

*26th*

*Annual*

*Report*

*2016-2017*



**OSCAR**

**OSCAR GLOBAL LIMITED**

**BOARD OF DIRECTORS**

**MR. SATISH KUMAR VERMA**  
*Chairman & Managing Director*

**MR. PAWAN CHADHA**  
*Whole Time Director & CFO*

**MS. ARPITA VERMA**  
*Whole Time Director*

**MR. KISHAN KALANI**  
*Independent Director*

**MR. KAWALJIT SINGH BHATIA**  
Director

**AUDITORS**

**M/S DUBEY & CO.**  
Chartered Accountants,  
252-H, Sant Nagar,  
East of Kailash,  
New Delhi-110065

**COMMON AGENCY FOR SHARE TRANSFER  
& ELECTRONIC CONNECTIVITY**

**INDUS PORTFOLIO PVT. LTD.**  
G-65, Bali Nagar,  
New Delhi-110015  
Tel. No.:- 47671200, Fax No.: 25449836  
Contact Person : Ms. Anamika Bhola

**BANKERS**

**STATE BANK OF INDIA**  
101-102, New Delhi House,  
27, Barakhamba Road,  
New Delhi -110001

**RATNAKAR BANK LTD.**  
J-13/52, Rajori Garden,  
New Delhi-110027

**REGISTERED OFFICE**

101, Plot No. 6, LSC,  
Vardhman Rajdhani Plaza,  
New Rajdhani Enclave,  
New Delhi-110092  
E-mail:- oscar@oscar-global.com  
Website: [www.oscar-global.net](http://www.oscar-global.net)  
**CIN No.:- L51909DL1990PLC041701**

**CORPORATE OFFICE**

C-76, Sector-8  
NOIDA-201301  
Contact No.:9810337978

<b>CONTENTS</b>	<b>PAGE NO.</b>
NOTICE .....	2
BOARD'S REPORT .....	11
AUDITOR'S REPORT .....	30
BALANCE SHEET .....	35
STATEMENT OF PROFIT AND LOSS ACCOUNTS .....	36
NOTES TO FINANCIAL STATEMENT .....	37
CASH FLOW STATEMENT .....	49

**OSCAR GLOBAL LIMITED**

Regd. Office: 101, Plot No. 6, LSC, Vardhman Rajdhani Plaza,  
New Rajdhani Enclave, New Delhi-110092  
[www.oscar-global.net](http://www.oscar-global.net) ; [oscar@oscar-global.com](mailto:oscar@oscar-global.com)  
CIN:L51909DL1990PLC041701

**NOTICE**

NOTICE is hereby given that the 26<sup>th</sup> Annual General Meeting of members of Oscar Global Limited will be held at The Executive Club, Dolly Farms & Resorts Pvt. Ltd., 439, Village Shaoorpur, P.O. Fatehpuri, New Delhi on Monday, 25<sup>th</sup> September, 2017 at 4:30 P M to transact the following businesses:

**ORDINARY BUSINESSES:**

1. To receive, consider and adopt the Audited Balance Sheet as at 31<sup>st</sup> March, 2017, and Statement of Profit & Loss and Cash Flow Statement of the Company for the year ended 31<sup>st</sup> March, 2017 and the Reports of the Board and Auditors thereon.
2. To appoint a Director in place of Mr. Pawan Chadha (DIN: 00415795), who retires by rotation and being eligible, offers himself for re-appointment.
3. Appointment of Auditors

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

**“RESOLVED THAT** pursuant to the provisions of Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, as may be applicable and pursuant to the recommendations of the Audit Committee, M/s. Dubey & Co., Chartered Accountants, (Firm Registration Number: 007515N), be and are hereby reappointed as Statutory Auditors of the Company for a period of five years to hold office from the conclusion of 26<sup>th</sup> Annual General Meeting until the conclusion of the 31<sup>st</sup> Annual General Meeting to be held in the year 2022 ( subject to ratification of their appointment by the members at every Annual General Meeting held after this Annual General Meeting), at such remuneration and out of pocket expenses, as may be decided by the Board of Directors of the Company.”

**SPECIAL BUSINESSES:****4. Appointment of Kawaljit Singh Bhatia as Independent Director**

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

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 25 of SEBI (LODR) Regulations, 2015, Mr. Kawaljit Singh Bhatia (DIN: **02024597**), who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company with effect from September 26<sup>th</sup>, 2017 to hold office for five consecutive years for a term upto the conclusion of the Annual General Meeting of the Company to be held in the financial year 2022.”

**5. Increase in remuneration of Mr. Pawan Chadha, Whole Time Director**

To consider and if thought fit, to pass with or without modification the following resolution as an Special Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 196, 197, 198 and 203 of the Companies Act, 2013 read with Rule 8 of Companies (Appointment & Remuneration of Managerial Personnel) Rules 2014, Schedule V and all other applicable statutory provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and as recommended by the Nomination and Remuneration Committee, approval of Shareholders be and is hereby accorded to increase the remuneration of Mr. Pawan Chadha (DIN: 00415795) w.e.f. 01.04.2017 upto 10.12.2017 i.e. the date by which he will attain the age of 70 years, upto which he can hold the office of Whole Time Director in terms of the existing provisions of the Companies Act, 2013 except otherwise revised by the company in accordance with the provisions of law in this regard on the following terms and conditions:

**Salary : upto Rs. 7,00,000 (rupees seven lacs) p.m.**

**Perquisites : upto Rs. 1,00,000 (rupees one lac) p.m.**

However, the benefits namely Gratuity, Leave Encashment Benefits, Provident Fund etc. shall not be counted as perquisites to the extent it is exempted under Income Tax Act, 1961.

**RESOLVED FURTHER THAT** in the event of loss or inadequacy of profits, he shall be paid minimum remuneration as per provisions of Schedule V of the Companies Act, 2013.”

**6. Increase in remuneration of Mr. Satish Kumar Verma, Managing Director**

To consider and if thought fit, to pass with or without modification the following resolution as an Special Resolution:

**“RESOLVED THAT** pursuant to the provisions of Section 196, 197, 198 and 203 of the Companies Act, 2013 read with Rule 8 of Companies (Appointment & Remuneration of Managerial Personnel) Rules 2014, Schedule V and all other applicable statutory provisions of the Companies Act, 2013, (including any statutory modification(s) or re-enactment thereof for the time being in force) and as recommended by the Nomination and Remuneration Committee, approval of Shareholders be and is hereby accorded to increase the remuneration of Mr. Satish Kumar Verma (DIN: 00225444) w.e.f.

01.04.2017 for the rest of the tenure i.e. upto 30.10.2017 except otherwise revised by the company in accordance with the provisions of law in this regard on the following terms and conditions;

**Salary : upto Rs. 7,00,000 (rupees seven lacs) p.m.**

**Perquisites : upto Rs. 1,00,000 (rupees one lac) p.m.**

However, the benefits namely Gratuity, Leave Encashment Benefits, Provident Fund etc. shall not be counted as perquisites to the extent it is exempted under Income Tax Act, 1961.

**RESOLVED FURTHER THAT** in the event of loss or inadequacy of profits he be paid Minimum Remuneration as per provisions of Schedule V of the Companies Act, 2013.”

**7. Appointment of Mr. Pawan Chadha (DIN: 00415795) as Whole Time Director**

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

**“RESOLVED THAT** in accordance with the provisions of Section 196, 197 & 203 read with rule 8 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and with Schedule V and all other applicable Statutory provisions of the Companies Act, 2013 (including any statutory modification (s) or re-enactment thereof, for the time being in force) and as recommended by the Nomination and Remuneration Committee, approval of the shareholders be and is hereby accorded to the continuance of the appointment of Mr. Pawan Chadha as Whole Time Director even after attaining the age of 70 years on 11.12.2017 till his present term ends on i.e. 30.09.2018 on same terms & conditions as already approved by Company at the Annual General Meeting held on 26<sup>th</sup> September, 2014 and any modification(s) made thereafter.”

**8. Re-Appointment of Mr. Satish Kumar Verma (DIN: 00225444) as Managing Director**

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

**“RESOLVED THAT** in accordance with the provisions of Section 203, 197 read with Schedule V and all other applicable statutory provisions of the Companies Act, 2013 (including any statutory modification (s) or re-enactment thereof, for the time being in force) and as recommended by the Nomination and Remuneration Committee, approval of the shareholders be and is hereby accorded for the re-appointment of Mr. Satish Kumar Verma as Managing Director of the Company for a period of three years with effect from 1<sup>st</sup> November, 2017 to 31<sup>st</sup> October, 2020 on the following terms and conditions;

**Salary : upto Rs. 7,00,000 (rupees seven lacs) p.m.**

**Perquisites : upto Rs. 1,00,000 (rupees one lac) p.m.**

However, the benefits namely Gratuity, Leave Encashment Benefits, Provident Fund etc. shall not be counted as perquisites to the extent it is exempted under Income Tax Act, 1961.

**RESOLVED FURTHER THAT** all acts done by Board in this regard be and are hereby approved, confirmed and rectified.”

**By Order of the Board  
For Oscar Global Limited  
Sd/-  
(Satish Kumar Verma)  
Chairman & Managing Director  
DIN: 00225444  
Add : A-2/78, Punjabi Bagh,  
New Delhi-110026**

**Place: Noida  
Date : 21<sup>st</sup> August, 2017**

**NOTES:**

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT OF PROXY IN ORDER TO BE EFFECTIVE, MUST BE DEPOSITED AT THE COMPANY'S REGISTERED OFFICE, DULY COMPLETED AND SIGNED, NOT LATER THAN 48 HOURS BEFORE THE MEETING. PROXIES SUBMITTED ON BEHALF OF LIMITED COMPANIES SOCIETIES, ETC., MUST BE SUPPORTED BY APPROPRIATE RESOLUTIONS/AUTHORITY, AS APPLICABLE. A BLANK PROXY FORM (MGT 11) FOR THE AGM IS ENCLOSED.**
2. As per Section 105 of the Companies Act, 2013 and relevant rules made there under, a person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent (10%) of the total share capital of the company carrying voting rights. Further, a member holding more than ten percent (10%) 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.
3. 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. The explanatory statement pursuant to Section 102 of the Companies Act, 2013 in respect of item nos. 4 to 8 of the accompanying notice is annexed hereto.
5. The relevant details as required under Regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 read with Clause 1.2.5 of Secretarial Standard II of the person seeking re-appointment as Director under Item No. 2 and 4 to 8 of the Notice, is annexed to the Notice.
6. Copies of all documents referred to in the notice are available for inspection at the registered office of the Company during normal business hours on all working days upto and including the date of the annual general meeting of the Company.

7. Members seeking any information with regard to accounts are requested to write to the Compliance Officer at least ten days in advance of the annual general meeting, to enable the Company to keep the information ready.
8. Members/Proxies/Authorized Representative are requested to:
  - a. Bring their copy of the Annual Report for the meeting and duly filled Attendance Slip enclosed herewith along with a valid identity proof such as the PAN card, passport, AADHAR card, or driving license to attend the meeting.
  - b. Note that all correspondence relating to share transfers/transmission/Demat of shares etc. should be addressed to Registrar and Transfer Agents of the Company, viz. M/s Indus Portfolio Pvt. Ltd., G-65, Bali Nagar, New Delhi- 110015.
  - c. Quote their DP ID No. /Client ID No. or folio number in all their correspondence.
9. The Annual Report for 2016-17 along with the notice of Annual General Meeting, attendance slip and proxy form is being sent by electronic mode to all the shareholders who have registered their email ids with the depository participants/ registrar and share transfer agent unless where any member has requested for the physical copy. Members who have not registered their email ids, physical copies of the Annual Report 2016-17 along with the notice of annual general meeting, attendance slip and proxy form are being sent by the permitted mode. Members may further note that the said documents will also be available on the Company's website [www.oscar-global.net](http://www.oscar-global.net) for download. Physical copies of the aforesaid documents will also be available at the Company's registered office for inspection during normal business hours on working days. For any communication, the shareholders may also send requests to the Company's email id viz. [oscar@oscar-global.com](mailto:oscar@oscar-global.com).
10. Pursuant to Section 101 of the Companies Act, 2013 and rules made there under, the companies are allowed to send communication to shareholders electronically. We therefore, request you to kindly register/update your email ids with your respective depository participant and Company's registrar and share transfer agent (in case of physical shares) and make this initiative a success.
11. SEBI has made the submission of PAN by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company/Registrar and Share Transfer Agent, Indus Portfolio Pvt. Ltd.(RTA).
12. Members holding shares in physical form are requested to consider converting their holdings to dematerialised form to eliminate risks associated with physical shares and for ease in portfolio management. Members can contact the Company or Indus Portfolio Pvt. Ltd. (RTA)for assistance in this regard.
13. Members who hold shares in physical form in multiple folios in identical names or join holding in same order of names are requested to send share certificates to Indus Portfolio Pvt. Ltd. (RTA), for consolidation in to a single folio.
14. The Register of Directors and Key Managerial Personnel and their Shareholding maintained under Section 170 of the Companies Act, 2013 will be available for inspection at the Annual General Meeting.
15. The route map along with prominent land mark for easy location of the 26<sup>th</sup> Annual General Meeting venue is printed on the last page of the Annual report.

**PROCESS AND MANNER FOR MEMBERS OPTING FOR E-Voting IS AS UNDER:**

Voting through electronic means

- I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 read with the Companies (Management and Administration) Amendment Rules, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the 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 National Securities Depository Limited (NSDL).
- II. The facility for voting through ballot paper shall be made available at the time of AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.
- III. **The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.**
- IV. The remote e-voting period commences on 22<sup>nd</sup> September, 2017 (9:00 am) and ends on 24<sup>th</sup> September, 2017 (5:00 pm). During this period, members of the Company holding shares either in physical form or in dematerialized form, as on the cut-off date of 18<sup>th</sup> September, 2017, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- V. The process and manner for remote e-voting are as under:
  - A. In case a Member receives an email from NSDL [for members whose email IDs are registered with the Company/ Depository Participants(s)]:
    - (i) Open email and open PDF file viz; "remote e-voting.pdf" with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e- voting. Please note that the password is an initial password.
    - (ii) Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>
    - (iii) Click on Shareholder – Login
    - (iv) Put user ID and password as initial password/PIN noted in step (i) above. Click Login.
    - (v) Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- (vi) Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
  - (vii) Select "EVEN" of "Name of the company".
  - (viii) Now you are ready for remote e-voting as Cast Vote page opens.
  - (ix) Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
  - (x) Upon confirmation, the message "Vote cast successfully" will be displayed.
  - (xi) Once you have voted on the resolution, you will not be allowed to modify your vote.
  - (xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to [bhatia\\_r\\_s@hotmail.com](mailto:evoting@nsdl.co.in) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)
- B. In case a Member receives physical copy of the Notice of AGM [for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy] :
- (i) Initial password is provided as below/at the bottom of the Attendance Slip for the AGM : EVEN (Remote e-voting Event Number) USER ID PASSWORD/PIN
  - (ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.
- VI. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no. : 1800-222-990.
- VII. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.
- VIII. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- IX. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 18<sup>TH</sup> September, 2017.
- X. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 18<sup>th</sup> September, 2017, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or Issuer/RTA. However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or contact NSDL at the following toll free no.: 1800-222-990.
- XI. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- XII. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
- XIII. Mr. R.S. Bhatia, Practicing Company Secretary (C.P. No. 2514 and FCS No. 2599) has been appointed for as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- XIV. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of " e-voting" or "Ballot Paper" or "Poling Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- XV. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- XVI. The results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company [www.oscar-global.net](http://www.oscar-global.net) and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Limited, Mumbai.

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013****Item No. 4**

As per the provisions of Sec 149 of the Act which has come in to force with effect from April 01, 2014, an Independent Director shall hold office for a term up to five consecutive years on the Board of a Company and is not liable to retire by rotation.

Mr. K.S. Bhatia fulfills the conditions specified in the Act, and the Rules made there under for the appointment of Independent Directors and he is Independent of the management.

Mr. K.S. Bhatia has given a declaration to the Board that he meets the criteria of independence as provided under Sec 149(6) of the Act. In compliance with the provisions of Sec 149 read with Schedule IV of the Act, the appointment of Mr. K.S. Bhatia as an Independent Director is now being placed before the members for their approval for a period of 5 years.

The terms and conditions of the appointment of Mr. K.S. Bhatia pursuant to the provisions of Schedule IV of the Act, shall be open for inspection at the Registered Office of the Company by any Member during the normal business hours on any working day of the Company.

In the opinion of the Board of Directors Mr. K.S. Bhatia fulfills the conditions specified in the Act and rules made there under and he is independent of the Management. Mr. K.S. Bhatia is interested and concerned in the Resolution as mentioned at Item no.4 of the Notice.

Other than Mr. K.S. Bhatia, no other Director, Key Managerial Personnel or their respective relatives are concerned or interested in the Resolution.

**Item No. 5 & 7**

The Company at its Annual General Meeting held on 26.09.2014 made the appointment of Mr. Pawan Chadha as a Whole Time Director of the Company for a period of 5 years w.e.f. 01-10-2013 to 30.09.2018 on a monthly salary of Rs. 1,00,000/- per month including perquisites and in the same meeting his remuneration was increased to Rs. 2,00,000/- p.m. plus Rs. 50,000/- p.m. as perquisites w.e.f. 01.4.2014

The salary of Mr. Pawan Chadha was further increased Rs. 4,00,000/- per month as Salary plus Rs. 50,000/- p.m. as perquisites with effect from 1st October, 2015 for rest of the tenure. However, all other terms and conditions of the appointment remain unchanged. The increased remuneration was subject to the overall limits as provided under section 197 and 198 and any other applicable provisions, if any, read with Schedule V of the Companies Act, 2013.

During his leadership the Company has shown excellent growth as compared to other industries, his salary is much below the normal level.

Therefore, the Board of Directors as recommended by Nomination and Remuneration Committee approved the increase of remuneration of Mr. Pawan Chadha, Whole Time Director w.e.f. 01/04/2017 as proposed in the resolution. The said increase is in line with the provisions of the companies act 2013.

Members' approval by way of Special resolution for the increase in remuneration to be paid to Mr. Pawan Chadha, Whole Time Director, in terms of the provisions of Schedule V the Act is required. Hence, the resolution.

Section 196(3) of the Companies Act, 2013 read with schedule V, inter alia, provides that no company shall continue the employment of a person who has attained the age of 70 years, as Managing Director, Whole time director or Manager unless it is approved by the members by passing a special resolution.

**Mr. Pawan Chadha** will attain the age of 70 years on 11.12.2017 and hence continuation of his employment as Whole Time Director requires the approval of members by way of a special resolution.

The Board of Directors at their meeting held on 21.08.2017, considered on the recommendation of Nomination & Remuneration Committee and approved that his appointment should continue even after his attaining the age of 70 years keeping in view his contribution to the Company's growth his expertise & experience for the rest of his term that is upto 30.09.2018 on same terms & conditions as already approved by shareholders at the Annual General Meeting held on 26<sup>th</sup> September, 2014 and all modifications made thereafter including as proposed in this notice vide item no .7

**The Particulars required to be disclosed in the Explanatory Statement in accordance with the provisions of Section II of Part II of Schedule V of the Companies Act, 2013 are given below:**

**I. General Information:**

**1. Nature of Industry**

The Company is in business of Manufacturing and export of leather garments and other goods made of leather.

**2. Date of Commercial Production:-**

The Company began its Commercial Production in 1990.

**3. Financial Performance**

The company's net profit after taxation is Rs 2667.09 for the year ended 31st March, 2017.

**4. Foreign Investment or collaborations, if any: N.A.**

**II. Information about the appointee:**

**(1) Background details**

Mr. Pawan Chadha is co-promoter of the Company and is very active towards the working of the Company. He is the Whole Time Director of the Company since incorporation and leading the company in right direction.

**(2) Past remuneration**

Total remuneration as last approved by shareholders in Annual General Meeting held on 26th September, 2015 was Rs. 4,00,000/- per month plus Rs. 50,000/- p.m. as perquisites.

**(3) Recognition or awards : NIL**

**(4) Job profile and his suitability :**

Mr. Pawan Chadha is an Engineer and has around 47 years of experience. Keeping in view the background of Mr. Pawan Chadha, he is best suitable for the job.

**(5) Remuneration proposed.:**

As set out in the proposed Resolution mentioned above.

**(6) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)**

Taking into consideration the prevalent norms in the Industry, experience and exposure of Mr. Pawan Chadha, Whole Time Director of the Company, the remuneration being paid to him is even below par. While recommending the proposed resolution the Nomination and Remuneration Committee has taken into account job profile, position and responsibilities as shouldered by Mr. Pawan Chadha.

The proposed Nomination and Remuneration Committee has considered the remuneration policy of the Company while recommending the proposed increase of remuneration.

- (7) **Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.**  
Mr. Pawan Chadha is the promoter and executive director of the company. He directly holds 262150 Eq. Shares of the company.

**III. Other information:**

- 1 Reasons for loss or inadequate profits: The main reason for inadequate profit/fall in profit during the year are as under :**  
The Company is earning profit for quite some time. There is decline of 99.65% in profits as at 31.03.2017 over the profits as earned in financial year ending 31.03.2016.

The proposed remuneration is with the parameters given in Schedule V.

**1. Steps taken or proposed to be taken for improvement**

To expand the base by tapping new clients and focusing on revenue enhancement and expense efficiency.

**2. Expected increase in Productivity and Profits in Measurable terms**

The aforesaid steps being taken by the Company would increase the productivity and profits of the Company. The Company would continue its endeavour to increase the further revenue to improve the profitability Margin in the coming years.

**IV. Disclosures:**

None of the other Director and Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise in the resolution set out at Item No. 5

Information about the appointee as per the requirement of SS-2 on General Meeting issued by The Institute of Company Secretary of India regarding Item No. 5.

Name	<b>Mr. Pawan Chadha</b>
Designation	Whole Time Director
Date of Birth	11/12/1947
Qualification	Engineer
Experience	47 years
Profile	Mr. Pawan Chadha is an Engineer and has around 47 years of experience.
Directorship held in other Companies	NIL
Directorship held in Listed entities (other than Oscar Global Limited)	NIL
Membership of Committees of the Board (only Listed Entities) in which Chairmanship, membership is held (includes only Audit Committee and Stakeholder Relationship Committee)	2
Numbers of shares held in the Company as on 31.03.2017	262150
No. of Board Meeting attended during the year	Four
Terms & Conditions of appointment/ re-appointment	Proposed remuneration to be paid is Rs. 7,00,000/-p.m. plus Rs. 1,00,000/- perquisites. Proposed remuneration is as per the Nomination and of Remuneration Policy of the Company. Remuneration sought to be paid Terms and Conditions of appointment is as per the appointment letter
Past Remuneration	Rs. 4,00,000/- per month plus Rs. 50,000/- perquisites.
Relationship with other Directors	N.A
Committee Positions	Nil

The above may be treated as a written memorandum setting out the terms of re-appointment of Mr. Pawan Chadha under section 190 of the Companies Act, 2013. The Directors recommend the resolution for approval of the Shareholders.

**Item No. 6 & 8**

The Company at its Annual General Meeting held on 26.09.2015 made the appointment of Mr. Satish Kumar Verma as a Managing Director of the Company for a period of 3 years w.e.f. 01-11-2014 to 31.10.2017 on a monthly salary of Rs. 2,00,000/- p.m. plus Rs. 50,000/- p.m. as perquisites .

The salary of Mr. Satish Kumar Verma was further increased to Rs. 4,00,000/- per month as Salary plus Rs. 50,000/- p.m. as perquisites with effect from 1st October, 2015 for rest of the tenure. However, all other terms and conditions of the appointment remain unchanged. The increased remuneration was subject to the overall limits as provided under section 197 and 198 and any other applicable provisions, if any, read with Schedule V of the Companies Act, 2013.

During his leadership the Company has shown good growth as compared to other industries, his salary is much below the normal level as compared with prevailing industry standards.



Therefore, the Board of Directors as recommended by Nomination and Remuneration Committee approved the increase of remuneration of Mr. Satish Kumar Verma, Managing Director w.e.f. 01/04/2017 as proposed in the resolution. The said increase is in line with the provisions of the companies act 2013.

Members' approval by way of Special resolution for the increase in remuneration to be paid to Mr. Satish Kumar Verma , Managing Director, in terms of the provisions of Schedule V the Act is required. Hence, the resolution.

The members are requested to consider and approve the above proposal for increase in the salary of Mr. Satish Kumar Verma.

The Board of Directors of the Company ('the Board') at their meeting held on 21<sup>st</sup> August, 2017 considered on the recommendation of Nomination & Remuneration Committee and subject to the approval of members in the ensuing Annual General Meeting re-appointed Mr. Satish Kumar Verma (DIN:00225444) as Managing Director for a period of 3(three) years with effect from 1st November 2017 to 31<sup>st</sup> October, 2020 on a remuneration as per the details mentioned in the resolution

His reappointment as Managing Director and terms & conditions thereon has already been approved by the Nomination & Remuneration Committee in its meeting held on 21.08.2017.

Further, the Board of Director proposed to increase the remuneration of Mr. Satish Kumar Verma, Managing Director w.e.f. 01/04/2017. The existing remuneration is very low therefore, Nomination and Remuneration Committee has recommended increase keeping in view her qualification, experience and contributions.

The proposed remuneration is also as per prevailing industry parameters. Members' approval for the re-appointment of and remuneration payable to Mr. Satish Kumar Verma as Managing Director, in terms of the provisions of Schedule V the Act is required.

**The Particulars required to be disclosed in the Explanatory Statement in accordance with the provisions of Section II of Part II of Schedule V of the Companies Act, 2013 are given below:**

**I. General Information:**

**1. Nature of Industry**

The Company is in business of Manufacturing and export of leather garments and other goods made of leather.

**2. Date of Commercial Production:-**

The Company began its Commercial Production in 1990.

**3. Financial Performance**

The company's net profit after taxation is Rs 2,667.09 for the year ended 31st March, 2017.

**4. Foreign Investment or collaborations, if any: N.A.**

**II. Information about the appointee:**

**(1) Background details**

Mr. Satish Kumar Verma is co-promoter of the Company and is very active towards the working of the Company. He is the Managing Director of the Company since incorporation and leading the company in right direction.

**(2) Past remuneration**

Total remuneration as last approved by shareholders in Annual General Meeting held on 26th September, 2015 was Rs. 4,00,000/- per month plus Rs. 50,000 p.m. as perquisites.

**(3) Recognition or awards : NIL**

**(4) Job profile and his suitability :**

Mr. Satish Kumar Verma is a Qualified Engineer and has around 48 years of experience. Keeping in view the background of Mr. Satish Kumar Verma, he is best suitable for the job.

**(5) Remuneration proposed.:**

As set out in the proposed Resolution mentioned above.

**(6) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)**

Taking into consideration the prevalent norms in the Industry, experience and exposure of Mr. Satish Kumar Verma, Managing Director of the Company, the remuneration being paid to him is even below par. While recommending the proposed resolution the Nomination and Remuneration Committee has taken into account job profile, position and responsibilities as shouldered by Mr. Satish Kumar Verma.

The proposed Nomination and Remuneration Committee has considered the remuneration policy of the Company while recommending the proposed increase of remuneration.

**(7) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.**

Mr. Satish Kumar Verma is the promoter and executive director of the company. He directly holds 60962 Eq. Shares of the company. He also holds 42500 equity shares as the Karta of HUF. He is also interested in Akansha Vinyog Limited & Kanika Audio Visual P. Ltd., company which forms part of promoter group.

**III. Other information:**

**1 Reasons for loss or inadequate profits: The main reason for inadequate profit/fall in profit during the year are as under :**

The Company is earning profit for quite some time. There is decline of 99.65% in profits as at 31.03.2017 over the profits as earned in financial year ending 31.03.2016.

# OSCAR GLOBAL LIMITED



The proposed remuneration is with the parameters given in Schedule V.

**1. Steps taken or proposed to be taken for improvement**

To expand the base by tapping new clients and focusing on revenue enhancement and expense efficiency.

**2. Expected increase in Productivity and Profits in Measurable terms**

The aforesaid steps being taken by the Company would increase the productivity and profits of the Company. The Company would continue its endeavour to increase the further revenue to improve the profitability Margin in the coming years.

**IV. Disclosures:**

None of the other Director and Key Managerial Personnel of the Company except Ms. Arpita Verma are concerned or interested, financially or otherwise in the resolution set out at Item No. 6

Information about the appointee as per the requirement of SS-2 on General Meeting issued by The Institute of Company Secretary of India regarding Item No. 6.

Name	<b>Mr. Satish Kumar Verma</b>
Designation	Managing Director
Date of Birth	07/04/1949
Qualification	Engineer
Experience	48 years
Profile	Mr. Satish Kumar Verma is a Qualified Engineer and has around 48 years of experience.
Directorship held in other Companies	1. BRIGHT COMPTECH PRIVATE LIMITED 2. OMEGA FUTURISTIC PRIVATE LIMITED 3. SENAO INTERNATIONAL LTD 4. KANIKA AUDIO VISUALS PRIVATE LIMITED 5. AKANKSHA VINIYOG LTD 6. SRD AGENCIES LLP 7. OSCAR INTERNATIONAL LIMITED 8. ASV ELECTRONICS PRIVATE LIMITED 9. RELIANCE ELECTRONIC INDUSTRIES (INDIA) LLP 10. OSCAR MARKETING COMPANY PRIVATE LIMITED 11. OSCAR IT INFRASTRUCTURE PRIVATE LIMITED
Membership of Committees of the Board (only Listed Entities) in which Chairmanship, membership is held (includes only Audit Committee and Stakeholder Relationship Committee)	NIL
Numbers of shares held in the Company as on 31.03.2017	60962
No. of Board Meeting attended during the year	Four
Terms & Conditions of appointment/ re-appointment	Proposed remuneration to be paid is Rs. 7,00,000/-p.m. plus Rs. 1,00,000/- perquisites. Proposed remuneration is as per the Nomination and of Remuneration Policy of the Company. Remuneration sought to be paid Terms and Conditions of appointment is as per the appointment letter
Past Remuneration	Rs. 4,00,000/- per month plus Rs. 50,000/- perquisites.
Relationship with other Directors	He is the father of Ms. Arpita Verma, Whole Time Director

The above may be treated as a written memorandum setting out the terms of re-appointment of Mr. Satish Kumar Verma under section 190 of the Companies Act, 2013. The Directors recommend the resolution for approval of the Shareholders.

**By Order of the Board  
For Oscar Global Limited  
Sd/-  
(Satish Kumar Verma)  
Chairman & Managing Director  
DIN: 00225444  
Add: A-2/78, Punjabi Bagh,  
New Delhi-110026**

**Place: Noida  
Date : 21st August, 2017**

# OSCAR GLOBAL LIMITED



## ANNEXURE TO THE NOTICE

**Details of Directors seeking re-appointment at the 26th Annual General Meeting of the Company:**  
**[Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Clause 1.2.5 of Secretarial Standards.]**

Name	Mr. Pawan Chadha	Mr. Satish Kumar Verma	Mr. Kawaljit Singh Bhatia
Designation	Whole Time Director	Managing Director	Independent Director
Date of Birth	11-12-1947	07-04-1949	01-11-1962
Date of first appointment	09/10/1990	09/10/1990	14-04-2017*Appointed as Additional Director
Qualification	Engineer	Engineer	Graduate
Experience	47 years	48 years	32 years
Profile	Mr. Pawan Chadha is an Engineer and has around 47 years of experience.	Mr. Satish Kumar Verma is a Qualified Engineer and has around 48 years of experience.	Mr. Kawaljit Singh Bhatia is a Graduate and has around 32 years of experience.
Directorship held in other Companies	NIL	1. Bright Comptech Private Limited 2. Omega Futuristic Private Limited 3. Senao International Ltd. 4. Kanika Audio Visuals Private Limited 5. Akanksha Viniyor Ltd. 6. SRD Agencies LLP 7. Oscar International Limited 8. ASV Electronics Private Limited 9. Reliance Electronics Industries (India) LLP 10. Oscar Marketing Company	1. ABM International Limited
Directorship held in Listed entities (other than Oscar Global Limited)	NIL	NIL	1. ABM International Limited
Membership of Committees of the Board (only Listed Entities) in which Chairmanship membership is held (includes only Audit Committee and Stakeholder Relationship Committee)	2	NIL	1
Numbers of shares held in the Company	262150	60962	NIL
No. of Board Meeting attended during the year	4	4	*Appointed on 14-04-2017
Terms & Conditions of appointment/ re-appointment	Terms & Conditions is as per the appointment letter	Terms & Conditions is as per the appointment letter	NIL
Past Remuneration	Rs. 4,00,000 p.m. plus Rs. 50,000/- perquisites	Rs. 4,00,000 p.m. plus Rs. 50,000/- perquisites	NIL
Relationship with other Directors	NIL	He is the father of Ms. Arpita Verma, Whole Time Director	NIL

**By Order of the Board  
For Oscar Global Limited  
Sd/-  
(Satish Kumar Verma)  
Chairman & Managing Director  
DIN: 00225444**

**Residential Address: A-2/78, Punjabi Bagh,  
New Delhi-110026**

**Place: Noida  
Date : 21st August, 2017**

## BOARD'S REPORT

To,  
The Members,  
Oscar Global Limited

Your Directors are pleased to present 26th Annual Report covering the operational and financial performance of your Company along with the Audited Financial Statements for the Financial Year ended March 31, 2017

### FINANCIAL SUMMERY OF THE COMPANY

Particulars	(Amount in Rs. )	
	Year ended on March 31, 2017 (Audited)	Year ended on March 31, 2016 (Audited)
Gross Sales	92,417,507.00	99,988,183.88
Other Income	572,470.20	718,498.88
<b>Total Revenue</b>	<b>92,989,977.20</b>	<b>100,706,681.88</b>
Profit before Depreciation & Tax	1,601,225.95	3,065,401.75
Depreciation	1,285,770.86	1,704,628.92
<b>Profit before Tax</b>	<b>315,455.09</b>	<b>1,360,772.83</b>
Tax adjustment for Current year	237,260.00	631,584.00
Tax adjustment for Deferred Tax	75,528	(24,863.00)
<b>Profit after Tax</b>	<b>2,667.09</b>	<b>754,051.83</b>

### KEY HIGHLIGHTS/ REVIEW OF OPERATIONS

During the period under consideration, the Total Revenue for the year fell to Rs. 9.29 Cr. in 2016-17 from Rs.10.07Cr. in 2015-16, resulting in a decline of 39.51%

The Net Profit for the year declined to Rs. 0.03 Lac in 2016-17 from Rs.07.54 Lac in the previous year a decline of 63.92%

The Earnings per share (EPS) for the year is Rs. 0.001 per share resulting a decline of 99.57% as compared to Rs 0.23 per share of the previous year.

### STATE OF COMPANY'S AFFAIRS

The Company specializes in the production and export of leather garments and accessories. The company's products are exported mainly to Europe. Although there is big competition, the future prospects look good.

### DIVIDEND & RESERVES

In order to meet the additional working capital requirements of the Company, no dividend has been declared.

During the year under review, the company has not transferred any amount to the General Reserve.

### MATERIAL CHANGES AND COMMITMENTS AFFECTING FINANCIAL POSITION BETWEEN THE END OF THE FINANCIAL YEAR AND DATE OF REPORT

There are no material changes affecting the affairs of the company which have occurred between the end of the financial year on March 31,2017 of the company to which the financial statements relate and the date of this report.

### CHANGE IN THE NATURE OF BUSINESS

There is no change in the nature of the Business during the Financial year under review.

### DEPOSITS

Your Company has no unclaimed / unpaid matured deposit or interest due thereon. Your Company has not accepted any deposits covered under 'Chapter V - Acceptance of Deposits by Companies' under the Companies Act, 2013 during the financial year ended March 31, 2017.

### CAPITAL STRUCTURE

The Authorized Share Capital of the Company as on March 31, 2017 stands at Rs. 40,000,000/- divided into 40,00,000 equity shares of Rs. 10/- each. The Paid up Equity Share Capital as at March 31, 2017 stood at Rs. 32918000/- divided into 3283600 equity shares of Rs. 10/- each fully paid –up and 16400 equity shares of Rs. 10/-each paid up and 16400 equity shares of Rs. 10/-each paid up @ Rs. 5/- each.

During the year under review, the Company has not issued shares with differential voting rights nor has granted any stock options or sweat equity. As on March 31, 2017, none of the Directors of the Company hold instruments convertible into equity shares of the Company

**MANAGEMENT'S DISCUSSION AND ANALYSIS REPORT**

Management's Discussion and Analysis Report for the year under review, as stipulated under Regulation 34(3) read with Schedule V (B) of the Securities of Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015, is presented in a separate section forming part of the Annual Report.

**CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES**

During the year under review, the Company had not entered into any contract / arrangement / transaction with related parties which could be considered material in accordance with the policy of the Company on materiality of related party transactions or covered under Section 188 of the Companies act, 2013. Hence, the details of such contracts or arrangements with its related parties are not disclosed in Form AOC-2 as prescribed under the Companies Act, 2013 and the Rules framed thereunder.

The Policy on dealing with related party transactions and on determining materiality of related party transactions as approved by the Board may be accessed on the Company's website at [www.oscar-global.net](http://www.oscar-global.net)

**SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES**

Your company does not have any unlisted/listed subsidiary company or Joint Ventures or any Associate Companies.

Pursuant to the provisions of the Rule 8 of Companies (Accounts) Rules, 2014, Form AOC-1 is attached as **Annexure-I**

**DIRECTORS' RESPONSIBILITY STATEMENT**

Your Directors confirm that:

- (a) in the preparation of the annual accounts, the applicable accounting standards had been followed and there is no material departures;
- (b) they 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 and of the profit of the company for that period;
- (c) they had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) they had prepared the annual accounts on a going concern basis;
- (e) they have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
- (f) they had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

**CORPORATE GOVERNANCE**

As per Regulation 15(2) of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, compliance with the Corporate Governance provisions as specified in regulation 17 to 27 and clause (b) to (i) of the sub-regulation (2) of regulation 46 and Para C, D, and E of Schedule V shall not apply to the company having Paid-up Equity Share Capital not exceeding Rs. Ten Crore and Net Worth not exceeding Rs. Twenty Five Crore, as on the last day of the previous financial year. The Company is covered under the limit as prescribed in Regulation 15(2) of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, therefore Company is not required to comply with the said provisions.

**RISK MANAGEMENT**

In accordance with provisions of Regulation 21 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is not required to maintain Risk Management Committee.

At present the Company has not identified any element of risk which may threaten the existence of the Company

**CORPORATE SOCIAL RESPONSIBILITY (CSR)**

As per Regulation 15(2) of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, compliance with the Corporate Governance provisions as specified in regulation 17 to 27 and clause (b) to (i) of the sub-regulation (2) of regulation 46 and Para C, D, and E of Schedule V shall not apply to the company having Paid-up Equity Share Capital not exceeding Rs. Ten Crore and Net Worth not exceeding Rs. Twenty Five Crore, as on the last day of the previous financial year. The Company is covered under the limit as prescribed in Regulation 15(2) of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, therefore Company is not required to comply with the said provisions.

**INTERNAL FINANCIAL CONTROL**

The Board has adopted the policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the 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 disclosures.

The Company's Internal Control Systems are commensurate with the nature of its business and the size and complexity of its operations. It comprises audit and compliance by internal audit checks by M/s Singh Hardev & Associates, Practicing Company Secretaries as Internal Auditors of the Company.

The Internal Auditors independently evaluate the adequacy of internal controls and concurrently audit the financial transactions and review various business processes. Independence of the Internal Auditors and therefore compliance is ensured by the direct report of internal audit division and Internal Auditors to the Audit Committee of the Board.

**DIRECTORS AND OTHER KEY MANAGERIAL PERSONNEL**

Your Company is managed and controlled by a Board comprising an optimum blend of Executives and Non-Executive Professional Directors. As on March 31, 2017, the Board of Directors consists of Five (5) Directors including one Managing Director, two Whole time Director & CFO and two(2) Non-executive Independent Directors including one Woman Director. The composition of the Board is in conformity with Regulation 17 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and the relevant provisions of the Companies Act, 2013. All the Directors possess the requisite qualifications and experience in general corporate Management, finance, banking and other allied fields which enable them to contribute effectively to the Company in their capacity as Directors of the Company.

**DIRECTORS**

There is no change in Composition of Directors during the financial year ended on March 31, 2017 except that

Mr. K.S. Bhatia was appointed as an Additional Director on 14<sup>th</sup> April, 2017 to hold office till the conclusion of ensuing AGM and Ms. Deepika Singh has resigned from the post of Independent Director w.e.f. 30<sup>th</sup> June, 2017 The board places its appreciation on record for the valuable services rendered by Ms deepika Singh during her tennure.

As per the provisions of the Companies Act, 2013, Mr. Pawan Chadha retires at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment. The Board recommends his re-appointment for approval of the members in the forthcoming Annual General Meeting.

**KEY MANAGERIAL PERSONNEL**

Ms. Nikita Chopra has resigned from the position of Company Secretary w.e.f. January 17, 2017.

The Board appointed Ms. Heena Arora d as a Company Secretary and Compliance Officer (KMP as per section 203) of the Company with effect from 14<sup>th</sup> April, 2017, to perform the duties which shall be performed by the Company Secretary under the Companies Act, 2013.

In compliance of section 203 of the Companies Act, 2013, Mr. Pawan Chadha, Whole Time Director and CFO, Mr. Satish Kumar Verma, Managing Director, Ms. Arpita Verma, Whole Time Director of the Company and Ms. Heena Arora, Company Secretary, are nominated as Key Managerial Personnel (KMP) of the Company.

**DECLARATION BY INDEPENDENT DIRECTORS**

**There was no Appointment and Re-appointment of Independent Director during the year.**

Independent directors had submitted their disclosure to the Board that they fulfill all the requirements as to qualify for their appointment as an Independent Director under the provisions of Section 149 read with Schedule IV of the Companies Act, 2013. The Board confirms that the independent directors meet the criteria as laid down under the Companies Act, 2013

None of the Independent Director on the Board of the Company serve as an Independent Director in more than seven (7) Listed Companies nor holds the position of Whole time Director in any Listed Company. Independent Directors of the Company have been appointed in accordance with the applicable provisions of the Companies Act, 2013 ("Act") read with relevant rules.

**FORMAL ANNUAL EVALUATION**

The Companies Act, 2013 and SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 mandates that the Board shall monitor and review the Board evaluation i.e. evaluation of the performance of: (i) the Board as a whole, (ii) individual directors (including independent directors and Chairperson) and (iii) various Committees of the Board

The framework includes the evaluation of directors on various parameters such as:

- Board dynamics and relationships
- Information flows
- Decision-making
- Relationship with stakeholders
- Company performance and strategy
- Tracking Board and committees' effectiveness
- Peer evaluation

In compliance with the Companies Act, 2013 and Regulation 17 (10) of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, the Board has carried out an evaluation of its own performance, Committees and performance of individual Directors during the period under review. The aspects covered in the evaluation included the contribution to and monitoring of corporate governance practices, participation in the long-term strategic planning and the fulfillment of Directors' obligations and fiduciary responsibilities, including but not limited to, active participation at the Board and Committee meetings. The evaluation involves Self-Evaluation by the Board Members and subsequent assessment by the Board of Directors. The Board of Directors expressed their satisfaction with the evaluation process.

The Board of Directors has framed a policy which lays down a framework in relation to remuneration of Directors, key managerial personnel and senior management of the company. This policy also lays down criteria for selection and appointment of Board Members. The details of the policy are explained in the Corporate Governance Report.

**AUDITORS**

**Statutory Auditors**

M/s. Dubey & Co., Chartered accountants Statutory Auditors of the Company hold office till the conclusion of the ensuing Annual General Meeting . They have confirmed their eligibility to the effect that their re-appointment, if made, would be within the prescribed limits under the Act and that they are not disqualified for re-appointment. The Company has received their written consent and a certificate that they satisfy the criteria provided under Section 141 of the Act and that the appointment, if made, shall be in accordance with the applicable provisions of the Act and rules framed thereunder. The Report given by M/s. Dubey & Co, Statutory Auditors on the financial statement of the Company for the year ended 31<sup>st</sup> March, 2017 is part of the Annual Report.

**Auditor’s Report**

Auditor’s Report does not contain any observation(s)/qualification(s), hence does not call for any explanation.

During the year under review, the Auditors had not reported any matter under Section 143 (12) of the Act, therefore no detail is required to be disclosed under Section 134 (3)(ca) of the Act.

**Cost Auditors**

Companies (cost records and audit) (Amendment) Rules, 2015 are not applicable on the Company for the financial year 2016–17:

**Secretarial Auditors**

The Board had appointed Mr. R.S. Bhatia (CP No.2514), Practicing Company Secretary, to carry out Secretarial Audit in accordance with the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, for the financial year ended March 31, 2017.

**Secretarial Auditors’s Report**

There is no qualification, reservation or adverse remark or disclaimer made by the auditor in the report save and except disclaimer made by them in discharge of their professional obligation.

A copy of the Secretarial Audit Report is annexed herewith as **Annexure -IV** and forms part of this report.

**COMPOSITION OF COMMITTEES**

**Audit Committee**

The Board of Directors of the Company has a duly constituted Audit Committee in terms of the provisions of Section 177 of the Companies Act, 2013 read with the Rules framed thereunder and Regulation 18 of the Listing Regulations. The terms of reference of the Audit Committee has been approved by the Board of Directors.

The Audit Committee comprises two (2)Independent Directors and one(1) Promoter Director. Mr. Kishan Kalani is the Chairman of the Committee.

The details of the composition of the Committee are set out in the following table:

S. No.	Name	Status	Designation
1.	Mr. Kishan Kalani	Independent Director	Chairman
2.	Ms. Deepika Singh	Independent Director	Member
3.	Mr. Pawan Chadha	Promoter Director	Member

All the recommendations made by the Audit Committee were accepted by the Board.The Company Secretary of the Company acts as the secretary to the Audit Committee

**Nomination and Remuneration Committee**

The Board of Directors constituted a Nomination and Remuneration Committee comprising two (2)Independent Directors and one(1) Promoter Director. Mr. Kishan Kalani is the Chairman of the Committee.

The function of the Nomination and Remuneration Committee includes recommendation of appointment of Whole-time Director(s)/ Managing Director/Joint Managing Director and recommendation to the Board of their remuneration.

## OSCAR GLOBAL LIMITED



A Nomination and Remuneration Committee has been constituted under section 178 of the Companies Act 2013 for formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and other employees.

The aforesaid policy has been posted on the Website of the Company at [www.oscar-global.net](http://www.oscar-global.net)

The details of the composition of the Committee are set out in the following table:

S.No.	Name	Status	Designation
1.	Mr. Kishan Kalani	Independent Director	Chairman
2.	Mr. Pawan Chadha	Promoter Director	Member
3.	Ms. Deepika Singh	Independent Director	Member

### Stakeholder Relationship Committee

The Board of Directors constituted a Stakeholder Relationship Committee comprises of two (2) Independent Directors and one (1) Promoter Director. Mr. Kishan Kalani is the Chairman of the Committee. The Stakeholder Relationship Committee, inter alia, oversees and reviews all matters connected with the investor services in connection with applications received and shares allotted in the Initial Public Offer, status of refund account, conversion of partly paid shares into fully paid shares, rematerialization and dematerialization of shares and transfer of shares of the Company.

The Committee oversees performance of the Registrar and Transfer Agents of the Company and recommends measures for overall improvement in the quality of investor services.

The details of the composition of the Committee are set out in the following table:

S. No.	Name	Status	Designation
1.	Mr. Kishan Kalani	Independent Director	Chairman
2.	Mr. Pawan Chadha	Promoter Director	Member
3.	Ms. Deepika Singh	Independent Director	Member

### POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION

The current policy is to have an appropriate mix of executive and independent directors to maintain independence of the Board, and separate its function of governance and management. As on March 31, 2017, the Board consists of five members, three of whom are executive directors and two are non-executive independent directors.

The Policy of the Company on director's appointment and remuneration, including criteria for determining qualifications, positive attributes, independence of a director and other matters, as required under sub-section (3) of Section 178 of the Companies Act, 2013, is available on the Company website ([www.oscar-global.net](http://www.oscar-global.net)). There has been no change in the policy since the last financial year. We affirm that the remuneration paid to the Directors is as per the terms laid out in the Nomination and Remuneration policy of the Company.

### VIGIL MECHANISM/ WHISTLE BLOWER POLICY

The Vigil Mechanism of the Company, which also incorporates a whistle blower policy in terms of provisions of Section 177 of the Companies Act, 2013 and Rules framed thereunder read with Regulation 22 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, includes an Ethics & Compliance Task Force comprising senior executives of the Company. The Company has a whistle blower policy/ vigil mechanism for directors and employees to report genuine concerns or grievances.

The whistle Blower policy has been posted on the Website of the Company at [www.oscar-global.net](http://www.oscar-global.net)

### NUMBER OF MEETINGS OF THE BOARD

During the year, the Board of Directors of the Company has met on the following dates, in compliance with the provisions of the Companies Act, 2013:

S No.	Date of meeting	Total No. of Directors on the Date of Meeting	No. of Directors attended	% of Attendance
1	10.05.2016	5	4	80%
2	08.08.2016	5	5	100%
3	11.11.2016	5	4	80 %
4	06.02.2016	5	4	80%

The intervening gap between any two meetings was within the period prescribed by the Companies Act, 2013.



**PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEES GIVEN AND SECURITIES PROVIDED**

The Company has not given any loan, made investment and provided security in terms of section 186 of the Companies Act, 2013.

**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**

The particulars relating to conservation of energy, technology absorption, foreign exchange earnings and outgo, as required to be disclosed under the Act, are provided in **Annexure III** to this Report.

**SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE**

There are no significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

**DEPOSIT**

Your Company has neither accepted nor any fixed deposit was outstanding as on the Balance Sheet date.

**EXTRACT OF ANNUAL RETURN**

Extract of Annual Return in Form No. MGT – 9, as required under Section 92 of the Companies Act, 2013, is included in this Report as **Annexure-III** and forms an integral part of this Report.

**PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE**

Your Directors state that during the financial year ended March 31, 2017 under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

**PARTICULARS OF EMPLOYEES**

The statement containing particulars of employees as required under section 197(12) of the Companies Act, 2013 read with rule 5 of the Companies (Appointment of Managerial Personnel) Rules, 2014 is given in **Annexure-VI** and forms part of this Report. In terms of Section 136(1) of the Companies Act, 2013, the Report and the Accounts are being sent to the Members excluding the aforesaid Annexure. Any Member interested in obtaining a copy of the Annexure may write to the Company Secretary at the Registered Office of the Company.

**GENERAL DISCLOSURES**

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

1. Details relating to deposits covered under Chapter V of the Act.
2. Issue of equity shares with differential rights as to dividend, voting or otherwise.
3. Issue of shares (including sweat equity shares/ ESOP) to employees of the Company under any scheme.
4. Neither the Managing Director nor the Whole-time Directors of the Company receive any remuneration or commission from any of its subsidiaries.
5. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

**ACKNOWLEDGEMENT**

Your Directors would like to express their sincere appreciation for the assistance and co-operation received from the financial institutions, banks, Government authorities, customers, vendors and members during the year under review.

Your Directors proudly acknowledge the contribution and hard work of the employees of the Company and its subsidiaries at all levels, who, through their competence, hard work, solidarity and commitment have enabled the Company to achieve consistent growth.

By Order of the Board  
For Oscar Global Limited  
Sd/-  
(Satish Kumar Verma)  
Chairman & Managing Director  
DIN: 00225444  
Residential Address: A-2/78, Punjabi Bagh,  
New Delhi-110026

Place: Noida  
Date : 21.08.2017

**Form AOC-1**

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

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

**Part "A": Subsidiaries**

(Information in respect of each subsidiary to be presented with amounts in Rs.)  
Company does not have any subsidiary/ associate companies/ joint ventures.

Sl. No.	Particulars	Details	
1.	Name of the subsidiary	Not Applicable	
2.	The date when subsidiary was acquired		
3.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period		
4.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries		
5.	Share capital		
6.	Reserves & surplus		
7.	Total assets		
8.	Total Liabilities		
9.	Investments		
10.	Turnover		
11.	Profit before taxation		
12.	Provision for taxation		
13.	Profit after taxation		
14.	Proposed Dividend		
15.	% of shareholding		

**Part "B": Associates and Joint Ventures**

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

Name of associates/Joint Ventures

1.	Latest audited Balance Sheet Date	N.A
2.	Date on which the Associate or Joint Venture was associated or acquired	
2.	Shares of Associate/Joint Ventures held by the company on the year end	
No.	Amount of Investment in Associates/Joint Venture	
	Extend of Holding%	
3.	Description of how there is significant influence	
4.	Reason why the associate/joint venture is not consolidated	
5.	Net worth attributable to shareholding as per latest audited Balance Sheet	
6.	Profit/Loss for the year	
i.	Considered in Consolidation	
ii.	Not Considered in Consolidation	

1. Names of associates or joint ventures which are yet to commence operations -- NA

2. Names of associates or joint ventures which have been liquidated or sold during the year -- N.A.

By Order of the Board  
For Oscar Global Limited  
Sd/-

(Satish Kumar Verma)  
Chairman & Managing Director  
DIN: 00225444

Residential Address: A-2/78, Punjabi Bagh,  
New Delhi-110026

Place: Noida  
Date : 21.08.2017

**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**

The information under Section 134 (3) (m) of the Companies Act, 2013 read with Rule 8 (3) of the Companies (Accounts) Rules, 2014 for the year ended March 31, 2017 is given below and forms part of the Directors' Report.

The information under Section 134 (3) (m) of the Companies Act, 2013 read with Rule 8 (3) of the Companies (Accounts) Rules, 2014 for the year ended March 31, 2017 is given below and forms part of the Directors' Report.

**(A) Conservation of energy:**

- (i) Steps taken or impart on conservation of energy :-**No such steps were required**
- (ii) Steps taken by the company for utilizing alternate sources of energy:-**No such steps were required**
- (iii) Capital Investment on energy conservation equipments:-**No such steps were required**

**(B) Technology absorption**

- (I) efforts made towards technology absorption:- **No such steps were required**
- (II) benefit derived:- **NA**
- (III) In case of imported technology- N.A.
  - a) The detail of technology imported
  - b) The year of import
  - c) Whether the technology been fully absorbed
  - d) If not fully absorbed areas where absorption has not been taken place, and the reasons thereof
- (IV) Expenses incurred on R & D: NIL

**FOREIGN EXCHANGE EARNINGS AND OUTGO**

<b>PARTICULARS</b>	<b>CURRENT YEAR(2016-17)</b>	<b>PREVIOUS YEAR(2015-16)</b>
<b>Foreign Exchange Outgo</b>	<b>29,30,846.00</b>	<b>36,84,651.00</b>
<b>Foreign Exchange Earning</b>	<b>79,453,701.00</b>	<b>8,67,73,562.00</b>

Form No.MGT-9

**EXTRACT OF ANNUAL RETURN  
AS ON THE FINANCIAL YEAR ENDED ON 31<sup>ST</sup> MARCH, 2017  
[Pursuant to section 92(3) of the Companies Act,2013 and rule12(1) of the  
Companies (Management and Administration) Rules, 2014]**

**I. REGISTRATION AND OTHER DETAILS:**

i. CIN	L51909DL1990PLC041701
ii. Registration Date	09/10/1990
iii. Name of the Company	OSCAR GLOBAL LIMITED
iv. Category/Sub-Category of the Company	COMPANY LIMITED BY SHARES/ INDIAN NON-GOVERNMENT COMPANY
v. Address of the Registered office and contact details	101, PLOT NO.6, LSC, VARDHMAN RAJDHANI PLAZA, NEW RAJDHANI ENCLAVE, DELHI-110092
vi. Whether listed company	Yes
vii. Name, Address and Contact details of Registrar and TransferAgent, if any	MS. ANAMIKA BHOLA INDUS PORTFOLIO PRIVATE LIMITED, G-65, II <sup>ND</sup> Floor, Bali Nagar, New Delhi PH. No.: 011-47671217

**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:-

Sr. No.	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the company
1	Manufacture and Export of leather garments & other goods made of leather	14104	100

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

Sr. No.	Name and Address of the Company	CIN/GLN	Holding/Subsidiary/ Associate	%of shares held	Applicable Section
1.	<b>NIL</b>				

**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				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical Shares	Total	% of Total	Demat Shares	Physical	Total	% of Total	
<b>A. Promoter</b>									
1) <i>Indian</i>									
a) Individual/ HUF	404850	0	404850	12.27	414112	0	4,14,112	12.55	0.28
b) Central Govt	0	0	0	0	0	0	0	0	0
c) State Govt(s)	0	0	0	0	0	0	0	0	0
d) Bodies Corp	1032191	400	1032591	31.29	1032591	0	1032591	31.29	0
e) Banks / FI	0	0	0	0	0	0	0	0	0
f) Any Other	0	0	0	0	0	0	0	0	0
Sub-total(A)(1):-	1437041	400	1437441	43.56	1446703	0	4,46,703	43.84	0.28
2) <i>Foreign</i>									
g) NRIs-Individuals	0	0	0	0	0	0	0	0	0
h) Other-Individuals	0	0	0	0	0	0	0	0	0
i) Bodies Corp.	0	0	0	0	0	0	0	0	0
j) Banks / FI	0	0	0	0	0	0	0	0	0
k) Any Other....	0	0	0	0	0	0	0	0	0
Sub-total(A)(2):-	1437041	400	1437441	43.56	1446703	0	4,46,703	43.84	0.28

<b>B. Public Shareholding</b>										0
<i>1. Institutions</i>										0
a) Mutual Funds	0	18900	18900	0.57	0	18900	18900	0.57		0
b) Banks / FI	16600	0	16600	0.50	16600	0	16600	0.50		0
c) Central Govt	0	0	0	0	0	0	0	0		0
d) State Govt(s)	0	0	0	0	0	0	0	0		0
e) Venture Capital Funds	0	0	0	0	0	0	0	0		0
f) Insurance Companies	0	0	0	0	0	0	0	0		0
g) FIs	0	0	0	0	0	0	0	0		0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0		0
i) Others (specify)	0	0	0	0	0	0	0	0		0
<b>Sub-total(B)(1)</b>	<b>16600</b>	<b>18900</b>	<b>35500</b>	<b>1.08</b>	<b>16600</b>	<b>18900</b>	<b>35500</b>	<b>1.08</b>		<b>0</b>
<i>2. Non Institutions</i>										<b>0</b>
a) Bodies Corp.										
(i) Indian	52719	<b>152100</b>	204819	6.21	<b>42809</b>	<b>152200</b>	<b>195009</b>	<b>5.91</b>		<b>-0.30</b>
(ii) Overseas										
b) Individuals										
(i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	647861	413323	1042494	34.52	640964	411530	1113721	33.75		<b>-0.77</b>
(ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	234148	162300	420773	9.65	258473	162300	359546	10.90		1.25
c) Others(Specify)										
Clearing House	17108	0	17108	0.52	16721	0	16721	0.51		-0.01
Non-Resident Indian	20700	126800	147500	4.47	6000	126800	132800	4.02		-0.45
<b>Sub-total(B)(2)</b>	<b>972536</b>	<b>854523</b>	<b>1827059</b>	<b>55.37</b>	<b>964967</b>	<b>852830</b>	<b>1817797</b>	<b>55.08</b>		<b>-0.29</b>
<b>Total Public Shareholding (B)=(B)(1)+(B)(2)</b>	<b>989136</b>	<b>873423</b>	<b>1862559</b>	<b>56.44</b>	<b>981567</b>	<b>873423</b>	<b>1853297</b>	<b>56.16</b>		<b>-0.28</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>		<b>0</b>
<b>GrandTotal(A+B+C)</b>	<b>2426177</b>	<b>873823</b>	<b>3300000</b>	<b>100</b>	<b>2428270</b>	<b>871730</b>	<b>3300000</b>	<b>100</b>		<b>0</b>

**ii. Shareholding of Promoters**

Sr. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% Change in Shareholding during the year
		No. of Shares the company	% of total Shares of encumbered to total shares	% of Shares Pledged /	No. of Shares the company	% of total Shares of encumbered to total shares	% of Shares Pledged /	
1.	Pawan Chadha	262150	7.94	0	262150	7.94	0	0
2.	Satish Vema	51700	1.85	0	60962	1.85	0	0
3.	Satish Verma HUF	42500	1.29	0	42500	1.29	0	0
4.	Varun Chadha	26000	0.79	0	26000	0.79	0	0
5.	Karan Kanika Verma	22500	0.68	0	22500	0.68	0	0
6.	Akansha Vinyog Limited	826500	25.05	0	826500	25.05	0	0
7.	Kanika Audio Visual P Ltd.	206091	6.24	0	206091	6.24	0	0
	Total	1437441	43.56	0	1446703	43.84	0	0.01

**iii. Change in Promoters' Shareholding**

		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares of the company	% of total shares	No. of shares of the company	% of total shares
1.	At the beginning of the year	51700	1.57	60962	1.85
	Mr. Satish Kumar Verma				
	At the beginning of the year	51700	1.57	51700	1.57
	Add: Transfer on 27.01.2017	9262	0.28	60962	1.85
	At the end of the year	60962	1.85	60962	1.85
	At the End of the year	60962	1.85	60962	1.85

**IV. Shareholding Pattern of top ten shareholders : (Other than Directors, Promoters and Holders of GDRs and ADRs):**

S. No.	Shareholder's 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
1.	Mr. Prem Nanthani	162300	4.92	162300	4.92
2.	Mr. Subramanian P	66650	2.02	66650	2.02
3.	Mr. Bijendra Katta	58497	1.77	58497	1.77
4.	Ms. Hetal V Gopani	51099	1.55	51099	1.55
5.	M/s. Pioneer Credit Limited	50000	1.52	50000	1.52
6.	M/s V S Dempo & Co Ltd	41500	1.26	41500	1.26
7.	M/s Ind Bank Merchant Banking Srv Ltd	34000	1.03	34000	1.03
8.	Mr. Mahesh Thakur	23000	0.70	23000	0.70
9.	Mr. Yoginder Nath Dawar	21000	0.64	21000	0.64
10.	Ms. Ashok Mangaldas Girglani	20000	0.61	20000	0.61

**V. Shareholding of Directors and Key Managerial Personnels**

S. No.		Shareholding at the beginning of the year		Cumulative Shareholding	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Mr. Satish Kumar Verma	51700	1.57	51700	1.57
	Add: Transfer	9262	0.28	60962	1.85
	At the end of the year	60962	1.85	60962	1.85
2	Mr. Pawan Chadha	262150	7.94	262150	7.94
	Add: Transfer	0	0	262150	7.94
	At the end of the year	262150	7.94	262150	7.94
3	Ms. Arpita Verma	Nil	Nil	Nil	Nil
4	Mr. Kishan Kalani	Nil	Nil	Nil	Nil
5	Ms. Deepika Singh	Nil	Nil	Nil	Nil

**VI. INDEBTEDNESS**

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

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

**VII. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

Sl. No.	Particulars of Remuneration	Satish Kumar Verma	Pawan Chadha	Arpita Verma	Total Amount in Rs.
1.	Gross salary				
(a)	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	4800000	3600000	3600000	12000000
(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, please specify	-	-	-	-
6.	Total (A)	4800000	3600000	3600000	12000000

Ceiling as per the Act : The remuneration paid to Directors and Key Management Personnel are within the limit as prescribed under Schedule V of the Companies Act, 2013.

**B. Remuneration to other directors:**

Sl. No.	Particulars of Remuneration	Kishan Kalani	Deepika Singh	Total Amount in Rs.
	<b>Independent Directors</b>			
	·Fee for attending board committee meetings	-	-	-
	·Commission	-	-	-
	·Others, please specify	-	-	-
	Total (1)	-	-	-
	Total Managerial Remuneration			

**C. Remuneration to Key Managerial Personnel Other Than MD/Manager /WTD : Amount in Rs.**

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary Ms. Nikita Chopra	CFO	Total Amount in Rs.
1.	Gross salary				
(a)	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	1,80,000	-	-
(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, please specify	-	-	-	-
6.	Total	-	1,80,000	-	1,80,000

**VIII. 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	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
B. Directors					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
C. Other Officers In Default					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL

By Order of the Board  
For Oscar Global Limited  
Sd/-

(Satish Kumar Verma)  
Chairman & Managing Director  
DIN: 00225444

Residential Address: A-2/78, Punjabi Bagh,  
New Delhi-110026

Place: Noida  
Date : 21.08.2017



**SECRETARIAL AUDIT REPORT  
FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH 2017**

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

To,

The Members,  
Oscar Global Limited  
101, Plot No. 6, LSC  
Vardhman Rajdhani Plaza,  
New Rajdhani Enclave, New Delhi  
CIN No.: L51909DL1990PLC041701

I have conducted the Secretarial Audit in respect of compliance with specific applicable statutory provisions and adherence to good corporate practices by "Oscar Global Limited" (hereinafter called the company). Secretarial Audit was conducted in a manner that provided me with a reasonable basis for evaluating the corporate conduct /statutory compliance and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company, the information provided by the company, its officers, agents and authorized representatives during the conduct of secretarial audit, the explanations and clarifications given to me and the representations made by the Management, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2017 complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2017 according to the provisions of:

- (i) The Companies Act, 1956 and Companies Act, 2013 ("the Acts") and the rules made thereunder, as 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) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - a. Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - c. Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
  - d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; Not applicable
  - e. Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - Not applicable as the Company has not issued any debt securities during the financial year under review;
  - f. Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client - Not Applicable as the Company is not registered as Registrar to an Issue and Share Transfer Agent during the financial year under review;
  - g. Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 - Not applicable as the Company has not delisted its equity shares from any stock exchange during the financial year under review; and
  - h. Securities and Exchange Board of India (Buy back of Securities) Regulations, 1998 - Not applicable as the Company has not bought back any of its securities during the financial year under review.
- vi) The Company is primarily engaged in manufacturing and export of leather garments. There is no sector specific law applicable in the Company.

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreement entered into by the Company with BSE Limited.
- (iii) SEBI (The Listing Obligations And Disclosure Requirements) Regulations, 2015.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, I hereby report that in my opinion, the Company has, during the financial year ended **March 31, 2017** complied with the aforesaid laws.

Based on the information received and records made available, I further report that:

1. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the financial year under review, were carried out in compliance with the provisions of the Acts and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
2. Adequate notice was given to all the Directors regarding holding of the Board Meetings. Agenda was sent in advance before the meeting. There exists a system for Directors to seek and obtain further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting;
3. Decisions at the Board Meetings were taken unanimously and recorded as part of the Minutes of the Meetings; (No dissent was there nor any dissent recorded)

In my opinion, 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 and applicable general laws like labour laws, environmental laws and competition laws etc.

Based on the compliance mechanism established by the Company and on the basis of the Compliance Certificate(s) of the Managing Director, Company Secretary and Chief Financial Officer taken on record by the Board of Directors at its meeting(s), I am of the opinion that the management has adequate systems and processes commensurate with its size and operations, to monitor and ensure compliance with the specifically applicable laws, rules, regulations and guidelines as mentioned in this report and applicable general laws like labour laws competition laws, environmental laws, etc.

I further report that :

No specific action/events having a major bearing on the company's affairs in relation to above referred laws, rules, regulations, guidelines etc. took place during the year.

R.S. BHATIA  
PRACTICING COMPANY SECRETARY  
CP NO.: 2514

PLACE: NEW DELHI  
DATE : 17<sup>th</sup> August, 2017

***Annexure A***

The Members,  
Oscar Global Limited,  
101, Plot No. 6, LSC  
Vardhman Rajdhani Plaza,  
New Rajdhani Enclave, New Delhi  
CIN No.: L51909DL1990PLC041701

Our Secretarial Audit Report of given date is to be read along with this letter.

**Management's Responsibility**

1. It is the responsibility of the management of the Company to maintain secretarial records, device proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

**Auditor's Responsibility**

2. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.
3. We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.
4. Whether required, we have obtained the management's representation about the compliance of laws, rules and regulations and happening of events, etc.

**Disclaimer**

5. The Secretarial Audit is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.
6. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.

**R. S. Bhatia**  
**Practicing Company Secretary**  
**CP No: 2514**

Place: New Delhi  
Date: 17<sup>th</sup> August, 2017

**MANAGEMENT DISCUSSION & ANALYSIS REPORT****INDUSTRIAL SCENE**

The leather industry in India is undergoing a transformation from a mere exporter of raw material in the sixties to hat of value –added finished products in the nineties. In the wake of globalization of Indian economy supported with liberalized economic and trade policies since 1991, the industry is poised for further growth to achieve greater share in the global trade.

**FINANCIAL OUTLOOK**

The Company's turnover has decreased due to several adverse factors mainly from China. Further, synthetic garments and jackets are giving competition. Though this financial year was weak but your management is quite hopeful that profitability of the company will further improve in coming year.

**SEGMENT WISE PERFORMANCE**

The Company primarily operates in one segment that is leather garments.

**OPPORTUNITIES**

At present your company's is primarily engaged in the manufacture and exports of leather garments are back in fashion in the western world, the company is hopeful of good future.

**THREATS**

1. Competition from China & Pakistan.
2. Shortage of skilled manpower.
3. Shortage of finished leather.

**COMPANY OUTLOOK**

Future outlook for the company is good.

**RISK MANAGEMENT**

The Risk Management policies of the Company ensures that all the moveable and immoveable assets of the Company are adequately covered. The same are renewed by the Board from time to time. Besides the Company is prone to usual risks of the business like change in demand, any change in export policy of the Government, international agreements on trade and tariffs etc.

**INTERNAL CONTROL SYSTEM**

The Company has developed an internal control system and procedures to ensure efficient conduct of business and security of its assets. Management Information system has been developed through which production performance and financial dealings are monitored by management on regular basis.

**FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE**

The Total Revenue for the year fell to Rs. 9.29 Cr. in 2016-17 from Rs. 10.07 Cr. in 2015-16, resulting in a decline of 39.51%. The Financial Statments have been prepared in compliance with the requirements of Companies Act, 2013 and accounting standards.

**PROFITS**

The Company's profit before tax declined to Rs. 3,15,455.09 in 2016-17 from Rs. 13,60,772.83 in the previous year.

**EARNING PER SHARE (EPS)**

The Company recorded an EPS of Rs. 0.001 in Financial Year 2016-17 as compared to 0.23 in Financial Year 2015-16.

**DIVIDEND**

In order to meet the additional working capital requirements of the Company, No Dividend has been declared.

**HUMAN RESOURCES**

The Company believes that the workers are the backbone of the Company. It is providing an opportunity to all the employees to utilize their full potential and grow in the organization. As on 31.03.2017 the total number of employees was 34.

**PARTICULARS OF EMPLOYEES**

The information required under Section 197 of the Act read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given below:

- a. **The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year:**

Non-executive directors	Ratio to median Remuneration
Mr. Kishan Kalani	NIL
Ms. Deepika Singh	NIL

\*Since this information is for part of the year, the same is not comparable.

Executive directors	Ratio to median Remuneration
Mr. Pawan Chadha	9.20:1
Mr. Satish Kumar Verma	12.27:1
Ms. Arpita Verma	9.20:1

- b. **The percentage increase in remuneration of each director, chief executive officer, chief financial officer, company secretary in the financial year:**

Directors, Chief Executive Officer, Chief Financial Officer and Company Secretary	% increase in remuneration in the financial year
Mr. Pawan Chadha	50%
Mr. Satish Kumar Verma	100%
Ms. Arpita Verma	100%
Mr. Kishan Kalani	N.A.
Ms. Deepika Singh	N.A.
Ms. Nikita Chopra*	N.A.

\* Since this information is for part of the year, the same is not comparable. Ms. Nikita Chopra was appointed as Company Secretary of the Company with effect from 1<sup>st</sup> January, 2016. She resigned from the position of Company Secretary w.e.f. 17<sup>th</sup> January, 2017

- c. **The percentage increase in the median remuneration of employees in the financial year:** 14.39%  
(Permanent employees on the roll increased during the Financial Year, so there is a percentage increase in Median remuneration.)
- d. **The number of permanent employees on the rolls of Company:** 34
- e. **Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration:**  
Average Salary Increase for employees – 61.49%  
Average Salary Increase for KMP's – 81.81%%
- f. **Affirmation that the remuneration is as per the remuneration policy of the Company:**  
The Company affirms remuneration is as per the remuneration policy of the Company.

**Information required with respect to Section 197(12) of the Companies Act, 2013 Read With Rule 5(2) Of The Companies (Appointment And Remuneration Of Managerial Personnel) Rules, 2014**

Employee Name	Designation	Gross Remuneration for the year ended 31.03.2016 (Rs.)	Nature of employment	Qualification	Experience (in years)	Year of commencement of employment	Age	Last employment	% of Equity Shares	Whether employee is relative of Director or Manager
MR. SATISH KUMAR VERMA	Chairman & Managing Director	48,00,000	Permanent	Engineer	47	1990	66	N.A.	1.85%	Father of Ms. Arpita Verma (Whole Time Director)
MR. PAWAN CHADHA	Whole Time Director & CFO	36,00,000	Permanent	Engineer	45	1990	69	N.A.	7.94%	Father of Mr. Varun Chadha (President)
MS. ARPITA VERMA	Whole Time Director	36,00,000	Permanent	MBA	16	2013	39	N.A.	NIL	Daughter of Mr. Satish Kumar Verma (Chairman & Managing Director)
MR. VARUN CHADHA	President	18,00,000	Permanent	U/G	21	1996	43	N.A.	0.79%	Son of Mr. Pawan Chadha (Whole Time Director & CFO)
MR. JAG PRAVESH KUMAR	Manager	4,22,400	Permanent	Graduate	20	1997	48	N.A.	NIL	NIL
MR. MAHESH SINGH	Account Officer	3,60,000	Permanent	Graduate	06	2014	33	N.A.	NIL	NIL
MR. NIJAM	Pattern Master	3,30,000	Permanent	Technical	15	2014	41	N.A.	NIL	NIL
MR. ASHOK KUMAR DUBEY	Store Manager	2,06,184	Permanent	Graduate	20	1998	52	N.A.	NIL	NIL
MR. GAJE SINGH	Inspector	1,72,320	Permanent	Skilled	20	1996	44	N.A.	NIL	NIL
MR. SANJAY KUMAR	Office Assistant	1,58,400	Permanent	Skilled	20	1995	38	N.A.	NIL	NIL

By Order of the Board  
For Oscar Global Limited  
Sd/-

(Satish Kumar Verma)  
Chairman & Managing Director  
DIN: 00225444  
Residential Address: A-2/78,  
Punjabi Bagh,  
New Delhi-110026

Place: Noida  
Date : 21<sup>st</sup> August, 2017

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**INDEPENDENT AUDITORS' REPORT**

The Shareholders,  
**OSCAR GLOBAL LIMITED**  
NEW DELHI.

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

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

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

**Auditors' Responsibility**

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

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

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

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

**Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2017, and its profits and its cash flows for the year ended on that date.

**Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
  - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

- c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
- d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended);
- e) On the basis of the written representations received from the directors as on 31st March, 2017 and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2017 from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the adequacy of the internal financial control over financial reporting of the Company and the operating effectiveness of such control, 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 does not have pending litigation which may impact its financial position.*
  - ii. *The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.*
  - iii. *There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.*

*The Company has provided requisite disclosures in its financial statements as to holdings as well as dealings in Specified Bank Notes (as defined in the MCA notification, G.S.R. 308 (E) , dated March 31, 2017) during the period from 8th November, 2016 to 30th December, 2016. Based on audit procedures and relying on the management representation we report that the disclosures are in accordance with the books of accounts maintained by the company and as produced to us by the management. (Ref. point 1.15 of Significant Accounting Policies).*

**PLACE:NEW DELHI**  
**DATE: 29.05.2017**

**For DUBEY & Co.**  
**Chartered Accountants**

**DEEPAK DUBEY**  
**Proprietor**  
**Membership No.: 086349**  
**FRN :07515N**



**ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT**

The Annexure referred to in our report to the members of **OSCAR GLOBAL LIMITED** ("the Company") for the year ended on 31st March 2017. We report that:

**(i) In Respect of Fixed Assets**

- a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- b) Fixed assets have been physically verified by the management at reasonable intervals; No material discrepancies were noticed on such verification.
- c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.

**(ii) In Respect of Inventory**

Physical verification of inventory has been conducted at reasonable intervals by the management and no material discrepancies were noticed at the time of verification.

**(iii) Loans and advances granted to parties covered under section 189 of the Companies Act, 2013**

The company has not granted any loan, secured or unsecured to companies, firms or other parties covered in the register maintained under Sec 189 of the Act. Accordingly, the provisions of clauses 3(iii)(a), 3(iii)(b) and 3(iii)(c) of the Order are not applicable.

**(iv) Loans, investments, guarantees, and security under section 185 and 186 of the Companies Act, 2013**

The company has neither given any loan, nor made any investment or given any securities as per Sec 185 and 186 of the Act. Accordingly, the provisions of clauses 4 of the Order is not applicable.

**(v) Rules followed while accepting Deposits**

The company has not accepted any deposit from public during the year. In our opinion and according to the information and explanation given to us the provisions of section 73 to 76 or any other relevant provisions of the companies Act, 2013 and companies (Acceptance of deposits) Rules 2014 with regard to deposits from the public is not applicable in the current year. No order has been passed by Company Law Board or national company law tribunal or Reserve Bank of India or any court or any other tribunal in this regard.

**(vi) Maintenance of cost records**

The provisions of maintenance of cost records under sub-section (l) of section 148 of the Companies Act, 2013 is not applicable.

**(vii) According to the information and explanations given to us in respect of statutory dues**

- (a) The company is regular in depositing with appropriate authorities undisputed statutory dues including income-tax, sales-tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues to the appropriate authorities and other material statutory dues applicable to it.
- (b) According to the information and explanations given to us, no undisputed amounts payable in respect of income-tax, sales-tax, service tax or cess and any other statutory dues with the appropriate authorities were in arrears, as at 31st March, 2017 for a period of more than six months from the date they became payable.

**(viii) Default in Repayment of Loans taken from Bank or Financial Institutions**

Not Applicable

**(ix) The Company has not raised moneys by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, the provisions of clauses 9 of the Order is not applicable****(x) whether any fraud by the company or any fraud on the Company by its officers or employees has been noticed or reported during the year**

According to the information and explanation given to us, no fraud by the company or any fraud on the Company by its officers or employees has been noticed or reported during the year.

**(xi) whether managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act**

According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.

- (xii) **whether the Nidhi Company has complied with the Net Owned Funds to Deposits in the ratio of 1: 20 to meet out the liability.**  
Not Applicable
- (xiii) **whether all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013**  
The company has not entered into any transaction covered under Sections 177 and 188 of the Act. Accordingly, the provisions of clauses 13 of the Order are not applicable.
- (xiv) The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review, thus the requirement of section 42 of the Companies Act, 2013 need not to be complied with. Accordingly, the provisions of clauses 14 of the Order are not applicable.
- (xv) The company has not entered into any non-cash transactions with directors or persons connected with him as per the provisions of section 192 of the Act. Accordingly, the provisions of clauses 15 of the Order are not applicable.
- (xvi) The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For DUBEY & Co.  
Chartered Accountants

DEEPAK DUBEY  
Proprietor  
Membership No.: 086349  
FRN :07515N

PLACE:NEW DELHI  
DATE: 29.05.2017

## **ANNEXURE B TO THE AUDITORS' REPORT**

### **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 **OSCAR GLOBAL LIMITED** ("the Company") as of 31 March 2017 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

#### **Management's Responsibility for Internal Financial Controls**

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('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 company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **Auditors' Responsibility**

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

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

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

**Meaning of Internal Financial Controls over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

**Inherent Limitations of Internal Financial Controls Over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

**Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For DUBEY & Co.  
Chartered Accountants**

**DEEPAK DUBEY  
Proprietor  
Membership No.: 086349  
FRN :07515N**

**PLACE:NEW DELHI  
DATE: 29.05.2017**

# OSCAR GLOBAL LIMITED



## Balance Sheet as at 31<sup>st</sup> March, 2017

Particulars	Note Nos.	Figures (₹) as at March 31, 2017	Figures (₹) as at March 31, 2016
<b>I. EQUITY AND LIABILITIES</b>			
<b>(1) Shareholder's Funds</b>			
(a) Share Capital	2.1	32,918,000.00	32,918,000.00
(b) Reserves and Surplus	2.2	8,052,821.48	8,050,154.39
(c) Money received against share warrants		-	-
<b>Sub - Total : Shareholder's Funds</b>		<b>40,970,821.48</b>	<b>40,968,154.39</b>
<b>(2) Share application money pending allotment</b>			
		-	-
<b>(3) Non-Current Liabilities</b>			
(a) Long-term borrowings	-	-	-
(b) Deferred tax liabilities (Net)	2.23	75,528.00	-
(c) Other Long term liabilities	-	-	-
(d) Long term provisions	2.4	4,015,365.00	3,755,595.00
<b>Sub - Total : Non Current Liabilities</b>		<b>4,090,893.00</b>	<b>3,755,595.00</b>
<b>(4) Current Liabilities</b>			
(a) Short-term borrowings	2.5	-	-
(b) Trade payables	2.6	-	5,760.00
(c) Other current liabilities	2.7	-	918,519.00
(d) Short-term provisions	2.3	746,960.00	1,148,532.00
<b>Sub - Total : Current Liabilities</b>		<b>746,960.00</b>	<b>2,072,811.00</b>
<b>TOTAL</b>		<b>45,808,674.48</b>	<b>46,796,560.39</b>
<b>II. ASSETS</b>			
<b>(1) Non-current assets</b>			
(a) Fixed assets	2.8		
(i) Tangible assets		8,615,800.55	9,726,770.41
(ii) Intangible assets		-	-
(iii) Capital work-in-progress		-	-
(iv) Intangible assets under development		-	-
(b) Non-current investments	-	-	-
(c) Deferred tax assets (net)	2.23	76,061.00	151,589.00
(d) Long term loans and advances	2.9	11,652,115.00	11,652,115.00
(e) Other non-current assets	-	-	-
<b>Sub - Total : Non Current Assets</b>		<b>20,343,976.55</b>	<b>21,530,474.41</b>
<b>(2) Current assets</b>			
(a) Current investments		-	-
(b) Inventories	2.10	13,372,900.00	9,365,341.00
(c) Trade receivables	2.11	1,468,684.00	900,378.00
(d) Cash and cash equivalents	2.12	7,804,322.93	11,573,234.18
(e) Short-term loans and advances	2.13	-	59,135.00
(f) Other current assets	2.14	2,818,791.00	3,367,997.80
<b>Sub-Total : Current Assets</b>		<b>25,464,697.93</b>	<b>25,266,085.98</b>
<b>TOTAL</b>		<b>45,808,674.48</b>	<b>46,796,560.39</b>

Significant Accounting Policies and Notes on Accounts 1 & 2

for DUBEY & CO.  
CHARTERED ACCOUNTANTS

for OSCAR GLOBAL LIMITED

DEEPAK DUBEY  
PROPRIETOR  
M.No. 086349  
FRN : 007515N

PAWAN CHADHA  
WHOLE TIME DIRECTOR & CFO  
DIN: 00415795

SATISH VERMA  
CHAIRMAN & MANAGING DIRECTOR  
DIN: 00225444

HEENA ARORA  
COMPANY SECRETARY  
Membership No. A44224

Place : Delhi  
Dated : 29th May, 2017

**Profit and Loss statement for the year ended 31st March, 2017**

Particulars	Note Nos.	Figures (₹) as at March 31, 2017	Figures (₹) as at March 31, 2016
I. Revenue from operations	2.16	92,417,507.00	99,988,183.00
II. Other Income	2.17	572,470.20	718,498.88
<b>III. Total Revenue (I +II)</b>		<b>92,989,977.20</b>	<b>100,706,681.88</b>
IV. Expenses:			
Cost of materials consumed	2.18	38,950,936.00	45,659,487.00
Purchase of Stock-in-Trade		-	-
Increase in inventories of finished goods, work-in-progress and Stock-in-Trade	2.19	(1,129,808.00)	(2,777,757.00)
Employee benefit expense	2.20	23,705,548.00	25,725,626.00
Financial costs	2.21	14,385.00	7,101.00
Depreciation and amortization expense	2.8	1,285,770.86	1,704,628.92
Other expenses	2.22	29,847,690.25	29,026,823.13
<b>Total Expenses (IV)</b>		<b>92,674,522.11</b>	<b>99,345,909.05</b>
V. Profit before exceptional and extraordinary items and tax (III-IV)		315,455.09	1,360,772.83
VI. Exceptional Items		-	-
VII. Profit before extraordinary items and tax (V - VI)		315,455.09	1,360,772.83
VIII. Extraordinary Items		-	-
IX. Profit before tax (VII - VIII)		<b>315,455.09</b>	<b>1,360,772.83</b>
X. Tax expense:	2.23		
(1) Current tax		237,260.00	631,584.00
(2) Deferred tax		75,528.00	(24,863.00)
XI. Profit(Loss) from the period from continuing operations (IX-X)		2,667.09	754,051.83
XII. Profit/(Loss) from discontinuing operations		-	-
XIII. Tax expense of discounting operations		-	-
XIV. Profit/(Loss) from discontinuing operations (XII - XIII)		-	-
XV. Profit/(Loss) for the period (XI + XIV)		<b>2,667.09</b>	<b>754,051.83</b>
XVI. Earning per equity share:			
(1) Basic		0.001	0.23
(2) Diluted		0.001	0.23

**Significant Accounting Policies and Notes on Accounts 1 & 2**

for **DUBEY & CO.**  
CHARTERED ACCOUNTANTS

**DEEPAK DUBEY**  
PROPRIETOR  
M.No. 086349  
FRN : 007515N

**PAWAN CHADHA**  
WHOLE TIME DIRECTOR & CFO  
DIN: 00415795

**SATISH VERMA**  
CHAIRMAN & MANAGING DIRECTOR  
DIN: 00225444

**HEENA ARORA**  
COMPANY SECRETARY  
Membership No. A44224

Place : Delhi  
Dated : 29th May, 2017

**Notes forming part of the financial statements****SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS****COMPANY OVERVIEW**

OSCAR GLOBAL LIMITED (here in after referred as 'OGL' or 'company') was incorporated in 1990 and is engaged in the business of manufacturing and export of Leather Garments and Accessories for men and women. The company is exporting its goods mainly to the European countries such as Germany, France, Holland etc. The manufacturing facilities are located at Noida, Uttar Pradesh.

**1 SIGNIFICANT ACCOUNTING POLICIES****1.1 Basis of accounting and preparation of financial statements**

These financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention on the accrual basis. For recognition of Income & Expenditures accrual (mercantile) system of accounting is followed except some expenses of minor nature, which are accounted for on cash basis. GAAP comprises mandatory accounting standards as prescribed by the Companies (Accounting Standards) Rules, 2006, the provisions of the Companies Act, 2013 and guidelines issued by the Securities Exchange Board of India (SEBI). Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

**1.2 Use of estimates**

The preparation of the financial statements in conformity with GAAP requires management to make estimates and assumptions that effect the reported balances of assets and liabilities and disclosures relating to contingent liabilities as at the date of financial statements and reported amounts of income and expenditures during the period. Examples of such estimates include future obligations under employee retirement benefit plans payments, income taxes.

**1.3 Fixed Assets**

Fixed Assets are stated at cost, less accumulated depreciation and impairment, if any. The cost of a fixed asset comprises its purchase cost and directly attributable cost of bringing the assets to working conditions for its intended use.

**1.4 Depreciation and amortization**

Depreciation on fixed assets is provided on carrying amount @ rate corresponding to the remaining useful life of asset as specified in Schedule II to the Companies Act, 2013. Depreciation on addition/deletion/disposals during the year is provided on pro-rata basis.

**1.5 Inventories (as taken, valued and certified by the management)**

Inventories consisting of raw material is valued at cost and finished goods are valued at cost or market price whichever is less.

**1.6 Provisions and contingent liabilities**

A provision is recognized if, as a result of a past event, the company has a legal obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by the best estimate of the outflow of economic benefits required to settle the obligation at the reporting date. Where no reliable estimate can be made, a disclosure is made as contingent liability. A disclosure for contingent liability is also made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. Where there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

**1.7 Income Taxes & Deferred Taxes**

Income Taxes are accrued in the same period that the related revenue and expenses arise. A provision is made for income tax annually, based on the tax liability computed, after considering tax allowances and exemptions. Provisions are recorded when it is estimated that a liability due to disallowances or other matter is probable. Minimum Alternate Tax (MAT), if any, paid in accordance with the tax laws is being offset by the company on a year on year basis.

The difference that result between the profit considered for income taxes and the profit as per the financial statements are identified, and thereafter a deferred tax asset or deferred tax liability is recorded for timing differences, namely the differences that originated in one accounting period and reverse in another, based on the tax effect of the aggregate amount of timing difference.

**1.8 Revenue recognition**

Revenue is primarily derived from export sales net of returns and sale of duty free licenses, FPS license and export incentives. The company presents revenues net of value added taxes in its statement of profit and loss.

**1.9 Employee benefits**

Employee benefit includes provident fund, payment of gratuity, encashment of earned leave

**a. Provident fund**

The company and employees both makes monthly contributions to the Employees Provident Fund Scheme equal to a specified percentage of the eligible employee's salary. The company contributes a part of its contribution towards EPF

Scheme and also towards FPS Scheme as per regulations of the Employee's Provident Fund Scheme, 1952 administered by Employees Provident Fund Organization.

b. Gratuity and encashment of earned leave

The company is making provisions for payment of gratuity and encashment of earned leave for those employees who are eligible for such benefits under the Payment of Gratuity Act, 1972 and Factories Act, 1948 respectively. The company is making provisions for the gratuity and encashment of earned leave on actual eligibility and undiscounted present value of benefit basis. No actuarial valuation is made for such liabilities as required by AS-15. Any gain or loss on these accounts is accounted for in the financial statements.

**1.10 Segment reporting**

The company is operating in only one product i.e. leather garments and accessories. Hence there is no need to present financial information's segment wise as required by AS-17.

**1.11 Earning per share**

Basic earning per share is computed by dividing the profit/(loss) after tax by the weighted average number of equity shares outstanding during the year. Diluted earning per share is computed by dividing the profit/(loss) after tax as adjusted for dividend, interest and other charges to expense or income relating to the dilutive potential equity shares if any, by the weighted average number of equity shares outstanding during the year.

**1.12 Cash & cash equivalents**

Cash and cash equivalents comprise cash on hand and balances/deposits with banks. The company considers all investments that are readily convertible to known amounts of cash to be cash equivalents which are subject to insignificant risk of changes in value.

**1.13 Cash flow statement**

Cash flows are reported using the indirect method, whereby profit / (loss) 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. The cash flows from operating, investing and financing activities of the company are segregated based on the available information.

**1.14 Foreign currency transactions**

Revenue, expenses and cash flow items denominated in foreign currencies are translated using exchange rate in effect on the date of the transaction. Transaction gains or losses realized upon settlement of foreign currency transactions are included in determining net profit for the period in which the transaction is settled.

Foreign currency denominated monetary and non-monetary assets & liabilities are translated at exchange rates in effect on the balance sheet date. The gain / (losses) if any resulting from such translations are included in the statement of profit and loss.

**1.15 Details of Specified Bank Notes (SBN)**

Details of Specified Bank Notes held and transacted during the period 08th Nov 2016 to 30th Dec 2016 as provided in table below :

	SBN'S	Other denomination notes	Total (Rs.)
Closing cash in hand as on 08.11.2016	22,00,000	1,22,576	23,22,576
(+) Permitted receipts	0.00	7,47,000	7,47,000
(-) Permitted payments	0.00	1,16,568	1,16,568
(-) Amount deposited in Banks	22,00,000	NIL	22,00,000
Closing cash in hand as on 30.12.2016	0.00	7,53,008	<b>7,53,008</b>

for **DUBEY & CO.**  
CHARTERED ACCOUNTANTS

**DEEPAK DUBEY**  
PROPRIETOR  
M.No. 086349  
FRN : 007515N

Place : Delhi  
Dated : 29th May, 2017

for **OSCAR GLOBAL LIMITED**

**PAWAN CHADHA**  
WHOLE TIME DIRECTOR & CFO  
DIN: 00415795

**SATISH VERMA**  
CHAIRMAN & MANAGING DIRECTOR  
DIN: 00225444

**HEENA ARORA**  
COMPANY SECRETARY  
Membership No.A44224

**Notes forming part of Financial Statements**

**2 NOTES ON ACCOUNTS FOR THE YEAR ENDED MARCH 31, 2017**

Amounts in the financial statements are presented in Rupees and are exact amount unless and otherwise stated in the relevant note

The previous year figures have been re-grouped/classified, wherever necessary to conform to the current period presentation.

**2.1 SHARE CAPITAL**

Disclosure pursuant to Note no. 6(A)(a,b & c) of Part I of Schedule III to the Companies Act, 2013

PARTICULARS	As at 31 March 2017		As at 31 March 2016	
	Number	₹	Number	₹
<b>Authorized</b>				
Equity Shares of ₹10 each	4,000,000	40,000,000.00	4,000,000	40,000,000.00
<b>Issued</b>				
Equity Shares of ₹ 10 each	3,300,000	33,000,000.00	3,300,000	33,000,000.00
<b>Subscribed &amp; Paid up</b>				
Equity Shares of ₹ 10 each fully paid-up	3,283,600	32,836,000.00	3,283,600	32,836,000.00
<b>Subscribed but not fully Paid up</b>				
Equity Shares of ₹10 each, paid-up @ Rs. 5/- each	16,400	82,000.00	16,400	82,000.00
<b>Total</b>	<b>3,300,000</b>	<b>32,918,000.00</b>	<b>3,300,000</b>	<b>32,918,000.00</b>

Disclosure pursuant to Note no. 6(A)(d) of Part I of Schedule III to the Companies Act, 2013

Reconciliation of Shares	Equity Shares		Preference Shares	
	Number	₹	Number	₹
Shares outstanding at the beginning of the year	3,300,000	33,000,000.00	-	-
Shares Issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	3,300,000	33,000,000.00	-	-

The Company does not have any holding or subsidiary company.

Disclosure pursuant to Note no. 6(A)(g) of Part I of Schedule III to the Companies Act, 2013 (Particulars of Shareholders holding more than 5% shares)

Name of Shareholder	As at 31 March 2017		As at 31 March 2016	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Akanksha Viniyog Limited	826500	25.05%	826500	25.05%
Pawan Chadha	262150	7.94%	262150	7.94%

Disclosure pursuant to Note no. 6(A)(i) of Part I of Schedule III to the Companies Act, 2013

Particulars	Year (Aggregate No. of Shares)				
	2016-17	2015-16	2014-15	2013-14	2012-13
<b>Equity Shares :</b>					
Fully paid up pursuant to contract(s) without payment being received in cash	-	-	-	-	-
Fully paid up by way of bonus shares	-	-	-	-	-
Shares bought back	-	-	-	-	-

Disclosure pursuant to Note no. 6(A)(k) of Part I of Schedule VI to the Companies Act, 2013

Unpaid Calls	₹
By Directors	-
By Officers	-

**Other Notes**

a. No shares have been forfeited during the year. (Prev. Year -NIL)

b. The company does not have any securities, convertible into equity/preference shares. (Prev. Year -NIL)



# OSCAR GLOBAL LIMITED



## 2.2 RESERVES & SURPLUS

Disclosure pursuant to Note no. 6(B) of Part I of Schedule III to the Companies Act, 2013

<b>Reserves &amp; Surplus</b>	<b>As at 31 March 2017 ₹</b>	<b>As at 31 March 2016 ₹</b>
<b>a. Capital Reserves</b>		
Opening Balance	-	-
(+) Current Year Transfer		
(-) Written Back in Current Year		
Closing Balance	-	-
<b>b. Capital Redemption Reserve</b>		
Opening Balance	-	-
(+) Current Year Transfer		
(-) Written Back in Current Year		
Closing Balance	-	-
<b>c. Securities Premium Account</b>		
Opening Balance	44,000,000.00	44,000,000.00
Add : Securities premium credited on Share issue	-	-
Less : Premium Utilised for various reasons	-	-
Premium on Redemption of Debentures	-	-
For Issuing Bonus Shares	-	-
Closing Balance	<b>44,000,000.00</b>	<b>44,000,000.00</b>
<b>d. Debenture Redemption Reserve</b>		
Opening Balance	-	-
(+) Current Year Transfer		
(-) Written Back in Current Year		
Closing Balance	-	-
<b>e. Revaluation Reserve</b>		
Opening Balance		
(+) Current Year Transfer		
(-) Written Back in Current Year		
Closing Balance	-	-
<b>f. Share Options Outstanding Account</b>		
Opening Balance		
(+) Current Year Transfer		
(-) Written Back in Current Year		
Closing Balance	-	-
<b>g. General Reserves</b>		
Opening Balance	4,861,190.72	4,861,190.72
(+) Current Year Transfer	-	-
(-) Written Back in Current Year	-	-
Closing Balance	<b>4,861,190.72</b>	<b>4,861,190.72</b>
<b>h. Surplus</b>		
Opening Balance	(40,811,036.33)	(41,565,088.16)
(-)Residual Value transferred to Opening Retained Earning		
(+) Net Profit/(Net Loss) For the current year	2,667.09	754,051.83
(+) Transfer from Reserves	-	-
(-) Proposed Dividends	-	-
(-) Interim Dividends	-	-
(-) Transfer to Reserves	-	-
Closing Balance	<b>(40,808,369.24)</b>	<b>(40,811,036.33)</b>
<b>Total</b>	<b>8,052,821.48</b>	<b>8,050,154.39</b>

**2.3 SHORT TERM PROVISIONS** (Disclosure pursuant to Note No. 6(H) of Schedule III of the Companies Act, 2013)

Particulars	As at	As at
	31 March 2017	31 March 2016
	₹	₹
<b>(a) Provision for employee benefits</b>		
Bonus Payable	255,662.00	350,905.00
Esic Payable	23,318.00	16,043.00
EPF Payable	80,720.00	-
<b>(b) Others (Specify nature)</b>		
Audit Fee Payable	150,000.00	150,000.00
Provision of Income Tax Payable	237,260.00	631,584.00
Telephone Expenses payable	-	-
Electricity Expenses payable	-	-
<b>Total</b>	<b>746,960.00</b>	<b>1,148,532.00</b>

**2.4 LONG TERM PROVISIONS** (Disclosure pursuant to Note No. 6(E) of Schedule III of the Companies Act, 2013)

Particulars	As at	As at
	31 March 2017	31 March 2016
	₹	₹
<b>(a) Provision for employee benefits</b>		
Gratuity (unfunded)	3,798,588.00	3,497,118.00
Leave Encashment (unfunded)	216,777.00	258,477.00
<b>(b) Others (specify nature)</b>	-	-
<b>Total</b>	<b>4,015,365.00</b>	<b>3,755,595.00</b>

**2.5 SHORT TERM BORROWINGS** (Disclosure pursuant to Note No. 6(F) of Schedule III of the Companies Act, 2013)

Particulars	As at	As at
	31 March 2017	31 March 2016
	₹	₹
<b>Secured</b>		
<b>(a) Loans repayable on demand</b>		
from State Bank of Bikaner & Jaipur, New Delhi (Secured By first charge on entire Current Assets and Equitable mortgage of Factory Building at B-23, Sector-8, Noida)	-	-
from other parties (of the above, ₹ NIL (₹0/-) is guaranteed by Directors)	-	-
<b>(b) Loans and advances from related parties</b>	-	-
<b>(c) Deposits</b>	-	-
<b>(d) Other loans and advances (specify nature)</b>	-	-
<b>In case of continuing default as on the balance sheet date in repayment of loans and interest with respect to (a) (b) &amp; (d)</b>		
1. Period of default	N.A.	N.A.
2. Amount	-	-
<b>Unsecured</b>		
<b>(a) Loans repayable on demand</b>	-	-
<b>(b) Loans and advances from related parties</b>	-	-
<b>(c) Deposits</b>	-	-
<b>(d) Other loans and advances (specify nature)</b>	-	-
<b>In case of continuing default as on the balance sheet date in repayment of loans and interest with respect to (a) (b) &amp; (d)</b>		
1. Period of default	N.A.	N.A.
2. Amount	-	-
<b>Total</b>	<b>-</b>	<b>-</b>
<b>2.6 TRADE PAYABLES</b> (Disclosure pursuant to Note No. 6(D) of Schedule III of the Companies Act, 2013)		
<b>Sundry Creditors</b>	-	5,760.00
<b>Total</b>	<b>-</b>	<b>5,760.00</b>
<b>2.7 OTHER CURRENT LIABILITIES</b> (Disclosure pursuant to Note No. 6(G) of Schedule III of the Companies Act, 2013)		
<b>(a) Advance from Customers</b>	-	918,519.00
<b>(b) Others</b>		
VAT Payable	-	-
TDS Payable	-	-
<b>Total</b>	<b>-</b>	<b>918,519.00</b>

**Note 2.8 : FIXED ASSETS** (Disclosure pursuant to Note No. 6(I) and 6(J) of Schedule III of the Companies Act, 2013)

S. No.	Fixed Assets	Gross Block					Accumulated Depreciation					Net Block		
		Balance as at 01.04.2016	Additions/ (Disposals)	Acquired through business combinations	Revaluations/ (Impairments)	Balance as at 31.03.2017	Balance as at 01.04.2016	Depreciation charge for the year	Adjustment due to revaluations	On disposals	Residual Value Transferred to Opening Retained Earning	Balance as at 31.03.2017	Balance as at 31.03.2017	Balance as at 31.03.2016
		₹	₹	₹	₹	₹	₹	₹	₹	₹	₹	₹	₹	₹
<b>A</b>	<b>Tangible Assets</b>													
	Land (Leasehold)	4184766.00	-	-	-	4184766.00	-	-	-	-	-	4184766.00	4184766.00	
	Buildings	5029241.59	-	-	-	5029241.59	3909301.59	106394.30	-	-	4015695.89	1013545.70	1119940.00	
	<b>Plant and Equipment</b>													
	Machinery	8920192.87	-	-	-	8920192.87	6693550.29	403022.31	-	-	7096572.60	1823620.27	2226642.58	
	Finishing Equipments	7783.00	-	-	-	7783.00	7437.38	155.77	-	-	7593.15	189.85	345.62	
	Electrical Equipments	208741.00	6398.00	-	-	215139.00	185602.95	7447.20	-	-	193050.15	22088.85	23138.05	
	Tools & Dies	89525.00	-	-	-	89525.00	85048.75	2017.45	-	-	87066.20	2458.80	4476.25	
	<b>Furniture and Fixtures</b>	1475259.63	13560.00	-	-	1488819.63	1388690.64	25408.26	-	-	1414098.90	74720.73	86588.99	
	<b>Vehicles</b>													
	Motor Cars	4863036.09	-	-	-	4863036.09	3313290.79	483985.46	-	-	3797276.25	1065759.84	1549745.30	
	Scooter	32090.00	-	-	-	32090.00	30278.00	469.13	-	-	30747.13	1342.87	1812.00	
	Bicycles	7290.00	-	-	-	7290.00	7108.90	46.91	-	-	7155.81	134.29	181.20	
	<b>Office equipment</b>													
	E.P.B.X. System	120900.00	-	-	-	120900.00	113515.95	1336.51	-	-	114852.46	6047.54	7384.05	
	Pagers	14057.00	-	-	-	14057.00	13354.15	127.22	-	-	13481.37	575.63	702.85	
	Telephone Equipments	378739.00	64150.00	-	-	442889.00	316821.48	55382.13	-	-	372203.61	70685.39	61917.52	
	Other Office Equipments	670631.70	10600.00	-	-	681231.70	557395.20	51035.69	-	-	608430.89	72800.81	113236.50	
	<b>Others (specify nature)</b>													
	Fire Fighting Equipments	101897.00	-	-	-	101897.00	86380.51	2808.48	-	-	89188.99	12708.01	15516.49	
	Air Conditioners	363970.00	33000.00	-	-	396970.00	260709.39	24450.43	-	-	285159.82	111810.18	103260.61	
	Generators	901984.00	-	-	-	901984.00	780755.26	21942.40	-	-	802697.66	99286.34	121228.74	
	Computers	1610772.58	47093.00	-	-	1657865.58	1508275.92	99123.82	-	-	1607399.74	50465.84	102496.66	
	U.P.S.	7250.00	-	-	-	7250.00	3839.00	617.39	-	-	4456.39	2793.61	3411.00	
	<b>Total</b>	<b>28988126.46</b>	<b>174801.00</b>	<b>-</b>	<b>-</b>	<b>29162927.46</b>	<b>19261356.15</b>	<b>1285770.86</b>	<b>-</b>	<b>-</b>	<b>170970.67</b>	<b>20547127.01</b>	<b>8615800.55</b>	<b>9726770.41</b>
	<b>Intangible Assets</b>	-	-	-	-	-	-	-	-	-	-	-	-	-
	<b>Total</b>	-	-	-	-	-	-	-	-	-	-	-	-	-
	<b>Capital Work In Progress</b>	-	-	-	-	-	-	-	-	-	-	-	-	-
	<b>Total</b>	-	-	-	-	-	-	-	-	-	-	-	-	-
	<b>Intangible assets under Development</b>	-	-	-	-	-	-	-	-	-	-	-	-	-
	<b>Total</b>	-	-	-	-	-	-	-	-	-	-	-	-	-
	<b>GRAND TOTAL</b>	<b>28988126.46</b>	<b>174801.00</b>	<b>-</b>	<b>-</b>	<b>29162927.46</b>	<b>19261356.15</b>	<b>1285770.86</b>	<b>-</b>	<b>-</b>	<b>170970.67</b>	<b>20547127.01</b>	<b>8615800.55</b>	<b>9726770.41</b>
	PREVIOUS YEAR	28937364.46	50762.00	-	-	28988126.46	17556727.13	1704628.92	-	-	19261356.15	9726770.41	11380637.33	

for DUBEY & CO.  
CHARTERED ACCOUNTANTS

for OSCAR GLOBAL LIMITED

DEEPAK DUBEY  
PROPRIETOR  
M.No. 086349  
FRN : 007515N

PAWAN CHADHA  
WHOLE TIME DIRECTOR & CFO  
DIN: 00415795

SATISH VERMA  
CHAIRMAN AND MANAGING DIRECTOR  
DIN: 00225444

HEENA ARORA  
COMPANY SECRETARY  
Membership No. A44224

Place : Delhi  
Dated : 29th May, 2017

# OSCAR GLOBAL LIMITED



## 2.9 LONG TERM LOANS & ADVANCES (Disclosure pursuant to Note No. 6(L) of Schedule III of the Companies Act, 2013)

Long Term Loans and Advances	As at 31 March 2017 ₹	As at 31 March 2016 ₹
<b>a. Capital Advances</b>		
Parsvnath Hessa Developers Pvt. Ltd.	11,529,738.00	11,529,738.00
<b>b. Security Deposits</b>		
(Unsecured, considered good)		
Mobile Phones	4,000.00	4,000.00
PVVNL-Noida	112,377.00	112,377.00
Rent	6,000.00	6,000.00
<b>c. Loans and advances to related parties</b>	-	-
<b>d. Other loans and advances</b>	-	-
<b>Total</b>	<b>11,652,115.00</b>	<b>11,652,115.00</b>

Disclosure pursuant to Note No. 6(L) (iv) of Schedule III of the Companies Act, 2013  
Long Term Loans & Advances stated above include due by:

Particulars	As at 31 March 2017 ₹	As at 31 March 2016 ₹
Directors *	-	-
Other officers of the Company *	-	-
Firm in which director is a partner *	-	-
Private Company in which director is a member	-	-

## 2.10 INVENTORIES (Disclosure pursuant to Note No. 6(O) of Schedule III of the Companies Act, 2013)

Inventories	As at 31 March 2017 ₹	As at 31 March 2016 ₹
a. Raw Materials and components (valued at cost)	9,382,035.00	6,504,284.00
b. Finished Goods (valued at cost or market price whichever is lower)	3,818,065.00	1,454,057.00
c. Semi Finished Goods (valued at cost or market price whichever is lower)	172,800.00	1,407,000.00
<b>Total</b>	<b>13,372,900.00</b>	<b>9,365,341.00</b>

## 2.11 TRADE RECEIVABLES (Disclosure pursuant to Note No. 6(P) of Schedule III of the Companies Act, 2013)

Particulars	As at 31 March 2017 ₹	As at 31 March 2016 ₹
Trade receivables outstanding for a period less than six months from the date they are due for payment		
Secured, considered good	-	-
Unsecured, considered good	-	-
Trade Receivables	1,468,684.00	900,378.00
Unsecured, considered doubtful	-	-
<b>Total</b>	<b>1,468,684.00</b>	<b>900,378.00</b>
Trade receivables outstanding for a period exceeding six months from the date they are due for payment		
Secured, considered good	-	-
Unsecured, considered good	-	-
Unsecured, considered doubtful	-	-
<b>Total</b>	<b>1,468,684.00</b>	<b>900,378.00</b>

Disclosure pursuant to Note No. 6 (P)(iv) of Part I of Schedule VI to the Companies Act, 2013  
Trade Receivable stated above include debts due by:

Particulars	As at 31 March 2017 ₹	As at 31 March 2016 ₹
Directors *	-	-
Other officers of the Company *	-	-
Firm in which director is a partner *	-	-
Private Company in which director is a member	-	-

# OSCAR GLOBAL LIMITED



## 2.12 CASH AND CASH EQUIVALENTS (Disclosure pursuant to Note No. 6(Q) of Schedule III of the Companies Act, 2013)

Particulars	As at	As at
	31 March 2017	31 March 2016
	₹	₹
a. Balances with banks	6,176,295.93	10,887,114.18
b. Cheques, drafts on hand	-	-
c. Cash in hand	1,628,027.00	686,120.00
d. Others	-	-
<b>Total</b>	<b>7,804,322.93</b>	<b>11,573,234.18</b>

The details of balances as on Balance Sheet date with Banks are as follows:

Particulars	As at	As at
	31 March 2017	31 March 2016
	₹	₹
Punjab National Bank, New Delhi (CURRENT.A/C)	55,517.19	366,731.12
Ratnakar Bank Ltd. (CURRENT.A/C)	247,684.52	364,135.16
State Bank of Bikaner & Jaipur , New Delhi (CURRENT.A/C)	869,162.22	2,722,438.90
FDR With State Bank of Bikaner & Jaipur , New Delhi	-	2,764,405.00
FDR With Punjab National Bank , New Delhi	5,003,932.00	4,669,404.00
<b>Total</b>	<b>6,176,295.93</b>	<b>10,887,114.18</b>

## 2.13 SHORT TERM LOANS AND ADVANCES (Disclosure pursuant to Note No. 6(R) of Schedule III of the Companies Act, 2013)

Particulars	As at	As at
	31 March 2017	31 March 2016
	₹	₹
<b>a. Loans and advances to related parties</b>	-	-
<b>b. Others</b>		
(Unsecured, considered good)		
Advances to Suppliers	*	40,092.00
Advances to Staff	-	19,043.00
<b>Total</b>	<b>-</b>	<b>59,135.00</b>

Disclosure pursuant to Note No.R (iv) of Part I of Schedule III to the Companies Act, 2013

Short term loans and advances stated above include due by:

Particulars	As at	As at
	31 March 2016	31 March 2015
	₹	₹
Directors *	-	-
Other officers of the Company *	-	-
Firm in which director is a partner *	-	-
Private Company in which director is a member	-	-

\*Either severally or jointly

## 2.14 OTHER CURRENT ASSETS (Disclosure pursuant to Note No. 6(S) of Schedule III of the Companies Act, 2013)

Particulars	As at	As at
	31 March 2017	31 March 2016
	₹	₹
<b>a. Loans and advances to related parties</b>	-	-
Less: Provision for doubtful loans and advances	-	-
<b>b. Others</b>		
(Secured, considered good)		
Advance Income Tax	-	-
Tax Deducted at Source	44,991.00	71,854.00
UP VAT Recoverable-5%& 14.5%	13,408.00	36,266.00
Premium due on F.P.S License to be received	1,000,000.00	826,399.00
Prepaid Electricity	59,316.00	-
Interest Accrued on FDR	224,817.00	241,159.80
Duty Drawback Receivable	1,476,259.00	2,192,319.00
	<b>2,818,791.00</b>	<b>3,367,997.80</b>
Pre Operative Expenditures (to the extent not written off or adjusted)		
Opening Balance	-	-
Less Written off during the year	-	-
Closing Balance	-	-
<b>TOTAL</b>	<b>2,818,791.00</b>	<b>3,367,997.80</b>

# OSCAR GLOBAL LIMITED



## 2.15 CONTINGENT LIABILITIES AND COMITMENTS (to the extent not provided for) Disclosure pursuant to Note No. 6(T) of Schedule III of the Companies Act, 2013

Particulars	As at 31 March 2017 ₹	As at 31 March 2016 ₹
<b>(i) Contingent Liabilities</b>		
(a) Claims against the company not acknowledged as debt	-	-
(b) Guarantees	-	-
(c) Other money for which the company is contingently liable	-	-
	-	-
<b>(ii) Commitments</b>		
(a) Estimated amount of contracts remaining to be executed on capital account and not provided for	-	-
(b) Uncalled liability on shares and other investments partly paid	-	-
(c) Other commitments (specify nature)	-	-
<b>Total</b>	-	-
<b>2.16 REVENUE FROM OPERATIONS</b>		
Sale of Products		
Export Sales	82,473,768.00	89,885,971.00
Other Operating Revenues		
Sale of Duty Free License	2,884,350.00	1,526,620.00
Duty Drawback	6,885,788.00	7,749,193.00
F.P.S License Premium	173,601.00	826,399.00
<b>Total</b>	<b>92,417,507.00</b>	<b>99,988,183.00</b>
<b>2.17 OTHER INCOME</b>		
Interest Income	451,712.20	718,498.88
Rental Income	-	-
Net gain/loss on sale of investments	-	-
Other non-operating income	-	-
Income tax. Refund	120,758.00	-
<b>Total</b>	<b>572,470.20</b>	<b>718,498.88</b>
<b>2.18 COST OF RAW MATERIAL CONSUMED</b>		
Opening Stock of Raw Material	6,504,284.00	4,118,190.00
Add: Purchases	41,828,687.00	48,045,581.00
	48,332,971.00	52,163,771.00
Less: Closing Stock	9,382,035.00	6,504,284.00
<b>Total</b>	<b>38,950,936.00</b>	<b>45,659,487.00</b>
<b>2.19 CHANGE IN INVENTORIES OF FINISHED/SEMI FINISHED GOODS, WORK IN PROGRESS AND STOCK IN TRADE</b>		
Opening Stock of Finished/SEMI FINISHED Goods	2,861,057.00	83,300.00
Closing Stock of Finished/SEMI FINISHED Goods	3,990,865.00	2,861,057.00
<b>Total Decrease / (Increase)</b>	<b>(1,129,808.00)</b>	<b>(2,777,757.00)</b>
<b>2.20 EMPLOYEE BENEFIT EXPENSES</b>		
Wages & Salaries	10,061,660.00	17,602,672.00
E.S.I. Employer Contribution	179,574.00	143,387.00
P.F. Employer Contribution	482,999.00	444,533.00
P.F. Administration Expenses	35,245.00	35,535.00
Bonus	255,662.00	350,905.00
Leave Encashment	-	-
Directors Remuneration	12,000,000.00	6,600,000.00
Staff Welfare	388,938.00	353,628.00
Gratuity	301,470.00	194,966.00
<b>Total</b>	<b>23,705,548.00</b>	<b>25,725,626.00</b>
<b>2.21 FINANCE COST</b>		
Interest expense		
Bank Interest	-	-
Interest on TDS	14,385.00	7,101.00
Interest on Income Tax	-	-
Other borrowing costs	-	-
Applicable net gain/loss on foreign currency transactions and translation	-	-
<b>Total</b>	<b>14,385.00</b>	<b>7,101.00</b>

# OSCAR GLOBAL LIMITED



## 2.22 OTHER EXPENSES

Particulars	As at	As at
	31 March 2017	31 March 2016
	₹	₹
Electricity Expenses	574,006.00	554,445.00
Freight, Cartage & Forwarding Expenses	3,554,537.00	3,666,037.00
Job work Charges	17,354,908.00	14,765,360.00
Security Expenses	562,803.00	582,479.00
Advertisement Expenses	49,840.00	130,000.00
Clearing chgs on Imported Material	308,880.00	103,695.00
Auditors Remuneration	150,000.00	150,000.00
Bank Charges	477,923.25	531,714.13
Business Promotion	17,379.00	22,475.00
Commission	32,825.00	-
Demat Charges	35,954.00	40,242.00
Other Expenses	876,793.00	794,332.00
Inspection Charges	65,342.00	-
Income tax paid	53,537.00	25,303.00
Insurance Expenses	149,772.00	193,046.00
Legal, Professional & Consultancy	576,906.00	924,751.00
Membership, Subscription & Listing Fees	239,280.00	245,477.00
Printing and Stationary Expenses	136,424.00	87,676.00
Postage & Telegram	490,886.00	785,127.00
Rent	47,000.00	27,900.00
Repair & Maintenance	1,069,116.00	1,113,409.00
Royalty	1,533,860.00	2,053,590.00
Telephone & Communication Expenses	277,698.00	240,661.00
Testing Charges	22,370.00	108,337.00
Travelling & Conveyance Expenses	1,114,123.00	1,880,767.00
Deffered tax Liability (P/L)	75,528.00	
<b>Total</b>	<b>29,847,690.25</b>	<b>29,026,823.13</b>
The details of repairs and maintenance expenses are as follows:		
Repair & Maintenance (Building)	150,452.00	180,882.00
Repair & Maintenance (Electric)	46,856.00	18,571.00
Repair & Maintenance (Generator)	98,499.00	61,940.00
Repair & Maintenance (Vehicle)	422,490.00	541,434.00
Repair & Maintenance (Others)	96,434.00	128,848.00
Other Office Maintenance Expenses	254,385.00	181,734.00
<b>Total</b>	<b>1,069,116.00</b>	<b>1,113,409.00</b>
The details of auditors remuneration expenses are as follows:		
Audit Fees	150,000.00	150,000.00
<b>Total</b>	<b>150,000.00</b>	<b>150,000.00</b>
<b>2.23 TAX EXPENSES</b>		
<b>Current Tax</b>		
Provision for current year tax liability (including Interest payable)	237,260.00	631,584.00
Sub-Total	237,260.00	631,584.00
<b>Deferred Tax (liability) / asset</b>		
<u>Tax effect of items constituting deferred tax liability</u>		
On difference between book balance and tax balance of fixed assets		
a. Deferred Tax liability-Opening	(151,589.00)	(126,726.00)
b. Deferred Tax liability-Closing	(76,061.00)	(151,589.00)
c. Difference (a-b)	(75,528.00)	24,863.00
<b>Total</b>	<b>161,732.00</b>	<b>656,447.00</b>

# OSCAR GLOBAL LIMITED



## Notes forming part of Financial Statements Additional Information to the Financial Statements

### 2.24 Contingent liabilities and commitments (to the extent not provided for)

Particulars	As at 31 March 2017 ₹	As at 31 March 2016 ₹
(i) Contingent Liabilities		
(a) Claims against the company not acknowledged as debt	-	-
(b) Guarantees	-	-
(c) Other Money for which the company is contingently liable	-	-
(ii) Commitments		
(a) Estimated amount of contracts remaining to be executed on capital account and not provided for	-	-
(b) Other commitments	-	-
<b>Total</b>	<b>-</b>	<b>-</b>

### 2.25 Disclosure as per clause 32 of the Listing Agreement with the Stock Exchanges

Loans and advances in the nature of loans given to subsidiaries, associates and others and investments in shares of the Company by such parties:

S. No.	Name of party	Relationship	Amount outstanding as at 31 March, 2017	Maximum balance outstanding during the year
	NIL	NIL	NIL (NIL)	NIL (NIL)

Note: Figures in bracket relate to the previous year.

### 2.26 Disclosure as per Clause 49 of the Equity Listing Agreement with the Stock Exchanges:

The clause 49 the Equity Listing Agreement with Stock Exchanges is not applicable to the company, as neither the paid up capital exceeds Rs. 10 crores nor the Net Worth exceeds Rs. 25 crore, as on the last day of the previous financial year as per SEBI Circular No. CIR/CFD/Policy/Cell/7/2014 dated 15.09.2014

### 2.27 Value of Imports calculated on CIF basis

S. No.	Particulars	As at 31 March 2017 ₹	As at 31 March 2016 ₹
a	Raw materials	1,199,646.00	1,122,972.00
b	Components	-	-
c	Spare parts	-	-
d	Capital Goods	-	-
	<b>TOTAL</b>	<b>1,199,646.00</b>	<b>1,122,972.00</b>

### 2.28 Expenditures in foreign currencies

a	Travelling Expenses	197,340.00	508,089.00
b	Commission	-	-
c	Sales Promotion	-	-
d	Royalty	1,533,860.00	2,053,590.00
	<b>TOTAL</b>	<b>1,731,200.00</b>	<b>2,561,679.00</b>

### 2.29 Details of Raw material consumed

S. No.	Particulars	As at 31 March 2017		As at 31 March 2016	
		Qty	Amount ( ₹ )	Qty	Amount ( ₹ )
a	Leather (Sq.DCM)	5,651,513	32,034,291.00	5,426,140	38,321,706.00
b	Other Raw Material		6,916,645.00		7,337,781.00
	<b>Total</b>	<b>5,651,513</b>	<b>38,950,936.00</b>	<b>5,426,140</b>	<b>45,659,487.00</b>

### 2.30 Quantitative details of Consumption of imported and indigenous items

S. No.	Particulars	As at 31 March 2017		As at 31 March 2016	
		₹	%	₹	%
a	Imported - Raw materials	1,199,646.00	3.08%	1,122,972.00	2.46%
b	Indigenous - Raw materials	37,751,290.00	96.92%	44,536,515.00	97.54%
	<b>TOTAL</b>	<b>38,950,936.00</b>	<b>100.00%</b>	<b>45,659,487.00</b>	<b>100.00%</b>



**OSCAR GLOBAL LIMITED****2.31 Quantitative details of Production, sales and stock of each class of goods:**

S. No.	Particulars	As at 31 March 2017		As at 31 March 2016	
		Leather Garments & Accessories	Leather Garments & Accessories	Licenses / Export Incentives	Licenses / Export Incentives
a	Opening Stock	Qty. (Nos.)	1685	833	-
		Amount (Rs.)	2,861,057	83,300	-
b	Production	Qty. (Nos.)	28009	25966	-
c	Sales/Export	Qty. (Nos.)	27542	25114	-
		Amount (Rs.)	82,473,768	89,885,971	9,770,138
d	Closing Stock	Qty. (Nos.)	2152	1685	-
		Amount (Rs.)	3,990,865	2,861,057	-

**2.32 Earning in foreign exchange**

S. No.	Particulars	As at 31 March 2017	As at 31 March 2016
		₹	₹
a	Export of goods calculated on FOB basis	79,453,701.00	86,773,562.00
b	Other earnings	-	-
<b>TOTAL</b>		<b>79,453,701.00</b>	<b>86,773,562.00</b>

**2.33 Related party transactions**

S. No.	Name of Party	Relation	Nature of transaction	As at 31 March 2017	As at 31 March 2016
				₹	₹
a	Mr. Satish Verma	Key Management Personnel	Managing Director Remuneration	4,800,000.00	2,400,000.00
b	Mr. Pawan Chadha	Key Management Personnel	Director Remuneration	3,600,000.00	2,400,000.00
c	Mrs. Arpita Verma	Key Management Personnel	Director Remuneration	3,600,000.00	1,800,000.00
d	Mr. Varun Chadha	Relative of Key Management Personnel	Salary in capacity of President	1,800,000.00	1,800,000.00
<b>TOTAL</b>				<b>13,800,000.00</b>	<b>8,400,000.00</b>

**2.34 Segment information**

The company is operating in only one product i.e. leather garments and accessories. Hence there is no need to present financial information segment wise as required by AS-17.

for **DUBEY & CO.**  
CHARTERED ACCOUNTANTS

for **OSCAR GLOBAL LIMITED**

**DEEPAK DUBEY**  
PROPRIETOR  
M.No. 086349  
FRN : 007515N

**PAWAN CHADHA**  
WHOLE TIME DIRECTOR & CFO  
DIN: 00415795

**SATISH VERMA**  
CHAIRMAN & MANAGING DIRECTOR  
DIN: 00225444

**HEENA ARORA**  
COMPANY SECRETARY  
Membership No.A44224

Place : Delhi  
Dated : 29th May, 2017

**OSCAR GLOBAL LIMITED****CASH FLOW STATEMENT**

Particulars	Note No.	Figures (₹) as at March 31, 2017	Figures (₹) as at March 31, 2016
<b>A. CASH FLOW FROM OPERATING ACTIVITIES :</b>			
NET PROFIT BEFORE TAX AND EXTRA ORDINARY ITEMS		315,455.09	1,360,772.83
ADJUSTMENTS FOR :			
DEPRECIATION		1,285,770.86	1,704,628.92
		14,385.00	7,101.00
MISC. EXPENSES WRITTEN OFF		-	-
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES		1,615,610.95	3,072,502.75
ADJUSTMENTS FOR :			
TRADE AND OTHER RECEIVABLES		115,563.80	(12,307.88)
INVENTORIES		(4,007,559.00)	(5,163,851.00)
TRADE PAYABLES AND OTHER PAYABLES		(1,066,081.00)	170,545.00
CASH GENERATED FROM OPERATIONS		(3,342,465.25)	(1,933,111.13)
		(14,385.00)	(7,101.00)
DIRECT TAX PAID		(237,260.00)	(631,584.00)
CASH FLOW BEFORE EXTRAORDINARY ITEMS		(3,594,110.25)	(2,571,796.13)
EXTRA ORDINARY ITEMS		-	-
<b>NET CASH FROM OPERATING ACTIVITIES</b>		<b>(3,594,110.25)</b>	<b>(2,571,796.13)</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES :</b>			
PURCHASES OF FIXED ASSETS		(174,801.00)	(50,762.00)
SALE OF FIXED ASSETS		-	-
<b>NET CASH USED IN INVESTING ACTIVITIES</b>		<b>(174,801.00)</b>	<b>(50,762.00)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES :</b>			
PROCEEDS FROM PUBLIC ISSUE OF SHARE CAPITAL		-	-
PROCEEDS FROM LONG TERM BORROWINGS		-	-
REPAYMENT OF FINANCE LEASE LIABILITIES		-	-
DIVIDEND PAID		-	-
<b>NET CASH USED IN FINANCING ACTIVITIES</b>		<b>-</b>	<b>-</b>
<b>NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS</b>		<b>(3,768,911.25)</b>	<b>(2,622,558.13)</b>
CASH AND CASH EQUIVALENTS AS AT 01.04.16 (OPENING BALANCE)		11,573,234.18	14,195,792.31
<b>CASH AND CASH EQUIVALENTS AS AT 31.03.17 (CLOSING BALANCE)</b>		<b>7,804,322.93</b>	<b>11,573,234.18</b>

Significant Accounting Policies and Notes on Accounts 1 & 2

for OSCAR GLOBAL LIMITED

**PAWAN CHADHA**  
WHOLE TIME DIRECTOR & CFO  
DIN: 00415795

**SATISH VERMA**  
CHAIRMAN AND MANAGING DIRECTOR  
DIN: 00225444

Place : Delhi  
Dated : 29th May, 2017

**HEENA ARORA**  
COMPANY SECRETARY  
Membership No.A42100



**OSCAR GLOBAL LIMITED**

Regd. Office: 101, Plot No. 6, LSC, Vardhman Rajdhani Plaza,  
 New Rajdhani Enclave, New Delhi-110092  
[www.oscar-global.net](http://www.oscar-global.net) ; [oscar@oscar-global.com](mailto:oscar@oscar-global.com)  
 CIN:L51909DL1990PLC041701

**PROXY FORM**

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

**FORM NO. MGT-11**

**26<sup>th</sup> Annual General Meeting – September 25<sup>th</sup> 2017**

Name of Member(s)	
Registered address	
E Mail Id	
Folio No. / DP ID - Client ID	

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

- 1) Name: ..... E-Mail .....
- Address: .....
- Signature ..... Or failing him / her
- 2) Name: ..... E-Mail .....
- Address: .....
- Signature .....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 26<sup>th</sup> ANNUAL GENERAL MEETING of the Company to be held on Monday, 25<sup>th</sup> September, 2017 at 4.30 P.M. at The Executive Club, Dolly Farms & Resorts Pvt. Ltd., 439, Village Shaoorpur, P.O. Fatehpur Beri, New Delhi-110030 and at any adjournment thereof in respect of such resolutions as are indicated below:

Item No.	Resolutions Ordinary Business	For	Against
1.	Adoption of Balance Sheet, Statement of Profit and Loss and Cash Flow Statement alongwith Reports of the Board of Directors and Auditors thereon for the financial year ended March 31, 2017		
2.	Appointment a Director in place of Mr. Pawan Chadha by rotation and being eligible offers himself for re-appointment		
3.	Appointment of M/s. Dubey & Co., Chartered Accountants as Statutory Auditors of the Company and fixed their remuneration		
	<b>Special Business</b>		
4.	Appointment of Mr. Kawaljit Singh Bhatia as an Independent Director.		

Item No.	Resolutions Special Business	For	Against
5.	Increase in Remuneration of Mr. Pawan Chadha.		
6.	Increase in Remuneration of Mr. Satish Kumar Verma.		
7.	Appointment of Mr. Pawan Chadha (DIN: 00415795) as Whole Time Director		
8.	Re-appointment of Mr. Satish Kumar Verma (DIN: 00225444) as Managing Director		

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

Affix Re.1/- Revenue Stamp
-------------------------------------

**Signature of the member**

**Signature of the Proxy Holder(s)**

**NOTE:**

- This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.**
- For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the 26<sup>th</sup> Annual General Meeting.
- It is optional to put a 'X' in the appropriate column against the Resolution indicated in the Box. If you leave the 'For' and 'Against' column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he / she think appropriate.
- Please complete all details including detail of member(s) in above box before submission.

**OSCAR GLOBAL LIMITED****ATTENDANCE SLIP**

Regd. Office: 101, Plot No. 6, LSC, Vardhman Rajdhani Plaza,  
New Rajdhani Enclave, New Delhi-110092  
[www.oscar-global.net](http://www.oscar-global.net) ; [oscar@oscar-global.com](mailto:oscar@oscar-global.com)  
CIN:L51909DL1990PLC041701

DP ID	
CLIENT ID/ Folio No.	
No. of Shares	

Name and Address of the Registered Shareholder
--

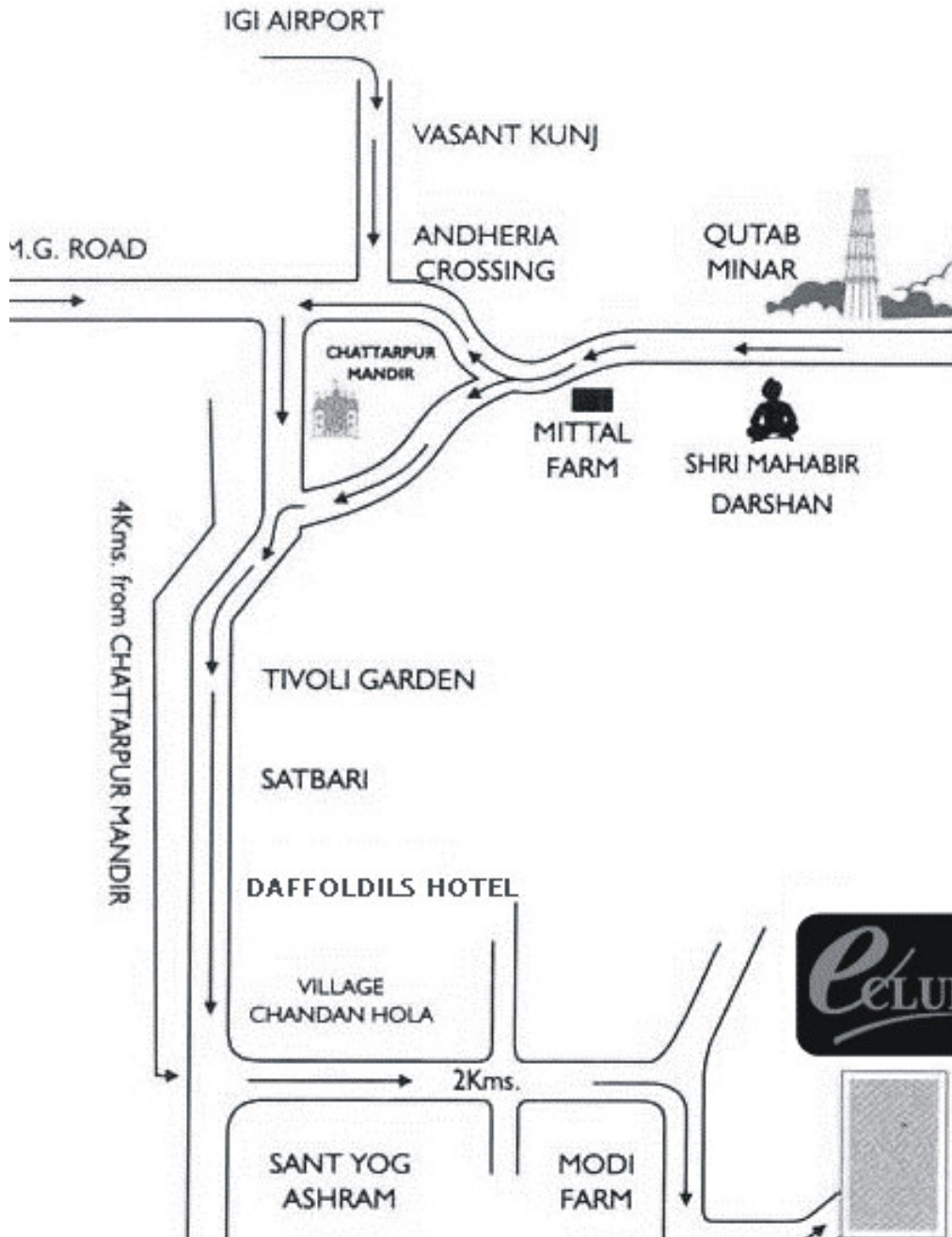
I/We hereby record my/our presence at the 26<sup>th</sup> ANNUAL GENERAL MEETING of the Company to be held at The Executive Club, Dolly Farms & Resorts Pvt. Ltd., 439, Village Shaoorpur, P.O. Fatehpur Beri, New Delhi- 110030 on Mondayday, 25th September, 2017 at 4.30 P.M. or at any adjournment thereof.

Signature of the Shareholder/Proxy

**NOTE :**

1. Please complete the Folio/DP ID Client IDNo. and name, sign the Attendance Slip and hand it over at the Attendance Verification counter at the entrance of the Meeting Hall.
2. Electronic copy of the Annual Report for the financial period ended on 31.03.2017 and Notice of the Annual General Meeting (AGM) along with Attendance Slip and Proxy Form is being sent to all the members whose e-mail address is registered with the Company / Depository Participant unless any member has requested for a hard copy of the same. Members receiving electronic copy and attending the AGM can print copy of this Attendance Slip.
3. Physical copy of Annual Report for the financial period ended on 31.03.2017 and Notice of Annual General Meeting alongwith Attendance Slip and Proxy Form is sent in the permitted mode(s) to all members whose email is not registered or have requested for a hard copy.

Route Map for the venue of AGM of Oscar Global Limited to be held on Monday, 25<sup>th</sup> September 2017 at 4.30 pm



## BOOK POST

*If Undelivered, please return to:*

**OSCAR GLOBAL LIMITED**

101, Plot No. 6, LSC, Vardhman Rajdhani Plaza,  
New Rajdhani Enclave, New Delhi-110092