



20th Annual Report 2015 – 2016

SKYLINE INDIA LIMITED

Corporate Information

MANAGEMENT OF THE COMPANY

Mr. RAJESH KUMAR SANGHI
 Mr. RAJEEV GUPTA
 Mr. GURCHARAN SINGH SALUJA
 Mr. SHYAM NARAYAN MALVIYA
 Mr. SHAMBHU KUMAR DAS
 Mrs. MEGHA GUPTA
 Ms. MONA MANKU

Managing Director
 Whole-time director
 Independent Director
 Independent Director
 Independent Director
 Independent Director
 Company Secretary &
 Compliance Officer

AUDITORS

M/s NIDHI BANSAL & CO.,
 Chartered Accountants
 (Firm Registration No. 022073N)

REGISTERED OFFICE :

1E/11 SWAMI RAM TIRATH NAGAR
 JHANDEWALAN EXTENSION
 NEW DELHI-110055

CIN:

L51909DL1996PLC075875

Notice

Notice is hereby given that the 20th (twentieth) Annual General Meeting of the Members of **SKYLINE INDIA LIMITED** will be held on Friday, 30th September, 2016 at 10.00 A.M. at its Registered Office at 1E/11 Swami Ram Tirath Nagar, Jhandewalan Extension, New Delhi-110055 to transact the following business:

Ordinary Business:

1. To receive, consider and adopt the Audited Financial Statements of the company including the Balance Sheet of the Company as at 31st March, 2016 and the Statement of Profit and Loss of the Company for the financial year ended 31st March, 2016 and the Reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Rajeev Gupta (DIN 00482252), the Director of the Company, who is liable to retire by rotation and being eligible, offers himself for re-appointment pursuant to the provisions of Section 152 of the Companies Act, 2013.

Mr. Rajeev Gupta (DIN 00482252), aged 53 years, has an overall experience of about 30 years in management Sector. He has completed his graduation. He has been practicing in many areas i.e. management, Advisory services to corporate sector.

3. To appoint M/s NIDHI BANSAL & CO., Chartered Accountants, New Delhi, (Registration No. 022073N), as Statutory Auditors of the Company until the conclusion of the next Annual General Meeting and fix their remuneration.

Special Business:

4. **Adoption of New Set of Articles of Association in conformity with the Companies Act, 2013**

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

"RESOLVED THAT pursuant to the provisions of Section 14 and all other applicable provisions of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), the new set of Articles of Association pursuant to the Companies Act, 2013 primarily based on the Form of Table F under the Act, be and is hereby approved and adopted as new set of Articles of Association in the place of existing Articles of Association of the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company, be and are hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Item no. 5- Adoption of New Set of Memorandum of Association in conformity with the Companies Act, 2013

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

“**RESOLVED THAT** pursuant to the provisions of Section 13 and all other applicable provisions of the Companies Act, 2013 read with Companies (Incorporation) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), the draft clauses contained in the Memorandum of Association submitted to this meeting, be and are hereby approved and adopted in substitution, and to the entire exclusion, of the clauses contained in the existing Memorandum of Association of the Company subject to the condition that there will not be any change in content of main object clause of Memorandum of Association the Company.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Date: 02ndSeptember, 2016
Place: New Delhi

For and on Behalf of the Board
Skyline India Limited

Sd/-
(MONA MANKU)
Company secretary

Sd/-
(RAJESH KUMAR SANGHI)
Chairman
DIN : 00482040

Notes:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL INSTEAD OF HIMSELF AND A PROXY NEED NOT BE A MEMBER OF THE COMPANY. A PROXY FORM IS ENCLOSED. THE INSTRUMENT

APPOINTING A PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.

A person can act as a proxy on behalf of members not exceeding fifty and holding in aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten per cent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act proxy for any other person or member.

3. Corporate Members intending to send their authorized representative to attend the Meeting are requested to send at the Registered Office of the Company, a duly certified copy of the Board Resolution, authorizing their representative to attend and vote on their behalf at this General Meeting.
4. Queries proposed to be raised at the Annual General Meeting may be sent to the Company at its registered office at least seven days prior to the date of Annual General Meeting to enable the management to keep the information ready at the meeting.
5. The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, 24th September, 2016 to Friday, 30th September, 2016 (both days inclusive) for the purpose of the AGM.
6. Members / Proxies should fill-in the attendance slip for attending the Meeting and bring their attendance slip along with their copy of the Annual Report to the Meeting.
7. In case of joint holders attending the meeting, only such joint holder who is higher in the order of name will be entitled to vote.
8. All documents referred to in the accompanying Notice are opened for inspection at the Registered Office of the Company on all working days, except Sunday between 2 P.M. to 4 P.M. upto the date of the Annual General Meeting.
9. Members are requested :
 - i) To quote their folio Nos. in all correspondence.
 - ii) To note that no gifts will be distributed at the meeting.
 - iii) In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
10. Members who have not registered their e-mail addresses so far are requested to register their e-mail addresses for receiving all communications including Annual Report, Notices, Circulars, etc from the Company electronically.
11. In terms of Section 72 of the Companies Act, 2013, a Member of the Company may nominate a person on whom the shares held by him/her shall vest in the event of his/her

death. Member(s) desirous of availing this facility may submit nomination in the prescribed Form SH – 13 to the Company/RTA in case shares are held in Physical form, and to their respective depository participant, if held in electronic form.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013**Item No. 4:**

The Articles of Association (“AoA”) of the Company, presently in force, is in line with the erstwhile Companies Act 1956, which are thus no longer in full conformity with the Companies Act, 2013 (‘Act’). The New Act is now largely in force and substantive sections of the Act which deal with the general working of companies stand notified. With the coming into force of the Act several articles of the existing Articles of Association of the Company require alteration / deletions. Given this position, it is considered expedient to wholly replace the existing Articles of Association by a new set of Articles.

It is thus expedient to adopt new set of Articles of Association (primarily based on Table F set out under the Companies Act, 2013), in place of existing Articles of Association of the Company instead of amending the Articles of Association by alteration/incorporation of provisions of the Companies Act, 2013. Hence the Board of Directors has decided to adopt new set of Articles in place of existing Articles of Association of the Company and seek shareholders' approval for the same.

In terms of section 14 of the Companies Act, 2013, the consent of the members by way of special resolution is required for adoption of new set of Articles of Association of the Company. Therefore, your approval is sought by way of Special Resolution in terms of the provisions of inter-alia, Section 14 of the Companies Act, 2013, read with the Companies (Incorporation) Rules, 2014.

A copy of the proposed set of new Articles of Association of the Company would be available for inspection for the members at the Registered Office of the Company during the office hours on any working day, except Saturdays, between 11.00 a.m. to 5.00 p.m. till the date of the meeting.

None of the Directors, Key Managerial Personnel of Company and their relatives are concerned or interested in the said resolution.

The Board recommends the Resolution set out at Item No. 04 of the Notice for the approval by the Members by passing the Special Resolutions.

Item No. 5:

Upon enactment of the Companies Act, 2013 various provisions of the Companies Act, 1956 have been repealed and in view of the same, Memorandum of Association of the Company needs to be re-aligned as per the provisions of the New Companies Act, 2013. Hence as per the new Act, the content of the Memorandum of Association is provided in Table A of Schedule I and which have the heading as **“Matters which are necessary for furtherance of the objects specified in clause....”** Instead of the heading **“other objects”** and also there is a change in the description of the **liability clause** of MOA. Therefore, Board of Directors of the Company has decided to align the current MOA in line of the Table A of Schedule I.

In accordance with the applicable provisions of the Companies Act, 2013 and Companies (Incorporation) Rules, 2014, alteration of Memorandum of Association of the company requires approval of the members by way of Special Resolution.

Accordingly, the Board of Directors of the Company seek the approval of the members of the Company for the aforesaid alteration by way of a Special Resolution. A copy of the altered Memorandum of Association would be available for inspection for the members at the Registered Office of the Company during the office hours on any working day, except Saturdays, between 11.00 a.m. to 5.00 p.m. till the date of the meeting.

None of the Directors, Key Managerial Personnel of Company and their relatives are concerned or interested in the said resolution.

The Board recommends the Resolution set out at Item No. 05 of the Notice for the approval by the Members by passing the Special Resolutions.

Date: 02ndSeptember, 2016
Place: New Delhi

For and on Behalf of the Board
Skyline India Limited

Sd/-
(MONA MANKU)
Company secretary

Sd/-
(RAJESH KUMAR SANGHI)
Chairman
DIN : 00482040

Director's Report

Dear Members,

Your Directors are delighted to present the 20th Annual Report of your Company together with the Audited Annual Accounts for the financial year ended 31st March, 2016.

1. Financial Results

The Financial Performance of your Company for the year ended March 31, 2016 is summarized below

In Rs.

Particulars	For the year ended	
	31.03.2016	31.03.2015
Total Revenue	181,094,277	259,446,547
Total Expenses	192,669,474	27,33,55,924
Profit/loss after Tax	(7,604,218)	(26,961)
Current Tax	-	-
Earlier Year Tax	-	-
Deferred Tax	(2,466,526)	-
MAT credit entitlement	-	-
Profit/loss After Taxation	(5,137,692)	(26,961)
Earning Per Equity Share	(1.01)	(0.10)

2. Dividend

In view of insufficiency of profits, your Directors regret their inability to recommended dividend on equity shares for the year under review.

3. Reserves

In view of insufficiency of profits, no amount is proposed to be transferred to Reserves for the year under review.

4. Year under Review & Future Outlook

During the year under review, company work satisfactory and expected to work better in future.

5. Change in the nature of business, if any

During the year, there is no change in the nature of business activity of the company.

6. Material changes and commitments, if any, affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report

During the period between the end of the financial year of the company and the date of the report, there are no material changes and commitments which affect the financial position of the company.

7. Details of significant and material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and company's operations in future:

During the year, there are no significant and material orders passed by the Regulators or Courts or Tribunals which impact the going concern status and company's operations in future.

8. Details in respect of adequacy of internal financial controls with reference to the Financial Statements:

The Board has adopted policies and procedure for ensuring the orderly and efficient conduct of its business, including adherence to the company's policies, the safeguarding of its asset, the prevention and detection of fraud and error, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial disclosure.

9. Details of Subsidiary/Joint Ventures/Associate Companies:

The Company has no Subsidiary. During the year, no company has become or ceased as subsidiary/Joint-venture/Associate of the company.

10. Performance and financial position of each of the subsidiaries, associates and joint venture companies included in the consolidated financial statement:

During the year, no consolidated financial statements have been prepared by the company as the Company has no subsidiary company, **associates and/or joint venture**.

11. Deposits:

Your Company has not accepted any deposits from public within the meaning of Section 73 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014, during the year under review. The details relating to deposits, covered under Chapter V of the Act is as under-

(a)		accepted during the year	Nil
(b)		remained unpaid or unclaimed as at the end of the year	Nil
(c)		whether there has been any default in repayment of deposits or payment of interest thereon during the year and if so, number of such cases and the total amount involved	No
	(i)	at the beginning of the year	Nil
	(ii)	maximum during the year	Nil
	(iii)	at the end of the year	Nil

12. Auditors:

M/s **NIDHI BANSAL & CO.**, Chartered Accountants, New Delhi, (Registration No. 022073N), Auditors of the Company retires at the conclusion of the ensuing Annual General Meeting and being eligible offer themselves for re-appointment.

They have confirmed that their appointment, shall be in accordance with the provisions of Section 139(1) of the Act read with Companies (Audit and Auditors) Rules, 2014 and that they are not disqualified for their reappointment as Statutory Auditors of the Company. They have furnished a certificate of their eligibility and consent under Section 139(1) and 141 of the Companies Act, 2013 and the rules framed there under. They have also confirmed that they hold a valid peer review certificate as prescribed under Clause 41(1)(h) of the Listing Agreement.

The Board recommends the aforesaid resolution for approval of members

13. Auditors' Report:

The company always strives to present an unqualified Financial Statement. However there are some observations in Auditors' Report at Note 9 in the Financial Statement, which indicate that the company has sold out All its Trucks and Trailers, operational fleets, resulting in the Existence of such uncertainty that without replacement of such substantial part of fixed assets, the company will be able to continue as a going concern for the foreseeable future

14. Share Capital:

A	Issue of equity shares with differential rights:	During the year, company has not issued any equity shares with differential rights.
B	Issue of sweat equity shares	During the year, company has not issue any Sweat equity shares.

C	Issue of employee stock options	During the year, company has not issued employee stock options.
D	Provision of money by company for purchase of its own shares by employees or by trustees for the benefit of employees	Rs Nil
E	Bonus Shares	No bonus shares were issued during the year under review.
F	Conversion of Warrants	No such conversion.

15. Extract of the annual return (MGT-9):

The extract of the annual return in Form No. MGT-9 is annexed herewith at **Annexure A**.

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

The company lay focus on Conservation of energy with studies, discussions and analysis, which are undertaken regularly for further improvement. In terms of requirements of Section 134(3)(a) of the Companies Act, 2013 read with rule 8 of Companies(Accounts)Rules,2014 the required information relating to, conservation of energy, technology absorptions and foreign exchange earnings and outgo are Annexed hereto as **Annexure-B**

17. Corporate Social Responsibility (CSR) :

In terms of section 135(1) of the Companies Act, 2013, the provisions of Corporate Social Responsibility are not applicable to the Company.

18. DIRECTORS AND KEY MANAGERIAL PERSONNEL:
A) Changes in Directors and Key Managerial Personnel
Appointment and Cessation

Ms. Mona Manku is appointed as the company secretary of the company with effect from 1st October 2015.

No director has been appointed or resigned during the year under review.

Retirement by Rotation

In accordance with the provisions of the Companies Act, 2013, Mr. Rajeev Gupta, Director of the Company, retires by rotation at the forthcoming AGM, and being eligible, offers himself for re-appointment.

A. Declaration by Independent Directors

Your Company has received necessary declaration from each Independent Director of the Company under Section 149(6) of the Companies Act, 2013 confirming that they met with the criteria of independence as prescribed under the aforesaid Section and Clause.

B Formal Annual Evaluation

In compliance with the Companies Act, 2013, during the year, the Board adopted a formal mechanism for evaluating its performance as well as that of its Committees and Individual Directors including the Chairman of the Board.

The evaluation of Independent Directors was carried out by the entire Board and that of the Chairman and Non – Independent Directors were carried out by the Independent Directors.

The Directors were satisfied with the evaluation results, which reflected the overall engagement of the Board and its Committees with the Company.

19. Number of meetings of the Board of Directors:

Five meetings of the Board of Directors were held during the year on 29/05/2015, 14/08/2015, 01/10/2015, 28/01/2016 and 26/03/2016.

Name	Category	Designation	No. of Board Meetings attended	Last AGM attended
Mr. Rajesh Kumar Sanghi	Non-Executive & Non-Independent	Managing Director	5	Yes
Mr. Rajeev Gupta	Executive Director	Whole-time director	5	Yes
Mr. Gurcharan Singh Saluja	Non-Executive & Independent	Director	5	Yes
Mr. Shyam Narayan Malviya	Non-Executive & Independent	Director	1	Yes
Mr. Shambhu Kumar Das	Non-Executive & Independent	Director	1	Yes
Mrs Megha Gupta	Non-Executive & Independent	Director	5	yes
Ms. Mona Manku	Company Secretary	Secretary	2	No

20. Committees of the Board:

During the year under, in accordance with applicable provisions of the Companies Act, 2013 and rules made thereunder the Board reconstituted following Committees .The Committees are as follows:

- * Audit Committee
- * Stakeholders' Relationship Committee
- * Nomination and Remuneration Committee
- * Risk Management Committee

21. Board Evaluation:

The Companies Act, 2013 provides that a formal annual evaluation needs to be made by the Board of its own performance and that of its Committees and individual directors. Schedule IV of the Companies Act, 2013, states that the performance evaluation of Independent Directors shall be done by the entire Board of Directors, excluding the director being evaluated.

The board of directors has carried out an annual evaluation of its own performance, Board Committees and individual directors pursuant to the provisions of the Companies Act, 2013.

The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of the criteria such as the Board composition and structure, effectiveness of board processes, information and functioning, etc.

The performance of the committees was evaluated by the board after seeking inputs from the Committee members on the basis of the criteria such as the composition of committees, effectiveness of Committee meetings, etc.

The Board and the Nomination and Remuneration Committee ("NRC") reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the Board and Committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the Chairman was also evaluated on the key aspects of his role.

In a separate meeting of Independent Directors, performance of non-Independent Directors, performance of the board as a whole and performance of the Chairman was evaluated, taking into account the views of executive directors and non-executive directors. The same was discussed in the board meeting that followed the meeting of the Independent Directors, at which the performance of the Board, its committees and individual directors was also discussed.

22. Policy on Directors' Appointment and Remuneration:

Your Company has a policy to have an appropriate mix of executive and independent directors to maintain the independence of the Board, and separate its functions of governance and management.

The policy of the Company on directors' appointment and remuneration, including criteria for determining qualifications, positive attributes, independence of a Director, and other matters provided under sub-section (3) of Section 178 of the Companies Act, 2013, adopted by the Board, is attached as **Annexure – C** to the Board Report. Further the remuneration paid to the Directors is as per the terms laid out in the nomination and remuneration policy of the Company.

23. Risk management policy and Internal Control:

The Company has adopted a Risk Management Policy duly approved by the Board and also has in place a mechanism to identify access, monitor and mitigate various risks to key business objectives. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis.

24. Whistle Blower Policy and Vigil Mechanism

Your Company has established a “Whistle Blower Policy” and Vigil Mechanism for directors and employees to report to the appropriate authorities concerns about the unethical behavior actual or suspected, fraud or violation of the Company’s code of conduct policy and provides safeguards against victimization of employees who avail the mechanism and also provide for direct access to the Chairman of the Audit Committee. The said policy has been uploaded on the website of the company.

23. Particulars of loans, guarantees or investments under Section 186:

Particulars and details of loan given, investments made or guarantees given and securities provided, if any, are given in the Notes to the Financial Statements.

25. Contracts and arrangements with related parties:

During the year under review, some contracts/arrangements/transactions, has been entered by the company with related parties.

However, as a matter of Company’s policy, all contracts/arrangements/transactions, if any, which are entered by the company with related parties are in the ordinary course of business and on an arm’s length basis and details and prescribed particulars of all such transactions (if any), are disclosed in the Notes to the Financial Statements

26. Secretarial Audit Report:

In terms of Section 204(1) of the Companies Act, 2013 and the rules made thereunder, M/s Kundan Agrawal & Associates was appointed as the Secretarial Auditor to undertake the Secretarial Audit of the Company for the F.Y. 2015-16. The report of Secretarial Audit in Form MR -3 is annexed to & forms part of this Report as **Annexure -D**.

With respect to observation made in the Secretarial Audit Report, Board of Directors assures that, it will take necessary steps to rectify these observations.

28. Directors’ Responsibility Statement:

Pursuant to the provisions contained in Section 134(3)(c) & 134(5) of the Companies Act, 2013, the Board to the best of its knowledge and belief confirm that:

- (a) in the preparation of the annual accounts for the financial year ended 31st March, 2016, the applicable accounting standards read with requirements set out under schedule III to the Act, have been followed and no material departures have been made from the same;

- (b) the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit or loss 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 Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) the directors have prepared the annual accounts on a going concern basis;
- (e) the directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and operating efficiently; and
- (f) the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

29. Particulars of Employees:

There are no employees employed throughout the financial year who were in receipt of remuneration of Rs. 60 Lacs or more or employed for part of the year who were in receipt of remuneration of Rs. 5 lacs or more a month under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Remuneration) Rules, 2014.

Disclosure u/s 197(12) and Rule 5(1) of the Companies Appointment and Remuneration of Managerial Personnel) Rules, 2014 are annexed herewith as **Annexure – E**.

30. Internal Auditors:

Pursuant to the provisions of Section 138 of the Companies Act, 2013 and Rules made there under, the Company had appointed internal auditor for the financial year 2015-16.

31. Internal Financial Control and Their Adequacy

The Board has adopted policies and procedure for ensuring the orderly and efficient conduct of its business, including adherence to the company's policies, the safeguarding of its asset, the prevention and detection of fraud and error, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial disclosure.

The Company has an adequate internal controls system commensurate with its size and the nature of its business. All the transactions entered into by the Company are duly authorized and recorded correctly. All operating parameters are monitored and controlled. The top management and the Audit Committee of the Board of Directors review the adequacy and effectiveness of internal control systems from time to time.

32. Disclosures under Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 read with Rules thereunder:

Pursuant to the provisions of Section 22 of Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 read with Rules there under, the Company has not received any complaint of sexual harassment during the year under review.

32. Human Resources:

Your Company treats its “human resources” as one of its most important assets. We focus on all aspects of the employee lifecycle. This provides holistic experience for the employees as well. During their tenure at the Company, employees are motivated through various skill development programs. We create effective dialogue through our communication channels to ensure effective dialogue through our communication channels to ensure that feedback reach the relevant team, including leadership.

Your Company continuously invests in attraction, retention and development of talent on an ongoing basis. A number of programs that provide focused people attention are currently underway. Your Company thrust is on the promotion of talent internally through job rotation and job enlargement.

33. Segment-wise performance

The Company is into single reportable segment only.

34. Acknowledgements

Your Directors are grateful to the Government of India, the Reserve Bank of India, the Securities and Exchange Board of India, the Stock Exchanges and other regulatory authorities for their valuable guidance and support and wish to express their sincere appreciation for their continues co-operation and assistance. We look forward for their continued support in future.

Your directors would like to express their sincere appreciation for the assistance and cooperation received from banks, customers, vendors, Government, members and employees during the year under review.

For and on Behalf of the Board

Date **25th May, 2016**
Place: **New Delhi**

Sd/-
(RAJESH KUMAR SANGHI)
Chairman
DIN : 00482040

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

INDUSTRY AND ECONOMY OVERVIEW

India is one of the fastest growing economies in Asia and the entire world. Especially in the transport and logistics industry sector, India shows superior growth rates creating enhanced potential for foreign players. The objective of this summary is to identify the market potential as well as the current demand in this sector and to point out the investment perspectives, especially for European players. Certainly, climate change affects these prospects. Hence, this summary exposes the current Indian situation and the main challenges contributing to this. But despite these problems and also resulting from these, India offers a high potential for investments as the current studies have already shown.

The transport and logistics sector is a pivotal fundament that is important for the development of a country. Since the 1990s, the transportation infrastructure of India has undergone a significant change. While in the 90s, the demand for transport grew at an annual rate of 10%, in the last decade the demand in the transport and logistics industry grew along with the accelerating Indian GDP. This growth increased the demand for practically all transport services.

Table 1: Share of the transport sector in the national economy Year Contribution of Transport

Year	Contribution of Transport In GDP (%)	Proportion of Transport in Total Expenditures (%)
1999-2000	5.7	3.2
2000-2001	5.8	4,5
2001-2002	5.8	4.8
2002-2003	6.0	4.1
2003-2004	6.2	3.9
2004-2005	6.4	4.2

The annual cost spends for Logistics services are estimated at 14% of the GDP as the share of the total value of goods. Normally, in emerging economies, these costs are about 6%-8% of the GDP. With this figure, Indian logistics costs are estimated to be the highest in the world. Therefore it is necessary to manage this sector more professionally in order to reduce operational costs, improve customer services and satisfaction levels and to become more competitive in global markets. Another fact is that transport and logistics services in India, consume a large portion of energy, especially petroleum products. This share increases even more in India with the growth of economy and population. Urbanization and fast industrialization also increase this consumption because of higher demand in freight and

passenger transport .The Indian urban population grows at an average rate of 3% a year and has increased significantly in the last 50 years from 62 million in 1951 to 285 million in 2001. Indian Logistics Industry is expected to grow at a CAGR of 8.6 percent between 2015 and 2020, which grew at a CAGR of 9.7 percent during 2010-2015. Transportation and Communication accounted for 7.0 percent of the nation's GDP in 2015, accounting for around US \$130.44 billion. The key drivers of this growth are infrastructure investment associated with ports, airports, and other logistics development plans, domestic demand growth and increasing trade.

The Indian logistics industry is fragmented and under developed. Logistics costs are relatively high due to poor physical and communication infrastructure; high dwell time at ports; low levels of containerization; and a multi-layered tax system contributing to significant delays at border crossing points.

Development of transportation and logistics-related infrastructure such as dedicated freight corridors, logistics parks, free trade warehousing zones, and container freight stations are expected to improve efficiency. Government reform initiatives, promotion of manufacturing and trade, improving investment climate are expected to transform the industry and drive growth between 2016 and 2020.

Economic reforms, trade cooperation, improved transportation infrastructure, and industrial growth is ushering in increasing opportunities for the logistics service providers (LSPs) in India. Presently, the Indian logistics industry is witnessing development and expansion of its existing infrastructure, emergence of e-commerce specific logistics solutions, has a strong focus on manufacturing, but also has a large presence of unorganized service providers.

INDUSTRY DEVELOPMENTS

India has become the prime destination for logistics service providers all over the world. The demand for logistics services in India has being largely driven by the growth of the economy. The growth is projected at 7-9% in next few years, with the Compounded Annual Growth Rate (CAGR) expected to grow at rate of 7-8%. This growth is expected to gain greater momentum due to exponential growth of the Indian economy. India is also experiencing a big retail boom as the buying capacity of the middle and upper middle segment of the population have scaled new heights. Many large MNCs from the retail industry are planning to set up operation in India and large local retailers are also planning to expand their operations.

The Growth in the Indian economy in coming decade is likely to be driven by the increased activity in the manufacturing and retail sectors. To enable these sectors to contribute effectively to India's growth the logistics sector will have to step up to provide value-enabling solutions for these sectors. This would require actions on three fronts:

1. Creating an environment for graduating the Indian logistics market to provide value propositions in logistics solutions.
2. Increasing the capability of the Indian Logistics Industry to provide such solutions.
2. Requiring Government and other regulatory mechanisms in the country to provide an enabling environment for value propositions in logistics services.

Due to decades of growth and increasing globalization of the Indian economy Indian entrepreneurs become active participants in business strategy issues which can take their business forward and make them competitive. However old habits die hard. Therefore we still see numerous instances where little premium is put on service delivery, quality and transparency in logistics services. Demand for logistics solutions still gets conditioned by an undemanding, quality-neutral client used to a non-standard product and service deliveries. Large logistics departments have come up within companies to manage this 'chaos' and lowest price frequently becomes the watch word for many companies rather than quality of the solution provided.

OPPORTUNITIES

The Monetary Policy Framework Agreement between the Government of India and Reserve Bank of India is a vital step to keep inflation below 6%. This is also supported by the steep decline in the international crude oil prices, which controlled food inflation and increased consumption of the basic commodities in rural areas. Government has announced a number of policy measures to achieve the projected GDP growth in future years like approval of large infrastructure projects, addressing challenges of mining and power sectors, increasing foreign investment limits in Insurance, Railways, Defence manufacturing and Aerospace. Growth in agricultural sector output will drive demand from rural areas.

In view of the aforesaid initiatives of the Government, NBFCs can also look for growth in asset financing and collateral backed lending activities.

The Reserve Bank of India's enhancement of the credit limits through securitisation transactions for both banks and NBFCs, shall provide better opportunities to NBFC's to meet their ongoing capital/funding requirements.

With the improvement in the outlook of the Indian economy and global growth prospectus over the past few months and possibility of a stable and pro- reforms government at the centre, the Indian capital market is expected to perform well as is visible in current rally which has taken the markets to all time high levels. Your Company being an investment Company seeks opportunities in the capital market. The volatility in the stock indices in the financial year under report represents both an opportunity and challenge for the Company. The business of your company is affected by the sentiments prevailing in the stock markets.

OUTLOOK

- Government initiatives to promote the manufacturing sector and exports are likely to increase the demand for logistics functions. Trade with Asia, Europe, and North America are likely to remain major drivers for freight forwarding and transportation companies in the region.
- Major investments by both public and private sectors in the last five years on infrastructure, technology upgrades and expansion of sea and airport facilities, and dedicated logistics corridor in the rail network are expected to strengthen the Indian logistics infrastructure.
- The booming e-commerce market in India is bringing in new opportunities for LSPs. The evolving business model(s) in this space focuses on containing logistics and delivery costs.
- The expected implementation of nationwide uniform GST is likely to transform the distribution structure of majority of industries as it eliminates the need for dedicated warehouses for each individual administrative region.

Comparison of Indian logistics performance index with other countries:
Table No.3

Country	LPI Score
USA	3.85
UK	3.84
Singapore	4.19
India	3.07
China	3.64
Mexico	2.64

RISK & CONCERNS

The various challenges faced by the logistic industry lead to high logistics costs incurred by the Indian economy. This is despite the fact that cost of labor, one of the most significant contributors to logistics costs in developed countries, is significantly cheaper in India. With regards to costs of spends on logistics, India's logistics sector accounts for 13% of the GDP of India. Major elements of logistics costs typically include transportation, warehousing, inventory management and other value added services such as packaging. What is worrying about the logistics costs in India is the distribution of costs across various heads. In India, as much as 31% of the logistics costs is attributable to the 'others' category, which primarily includes various types of process. The logistic costs as a percentage of total product cost in India is in the range of 4-5 times that in developed countries. This is at a time when the quality of logistic services

provided is not of the highest standards. Also, worryingly, these costs have been showing a rising trend. Fuel price hike sharply increases the cost of freight transport. Ever increasing congestions at ports are resulting in high levels of ground rents required to be paid at CFS's near the port. High levels of inventories are being required to be maintained to guard against sudden disruptions in supply chain, all of which adds to the cost.

Due to globalisation, declining trade barriers and an increasingly mobile workforce, the transportation and logistics industry continues to enjoy above average growth. By expanding their service offerings both upstream and downstream, transportation companies and logistics service providers are also becoming masters of their supply chain, both forward and backward.

Growth through acquisitions, joint ventures and alliances are reshaping the dynamic industry. Under these conditions, new corporate strategies and processes are required.

Transportation and Logistics challenges:

- Maximizing revenues
- Meeting international financial reporting standards requirements
- Managing tax risks
- Managing fraud
- Mergers and acquisitions as facilitator of industry restructuring
- Opportunities in the emerging markets
- Financing transport infrastructure and public private partnerships

**For and on Behalf of the Board
Skyline India Limited**

**Sd/-
(RAJESH KUMAR SANGHI)
Chairman
DIN : 00482040**

**Date 25th May , 2016
Place: New Delhi**

Annexure - A

**FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN**

As on financial year ended on 31.03.2016

**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:

1.	CIN	L51909DL1996PLC075875
2.	Registration Date	31/01/1996
3.	Name of the Company	SKYLINE INDIA LIMITED
4.	Category/Sub-category of the Company	Company Limited by Shares/Indian Non- Government Company
5.	Address of the Registered office & contact details	1E/11 Swami Ram Tirath Nagar, Jhandewalan Extension, New Delhi- 110055 Tel no. : 9811048773
6.	Whether listed company	Yes
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	NA

II.PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the company are as given below :

S.no.	Name & Description of main services	NIC Code of the product	% to total turnover of the Company
1.	Transportation services and other auxiliary services	630	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	Name and Address of the Company	CIN/GLN	Holding/Subsidiary/ Associate	% of Shares Held
1	--	--	--	--

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)
i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2015]				No. of Shares held at the end of the year [As on 31-March-2016]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	-	2,839,950	2,839,950	55.81%	-	2,839,950	2,839,950	55.81%	0.00%
b) Central Govt	-	-	-	0.00%	-	-	-	0.00%	0.00%
c) State Govt(s)	-	-	-	0.00%	-	-	-	0.00%	0.00%
d) Bodies Corp.	-	76,000	76,000	1.49%	-	76,000	76,000	1.49%	0.00%
e) Banks / FI	-	-	-	0.00%	-	-	-	0.00%	0.00%
f) Any other	-	-	-	0.00%	-	-	-	0.00%	0.00%
Sub Total (A) (1)	-	2,915,950	2,915,950	57.30%	-	2,915,950	2,915,950	57.30%	0.00%
(2) Foreign									
a) NRI Individuals	-	-	-	0.00%	-	-	-	0.00%	0.00%
b) Other Individuals	-	-	-	0.00%	-	-	-	0.00%	0.00%
c) Bodies Corp.	-	-	-	0.00%	-	-	-	0.00%	0.00%
d) Any other	-	-	-	0.00%	-	-	-	0.00%	0.00%
Sub Total (A) (2)	-	-	-	0.00%	-	-	-	0.00%	0.00%
TOTAL (A)	-	2,915,950	2,915,950	57.30%	-	2,915,950	2,915,950	57.30%	0.00%
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	-	-	-	0.00%	-	-	-	0.00%	0.00%

b) Banks / FI	-	-	-	0.00%	-	-	-	0.00%	0.00%
c) Central Govt	-	-	-	0.00%	-	-	-	0.00%	0.00%
d) State Govt(s)	-	-	-	0.00%	-	-	-	0.00%	0.00%
e) Venture Capital Funds	-	-	-	0.00%	-	-	-	0.00%	0.00%
f) Insurance Companies	-	-	-	0.00%	-	-	-	0.00%	0.00%
g) FIIs	-	-	-	0.00%	-	-	-	0.00%	0.00%
h) Foreign Venture Capital Funds	-	-	-	0.00%	-	-	-	0.00%	0.00%
i) Others (specify)	-	-	-	0.00%	-	-	-	0.00%	0.00%
Sub-total (B)(1):-	-	-	-	0.00%	-	-	-	0.00%	0.00%
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	-	530,800	530,800	10.43%	-	530,800	530,800	10.43%	0.00%
ii) Overseas	-	-	-	0.00%	-	-	-	0.00%	0.00%
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	52,240	52,240	1.03%	-	52,240	52,240	1.03%	0.00%
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	1,589,510	1,589,510	31.24%	-	1,589,510	1,589,510	31.24%	0.00%
c) Others	-	-	-	0.00%	-	-	-	0.00%	0.00%
HUF	-	-	-	0.00%	-	-	-	0.00%	0.00%
Non Resident Indians	-	-	-	0.00%	-	-	-	0.00%	0.00%
Overseas Corporate Bodies	-	-	-	0.00%	-	-	-	0.00%	0.00%
Foreign Nationals	-	-	-	0.00%	-	-	-	0.00%	0.00%
Clearing Members	-	-	-	0.00%	-	-	-	0.00%	0.00%
Trusts	-	-	-	0.00%	-	-	-	0.00%	0.00%
Foreign Bodies - D R	-	-	-	0.00%	-	-	-	0.00%	0.00%
Sub-total (B)(2):-	-	2,172,550	2,172,550	42.70%	-	2,172,550	2,172,550	42.70%	0.00%

Total Public (B)	-	2,172,550	2,172,550	42.70%	-	2,172,550	2,172,550	42.70%	0.00%
C. Shares held by Custodian for GDRs & ADRs			-	0.00%			-	0.00%	0.00%
Grand Total (A+B+C)	-	5,088,500	5,088,500	100.00%	-	5,088,500	5,088,500	100.00%	0.00%

II) Shareholding of Promoters-

S.No	Shareholder's Name	Shareholding at the beginning of the year [As on 1st-April-2015]			Shareholding at the end of the year [As on 31st-March-2016]			% 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	Rajesh Kumar Sanghi	2839950	55.81%	-	2839950	55.81%		0.00%
2	Skyline Automobiles Pvt Ltd	76,000	1.494%	-	76,000	1.494%		0.00%
	Total	2,991,950	58.794%		2,991,950	58.794%		0.00%

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

There is no change in shareholdings of Promoters during the year under review.

IV) Shareholding Pattern of top ten Shareholders:

(Other than Directors, Promoters and Holders of GDRs and ADRs):

SN	Name of the Shareholder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares	No. of shares	% of total shares
1	PNB CAPITAL SERVICES LTD				
	At the beginning of the year	499,300	9.81%	499,300	9.81%
	Shares acquired/sold	-	0.00%	499,300	9.81%
	At the end of the year			499,300	9.81%
2	SANJAY KUMAR				
	At the beginning of the year	92,500	1.82%	92,500	1.82%

	Shares acquired/sold (acquired by way of transfer on October 15, 2014)	-	0%	92,500	1.82%
	At the end of the year			92,500	1.82%
3	RAJIV KUMAR				
	At the beginning of the year	90,500	1.78%	90,500	1.78%
	Shares acquired/sold (acquired by way of transfer on October 15, 2014)	-	0.00%	90,500	1.78%
	At the end of the year			90,500	1.78%
4	MD. SANAUL				
	At the beginning of the year	90,000	1.77%	90,000	1.77%
	Shares acquired/sold (acquired by way of transfer on October 15, 2014)	-	0.00%	90,000	1.77%
	At the end of the year			90,000	1.77%
5	SURESH CHAND				
	At the beginning of the year	89,800	1.76%	89,800	1.76%
	Shares acquired/sold (acquired by way of transfer on October 31, 2014)	-	0.00%	89,800	1.76%
	At the end of the year			89,800	1.76%
6	C. S. NEGI				
	At the beginning of the year	89,500	1.76%	89,500	1.76%
	Shares acquired/sold (acquired by way of transfer on October 15, 2014)	-	0.00%	89,500	1.76%
	At the end of the year			89,500	1.76%
7	SUDHIR KUMAR				
	At the beginning of the year	89,000	1.75%	89,000	1.75%
	Shares acquired/sold (acquired by way of transfer on October 15, 2014)	-	0.00%	89,000	1.75%
	At the end of the year			89,000	1.75%
8	AASHISH KUMAR				
	At the beginning of the year	88,500	1.74%	88,500	1.74%
	Shares acquired/sold (acquired by way of transfer on October 15, 2014)	-	0.00%	88,500	1.74%
	At the end of the year			88,500	1.74%
9	AMAR CHAND				
	At the beginning of the year	87,500	1.72%	87,500	1.72%
	Shares acquired/sold (acquired by way of transfer on October 15, 2014)	-	0.00%	87,500	1.72%
	At the end of the year			87,500	1.72%
10	P. S. RAWAT				
	At the beginning of the year	87,500	1.72%	87,500	1.72%

	Shares acquired/sold (acquired by way of transfer on October 15, 2014)	-	0.00%	87,500	1.72%
	At the end of the year			87,500	1.72%

V) Shareholding of Directors and Key Managerial Personnel:

S.No	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares	No. of shares	% of total shares
1	Mr. RAJESH KUMAR SANGHI (Managing director)				
	At the beginning of the year	2839950	55.81%	2839950	55.81%
	Shares acquired/sold	0	0.00%	2839950	55.81%
	At the end of the year	2839950	55.81%	2839950	55.81%
2	Mr. RAJEEV GUPTA (Whole-time director)				
	At the beginning of the year	80010	1.57%	80010	1.57%
	Shares acquired/sold	0	0.00%	80010	1.57%
	At the end of the year	80010	1.57%	80010	1.57%

Except the above, no other Director or KMPs are holding any Shares in the Company.

V) INDEBTEDNESS -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

Rs. in Lacs

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	27.64	-	-	27.64
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	27.64	-	-	27.64
Change in Indebtedness during the financial year				
* Addition	-	-	-	-
* Reduction	(27.64)	--	-	(27.64)
Net Change	(27.64)	-	-	(27.64)

Indebtedness at the end of the financial year				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

S.No.	Particulars of Remuneration	Name of 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) Income-tax Act, 1961	----	----	----	----	-----
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	----	----	----	----	-----
2	Stock Option	----	----	----	----	-----
3	Sweat Equity	----	----	----	----	-----
4	Commission - as % of profit & others	----	----	----	----	-----
5	Others, please specify	----	----	----	----	-----
	Total (A)	----	----	----	----	-----
	Ceiling as per the Act	----	----	----	----	-----

B. Remuneration to other directors

S.No..	Particulars of Remuneration	Name of Directors				Total Amount
1	Independent Directors	----	----	----	----	-----
	Fee for attending board committee meetings	----	----	----	----	-----
	Commission	----	----	----	----	-----
	Others, please specify	----	----	----	----	-----
	Total (1)	----	----	----	----	-----
2	Other Non-Executive Directors	----	----	----	----	-----
	Fee for attending board committee meetings	----	----	----	----	-----
	Commission	----	----	----	----	-----
	Others, please specify	----	----	----	----	-----
	Total (2)	----	----	----	----	-----

	Total (B)=(1+2)	----	----	----	---	----
	Total Managerial Remuneration	-----	----	----	---	----
	Overall Ceiling as per the Act	-----	----	----	---	----

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

S.No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961		0	0	0
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961		0	0	0
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961		0	0	0
2	Stock Option		0	0	0
3	Sweat Equity		0	0	0
4	Commission		0	0	0
	- as % of profit				
	others, specify...				
5	Others, please specify				
	Total		0	0	0

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty	NIL				
Punishment					
Compounding					
B. DIRECTORS					
Penalty	NIL				
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty	NIL				
Punishment					
Compounding					

Annexure-B**ANNEXURE “B” TO THE DIRECTOR’S REPORT**

Information under Section 134(4)(q) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 and forming part of the Directors’ Report for the year ended 31st March, 2016.

		Current Year	Previous Year
		2015-2016	2014-2015
A) CONSERVATION OF ENERGY			
I) Power and Fuel Consumption			
1) Electricity			
a) Purchased Unit (kwh)			
Total amount		NIL	NIL
Rate/ Unit (Rs/Kwh)		NIL	NIL
b) Own generation			
i) Through Diesel		NIL	NIL
Generator Unit (Kwh)		NIL	NIL
Unit per litre of Diesel oil (Kwh)		NIL	NIL
Cost/Unit (Rs/ Kwh)		NIL	NIL
ii) Through Steam Turbine		NIL	NIL
Generator Unit (Lakh kwh)		NIL	NIL
Unit per tonne of fuel (kwh)		NIL	NIL
Cost/unit (Rs/kwh)		NIL	NIL
2) Coal		NIL	NIL
3) Furnace Oil		NIL	NIL
4) Others/internal generation		NIL	NIL
B) TECHNOLOGY ABSORPTION			
I) Research & Development (R & D)		NIL	NIL
II) Technology absorption, adoption & Innovation		NIL	NIL
C) FOREIGN EXCHANGE EARNINGS AND OUTGO			

Foreign Exchange Earned	(Rs.)	NIL	NIL
Foreign Exchange used	(Rs.)	NIL	NIL

Annexure - C**NOMINATION & REMUNERATION POLICY****1. Introduction**

Pursuant to Section 178 of the Companies Act, 2013, the Board of Directors had constituted the Nomination and Remuneration Committee. The Company considers human resources as its invaluable assets. This policy on nomination and remuneration of Directors, Key Managerial Personnel (KMPs) and other employees has been formulated in terms of the provisions of the Companies Act, 2013 read along with the applicable rules thereto, as amended from time to time. This policy on nomination and remuneration of Directors, Key Managerial Personnel and Senior Management has been formulated by the Nomination and Remuneration Committee (NRC or the Committee) and has been approved by the Board of Directors.

2. Objective and purpose of the policy

The objectives and purpose of this policy are:

- 2.1 To formulate the criteria for determining qualifications, competencies, positive attributes and independence for appointment of a Director (Executive / Non-Executive) and recommend to the Board policies relating to the remuneration of the Directors, Key Managerial Personnel and other employees. This includes, reviewing and approving corporate goals and objectives relevant to the compensation of the Chief Executive Officer ("CEO"), evaluating the CEO's performance in light of those goals and objectives, and either as a committee or together with the other independent directors (as directed by the board), determine and approve the CEO's compensation level based on this evaluation; and making recommendations to the board with respect to non-CEO executive officer compensation, and incentive-compensation and equity-based plans that are subject to board approval;
- 2.2 The policy also addresses the following items: Committee member qualifications; Committee member appointment and removal; Committee structure and operations; and Committee reporting to the Board.
- 2.3 To formulate the criteria for evaluation of performance of all the Directors on the Board;

2.4 To devise a policy on Board diversity; and

2.5 To lay out remuneration principles for employees linked to their effort, performance and achievement relating to the Company's goals.

Definitions

- 'Board' means Board of Directors of the Company.
- 'Directors' means Directors of the Company.
- 'Committee' means Nomination and Remuneration Committee of the Company as constituted or reconstituted by the Board, in accordance with the Act and applicable listing agreements and/or regulations.
- 'Company' means SKYLINE INDIA LIMITED.
- 'Independent Director' means a Director referred to in Section 149(6) of the Companies Act, 2013 and rules.
- 'Key Managerial Personnel (KMP)' means-
 - (i) the Managing Director or the Chief Executive Officer or the manager and in their absence, a Whole-time Director;
 - (ii) the Company Secretary; and
 - (iii) the Chief Financial Officer

Senior Management means personnel of the company who are members of its core management team excluding Board of Directors comprising all members of management one level below the Executive Directors, including the functional heads.

Unless the context otherwise requires, words and expressions used in this policy and not defined herein but defined in the Companies Act, 2013 and Listing Agreement as may be amended from time to time shall have the meaning respectively assigned to them therein.

General

This Policy is divided in three parts: -

Part – A covers the matters to be dealt with and recommended by the Committee to the Board;

Part – B covers the appointment and nomination; and

Part – C covers remuneration and perquisites etc.

This policy shall be included in the Report of the Board of Directors.

Part – A

Matters to be dealt with, perused and recommended to the Board by the Nomination and Remuneration Committee

The following matters shall be dealt by the Committee:-

(a) Size and composition of the Board:

Periodically reviewing the size and composition of the Board to ensure that it is structured to make appropriate decisions, with a variety of perspectives and skills, in the best interests of the Company as a whole and ensure compliance of various provision of applicable laws and listing agreement;

(b) Directors:

Formulate the criteria determining qualifications, positive attributes and independence of a Director and recommending candidates to the Board, when circumstances warrant the appointment of a new Director, having regard to the range of skills, experience and expertise, on the Board and who will best complement the Board;

(c) Succession plans:

Establishing and reviewing Board and senior executive succession plans in order to ensure and maintain an appropriate balance of skills, experience and expertise on the Board and Senior Management;

(d) Evaluation of performance:

Make recommendations to the Board on appropriate performance criteria for the Directors.

Formulate the criteria and framework for evaluation of performance of every Director on the Board of the Company.

Identify ongoing training and education programs for the Board to ensure that Non-Executive Directors are provided with adequate information regarding the options of the business, the industry and their legal responsibilities and duties.

(e) Remuneration framework and policies:

The Committee is responsible for reviewing and making recommendations to the Board on:

- (i) the remuneration of the Managing Director, Whole-time Directors and KMPs
 - (ii) the total level of remuneration of Non-Executive Directors and for individual remuneration for Non-Executive Directors and the Chairman, including any additional fees payable for membership of Board committees;
 - (iii) the remuneration policies for all employees including KMPs, senior management and other employees including base pay, incentive payments, equity awards, retirement rights and service contracts having regard to the need to
 - (iv) attract and motivate talent to pursue the Company's long term growth;
 - (v) demonstrate a clear relationship between executive compensation and performance;
- and

- (vi) be reasonable and fair, having regard to best governance practices and legal requirements.
- (vii) The Company's superannuation arrangements and compliance with relevant laws and regulations in relation to superannuation arrangements; and
- (viii) the Company's remuneration reporting in the financial statements.

PART – B

Policy for appointment and removal of Director, KMPs and Senior Management

I. Appointment criteria and qualifications

1. The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or senior management level and recommend to the Board his / her appointment.
2. A person to be appointed as Director, KMP or senior management level should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the concerned position.
3. A person, to be appointed as Director, should possess impeccable reputation for integrity, deep expertise and insights in sectors / areas relevant to the Company, ability to contribute to the Company's growth, complementary skills in relation to the other Board members.
4. The Company shall not appoint or continue the employment of any person as Managing Director / Executive Director who has attained the age of seventy years and shall not appoint Independent Director who is below age of 21 years. Provided that the term of the person holding this position may be extended at the discretion of the committee beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond Seventy years as the case may be.
5. A whole-time KMP of the Company shall not hold office in more than one company except in its subsidiary company at the same time. However, a whole-time KMP can be appointed as a Director in any company, with the permission of the Board of Directors of the Company.

II. Term / Tenure

1. Managing Director / Whole-time Director

The Company shall appoint or re-appoint any person as its Managing Director and CEO or Whole-time Director for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

2. Independent Director

An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.

No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly.

At the time of appointment of Independent Director, it should be ensured that number of Boards on which such Independent Director Serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time (Executive) Director of a listed company.

III. Retirement

The Whole-time Directors, KMP and senior management personnel shall retire as per the applicable provisions of the Companies Act, 2013 and the prevailing policy of the Company. The Board will have the discretion to retain the Whole-time Directors, KMP and senior management personnel in the same position / remuneration or otherwise, even after attaining the retirement age, for the benefit of the Company with the approval of shareholders by passing a special resolution at the general meeting of the Company.

PART – C**Policy relating to the remuneration for Directors, KMPs and other employees****A. General**

1. The remuneration / compensation / commission etc. to Directors will be determined by the Committee and recommended to the Board for approval.
2. The remuneration and commission to be paid to the Managing Director shall be in accordance with the provisions of Chapter xiii of the Companies Act, 2013 read with schedule V, and the rules made thereunder.
3. Increments to the existing remuneration / compensation structure may be recommended by the Committee to the Board which should be within the limits approved by the Shareholders in the case of Managing Director.
4. Where any insurance is taken by the Company on behalf of its Managing Director, Chief

Financial Officer, the Company Secretary and any other employees for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel. Provided that if such person is proved to be guilty, the premium paid on such insurance shall be treated as part of the remuneration.

B. Remuneration to KMPs and other employees

The policy on remuneration for KMPs and other employees is as below:-

1. Fixed pay

The remuneration and reward structure for employees comprises two broad components - annual remuneration and long-term rewards. The Committee would determine the remuneration of the Directors and formulate guidelines for remuneration payable to the employees.

These guidelines are as under:

a) Annual remuneration

Annual remuneration refers to the annual compensation payable to the employees of the Company. This comprises two parts - a fixed component, and a performance-linked variable component based on the extent of achievement of the individual's objectives and performance of the business unit. Employee is required to determine his/her key result areas for that particular defined role. The performance-linked variable pay will be directly linked to the performance on individual components of the performance and the overall performance of the business. An employee's variable pay would, therefore, be directly dependent on key performance measures that represent the best interests of shareholders.

The objective is to set the total remuneration at levels to attract, motivate, and retain high-caliber, and high potential personnel in a competitive global market. The total remuneration level is to be reset annually based on a comparison with the relevant peer group globally, established through independent compensation surveys, from time to time.

b) Long-term rewards

Long-term rewards may be granted to eligible key employees based on their contribution to the performance of the Company, relative position in the organization, and length of service under the supervision and approval of the Committee.

The grant, vesting and other scheme details would be formulated from time to time.

These long-term reward schemes are implemented to attract and retain key talent in the industry.

2. Minimum remuneration to Managing Director/ Chief Executive officer

If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Managing Director in accordance with the provisions of Schedule V of the Companies Act, 2013 and if it is not able to comply with such provisions, with the previous approval of the Central Government.

C. Remuneration to Non-Executive / Independent Directors**1. Remuneration**

The remuneration payable to each Non-Executive Director is based on the remuneration structure as determined by the Board, and is revised from time to time, depending on individual contribution, the Company's performance, and the provisions of the Companies Act, 2013 and the rules made there under.

The remuneration to the Non-executive Directors (including Independent Directors) may be paid within the monetary limit approved by shareholders, subject to the limit not exceeding 1% of the profits of the Company computed as per the applicable provisions of the Companies Act, 2013.

2. Stock options

The Independent Directors shall not be entitled to any stock option of the Company.

Policy review

This policy is framed based on the provisions of the Companies Act, 2013 and rules there under.

In case of any subsequent changes in the provisions of the Companies Act, 2013 or any other regulations which makes any of the provisions in the policy inconsistent with the Act or regulations, then the provisions of the Act or regulations would prevail over the policy and the provisions in the policy would be modified in due course to make it consistent with law.

This policy shall be reviewed by the Nomination and Remuneration Committee as and when any changes are to be incorporated in the policy due to change in regulations or as may be felt appropriate by the Committee. Any changes or modification on the policy as recommended by the Committee would be given for approval of the Board of Directors.

Annexure-D

Form No. MR-3
SECRETARIAL AUDIT REPORT
 FOR THE FINANCIAL YEAR ENDED 31.03.2016

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

SECRETARIAL AUDIT REPORT
 FOR THE FINANCIAL YEAR ENDED March 31, 2016

To,
 The Members,
SKYLINE INDIA LIMITED

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **SKYLINE INDIA LIMITED** (hereinafter called the "Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31.03.2016 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance- mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31/03/2016 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 following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;

We have also examined compliance with the applicable clauses of the following:-

- (a) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (b) The Listing Agreements entered by the Company with various Stock Exchanges;

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

- **During the period under review, as per provisions of Companies Act regarding key managerial personnel is not adequately followed by the company. Further, few documents / records / minutes / registers and/or returns are required to be updated / prepared / filed as per the various provisions of the Companies Act and other applicable Act, rules and regulations.**

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 but CEO and CFO are not appointed during the year. 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.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and

obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

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

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.

PLACE : NEW DELHI

DATE: 25/05/2016

**For Kundan Agrawal & Associates
Company Secretaries**


**Kundan Agrawal
Company Secretary
C.P. No. 8325**

Annexure – E**DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014**

- i. The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2015-16, ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2015-16 and the comparison of remuneration of each Key Managerial Personnel (KMP) against the performance of the Company are as under:

S. No.	Name of Director/KMP and Designation	Remuneration of Director/KMP for Financial Year 2015-16 (Rs. In Lacs)	% Increase in Remuneration in the Financial Year 2015-16	Ratio of remuneration of each Director/ to median remuneration of employees	Comparison of the Remuneration of the KMP against the performance of the Company
1.	Mr. RAJESH KUMAR SANGHI Managing Director	NIL	Not Applicable	Not Applicable	Not Applicable
2.	Mr. RAJEEV GUPTA Whole-time director	NIL	Not Applicable	Not Applicable	Not Applicable
3.	Mr. GURCHARAN SINGH SALUJA Independent Director	Not Applicable	Not Applicable	Not Applicable	Not Applicable
4.	Mr. SHYAM NARAYAN MALVIYA Independent Director	Not Applicable	Not Applicable	Not Applicable	Not Applicable
5.	Mr. SHAMBHU KUMAR DAS Independent Director	Not Applicable	Not Applicable	Not Applicable	Not Applicable
6.	Mrs. MEGHA GUPTA Independent Director	NIL	Not Applicable	Not Applicable	Not Applicable
7.	Ms. MONA MANKU Secretary	NIL	Not Applicable	Not Applicable	Not Applicable

No sitting fee was paid to any of the Directors for attending Board Meeting/Committee Meetings.

- ii. In the financial year, there was no increase remuneration of employees;
- iii. There were 8 permanent employees on rolls of Company as on March 31, 2016;
- iv. **Relationship between average increase in remuneration and company performance** – The average increase in median remuneration was in line with the performance of the Company. But as such there was no increase in the remuneration of the company.
- v. The Key Parameters for any variable component of remuneration availed by the Directors – Please refer to the salient features of Remuneration Policy annexed and forming part of this Report.
- vi. **The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year** – Not Applicable; and
- vii. It is hereby affirmed that the remuneration paid to KMP and other employees is as per the as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.
- viii. None of the employees of the Company are related to any Director of the Company.

Confirmation of compliance of Code of Conduct and Ethics

To,

**The Members of
SKYLINE INDIA LIMITED**

In compliance with the requirements of Clause 49 of the Listing Agreement with the Stock Exchanges relating to Corporate Governance, I confirm that, on the basis of confirmations/declarations received, all the Directors and senior management personnel of the company have generally complied with the Code of Conduct framed by the company.

For and on Behalf of the Board

Date 02nd September, 2016
Place: New Delhi

**Sd/-
(RAJESH KUMAR SANGHI)
Chairman
DIN : 00482040**

Annexure - 2

NIDHI BANSAL & CO.

CHARTERED ACCOUNTANTS

202 Amber Tower Commercial Complex Azadpur, Delhi-110033

Telephone: 9899154752, 9810516658.

Telex: 011-27678007

Email: info_canbc@yahoo.com

AUDITORS' REPORT

To the Members of,

Skyline India Limited.

Report on the Financial Statements

We have audited the accompanying financial statements of Skyline India Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2016, and the Statement of Profit and Loss and 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 of these financial statements that give a true and fair view of the financial position financial performance and cash flow of the company in accordance with the accounting principles generally accepted in India, including Accounting Standards specified under section 133 of the Act, read with Rule 7 of Companies (Accounts) Rules, 2014. This Responsibility includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.



For SKYLINE INDIA LIMITED

Director

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. 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 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 control relevant to the Company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, 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.

Opinion :-

In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:-

- a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2016;
- b) in the case of Statement of Profit and Loss, of the loss 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

Emphasis of Matter:-

1. *Without qualifying our opinion, we draw attention to Note 9 in the Financial Statement, which indicate that the company has sold out All its Trucks and Trailers, operational fleets, resulting in the Existence of such uncertainty that without replacement of such substantial part of fixed assets, the company will be able to continue as a going concern for the foreseeable future.*

For SKYLINE INDIA LIMITED

Director

Report on Other Legal and Regulatory Requirements

1. As required by the companies (Auditor's Report) Order, 2015 ("the Order") issued by the central government of India in terms of sub-section (11) of section 143 of the Companies Act 2013, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by section 143(3) of the Act and Companies (Audit and Auditors) Rule 2014, we report that:
 - a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
 - c) The Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d) In our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards notified under the Act read with the General Circular 15/2013 dated 13th September, 2013 of the Ministry of Corporate Affairs in respect of Section 133 of the Companies Act, 2013.
 - e) On the basis of written representations received from the directors as on March 31, 2016, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2015, from being appointed as a director in terms of clause (g) of sub-section (1) of section 274 of the Companies Act, 1956.
 - f) Since the Central Government has not issued any notification as to the rate at which the cess is to be paid under section 441A of the Companies Act, 1956 nor has it issued any Rules under the said section, prescribing the manner in which such cess is to be paid, no cess is due and payable by the Company.
 - (a) 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".
 - (b) 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:

For SKYLINE INDIA LIMITED,

Director

- 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 derivative contracts for which there were any material foreseeable losses.
- iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

Place: New Delhi
Dated: 25.05.2016

For NIDHI BANSAL & CO.
Chartered Accountants



(Varun Gupta)
(Partner)

Membership No. 503070
Audit Firm Reg. No. 022073N
202, Amber Tower, Commercial
Complex, Azadpur, Delhi -110033

For SKYLINE INDIA LIMITED



Director

"Annexure B" to the Independent Auditor's Report of even date on the of M/S Skyline India Limited

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 M/s Skyline India Limited ("the Company") as of March 31, 2016 in conjunction with our audit of the 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 ICAI. 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.

For SKYLINE INDIA LIMITED

Director

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 March 31, 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

Place: New Delhi
Dated: 25.05.2016

For NIDHI BANSAL & CO.
Chartered Accountants


(Varun Gupta)
(Partner)

Membership No. 503070
Audit Firm Reg. No. 022073N
202, Amber Tower, Commercial
Complex, Azadpur, Delhi -110033

For SKYLINE INDIA LIMITED


Director

ANNEXURE TO THE AUDITORS' REPORT

(Referred to in our Audit Report of even date to the Members of **SKYLINE INDIA LIMITED** on the Accounts for the period ended on 31st March, 2016).

I. Fixed Assets:-

- a. The Company is maintaining proper records showing full particulars of fixed assets including quantities details and situation of fixed assets.
- b. As explained to us, fixed assets were physically verified by the management at regular intervals and no discrepancies were found on such verification.
- c. **The Company has sold a substantial part of its fixed assets during the year covered by our report. According to the information and explanations given to us, the company has so far not made any plans to replace the substantial part of fixed assets that have been sold. There exists a substantial doubt that without replacement of such substantial part of fixed assets, the company will be able to continue as a going concern for the foreseeable future.**

II. According to the Information and explanation provided to us, the Company is in service sector & does not have any Inventory at any point of time during the year, Further reporting under this para is not applicable

III. The company has not granted unsecured loans to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act 2013 during the year and in our opinion, hence para (a) and (b) are not applicable.

IV. The Company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of loans & advances, investments, made by the company during the year under review

V. In our opinion and according to the information and explanation given to us, the company has not accepted any deposits in contravention of the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act 2013 and the rules framed there under, where applicable, have been complied with. No order has been passed by the Company Law Board or National Company Law Tribunal or RBI or any court or any other tribunal.

VI. According to the information and explanation given to us, government has not prescribed maintenance of cost records under sub section (1) of section 148 of the Companies Act, 2013 for the products of the company.



For SKYLINE INDIA LIMITED

Director

VII.

a. As explained to us, the company is generally regular in depositing undisputed Statutory Dues applicable to it. Provisions of Provident Fund and Employee's State Insurance are not applicable to the company.

b. According to information and explanations given to us and the records of the company examined by us, no undisputed outstanding dues of Income Tax, Wealth Tax, Sales Tax, Custom Duty, and Excise Duty were outstanding as at 31.3.2016 for a period more than six months from the date, they became payable.

c. According to the Information and explanation given to us and the records of the company examined by us, there are no dues of sales tax, income tax, custom, wealth tax, excise duty, cess, which has not been deposited on account of any dispute

VIII. In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of dues to a financial institution, bank etc.

IX. According to the information and explanations given to us the Company is not raised money by way of initial public offer or further public offer (including debt instruments) and term loans were applied for the purposes for which those are raised

X. Based upon the audit procedures performed and according to the information and explanations given to us, no fraud on or by the company has been noticed or reported during the year of our audit

XI. The Company has not provided / paid managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act

XII. Company is not Nidhi Company, hence further reporting under this clause is not applicable

XIII. Company has disclosed all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards;



For SKYLINE INDIA LIMITED

Director

XIV. According to the information and explanations given to us the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year

XV. According to the information and explanations given to us 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 is not required to be registered under section 45IA of the Reserve Bank of India Act, 1934.

Place: New Delhi
Dated: 25.05.2016

For NIDHI BANSAL & CO.
Chartered Accountants


(Varun Gupta)
(Partner)

Membership No. 503070
Audit Firm Reg. No. 022073N
202, Amber Tower, Commercial
Complex, Azadpur, Delhi -110033

For SKYLINE INDIA LIMITED


Director

SKYLINE INDIA LIMITED
CIN: - L51909DL1996PLC075875
Regd. Office: 1E/11, Jhandewalan Extn. New Delhi -110055

BALANCE SHEET AS AT 31st MARCH, 2016

PARTICULARS	NOTES	As at 31st March, 2016 (Rs.)	As at 31st March, 2015 (Rs.)
I. EQUITY AND LIABILITIES			
1. Shareholder's Funds			
Share Capital	2	40,426,969	40,426,969
Reserves and Surplus	3	(4,076,496)	1,061,196
2. Non-Current Liabilities			
Long Term Borrowings	4	-	227,209
Deferred Tax Liabilities (Net)	5	-	2,466,132
3. Current Liabilities			
Trade Payables	6	-	11,524,492
Other Current Liabilities	7	419,008	10,442,359
Short Term Provisions	8	-	-
Total		<u>36,769,482</u>	<u>66,148,356</u>
II. ASSETS			
1. Non-Current Assets			
Fixed Assets			
Tangible Assets	9	200	24,493,268
Capital Work in Progress		-	-
Long Term Loans & Advances	10	17,566,102	17,566,102
Deferred Tax Assets (Net)	5	394	-
2. Current Assets			
Trade Receivables	11	5,593,059	12,289,286
Cash and Cash Equivalents	12	4,835,894	4,330,947
Short Term Loans and Advances	13	8,773,832	7,468,752
Total		<u>36,769,482</u>	<u>66,148,356</u>

The notes are an integral part of these financial statements.

As per our report of even date attached

For NIDHI BANSAL & CO.

Chartered Accountants

(Varun Gupta)

Partner

M.No. 503070

Audit Firm Regn. No. 022073N

202, Amber Tower, Commercial

Complex, Azadpur, Delhi -110033

Place : New Delhi

Dated : 25-05-2016

For and on behalf of Board of Directors

(Rajesh Kumar Sanghi)
 Director

DIN: 00482040

12, Golf Links, New Delhi - 110003

(Rajeev Gupta)
 Director

DIN: 00482252

324 C 3, Shalimar Garden, Extension 1,
 Sahibabad, Uttar Pradesh -201010

For **SKYLINE INDIA LIMITED**

Director

SKYLINE INDIA LIMITED
CIN: - L51909DL1996PLC075875
Regd. Office: 1E/11, Jhandewalan Extn. New Delhi -110055

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDING 31st MARCH 2016

PARTICULARS	NOTES	For the year ended 31st March, 2016 (Rs.)	For the year ended 31st March, 2015 (Rs.)
1. Revenue From Operation	14	181,094,277	259,446,547
2. Other Income	15	3,970,980	13,882,416
3. Total Revenue (1+2)		<u>185,065,256</u>	<u>273,328,963</u>
4. Expenses			
Vehicle Expenses		177,355,980	249,951,495
Employees Benefits Expenses	16	638,166	828,283
Finance Costs	17	219,855	1,273,841
Depreciation and Amortization Expenses	9	12,259,754	18,962,140
Other Expenses	18	2,195,720	2,340,164
Total Expenses		<u>192,669,474</u>	<u>273,355,924</u>
5. Profit Before Tax (3-4)		(7,604,218)	(26,961)
6. Tax Expenses			
Current Tax		-	-
Earlier Year Tax		-	-
Deferred Tax		(2,466,526)	-
MAT credit entitlement		-	-
7. Profit for the Year (5-6)		(5,137,692)	(26,960)
Earning Per Equity Share		(1.01)	(0.01)

The notes are an integral part of these financial statements.

As per our report of even date attached
For NIDHI BANSAL & CO.
Chartered Accountants

(Varun Gupta)
Partner
M.No. 503070
Audit Firm Regn. No. 022073N
202, Amber Tower, Commercial
Complex, Azadpur, Delhi -110033

Place : New Delhi
Dated : 25-05-2016

For and on behalf of Board of Directors

(Rajesh Kumar Sanghi)
Director

DIN: 00482040

12, Golf Links, New Delhi - 110003

(Rajeev Gupta)
Director

DIN: 00482252

324 C 3, Shalimar Garden, Extension 1,
Sahibabad, Uttar Pradesh -201010

For SKYLINE INDIA LIMITED

Director

SKYLINE INDIA LIMITED

REGD. OFFICE: 1E/11 JHANDEWALAN EXTN NEW DELHI

CIN: - L51909DL1996PLC075875

ACCOUNTING POLICIES & NOTES ON ACCOUNTS

Note No. : 1

A. Accounting Policies

1. General :-

Accounting Policies not specifically referred to otherwise be consistent and in consonance with generally accepted accounting principles.

2. Revenue Recognition :-

Expenses and Income considered payable and receivable respectively are accounting for on accrual basis except:-

- a) Insurance claims are accounted for on receipt basis
- b) Claims lodged against the company are accounted for on payment basis

3. Fixed Assets :-

Fixed assets are stated at their original cost of acquisition including taxes freight and other incidental expenses related to acquisition and installation of the concerned assets less depreciation till date.

During the year company sale out all the Trucks and Trailers. The value of such assets becomes zero.

4. Depreciation :-

Depreciation on Fixed Assets has been provided on straight line method, on the cost of Fixed Assets as per the rates, provided in Schedule II of the Companies Act, 2013 other than on the Trucks and Trailers on which accelerated rate of 16.21% has been provided Further, in case of addition, depreciation has been provided on pro-rata basis commencing from the date on which the asset is commissioned.

The Depreciation on Trucks and Trailers is charged on prorata basis to sold during the year.

5. Investments :-

There are No Investments either at the opening or during the year.

6. Inventories :-

As the Company is in service sector there are no Inventories either at the opening or during the year



For SKYLINE INDIA LIMITED

[Signature]
Director

7. **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.

The deferred tax for timing differences between the book and tax profits for the year is accounted for, using the tax rates and laws that have been substantively enacted as of the balance sheet date. Deferred tax assets arising from timing differences are recognized to the extent there is reasonable certainty that these would be realized in future.

B. **Notes on Accounts**

1. The SSI status of the creditors is not known to the company, hence the information is not given.

2. Sundry Creditors, Sundry Debtors, Loans & Advances and Unsecured Loans have been taken at their book value subject to confirmation and reconciliation.

3. **Payments to Auditors:-**

Auditors Remuneration	F Y 2015-16	F Y 2014-15
Statutory & Tax Audit Fees	60,000.00	60,000.00
Service Tax	8,400.00	7,416.00
Total	68,400.00	67,416.00

4. Loans and Advances are considered good in respect of which company does not hold any security other than the personal guarantee of persons.

5. **Foreign currency transactions**

There are no foreign currency transaction during the year under review and immediately previous Financial year.

Expenditure in Foreign Currency Nil Nil

Earning in Foreign Exchange Nil Nil

6. **Lease Rental :-**

The Company has not given Vehicle on the operating lease during the year.

7. **Related Party disclosure**

(A) Related Parties and their Relationship

Related party disclosure as required under Accounting Standard -18 on 'Related party Disclosure' issued by the Chartered Accountants India are given below:



For SKYLINE INDIA LIMITED

Director

a) **Key management personnel & their relatives are** (where there were transaction during the year):

G. S. saluja (Director)

1. Payment for transport services of Rs. 8,90,88,318/-

2. Receives on account of sale of Trucks and trailers of Rs. 1,50,00,000/-

b) **Enterprises controlled by key management personnel :** (where there were transaction during the year) :

Radharaman Skyline infratech Private limited

1. Payment as advances of Rs 1,00,000/-

c) **Enterprises over which Key management personnel & their relatives are able to exercise significant influence** (where there were transactions during the year) :

Skyline Transport

Skyline Automobiles

Transactions with related parties during the year

a) **Enterprises over which key management personnel & their relatives are able to exercise significant influence**

Current Year**Previous year**

i) Funds Received:-

NIL

NIL

ii) Funds paid:-

Skyline Automobiles

NIL

13,49,994/-

Radharaman Skyline

Infratech Private limited

1,00,000/-

8. Major components of Deferred tax:-

Particulars	As at 31.03.2016 (Rs.)	As at 31.03.2015 (Rs.)
<i>A) Deferred Tax Liability</i>		24,66,132.00
Excess of WDV as per Companies Act Over Income tax Act 1961.	-	-
<i>Total</i>	-	-
<i>B) Deferred Tax Assets</i>		-
Excess of WDV as per Income Tax Act 1961 over Companies Act	1,277.00	-
<i>Total</i>	1,277.00	-
Net Deferred Tax liabilities/(assets) (A-B)	(394.00)	24,66,132.00

For SKYLINE INDIA LIMITED

Director



9. Contingent liabilities Current year previous year

Guarantees issued by the company : 40.00 lacs 40.00 lacs

10. Information required as per the Micro, Small and Medium Enterprises Development Act, 2006

The company has not received any confirmation from its vendors/ services providers regarding their status of the registration under the Micro, Small and Medium Enterprises Development Act, 2006 and hence disclosures, if any, relating to amounts unpaid as at the yearend together with interest paid/payable as required under the said act have not been furnished.

11. There are no employees eligible for gratuity Act.

12. As the company's business activity falls within a single primary business segment viz Transport, the disclosure requirements of Accounting Standards (AS-17) Segment Reporting issued by the Institute of Chartered Accountants of India are not applicable.

13. There is no expenditure on employees in receipt of remuneration in excess of limit laid down under Section 217(2A) of the Companies Act 1956.

Signature to Notes 1 to 18

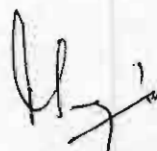
For NIDHI BANSAL & CO.
Chartered Accountants



VARUN GUPTA

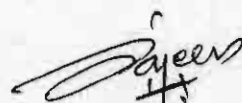
Partner
Membership No. 503070
Audit Firm Regn. No. 022073N
202, Amber Tower,
Complex, Azadpur, Delhi -110033

For SKYLIME INDIA LIMITED



RAJESH KUMAR
SANGHI

Director
DIN: 00482040
12, Golf Links,
New Delhi- 110003



RAJEEV GUPTA

Director
DIN: 00482252
324 ,C 3, Shalimar Garden,
Extension 1, Sahibabad,
Uttar Pradesh -201010

Place: New Delhi
Dated: 25.05.2016

For SKYLIME INDIA LIMITED



SKYLINE INDIA LIMITED

CIN: - L51909DL1996PLC075875

Regd. Office: 1E/11, Jhandewalan Extn. New Delhi -110055

**NOTES FORMING PART OF FINANCIAL STATEMENTS
AS AT 31ST MARCH 2016****NOTES****2 SHARE CAPITAL****1. Authorised**55,00,000 Equity Shares of Rs. 10/- each
(Previous year 55,00,000 equity shares of Rs. 10/- Each)As at 31st
March, 2016
Rs.As at 31st March,
2015
Rs.

55,000,000

55,000,000

2. Issued51,00,000 Equity Shares of Rs. 10/- each
(Previous year 51,00,000 equity shares of Rs. 10/- Each)

51,000,000

51,000,000

51,000,000

51,000,000

3. Subscribed and Fully Paid up50,88,500 Equity Shares of Rs. 10/- each
(Previous year 50,88,500 equity shares of Rs. 10/- Each)

50,885,000

50,885,000

Less: Calls in Arrear by Directors and Officers

2,163,668

2,163,668

Less: Calls in Arrear by Others

8,294,363

8,294,363

40,426,969

40,426,969

The Company has only one class of share referred as equity share having at par value Rs. 10/-.
Each holder of equity share is entitled to same right in all respect.**a. Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period****Equity Shares**

At the beginning of the period

5,088,500

50,885,000

5,088,500

50,885,000

Add: Issued during the period

-

-

-

-

Outstanding at the end of the period

5,088,500

50,885,000

5,088,500

50,885,000

b. Details of shareholders holding more than 5% of shares in company**Equity shares of Rs. 10 each fully paid**

Rajesh Sanghi

2,915,950

57.30

2,915,950

57.30

PNB Capital Services Ltd.

499,300

9.81

499,300

9.81

3,415,250

67.12

3,415,250

67

SKYLINE INDIA LIMITED

Director

SKYLINE INDIA LIMITED

CIN: - L51909DL1996PLC075875

Regd. Office: 1E/11, Jhandewalan Extn. New Delhi -110055

**NOTES FORMING PART OF FINANCIAL STATEMENTS
AS AT 31ST MARCH 2016****NOTES****3 RESERVES & SURPLUS****General Reserve**

	As at 31st March, 2016	As at 31st March, 2015
Opening Balance	850,000	850,000
Add: During the Year	-	-
Closing Balance	850,000	850,000

Surplus

Opening Balance	211,196	855,078
Add: Profit for the Year	(5,137,692)	(643,882)
Closing Balance	(4,926,496)	211,196
Total	(4,076,496)	1,061,196

4 LONG TERM BORROWINGS

Term Loans from Banks (secured)	-	2,764,429
Term Loans from Financial Institution (secured)	-	-
		2,764,429
Less : Current maturities of long term debt (Refer note 7)	-	2,537,220
	-	227,209

Nature of Securities and Terms and conditions :**Term Loan against Trucks & Trailers**

- Rupee Term Loans have been taken from Banks and financial institutions for acquisition of Trucks & Trailers.
- These loans are repayable in equated monthly instalments of 35 months to 48 months.
- The rate of interest on these loans is in the range of 6.26% to 11.50%.
- The total original amount of borrowing is Rs. 14,46,87,633/-.
- There are no defaults in the repayment of the loans as per the repayment terms and conditions.
- The aforesaid loans are secured by hypothecation of Trucks & Trailers for which the loan has been taken.
- The aforesaid loans are further secured by the personal guarantee of the Directors.

5 DEFERRED TAX LIABILITIES/ ASSETS**On Depreciation**

Opening Balance	2,466,131	1,849,210
Add: During the Year	(2,466,526)	616,921
Total	(395)	2,466,131



For SKYLINE INDIA LIMITED

Director

SKYLINE INDIA LIMITED

CIN: - L51909DL1996PLC075875

Regd. Office: 1E/11, Jhandewalan Extn. New Delhi -110055

**NOTES FORMING PART OF FINANCIAL STATEMENTS
AS AT 31ST MARCH 2016****NOTES****6 TRADE PAYABLES**

Total outstanding dues of Micro and Small Enterprises

Total outstanding dues of creditors other than Micro and Small Enterprises

**As at 31st
March, 2016****As at 31st March,
2015**

-	-
-	11,524,492
-	11,524,492

7 OTHER CURRENT LIABILITIES

Current maturities of long term debt (Refer Note 4)

Term Loans from Banks (secured)

Term Loans from Financial Institution (secured)

Other Liabilities

Payable in respect Statutory dues

Advance Against sale of Trucks & Trailers

Expenses Payable

Other Payables

-	2,537,220
-	-
12,300	133,715
-	1,066,967
406,708	798,551
-	5,905,906
419,008	10,442,359

8 SHORT TERM PROVISIONS

Provision for Income Tax (Net)

-	-
-	-



For SKYLINE INDIA LIMITED

Director

SKYLINE INDIA LIMITED

**NOTES FORMING PART OF FINANCIAL STATEMENTS
AS AT 31ST MARCH 2016**

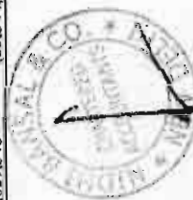
Tangible Assets as on 31st March, 2016

Note - 9

PARTICULARS	GROSS BLOCK		DEPRECIATION		NET W.D.V		
	As on 01.04.2015	Addition	As on 31.03.2016	As on 01.04.2015	Addition	As on 31.03.2016	As on 31.03.2015
Trucks & Trailers	130,915,713	(130,915,713)	-	106,422,645	18.17%	12,259,754 (118,682,399)	24,493,068
Vehicles	350,286	-	350,286	350,186	25.89%	350,186	100
Computer	18,850	-	18,850	18,750	40.00%	18,750	100
Total	131,284,849	(130,915,713)	369,136	106,791,581		(106,422,645)	24,493,268

Tangible Assets as on 31st March, 2015

PARTICULARS	GROSS BLOCK		DEPRECIATION		NET W.D.V.	
	As on 01.04.2014	As on 31.03.2015 Addition	As on 01.04.2014	As on 31.03.2015 Addition	As on 31.03.2015	As on 31.03.2014
				Rate		
Trucks & Trailers	164,260,412	-	120,805,182	18.10%	106,422,645	43,455,220
		(33,344,699)		(33,344,677)		
Vehicles	350,286	-	350,186	25.89%	350,186	100
Computer	18,850	-	18,750	40.00%	18,750	100
Total	164,629,548	(33,344,699)	121,174,118	(14,382,537)	106,791,581	43,455,430



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Handwritten signature/initials.

For SKYLINE INDIA LIMITED

Director

SKYLINE INDIA LIMITED

CIN: - L51909DL1996PLC075875

Regd. Office: 1E/11, Jhandewalan Extn. New Delhi -110055

**NOTES FORMING PART OF FINANCIAL STATEMENTS
AS AT 31ST MARCH 2016****NOTES****10 LONG TERM LOANS AND ADVANCES**

(Unsecured, Considered Good)

Security Deposits with Related parties

Security Deposits with Others

As at 31st
March, 2016As at 31st March,
2015

16,500,000

16,500,000

1,066,102

1,066,102

17,566,10217,566,102**11 TRADE RECEIVABLES**

(Unsecured, considered good unless otherwise stated.)

Trade Receivables outstanding for a period exceeding Six months

Other Trade Receivables

5,593,059

12,289,286

5,593,05912,289,286**12 CASH & CASH EQUIVALENTS**

Cash in hand

Cheques in hand

Balance with Banks

Current Accounts

1,670,983

80,965

2,152,000

1,012,912

4,249,983

4,835,8944,330,948**13 SHORT TERM LOANS & ADVANCES**

(Unsecured and Considered Good)

Advance Recoverable in cash

or in kind or for value to be received

- From Related Party

- From Others

Advance Tax/TDS

MAT credit entitlement

5,222,714

6,885,225

563,562

512,830

2,981,386

69,527

1,170

1,170

8,773,8327,468,752

For SKYLINE INDIA LIMITED

Director

SKYLINE INDIA LIMITED

CIN: - L51909DL1996PLC075875

Regd. Office: 1E/11, Jhandewalan Extn. New Delhi -110055

**NOTES FORMING PART OF FINANCIAL STATEMENTS
AS AT 31ST MARCH 2016****NOTES****14 REVENUE FROM OPERATION**Sales of Service
Freight & Hire Charges

As at 31st March, 2016	As at 31st March, 2015
181,094,277	259,446,547
<u>181,094,277</u>	<u>259,446,547</u>

15 OTHER INCOMEProfit on sale of Vechiles
Interest from Bank

3,950,254	13,882,416
20,726	-
<u>3,970,980</u>	<u>13,882,416</u>

16 EMPLOYEE BENEFIT EXPENSESSalary, Wages and Bonus
Staff welfare

638,166	825,268
-	3,015
<u>638,166</u>	<u>828,283</u>

17 FINANCE COSTFinance Charges
Bank Charges

217,157	1,213,808
2,698	60,034
<u>219,855</u>	<u>1,273,841</u>

18 OTHER EXPENSEAuditor's Remuneration
Statutory Audit Fees
Rent
Amount w/off
Repair & Maintenance
Business Promotion Exp
Professional Exp
Travelling and Conveyance
Miscellaneous Expenses

68,700	67,416
493,000	528,000
(153)	108,208
-	-
125,148	104,850
87,210	-
25,940	49,818
1,395,875	1,481,871
<u>2,195,720</u>	<u>2,340,164</u>



For SKYLINE INDIA LIMITED

Director

SKYLINE INDIA LIMITED

SCHEDULE OF FIXED ASSETS

ASSTT. YEAR 2016-2017

(AS PER INCOME TAX RULES)

ANNEXURE "A"

PARTICULARS	GROSS BLOCK		DEPRECIATION		W.D.V. AS ON 31ST MARCH 2016
	W.D.V. AS ON 1ST APRIL 2015	ADDITIONS DURING THE YEAR	DEDUCT DURING THE YEAR	RATE	DURING THE YEAR
TRUCKS & TRAILERS	16,510,504	-	(16,510,504)	30%	-
VEHICLES	1,733	-	-	15%	260
COMPUTER	9	-	-	60%	5
	16,512,246	-	(16,510,504)		265
					4
					1,477

Deferred Tax

	Current year	Previous year
WDV as per Cos Act	200	24,493,268
WDV as per IT	1,477	16,512,246
Difference	(1,277)	7,981,022
Income Tax liability	(394)	2,466,136
opening Balance	2,466,132	4,453,307
For the year	(2,466,536)	(1,987,171)

[Signature]

For SKYLINE INDIA LIMITED

Director

SKYLINE INDIA LIMITED
CIN: - L51909DL1996PLC075875

Regd. Office: 1E/11, Jhandewalan Extn. New Delhi -110055

Cash Flow Statement for the year ended 31st March, 2016

Particulars	Amount (Rs.) 2016	Amount (Rs.) 2016	Amount (Rs.) 2015	Amount (Rs.) 2015
Operating Activity				
Net Profit Before Tax		(7,604,218)		(26,961)
Adjustment For				
Profit on sale of fixed assets	(3,950,253.70)			
Interest charged	217,157.39		1,213,808	
Amount w-off	(153.46)		108,208	
Depreciation	12,259,754		18,962,140	
Interest received		8,526,504		20,284,156
Operating Profit Before Working Capital Change		922,286		20,257,195
Changes in working capital				
(Increase)/Decrease in Trade receivables	6,696,381		(1,326,611)	
(Increase)/Decrease in Long Term Loans and Advances	-		-	
(Increase)/Decrease in Short Term Loans and Advances	(1,305,080)		(1,192,712)	
Increase (Decrease) in Trade payables	(11,524,492)		(164,019)	
Increase/(Decrease) in Other Current Liabilities	(10,023,351)	(16,156,542)	(12,749,245)	(15,432,587)
Cash generated from Operation		(15,234,256)		4,824,608
Income Tax Paid / (Refund)				
Net Cash from Operating Activity	(A)	(15,234,256)	(A)	4,824,608
Investing activity				
Increase / Decrease in Fixed Assets	16,183,568		23	
Change in Capital Work in Progress				
Interest received				
Net Cash from Investing Activity	(B)	16,183,568	(B)	23
Financing Activities				
Proceeds from Long Term Borrowings				
Repayment of Long Term Borrowings	(227,209)		(2,136,681)	
Interest Paid	(217,157)		(1,213,808)	
Net Cash from Financing Activity	(C)	(444,366)	(C)	(3,350,489)
Net (Increase / (Decrease) in A, B & C) in Cash & Cash equivalents		504,946		1,474,142
Opening Cash & Cash Equivalent		4,330,948		2,856,806
Closing Cash & Cash Equivalent*		4,835,894		4,330,949
* Comprises				
Cash in hand		1,670,983		80,965
Cheques in hand		2,152,000		
Balance with Banks				
Current Accounts		1,012,912		4,249,983.34
		4,835,894		4,330,948

As per our report of even date attached
For NIDHI BANSAL & CO.

Chartered Accountants
Firm Regn. No. 022073N

(Varun Gupta)
Partner
M.No. 503070
Audit Firm Regn. No. 022073N
202, Amber Tower, Commercial

Place : New Delhi
Dated : 25-05-2016

0.23
For and on behalf of the Board of Directors

Rajesh Kumar Sanghi
(Director)
DIN: 00482040
12, Golf Links, New
Delhi -110003

Rajeev Gupta
(Director)
DIN: 00482252
324 C 3, Shalimar Garden,
Extension 1, Sahibabad,
Uttar Pradesh -201010

For SKYLINE INDIA LIMITED

Director