

**NORTH EASTERN PUBLISHING &
ADVERTISING COMPANY LIMITED**
(CIN: L22122AS1981PLC001884)

ANNUAL REPORT 2016-17

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BOARD OF DIRECTORS:

Champa Lal Pareek:	Managing Director (DIN: 00030815)
Tarak Nath Dey:	Non –Executive Independent Director (DIN: 00343396)
Chand Ratan Modi:	Non –Executive Independent Director (DIN: 00343685)
Avi Lunia:	Non-Executive Independent Director (DIN: 07687360)
Chanchal Rungta:	Non –Executive Non-Independent Director (DIN: 07590027)

COMMITTEES OF THE BOARD:

Audit Committee Members:

Mr. Tarak Nath Dey: Chairman	Mr. Champa Lal Pareek: Member
Mr. Avi Lunia: Member	

Nomination & Remuneration Committee Members:

Mr. Champa Lal Pareek: Chairman	Mr. Tarak Nath Dey: Member
Mr. Avi Lunia: Member	

Stakeholders Committee Members:

Mr. Tarak Nath Dey: Chairman	Mr. Champa Lal Pareek: Member
Mr. Avi Lunia: Member	

OTHER KEY MANAGERIAL PERSON:

Mr. Sourav Saha: Chief Financial Officer

BANKER: Axis Bank

AUDITORS:

Statutory & Tax Auditor:	M/s. Rahul Bansal & Associates. Chartered Accountants, 33 A, Jawaharlal Nehru Road, Suit #3, 6 th Floor, Kolkata-700071
Secretarial Auditor:	Priya Mankani, Practicing Company Secretary, Block-309, Flat-2A, Fort Residency, S.N. Roy Road, New Alipore, Kolkata-700038
Internal Auditor:	Mohit Surtani, 26/1A, S.N. Roy Road, Kolkata-700038

REGISTRAR & SHARE TRANSFER AGENT: M/s Niche Technologies Private Limited, D-511, Bagree Market, Rash Behari Bose Road- Kolkata-700001

SHARES LISTED WITH: Metropolitan Stock Exchange of India Limited

REGISTERED OFFICE ADDRESS: Room No 5, H.M. Market, T.R. Phookan Road, Guwahati-781001.

CORPORATE OFFICE: 5, Gorky Terrace, 2nd Floor, Kolkata-700017

NOTICE

Notice is hereby given that the next Annual General Meeting of the members of **NORTH EASTERN PUBLISHING AND ADVERTISING COMPANY LIMITED** will be held on Monday, 28th August, 2017 at 2:00 P.M. at the registered office at Room No. 5, 1st Floor, H.M. Market, T.R. Phookan Road, Guwahati- 781001 to transact the following business:

ORDINARY BUSINESS:

1. ADOPTION OF ACCOUNT:

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

“RESOLVED THAT the Audited Balance Sheet and statement of Profit and Loss Account and Cash Flow Statement for the financial year ended March 31, 2017 along with Auditor’s Report as circulated to the shareholders and laid before the meeting, be received, considered and adopted.”

2. To appoint a director in place of Mrs. Chanchal Rungta (DIN: 07590027), who retires by rotation and being eligible, offers herself for re-appointment.

3. RATIFICATION OF AUDITOR

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

“RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions of the Companies Act, 2013 and Rules made there under, as amended from time to time, the Company do hereby ratifies the appointment of M/s. Rahul Bansal & Associates, Chartered Accountants, Firm Registration No. 327098E, as an Auditor of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of next Annual General Meeting of the Company to be held in the year 2018 at a remuneration to be fixed by the Board of Directors in consultation with the Auditors.”

4. To appoint Mr. Avi Lunia as Non-Executive Director and in this regard to consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:-

“RESOLVED THAT pursuant to Section 161(1), and any other applicable provisions of the Companies Act, 2013 (“the Act”) and the rules made thereunder (including any statutory modification(s) or re-enactments thereof for the time being in force), Mr. Avi Lunia (DIN: 07687360), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 24th December, 2016, whose term of office expires at this Annual General Meeting and in respect of whom the Company has

NORTH EASTERN PUBLISHING AND ADVERTISING CO LTD.
ROOM NO. 5, 1ST FLOOR, H M MARKET, T R PHOOKAN ROAD, GUWAHATI-781001
Email Id: nepacl17@gmail.com, Phone No: 033-66133300
CIN: L22122AS1981PLC001884
Website:www.nepacl.in

received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of director, be and is hereby appointed as a Non-Executive Director of the Company who is liable to retire by rotation at the Annual General Meeting.”

By Order of the Board of Directors
For North Eastern Publishing & Advertising Company Limited

Place: Kolkata
Date: 30.05.2017

Sd/-
Tarak Nath Dey
Director
DIN: 00343396

NOTES:

1. An Explanatory Statement pursuant to section 102 of the companies act, 2013, is annexed herewith.
2. A member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote in the meeting, instead of himself/ herself and the proxy need not be a member of the company.
3. The instrument appointing the proxy, duly completed, must be deposited at the Company's registered office not less than 48 hours before commencement of the meeting. A proxy form for AGM is enclosed.
4. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percentage of total share capital of the Company carrying voting rights. A member holding more than ten percentage of the company carrying voting right may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholders.
5. Members/ Proxies should bring the Attendance Slip duly filled, enclosed herewith to attend the meeting.
6. The register and share transfer books will remain closed from 22nd August, 2017 to 28th August, 2017 (both days inclusive) for the year ended 31st March, 2017 and the AGM.
7. Members holding shares in the electronic mode are requested to direct change of necessary details to their respective Depository Participant(s).
8. Members holding shares in the physical form are requested to address all correspondences to the Registrar and Transfer Agents, Niche Technologies Private Limited., D-511, Bagree Market, 5th Floor, 71, B.R.B. Basu Road, Kolkata – 700001.

9. VOTING THROUGH ELECTRONIC MEANS

- I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General

Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM (“remote e-voting”) will be provided by Central Depository Services (India) Limited (CDSL).

II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

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

- (i) The remote e-voting period commences on 25th August, 2017 (9:00 am) and ends on 27th August, 2017 (5:00 pm). During this period members’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 21st August, 2017, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- (ii) The shareholders should log on to the e-voting website www.evotingindia.com during the voting period.
- (iii) Click on “Shareholders” tab.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company, excluding the special characters.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in Demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both Demat shareholders as well as physical shareholders)

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

- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in Demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the Demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant Company Name i.e. **NORTH EASTERN PUBLISHING AND ADVERTISING COMPANY LIMITED** on which you choose to vote.
- (xii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

- (xiv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvii) If Demat account holder has forgotten the same password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Note for Institutional Shareholders & Custodians :
- Institutional shareholders (i.e. other than Individuals, HUF, and NRI etc.) and Custodians are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create a compliance user which should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com or contact them at 1800 200 5533.
- (xx) Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. iPhone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30th June 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- 10.** Institutional Members / Bodies Corporate (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote through e-mail at mankani.pria@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com on or before 27th August, 2017, up to

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5:00 pm without which the vote shall not be treated as valid.

11. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 21st August, 2017. A person who is not a member as on cut-off date should treat this notice for information purpose only.
12. The notice of the Annual General Meeting will be sent to the members, whose names appear in the register of members / Depositories as at closing hours of business on 30th June, 2017.
13. The shareholders shall have one vote per equity share held by them as on the cut-off date of 21st August, 2017. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
14. Since the Company is required to provide members the facility to cast their vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 21st August, 2017 and not casting their vote electronically, may only cast their vote at the Annual General Meeting.
15. .Notice of the AGM along with attendance slip, proxy form along with the process, instructions and the manner of conducting e-voting is being sent electronically to all the members whose e-mail IDs are registered with the Company / Depository Participant(s). For members who request for a hard copy and for those who have not registered their email address, physical copies of the same are being sent through the permitted mode.
16. Investors, who became members of the Company subsequent to the dispatch of the Notice / Email and hold the shares as on the cut-off date i.e. 21st August, 2017 are requested to send the written / email communication to the Company at nepacl17@gmail.com by mentioning their Folio No. / DP ID and Client ID to obtain the Login-ID and Password for e-voting.
17. Ms. Priya Mankani, practicing Company Secretary (Certificate of Practice Number- 17947) has been appointed as the Scrutinizer to scrutinize the remote e-voting process and voting at the AGM in a fair and transparent manner. The Scrutinizer will submit, not later than 3 days of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman of the Company or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
18. The Results declared along with the Scrutinizer's Report shall be placed on the website of CDSL. The same will be communicated to the listed stock exchanges viz. Metropolitan Stock Exchange of India.

Corporate Office: 5, Gorky Terrace, 2nd Floor, Kolkata - 700 017
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EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

Item No. 4

Mr. Avi Lunia was appointed as Additional Director by the Board on December 24, 2016 on recommendation of the Board of Directors pursuant to Section 149(1) read with Section 161(1) of the Companies Act, 2013. He is a Non-Executive director.

Brief Profile of Mr. Avi Lunia:

Mr. Avi Lunia, aged about 22 years residing at P-187, Kalindi Housing Estate, Niharika Apartment, 4th Floor Kolkata – 700089 is a Bachelor of Commerce with sound knowledge in finance and commerce and experience of more than 2 years.

Mr. Avi Lunia (DIN: 07687360), who was appointed as an Additional Director of the Company by the Board of Directors with effect from 24th December, 2017, whose term of office expires at this Annual General Meeting and in respect of whom the company has received a notice in writing under Section 160 of the Companies Act, 2013 from a member proposing his candidature for the office of director, be and is hereby appointed as a Non-Executive Director of the Company who is liable to retire by rotation at the Annual General Meeting.

None of the Directors and their relatives, are concerned or interested in this Resolution set out in Item no. 4

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ATTENDANCE SLIP

(To be handed over at the entrance of the Meeting Hall)

Folio No.: _____ DP-ID No.: _____ Client ID No. _____

Name of Member(s): _____

Name of the Proxy holder: _____

Registered Address: _____

Number of Shares Held _____

*I, hereby record my presence of the ensuing **ANNUAL GENERAL MEETING** of the Company held on Monday the 28th day of August, 2017 at 2.00 p.m. at Room No. 5, 1st Floor, H.M. Market, T.R. Phookan Road, Guwahati- 781001.*

*Signature of the Member / Representative / Proxy Holder**

** Strike out whichever is not applicable*

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Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014

FORM OF PROXY

Folio No.: _____ DP-ID No.: _____ Client ID No.: _____

Name of the Member(s): _____ Email Id: _____

Registered Address: _____

I/We, being members, holding shares of NORTH EASTERN PUBLISHING AND ADVERTISING COMPANY LIMITED hereby appoint:

1. Name: _____ E-mail Id _____

Address: _____ or failing him/her

2. Name: _____ E-mail Id _____

Address: _____ or failing him/her

3. Name: _____ E-mail Id _____

Address: _____

*as my / our Proxy to vote for me / us, on my / our behalf at the ensuing **ANNUAL GENERAL MEETING** of the Company held on Monday the 28th day of August, 2017 and at any adjournment thereof in respect of the following resolutions:*

**Corporate Office: 5, Gorky Terrace, 2nd Floor, Kolkata - 700 017
Tel (STD Code): 033 66133300, Fax: 033-66133303**

1. *Adoption of Balance Sheet, Statement of Profit & Loss, Report of Auditors and Board of Directors for the year ended 31st March, 2017.*
2. *Re-Appointment of Mrs. Chanchal Rungta as Director who is retiring by rotation.*
3. *Ratification of appointment of Auditors.*
4. *Appointment of Mr. Avi Lunia as Non-Executive Director.*

Signed this ____ day of _____ 2017. Signature of Member _____

Revenue Stamp

Signature of Proxy holder(s): 1. _____

2. _____

3. _____

NOTE: *The Form of Proxy duly completed must be deposited at the Registered Office of the Company, Room No. 5, 1st Floor, H.M. Market, T.R. Phookan Road, Guwahati- 781001 not later than 48 hours before the time for holding the meeting.*

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ANNEXURE TO THE NOTICE FOR THE ENSUING ANNUAL GENERAL MEETING OF THE COMPANY TO BE HELD ON 28THAUGUST, 2017

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

Dear Shareholder,

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

Pursuant to Provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company is pleased to provide E-voting facility to the members to cast their votes electronically on all resolutions proposed to be considered at the Annual General Meeting (AGM) to be held on Monday the 28th day of August, 2017 at 2.00 P.M. at Room No. 5, 1st Floor, H.M. Market, T.R. Phookan Road, Guwahati- 781001 and at any adjournment thereof.

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

The Electronic Voting Particulars are set out below:

EVSN (Electronic Voting Sequence Number)	User ID	PAN / Sequence No.
170623019		

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

Remote e-Voting Start On	Remote e-Voting End On
25th August, 2017 at 9:00 A.M. (IST)	27th August, 2017 at 5:00 P.M. (IST)

Please read the instructions mentioned in the Notice of AGM before exercising your vote.

By Order of the Board
For **North Eastern Publishing and Advertising Company Limited**

Sd/-
Tarak Nath Dey
Director
(00343396)

Place: Kolkata

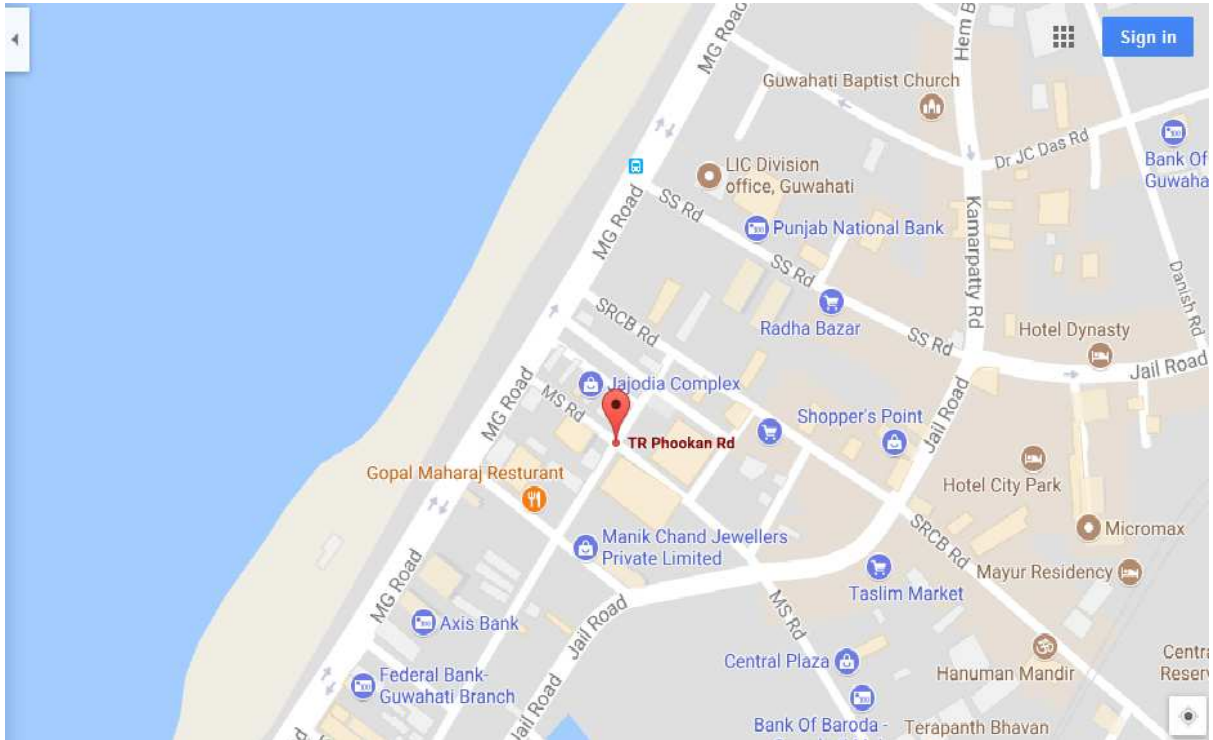
Date: 17.07.2017

Encl: AGM Notice / Attendance Slip / Proxy Form

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Route Map for North Eastern Publishing and Advertising Company Limited



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DIRECTORS' REPORT FOR THE FINANCIAL YEAR 2016-2017

**To,
The Members,**

Your directors have pleasure in presenting their next Annual Report on the business and operations of the company together with the Audited Statement of Accounts for the year ended 31st March, 2017.

Financial Highlights

During the year under review, performance of your company as under:

Particulars	Year Ended 31st March, 2017	Year Ended 31st March, 2016
Profit/ Loss before Taxation	10,77,697	7,69,275
Less: Tax Expenses		
Current Tax	7,50,000	1,78,300
Profit/(Loss) after Tax	3,27,697	5,90,975
Add: Balance Brought Forward from last year	(272,02,082)	(276,74,862)
Transferred to Reserve u/s 45-IC of the RBI Act, 1934	65,539	1,18,195
Taxation for Earlier Year	21,292	-
Balance Profit/ (Loss) c/d to Balance Sheet	(269,18,633)	(272,02,082)

State of Company's Affairs and Future Outlook

Guwahati real Estate Limited (Formerly Known as The Guwahati Stock Exchange Ltd. was de-recognized as Stock Exchange by SEBI vide its order dated May 30, 2012, therefore the listing agreements with the said Stock Exchanges came to an end and the securities ceased to be listed and were transferred to dissemination board of BSE.

In terms of SEBI Circular No.CIR/MRD/DSA/05/2015 dated 17.04.2015 companies exclusively listed at De-recognized /Non-Operational/ Exited Stock Exchanges had been allowed a time line of eighteen months within which such companies were required to obtain listing in any other Nationwide stock exchange to provide trading platform to its shareholders or to provide Exit opportunity to its public shareholders.

Equity Shares of North Eastern Publishing & Advertising Company Limited has been listed and admitted to dealings on the Capital Market Segment of the Metropolitan Stock Exchange of India Ltd. (Formerly known as MCX Stock Exchange Ltd.) w.e.f. April 26th, 2017 and the same has been removed from the dissemination board of BSE.

North Eastern Publishing & Advertising Co. Ltd.

Share Capital

The paid up Equity Share Capital as on March 31, 2017 was Rs. 40.50 Crores. During the year under review, the Company has not issued any shares or any convertible instruments.

Dividend

Your Directors regret to recommend declaration of any dividend for the year due to insufficient profit during the year.

NBFC Reserve Fund

During the year under review, the Company transferred a sum of Rs. 65,539 to the NBFC Reserve Fund as required by the provision of section 45-IC of RBI Act, 1934.

Amount transferred to Reserves

Due to insufficient profit during the year, the Company does not recommend transfer of any amount to reserves.

Material Changes Affecting the Financial Position of the Company

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which this financial statements relate on the date of this report.

Change in the nature of Business, if any

The Company is engaged in Non-Banking Financial activity and is duly registered with the RBI as an NBFC Company.

Particulars of Loan, Guarantees and Investments under Section 186

Section 186 of the Companies Act, 2013 does not apply to the Company because the company being a Non-Banking Financial Company makes loans and investments in its ordinary course of business.

Related Party Transactions

All Related Party Transactions ('RPT') entered into during the financial year were on an arm's length basis and in the ordinary course of business. There are no materially significant Related Party Transactions made by the Company with Promoters, Directors, Related Parties or other designated persons which may have a potential conflict with the interest of the Company at large.

The Board has formulated a Related Party Transactions Policy for the purpose of identification and monitoring of such transactions.

Particulars of contracts or arrangements made with related parties referred to in Section 188(1) of the Companies Act, 2013, in the prescribed form AOC-2 is appended as Annexure-I to the Board's report.

Internal Control Systems and their Adequacy

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

North Eastern Publishing & Advertising Co. Ltd.

reporting financial statements. The internal auditor of the Company checks and verifies the internal control and monitors them in accordance with policy adopted by the Company.

R.B.I Directive to NBFC

The Company did not invite or accept any deposits from the public during the financial year ended 31st March, 2017. For the current financial year commencing on 1st April, 2016 the Board of Directors of the Company has confirmed by a Board Resolution dated 30th May, 2017 that the Company shall not invite or accept any deposit from public during the Financial Year, 2017-2018.

Conservation of Energy, Technology, Absorption, Foreign Exchange Earnings and Outgo

The provision of Section 134(m) of the Companies Act, 2013 do not apply to the Company. There was no foreign inflow or outflow during the year under review.

Details of Subsidiary, Joint Venture or Associates

The Company does not have any Subsidiary, Joint Venture and Associate Company with the meaning of Companies Act, 2013.

Risk Management Policy

As an NBFC, your company is subjected to both external risk and internal risk. External risk due to interest rate fluctuation, slowdown in economic growth rate, political instability, market volatility, decline in foreign exchange reserves, etc. Internal risks associated with your company's business which includes deployment of funds in specific projects, diversifications into other business operations, retention of talented personnel, managing effective growth rate, volatility in interest rate, NPAs in portfolio, changes in compliance norms and regulations, contingent liabilities, and other legal proceedings. Your company recognizes the importance of risk management, and has invested in people, process and technologies to effectively mitigate the above risks.

Directors

As per the provisions of the Companies Act, 2013, Mrs. Chanchal Rungta will retire by rotation at the ensuing annual general meeting and being eligible offered herself for re-appointment.

The Board also appointed Mr. Avi Lunia (DIN: 07687360), as an Additional Director of the company with effect from December 24, 2016, who shall hold office up to the forth coming Annual General Meeting, is eligible for appointment as Director as provided under the Articles of Association of the Company. The Board recommends her re-appointment.

During the year under review Mr. Sourav Saha (DIN: 07204106) tendered his resignation from the post of Director effective from 24th December, 2016.

As on date the following are the directors of the Company:

SL NO	NAME	DESIGNATION
1	Champa Lal Pareek	Managing Director

North Eastern Publishing & Advertising Co. Ltd.

2	Tarak Nath Dey	Independent Director
3	Chand Ratan Modi	Independent Director
4	Avi Lunia	Independent Director
5	Chanchal Rungta	Non-Independent Director

Number of Board Meetings

During the Financial Year 2016-17, the Board met 10 times on 13th April, 2016; 24th May, 2016; 13th August, 2016; 18th August, 2016; 26th August, 2016; 5th November, 2016; 26th November, 2016; 4th January, 2016; 25th January, 2017 and 15th February, 2017.

Details of significant & material orders passed by the regulators or courts or tribunal

No significant & material orders has been passed by any regulator or court or tribunal against the Company.

Receipt of any commission by MD/ WTD from a Company or for receipt of commission/ remuneration from its Holding or Subsidiary

The Company has not received any commission by MD/ WTD from a Company, its holding or subsidiary.

Vigil Mechanism

In order to ensure that the activities of the Company and its employees are conducted in a fair and transparent manner by adoption of highest standards of professionalism, honesty, integrity and ethical behavior the Company has adopted a vigil mechanism policy.

Corporate Governance and Management Discussion Analysis

The Company has in place the SEBI regulations pertaining to Corporate Governance. During the year the Company had 5 member Board of Directors consisting of one Managing Director, 3 Non-Executive Independent Director and one Non-Executive Non-Independent Director.

The Corporate Governance Certificate for the year ended March 31, 2017 is issued by Ms. Priya Mankani, Practicing Company Secretaries, of the Company.

The Company has in place an Insider Trading Code for compliance with Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015. Details of securities transaction by insiders are placed before the Board of Directors of the Company and also notified to the Stock Exchanges.

Mr. Champa Lal Pareek, Managing Director and Mr. Sourav Saha, Chief Financial Officer, have given their certificate under Regulation 17(8) read with Part B of Schedule II of SEBI-LODR regarding annual financial statements for the year ended March 31st, 2017 to the Board of Directors and the same has been attached with this report as Annexure-II. The Managing Director has given certificate under Regulation 34(3) read with Part D of Schedule V of SEBI-LODR regarding compliance with the Code of Conduct of the Company for the year ended March 31st, 2017 which is attached as Annexure-III and forms a part of this Report of Directors.

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Management Discussion and Analysis as required by Schedule V of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 has been incorporated in this report as separate annexure-IV.

Declaration by Independent Directors:

The independent directors have declared to the company stating their independence pursuant to Section 149(6) of the Company's Act 2013, and the same was noted by the Board of Directors at its meeting.

An independent director shall hold office for a term of five consecutive years on the Board of the Company, but it shall be eligible for reappointment for next five years on passing of Special Resolution by the Company and disclosure of such in Board's Report.

Key Managerial Person:

The Board appointed Mr. Sourav Saha, as the Chief Financial Officer of the company with effect from January 4, 2017, who shall hold office up to the forth coming Annual General Meeting.

Audit Committee

The Audit committee comprises of 3 directors. The committee functions under the Chairmanship of Mr. Tarak Nath Dey, a Non-Executive Independent Director. The other members of the Committee are Mr. Champa Lal Pareek and Mr. Avi Lunia.

The details of the related party transactions are placed before the Audit committee periodically. Any recommendations (if any) placed by the Committee is considered and adopted by the Board. All persons have direct access to the Chairman for sharing their grievances. The Audit Committee also has the responsibility to assess risks and find corrective measures to mitigate the same.

The committee met 5 times during the year on 13th April, 2016; 24th May, 2016; 10th August, 2016; 5th November, 2016 and 25th January, 2017.

Nomination & Remuneration Committee Policy

A Remuneration Committee was constituted by the Board of Directors to consider, analyze, determine and approve on behalf of the Board and on behalf of the shareholders the remuneration to be paid to the executive directors of the Company. The committee functions under the Chairmanship of Mr. Champa Lal Pareek, an Executive Independent Director. The other members of the Committee are Mr. Tarak Nath Dey and Mr. Avi Lunia.

Stakeholder Relationship Committee

The Stakeholder Relationship Committee comprises of 3 Directors. The committee functions under the Chairmanship of Mr. Tarak Nath Dey, an Executive Independent Director. The other members of the Committee are Mr. Champa Lal Pareek and Mr. Avi Lunia.

The Registrars and Transfer Agents of the Company is Niche Technologies Pvt. Ltd. The shares of the Company are listed on the Metropolitan Stock Exchange of India Limited.

Transfer of Unclaimed Dividend to Investor Education and Protection Fund

Since there was no unpaid/unclaimed Dividend declared and paid last year, the provisions of Section 125 of the Companies Act, 2013 do not apply.

Extract of Annual Return

The extract of Annual Return, in format MGT 9, for the Financial Year 2016-2017 has been enclosed with this report as Annexure-V.

Auditors**1. Statutory Auditors**

M/s. Rahul Bansal & Associates (Firm Registration No: 327098E), Chartered Accountants, have been appointed as statutory auditors of the Company at the Annual General Meeting held on 18.08.2014 for a period of five years subject to ratification by members at every consequent Annual General Meeting. Therefore, ratification of appointment of Statutory Auditors is being sought from the members of the Company at the ensuing AGM.

2. Secretarial Auditor

Pursuant to the provision of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel), Rules, 2014, the Company has appointed Ms. Priya Mankani, to undertake the Secretarial audit of the Company. The Secretarial Audit Report is annexed herewith as Annexure-VI.

3. Internal Auditor

Mr. Mohit Surtani, Company Secretary, perform the duties of Internal Auditor of the Company and his report is reviewed by the Audit Committee from time to time.

Explanation to Auditor's Remarks

The observation made in the Auditor's Report read together with relevant notes thereon are self-explanatory and hence, do not call for any further comments under Section 134 of the Companies Act, 2013.

Corporate Social Responsibility (CSR) Policy

The provisions of Section 135 of the Companies Act, 2013 related to Corporate Social Responsibility is not applicable to the Company during the year.

Number of Complaints relating to Sexual Harassment in the last financial year and pending as on the end of the financial year

No cases of Sexual Harassment were reported in the financial year. This is supported by Sexual Harassment Policy which ensures a free and fair enquiry process with clear timelines.

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Listing

The shares of the Company are listed on the Metropolitan Stock Exchange of India Limited.

E Voting

The Company will provide e-voting facility to all members to enable them to cast their vote electronically on all Resolutions set-fourth in the notice. This is pursuant to section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management & Administration) Rules, 2014 and Regulations, 2015. The instructions for e-voting have been provided in the Notice.

Directors Responsibility Statement

In accordance with the provisions of Section 134(5) of the Companies Act 2013, your directors confirm that:

- a) in the preparation of the annual accounts for the financial year ended 31st March, 2017, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March, 2017 and of the profit of the Company for that period;
- c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) the directors had prepared the annual accounts on a going concern basis;
- e) that proper internal financial controls were in place and that the financial controls were adequate and were operating effectively.
- f) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Acknowledgment

The Directors express their sincere appreciation to the valued shareholders, bankers and clients and others associated with the Company for their support

Place: Kolkata

Date: 30.05.2017

For and on behalf of the Board of Directors

Sd/-

Champa Lal Pareek
Managing Director
DIN: 00343685

ANNEXURE-1**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 contacts or arrangements or transactions not at arm's length basis- NIL
All transactions entered into by the Company during the year with related parties were on arm's length basis.
2. Details of material contracts or arrangements or transactions at arm's length basis

A. List of Related Parties and Relationships

<u>Name of the Related Party</u>	<u>Relationship</u>
Chanchal Rungta	DIRECTOR
Chand Ratan Modi	
Tarak Nath Dey	
Trilok Chand Modi	
Usha Devi Modi	RELATIVES OF DIRECTORS
Divya Modi	
Chanda Modi	
Raunack Rungta	
Ram Ratan Modi	
Hotahoti Wood Products Ltd.	ENTERPRISES WITH COMMON DIRECTORSHIP
Purbanchal Prestressed Ltd.	
Kamini Finance & Investment Co. Ltd.	
Sangrahalaya Timber & Crafts Ltd.	
Maurya Trading Co. Ltd.	
Visisth Chay Vyapar Ltd.	
Aries Commercial Pvt. Ltd.	
Aquaries Commercial Pvt. Ltd.	
Megha Conclave Pvt. Ltd.	
Gulmohur Trading Pvt. Ltd.	
Chemo Traders Pvt. Ltd.	
Deccan Traders Pvt. Ltd.	INTEREST IN RELATIVES
Citystar Infrastructures Ltd.	
N.K. Concrete Creations Pvt. Ltd.	
Citystar Foods Pvt. Ltd.	
Citystar Agro Industries Pvt. Ltd.	DIRECTOR'S INTEREST IN LLP
Citystar Ganguly Projects LLP	

Name of the Related Party	Nature of Transaction	For the year ended 31st March, 2017	For the year ended 31st March, 2016
Chanchal Rungta	Salaries and allowances	4,15,000	40,000
Tarak Nath Dey	Loans (Liab)	-	45,000
Ram Ratan Modi	Salaries and allowances	2,65,000	-
Hotahoti Wood Products Ltd	Rent	7,776	8,928
Hotahoti Wood Products Ltd	Purchase/Sale of Investment	-	73,50,620
Purbanchal Prestressed Ltd	Rent		17,152
Purbanchal Prestressed Ltd	Purchase/Sale of Investment	5,25,776	
Kamini Finance & Inv. Co Ltd	Purchase/Sale of Investment	1,78,928	4,27,776
Sangrahalaya Timber & Crafts Ltd	Rent	8,928	7,776
Sangrahalaya Timber & Crafts Ltd	Purchase/Sale of Investment	-	16,41,357
Maurya Trading Company Ltd	Purchase/Sale of Investment	17,44,000	17,44,000
Gulmohur Trading Pvt Ltd	Purchase/Sale of Investment	-	2,74,000
Chemo Traders Pvt Ltd	Purchase/Sale of Investment	-	78,000
Deccan Traders	Purchase/Sale of Investment	1,83,000	12,88,223
Citystar Infrastructures Ltd	Loans(Liab)	953,69,552	707,51,232

Name of the Related Party	Nature of Balance	As at 31st March, 2017	As at 31st March, 2016
Chanchal Rungta	Amount (Payable)/Receivable	(2,38,000)	40,000
Chand Ratan Modi	Amount Receivable	5,45,000	-
Trilok Chand Modi	Amount Payable	18,92,355	18,92,355
Usha Devi Modi	Amount Receivable	27,86,500	28,38,000
Divya Modi	Amount Receivable	85,000	-
Chanda Modi	Amount Receivable	2,60,000	-
Raunack Rungta	Amount Receivable	40,000	-
Ram Ratan Modi	Amount Receivable	28,15,000	6,50,000
Purbanchal Prestressed Ltd	Amount Receivable/(payable)	8,928	(8,224)
Kamini Finance & Inv. Co Ltd	Amount Receivable/(Payable)	16,704	(1,62,224)
Sangrahalaya Timber & Crafts Ltd	Amount Receivable	8,928	7,776
Maurya Trading Company Ltd	Amount Payable	-	16,000
Visisth Chay Vyapar Ltd	Amount Receivable	-	1,18,351
Aries Commercial Pvt Ltd	Amount Receivable	10,000	-
Aquaries Commercial Pvt Ltd	Amount Receivable	8,30,000	9,64,640
Megha Conclave Pvt Ltd	Amount Receivable	58,338	-
Deccan Traders	Amount Receivable/(Payable)	1,35,000	(48,000)
Citystar Infrastructures Ltd	Amount Payable	51,72,52,843	50,62,72,746
N K Concrete Creations Pvt Ltd	Amount Receivable	19,75,555	7,81,583
Citystar Foods Pvt Ltd	Amount Receivable	2,80,12,539	2,78,37,539
Citystar Agro Industries Pvt Ltd	Amount Receivable	8,15,20,418	3,14,90,418
Citystar Ganguly Projects LLP	Amount Receivable	-	5,75,836

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B. Date(s) of approval by the Board, if any:

The transaction is on arms' length basis and in the ordinary course of business and so the approval of the Board for this purpose is not required.

C. Amount paid as advances, if any –

Name of Related Party	Nature of Transaction	For the year ended 31st March, 2017	For the year ended 31st March, 2016
Chanchal Rungta	Loans & Advances	20,00,000	-
Chand Ratan Modi	Loans & Advances	10,45,000	-
Trilok Chand Modi	Loans & Advances	-	7,50,000
Usha Devi Modi	Loans & Advances	1,48,500	2,00,000
Divya Modi	Loans & Advances	1,35,000	-
Chanda Modi	Loans & Advances	3,75,000	-
Raunack Rungta	Loans & Advances	29,70,000	-
Ram Ratan Modi	Loans & Advances	1,20,05,000	16,45,000
Aries Commercial Pvt. Ltd.	Loans & Advances	10,000	-
Aquaries Commercial Pvt. Ltd.	Loans & Advances	1,41,930	74,700
Megha Conclave Pvt. Ltd.	Loans & Advances	1,38,388	-
N.K. Concrete Creations Pvt. Ltd.	Loans & Advances	7,70,712	12,47,839
Citystar Foods Pvt. Ltd.	Loans & Advances	12,25,000	8,40,000
Citystar Agro Industries Pvt. Ltd.	Loans & Advances	500,30,000	80,000
Citystar Ganguly Projects LLP	Loans & Advances	5,75,836	1,05,412

Place: Kolkata
Date: 30.05.2017

For and on Behalf of the Board of Directors

Sd/-

Champa Lal Pareek
Managing Director
DIN: 00030815

ANNEXURE-II**CERTIFICATION BY THE MANAGING DIRECTOR AND CHIEF FINANCIAL OFFICER ON FINANCIAL STATEMENTS OF THE COMPANY**

(Pursuant to Regulation 17(8) read with Schedule II Part B of the SEBI (LODR) Regulations, 2015)

We, Champa Lal Pareek, Managing Director and Mr. Sourav Saha, Chief Financial Officer certify that:

1. We have reviewed financial statements and the cash flow statement for the year ended March 31st, 2017 and that to the best of our knowledge and belief:
 - These statements do not contain any materially untrue statement or omit any material fact nor contain statements that might be misleading, and
 - These statements present true and fair view of the Company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.
2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year, which are fraudulent, illegal or in violation of the Company's code of conduct;
3. We accept responsibility for establishing and maintaining internal controls, we have evaluated the effectiveness of the internal control systems of the Company and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of the internal controls, if any, of which we are aware and the steps that we have taken to rectify the identified deficiencies; and
4. We have indicated, based on our most recent evaluation, wherever applicable, to the Auditors and Audit Committee:
 - (i) Significant changes, if any, in the internal control over financial reporting during the year;
 - (ii) Significant changes, if any, in the accounting policies made during the year and that the same has been disclosed in the notes to the financial statements; and
 - (iii) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having significant role in the Company's internal control system over financial reporting.

Sd/-

Champa Lal Pareek
Managing Director

Sd/-

Sourav Saha
Chief Financial Officer

Place: Kolkata

Date: 30.05.2017

ANNEXURE-III**ANNUAL CERTIFICATE UNDER REGULATION 34(3)
READ WITH PART PARA D OF SCHEDULE V OF THE SEBI (LISTING
OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

As required under Regulation 34(3) read with Part D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, I, hereby declare that all the members of the Board of Directors and senior management personnel have affirmed compliance with the Code of Conduct, as applicable to them, for the year ended 31st March, 2017

Sd/-

Place: Kolkata
Date: 30.05.2017

Champa Lal Pareek
Managing Director

ANNEXURE IV

Management Discussion and Analysis Report

Your Directors are pleased to present the Management Discussion and Analysis Report for the year ended 31st March, 2017.

The Management Discussion and Analysis have been included in accordance with the Code of Corporate Governance as approved by the Securities Exchange Board of India (SEBI). This report has been annexed with the financial statements of the Company to set a background to the workings of the Company. The estimates relating to the financial statements are prepared on reasonable basis and reflect the true picture of the state of affairs of the Company and the profits/ loss for the year.

The report provides an overview of the sector in which the company functions, its goals, performances, risks, threats, initiatives and strategies and also the route which the Company plans to take in the future. These estimates and outlooks are prone to fluctuations in the economy and may vary from time to time depending upon the market situations.

Non-Banking Finance Company (NBFC) Outlook

NBFC's form an integral part of the country's financial structure. They not only compliment the functioning of banks but also facilitate inclusive growth of the economy. The role of NBFCs as effective financial intermediaries has been well recognized as they have inherent ability to take quicker decisions, assume greater risks, and customize their services and charges more according to the needs of the clients. Moreover, NBFCs assume significance in the small business segment as they primarily cater to the credit requirements of the unorganized sector such as wholesale & retail traders, small-scale industries. NBFCs have been playing a very important role both from the macro-economic perspective and as integral part of the Indian financial system, enhancing competition and diversification in the financial sector. India ratings expects NBFC's to account for over 17% of the total credit in the country by FY 2019 as compared to 13.1% at the end of 2015.

Business

The company is engaged in the business of investment in securities and providing loans and advances. The Company is registered as Non-deposit taking Non-Banking Finance Company with the Reserve Bank of India. Since the asset size of the Company is not more than Rs 100 crores it is presently Non Systemically Important Non-Deposit taking NBFC.

Financials:

The details of the financial performance of your Company are reflected in the Balance Sheet, Profit & Loss Account and other Financial Statements, appearing separately. Highlights are provided below:

Particulars	2017	2016
Revenue from Operations	7,67,28,972	4,88,36,746
Other Income	14,24,222	24,34,204
Total Revenue	7,81,53,194	5,12,70,950
Profit Before Interest, Depreciation & Tax	10,77,697	7,69,275

The PAT (Profit after Tax) has gone down by Rs. 2, 63,278. This is mainly due to increased tax on the profit the Company generated during the year 2016-17. The Company's expenses increased due to additional listing expenses after it got itself listed on the Metropolitan Stock Exchange of India Limited. Finance Cost too has gone up marginally due to increased borrowings.

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ('the Act) with respect to the preparation and presentation of these financial statements that give a true and fair view of the financial position, financial performance and the 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.

Opportunities, Threats and Risks

Being in the financial sector subjects the Company to the typical risks that any financial institution faces. The fluctuations in the economic conditions poses threats to the functioning of NBFCs. To minimize these risks the Company takes sufficient steps to scan the external environment regularly.

The Company has laid down a well-defined risk management mechanism covering the risk mapping, risk exposure and risk mitigation process. A detailed exercise is being carried out to identify, evaluate, manage and monitor non-business risks. The Audit Committee and the Board periodically review the risks and suggest steps to be taken to manage/ mitigate the same through a properly defined framework.

Human Resource/ Industrial relations

The company recognises the importance and contribution of its human resources for its growth and development of its people. The Company has cordial relations with employees and staff. There are no HR relations problems during the year and the Company does not anticipate any material problems on the count in the current year.

Internal Control Systems and Adequacy

The Company has disciplined approach to cost and follows prudential norms in every sphere of its activities. The Profit making is put at the center of decision making. The cost are budgeted, reviewed and monitored. The Company has established internal control systems for ensuring optimum use of resources and safeguarding the assets. The Internal Control Systems and procedure are adequate and commensurate with the size of the Company. These business control procedures ensure efficient use and protection of the resources and compliance with the policies, procedures and status.

Cautionary Statement

The statements in Management Discussion and Analysis Report describing our Company's objectives, expectations or predictions may be forwarded looking within the meaning of applicable regulations and other legislations. Actual results may differ materially from those expressed in the statement. Important factors that could influence Company's operations include global and domestic financial market conditions affecting the interest rates, availability of resources for the financial sector, market for lending, changes in regulatory directions issued by the Government, tax laws, economic situation and other relevant factors.

ANNEXURE-V

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
as on financial year ended on 31.03.2017
Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I REGISTRATION & OTHER DETAILS:

i	CIN	L22122AS1981PLC001884
ii	Registration Date	24/06/1981
iii	Name of the Company	NORTH EASTERN PUBLISHING & ADVERTISING COMPANY LIMITED
iv	Category/Sub-category of the Company	PUBLIC COMPANY/ LIMITED BY SHARES
v	Address of the Registered office & contact details	Room No. 5, 1st Floor, H.M. Market, T.R. Phookan Road, Guwahati-781001
vi	Whether listed company	YES
vii	Name , Address & contact details of the Registrar & Transfer Agent, if any.	Niche Technologies Private Limited D-511, Bagree Market, 71, B.R.B. Basu Road, Kolkata - 700001 Phone No.: 033 2235-7270/7271 Fax: 033 - 2215 6823 Email : nichetechpl@nichetechpl.com

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl No	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
	-	-	-

III PARTICULARS OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES

NIL

Sl No	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
	-	-	-	-	-

IV SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity)

Category of Shareholders	No. of Shares held at the beginning of the year (As on 01.04.2016)				No. of Shares held at the end of the year (As on 31.03.2017)				% change during the year	
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares		
A. Promoters										
(1) Indian										
a) Individual/HUF	-	-	-	-	-	-	-	-	-	-
b) Central Govt.or State Govt.										
c) Bodies Corporates	-	217,73,700	217,73,700	53.75	118,10,000	99,63,700	217,73,700	53.75	-	-
d) Bank/Fl	-	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-	-
SUB TOTAL:(A) (1)		217,73,700	217,73,700	53.75	118,10,000	99,63,700	217,73,700	53.75	-	-
(2) Foreign										
a) NRI- Individuals	-	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-	-
d) Banks/Fl	-	-	-	-	-	-	-	-	-	-
e) Any other...	-	-	-	-	-	-	-	-	-	-
SUB TOTAL (A) (2)	-	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoter (A)= (A)(1)+(A)(2)	-	217,73,700	217,73,700	53.75	11810000	99,63,700	217,73,700	53.75	-	-
B. PUBLIC SHAREHOLDING										
(1) Institutions										
a) Mutual Funds	-	-	-	-	-	-	-	-	-	-
b) Banks/Fl	-	-	-	-	-	-	-	-	-	-
c) Central govt	-	-	-	-	-	-	-	-	-	-
d) State Govt.	-	-	-	-	-	-	-	-	-	-
e) Venture Capital Fund	-	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-	-
g) FIIS	-	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-	-
SUB TOTAL (B)(1):	-	-	-	-	-	-	-	-	-	-
(2) Non Institutions										
a) Bodies corporates	17,50,000	168,75,560	186,25,560	45.98	11280160	7345400	18625560	45.98		
i) Indian	-	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto Rs.1 lakhs	-	1,06,740	1,06,740	0.26	-	1,06,740	1,06,740	0.26	-	-
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs	-	-	-	-	-	-	-	-	-	-
c) Others (specify)	-	-	-	-	-	-	-	-	-	-
SUB TOTAL (B)(2):										
Total Public Shareholding (B)= (B)(1)+(B)(2)	17,50,000	169,82,300	187,32,300	46.25	11280160	74,52,140	187,32,300	46.25	-	-
C. Shares held by Custodian for GDRs & ADRs										
Grand Total (A+B+C)	17,50,000	387,56,000	405,06,000	100	230,90,160	174,15,840	405,06,000	100	-	-

B. Shareholding of Promoters

Sl No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% of change in shareholding during the year
		No. of Shares	% of total shares of the company	% of Shares Pledged/encumbered to total shares	No. of Shares	% of total shares of the company	% of Shares Pledged/encumbered to total shares	
1	HOTAHOTI WOOD PRODUCTS LTD.	4935000	12.183	0.000	4935000	12.183	0.000	0.000
2	DOYANG WOOD PRODUCTS LIMITED	5103700	12.600	0.000	5103700	12.600	0.000	0.000
3	PURBANCHAL PRESTRESSED LTD.	4860000	11.998	0.000	4860000	11.998	0.000	0.000
4	SANGRAHALAYA TIMBER & CRAFTS LTD.	4410000	10.887	0.000	4410000	10.887	0.000	0.000
5	UTTAM MACHINERY & SUPPLY CO. PVT. LTD.	2465000	6.086	0.000	2465000	6.086	0.000	0.000
	T O T A L	21773700	53.754	0.000	21773700	53.754	0.000	0.000

(iii) CHANGE IN PROMOTERS' SHAREHOLDING (SPECIFY IF THERE IS NO CHANGE)

NO CHANGE IN PROMOTERS' SHAREHOLDING

Sl. No.		Share holding at the beginning of the Year		Cumulative Share holding during the year	
		No. of Shares	% of total shares of the company	No of shares	% of total shares of the company
	At the beginning of the year	-	-	-	-
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	-	-	-	-
	At the end of the year	-	-	-	-

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters & Holders of GDRs & ADRs)

Sl. No	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No.of shares	% of total shares of the company	No of shares	% of total shares of the company
1	SMIFS CAPITAL MARKETS LTD	40,45,400	9.987	40,45,400	9.987
2	RUKMINI PROPERTIES PVT. LTD.	24,40,600	6.025	24,40,600	6.025
3	MEGA RESOURCES LTD.	20,00,000	4.938	20,00,000	4.938
4	CHEMO TRADERS PVT. LTD.	18,25,590	4.507	18,25,590	4.507
5	VISISTH CHAY VYAPAR LTD.	17,75,000	4.382	17,75,000	4.382
6	MERLIN RESOURCES PVT. LTD.	17,50,000	4.320	17,50,000	4.320
7	KAMINI FINANCE & INVESTMENT CO. LTD.	16,77,000	4.140	16,77,000	4.140
8	WISE INVESTMENTS PVT. LTD.	13,00,000	3.209	13,00,000	3.209
9	GULMOHUR TRADING PVT. LTD.	6,00,000	1.481	6,00,000	1.481
10	MAURYA TRADING PVT. LTD.	5,43,600	1.342	5,43,600	1.342

(v) Shareholding of Directors & KMP

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

V INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment				
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	4934,08,014	-	4934,08,014
ii) Interest due but not paid	-	1758,21,231	-	1758,21,231
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	6692,29,245	-	6692,29,245
Change in Indebtedness during the financial year				
Additions	-	3026,99,145	-	3026,99,145
Reduction	-	1893,68,674	-	1893,68,674
Net Change	-	1133,30,471	-	1133,30,471
Indebtedness at the end of the financial year				
i) Principal Amount	-	5733,85,027	-	5733,85,027
ii) Interest due but not paid	-	2091,74,689	-	2091,74,689
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	7825,59,716	-	7825,59,716

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

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

B. Remuneration to other directors: -

Sl.No	Particulars of Remuneration	Name of the Directors	Total Amount
1	Independent Directors		
	(a) Fee for attending board committee meetings		
	(b) Commission		
	(c) Others, please specify		
	Total (1)		
2	Other Non Executive Directors	Chanchal Rungta	
	(a) Fee for attending board committee meetings		
	(b) Commission		
	(c) Others, please specify.		2,90,000
	Total (2)		2,90,000
	Total (B)=(1+2)		2,90,000
	Total Managerial Remuneration		
	Overall Ceiling as per the Act.		

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD - NIL

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			Total
		CEO	Company Secretary	CFO	
1	Gross Salary				
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.				
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961				
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961				
2	Stock Option				
3	Sweat Equity				
4	Commission				
	as % of profit				
	others, specify				
5	Others, please specify				
	Total				

VII PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES - NIL

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			NONE		
Punishment					
Compounding					
B. DIRECTORS					
Penalty			NONE		
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty			NONE		
Punishment					
Compounding					

ANNEXURE-VI
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED MARCH 31ST, 2017

*(Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014)*

To,
The Members,
North Eastern Publishing & Advertising Company Limited
Room No.5, 1st Floor,
H.M. Market,
T.R. Phookan Road
Guwahati-781001

1. We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s. North Eastern Publishing & Advertising Company Limited (hereinafter called the Company) for and during the financial year ended March 31st, 2017. Secretarial Audit was conducted on test check basis, in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and expressing our opinion thereon.
2. Based on our verification of the M/s. North Eastern Publishing & Advertising Company Limited books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on March 31st, 2017, complied with the statutory provisions listed hereunder and also that the Company has Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:
3. We have examined the books, papers, minutes book, forms and returns filed and other records maintained by M/s. North Eastern Publishing & Advertising Company Limited for and during the financial year ended March 31st, 2017 according to the provisions of:
 - (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
 - (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
 - (iii) The depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
 - (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
 - (v) The Regulations and Guidelines prescribed under the Securities Exchange Board of India Act, 1992 ('SEBI Act') viz:-

- 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, 2015;
 - 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-N/A;
 - 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 the client;
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and-N/A;
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998-N/A;
 - i) The Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015;
4. We have also examined compliance with the applicable clauses of the following:
 - (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
 - (ii) The Listing Agreements entered into by the Company with Metropolitan Stock Exchange of India Limited (MSEI).
 5. During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.
 6. We 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. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
 7. 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.
 8. Majority decisions is carried through while dissenting members' views are captured and recorded as part of the minutes.
 9. We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines, such as laws related to taxation, local laws applicable to the area of operation of business and other laws generally applicable to the Company.
 10. This report is to be read with our letter of even date which is annexed as Annexure A and forms an integral part of this report.

Place: Kolkata
Date: 30.05.2017

Sd/-
Priya Mankani
Company Secretary
Mem No: 34744
CP. No. 17947

‘Annexure A’
(To the Secretarial Audit Report of M/S. North Eastern Publishing & Advertising
Company Limited
for the financial year ended 31.03.2017)

To,
The Members,
North Eastern Publishing & Advertising Company Limited
Room No.5, 1st Floor,
H.M. Market,
T.R. Phookan Road
Guwahati-781001

Our Secretarial Audit Report for the financial year ended 31.03.2017 of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management Representation about the compliance of laws, rules and regulation and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedure on test basis.
6. The Secretarial Audit⁵ Report is neither an assurance as to the future viability of the Company nor the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Place: Kolkata
Date: 30.05.2017

Sd/-
Priya Mankani
Company Secretaries
Mem No. 34744
CP No. 17947

CORPORATE GOVERNANCE REPORT

Corporate Governance is a set of standards which aims to improve the Company's image, efficiency and effectiveness. It is the road map, which guides and directs the Board of Directors of the Company to govern the affairs of the Company in a manner most beneficial to all the Shareholders, the Creditors, the Government and the Society at large.

The Securities and Exchange Board of India ("SEBI") on 2nd September, 2015, issued SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as the "Listing Regulations") with an aim to consolidate and streamline the provisions of the Listing Agreements for different segments of capital markets to ensure better enforceability. The Listing Regulations were made effective from 1st December, 2015 (effective date). Accordingly, all listed entities were required to enter into the Uniform Listing Agreement within 6 (six) months from the effective date. Your Company has accordingly entered into Listing Agreement with Metropolitan Stock Exchange of India.

This Corporate Governance Report relating to the year ended March 31st, 2017 has been issued in compliance with the Regulation 34(3) read along with Clause C of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and forms a part of the Report of the Directors to the Members of the Company and the same is given below.

1. OUR COMPANY'S PHILOSOPHY ON CODE OF CONDUCT:

The Company recognises its role as a corporate citizen and endeavours to adopt the best practices and highest standards of Corporate Governance through transparency in business ethics, accountability to its customers, government and others. The Company's activities are carried out in accordance with good practices and the Company is constantly striving to better them and adopt the best practices.

OUR MISSION:

- to provide a healthy working environment for our employees where they are properly recognised and rewarded.
- to continuously evaluate the working and performance of the employees so as to polish their skills and improve the working standards.
- to explore businesses with higher potential so as to overcome the financing and banking gaps.

2. BOARD OF DIRECTORS

2.1 Composition and Category of Directors

The Board of Directors as on March 31st, 2017 consists of five Directors of which there are 4 Non-Executive Directors and one Managing Director as follows:

Name of the Director	Category	Particulars
Mr. Champa Lal Pareek	Managing Director	Appointed as an Independent Director with effect from 31 st March, 2010
Mr. Chand Ratan Modi	Promoter & Non-	He is the promoter director

North Eastern Publishing & Advertising Co. Ltd.

	Executive Director	of the Company with effect from 30 th November, 2006.
Mr. Tarak Nath Dey	Non-Executive Director	Appointed as an Independent Director with effect from 30 th November, 2006.
Mr. Avi Lunia	Non-Executive Director	Appointed as an Independent Director with effect from 24 th December, 2016.
Mrs. Chanchal Rungta	Non-Executive Director	Appointed as a Non-Independent Director with effect from 13 th August, 2016.

2.2 Key Managerial Personnel

Mr. Sourav Saha was appointed as the Chief Financial Officer of the Company on 2nd June, 2016. He is required to directly report to the Board of Directors and also sits on the Board. He does not hold any shares of the Company.

2.3 Board Meetings, Annual General Meetings and Attendance

During the financial year ended 31st March, 2017, the Board met 10 times on 13th April, 2016, 24th May, 2016; 13th August, 2016, 18th August, 2016, 26th August 2016, 5th November 2016, 26th November, 2016; 4th January, 2016; 25th January, 2017 and 15th February, 2017. The Annual General Meeting was held on 27th September, 2016.

The attendance of the Directors on these dates are provided in the table below:

NAMES OF THE DIRECTOR	NO. OF BOARD MEETINGS		ATTENDANCE AT AGM
	HELD	ATTENDED	YES/ NO
CHAND RATAN MODI	10	10	YES
TARAK NATH DEY	10	10	YES
CHAMPA LAL PAREEK	10	10	YES
AVI LUNIA	10	2	YES
CHANCHAL RUNGTA	10	6	YES

Mr. Tarak Nath Dey, the Chairman to the Audit Committee was also present during the Annual General Meeting held on 27th September, 2016. The Chief Financial Officer, Mr. Sourav Saha, who is a permanent invitee to the Board of Directors meeting also attended all the Board meetings. It was decided that Ms. Chanchal Rungta shall resign by rotation and will be eligible for re-appointment.

2.4 Directorships and Committee membership

None of the Directors on the Board is a member of more than 10 Committees and Chairman of more than 5 Committees as specified in Regulation 26 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 across all Companies in India of which they are a Director.

2.5 Board Committees

The Board of Directors have constituted the following committees:

- a) Audit Committee
- b) Nomination and Remuneration Committee
- c) Stakeholder Relationship Committee

The responsibility of the Risk Management and adherence to risk management plan, procedures and any risk related matters are delegated to the Audit Committee only. Hence there is no separate risk management committee.

3. AUDIT COMMITTEE

3.1 Composition:

The Audit committee comprises of 3 directors. The committee functions under the Chairmanship of Mr. Tarak Nath Dey, a Non-Executive Independent Director. The other members of the Committee are Mr. Champa Lal Pareek and Mr. Avi Lunia.

The details of the related party transactions are placed before the Audit committee periodically. Any recommendations (if any) placed by the Committee is considered and adopted by the Board. All persons have direct access to the Chairman for sharing their grievances. The Audit Committee also has the responsibility to assess risks and find corrective measures to mitigate the same. The Minutes of the Audit Committee are circulated to all Directors and are discussed at the Board Meetings.

The committee met 5 times during the year on 13th April, 2016; 24th May, 2016; 10th August, 2016; 5th November, 2016 and 25th January, 2017.

3.2 Terms of Reference:

The Terms of Reference of the Audit Committee covers all areas mention under Section 177 of the Companies Act, 2013 and Regulation 18 read with Part C of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Board has also included in terms of reference of the Audit Committee the monitoring, implementing and review of risk management plan as required under Regulation 21 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and therefore a separate Risk Management Committee hasn't been formed. The broad terms of reference of Audit Committee includes review of financial reporting process and all financial results, statements, disclosures and recommend the same to the Board, review the internal audit reports and discuss the same with the internal auditors, review internal control systems and procedures, evaluation of internal financial controls and risk management systems and their effectiveness, to meet the statutory auditors and discuss their findings, their scope of audit, post audit discussion, auditor's independence, adequacy of internal audit functions, audit qualifications, if any, appointment/ removal and remuneration of auditors, changes in accounting policies and practices, reviewing approval and disclosure of all related party transactions, reviewing with the management the performance of the statutory and internal auditors and their remuneration, compliance with listing agreements, listing regulations, company law and other legal requirements and the Company's financial and risk management plan and policies and its implementation, disaster recovery policies and compliance with statutory requirements.

North Eastern Publishing & Advertising Co. Ltd.

3.3 Internal Audit

Mr. Mohit Surtani, Company Secretary, performs the duties of Internal Auditor of the Company and his report is reviewed by the Audit Committee from time to time.

3.4 Attendance

During the Financial year ended March 31st, 2017, the Audit Committee met 5 times on 13th April, 2016; 24TH May, 2016; 10th August, 2016; 5th November, 2016 and 25th January, 2017. The following table shows the attendance of the members during the Audit Committee meeting:

NAME OF THE MEMBERS	NO. OF AUDIT COMMITTEE MEETINGS		
	HELD	ATTENDED	
TARAK NATH DEY	5	5	
CHAMPA LAL PAREEK	5	5	
AVI LUNIA	5	1	

4. NOMINATION AND REMUNERATION COMMITTEE

A Remuneration Committee was constituted by the Board of Directors to consider, analyse, determine and approve on behalf of the Board and on behalf of the shareholders the remuneration to be paid to the executive directors of the Company. The committee functions under the Chairmanship of Mr. Champa Lal Pareek, a Non-Executive Independent Director. The other members of the Committee are Mr. Tarak Nath Dey and Mr. Avi Lunia.

5. STAKEHOLDER RELATIONSHIP COMMITTEE

5.1 Composition:

The Stakeholder Relationship Committee comprises of 3 Directors. The committee functions under the Chairmanship of Mr. Tarak Nath Dey, a Non-Executive Independent Director. The other members of the Committee are Mr. Champa Lal Pareek and Mr. Avi Lunia.

The Registrars and Transfer Agents of the Company is Niche Technologies Pvt. Ltd. The shares of the Company are listed on the Metropolitan Stock Exchange of India Limited.

5.2 Details of Complaints from shareholders:

Pursuant to Regulation 13(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, below is the Statement of Investor Complaints for the year ended 31st March, 2017.

SL NO.	PARTICULARS	NO. OF COMPLAINTS
1.	Pending at the beginning of the year with the Company	Nil
2.	Received during the year by the Company	Nil
3.	Redressed during the year by the Company	Nil
4.	Pending at the end of the year with the Company	Nil

6. GENERAL BODY MEETINGS

6.1 Particulars of last three Annual General Meetings are given below:

Relating to Financial Year ended on	Venue of AGM	Date of AGM	Time of AGM
2014	Room No.5, H.M. Market, T.R. Phookan Road, Guwahati-781001	18.08.2014	12.00 P.M.
2015	Room No.5, H.M. Market, T.R. Phookan Road, Guwahati-781001	29.09.2015	12.00 P.M.
2016	Room No.5, H.M. Market, T.R. Phookan Road, Guwahati-781001	27.09.2016	9.00 A.M.

6.2 Special Resolution

A Special Resolution was passed in the Annual General Meeting in the previous year on 27th September, 2016 for Adoption of New set of Articles of Association and Memorandum of Association.

At the Annual General Meeting to be held in the current year on 28th August, 2017, no proposal has been made to be passed by the Special Resolution.

Postal Ballot: No resolutions were passed by the Postal Ballot in any of the previous three Annual General Meetings.

7. Means of Communication

7.1 The financial results and the quarterly shareholding pattern are electronically transmitted to the stock exchanges and are also updated on the Company's website www.nepacl.com. Quarterly results are emailed to all Members whose email is registered with the Company.

7.2 Shareholder communication including Notices and annual reports are being sent to the email addresses of Members available with the Company. Annual Accounts are sent to members at least 25 days before the Annual General Meeting.

7.3 The company's website www.nepacl.com makes online announcements of Board meeting dates, results of the meetings, quarterly financial results, announcements of the date of Annual General Meeting and proposed dividend, changes in Directors and other announcements. The website also provides quarterly shareholding pattern.

7.4 **Address for Communication:** All communication regarding share transactions, change of address, bank mandates, nominations etc. should be addressed to the Registrars and Share Transfer Agents of the Company on the following address:

North Eastern Publishing & Advertising Co. Ltd.

Niche Technologies Private Limited

D-511 Bagree Market, 5th Floor,

71 B.R.B. Basu Road,

Kolkata-700001

Phone: (033) 2235-7271/7270/3070

Fax: (033) 2215-6823

Email: nichetechpl@nichetechpl.com

Shareholders are encouraged to correspond with the Registrars & Share Transfer Agents and the Company via email to speed up the response, reduce paperwork and also to help us address the complaints faster. Shareholders are requested to mention the Folio Nos (DP-Id and Client Id in case of demat shares), phone or mobile number and their Email Id so that we can contact them and redress their complaints immediately. However, for instructions like change of bank mandate, change of address, transfers & transmission of shares etc. letters duly signed by the shareholders concerned should be sent otherwise such requests cannot be processed by the Registrars. Email IDs of the shareholders will have to be registered with the Company to enable the Company or the Registrars to communicate electronically.

8. GENERAL SHAREHOLDER INFORMATION

8.1 Date, Time, Venue of the Annual General Meeting:

The Annual General Meeting of the Company will be held on 28th August, 2017 at 10.00 A.M. at P.O. Naginimora, Mon, Nagaland-798622.

8.2 Financial Year:

The Financial Year of the Company ended on March 31st, 2017.

8.3 Record Date & Cut-Off Date:

The Cut-Off Date is 21st August, 2017 for determining who will be entitled to vote electronically on the resolutions mentioned in the Notice convening the Annual General Meeting by remote-voting and also vote at the meeting venue.

8.4 Electronic Voting:

Pursuant to Section 108 and other applicable as per Company's Act, 2013 read with the Companies (Management and Administration) Rules, 2014 and other applicable requirements, voting at the Annual General Meeting will be made through electronic voting. The electronic voting ("E-Voting") period will be from 9.00 A.M. on 25th August to 5.00 P.M. on 27st August, 2017, both days inclusive.

No special resolution is proposed to be conducted through postal ballot or electronic voting.

Scrutiniser for electronic voting: Ms. Priya Mankani, Practicing Company Secretaries (Membership No: 34744 and C.P. No. 17947) of Block-309, Flat 2A, Fort Residency, 38 S.N.Roy Road, New Alipore, Kolkata-700038, Phone: 7407223556, Email ID: makani.pria@gmail.com has been appointed as the scrutiniser to scrutinise the electronic voting process and the voting at the venue of the Annual General Meeting in a fair and transparent manner and to give her report to the Chairman.

8.5 Listing on Stock Exchanges:

The shares of the Company are listed on the following Stock Exchange:

Metropolitan Stock Exchange of India

Scrip Code: NEPA CL

Vibgyor Towers, 4th Floor,

Plot No. C 62, G Block,

Opp. Trident Hotel,

Bandra Kurla Complex, Bandra (E)

Mumbai-400098

For dematerialisation of Equity shares of the Company of the Face Value Rs 10/- each, the ISIN No. allotted to the Company is INE930E01012.

The annual listing fees have been paid and all requirements of the stock exchanges where the shares are listed, including submission of quarterly reports and certificates, are complied with.

8.6 Registrars and Share Transfer Agents

The share management work, both physical and demat, is being handled by the Registrars and Share Transfer Agents of the Company whose name and address is given below:

Niche Technologies Private Limited

D-511 Bagree Market, 5th Floor,

71 B.R.B. Basu Road,

Kolkata-700001

Phone: (033) 2235-7271/7270/3070

Fax: (033) 2215-6823

Email: nichetechpl@nichetechpl.com

Contact Person: Ashok Sen

8.7 Share Transfer Agent

Share Transfer requests valid and complete in all respects are normally processed within 15 days. Power has been delegated to the Company Secretary and the Registrar and Transfer Agents for expediting share transfers. Valid requests for demat of shares are completed within 10 days. The Company's shares are compulsorily traded in the dematerialized form. The ISIN No. allotted to the Company is INE930E01012.

8.8 Distribution of Shareholding as on March 31st, 2017

SHARES HELD	NO. OF SHARES HELD	%
IN PHYSICAL MODE	17415840	43.00
DEMAT WITH NSDL	23090160	57.00
DEMAT WITH CDSL	0	0.00
TOTAL	40506000	100

NO. OF SHARES	NO. OF SHAREHOLDERS	%	NO. OF SHARES HELD	%
1-500	1,011	98.1553	1,00,740	0.2487
501-1000	0	0.0000	0	0.0000
1001-5000	0	0.0000	0	0.0000
5001-10000	1	0.0971	6,000	0.0148
10001-50000	0	0.0000	0	0.0000
50001-100000	1	0.0971	58,370	0.1441
100001 & above	17	1.6505	4,03,40,890	99.5924
TOTAL	1030	100	4,05,06,000	100

8.9 Shareholding pattern as on March 31st, 2017

The detailed report on the Shareholding Pattern of the Company as on March 31st, 2017 is prescribed in MGT-9 enclosed to the Boards Report as Annexure-V.

8.10 Top ten Shareholders

PARTICULARS	NO. OF SHARES HELD	%
CHEMO TRADERS PRIVATE LIMITED	1825590	4.507
MAURYA TRADING CO. LTD.	543600	1.342
RUKMINI PROPERTIES PVT. LTD.	2440600	6.025
MERLIN RESOURCES PVT. LTD.	1750000	4.320
GULMOHUR TRADING PVT. LTD.	600000	1.481
KAMINI FINANCE & INVESTMENT CO. LTD.	1677000	4.140
SMIFS CAPITAL MARKETS LTD.	4045400	9.987
VISISTH CHAY VYAPAR LIMITED	1775000	4.382
MEGA RESOURCES LIMITED	1300000	4.938
WISE INVESTMENTS PVT. LTD.	1300000	3.209

9. DISCLOSURES

- 9.1** Details of transactions with related parties have been reported in Notes of Accounts. These disclosures are also made for the purpose of Regulation 10(1) (a) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. All the transactions with related parties are at arm's length basis and there are no materially significant related party transactions which may have potential conflict with the interests of the Company at large. The Related Party Transaction Policy is available on the Company's website www.nepacl.com.
- 9.2** There we no instance of non-compliance by the Company or any penalties or strictures imposed on the Company by stock exchanges or SEBI or any statutory authority on any matter related to capital markets in the past three years.
- 9.3** The Company has established a vigil mechanism system and has in place a "Whistle Blower Policy" the details of which are mentioned on Company's website. Adequate safeguards have been provided against any victimisation of persons who use the vigil mechanism. All persons have been given direct access to the Chairman of the Audit Committee to lodge their grievances. No personnel has been denied access to the Audit Committee to lodge their grievances.
- 9.4** Mandatory requirements and non-mandatory requirements have been complied with except that the Company does not send the half-yearly financial performance to each household of shareholders who do not have their email ID registered with the Company or the Depository Participants.
- 9.5** Management Discussion Analysis Report forms a part of the Directors Report.
- 9.6** No presentations were made to the institutional investors and analysts during the year.
- 9.7** The Company does not have any subsidiary therefore corresponding disclosures have not been made.
- 9.8** There have been no public issues, rights issues or other public offerings during the past five years. The Company has not issued any GDR's or ADR's or warrants or any convertible instruments. Hence corresponding disclosures have not been made.
- 9.9** Other items which are not applicable are not applicable to the Company have not been separately commented upon.

Place: Kolkata

For and on behalf of the Board of Directors

Date: 30.05.2017

Sd/-

Chairman

AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Members,
North Eastern Publishing & Advertising Company Limited
1st Floor, Room No. 5,
H.M. Market,
T.R. Phookan Road,
Guwahati-781001

- A. We have conducted an audit of compliance of Corporate Governance norms and procedures by the Company being M/s. North Eastern Publishing & Advertising Company Limited, having its registered office at 1st Floor, Room No. 5, H.M. Market, T.R. Phookan Road, Guwahati-781001 (hereinafter called the Company) during the Financial Year ended March 31st, 2017, and provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, read with other applicable provisions of law during the aforesaid period.
- B. That our audit is an independent audit of compliance of corporate governance norms and procedures as mentioned by M/s. North Eastern Publishing & Advertising Company Limited. That compliance of corporate governance norms and procedures is the responsibility of the Company. That our audit is neither an opinion on financial statements of the Company nor on future viability of the Company or on effective management of the Company.
- C. In our opinion and to the best of our understanding, based on the records, documents, books and other information furnished to us during the aforesaid audit by the Company, its officers and agents, we confirm that the Company has complied with the corporate governance norms and procedures, as referred above and to the extent applicable to the Company, during the aforesaid period under scrutiny.

Place: Kolkata
Date: 30.05.2017

Sd/-
Priya Mankani
Company Secretaries
Mem No: 34744
CP. No.: 17947

Independent Auditor's Report

To the Members of North Eastern Publishing and Advertising Company Limited

Report on the Financial Statements

We have audited the attached financial statements of **North Eastern Publishing and Advertising Company Limited** ('the Company'), which comprise the balance sheet as at 31 March 2017, the statement of profit and loss and the cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the 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 Balance Sheet, of the state of affairs of the Company as at 31 March 2017.
- b) in the case of Statement of Profit and Loss, of the profit for the year ended on that date: and
- c) in the case of the Cash Flow Statement, of the Cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure A, a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our Knowledge and belief were necessary for the purposes of our audit.
 - (b) in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) the balance sheet, the statement of profit and loss and the cash flow statement dealt with by this Report are in agreement with the books of account;
 - (d) in our opinion, the aforesaid financial statements comply with the Accounting Standard 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 31 March 2017 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2017 from being appointed as a director in terms of Section 164 (2) of the Act;
 - (f) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B"; and
 - (g) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i) The Company does not have any pending litigations which would impact its financial position.
 - ii) The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses
 - iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
 - iv) The Company has provided requisite disclosure in the financial statements as to holdings as well as dealing in Specified Bank Notes during the period 8th November, 2016 to 30th December 2016 and these are in accordance with the books of accounts maintained by the company.

For RAHUL BANSAL & ASSOCIATES

Chartered Accountants

Firm Registration number: 327098E

Sd/-

Rahul Bansal

Partner

Membership number: 068619

Place: Kolkata

Date: 30th day of May, 2017

Annexure to the Independent Auditors' Report

The Annexure referred to in our Independent Auditors' Report to the members of the Company on the financial statements for the year ended 31 March 2017, we report that:

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of the fixed assets.
- (b) As explained to us, fixed assets have been physically verified by the management during the year in accordance with the phased programme of verification adopted by the management which, in our opinion, provides for physical verification of all the fixed assets at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (ii) The management has conducted physical verification of inventories at reasonable intervals during the year and no material discrepancies were noticed on such physical verification.
- (iii) According to the information and explanations given to us, the Company has complied with the provisions of Section 189 of the Companies Act, 2013.
- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 of the Companies Act, 2013 in respect of making Loan and investments.
- (v) The Company has not accepted any deposits from the public.
- (vi) The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the activities rendered by the Company.
- (vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including provident fund, Employee State Insurance (ESI), excise duty, income tax, sales tax, wealth tax, service tax, duty of customs, value added tax, cess and other material statutory dues, as and when applicable to us, have been regularly deposited during the year by the Company with the appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income tax, sales tax, wealth tax, service tax, duty of customs, value added tax, cess and other material statutory dues were in arrears as at 31 March 2017 for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us, there are no material dues of wealth tax, duty of customs and cess which have not been deposited with the appropriate authorities on account of any dispute.
- (c) According to the information and explanations given to us, there are no dues of income tax, sales-tax, wealth tax, service tax, customs duty, excise duty, value added tax and cess which have not been deposited on account of any dispute.
- viii) The Company did not have any outstanding dues to financial institutions, banks or debenture holders or government during the year.
- (ix) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, the Company has not raised any money by way of initial public offer / further public offer / debt instruments) and term loans hence, reporting under clause (ix) is not applicable to the Company and hence not commented upon
- (x) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud on or by the officers and employees of the Company has been noticed or reported during the year.

- (xi) In our opinion and according to the information and explanations given to us, the Company has paid / provided managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.
- (xii) In our opinion, the Company is not a nidhi company. Therefore, the provisions of clause 3(xi) of the order are not applicable to the Company and hence not commented upon.
- (xiii) Based on our audit procedures performed for the purpose of reporting the true and fair, In our opinion and according to the information and explanations given to us, the Company is in compliance with Section 188 and 177 of the Companies Act, 2013, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by the applicable accounting standards.
- (xiv) According to the information and explanations given to us and on an overall examination of the balance sheet, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and hence not commented upon.
- (xv) Based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him.
- (xvi) According to the information and explanations given to us, the Company has complied with the provisions of section 45-IA of the Reserve Bank of India Act, 1934 as and when applicable.

For **RAHUL BANSAL & ASSOCIATES**

Chartered Accountants

Firm Registration number: 327098E

Sd/-

Rahul Bansal

Partner

Membership number: 068619

Place: Kolkata

Date: 30th day of May, 2017

Annexure - B to the Auditors' Report

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

We have audited the internal financial controls over financial reporting of **North Eastern Publishing and Advertising Company Limited** (“the Company”) as of 31st March 2017 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

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

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects. Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

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

For RAHUL BANSAL & ASSOCIATES

Chartered Accountants

Firm Registration number: 327098E

Sd/-

Rahul Bansal

Partner

Membership number: 068619

Place: Kolkata

Date: 30th day of May, 2017

RAHUL BANSAL & ASSOCIATES
Chartered Accountants

33A Jawaharlal Nehru Road
Suit # 3,6th Floor
Kolkata – 700 071
Phone: 9831111380
Email: carahulbansal@hotmail.com

The Board of Directors,
NORTH EASTERN PUBLISHING AND ADVERTISING COMPANY LIMITED
ROOM NO 5, 1ST FLOOR
H.M.MARKET, T.R.PHOOKAN ROAD
GUWAHATI-781001.

**Auditors Report as specified in Paragraph 2 of N B F C Auditors Report (Reserve Bank)
Directions, 2008.**

We have audited the Balance Sheet of NORTH EASTERN PUBLISHING AND ADVERTISING COMPANY LIMITED as at 31st March, 2017 and the Profit and Loss Account for the year ended on that date and would like to give our Report as specified in Paragraph 2 of N B F C Auditors Report (Reserve Bank) Directions 2008 as under :-

1. The Company is a Registered Non Banking Finance Company under section 45 – IA of the Reserve Bank of India Act, 1934 and a certificate of Registration was duly obtained from R B I.
2. The Company has not accepted any Public Deposit in pursuance of a resolution passed by its Board of Directors for Non acceptance of Public Deposits.
3. The Company has complied with the prudential norms relating to income recognition, accounting standards, asset/classification and provisioning for bad and doubtful debts as applicable to it.

For Rahul Bansal & Associates
Chartered Accountants

Sd/-
Rahul Bansal
(Partner)
Membership No. 068619
FRM Regn No. 327098E

Place: Kolkata
Dated: May 30th, 2017

NORTH EASTERN PUBLISHING & ADVERTISING COMPANY LIMITED
BALANCE SHEET AS AT 31ST MARCH, 2017

(Figures in Rs.)

Sl. No.	Particulars	Note No.	As at 31st March, 2017	As at 31st March, 2016
I.	EQUITY AND LIABILITIES			
(1)	<u>Shareholder's Funds</u>			
	(a) Share Capital	2.6	405,060,000	405,060,000
	(b) Reserves and Surplus	2.7	(26,160,898)	(26,509,887)
(2)	<u>Non-Current Liabilities</u>			
	(a) Long Term Borrowings	2.8	573,385,027	493,408,014
	(b) Long Term Provisions	2.9	4,142,039	2,799,628
(3)	<u>Current Liabilities</u>			
	(a) Trade Payables	2.10	9,833,211	709,443
	(b) Other Current Liabilities	2.11	235,540,093	201,050,236
	(c) Short-Term Provisions	2.12	973,000	516,300
	Total Equity & Liabilities		1,202,772,472	1,077,033,733
II.	ASSETS			
(1)	<u>Non-Current Assets</u>			
	(a) Fixed Assets			
	(i) Tangible Assets	2.13	54,288,622	54,369,035
	(b) Non-Current Investments	2.14	30,022,458	45,692,458
	(c) Long Term Loans and Advances	2.15	968,480,553	826,746,049
(2)	<u>Current Assets</u>			
	(a) Inventories	2.16	131,159,356	129,125,597
	(b) Cash and Bank Balances	2.17	6,752,143	327,177
	(c) Short - Term Loans and Advances	2.18	12,069,340	20,773,417
	Total Assets		1,202,772,472	1,077,033,733

Significant accounting Policies and Notes on Accounts.

1 & 2

As per our report of even date

For **Rahul Bansal & Associates**

Chartered Accountants

Firm Registratoin No. 327098E

For and on behalf of the Board of Directors

Sd/-

CA Rahul Bansal

Partner

Membership No. 068619

Place: KOLKATA

Dated :May 30,2017

Sd/-

Champa Lal Pareek

Managing Director

00030815

Sd/-

Chand Ratan Modi

Director

00343685

NORTH EASTERN PUBLISHING & ADVERTISING COMPANY LIMITED

PROFIT & LOSS STATEMENT FOR THE YEAR ENDED ON 31ST MARCH, 2017

(Figures in Rs.)

Sl. No.	Particulars	Note No.	For the year ended 31st March, 2017	For the year ended 31st March, 2016
(1)	Revenue from operations	2.20	76,728,972	48,836,746
(2)	Other Income	2.21	1,424,222	2,434,204
(3)	Total Revenue (1+2)		78,153,194	51,270,950
(4)	<u>Expenses:</u>			
	Purchases of Stock in Trade		25,140,968	1,703,293
	Changes in inventories of finished goods, work-in-progress and Stock-in-Trade	2.22	(2,033,759)	68,096
	Employee Benefit Expense	2.23	1,174,000	879,623
	Finance Cost	2.24	49,064,123	46,475,629
	Depreciation		80,413	127,128
	Other Expenses	2.25	2,307,342	1,081,169
	Provisions	2.26	1,342,411	166,737
	Total Expenses		77,075,497	50,501,675
(5)	Profit before exceptional and extraordinary items and tax (3 - 4)		1,077,697	769,275
(6)	Exceptional Items		-	-
(7)	Profit before extraordinary items and tax (5 - 6)		1,077,697	769,275
(8)	Extraordinary Items		-	-
(9)	Profit before tax (7 - 8)		1,077,697	769,275
(10)	<u>Tax expense:</u>			
	(1) Current tax		750,000	178,300
(11)	Profit from Operations (9 - 10)		327,697	590,975
(12)	Earning per equity share:			
	(1) Basic		0.01	0.01
	(2) Diluted		0.01	0.01

Significant accounting Policies and Notes on Accounts.

1 & 2

As per our report of even date

For **Rahul Bansal & Associates**

Chartered Accountants

Firm Registration No. 327098E

For and on behalf of the Board of Directors

Sd/-

CA Rahul Bansal

Partner

Membership No. 068619

Place: KOLKATA

Dated : May 30,2017

Sd/-

Champa Lal Pareek

Managing Director

00030815

Sd/-

Chand Ratan Modi

Director

00343685

NORTH EASTERN PUBLISHING & ADVERTISING COMPANY LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED AS ON 31ST MARCH '2017

Particulars	For the year ended 31st March, 2017		For the year ended 31st March, 2016	
	Rs.	Rs.	Rs.	Rs.
A. Cash flow from operating activities				
Net Profit / (Loss) before extraordinary items and tax		1,077,697		769,275
<i>Adjustments for:</i>				
Provisions Against Standard Assets		1,342,411		166,737
Operating profit / (loss) before working capital changes		2,420,108		936,012
<i>Changes in working capital:</i>				
<i>Adjustments for (increase) / decrease in operating assets:</i>				
Inventories	(2,033,759)		68,096	
Trade receivables	-		-	
Short-term loans and advances	8,704,078		(1,626,755)	
<i>Adjustments for increase / (decrease) in operating liabilities:</i>				
Trade payables	9,123,768		(3,720)	
Other current liabilities	34,489,857		42,345,743	
Provisions	456,700	50,740,644	178,300	40,961,664
Cash from Operating activities		53,160,752		41,897,676
Income Tax	750,000		178,300	
Taxation for earlier years	21,292	728,708		178,300
Net cash flow from / (used in) operating activities (A)		52,432,044		41,719,376
B. Cash flow from investing activities				
Purchase of Investment		15,670,000.00		31,790,620
(Increase)/Decrease in Fixed assets		80,413.00		127,128.00
Net cash flow from / (used in) investing activities (B)		15,750,413.00		31,917,748.00
C. Cash flow from financing activities				
Proceeds from long-term borrowings	79,977,013		(6,966,000)	
(Increase)/decrease in Long term Loans & Advances given	(141,734,504)	(61,757,491)	(66,734,462)	(73,700,462)
Net cash flow from / (used in) financing activities (C)		(61,757,491.36)		(73,700,462)
Net increase / (decrease) in Cash and cash equivalents (A+B+C)		6,424,966		(63,338)
Cash and cash equivalents at the beginning of the year		327,177		390,517
Cash and cash equivalents at the end of the year		6,752,143		327,177.00

As per our report of even date

For **Rahul Bansal & Associates**

Chartered Accountants

Firm Registration No. 327098E

For and on behalf of the Board of Directors

Sd/-

CA Rahul Bansal

Partner

Membership No. 068619

Sd/-

Champa Lal Pareek

Managing Director

00030815

Sd/-

Chand Ratan Modi

Director

00343685

Place: KOLKATA

Dated : May 30, 2017

NORTH EASTERN PUBLISHING & ADVERTISING COMPANY LIMITED

NOTES ON ACCOUNTS AND SIGNIFICANT ACCOUNTING POLICIES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED
31ST MARCH 2017

1 SIGNIFICANT ACCOUNTING POLICIES

1.1 Basis of preparation of financial statements

- a) The Accounts have been prepared under the historical cost convention on an Accrual basis and in accordance with the Accounting Standards notified under the relevant provisions of the Companies act, 2013 and are consistent with generally accepted accounting principles and conform to the statutory provisions and practices prevailing in the industry. All the figures have been rounded off to nearest rupees.
- b) The company generally follows mercantile system of accounting and recognises significant items of income and expenditure on accrual basis.

1.2 Inventories

Stock-in-trade are valued as follows:-

- a) Unquoted shares : At cost
b) Quoted shares : At cost or market value whichever is lower
c) Flats: At cost

1.3 Investments

Investments are valued at cost. All the investments are considered to be of long term by the management and decline in market value, if any, is of temporary nature. Bonus/ demerged shares are valued at nil cost.

1.4 RBI Prudential Norms

The Company has complied with the RBI Prudential Norms relating to Income Recognition, Accounting Standard and Asset classification and provisioning for bad and doubtful debts as applicable to it.

1.5 Estimates

The preparation of financial statements requires use of estimates and assumptions to be made that affect the reported amounts of assets, liabilities and disclosure of contingent liabilities on the date of financial statements and the reported amounts of revenue and expenses during the period. Difference between actual amount and estimates are recognised in the period in which the results are known / materialized.

1.6 Taxes On Income

Provision for current tax is made on the basis of estimated taxable income for the current accounting year in accordance with the Income Tax Act, 1961

2 NOTES ON ACCOUNTS

- 2.1 There is no contingent liability at the end of the accounting year.
- 2.2 The Company has not accepted any Public Deposit during the year in pursuance of a resolution passed by the Board of Directors of the Company
- 2.3 The Provision Against Non Performing Assets have been made as per prudential norms of RBI.
- 2.4 In terms of Notification No. DNBS.222/ CGM(US)-2011 and DNBS.223/ CGM(US)-2011 both dated January 17, 2011 issued by the Department of Non-Banking Supervision, the Company has made a provision on Standard Assets at 0.35% of the amount outstanding as at the end of the financial year.
- 2.5 Purchases of Stock in trade

Particulars	Units	Quantity	Value (Rs.)
Quoted Equity Shares	No.	749,561	18,982,102
		(28,000)	(662,570)
Unquoted Equity Shares	No.	75,000	6,158,866
		(79,150)	(1,840,723)

Note: Figures in bracket relates to the previous year

NORTH EASTERN PUBLISHING & ADVERTISING COMPANY LIMITED

NOTES ON ACCOUNTS AND SIGNIFICANT ACCOUNTING POLICIES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED
31ST MARCH 2017

2.6 List of Related Parties and Relationship

<u>Name of the Related Party</u>	<u>Relationship</u>
Chanchal Rungta Chand Ratan Modi Tarak Nath Dey	DIRECTOR
Trilok Chand Modi Usha Devi Modi Divya Modi Chanda Modi Raunack Rungta Chanda Modi Ram Ratan Modi	RELATIVES OF DIRECTOR
Hotahoti Wood Products Ltd Purbanchal Prestressed Ltd Kamini Finance & Inv.Co Ltd Sangrahalaya Timber & Crafts Ltd Maurya Trading Company Ltd Visith Chay Vyapar Ltd Aries Commercial Pvt Ltd Aquaries Commercial Pvt Ltd Megha Conclave Pvt Ltd Gulmohur Trading Pvt Ltd Chemo Traders Pvt Ltd	ENTERPRISES WITH COMMON DIRECTORSHIP
Deccan Traders Citystar Infrastructures Ltd N K Concrete Creations Pvt Ltd Citystar Foods Pvt Ltd Citystar Agro Industries Pvt Ltd Citystar Ganguly Projects LLP	INTEREST OF RELATIVES DIRECTOR'S INTEREST IN LLP

Name of the Related Party	Nature of Transaction	During the year 2016-17	During the year 2015-16
Chanchal Rungta	Salaries and allowances	415,000	40,000
Chanchal Rungta	Loans & Advances	2,000,000	-
Chand Ratan Modi	Loans & Advances	1,045,000	-
Tarak Nath Dey	Loans (Liab)	-	45,000
Trilok Chand Modi	Loans & Advances	-	750,000
Usha Devi Modi	Loans & Advances	148,500	200,000
Divya Modi	Loans & Advances	135,000	-
Chanda Modi	Loans & Advances	375,000	-
Raunack Rungta	Loans & Advances	2,970,000	-
Ram Ratan Modi	Salaries and allowances	265,000	-
Ram Ratan Modi	Loans & Advances	12,005,000	1,645,000
Hotahoti Wood Products Ltd	Rent	7,776	8,928
Hotahoti Wood Products Ltd	Purchase/Sale of Investment	-	7,350,620
Purbanchal Prestressed Ltd	Rent	-	17,152
Purbanchal Prestressed Ltd	Purchase/Sale of Investment	525,776	-
Kamini Finance & Inv.Co Ltd	Purchase/Sale of Investment	178,928	427,776
Sangrahalaya Timber & Crafts Ltd	Rent	8,928	7,776
Sangrahalaya Timber & Crafts Ltd	Purchase/Sale of Investment	-	1,641,357
Maurya Trading Company Ltd	Purchase/Sale of Investment	1,744,000	1,744,000
Visith Chay Vyapar Ltd	Loans & Advances	3,084,351	1,689,654
Aries Commercial Pvt Ltd	Loans & Advances	10,000	-
Aquaries Commercial Pvt Ltd	Loans & Advances	141,930	74,700
Megha Conclave Pvt Ltd	Loans & Advances	138,338	-
Gulmohur Trading Pvt Ltd	Purchase/Sale of Investment	-	274,000
Chemo Traders Pvt Ltd	Purchase/Sale of Investment	-	78,000
Deccan Traders	Purchase/Sale of Investment	183,000	1,288,223
Citystar Infrastructures Ltd	Loans(Liab)	95,369,552	70,751,232
N K Concrete Creations Pvt Ltd	Loans & Advances	770,712	1,247,839
Citystar Foods Pvt Ltd	Loans & Advances	1,225,000	840,000
Citystar Agro Industries Pvt Ltd	Loans & Advances	50,030,000	80,000
Citystar Ganguly Projects LLP	Loans & Advances	575,836	105,412

NORTH EASTERN PUBLISHING & ADVERTISING COMPANY LIMITED

NOTES ON ACCOUNTS AND SIGNIFICANT ACCOUNTING POLICIES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED
31ST MARCH 2017

Name of the Related Party	Nature of Balance	As at 31st March, 2017	As at 31st March, 2016
Chanchal Rungta	Amount (Payable)/Receivable	(238,000)	40,000
Chand Ratan Modi	Amount Receivable	545,000	-
Trilok Chand Modi	Amount Payable	1,892,355	1,892,355
Usha Devi Modi	Amount Receivable	2,786,500	2,838,000
Divya Modi	Amount Receivable	85,000	-
Chanda Modi	Amount Receivable	260,000	-
Raunack Rungta	Amount Receivable	40,000	-
Ram Ratan Modi	Amount Receivable	2,815,000	650,000
Purbanchal Prestressed Ltd	Amount Receivable/(payable)	8,928	(8,224)
Kamini Finance & Inv.Co Ltd	Amount Receivable/(Payable)	16,704	(162,224)
Sangrahalaya Timber & Crafts Ltd	Amount Receivable	8928	7776
Maurya Trading Company Ltd	Amount Payable	-	16000
Visith Chay Vyapar Ltd	Amount Receivable	-	118351
Aries Commercial Pvt Ltd	Amount Receivable	10000	-
Aquaries Commercial Pvt Ltd	Amount Receivable	830000	964,640
Megha Conclave Pvt Ltd	Amount Receivable	58338	-
Deccan Traders	Amount Receivable/(Payable)	135000	(48,000)
Citystar Infrastructures Ltd	Amount Payable	517252843	506272746
N K Concrete Creations Pvt Ltd	Amount Receivable	1975555	781583
Citystar Foods Pvt Ltd	Amount Receivable	28012539	27837539
Citystar Agro Industries Pvt Ltd	Amount Receivable	81,520,418	31490418
Citystar Ganguly Projects LLP	Amount Receivable	-	575836

c) Previous year / period figures have been regrouped / reclassified wherever necessary to correspond with the current period classification / disclosure.

NORTH EASTERN PUBLISHING & ADVERTISING COMPANY LIMITED
Notes forming part of the financial statements as at 31st March, 2017

Note : 2.6 Share Capital

(Figures in Rs.)

Sl. No.	Particulars	As at 31st March, 2017	As at 31st March, 2016
1	<u>Authorized Capital</u> 40510000 Equity Shares of Rs. 10/- each.	405,100,000	405,100,000
		405,100,000	405,100,000
2	<u>Issued, Subscribed & Paid Up Capital</u> 40506000 Equity Shares of Rs.10/- each	405,060,000	405,060,000
	Total	405,060,000	405,060,000

Reconciliation of the number of shares outstanding

Sl. No.	Particulars	As at 31st March, 2017	As at 31st March, 2016
1	Number of shares at the beginning	40,506,000	40,506,000
	Add: Shares issued during the year	-	-
	Number of shares at the closing	40,506,000	40,506,000

Details of shares held by each shareholder holding more than 5% shares

Sl. No.	Particulars	As at 31st March, 2017		As at 31st March, 2016	
		Total No. Of shares	Holding (%)	Total No. Of shares	Holding (%)
1	Doyang Wood Products Ltd.	5,103,700	12.60	5,103,700	12.60
2	Hotahoti Wood Products Ltd.	4,935,000	12.18	4,935,000	12.18
3	Purbanchal Prestressed Ltd.	4,860,000	12.00	10,600,600	26.17
4	Sangrahalaya Timber & Crafts Ltd.	4,410,000	10.89	4,410,000	10.89
5	Uttam Machinery & Supply Company Pvt. Ltd.	2,465,000	6.09	2,465,000	6.09
6	Rukmini Properties Private Limited	2,440,600	6.03	-	-
7	SMIFS Capital Market Ltd.	4,045,400	9.99	4,045,400	9.99
	Total	28,259,700	69.77	31,559,700	77.91

Note : 2.7 Reserves & Surplus

(Figures in Rs.)

Sl. No.	Particulars	As at 31st March, 2017	As at 31st March, 2016
1	<u>Reserve u/s 45-1C of the RBI Act, 1934</u>		
	As per last Balance Sheet	692,195	574,000
	Add: Transferred from Profit & Loss Account	65,539	118,195
		757,734	692,195
2	<u>Surplus / (Deficit) in Statement of Profit and Loss</u>		
	Profit / (Loss) brought forward from previous year	(27,202,082)	(27,674,862)
	Add: Profit / (Loss) for the year	327,697	590,975
		(26,874,385)	(27,083,887)
	Taxation For Earlier Years	21,292	
	Less: Appropriations		
	Transferred to Reserve u/s 45-1C of the RBI Act, 1934	65,539	118,195
	Add: Provision in respect of NPA written back	-	
	Closing Balance	(26,918,633)	(27,202,082)
	Total	(26,160,898)	(26,509,887)

Note : 2.8 Long Term Borrowings

(Figures in Rs.)

Sl. No.	Particulars	As at 31st March, 2017	As at 31st March, 2016
1	<u>Other Loans & Advances</u> Unsecured*	573,385,027	493,408,014
	Total	573,385,027	493,408,014

* Bearing Rate of Interest @9% p.a. and repayable in 2017-2018

Note : 2.9 Long Term Provisions

(Figures in Rs.)

Sl. No.	Particulars	As at 31st March, 2017	As at 31st March, 2016
1	In respect of Non Performing Assets	755,000	755,000
2	Contingent Provisions Against Standard Assets	3,387,039	2,044,628
	Total	4,142,039	2,799,628

NORTH EASTERN PUBLISHING & ADVERTISING COMPANY LIMITED
Notes forming part of the financial statements as at 31st March, 2017

Note : 2.10 Trade Payables

(Figures in Rs.)

Sl. No.	Particulars	As at 31st March, 2017	As at 31st March, 2016
1	Trade Payables for Services	9,833,211	709,443
	Total	9,833,211	709,443

Note : 2.11 Other Current Liabilities

(Figures in Rs.)

Sl. No.	Particulars	As at 31st March, 2017	As at 31st March, 2016
1	Interest Accrued & Due on Borrowings	209,174,689	175,821,231
2	Others Liabilities #	26,365,404	25,229,005
	Total	235,540,093	201,050,236

Includes TDS Payable, Advance against Properties

Note : 2.12 Short Term Provisions

(Figures in Rs.)

Sl. No.	Particulars	As at 31st March, 2017	As at 31st March, 2016
1	Provisions Income Tax	973,000	516,300
	Total	973,000	516,300

NORTH EASTERN PUBLISHING & ADVERTISING COMPANY LIMITED
Notes forming part of the financial statements as at 31st March, 2017

Note : 2.13 Fixed Asset

(Figures in Rs.)

Sl. No	Particulars	Original Cost			Depreciaton			Net Book Value	
		As at 31st Mar '16	Addition/ (deduction) during the year	As at 31st Mar ' 17	As at 31st Mar '16	Depreciation during the year	As at 31st Mar ' 17	As at 31st Mar ' 17	As at 31st Mar '16
I	<u>Tangible Assets</u>								
1	Land	54,015,000	-	54,015,000	-	-	-	54,015,000	54,015,000
2	Computer	47,880	-	47,880	37,118	4,549	41,667	6,213	10,762
3	Motor Car	996,378	-	996,378	653,105	75,864	728,969	267,409	343,273
	TOTAL	55,059,258	-	55,059,258	690,223	80,413	770,636	54,288,622	54,369,035
	(Previous Year)	55,059,258	-	55,059,258	563,095	127,128	690,223	54,369,035	

NORTH EASTERN PUBLISHING & ADVERTISING COMPANY LIMITED
Notes forming part of the financial statements as at 31st March, 2017

Note : 2.14 Non-Current Investments

(Figures in Rs.)

Sl. No	Particulars	Face Value	As at 31st March, 2017		As at 31st March, 2016	
			No. of Shares	Amount	No. of Shares	Amount
1)	<u>Other Investments</u>					
	<u>(a) Investment in Property</u>			2,901,058		2,901,058
	<u>(b) Investment in Equity Instruments (fully paid up)</u>					
	<u>Quoted</u>					
	Siti Cable Network Limited	1	5,000	-	5,000	-
	Zee Media Corporation Limited	1	4,521	-	4,521	-
			9,521	-	9,521	-
	<u>Unquoted</u>					
	N.K.Concrete Creation (P) Ltd	10	-	-	1,600,000	16,000,000
	Welspun Enterprises Limited	10	12	-	12	-
	Advent Dealers Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Agrim Vanijya Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Ambition Deal Trade Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Alankar Barter Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Aravali Tradecom Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Baviscon Tradelinks Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Bluestar Sales Agencies Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Booster Vintrade Pvt.Ltd	10	1,800	18,000	1,800	18,000
	Cindrella Vanijya Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Citystar Agro Industries Pvt Limited	10	-	-	190,000	1,900,000
	Citystar Foods Private Limited	10	175,000	1,750,000	175,000	1,750,000
	Citizen Vintrade Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Crossway Commotrade Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Crossroad Agencies Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Dhanvarsha Tie up Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Dayanidhi Vinitrade Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Dreamland Vincom Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Excellent Deal Trade Pvt.ltd.	10	1,800	18,000	1,800	18,000
	Falcon Vintrade Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Fort Tradelinks Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Evernew Tradecom Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Fourfold Vintrade Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Fair Land Vinimay Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Future Commosales Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Fairplan Vanijya Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Gateway Vintrade Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Glaze Commodeal Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Glaze Tie Up Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Glaze Tracom Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Glitter Commodeal Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Indraloke Tracom Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Intouch Trading Private Limited	10	217,590	13,055,400	217,590	13,055,400
	Jatadhari Vinimay Pvt.Ltd.	10	-	-	1,800	18,000
	Jiwanjyoti Tie Up Ltd.	10	1,800	18,000	1,800	18,000
	Limelight Commosales Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Linkpoint Dealers Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Marina Deal Trade Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Matrix Deal Trade Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Majority Suppliers Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Megha Conclave Private Limited	10	28,500	285,000	28,500	285,000
	Neptune Vintrade Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	bal c/f		485,902	15,738,400	2,277,702	33,656,400

Note : 2.14 Non-Current Investments contd.

(Figures in Rs.)

Sl. No	Particulars	Face Value	As at 31st March, 2017		As at 31st March, 2016	
			No. of Shares	Amount	No. of Shares	Amount
	bal b/f		485,902	15,738,400	2,277,702	33,656,400
	Newedge Commotrade Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Nutech Commodeal Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Paradise Commodeal Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Primerose Barter Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Prantik Tracom Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Premium Commosales Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Pushkar Dealtrade Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Rangoli Commotrade Pvt. Ltd	10	1,800	18,000	1,800	18,000
	Ratnakar Tradecom Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Regal Deal Trade Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Rocky Agents Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Rover Commodeal Pvt. Ltd.	10	1,800	18,000	1,800	18,000
	Ram Chandra Jewellers Private limited	10	-	-	50,000	1,000,000
	Seaside Tracom Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Sapphire Commodeal Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Sunmart Vanijya Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Superior Barter Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Superior Commotrade Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Superior Dealtrade Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Suryakanchan Sales Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Sukhjit Barter Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Sukhjit Vintrade Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Sukhsagar Tradelink Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Sunbright Barter Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Superior Vincom Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Stylish Dealtrade Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Theme Barter Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Theme Tie up Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Transways Traders Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Transways Vanijya Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Touch Point Traders Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Touchstone Agents Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Vision Dealtrade Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Vista Commosales Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Wise Barter Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Zenstar Deal Trade Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Zenstar Tieup Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Zenstar Tradelinks Pvt.Ltd.	10	1,800	18,000	1,800	18,000
	Zenstar Tracom Pvt. Ltd.	10	1,800	18,000	1,800	18,000
	Wizard Vanijya Pvt. Ltd.	10	1,800	18,000	1,800	18,000
	Wizard Vinimay Pvt. Ltd.	10	1,800	18,000	1,800	18,000
	Unicon Commosales Pvt Ltd	10	1,700	17,000	1,700	17,000
	Sunbeam Vintrade Pvt Ltd	10	1,700	17,000	1,700	17,000
	Sunbeam Tie Up Pvt Ltd	10	1,700	17,000	1,700	17,000
	Signature Tradelinks Pvt Ltd	10	1,700	17,000	1,700	17,000
	Snowfall Dealers Pvt Ltd	10	1,700	17,000	1,700	17,000
	Signature Merchants Pvt Ltd	10	1,700	17,000	1,700	17,000
	Seabird Commodeal Pvt Ltd	10	1,700	17,000	1,700	17,000
	Ridhi Merchants Pvt Ltd	10	1,700	17,000	1,700	17,000
	Carnation Vanijya Pvt Ltd	10	1,700	17,000	1,700	17,000
	Dhanvantari Merchants Pvt Ltd	10	1,700	17,000	1,700	17,000
	Ridhi Dealers Pvt Ltd	10	1,700	17,000	1,700	17,000
	Regal Dealcomm Pvt Ltd	10	1,700	17,000	1,700	17,000
	Parag Vintrade Pvt Ltd	10	1,700	17,000	1,700	17,000
	Panther Tracom Pvt Ltd	10	1,700	17,000	1,700	17,000
	Ontime Distributor Pvt Ltd	10	1,700	17,000	1,700	17,000
	Majestic Commosales Pvt Ltd	10	1,700	17,000	1,700	17,000
	Krish Dealcomm Pvt Ltd	10	1,700	17,000	1,700	17,000

Inspiration Commercial Pvt Ltd	10	1,700	17,000	1,700	17,000
Hopewell Vinimay Pvt Ltd	10	1,700	17,000	1,700	17,000
Hopewell Commercial Pvt Ltd	10	1,700	17,000	1,700	17,000
Hilltop Suppliers Pvt Ltd	10	1,700	17,000	1,700	17,000
Hamsafar Dealcomm Pvt Ltd	10	1,700	17,000	1,700	17,000
Heritage Dealtrade Pvt Ltd	10	1,700	17,000	1,700	17,000
Acyumen Barter Pvt Ltd	10	1,600	16,000	1,600	16,000
Acyumen Tie Up Pvt Ltd	10	1,600	16,000	1,600	16,000
Anchor Barter Pvt Ltd	10	1,600	16,000	1,600	16,000
Nandlal Commosales Pvt Ltd	10	1,600	16,000	1,600	16,000
Citywings Barter Pvt Ltd	10	1,600	16,000	1,600	16,000
Delta Barter Pvt Ltd	10	1,600	16,000	1,600	16,000
Guidance Tradecomm Pvt Ltd	10	1,600	16,000	1,600	16,000
Hilton Tie Up Pvt Ltd	10	1,600	16,000	1,600	16,000
Dreamvalley Tie Up Pvt Ltd	10	1,600	16,000	1,600	16,000
Escort Tie Up Pvt Ltd	10	1,600	16,000	1,600	16,000
Escort Tracom Pvt Ltd	10	1,600	16,000	1,600	16,000
Escort Vinimay Pvt Ltd	10	1,600	16,000	1,600	16,000
Kelvin Commotrade Pvt Ltd	10	1,600	16,000	1,600	16,000
Dove Commodeal Pvt Ltd	10	1,600	16,000	1,600	16,000
Kelvin Tie Up Pvt Ltd	10	1,600	16,000	1,600	16,000
Dove Tie Up Pvt Ltd	10	1,600	16,000	1,600	16,000
Kelvin Tracom Pvt Ltd	10	1,600	16,000	1,600	16,000
Hytone Commosales Pvt Ltd	10	1,600	16,000	1,600	16,000
Hytone Dealtrade Pvt Ltd	10	1,600	16,000	1,600	16,000
Hytone Vinimay Pvt Ltd	10	1,600	16,000	1,600	16,000
Hytone Vintrade Pvt Ltd	10	1,600	16,000	1,600	16,000
Intimate Commosales Pvt Ltd	10	1,600	16,000	1,600	16,000
Intimate Dealtrade Pvt Ltd	10	1,600	16,000	1,600	16,000
Keystar Suppliers Pvt Ltd	10	1,600	16,000	1,600	16,000
Keystar Vintrade Pvt Ltd	10	1,600	16,000	1,600	16,000
Janhit Barter Pvt Ltd	10	1,600	16,000	1,600	16,000
Jhilmil Commosales Pvt Ltd	10	1,600	16,000	1,600	16,000
Kannan Tracom Pvt Ltd	10	1,600	16,000	1,600	16,000
Jaldham Barter Pvt Ltd	10	1,600	16,000	1,600	16,000
Grace Tradecom Pvt Ltd	10	1,600	16,000	1,600	16,000
Indraloke Vincom Pvt Ltd	10	1,600	16,000	1,600	16,000
Cindrella Vincom Pvt Ltd	10	1,600	16,000	1,600	16,000
Trend Tie Up Pvt Ltd	10	1,600	16,000	1,600	16,000
Wellman Agents Pvt Ltd	10	1,600	16,000	1,600	16,000
Zenstar Vinimay Pvt Ltd	10	1,600	16,000	1,600	16,000
Zigma Dealers Pvt Ltd	10	1,600	16,000	1,600	16,000
Prantik Vanijya Pvt Ltd	10	1,600	16,000	1,600	16,000
Quantum Vincom Pvt Ltd	10	1,600	16,000	1,600	16,000
Popstar Tradelink Pvt Ltd	10	1,600	16,000	1,600	16,000
Rasraj Tracom Pvt Ltd	10	1,600	16,000	1,600	16,000
Rasraj Vincom Pvt Ltd	10	1,600	16,000	1,600	16,000
Risewell Merchants Pvt Ltd	10	1,600	16,000	1,600	16,000
Acyumen Tracom Pvt Ltd	10	1,600	16,000	1,600	16,000
Carnation Tie Up Pvt Ltd	10	1,600	16,000	1,600	16,000
Jograj Vinimay Pvt Ltd	10	1,600	16,000	1,600	16,000
Oliver Agency Pvt Ltd	10	1,600	16,000	1,600	16,000
Raghav Barter Pvt Ltd	10	1,600	16,000	1,600	16,000
Silverson Tie Up Pvt Ltd	10	1,600	16,000	1,600	16,000
Nandlal Barter Pvt Ltd	10	1,600	16,000	1,600	16,000
Sevenseas Vinimay Pvt Ltd	10	-	-	1,600	16,000
Starmark Commosales Pvt Ltd	10	1,600	16,000	1,600	16,000
Sukhjit Commosales Pvt Ltd	10	-	-	1,600	16,000
Topswing Properties Pvt Ltd	10	-	-	1,600	16,000
Topswing Developers Pvt Ltd	10	-	-	1,600	16,000
Topswing Nirman Pvt Ltd	10	-	-	1,600	16,000
Nextel Infra Projects Pvt Ltd	10	-	-	1,600	16,000
Nextel Nirman Pvt Ltd	10	-	-	1,600	16,000
Mindscale Nirman Pvt Ltd	10	-	-	1,600	16,000
Mindscale Properties Pvt Ltd	10	-	-	1,600	16,000

Olay Vanijya Pvt Ltd	10	-	-	1,600	16,000
Lifelong Vanijya Pvt Ltd	10	-	-	1,600	16,000
Olay Agents Pvt Ltd	10	-	-	1,600	16,000
Starmark Vanijya Pvt Ltd	10	-	-	1,600	16,000
Escort Dealmark Pvt Ltd	10	1,600	16,000	1,600	16,000
Pentex Expo Private limited	10	50,000	1,000,000	50,000	1,000,000
Deccan Traders Pvt Ltd	10	250,000	2,500,000	250,000	2,500,000
Rukmini Properties Pvt Ltd	10	400	2,966,000	-	-
Pardalote Grihonirman Pvt Ltd	10	1,000	10,000	-	-
Grebe Housing Pvt Ltd	10	1,000	10,000	-	-
Keshel Infrastructures Pvt Ltd	10	1,000	10,000	-	-
Keshel House Builders Pvt Ltd	10	1,000	10,000	-	-
Quetzal Housing Building Pvt Ltd	10	1,000	10,000	-	-
Vireo Housing Pvt Ltd	10	1,000	10,000	-	-
Berkeium House Builders Pvt Ltd	10	1,500	15,000	-	-
Buzzard Grihoshova Pvt Ltd	10	1,500	15,000	-	-
Mistletoe Realty Pvt Ltd	10	1,500	15,000	-	-
Tapaculo Griha Nirman Pvt Ltd	10	1,500	15,000	-	-
Thornbill Griho Pvt Ltd	10	1,500	15,000	-	-
Cichlid Housing Pvt Ltd	10	1,500	15,000	-	-
Sittella Infrastructure Pvt Ltd	10	1,500	15,000	-	-
Komondor Builders Pvt Ltd	10	1,500	15,000	-	-
Sandgrouse Land Developers Pvt Ltd	10	1,500	15,000	-	-
Greygone Housing Pvt Ltd	10	1,500	15,000	-	-
Oriole Housing Pvt Ltd	10	1,500	15,000	-	-
Grosbeaks Nirman Pvt Ltd	10	1,500	15,000	-	-
Manakin Developers Pvt Ltd	10	1,500	15,000	-	-
Pakshiraj Niketan Pvt Ltd	10	1,500	15,000	-	-
Shiuli Kunjosobha Pvt Ltd	10	1,500	15,000	-	-
Grasshopper Nirman Pvt Ltd	10	1,500	15,000	-	-
Kakapo Grihonirman Pvt Ltd	10	1,500	15,000	-	-
Godhuli Kunjaloy Pvt Ltd	10	1,500	15,000	-	-
Caramel Grihoshobha Pvt Ltd	10	1,500	15,000	-	-
Tinamou Developers Pvt Ltd	10	1,500	15,000	-	-
Stork Hi Rise Pvt Ltd	10	1,500	15,000	-	-
Salamander Niketan Pvt Ltd	10	1,500	15,000	-	-
Kashphool Abashon Pvt Ltd	10	1,500	15,000	-	-
Asparagus Grihanirman Pvt Ltd	10	1,000	10,000	-	-
Custard Grihi Pvt Ltd	10	1,500	15,000	-	-
Catkins Attalika Pvt Ltd	10	1,500	15,000	-	-
Cassowaries Griho Pvt Ltd	10	1,500	15,000	-	-
Cuckoo Nirman Pvt Ltd	10	1,500	15,000	-	-
Emu Developers Pvt Ltd	10	1,500	15,000	-	-
Surabhi Sanitary Wares Pvt. Ltd.	10	62,500	2,500,000	62,500	2,500,000
		1,090,502	27,121,400	2,903,702	42,791,400
Total		1,100,023	30,022,458	2,913,223	45,692,458

Sl. No	Particulars	Book Value	Market Value	Book Value	Market Value
1	Aggregate Value of Quoted Equity Shares	-	-	-	-
2	Aggregate Value of Unquoted Equity Shares	27,121,400	NA	42,791,400	NA

NORTH EASTERN PUBLISHING & ADVERTISING COMPANY LIMITED
Notes forming part of the financial statements as at 31st March, 2017

Note : 2.15 Long Term Loans and Advances
(Unsecured & Considered Good)

(Figures in Rs.)

Sl. No	Particulars	As at 31st March, 2017	As at 31st March, 2016
1	Capital Advances	-	5,000,000
2	Loans & Advances to Related Parties	7,745,857	5,538,114
3	Loans & Advances to Others	960,734,696	816,207,935
	Total	968,480,553	826,746,049

Note : 2.16 Inventories

(Figures in Rs.)

Sl. No	Particulars	As at 31st March, 2017	As at 31st March, 2016
1	Stock - in - Trade	131,159,356	129,125,597
	Total	131,159,356	129,125,597

Note : 2.17 Cash & Bank Balances

(Figures in Rs.)

Sl. No	Particulars	As at 31st March, 2017	As at 31st March, 2016
	<u>Cash & Cash Equivalents</u>		
1	Cash-in-Hand	53,705	256,357
2	Balance with Banks	6,603,438	70,820
3	Cheque in hand	95,000	
	Total	6,752,143	327,177

Note : 2.18 Short Terms Loans and Advances
(Unsecured & Considered Good)

(Figures in Rs.)

Sl. No	Particulars	As at 31st March, 2017	As at 31st March, 2016
1	<u>Loans & Advances to Others</u>		
	Tax Deducted at Source	8,880,916	19,917,070
	Others*	3,188,424	856,347
	Total	12,069,340	20,773,417

* Includes Interest Receivable, Advance to creditors etc.

Note: 2.19 Details of Specified Bank Notes

Particulars	SBNs	Other denomination Notes	Total
Closing Cash in hand as on 08.11.2016	-	32,458	32,458
(+) Permitted Receipts	-	-	-
(-) Permitted Payments	-	4,651	4,651
(-)-Amount deposited in Banks	-	-	-
Closing Cash Balance as on 30.12.2016	-	27,807	27,807

NORTH EASTERN PUBLISHING & ADVERTISING COMPANY LIMITED
Notes forming part of the financial statements as at 31st March, 2017

Note : 2.20 Revenue from Operations

(Figures in Rs.)

Sl. No.	Particulars	For the year ended 31st Mar '2017	For the year ended 31st Mar '2016
1	Interest	62,623,795	60,151,299
2	<u>Other Financial Services</u>		
	Sale of Shares	24,086,280	3,484,200
	Miscellaneous Income	27,500	387
	Profit/(Loss) on Future Trading	(10,012,666)	(16,332,740)
	Speculation Profit	4,062	-
	Profit/(Loss) on Sale of Investments	-	1,533,600
	Total	76,728,972	48,836,746

Note : 2.21 Other Income

(Figures in Rs.)

Sl. No.	Particulars	For the year ended 31st Mar '2017	For the year ended 31st Mar '2016
1	Interest on Income Tax Refund	1,424,222	654,316
2	CST(As per court order)	-	1,779,888
	Total	1,424,222	2,434,204

Note : 2.22 Change in Inventories of Stock-in-Trade

(Figures in Rs.)

Sl. No.	Particulars	For the year ended 31st Mar '2017	For the year ended 31st Mar '2016
1	Opening Stock	129,125,597	129,193,693
2	Closing Stock	131,159,356	129,125,597
	Total	(2,033,759)	68,096

Note : 2.23 Employee Benefit Expenses

(Figures in Rs.)

Sl. No.	Particulars	For the year ended 31st Mar '2017	For the year ended 31st Mar '2016
1	Salaries & Allowances	1,174,000	789,623
2	Stipend	-	90,000
	Total	1,174,000	879,623

Note : 2.24 Finance Cost

(Figures in Rs.)

Sl. No.	Particulars	For the year ended 31st Mar '2017	For the year ended 31st Mar '2016
1	Interest	49,064,123	46,475,629
	Total	49,064,123	46,475,629

NORTH EASTERN PUBLISHING & ADVERTISING COMPANY LIMITED
Notes forming part of the financial statements as at 31st March, 2017

Note : 2.25 Other Expenses

(Figures in Rs.)

Sl. No.	Particulars	For the year ended 31st Mar '2017	For the year ended 31st Mar '2016
1	Rent	8,928	7,776
2	Annuual Custodial Fees	243,442	115,824
3	Security Services	803,750	627,180
4	Professional Fees	1,047,052	-
5	Miscellaneous Expenditures	204,170	330,389
	Total	2,307,342	1,081,169

Payments to the auditors comprises

(Figures in Rs.)

Sl. No..	Particulars	For the year ended 31st Mar '2017	For the year ended 31st Mar '2016
1	For Statutory Audit	15,000	13,483
2	-Internal Audit	7,500	-
3	-Tax Audit	7,000	7,000
	Total	29,500	20,483

Note : 2.26 Provisions

(Figures in Rs.)

Sl. No.	Particulars	For the year ended 31st Mar '2017	For the year ended 31st Mar '2016
1	Provisions Against Standard Assets	1,342,411	166,737
	Total	1,342,411	166,737

As per our report of even date

For **Rahul Bansal & Associates**
Chartered Accountants
Firm Registratoin No. 327098E

For and on behalf of the Board of Directors

Sd/-
CA Rahul Bansal
Partner
Membership No. 068619

Sd/-
Champa Lal Pareek
Managing Director
00030815

Sd/-
Chand Ratan Modi
Director
00343685

Place: KOLKATA
Dated : May 30,2017