

Annexure to Form No. MGT-7

ANNUAL RETURN

As on the financial year ended on 31/03/2017

Of

**Punjab Kesari Publishing House Private Limited**

[Pursuant to Section 92(1) of the Companies Act, 2013

And

Rule 11(1) of the Companies (Mgt. and Administration) Rules, 2014]

We, the Directors of the Company, on behalf of the Company and the Board of Directors have examined the registers records and books and papers of the Company as required to be maintained under the Companies Act, 2013 (the Act) and the rules made thereunder for the financial year ended on 31.03.2017 and for the purpose of filing MGT-7 and for the purpose of certifications/ or digitally signing of Form MGT-7, by company secretary in practice, we hereby duly jointly and severally declare, affirm and certify that:

- A. The Annual Return including Form MGT-7, digitally signed, 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 & Rules made there under in respect of:
  1. The company has maintained books of accounts as required under section 128 of Companies Act, 2013.
  2. The company has complied with all the provisions of Companies Act, 2013 relating to Statutory Audit/Cost Audit/Internal Audit.
  3. All requests for transfer or transmission of shares, if any, received during the year, have been recorded and there have not been received any other such request during the year other than as recorded.
  4. Statutory Registers were kept open for public inspection during working hours on all working days.
  5. Notice of Board meetings were duly sent to all the directors.
  6. The resolutions, if any, were passed by way of circulation during the year are duly recorded in the next Board Meeting.
  7. Company has obtained secured loans from financial institutions/banks other than those mentioned in the register of charges. - Clause Not Applicable to the Company.
  8. Notice of annual general meeting has been duly sent to all the members.
  9. No show cause notice has been received by the company under the Acts referred above or any other laws applicable on the company.
  10. Minutes of the Board and General Meetings were entered in the Minute's Book within thirty days from the date of the meeting.
  11. The share certificates were properly stamped.
  12. The entries in the statutory register were made within the prescribed time.
  13. There is no pending litigation and claims other than reported in the Balance Sheet by way of contingent liability.
  14. No event other than reported to you specifically has occurred during the year which has a major bearing on the company's affairs in pursuance of the laws, rules, regulations, guidelines, standards, etc, referred to above.
  15. The views of all the dissenting Directors (if any) on important matters have been captured and recorded in the minute.
  16. The venue and time of Board meeting was finalized with the consultation of all board members.
  17. Applications for Leave of Absence, if any, received from the Directors are on record.
  18. That Registers/ Records are maintained regularly & entries have been made therein within the time prescribed, including the in the Minutes Book of Shareholders and the Proceedings Book of the Meeting of Board and its committees (if any);
  19. Notices of all Board Meetings and Shareholders meeting has been delivered in person or through Ordinary Post.
  20. 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 are filed.
  21. All compliances to Calling/ convening/ holding meetings of Board of Directors or its committees, if

- any, 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 the proceedings including the circular resolutions, if any, are made and also have been properly recorded in the Minute Book/registers maintained for the purpose and the same have been signed;
22. All Compliances related to Closure of Register of Members/Security holders, as the case may be have been complied with.
  23. Advances/loans to its directors and/or persons or firms or companies referred in section 185 of the Act have been complied with.
  24. Contracts/arrangements with related parties as specified in section 188 of the Act have been complied with.
  25. Issue or allotment or transfer or transmission or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities and issue of security certificates in all instances Act have been complied with.;
  26. Keeping in abeyance the rights to dividend, rights shares and bonus shares pending registration of transfer of shares, wherever applicable, are in compliance with the provisions of the Act.
  27. 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 wherever applicable, are in compliance with the provisions of the Act.
  28. 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 have been complied with during the year.
  29. Constitution/ appointment/ re-appointments/ retirement/ filling up casual vacancies/ disclosures of the Director's, Key Managerial Personnel and the remuneration paid to them have been complied with during the year.;
  30. Provisions related to Appointment/ reappointment/ filling up casual vacancies of auditors as per the provisions of section 139 of the Act have been complied with during the year.;
  31. If any, 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 have been complied with during the year.;
  32. Provisions related to Acceptance/renewal/repayment of deposits, unsecured loans from Directors; have been complied with during the year.
  33. Provisions related to Borrowings from its directors members, public financial institutions, banks and others and creation/Modification/satisfaction of charges in that respect, wherever applicable have been complied with during the year.;
  34. Provisions related to Loans and investments or guarantees given or providing of securities to other bodies corporate or Persons falling under the provisions of section 186 have been complied with during the year.
  35. Provisions related to Alteration of the provisions of the Memorandum and/or Articles of Association of the company have been complied with during the year.

C. Details of shares / debentures transfers since the close of last financial year [or in the case of the first return at any time since the incorporation of the Company.]

Date of closure of previous financial year	31.03.2016
Date of Registration of Transfer of Shares	N.A.
Type of Security	Equity
Number of Shares	N.A.
Nominal Value (each in Rs.)	N.A.
Ledger Folio of Transferor.	N.A.
Transferor's Name	N.A.
Ledger Folio of Transferee	N.A.
Transferee's Name	N.A.

**D. MEMBERS/CLASS /REQUISITIONED/NCLT/COURT CONVENED MEETING:**

Type of meeting	Date of meeting	Total Number of Members entitled to attend meeting	Attendance	
			Number	% of total shareholding
Extra Ordinary General Meeting [EOGM]	01.04.2016	9	9	100%
Annual General Meeting [AGM]	26.09.2016	9	9	100%
Class Meeting	NA	NA	NA	NA
NCLT/ Court	NA	NA	NA	NA
Requisitioned	NA	NA	NA	NA

**E. BOARD MEETINGS:**

S. No.	Date of meeting	Total No. of Directors on the Date of Meeting	No. of Directors attended	% Attendance of
1	01.04.2016	6	6	100%
2	28.04.2016	6	6	100%
3	28.06.2016	6	6	100%
4	02.09.2016	6	6	100%
5	26.09.2016	6	6	100%
6	14.11.2016	6	6	100%
7	28.01.2017	6	6	100%
8	24.03.2017	6	6	100%

**F. COMMITTEE MEETINGS**

No. of Committees		NA		
Name of the Committee		NA		
SN	Date of meeting	Total No. of Directors on the Date of Meeting	No. of Directors attended	% Attendance of
NA	NA	NA	NA	NA
NA	NA	NA	NA	NA
NA	NA	NA	NA	NA

### G. ATTENDANCE OF DIRECTORS

Sl. N	Name of the Director	Board of Meetings			Committee Meetings (Taking all the Committee Meetings together of which a Director is a member)			Whether attended last AGM held on 26.09.2016 (Y/N)
		No of Meeting Held	No. of Meeting attended	% of attendance	No of Meeting Held	No. of Meeting attended	% of attendance	
1	Mr. Avinash Chopra	8	8	100%	NA	NA	NA	Yes
2	Mr. Amit Chopra	8	8	100%	NA	NA	NA	Yes
3	Mr. Abhijay Chopra	8	8	100%	NA	NA	NA	Yes
4	Mr. Aroosh Chopra	8	8	100%	NA	NA	NA	Yes
5	Ms. Amiya Chopra	8	8	100%	NA	NA	NA	Yes
6	Mr. Avinav Chopra*	8	8	100%	NA	NA	NA	Yes

\* Appointed as Director w.e.f. 01.04.2016

### H. 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)
<b>A. COMPANY</b>					
Penalty	NA	NA	NA	NA	NA
Punishment	NA	NA	NA	NA	NA
Compounding	NA	NA	NA	NA	NA
<b>B. DIRECTORS</b>					
Penalty	NA	NA	NA	NA	NA
Punishment	NA	NA	NA	NA	NA
Compounding	NA	NA	NA	NA	NA
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty	NA	NA	NA	NA	NA
Punishment	NA	NA	NA	NA	NA
Compounding	NA	NA	NA	NA	NA

We further certify that:

- (a) The return states the facts, as they stood on the date of the closure of the financial year aforesaid correctly and adequately.
- (b) The whole of the amount of unpaid/ unclaimed dividend/ other amounts if any applicable have been transferred to the Investor Education and Protection Fund in accordance with section 125 of the Act.
- (c) The Company has maintained all the registers as per the provisions of the Act and the rules made there under and
- (d) Unless otherwise anything in contrary is stated expressly elsewhere in this Return, the Company has complied with the applicable provisions of the Act during the financial year.

**List of Directors as on 31.03.2017**

Sr. No.	Full Name	Present residential address	Designation	Date of Appointment	Nationality	Date of Ceasing
1.	Mr. Avinash Chopra	ER-129, Pucca Bagh, Jalandhar, 144001	Director	09/08/2005	Indian	Nil
2.	Mr. Amit Chopra	ER-129, Pucca Bagh, Jalandhar, 144001	Director	09/08/2005	Indian	Nil
3.	Mr. Abhujay Chopra	ER-129, Pucca Bagh, Jalandhar, 144001	Director	15/06/2009	Indian	Nil
4.	Mr. Aroosh Chopra	ER-129, Pucca Bagh, Jalandhar, 144001	Director	12/08/2010	Indian	Nil
5.	Ms. Amiya Chopra	ER-129, Pucca Bagh, Jalandhar, 144001	Director	13/06/2015	Indian	Nil
6.	Mr. Avinav Chopra	ER-129, Pucca Bagh, Jalandhar, 144001	Director	01/04/2016	Indian	Nil

### List of Shareholders as on 31.03.2017

Sr. No.	Full Name	Present Residential Address	Type Of Shares	No. of Share	Amount Per Share (Rs.)	Total Value (Rs.)
1.	Mr. Avinash Chopra	ER-129, Pucca Bagh, Jalandhar, 144001.	Equity	1,500	10/-	15,000/-
2.	Mr. Amit Chopra	ER-129, Pucca Bagh, Jalandhar, 144001.	Equity	1,500	10/-	15,000/-
3.	Mr. Vijay Kumar Chopra	ER-129, Pucca Bagh, Jalandhar, 144001.	Equity	1,000	10/-	10,000/-
4.	Mrs. Pomila Chopra	ER-129, Pucca Bagh, Jalandhar, 144001.	Equity	1,450	10/-	14,500/-
5.	Mrs. Abha Chopra	ER-129, Pucca Bagh, Jalandhar, 144001.	Equity	1,450	10/-	14,500/-
6.	Mr. Abhijay Chopra	ER-129, Pucca Bagh, Jalandhar, 144001.	Equity	1,450	10/-	14,500/-
7.	Mr. Aroosh Chopra	ER-129, Pucca Bagh, Jalandhar, 144001.	Equity	1,450	10/-	14,500/-
8.	Ms. Amiya Chopra	ER-129, Pucca Bagh, Jalandhar, 144001.	Equity	100	10/-	1,000/-
9.	Mr. Avinav Chopra	ER-129, Pucca Bagh, Jalandhar, 144001.	Equity	100	10/-	1,000/-
	Total			10000		1,00,000/-