

DECOROUS INVESTMENT & TRADING COMPANY LIMITED

DIRECTOR'S REPORT

Dear Stakeholders,

Your Directors present herewith the 32nd Annual Report for the year ended 31.03.2015.

FINANCIAL RESULTS

(In Rupees)

Particulars	For the Year Ended 31.03.2015	For the Year Ended 31.03.2014
Income from Operations	-	494,190
Sale of Jewellery	102,988,835	-
Surplus on purchase/ sale of BullionCommodities, etc.	243,249	-
Other Income	317,779	12,285
Total Income	103,549,863	506,475
Total Expenditure	101,564,115	32,116
Profit/(Loss) before tax	1,985,748	474,359
Provision for Tax	547,544	88,315
Net Profit/(Loss)	1,438,203	386,044

FINANCIAL HIGHLIGHTS

During the year under review your Company diversified into the business of Gems & Jewellery and purchase & sale of commodities, bullion, etc. Company has earned the total revenue of Rs. 103,549,863/- Net Profit after Tax for the year under consideration is Rs. 1,438,203/-. Your Company hopes to increase its presence in the business in the coming years, which may increase the top line and also its profitability.

DIVIDEND

In view of the requirement of funds for the expansion, your Directors do not consider it desirable to recommend any dividend in the current year.

SHARE CAPITAL

Authorised share capital as on 31.03.2015 is Rs. 4,00,00,000 divided into 40,00,000 Equity Shares of Rs. 10/- each and the Paid-up capital stands at Rs. 3,45,00,000/-.

The Members in their meeting held on 29th September, 2014 had approved / resolved to create, issue & allot Upto 36,00,000 (Thirty Six lacs only) Equity Shares of face value of Rs. 10/- (Rupees Ten) shares on Preferential basis to the non-promoters to finance the business activities of the Company.

During the year your company had raised the funds by Allotment of only 34,50,000 equity shares of Rs.10/- each, out of the 36,00,000 shares, on preferential basis to non promoters to finance the business activities of the company.

DIRECTORS AND KEY MANAGERIAL PERSON

In accordance with the requirements of the Companies Act, 2013 and the Articles of Association, Mr. Prabindra Nath Baidya, Director of the Company, who retires by rotation and shown his willingness for Re-appointment.

In accordance with the section 196, 197 read with Schedule V of Companies Act, 2013 Mr. Raj Kumar Gupta has been appointed as Whole Time Director & Chief Financial Officer of the Company on 23.8.2014.

Ms. Lalita Mittal was appointed as Independent Director w.e.f. 19.07.2014.

Mr. Pankaj Aggarwal was also appointed as Independent Director w.e.f. 19.07.2014.

The Resignation of Shri Navin Nischal Prasad was accepted w.e.f. 01.08.2014.

The Resignation of Shri Dharendra Singh Bhandari was accepted w.e.f. 12.01.2015.

Mr. Amit Gupta was appointed as Additional Director w.e.f. 29.01.2015.

And Mr. Mohit Kumar (ACS-38142) was appointed as Company Secretary cum Compliance Officer of the Company on 29.01.2015.

DECOROUS INVESTMENT & TRADING COMPANY LIMITED

MEETING OF THE BOARD

The followings meeting were held during reporting period

BOARD MEETINGS DATES:-

S. NO	DATE ON WHICH MEETING HELD	S. NO	DATE ON WHICH MEETING HELD
1.	11.04.2014	12.	23.08.2014
2.	23.04.2014	13.	30.08.2014
3.	30.04.2014	14.	26.09.2014
4.	26.05.2014	15.	20.10.2014
5.	30.05.2014	16.	29.10.2014
6.	30.06.2014	17.	08.12.2014
7.	01.07.2014	18.	12.01.2015
8.	11.07.2014	19.	29.01.2015
9.	15.07.2014	20.	19.03.2015
10.	19.07.2014	21.	30.03.2015
11.	01.08.2014		

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to the requirements under the provisions of the Companies Act regarding the Directors' Responsibility Statement, it is hereby confirmed that:

- In the preparation of annual accounts for the financial year ended March 31, 2015, the applicable accounting standards have been followed along with proper explanation relating to material departures.
- 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 ended March 31st 2015 and of the profit or loss of the Company for that period.
- The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
- The Directors have prepared the annual accounts on a going concern basis.
- The director have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and operating effectively; and
- 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.

PARTICULARS OF EMPLOYEES

During the year under review, company does not have any employee who falls in this Clause.

LOANS, GUARANTEES AND INVESTMENTS

The company has not given any Loan, Guarantee, provided any Security and made an Investment during the reporting period as specified under section 186 of Companies Act, 2013.

PERFORMANCE EVALUATION OF BOARD MEMBERS

With a view to improving performance and effectiveness, progressive, Board Members are now increasingly deploying board performance evaluation tools to identify areas of improvement benchmarking themselves against leading practices. Realizing the trends and challenges, the regulators around the world have mandated board evaluations.

PUBLIC DEPOSIT

During the year under review, your company has not invited any fixed deposits from the Public and has not accepted fixed deposits and nothing is outstanding.

STATUTORY AUDITORS

To re-appoint M/s MOHAN & MOHAN, Chartered Accountants, FRN - 002612N, as statutory auditors of the company to

DECOROUS INVESTMENT & TRADING COMPANY LIMITED

hold office from conclusion of this Annual General Meeting till the conclusion of next Annual General Meeting.

“RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions if any of the Companies Act 2013 or Rules made thereunder, M/s MOHAN & MOHAN, Chartered Accountants, FRN - 002612N be and is hereby re-appointed as the Statutory Auditors of the company to hold the office from conclusion of this Annual General Meeting till the conclusion of next Annual General Meeting.

RESOLVED FURTHER THAT Board of Directors be and is hereby authorised to fix their remuneration and to do all such acts & deeds as may be necessary in this regards.”

AUDITORS' REPORT

Auditors Report in respect of the Financial Statements of 31.03.2015 is self Explanatory and does not warrant any further comments/ explanation from the Board of Directors.

SECRETARIAL AUDITOR

The Board has appointed M/s B. Bhushan & Co., Practicing Company Secretary, to conduct Secretarial Audit for the Financial Year 2014-15. The Secretarial Audit Report for the financial year 2014-15 is annexed with Directors' Report.

Secretarial Audit Report does not contain any qualification, reservation or adverse remarks.

LISTING OF SHARES

Equity Shares of the Company are listed on Delhi Stock Exchange Limited (de-recognized by SEBI w.e.f. 19.11.2014) & Calcutta Stock Exchanges Limited. Company has complied with the requirement of Listing Agreements during the period of review.

Listing Fee stands paid to CSE for & upto-date (2015-16).

Company has also filed an Application to get all of its Shares Listed with Trading approvals to Bombay Stock Exchange Ltd and the necessary required compliances & submissions & fee payments have been made.

ALTERATION OF MOA & AOA

Company added / altered/ changed its Main Objects clause in the Memorandum of Association in order to bring the Memorandum of Association and Articles of Association in conformity with the provisions of the Companies Act, 2013 and to enlarge its area of business operations. The Board of Directors have decided to add dealing in the Gems & Jewellery, bullion & Commodities, etc., to the main objects clause of the Memorandum of Association.

Company altered the Articles of Association and adopted New Set of Articles of Association based on Table 'F' of the Companies Act, 2013. Company has also received “Certificate of Registration of the Special Resolution Confirming Alteration of Object Clause(s)” dated 17.11.2014 from Registrar of Companies, Shillong.

SHIFTING OF REGISTERED OFFICE

Registered office of the Company is presently situated in Guwahati, Assam and Corporate Office is in Delhi. Most of the shareholders of the Company, business dealings & activities of the Company take place in Delhi. Further Company is into the business(es) of Gems & Jewellery, Bullion & Commodities, etc., therefore it has been thought fit to shift the registered office of the Company from the State of Assam to Delhi for the purpose of administrative convenience, expansion, diversification, economy, etc. For aforesaid purpose a petition has already been filed to Regional Director, Shillong, for shifting of Registered office.

PARTICULARS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUT GO.

Information required to be given pursuant to this Clause are given below :

A. CONSERVATION OF ENERGY

The company did not use any energy during the year under review. Your Company is conscious about its responsibility to conserve energy, power and other energy sources wherever possible. We emphasis towards a safe and clean environment and continue to adhere to all regulatory requirements and guidelines.

B. RESEARCH & DEVELOPMENT

Your Company has not imported any technology for any research and development.

C. TECHNOLOGY ABSORPTION

Your Company has not imported any technology; however, we believe and use information technology extensively in all spheres of our activities to improve efficiency levels.

DECOROUS INVESTMENT & TRADING COMPANY LIMITED

D. FOREIGN EXCHANGE EARNINGS AND OUTGO.

Details of Foreign Exchange, Earnings & Outgo are given as below:-

	<u>31.03.2015 (Amt.)</u>	<u>31.03.2014 (Amt.)</u>
Foreign Exchange earning	Nil	Nil
Foreign Exchange outgoing	Nil	Nil

DISCLOSURES

AUDIT COMMITTEE

Composition of Audit Committee :

Sr. No.	Name of the Director	Category of Director
1.	Mr. Pankaj Aggarwal	Chairman, Non- Executive & Independent Director
2.	Mr. Raj Kumar Gupta	Executive & Non- Independent Director
3.	Ms. Lalita Mittal	Non- Executive & Independent Director

REMUNERATION AND NOMINATION COMMITTEE

Composition of Remuneration and Nomination Committee :

Sr. No.	Name of the Director	Category of Director
1.	Mr. Pankaj Aggarwal	Chairman, Non- Executive & Independent Director
2.	Ms. Lalita Mittal	Non- Executive & Independent Director
3.	Mr. Raj Kumar Gupta	Executive & Non- Independent Director

SHAREHOLDERS / INVESTORS GRIEVANCE COMMITTEE

Composition of Shareholders / Investors Grievance Committee :

Sr. No.	Name of the Director	Category of Director
1.	Mr. Raj Kumar Gupta	Chairman, Executive & Non- Independent Director
2.	Ms. Lalita Mittal	Non- Executive & Independent Director
3.	Mr. P. N. Baidya	Non- Executive & Non- Independent Director

EXTRACT OF ANNUAL RETURN

Extract of Annual Return of the Company is annexed herewith Board Report

APPRECIATION

Your Directors wish to place on record their deep thanks and gratitude to;

- The Central and State Government as well as their respective Departments and Development Authorities connected with the business of the Company, Bankers of the Company as well as Stock Exchanges & Other Institutions for their co-operation and continued support.
- The Shareholders & Others for the trust and confidence reposed and to the Customers for their valued patronage.
- The Board also takes this opportunity to express its sincere appreciation for the efforts put in by the officers and employees at all levels in achieving the results and hopes that they would continue their sincere and dedicated endeavour towards attainment of better working results during the current year.

By Order of the Board of Directors
For DECOROUS INVESTMENT & TRADING CO. LTD.

Place: New Delhi

Dated: 31.07.2015

Raj Kumar Gupta - DIN: 00074532
Whole Time Director & CFO
1/11682, Panchsheel Park,
New Delhi- 110032

DECOROUS INVESTMENT & TRADING COMPANY LIMITED

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED on 31.03.2015

[Pursuant to section 204(1) of the Companies Act, 2013 and the rules made thereunder]

To,
The Members,
Decorous Investment and Trading Company Limited

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Decorous Investment and Trading Company Limited** [CIN: L67120AS1982PLC007076] (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 my opinion thereon.

Based on our verification of the 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 starting from 01.04.2014 ended on 31.03.2015 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March 2015 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 (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with the clients/Members;; and
- (vi) Any other laws applicable on the company

We report that during the year under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

We have also examined compliance with the applicable clauses of the Listing Agreements entered into by the Company with Delhi Stock Exchange and Calcutta Stock Exchange, the trading platform is not available with the Calcutta Stock Exchange and recognition of Delhi Stock Exchange was withdrawn by the SEBI on 19th November 2014.

We further report that, there were no actions/events in pursuance of :

- a) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
- b) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- c) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

DECOROUS INVESTMENT & TRADING COMPANY LIMITED

- d) The Securities and Exchange Board of (Delisting of Equity Shares) Regulations, 2009; requiring compliance thereof by the company during the financial year and the Secretarial Standards issued by The Institute of Company Secretaries of India were not applicable during the year.

We further report that based on information provided by the company, its officers and authorized representatives during the conduct of the audit, and also on the review of quarterly compliance reports by officials of the company taken on records by the Board of Directors of the company, in my opinion, adequate systems and processes and control mechanism exist in the company to monitor and ensure compliance with applicable laws.

We further report that the compliance by the company of applicable financial laws, like direct and Indirect tax laws, has not been reviewed in this Audit since the same have been subject to review by statutory financial audit and other designated professionals.

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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.

As per the minutes of the meetings duly recorded and signed by the director/directors, the decisions of the Board were unanimous and no dissenting views have been recorded.

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.

We further report that the company allotted only 32,50,000 equity shares of Rs. 10/- each to Non –Promoters, out of the resolution passed by the shareholders in the AGM held on 29.09.2015 for issue and allot upto 36,00,000 equity shares of Rs.10/- each.

I/we further report that during the audit period the company has not indulged / involved in any matter related to the following:-

- (i) Public/Right/ debentures/sweat equity, etc.
- (ii) Redemption / buy-back of securities
- (iii) Major decisions taken by the members in pursuance to section 180 of the Companies Act, 2013
- (iv) Merger / amalgamation / reconstruction, etc.
- (v) Foreign technical collaborations etc.

Place: New Delhi
Date : 31.07.2015

1195, Gali Babu Ram,
Sita Ram Bazar,
Delhi – 110006

For **B.Bhushan & Co.**
(Company Secretaries)

Bharat Bhushan
(Proprietor)
M. No.: A31951
COP : 14469

DECOROUS INVESTMENT & TRADING COMPANY LIMITED

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31st March 2015

I. REGISTRATION AND OTHER DETAILS:

- i) CIN **L67120AS1982PLC007076**
- ii) Registration Date **22nd November, 1982**
- iii) Name of the Company **Decorous Investment & Trading Company Limited**
- iv) Category / Sub-Category of the Company **Public Company/ Limited by shares**
- v) Address of the Regd. Office **Girish Chandra Bardalai Path, Bamunimaindan, Guwahati, Assam- 781021**
- vi) contact details
- a.) Corp. Office **R-489, GF-B, Ground Floor, New Rajinder Nagar, New Delhi - 110060**
- b.) Website **www.ditco.in**
- c.) Email i.d. **decorous1982@gmail.com**
- d.) Phone No. **011-42475489, 9911223638**
- vii) Whether listed company **YES**
- 1) Delhi Stock Exchange Ltd.
(Derecognised by SEBI on 19.11.2014)**
- 2) Calcutta Stock Exchange Ltd.**
- viii) Detail of RTA
- a.) Name **Alankit Assignments Limited**
- b.) Address **R. O. IE/13, Alankit Heights, Jhandewalan Extn., New Delhi – 55
C.O. : 205-208, Anarkali Complex, Jhandewalan Extn., New Delhi – 55**
- c.) Contact **011-42541234, 011-42541960
rta@alankit.com**

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl. No.	Name and Description of main products / services	NIC Code of the Product / service	% to total turnover of the company
1	Gems & Jewellery		99.46

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

S. No.	Name and Address of the Company	CIN / GLN	Holding / Subsidiary	% of shares held	Applicable Section
	NIL				

IV. SHARE HOLDING PATTERN

(Equity Share Capital Break-up as percentage of Total Equity)

i) Category-wise Share Holding

Category Code	Category of Shareholder	No. of Shares held at the beginning of the year	% of total no. of shares	No. of Shares held at the end of the year	% of total no. of shares	% Change during the year
(A)	Shareholding of Promoter and Promoter Group					
1	Indian					
(a)	Individuals/ Hindu Undivided Family	0		0		
(b)	Central Government/ State Government(s)	0		0		
(c)	Bodies Corporate	102000	51.00	72700	2.11	[0.85]
(d)	Financial Institutions/ Banks	0		0		
(e)	Any Others(Specify)	0		0		
(e-i)						
(e-ii)						
	Sub Total(A)(1)	102000	51.00	72700	2.11	[0.85]
2	Foreign					
a	Individuals (Non-Residents Individuals/Foreign Individuals)	0		0		
b	Bodies Corporate	0		0		
c	Institutions	0		0		
d	Qualified Foreign Investor	0		0		
e	Any Others(Specify)	0		0		
e-i		0		0		
e-ii						
	Sub Total(A)(2)	0		0		
	Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)	102000	51.00	72700	2.11	[0.85]

(B) Public shareholding

1 Institutions

(a)	Mutual Funds/ UTI	0		0		
(b)	Financial Institutions / Banks	0		0		
(c)	Central Government/ State Government(s)	0		0		
(d)	Venture Capital Funds	0		0		

DECOROUS INVESTMENT & TRADING COMPANY LIMITED

(e)	Insurance Companies	0		0		
(f)	Foreign Institutional Investors	0		0		
(g)	Foreign Venture Capital Investors	0		0		
(h)	Qualified Foreign Investor	0		0		
(i)	Any Other (specify)	0		0		
(i-ii)						
(i-ii)						
	Sub-Total (B)(1)	0		0		

B 2 Non-institutions

(a)	Bodies Corporate	54000	27.00	200000	5.80	4.23
(b)	Individuals					
I	i. Individual shareholders holding nominal share capital up to ₹ 1 lakh	44000	22.00	137200	3.98	2.70
II	ii. Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	0	0	3040100	88.12	88.12
(c)	Qualified Foreign Investor					
(d)	Any Other (specify)	0		0		
(d-i)						
(d-ii)						
	Sub-Total (B)(2)	98000	49.00	3377300	97.89	95.05
(B)	Total Public Shareholding (B)= (B)(1)+(B)(2)	98000	49.00	3377300	97.89	95.05
	TOTAL (A)+(B)	200000	100.00	3450000	100.00	94.20
(C)	Shares held by Custodians and against which Depository Receipts have been issued					
1	Promoter and Promoter Group					
2	Public					
	Sub-Total (C)	0		0		
	GRAND TOTAL (A)+(B)+(C)	200000	100.00	3450000	100.00	94.20

Note: 32,50,000 equity shares allotted in Preferential Issue on 20.10.2014

DECOROUS INVESTMENT & TRADING COMPANY LIMITED

(ii) Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			%change in shareholding during the year
		No. of Shares		% of Shares Pledged / encumbered	No. of Shares		% of Shares Pledged / encumbered	
1	Aditya Estates Pvt. Ltd	24300	12.15	0	24300	0.70	0	0
2	P R Holdings Ltd	9600	4.80	0	9600	0.28	0	0
3	Buckingham Industries Ltd	9800	4.90	0	9800	0.28	0	0
4	Swagtam Trading & Services Ltd	9600	4.80	0	9600	0.28	0	0
5	Jeewan Commercial Ltd	9600	4.80	0	9600	0.28	0	0
6	Antique Holdings P Ltd	9800	4.90	0	9800	0.28	0	0
7	Grace Holdings P Ltd	9800	4.90	0	0	0	0	[0.28]
8	Pashupatinath Holdings P Ltd	9800	4.90	0	0	0	0	[0.28]
9	East West Properties P Ltd	9700	4.85	0	0	0	0	[0.28]
	TOTAL	102000	51.00		72700	2.11		

(iii) Change in Promoters' Shareholding

Sl. No.	Name of Promoter	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Grace Holdings P Ltd.				
	At the Beginning of the year	9800	4.90 % (9800*100 / 200000)	9800	4.90 % (9800*100 / 200000)
	Decrease –				
	(i) Date of Sale -28.06.2014	5000	2.50 %	0	0
	(ii) Date of Sale -30.06.2014	4800	2.40%	0	0
	At the End of the year	0	0	0	0

Sl. No.	Name of Promoter	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
2	Pashupatinath Holdings Pvt. Ltd.				
	At the Beginning of the year	9800	4.90 % (9800*100 / 200000)	9800	4.90 % (9800*100 / 200000)
	Decrease –				
	(i) Date of Sale : 28.06.2014	5000	2.50 %	0	0
	(ii) Date of Sale : 30.06.2014	4800	2.40%	0	0
	At the End of the year	0	0	0	0

DECOROUS INVESTMENT & TRADING COMPANY LIMITED

Sl. No.	Name of Promoter	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
3	East West Properties Pvt. Ltd.				
	At the Beginning of the year	9700	4.85 % (9700*100 / 200000)	9700	4.85 % (9700*100 / 200000)
	Decrease –				
	(i) Date of Sale : 28.06.2014	5000	2.50 %	0	0
	(ii) Date of Sale : 30.06.2014	4700	2.35%	0	0
	At the End of the year	0	0	0	0

**(iv) Shareholding Pattern of TOP TEN Shareholders
(other than Directors, Promoters and Holders of GDRs and ADRs):**

Sl. No.	Name of Shareholder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Sita Rani				
	At the Beginning of the year	0	0	0	0
	Increase - Shares Allotted in Preferential Issue on 20.10.2014	175000	5.07	175000	5.07
	At the End of the year	175000	5.07	175000	5.07

Sl. No.	Name of Shareholder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
2	Sumit Gupta				
	At the Beginning of the year	0	0	0	0
	Increase - Shares Allotted in Preferential Issue on 20.10.2014	175000	5.07	175000	5.07
	At the End of the year	175000	5.07	175000	5.07

Sl. No.	Name of Shareholder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
3	Amit Gupta				
	At the Beginning of the year	0	0	0	0
	Increase - Shares Allotted in Preferential Issue on 20.10.2014	170000	4.93	170000	4.93
	At the End of the year	170000	4.93	170000	4.93

DECOROUS INVESTMENT & TRADING COMPANY LIMITED

Sl. No	Name of Shareholder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
4	Richa Aggarwal	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the Beginning of the year	0	0	0	0
	Increase - Shares Allotted in Preferential Issue on 20.10.2014	170000	4.93	170000	4.93
	At the End of the year	170000	4.93	170000	4.93

Sl. No	Name of Shareholder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
5	Veena Gupta	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the Beginning of the year	0	0	0	0
	Increase - Shares Allotted in Preferential Issue on 20.10.2014	155000	4.49	155000	4.49
	At the End of the year	155000	4.49	155000	4.49

Sl. No	Name of Shareholder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
6	Madhu Mohan	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the Beginning of the year	0	0	0	0
	Increase - Shares Allotted in Preferential Issue on 20.10.2014	100100	2.90	100100	2.90
	At the End of the year	100100	2.90	100100	2.90

Sl. No	Name of Shareholder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
7	Princep Trade And Finance Private Limited	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the Beginning of the year	0	0	0	0
	Increase - Shares Allotted in Preferential Issue on 20.10.2014	100000	2.90	100000	2.90
	At the End of the year	100000	2.90	100000	2.90

DECOROUS INVESTMENT & TRADING COMPANY LIMITED

Sl. No	Name of Shareholder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
8	Rajesh Gupta	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the Beginning of the year	0	0	0	0
	Increase - Shares Allotted in Preferential Issue on 20.10.2014	100000	2.90	100000	2.90
	At the End of the year	100000	2.90	100000	2.90

Sl. No	Name of Shareholder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
9	Seema Gupta	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the Beginning of the year	0	0	0	0
	Increase - Shares Allotted in Preferential Issue on 20.10.2014	100000	2.90	100000	2.90
	At the End of the year	100000	2.90	100000	2.90

Sl. No	Name of Shareholder	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
10	Weldon Fincap Private Limited	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the Beginning of the year	0	0	0	0
	Increase - Shares Allotted in Preferential Issue on 20.10.2014	100000	2.90	100000	2.90
	At the End of the year	100000	2.90	100000	2.90

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No	Name of Director/KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
1	Amit Gupta Director – w.e.f. 29.01.2015	No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the Beginning of the year	0	0	0	0
	Increase - Shares Allotted in Preferential Issue on 20.10.2014	170000	4.93	170000	4.93
	At the End of the year	170000	4.93	170000	4.93

DECOROUS INVESTMENT & TRADING COMPANY LIMITED

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment *Amount (Rs.)*

	Secured Loans excluding deposits	Unsecured Loans / Advances	Deposits
Indebtedness at the beginning of the financial year	NIL		NIL
i) Principal Amount		79,778	
ii) interest due but not paid		0	
iii) interest accrued but not due.		0	
Total (i+ii+iii)	NIL	79,778	NIL
Change in Indebtedness during the financial year			
* Addition			
* Reduction		79,778	
Net Change	NIL	79,778	NIL
Indebtedness at the end of the Financial Year	NIL	NIL	NIL
i) Principal Amount		0	
ii) Interest due but not paid		0	
iii) Interest accrued but not due		0	
Total (i+ii+iii)	NIL	NIL	NIL

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. no	Particulars of Remuneration	Total Amount (Rs.)	
	RAJ KUMAR GUPTA - WTD & CFO	Per Month	Per Year
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	20,000	1,60,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	0	
	(c) profit in lieu of salary under section 17(3) income tax Act, 1961	0	
2	Stock Option	0	
3	Sweat Equity	0	
4	Commission - as % of Profit - Other, Specify.....	0	
5	Others, please specify	0	
	Total (A)	20,000	1,60,000
	Ceiling as per the Act		

DECOROUS INVESTMENT & TRADING COMPANY LIMITED

B. REMUNERATION TO OTHER DIRECTORS:

Sl. no	Particulars of Remuneration	Total Amount (Rs.)	
1	Independent Director *Fee for attending Board Committee Meeting * Commission *Other, Please Specify	NIL	NIL
	Total (1)	NIL	NIL
2	Other Non-Executive Directors *Fee for attending board Committee Meeting *Commission *Other, Please Specify	NIL	NIL
	Total (2)	NIL	NIL
	Total (B)=(1+2)	NIL	NIL
	Total Managerial Remuneration Overall Ceiling as per the Act	NIL	NIL

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD TOTAL (Rs.)

Sl. no		Per Month	Per Year
1	Mr. Mohit Kumar (ACS-38142) Company Secretary	15,000	30,000

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act		Appeal made, if any (Details)
A. COMPANY			
Penalty		NIL	NIL
Punishment		NIL	NIL
Compounding		NIL	NIL
B. DIRECTOR			
Penalty		NIL	NIL
Punishment		NIL	NIL
Compounding		NIL	NIL
C. OTHER OFFICERS IN DEFAULT			
Penalty		NIL	NIL
Punishment		NIL	NIL
Compounding		NIL	NIL