

CASTLE TRADERS LIMITED

CIN : L51909TN1983PLC045632

REGD. OFF : 'BHARAT KUMAR BHAVAN', No.617, ANNA SALAI, CHENNAI - 600 006

Website : www.castletraders.in E- mail : cs@khivrajgroup.com

NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE is hereby given that the Thirty Three Annual General Meeting of the members of Castle Traders Limited will be held on Friday, the 30th September 2016 at 11.00 a.m. at the Registered office of the Company at No.617, 'Bharat Kumar Bhavan', Anna Salai, Chennai – 600 006, Tamil Nadu to transact the undermentioned businesses;

ORDINARY BUSINESS:-

1. To consider, approve and adopt Annual financial statement such as the audited Balance Sheet as on 31st March 2016, Statement of Profit and Loss Account for the financial period from 1st April 2015 to 31st March 2016 together with the Schedules, Notes to Accounts and Cash Flow Statements appended thereto and the Reports of auditors thereon as well as the Board's Report and its annexure and for that purpose to consider and if thought fit, to pass with or without modifications, the undermentioned Resolution as **ORDINARY RESOLUTION:**

"RESOLVED, that the Annual financial statement such as audited Balance Sheet as on 31st March 2016, Statement of Profit and Loss Account for the financial year from 1st April 2015 to 31st March 2016 together with the Schedules, Notes to Accounts and audited Cash Flow Statements appended thereto together with Board's Report and its annexure and Auditor's Report thereon be and are hereby considered, approved and adopted."

2. To appoint a Director in the place of retiring director, Mr.Bharat Kumar Chordia (DIN:00049455) who is eligible, offers himself for re-appointment.
3. To ratify the appoint Statutory Auditors and if thought fit, to pass with or without modification(s), the undermentioned resolution as **ORDINARY RESOLUTION:**

RESOLVED THAT M/s.Yezdi & Co and Company, Chartered Accountants,(ICAI Firm Registration No.004802S) who were appointed as Statutory Auditors in the year 2014, to hold office until the conclusion of the Annual General Meeting to be held in the year 2017 on remuneration as the Board of Directors of the Company may determine be and is hereby ratified.

Date: 22nd August, 2016
Place: Chennai

By and on behalf of the Board of Directors



AJIT KUMAR CHORDIA

Director

DIN:00049366

NOTES:

1. A Member entitled to attend and vote at the meeting is entitled to appoint a proxy instead of himself/herself to attend and vote at the meeting and such a proxy need not be a member. The proxies in order to be valid must be received by the company not less than 48 hours before the commencement of the meeting.
2. Pursuant to Section 105 of the Companies Act, 2013, a person shall not act as a proxy for more than 50 (fifty) Members and holding in aggregate not more than 10% of the total share capital of the company. However, a single person may act as a proxy for a member holding more than 10% of the total share capital of the company provided that such person shall not act as a proxy for any other person.
3. The members and proxies are requested to bring the Attendance slip duly filled in for attending the Meeting.
4. The corporate Members intending to send their authorized representatives to attend the AGM pursuant to Section 113 of the Companies Act, 2013 are requested to send a certified copy of the Board resolution to attend and vote on their behalf at the AGM.
6. Brief resume Mr.Bharat Kumar Chordia [DIN:00049455] proposed to be reappointed as director as given below:-

PARTICULARS	
Name of the Director	Mr.Bharat Kumar Chordia
Date of Birth	01.11.1972
Qualification	B.Com.,
Experience in specific functional areas	2 decades of experience in the field of Automobiles, Real Estate and Wind Power
List of Companies in which Directorships held	1. Alwarpet Properties Private Limited 2.Khivraj Holdings Private Limited. 3.Khivraj Automobiles and Infrastructure Private Limited. 4. Khivraj Motors Private Limited 5.Ultraplus Housing Private Limited. 6.Khivraj Estates Private Limited. 7.ABC Property Services Private Limited

7. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
8. Relevant documents referred to in the accompanying notice and the statement are open for inspection by the members at the Registered Office of the Company during office hours.
9. The Register of Members and Transfer Books of the Company will be closed from Thursday, 22nd September, 2016 to Friday, the 30th September, 2016 both days are inclusive.

Attendance Slip

(please complete this slip and hand it over at the entrance of the hall)

I hereby accord my presence at the 33rd Annual General Meeting of the Company on the 30th September 2016 at Registered office of the company.

Folio No.:

Name of the Shareholder:

No. of Shares held:

Name of Authorized Representative:

Signature of shareholder/ proxy/Representative

Proxy form

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

Name of the company: CASTLE TRADERS LIMITED

CIN :L51909TN1983PLC045632

Address: :No.617, "Bharat Kumar Bhavan", Anna Salai, Chennai – 600 006

Name of the member (s):

Registered address:

We, being the member (s) holding share of the above named company, hereby appoint

1. Name:

Address:

E-mail Id:

Signature:.....,

as our proxy to attend and vote (on a poll) for us and on our behalf at the Annual General Meeting of the company, to be held on Friday, the 30th September 2016 at 11.00 A.M. No.617, Anna Salai, Chennai - 600006 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

Signed this..... day of2016

Signature of shareholder

Revenue

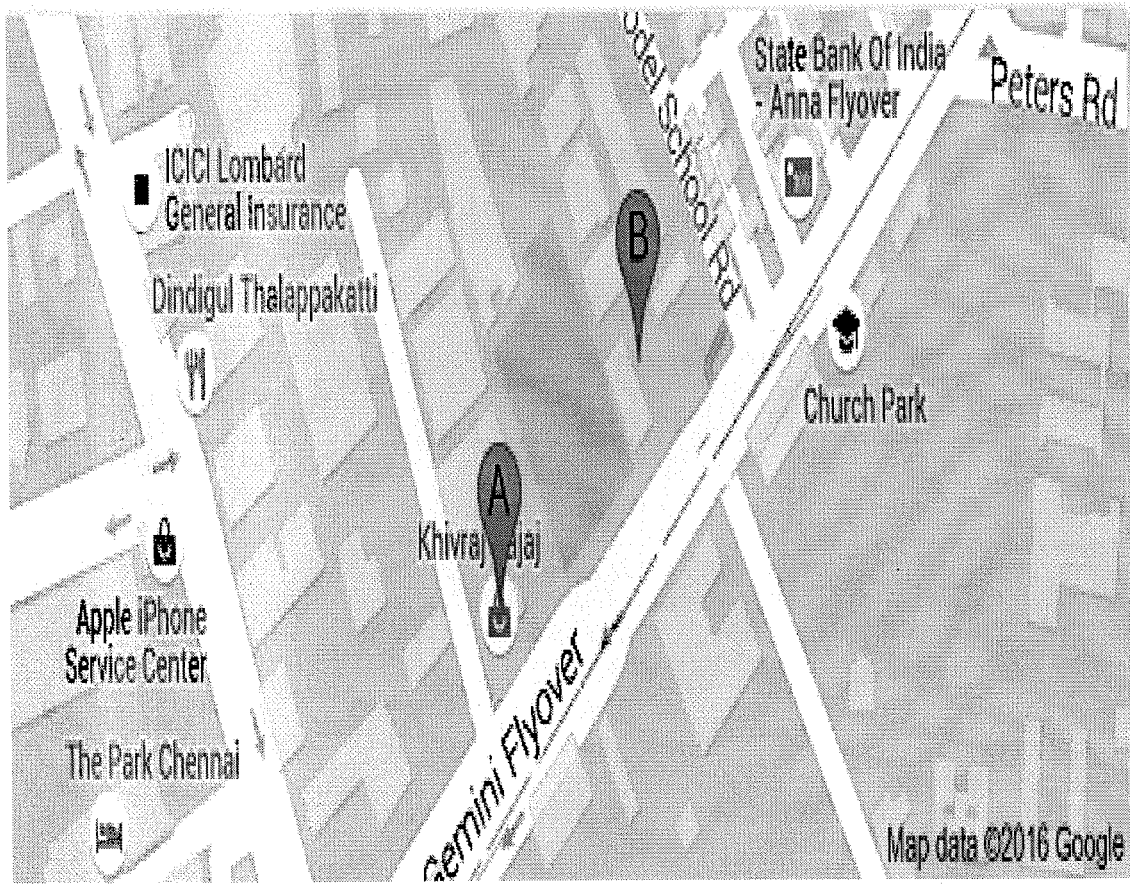
Stamp

Signature of 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.

Route map:-

Prominent landmark: - Bajaj Show room



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Website : www.castletraders.in E- mail : cs@khivrajgroup.com

BOARD'S REPORT

[As per Section 134 of the Companies Act, 2013 read with the Companies (Accounts) Rules 2014]

To the Members,
Castle Traders Limited,
Chennai

Your Directors have pleasure in submitting their 33rd Annual Report of the Company together with the Audited Annual Financial Statements for the period ended 31st March, 2016.

1. FINANCIAL RESULTS:-

The Company's financial performance for the financial year under review along with previous year's figures are given hereunder:

	Particulars for the financial year ended 31 st March 2016 (Amt. in Rs.)	Particulars for the financial year ended 31 st March 2015 (Amt.in Rs.)
Income	16,96,824.00	2,84,729.00
Total Income	16,96,824.00	2,84,729.00
Expenses	10,18,139.66	1,93,107.87
Depreciation and Amortization Expenses	1,288.00	1,813.00
Profit for the year	6,77,396.34	89,808.13
Current Income Tax	1,41,273.00	17,112.00
Profit after Tax	5,36,123.34	72,696.13
Earnings per share (Basic)& (Diluted)	2.19	0.30

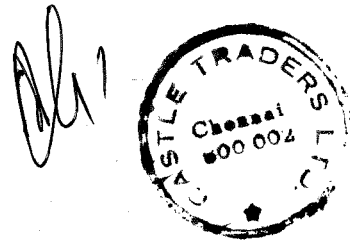
2.STATE OF AFFAIRS OF THE COMPANY:-

The main business of the company is acting as dealers, general order suppliers, contractors, importers, exporters, merchants, stockists, buyers, sellers, growers, agents, brokers of all kinds of cloths, coal, chemicals, paper and engineering goods.

During the year under review, the company earned the income through interest, sale of clothes and sale of shares.

3.RESERVES:-

During the year surplus profit of Rs.5, 36,123.34 had been transferred the reserves of the Company.



4.DIVIDEND:-

No Dividend was declared for the current financial period under review.

5.EXTRACT OF ANNUAL RETURN:-

The extracts of Annual Return pursuant to provisions of Section 92 of the Companies Act, 2013, read with Rule 12 of the Companies (Management and administration) Rules, 2014 is furnished in Form MGT -9.

6.DETAILS OF DIRECTORS:-

The Company is in the process listing its equity shares in the Metropolitan Stock Exchange of India Limited. Accordingly, the Board would ensure that the directors, promoters or any person dealing with the company comply the responsibilities and obligations, if any, assigned to them under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015.

The Board consists of five directors Mr.Ajit Kumar Chordia, Mr.Bharat Kumar Chordia, Mr.V.Rajamanickam, Mr.Rahul Baid and Mrs.Prassan Kumari Chordia. Mr.Rahul Baid is an independent director.

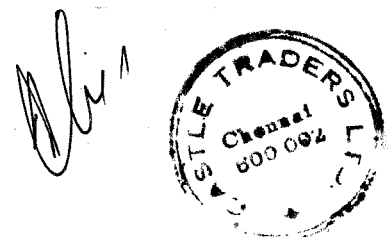
There is no change in the directorship in the Board during the year under review.

Mr.Bharat Kumar Chordia, who retires by rotation at this Annual General Meeting but eligible and offers himself for re-appointment.

7.NUMBER OF BOARD MEETINGS CONDUCTED DURING THE FINANCIAL PERIOD UNDER REVIEW:-

- a. During the financial period, the Board met 11 times viz., 15th April 2015, 9th May 2015, 1st September 2015, 5th October 2015, 8th December 2015, 28th January 2016, 2nd February 2016, 9th March 2016, 10th March 2016, 21st March 2016 and 31st March 2016 and the information of the directors attendance as below:-

S.No	Name	No. of Board Meetings attended during their tenure	No. of Board Meetings not attended during their tenure
1.	Ajit Kumar Chordia	11	0
2	Bharat Kumar Chordia	10	1
3	V.Rajamanickam	10	1
4	Rahul Baid	10	1
5	Prassan Kumari Chordia	7	4



- b. During the financial period, the audit committee met 4 (Four) times viz., 9th May 2015, 1st September 2015, 2nd February 2016 and 21st March 2016:-

S.No	Name	No. of Audit Committee Meetings attended during their tenure	No. of Audit Committee Meetings not attended during their tenure
1	Rahul Baid	4	0
2	Ajit Kumar Chordia	4	1
3	Rajamanickam V	4	0

- c. During the financial period, the nomination and remuneration committee met 2 (Two) times viz., 1st September 2015, and 21st March 2016.

S.No	Name	No. of Nomination and Remuneration Committee Meetings attended during their tenure	No. of Nomination and Remuneration Committee Meetings not attended during their tenure
1	Rahul Baid	2	0
2	Bharat Kumar Chordia	2	0
3	Prassan Kumari Chordia	1	1

8. DIRECTORS RESPONSIBILITY STATEMENT:-

In accordance with the provisions of Section 134(5) of the Companies Act, 2013, the Board hereby submit its responsibility Statement:—

- in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- 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 period and profit of the company for that period;
- 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;
- the directors had prepared the annual accounts on a going concern basis; and
- 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.



9.DETAILS IN RESPECT OF FRAUDS UNDER SECTION 143(12) OF THE COMPANIES ACT, 2013:-

There were no instances available that the auditors have reported frauds to the audit committee or the Board or to the Central Government during the financial period under review.

10.DECLARATION OF INDEPENDENT DIRECTOR:-

The company has received declaration of independence in accordance with the provisions of Section 149 of the Companies Act, 2013.

11.MATERIAL SUBSIDIARIES:-

The Company would formulate a policy for determining material subsidiaries in accordance with the Regulation 16(1)(c) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

12.COMPANY'S POLICY RELATING TO DIRECTORS APPOINTMENT, PAYMENT OF REMUNERATION AND DISCHARGE OF THEIR DUTIES:-

The nomination remuneration policy is framed in compliance with Section 178 of the Companies Act, 2013.

The purpose of forming the committee is to:-

- a. identify a person who are qualified to become directors and recommend to the Board their appointment and removal;
- b. shall carry out evaluation of every director's performance;
- c. frame a remuneration policy for the directors;
- d. evaluation of the performance of the independent directors, etc.,

13.VIGIL MECHANISM POLICY:-

This policy has been established to formulate a policy for directors and other concerned persons to report their genuine concerns and to provide safeguards against the victimization of persons.

Mr.Rahul Baid [DIN:05112842] and Mr.Ajit Kumar Chordia [DIN:00049366] directors have been authorised as vigilant officers.

The directors or any other concerned persons may disclose to them any genuine concerns, unethical and improper or malpractices and events take place or suspected to take place involving:

- a. Breach of company's code of conduct;
- b. Breach of business integrity and ethics;
- c. Gross or willful negligence causing substantial or specific manipulation of company date / records;
- d. Gross wastage / misappropriation of company funds;
- e. violation of human rights etc.,



14. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013:-

During the year, there were no transactions made by the company as mentioned under Section 186 of the Companies Act, 2013.

15. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES:-

The particulars of Contract or Arrangement made with the related parties made pursuant to Section 188 of the Companies Act, 2013, are furnished in Form AoC-2.

16. MATERIAL CHANGES AND COMMITMENT IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL PERIOD TO WHICH THIS FINANCIAL STATEMENT RELATE AND THE DATE OF THE REPORT:-

The company was listed in the Madras Stock Exchange, Chennai. However, after the de-registration of MSE, the Company's shares were deemed to have been delisted.

Hence, the steps are being taken by the company to list the equity shares of the company in the Metropolitan Stock Exchange of India Limited.

In the light of the above, the company appointed Cameo Corporate Services Limited as its Registrar and Share transfer agent and entered into a tripartite agreement with a Depository, National Securities of India Limited [NSDL] on 11th July 2016 and obtained an ISIN No.INE262V01014 from NSDL. The steps are being taken to enter into a tripartite agreement with Cameo Corporate Services Limited and another Depository, Central Depository Services of India Limited [CDSL].

As a part of the listing, the company had given intimation to the promoters and non-promoter shareholders of the company to dematerialize their shares. The promoters and non-promoters have accepted the same. The company believed that the 100% promoters' shareholding and more than 50% non-promoters' shareholding would be dematerialized in the month or two.

17. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO:-

a. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION:

The provisions applicable under Section 134(m) of the Companies Act, 2013, with regard to conservation of energy and technology absorption are not applicable to this company.

b. FOREIGN EXCHANGE EARNINGS AND OUTGO:-

During the year, the company has not made any actual foreign exchange earnings or outgo.



18. STATEMENT CONCERNING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY OF THE COMPANY:-

The Board periodically reviews the risks which are associated with business objectives, growth, talent aspects etc., and actions are being taken to mitigate those risks then and there.

19. DETAILS OF POLICY DEVELOPED AND IMPLEMENTED BY THE COMPANY ON ITS CORPORATE SOCIAL RESPONSIBILITY INITIATIVES:-

The Company has neither developed nor implemented any Corporate Social Responsibility initiatives as the Networth, Turnover or Net profit of the company had not reached the threshold limits prescribed under Section 135 of the Companies Act, 2013.

20. FORMAL ANNUAL EVALUATION:-

Your company believes that the Board and committees are playing a very important role in the performance of the company. Monitoring and giving timely inputs of the Board and committees enhances the performance and set the right directions for growth. The annual evaluation has been made at the close of the financial period. The evaluation of the Board and Committee was conducted based on the peer evaluation excluding the director/member being evaluated through Board / Committee effectiveness survey.

Each Board / Committee member is requested to evaluate the effectiveness of the other members of the Board / Committee based on the participation and attendance of the members, preparation for the Board and committee meetings, contribution to strategy and other areas impacting company's performance, experience and credibility to bear on the critical areas of performance of the organization, updated knowledge, areas of expertise, active participation in the discussions, helping others to contribute constructively in the discussions, resolve issues, ethical manners / behaviors of the directors / committee members on a scale of one to five. Feedback on each director is encouraged to be provided as a part of the survey.

On the whole, the evaluation has been made and all the directors / committee members have given satisfactory report of the fellow members of the Board as well as the Audit Committee and the Nomination and Remuneration Committee.

21. NAME OF THE COMPANIES WHICH HAVE BECOME OR CEASED TO BE ITS SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES DURING THE FINANCIAL PERIOD:-

The Company does not have any Subsidiary and Joint venture Company. However, the company has an associate company called Navaratan Property Holdings Private Limited in which your company holds 84,750 equity shares which has to come to 34.71% of the total shareholding of that company. The Form AoC -1 having particulars about the associate company is enclosed. There is no contribution from this company for the overall performance of your company except to the extent of investment held in that company.



22. DETAILS OF SIGNIFICANT AND MATERIAL ORDER PASSED BY THE REGULATORS OR COURTS OR TRIBUNAL IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE:-

There are no significant material orders passed by the Regulators / Courts which would impact the status of the company and its future operations.

23. DEPOSITS:-

The Company has neither accepted nor renewed any deposits during the period under review.

24. AUDITORS:-

Statutory Auditor:-

As per Section 139 of the Companies Act, 2013, M/s.Yezdi & Co., Chartered Accountants, (ICAI Firm Registration No.004802S) were appointed as Statutory Auditors in the AGM held on 2014 to hold office until the conclusion of 34th AGM of the company to be held in the year 2017 subject to ratification of their appointment at every AGM at such remuneration as may be mutually agreed upon the Board of directors and the Auditors.

The Auditors have also consented to hold office as statutory auditors subject to the ratification of the members of the company.

Accordingly, the ratification of the statutory auditors is placed before the members for approval.

Secretarial Auditor:-

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed Mr.S.Ganesan (CP No.8336), Company Secretary in Practice, to undertake the secretarial audit of the company. The Secretarial Audit Report by Mr.S.Ganesan, is annexed with this report.

25. ASSEMENT OF DAMAGE:-

Your directors would like mention that in the month of December 2015, the Chennai city unexpectedly experienced the unprecedented rain which spared none for which your company also suffered to a great extent. A huge damage was occurred to the records and documents of the company to a great extent. The Directors have taken steps to assess the damage and wherever possible, made effort to recover and retrieve things to the original state in the best possible way and achieved to the maximum possible extent. The process is still continuing and the directors are believed that the members of the company would understand and co-operate with the company to recover its original position in the coming years.

Abm



26. STATEMENT SHOWING NAME OF THE EMPLOYEE WHO WAS IN RECEIPT OF NOT LESS THAN SIXTY LAKHS RUPEES PER ANNUM OR NOT LESS THAN FIVE LAKH RUPEES PER MONTH:-

These provisions are not applicable to the company as no one in receipt of the remuneration of sixty lakh rupees or more per annum or five lakh rupees or more per month.

27. RECEIPT OF COMMISSION BY THE DIRECTORS OF THE COMPANY:-

None of the directors of the company was in receipt of commission from the company.

28. SHARES:-

- a. The Company has not bought back any of its securities during the period under review.
- b. The Company has not issued any sweat equity shares during the period under review.
- c. No Bonus Shares were issued during the period under review.
- d. The Company has not provided any stock option scheme to the employees.
- e. The Company has not issued / allotted / completed the issue of / any equity shares with differential rights.

29. SEXUAL HARASSMENT:-

There were no cases have been reported during the year under review.


30. ACKNOWLEDGEMENTS:-

Your Directors place on record their sincere thanks to all the stake holders for their continued support extended to your Company's activities during the period under review. Your Directors also acknowledge gratefully the shareholders for their support and confidence reposed on your Company.

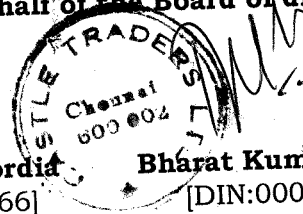
Date: 22nd August 2016

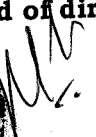
Place: Chennai

For and on behalf of the Board of directors


Ajit Kumar Chordia
[DIN:00049366]

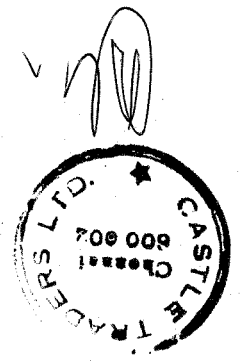
Director




Bharat Kumar Chordia
[DIN:00049455]

Director

Form No. MGT-9	
EXTRACT OF ANNUAL RETURN	
as on the financial period ended on 31st March 2015	
[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the companies (Management and Administration) Rules, 2014]	
I. REGISTRATION AND OTHER DETAILS:	
i)	CIN L51909TN1983PLC045632
ii)	Registration Date 26/10/1983
iii)	Name of the Company CASTLE TRADERS LIMITED
iv)	Category / Sub-Category of the Company NA
v)	Address of the Registered office and contact details Bharat Kumar Bhavan', No.617, Anna Salai, Chennai - 600 006 Contact No: 044-42269 666
vi)	Whether listed company YES
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any NIL



II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

All the business activities contributing 10 % or more of the total turnover of the company shall be stated:-

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Sale of Clothes	6600	51%
2	Income from financial activities	99711	49%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

S. NO	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY / ASSOCIATE	% of shares held	Applicable Section
1	Navaratan Property Holdings Private Limited	U51219WB1995PTC067353	Associate	35%	2(6)



j) Category-wise Share Holding Category of Shareholders	No. of Shares held at the beginning of the period				No. of Shares held at the end of the period				% Change during the period
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	Nil	149500	149500	61.02	0	137000	137000	55.92	
b) Central Govt									
c) State Govt (s)									
d) Bodies Corp.									
e) Banks / FI									
f) Any Other	Nil	53000	53000	21.63	0	42500	42500	17.35	
Sub-total (A) (1) :-									
(2) Foreign									
a) NRIs - Individuals									
b) Other - Individuals									
c) Bodies Corp.									
d) Banks / FI									
e) Any Other....									
Sub-total (A)(2):-		202500	202500	82.65	0	179500	179500	73.27	
Total shareholding of Promoter A = (A)(1)+(A)(2)		202500	202500	82.65		179500	179500	73.27	



(ii) Shareholding of Promoters		Shareholding at the beginning of the period			Share holding at the end of the period			
Sl.No	Shareholder's Name	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total number of Shares	% change in share holding during the period
1	Ajit Kumar Chordia	11000	4.49	Nil	11000	4.49	Nil	0
2	Manisha Chordia	11000	4.49	Nil	11000	4.49	Nil	0
3	Navaratanmull Chordia	12000	4.90	Nil	12000	4.90	Nil	0
4	Prassan Kumari Chordia	11500	4.69	Nil	11500	4.69	Nil	0
5	Khivraj Automobiles and Infrastructure private limited	10500	4.29	Nil	Nil		Nil	0
6	Akanksha Chordia	11500	4.69	Nil	11500	4.69	Nil	0
7	Navaratanmull Chordia (Ajit Kumar Chordia HUF)	23000	9.39	Nil	10500	4.29	Nil	5.10
8	Navaratanmull Chordia (Bharat Kumar Chordia HUF)	23500	9.59	Nil	Nil		Nil	0
9	Bharat Kumar Chordia	11000	4.49	Nil	34500	14.08	Nil	9.59
10	Khivraj Motors Private Limited	11000	4.49	Nil	11000	4.49	Nil	0
11	Khivraj Holdings Private Limited	31500	12.86	Nil	31500	12.86	Nil	0
12	Kanta Devi Chordia	12000	4.90	Nil	12000	4.90	Nil	0
13	Mitali Chordia	12000	4.90	Nil	12000	4.90	Nil	0
14	Kritika Chordia	11000	4.49	Nil	11000	4.49	Nil	0
	Total	202500	82.68		179500	73.26		



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

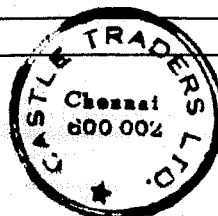
Sl. No.	Name of the shareholder	Shareholding at the beginning of the period		Cumulative Shareholding during the period	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Khivraj Automobiles and Infrastructure Private Limited	10500	4.29	10500	4.29
	Date wise Increase / Decrease in Promoters Share holding during the period specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / swat equity etc)	-	-	-	-
	At the End of the period	0	0	0	0

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

Sl. No.	Navaratanmull Chordia -Ajit Kumar Chordia (HUF)	Shareholding at the beginning of the period		Cumulative Shareholding during the period	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the period	23000	9.38	23000	9.38
2	Date wise Increase / Decrease in Promoters Share holding during the period specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / swat equity etc)	09th May, 2015 12000 shares - transfer to other shareholder 21st March 2016 11000 shares - transfer to other shareholder 31st March, 2016 Trasnfer from other shareholder	4.28	10500	4.28
	At the End of the period	10500	4.28	10500	4.28

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

Sl. No.	Navaratanmull Chordia -Bharat Kumar Chordia (HUF)	Shareholding at the beginning of the period		Cumulative Shareholding	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the period	23500	9.59	23500	9.59
2	Date wise Increase / Decrease in Promoters Share holding during the period specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / swat equity etc)	21st March 2016 - share transfer to other shareholder	-	-	-
#	At the End of the period	0	0	0	0



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

Sl. No.	Bharat Kumar Chordia	Shareholding at the beginning of the period		Cumulative Shareholding during the period	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the period	11000	4.49	11000	4.48
2	Date wise Increase / Decrease in Promoters Share holding during the period specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / swat equity etc)	21st March, 2016 - 23500 share transfer from other shareholder	-	-	-
#	At the End of the period	34500	14.08	34500	14.08

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

Sl. No.	Ajit Kumar Chordia	Shareholding at the beginning of the period		Cumulative Shareholding during the period	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the period	11000	4.49	11000	4.49
2	Date wise Increase / Decrease in Promoters Share holding during the period specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / swat equity etc)	-	-	-	-
#	At the End of the period	11000	4.49	11000	4.49

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

Sl. No.	Manisha Chordia	Shareholding at the beginning of the period		Cumulative Shareholding during the period	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the period	11000	4.49	11000	4.49
2	Date wise Increase / Decrease in Promoters Share holding during the period specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / swat equity etc)	-	-	-	-
#	At the End of the period	11000	4.49	11000	4.49



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(iii) Change in Promoters' Shareholding (please specify, if there is no change)					
SI. No.	Navaratanmull Chordia	Shareholding at the beginning of the period		Cumulative Shareholding during the period	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the period	12000	4.90	12000	4.90
2	Date wise Increase / Decrease in Promoters Share holding during the period specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / swat equity etc)	-	-	-	-
#	At the End of the period	12000	4.90	12000	4.90

(iii) Change in Promoters' Shareholding (please specify, if there is no change)					
SI. No.	Prassan Kumari Chordia	Shareholding at the beginning of the period		Cumulative Shareholding during the period	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the period	11500	4.69	11500	4.69
2	Date wise Increase / Decrease in Promoters Share holding during the period specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / swat equity etc)	-	-	-	-
#	At the End of the period	11500	4.69	11500	4.69

(iii) Change in Promoters' Shareholding (please specify, if there is no change)					
SI. No.	Akanksha Chordia	Shareholding at the beginning of the period		Cumulative Shareholding during the period	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the period	11500	4.69	11500	4.69
2	Date wise Increase / Decrease in Promoters Share holding during the period specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / swat equity etc)	-	-	-	-
#	At the End of the period	11500	4.69	11500	4.69



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(iii) Change in Promoters' Shareholding (please specify, if there is no change)					
Sl. No.	Khivraj Motors Private Limited	Shareholding at the beginning of the period		Cumulative Shareholding during the period	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the period	11000	4.49	11000	4.49
2	Date wise Increase / Decrease in Promoters Share holding during the period specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / swat equity etc)	-	-	-	-
#	At the End of the period	11000	4.49	11000	4.49

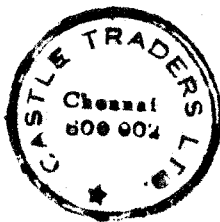
(iii) Change in Promoters' Shareholding (please specify, if there is no change)					
Sl. No.	Khivraj Holdings Private Limited	Shareholding at the beginning of the period		Cumulative Shareholding during the period	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the period	31500	12.86	31500	12.86
2	Date wise Increase / Decrease in Promoters Share holding during the period specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / swat equity etc)	-	-	-	-
#	At the End of the period	31500	12.86	31500	12.86

(iii) Change in Promoters' Shareholding (please specify, if there is no change)					
Sl. No.	Kanta Devi Chordia	Shareholding at the beginning of the period		Cumulative Shareholding during the period	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the period	12000	4.90	12000	4.90
2	Date wise Increase / Decrease in Promoters Share holding during the period specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / swat equity etc)	-	-	-	-
#	At the End of the period	12000	4.90	12000	4.90



(iii) Change in Promoters' Shareholding (please specify, if there is no change)					
Sl. No.	Mitali Chordia	Shareholding at the beginning of the period		Cumulative Shareholding during the period	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the period	12000	4.90	12000	4.90
2	Date wise Increase / Decrease in Promoters Share holding during the period specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / swat equity etc)	-	-	-	-
#	At the End of the period	12000	4.90	12000	4.90

(iii) Change in Promoters' Shareholding (please specify, if there is no change)					
Sl. No.	Kritika Chordia	Shareholding at the beginning of the period		Cumulative Shareholding during the period	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the period	11000	4.49	11000	4.49
2	Date wise Increase / Decrease in Promoters Share holding during the period specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / swat equity etc)	-	-	-	-
#	At the End of the period	11000	4.49	11000	4.49



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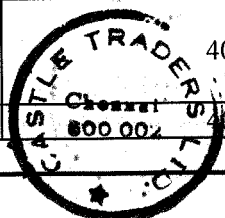
iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDR and ADRs):-

SI. No.		Shareholding at the beginning of the period		Cumulative Shareholding during the period	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	RISHAB BOTHRA /GARIMA BOTHRA				
	At the beginning of the period	0	0%	0	0
	Date wise Increase / Decrease in Share holding during the period specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	Transmission of shares from Mr.Mahendra Kumar Bothra 21/3/2016	-	-	-
	At the End of the period (or on the date of separation, if separated during the period)	11500	5%	11500	5%
	Total				

EQUITY SHARES

SI. No.		Shareholding at the beginning of the period		Cumulative Shareholding during the period	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the
2	RAJENDRA KUMAR SETHIA HUF				
	At the beginning of the period	NIL	NIL	4000	1.63
	Date wise Increase / Decrease in Share holding during the period specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	Through Share Transfer date: 09th May, 2015	NIL	NIL	NIL
	At the End of the period (or on the date of separation, if separated during the period)	4000	1.63	4000	1.63
	Total	4000	1.63	4000	1.63

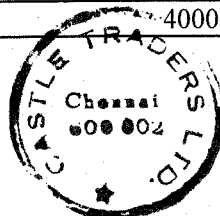
SI. No.		Shareholding at the beginning of the period		Cumulative Shareholding during the period	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the
3	ROHIT BAID				
	At the beginning of the period	NIL	NIL	4000	1.63
	Date wise Increase / Decrease in Share holding during the period specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):	Through Share Transfer date: 09th May, 2015	NIL	NIL	NIL
	At the End of the period (or on the date of separation, if separated during the period)	4000	1.63	4000	1.63
	Total	4000	1.63	4000	1.63



EQUITY SHARES					
SI. No.		Shareholding at the beginning of the period		Cumulative Shareholding during the period	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
4	SUSHIL DAGA				
	At the beginning of the period	NIL	NIL	0	0
	Date wise Increase / Decrease in Share holding during the period	Through Share Transfer date: 09th May, 2015	NIL	NIL	NIL
	specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):		NIL	NIL	NIL
	At the End of the period (or on the date of separation, if separated during the period)	4000	1.63	4000	1.63
	Total	4000	1.63	4000	1.63

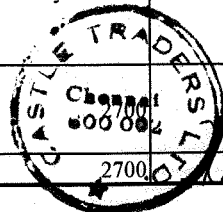
EQUITY SHARES					
SI. No.		Shareholding at the beginning of the period		Cumulative Shareholding during the period	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
5	KAMALA SETHIA				
	At the beginning of the period	NIL	NIL	0	0
	Date wise Increase / Decrease in Share holding during the period	Through Share Transfer date: 21st March, 2016	NIL	NIL	NIL
	specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):		NIL	NIL	NIL
	At the End of the period (or on the date of separation, if separated during the period)	4000	1.63	4000	1.63
	Total	4000	1.63	4000	1.63

EQUITY SHARES					
SI. No.		Shareholding at the beginning of the period		Cumulative Shareholding during the period	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
6	PUSHPA SETHIA				
	At the beginning of the period	NIL	NIL	0	0
	Date wise Increase / Decrease in Share holding during the period	Through Share Transfer date: 21st March, 2016	NIL	NIL	NIL
	specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):		NIL	NIL	NIL
	At the End of the period (or on the date of separation, if separated during the period)	4000	1.63	4000	1.63
	Total	4000	1.63	4000	1.63



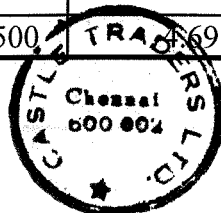
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EQUITY SHARES					
SI. No.		Shareholding at the beginning of the period		Cumulative Shareholding during the period	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
7	CHANDRAKANT KANKARIA	NIL	NIL	0	0
	At the beginning of the period	NIL	NIL	0	0
	Date wise Increase / Decrease in Share holding during the period	Through Share Transfer date: 21st March, 2016	NIL	NIL	NIL
	specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):		NIL	NIL	NIL
	At the End of the period (or on the date of separation, if separated during the period)	3300	1.35	3300	1.35
	Total	3300	1.35	3300	1.35
EQUITY SHARES					
SI. No.		Shareholding at the beginning of the period		Cumulative Shareholding during the period	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
8	RAJENDRA KUMAR SETHIA	NIL	NIL	0	0
	At the beginning of the period	NIL	NIL	0	0
	Date wise Increase / Decrease in Share holding during the period	Through Share Transfer date: 21st March, 2016	NIL	NIL	NIL
	specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):		NIL	NIL	NIL
	At the End of the period (or on the date of separation, if separated during the period)	3000	1.22	3000	1.22
	Total	3000	1.22	3000	1.22
EQUITY SHARES					
SI. No.		Shareholding at the beginning of the period		Cumulative Shareholding during the period	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
9	SULEKHA KUMARI KANKARIA	NIL	NIL	0	0
	At the beginning of the period	NIL	NIL	0	0
	Date wise Increase / Decrease in Share holding during the period	Through Share Transfer date: 08th December, 2015	NIL	NIL	NIL
	specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):		NIL	NIL	NIL
	At the End of the period (or on the date of separation, if separated during the period)	2950	1.2	2950	1.2
	Total	2950	1.2	2950	1.2
EQUITY SHARES					
SI. No.		Shareholding at the beginning of the period		Cumulative Shareholding during the period	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
10	DEEPTI KANKARIA	NIL	NIL	Nil	NIL
	At the beginning of the period	NIL	NIL	Nil	NIL
	Date wise Increase / Decrease in Share holding during the period	Through Share Transfer date: 02nd February 2016	NIL	NIL	NIL
	specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):		NIL	NIL	NIL
	At the End of the period (or on the date of separation, if separated during the period)	2700	1.1	2700	1.1
	Total	2700	1.1	2700	1.1



(V) Shareholding of Directors and Key Managerial Personnel:

1	AJIT KUMAR CHORDIA	Share Holding at the beginning of the period		Cumulative Share olding during the period	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the period	11000	4.49	11000	4.49
	Date wise Increase / Decrease in Promoters holding during the period	NIL	NIL	NIL	NIL
	At the End of the period	11000	4.49	11000	4.49
2	BHARAT KUMAR CHORDIA	Share Holding at the beginning of the period		Cumulative Share olding during the period	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the period	11000	4.49	11000	4.49
	Share obtained through tranfer- 21/03/2016	23500	9.59	23500	9.59
	At the End of the period	34500	14.08	34500	14.08
3	V.RAJAMANICKAM	Share Holding at the beginning of the period		Cumulative Share olding during the period	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the period	11500	4.69	11500	4.69
	Date wise Increase / Decrease in Promoters holding during the period	NIL	NIL	NIL	NIL
	At the End of the period	11500	4.69	11500	4.69
4	PRASSAN KUMARI CHORDIA	Share Holding at the beginning of the period		Cumulative Share olding during the period	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the period	11500	4.69	11500	4.69
	Date wise Increase / Decrease in Promoters holding during the period	NIL	NIL	NIL	NIL
	At the End of the period	11500	4.69	11500	4.69

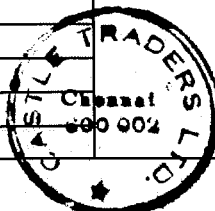


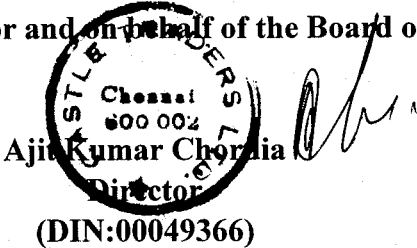
V. INDEBTEDNESS				
Indebtedness of the Company including interest outstanding/accrued but not due for payment - NIL				
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial period				
i) Principal Amount	Nil	Nil	Nil	Nil
ii) Interest due but not paid	Nil	Nil	Nil	Nil
iii) Interest accrued but not due	Nil	Nil	Nil	Nil
Total (i+ii+iii)				
Change in Indebtedness during the financial period				
• Addition	Nil	Nil	Nil	Nil
• Reduction	Nil	Nil	Nil	Nil
Net Change				
Indebtedness at the end of the financial period				
i) Principal Amount	Nil	Nil	Nil	Nil
ii) Interest due but not paid	Nil	Nil	Nil	Nil
iii) Interest accrued but not due	Nil	Nil	Nil	Nil
Total (i+ii+iii)	Nil	Nil	Nil	Nil



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VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL				
A. Remuneration to Managing Director, Whole-time Directors and/or Manager:				
SI. no.	Particulars of Remuneration	Name of MD/WTD/ Manager		
1	Gross salary	NIL		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961			
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961			
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961			
2.	Stock Option			
3.	Sweat Equity	NIL		
4.	Commission			
	- as % of profit			
	- others, specify...			
5.	Others, please specify			
	Total (A)			
	Ceiling as per the Act			
B. Remuneration to other directors:				
SI. no.	Particulars of Remuneration	Name of Directors		
	3. Independent Directors	Not Applicable		
	• Fee for attending board committee meetings			
	• Commission			
	• Others, please specify			
	Total (1)			
	4. Other Non-Executive Directors	Not Applicable		
	• Fee for attending board committee meetings			
	• Commission			
	• Others, please specify			
	Total (2)			
	Total (B)=(1+2)	NA	NA	NA
	Total Managerial Remuneration	NA	NA	NA
	Overall Ceiling as per the Act			
C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD				
SI. no.	Particulars of Remuneration	Key Managerial Personnel		
		Company Secretary	CFO	Total
		Amount in lakhs (Per annum)		
1	Gross salary (per annum)	NIL		
	(a) Salary as per provisions contained in section 17(1) of Income Tax Act, 1961			
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961			
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961			
2	Stock Option			
3	Sweat Equity	NIL		
4	Commission - as % of Profit			
5	Others, please specify			
	Total			
	* Paid through holding company			



VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:					
Type	Section of the Companies Act	Brief Description	Details of Penalty /Punishment / compounding fees imposed	Authority [RD/NCLT/COURT]	Appeal made, if any (give details)
A. COMPANY					
Penalty	Not applicable				
Punishment					
Compounding					
B. DIRECTORS					
Penalty	Not applicable				
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty	Not applicable				
Punishment					
Compounding					
Place: Chennai Date: 22 nd Aug 2016	<p>For and on behalf of the Board of director</p>  <p>Ajit Kumar Chordia Director (DIN:00049366)</p>				

Yezdi & Co.,
Chartered Accountants

Flat : A-3, B.B.C. Homes, New No.41, South Boag Road, T.Nagar, Chennai - 600 017.
Phone : 2432 7388, 2432 7399

Date:.....

CERTIFICATE

To
The Members
Castle Traders Limited
Chennai

We have examined the Compliance of conditions of Corporate Governance by Castle Traders Limited for the year ended on March 31, 2016, as stipulated in SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.

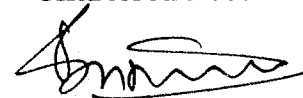
The Compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the Compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Agreement.

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

For YEZDI & CO

Chartered Accountants



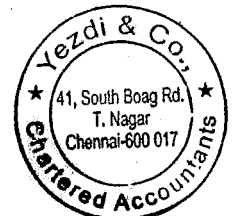
S.Satish Kumar

Proprietor

M.No:020280

Place: Chennai

Date: 22nd August 2016



CS S. GANESAN, B.Com., FCS,

Company Secretary in Practice,
FCS 4779 C.P. No.8336

D-115, Door No. 19, 22nd Cross Street,
Hindu Colony, Nanganallur, Chennai - 600 061.

Mobile : 94447 20213 / 98408 61781

E-mail : ganesan_52@yahoo.com
shadamarshaniyer@gmail.com

Form No. MR-3

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

**SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 2016**

To,
The Members,
CASTLE TRADERS LIMITED
(CIN L51909TN1983PLC045632)
Bharat Kumar Bhavan,
617, Anna Salai,
Chennai600006

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Castle Traders Limited.(hereinafter called the company).

Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

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

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

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (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) Regulations, 2009;
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and



1/2

(h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

(vi) Shops & Establishments Act, Payment of Wages Act and other social welfare Acts)

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

- (ii) The Listing Agreements entered into by the Company with Madras Stock Exchange(s), if applicable; The shares of the Company were earlier listed with the Madras Stock Exchange (MSE), Chennai. However, after the deregistration of MSE, the Company's shares were deemed to have been delisted. Still the company continued to comply with most of regulatory compliances.

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There were no changes in the composition of the Board of directors during the year under review.

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

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

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

Place: Chennai

Date: 22nd August 2016

Name of Company Secretary in Practice: **GANESAN S**



ACS/FCS No. 4779
C P No.: 8336

S. GANESAN
COMPANY SECRETARY IN PRACTICE
FCS 4779 - CP 8336
18, 22nd Cross Street, Madhav Colony, Mangalochari
Chennai 600 061, Mobile: 98400 01781

2/2

CASTLE TRADERS LIMITED

CIN : L51909TN1983PLC045632

REGD. OFF : 'BHARAT KUMAR BHAVAN', No.617, ANNA SALAI, CHENNAI - 600 006
Website : www.castletraders.in E- mail : cs@khivrajgroup.com

CORPORATE GOVERNANCE REPORT

OVERVIEW:-

The Board consists of five directors Mr.Ajit Kumar Chordia, Mr.Bharat Kumar Chordia, Mr.V.Rajamanickam, Mr.Rahul Baid and Mrs.Prassan Kumari Chordia. Mr.Rahul Baid is an independent director and Mr.V.Rajamanickam, is a non-promoter and non-executive director and Mr.Ajit Kumar Chordia, Mr.Bharat Kumar Chordia and Mrs.Prassan Kumari Chordia are promoter and non-executive directors.

COMPOSITION OF THE BOARD:-

No	Name	Category	No. of Directorship		No. of Committe e(s)
			Public	Private	Member
01	Mr.Ajit Kumar Chordia	Promoter and Non-Executive Director	3	8	4
02	Mr.Bharat Kumar Chordia	Promoter and Non-Executive Director	1	7	3
03	Mr.V.Rajamanickam	Non-promoter and Non-Executive Director	1	4	2
04	Mr.Rahul Baid	Independent Director	1	2	2
05	Ms.Prassana Kumari Chordia	Promoter and Non-Executive Women Director	1	1	1

* committee information of the directors are restricted to company and group companies only

BOARD MEETINGS:-

During the financial period, the Board met 11 times viz., 15th April 2015, 9th May 2015, 1st September 2015, 5th October 2015, 8th December 2015, 28th January 2016, 2nd February 2016, 9th March 2016, 10th March 2016, 21st March 2016 and 31st March 2016 and the information of the directors attendance as below:-

S.No	Name	No. of Board Meetings attended during their tenure	No. of Board Meetings not attended during their tenure
1.	Ajit Kumar Chordia	11	0
2	Bharat Kumar Chordia	10	1
3	V.Rajamanickam	10	1
4	Rahul Baid	10	1
5	Prassan Kumari Chordia	7	4

COMMITTEES OF THE BOARD:-

(a) Audit Committee composition and meeting held during the year:-

Audit Committee consists of three members, viz., Mr.Rahul Baid, who an independent director acting as a Chairman of the Audit Committee and Mr.V.Rajamanickam, who is a Non-promoter and Non-executive director and Mr.Ajit Kumar Chordia who is a promoter and Non-executive director acting as members of the committee.

During the financial period, the audit committee met 4 (Four) times viz., 9th May 2015, 1st September 2015, 2nd February 2016 and 21st March 2016 and the details are appended below:-

S.No	Name	No. of Audit Committee Meetings attended during their tenure	No. of Audit Committee Meetings not attended during their tenure
1	Rahul Baid	4	0
2	Ajit Kumar Chordia	4	1
3	Rajamanickam V	4	0

The role /terms of reference of the audit committee including but not limited to the following:

- a. the recommendation for appointment, remuneration and terms of appointment of auditors of the company;
- b. examination of financial statement and the auditors' report thereon;
- c. approval or any subsequent modification of transaction of the company with the related party transaction; and
- d. scrutiny of inter- corporate loans and investments etc.

(b) Nomination and Remuneration Committee:-

The committee consists of three members. Mr.Rahul Baid, independent director, acting as a chairman and other members Mr.Bharat Kumar Chordia and Mrs.Prassan Kumari Chordia are promoters and non-executive directors and the details are appended below:-

During the financial period, the nomination and remuneration committee met 2 (Two) times viz., 1st September 2015, and 21st March 2016.



S.No	Name	No. of Nomination and Remuneration Committee Meetings attended during their tenure	No. of Nomination and Remuneration Committee Meetings not attended during their tenure
1	Rahul Baid	2	0
2	Bharat Kumar Chordia	2	0
3	Prassan Kumari Chordia	1	1

The role /terms of reference of the Nomination and Remuneration committee including but not limited to the following:-

- identify a person who are qualified to become directors and recommend to the Board their appointment and removal;
- recommend to the Board their appointment and removal;
- shall carry out evaluation of every director's performance;
- frame a remuneration policy for the directors; and
- evaluation of independent directors.

(c) Corporate Social Responsibility Committee:-

As per the provisions of Section 135 of the Companies Act, 2013, the company does not have to form a Corporate Social Responsibility Committee as the turnover, net worth and the net profit of the company does not exceed the limits specified in the section.

GENERAL BODY MEETINGS

- Details of the last three AGMs of the Company

Financial Year	Location	Date	Time
2012-13	Bharat Kumar Bhavan', No.617, Anna Salai, Chennai - 600 006	05 th August, 2013	10.30 a.m.
2013-14	'Bharat Kumar Bhavan', No.617, Anna Salai, Chennai - 600 006	02 nd September 2014	10.00 a.m.
2014-15	Bharat Kumar Bhavan', No.617, Anna Salai, Chennai - 600 006	30 th September 2015	10.00 a.m.

- During the year, the company had only one extra-ordinary general meeting on Friday, the 26th February 2016 to obtain the approval of the Members for enter into related party transactions with the company in which Mr.Bharat Kumar Chordia is a common director.



ANNUAL EVALUATION:-

The annual evaluation has been made at the close of the financial period. The evaluation of the Board and Committee were conducted based on the peer evaluation excluding the director/member being evaluated through Board / Committee effectiveness survey.

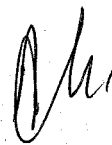
Each Board / Committee member is requested to evaluate the effectiveness of the other members of the Board / Committee based on participation and attendance of the members, preparation for the Board and committee meetings, contribution to strategy and other areas impacting company's performance, experience and credibility to bear on the critical areas of performance of the organization, updated knowledge, areas of expertise, active participation in the discussions, helping others to contribute constructively in the discussions, resolve issues, ethical manners / behaviors of the directors / committee members on a scale of one to five. Feedback on each director is encouraged to be provided as part of the survey.

Independent director has also evaluated the effectiveness of other non-executive promoter directors of the company.

On the whole, the evaluation had been made and all the directors, independent director / committee members have given satisfactory report of the fellow members of the Board as well as the Audit Committee and Nomination and Remuneration Committee.

DISTRIBUTION OF SHAREHOLDING AS ON 31ST MARCH 2016:-

Equity Share holding of nominal value	Equity Share Holders		Equity Shares			
	Rs.	Number	%	Nos.	Rs.	%
Upto - 5000		39	60	7,100	71,000	2.90
5001-10000		1	1.54	6,00	6,000	0.24
10001-20000		2	3.08	2850	28,500	1.16
20001-30000		3	4.62	8650	86,500	3.53
30001-40000		6	9.23	23,300	2,33,000	9.51
40001-50000		0	0	0	0	0
50001-100000		0	0	0	0	0
100001 and above		14	21.54	2,02,500	20,25,000	82.65
Total		65	100.00	2,45,000	24,50,000	100.00



APPLICABILITY OF SEBI (LODR) REGULATIONS 2015:-

The compliance with the corporate governance provisions as specified in regulations 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C, D, E of Schedule V of SEBI (LODR) Regulations 2015 shall not be applicable to this company as the paid-up share capital and networth of the company are not exceeding Rs.10crs and Rs.25crs respectively.

OTHER INFORMATION:-

Registrar and Share Transfer Agent

Cameo Corporate Services limited
"Subramanian Building"
No.1, Club House Road, Chennai-600002
Tel: +044-28460390(5lines)
Fax: +28460129
Website:cameo@cameoindia.com
E-Mail:investor1@cameoindia.com
Mr. R.D.Ramasamy, Director

Statutory Auditors

Yezdi&Co.,
Chartered Accountants
S.Satishkumar (MemNo.020280)
044-24327388
9444020530

Compliance Officer

Mr.Rahul Baid
Castle Traders Limited
No.617, 'Bharat Kumar Bhavan'
Anna Salai, Chennai - 600006
Phone:044 - 42269610 and 044-42269600
Email: rahul.baid@khivrajmotors.com


Depository

National Securities Depository Limited

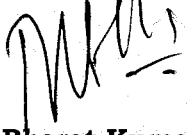
For and on behalf of the Board of directors

Date:22nd August 2016

Place:Chennai


Ajit Kumar Chordia
[DIN:00049366]

Director


Bharat Kumar Chordia
[DIN:00049455]

Director

CASTLE TRADERS LIMITED

CIN : L51909TN1983PLC045632

REGD. OFF : 'BHARAT KUMAR BHAVAN', No.617, ANNA SALAI, CHENNAI - 600 006
Website : www.castletraders.in E- mail : cs@khivrajgroup.com

DIRECTORS' CERTIFICATION

To,
The Board of Directors
Castle Traders Limited
Chennai.

We, Ajit Kumar Chordia Director and Bharat Kumar Chordia, Directors of Castle Traders Limited, on the basis of the review of the Financial Statements and the Cash Flow Statement for the year ended 31st March 2016 and to the best of our knowledge and belief, hereby certify that:

1. These statements do not contain any untrue statement of a material fact or omit to state a material fact necessary to make these statements;
2. These statements and other financial information included in this annual report present, in all material respects, a true and fair view of the Company's State of affairs and are in Compliance with existing Accounting Standards and / or applicable laws and regulations;
3. To the best of our knowledge and belief, no transactions entered into by the Company during the year are fraudulent, illegal or violative of the Company's Code of Conduct;
4. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of Internal Control System of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such Internal Controls, if any, of which we are aware and the steps we have taken or propose to take to ratify these deficiencies.
5. We have indicated to the Auditors and the Audit Committee:
 - a) Significant changes in Internal Control over financial reporting during the year;
 - b) Significant changes in Accounting policies during the year and that the same have been disclosed in the notes to the Financial statements; and
 - c) Instance of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's Internal Control System over financial reporting.

For Castle Traders Limited

Place: Chennai

Date: 22nd August 2016



Ajit Kumar Chordia
Director
[DIN:00049366]



Bharat Kumar Chordia
Director
[DIN:00049455]

CASTLE TRADERS LIMITED

CIN : L51909TN1983PLC045632

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Website : www.castletraders.in E- mail : cs@khivrajgroup.com

DECLARATION BY THE DIRECTORS

This is to certify that the company had laid down code of conduct for all the Board Members of the company and the members of the Board of Directors have affirmed the compliance with the code applicable to them during the year ended 31st March 2016.

For and on behalf of the Board of directors

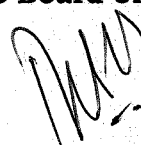
Date:22ndAugust 2016

Place:Chennai



Ajit Kumar Chordia
[DIN:00049366]

Director



Bharat Kumar Chordia
[DIN:00049455]

Director

S. GANESAN, B.Com., FCS,
Company Secretary in Practice,
FCS 4779 C.P. No.8336

D-115, Door No. 19, 22nd Cross Street,
Hindu Colony, Nanganallur, Chennai - 600 061.
Mobile : 94447 20213 / 98408 61781
E-mail : ganesan_52@yahoo.com
shadamarshaniyer@gmail.com

Form No.MGT-8

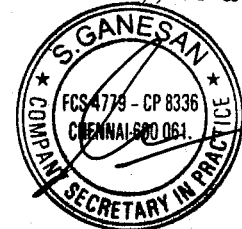
[Pursuant to section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

I have examined the registers, records, books and papers of **CASTLE TRADERS LIMITED** (CIN:L51909TN1983PLC045632) (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the rules made there under for the financial year ended on 31.03.2017.

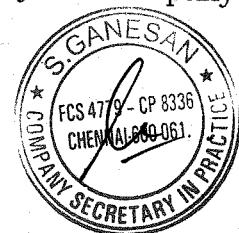
In my opinion and to the best of my information and according to the examinations carried out by me and explanations furnished to me by the company, its officers and agents, I certify that:

- A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year the Company has complied with provisions of the Act and Rules made there under in respect of:
 1. Its status under the Act has not changed during the year. During the year, the company's equity share were listed with Metropolitan Stock Exchange of India (MSE)
 2. Maintenance of registers/records & making entries therein within the time prescribed there for;
 3. Filing of forms and returns as stated in the annual return, with the Registrar of Companies, Regional Director, Central Government, the Tribunal, Court or other authorities within the prescribed time;
 4. Calling/convening/holding meetings of Board of Directors or its committees and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and have been properly recorded in the Minute book/registers maintained for the purpose and the same have been signed;
 5. Closure of Register of Members or Security holders, as the case may, be duly Complied with;




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6. The company had given unsecured loan to a company in the ordinary course of business which has been received in full after the closing of the financial year.
7. Contracts/arrangements, with related parties as specified in Section 188 of the Act, were entered into during the year under review after complying with the provisions of the Act, with prior approval of Audit Committee and Members;
- 8.No physical transfer or transmission of shares made during the year.
- 9.Keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act did not arise during the year;
- 10.Declaration / payment of dividend; transfer of unpaid/ unclaimed dividend/other amounts as applicable to the Investor Education and Protection Fund in accordance with section 125 of the Act did not arise during the year;
- 11.Signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub-sections (3), (4) and (5) thereof;
- 12.There were no appointment of directors and/or filling-up of causal vacancies occurred during the year under review and no remuneration was paid to the Directors during the year. Mr.Ajit Kumar Chordia, Director has stepped down from the Board on 31st January 2017.
- 13 In the Annual general Meeting for the year 2016-2017, a new Statutory auditor was appointed in conformity with the provisions of the Act.
- 14.Approvals required to be taken from the Central Government, Tribunal, Regional Director, Registrar, Court or such other authorities under the various provisions of the Act did not arise during the year. During the year, the company listed its equity shares in the Metropolitan Stock Exchange of India Limited.
- 15.There is no acceptance/renewal/repayment of deposits and no deposits were invited from the public nor accepted by the company during the year.
- 16.Borrowings from its directors, members, public financial institutions, banks and others and creation / modification /satisfaction of charge in that respect, wherever applicable is NIL.
- 17.Loan given to other bodies corporate and investments made by the company are within the provisions of section 186 of the Act.



18. There was no alteration of the provisions of the Memorandum and /or Articles of Association made by the company during the year.

Place: Chennai 600061
Date: 6th July 2017


S. Ganesan
Company Secretary in Practice

FCS 4779- CP 8336
S. GANESAN
COMPANY SECRETARY IN PRACTICE
FCS 4779 - CP 8336
19, 22nd Cross Street, Hindu Colony, Nanganallur
Chennai 600 061, Mobile: 98408 61781

CASTLE TRADERS LIMITED

CIN : L51909TN1983PLC045632

REGD. OFF : 'BHARAT KUMAR BHAVAN', No.617, ANNA SALAI, CHENNAI - 600 006

Website : www.castletraders.in E- mail : cs@khivrajgroup.com

MANAGEMENT DISCUSSIONS AND ANALYSIS REPORT

OVERVIEW:-

The company overall growth is increased during year 2015-16. The company earned 51% of income through sale of clothes and 38% income through dividend income and 11% through interest. The steps have been taken by the company to analyze the needs of the consumer from each and every segment and concentrated on those segments which would fetch more income to the company.

During the year, company was able to enter into another segment viz. trading of clothes. In view of this, the revenue of the company has been increased from Rs.2,84,729/- to Rs.16,96,824/- and the company was able to achieve a profit of Rs.5,36,123/- from Rs.72,696/- as of last year.

LISTING OF SECURITIES OF THE COMPANY:-

The company was exclusively listed in the non-operational stock exchange viz., Madras Stock Exchange Limited and at present the company is in the dissemination Board of the nation-wide stock exchange.

Effective steps are being taken by the company to list its equity shares in the Metropolitan Stock Exchange of India Limited.

INTERNAL CONTROL:-

The company has a system of control to safeguard the assets and other important things of the company against loss, theft or unauthorized use and which has been reviewed by the Management from time to time.

DISCLOSURES:-

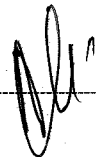
During the year all disclosures related to financial and commercial transactions where directors have potential interests are provided to the Board and the Audit Committee and the interested directors neither participated in the discussion nor vote on such matters. None of the related party transactions were in conflict with the interest of the company.

CODE OF CONDUCT FOR THE BOARD OF DIRECTORS:-

The company has laid down a code of conduct for the members of the Board. The code of conduct was circulated to all the members of the Board and they affirmed their compliance with the said code of conduct for the financial year 2015-16.

GRIEVANCE REDRESSAL MECHANISM:-

The adequate steps are being taken for redress the investor complaints at the earliest possible time. The company shall ensure that it would send its details in annexure Form A of SEBI Circular No.CIR/OIAE/1/2014 dated 18th December 2014 for obtaining user-id and password from centralized web based complaints redress system (SCORES) platform as prescribed under the aforesaid circular.



TIMELY INFORMATION:-

The company shall ensure adequate and timely information to the shareholders by providing sufficient and timely information, including but not limited to, concerning the date, location and agenda of general meetings, capital structures and arrangements of the company and rights attached to shares etc.,

SHARE TRANSFER AGENT:-

The company has appointed Cameo Corporate Services Limited as its Registrar and Share transfer agent. The company also entered into a tripartite agreement with the depository, National Securities of India Limited [NSDL] and obtained ISIN No.INE262V01014. The steps are being taken to enter into a tripartite agreement with Cameo Corporate Services Limited and another depository, Central Depository Services of India Limited [CDSL].

VIGIL MECHANISM:-

The company has a vigil mechanism for directors and other concerned persons to report their genuine concerns and to provide safeguards against the victimization of persons. The directors or any other concerned persons may disclose to them any genuine concerns, unethical and improper or malpractices and events take place or suspected to take place involving breach of company's code of conduct, breach of business integrity and ethics, gross or willful negligence causing substantial or specific manipulation of company date / records, Gross wastage / misappropriation of company funds and violation of human rights etc.,

LEGAL COMPLIANCE REPORTING:-

No penalties or strictures were imposed on the company by any exchanges or SEBI or any statutory authority on any matter related to the capital market during the last three years.

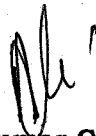
RELATED PARTY TRANSACTIONS:-

All the related party transactions entered by the company, during the year under review, had been approved by the audit committee as well as the shareholders of the company.

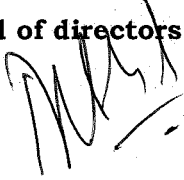
For and on behalf of the Board of directors

Date: 22nd August 2016

Place: Chennai


Ajit Kumar Chordia
[DIN:00049366]

Director


Bharat Kumar Chordia
[DIN:00049455]

Director

CASTLE TRADERS LIMITED

CIN : L51909TN1983PLC045632

REGD. OFF : 'BHARAT KUMAR BHAVAN', No.617, ANNA SALAI, CHENNAI - 600 006

Website : www.castletraders.in E- mail : cs@khivrajgroup.com

FORM NO. AOC.2

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


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

1	Details of contracts or arrangements or transactions not at arm's length basis		
a.	Name(s) of the related party and nature of relationship	Nil	
b.	Nature of contracts/arrangements/transactions	Nil	
c.	Duration of the contracts/arrangements/transactions	Nil	
d.	Salient terms of the contracts or arrangements or transactions including the value, if any	Nil	
e.	Justification for entering into such contracts or arrangements or transactions	Nil	
f.	date(s) of approval by the Board	Nil	
g.	Amount paid as advances, if any	Nil	
h.	Date on which the special resolution was passed in general meeting as required under first proviso to Section 188 of the Companies Act, 2013.	Nil	
a.	Name(s) of the related party	Khivraj Motors Private Limited	Khivraj Motors Private Limited
b.	Nature of relationship	There is a common director	There is a common director
c.	Nature of contracts/arrangements/transactions	Ordinary course of business	Ordinary course of business
d.	Duration of the contracts/arrangements/transactions	12 months	12 months
e.	Salient terms of the contracts or arrangements or transactions including the value, if any:	Lease arrangement	Sale of clothes
f.	Date(s) of approval by the Board, if any:	9 th January 2015 and 2 nd February 2016	2 nd February 2016
g.	Date(s) of approval by the members, if any:	9 th February 2015 and 26 th February 2016	26 th February 2016
h.	Rent paid	Rs.1,20,225/-	
i.	Loans to be paid	-	
j.	Payment made	-	Rs.8,71,136/-


Date:22nd August 2016

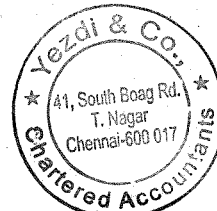
Place:Chennai

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS


Ajit Kumar Chordia
[DIN:00049366]


Bharat Kumar Chordia
[DIN:00049455]

For Yezdi & Co.,
Chartered Accountants

(S. SATISHKUMAR)
Proprietor
Membership No. 20280



CASTLE TRADERS LIMITED

CIN : L51909TN1983PLC045632

REGD. OFF : 'BHARAT KUMAR BHAVAN', No.617, ANNA SALAI, CHENNAI - 600 006
Website : www.castletraders.in E- mail : cs@khivrajgroup.com

ANNEXURE -2

FORM AOC-I

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

Statement containing salient features of the financial statement of subsidiaries / associate company / joint venture

Part "B": Associates and Joint Ventures


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

Sl. No	Name of Joint Ventures / Associates	
1	Latest audited Balance Sheet date	31/03/2016
2	Date on which the Associate of Joint Venture was associated or acquired	27/03/2010
3	Shares of Joint ventures / Associate held by the company on end of the period	
	Number of shares	84,750
	Amount of investment in associates/joint venture	Rs.8,47,500
	Extend of Holding %	34.71
4	Description of how there is significant influence	Control of more than 20% shareholding
5	Networth of the company	Rs.24,39,58,379
6	Networth attributable to the shareholding as per latest audited balance sheet	Rs.8,46,77,953
7	Profit for the period	
	Considered in consolidation	NA
	Not considerate in consolidation	Rs.4,75,750

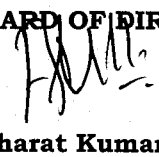
Date:22nd August 2016

Place:Chennai

FOR AND ON BEHALF OF THE BOARD OF DIRECTORS


Ajit Kumar Chordia
[DIN:00049366]

Director


Bharat Kumar Chordia
[DIN:00049455]

Director

Note: this form shall be certified in the same manner in which the Balance sheet is to be certified.

For Yezdi & Co.,
Chartered Accountants


(S. SATISHKUMAR)
Proprietor
Membership No. 20280

Membership No. 20280



YEZDI & CO.
Chartered Accountants

Flat No.A-3, B.B.C. Homes
41, South Boag Road,
T. Nagar, Chennai-600 017

**INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF
M/s. CASLTE TRADERS LIMITED
FOR THE YEAR ENDED 31ST MARCH, 2016**

Report on the Consolidated Financial Statements

We have audited the accompanying financial statements of CASTLE TRADERS LIMITED ("the Investing Company"), and its Associate Company of the Consolidated Balance Sheet as at 31st March 2016, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended and a summary of the significant accounting policies and other explanatory information (hereinafter referred as "the Consolidated Financial Statements").

Management's Responsibility for the Financial Statements.

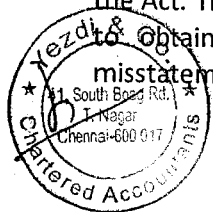
The Investing Company's Board of Directors is responsible for the preparation of these consolidated financial Statements in terms of the requirements of the Companies Act, 2013 ("the Act") that give a true and fair view of the Consolidated financial position, financial performance and Consolidated cash 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. The respective Board of Directors of the companies is responsible for 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 judgements 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 Consolidated financial statements based on our audit.

We have taken into account, the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

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



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 judgement, 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 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 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 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:

- a) In the case of the Balance Sheet, of the state of affairs of the Company as at 31st March 2016; and
- b) In the case of the Statement of Profit and Loss, of the loss for the year ended on that date.
- c) In the case of Cash flow statement, of the cash flows for the year ended on that date.

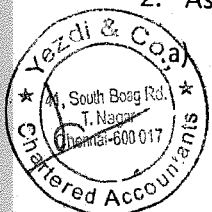
Other Matters

- a) The consolidated financial statements also include the Investing Company's share of net Profit of Rs. 1,90,011/- for the year ended 31st March 2016. In respect of the associate Company, whose financial statements have not been audited by us. The aforesaid financial statements have been audited by other auditors whose reports have been furnished to us by the Management, and our opinion on the consolidated financial statement, in so far as it relates to the amounts and disclosures included in respect of the associate, and our report in terms of sub-section (3) and (11) of Section 143 of the Act, in so far as it relates to the aforesaid associate, is based solely on the reports of the other auditors.

Report on Other Legal and Regulatory Requirements.

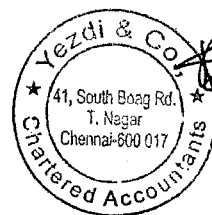
1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India, in terms of Section 143(11) of the Act, we give in the Annexure - "A", a statement on the matters specified in paragraph 3 of the Order.
2. As required by the Section 143(3) of the Act, we report that :-

We have sought and obtained all the information and explanations, which to the best of our knowledge and belief were necessary for the purpose of our audit ;



- b) In our opinion, proper books of 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 2016, taken on record by the Board of Directors, none of the Directors is disqualified as on 31st March 2016, from being appointed as a Director in terms of Section 164(2) of the Act ;
- f) With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate report in " Annexure -B".
- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us :-
- i) The Company has no pending litigations on its financial position in its financial statements.
- ii) The Company did not give any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii) There was no amount which was required to be transferred to the Investor Education and Protection Fund.

For Yezdi & Co.
Chartered Accountants



S. Satish Kumar
S. SATISHKUMAR

PROPRIETOR

Membership No.20280

FR NO.004802S

CHENNAI

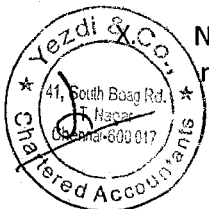
22/08/2016

Annexure "A" to the Independent Auditors' Report

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory requirements' section of our report of even date)

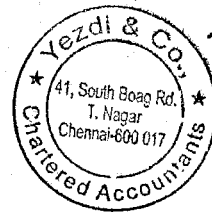
- I. (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets.
(b) These fixed assets have been physically verified by the Management at reasonable intervals. We are informed that no material discrepancies were noticed on such verification.
(c) The Company does not have any immovable properties and hence this paragraph of the Order is not applicable.
- II. Physical verification of inventory has been conducted at reasonable intervals by the Management and the discrepancies noticed on physical verification which were not material, have been properly dealt with in the books of account.
- III. The company has not granted any loans, secured or unsecured to companies firms, Limited Liability Partnerships or other parties covered in the register maintained under Sec 189 of the Act. Hence, clauses (III) (a), (b) and (c) of the order are not applicable.
- IV. The company has not granted any loans, made any investments or provided any guarantee or security as envisaged under Section 185 and 186 of the Companies Act, 2013.
- V. The company has not accepted any deposits from public.
- VI. The maintenance of cost records by the company pursuant to sub-section (1) of section 148 of the Companies Act, 2013 is not applicable to the company
- VII. (a) The company is regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income Tax, Sales tax, Service Tax, Excise Duty, value added tax, Cess and other statutory dues with the appropriate authorities.
(b) There are no cases of non-deposit of dues of income tax/ service tax/cess or any other statutory dues on account of any dispute.
- VIII. The Company has not borrowed monies from any financial institutions and bank or issued any debentures. Hence this paragraph of the Order is not applicable.
- IX. The company has not raised any moneys by way of initial public offer or further public offer (including debt instruments). The company has not raised any term loan. Hence this paragraph of the Order is not applicable.

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. The Company has not paid or provided any managerial remuneration. Hence this paragraph of the Order is not applicable to the Company.
- XII. The company is not a Nidhi company. Hence this paragraph of the Order is not applicable.
- XIII. The transactions with the related parties as per Section 177 and Section 188 of the Act are not applicable to the Company.
- XIV. The Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- XV. The Company has not entered into any non-cash transactions with the Directors or persons connected with them.
- XVI. The Company is not required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934.

For Yezdi & Co.
Chartered Accountants



S. SATISHKUMAR

PROPRIETOR

Membership No.20280
FR NO.004802S

CHENNAI
22/08/2016

"Annexure B" to the Auditors' Report referred to in paragraph 5 of our Report of Even Date

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

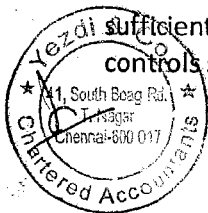
We have audited the internal financial controls over financial reporting of Castle Traders Limited ("the Company") as at 31st March, 2016 in conjunction with our audit of the Consolidated financial statements of the Company for the year ended on that date.

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.

Auditor's 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 liability 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

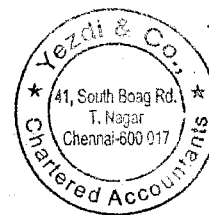
Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal 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 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

CHENNAI
22/08/2016

For Yezdi & Co.
Chartered Accountants



S. SATISHKUMAR

PROPRIETOR

Membership No. 20280
FR NO. 0048025

CASTLE TRADERS LIMITED

CIN:L51909TN1983PLC045632

617, Bharat Kumar Bhavan,
Annasalai, CHENNAI - 600 006.

CONSOLIDATED BALANCE SHEET AS AT 31.03.2016

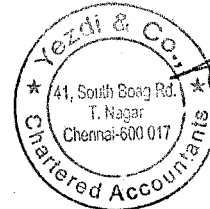
S. No.	PARTICULARS	NOTE No.	AS AT 31.03.2016		AS AT 31.03.2015	
			Rs.	Ps.	Rs.	Ps.
I	EQUITY AND LIABILITIES					
	A. SHARE HOLDERS' FUND					
	a) Share Capital	1	2,450,000.00		2,450,000.00	
	b) Reserves & Surplus	2	87,627,913.81		86,901,779.47	
	B. CURRENT LIABILITIES					
	a) Other Current Liabilities	3	639,364.00		5,618.00	
	Total Equity & Liabilities		90,717,277.81		89,357,397.47	
II	ASSETS					
	A. NON-CURRENT ASSETS					
	a) FIXED ASSETS					
	Tangibles	4	13,413.00		14,701.00	
	b) NON-CURRENT INVESTMENTS	5	87,181,947.00		85,825,436.00	
	B. CURRENT ASSETS					
	a) Cash and Bank Balances	6	2,204,119.81		46,496.47	
	b) Short Term Loans & Advances	7	0.00		2,606,256.00	
	c) Other Current Assets	8	1,317,798.00		864,508.00	
	Total Assets		90,717,277.81		89,357,397.47	

Note 11 is an integral part of these financial statements
for & on behalf of the board of Directors

As per our Report of even date
for YEZDI & Co.
Chartered Accountants
FRN : 004802S

AJIT KUMAR CHORDIA
DIRECTOR
DIN - 00049366

BHARAT KUMAR CHORDIA
DIRECTOR
DIN - 00049455



S. SATISH KUMAR
Proprietor
Membership No.20280

Place : Chennai
Date : 22.08.2016

CASTLE TRADERS LIMITED


CIN:L51909TN1983PLC045632


617, Bharat Kumar Bhavan,
Annasalai, CHENNAI - 600 006.

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

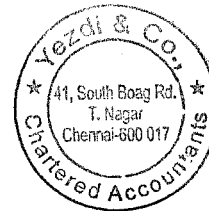
S. No.	PARTICULARS	NOTE No.	FOR THE		FOR THE	
			AS AT 31.03.2016		AS AT 31.03.2015	
			Rs.	Ps.	Rs.	Ps.
I	INCOME:					
	Other Income	9	1,696,824.00		284,729.00	
	Total Revenue		1,696,824.00		284,729.00	
II	EXPENSES					
	Other Expenses	10	1,018,139.66		193,107.87	
	Depreciation	4	1,288.00		1,813.00	
	Total Expenses		1,019,427.66		194,920.87	
	PROFIT FOR THE YEAR		677,396.34		89,808.13	
	TAX EXPENSE					
	Previous Tax		0.00			
	Current Tax		141,273.00		17,112.00	
	Total Tax		141,273.00		17,112.00	
	PROFIT FOR THE YEAR AFTER TAX		536,123.34		72,696.13	
	Share of Profit		190,011.00		23,295.00	
	PROF FOR THE YEAR		726,134.34		95,991.13	
	Earning Per Share					
	Basic & Diluted		2.96		0.39	

Note 11 is an integral part of these financial statements
for & on behalf of the board of Directors


AJIT KUMAR CHORDIA
DIRECTOR
DIN - 00049366


BHARAT KUMAR CHORDIA
DIRECTOR
DIN - 00049455

As per our Report of even date
for YEZDI & Co.
Chartered Accountants
FRN : 0048025




S. SATISH KUMAR
Proprietor
Membership No.20280

Place : Chennai
Date : 22.08.2016

CASTLE TRADERS LIMITED

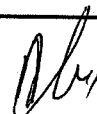
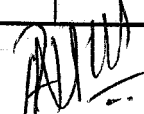
617, Bharat Kumar Bhavan,
Annasalai, CHENNAI - 600 006.

NOTE FORMING PART OF BALANCE SHEET

NOTE	31.03.2016	31.03.2015
NOTE - 1		
SHARE CAPITAL		
Authorised (2,45,000 Equity Shares of Rs.10/- each)	2,450,000.00	2,450,000.00
Issued, Subscribed & Paid Up (2,45,000 Equity Shares of Rs.10/- each fully Paid-up) (244150 Equity Shares of Rs.10/- each)	2,450,000.00	2,450,000.00
Rights, Preference & Restrictions attached to Shares :		
i) The Company has one class of Equity Shares having a par value of Rs.10/- per share		
ii) Each Shareholder is eligible for one vote per share held		
Reconciliation of the Number of Shares & Amount Outstanding at the beginning & at the end of the reporting period		
Particulars		
Equity Shares with Voting Rights		
Year ended 31st March, 2016		
Number of Shares	245000	245000
Amount	2,450,000.00	2,450,000.00
Year ended 31st March, 2015		
Number of Shares	245000	245000
Amount	2,450,000.00	2,450,000.00
Shareholders holding more than 5% Equity		
Name of the Shareholders	% Equity	No. of Shares
Khivraj Holdings Private Limited	12.86%	31500
Bharat Kumar Chordia	14.08%	0
TOTAL		31500
NOTE - 2		
RESERVES & SURPLUS		
Capital Reserves	83,724,600.00	83,724,600.00
General Reserves	590,000.00	590,000.00
Surplus	3,313,313.81	2,587,179.47
TOTAL	87,627,913.81	86,901,779.47
Surplus (Profit & Loss Account)		
Opening Balance	2,587,179.47	2,491,188.34
Add : Surplus as per Statement of Profit & Loss Account	726,134.34	95,991.13
Closing Balance	3,313,313.81	2,587,179.47
NOTE - 3		
OTHER CURRENT LIABILITIES		
Sundry Creditors	511,000.00	-
Provision for Taxation	122,614.00	-
Audit Fees Payable	5,750.00	5,618.00
TOTAL	639,364.00	5,618.00

CASTLE TRADERS LIMITED617, Bharat Kumar Bhavan,
Annasalai, CHENNAI - 600 006.**NOTE FORMING PART OF BALANCE SHEET**

NOTE	31.03.2016	31.03.2015
NOTE - 5		
NON-CURRENT INVESTMENTS		
OTHER INVESTMENTS		
Investments in Equity Instruments		
QUOTED		
In Equity Shares (Fully paid up) - Others		
475000 Arihant's Securities Limited	630,060.00	630,060.00
UNQUOTED		
In Equity Shares (Fully paid up) - Others		
84750 Navaratan Property Holdings Pvt Ltd (Face Value of Rs.10/- each)	84,702,887.00	84,512,876.00
(Cost of acquisition includes Capital Reserve of Rs.8,37,24,600/- Previous Year Rs.8,37,24,600/-)		
Add:- Share of Profit/(Loss) for the Year net- Rs.1,90,011/- PY (Rs.59,224/-)		
59900 Ultraplus Housing Estates P Ltd	599,000.00	670,000.00
125000 Olympia Merlin Developers Private Limited	1,250,000.00	12,500.00
TOTAL	87,181,947.00	85,825,436.00
NOTE - 6		
CASH & BANK BALANCES		
Cash at Bank in Current Account with HDFC Bank	2,204,119.81	46,496.47
TOTAL	2,204,119.81	46,496.47
NOTE - 7		
SHORT TERM LOANS AND ADVANCES		
(Unsecured & Considered good)		
To related Parties		
Khivraj Motors Private Limited	-	2,606,256.00
TOTAL	-	2,606,256.00
NOTE - 8		
OTHER CURRENT ASSETS		
Sundry Debtors	511,000.00	-
Income Tax Refund Receivable	45,358.00	103,068.00
Other Receivables	761,440.00	761,440.00
TOTAL	1,317,798.00	864,508.00


AJIT KUMAR CHORDIA
DIRECTOR
DIN - 00049366
BHARAT KUMAR CHORDIA
DIRECTOR
DIN - 00049455PLACE : CHENNAI
DATE : 22.08.2016

CASTLE TRADERS LIMITED617, Bharat Kumar Bhavan,
Annasalai, CHENNAI - 600 006.**NOTE FORMING PART OF STATEMENT OF PROFIT & LOSS**

NOTE	31.03.2016	31.03.2015
NOTE - 9		
OTHER INCOME		
Sale of clothes	871,136.00	0.00
Dividend Receipts	100.00	0.00
Interest Receipts	186,588.00	284,729.00
Profit on Sale of Shares	639,000.00	0.00
TOTAL	1,696,824.00	284,729.00
NOTE - 10		
OTHER EXPENSES		
Purchase of Clothes	854,350.00	-
Audit Fees	5,750.00	5,618.00
Rent Payments	120,225.00	117,978.00
Miscellaneous Expenses	37,814.66	69,511.87
TOTAL	1,018,139.66	193,107.87
AUDIT FEES		
Statutory Audit Fees	5,000.00	5,000.00
Service Tax	750.00	618.00
TOTAL	5,750.00	5,618.00
Depreciation relating to Continuing Operations	for the YE 31.03.2016	for the YE 31.03.2015
Depreciation for the year on Tangible Assets	1,288.00	1,813.00
Depreciation relating to continuing operations	1,288.00	1,813.00


AJIT KUMAR CHORDIA
DIRECTOR
DIN - 00049366
BHARAT KUMAR CHORDIA
DIRECTOR
DIN - 00049455PLACE : CHENNAI
DATE : 22.08.2016

CASTLE TRADERS LIMITED
617, Bharat Kumar Bhavan,
Annasalai, CHENNAI - 600 006.

CASH FLOW STATEMENT FOR THE YEAR 2015-16

PARTICULARS	2015-16
A. CASH FLOW FROM OPERATING ACTIVITIES :	
Net Profit Before Tax & Extraordinary Items	677,396.25
Adjustment for Depreciation	1,288.00
Profit before Working Capital Changes	678,684.25
ADJUSTMENTS FOR :	
Increase (+) / Decrease (-) in Trade & other Receivables	(2,152,966.00)
Increase (+) / Decrease (-) in Inventories	-
Increase (-) / Decrease (+) in Trade Payables	(633,746.00)
Cash Generated from Operations	(3,465,396.25)
Interest Paid	-
CASH FLOW BEFORE EXTRA-ORDINARY ITMES	
B. CASH FLOW FROM INVESTING ACTIVITIES :	
Sale of Investments	1,356,511.44
Preliminary & Share Issue Expenses (Provision for Taxation)	141,273.00
NET CASH USED IN INVESTING ACTIVITIES	(1,967,611.81)
C. CASH FLOW FROM FINANCING ACTIVITIES :	
Proceeds from Issue of Share Capital	-
Proceeds from Long Term Borrowings	-
NET INCREASE IN CASH & CASH EQUIVALENTS	1,967,611.81
Cash & Cash Equivalent as at 01.04.14 & 15 46,496.47	46,496.47
Cash & Cash Equivalent as at 01.04.15 & 16 2204119.81	2,014,108.81

This is the Cash Flow Statement referred to in our Report of even date.
 for & on behalf of the board of Directors

As per our Report of even date
 for YEZDI & Co.
 Chartered Accountants
 FRN : 0048025

AJIT KUMAR CHORDIA
 DIRECTOR
 DIN - 00049366

BHARAT KUMAR CHORDIA
 DIRECTOR
 DIN - 00049455



[Signature]

S. SATISH KUMAR
 Proprietor
 Membership No.20280

Place : Chennai
 Date : 22.08.2016

CASTLE TRADERS LIMITED
617, Bharat Kumar Bhavan,
Annasalai, CHENNAI - 600 006.

DEPRECIATION STATEMENT AS PER INCOME TAX :

BUILDING : 5.00%	
WDV as on 01.04.2015	14,519.20
Less : Depreciation for 2015-16	725.61
WDV as on 31.03.2016	13,793.59
OFFICE VEHICLES : 15.00%	
WDV as on 01.04.2015	1,046.55
Less : Depreciation for 2015-16	156.78
WDV as on 31.03.2016	889.77

NOTE 11 ANNEXED TO AND FORMING PART OF THE ACCOUNTS

For the year ended 31st March, 2016

Companies Overview :

M/s. Castle Traders Limited is engaged in the business of Loans & Advances, Investments.

SIGNIFICANT ACCOUNTING POLICIES

a. Basis of preparation of Consolidated Financial Statements

The Consolidated financial statements are prepared in accordance with the Accounting Standard (AS) -23 on "Accounting for Investments in Associates in Consolidated Financial Statements" notified vide Companies (Accounting Standards) Rules, 2006.

The Consolidated Financial Statements relate to "Castle Traders Limited" (The Company) , its associate. The details are as given below

Name of the Associate Company	Country of Incorporation	Proportion of Ownership Interest
NAVARATAN PROPERTY HOLDINGS PVT LTD	INDIA	34.71%

CONSOLIDATION PROCEDURE

Investments in Associates are accounted in accordance with AS-23 on "Accounting for Investments in Associates in Consolidated Financial Statements" under "equity method". Unrealized profit/loss are eliminated other than in respect of transactions pertaining to non depreciable assets.

The difference between the cost of Investment in the associates and the Share of net assets at the time of acquisition of shares in the associates is identified in the consolidated financial statements as Goodwill or Capital reserves as the case may be.

Use of Estimates

The preparation of consolidated financial statements in conformity with generally accepted accounting principles ('GAAP') requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities on the date of the financial statements. Actual results could differ from those estimates. Any revision to accounting estimates is recognized prospectively in current and future periods.

b. Fixed assets, Borrowing Costs and Depreciation

Fixed assets are stated at cost of acquisition (including directly attributable costs such as freight, installation, taxes, duties etc.) or construction, or their corresponding revalued amounts less accumulated depreciation/amortization. Borrowing costs directly attributable to acquisition or construction of those fixed assets, which necessarily take a substantial period of time to get ready for their intended use, are capitalized. All renovation, alterations, repairs & maintenance to the fixed assets relating to the Financial Year have been written off as expenses in full

Depreciation is provided on Written Value Method (WDV) over the useful life of the assets. Useful life as provided under Schedule II of the Companies Act 2013 is considered. Residual Value for all assets is considered at 5% of original cost. If the management's estimate of the useful life of a fixed asset at the time of acquisition of the asset or of the remaining useful life on a subsequent review is shorter than that envisaged in the aforesaid Schedule, depreciation is provided at a higher rate based on the management's estimate of useful life/ remaining life. Except for assets in respect of which no extra shift depreciation is permitted as per schedule II to the act depreciation is charged in relation to the number of shifts operated.

Assets costing less than Rs. 5,000 are fully charged to the profit and loss account in the year of acquisition.

c. Impairment

The Company assesses at each balance sheet date whether there is any indication that an asset or a group of assets (cash generating unit) may be impaired. If any such indication exists, the Company estimates the recoverable amount of the asset or cash generating unit. The recoverable amount is the greater of the asset's net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to the present value at the weighted average cost of capital. If such recoverable amount of the asset or the recoverable amount of the cash-generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the profit and loss account. If at the balance sheet date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciable historical cost had no impairment been recognized.

d. Investments

Investments that are readily realizable and intended to be held but not more than a year are classified as current investments. All other investments are classified as long term investments.

Long-term investments are carried at cost. Provision for diminution is made to recognize a decline, other than temporary in value of long-term investments and is determined separately for each individual investment. Current investments are carried at lower of cost and fair value, computed separately in respect of each category of investment.

The cost of investment includes acquisition costs such as brokerage, fees and duties.

e. Inventories

The company is in the business of loans and advances and Investments and no Inventories are held during the year ended 31st March, 2016.

f. Revenue Recognition

The Company generally recognizes income on accrual basis. However, where the ultimate collection of the same lacks reasonable certainty, revenue recognition is postponed to such extent.

Interest income is recognized on time proportion basis.

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

g. Foreign currency transactions

Initial Recognition

Transactions denominated in foreign currency are recorded in the reporting currency at the exchange rate prevailing on the date of transactions. Exchange differences arising on foreign exchange transactions settled during the year are recognized in the profit and loss account of the year.

Translation

Monetary assets and liabilities in foreign currency, which are outstanding as at the year-end, are translated at the year-end at the closing exchange rate. Non monetary items are stated in the balance sheet using the exchange rate at the date of the transaction.

Exchange Differences

Exchange differences arising on the settlement of monetary items or on reporting company's monetary items at rates different from those at which they were initially recorded during the year, or reported in previous financial statements, are recognized as income or as expenses in the year in which they arise.

h. Preliminary Expenses

The company has adopted a policy of writing off the preliminary expenses, if any, incurred by the company in the year in which they are incurred.

i. Leases

Where the Company is the lessee:

Leases where the lessor effectively retains substantially all the risk and benefits of ownership of the leased items are classified as operating leases. Lease payments under an operating lease, are recognized as an expense in the statement of profit and loss on a straight-line basis over the lease term.

Leases under which the Company assumes subsequently all the risks and rewards of ownership are classified as finance leases. Such assets are capitalised at fair value of the asset or present value of the minimum lease payments at the inception of the lease, whichever is lower. Lease payments are apportioned between the finance charges and reduction of the lease liability based on the implicit rate of return. Finance charges are charged directly against income.

j. Income Taxes - Tax expense comprises current and deferred tax.

Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Indian Income Tax Act, 1961. Deferred income tax reflects the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years.

Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets are recognized only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax assets can be realized. In situations where the Company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits.

At each balance sheet date, the Company re-assesses unrecognized deferred tax assets and recognizes deferred tax assets to the extent that it has become virtually certain, that sufficient future taxable income will be available against which such deferred tax assets can be realized.

The carrying amount of deferred tax assets are reviewed at each balance sheet date. The Company writes-down the carrying amount of a deferred tax asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realized. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

k. Provision, Contingent Liabilities and Contingent Assets

A provision is recognized when an enterprise has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

Contingent liabilities are not provided for unless a reliable estimate of probable outflow to the company exists as at the Balance Sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best management estimates. Contingent assets are neither recognized nor disclosed in the financial statements.

NOTES ON ACCOUNTS

1. Disclosures under the Micro, Small and Medium Enterprises Act, 2006

The management has initiated the process of identifying enterprises which have provided goods and services to the Company and which qualify under the definition of micro and small enterprises, as defined under Micro, Small and Medium Enterprises Development Act, 2006. Accordingly, the disclosure in respect of the amounts payable to such enterprises as at March 31, 2016 has been made in the financial statements based on information received and available with the Company. The Company has not received any claim for interest from any supplier under the said Act. In view of the management, the impact of interest, if any, that may be payable in accordance with the provisions of the aforesaid Act is not expected to be material.

Particulars	As at March 31, 2016
The principal amount and the interest due thereon (to be shown separately) remaining unpaid to any supplier as at the end of each accounting year.	NIL
The amount of interest paid by the buyer in terms of section 16, of the Micro Small and Medium Enterprise Development Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year.	NIL
The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under Micro Small and Medium Enterprise Development Act, 2006.	NIL
The amount of interest accrued and remaining unpaid at the end of each accounting year.	NIL
The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the Micro Small and Medium Enterprise Development Act, 2006	NIL

2. Unconfirmed balances of Receivable, Payables and Advances

Where written confirmation has not been obtained from the parties themselves, the management has certified them to be true and correct. The management does not anticipate any material changes in these amounts considered in the financial statements.

3. Disclosure under AS – 17 : Segmental Reporting

The Company has a single business segment. The Company operates only in India. Accordingly, primary and secondary reporting disclosures for business and geographical segment as envisaged in AS-17 are not applicable to the Company.

4. Investment

All Investments (Quoted/Unquoted) are stated at cost including cost of acquisition. The decline/appreciation in the value of Investments (Quoted/Unquoted) have not been provided for in the Books of Accounts.

CASTLE TRADERS LIMITED													
INVESTMENT IN SHARE DETAILS AS ON 31.03.2016													
NAME OF THE SCRP	OPENING			PURCHASES			SALES			CLOSING			
	Date of Purchase	Qty	Investments	Date of Purchase	Qty	Investments	Date of Sale	Qty	Inv	Date of Purchase	Qty	Investments	Profit Loss
Un-quoted													
Veronia Cosmetics Private Limited	06.03.2010	84750	847,500.00							06.05.2010	84750	847,500.00	-
Ultraplus Housing Estates (P) Ltd.	19.03.2010	67000	670,000.00				19.03.2016	7100	710,000.00	19.03.2010	59900	599,000.00	659,000
Olympia Merlin Developers P Ltd	31.12.2012	1250	12,500.00							31.12.2012	1250	12,500.00	
Olympia Merlin Developers P Ltd				30.04.2015	123750	1,237,500.00				30.04.2015	123750	1,237,500.00	
Quoted													
Arihant Securities Limited	01.04.2009	475000	630,060.00							01.04.2009	475000	630,060.00	
			2,160,060.00			1,237,500.00		710,000.00				3,326,560.00	659,000

5. Disclosures pursuant to the provisions of paragraphs 3, 4C and 4D of Part II to Schedule VI to the Companies Act, 1956 – Not Applicable

6. Disclosure under AS – 18 : Related Party Disclosures

As per Accounting Standard (AS-18) on related party disclosures issued by the Institute of Chartered Accountants of India the disclosure of transactions with the related party as detailed in the Accounting Standard are given below:

Name of the director	Relatives	Other partnership firms and LLPs	Other companies in which he is interested
Ajit Kumar Chordia	Navaratanmull Chordia	Poonamallee Homes LLP	National Plastic Technologies Limited
	Kantadevi Chordia	ECR Coastline Resorts LLP	Olympia Tech Park (Chennai) Private Limited
	Prassan Kumari Chordia	Olympia Merlin Projects LLP	Arihant's Securities Limited
	Bharat Kumar Chordia	Khivraj Properties LLP	Khivraj Vahan Private Limited
	Akanksha Chordia	Cenotaph Properties LLP	Khivraj Tech Park Private Limited
	Mitali Chordia	Khivraj & Co.,	Khivraj Automobiles And Infrastructure private Limited
	Preksha Chordia		Navaratan Property Holdings Private limited
			Khivraj Holdings Private Limited
			Olympia Hotels Private Limited
			Tapp Semiconductor India Private Limited
			KSM Niketan Private Limited
			ABN Estates Private Limited
			Olympia Real Estate Private Limited
			Southern India Rajasthani Chamber of commerce & Industry
			Motor Vehicles Allied Industries association
			Olympia Infratech Private Limited (upto 30 th January 2016)
			ABN Housing Private Limited (upto 15th March 2016)
			Khivraj Estates Private Limited (through shareholding by KMP and her relatives)
			Khivraj Housing Private Limited

Bharat Kumar Chordia	Navaratanmull Chordia	ECR Coastline Resorts LLP	Khivraj Housing Private Limited (Amalgamated with Olympia Tech Park (Chennai) Private Limited vide High Court Order No.5925 Dated 29th April 2016)
	Kantadevi Chordia	Olympia Merlin Projects LLP	Khivraj Estates Private Limited
	Manisha Chordia	Khivraj Properties LLP	Khivraj Automobiles and Infrastructure Private Limited
	Ajit Kumar Chordia	Cenotaph Properties LLP	Ultraplus Housing Estate Private Limited
	Kruthika Chordia	Khivraj & Co.,	Khivraj Motors Private Limited
	Suryaprakash Chordia	Khivraj Motor Company	Khivraj Holdings Private Limited
			ABC Property Services Private Limited (from 26th February 2016)
			Alwarpet Properties Private Limited
			ABN Housing Private Limited (Amalgamated With Olympia Tech Park (Chennai) Private Limited vide High Court Order No.5925 Dated 29th April 2016)
			Federation of Automobile Dealer associations (Upto 17th September 2015)
			ABN Estates Housing Private Limited
			KSM Niketan Private Limited
			Olympia Tech Park (Chennai) Private Limited
			Olympia Hotels Private Limited
			Olympia Real Estate Chennai Private Limited
			KSM Housing Private Limited (Amalgamated with Olympia Tech Park (Chennai) Private Limited vide High Court Order No.5925 Dated 29th April 2016)
			KSM Nirman Private Limited (Amalgamated with Olympia Tech Park (Chennai) Private Limited vide High Court Order No.5925 Dated 29th April 2016)
			Opaline Hotels Private Limited (Amalgamated with Olympia Tech Park (Chennai) Private Limited vide High Court Order No.5925 Dated 29th April 2016)
			Olympia Infratech Private Limited (Amalgamated with Olympia Tech Park (Chennai) Private Limited vide High Court Order No.5925 Dated 29th April 2016)

V.Raja manickam	V.Krishnaveni		Khivraj Vahan Private Limited
	R.Vijay		Khivraj Housing Private Limited (Amalgamated with Olympia Tech Park (Chennai) Private Limited vide High Court Order No.5925 Dated 29th April 2016)
	R.Ganesh Kanna		Khivraj Tech Park Private Limited
	Preeti		Khivraj Automobiles and Infrastructure Private Limited
	Vasudha		Olympia Infratech Private Limited (Amalgamated with Olympia Tech Park (Chennai) Private Limited vide High Court Order No.5925 Dated 29th April 2016)
			ABN Motors Private Limited
			Opaline Hotels Private Limited. (Amalgamated with Olympia Tech Park (Chennai) Private Limited vide High Court Order No.5925 Dated 29th April 2016)
Rahul Baid	Swati Baid		Olympia Hotels Private Limited
	Rohit Baid		Navaratan Property Holdings Private Limited
			Alwarpet Properties Private Limited
			Cenotaph Properties LLP (upto 30th September 2015)
Prassan Kumari Chordia	Ajit Kumar Chordia		ABN Motors Private Limited
	Akanksha Chordia		Olympia Hotels Private Limited (through shareholding by KMP and her relatives)
	Mitali Chordia		Khivraj Holdings Private Limited (through shareholding by KMP and her relatives)
	Preksha Chordia		Khivraj Vahan Private Limited (through shareholding by KMP and her relatives)
			ABN Housing Private Limited (through shareholding by KMP)

Transactions with the Related Parties :

Rent Payment of Rs.1,20,225/- Paid to M/s. Khivraj Motors Private Limited

Sale of Clothes of Rs.8,71,136/-Paid to M/s. Khivraj Motors Private Limited

7. Disclosure under AS – 20 : Earning Per Share

PARTICULARS	CURRENT YEAR	PREVIOUS YEAR
Surplus available to Equity Share holders	548318	72696
Weighted Number of Shares outstanding	2,45,000	2,45,000
Earning per Share (Basic & Diluted)	2.96	0.39


Additional Information, as required under Schedule III to the Companies Act, 2013 of enterprises consolidated as Subsidiary/Associates/Joint Ventures.


Name of the Enterprises	Net Assets, i.e. total assets minus total liabilities March 31, 2016		Share in Profit or Loss March 31, 2016		Net Assets, i.e. total assets minus total liabilities March 31, 2015		Share in Profit or Loss March 31, 2015	
	As % of Consolidated Net assets	Amount	As % of Consolidated Profit & Loss	Amount	As % of Consolidated Net assets	Amount	As % of Consolidated Profit & Loss	Amount
Parent Company								
Castle Traders Limited	6.31%	56,86,403.00	73.83%	5,36,123.00	6.96%	62,22,527.00	75.73%	72,696.00
Associates (Investment as per the equity method)								
Navaratan Property Holdings Pvt Ltd	94.03%	8,47,02,887.00	26.17%	1,90,011.00	94.58%	8,45,12,876.00	24.27%	23,295.00

8. Previous year's figures have been regrouped / re-casted wherever necessary to confirm to current year's classification.

9. Note 1 to 11 form an Integral Part of Accounts.

For and on behalf of the Board

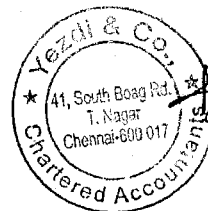

AJIT KUMAR CHORDIA
 Director
 DIN - 00049366

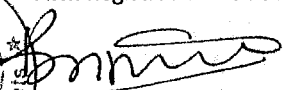

BHARAT KUMAR CHORDIA
 Director
 DIN - 00049455

Place : Chennai

Date : 22.08.2016

Vide our Report of even date,
for YEZDI & CO.,
 Chartered Accountants
 Firm Registration No : 004802S




S. SATISH KUMAR
 Proprietor
 Membership No.: 20280