.e. SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively, have been duly followed by the Company.

23. DIRECTORS' RESPONSIBILITY STATEMENT

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

(a) in the preparation of the Annual Accounts for the Financial Year ended 31st March, 2018, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) the Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the Financial Year 2017-18 and of the profit of the Company for the Financial year 2017-18;

(c) the Directors has taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

(d) the Directors have prepared the annual accounts on a going concern basis;

(e) the Directors, had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and.

(f) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

24. EXTRACT OF THE ANNUAL RETURN

The details forming part of the extract of the Annual Return in form MGT- 9 is annexed herewith as **Annexure VI**.

25. MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT

Management's Discussion and Analysis Report (MDA) for the year under review, as stipulated under SEBI Listing Regulations, annexed herewith as **Annexure VII**.

26. ACKNOWLEDGEMENT

Your Board of Directors takes this opportunity to convey their gratitude and sincere thanks for the co-operation & assistance received from the shareholders and various other stakeholders.

The Board acknowledges your confidence and continued support and looks forward for the same in future as well.

For and on behalf of the Board of Directors
CAMAC COMMERCIAL COMPANY LIMITED

Place: New Delhi
Date: 10.08.2018

Sd/-
(Shweta Saxena)
Director
(DIN: 03120958)

Sd/-
(Monisha Saraf)
Director
(DIN: 07503642)

NOMINATION AND REMUNERATION & BOARD DIVERSITY POLICY**I. PREAMBLE**

Pursuant to Section 178 of the Companies Act, 2013 (the Act) and Clause 49 of the Listing Agreement, the Board of Directors of every Listed Company shall constitute the Nomination and Remuneration Committee. The Company has constituted the Nomination & Remuneration Committee comprising of 4 non-executive Directors out of which two are Independent Directors. Section 178 of the Act provides that the Committee shall recommend to the Board a policy, relating to the remuneration for the Directors, Key Managerial Personnel and other employees, and the Committee shall also formulate the criteria for determining qualifications, positive attributes and independence of a director. Further pursuant to the Clause 49 of the Listing agreement, a policy on Board Diversity is also to be adopted.

This Committee and the Policy is formulated in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto and Clause 49 of the Listing Agreement.

II. OBJECTIVE

The Key Objectives of the Committee would be:

- a) To guide the Board in relation to appointment and removal of Directors, Key Managerial Personnel and Senior Management.
- b) To evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation.
- c) To recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.

III. DEFINITIONS

- “Board” means Board of Directors of the Company.
- “Company” means “Camac Commercial Company Limited.”
- “Independent Director” means a director referred to in Section 149 (6) of the Companies Act, 2013.
- “Key Managerial Personnel” (KMP) means

- a) Chief Executive Officer or the Managing Director or the Manager,
 - b) Company Secretary,
 - c) Whole-time Director,
 - d) Chief Financial Officer and
 - e) Such other officer as may be prescribed.
- “Nomination and Remuneration Committee” shall mean a Committee of Board of Directors of the Company, constituted in accordance with the provisions of Section 178 of the Companies Act, 2013 and the Listing Agreement.
 - “Policy or This Policy” means, “Nomination and Remuneration Policy”
 - “Remuneration” means any money or its equivalent given or passed to any person for services rendered by him and includes perquisites as defined under the Income-tax Act, 1961.
 - “Senior Management” means personnel of the Company who are members of its core management team excluding Board of Directors. This would include all members of management one level below the executive directors, including all the functional heads.

IV. INTERPRETATION

Terms that have not been defined in this Policy shall have the same meaning assigned to them in the Companies Act, 2013, Listing Agreement and/or any other SEBI Regulation(s) as amended from time to time.

V. GUIDING PRINCIPLES

The Policy ensures that:

- The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully
- Relationship of remuneration to performance is clear and meets appropriate performance benchmarks and
- Remuneration to Directors, Key Managerial Personnel and Senior Management involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals.

VI. ROLE OF THE COMMITTEE

The role of the Committee inter alia will be the following:

1. To identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down and to recommend to the Board their appointment and/ or removal.
2. To carry out evaluation of every director's performance.
3. To formulate the criteria for determining qualifications, positive attributes and independence of a director, and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees.
4. To formulate the criteria for evaluation of Independent Directors and the Board.
5. To recommend/review remuneration of the Managing Director(s) and Whole-time Director(s) based on their performance and defined assessment criteria.
6. To devise a policy on Board diversity.
7. To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable.
8. To perform such other functions as may be necessary or appropriate for the performance of its duties.

VII. MEMBERSHIP

- a) The Committee shall comprise at least three (3) Directors, all of whom shall be non-executive Directors and at least half shall be Independent.
- b) The Board shall reconstitute the Committee as and when required to comply with the provisions of the Companies Act, 2013 and applicable statutory requirement.
- c) Minimum two (2) members shall constitute a quorum for the Committee meeting.
- d) Membership of the Committee shall be disclosed in the Annual Report.
- e) Term of the Committee shall be continued unless terminated by the Board of Directors.

VIII. CHAIRMAN

- a) Committee shall be chaired by an Independent Director.
- b) Chairman of the Company, if any, may be appointed as a member of the Committee but shall not Chair the Committee.
- c) Members of the Committee present at the meeting shall choose one amongst them to act as Chairman.
- d) Chairman of the Nomination and Remuneration Committee could be present at the Annual General Meeting or may nominate some other member to answer the shareholders' queries.

IX. FREQUENCY OF MEETINGS

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

X. COMMITTEE MEMBERS' INTERESTS

- a) A member of the Committee is not entitled to be present when his or her own remuneration is discussed at a meeting or when his or her performance is being evaluated.
- b) The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee.

XI. VOTING

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

XII. APPOINTMENT AND REMOVAL OF DIRECTOR, KMP AND SENIOR MANAGEMENT

▪ Appointment criteria and qualifications:

1. The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend to the Board his / her appointment.
2. A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person are sufficient / satisfactory for the concerned position.
3. The Company shall not appoint or continue the employment of any person as Managing Director/Whole-time Director/Manager who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond seventy years.

▪ **Term / Tenure:**

1. Managing Director/Whole-time Director/Manager (Managerial Person) - The Company shall appoint or re-appoint any person as its Managerial Person for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term

2. Independent Director

- An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for reappointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.

- No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly.

- At the time of appointment of Independent Director it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time Director of a listed company.

▪ **Evaluation:** The Committee shall carry out evaluation of performance of every Director, KMP and Senior Management at regular interval (yearly).

▪ **Removal:** Due to reasons for any disqualification mentioned in the Companies Act, 2013, rules made thereunder or under any other applicable Act, rules and regulations, the Committee may recommend, to the Board with reasons recorded in writing, removal of a Director, KMP or Senior Management subject to the provisions and compliance of the said Act, rules and regulations.

▪ **Retirement:** The Director, KMP and Senior Management shall retire as per the applicable provisions of the Companies Act, 2013 and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management in the same position / remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

XIII. PROVISIONS RELATING TO REMUNERATION OF MANAGERIAL PERSON, KMP AND SENIOR MANAGEMENT

▪ General:

1. The remuneration / compensation / commission etc. to Managerial Person, KMP and Senior Management Personnel will be determined by the Committee and recommended to the Board for approval. The remuneration / compensation / commission etc. shall be subject to the prior/post approval of the shareholders of the Company and Central Government, wherever required.
2. The remuneration and commission to be paid to Managerial Person shall be as per the statutory provisions of the Companies Act, 2013, and the rules made thereunder for the time being in force.
3. Increments to the existing remuneration / compensation structure may be recommended by the Committee to the Board which should be within the slabs approved by the Shareholders in the case of Managerial Person. Increments will be effective from the date of reappointment in respect of Managerial Person and 1st April in respect of other employees of the Company.
4. Where insurance, if any, is taken by the Company on behalf of its Managerial Person, KMP and any other employees for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel. Provided that if such person is proved to be guilty, the premium paid on such insurance shall be treated as part of the remuneration.

▪ Remuneration to Managerial Person, KMP and Senior Management:

1. Fixed pay:

Managerial Person, KMP and Senior Management shall be eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee in accordance with the statutory provisions of the Companies Act, 2013, and the rules made thereunder for the time being in force. The break-up of the pay scale and quantum of perquisites including, employer's contribution to P.F, pension scheme, medical expenses, club fees etc. shall be decided and approved by the Board on the recommendation of the Committee and approved by the Shareholders and Central Government, wherever required.

2. Maximum Remuneration in case of Inadequate or no Profits:

If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Managerial Person in accordance with the provisions of Schedule V of the Companies Act, 2013 and if it is not able to comply with such provisions, with the prior approval of the Central Government.

3. Provisions for excess remuneration:

If any Managerial Person draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Companies Act, 2013 or without the prior sanction of the Central Government, where required, he / she shall refund such sums to the Company and until such sum is refunded, hold it in trust for the Company.

The Company shall not waive recovery of such sum refundable to it unless permitted by the Central Government.

▪ **Remuneration to Non-Executive / Independent Director:**

1. Remuneration:

The Remuneration shall be in accordance with the statutory provisions of the Companies Act, 2013, and the rules made thereunder for the time being in force.

2. Sitting Fees:

The Non- Executive / Independent Director may receive remuneration by way of fees for attending meetings of Board or Committee thereof. Provided that the amount of such fees shall not exceed the maximum amount as provided in the Companies Act, 2013, per meeting of the Board or Committee or such amount as may be prescribed by the Central Government from time to time. The Director may however waive off at any time his entitlement & the sitting fees or any other benefit from time to time.

XIV. MINUTES OF COMMITTEE MEETING

Proceedings of all meetings must be recorded in the minutes book and signed by the Chairman of the said meeting or the Chairman of the next succeeding meeting. Minutes of the Committee meeting will be tabled at the subsequent Board and Committee meeting.

XV. DIVERSITY ON THE BOARD OF THE COMPANY

Pursuant to Clause 49(IV) of the Listing Agreement, the Company aims to enhance the effectiveness of the Board by diversifying its composition and to obtain the benefit out of such diversity in better and improved decision making. In order to ensure that the Company's Board

has appropriate balance of skills, experience and diversity relevant to its business operations, the Company shall consider a number of factors, including but not limited to skills, industry experience, background, race and gender.

In order to ensure a balanced composition of directors on the Board, the Company shall consider candidates from a wide variety of backgrounds, without discrimination, and based on the following factors:

- a) Gender- The Company shall not discriminate on the basis of gender in the matter of appointment of directors on the Board. As per the provisions of the Companies Act, 2013, the Company shall at all times have at least one woman director on the Board. Any vacancy of the woman director shall be filled within a period of six months.
- b) Ethnicity - The Company shall promote having a Board comprising of people from all ethnic backgrounds so that the directors may efficiently contribute their thorough knowledge and understanding for the benefit of Company's business;
- c) Physical disability - The Company shall not discriminate on the basis of any immaterial physical disability of a candidate for appointment on the Company's Board, if he/she is able to efficiently discharge the assigned duties.
- d) Educational qualification- The Directors of the Company shall have a mix of finance, legal and management background, so that they collectively provide the Company with considerable experience relevant to the business of the Company.

XVI. DEVIATIONS FROM THIS POLICY

Deviations on elements of this policy in extraordinary circumstances, when deemed necessary in the interests of the Company, will be made if there are specific reasons to do so in an individual case.

**For and on behalf of Board of Directors
Camac Commercial Company Ltd.**

**Sd/-
Shweta Saxena
Director
(DIN: 03120958)**

Secretarial Audit Report



Form No. MR-3

SECRETARIAL AUDIT REPORTFor The Financial Year Ended 31st March, 2018

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

To,

The Members
CAMAC COMMERCIAL COMPANY LIMITED

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

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit for the financial year ended on 31st March, 2018, 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.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended 31st March, 2018, in accordance to the provisions of:

- I. The Companies Act, 1956 and the Companies Act, 2013 ("the Act") and the Rules made thereunder to the extent applicable;
- II. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;
- III. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- IV. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable to the Company :-



HO: 14, Second Floor, Arjun Nagar, Safdarjung Enclave, New Delhi- 110029 | T: 011-26713700/4700
 BO: 73, GF, Amberhai Extension-1, Dwarka Sector-19, New Delhi- 110075 | T: 011-42430736
 E: officenns@gmail.com | info@nnsandco.com | W: www.nnsandco.com

- 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 and The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- V. Other Laws which are applicable to the Company:
1. The "Non-Systemically Important Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2015".
 2. Non-Banking Financial Company – Non-Systemically Important Non-Deposit taking Company (Reserve Bank) Directions, 2016
 3. All other compliances related to NBFC applicable to the Company.

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

- i) Secretarial Standard-1, Secretarial Standard-2 and Secretarial Standard-3 formulated by The Institute of Company Secretaries of India and notified by Ministry of Corporate Affairs.
- ii) The Listing Agreements entered into by the Company with the Calcutta Stock Exchange Limited.
- iii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with effect from 1st December 2015.

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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

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



We further report that during the audit period:

1) There has been no instance of:

- Public/ Rights/ Preferential issue of shares/ debentures/ sweat equity.
- Redemption/ buy back of securities.
- Major Decision taken by the Members in pursuance to section 180 of the Companies Act, 2013.
- Merger/ amalgamation/ reconstruction etc.
- Foreign technical collaborations.

We also report that the compliances of other applicable laws, as listed in Para (VI) above, are based on the Management Certifications.

For Nityanand Singh & Co.,
Company Secretaries



Nityanand Singh (Prop.)
FCS No.: 2388/ CP No. : 2668

Place: New Delhi
Date: 28.05.2018

Note:

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

To,

The Members
CAMAC COMMERCIAL COMPANY LIMITED

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

1. Maintenance of Secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on the test basis to ensure that correct facts are reflected in Secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management representation about compliance of laws, rules and regulations and happenings of events etc.
5. The compliance of provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Nityanand Singh & Co.,
Company Secretaries



Nityanand Singh (Prop.)
FCS No.: 2388/ CP No. : 2668

Place: New Delhi
Date: 28.05.2018

REPORT ON CORPORATE SOCIAL RESPONSIBILITY

Sr. No.	Particulars	Remarks
1	A Brief outline of the Company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the weblink to the CSR policy and project or programs.	The CSR Policy of the Company is annexed at Annexure VIII and can be accessed at the below link: http://secure-file-server.invidev.com/uploads/file_products/file_downloaded/390_685f29f5aff95e2c81b6_CSR%20Policy.pdf
2	The Composition of the CSR Committee.	The CSR Committee of the Board comprises of 4 Directors as on date <ul style="list-style-type: none"> ▪ Mr. Rajagopalan Sunder - Independent Director ▪ Ms. Monisha Saraf – Independent Director, ▪ Ms. Shweta Saxena – Independent Director ▪ Ms. Amita Gola – Non Executive Director
3	Average net profit of the Company for last three financial years.	Rs. 5,72,29,462/-
4	Prescribed CSR Expenditure (two percent of the amount as in item 3 above).	Rs. 11,44,589/-
5	Details of CSR spent during the financial year: a) Total amount to be spent for the financial year 2017-2018 b) Amount unspent, if any; c) Manner in which the amount spent during the financial year is detailed below	Rs. 11,44,589/- Rs. 11,44,589/- Nil

(1) Sl. No	(2) CSR project or activity Identified	(3) Sector in which the Project is covered	(4) Projects or programs other (2) Specify the State and district where projects or programs was undertaken	(5) Amount outlay (budget) project or programs wise	(6) Amount spent on the projects or programs Sub-heads: expenditure on projects or programs (2) Overheads:	(7) Cumulative expenditure upto to the reporting period	(8) Amount spent: Direct or through implementing agency
-----NIL-----							

1. Reason for not spending entire CSR amount is that committee is in process of evaluating various Eligible projects for CSR contribution for FY 2017-18. For further details, refer point no. 15 of Directors' Report.
2. The CSR Committee hereby confirms that the implementation and monitoring of CSR Policy will be in compliance with CSR objectives and Policy of the Company from time to time.

For and on behalf of the Board of Directors
CAMAC COMMERCIAL COMPANY LIMITED

Sd/-
(Shweta Saxena)
Director
(DIN: 03120958)

Sd/-
(Monisha Saraf)
Director
(DIN: 07503642)

Place: New Delhi
Date: 10.08.2018

Corporate Governance Report

For the year ended 31st March, 2018

COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

This report is prepared in accordance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), and the report contains the details of Corporate Governance systems and processes at Camac Commercial Company Limited (CCCL).

The Company's philosophy on corporate governance ensures fiscal accountability, ethical corporate behavior and fairness to all stakeholders comprising regulators, employees, vendors, investors and the society at large. The Board is committed to achieve and maintain highest standards of Corporate Governance on an ongoing basis.

Your Company, in line with the above, has taken various initiatives to further strengthen the corporate governance practices and adopted various codes/policies, pursuant to the Companies Act, 2013 ('the Act'), and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time ('SEBI Listing Regulations').

During the year under review, the Company has complied with all the provisions as stipulated in Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the SEBI Listing Regulations.

BOARD OF DIRECTORS

(a) Board Composition and Category of Directors

The Board of Directors of the Company has rich knowledge and experience in the industry and related sectors for providing strategic guidance and direction to the Company. The current composition of the Board is in conformity with Regulation 17(1) of SEBI Listing Regulations as well as the Companies Act, 2013.

S.No.	Name of the Directors	Category
1.	Mr. Govind Swarup#	Non- Executive & Independent Director
2.	Mr. Rajagopalan Sundar	Non- Executive & Independent Director
3.	Ms. Amita Gola	Non- Executive Director
4.	Ms. Shweta Saxena##	Non- Executive & Independent Director
5.	Ms. Monisha Saraf##	Non- Executive & Independent Director
6.	Mr. Karam Chand Jain*	Non- Executive & Independent Director
7.	Mr. Gaurav Jain**	Non- Executive Director

Notes

1. * Mr. Karam Chand Jain Ceased to be Director w.e.f. May 17, 2018
2. ** Mr. Gaurav Jain Ceased to be Director w.e.f. June 25, 2018.

3. # Mr. Govind Swarup was appointed as Director w.e.f. April 27, 2018.
4. ##Ms. Monisha Saraf and Ms. Shweta Saxena were Appointed as Director w.e.f. May 29, 2018
5. A brief resume of Mr. Govind Swarup (DIN: 00003145), Ms. Shweta Saxena (DIN: 03120958) and Ms. Monisha Saraf (DIN: 07503642) including nature of their expertise in specific functional areas and names of Companies in which they hold Directorships, Memberships of Board Committees and Shareholding in the Company are provided in the Annexure A of the Annual Report.

There is no relationship between the Directors *inter-se*. All the Directors are luminous professionals with wide range of expertise and experience in the fields of Law, Finance and Management.

(b) Directors Re-appointed

Pursuant to Section 152 of the Companies Act, 2013, Ms. Amita Gola (DIN: 01088321) shall retire by rotation at the ensuing 38th Annual General Meeting, being eligible offers herself for re-appointment.

In pursuance of Regulation 36 of the SEBI Listing Regulations information about Directors recommended for re-appointment at the Annual General Meeting are provided in **Annexure A** to the Notice of the ensuing 38th Annual General Meeting.

(c) Details of Attendance of Directors at Board Meetings and last Annual General Meeting (AGM) of the Company and number of other directorships and chairmanships/ Memberships of Committees of the Board of each Director in various Companies

The details of attendance at the Board Meeting and Annual General Meeting (AGM) of the Company and number of other directorships and chairmanships/ Memberships of Committees of the Board of each Director as on March 31, 2018 are as follows:

S. No.	Director	Category (1)	Number of Board Meetings held during the 2017-183		Last AGM held on 22.09.2017	Other Directorships	Membership/Chairmanship of the Committee of other Boards (2)	
			Held	Board Meetings attended			Member	Chairman
1.	Mr. Karam Chand Jain	NED & ID	6	6	No	6	2	NIL
2.	Mr. Rajagopalan Sundar	NED & ID	6	5	No	11	4	NIL
3.	Mr. Gaurav Jain	NED & NID	6	6	No	2	2	NIL
4.	Ms. Amita Gola	NED & NID	6	6	Yes	4	4	NIL
5.	Mr. Govind Swarup	NED & ID	NA	NA	NA	NA	NA	NA
6.	Ms. Shweta Saxena	NED & ID	NA	NA	NA	NA	NA	NA
7.	Ms. Monisha Saraf	NED & ID	NA	NA	NA	NA	NA	NA

Notes:

(1) **NED** – Non-Executive Director **NID** – Non-Independent Director **ID** – Independent Director

(2) **Notes: NA** Denotes that the director was appointed after March 31, 2018

(3) As required by Regulation 26 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the disclosure includes membership/chairpersonship of the audit committee and stakeholders relationship committee in Indian public companies (listed and unlisted).

The numbers of directorship(s), committee membership(s) / chairmanship(s) of all Directors are within the respective limits prescribed under the Companies Act, 2013 and the Listing Regulations. Independent Directors of the Company provide appropriate annual certifications to the Board confirming satisfaction of the conditions of their being independent as laid down in Section 149(6) of the Companies Act, 2013 and Regulation 16(1)(b) of SEBI Listing Regulations. In compliance with the requirements of the Companies Act, 2013, the Company has issued formal appointment letters to all the Independent Directors. Details of standard term of appointment of Independent Director have been uploaded on the website of the Company www.camaccommercial.com.

The Company has formulated a policy to familiarize the Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company, etc., through various programmes. The Familiarization Programme held for Independent Directors is disclosed on the website of the Company at the link below:

<http://secure-file>

server.invidev.com/uploads/file_products/file_downloaded/393_9cb36880a2f902bf3457_Familiarization%20Program.pdf

(d) Number of Board Meeting held, dates on which held

6 (Six) Board Meetings were held during the year, as against the Minimum requirement of four Meetings. The gap between any two Board Meetings did not exceed One Hundred and Twenty days.

The details of Board Meeting are given below:

S.No.	Date	Board Strength	No. of Directors Present
1.	14.04.2017	4	4
2.	29.05.2017	4	4
3.	04.07.2017	4	3
4.	01.08.2017	4	4
5.	13.11.2017	4	4
6.	09.02.2018	4	4

(e) Directors Remuneration

The Company does not pay any remuneration/commission to its Directors except sitting fee as per the details given below to those Directors who have not waived their entitlement for same.

The Company also reimburses the out-of-pocket expenses incurred by the directors for attending the meetings to the Directors who have not waived their entitlement. Further, the Company has not implemented any Stock Option Scheme.

The details of the Sitting Fee paid during the year to the Directors for attending the Meetings of the Board and Committees thereof are as under:

S.No.	Name of the Director	Sitting Fee paid (Rs.)*
1)	Mr. Karam Chand Jain**	Rs.11,000/-
2)	Mr. Rajagopalan Sundar	Rs.9,000/-
3)	Mr. Gaurav Jain	-
4)	Ms. Amita Gola	-

* Except Mr. K. C. Jain and Mr. R Sundar, all other Directors have waived their entitlement to sitting fee.

**Ceased to be a director w.e.f. May 17, 2018.

(f) Code of Conduct

The Company has adopted a Code of Conduct for all its Board Members and Senior Management Personnel in compliance with the provisions of SEBI Listing Regulations. All the Board Members and senior management personnel have affirmed the compliance with the Code of Conduct as on 31st March, 2018.

A Copy of the code has been put on the Company's Website at the link http://secure-file-server.invidev.com/uploads/file_products/file_downloaded/420_8a2b2aecb982fe1dfdea_Code%20of%20Conduct%20for%20Board%20of%20Directors%20and%20Senior%20Management%20Personnel.pdf

A declaration to this effect signed by the Manager is also attached to the Report as **Annexure 1**.

1. COMMITTEES OF THE BOARD

The terms of reference of the Board Committees are determined by the Board from time to time. As on March 31, 2018, the Company has Four Committees viz. Audit Committee, Nomination and Remuneration Committee, Stakeholders' Relationship Committee and Corporate Social Responsibility Committee (CSR Committee). All the decisions pertaining to the constitution of the Committee(s), appointment of its Members and payment of Sitting Fees to the Committee Members for attending the Committee Meetings, are taken by the Board of Directors. Details on the role and composition of the committees as on March 31, 2018, including the number of meetings held during the financial year and the related attendance, are provided below:

a) AUDIT COMMITTEE

The Audit Committee of the Company is constituted in line with the provisions of Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, read with Section 177 of the Act.

(i) Terms of Reference

Role of the Audit Committee *inter-alia* includes the following

1. Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;

2. Recommendation for appointment, remuneration and terms of appointment of auditors of the company;
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
4. Reviewing, with the management, the annual financial statements and auditors' report thereon before submission to the Board for approval, with particular reference to:
 - a) Matters required to be included in the Directors' Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013;
 - b) Changes, if any, in accounting policies and practices and reasons for the same;
 - c) Major accounting entries involving estimates based on the exercise of judgment by management;
 - d) Significant adjustments made in the financial statements arising out of audit findings;
 - e) Compliance with listing and other legal requirements relating to financial statements;
 - f) Disclosure of any related party transactions;
 - g) modified opinion(s) in the draft audit report;
5. Reviewing, with the management, the quarterly financial statements before submission to the Board for approval;
6. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document / prospectus / notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
7. Review and monitor the auditors' independence and performance, and effectiveness of audit process;
8. Approval or any subsequent modification of transactions of the company with related parties;
9. Scrutiny of inter-corporate loans and investments;
10. Valuation of undertakings or assets of the company, wherever it is necessary;
11. Evaluation of internal financial controls and risk management systems;
12. Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;
13. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
14. Discussion with internal auditors of any significant findings and follow up there on;
15. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;
16. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;
17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
18. To review the functioning of the Whistle Blower mechanism;
19. Approval of appointment of chief financial officer after assessing the qualifications, experience and background, etc. of the candidate;

20. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

21. To carry out any other function as is mandated by the board from time to time and/or enforced by any statutory notification, amendment or modification, as may be applicable.

Reviewing of the following information

1. Management discussion and analysis of financial condition and results of operations;
2. Statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
3. Management letters / letters of internal control weaknesses issued by the statutory auditors;
4. Internal audit reports relating to internal control weaknesses; and
5. The appointment, removal and terms of remuneration of the Chief internal auditor shall be subject to review by the Audit Committee.
6. Statement of deviations:
 - a) quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1) of Listing Regulations.
 - b) annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/ notice in terms of Regulation 32(7) of Listing Regulations.

(ii) Composition and Attendance

The Composition of Committee is as follows:

S.NO.	NAME OF THE MEMBER	CATEGORY
1.	Mr. Karam Chand Jain*	Non- Executive & Independent Director
2.	Mr. Govind Swarup**	Non- Executive & Independent Director
3.	Mr. Rajagopalan Sundar	Non- Executive & Independent Director
4.	Ms. Amita Gola	Non-Executive Director
5.	Ms. Shweta Saxena**	Non- Executive & Independent Director

* Mr. Karam Chand Jain *Ceased to be member of Committee with effect from May 17, 2018.*

**Mr. Govind Swarup and Ms. Shweta Saxena appointed as member of Committee respectively from April 27, 2018 and May 29, 2018.

All Members of Audit Committee possess rich knowledge and expertise in Financial and Management fields.

All the Meetings of the Audit Committee, held during the year, were chaired by Mr. R Sundar, Independent Director of the Company.

During the period under review, the Committee met Five times on May 29, 2017, July 04, 2017, August 01, 2017, November 13, 2017, and February 09, 2018. The gap between the two Committee Meetings did not exceed four months. The attendance record of Members at the Committee Meetings is as below:

S. No.	Name of the Member	Status	No. of Meetings Attended
1.	Mr. Rajagopalan Sundar	Member	5
2.	Mr. Karam Chand Jain	Member	5
3.	Ms. Amita Gola	Member	5

In Addition to Audit Committee members, the Audit Committee meetings are also attended by Company Secretary, Statutory Auditors and Internal Auditors of the Company. The Company Secretary acts as the Secretary of the Audit Committee.

b) NOMINATION AND REMUNERATION COMMITTEE

(i) Brief terms of reference

The Nomination and Remuneration Committee of the Company is constituted in line with the provisions of Regulation 19 of SEBI Listing Regulations, read with Section 178 of the Companies Act.

Terms of Reference

The terms of reference are reviewed from time to time by the Board and the Committee has been mandated to comply with the requirements as specified in Part D of the Schedule II of the Listing Regulations, the provisions of section 178 of the Companies Act, 2013.

The role of the Nomination and Remuneration Committee *inter-alia* includes the following:

- To formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees;
- To formulate criteria for evaluation of performance of Independent Directors and the Board of Directors;
- To devise a policy on diversity of Board of Directors;
- To identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal;
- To carry out evaluation of every director's performance.
- Whether to extend or continue the term of appointment of the independent director on the basis of the report of performance evaluation of Independent Directors.
- To recommend/review remuneration of the Managing Director(s) and Whole-time Director(s) based on their performance and defined assessment criteria.
- To carry out any other function as is mandated by the Board from time to time and /or enforced by any statutory notification, amendment or modification, as may be applicable.
- To perform such other functions as may be necessary or appropriate for the performance of its duties.

(ii) Composition and Attendance

The Composition of Committee is as follows:

S.NO.	NAME OF THE MEMBER	CATEGORY
1.	Mr. Govind Swarup**	Non- Executive & Independent Director
2.	Mr. Karam Chand Jain*	Non- Executive & Independent Director
3.	Mr. Rajagopalan Sundar	Non- Executive & Independent Director
4.	Mr. Gaurav Jain*	Non- Executive Director
5.	Ms. Amita Gola	Non- Executive Director
6.	Ms. Shweta Saxena**	Non-Executive & Independent Director

**Mr. Karam Chand Jain and Mr. Gaurav Jain Ceased to be member respectively with effect from May 17, 2018 and June 25, 2018.*

***Mr. Govind Swarup and Ms. Shweta Saxena were appointed as member respectively from July 25, 2018.*

All Members of Nomination and Remuneration Committee possess rich knowledge and expertise in the field.

All the Meetings of the Committee, held during the year, were chaired by Mr. R Sundar, Independent Director of the Company. During the period under review, the Committee met three times on August 01, 2017, November 13, 2017 and February 09, 2018. The attendance record of Members at the Committee Meetings is as below:

S. No.	Name of the Member	Status	No. of Meetings Attended
1.	Mr. Karam Chand Jain	Member	1
2.	Mr. Rajagopalan Sundar	Member	3
3.	Mr. Gaurav Jain	Member	3
4.	Ms. Amita Gola	Member	3

The details relating to remuneration of Directors, as required under SEBI Listing Regulations, have been given under a separate section, viz. 'Directors Remuneration' in this report.

Nomination and remuneration Policy is attached as **Annexure-I** to the Annual Report.

Performance Evaluation Criteria for Independent Directors:

The performance evaluation criterion for independent directors is determined by the Nomination and Remuneration committee as per the Evaluation Mechanism of the Company. An indicative list of factors that may be evaluated include attendance and participation by a director, adherence to ethical standards & code of conduct and cordial interpersonal relations with other directors.

Performance Evaluation Criteria:-

1. Attendance and participations in the Meetings and timely inputs on the Minutes of the Meetings.
2. Adherence to ethical standards and code of conduct including code of conduct as specified in Schedule IV to the Companies Act, 2013 and timely furnishing to the Company required disclosures under various applicable laws, change of interest and change in personal information.
3. Raising of valid concerns to the Board and constructive contribution to resolution of issues at Meetings.
4. Cordial interpersonal relations with other directors and management while maintaining a firm stance on governance issues.
5. Objective evaluation of Board's performance, rendering independent and unbiased opinion on matters brought to their attention.
6. Ability to monitor the performance of management and satisfy themselves with integrity of the financial controls and systems in place by ensuring right level of contact with external and internal stakeholders.

c) STAKEHOLDERS' RELATIONSHIP COMMITTEE

(i) Brief terms of reference

The stakeholder's relationship committee is constituted in line with the provisions of Regulation 20 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with section 178 of the Companies Act, 2013.

The Terms of Reference adopted by the Committee and approved by the Board of Directors in brief are as under:

- To approve/refuse/reject registration of transfer/transmission of Shares in a timely manner;
- To Consider and resolve the grievances of the security holders of the Company including complaints related to transfer of shares, non-receipt of declared dividends, non-receipt of balance sheet;
- To authorise printing of Share Certificates post authorization from the Board of Directors of the Company;
- To issue the Share Certificates under the seal of the Company, which shall be affixed in the presence of, and signed by:
 - (i) any two Directors (including Managing or Whole-time Director, if any), and
 - (ii) Company Secretary / Authorised Signatory;
- To authorise issue of Duplicate Share Certificates and Share Certificates after Split / Consolidation / Rematerialization and in Replacement of those which are defaced, mutilated, torn or old, decrepit, worn out or where the pages on reverse for recording transfers have been utilized ;
- To authorize to maintain, preserve and keep in its safe custody all books and documents relating to the issue of share certificates, including the blank forms of share certificates.
- To perform all functions relating to the interests of security holders of the Company and as assigned by the Board, as may be required by the provisions of the Companies Act, 2013 and Rules made thereunder, Listing Agreements with the Stock Exchanges and guidelines issued by the SEBI or any other regulatory authority.
- Any Other matter as may be delegated by the Board of Directors from time to time.

(ii) Composition and Attendance

The Composition of Committee is as follows:

S.NO.	Name of the member	Category
1.	Mr. Rajagopalan Sundar	Non- Executive & Independent Director
2.	Mr. Gaurav Jain*	Non- Executive Director
3.	Ms. Amita Gola	Non- Executive Director
4.	Ms. Shweta Saxena**	Non- Executive & Independent Director
5.	Ms. Monisha Saraf**	Non- Executive & Independent Director

* Mr. Gaurav Jain Ceased to be member w.e.f. June 25, 2018.

** Ms. Monisha Saraf and Ms. Shweta Saxena appointed as member w.e.f. July 25, 2018.

During the period under review, the Committee met Five times on June 05, 2017, September 18, 2017, November 28, 2017, December 26, 2017 and February 19, 2018. The attendance record of Members at the Committee Meetings is as below:

S. No.	Name of the Member	Status	No. of Meetings Attended
1.	Mr. Rajagopalan Sundar	Member	1
2.	Mr. Gaurav Jain	Member	5
3.	Ms. Amita Gola	Member	5

(iii) Compliance Officer

Mr. Abhishek Kakkar, Company Secretary, is the Compliance Officer for complying with the requirements of the SEBI Listing Regulations.

(iv) Investors' Grievances received and resolved during the year

During the year under review, the Company has received two Investor Grievance pertaining to investor related matters and all the Investor Grievances has been attended and resolved to the satisfaction of the investor. There were no pending complaints as on March 31, 2018.

(v) Prohibition of Insider Trading

Pursuant to the Securities Exchange Board of India (SEBI) notification dated January 15, 2015, the new regulations named as SEBI (Prohibition of Insider Trading) Regulations, 2015 (hereinafter referred as "Regulations") become effective from May 15, 2015. Pursuant to these Regulations, the Board of Directors has adopted the Code of Practices and Procedures for fair disclosure of Unpublished Price Sensitive Information (The Code), in its meeting held on May 19, 2015.

All the Directors and Designated Employees have given their Disclosure under the said Insider trading Regulations. The Code is available on the Company's website at the link http://secure-file-server.invidev.com/uploads/file_products/file_downloaded/419_94e2b403307ffc6882c8_CODE%20OF%20PRACTICES%20AND%20PROCEDURES%20FOR%20FAIR%20DISCLOSURE%20OF%20UNPUBLISHED%20PRICE%20SENSITIVE%20INFORMATION.pdf

(d) CORPORATE SOCIAL RESPONSIBLY COMMITTEE (CSR Committee)

The CSR Committee of the Company is constituted in line with the provisions of Section 177 of the Companies Act, 2013.

(i) Terms of Reference

The responsibilities Role of the CSR Committee include:

- Formulating and recommending to the Board of Directors, the CSR Policy which shall indicate the activities to be undertaken by the Company as specified in Schedule VII to the Act;

- Recommending the amount of expenditure to be spent on the CSR activities to be undertaken by the Company in any year;
- Monitoring and reporting of the CSR activities to the Board from time to time;
- Reviewing the CSR Policy from time to time.

The CSR Committee has the power to:

- Seek periodical Monitoring and Implementation Reports from the organizations receiving funds from the Company;
- Delegate its representatives to co-ordinate with the organizations receiving funds from the Company and to inspect the CSR activities undertaken by them and ensure information in a timely manner.

(ii) Composition and Attendance

The Composition of Committee is as follows:

S.NO.	NAME OF THE MEMBER	CATEGORY
1.	Mr. Karam Chand Jain*	Non- Executive & Independent Director
2.	Ms. Amita Gola	Non- Executive Director
3.	Mr. Gaurav Jain*	Non- Executive Director
4.	Ms. Shweta Saxena**	Non- Executive & Independent Director
5.	Ms. Monisha Saraf**	Non- Executive & Independent Director
6.	Mr. Rajagopalan Sundar	Non- Executive & Independent Director

* Mr. Karam Chand Jain Mr. Gaurav Jain were ceased to be member w.e.f. May 17, 2018 June 25, 2018.

** Ms. Monisha Saraf and Ms. Shweta Saxena were appointed as member w.e.f. July 25, 2018.

All Members of CSR Committee possess rich knowledge and expertise in Financial and Management fields.

All the Meetings of the CSR Committee, held during the year, were chaired by Ms. Amita Gola, Non-Executive Director of the Company.

During the period under review, the Committee met Two times on November 11, 2017 and February 09, 2018. The attendance record of Members at the Committee Meetings is as below:

S. No.	Name of the Member	Status	No. of Meetings Attended
1.	Mr. Karam Chand Jain	Member	2
2.	Ms. Amita Gola	Member	2
3.	Mr. Gaurav Jain	Member	2

2. GENERAL BODY MEETINGS

The details of the Annual General Meetings (AGM) of the Company held during the last three years are as under:

Year	Date	Time	Venue
2014-15	September 30, 2015	12.30 P.M.	IMA House, I.P. Marg, New Delhi-110 002
2015-16	September 28, 2016	12.30 P.M.	10,Daryaganj, New Delhi-110 002
2016-17	September 22, 2017	12.30 P.M.	10,Daryaganj, New Delhi-110 002

No Special Resolution has been passed in the previous three AGMs. Further, no Resolution has been passed through Postal Ballot last year. At the ensuing AGM, there is no Special Resolution proposed to be passed by Postal Ballot.

3. DISCLOSURES

(a) Materially significant Related Party Transactions

No materially significant Related Party Transaction, that may have potential conflict with the interest of the Company at large, has been carried out with the Directors or the Management, or their Relatives etc. during the year under review. The Company has complied with the Accounting standards on Related Party Disclosures during the Financial year 2017-18, the 'Related Party Disclosures' have been given in Note No. 19 of Notes to the Financial Statements.

(b) Disclosure of Accounting Treatment

The Accounting Standards, as notified in the Companies (Accounting Standards) Rules, 2006, as amended and as referred to under Section 129 and Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules 2014, have been followed in the preparation of the Financial Statements for the year ended 31st March, 2018.

(c) Board Disclosures – Risk Management

The Company has in place built-in internal control systems for assessing and mitigating elements of risks in relation to its operations. The Board of Directors has formed and approved the Risk Management Policy of the Company.

(d) Details of Non-Compliance relating to the Capital Market (if any).

No penalties or strictures have been imposed on the Company by the Stock Exchanges or SEBI or any other Statutory Authorities on any Capital Market related matter, during the last three years.

(e) Proceeds from Public Issues, Rights Issue, preferential Issue, etc.

The Company has not raised any funds through public issue, right issue, preferential issue, etc. during the year.

(f) Related Party Transactions Policy

The Board has approved a policy for related party transactions; the copy of the Policy has been put on the Company's Website (www.camacommercial.com) and can be accessed at the below link:

http://secure-file-server.invidev.com/uploads/file_products/file_downloaded/813_b9115453bd5d1038b7b4_Policy%20on%20Related%20Party%20Transactions.pdf

(g) Whistle Blower Policy/ Vigil Mechanism

The Company has established Whistle Blower Policy/Vigil Mechanism for stakeholders to report their genuine concerns. The reportable matters may be disclosed to the Whistle and Ethics Officer of the Company or to the Audit Committee. No personnel have been denied access to the Audit Committee. A Copy of the Policy has been put on the Company's Website (www.camacommercial.com) and can be accessed at http://secure-file-server.invidev.com/uploads/file_products/file_downloaded/396_fab9a3edf169eef8ee5c_Whistle%20Blower%20Policy_Vigil%20Mechanism.pdf.

(h) Compliance of Corporate Governance Provisions

The Company is in full compliance with Corporate Governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(i) Non-mandatory requirements

The Company has not adopted any of the non-mandatory requirements specified under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

4. MEANS OF COMMUNICATION

Quarterly Results

The Quarterly/ Half Yearly/ Annual Financial Results of the Company are regularly submitted to the Stock Exchanges immediately after the same are reviewed by the Audit Committee and approved by the Board of Directors. These Results, effective Financial Year 2017-18 are published in one English 'Financial Express – all editions' and one Hindi Jansatta-Delhi' for the Financial year and are placed on the website of the Company www.camacommercial.com.

5. SHAREHOLDERS' INFORMATION

(a) Annual General Meeting

Day and Date : Wednesday, September 26, 2018
Time : 11:00 A.M.
Venue : Engineers Bhawan, 2 Bahadur Shah Zafar
Marg, New Delhi, Delhi 110002

No Special Resolution is proposed to be passed at the ensuing Annual General Meeting.

Date of Book Closure : Thursday, 20th day of September, 2018 to Wednesday, 26th day of September, 2018 (both days inclusive).

Last date of receipt of Proxy Forms : September 24, 2018 (upto 11:00 A.M.)

(b) Financial Year

Your Company observes 1st April to 31st March as its Financial Year.

(c) Financial Calendar (Tentative)

Adoption of Quarterly Results for the Quarter ending:

Quarter	Release Date (tentative & subject to change)
June 30, 2018	: Second week of August, 2018
September 30, 2018	: Second week of November, 2018
December 31, 2018	: Second week of February, 2019
Annual Results as on March 31, 2019	: Fourth week of May, 2019

(d) Listing of Equity Shares

The Equity Shares of the Company are listed at the **Calcutta Stock Exchange Ltd., 7, Lyons Range, Kolkata, West Bengal-700 001**. The Annual Listing Fee for the Financial Year 2017-18 has been paid within stipulated time period. Scrip Code of the Company is 13114. Annual custody/issuer fee for the financial year 2018-19 have also been paid to CDSL and NSDL.

(e) Market Price Data

As The Calcutta Stock Exchange (CSE) Limited has not provided any trading platform to Companies, no trading took place during the year under review at CSE.

(f) Shares held in Physical and Electronic Mode

The Equity Shares of your Company are available for trading in the depository systems of the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). The ISIN No. allotted to the Company is INE227E01013.

As on March 31, 2018, 8,63,930 Equity Shares, representing 97.86 % of the total Equity Share Capital, have been dematerialized.

(g) Share Transfer System

The Transfer of Shares is processed by Registrar and Share Transfer Agent of the Company and thereafter the same are approved by the Company Secretary/Director/Authorized Signatory of the Company. The Company obtains from a Company Secretary in Practice half-yearly Certificate of Compliance with the share transfer formalities and files a copy of the said certificate with stock exchange.

6. Distribution of Shareholding and Category of Shareholding as on 31st March, 2018

Distribution of Shareholding:

Holdings (No. of Equity Shares)	Shareholders		Shares	
	Number	% to Total	Number	% to total
1- 500	360	94.2408	24,476	2.7725
501 - 1,000	7	1.8325	5,269	0.5969
1,001 - 5,000	8	2.0942	19,210	2.1760
5,001 - 10,000	0	0.0000	0	0.0000
10,001 - 50,000	1	0.2618	35,000	3.9647
50,001 - 1,00,000	2	0.5236	1,36,988	15.5174
1,00,001-And Above	4	1.0471	6,61,857	74.9725
Total	382	100.0000	8,82,800	100.0000

Category- wise Shareholding Pattern:

Category of Shareholders	No. of Shares held at the beginning of the year (01.04.2017)				No. of Shares held at the end of the year (31.03.2018)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. PROMOTERS									
(1) Indian									
a) Individual/ HUF	-	-	-	-	-	-	-	-	-
b) Central Government	-	-	-	-	-	-	-	-	-
c) State Government	-	-	-	-	-	-	-	-	-
d) Bodies Corporate	35000	572832	607832	68.853	607832	0	607832	68.853	0.000
e) Banks/ Financial Institutions	-	-	-	-	-	-	-	-	-
f) Any Other	-	-	-	-	-	-	-	-	-
Sub-total (A)(1)	35000	572832	607832	68.853	607832	0	607832	68.853	0.000
(2) Foreign									
a) Individual/ HUF	-	-	-	-	-	-	-	-	-
b) Other- individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corporate	-	-	-	-	-	-	-	-	-

	d)Banks/ Financial Institutions	-	-	-	-	-	-	-	-	-
	e) Any Other	-	-	-	-	-	-	-	-	-
	Sub-total (A)(2)	0	0	0	0.000	0	0	0	0.000	0.000
	Total Shareholding of Promoter (A) = (A)(1)+(A)(2)	35000	572832	607832	68.853	607832	0	607832	68.853	0.000
B.	PUBLIC SHAREHOLDING									
(1)	Institutions									
	a) Mutual Funds	-	-	-	-	-	-	-	-	-
	b)Banks/ Financial Institutions	0	105	105	0.012	0	105	105	0.012	0.000
	c)Central Governments	-	-	-	-	-	-	-	-	-
	d)State Governments	-	-	-	-	-	-	-	-	-
	e)Venture Capital Funds	-	-	-	-	-	-	-	-	-
	f)Insurance Companies	-	-	-	-	-	-	-	-	-
	g)Foreign Institutional Investors (FII)	-	-	-	-	-	-	-	-	-
	h)Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
	i)Others (Specify)	-	-	-	-	-	-	-	-	-
	Sub-total (B)(1)	0	105	105	0.012	0	105	105	0.012	0.000
(2)	Non-Institutions									
	a)Bodies Corporate									
	i) Indian	1600	112	1712	0.194	3103	112	3215	0.364	0.170
	ii) Overseas	-	-	-	-	-	-	-	-	-
	b) Individuals									

i)Individual shareholders holding nominal share capital upto Rs 1 lakh	27003	19785	46788	5.300	26632	18653	45285	5.130	-0.170
ii)Individual shareholders holding nominal share capital in excess of Rs 1 l	226013	0	226013	25.602	226013	0	226013	25.602	0.000
c)Others Specify									
1. NRI	250	-	250	0.028	250	0	250	0.028	0.028
2.Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
3.Foreign Nationals	-	-	-	-	-	-	-	-	-
4.Clearing Members	100	0	100	0.011	100	0	100	0.011	0.000
5. Trusts	-	-	-	-	-	-	-	-	-
6.Foreign Bodies - D.R.	-	-	-	-	-	-	-	-	-
Sub-total (B)(2)	254966	19897	274863	31.135	256098	18765	274863	31.135	0.000
Total Public Shareholding (B) = (B)(1)+(B)(2)	254966	20002	274968	31.147	256098	18870	274968	31.147	0.000
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
GRAND TOTAL (A+B+C)	289966	592834	882800	100.008	863930	18870	882800	100.000	0.000

7. Outstanding ADRs/ GDRs/warrants or any Convertible Instruments

The Company has not issued any ADRs/ GDRs/warrants or any convertible instruments.

8. CEO/CFO Certificate

In terms of the Regulation 17(8) of the SEBI Listing Regulations, a Certificate signed by Mr. Sunil Singh, Manager of the Company and Mr. Sanjay Kumar, CFO of the Company is attached with this report as **Annexure 2**.

9. Registrar and Transfer Agents

The Company has appointed Registrar and Share Transfer Agent, the Transfer of Shares in physical form is processed by Registrar and Share Transfer Agents of the Company and thereafter the same are approved by the Company Secretary/Director/Authorized Signatory of the Company.

The Investors are requested to forward the correspondence to M/s **Niche Technologies Pvt. Ltd.**, the Registrar and Share Transfer Agents of the Company at the following address:

Niche Technologies Pvt. Ltd.
D-511, Bagree Market,
71, B.R.B. Basu Road,
City: Kolkata, Pin:700 001
Phone No.: 2235-7270/ 7271,
Email: nichetechpl@nichetechpl.com

10. Address for Correspondence

The Investors can also contact or send their grievances to the Company at the following given address:

Mr. Abhishek Kakkar
(Compliance Officer)
Camac Commercial Company Ltd.
Address: 1st Floor, Express Building,
9-10, Bahadur Shah Zafar Marg,
New Delhi – 110 002
Emai ID- camaccommercial@gmail.com
Phone : 011-23272499

For and on behalf of the Board of Directors
CAMAC COMMERCIAL COMPANY LIMITED

Sd/-
(Monisha Saraf)
Director
(DIN: 07503642)

Sd/-
(Shweta Saxena)
Director
(DIN: 03120958)

Place: New Delhi
Date: 10.08.2018

Declaration on compliance of Code of Conduct

To
The Members of
Camac Commercial Company Limited

I hereby declare that the Directors and Senior Managerial Personnel of the Company have affirmed in writing, their compliances with the Company's Code of Conduct of Board of Directors and Senior Management Personnel, during the year ended March 31, 2018.

For Camac Commercial Company Ltd.

**Sd/-
Sunil Singh
(Manager)**

Place: Delhi
Date: May 29, 2018

Manager and CFO Certification

Sub – Annual Certificate of Compliance for F.Y. 2017-18

We, Sunil Singh, Manager and Sanjay Kumar, Chief Financial Officer of the Camac Commercial Company Limited, hereby certify that:

- a) We have reviewed Financial Statements and the Cash Flow Statement of the Company for the year ended 31st March, 2018 and that to the best of our knowledge and belief:
 - i) These Statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
 - ii) These Statements together present a true and fair view of the Company's affairs and are in compliance with existing Accounting Standards, applicable laws and regulations.
- b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.
- c) We accept responsibility for establishing and maintaining Internal Controls for Financial Reporting and that we have evaluated the effectiveness of Internal Control Systems of the Company pertaining to Financial Reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such Internal Controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- d) We have indicated to the Auditors and the Audit Committee:
 - i) Significant changes in such internal control over financial reporting during the year, if any ;
 - ii) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the Financial Statements; and
 - iii) Instances of significant fraud of which I have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For Camac Commercial Company Ltd.

Date: May 29, 2018
Place: Delhi

**Sd/-
Sunil Singh
(Manager)**

**Sd/-
Sanjay Kumar
(Chief Financial Officer)**

CERTIFICATE REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

SAKSHI MITTAL AND ASSOCIATES

COMPANY SECRETARIES

R.K.B-16, Court Road, R.D.C., Raj Nagar, Near Ghaziabad Session Court, Ghaziabad-201 002 (U.P.)
 Mob : +91-9891897897, Email: sakshi1911@gmail.com, sakshimittalandassociates@gmail.com

Ref. No.

Date 07/08/2018

INDEPENDENT AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

To

The Members of
CAMAC COMMERCIAL COMPANY LIMITED.

1. We, Sakshi Mittal & Associates, Company Secretaries, have examined the compliance of conditions of Corporate Governance by the Company, for the year ended on 31 March 2018, as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations).

Managements' Responsibility

2. The compliance of conditions of Corporate Governance is the responsibility of the Management. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of the Corporate Governance stipulated in Listing Regulations.

Auditor's Responsibility

3. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

4. We have examined the books of account and other relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate governance requirements by the Company.

5. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of the Listing Regulations during the year ended March 31, 2018.

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

For SAKSHI MITTAL & ASSOCIATES

Company Secretary
 Registration No.: S2011UP070200

SAKSHI MITTAL

Proprietor
 Membership No. : F8369
 Ghaziabad
 August 07, 2018

(A) Details pertaining to remuneration as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended vide Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016.

- (i) The Percentage increase in remuneration of each Director, Chief Financial Officer, Company Secretary and Manager during the Financial Year 2017-18, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the F.Y. 2017-18:

S. No.	Name of Director/KMP and Designation	Remuneration of Director/KMP for Financial Year 2017-18 (in Rs.)	% Increase in remuneration in the Financial Year 2017-18	Ratio of remuneration of each Director to the median remuneration of the employees in the Financial Year 2017-18
1.	Mr. Karam Chand Jain, Director	Note 1		Note 5
2.	Mr. Rajagopalan Sundar, Director	Note 1		- Note 5
3.	Mr. Abhishek Kakkar, Company Secretary	21.26 lac	Note 2	N/A
4.	Mr. Sanjay Kumar, CFO	13.93 lac	Note 3	N/A

Note 1: Not Applicable as *except Mr. K. C. Jain and Mr. R Sundar*, all other Directors have waived their entitlement to sitting fee. There is no increase in the rate of sitting fee per meeting, being paid to the Director of the Company.

Note 2: The 7% (approx) increase of remuneration of Mr. Abhishek Kakkar in FY 2017-18 over remuneration in FY 2016-17, has been calculated, after excluding the impact of the Deferred Retention bonus of Rs. 2,50,000/- (P.Y. Rs. 3,50,000) received in FY 2017-18.

Note 3: The 13.70% (approx.) increase of remuneration of Mr. Sanjay Kumar in FY 2017-18 over remuneration in FY 2016-17, has been calculated, after excluding the impact of the Deferred Retention bonus of Rs. 2,00,000/- received in previous FY 2016-17.

Note 5: The Directors' of the Company are only entitled to sitting fees for attending Board/Committee Meetings and all the employees of the Company are KMPs only, thus it is not appropriate to calculate the ratio of remuneration of each director to the median remuneration of the employees of the company for the financial year.

- i) **Number of the permanent employees on the rolls of the Company and the percentage increase in the median remuneration of employees in the Financial Year 2017-18.**

The Company has only 2 permanent employees on the rolls of the Company and both are KMPs. There is increase of 9.74% of Median Remuneration of employees in FY 2017-18 (KMP). The Median remuneration of the employees (KMP) have been calculated after excluding the impact of Deferred Retention Bonus given in current and previous financial year to the employees(KMP).

ii) **Average percentage increase already made in the salaries of employees other than the managerial personnel in the last financial year i.e. 2017-18 and its comparison with the percentage increase in the managerial remuneration and justification thereof:**

Not Applicable, All the employees of the Company in f/y 2016-17 and f/y 2017-18 are KMPs.

iii) **It is hereby affirmed that the remuneration is as per the Remuneration Policy of the Company for Directors, Key Managerial Personnel and other Employees.**

(B) Details pertaining to remuneration as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended vide Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016.

S. No.	Employee Name & Age	Designation & Nature of Employment	Date of commencement of employment	Educational Qualification	Experience (No. of years)	Remuneration received In Financial ended 31.03.2018 (in Lacs)	Previous employment
1.	Mr. Abhishek Kakkar, (Age-38 years)	Company Secretary (Permanent)	18.08.2014	Company Secretary	13	21.26	Chambal Fertilisers & Chemicals Ltd
2.	Mr. Sanjay Kumar (Age- 38 years)	CFO (Permanent)	26.03.2015	Chartered Accountant	13	13.93	Sahu Jain Services Ltd.

None of the above named employee holds the equity shares of the Company and no employee is a relative of director or manager of the Company.

For and on behalf of the Board of Directors
CAMAC COMMERCIAL COMPANY LIMITED

Sd/-
(Monisha Saraf)
Director
(DIN: 07503642)

Sd/-
(Shweta Saxena)
Director
(DIN: 03120958)

Place: New Delhi
Date: 10.08.2018

FORM NO. MGT – 9

EXTRACT OF ANNUAL RETURN

as on the financial year ended March 31, 2018

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

I. REGISTRATION AND OTHER DETAILS:

CIN	L70109DL1980PLC169318
Registration Date	09/07/1980
Name of the Company	Camac Commercial Company Limited
Category/Sub-Category of the Company	Company Limited by Shares (NBFC)
Address of the Registered Office and contact details	1 st Floor, Express Building, 9-10, Bahadur Shah Zafar Marg, New Delhi – 110 002, Telephone No. : 011- 23272499 Website: www.camaccommercial.com Email: camaccommercial@gmail.com
Whether Listed Company (Yes/No)	Yes
Name, Address and Contact details of Registrar and Transfer Agent, if any	M/s. Niche Technologies Private Limited Address: D-511, Bagree Market, 5 th Floor, 71, B.R.B. Basu Road, Kolkata - 700 001 Phone No. : 2235-7270/ 7271, Email: nichetechpl@nichetechpl.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:-

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
	Nil	N.A.	N.A.

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

S. No	Name of the Company	Address of the Company	CIN/GLN	Holding/ Subsidiary /Associate	% of Shares held	Applicable Section
1	Ashoka Viniyoga Limited	77A, Block- B, Greater Kailash - I, New Delhi - 110048	L99999DL1949PLC155544	Associate	45.95	2(6) of the Companies Act, 2013

2	Combine Holding Limited	77A, Block- B, Greater Kailash - I, New Delhi - 110048	L65999DL1983PLC016585	Associate	26.77	2(6) of the Companies Act, 2013
3	Artee Viniyoga Limited	77A, Block- B, Greater Kailash - I, New Delhi - 110048	U74899DL1995PLC071622	Associate	25.00	2(6) of the Companies Act, 2013
4	Sahu Jain Services Limited	77A, Block- B, Greater Kailash - I, New Delhi - 110048	U74140DL1960PLC024317	Associate	20.00	2(6) of the Companies Act, 2013
5	Times Publishing House Limited	2 nd Floor, S & B Towers, 40/1, Mahatma Gandhi Road, Bangalore, Karnataka - 560001	U22122KA1983PLC054647	Associate	20.83	2(6) of the Companies Act, 2013

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

(i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year (01.04.2017)				No. of Shares held at the end of the year (31.03.2018)				% Change during the Year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. PROMOTERS									
(1) Indian									
a) Individual/ HUF	-	-	-	-	-	-	-	-	-
b) Central Government	-	-	-	-	-	-	-	-	-
c) State Government	-	-	-	-	-	-	-	-	-
d) Bodies Corporate	35000	572832	607832	68.853	607832	0	607832	68.853	0.000
e) Banks/ Financial Institutions	-	-	-	-	-	-	-	-	-
f) Any Other	-	-	-	-	-	-	-	-	-
Sub-total (A)(1)	35000	572832	607832	68.853	607832	0	607832	68.853	0.000
(2) Foreign									
a) NRIs-Individual	-	-	-	-	-	-	-	-	-
b) Other-Individuals	-	-	-	-	-	-	-	-	-

	c)Bodies Corporate	-	-	-	-	-	-	-	-	-
	d)Banks/ Financial Institutions	-	-	-	-	-	-	-	-	-
	e) Any Other	-	-	-	-	-	-	-	-	-
	Sub-total (A)(2)	0	0	0	0.000	0	0	0	0.000	0.000
	Total Shareholding of Promoter (A) = (A)(1)+(A)(2)	35000	572832	607832	68.853	607832	0	607832	68.853	0.000
B.	PUBLIC SHAREHOLDING									
(1)	Institutions									
	a) Mutual Funds	-	-	-	-	-	-	-	-	-
	b)Banks/ Financial Institutions	0	105	105	0.012	0	105	105	0.012	0.000
	c)Central Governments	-	-	-	-	-	-	-	-	-
	d)State Governments	-	-	-	-	-	-	-	-	-
	e)Venture Capital Funds	-	-	-	-	-	-	-	-	-
	f)Insurance Companies	-	-	-	-	-	-	-	-	-
	g)Foreign Institutional Investors (FII)	-	-	-	-	-	-	-	-	-
	h)Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
	i)Others (Specify)	-	-	-	-	-	-	-	-	-
	Sub-total (B)(1)	0	105	105	0.012	0	105	105	0.012	0.000
(2)	Non-Institutions									
	a)Bodies Corporate									
	i) Indian	1600	112	1712	0.194	3103	112	3215	0.364	0.170
	ii) Overseas	-	-	-	-	-	-	-	-	-

	b) Individuals									
	i) Individual shareholders holding nominal share capital upto Rs 1 lakh	27003	19785	46788	5.300	26632	18653	45285	5.130	-0.170
	ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	226013	0	226013	25.602	226013	0	226013	25.602	0.000
	c) Others Specify									
	1. NRI	250	-	250	0.028	250	0	250	0.028	0.028
	2. Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
	3. Foreign Nationals	-	-	-	-	-	-	-	-	-
	4. Clearing Members	100	0	100	0.011	100	0	100	0.011	0.000
	5. Trusts	-	-	-	-	-	-	-	-	-
	6. Foreign Bodies - D.R.	-	-	-	-	-	-	-	-	-
	Sub-total (B)(2)	254966	19897	274863	31.135	256098	18765	274863	31.135	0.000
	Total Public Shareholding (B) = (B)(1)+(B)(2)	254966	20002	274968	31.147	256098	18870	274968	31.147	0.000
	C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
	GRAND TOTAL (A+B+C)	289966	592834	882800	100.008	863930	18870	882800	100.000	0.000

ii) Shareholding of Promoter-

Sl. No	Shareholder's Name	Shareholding at the beginning of the year (01.04.2017)			Shareholding at the end of the year (31.03.2018)			% of change in shareholding during the year
		No. of Shares	% of total shares of the company	% of Shares Pledged/encumbered to total shares	No. of Shares	% of total shares of the company	% of Shares Pledged/encumbered to total shares	
1	Artee Viniyoga Ltd.	181600	20.571	0.000	181600	20.571	0.000	0.000
2	Ashoka Viniyoga Ltd.	180857	20.487	0.000	180857	20.487	0.000	0.000
3	Combine Holding Ltd.	144400	16.357	0.000	144400	16.357	0.000	0.000
4	PNB Finance & Industries Ltd	35000	3.965	0.000	35000	3.965	0.000	0.000
5	Punjab Mercantile & Traders Ltd	65975	7.473	0.000	65975	7.473	0.000	0.000
	TOTAL	607832	68.853	0.000	607832	68.853	0.000	0.000

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

Sl. No.		Shareholding at the beginning of the year (01.04.2016)		Cumulative Shareholding during the year (31.03.2017)	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Artee Viniyoga Ltd.				
	a) At the Beginning of the Year	181600	20.571		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			181600	20.571
2	Ashoka Viniyoga Ltd.				
	a) At the Beginning of the Year	180857	20.487		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			180857	20.487
3	Combine Holding Ltd.				
	a) At the Beginning of the Year	144400	16.357		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			144400	16.357
4	PNB Finance & Industries Ltd				

	a) At the Beginning of the Year	35000	3.965		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			35000	3.965
5	Punjab Mercantile & Traders Ltd				
	a) At the Beginning of the Year	65975	7.473		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			65975	7.473
	TOTAL	607832	68.853	607832	68.853

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

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	SAMIR JAIN				
	a) At the Beginning of the Year	155000	17.558		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			155000	17.558
2	MEERA JAIN				
	a) At the Beginning of the Year	71013	8.044		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			71013	8.044
3	RAVINDER KUMAR AGGARWAL				
	a) At the Beginning of the Year	4000	0.453		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			4000	0.453
4	VIVEK SHEEL AGGARWAL				
	a) At the Beginning of the Year	3500	0.396		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			3500	0.396

5	SANJEEV VINOD CHANDRA PAREKH				
	a) At the Beginning of the Year	3018	0.342		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			3018	0.342
6	DEVINDER PRAKASH KALRA				
	a) At the Beginning of the Year	2500	0.283		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			2500	0.283
7	RIPUNJAY AGGARWAL				
	a) At the Beginning of the Year	2401	0.272		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			2401	0.272
8	HERMAN SINGH DUGGAL				
	a) At the Beginning of the Year	1600	0.181		
	b) Changes during the year				
	Date Reason				
	02/03/2018 Transfer	-1000	0.113	600	0.068
	16/03/2018 Transfer	-100	0.011	500	0.057
	c) At the End of the Year			500	0.057
9	ANJU GUPTA				
	a) At the Beginning of the Year	1150	0.130		
	b) Changes during the year				
	Date Reason				
	16/03/2018 Transfer	-175	0.020	975	0.110
	c) At the End of the Year			975	0.110
10	ADITYA AGGARWAL				
	a) At the Beginning of the Year	1117	0.127		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			1117	0.127
11	Astha Portfolios Private Limited				
	a) At the Beginning of the Year	0	0		
	c) Changes During the Year				
	Date Reason				
	31/03/2018 Transfer	1100	0.125	1100	0.125
	c) At the End of the Year			1100	0.125

12	Kuntal Hasmukhlal Shah				
	a) At the Beginning of the Year	0	0		
	d) Changes During the Year				
	Date Reason				
	20/10/2017 Transfer	457	0.052	457	0.052
	08/12/2017 Transfer	25	0.003	482	0.055
	22/12/2017 Transfer	100	0.011	582	0.066
	02/02/2018 Transfer	230	0.026	812	0.092
	09/02/2018 Transfer	495	0.056	1307	0.148
	02/03/2018 Transfer	97	0.011	1404	0.159
	09/03/2018 Transfer	70	0.008	1474	0.167
	16/03/2018 Transfer	100	0.011	1574	0.178
	c) At the End of the Year			1574	0.178

(v) Shareholding of Directors and Key Managerial Personnel

Sl. No.	Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
NIL					

V. INDEBTEDNESS-

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount				
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-
Change in Indebtedness during the financial year				
• Addition				
• Reduction	-	-	-	-
Net Change	-	-	-	-

Indebtedness at the end of the financial year				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. no.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
		Sourabh Gupta (Manager)	
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	- - -	- - -
2.	Stock Option	-	-
3.	Sweat Equity	-	-
4.	Commission - as % of profit - others, specify...	-	-
5.	Others, Contractual Lumpsum Payment	Rs. 12,000/-	Rs. 12,000/-
	Total (A)	Rs. 12,000/-	Rs. 12000/-
	Ceiling as per the Act	23,85,113	23,85,113

B. Remuneration to other directors:

SI .	Particulars of Remuneration	Name of Directors		Total Amount
		Karam Chand Jain (Non-Executive Independent Director)	Rajagopalan Sundar (Non-Executive Independent Director)	
	1. Independent Directors			
	• Fee for attending board/committee meetings	Rs. 11,000/-	Rs.9,000/-	Rs. 20,000/-
	• Commission			
	• Others (Conveyance Reimbursement for attending Meeting)	Rs. 15,000/-	Rs. 12,500/-	Rs. 27,500/-
	Total (1)	Rs. 26,000/-	Rs. 21,500/-	Rs. 47,500/-
	2. Other Non-Executive Directors			
	• Fee for attending board/ committee meetings	-	-	-
	• Commission	-	-	-
	• Others, please specify	-	-	-
	Total (2)	-	-	-
	Total (B)=(1+2)	Rs. 26,000/-	Rs. 21,500/-	Rs. 47,500/-
	Total Managerial Remuneration			
	Overall Ceiling as per the Act.	Maximum Rs. 1,00,000/- per meeting per Director	Maximum Rs. 1,00,000/- per meeting per Director	Maximum Rs. 1,00,000/- per meeting per Director

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

S. No.	Particulars of Remuneration	Key Managerial personnel		
		(Abhishek Kakkar) Company Secretary	(Sanjay Kumar) CFO	Total
1	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income-tax Act, 1961 (c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	21,26,709	13,92,650	35,19,359
2	Stock Option	---	---	---
3	Sweat Equity	---	---	---
4	Commission - as % of profit - others, specify...	---	---	---
5	Others, please specify	---	---	---
	Total	21,26,709	13,92,650	35,19,359

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

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

For and on behalf of the Board of Directors
CAMAC COMMERCIAL COMPANY LIMITED

Sd/-
(Monisha Saraf)
Director
(DIN: 07503642)

Sd/-
(Shweta Saxena)
Director
(DIN: 03120958)

Place: New Delhi
Date: 10.08.2018

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

(Within the limits set by the Company's competitive position)

Economy Overview**Economy and Industry overview**

India has emerged as the fastest growing major economy in the world as per the Central Statistics Organisation (CSO) and International Monetary Fund (IMF) and it is expected to be one of the top three economic powers of the world over the next 10-15 years, backed by its strong democracy and partnerships. India's GDP is estimated to have increased 6.6 per cent in 2017-18 and is expected to grow 7.3 per cent in 2018-19.

India's gross domestic product (GDP) at constant prices grew by 7.2 per cent in September-December 2017 quarter as per the Central Statistics Organisation (CSO). India's GDP is expected to reach US\$ 6 trillion by FY27 and achieve upper-middle income status on the back of digitisation, globalisation, favourable demographics, and reforms.

Corporate earnings in India are expected to grow by 15-20 per cent in FY 2018-19 supported by recovery in capital expenditure, according to JM Financial. The tax collection figures between April 2017- February 2018 show an increase in net direct taxes by 19.5 per cent year-on-year and an increase in net direct taxes by 22.2 per cent year-on-year.

India has retained its position as the third largest startup base in the world with over 4,750 technology startups, with about 1,400 new start-ups being founded in 2016, according to a report by NASSCOM.

India's foreign exchange reserves were US\$ 422.53 billion in the week up to March 23, 2018, according to data from the RBI.

India is expected to be the third largest consumer economy as its consumption may triple to US\$ 4 trillion by 2025, owing to shift in consumer behaviour and expenditure pattern, according to a Boston Consulting Group (BCG) report; and is estimated to surpass USA to become the second largest economy in terms of purchasing power parity (PPP) by the year 2040, according to a report by PWC.

Industry Overview, Opportunities and Threats

Your Company is registered as a Non-Banking Finance Company with the Reserve Bank of India. The Company has also complied with the applicable provisions of "Non-Systemically Important Non-Banking Financial (Non-Deposit Accepting or Holding) companies Prudential Norms (Reserve Bank) Directions, 2015" and other applicable guidelines/circulars/directions of RBI.

However it is not carrying any business activities and it has been generating its income only from the investment of its surplus funds in low risk Debt based mutual funds and other safe avenues from time to time. Keeping in view the business activity currently undertaken it is not feasible to provide industry overview by the Company.

Your Company is exposed to normal investment risk, since it has been investing its surplus funds in low risk Debt based mutual funds and in other safe investments.

Financial Performance

During the Financial Year 2017-18, the Company's Total Revenue on standalone basis was Rs. 4.10 Crores as compared to Rs. 5.27 Crores in the previous year and the Total Expenditure was Rs. 0.44 Crores as compared to Rs. 0.49 Crores in the previous year.

The Company has earned a profit before tax for the Financial Year ended 2017-18 of Rs. 3.65 crores as compared to Rs. 4.77 crores in previous year; and its Profit after tax for the financial year ended 2017-18 is Rs. 1.68 crores as compared to profit of Rs. 4.77 crores in previous year.

Risk and Concerns

Your Company is exposed to normal investment risk. Your Company follows prudent investment risk assessment & management practices to combat these challenges.

A risk management policy is in place to assess and address risks on a regular basis. Insofar as the investment of the Company's surplus funds are concerned, , your Company continues to make most of its investments in various low risk debt based funds and uses foresight and focused analysis of the interest rate scenario before making such investments.

Internal Control

The Company has an effective system of internal control corresponding with its size, nature of business and complexity of operations. It ensures accurate, reliable and timely compilation of financial and management reports and optimum utilisation of organisation resources. These systems have been designed to safeguard the assets and interests of the Company, and also ensure compliance with the Company's policies, procedures and applicable legal and statutory laws and regulations.

The internal control system is supplemented with an extensive program of internal audits either through external or internal resources and their reviews by the management. The Internal Control system and procedures are periodically reviewed to ensure orderly and efficient conduct of business. The Internal Audit reports are regularly monitored by the Audit Committee of the Board of the Company and corrective actions are taken as and when necessary.

Human Resource Development

The Company recognizes its employees as its most valuable assets. The emphasis is laid upon to build strong corporate culture through core values such as integrity, innovation and team work. In order to enhance the productivity of the employees and motivating them to work with vigor and focus, team-driven organization and a conducive work environment has been created where all employees work together. Training needs of the employees are also identified and suitable training is provided, wherever required.

Cautionary Statement

Certain statements made in this Report, describing the Company's expectations, or predictions etc. are the forward looking views of the Management and are subject to certain risks and uncertainties like regulatory changes, local, political or economic developments, technological risks and many other factors, because of which the actual results could differ materially from such expectations or projections.

For and on behalf of the Board of Directors
CAMAC COMMERCIAL COMPANY LIMITED

Sd/-	Sd/-
(Monisha Saraf)	(Shweta Saxena)
Director	Director
(DIN: 07503642)	(DIN: 03120958)

Place: New Delhi
Date: 10.08.2018

CORPORATE SOCIAL RESPONSIBILITY POLICY**A. BACKGROUND**

Corporate Social Responsibility (CSR) is not a new concept in India, however, the Ministry of Corporate Affairs, Government of India has notified Section 135 of the Companies Act, 2013 ('the Act') along with Companies (Corporate Social Responsibility Policy) Rules, 2014 "hereinafter referred as CSR Rules" and other notifications related thereto which makes it mandatory (with effect from 1st April, 2014) for certain companies who fulfill the criteria as mentioned under Sub Section 1 of Section 135 to comply with the provisions relevant to Corporate Social Responsibility.

B. CCCL'S PHILOSOPHY

Camac Commercial Company Limited ('CCCL') considers CSR as its commitment to its stakeholders, including the society at large, to conduct business in an economically, socially sustainable manner that is transparent and ethical. As on April 01, 2016 CCCL fulfills the criteria as specified in Section 135 of the Companies Act, 2013 accordingly, CCCL is committed to undertake CSR activities in accordance with said provisions and related Rules.

C. OBJECTIVE

Our CSR Policy aims to develop and implement a vision and strategy for CCCL's CSR initiatives including formulating, relevant potential CSR activities, their timely and expeditious implementation and establishing an overview mechanism of the activities undertaken / to be undertaken, in synchronization with the various eligible activities prescribed under Schedule VII of the Act.

D. FOCUS AREAS:

The scope of the CSR activities of the Company will cover the areas / activities specified in Schedule VII of the Act read with Companies (Corporate Social Responsibility Policy) Rules, 2014 (CSR Rules-2014) as amended from time to time, and as appended to this Policy as Appendix-1.

The said Appendix 1 may be revised in line with any amendments/inclusions/exclusions made to Schedule VII of the Act by the Government from time to time."

E. EXCLUSIONS FROM CSR

The following activities shall not form part of the CSR activities of the Company:-

- ❖ The activities undertaken in pursuance of the normal course of business of the Company;
- ❖ CSR projects/programs or activities that benefit only the employees of the Company and their families;

- ❖ Any contribution directly/indirectly made to political party(s) or any funds directed towards political parties or political causes; and
- ❖ Any CSR projects/programs or activities undertaken outside India.

F. CSR EXPENDITURE

CSR expenditure shall include all expenditure including contribution to corpus for projects/programs related to CSR activities approved by the Board on the recommendation of its CSR Committee but does not include any expenditure on an item not in conformity or not in line with the activities which fall within the purview of Annexure 1 attached to the policy.

Further, the surplus arising out of the CSR projects or programs or activities shall not form part of the business profit of the Company.

G. COMPOSITION OF THE CSR COMMITTEE

The Constitution of Company's CSR Committee shall consist of such Directors as members as may be decided by the Board from time to time.

H. RESPONSIBILITIES OF THE CSR COMMITTEE

The responsibilities of the CSR Committee include:

- ❖ Formulating and recommending to the Board of Directors, the CSR Policy which shall indicate the activities to be undertaken by the Company as specified in Schedule VII to the Act;
- ❖ Recommending the amount of expenditure to be spent on the CSR activities to be undertaken by the Company in any year;
- ❖ Monitoring and reporting of the CSR activities to the Board from time to time;
- ❖ Reviewing the CSR Policy from time to time.

The CSR Committee will have the power to:

- ❖ Seek periodical Monitoring and Implementation Reports from the organizations receiving funds from the Company;
- ❖ Delegate its representatives to co-ordinate with the organizations receiving funds from the Company and to inspect the CSR activities undertaken by them and ensure information in a timely manner.

I. CSR MAINSTAY

The approved CSR activities at CCCL, as projects, or programs, or activities shall on a case to case basis, be carried out through one or more of the following instrumentalities:

- ❖ directly by the Company itself; through a company established under section 8 of the Act or a registered trust or a registered society, established by the company, either singly or alongwith any other company, or

- ❖ a company established under section 8 of the Act or a registered trust or a registered society, established by the Central Government or State Government or any entity established under an Act of Parliament or a State legislature.
- ❖ any other company established under section 8 of the Act or a registered trust or a registered society, other than those specified above, provided that such company or trust or society shall have an established track record of three years in undertaking similar programs or projects in accordance with Rule 4(2) of CSR Rules, 2014
- ❖ collaboration with other Companies(Including subsidiary companies, affiliate companies and group companies) for undertaking projects/programs in CSR activities in accordance with Rule 4 (3) of the CSR Rules, 2014;
- ❖ contribution / donation made to such other Organizations / Institutions as may be permitted under the applicable laws from time to time;

J. CSR SPEND

The CSR Committee shall endeavor to spend, in every financial year, at least 2% of the average net profit of the Company made during the 3 immediately preceding financial years on CSR activities, projects and programs as mentioned in Appendix 1.

For this purpose, “average net profit” shall be calculated in accordance with the provisions of Section 198.

K. IMPLEMENTATION:

- ❖ The Company will endeavor to spend the requisite amount on the activities specified in Appendix –I to this policy. ;
- ❖ The time period/duration of other project(s)/program(s) shall depend on its nature, extend of coverage and intended impact of such activity.

L. MONITORING AND REPORTING:

- ❖ The CSR Committee Members will receive a half yearly Report of the CSR Spend, the Projects/Programs/activities in hand and their progress/status;
- ❖ The Committee will meet atleast twice a year –once every six months and more often if the situation warrants;
- ❖ An annual report will be made to the CSR Committee which will also include the amount spent during the year and details of the projects / programs/ activities planned for the next year and their respective budgets. This presentation would also include unspent amount, if any, which is being carried forward from earlier/current years to the next year;

- ❖ Records relating to the CSR projects/programs/activities and the CSR Expenditure shall be meticulously maintained.

The Board of Directors of CCCL shall review the implementation of CSR on an annual basis.

M. DISCLOSURES

The Directors' Report of the Company shall include a section on CSR outlining the contents of the CSR Policy, composition of the CSR Committee, and other information as required/prescribed under the Act. The CSR policy shall also be available on the website of the Company (www.camacommercial.com)

N. COMPLIANCE WITH LAW

In all such matters as may not be specifically mentioned in this Policy, the Company shall at all times comply with the applicable provisions of the Companies Act, 2013, the Rules & Regulations made and the Notifications, Circulars, Guidelines etc. issued thereunder.

Words and expression used and not defined in the CSR policy but defined in Act shall have the same meaning respectively assigned to them in the Act. Provisions contained in the Act, Rules, Regulations, Notifications, Circulars, Guidelines shall prevail over anything contained in this Policy to the extent latter is contrary to the former.

Appendix 1

- i. eradicating hunger, poverty and malnutrition, promoting health care including preventive health care and sanitation including contribution to the Swach Bharat Kosh set-up by the Central Government for the promotion of sanitation and making available safe drinking water;
- ii. promoting education, including special education and employment enhancing vocation skills Especially among children, women, elderly, and the differently abled and livelihood enhancement Projects;
- iii. promoting gender equality, empowering women, setting up homes and hostels for women and orphans; setting up old age homes, day care centres and such other facilities for senior citizens and measures for reducing inequalities faced by socially and economically backward groups;
- iv. ensuring environmental sustainability, ecological balance, protection of flora and fauna, animal welfare, agroforestry, conservation of natural resources and maintaining quality of soil, air and water including contribution to the Clean Ganga Fund set-up by the Central Government for rejuvenation of river ganga;
- v. protection of national heritage, art and culture including restoration of buildings and sites of historical importance and works of art; setting up public libraries; promotion and development of traditional arts and handicrafts;
- vi. measures for the benefit of armed forces veterans, war widows and their dependents;
- vii. training to promote rural sports, nationally recognized sports, paralympic sports and Olympic sports;
- viii. contribution to the Prime Minister's National Relief Fund or any other fund set up by the Central Government for socio-economic development and relief and welfare of the Scheduled Castes, the Scheduled Tribes, other backward classes, minorities and women;
- ix. contributions or funds provided to technology incubators located within academic institutions which are approved by the Central Government;
- x. rural development projects;
- xi. Slum area development.

NOTE:

In undertaking any CSR projects/programs/activities, the Company shall ensure to give preference to the area and areas around which it operates.

For and on behalf of the Board of Directors
CAMAC COMMERCIAL COMPANY LIMITED

Sd/-	Sd/-
(Monisha Saraf)	(Shweta Saxena)
Director	Director
(DIN: 07503642)	(DIN: 03120958)

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF CAMAC COMMERCIAL COMPANY LIMITED

Report on the Standalone Financial Statements

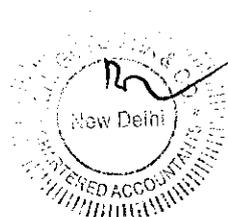
1. We have audited the accompanying standalone financial statements of **CAMAC COMMERCIAL COMPANY LIMITED** ("the Company"), which comprise the Balance Sheet as at 31st March, 2018, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information. (hereinafter referred to as financial statements)

Management's responsibility for the Financial Statements

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

Auditors' Responsibility

3. Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under. We conducted our audit in accordance with the Standards on Auditing specified under Section 143 (10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.
4. An audit involves performing procedures to obtain audit evidence about the amounts and 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 control relevant to the Company's preparation and fair presentation of the financial statements in order to design the audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and reasonableness of the accounting estimates made by the management, as well as evaluating the overall presentation of the financial statements.



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

Opinion

6. 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:
- (i) in the case of the Balance Sheet, of the state of affairs of the Company as at 31st March, 2018;
 - (ii) in the case of the Statement of Profit and Loss, of the Profit of the Company for the year ended on that date; and
 - (iii) in the case of Cash Flow Statement, of the cash flows of the Company for the year ended on that date.

Report on Other Legal and Regulatory Requirement

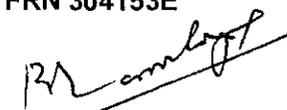
7. As required by the Companies (Auditor's Report) Order, 2016 ('the Order'), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure A, a statement on the matters specified in paragraph 3 and 4 of the said Order.
8. As required by Section 143 (3) of the Act, we report that:
- a. we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b. in our opinion proper books of accounts as required by the law have been kept by the Company, so far as appears from our examination of those books,
 - c. the Balance Sheet, Statement of Profit and Loss and 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 dealt with by the this report comply with the Accounting Standards referred to in section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - e. on the basis of written representations received from the directors as on 31st March 2018, and taken on record by the Board of Directors, we report that none of the directors is disqualified as on 31st March 2018 from being appointed as director in terms of section 164(2) of the Companies Act, 2013
 - f. With respect to the adequacy of the Internal Financial Controls over the financial reporting of the Company and operating effectiveness of such controls, refer to our separate Report in "Annexure B"; and



- g. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has no pending litigations as at 31st March, 2018 which would impact its financial position;
- ii. The Company did not have any long term contracts and had no derivative contracts outstanding as at 31st March 2018; and
- iii. The Company did not have any dues which were required to be transferred by the Company to the Investor Education and Protection Fund.

PLACE : New Delhi
DATE : 29th May, 2018

FOR K.N. GUTGUTIA & COMPANY
CHARTERED ACCOUNTANTS
FRN 304153E


(B. R. GOYAL)
PARTNER
M. NO. 12172



ANNEXURE TO THE INDEPENDENT AUDITORS' REPORT

The Annexure "A" referred to in paragraph 7 of our report of even date to the members of **Camac Commercial Company Limited** on the standalone financial statements for the year ended 31st March, 2018.

- i)
 - (a) The Company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.
 - (b) As explained to us, physical verification of fixed assets has been carried out by the Company and no discrepancy was noticed on such verification. In our opinion the frequency of verification is reasonable, having regard to- the size of the Company and nature of its business.
- ii) There is no inventory held by the Company, hence, paragraph 3 (ii) of the Order is not applicable to Company.
- iii) According to the information and explanations given to us, the Company has, during the year not granted any loans, secured or unsecured to companies, firm Limited liability partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly, paragraph 3(iii) of the Order is not applicable to the Company.
- iv) According to the information and explanation given to us, the Company has neither given any loans, guarantee and security covered under Section 185 and 186 of the Act during the year under audit, however Investments made by the Company during the year are in compliance with the provisions of Section 186 of the Act.
- v) The Company has not accepted any deposits during the year and hence paragraph 3 (v) of the Order is not applicable to the Company.
- vi) The Central Government has not prescribed the maintenance of cost records under under Sub Section (1) of Section 148 of the Companies Act, 2013 for any of the products/services of the Company.
- vii)
 - (a) According to the records examined by us , the Company is generally regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees state insurance, income tax, Good Service Tax (GST) sales tax, service tax, duty of custom, duty of excise, value added tax, cess and other statutory dues wherever applicable.

According to the information and explanations given to us, no undisputed arrears of statutory dues were outstanding as on the last date of the financial year for a period of more than six months from the date they became payable.

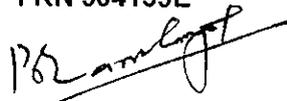


- (b) According to the records of the Company, there was no dues in respect of income tax, Good Service Tax (GST) Sales Tax, Service Tax, duty of customs, duty of excise, value added tax, cess and other statutory duties which have not been deposited on account of disputes.
- viii) Based on our audit procedures and according to the information given the management, the Company has not taken any loans or borrowings from any financial institution, banks, government or have no dues of debentures holders during the year. Accordingly paragraph 3 (viii) of the Order is not not applicable to the Company.
- ix) In our opinion and according to the information and explanations given to us, the Company has not taken any term loan and has not raised any money by way of initial public offer or further public offer (including debt instrument) during the year and hence paragraph 3(ix) of the Order is not applicable to the Company.
- x) Based upon the audit procedures performed and to the best of our knowledge and according to the information and explanations given to us by the management, we report that no fraud by the Company or any fraud on the company by its officer or employees has been noticed or reported during the course of our audit.
- xi) According to the information and explanations give to us and based on our examination of the records, the Company has paid managerial remuneration in compliance with provision 197 read with schedule V to the Companies Act, 2013.
- xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company and hence paragraph 3 (xii) of the Order is not applicable to the Company.
- xiii) As explained to us and as per the records of the company, in our opinion the transactions with the related parties are in Compliance with Section 177 and Section 188 of the Companies Act, 2013 and the details have been disclosed in the financial statements as required by the applicable accounting standard.
- xiv) According to the records the company, the Company has not made any preferential allotment of shares or private placement of shares or fully/partly convertible debentures during the year under report. Accordingly paragraph 3 (xiv) of the Order is not applicable to the Company.
- xv) During the year, the Company has not entered into any non-cash transaction with Director or person connected with him. Accordingly paragraph 3 (xv) of the Order is not applicable to the Company
- xvi) The Company is duly registered under section 45-1A of the Reserve Bank of India Act, 1934.

PLACE : New Delhi
DATE : 29th May, 2018

FOR K.N. GUTGUTIA & COMPANY
CHARTERED ACCOUNTANTS
FRN 304153E




(B. R. GOYAL)
PARTNER
M. NO. 12172

ANNEXURE "B" REFERRED TO IN PARAGRAPH 8(f) TO THE OUR INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF CAMAC COMMERCIAL COMPANY LIMITED

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

We have audited the internal financial controls over financial reporting of **Camac Commercial Company Limited** ("the Company") as of March 31, 2018 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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



Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management 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 March 31, 2018, based on "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India"

PLACE : New Delhi
DATE : 29th May, 2018

FOR K.N. GUTGUTIA & COMPANY
CHARTERED ACCOUNTANTS
FRN 304153E




(B.R. GOYAL)
PARTNER
M. NO. 12172

CAMAC COMMERCIAL COMPANY LIMITED

Regd. Office : 1st Floor, Express Building, 9-10, Bahadur Shah Zafar Marg, New Delhi-110002

(CIN : L70109DL1980PLC169318)

BALANCE SHEET AS AT 31ST MARCH, 2018

(Amount in ₹)

	Note No.	As At 31st March, 2018	As At 31st March, 2017
EQUITY AND LIABILITIES			
Shareholders' Funds			
Share Capital	2	88,28,000	88,28,000
Reserves and Surplus	3	50,97,62,059	49,29,15,478
Non- Current Liabilities			
Long Term Provisions	4	4,73,518	4,50,377
Current Liabilities			
Trade Payables			
- Dues of Micro and Small Enterprises	5	-	-
- Dues to Other Creditors		82,851	3,43,377
Other Current Liabilities	6	35,601	226
Short Term Provisions	4	23,204	10,74,210
Total		51,92,05,233	50,36,11,668
ASSETS			
Non- Current Assets			
Fixed Assets			
- Tangible Assets	7	67,573	38,800
Non-Current Investment	8	51,67,52,178	43,91,59,993
Deferred Tax Assets (Net)	9	1,21,775	1,12,834
Long Term Loans and Advances	10	3,36,877	1,75,64,697
Current Assets			
Current Investments	11	-	4,58,37,570
Cash and Bank Balances	12	1,70,867	2,61,488
Short- Term Loans and Advances	13	21,868	9,878
Other Current Assets	14	17,34,095	6,26,408
Total		51,92,05,233	50,36,11,668
Significant Accounting Policies & Notes to the Financial Statements	1-32		

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For K.N. Gutgutia & Co.

Chartered Accountants

Firm Regn.No. 304153E



B.R. Goyal

Partner

Membership.No. 012172

Place : New Delhi

Date: 29-05-2018



For and on Behalf of the Board of Directors



Govind Swarup

Director

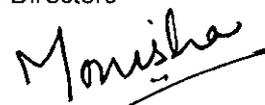
DIN - 00003145



Sanjay Kumar

Chief Financial Officer

PAN - AJDPK7217R



Monisha Saraf

Director

DIN - 07503642



Abhishek Kakkar

Company Secretary

PAN-AMKPK1594J

CAMAC COMMERCIAL COMPANY LIMITED

Regd. Office : 1st Floor, Express Building, 9-10, Bahadur Shah Zafar Marg, New Delhi-110002
(CIN : L70109DL1980PLC169318)

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2018

(Amount in ₹)

Particulars	Note No.	31st March, 2018	31st March, 2017
Revenue:			
Other Income	15	4,09,63,298	5,26,69,823
Total		4,09,63,298	5,26,69,823
Expenses :			
Employee Benefits Expense	16	35,82,883	34,30,718
Finance Cost	17	11,935	67,234
Depreciation	7	28,692	41,764
Other Expenses	18	8,03,289	13,87,644
Total		44,26,799	49,27,360
Profit before Tax		3,65,36,499	4,77,42,463
Tax Expense :			
Current Tax		24,70,316	-
Reversal of MAT Credit Entitlements of earlier years		1,72,28,543	-
Deferred Tax		-8,941	15,058
Profit After Tax		1,68,46,581	4,77,27,405
Earnings per Equity Share (Face Value ₹ 10/-):	19		
Basic		19.08	54.06
Diluted		19.08	54.06
Significant Accounting Policies & Notes to the Financial Statements	1-32		

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For K.N. Gutgutia & Co.

Chartered Accountants

Firm Regn.No. 304153E

As per our report of even date

B.R. Goyal

Partner

Membership.No. 012172

Place : New Delhi

Date: 29-05-2018



For and on Behalf of the Board of Directors

Govind Swarup

Director

DIN - 00003145

Monisha Saraf

Director

DIN - 07503642

Sanjay Kumar

Chief Financial Officer

PAN - AJDPK7217R

Abhishek Kakkar

Company Secretary

PAN-AMKPK1594J

CAMAC COMMERCIAL COMPANY LIMITED

Regd. Office : 1st Floor, Express Building, 9-10, Bahadur Shah Zafar Marg, New Delhi-110002

(CIN : L70109DL1980PLC169318)

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2018

(Amount in ₹)

Particulars	31st March, 2018	31st March, 2017
A Cash Flow from Operating Activities		
Profit before tax	3,65,36,499	4,77,42,463
Adjustment for:		
Interest Income(excluding Interest on Income Tax Refund)	-25,81,218	-17,24,981
Interest on Income Tax	11,127	67,234
Dividend Income	-2,32,08,929	-3,79,68,929
Profit/Loss on Sale of Investments(Net)	-1,51,73,151	-1,27,72,851
Gain on Disposal of Fixed Assets	-	-17,443
Non Cash Items -		
Provision for Gratuity & Leave Encashment	26,593	67,497
Provision for Diminution in Value of Investments, written back	-	-40,200
Depreciation	28,692	41,764
Operating Profit/(-)Loss before Working Capital Changes	-43,60,387	-46,05,446
Adjustments for changes in working capital:		
Increase/(-)Decrease in Trade Payables & Current Liabilities	-2,25,150	2,76,260
(-)Increase/ Decrease in Short Term Loans and Advances	-11,990	20,014
Cash Generated from /(-)used in Operations	-45,97,527	-43,09,172
Income Taxes Paid (Net of Refund)	-35,36,624	-6,58,300
Net Cash from/ (-)used in Operating Activities.....	-81,34,151	-49,67,472
B Cash Flow from Investing Activities		
Dividend Received	2,32,08,929	13,39,08,929
Interest Received	18,10,605	17,24,981
Payment for Purchase of Fixed Assets	-57,466	-53,550
Proceeds from Disposal of Fixed Assets	-	40,865
Payment made for Purchase of Long Term Investments	-8,19,43,648	-13,48,00,000
Proceeds received from Sale of Long Term & Current Investments	6,50,25,110	41,18,249
Net Cash from Investing Activities	80,43,530	49,39,474
C Cash Flow from Financing Activities		
Net Cash from/ (-) used in Financing Activities	-	-
Net increase/(-) decrease in cash and cash equivalents (A+B+C)	-90,621	-27,998
Cash and Cash Equivalents at the beginning of the year	2,61,488	2,89,486
Cash and Cash Equivalents at the end of the year	1,70,867	2,61,488
Components of Cash and Cash Equivalents:		
Cash on hand	969	3,080
Balance with Scheduled Bank in Current Accounts	1,69,898	2,58,408
Total	1,70,867	2,61,488

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For K.N. Gutgutia & Co.

Chartered Accountants

Firm Regn.No. 304153E

B.R. Goyal

B.R. Goyal

Partner

Membership.No. 012172

Place : New Delhi

Date: 29-05-2018



For and on Behalf of the Board of Directors

Govind Swarup
Govind Swarup
Director
DIN - 00003145

Monisha Saraf
Monisha Saraf
Director
DIN - 07503642

Sanjay Kumar
Sanjay Kumar
Chief Financial Officer
PAN - AJDPK7217R

Abhishek Kakkar
Abhishek Kakkar
Company Secretary
PAN - AJDPK1594J

CAMAC COMMERCIAL COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

Note -1 SIGNIFICANT ACCOUNTING POLICIES

1.1. Basis for preparation of Accounts

The financial statements have been prepared under the Historical Cost Convention on Accrual Basis and in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP). Pursuant to Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014, the existing Accounting Standards as notified in the Companies (Accounting Standards) Rules, 2006, as amended, have been applied by the Company and disclosures are made in accordance with the requirement of Schedule III of the Companies Act, 2013 as amended till date, as referred to under section 129(1) of the Companies Act, 2013. The Accounting Policies have been consistently applied by the Company and are consistent with those used in the previous year.

1.2 Use of Estimates

The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities, at the end of the reporting period. Although, these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring material adjustment to the carrying amounts of assets or liabilities in future periods.

1.3 Current and Non- current Classification

All assets and liabilities are classified into current and non-current.

Assets

An asset is classified as current when it satisfies any of the following criteria:

- (a) it is expected to be realized in, or is intended for sale or consumption in, the company's normal operating cycle;
- (b) it is held primarily for the purpose of being traded;
- (c) it is expected to be realized within twelve months of the reporting date; or
- (d) it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months of the reporting date.

All other assets are classified as non-current.

Liabilities

A liability is classified as current when it satisfies any of the following criteria:

- (a) it is expected to be settled in the company's normal operating cycle;
- (b) it is held primarily for the purpose of being traded;
- (c) it is due to be settled within twelve months of the reporting date; or
- (d) the company does not have an unconditional right to defer settlement of the liability for at least twelve months of the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

All other assets are classified as non-current.

An operating cycle is the time between the acquisition of assets for processing and their realization in cash or cash equivalents.



CAMAC COMMERCIAL COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

1.4. Revenue Recognition

Revenue is recognized on accrual basis, to the extent that it is probable that the economic benefits will flow to the company and can be reliably measured and wherever there are uncertainties in the ascertainment/realization of income the same is not accounted for.

Dividend income is recognized when the right to receive payment is established.

Interest income is recognized on a time proportionate basis taking into account the amount outstanding and the applicable interest rate. Interest on tax refund is accounted for on receipt basis.

1.5 Fixed Assets

Tangible Fixed Assets are stated at cost net of accumulated depreciation and accumulated impairment losses, if any. The Cost comprises purchase price, borrowing cost if capitalization criteria are met and directly attributable expenses for bringing the assets to their present location and conditions for its intended use.

Subsequent expenditure related to an item of fixed assets is added to book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance. All other expenses on an existing fixed assets including day to day repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the period during which such expenses are incurred.

Gains or losses arising from derecognition of fixed assets are measured as the difference between the net disposal proceeds and the carrying amount of the assets and are recognized in the statement of profit and loss when the asset is derecognized.

1.6 Depreciation

Depreciation on is has been provided for on written down value as per rates arrived based on Useful life and manner prescribed under Schedule II of the Companies Act, 2013.

In case addition /deletion of fixed assets during the year, Depreciation on those fixed assets has been provided for on a pro rata basis from the date of such addition or, as the case may be, up to the date of deletion of such asset.

1.7. Investments

Investments held by the Company with an intention to hold the same on long term have been classified as long term (Non-current) investments. The long-term (Non-current) investments are valued at their cost of acquisition. Provision for diminution in the value of long-term investments is made only if such a decline is other than temporary.

Current investments, which are intended to be held for not more than one year, are carried at cost or market/quoted value whichever is lower. The current maturities portion of long term (Non-current) investments is shown as Current Investments. The comparison of cost and fair value is done separately in respect of each category of investment.

On disposal of investments, the difference between its carrying amount and net disposal proceeds is charged or credited to the Statement of Profit and Loss.

When disposing of a part of the holding of an individual investment, carrying amount to be allocated to that part is determined on the basis of the average carrying amount of the total holding of the investment.



CAMAC COMMERCIAL COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

1.8 Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments and item of income or expenses associated with investing or financing cash flows.

The cash flows from operating, investing and financing activities of the company are segregated based on the available information.

1.9 Cash and Cash Equivalents (for purposes of Cash Flow Statement)

Cash flows are reported using the indirect method, whereby profit before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments and item of income or expenses associated with investing or financing cash flows.

1.10 Employee Benefits

Employee benefits have been recognized in accordance with AS-15 in the following ways :

Short term Employee Benefits

Employee benefits payable within twelve months of receiving employee services are classified as short-term employee benefits. These benefits include salaries and wages, bonus, short term compensated absences, etc. The undiscounted amount of short-term employee benefits to be paid in exchange for employee services is recognised as an expense as the related service is rendered by employees.

Post-Employment benefits

Defined contribution Plan

Employees of the Company are entitled to receive benefits under the Provident Fund, which is a defined contribution plan. Both employees and employer make monthly contributions to the plan at a pre determined rate of employee's basic salary. These contributions to Provident Fund are administered and managed by a recognized Provident Fund Trust under Multi Employer Plans. Contributions made by the Company to the Provident Fund Trust are expensed in the Statement of Profit and Loss, when the contributions are due.

Defined benefit Plan

The Company's gratuity benefit scheme is defined benefit plan. The Company's net obligation in respect of a defined benefit plan is calculated by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. Any unrecognised past service costs are deducted. The calculation of the Company's obligation is performed annually by a qualified actuary using the projected unit credit method.

The Company recognises all actuarial gains and losses arising from defined benefit plans immediately in the Statement of Profit and Loss. All expenses related to defined benefit plans are recognised in employee benefits expense in the Statement of Profit and Loss.

Other Long term Employee benefits

Leave Encashment

The employees can carry-forward a portion of the unutilised accrued leaves and utilise it in future service periods or receive cash compensation on termination of employment. Since the leaves do not fall due wholly within twelve months after the end of the period in which the employees render the related service and are also not expected to be utilised wholly within twelve months after the end of such period, the benefit is classified as a long-term employee benefit except for the current obligations as per the Actuarial valuation. The Company records an obligation for such leaves in the period in which the employee renders the services that increase this entitlement. The obligation is measured on the basis of independent actuarial valuation using the projected unit credit method.

Actuarial gains/losses, if any, are immediately recognized in the Statement of Profit and Loss .



CAMAC COMMERCIAL COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

1.11 Earnings Per Share

Basic Earnings Per Share is calculated by dividing the net profit /loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

Diluted Earnings (if any) per share is calculated by dividing the net profit /loss for the year attributable to equity shareholders by the weighted average No. of equity shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

1.12 Taxes on Income

Tax expense comprises of current tax and deferred tax.

Taxes on Income for the current year (Current Tax) are determined on the basis of taxable income after considering applicable tax allowances and exemptions in accordance with the provisions of Income Tax Act, 1961, as amended from time to time.

Minimum Alternative Tax (MAT) paid in accordance with the tax laws which give rise to future economic benefits in the form of adjustments of future income tax liability is considered as an asset if there is convincing evidence that the Company will pay normal tax in future.

Deferred Tax is recognized, subject to considerations of prudence, on timing difference, being the difference between taxable income and accounting income that originates in one period and is capable of reversal in one or more subsequent periods.

1.13 Impairment of Assets

All assets are reviewed for impairment; wherever events or changes in circumstances indicate that the carrying amount may not be recoverable. Assets whose carrying value exceeds their recoverable amount are written down to the recoverable amount. An impairment loss, if any, is charged to Statement of Profit and Loss in the year in which the assets is identified as impaired.

1.14 Provisions & Contingencies

The Company creates a provision when there is present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of obligation.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence, or non-occurrence, of one or more uncertain future events beyond the control of the company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A disclosure for a contingent liability, if any, is made by way of a Note and is not provided for.



CAMAC COMMERCIAL COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

Note-2 : SHARE CAPITAL

(Amount in ₹)

Particulars	As At 31st March, 2018	As At 31st March, 2017
AUTHORISED :		
9,00,000 (Previous Year 9,00,000) Equity Shares of ₹ 10 each	90,00,000	90,00,000
ISSUED, SUBSCRIBED & PAID UP		
8,82,800 (Previous Year 8,82,800) Equity Shares of ₹ 10 each	88,28,000	88,28,000
Total	88,28,000	88,28,000

(a) There is no change in the share capital during the year. There has been no allotment of shares pursuant to contract(s) without payment being received in cash or by way of bonus issue and no shares have been bought back during the five years immediately preceding the Balance Sheet date i.e. 31st March, 2018.

(b) The Company has only one class of equity shares having a par value of ₹10/- per share. Each holder of equity shares is entitled to one vote per share.

(c) No Dividend has been proposed /declared during the year ended 31st March, 2018 (31st March 2017 -Nil) . As and when the company proposes the payment of dividend, the same will be paid in Indian rupees.

(d) In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

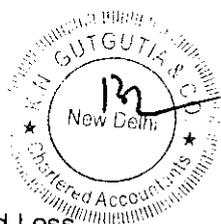
(e) Disclosures of shares held by shareholders holding more than 5% shares

Name of the Shareholder	As At 31st March, 2018	As At 31st March, 2017
	No. of Shares	No. of Shares
M/s Artee Viniyoga Ltd.	1,81,600	1,81,600
M/s Ashoka Viniyoga Ltd.	1,80,857	1,80,857
M/s Combine Holding Ltd.	1,44,400	1,44,400
M/s Punjab Mercantile & Traders Limited	65,975	65,975
M/s PNB Finance & Industries Ltd.	35,000	35,000
Mr. Samir jain	1,55,000	1,55,000
Mrs. Meera Jain	71,013	71,013

Note-3 : RESERVES AND SURPLUS

(Amount in ₹)

Particulars	As At 31st March, 2018	As At 31st March, 2017
I. Capital Reserve	9,07,727	9,07,727
II. Other Reserves :-		
a) Amalgamation Reserve	2,91,520	2,91,520
b) Special Reserve (Reserve under section 45-IC of the RBI Act, 1934)		
Balance as per last Financial Statements	9,83,35,157	8,87,89,676
Add : Transferred from Surplus	33,69,320	95,45,481
Balance at the end of the year	10,17,04,477	9,83,35,157
c) General Reserve	1,98,77,776	1,98,77,776
III. Surplus		
Balance as per last Financial Statements	37,35,03,298	33,53,21,374
Add : Profit for the year as per Statement of Profit and Loss	1,68,46,581	4,77,27,405
	39,03,49,879	38,30,48,779
Less : Transfer to Special Reserve	33,69,320	95,45,481
Net surplus	38,69,80,559	37,35,03,298
Total (I+II(a+b+c)+III)	50,97,62,059	49,29,15,478



CAMAC COMMERCIAL COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

Note-4 : PROVISIONS

(Amount in ₹)

Particulars	LONG TERM		SHORT TERM	
	As At 31st March, 2018	As At 31st March, 2017	As At 31st March, 2018	As At 31st March, 2017
Provision for Employee Benefits (Refer Note -22)				
For Gratuity	2,50,509	2,34,285	3,017	588
For Leave Encashment	2,23,009	2,16,092	4,368	3,345
Others :				
Provision for Income Tax (net of Advance Tax)	-	-	15,819	10,70,277
Total	4,73,518	4,50,377	23,204	10,74,210

Note- 5 : Based on the information so far available with the Company in respect of enterprises identified under the Micro, Small and Medium Enterprises Development Act, 2006 , there are no outstanding/ delays in payment of dues to such enterprises. The required detail as per The MSMED, Act 2006 is given below :

Particulars	As At 31st March, 2018	As At 31st March, 2017
<u>Dues to Micro, Small and Medium Enterprises under MSMED Act, 2006</u>		
a) Interest paid and payments made to the supplier beyond the appointed day.	Nil	Nil
b) Interest due and payable for delay (which has been paid but beyond the appointed day), but without adding the interest under the MSMED Act.	Nil	Nil
c) Amount due and unpaid at the end of accounting year- - Principal amount and Interest due - Interest accrued and remaining unpaid	Nil	Nil
d) Interest remaining due and payable even in the succeeding years.	Nil	Nil

Note- 6 : OTHER CURRENT LIABILITIES

Particulars	As At 31st March, 2018	As At 31st March, 2017
<u>Other Payables :-</u>		
TDS Payable	35,601	226
Total	35,601	226



CAMAC COMMERCIAL COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

Note : 7 TANGIBLE ASSETS

(Amount in ₹)

Assets Name	Gross Carrying Amount				Depreciation Reserve				Net Carrying Amount	
	As at 01-04-2017	Addition during the year	Sale / Adjustments during the year	As at 31-03-2018	Up to 31.03.2017	Depreciation for the year	Adjustments during the year	Up to 31-03-2018	As at 31-03-2018	As at 31-03-2017
Safe Deposit Vaults	1	-	1	-	-	-	-	-	-	1
Office Equipment- Laptop	1,08,570	57,466	-	1,66,036	69,771	28,692	-	98,463	67,573	38,799
Total	1,08,571	57,466	1	1,66,036	69,771	28,692	-	98,463	67,573	38,800
Previous Year	1,10,041	53,550	55,020	1,08,571	59,605	41,764	31,598	69,771	38,800	50,436

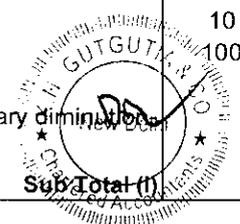


CAMAC COMMERCIAL COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

Note : 8 - NON CURRENT INVESTMENTS

Particulars	Face Value (in ₹)	As At 31st March, 2018		As At 31st March, 2017	
		No. of Shares/ Bonds/ Units#	Cost (in ₹)	No. of Shares/ Bonds/ Units#	Cost (in ₹)
Long Term - Other than trade- (valued at Cost, unless otherwise stated)					
QUOTED					
Fully Paid Equity Shares of Associates:					
Ashoka Viniyoga Ltd.	10	2,95,200	36,04,275	2,95,200	36,04,275
Combine Holding Ltd.	10	1,31,150	9,28,495	1,31,150	9,28,495
Fully Paid Equity Shares of Other than Related Parties:					
PNB Finance & Industries Ltd.	10	5,20,000	71,97,950	5,20,000	71,97,950
Sahu Jain Ltd.	10	9,800	77,705	9,800	77,705
Sub Total (i)			1,18,08,425		1,18,08,425
Bonds					
6.70% IRFC Ltd. Tax Free Bonds - (Maturity Date -08-03-2020)	1,00,000	100	1,00,00,000	100	1,00,00,000
8.09% PFC Ltd. Tax Free Bonds (Maturity Date -25-11-2021)	1,00,000	100	1,00,00,000	100	1,00,00,000
7.02% HUDCO Ltd. Tax Free Bonds (Maturity Date -08-02-2026)	1,000	3,504	35,04,000	3,504	35,04,000
8.15% SBI, SR-IV, Unsecured , Taxable Perpetual Bonds (with Call option-Call Date-02-08-2022)	10,00,000	16	1,58,97,600	-	-
7.20% Power Grid Corporation Bonds (Taxable) (Maturity Date -09-08-2027)	10,00,000	7	68,71,900	-	-
Sub Total (ii)			4,62,73,500		2,35,04,000
Mutual Funds					
Birla Sunlife Fixed Term Plan Series OI (1120 days)-Gr. Direct (Maturity Date-08-04-2020)	10	12,14,866	1,21,48,860	12,14,866	1,21,48,860
Reliance Fixed Horizon Fund -XXX- Series 5 -Direct-Growth (Maturity Date -09-04-2019)	10	21,50,000	2,15,00,000	21,50,000	2,15,00,000
Reliance Fixed Horizon Fund -XXX- Series 6 -Direct-Growth (Maturity Date -15-04-2019)	10	20,00,000	2,00,00,000	20,00,000	2,00,00,000
Reliance Fixed Horizon Fund -XXXIII-Series 4- Growth-Direct (Maturity Date -08-07-2020)	10	26,30,651	2,63,06,508	26,30,651	2,63,06,508
Sub Total (iii)			7,99,55,368		7,99,55,368
Total Quoted (i+ii+iii)			13,80,37,293		11,52,67,793
UNQUOTED					
Fully Paid Equity Shares of Associates:					
Artee Viniyoga Ltd.	10	4,00,000	40,29,500	4,00,000	40,29,500
Sahujain Services Limited	10	10,000	1,00,000	10,000	1,00,000
Times Publishing House Ltd.	10	50,000	7,53,750	50,000	7,53,750
Fully Paid Equity Shares of Other than Related Parties					
Bennett, Coleman & Co. Ltd. (Including 3,39,21,376 Bonus Shares of ₹10/- each)	10	3,81,61,548	61,99,488	3,81,61,548	61,99,488
Times Internet Limited *	10	6,76,642	-	6,76,642	-
Bennett Property Holdings Company Ltd**	10	63,60,258	-	63,60,258	-
Shantiniketan Estates Ltd.	100	980	98,000	980	98,000
Vasuki Properties Ltd	10	42,685	33,75,080	42,685	33,75,080
Radio Network Ltd. \$\$	100	1,800	3,61,800	1,800	3,61,800
			1,49,17,618		1,49,17,618
\$\$ Less: Provision for other than temporary diminution in value			3,61,800		3,61,800
Refer Note -24			1,45,55,818		1,45,55,818



CAMAC COMMERCIAL COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

Note : 8 - NON CURRENT INVESTMENTS

Particulars	Face Value (in ₹)	As At 31st March, 2018		As At 31st March, 2017	
		No. of Shares/ Bonds/ Units#	Cost (in ₹)	No. of Shares/ Bonds/ Units#	Cost (in ₹)
Mutual Funds					
Birla Sunlife Short Term Opportunities Fund- Growth - Direct	10	13,27,310	3,85,00,000	-	-
Birla Sunlife Dynamic Bond Fund -Retail -Growth-Direct	10	21,51,409	5,54,00,000	21,51,409	5,54,00,000
HDFC Banking & PSU Debt Fund-Regular Plan-Growth	10	17,53,921	2,25,00,000	17,53,921	2,25,00,000
HDFC Corporate Debt Opportunites Fund -Regular - Growth	10	10,54,046	1,20,00,000	10,54,046	1,20,00,000
HDFC Income Fund Regular-Growth	10	33,328	10,57,056	33,328	10,57,056
HDFC Income Fund- Growth- Direct	10	10,50,521	3,50,00,000	10,50,521	3,50,00,000
ICICI Prudential Regular Savings Fund -Growth	10	-	-	92,690	13,00,000
ICICI Prudential Income Fund-Growth	10	1,94,719	84,30,897	1,94,719	84,30,897
ICICI Prudential Income Opportunities Fund -Growth-Direct	10	14,08,735	3,00,00,000	14,08,735	3,00,00,000
L & T Resurgent India Corporate Bond Fund-Growth-Direct	10	12,47,136	1,53,00,000	12,47,136	1,53,00,000
Reliance Dynamic Bond Fund- Growth	10	6,55,301	98,91,969	7,26,306	1,09,63,800
Reliance Dynamic Bond Fund- Growth-Direct	10	8,91,072	1,85,00,000	8,91,072	1,85,00,000
Reliance Money Manager Fund-Direct-Growth	1000	292	5,73,124	292	5,73,124
Reliance Regular Savings Fund-Debt Plan-Growth	10	9,13,129	1,38,27,064	9,13,129	1,38,27,064
Franklin India Income Opportunities Fund-Growth	10	-	-	25,555	2,85,407
Franklin India Treasury Management Account -Super Institutional Plan-Growth-Direct	1000	704	15,80,942	704	15,80,942
UTI Treasury Advantage Fund -Institutional Plan-Growth	1000	14,091	1,99,90,237	14,816	2,10,10,314
UTI Income Opportunities Fund -Direct-Growth	10	67,908	10,00,000	67,908	10,00,000
UTI Short Term Income Fund -Institutional-Growth-Direct	10	16,19,538	3,00,00,000	16,19,538	3,00,00,000
UTI Dynamic Bond Fund-Growth	10	6,60,562	1,02,00,000	6,60,562	1,02,00,000
UTI Dynamic Bond Fund- Direct Plan- Growth	10	12,24,736	2,04,07,778	12,24,736	2,04,07,778
IDFC Corporate Bond Fund- Growth -Direct	10	17,14,031	2,00,00,000	-	-
Sub Total (ii)			36,41,59,067		30,93,36,382
Total Unquoted-(i)+(ii)			37,87,14,885		32,38,92,200
Grand Total (Quoted + Unquoted)			51,67,52,178		43,91,59,993
Aggregate Value of Quoted Investments					
Book Value			13,80,37,293		11,52,67,793
Market Value/NAV			39,10,59,484		34,25,46,560
(Market Values of Equity Shares which have not been traded / quoted are reported at the Net Asset Value of such shares, based on available last Audited Balace Sheet)					
Aggregate Book Value of unquoted Investments			37,90,76,685		32,42,54,000
(Before provision for diminution in value ₹3,61,800/- (P. Y.- ₹ 3,61,800/-)					
Aggregate Provision for diminution in value of Investments			3,61,800		3,61,800

Units of Mutual Funds are rounded off to nearest unit.

*During the financial year 2006-07, pursuant to a scheme of Demerger of the undertaking of BCCL, the Company was allotted 7,04,835 Equity Shares of ₹10/- each fully paid up, in Times Business Solutions Private Ltd. These shares were allotted to the Company without payment of any consideration.

Pursuant to a scheme of Amalgamation of Times Business Solutions Limited with Times Internet Limited during the financial year 2014-15, the Company was allotted 6,76,642 Equity Shares of ₹10/- each fully paid up by Times Internet Limited in lieu of holding 7,04,835 fully paid up equity shares of ₹10 each in Times Business Solutions Limited. These shares were allotted to the Company without payment of any consideration and therefore the investment in such shares has been shown at nil value.

**Pursuant to a scheme of Demerger of the undertaking of BCCL during the financial year 2011-12, the Company was allotted 63,60,258 Equity Shares of ₹10/- each fully paid up, in Bennett Property Holdings Company Ltd. These shares are allotted to the Company without payment of any consideration and therefore the investment in such shares has been shown at nil value.

CAMAC COMMERCIAL COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

Note - 9 : DEFERRED TAX ASSETS (NET)

(Amount in ₹)

Particulars	As At 31st March, 2018	As At 31st March, 2017
Deferred Tax Assets / (-) Deferred Tax Liabilities arising from :		
- Provision for Gratuity and Leave Encashment	1,23,833	1,16,985
- Accumulated Depreciation	-2,058	-4,151
Deferred Tax Assets (Net)	1,21,775	1,12,834

Note - 10 : LONG TERM LOANS AND ADVANCES

Particulars	As At 31st March, 2018	As At 31st March, 2017
(Unsecured, considered good)		
Other Loans & Advances:		
MAT Credit Entitlement	-	1,72,28,543
Income Tax & TDS (Net of Provision of Tax)	3,36,877	3,36,154
Total	3,36,877	1,75,64,697

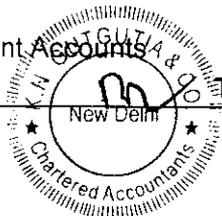
Note- 11 - CURRENT INVESTMENTS

Particulars	Face Value (in ₹)	As At 31st March, 2018		As At 31st March, 2017	
		No. of Units	Cost (in ₹)	No. of Units	Cost (in ₹)
Current Maturities of Long Term Investment- Other than Trade (Valued at Cost)					
QUOTED -Mutual Funds					
Birla Sunlife Fixed Term Plan Series LV (1099 days)- Direct	10	-	-	23,00,542	2,30,05,420
ICICI Prudential FMP Series 75-1100 days Plan H - Cumulative -Direct	10	-	-	22,83,215	2,28,32,150
Total			-		4,58,37,570
Aggregate Value of Quoted Investments					
Book Value			-		4,58,37,570
Market Value/NAV #			-		5,76,11,275

Market Values of Quoted Mutual Funds, which have not been traded / quoted are disclosed at the NAV of such Mutual Funds .

Note -12 : CASH AND BANK BALANCES

Particulars	As At 31st March, 2018	As At 31st March, 2017
Cash and Cash Equivalents		
Cash On Hand	969	3,080
Balance with Scheduled Bank in Current Accounts	1,69,898	2,58,408
Total	1,70,867	2,61,488



CAMAC COMMERCIAL COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

Note - 13 : SHORT TERM LOANS AND ADVANCES

(Amount in ₹)

Particulars	As At 31st March, 2018	As At 31st March, 2017
To other than Related Party (Unsecured, considered good)		
Prepaid Expenses	18,301	9,878
GST Refundable	3,567	-
Total	21,868	9,878

Note-14: OTHER CURRENT ASSETS

Particulars	As At 31st March, 2018	As At 31st March, 2017
Interest Receivable	17,34,095	6,26,408
Total	17,34,095	6,26,408

Note-15: OTHER INCOME

Particulars	31st March, 2018	31st March, 2017
On Long Term investments:		
- Interest (Tax Free)	17,24,981	17,24,981
- Interest (Taxable)	8,56,237	-
- Dividend	2,32,08,929	3,79,68,929
- Gain on Redemption of Mutual Funds	1,51,73,151	47,37,468
On Current Investments:		
- Gain on Redemption of Mutual Funds	-	80,35,383
Gain on Disposal of Fixed Assets	-	17,443
Provision for Diminution in Value of Investments, written back	-	40,200
Miscellaneous Income	-	1,45,419
Total	4,09,63,298	5,26,69,823

Note 16 : EMPLOYEE BENEFITS EXPENSES

Particulars	31st March, 2018	31st March, 2017
Salaries, Bonus & Other Benefits	33,64,828	31,78,808
Employer's contribution to provident and other funds	1,52,328	1,52,322
Provision for Gratuity and Leave Encashment	26,593	67,497
Staff welfare expenses	39,134	32,091
Total	35,82,883	34,30,718

Note 17 : FINANCE COST

Particulars	31st March, 2018	31st March, 2017
Interest on Income Tax	11,127	67,234
Interest on GST	808	-
Total	11,935	67,234



CAMAC COMMERCIAL COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

Note - 18 : OTHER EXPENSES

(Amount in ₹)

Particulars	31st March, 2018	31st March, 2017
Legal & Professional Charges	1,70,707	4,93,668
Listing Fee	28,750	28,625
Demat Charges	20,700	32,179
Advertisement & Publicity Expenses	61,086	50,741
Tour & Travel Expenses	36,338	16,067
Conveyance Expenses.	2,50,118	2,52,267
Directors' Sitting Fees & Conveyance	47,500	55,000
Managerial Remuneration	12,000	12,000
Digitization Expenses	-	1,72,561
Telephone Expenses	34,700	32,184
ROC Filing Fees	4,956	6,352
Auditor's Remuneration :		
Statutory Audit Fee	51,330	67,275
Limited Review Fees#	8,795	8,624
Other Services#	2,950	8,193
Reimbursement of Expenses#	3,450	8,137
Miscellaneous Expenses	69,909	1,43,771
Total	8,03,289	13,87,644

Includes ₹ 8,556/- paid to Previous Auditor in current financial year.

Note - 19 : EARNINGS PER SHARE

Particulars	31st March, 2018	31st March, 2017
Net Profit attributable to Equity Shareholders (in ₹)	1,68,46,581	4,77,27,405
Weighted Average number of Equity Shares (Face Value per Equity Share ₹10/- each)	8,82,800	8,82,800
Basic (₹)	19.08	54.06
Diluted (₹)#	19.08	54.06

The Company has not issued any potential equity shares, and accordingly, Diluted Earnings Per Share is equal to the Basic Earnings Per Share .

Note-20 : There are no separate reportable segments as per Accounting Standard 17- 'Segment Reporting'.



CAMAC COMMERCIAL COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

Note-21: Disclosure of Related Parties & Related Party transactions entered into during the year -

a) Related parties and nature of relationship, where there have been transactions :

<u>Relationship</u>	<u>Name of Related Parties</u>
Associate	Ashoka Viniyoga Limited
Associate	Combine Holding Limited
Associate	Sahu Jain Services Limited
Director	Mr. K.C.Jain
Director	Mr. R.Sundar
Key Management Personnel(KMP) - CS	Mr. Abhishek Kakkar
Key Management Personnel(KMP) - CFO	Mr. Sanjay Kumar
Key Management Personnel - Manager	Mr. Sourabh Gupta

b) Transactions with and balances receivables/payables from/ to Related parties during the year :

(Amount in ₹)

Name of Related Parties, Relationship & Nature of Transactions	Transactions during the year ended on		Balances outstanding	
	31st March, 2018	31st March, 2017	As At 31st March, 2018	As At 31st March, 2017
Ashoka Viniyoga Ltd, Associate				
Dividend Income	-	1,47,60,000	-	-
Combine Holding Limited, Associate				
Sale of Investment in Equity shares of other cos.	-	9,00,000	-	-
Sahu Jain Services Limited, Associate				
Reimbursement of Employee Insurance Premium	32,970	10,054	-	-
Mr. K.C. Jain, Director				
Sitting Fees	11,000	10,000	-	-
Conveyance Reimbursement	15,000	17,500	-	-
Mr. R.Sundar, Director				
Sitting Fees	9,000	10,000	-	-
Conveyance Reimbursement	12,500	17,500	-	-
Mr. Abhishek Kakkar, KMP- CS				
Remuneration	21,26,709	21,04,190	-	-
Mr. Sanjay Kumar, KMP -CFO				
Remuneration	13,92,650	12,25,140	-	-
Mr. Sourabh Gupta, KMP -Manager				
Remuneration	12,000	12,000	-	-



CAMAC COMMERCIAL COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

Note- 22 : EMPLOYEE BENEFITS

a) During the year, the Company has recognized the following amounts in the Statement of Profit and Loss

Defined Contribution Plan

Employer's Contribution to Provident and Other Funds - ₹ 1,52,328/- (Previous Year - ₹ 1,52,322/-)

Defined Benefit Plan

During the year, the company has recognised the expenses and liability based on Actuarial Valuation-

b) The assumptions used to determine the benefit obligations are as follows:

Particulars	Gratuity		Leave Encashment	
	(Non -Funded)		(Non -Funded)	
	31-03-2018	31-03-2017	31-03-2018	31-03-2017
Discounting Rate (p.a.)	6.50%	6.75%	6.50%	6.75%
Future Salary Increase (p.a.)	6.50%	8.00%	6.50%	8.00%
Expected Rate of Return of plan Assets	N.A	N.A	N.A	N.A
Expected Average Remaining working lives of employees (years)	19.75	20.75	19.75	20.75
Mortality Table used	IALM(2006-08)		IALM(2006-08)	
Retirement Age (years)	58	58	58	58
Withdrawal Rate (%)				
Up to 30 years	3	3	3	3
From 31 to 44 years	2	2	2	2
Above 44 years	1	1	1	1

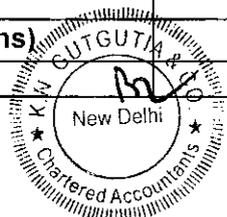
c) Change in Present value of obligation

(Amount in ₹)

Particulars	Gratuity		Leave Encashment	
	(Non-funded)		(Non-funded)	
	31-03-2018	31-03-2017	31-03-2018	31-03-2017
Projected benefit obligation(PBO) at beginning of year	2,34,873	1,88,912	2,19,437	1,97,901
Past service cost	-	-	-	-
Current service cost	59,321	71,740	53,224	69,374
Interest cost	15,854	14,168	14,812	14,843
Benefits paid	-	-	-	-
Actuarial (-) gain /loss	-56,522	-39,947	-60,096	-62,681
Projected benefit obligation at year end	2,53,526	2,34,873	2,27,377	2,19,437

d) Movement in the liability recognized in the Balance Sheet:

Particulars	Gratuity		Leave Encashment	
	(Non-funded)		(Non-funded)	
	31-03-2018	31-03-2017	31-03-2018	31-03-2017
Liability Amount (Net) at beginning of year	2,34,873	1,88,912	2,19,437	1,97,901
Provisions made/(Reversed) during the year	18,653	45,961	7,940	21,536
Amount used during the year	-	-	-	-
Liability Amount (Net) at year end	2,53,526	2,34,873	2,27,377	2,19,437
Liability recognised in balance sheet at year end				
- Current Liability (within 12 Months)	3,017	588	4,368	3,345
- Non current Liability	2,50,509	2,34,285	2,23,009	2,16,092



CAMAC COMMERCIAL COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

e) Expense recognized in the Statement of Profit and Loss:

(Amount in ₹)

Particulars	Gratuity		Leave Encashment	
	(Non-funded)		(Non-funded)	
	31-03-2018	31-03-2017	31-03-2018	31-03-2017
Current service cost	59,321	71,740	53,224	69,374
Interest cost	15,854	14,168	14,812	14,843
Net actuarial (-) gain / loss recognized in the year	-56,522	-39,947	-60,096	-62,681
Expenses recognized in the Statement of Profit and Loss	18,653	45,961	7,940	21,536

f) Amount for the current year and the previous four years:

Particulars	31-03-2018	31-03-2017	31-03-2016	31-03-2015	31-03-2014
Gratuity					
Present value of obligation as at the end of year	2,53,526	2,34,873	1,88,912	92,787	-
Fair value of plan assets	-	-	-	-	-
Surplus/ (-) Deficit	-2,53,526	-2,34,873	-1,88,912	-92,787	-
Experience adjustment on plan liabilities	1,130	-14,129	2,555	-	-
Leave Encashment					
Present value of obligation as at the end of year	2,27,377	2,19,437	1,97,901	88,998	-
Fair value of plan assets	-	-	-	-	-
Surplus/ (-) Deficit	-2,27,377	-2,19,437	-1,97,901	-88,998	-
Experience adjustment on plan liabilities	10,194	12,718	177	-	-

Note- 23 : Information with respect to the "Corporate Social Responsibility (CSR)" in terms of section 135 of the Companies Act, 2013 read with rules made there under :

Particulars	(Amount in ₹)
a.) Gross Amount required to be spent by the company during the financial year ended on 31st March, 2017.	11,52,741
b.) Gross Amount required to be spent by the company during the financial year ended on 31st March, 2018.	11,44,589
Total (a+b)	22,97,330
c.) Amount spent/contributed during the during the financial year ended on 31st March, 2017	-
d.) Amount spent/contributed during the during the financial year ended on 31st March, 2018	-
Total (c+d)	-



CAMAC COMMERCIAL COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

Note -24 : The movement in Provision for Diminution in the Value of Investment is as under: Amount (in ₹)

Particulars	As At 31st March, 2018	As At 31st March, 2017
Provision for Diminution as at the beginning of the year	3,61,800	4,02,000
Add: Provision made during the year	-	-
Less: Provision no longer required, written back	-	40,200
Provision for Diminution as at the end of the year	3,61,800	3,61,800

Note- 25 : As a matter of prudence, the Company has not recognised any Deferred Tax Asset on the brought forward business losses available under the provisions of Income Tax Act, 1961, in view of there being no certainty of sufficient future taxable income against which such Deferred Tax Asset can be realized .

Note -26 : The Management is of the opinion that there is no impairment of assets as contemplated in Accounting Standard 28- "Impairment of Assets".

Note -27 : In the opinion of the Management, assets other than Fixed Assets and Investments have a value on realization in the ordinary course of business at least equal to the amount at which they are stated in the Balance Sheet.

Note- 28 : During the year the company has reviewed that matter of MAT Credit Entitlement and concluded that MAT Credit Entitlement be reversed in full, as there is no virtual certainty of sufficient future taxable income against which such MAT Credit Entitlement can be adjusted/utilised.

Note- 29 : Contingent liabilities and commitment not provided for as on 31st March, 2018 : Nil (Previous year ended on 31st March, 2017- Nil)

Note- 30 : Foreign Exchange earnings and outgo during the year are as follows:- Amount (in ₹)

Particulars	2017-18	2016-17
Earnings	Nil	Nil
Outgo	Nil	Nil

Note -31 : Previous year's figures have been regrouped/ reclassified wherever considered necessary to conform to the current year's figures./presentation.

Note -32 : Figures have been rounded off to the nearest rupree.

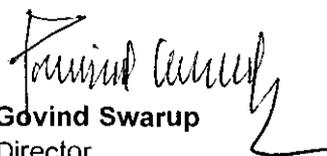
As per our report of even date

For K.N. Gutgutia & Co.
Chartered Accountants
Firm Regn.No. 304153E

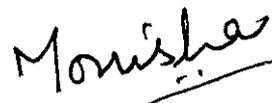
B.R. Goyal
Partner
Membership.No. 012172
Place : New Delhi
Date: 29-05-2018



For and on Behalf of the Board of Directors


Govind Swarup
Director
DIN - 00003145


Sanjay Kumar
Chief Financial Officer
PAN - AJDPK7217R


Monisha Saraf
Director
DIN - 07503642


Abhishek Kakkar
Company Secretar
PAN-AMKPK1594.

CAMAC COMMERCIAL COMPANY LIMITED

Regd. Office : 1st Floor, Express Building, 9-10, Bahadur Shah Zafar Marg, New Delhi-110002

(CIN : L70109DL1980PLC169318)

Disclosure to the Balance Sheet of a Non- Systemetically Important Non -Deposit taking non -banking financial company (as required in terms of Paragraph 18 of Non-Banking Financial Company- Non- Systemetically Important Non-Deposit taking Company (Reserve Bank) Directions, 2016)

As on March 31, 2018

(₹ in Lacs)

(6)	Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted):		
	Category	Market Value / Break up or fair value or NAV	Book Value (Net of Provisions)
	1. Related Parties		
	(a) Subsidiaries	Nil	Nil
	(b) Companies in the same group	2,719.12	94.16
	(c) Other related parties.	Nil	Nil
	2. Other than related parties	1,71,114.77	5,073.36
	Total	1,73,833.90	5,167.52
(7)	Other Information		
	Particulars	Amount	
	(I) Gross Non- performing Assets		
	(a) Related parties	Nil	
	(b) Other than related parties	Nil	
	(ii) Net Non Performing Assets		
	(a) Related parties	Nil	
	(b) Other than related parties	Nil	
	(iii) Assets acquired in satisfaction of debt.	Nil	

The break up value of investments in unlisted companies having negative net worth has been taken at Nil above.

As per our Report of even date

For and on Behalf of the Board of Directors

For K.N. Gutgutia & Co.
Chartered Accountants
Firm Regn.No. 304153E

B.R. Goyal
Partner
Membership.No. 012172
Place : New Delhi
Date:29-05-2018



Govind Swarup
Govind Swarup
Director
DIN - 00003145

Sanjay Kumar
Sanjay Kumar
Chief Financial Officer
PAN - AJDPK7217R

Monisha Saraf
Monisha Saraf
Director
DIN - 07503642

Abhishek Kakkar
Abhishek Kakkar
Company Secretary
PAN-AMKPK1594J

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF CAMAC COMMERCIAL COMPANY LIMITED

Report on the Consolidated Financial Statements

1. We have audited the accompanying Consolidated Financial Statements of **CAMAC COMMERCIAL COMPANY LIMITED** (hereinafter referred to as "the Parent Company") and its associates (the Parent Company and its associates together hereinafter referred to as "the Group"), comprising of the Consolidated Balance Sheet as at March 31, 2018, the Consolidated Statement of Profit and Loss, the Consolidated Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "the Consolidated Financial Statements").

Management's responsibility for the Consolidated Financial Statements

2. The Parent Company's Board of Directors is responsible for the preparation of these Consolidated Financial Statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group including its Associates 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.

The respective Board of Directors of the Parent Company and of its associates companies are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group 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 the 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, which have been used for the purpose of preparation of the Consolidated Financial Statements by the Directors of the Parent Company, as aforesaid.

Auditors' Responsibility

3. Our responsibility is to express an opinion on these consolidated financial statements based on our audit. While conducting the 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 Consolidated Financial Statements are free from material misstatement.

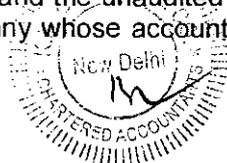


4. An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Parent Company's preparation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Parent Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements.
5. We did not audit the financial statements / financial information of the following four Associate Companies mentioned under B in below table, whose financial statements / financial information reflect the net profit for the year ended on 31st March, 2018 to the extent to which they are reflected in the Consolidated Financial Statements as at 31st March, 2018.

(Amount in Rs.)

S.No.	Name of the Associate Company incorporated in India	Parent's share of net profit/ (-) Loss	Total
A.	Audited		
(i)	Combine Holding Limited	-3,33,206/-	-3,33,206/-
B.	Unaudited		
(ii)	Ashoka Viniyoga Limited	2,92,81,528/-	
(iii)	ArteeViniyoga Limited	81,78,206/-	
(iv)	Sahu jain services Limited	<u>85,96,065/-</u>	4,96,00,747
(v)	Times publishing house Limited	<u>35,44,948/-</u>	
		Total	4,92,67,541

6. The financial statements / financial information as stated at (A(i)) above, have been audited by us and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosure included in respect of the amount, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid associate is based solely on our independent report given to said associate company.
7. The financial statements / financial information of other four associates as stated at B (ii) to (v) above, reflecting parent's share of net profit in the above table are unaudited and have been furnished to us by the management alongwith the certificates from the respective associate company's management that the financial statements have been prepared to show the true and fair view of the said associate. Our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these associate, and our report in terms of sub-section (3) of Section 143 of the Act, in so far as it relates to the aforesaid associates, is based solely on the management certificate of the respective associate companies. 8. We believe that the audit evidence obtained by us in respect of company audited by us and the unaudited financial statement as furnished by the management of the company whose accounts have not been audited, referred to in



B (ii) to (v) in the above table, is sufficient and appropriate to provide basis for our opinion on the consolidated financial statements

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements subject to the reliance placed by us on certificate of the management of the four associate companies referred to under B of the table in Para 5 on the Auditor's Responsibility as above, 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:-

- a) In the case of the Consolidated Balance Sheet, of the State Affairs of the Parent and its associates as at March 31, 2018.
- b) In the case of Consolidated Statement of Profit and Loss, of the Profit for the year ended on that date; and
- c) In the case of Consolidated Cash Flows, of the Cash Flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by section 143 (3) of the Act, we report, to the extent applicable, that:
 - a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit of the aforesaid consolidated financial statements;
 - b) in our opinion proper books of account as required by law relating to the preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and reports of other auditors as well as the unaudited financial statements and financial information that were furnished by the management of the Parent Company;
 - c) the Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements;
 - d) in our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under section 133 of the Act, read with rule 7 of the Companies (Accounts) Rules, 2014;

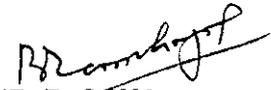


- e) On the basis of written representations received from the Directors of the Parent Company and its associates as on March 31, 2018, and taken on record by the Board of Directors of the Parent Company and the Board of the respective companies, none of the Directors of the Group Company is disqualified as on March 31, 2018, from being appointed as a Director in terms of Section 164 (2) of the Act.
- f) As regards the adequacy of internal financial controls over financial reporting system and the operating effectiveness of such controls, in respect of Parent Company and its associates refer to our separate report in **Annexure 'A'**.
- g) With respect to the other matters to be included in the Auditors Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014 in our opinion and to the best of our information and according to the explanation given to us:
- i. The consolidated financial statements disclose the possible impact of pending litigations on consolidated financial position of the Group- Refer Note 29 (i) to the consolidated financial statements.
 - ii. The Parent Company and its one associate whose accounts were audited by us, did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses. In respect of other four associates as mentioned above, since the consolidation was based on the unaudited financial information, we are unable to comment on this matter.
 - iii. There were no amounts which were required to be transferred to the Investors Education and Protection Fund by the Parent Company and its one associate, whose accounts were audited by us . In respect of other four associates since the consolidation was based on the unaudited financial information, we are unable to comment on this matter.

PLACE : New Delhi
DATE : 29th May, 2018

FOR K.N. GUTGUTIA & COMPANY
CHARTERED ACCOUNTANTS
FRN 304153E




(B. R. GOYAL)
PARTNER
M. NO. 12172

ANNEXURE "A" REFERRED TO IN PARAGRAPH 1(f) TO THE OUR INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF CAMAC COMMERCIAL COMPANY LIMITED

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

1. In conjunction with our audit of the Consolidated Financial Statements of the Company as of and for the year ended March 31, 2018, We have audited the internal financial controls over financial reporting of **Camac Commercial Company Limited** (hereinafter referred to as "the Parent Company") and its one associate company, namely Combine Holding Limited, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

2. The respective Board of Directors of the of the Parent company and its associate company, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI)". These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective 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

3. 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.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.
5. 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.



Process of Internal Financial Controls Over Financial Reporting

6. 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

7. 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

8. In our opinion, the Parent Company and one associate company audited by us, which are companies incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2018, 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".

We are unable to comment on the adequacy of internal financial controls over financial reporting systems and operating effectiveness of such controls in respect of other four unaudited associates which are companies incorporated in India as Stated under B of the table in Para 5 on the Auditor's Responsibility of our Independent Auditors Report.

PLACE : New Delhi
DATE : 29th May, 2018

FOR K.N. GUTGUTIA & COMPANY
CHARTERED ACCOUNTANTS
FRN 304153E




(B.R. GOYAL)
PARTNER
M. NO. 12172

CAMAC COMMERCIAL COMPANY LIMITED

Regd. Office : 1st Floor, Express Building, 9-10, Bahadur Shah Zafar Marg, New Delhi-110002

(CIN : L70109DL1980PLC169318)

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2018

(Amount in ₹)

Particulars	Note No.	As At 31st March, 2018	As At 31st March, 2017
EQUITY AND LIABILITIES			
Shareholders' Funds			
Share Capital	2	88,28,000	88,28,000
Reserves and Surplus	3	94,40,58,480	88,01,33,283
Non- Current Liabilities			
Long Term Provisions	4	4,73,518	4,50,377
Current Liabilities			
Trade Payables			
- Dues of Micro and Small Enterprises	5	-	-
- Dues to Other Creditors		82,851	3,43,377
Other Current Liabilities	6	35,601	226
Short Term Provisions	4	23,204	10,74,210
Total		95,35,01,654	89,08,29,473
ASSETS			
Non- Current Assets			
Fixed Assets			
- Tangible Assets	7	67,573	38,800
Non-Current Investment	8	95,10,48,599	82,63,77,798
Deferred Tax Assets (Net)	9	1,21,775	1,12,834
Long Term Loans and Advances	10	3,36,877	1,75,64,697
Current Assets			
Current Investments	11	-	4,58,37,570
Cash and Bank Balances	12	1,70,867	2,61,488
Short- Term Loans and Advances	13	21,868	9,878
Other Current Assets	14	17,34,095	6,26,408
Total		95,35,01,654	89,08,29,473
Significant Accounting Policies & Notes to the Financial Statements	1-33		

The accompanying notes are an integral part of the financial statements.

As per our report of even date

For K.N. Gutgutia & Co.

Chartered Accountants

Firm Regn.No. 304153E

B.R. Goyal

B.R. Goyal

Partner

Membership.No. 012172

Place : New Delhi

Date: 29-05-2018



For and on Behalf of the Board of Directors

Govind Swarup

Govind Swarup

Director

DIN - 00003145

Sanjay Kumar

Sanjay Kumar

Chief Financial Officer

PAN - AJDPK7217R

Monisha Saraf

Monisha Saraf

Director

DIN - 07503642

Abhishek Kakkar

Abhishek Kakkar

Company Secretary

PAN-AMKPK1594J

CAMAC COMMERCIAL COMPANY LIMITED

Regd. Office : 1st Floor, Express Building, 9-10, Bahadur Shah Zafar Marg, New Delhi-110002
(CIN : L70109DL1980PLC169318)

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2018

(Amount in ₹)

Particulars	Note No.	31st March, 2018	31st March, 2017
Revenue:			
Other Income	15	4,09,63,298	3,79,09,823
Total		4,09,63,298	3,79,09,823
Expenses :			
Employee Benefits Expense	16	35,82,883	34,30,718
Finance Cost	17	11,935	67,234
Depreciation	7	28,692	41,764
Other Expenses	18	8,03,289	13,87,644
Total		44,26,799	49,27,360
Profit before Tax		3,65,36,499	3,29,82,463
Tax Expense :			
Current Tax		24,70,316	-
Reversal of MAT Credit Entitlements of earlier years		1,72,28,543	-
Deferred Tax		-8,941	15,058
Profit After Tax before share in profit of the Associates		1,68,46,581	3,29,67,405
Add: Share in Net Profit of Associates		4,92,67,541	6,07,05,228
Profit After Tax		6,61,14,122	9,36,72,633
Earnings per Equity Share (Face Value ₹ 10/-):	19		
Basic		74.89	106.11
Diluted		74.89	106.11
Significant Accounting Policies & Notes to the Financial Statements	1-33		

The accompanying notes are an integral part of the financial statements.

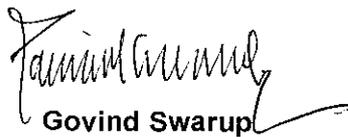
As per our report of even date
For K.N. Gutgutia & Co.
Chartered Accountants
Firm Regn.No. 304153E



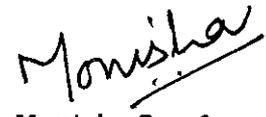
B.R. Goyal
Partner
Membership.No. 012172
Place : New Delhi
Date: 29-05-2018

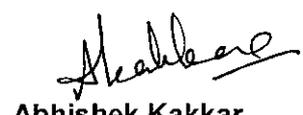


For and on Behalf of the Board of Directors


Govind Swarup
Director
DIN - 00003145


Sanjay Kumar
Chief Financial Officer
PAN - AJDPK7217R


Monisha Saraf
Director
DIN - 07503642


Abhishek Kakkar
Company Secretary
PAN-AMKPK1594J

CAMAC COMMERCIAL COMPANY LIMITED

Regd. Office : 1st Floor, Express Building, 9-10, Bahadur Shah Zafar Marg, New Delhi-110002

(CIN : L70109DL1980PLC169318)

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2018

(Amount in ₹)

Particulars	31st March, 2018	31st March, 2017
A Cash Flow from Operating Activities		
Profit before tax	3,65,36,499	3,29,82,463
Adjustment for:		
Interest Income(excluding Interest on Income Tax Refund)	-25,81,218	-17,24,981
Interest on Income Tax	11,127	67,234
Dividend Income [Net of Dividend from Associate]	-2,32,08,929	-2,32,08,929
Profit/Loss on Sale of Investments(NET)	-1,51,73,151	-1,27,72,851
Gain on Disposal of Fixed Assets	-	-17,443
Non Cash Items -		
Provision for Gratuity & Leave Encashment	26,593	67,497
Provision for Diminution in Value of Investments, written back	-	-40,200
Depreciation	28,692	41,764
Operating Profit/(-)Loss before Working Capital Changes	-43,60,387	-46,05,446
Adjustments for changes in working capital:		
Increase/(-)Decrease in Trade Payables & Current Liabilities	-2,25,150	2,76,260
(-)Increase/ Decrease in Short Term Loans and Advances	-11,990	20,014
Cash Generated from /(-)used in Operations	-45,97,527	-43,09,172
Income Taxes Paid (Net of Refund)	-35,36,624	-6,58,300
Net Cash from/ (-)used in Operating Activities.....	-81,34,151	-49,67,472
B Cash Flow from Investing Activities		
Dividend Received	2,32,08,929	13,39,08,929
Interest Received	18,10,605	17,24,981
Payment for Purchase of Fixed Assets	-57,466	-53,550
Proceeds from Disposal of Fixed Assets	-	40,865
Payment made for Purchase of Long Term Investments	-8,19,43,648	-13,48,00,000
Proceeds received from Sale of Long Term & Current Investments	6,50,25,110	41,18,249
Net Cash from Investing Activities	80,43,530	49,39,474
C Cash Flow from Financing Activities		
Net Cash from/ (-) used in Financing Activities	-	-
Net increase/(-) decrease in cash and cash equivalents	-90,621	-27,998
Cash and Cash Equivalents at the beginning of the year	2,61,488	2,89,486
Cash and Cash Equivalents at the end of the year	1,70,867	2,61,488
Components of Cash and Cash Equivalents:		
Cash on hand	969	3,080
Balance with Scheduled Bank in Current Accounts	1,69,898	2,58,408
Total	1,70,867	2,61,488

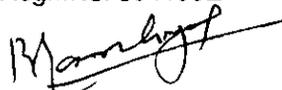
The accompanying notes are an integral part of the financial statements.

As per our report of even date

For K.N. Gutgutia & Co.

Chartered Accountants

Firm Regn.No. 304153E



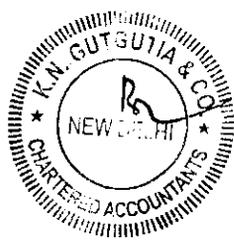
B.R. Goyal

Partner

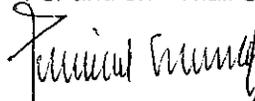
Membership.No. 012172

Place : New Delhi

Date: 29-05-2018



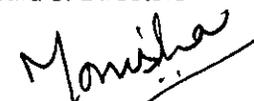
For and on Behalf of the Board of Directors



Govind Swarup

Director

DIN - 00003145



Monisha Saraf

Director

DIN - 07503642



Sanjay Kumar

Chief Financial Officer

PAN - AJDPK7217R



Abhishek Kakkar

Company Secretary

PAN-AMKPK1594J



CAMAC COMMERCIAL COMPANY LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

Note- 1: Significant Accounting Policies on Consolidated Financial Statements

A. Basis for Preparation of Consolidated Financial Statements

The Consolidated Financial Statements have been prepared under the Historical Cost Convention on Accrual Basis and in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP). Pursuant to Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014, the existing Accounting Standards as notified in the Companies (Accounting Standards) Rules, 2006, as amended, have been adopted by the Company and disclosures are made in accordance with the requirement of Schedule III of the Companies Act, 2013 as amended till date, under the relevant provisions of the Companies Act, 2013. The Accounting Policies have been consistently applied by the Company and are consistent with those used in the previous year.

B. Principles of Consolidation

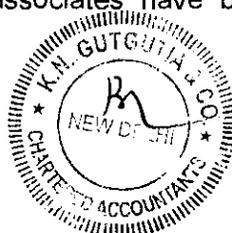
The Consolidated Financial Statements consist of Camac Commercial Company Limited ('the Company') and its associate companies. The consolidated financial statements have been prepared on the following basis:

- i) Investment in associates where the Company directly or indirectly through subsidiary holds more than 20% of equity, are accounted for using equity method as per Accounting Standard 23 – "Accounting for Investments in Associates in Consolidated Financial Statements". In a case where the associate also holds more than 20% of equity of the reporting Company (i.e. Reciprocal interests or cross-holdings), the consolidated accounts of the associate exclude the impact of holding of the Company in which it is getting consolidated.
- ii) The Company accounts for its share in net assets of the associates, post-acquisition, after eliminating unrealized profits and losses resulting from transactions between the Company and its associates to the extent of its share, through its statement of Profit and Loss to the extent such change is attributable to the associates profit or loss for the year and through its reserves for the balance, based on available information.
- iii) The difference between the cost of investment in the associates and the share of net assets at the time of acquisition of shares in the associates is identified and disclosed in the consolidated financial statements as Goodwill or Capital Reserve as the case may be.
- iv) The financial statements of the associates of the Company, used in the consolidation are drawn up to the same reporting date as that of the Company i.e. 31st March, 2018.
- v) As far as possible, the consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances and are prepared in the same manner as the Company's separate financial statements.

The list of associates which are included in the consolidation and the Company's holdings therein are as under:

S. No.	Name of the Company	Direct Ownership in %	
		2017-18	2016-17
	<u>Indian Associate Companies</u>		
1	Ashoka Viniyoga Ltd.	45.95%	45.95%
2	Combine Holding Ltd.	26.77%	26.77%
3	Artee Viniyoga Ltd.	25.00%	25.00%
4	Sahujain Services Ltd.	20.00%	20.00%
5	Times Publishing House Ltd.	20.83%	20.83%

C. Investments other than in subsidiaries and associates have been accounted for as per Accounting Standard (AS) 13 on "Accounting for Investments".



CAMAC COMMERCIAL COMPANY LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

D. Other Significant Accounting Policies

i. Use of Estimates

The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities, at the end of the reporting period. Although, these estimates are based on the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring material adjustment to the carrying amounts of assets or liabilities in future periods.

ii. Current and Non- current Classification

All assets and liabilities are classified into current and non-current.

Assets

An asset is classified as current when it satisfies any of the following criteria:

- (a) it is expected to be realized in, or is intended for sale or consumption in, the company's normal operating cycle;
- (b) it is held primarily for the purpose of being traded;
- (c) it is expected to be realized within twelve months of the reporting date; or
- (d) it is cash or cash equivalent unless it is restricted from being exchanged or used to settle a liability for at least twelve months of the reporting date.

All other assets are classified as non-current.

Liabilities

A liability is classified as current when it satisfies any of the following criteria:

- (a) it is expected to be settled in the company's normal operating cycle;
- (b) it is held primarily for the purpose of being traded;
- (c) it is due to be settled within twelve months of the reporting date; or
- (d) the company does not have an unconditional right to defer settlement of the liability for at least twelve months of the reporting date. Terms of a liability that could, at the option of the counterparty, result in its settlement by the issue of equity instruments do not affect its classification.

All other assets are classified as non-current.

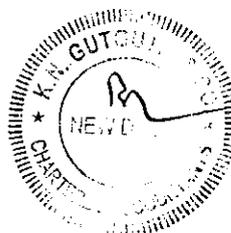
An operating cycle is the time between the acquisition of assets for processing and their realization in cash or cash equivalents.

iii. Revenue Recognition

Revenue is recognized on accrual basis, to the extent that it is probable that the economic benefits will flow to the company and can be reliably measured and wherever there are uncertainties in the ascertainment/realization of income the same is not accounted for.

Dividend income is recognized when the right to receive payment is established.

Interest income is recognized on a time proportionate basis taking into account the amount outstanding and the applicable interest rate. Interest on tax refund is accounted for on receipt basis.



CAMAC COMMERCIAL COMPANY LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

iv. Fixed Assets

Tangible Fixed Assets are stated at cost net of accumulated depreciation and accumulated impairment losses, if any. The Cost comprises purchase price, borrowing cost if capitalization criteria are met and directly attributable expenses for bringing the assets to their present location and conditions for its intended use.

Subsequent expenditure related to an item of fixed assets is added to book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance. All other expenses on an existing fixed assets including day to day repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the period during which such expenses are incurred.

Gains or losses arising from derecognition of fixed assets are measured as the difference between the net disposal proceeds and the carrying amount of the assets and are recognized in the statement of profit and loss when the asset is derecognized.

v. Depreciation

Depreciation on is has been provided for on written down value as per rates arrived based on Useful life and manner prescribed under Schedule II of the Companies Act, 2013.

In case addition /deletion of fixed assets during the year, Depreciation on those fixed assets has been provided for on a pro rata basis from the date of such addition or, as the case may be, up to the date of deletion of such asset.

vi. Investments

Investments held by the Company with an intention to hold the same on long term have been classified as long term (Non-current) investments. The long-term (Non-current) investments are valued at their cost of acquisition. Provision for diminution in the value of long-term investments is made only if such a decline is other than temporary.

Current investments, which are intended to be held for not more than one year, are carried at cost or market/quoted value whichever is lower. The current maturities portion of long term (Non-current) investments is shown as Current Investments. The comparison of cost and fair value is done separately in respect of each category of investment.

On disposal of investments, the difference between its carrying amount and net disposal proceeds is charged or credited to the Statement of Profit and Loss.

When disposing of a part of the holding of an individual investment, carrying amount to be allocated to that part is determined on the basis of the average carrying amount of the total holding of the investment.

vii. Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments and item of income or expenses associated with investing or financing cash flows.

The cash flows from operating, investing and financing activities of the company are segregated based on the available information.

viii. Cash and Cash Equivalents (for purposes of Cash Flow Statement)

Cash flows are reported using the indirect method, whereby profit before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments and item of income or expenses associated with investing or financing cash flows.



CAMAC COMMERCIAL COMPANY LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

ix. Employee Benefits

Employee benefits have been recognized in accordance with AS-15 in the following ways :

Short term Employee Benefits

Employee benefits payable within twelve months of receiving employee services are classified as short-term employee benefits. These benefits include salaries and wages, bonus, short term compensated absences, etc. The undiscounted amount of short-term employee benefits to be paid in exchange for employee services is recognised as an expense as the related service is rendered by employees.

Post-Employment benefits

Defined contribution Plan

Employees of the Company are entitled to receive benefits under the Provident Fund, which is a defined contribution plan. Both employees and employer make monthly contributions to the plan at a pre determined rate of employee's basic salary. These contributions to Provident Fund are administered and managed by a recognized Provident Fund Trust under Multi Employer Plans. Contributions made by the Company to the Provident Fund Trust are expensed in the Statement of Profit and Loss, when the contributions are due.

Defined benefit Plan

The Company's gratuity benefit scheme is defined benefit plan. The Company's net obligation in respect of a defined benefit plan is calculated by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value. Any unrecognised past service costs are deducted. The calculation of the Company's obligation is performed annually by a qualified actuary using the projected unit credit method.

The Company recognises all actuarial gains and losses arising from defined benefit plans immediately in the Statement of Profit and Loss. All expenses related to defined benefit plans are recognised in employee benefits expense in the Statement of Profit and Loss.

Other Long term Employee benefits

Leave Encashment

The employees can carry-forward a portion of the unutilised accrued leaves and utilise it in future service periods or receive cash compensation on termination of employment. Since the leaves do not fall due wholly within twelve months after the end of the period in which the employees render the related service and are also not expected to be utilised wholly within twelve months after the end of such period, the benefit is classified as a long-term employee benefit except for the current obligations as per the Actuarial valuation. The Company records an obligation for such leaves in the period in which the employee renders the services that increase this entitlement. The obligation is measured on the basis of independent actuarial valuation using the projected unit credit method.

Actuarial gains/losses, if any, are immediately recognized in the Statement of Profit and Loss .

x. Earnings Per Share

Basic Earnings Per Share is calculated by dividing the net profit /loss for the year attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

Diluted Earnings (if any) per share is calculated by dividing the net profit /loss for the year attributable to equity shareholders by the weighted average No. of equity shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.



CAMAC COMMERCIAL COMPANY LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

xi. Taxes on Income

Tax expense comprises of current tax and deferred tax.

Taxes on Income for the current year (Current Tax) are determined on the basis of taxable income after considering applicable tax allowances and exemptions in accordance with the provisions of Income Tax Act, 1961, as amended from time to time.

Minimum Alternative Tax (MAT) paid in accordance with the tax laws which give rise to future economic benefits in the form of adjustments of future income tax liability is considered as an asset if there is convincing evidence that the Company will pay normal tax in future.

Deferred Tax is recognized, subject to considerations of prudence, on timing difference, being the difference between taxable income and accounting income that originates in one period and is capable of reversal in one or more subsequent periods.

xii. Impairment of Assets

All assets are reviewed for impairment; wherever events or changes in circumstances indicate that the carrying amount may not be recoverable. Assets whose carrying value exceeds their recoverable amount are written down to the recoverable amount. An impairment loss, if any, is charged to Statement of Profit and Loss in the year in which the assets is identified as impaired.

xiii. Provisions & Contingencies

The Company creates a provision when there is present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of obligation.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence, or non-occurrence, of one or more uncertain future events beyond the control of the company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A disclosure for a contingent liability, if any, is made by way of a Note and is not provided for.



CAMAC COMMERCIAL COMPANY LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

Note-2 : SHARE CAPITAL

(Amount in ₹)

Particulars	As At 31st March, 2018	As At 31st March, 2017
AUTHORISED :		
9,00,000 (Previous Year 9,00,000) Equity Shares of ₹ 10 each	90,00,000	90,00,000
ISSUED, SUBSCRIBED & PAID UP		
8,82,800 (Previous Year 8,82,800) Equity Shares of ₹ 10 each	88,28,000	88,28,000
Total	88,28,000	88,28,000

(a) There is no change in the share capital during the year. There has been no allotment of shares pursuant to contract(s) without payment being received in cash or by way of bonus issue and no shares have been bought back during the five years immediately preceding the Balance Sheet date i.e. 31st March, 2018.

(b) The Company has only one class of equity shares having a par value of ₹10/- per share. Each holder of equity shares is entitled to one vote per share.

(c) No Dividend has been proposed /declared during the year ended 31st March, 2018 (31st March 2017 -Nil) . As and when the company proposes the payment of dividend, the same will be paid in Indian rupees.

(d) In the event of liquidation of the Company, the holders of equity shares will be entitled to receive the remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(e) Disclosures of shares held by shareholders holding more than 5% shares

Name of the Shareholder	As At 31st March, 2018	As At 31st March, 2017
	No. of Shares	No. of Shares
M/s Artee Viniyoga Ltd.	1,81,600	1,81,600
M/s Ashoka Viniyoga Ltd.	1,80,857	1,80,857
M/s Combine Holding Ltd.	1,44,400	1,44,400
M/s Punjab Mercantile & Traders Ltd.	65,975	65,975
M/s PNB Finance & Industries Ltd.	35,000	35,000
Mr. Samir jain	1,55,000	1,55,000
Mrs. Meera Jain	71,013	71,013

Note-3 : RESERVES AND SURPLUS

(Amount in ₹)

Particulars	As At 31st March, 2018	As At 31st March, 2017
I. Capital Reserve	9,07,727	9,07,727
II. Other Reserves :-		
a) Amalgamation Reserve	2,91,520	2,91,520
b) Special Reserve (Reserve under section 45-IC of the RBI Act, 1934)		
Balance as per last Financial Statements	9,83,35,157	8,87,89,676
Add : Transferred from Surplus	33,69,320	95,45,481
Balance at the end of the year	10,17,04,477	9,83,35,157
c) General Reserve	1,98,77,776	1,98,77,776
III. Surplus		
Balance as per last Financial Statements	76,07,21,103	67,68,23,437
Add : Profit for the year as per Statement of Profit and Loss	6,61,14,122	9,36,72,633
Less : Adjustment due to change in Share of post-acquisition profits of Associates	21,88,925	2,22,989
Less : Adjustment in Accumulated share of post-acquisition profits as on 31-03-2017, on deletion of Associates during the F.Y. 2016-17.	-	6497
	82,46,46,300	77,02,66,584
Less : Transfer to Special Reserve	33,69,320	95,45,481
Net surplus	82,12,76,980	76,07,21,103
Total (I+II(a+b+c)+III)	94,40,58,480	88,01,33,283



CAMAC COMMERCIAL COMPANY LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

Note-4 : PROVISIONS

(Amount in ₹)

Particulars	LONG TERM		SHORT TERM	
	As At 31st March, 2018	As At 31st March, 2017	As At 31st March, 2018	As At 31st March, 2017
Provision for Employee Benefits (Refer Note -22)				
For Gratuity	2,50,509	2,34,285	3,017	588
For Leave Encashment	2,23,009	2,16,092	4,368	3,345
Others :				
Provision for Income Tax (net of Advance Tax)	-	-	15,819	10,70,277
Total	4,73,518	4,50,377	23,204	10,74,210

Note- 5 : Based on the information so far available with the Company in respect of enterprises identified under the Micro, Small and Medium Enterprises Development Act, 2006 , there are no outstanding/ delays in payment of dues to such enterprises. The required detail as per The MSMED, Act 2006 is given below :

Particulars	As At 31st March, 2018	As At 31st March, 2017
<u>Dues to Micro, Small and Medium Enterprises under MSMED Act, 2006</u>		
a) Interest paid and payments made to the supplier beyond the appointed day.	Nil	Nil
b) Interest due and payable for delay (which has been paid but beyond the appointed day), but without adding the interest under the MSMED Act.	Nil	Nil
c) Amount due and unpaid at the end of accounting year- - Principal amount and Interest due	Nil	Nil
- Interest accrued and remaining unpaid		
d) Interest remaining due and payable even in the succeeding years.	Nil	Nil

Note- 6 : OTHER CURRENT LIABILITIES

Particulars	As At 31st March, 2018	As At 31st March, 2017
<u>Other Payables :-</u>		
TDS Payable	35,601	226
Total	35,601	226



CAMAC COMMERCIAL COMPANY LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

Note : 7 TANGIBLE ASSETS

(Amount in ₹)

Assets Name	Gross Carrying Amount				Depreciation Reserve				Net Carrying Amount	
	As at 01-04-2017	Addition during the year	Sale / Adjustments during the year	As at 31-03-2018	Up to 31.03.2017	Depreciatio n for the year	Adjustments during the year	Up to 31-03-2018	As at 31-03-2018	As at 31-03-2017
Safe Deposit Vaults	1	-	1	-	-	-	-	-	-	1
Office Equipment- Laptop	1,08,570	57,466	-	1,66,036	69,771	28,692	-	98,463	67,573	38,799
Total	1,08,571	57,466	1	1,66,036	69,771	28,692	-	98,463	67,573	38,800
Previous Year	1,10,041	53,550	55,020	1,08,571	59,605	41,764	31,598	69,771	38,800	50,436

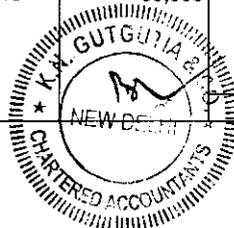


CAMAC COMMERCIAL COMPANY LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

Note : 8 - NON CURRENT INVESTMENTS

Particulars	Face Value (in ₹)	As At 31st March, 2018		As At 31st March, 2017	
		No. of Shares/ Bonds/ Units#	Amount (in ₹)	No. of Shares/ Bonds/ Units#	Amount (in ₹)
Long Term - Other than trade- (valued at Cost, unless otherwise stated)					
QUOTED					
In Equity Shares :					
Fully Paid Equity Shares of Associates:					
Ashoka Viniyoga Ltd.	10	2,95,200	22,10,23,858	2,95,200	19,23,10,523
<i>Cost of acquisition (excluding capital reserve on acquisition of ₹.4,74,39,842/-)</i>			36,04,275		36,04,275
<i>Add: Share of post acquisition profits upto date</i>			21,74,19,583		20,34,66,248
<i>Less: Dividend Income received during the year</i>			-		-1,47,60,000
Combine Holding Ltd.	10	1,31,150	57,18,549	1,31,150	60,51,755
<i>Cost of acquisition (excluding capital reserve on acquisition of ₹ 6,99,103/-.)</i>			9,28,495		9,28,495
<i>Add: Share of post acquisition profits upto date</i>			47,90,054		51,23,260
(a)			22,67,42,407		19,83,62,278
Fully Paid Equity Shares of Other than Related Parties:					
PNB Finance & Industries Ltd.	10	5,20,000	71,97,950	5,20,000	71,97,950
Sahu Jain Ltd.	10	9,800	77,705	9,800	77,705
(b)			72,75,655		72,75,655
Sub Total (i= a+b)			23,40,18,062		20,56,37,933
In Bonds					
6.70% IRFC Ltd. Tax Free Bonds - (Maturity Date -08-03-2020)	1,00,000	100	1,00,00,000	100	1,00,00,000
8.09% PFC Ltd. Tax Free Bonds (Maturity Date -25-11-2021)	1,00,000	100	1,00,00,000	100	1,00,00,000
7.02% HUDCO Ltd. Tax Free Bonds (Maturity Date -08-02-2026)	1,000	3,504	35,04,000	3,504	35,04,000
8.15% SBI, SR-IV, Unsecured, Taxable Perpetual Bonds (with Call option-Call Date-02-08-2022)	10,00,000	16	1,58,97,600	-	-
7.20% Power Grid Corporation Bonds (Taxable) (Maturity Date -09-08-2027)	10,00,000	7	68,71,900	-	-
Sub Total (ii)			4,62,73,500		2,35,04,000
In Mutual Funds					
Aditya Birla Sunlife Fixed Term Plan Series OI (1120 days)-Gr. Direct (Maturity Date-08-04-2020)	10	12,14,866	1,21,48,860	12,14,866	1,21,48,860
Reliance Fixed Horizon Fund -XXX- Series 5 - Direct- Growth (Maturity Date -09-04-2019)	10	21,50,000	2,15,00,000	21,50,000	2,15,00,000
Reliance Fixed Horizon Fund -XXX- Series 6 - Direct- Growth (Maturity Date -15-04-2019)	10	20,00,000	2,00,00,000	20,00,000	2,00,00,000
Reliance Fixed Horizon Fund -XXXIII-Series 4- Growth- Direct (Maturity Date -08-07-2020)	10	26,30,651	2,63,06,508	26,30,651	2,63,06,508
Sub Total (iii)			7,99,55,368		7,99,55,368
Total Quoted (i+ii+iii)			36,02,46,930		30,90,97,301
UNQUOTED					
In Equity Shares :					
Fully Paid Equity Shares of Associates:					
Artee Viniyoga Ltd.	10	4,00,000	8,58,90,559	4,00,000	7,79,90,848
<i>Cost of acquisition (excluding capital reserve on acquisition of ₹14,01,825/-)</i>			40,29,500		40,29,500
<i>Add: Share of post acquisition profits upto date</i>			8,18,61,059		7,39,61,348
Sahujain Services Limited	10	10,000	5,31,61,307	10,000	4,45,64,053
<i>Cost of acquisition (excluding capital reserve on acquisition of ₹46,80,600/-)</i>			1,00,000		1,00,000
<i>Add: Share of post acquisition profits upto date</i>			5,30,61,307		4,44,64,053
Times Publishing House Ltd.	10	50,000	7,79,18,168	50,000	7,57,16,646
<i>Cost of acquisition (excluding capital reserve on acquisition of ₹1,55,64,317/-)</i>			7,53,750		7,53,750
<i>Add: Share of post acquisition profits upto date</i>			7,71,64,418		7,49,62,896
(a)			21,69,70,034		19,82,71,547

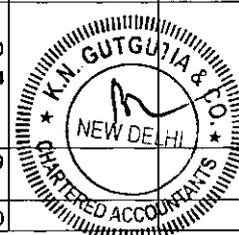


CAMAC COMMERCIAL COMPANY LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

Note : 8 - NON CURRENT INVESTMENTS

Particulars	Face Value (in ₹)	As At 31st March, 2018		As At 31st March, 2017	
		No. of Shares/ Bonds/ Units#	Amount (in ₹)	No. of Shares/ Bonds/ Units#	Amount (in ₹)
Fully Paid Equity Shares of Other than Related Parties					
Bennett, Coleman & Co. Ltd. (including 3,39,21,376 Bonus Shares of ₹10/- each)	10	3,81,61,548	61,99,488	3,81,61,548	61,99,488
Times Internet Limited *	10	6,76,642	-	6,76,642	-
Bennett Property Holdings Company Ltd**	10	63,60,258	-	63,60,258	-
Shantiniketan Estates Ltd.	100	980	98,000	980	98,000
Vasuki Properties Ltd	10	42,685	33,75,080	42,685	33,75,080
Radio Network Ltd. \$\$	100	1,800	3,61,800	1,800	3,61,800
			1,00,34,368		1,00,34,368
\$\$ Less: Provision for other than temporary diminution- Refer Note -24			3,61,800		3,61,800
(b)			96,72,568		96,72,568
Sub Total (i= a+b)			22,66,42,602		20,79,44,115
In Mutual Funds					
Aditya Birla Sunlife Short Term Opportunities Fund- Growth -Direct	10	13,27,310	3,85,00,000	-	-
Aditya Birla Sunlife Dynamic Bond Fund -Retail -Growth-Direct	10	21,51,409	5,54,00,000	21,51,409	5,54,00,000
HDFC Banking & PSU Debt Fund-Regular Plan-	10	17,53,921	2,25,00,000	17,53,921	2,25,00,000
HDFC Corporate Debt Opportunites Fund - Regular -Growth	10	10,54,046	1,20,00,000	10,54,046	1,20,00,000
HDFC Income Fund Regular-Growth	10	33,328	10,57,056	33,328	10,57,056
HDFC Income Fund- Growth- Direct	10	10,50,521	3,50,00,000	10,50,521	3,50,00,000
ICICI Prudential Regular Savings Fund -Growth	10	-	-	92,690	13,00,000
ICICI Prudential Income Fund-Growth	10	1,94,719	84,30,897	1,94,719	84,30,897
ICICI Prudential Income Opportunities Fund - Growth-Direct	10	14,08,735	3,00,00,000	14,08,735	3,00,00,000
L & T Resurgent India Corporate Bond Fund- Growth-Direct	10	12,47,136	1,53,00,000	12,47,136	1,53,00,000
Reliance Dynamic Bond Fund- Growth	10	6,55,301	,98,91,969	7,26,306	1,09,63,800
Reliance Dynamic Bond Fund- Growth-Direct	10	8,91,072	1,85,00,000	8,91,072	1,85,00,000
Reliance Money Manager Fund-Direct-Growth	1000	292	5,73,124	292	5,73,124
Reliance Regular Savings Fund-Debt Plan-	10	9,13,129	1,38,27,064	9,13,129	1,38,27,064
Franklin India Income Opportunities Fund- Growth	10	-	-	25,555	2,85,407
Franklin India Treasury Management Account - Super Institutional Plan-Growth-Direct	1000	704	15,80,942	704	15,80,942
UTI Treasury Advantage Fund -Institutional Plan- Growth	1000	14,091	1,99,90,237	14,816	2,10,10,314
UTI Income Opportunities Fund -Direct-Growth	10	67,908	10,00,000	67,908	10,00,000
UTI Short Term Income Fund -Institutional- Growth-Direct	10	16,19,538	3,00,00,000	16,19,538	3,00,00,000
UTI Dynamic Bond Fund-Growth	10	6,60,562	1,02,00,000	6,60,562	1,02,00,000
UTI Dynamic Bond Fund- Direct Plan- Growth	10	12,24,736	2,04,07,778	12,24,736	2,04,07,778
IDFC Corporate Bond Fund- Growth -Direct	10	17,14,031	2,00,00,000	-	-
Sub Total (ii)			36,41,59,067		30,93,36,382
Total Unquoted-(i)+(ii)			59,08,01,669		51,72,80,497
Grand Total (Quoted + Unquoted)			95,10,48,599		82,63,77,798
Aggregate Value of Quoted Investments					
Book Value (Carrying Amount)			36,02,46,930		30,90,97,301
Market Value/NAV			39,10,59,484		34,25,46,560
(Market Values of Equity Shares which have not been traded / quoted are reported at the Net Asset Value of such shares, based on available last Audited Balance Sheet)					
Aggregate Book Value of unquoted Investments			59,11,63,469		51,76,42,297
(Before provision for diminution in value ₹3,61,800/- (P.Y. - ₹ 3,61,800/-)					
Aggregate Provision for diminution in value of Investments			3,61,800		3,61,800



Units of Mutual Funds are rounded off to nearest unit.

*During the financial year 2006-07, pursuant to a scheme of Demerger of the undertaking of BCCL, the Company was allotted 7,04,835 Equity Shares of ₹10/- each fully paid up, in Times Business Solutions Private Ltd. These shares were allotted to the Company without payment of any consideration.

Pursuant to a scheme of Amalgamation of Times Business Solutions Limited with Times Internet Limited during the financial year 2014-15, the Company was allotted 6,76,642 Equity Shares of ₹10/- each fully paid up by Times Internet Limited in lieu of holding 7,04,835 fully paid up equity shares of ₹10 each in Times Business Solutions Limited. These shares were allotted to the Company without payment of any consideration and therefore the investment in such shares has been shown at nil value.

**Pursuant to a scheme of Demerger of the undertaking of BCCL during the financial year 2011-12, the Company was allotted 63,60,258 Equity Shares of ₹10/- each fully paid up, in Bennett Property Holdings Company Ltd. These shares are allotted to the Company without payment of any consideration and therefore the investment in such shares has been shown at nil value.

CAMAC COMMERCIAL COMPANY LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

Note - 9 : DEFERRED TAX ASSETS (NET)

(Amount in ₹)

Particulars	As At 31st March, 2018	As At 31st March, 2017
Deferred Tax Assets / (-) Deferred Tax Liabilities arising on account of :		
- Provision for Gratuity and Leave Encashment	1,23,833	1,16,985
- Accumulated Depreciation	-2,058	-4,151
Deferred Tax Assets (Net)	1,21,775	1,12,834

Note - 10 : LONG TERM LOANS AND ADVANCES

Particulars	As At 31st March, 2018	As At 31st March, 2017
(Unsecured, considered good)		
<u>Other Loans & Advances:</u>		
MAT Credit Entitlement	-	1,72,28,543
Income Tax & TDS (Net of Provision of Tax)	3,36,877	3,36,154
Total	3,36,877	1,75,64,697

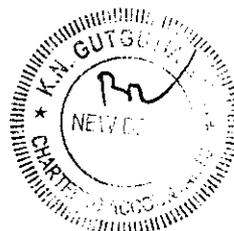
Note- 11 - CURRENT INVESTMENTS

Particulars	Face Value (in ₹)	As At 31st March, 2018		As At 31st March, 2017	
		No.of Units	Cost (in ₹)	No.of Units	Cost (in ₹)
Current Maturities of Long Term Investment- Other than Trade (Valued at Cost)					
QUOTED -Mutual Funds					
Birla Sunlife Fixed Term Plan Series LV (1099 days)- Direct	10	-	-	23,00,542	2,30,05,420
ICICI Prudential FMP Series 75-1100 days Plan H - Cumulative -Direct	10	-	-	22,83,215	2,28,32,150
Total			-		4,58,37,570
Aggregate Value of Quoted Investments					
Book Value			-		4,58,37,570
Market Value/NAV #			-		5,76,11,275

Market Values of Quoted Mutual Funds, which have not been traded / quoted are disclosed at the NAV of such Mutual Funds .

Note -12 : CASH AND BANK BALANCES

Particulars	As At 31st March, 2018	As At 31st March, 2017
Cash and Cash Equivalents		
Cash On Hand	969	3,080
Balance with Scheduled Bank in Current Accounts	1,69,898	2,58,408
Total	1,70,867	2,61,488



CAMAC COMMERCIAL COMPANY LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

Note - 13 : SHORT TERM LOANS AND ADVANCES

(Amount in ₹)

Particulars	As At 31st March, 2018	As At 31st March, 2017
To other than Related Party (Unsecured, considered good)		
Prepaid Expenses	18,301	9,878
GST Refundable	3,567	-
Total	21,868	9,878

Note-14: OTHER CURRENT ASSETS

Particulars	As At 31st March, 2018	As At 31st March, 2017
Interest Receivable	17,34,095	6,26,408
Total	17,34,095	6,26,408

Note-15: OTHER INCOME

Particulars	31st March, 2018	31st March, 2017
On Long Term Investments:		
- Interest (Tax Free)	17,24,981	17,24,981
- Interest (Taxable)	8,56,237	-
- Dividend [Net of dividend from Associate ₹ Nil/ (Previous year : ₹1,47,60,000/-)]	2,32,08,929	2,32,08,929
- Gain on Redemption of Mutual Funds	1,51,73,151	47,37,468
On Current Investments:		
- Gain on Redemption of Mutual Funds	-	80,35,383
Gain on Disposal of Fixed Assets	-	17,443
Provision for Diminution in Value of Investments, written back	-	40,200
Miscellaneous Income	-	1,45,419
Total	4,09,63,298	3,79,09,823

Note 16 : EMPLOYEE BENEFITS EXPENSE

Particulars	31st March, 2018	31st March, 2017
Salaries, Bonus & Other Benefits	33,64,828	31,78,808
Employer's contribution to provident and other funds	1,52,328	1,52,322
Provision for Gratuity and Leave Encashment	26,593	67,497
Staff welfare expenses	39,134	32,091
Total	35,82,883	34,30,718

Note 17 : FINANCE COST

Particulars	31st March, 2018	31st March, 2017
Interest on Income Tax	11,127	67,234
Interest on GST	808	-
Total	11,935	67,234



CAMAC COMMERCIAL COMPANY LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

Note - 18 : OTHER EXPENSES

(Amount in ₹)

Particulars	31st March, 2018	31st March, 2017
Legal & Professional Charges	1,70,707	4,93,668
Listing Fee	28,750	28,625
Demat Charges	20,700	32,179
Advertisement & Publicity Expenses	61,086	50,741
Tour & Travel Expenses	36,338	16,067
Conveyance Expenses.	2,50,118	2,52,267
Directors' Sitting Fees & Conveyance	47,500	55,000
Managerial Remuneration	12,000	12,000
Digitization Expenses	-	1,72,561
Telephone Expenses	34,700	32,184
ROC Filing Fees	4,956	6,352
Auditor's Remuneration :		
Statutory Audit Fee	51,330	67,275
Limited Review Fees#	8,795	8,624
Other Services#	2,950	8,193
Reimbursement of Expenses#	3,450	8,137
Miscellaneous Expenses	69,909	1,43,771
Total	8,03,289	13,87,644

Includes ₹ 8,556/- paid to Previous Auditor in current financial year.

Note - 19 : EARNINGS PER SHARE

Particulars	31st March, 2018	31st March, 2017
Net Profit attributable to Equity Shareholders (in ₹)	6,61,14,122	9,36,72,633
Weighted Average number of Equity Shares (Face Value per Equity Share ₹10/- each)	8,82,800	8,82,800
Basic (₹)	74.89	106.11
Diluted (₹)#	74.89	106.11

The Company has not issued any potential equity shares, and accordingly, Diluted Earnings Per Share is equal to the Basic Earnings Per Share .

Note-20 : There are no separate reportable segments as per Accounting Standard 17- 'Segment Reporting'.



CAMAC COMMERCIAL COMPANY LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

Note-21: Disclosure of Related Parties & Related Party transactions entered into during the year -

a) Related parties and nature of relationship, where there have been transactions :

<u>Relationship</u>	<u>Name of Related Parties</u>
Associate	Ashoka Viniyoga Limited
Associate	Combine Holding Limited
Associate	Sahu Jain Services Limited
Director	Mr. K.C.Jain
Director	Mr. R.Sundar
Key Management Personnel(KMP) - CS	Mr. Abhishek Kakkar
Key Management Personnel(KMP) - CFO	Mr. Sanjay Kumar
Key Management Personnel - Manager	Mr. Sourabh Gupta

b) Transactions with and balances receivables/payables from/ to Related parties during the year :

(Amount in ₹)

Name of Related Parties, Relationship & Nature of Transactions	Transactions during the year ended on		Balances outstanding	
	31st March, 2018	31st March, 2017	As At 31st March, 2018	As At 31st March, 2017
Ashoka Viniyoga Ltd, Associate				
Dividend Income	-	1,47,60,000	-	-
Combine Holding Limited, Associate				
Sale of Investment in Equity shares of other cos.	-	9,00,000	-	-
Sahu Jain Services Limited, Associate				
Reimbursement of Employee Insurance Premium	32,970	10,054	-	-
Mr. K.C. Jain, Director				
Sitting Fees	11,000	10,000	-	-
Conveyance Reimbursement	15,000	17,500	-	-
Mr. R.Sundar, Director				
Sitting Fees	9,000	10,000	-	-
Conveyance Reimbursement	12,500	17,500	-	-
Mr. Abhishek Kakkar, KMP- CS				
Remuneration	21,26,709	21,04,190	-	-
Mr. Sanjay Kumar, KMP -CFO				
Remuneration	13,92,650	12,25,140	-	-
Mr. Sourabh Gupta, KMP -Manager				
Remuneration	12,000	12,000	-	-



CAMAC COMMERCIAL COMPANY LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

Note- 22 : EMPLOYEE BENEFITS

a) During the year, the Company has recognized the following amounts in the Statement of Profit and Loss

Defined Contribution Plan

Employer's Contribution to Provident and Other Funds - ₹ 1,52,328/- (Previous Year - ₹ 1,52,322/-)

Defined Benefit Plan

During the year, the company has recognised the expenses and liability based on Actuarial Valuation-

b) The assumptions used to determine the benefit obligations are as follows:

Particulars	Gratuity		Leave Encashment	
	(Non -Funded)		(Non -Funded)	
	31-03-2018	31-03-2017	31-03-2018	31-03-2017
Discounting Rate (p.a.)	6.50%	6.75%	6.50%	6.75%
Future Salary Increase (p.a.)	6.50%	8.00%	6.50%	8.00%
Expected Rate of Return of plan Assets	N.A	N.A	N.A	N.A
Expected Average Remaining working lives of employees (years)	19.75	20.75	19.75	20.75
Mortality Table used	IALM(2006-08)		IALM(2006-08)	
Retirement Age (years)	58	58	58	58
Withdrawal Rate (%)				
Up to 30 years	3	3	3	3
From 31 to 44 years	2	2	2	2
Above 44 years	1	1	1	1

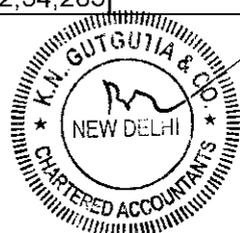
c) Change in Present value of obligation

(Amount in ₹)

Particulars	Gratuity		Leave Encashment	
	(Non-funded)		(Non-funded)	
	31-03-2018	31-03-2017	31-03-2018	31-03-2017
Projected benefit obligation(PBO) at beginning of year	2,34,873	1,88,912	2,19,437	1,97,901
Past service cost	-	-	-	-
Current service cost	59,321	71,740	53,224	69,374
Interest cost	15,854	14,168	14,812	14,843
Benefits paid	-	-	-	-
Actuarial (-) gain /loss	-56,522	-39,947	-60,096	-62,681
Projected benefit obligation at year end	2,53,526	2,34,873	2,27,377	2,19,437

d) Movement in the liability recognized in the Balance Sheet:

Particulars	Gratuity		Leave Encashment	
	(Non-funded)		(Non-funded)	
	31-03-2018	31-03-2017	31-03-2018	31-03-2017
Liability Amount (Net) at beginning of year	2,34,873	1,88,912	2,19,437	1,97,901
Provisions made/(Reversed) during the year	18,653	45,961	7,940	21,536
Amount used during the year	-	-	-	-
Liability Amount (Net) at year end	2,53,526	2,34,873	2,27,377	2,19,437
Liability recognised in balance sheet at year end				
- Current Liability (within 12 Months)	3,017	588	4,368	3,345
- Non current Liability	2,50,509	2,34,285	2,23,009	2,16,092



CAMAC COMMERCIAL COMPANY LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

e) Expense recognized in the Statement of Profit and Loss: (Amount in ₹)

Particulars	Gratuity		Leave Encashment	
	(Non-funded)		(Non-funded)	
	31-03-2018	31-03-2017	31-03-2018	31-03-2017
Current service cost	59,321	71,740	53,224	69,374
Interest cost	15,854	14,168	14,812	14,843
Net actuarial (-) gain / loss recognized in the year	-56,522	-39,947	-60,096	-62,681
Expenses recognized in the Statement of Profit and Loss	18,653	45,961	7,940	21,536

f) Amount for the current year and the previous four years:

Particulars	31-03-2018	31-03-2017	31-03-2016	31-03-2015	31-03-2014
Gratuity					
Present value of obligation as at the end of year	2,53,526	2,34,873	1,88,912	92,787	-
Fair value of plan assets	-	-	-	-	-
Surplus/ (-) Deficit	-2,53,526	-2,34,873	-1,88,912	-92,787	-
Experience adjustment on plan liabilities	1,130	-14,129	2,555	-	-
Leave Encashment					
Present value of obligation as at the end of year	2,27,377	2,19,437	1,97,901	88,998	-
Fair value of plan assets	-	-	-	-	-
Surplus/ (-) Deficit	-2,27,377	-2,19,437	-1,97,901	-88,998	-
Experience adjustment on plan liabilities	10,194	12,718	177	-	-

Note- 23 : Information with respect to the "Corporate Social Responsibility (CSR)" in case of Company in terms of section 135 of the Companies Act, 2013 read with rules made there under :

Particulars	(Amount in ₹)
a.) Gross Amount required to be spent by the company during the financial year ended on 31st March, 2017.	11,52,741
b.) Gross Amount required to be spent by the company during the financial year ended on 31st March, 2018.	11,44,589
Total (a+b)	22,97,330
c.) Amount spent/contributed during the during the financial year ended on 31st March, 2017	-
d.) Amount spent/contributed during the during the financial year ended on 31st March, 2018	-
Total (c+d)	-



CAMAC COMMERCIAL COMPANY LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

Note -24 : The movement in Provision for Diminution in the Value of Investment of the company is as under:

Amount (in ₹)

Particulars	As At 31st March, 2018	As At 31st March, 2017
Provision for Diminution as at the beginning of the year	3,61,800	4,02,000
Add: Provision made during the year	-	-
Less: Provision no longer required, written back	-	40,200
Provision for Diminution as at the end of the year	3,61,800	3,61,800

Note- 25 : As a matter of prudence, the Company has not recognised any Deferred Tax Asset on the brought forward business losses available under the provisions of Income Tax Act, 1961, in view of there being no certainty of sufficient future taxable income against which such Deferred Tax Asset can be realized.

Note -26 : The Management is of the opinion that there is no impairment of assets as contemplated in Accounting Standard 28- "Impairment of Assets".

Note -27 : In the opinion of the Management, assets other than Fixed Assets and Investments have a value on realization in the ordinary course of business at least equal to the amount at which they are stated in the Balance Sheet.

Note- 28 : During the year the company has reviewed that matter of MAT Credit Entitlement and concluded that MAT Credit Entitlement be reversed in full, as there is no virtual certainty of sufficient future taxable income against which such MAT Credit Entitlement can be adjusted/utilised.

Note- 29 : (i) Contingent Liabilities, not provided for :

Particulars	As At 31st March, 2018	As At 31st March, 2017
i) Labour Law cases pending with various courts (being share of Associate only)	Liability unascertainable	Liability unascertainable
ii) Disputed claim made by PF Department, matter pending with Hon'ble Supreme Court (being share of Associate only)	1,00,335	1,00,335
iii) Disputed Income Tax demands of various Assessment years not acknowledged as Debt, Appeal pending with ITAT & CIT(Appeal) (being share of Associate only)	1,99,391	6,03,085
iv) Amount claimed by Prasar Bharti, not acknowledged as Debt –Matter pending in court. (being share of Associate only)	1,98,800	1,98,800

(ii) Commitments not provided for as on 31st March, 2018 - Nil (Previous Year : Nil).

Note- 30 : Foreign Exchange earnings and outgo during the year are as follows:-

Particulars	2017-18	2016-17
Earnings	Nil	Nil
Outgo	Nil	Nil



CAMAC COMMERCIAL COMPANY LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

Note 31 : Additional Information, as required under Schedule III to the Companies Act, 2013, of enterprises consolidated as Associates: -

Name of the entity in the Consolidated Financial Statements	Net Assets, i.e., total assets minus total liabilities as on 31st March, 2018		Share in profit or loss for the year ended on 31st March, 2018	
	As % of consolidated Net Assets	Amount (Rs.)	As % of consolidated profit or loss	Amount (Rs.)
1	2	3	4	5
Parent				
Camac Commercial Company Ltd.	54.42%	51,85,90,059	25.48%	1,68,46,581
Subsidiaries	-	-	-	-
Minority Interests in all subsidiaries	-	-	-	-
Associates (Investment as per the equity method)				
Indian				
Ashoka Viniyoga Ltd.#	22.82%	21,74,19,583	44.29%	2,92,81,528
Combine Holding Ltd.#	0.50%	47,90,054	-0.50%	-3,33,206
Artee Viniyoga Ltd.#	8.59%	8,18,61,059	12.37%	81,78,206
Sahujain Services Ltd.#	5.57%	5,30,61,307	13.00%	85,96,065
Times Publishing House Ltd.#	8.10%	7,71,64,418	5.36%	35,44,948
Total	100.00%	95,28,86,480	100.00%	6,61,14,122

Net Assets and Share of Profit/(-)Loss of Associates(net of cross holding, if any) have been considered based on the unaudited consolidated/standalone financial statements of the respective Associates, as certified by the management of the respective Associates.

Note -32 : Previous year's figures have been regrouped/ reclassified wherever considered necessary to conform to the current year's figures./presentation.

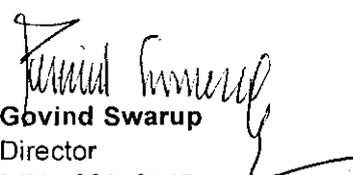
Note -33 :Figures have been rounded off to the nearest rupree.

As per our report of even date
For **K.N. Gutgutia & Co.**
Chartered Accountants
Firm Regn.No. 304153E

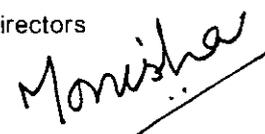

B.R. Goyal
Partner
Membership.No. 012172
Place : New Delhi
Date: 29-05-2018

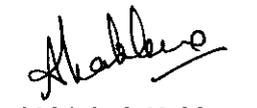


For and on Behalf of the Board of Directors


Govind Swarup
Director
DIN - 00003145


Sanjay Kumar
Chief Financial Officer
PAN - AJDPK7217R


Monisha Saraf
Director
DIN - 07503642


Abhishek Kakkar
Company Secretary
PAN-AMKPK1594J

CAMAC COMMERCIAL COMPANY LIMITED

Regd. Office : 1st Floor, Express Building, 9-10, Bahadur Shah Zafar Marg, New Delhi-110002

(CIN : L70109DL1980PLC169318)

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 associate companies

Part"B": Associates

As on 31st March, 2018

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

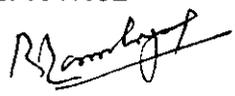
Name of Associates	Ashoka Viniyoga Limited	Combine Holding Limited	Artee Viniyoga Limited	Sahujain Services Limited	Times Publishing House Limited
1. Latest audited/ (Unaudited) Balance Sheet Date	31.03.2018	31.03.2018	31.03.2018	31.03.2018	31.03.2018
	(Unaudited)#	(Unaudited)#	(Unaudited)#	(Unaudited)#	(Unaudited)#
2. Shares of Associate held by the company on the year end No.	2,95,200	1,31,150	4,00,000	10,000	50,000
Amount of Investment in Associates (in ₹)	36,04,275	9,28,495	40,29,500	1,00,000	7,53,750
Extent of Holding %	45.95%	26.77%	25.00%	20.00%	20.83%
3. Description of how there is significant influence	Holds Equity Shareholding > = 20%				
4. Reasons Why the associate is not consolidated	Reasons not required, Since All Associates are consolidated.				
5. Networth attributable to Shareholding as per latest Audited/Unaudited Balance Sheet - FY 2017-18 (in ₹)	26,84,63,700	64,17,652	8,72,92,384	5,78,41,907	9,34,82,485
6. Profit/(-) Loss for the year (FY 2017-18) (in ₹)					
i. Considered in Consolidation	2,92,81,528	-3,33,206	81,78,206	85,96,065	35,44,948
ii. Not Considered in Consolidation (in ₹)	-	-	-	-	-
# Net worth attributable to Shareholding and Share of Profit/Loss (net of cross holding if any) considered in consolidation have been taken based on the Unaudited consolidated/standalone financial statements of the respective Associates, as certified by the management of the respective Associates.					
7. Name of Associate Investments, which have been sold during the financial year ended on 31st March, 2018	Nil				

As per our report of even date

For K.N. Gutgutia & Co.

Chartered Accountants

Firm Regn.No. 304153E



B.R. Goyal

Partner

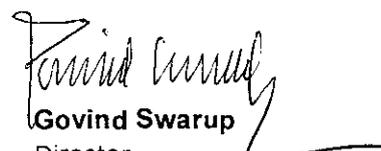
Membership.No. 012172

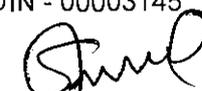
Place : New Delhi

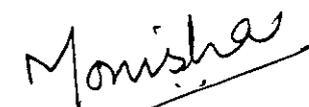
Date: 29-05-2018

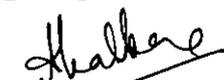


For and on Behalf of the Board of Directors


Govind Swarup
 Director
 DIN - 00003145


Sanjay Kumar
 Chief Financial Officer
 PAN - AJDPK7217R


Monisha Saraf
 Director
 DIN - 07503642


Abhishek Kakkar
 Company Secretary
 PAN-AMKPK1594J

**CAMAC COMMERCIAL COMPANY LIMITED
(CIN: L70109DL1980PLC169318)**

Regd Office: 1st Floor, Express Building, 9-10, Bahadur Shah Zafar Marg, New Delhi - 110 002

Email: camaccommercial@gmail.com, **Phone No.:** 011-23272499 **Website:** www.camaccommercial.com

ATTENDANCE SLIP
(38th Annual General Meeting-26th September, 2018)

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL.

Folio No./DP Id/ Client Id	
Name of Shareholder	
Address of Shareholder	
Name of Proxy holder	
No. of shares	

1. I hereby record my presence at the 38th Annual General Meeting of the Company held on September 26, 2018 (Wednesday) at 11.00 A.M. at Engineers Bhawan, 2 Bahadur Shah Zafar Marg, New Delhi 110002.
2. Signature of the Shareholder/Proxy Present.

3. Shareholder/Proxy holder wishing 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 Annual Report for reference at the meeting.
5. Please read the instructions carefully before exercising your vote.

**CAMAC COMMERCIAL COMPANY LIMITED
(CIN: L70109DL1980PLC169318)**

Regd Office: 1st Floor, Express Building, 9-10, Bahadur Shah Zafar Marg, New Delhi - 110 002

Email: camaccommercial@gmail.com, **Phone No.:** 011-23272499 **Website:** www.camaccommercial.com

(38th Annual General Meeting-26th September, 2018)

PROXY FORM

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

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

I/We, being the member (s) of shares of Camac Commercial Company Ltd., hereby appoint

1. Name:
 Address:
 E-mail Id:
 Signature:....., or failing him

2. Name:
 Address:
 E-mail Id:
 Signature:....., or failing him

3. Name:
 Address:
 E-mail Id:
 Signature:....., or failing him

As my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 38th Annual General Meeting of the Company, to be held on September 26, 2018 (Wednesday) at 11.00 A.M. at Engineers Bhawan, 2 Bahadur Shah Zafar Marg, New Delhi 110002 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Description of Resolution		
Ordinary Business:		For	Against
1.	To receive, consider and adopt the Audited Financial Statements (including the consolidated financial statements) of the Company for the financial year ended March 31, 2018 and the Report of the Board of Directors ("the Board") and the auditors thereon.		
2.	To appoint a Director in place of Ms. Amita Gola (DIN: 01088321), who retires by rotation and, being eligible, offers herself for re-appointment.		
Special Business:			
1.	Appointment of Mr. Govind Swarup (DIN: 00003145) as an Independent Director of the Company.		
2.	Appointment of Ms. Shweta Saxena (DIN: 03120958) as an Independent Director of the Company.		
3.	Appointment of Ms. Monisha Saraf (DIN: 07503642) as an Independent Director of the Company.		
4.	Appointment of Mr. Sunil Singh as Manager of the Company.		

Signed this..... day of..... 2018

Signature of shareholder (s) _____ Signature of Proxy holder(s) _____

Affix revenue stamp of appropriate value
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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.

If undelivered, pls return to:

Camac Commercial Company Ltd.

1st Floor, Express Building,

9-10 Bahadur Shah Zafar Marg,

New Delhi-110 002

Ph-011-23272499