

DEEVEE COMMERCIALS LTD

CIN: L51109WB1983PLC035918

16A, Shakespeare Sarani, Kolkata - 700 071

**Annual Report for
F.Y. 2014-15**

DEEVEE COMMERCIALS LTD

Regd.Office:- 16A, Shakespeare Sarani, Kolkata - 700 071

CIN: - L51109WB1983PLC035918; Phone No: - (033) 2282 6807

Email Id: - deeveecommercial@gmail.com

NOTICE

Notice is hereby given that 32nd Annual General Meeting of the members of the Company will be held on Wednesday, the 30th day of September, 2015 at 11.00 A.M. at the Registered Office of the Company situated at 16A, Shakespeare Sarani, Kolkata - 700 071 to transact with or without modification(s), as may be permissible, the following business:

ORDINARY BUSINESS

Item No.1 – Adoption of Financial Statements

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2015 together with the Report of the Directors' and Auditors' thereon.

Item No.2 – Appointment of Director

To appoint a Director in place of Mr. Pramod Bajoria (DIN: 02725678), who retires by rotation, and being eligible, offer himself for re-appointment.

Item No.3 – Re - appointment of Auditor and fixing their remuneration

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

“RESOLVED THAT pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (the Act), and the Companies (Audit and Auditors) Rules, 2014, M/s. S. K. Agrawal & Company, Chartered Accountants (FRN: 306033E) be and are hereby re-appointed as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next AGM of the Company on such remuneration as may be agreed upon by the Board of Directors.”

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SPECIAL BUSINESS

Item No.4 – Appointment of Mr. Rishi Bhardwaj (DIN: 05162553) as Independent Director

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (the “Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and Clause 49 of the Listing Agreement, Mr. Rishi Bhardwaj (DIN : 05162553), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 27th October, 2014, in terms of Section 161(1) of the Act and whose term of office expires at the Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company.’

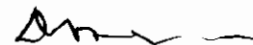
Item No.5 – Appointment of Ms. Divya Agarwal (DIN: 06937438) as Woman Independent Director

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 (the “Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Act and Clause 49 of the Listing Agreement, Ms. Divya Agarwal (DIN : 06937438), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 24th February, 2015, in terms of Section 161(1) of the Act and whose term of office expires at the Annual General Meeting and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company.’

Regd. Office:
16A, Shakespeare Sarani
Kolkata – 700 071

By Order of the Board
M/s. Deevee Commercials Ltd



Director

Place: Kolkata
Dated: 29.05.2015

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NOTES

1. A member entitled to attend and vote is entitled to appoint a proxy to attend and, on a poll, to vote instead of himself. Such a proxy need not be a member of the company. Proxies, in order to be valid and effective, must be delivered at the registered/corporate office of the company not later than forty-eight hours before the commencement of the meeting.
2. The Register of Member and Share Transfer Register of the company will remain closed from 24th day of September, 2015 to 30th day of September, 2015 (both days inclusive)
3. A statement pursuant to section 102 of the Companies Act, 2013, relating to the Special Business to be transacted at the Meeting is annexed hereto.

4. 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 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Clause 34B of the Listing Agreement, 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 Central Depository Services (India) Limited (CDSL).
- II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
- III. **The process and manner for remote e-voting are as under:**
 - (i) The remote e-voting period commences on 27th September, 2015 (10:00 am) and ends on 29th September, 2015 (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 24th September, 2015 may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
 - (ii) The shareholders should log on to the e-voting website www.evotingindia.com during the voting period

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- (iii) Click on "Shareholders" tab.
- (iv) Now Enter your User ID
- For CDSL: 16 digits beneficiary ID.
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID.
 - Members holding shares in Physical Form should enter Folio Number registered with the Company, excluding the special characters.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

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

- (viii) After entering these details appropriately, click on "SUBMIT" tab.

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- (ix) Members holding shares in physical form will then directly reach the Company selection Screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on The resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant Company Name i.e. **DEEVEE COMMERCIALS LTD** on Which you choose to vote.on which you choose to vote.
- (xii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK". else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xvii) If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

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- (xviii) Note for Institutional Shareholders & Custodians:
- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://www.evotingindia.com> and register themselves as Corporates
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create a compliance user which should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com
5. Institutional Members / Bodies Corporate (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory (ies) who are authorized to vote through e-mail at sr_associates17@rediffmail.com with a copy marked to helpdesk.evoting@cdslindia.com on or before 29th September, 2015 upto 5:00 pm without which the vote shall not be treated as valid.
 6. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 24th September, 2015
 7. The notice of Annual General Meeting will be sent to the members, whose names appear in the register of members / depositories as at closing hours of business, on 7th August, 2015
 8. The shareholders shall have one vote per equity share held by them as on the cut-off date of 24th September, 2015. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
 9. Since the Company is required to provide members the facility to cast their vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 17th September, 2015 and not casting their vote electronically, may only cast their vote at the Annual General Meeting.

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10. Notice of the AGM along with attendance slip, proxy form along with the process, instructions and the manner of conducting e-voting is being sent electronically to all the members whose e-mail IDs are registered with the Company / Depository Participant(s). For members who request for a hard copy and for those who have not registered their email address, physical copies of the same are being sent through the permitted mode.
11. Investors who became members of the Company subsequent to the dispatch of the Notice / Email and hold the shares as on the cut-off date i.e. 24th September, 2015 are requested to send the written / email communication to the Company at deeveecommercial@gmail.com by mentioning their Folio No. / DP ID and Client ID to obtain the Login-ID and Password for e-voting.
12. Mr. Nihar Ranjan Choudhury, Practising Cost Accountant having Membership No. 32327 have been appointed as the Scrutinizer to scrutinize the remote e-voting process and voting at the AGM in a fair and transparent manner. The Scrutinizer will submit, not later than 3 days of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman of the Company or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
13. The Results declared along with the Scrutinizer's Report shall be placed on the website of CDSL. The same will be communicated to the listed stock exchanges i.e. Calcutta Stock Exchange Ltd.

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Explanatory Statement (Pursuant to section 102 of the Companies Act, 2013)

Item No.4

Mr. Rishi Bhardwaj (DIN: 05162553) was appointed as an Additional (Independent) Director of the Company with effect from October 27, 2014 by the Board of Directors. In terms of Section 161(1) of the Companies Act, 2013, Mr. Rishi Bhardwaj holds office upto the date of this Annual General Meeting but is eligible for the appointment as a Director. The Company has received a Notice from him in writing along with requisite deposit under Section 160 of the Act, proposing his candidature for the office of Director.

Mr. Rishi Bhardwaj has given a declaration to the Board that he meets the criteria of independence as provided under Section 149(6) of the Act.

Mr. Rishi Bhardwaj is an MBA and has rich and varied experience of about 18 years in the Industry and has been involved in the operations of the Company over a long period of time. Mr. Rishi Bhardwaj is holding directorship of more than 5 Companies.

The Board recommends the passing of the Ordinary Resolution as set out in the Item no. 4 of the Notice for the appointment of Mr. Rishi Bhardwaj as an Independent Director, not liable to retire by rotation.

A statement containing his profile is given as per Annexure 1.

Except Mr. Rishi Bhardwaj being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No.4

Item No.5

Ms. Divya Agarwal (DIN: 06937438) was appointed as an Additional (Independent) Director of the Company with effect from February 24, 2015 by the Board of Directors. In terms of Section 161(1) of the Companies Act, 2013, Ms. Divya Agarwal holds office upto the date of this Annual General Meeting but is eligible for the appointment as a Director. The Company has received a Notice from her in writing along with requisite deposit under Section 160 of the Act, proposing her candidature for the office of Director.

Ms. Divya Agarwal has given a declaration to the Board that she meets the criteria of independence as provided under Section 149(6) of the Act.

Ms. Divya Agarwal is a graduate and has rich and varied experience of about 7 years in the Industry and has been involved in the operations of the Company over a long period of

time. Ms. Divya Agarwal is presently holding the position of Managing Director in one company

The Board recommends the passing of the Ordinary Resolution as set out in the Item no. 5 of the Notice for the appointment of Ms. Divya Agarwal as an Independent Director, not liable to retire by rotation.

A statement containing his profile is given as per Annexure 1.

Except Ms. Divya Agarwal being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No.5

Regd. Office:

16A, Shakespeare Sarani
Kolkata – 700 071

**By Order of the Board
M/s. Deevee Commercials Ltd**



Director

Place: Kolkata
Dated: 29.05.2015

Annexure 1

DETAILS OF DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT AT THE ANNUAL GENERAL MEETING

Name of the Directors	Re Appointment	Appointment	
	Mr. Pramod Bajoria	Mr. Rishi Bhardwaj	Ms. Divya Agarwal
Date of Birth	April 1 st , 1965	November 20 th , 1975	June, 12 th , 1972
Date of Appointment/Re Appointment	October, 25 th , 2010	October 27 th , 2010	February, 24 th , 2015
Qualification	Graduate	MBA	Graduate
List of Public Ltd. Companies (in India) in which Directorships held	4	3	1
Experience in Industry	20	18	7

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ATTENDANCE SLIP

(To be handed over at the entrance of the meeting hall)

(Annual General Meeting - Wednesday, 30th day of September, 2015)

I/We hereby record my/our presence at the 32nd Annual General Meeting of the Company at 16A, Shakespeare Sarani, Kolkata - 700 071, on Wednesday, the 30th day of September, 2015 at 11.00 A.M

Full Name of the member (in BLOCK LETTERS): _____

Folio No. _____, DP ID No. _____, Client ID No. _____

Full Name of Proxy (in BLOCK LETTERS): _____

Member/ Proxy(s) Signature: _____

(Please cut here and bring the Attendance Slip duly Signed, to the meeting and hand it over the entrance. Duplicate slips will not be issued at the venue of the meeting.)

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PROXY FORM

(32nd Annual General Meeting - Wednesday, 30th day of September, 2015)

Form No. MGT-11

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

CIN: L51109WB1983PLC035918
Name of the Company: DEEVEE COMMERCIALS LTD
Regd Office: 16A, Shakespeare Sarani, Kolkata - 700 071
Name of the member(s):
Registered Address:
E-mail ID:
Folio No. /DP Client ID:

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

1. Name..... Address.....
E-mail id..... Signature..... or filing him
2. Name..... Address.....
E-mail id..... Signature..... or filing him

As my/our proxy to attend and vote (on a poll) for me/us on my/our behalf at the 32ndAGM of the Company, to be held on Wednesday, 30th day of September, 2015 at 11.00 a.m. at 16A, Shakespeare Sarani, Kolkata - 700 071 and at any adjournment thereof in respect of such resolution(s) as are indicated below:

Resolution No.	Resolution	For	Against
Ordinary Business			
1	Ordinary Resolution to receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31 st March, 2015 together with the Report of the Directors' and Auditors' thereon.		
2	Ordinary Resolution to appoint a Director in place of Mr. Pramod Bajoria (DIN: 02725678), who retires by rotation, and being eligible, offer himself for re-appointment.		

3	Ordinary Resolution for Re -appointing auditors and to fix their remuneration.		
Special Business			
4	Ordinary Resolution for Appointment of Mr. Rishi Bhardwaj (DIN: 05162553) as Independent Director		
5	Ordinary Resolution for Appointment of Ms. Divya Agarwal(DIN: 06937438) as Woman Independent Director		

Signed this day of 2015

Affix
Revenue
Stamp

.....
Signature of the member

.....
Signature of proxy

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.

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(Annexure to the Notice for the 32nd Annual General Meeting of the company to be held on 30th day of September, 2015)

1. Name & Registered Address of Sole/First named Member:
2. Joint Holders Name (If any) :
3. Folio No. / DP ID & Client ID :
4. No. of Equity Shares Held :

Dear Shareholder,

Subject: Process and manner for availing E-voting facility:

Pursuant to Provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Clause 34B of the Listing Agreement, the Company is pleased to provide E-voting facility to the members to cast their votes electronically on all resolutions proposed to be considered at the Annual General Meeting (AGM) to be held on Wednesday, the 30th day of September, 2015 at 11.00 A.M. at 16A, Shakespeare Sarani, Kolkata - 700 071 and at any adjournment thereof.

The Company has engaged the services of Central Depository Services (India) Limited (CDSL) to provide the e-voting facility. The e-voting facility is available at the link <https://www.evotingindia.com>.

The Electronic Voting Particulars are set out below:

EVSN (Electronic Voting Sequence Number)	User ID	PAN / Sequence No.
150909012		

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

Remote e-Voting Start On	Remote e-Voting End On
27 th September, 2015 at 10:00 A.M. (IST)	29 th September, 2015 at 5:00 P.M. (IST)

Please read the instructions mentioned in Point No. 4 of the Notice before exercising you vote.

Regd. Office:

16A, Shakespeare Sarani
Kolkata – 700 071

**By Order of the Board
M/s. Deevee Commercials Ltd**



Director

Place: Kolkata
Dated: 29.05.2015

Encl: AGM Notice/Attendance Slip/Proxy Form/Annual Report

DEEVEE COMMERCIALS LTD

CIN: L51109WB1983PLC035918

DIRECTORS' REPORT

To,
The Members,

The Board of Directors have pleasure in presenting their Annual Report on the business and operations of the Company and the accounts for the Financial Year ended March 31, 2015.

1. Financial summary or highlights of the Company (Standalone)

Particulars	For the year ended	
	31-03-2015 (in Lacs) Rs.	31-03-2014 (in Lacs) Rs.
Profit/(Loss) before tax	7.33	(26.04)
Less: Provision for Taxation (including Deferred tax)	-	-
Profit/(Loss) after taxation	7.33	(26.04)
Balance as per last financial statements	5124.67	5150.71
Balance Profit/(Loss) transferred to Reserves & Surplus	5131.99	5124.67

2. Extract of the Annual Return

An extract of Annual Return in Form No. MGT 9 is attached herewith. (Annexure-I)

3. Number of meetings of the Board of Directors

In the year under review the Board of Directors met 9(nine) times on 30.05.2014, 07.06.2014, 14.08.2014, 01.09.2014, 02.09.2014, 27.10.2014, 13.11.2014, 12.02.2015 and 24.02.2015.

Name	No. of Meetings attended during F.Y. 01-04-2014 to 31-03-2015
DHIRAJ AGARWAL	4
PRAMOD BAJORIA	4
RISHI BHARDWAJ	2
RAJIV KUMAR TIBREWAL	2

4. **Directors' Responsibility Statement**

The Directors' Responsibility Statement referred to in clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, shall state that—

(a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company for that period;

(c) the directors 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) the directors had prepared the annual accounts on a going concern basis; and

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

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

5. **Directors:**

A) Changes in Directors and Key Managerial Personnel

The details about the changes in the directors are given below:

Sl No	Name of the Directors	Designation	Date of Appointment	Date of Cessation
1	Pramod Bajoria	Director (Retire by rotation at AGM and is re-appointed)	30.09.2014	N.A
2	Rishi Bhardwaj	Additional Director	27.10.2014	N.A
3	Rajiv Kumar Tibrewal	Director	N.A	27.10.2014

B) Declaration by an Independent Director(s) and re- appointment, if any -

During the year under review, no independent Director has been appointed.

6. Statutory Auditors

M/s S.K Agrawal & Company, Chartered Accountants retire at the ensuing Annual General Meeting and being eligible offer themselves for re-appointment. The company has obtained a certificate from them to the effect that, their re-appointment, if made would be in conformity with section 139 and 141 of Companies Act, 2013 and Companies (Audit & Auditors) Rules, 2014. and Company has filed ADT-1 after the appointment of Auditor in its meeting.

7. Auditors' Report

The Notes on accounts referred to the auditors' report are self-explanatory and do not call for any further explanation. Auditors have reviewed the financial statements of the Company and believe they are accurate, complete and accordance with generally accepted Accounting Principles.

8. Secretarial Audit Report -

The Secretarial Audit Report given by M/s S.R & Associates, Company Secretaries is annexed with the report.

9. Particulars of loans, guarantees or investments under section 186

Company has directly and indirectly gives loans/ Guarantee / Security in respect of loan during the financial year ended.

Nature of Loan	Wheather Within/ Exceeding limit	If yes wheather Resolution Passed	Special	Amount of Loan
NIL				

10. Particulars of contracts or arrangements with related parties:

The company has entered into related party transactions, contracts or arrangements, referred to in sub-section (1) of section 188, particulars of which are disclosed below:

Name of Related Party	Nature of Related Party Transaction	Amount of Related Party Transaction(Rs.)
Emami Cement Ltd	Associate(upto 31 st August 2013)	Rs 25 crores loan given and refunded.

11. Brief description of the Company's working during the year/State of Company's affair

The Company is a Public Limited company that operates mainly in the areas of Non-Banking Financial Company.

12. Reserves

The company creates Rs. 7.33 Lacs profit during previous year and transfer to the reserves of the Company.

13. Dividend

In order to conserve the resources of the company, the Board of Directors of the Company have not recommended any dividend for the year ended 31st March, 2015.

- 14. Material changes and commitments, if any, affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report - Not Applicable.**

15. Conservation of energy, technology absorption and foreign exchange earnings and outgo

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

Conservation of Energy	: NIL
Technology Absorption	: NIL
Foreign Exchange Earnings	: NIL
Foreign Exchange Outgo	: NIL

16. Risk management policy

Mr. Dhiraj Agarwal is the Chairman of the Risk Management Committee. The other members of the Risk Management Committee are Mr. Pramod Bajoria and Mr. Rishi Bhardwaj.

This Committee recommends to the Board and then formally announces, clear standards of ethical behaviour required of directors, employees and contractors and encourage observance of those standards. It Implement and maintain a sound system of risk oversight, management and internal control which identifies, assesses, manages and monitors risk and allows investors and other stakeholders to be informed of material changes to the Company's risk profile.

Risk management Committee perform all duties, functions and processes which are considered necessary and ensuring that the Company's risks are being effectively managed.

- 17. Corporate Social Responsibility Committee – Not Applicable**

- 18. Formal Annual Evaluation -The Board has made formal annual evaluation of its own performance and that of its committees and individual directors.**

- 19. Change in the nature of business, if any – Not Applicable.**

- 20. Details of Subsidiary/Joint Ventures/Associate Companies- NIL**

21. Deposits

During the year under review the Company has not accepted or renewed any deposits under Section 73 to 76 of Companies Act, 2013.

22. Details of significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future- Not Applicable.

23. Details in respect of adequacy of internal financial controls with reference to the Financial Statements. (Applicable to Listed Company)

24. Proper Internal control system is duly implemented and maintained by the Directors and managements of the Company ensuring that :-


- (a) The Company complies with all set of rules, policies, and procedures applicable thereto
- (b) its financial reports are reliable,
- (c) Its operations are effective and efficient, and
- (d) Its activities comply with applicable laws and regulations


25. Acknowledgements

An acknowledgement to all with whose help, cooperation and hard work the Company is able to achieve the results.

For and on behalf of the Board of Directors

Place: Kolkata
Date: 29.05.2015


(PRAMOD BAJORIA)
DIN: 02725678


(DHIRAJ AGARWAL)
DIN: 00083118

FORM NO. MGT 9			
EXTRACT OF ANNUAL RETURN			
as on financial year ended on 31.03.2015			
Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.			
I	REGISTRATION & OTHER DETAILS:		
i	CIN	L51109WB1983PLC035918	
ii	Registration Date	23/02/1983	
iii	Name of the Company	DEEVEE COMMERCIALS LTD	
iv	Category/Sub-category of the Company	COMPANY LIMITED BY SHARES	
v	Address of the Registered office & contact details	16A SHAKESPEARE SARANI,KOLKATA-700071	
vi	Whether listed company	yes	
vii	Name , Address & contact details of the Registrar & Transfer Agent, if any.	Maheshwari Datamatics Pvt. Ltd.,6,Mangoe Lane (Surendra Mohan Ghosh Sarani), 2nd Floor, Kolkata-700001,Ph.No:22435029,22435809	
II	PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY		
All the business activities contributing 10% or more of the total turnover of the company shall be stated			
SL No	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	Interest Income	6430	100.00%

III PARTICULARS OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES					
Sl No	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	Emami Cement Ltd	U26940WB2007PLC116503	Associate	Nil	N.A.

SHARE HOLDING OF PROMOTERS									
SI No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year	
		NO of shares	% of total shares of the company	% of shares pledged encumbered to total shares	NO of shares	% of total shares of the company	% of shares pledged encumbered to total shares		
1	Karan Business Pvt. Ltd.	585145	9.54	NIL	585145	9.54	NIL	NIL	
2	EPL Securities Ltd	584450	9.52	NIL	584450	9.52	NIL	NIL	
3	ZEN Business Pvt Ltd	571450	9.31	NIL	571450	9.31	NIL	NIL	
4	Sneha Enclave Pvt Ltd	570210	9.30	NIL	570210	9.30	NIL	NIL	
5	Sneha Niketan Pvt. Ltd.	565950	9.22	NIL	565950	9.22	NIL	NIL	
6	Sneha Abasan Pvt. Ltd.	553650	9.02	NIL	553650	9.02	NIL	NIL	
7	Sneha Gardens Pvt. Ltd.	515300	8.40	NIL	515300	8.40	NIL	NIL	
8	New Way Constructions Ltd.	355000	5.78	NIL	355000	5.78	NIL	NIL	
9	Newway Constructions Limited	202000	3.29	NIL	202000	3.29	NIL	NIL	
	Total	4,503,155	73.38	NIL	4,503,155	73.38	NIL	NIL	

CHANGE IN PROMOTERS' SHAREHOLDING (SPECIFY IF THERE IS NO CHANGE)			
SI. No.	Share holding at the beginning of the year	Cumulative Share holding during the year	
		No. of Shares	% of total shares of the company
	At the beginning of the year	NIL	NIL
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	NIL	NIL
	At the end of the year	NIL	NIL

Shareholding Pattern of top ten Shareholders (other than Directors, Promoters & Holders of GDRs & ADRs)				
SI. No		Shareholding at the end of the year		Cumulative Shareholding during the year
		No. of shares	% of total shares of the company	No. of shares
	For Each of the Top 10 Shareholders			% of total shares of the company
	At the beginning of the year	NIL	NIL	NIL
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	NIL	NIL	NIL
	At the end of the year (or on the date of separation, if separated during the year)	NIL	NIL	NIL

Shareholding of Directors & KMP				
SI. No		Shareholding at the end of the year		Cumulative Shareholding during the year
		No. of shares	% of total shares of the company	No. of shares
	For Each of the Directors & KMP			% of total shares of the company
	At the beginning of the year	NIL	NIL	NIL
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	NIL	NIL	NIL
	At the end of the year	NIL	NIL	NIL

V INDEBTEDNESS					
Indebtedness of the Company including interest outstanding/accrued but not due for payment					
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness	
Indebtedness at the beginning of the financial year					
i) Principal Amount	250,000,000.00	27,400,000.00	-		277,400,000.00
ii) Interest due but not paid	455,597.00	-	-		455,597.00
iii) Interest accrued but not due	392,980.00	-	-		392,980.00
Total (i+ii+iii)	250,848,577.00	27,400,000.00	-		278,248,577.00
Change in Indebtedness during the financial year					
Additions	52,263,044.00	-	-		52,263,044.00
Reduction	-	24,300,000.00	-		24,300,000.00
Net Change	52,263,044.00	24,300,000.00	-		76,563,044.00
Indebtedness at the end of the financial year					
i) Principal Amount	300,000,000.00	3,100,000.00	-		300,000,000.00
ii) Interest due but not paid	1,031,141.00	-	-		1,031,141.00
iii) Interest accrued but not due	2,080,480.00	-	-		2,080,480.00
Total (i+ii+iii)	303,111,621.00	3,100,000.00	-		306,211,621.00

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl.No	Particulars of Remuneration	Name of the MD/WTD/Manager		
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income Tax. 1961.	NIL	NIL	NIL
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	NIL	NIL	NIL
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961			
2	Stock option	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL
4	Commission	NIL	NIL	NIL
	as % of profit	NIL	NIL	NIL
	others (specify)	NIL	NIL	NIL
5	Others, please specify	NIL	NIL	NIL
	Total (A)	NIL	NIL	NIL
	Ceiling as per the Act	NIL	NIL	NIL

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

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD					
Sl. No.	Particulars of Remuneration	CEO	Company Secretary	CFO	Total
1	Gross Salary				
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	NIL	NIL	NIL	NIL
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961	NIL	NIL	NIL	NIL

PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES					
VII Type	Section of the Companies Act	Brief Description	Details of Penalty/Punish ment/Compound ing fees imposed	Authority (RD/NCLT/C ourt)	Appeal made if any (give details)
A. COMPANY					
Penalty	NA	NA	NA	NA	NA
Punishment	NA	NA	NA	NA	NA
Compounding	NA	NA	NA	NA	NA
B. DIRECTORS					
Penalty	NA	NA	NA	NA	NA
Punishment	NA	NA	NA	NA	NA
Compounding	NA	NA	NA	NA	NA
C. OTHER OFFICERS IN DEFAULT					
Penalty	NA	NA	NA	NA	NA
Punishment	NA	NA	NA	NA	NA
Compounding	NA	NA	NA	NA	NA

	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
2	Stock Option	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
4	Commission	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	as % of profit	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	others, specify	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
5	Others, please specify	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
	Total	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL

Case Deleted / Amended

8/2 - - -

S. K. AGRAWAL & CO.

Chartered Accountants

SUITE NOS : 606-608
THE CHAMBERS, OPP. GITANJALI STADIUM
1865, RAJDANGA MAIN ROAD, KASBA
KOLKATA - 700 107
PHONE : 033-4008 9902/9903/9904
FAX : 033-40089905, WEBSITE : www.skagrawal.co.in

INDEPENDENT AUDITOR'S REPORT

TO
THE MEMBERS OF **DEEVEE COMMERCIALS LIMITED**

Report on the Financial Statements

We have audited the accompanying financial statements of DEEVEE COMMERCIALS LIMITED ("the Company"), which comprise the Balance Sheet as at 31st March, 2015, 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.

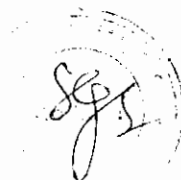
Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

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



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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2015, and its profit/loss and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

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 financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the directors as on 31st March, 2015 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2015 from being appointed as a director in terms of Section 164 (2) of the Act.



S. K. AGRAWAL & CO.

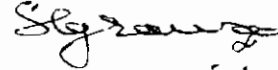
Chartered Accountants

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- (f) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements - Refer Note 17(i) to the financial statements
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. Since the company had not declared any dividend for any year hence clause (iii) of Rule 11 of the Companies (Audit and Auditors Rule) is not applicable.

As required by the Companies (Auditor's Report) Order, 2015 ("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 paragraph 3 of the Order.

For, **S. K. AGRAWAL & CO.**
Chartered Accountants
ICAI Firm Registration No- 306033E



(SANDEEP AGRAWAL)

Partner

Membership No: 058553

Place: Kolkata

Dated: 29th May, 2015



S. K. AGRAWAL & CO.

Chartered Accountants

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Annexure to the Auditors' Report

The Annexure referred to in our report to the members of DEEVEE COMMERCIALS LIMITED (the Company) for the year ended on 31st March 2015. We report that:

- (i) The company did not have any fixed asset during the year, Accordingly Clauses (I) (a) and clause (I)(b) of paragraph 3 of the order is not applicable.
- (ii) The company did not have any inventory during the year. Accordingly Clauses (II)(a), Clauses (II)(b) and clause (II)(c) of paragraph 3 of the order is not applicable.
- (iii) The Company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act 2013. Accordingly Clauses (III)(a) and clause (III)(b) of paragraph 3 of the order is not applicable.
- (iv) In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business.
- (v) The company has not accepted any deposit from the public during the year. Accordingly Clauses (V) of paragraph 3 of the order is not applicable
- (vi) To the best of our knowledge and as explained, the Central Government has not specified the maintenance of cost records under clause 148(1) of the Companies Act, 2013, for the products/services of the Company.
- (vii) According to the information and explanations given to us in respect of statutory and other dues:-
 - (a) The Company has been regular in depositing undisputed statutory dues, including Income Tax, Service Tax and other statutory dues with the appropriate authorities during the year. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at 31st March, 2015 for a period of more than six months from the date of becoming payable



S. K. AGRAWAL & CO.

Chartered Accountants

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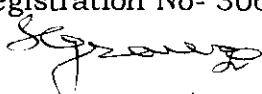
- (b) According to the information and explanations given to us, details of dues of Income Tax which have not been deposited as on 31st March, 2015 on account of dispute are given below:

The income tax Department has raised a demand as per the following :

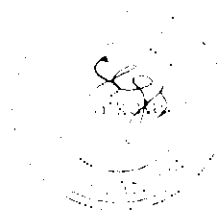
Particulars	F. Y. to which the matter pertains	Forum where the matter is pending	Amount (in Rs.)
Income Tax Act, 1961	2004-05	Assesing Officer	254,305
	2005-06	Assesing Officer	10,102
	2006-07	Assesing Officer	131,142
	2007-08	Assesing Officer	871,422
	2008-09	Assesing Officer	160,533
	2012-13	CPC	120

- (c) Since the company has not declared any dividend hence disclosure regarding the amount required to be transferred to investor education and protection fund in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and rules made thereunder is not required.
- (viii) The Company has no accumulated losses at the end of the financial year and It has not incurred cash losses in the current financial year but incurred cash loss in the immediately preceding financial year.
- (ix) Based on our audit procedures and as per the information and explanations given by the management, we are of the opinion that the Company has not defaulted in repayment of dues to a financial institution, bank or debenture holders.
- (x) According to the information and explanations given to us, the Company has not given any guarantee for loans taken by others from bank or financial institutions.
- (xi) Based on the information and explanations given to us by the management, term loans were applied for the purpose for which the loans were obtained
- (xii) To the best of our knowledge and belief and according to the information and explanations given to us, no fraud on or by the Company was noticed or reported during the year.

For, **S. K. AGRAWAL & CO.**
Chartered Accountants
ICAI Firm Registration No- 306033E


(SANDEEP AGRAWAL)
Partner
Membership No: 058553

Place: Kolkata
Dated: 29th May, 2015



Deevee Commercials Limited
CIN : L51109WB1983PLC035918
Balance Sheet as on 31st March, 2015

Particulars	Note No.	As on 31.03.2015	As on 31.03.2014
		(Rs.)	(Rs.)
I. EQUITY AND LIABILITIES			
(1) Shareholders' Funds			
(a) Share Capital	2	61,367,360	61,367,360
(b) Reserves and Surplus	3	513,199,809	512,466,795
(2) Non-Current Liabilities			
(a) Long-term borrowings	4	300,000,000	250,000,000
(b) Long-term provisions	5	623,246	631,853
(2) Current Liabilities			
(a) Short-term borrowings	6	3,100,000	27,400,000
(b) Other Current liabilities	7	4,734,738	992,807
Total		883,025,153	852,858,815
II. ASSETS			
(1) Non-Current Assets			
(a) Non current investments	8	600,125,726	599,583,726
(b) Long-term loans and advances	9	226,000,000	250,000,000
(2) Current Assets			
(a) Cash and Bank Balances	10	29,500,353	59,363
(b) Short term loans and advances	11	5,898,504	2,574,661
(c) Other Current assets	12	21,500,570	641,065
Total		883,025,153	852,858,815

The accompanying notes are an integral part of financial statements

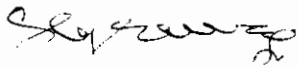
As per our report of even date annexed

For, S. K. Agrawal & Co.

For and on behalf of the Board

Chartered Accountants

FRN : 306033E







(Sandeep Agrawal)

Partner

Membership No. 058553



Director

DIN:02725678

Director

DIN:00083118

Place : Kolkata

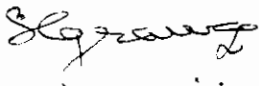
Date : 29.05.2015

Deevee Commercials Limited
CIN : L51109WB1983PLC035918
Statement of Profit and Loss for the year ended 31st March, 2015

Sl	Particulars	Note No.	For the year ended 31.03.2015 (Rs.)	For the year ended 31.03.2014 (Rs.)
I.	Revenue from Operations	13	36,523,337	7,33,015
	Total Revenue		36,523,337	7,33,015
II	Expenses:			
	Finance Cost	14	35,315,267	2,33,015
	Other expenses	15	475,055	9,000
	Total Expenses		35,790,322	3,32,015
III.	Profit/(Loss) before exceptional and extraordinary items and tax		733,015	(2,60,000)
IV	Profit/(Loss) before extraordinary items and tax		733,015	(2,60,000)
V	Profit/(Loss) before tax		733,015	(2,60,000)
VI	Tax expense:			
	(1) Current tax	16	-	-
VII	Profit(Loss) for the period from continuing operations		733,015	(2,60,000)
VIII	Profit/(Loss) for the period		733,015	(2,60,000)
IX	Earning per equity share:			
	Basic		0.12	
	Diluted		0.12	

The accompanying notes are an integral part of financial statements

As per our report of even date annexed
For, S. K. Agrawal & Co.
Chartered Accountants
FRN :306033E



(Sandeep Agrawal)
Partner
Membership No : 058553



For and on behalf of the I



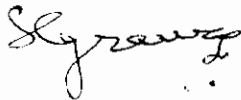
Director Dir
DIN:02725678 DIN:0008

Place : Kolkata
Date : 29.05.2015

Deevee Commercials Limited
CIN : L51109WB1983PLC035918
Cash Flow Statement for the year ended 31st March,2015

	Note No	31st March 2015		31st March 2014	
		(Rs.)		(Rs.)	
Cash Flow From Operating Activities :					
Net Profit/(loss) before Tax and Extra Ordinary Items			733,015		(2,604,5
Add :					
Provision for Standard Assets		-	-	625,283	625,2
			733,015		(1,979,2
Less :					
Provision against Standard Assets		8,607	8,607	-	-
Operating Profit before changes in Working Capital			724,408		(1,979,2
Adjustments for :					
Increase / (Decrease) in Current Liabilities		3,741,931		929,206	
(Increase) / Decrease in Current Assets		(20,859,505)		(417,762)	
(Increase) / Decrease in Short Term Loans & Advances		(3,323,843)		(2,242,793)	
			(20,441,417)		(1,731,3
Cash generated from Operations			(19,717,009)		(3,710,5
Less :					
Direct Tax		-	-	-	-
Net Cash from Operating activity (i)			(19,717,009)		(3,710,5
Cash Flow From Investing Activities :					
(Purchase)/Sale Investments			(542,000)		(26,000,0
(Increase) / Decrease in Long Term Loans & Advances			24,000,000		(247,600,0
Net Cash From Investing Activities (ii)			23,458,000		(273,600,0
Cash Flow From Financing Activities :					
Proceeds from Long Term Borrowings			50,000,000		249,600,0
Proceeds from Short Term Borrowings			(24,300,000)		27,400,0
Net Cash Flow From Financing Activities (iii)			25,700,000		277,000,0
Net Increase/Decrease in Cash & Cash Equivalent (i) + (ii) + (iii)			29,440,990		(310,5
Cash & Cash Equivalents at the beginning			59,363		369,9
Cash & Cash Equivalents at the year end			29,500,353		59,3

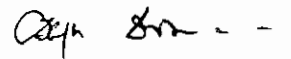
As per our report of even date annexed
For, S. K. Agrawal & Co.
Chartered Accountants
FRN : 306033E



(Sandeep Agrawal)
Partner
Membership No : 058553

Kolkata

For and on behalf of the Board



Director
DIN:02725678

Director
DIN:0008311

Place : Kolkata
Date : 29.05.2015

CIN : L51109WB1983PLC035918

Notes to Financial Statements for the year ended 31.03.2015

1) Basis of preparation

Deevee Commercials Limited is incorporated on 23/02/1983. It is a non banking financial company registered with RBI having Reg. No. B.05.01780 dated 23/02/2003. The nature of the business of the company is financing, investment and trading in shares and securities. The financial statements are prepared under the historical cost convention on the accrual basis of accounting in accordance with accounting principles generally accepted in India and comply with the accounting Standards notified in Companies (Accounting Standard) Rules 2006 as amended , relevant provisions of the Companies Act, 2013 and relevant provisions of RBI guidelines in respect of NBFC.

The significant accounting policies are as follows:

All the assets and liabilities have been classified as Current or Non Current as per Company's normal operating cycle and other criteria set out in the Schedule III of Companies Act, 2013.

a) Fixed Assets:

Fixed Assets are stated at cost less accumulated depreciation and impairment losses, if any. All direct expenses attributable to acquisition and installation of fixed assets are capitalised.

b) Depreciation:

Depreciation is provided on Written Down Value Method based on useful life specified in Schedule II of Companies Act, 2013.

c) Investments:

In accordance with The non Banking Financial (Non Deposit accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007 read with Accounting Standard 13 issued by the Institute of Chartered Accountants of India , Long Term investments are stated at cost . Current Investments are carried at cost or realisable value whichever is lower. Diminution in the value of Long Term Investments , other than temporary in nature' , are provided for in accounts.

d) Inventories:

Inventories are valued on the following basis:

-Quoted Securities - at Cost or Market value which ever is lower

-Unquoted Securities- at Cost or Break up Value whichever is lower. However, in case the break up value largely varies from the fair value, Fair Value may be substituted for Break Up Value.

e) Borrowing Cost:

Borrowing Cost that are attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets . All other borrowing costs are charged to revenue.

f) Taxation:

As per AS - 22 issued by the ICAI, Provision for Current Tax is made after taking into consideration benefits admissible under the provisions of the Income Tax, 1961. Deferred Tax resulting from "time difference" between taxable and accounting income is accounted for using the tax rates and laws that are enacted or substantively enacted as on the balance sheet date. Deferred tax asset is recognised and carried forward only to the extent that there is a virtual certainty that the asset will be realised in future.

Tax credit is recognised in respect of Minimum Alternate Tax (MAT) paid in terms of the Income Tax Act, 1961 based on convincing evidence that the company will pay normal income tax within the statutory time frame and the same is reviewed at each balance sheet date.

Provision are recognized when the has legal and constructive obligation as a result of past events for which it is probable that an outflow of resources will be required and a reliable estimate can be made of the amount of the obligation. Contingent Liabilities are disclosed when the company has possible obligation or a present obligation and it is probably that a cash outflow will not be required to settle the obligation.

h) Retirement and Other Employee Benefits:

1. Provident Fund and other defined benefit schemes are not applicable to the company.
2. Payment in Lieu of Leave and Gratuity to Employees is made in the year of accrual and therefore there is no outstanding liability in this account.

i) Revenue Recognition:

Revenue is recognised on accrual basis unless otherwise stated . Relevant Provisions of RBI in respect of NBFC on revenue recognition has been applied wherever required.

j) Impairment of Assets:

1. The carrying amounts of assets are reviewed at each balance sheet date if there is any indication of impairment based on internal/external factors. An impairment loss is recognised wherever he carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use. In assessing the value in use, the estimated future cash flows are discounted to their present value at the weighted average cost of capital.
2. After impairment, depreciation is provided on the revised carrying amount of the assets over its remaining useful life.

k) Earning per Share:

The basic earning per share is computed by dividing the net Profit or Loss for the period attributable to equity shareholders for the period by the weighted average number of equity shares during the reporting period. Diluted earning per share is computed using the weighted average number of equity shares and dilutive potential equity share outstanding during the year except whether result would be anti-dilutive.

l) Provision for Standard Assets:

Provision for standard assets are made as per the Reserve Bank of India Notifications DNBS.PD.CC.No.207/03.02.002/2010-11 dated January 17, 2011 as modified from time to time.

m) Provision for Non Performing Assets:

Non Performing Assets including loans & advances , receivables are identified as bad ,sub-standard or doubtful based on the duration of delinquency. Non Performing Assets provisions are made based on management's assessment of the degree of impairment and whether the level of provisioning meets the NBFC prudential Norms prescribed by Reserve bank of India.

n) Miscellaneous Expenditure:

Preliminary & Amalgamation expenses are amortized over a period of 5 years.

Particulars		As on 31.03.2015	As on 31.03.2014		
2	SHARE CAPITAL				
2(1)	AUTHORISED 6140000 Equity Shares par value of Rs. 10/- Each. (Previous Year :6140000 Equity Shares of Rs 10/- each)	61,400,000	61,400,000		
2(2)	ISSUED,SUBSCRIBED AND PAID UP 6136736 Equity Shares par value of Rs 10/- each fully paid up. (Previous Year :6136736 Equity Shares of Rs 10/- each)	61,367,360	61,367,360		
		61,367,360	61,367,360		
2(3)	(a)Reconciliation of the shares outstanding at the beginning and at the end of the reporting period				
Particulars		As on 31.03.2015		As on 31.03.2014	
		No. of Shares	Amount	No. of Shares	Amount
At the beginning of the period		6,136,736	61,367,360	6,136,736	61,367,360
Issued/ Bought back during the period		-	-	-	-
Outstanding at the end of the period		6,136,736	61,367,360	6,136,736	61,367,360
(b)The Rights and Preference attached to the shares The company has only one class of equity shares having a par value of Rs 10/- per share . Each shareholder is entitled to one vote per share. Dividend ,if any proposed by Board of Directors is subject to approval of the share holders in the ensuing Annual General Meeting . In the event of liquidation of the company , the holders of equity shares will be entitled to receive any of the remaining assets of the company after distribution of all preferential amounts in proportion to the no. of equity shares holders.					
2(4)	Details of shareholders holding more than 5% shares in the Company				
Name of Shareholders		As on 31.03.2015		As on 31.03.2014	
		No. of Shares	%	No. of Shares	%
Karan Business Private Limited		585,145	9.54	585,145	9.54
EPL Securities Private Limited		584,450	9.52	584,450	9.52
Zen Business Private Limited		571,450	9.31	571,450	9.31
Sneha enclave Private Limited		570,210	9.29	570,210	9.29
Sneha Nikatan Private Limited		565,950	9.22	565,950	9.22
Sneha Abasan Private Limited		553,650	9.02	553,650	9.02
Sneha Gardens Private Limited		515,300	8.40	515,300	8.40
New Way Construction Limited		557,000	9.07	557,000	9.07
Murli Chemicals Limited		736,000	11.99	736,000	11.99
3	RESERVES & SURPLUS			As on 31.03.2015	As on 31.03.2014
Reserves and Surplus comprises of :					
(i) Capital Reserve					
Opening Balance				318,540	318,540
Closing Balance				318,540	318,540
(ii) Securities Premium Account					
Opening Balance				576,854,700	576,854,700
Closing Balance				576,854,700	576,854,700
(iii)Special Reserve (As per Section 45-IC of RBI Act, 1934)					
Opening Balance				516,392	516,392
Additions during the year				146,603	
Closing Balance				662,995	516,392
(iv) Surplus					
Opening Balance				(65,222,838)	(62,618,321)
Additions during the year				733,015	(2,604,517)
Less : Transfer to Special Reserve (As per Section 45-IC of RBI Act, 1934)				146,603	-
Closing Balance				(64,636,426)	(65,222,838)
		Total[i+ii+iii+iv]		513,199,809	512,466,795
4	LONG TERM BORROWINGS				
Unsecured Loan (Guaranteed by others) From Body Corporate				300,000,000	250,000,000
		Total		300,000,000	250,000,000
Nature of security Secured by immovable properties and guarantees of third parties and personal guarantee of third party. Term Loan of Rs 30 Crores carries interest @ 11.25% p.a. is repayable after a moratorium of 12 months.					

5	LONG TERM PROVISIONS						
	Contingent Provision for Standard Assets					623,246	631,853
					Total	623,246	631,853
6	SHORT TERM BORROWINGS						
	Unsecured Loan						
	From Body Corporate					3,100,000	27,400,000
					Total	3,100,000	27,400,000
7	OTHER CURRENT LIABILITIES						
	Liability for Expenses					919,847	45,168
	Statutory Dues					703,270	99,062
	Interest Accrued and Due on Borrowings					1,031,141	455,597
	Interest Accrued but Not Due on Borrowings					2,080,480	392,980
					Total	4,734,738	992,807
8	NON CURRENT INVESTMENTS						
	Non Trade Investments(Valued at cost unless stated otherwise)						
	Unquoted Equity Shares						
		Anand rathi Financial Services Limited	10	947,250	149,665,500	947,250	149,665,500
		The Calcutta Stock Exchange Association Limited	1	20,607	41,214,000	20,607	41,214,000
		Emami Biotech Limited	10	3,155,600	219,374,231	3,155,600	219,374,231
		Ramshila Enterprises Private Limited	10	493,000	4,930,000	493,000	4,930,000
		Emami Cement Limited	10	12,293,333	184,399,995	12,293,333	184,399,995
		Midkot trades Private Limited	10	27,000	270,000	-	-
		Sapphire Merchants Private Limited	10	27,200	272,000	-	-
		Aggregate Value of Unquoted Investments			600,125,726		599,583,726
9	LONG TERM LOANS AND ADVANCES						
	(Unsecured, Considered good)						
	Loans given to Body Corporates					226,000,000	250,000,000
					Total	226,000,000	250,000,000
10	CASH AND BANK BALANCES						
	Cash-In-Hand (As certified by the management)					12,354	3,083
	Bank Balances with Scheduled Banks in Current Accounts					12,487,999	56,280
	Cheque in hand					17,000,000	-
					Total	29,500,353	59,363
11	SHORT TERM LOANS & ADVANCES						
	(Unsecured, Considered good)						
	Advance Tax (Net of Provision)					3,798,504	474,661
	Loans given to Body Corporates					2,100,000	2,100,000
					Total	5,898,504	2,574,661
12	OTHER CURRENT ASSETS						
	Prepaid Loan Processing Fees					164,182	-
	Interest Income Accrued but Not Due					21,198,352	641,064
	Mat Credit					138,036	-
					Total	21,500,570	641,064



Deevee Commercials Limited
CIN :L51109WB1983PLC035918
Notes to Financial Statements for the year ended 31.03.2015

	Particulars	For the year ended 31.03.2015	For the year end 31.03.2014
13	REVENUE FROM OPERATIONS		
	Interest Income	36,523,337	712,337
	Total	36,523,337	712,337
14	FINANCE COST		
	Interest Expense	33,678,037	942,900
	Other Borrowing Cost	1,637,230	1,404,677
	Total	35,315,267	2,347,577
15	OTHER EXPENSES		
	Advertisement Charges	32,899	27,140
	Annual depository Fees	13,482	13,480
	Payment to Auditors		
	-Auditor	28,090	28,090
	-For other Services	34,585	55,680
	Provision Against Standard Assets	(8,607)	625,280
	Conveyance	1,111	330
	Filing Fees	9,208	2,000
	General Expenses	21,194	2,090
	Internal Audit Fees	11,236	-
	Interest on late Payment	-	9,450
	Listing Fees	27,413	46,710
	Printing & Stationary	2,529	110
	Professional Charges	216,147	112,360
	Secretarial Compliance charges	5,000	25,000
	Software Charges	3,450	6,820
	Rent	10,500	-
	Trade License	-	1,935
	Interest on late Payment of TDS	55,582	1,520
	Registrar & Transfer Agent Fees	11,236	11,236
	Total	475,055	969,278
16	TAX EXPENSE		
	Current tax (MAT)	138,036	-
	Less: Mat Credit Entitlement	(138,036)	-
	Net Current tax	-	-

Notes to Financial Statements for the year ended 31.03.2015

Note no. 17 Additional Disclosures

i) Contingent liability not provided in respect of Income Tax under appeal /review (Gross of Advances) - Rs 14,27,624/-

ii) During the year company has recognised Mat Credit Entitlement of the Rs 138036/- and the same has been shown under other current asset.

iii) Earning Per Share

Calculation of EPS as per AS-20 is given below:

Particulars	As at 31st March, 2015	As at 31st March, 2014
Net Profit for Year (in Rs.)	733,015	(2,604,517)
Weighted Average No. of Shares	6,136,736	6,136,736
Basic & Diluted Value per Share (Rs.)	0.12	(0.42)
Face Value per share	10	10

iv) Segment Reporting

The entire operation of the company relates to only one segment i.e., Investment and Finance . As such there is no separate reportable segment defined under Accounting Standard -17 issued by ICAI on segment reporting.

v) Statement required under paragraph 13 of Non- Banking Financial (Non- Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007 (as amendment tere after) is given in separate annexure.

vi) Related Party Disclosure as per Accounting Standard - 18 issued by ICAI.

As per the details provided to us, the company has not entered into any transaction with the related parties as defined under AS - 18.

Related Party	
Parties where control exist	
Associate	Emanu Cement Ltd (upto 31st August 2013)

vii) The Company has not received any intimation from the suppliers regarding their status under the "The Micro, Small and Medium Enterprises Development Act, 2006" and hence disclosures , if any relating to amounts unpaid as at the year end together with interest paid/ payable as required under the said Act have not been given.

viii) Litigation

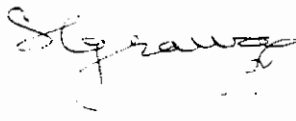
The Company is subject to legal proceedings which have arisen in the ordinary course of business. The company's management does not reasonably expect that these legal actions when ultimately concluded and determined, will have a material and adverse effect on the company's results of operations or financial condition.

xi) Previous year's figures have been regrouped and re-arranged wherever considered necessary as per Schedule III.

x) Figures have been rounded off to nearest rupee

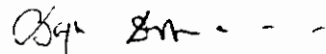
As per our report of even date annexed
For S.K Agrawal & Co.
Chartered Accountants
FRN : 306033E

For and on behalf of the Board



(Sandeep Agrawal)
Partner
Membership No : 058553

Place : Kolkata
Date : 29.05.2015

Director
DIN:02725678

Director
DIN:00083118

DEEVEE COMMERCIALS LIMITED

Assessment Year : 2015-16

Computation of Total Income

Profit as per Statement of Profit and Loss	733,015
Add: Provision for Standard Assets	(8,607)
Total	724,408
Less: Brought forward loss adjusted	724,408
Gross Total income	-
 Tax on Above @ 30.9% (A)	 -
 As per MAT u/s 115JB	
Profit as per P/L	733,015
Add: Provision for Standard Assets	(8,607)
Book Profit/(loss) as per MAT	724,408
 Tax as per MAT @ 18.5%	 134,015
Cess @3% on tax and surcharge	4,020
 Tax as per MAT (B)	 138,036
 Tax Expense (Higher of A or B)	 138,036
Less: TDS Receivable	3,652,191
Net (refundable)/ payable	(3,514,155)

Statement of B/F Loss			
A.Y.	Business B/F Loss	Short Term Loss	Long Term Capital Loss
2008-09	42,049,623	290,930	164,631
2009-10	15,234,622	-	-
2010-11	-	8,280,000	4,199,298
2011-12	473,365	-	156,912
2012-13	-	-	-
2013-14	177,533	-	-
2014-15	2,604,517		
2015-16			
B/F Losses	60,539,660	8,570,930	4,520,841
Less: Adjusted Loss	724,408		
C/F Losses	59,815,252	8,570,930	4,520,841

Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31.03.2015

[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
Deevee Commercials Limited

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

Based on our verification of the company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31st March, 2015 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined books, papers, minute books, forms and returns filed and other records maintained by Deevee Commercials Limited for the financial year ended on 31st March, 2015 according to the provisions of the following, in so far as they are applicable to the company:

1. The Companies Act, 2013 with Companies Act, 1956 (to the extent applicable) and the rules made under that Act;
2. The Securities Contract (Regulation) Act, 1956 (SCRA) and the rules made there under;
3. The Depositories Act, 1956 and the regulations and Bye-laws framed under that Act;
4. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External commercial Borrowing;
5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (prohibition of insider Trading) Regulations, 1992;
 - (c) The Securities and Exchange Board of India (Issue of capital and Disclosure Requirements) Regulation, 2009;
 - (d) The Securities and Exchange Board of India (Employees Stock Option scheme and Employees Stock purchase scheme) Guidelines, 1999;

Page 1 of 3



- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (f) The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998

- 6. Secretarial Standards of The Institute of Company Secretaries of India.
- 7. The Listing Agreement entered into by the company.

During the period under review the company has complied with the provision of the Act, Rules, Regulations, Guidelines, Standards etc. mentioned above.

We further report that

The Board of Directors of the Company is not 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 period under review were carried out in compliance with the provisions of the Act. **However, the company is in process of appointing suitable candidates for the post of Key Managerial Personnel (Managing Director, CFO and CS) in the organization as per section 203 of the Companies Act, 2013**

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

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

Signature:

Name of Company Secretary in Practice: Pawan Kumar Anchalia
Membership No: ACS 24719; C.P. No.: 8881

For S. R. & ASSOCIATES

Pawan Anchalia
Partner

Place: Kolkata

Dated: 12.08.2015

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



Annexure-A

To
The Members
Deevee Commercials Limited

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

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Signature:  For S. R. & ASSOCIATES
Partner

Name of Company Secretary in Practice: Pawan Kumar Anchalia
Membership No. 24719
Certificate of Practice No. 8881

Date: 12.08.2015
Place: Kolkata

PAWAN KUMAR ANCHALIA
Practising Company Secretary



DEEVEE COMMERCIALS LTD

CIN: L51109WB1983PLC035918

16A, Shakespeare Sarani, Kolkata - 700 071