

FORTUNE INDUSTRIAL RESOURCES LIMITED

REGD. OFFICE:- 153/1, NIRANKARI COLONY, NEW DELHI-110009
CIN No. L51503DL1986PLC024329, PH. No. 011-27603836, FAX No. 011-27601718

Notice

NOTICE is hereby given that the **29th** Annual General Meeting of the Members of **M/s Fortune Industrial Resources Limited** will be held as schedule below:

Date : 30th September, 2015

Day : Wednesday

Time : 10:00 A.M.

Venue : 153/1, Nirankari Colony, New Delhi-110009

ORDINARY BUSINESS:


1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2015 and Profit & Loss Account for the year ended on that date together with the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a director in place of **Mr. Sanjeev Agrawal (DIN: 00282059)**, who retires by rotation and being eligible offers himself for re-appointment.
3. To re-appointment of Statutory Auditors and to fix their remuneration and, in this connection, to consider and if deemed fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the rules frame thereunder, as amended from time to time, M/s. Kamal & Co., Chartered Accountants (FRN 001033N), be and is hereby re-appointed as Statutory Auditors of the Company to hold office from the conclusion of this meeting till the conclusion of the next Annual General Meeting of the Company on such remuneration as may be fixed in this behalf by the Board of Directors of the Company."

**By Order of the Board of Directors
For Fortune Industrial Resources Limited**

For Fortune Industrial Resources Ltd.

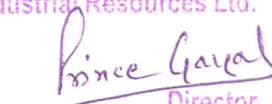
For Fortune Industrial Resources Ltd.



Rashmi Kant Mittal
(Director)

DIN: 01812102

**C-504, Brij Vihar, Link Road,
Ghaziabad- 201011,
Uttar Pradesh**



Prince Goyal
(Director)

DIN: 00954215

**A-48, Chander Nagar,
Sahibabad, Ghaziabad,
201011, Uttar Pradesh,**

Place: New Delhi

Date: 30th May, 2015

FORTUNE INDUSTRIAL RESOURCES LIMITED

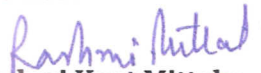
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NOTES:

- A. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (AGM) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND ON A POLL TO VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY, IN ORDER TO BE EFFECTIVE, MUST BE DEPOSITED AT THE COMPANY'S REGISTERED OFFICE, DULY COMPLETED AND SIGNED, NOT LESS THAN FORTY EIGHT HOURS BEFORE THE SCHEDULED TIME OF THE MEETING. PROXIES SUBMITTED ON BEHALF OF LIMITED COMPANIES, SOCIETIES ETC., MUST BE SUPPORTED BY APPROPRIATE RESOLUTIONS / AUTHORITY, AS APPLICABLE.
- B. The Annual Report for the year ended March 31, 2015 containing inter-alia, the Directors' Report, Annexure to Director's Report, Auditors' Report and the audited financial statements are enclosed.
- C. Members/Proxies attending the meeting are requested to bring their copy of AGM Notice to the Meeting and attendance slip duly signed so as to avoid inconvenience.
- D. Corporate Members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a Certified True Copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.

By Order of the Board of Directors
For Fortune Industrial Resources Limited

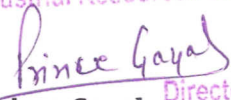
For Fortune Industrial Resources Ltd. For Fortune Industrial Resources Ltd.



Rashmi Kant Mittal
(Director)

DIN: 01812102

C-504, Brij Vihar, Link Road,
Ghaziabad- 201011,
Uttar Pradesh



Prince Goyal
(Director)

DIN: 00954215

A-48, Chander Nagar,
Sahibabad, Ghaziabad,
201011, Uttar Pradesh,

Place: New Delhi

Date: 30th May, 2015

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CIN No. L51503DL1986PLC024329, PH. No. 011-27603836, FAX No. 011-27601718

ATTENDANCE SLIP

AGM OF FORTUNE INDUSTRIAL RESOURCES LIMITED ON WEDNESDAY, 30TH SEPTEMBER 2015 AT 10:00 A.M.

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL

Name	
Address	
Folio No./D.P ID No.#	
Client ID No.#	
No of Equity shares held	
Name of the proxy holders/Authorised representative*	

Applicable for shareholders holding shares in dematerialised form

* To be filled in by proxy in case he/she attends instead of the equity shareholder

I/We hereby record my/our presence at the 29th Annual General Meeting of the Equity Shareholder(s) of Fortune Industrial Resources Limited at 153/1, Nirankari Colony, New Delhi-110009 on Wednesday, the 30th day of September, 2015 at 10:00 A.M.

Signature of the Shareholder/proxy holders/Authorised Representative

NOTES:

1. Please fill this attendance slip and hand it over at the entrance of the Hall.
2. Members/Proxy Holders/Authorised Representatives are requested to show their Photo ID Proof for attending the Meeting.
3. Authorized Representatives of Corporate Member(s) shall produce proper authorization issued in their favour.

FORTUNE INDUSTRIAL RESOURCES LIMITED

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Form No. MGT - 11

Proxy Form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]
CIN : L51503DL1986PLC024329
Name of the Company : Fortune Industrial Resources Limited
Registered Office : 153/1, Nirankari Colony, New Delhi-110009

Name of the member(s) :
Registered address :
E-mail Id :
Folio No. / Client Id :
DP ID :

I/ We, being the member(s) of ____ shares of the above named company, hereby appoint

1. Name :
Address :
E-mail Id :
Signature :or failing him
2. Name :
Address :
E-mail Id :
Signature :

As my/ our proxy to attend and vote (on a poll) for me/ us and on my/ our behalf at the 29th Annual General Meeting of the Company, to be held on Wednesday, September 30, 2015 at 10:00 A.M. at 153/1, Nirankari Colony, New Delhi-110009 and at any adjourned thereof in respect of such resolutions as are indicated below:

Resolution No: Ordinary Business

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2015 and Profit & Loss Account for the year ended on that date together with the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a director in place of Mr. Sanjeev Agrawal (DIN: 00282059), who retires by rotation and being eligible offers himself for re-appointment.
3. To re-appointment of Statutory Auditors and to fix their remuneration and, in this connection, to consider and if deemed fit, to pass with or without modifications, the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the rules frame thereunder, as amended from time to time, M/s. Kamal & Co., Chartered Accountants (FRN 001033N), be and is hereby re-appointed as Statutory Auditors of the Company to hold office from the conclusion of this meeting till the conclusion of the next Annual General Meeting of the Company on such remuneration as may be fixed in this behalf by the Board of Directors of the Company."

Signed __ day of Sept, 2015
Signature of the shareholder
Signature of the Proxy holder(s)

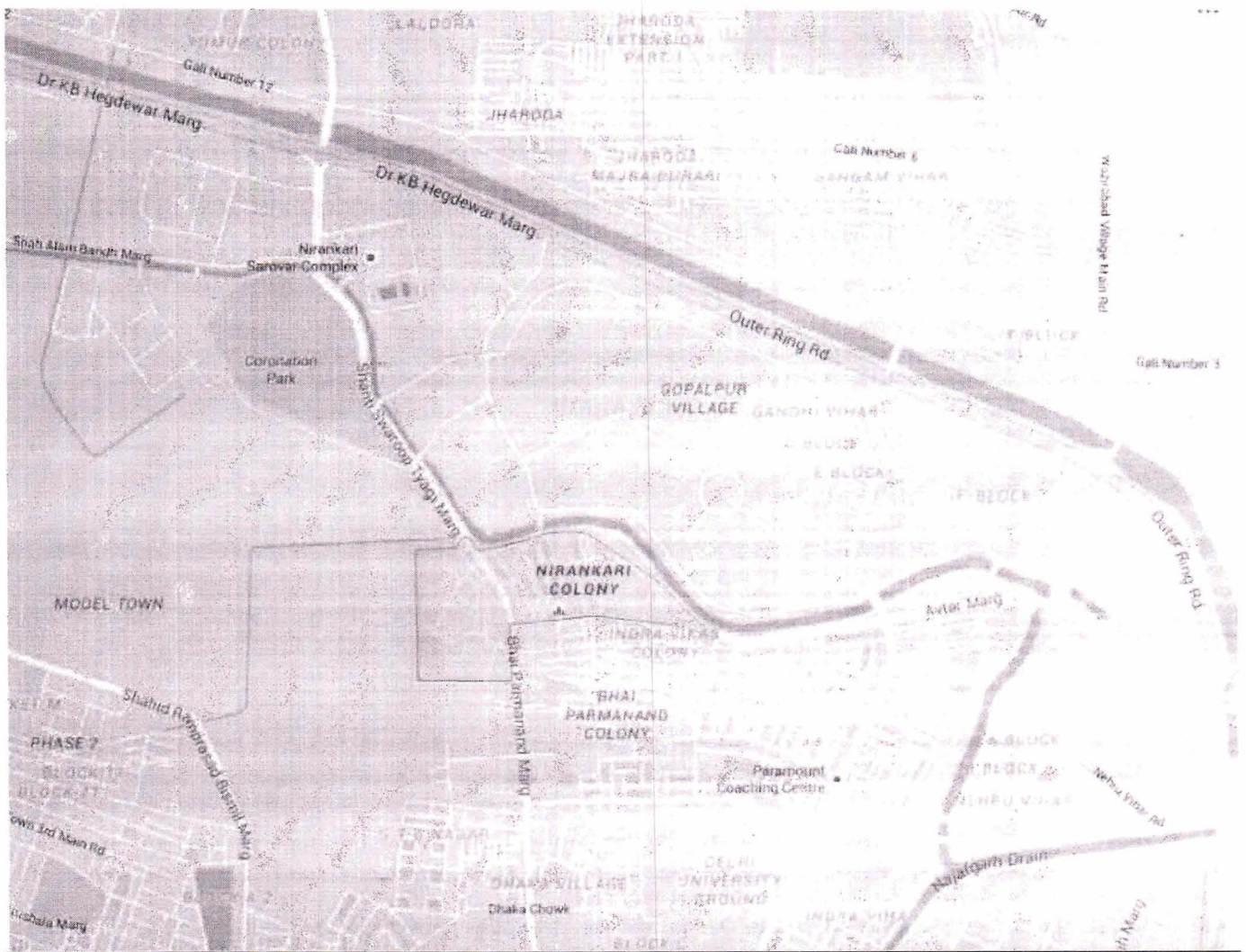
Affix Revenue Stamp

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

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Route Map



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Directors' Report

**Dear Members,
Fortune Industrial Resources Limited**

Your Directors have immense pleasure in presenting this Annual Report on the business and operation of the company together with Financial Statements of the Company for the year ended March 31, 2015.

1. EXTRACT OF ANNUAL RETURN:

The extract of annual return in Form MGT 9 as required under Section 92(3) and Rule 12 of the Companies (Management and Administration) Rules, 2014 is appended as an Annexure to this Report.

2. NUMBER OF BOARD MEETINGS CONDUCTED DURING THE YEAR:

The Board of Directors duly met **Five** times respectively on **30th May 2014, 7th June 2014, 14th August 2014, 13th November 2014, 12th February 2015** in respect of which proper notices were given and the proceedings were properly recorded in the Minutes Book maintained for the purpose.

3. DIRECTOR'S RESPONSIBILITY STATEMENT:

Pursuant to Section 134(3)(c) read with Section 134(5) of the Companies Act, 2013 the directors hereby state that:

- a) In the Preparation of the annual accounts, the applicable accounting standards issued by Institute of Chartered Accountants of India had been followed along with proper explanation relating to material departures;
- b) The directors had selected such accounting policies and applies them consistently and made judgments and estimates that are reasonable and prudent so as to give a true & Fair view of the state of affairs of the company at the end of the financial year and of the profit & 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 provision of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) The directors had prepared the annual accounts on a going concern basis and;
- e) The directors had devised proper systems to ensure compliance with the provision of all applicable laws and that such system were adequate and operating effectively.

4. AUDITORS:

M/s Kamal & Co., Chartered Accountants (FRN 001033N), who were re- appointed as the Statutory Auditors of the Company to hold office from the conclusion of this meeting till the conclusion of the next Annual General Meeting of the Company on such remuneration as may be fixed in this behalf by the Board of Directors of the Company."

5. AUDITORS' REPORT:

The observations of the Auditors in their report read together with the Notes on Accounts are self explanatory and therefore, in the opinion of the Directors, do not call for any further explanation.

6. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE BY THE COMPANY:

The company, being a Non Banking Financial Company Registered under Chapter IIIB of the Reserve Bank of India Act, 1934 (2 of 1934), thus the provisions of section 186 of the Companies Act, 2013 is not Applicable to the Company.

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7. PARTICULARS OF CONTRACT OR ARRANGEMENTS WITH RELATED PARTIES:

The Company has not entered into any related party transactions within the meaning of Section 188 of the Companies Act 2013 and the rules made thereunder.

8. FINANCIAL RESULTS:

Financial results of the Company for the year under review are summarized as below:

(in Rs.)

Particulars	Year ended 31.03.2015	Year ended 31.03.2014
Total Income	896,515	1,386,029
Less: Total Expenditure	502,086	1,310,517
Profit / (Loss) before Tax	394,294	44,913
Current Tax	53,168	23,333
Deferred Tax	--	--
Mat Credit Entitlement	--	--
Profit / (Loss) After Tax	341,126	21,580

9. PERFORMANCE REVIEW AND STATE OF COMPANY'S AFFAIRS:

During the year under review, the Company has earned a net profit after tax of **Rs. 341,126/-** as compared to the net profit after tax of **Rs. 21,580/-** in the previous year. The details of financial performance of the company are appearing in the Balance Sheet and Profit & Loss account for the year. The Company continues to take effective steps in broad-basing its range of activities. In the current year, the directors are putting up efforts to increase the earning speed and it is hope that the company will do better in current Year.

10. CHANGE IN THE NATURE OF BUSINESS

No Change in the nature of the business of the Company done during the financial year.

11. AMOUNT TRANSFERRED TO RESERVES:

During the year under review, the company has transferred **Rs. 78,886/-** to the Statutory Reserves of the Company.

12. DIVIDEND:

Keeping in view the future requirements of funds by the Company for its proposed growth and expansion, the Board expresses its inability to recommend any dividend from the available profit during the year under review.

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13. MATERIAL CHANGES:

There are no material changes and commitments, affecting the financial position of the Company between the end of the financial year of your Company.

14. CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS / OUTGO

a) **Conservation of energy:** The requirement of disclosure, in terms of Particulars with respect to conservation of energy as are required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of Companies (Accounts) Rules, 2014 regarding conservation of energy does not apply to the Company. The company has been, however, making all possible attempts to reduce energy Conservation in its operations.

b) **Technology Absorption, Adoption and Innovation:** Particulars required under Section 134(3)(m) of the Companies Act, 2013 read with Rule 8(3) of Companies (Accounts) Rules, 2014, have not been given since the company has no Research & Development activity; the point regarding technology absorption, adoption or innovation is not applicable to our company. The company has been, however, making all possible attempts to make full use of information technology in its operations.

c) **Foreign Exchange Earnings And Outgo:** The foreign exchange earnings and outgo during the year as follows:-

Foreign Exchange Earnings	NIL
Foreign Exchange Outgo	NIL

15. RISK MANAGEMENT

There have been no elements of risk which in the opinion of the Board would threaten the existence of the Company, however, the Company is been taking every possible effort to reduce or mitigate any general risk occurred / may occur, if any.

16. DIRECTORS / KMP:

During the period under review, change in Directorship in the Company is as follows

- Ms. Divya Sharma, has been appointed as an Independent Director of the Company w.e.f. 30th September, 2014.
- Mr. Mukul Chowdhary has been appointed as an Independent Director of the Company w.e.f. 30th September, 2014.
- Mr. Prince Goyal has been appointed as Managing Director of the Company w.e.f. 14th August 2014 whose appointment was further approved by shareholders in the Annual General Meeting held on 30th September 2014.

17. DETAILS OF SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES:

Currently the Company is not having any Subsidiaries, Associates or Associate Companies.

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18. DEPOSITS:

The company, being a Non Banking Financial Company Registered under Chapter IIIB of the Reserve Bank of India Act, 1934 (2 of 1934), thus the provisions of section 73 of the Companies Act, 2013 is not Applicable to the Company.

19. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS

No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

20. STATEMENT OF PARTICULARS OF EMPLOYEES:

None of the employee drew remuneration of Rs. 60,00,000/- or more per annum or Rs. 5,00,000/- per month during the financial year 2014-2015. This information is furnished with respect to with respect to Rule 5 of Companies (Appointment And Remuneration) Rules, 2014 forming part of the Directors' Report.

21. PREVENTION OF SEXUAL HARRASMENT AT WORKPLACE:

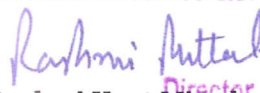
No complaints had been received during the financial year ended 31st March, 2015 as per The Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013.

22. ACKNOWLEDGEMENT:

The Board acknowledges with gratitude the co-operation and assistance provided by the company's bankers, financiers, government and non-government agencies. The relationship with the employees remained cordial and your director's wish to place on record their appreciation of the contribution made by the employees at all levels. The directors also wish to thanks the shareholders for their continued support and faith reposed in the Company.

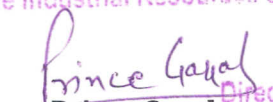
By Order of the Board of Directors
For Fortune Industrial Resources Limited

For Fortune Industrial Resources Ltd. For Fortune Industrial Resources Ltd.


Rashmi Kant Mittal
(Director)

DIN: 01812102

C-504, Brij Vihar, Link Road,
Ghaziabad- 201011,
Uttar Pradesh


Prince Goyal
(Director)

DIN: 00954215

A-48, Chander Nagar,
Sahibabad, Ghaziabad,
201011, Uttar Pradesh,

Place: New Delhi

Date: 30th May, 2015

FORTUNE INDUSTRIAL RESOURCES LIMITED

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CIN No. L51503DL1986PLC024329, PH. No. 011-27603836, FAX No. 011-27601718

Annexure to Director's Report

FORM NO. MGT-9

Extract of Annual Return as On The Financial Year Ended On 31st March, 2015

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

S. No.	CIN	L51503DL1986PLC024329
1.	Registration Date	28/05/1986
2.	Name of the Company	FORTUNE INDUSTRIAL RESOURCES LIMITED
3.	Category / Sub-Category of the Company	Company Limited by Shares
4.	Address of the Registered office and contact details	153/1, Nirankari Colony, New Delhi-110009 Contact: 011-27603836
5.	Whether listed company	Company was listed on DSE but the exchange got derecognized
6.	Name, Address and Contact details of Registrar and Transfer Agent, if any	N.A.

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:-

Sr. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
NIL			

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name And Address of the Company	CIN/GLN	Holding/ Subsidiary /Associate	% of shares held	Applicable Section
NIL					

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

(i) *Category-wise Share Holding*

[illegible]

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b) Other-Individuals	--	--	--	--	--	--	--	--	--
c) Bodies Corp.	--	--	--	--	--	--	--	--	--
d) Banks / FI	--	--	--	--	--	--	--	--	--
e) Any Other....	--	--	--	--	--	--	--	--	--
Sub-total (A)(2):-	--	--	--	--	--	--	--	--	--
Total Shareholding of Promoter (A) = (A)(1)+ (A)(2)	616,300	--	616,300	61.63	616,300	--	616,300	61.63	--
B. Public Shareholding	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
1. Institutions									
a) Mutual Funds	--	--	--	--	--	--	--	--	--
b) Banks / FI	--	--	--	--	--	--	--	--	--
c) Central Govt	--	--	--	--	--	--	--	--	--
d) State Govt(s)	--	--	--	--	--	--	--	--	--
e) Venture Capital Funds	--	--	--	--	--	--	--	--	--
f) Insurance Companies	--	--	--	--	--	--	--	--	--
g) FIIs	--	--	--	--	--	--	--	--	--
h) Foreign Venture Capital Funds	--	--	--	--	--	--	--	--	--
i) Others (specify)	--	--	--	--	--	--	--	--	--
Sub-total (B)(1)	--	--	--	--	--	--	--	--	--
2. Non Institutions									
a) Bodies Corp.	--	--	--	--	--	--	--	--	--
i) Indian	--	48,000	48,000	4.80	--	48,000	48,000	4.80	--
Overseas	--	--	--	--	--	--	--	--	--
(b) Individuals									
(i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	--	189,300	189,300	18.93	--	189,300	189,300	18.93	--
(ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	--	146,400	146,400	14.64	--	146,400	146,400	14.64	--
(c) Others(Specify)	--	--	--	--	--	--	--	--	--
Sub-total (B)(2)	--								
Total Public Shareholding (B)=(B)(1)+ (B)(2)	--	383,700	383,700	38.37	--	383,700	383,700	38.37	--
C. Shares held by Custodian for GDRs & ADRs	--	--	--	--	--	--	--	--	--
Grand Total (A+B+C)	616,300	383,700	383,700	100.00	616,300	383,700	383,700	100.00	--

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ii) Shareholding of Promoters

Sr. 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 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.	Sanjeev Agarwal	420,500	42.05	--	420,500	42.05	--	--
2.	Deepti Agarwal	95,800	9.58	--	95,800	9.58	--	--
3.	Prabha Rani Agarwal	100,000	10.00	--	100,000	10.00	--	--
	Total	616,300	61.63	--	616,300	61.36	--	--

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

Sr. No.		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.	At the beginning of the year	No Change			
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
3.	At the End of the year				

iv) Shareholding Pattern of top ten shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

Sr. no	For each of the top ten shareholders	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
	At the beginning of the year				
	1. Mukesh Agrawal	69,200	6.92	69,200	6.92
	2. Sapbelle Trade Links Private Limited	48,000	4.80	48,000	4.80
	3. Om Prakash Verma	47,000	4.70	47,000	4.70
	4. Ashok Saxena	15,000	1.50	15,000	1.50
	5. Jeewan Das	9,800	0.98	9,800	0.98
	6. A. Mohit	8,800	0.88	8,800	0.88
	B.Hukumchand	8,800	0.88	8,800	0.88
	7. Rakesh	8,700	0.87	8,700	0.87
	8. Darshan Kumar	8,600	0.86	8,600	0.86

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	9. Radhey Shyam	7,800	0.78	7,800	0.78
	10. Davinder Kapil	7,500	0.75	7,500	0.75
2.	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):				
	1. Mukesh Agrawal	--	--	69,200	6.92
	2. Sapbelle Trade Links Private Limited	--	--	48,000	4.80
	3. Om Prakash Verma	--	--	47,000	4.70
	4. Ashok Saxena	--	--	15,000	1.50
	5. Jeewan Das	--	--	9,800	0.98
	6. A. Mohit	--	--	8,800	0.88
	B.Hukumchand	--	--	8,800	0.88
	7. Rakesh	--	--	8,700	0.87
	8. Darshan Kumar	--	--	8,600	0.86
	9. Radhey Shyam	--	--	7,800	0.78
	10. Davinder Kapil	--	--	7,500	0.75
3.	At the End of the year (or on the date of separation, if separated during the year)				
	1. Mukesh Agrawal	69,200	6.92	69,200	6.92
	2. Sapbelle Trade Links Private Limited	48,000	4.80	48,000	4.80
	3. Om Prakash Verma	47,000	4.70	47,000	4.70
	4. Ashok Saxena	15,000	1.50	15,000	1.50
	5. Jeewan Das	9,800	0.98	9,800	0.98
	6. A. Mohit	8,800	0.88	8,800	0.88
	B.Hukumchand	8,800	0.88	8,800	0.88
	7. Rakesh	8,700	0.87	8,700	0.87
	8. Darshan Kumar	8,600	0.86	8,600	0.86
	9. Radhey Shyam	7,800	0.78	7,800	0.78
	10. Davinder Kapil	7,500	0.75	7,500	0.75

v) Shareholding of Directors and Key Managerial Personnel:

Sr. no	For each of the directors and Key Managerial Personnel	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.	At the beginning of the year				
	1. Sanjeev Agrawal	420,500	42.50	420,500	42.50
	2. Prince Goyal	--	--	--	--
	3. Divya Sharma	--	--	--	--
	4. Mukul Chowdhary	--	--	--	--
	5. Rashmi Kant Mittal	15,200	1.52	15,200	1.52
2.	Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g.				

FORTUNE INDUSTRIAL RESOURCES LIMITED

REGD. OFFICE:- 153/1, NIRANKARI COLONY, NEW DELHI-110009

CIN No. L51503DL1986PLC024329, PH. No. 011-27603836, FAX No. 011-27601718

	allotment / transfer / bonus / sweat equity etc):				
	1. Sanjeev Agrawal	--	--	420,500	42.50
	2. Prince Goyal	--	--	--	--
	3. Divya Sharma	--	--	--	--
	4. Mukul Chowdhary	--	--	--	--
	5. Rashmi Kant Mittal	--	--	15,200	1.52
3.	At the End of the year (or on the date of separation, if separated during the year)				
	1. Sanjeev Agrawal	420,500	42.50	420,500	42.50
	2. Prince Goyal	--	--	--	--
	3. Divya Sharma	--	--	--	--
	4. Mukul Chowdhary	--	--	--	--
	5. Rashmi Kant Mittal	15,200	1.52	15,200	1.52

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment:

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	5,602,795	--	--	5,602,795
ii) Interest due but not paid				
iii) Interest accrued but not due				
Total (i+ii+iii)	5,602,795	--	--	5,602,795
Change in Indebtedness during the financial year				
- Addition	--	--	--	--
- Reduction	(5,602,795)	--	--	(5,602,795)
Net Change	--	--	--	--
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)	--	--	--	--

FORTUNE INDUSTRIAL RESOURCES LIMITED

REGD. OFFICE:- 153/1, NIRANKARI COLONY, NEW DELHI-110009
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VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
	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	Not Applicable	
	Stock Option		
	Sweat Equity		
	Commission - as % of profit - others, specify...		
	Others, please specify		
	Total (A)		
	Ceiling as per the Act		

B. Remuneration to other Directors

Sl. No.	Particulars of Remuneration	Name of Directors	Total Amount
	<u>Independent Directors</u> • Fee for attending board committee meetings • Commission • Others, please specify	Not Applicable	
	Total (1)		
	<u>Other Non-Executive Directors</u> • 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

Sl. no.	Particulars of Remuneration	Key Managerial Personnel
		Total
	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	

FORTUNE INDUSTRIAL RESOURCES LIMITED

REGD. OFFICE:- 153/1, NIRANKARI COLONY, NEW DELHI-110009

CIN No. L51503DL1986PLC024329, PH. No. 011-27603836, FAX No. 011-27601718

(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Not Applicable
(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	
Stock Option	
Sweat Equity	
Commission - as % of profit - others, specify...	
Others, please specify	
Total	

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	--	--	--	--	--
Punishment	--	--	--	--	--
Compounding	--	--	--	--	--
B. Directors					
Penalty	--	--	--	--	--
Punishment	--	--	--	--	--
Compounding	--	--	--	--	--
C. Other Officers In Default					
Penalty	--	--	--	--	--
Punishment	--	--	--	--	--
Compounding	--	--	--	--	--

**By Order of the Board of Directors
For Fortune Industrial Resources Limited**

For Fortune Industrial Resources Ltd For Fortune Industrial Resources Ltd.

Rashmi Mittal

Rashmi Kant Mittal
(Director)

DIN: 01812102

C-504, Brij Vihar, Link Road,
Ghaziabad- 201011,
Uttar Pradesh

Prince Goyal

Prince Goyal
(Director)

DIN: 00954215

A-48, Chander Nagar,
Sahibabad, Ghaziabad,
201011, Uttar Pradesh,

Place: New Delhi

Date: 30th May, 2015

Kamal & Co.

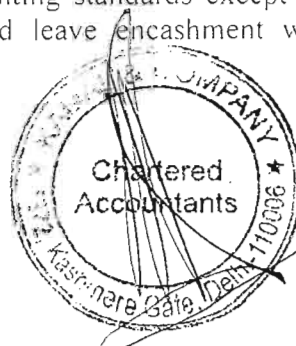
CHARTERED ACCOUNTANTS
1372, Kashmere Gate, Delhi-110006
Phones : 23957796, 23960247, 23940661
Fax : 011-23926325

AUDITORS REPORT

1. We have audited the annexed Balance Sheet of Messrs FORTUNE INDUSTRIAL RESOURCES LIMITED, DELHI as at 31st March 2015 and also the annexed Profit & Loss Account of the Company for the year ended on that date annexed there to. These Financial statements are the responsibility of the Company's management. Our responsibility is to express our opinion on these financial statements based on our audit.

We have conducted our audit in accordance with the auditing standards generally accepted in India. These standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatements. Our audit includes examining on test basis evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the management as well as evaluating the over all financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

2. As required by the COMPANIES (AUDITORS REPORT) (AMENDMENT) ORDER, 2004 (CARO) issued by the Central Government of India in terms of Section 227 (4A) of the Companies Act, 1956, we enclose in Annexure a statement on the matters specified in the paragraph 4 & 5 of the said order to the extent applicable to the company.
3. Further to our comments into annexure referred to in paragraph above. 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 of account made available to us.
 - c) The Balance Sheet and Profit & Loss Account dealt with the report are in agreement with the books of accounts.
 - d) In our opinion the profit and loss account and the Balance Sheet dealt with by this report comply with the accounting standards except Accounting Policy Note No. 1.2 on gratuity and leave encashment which is on payment basis.



- e) On the basis of written representation from the Directors as on 31.03.2015 and taken on record by the Board of Directors we report that none of the Directors are disqualified as on 31.03.2015 from being appointed as Directors in terms of clause (g) of Sub Section (1) of Section 274 of the companies Act 1956.
- f) In our opinion and to the best of our information and according to the explanations given to us the accounts read together with the notes thereon and particularly note No. 1.1 on the valuation of investment stocks given the information required by the Companies Act. 1956, in the manner so required and give a true and fair view:
- I. In the case of Balance Sheet, of the state of affairs of the company as at 31st March 2015 and:
 - II. In the case of the Profit & Loss Account, of the Profit for the year ended on that date.

Kamal Kishore

Place: 1372, KASHMERE GATE, DELHI-110006

Date: THIS 30TH DAY OF MAY 2015.

FOR KAMAL & COMPANY
CHARTERED ACCOUNTANTS
MEMBERSHIP NO.12738



Kamal & Co.

CHARTERED ACCOUNTANTS
1372, Kashmere Gate, Delhi-110006
Phones : 23957796, 23960247, 23940661
Fax : 011-23926325

ANNEXURE REFERRED TO IN PARAGRAPH 2 OF OUR REPORT OF EVEN DATE ON ACCOUNTS OF M/S. FORTUNE INDUSTRIAL RESOURCES LIMITED, DELHI FOR THE YEAR ENDED MARCH 31, 2015.

- 1) The company has maintained proper record showing full particulars including quantitative details and situation of fixed assets. Asset has been physically verified by the management. In our opinion the physically verification being conducted from time to time by the company appears to be reasonable having regard the size of the company and nature of asset. No discrepancy was notice in this regard.
- 2) Company is maintaining proper records of inventory of investment share in stock and no discrepancies noticed during the physical verification between physical stock and book records.
- 3) The provision regarding granting of loan or raising loan from parties listed in the Register maintained u/s 301 of the Companies Act, 1956 is not applicable as no such loans granted/accepted from such parties during the year.
- 4) In our opinion and according to the information and explanations given to us, there are adequate internal control procedures commensurate with the size of the company and nature of business with regard to the inventory of shares. During the course of our audit we have not observed any continuing failure to correct major weakness in internal controls.
- 5) According to information and explanations given to we are of the opinion that the transactions that need to be entered in the related party's register being maintained u/s 301 of the companies Act, 1956, have been entered.
- 6) The company has not invited any deposits from public falling under section 58A and 58AA of Companies Act, 1956 read with the companies (Acceptance of Deposits) Rule 1975, hence this provision is not applicable to the company. Board of Directors of the company had passed the resolution on 4.4.2004 for non-acceptances of any Public Deposit without the approval of R.B.I.
- 7) In our opinion present system of internal audit in the company is adequate and is commensurate with the size and nature of its business.
- 8) Provision regarding maintenance of cost records under section 209 (1) (d) is not applicable to this company.



- 9) Provision regarding Govt. Dues is not applicable as Govt. Dues were deposited without delays.
- 10) Provision regarding accumulated losses is not applicable to the company.
- 11) Provision regarding default on repayment of Term Loan Installment to Financial Institutions / Banks is not applicable to this company as no such loan availed.
- 12) Provision regarding maintenance of adequate records for pledge of shares, debentures and other securities is not applicable to the company as no such loans granted by the company.
- 13) In our opinion company is not a chit fund or Nidhi/Mutual benefit company. hence Clause 4(XIII) of the Companies (Auditors Report) order 2003 are not applicable to this company.
- 14) The company is maintaining proper records for investment shares. Timely entries for such transactions are being made in the records maintained and the share scripts have been held by the company in its own name.
- 15) Provision regarding Corporate guarantees on behalf of parties listed under 301 of the Company Act is not applicable to the company as no such guarantee given.
- 16) Provision regarding end use of Term Loans is not applicable to this company as no such loan raised.
- 17) Provisions regarding information on debenture issued and securities created is not applicable to this company as no such transaction has been taken place during the year.
- 18) Provision regarding end use of public issue money is not applicable as no such money raised during the year by the company.
- 19) During the course of our examination of the Books and Records of the company. carried out in accordance with the generally accepted audit practices in India and according to the information and explanations given to us we have neither come across instances of material fraud on or by the company. noticed or reported during the year nor have we been informed of such cases by the management.



- 20) According to the information and explanations given to us and on over all examination of the Balance Sheet of the company, we report that no long term funds have been used to finance short term assets, except permanent working capital. No funds raised on short term basis have been used for long term investment.
- 21) Company has complied with the prudential norms relating to income recognition. Accounting standards and for provisioning for bad & doubtful debts. During the year ending 31.03.2015 no provision has been made in view of no advance/ debt or sundry Debtor being doubtful.
- 22) Company continued to hold group companies shares as long term Investment and has not traded in group companies shares during the year. Further company has through a board resolution identified the group companies but holding is below 90% limit prescribed.
- 23) During the year company has created statutory reserve from the financial year 2000-01 onwards as required by the Reserve Bank of India in terms of compliance to the provision of section 45 (IC) of Non Banking Financial Companies Auditors report (Reserve Bank) directions 1998.

Place: 1372, KASHMERE GATE, DELHI-110006
Date: THIS 30TH DAY OF MAY 2015.

Kamal Kishore

FOR KAMAL & COMPANY
CHARTERED ACCOUNTANTS
MEMBERSHIP NO.12738



MESSERS FORTUNE INDUSTRIAL RESOURCES LIMITED, DELHI

Note. No.1- Significant Accounting Policies:-

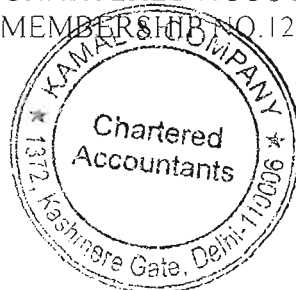
- 1.1 Share held under investment are valued at cost.
- 1.2 As per practice the liability on account of gratuity / leave encashment was on payment basis. However, the company is proposing to take up insurance policy on this account
- 1.3 Company is maintaining accounts on mercantile basis with interest income on accrued basis.
- 1.4 Current Assets. Loans and Advances have a value on realization in the ordinary course of business at least equal to the amounts at which they are stated in the Balance sheet and provision for all known liabilities have been made.
- 1.5 Previous year figures have been regrouped / rearranged to make them comparable wherever the same was necessary.
- 1.6 Company has paid Compensation on Share money refund during the year in settlement of refund share money account to the applicant.
- 1.7 Company has acquired 50% shareholding in M/s Mandrin Buildwell (P) Ltd. holding farms land at Delhi.
- 1.8 Contingent Liability
- a) Any demand that may be raised by the Income Tax authorities of final disposal of assessment. Assessments for the year 2014-2015 pending.
- b) In respect of Dividend arrears on preference shares.


DIRECTOR


DIRECTOR

Place: 1372, KASHMERE GATE, DELHI-110006
Date: THIS 30TH DAY OF MAY 2015


FOR KAMAL & COMPANY
CHARTERED ACCOUNTANTS
MEMBERSHIP NO. 12738



MESSRS FORTUNE INDUSTRIAL RESOURCES, LIMITED, DELHI

BALANCE SHEET AS AT 31ST MARCH, 2015.

PARTICULARS	NOTE No.	AS AT 31ST MARCH 2015	AS AT 31ST MARCH 2014
I. EQUITY AND LIABILITIES			
1) Shareholder's Fund			
a) Share Capital	2.1	11,000,000	11,000,000
b) Reserve & Surplus	2.2	102,386,366	102,045,241
2) Non Current liabilities			
a) Long-term borrowings	2.3	-	5,602,795
2) Current liabilities	2.4		
a) Trade payables		494,827	363,066
b) Other current liabilities		29,225	2,223,208
c) Short-term provisions (Income Tax)		76,501	23,333
Total		113,986,919	121,257,643
II. ASSETS			
1) Current assets	2.5		
a) Current Investments		105,255,498	105,255,498
b) Cash and Cash Equivalents		8,517,586	15,863,562
c) Other current assets		213,835	138,583
Total		113,986,919	121,257,643
Significant Accounting Policies and Notes to Accounts	1 & 2		

Rince Goyal

DIRECTOR

Rashmi Mittal
DIRECTOR

THIS IS THE BALANCE SHEET REFERRED TO IN OUR REPORT OF EVEN DATE.

Kamal Kishore

PLACE : 1372, Kashmere Gate, Delhi - 110 006

DATED : This 20th day of May 2015.

for KAMAL & COMPANY

CHARTERED ACCOUNTANTS

M.N.012738



MESSRS FORTUNE INDUSTRIAL RESOURCES LIMITED, DELHI
STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDING 31ST MARCH, 2015.

PARTICULARS	NOTE No.	AS AT 31ST MARCH 2015	AS AT 31ST MARCH 2014
Revenue from operation	2.6	752,515	1,385,829
Other Income	2.7	144,000	200
Total Revenue		896,515	1,386,029
Expenses:-	2.8		
- Employee benefits expenses		144,741	144,825
- Finance Cost		31,775	602,795
- Other expenses		325,570	562,897
Total Expenses		502,086	1,310,517
Profit before extraordinary items and tax		394,429	75,512
Less: Extraordinary items		135	30,599
Profit before tax		394,294	44,913
Tax Expenses			
1) Current Tax		53,168	23,333
2) Deferred Tax		-	-
Profit/(Loss) for the period		341,126	21,580
Contribution for Statutory Reserve Fund		78,886	15,102
Net Profit carried to Reserve & Surplus		262,240	6,478
Earning per equity share:			
1) Basic		0.34	0.02
2) Diluted		0.34	0.02
See accompanying notes to the financial statements			

Prince Goyal
DIRECTOR

Rashmi Mittal
DIRECTOR

THIS IS THE PROFIT AND LOSS ACCOUNT REFERRED TO IN OUR REPORT OF EVEN DATE.

Kamal Kishore

PLACE : 1372, Kashmere Gate, Delhi - 110 006

DATED : This 30th day of May 2015

for KAMAL & COMPANY

CHARTERED ACCOUNTANTS

M.N.012738



Notes forming part of the Financial Statements

	Amount (Rs.)	Amount (Rs.)
Particulars	31.03.2015	31.03.2014

NOTES- 2.1**Share Capital**Authorized Share Capital

29,00,000 Equity Share of Rs. 10 each	29,000,000	29,000,000
1,00,000 Preference Share of Rs. 10 each	1,000,000	1,000,000
Total	30,000,000	30,000,000

Issued, Subscribed and Paid Up Share Capital

10,00,000 Equity Share of Rs. 10 each	10,000,000	10,000,000
1,00,000 Preference Share of Rs. 10 each	1,000,000	1,000,000
Total	11,000,000	11,000,000

Per Value of Each Share **10/-** **10/-**

The reconciliation of the number of shares outstanding and the amount of share capital as at March 31, 2013 and March 31, 2012 is set out below:

No. of Shares Outstanding at the beginning	1100000	1100000
Add: Shares issued during the year	-	-
No. of Shares Outstanding at the end	1100000	1100000

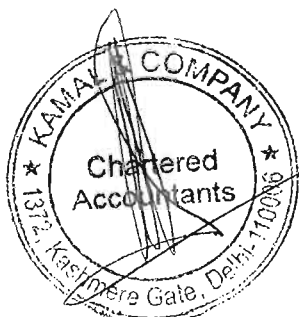
The details of shareholders holding more than 5% shares is as follows

Name of the shareholders	As at 31 March 2015		As at 31 March 2014	
	No. of Shares	% held	No. of Shares	% held
Mr. Sanjeev Agarwal	420,500	38.23	420,500	38.23
Mrs. Prabha Agarwal	100,000	9.09	100,000	9.09
Mrs. Deepit Agarwal	95,800	8.71	95,800	8.71
Mr. Mukesh Agarwal	69,200	6.29	69,200	6.29

NOTES- 2.2**Reserves & Surplus****-Profit & Loss A/c**

Opening Balance	9,472,793.67	9,466,316
Profit/(Loss) during the year	262,240	6,478
Total Profit & Loss A/c	9,735,033	9,472,794
- Statutory Reserve Fund	3,651,333	3,572,447
- Security Premium	89,000,000	89,000,000
	102,386,366	102,045,241

Prince Goyal



NOTES- 2.3**Non Current Liabilities****Secured Loan**

Demand Loan	-	5,602,795
(Secured against pledge of FDR of the company with bank)		
	-	5,602,795

NOTES- 2.4**Current Liabilities****Trade Payable**

Sundry Creditors	466,327	261,942
Expenses Payable	28,500	101,124
	494,827	363,066

Other Current Liabilities

Cheque Issued	24,000	2,210,287
TDS Payable	5,225	12,921
	29,225	2,223,208

Short Term Provisions

Provision for Income Tax	76,501	23,333
	76,501	23,333

NOTES- 2.5**Current Assets****Current Investments**

Investment in Property	648,101	648,101
Investment in Shares (Unquoted at Cost)	104,607,397	104,607,397
	105,255,498	105,255,498

Cash and Cash Equivalents

Cash/Imprest In Hand	63,217	245,711
<u>Balance in Current Account</u>		
- With Scheduled Bank	45,048	48,487
- Fixed Deposit Account	6,500,000	12,600,000
- FDR Interest Recoverable	1,909,321	2,969,364
-Cheques in Hand	-	-
	8,517,586	15,863,562

Other Current Assests

Advance Tax/TDS Recoverable	213,835	138,583
	213,835	138,583

Prince Goyal



NOTES- 2.6**Revenue From Operation**

Interest on Fixed Deposit	752,515	1,385,829
	<u>752,515</u>	<u>1,385,829</u>

NOTES- 2.7**Other Income**

Rent Received	144,000	200
	<u>144,000</u>	<u>200</u>

NOTES- 2.8**Expenses****Employee Benefits Expenses**

Salary	144,000	144,000
Staff Welfare	741	825
	<u>144,741</u>	<u>144,825</u>

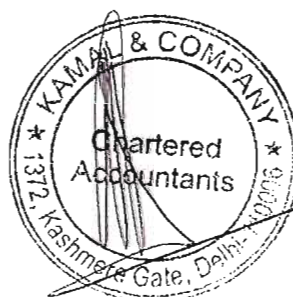
Finance Cost

Interest on Demand Loan	<u>31,775</u>	<u>602,795</u>
-------------------------	---------------	----------------

Other Expenses

Audit Fees	28,500	112,360
Cost of Advertising	56,105	60,627
Bank Interest & Charges	419	174
Conveyance	6,070	6,255
Fees & Taxes	71,354	21,345
Legal & Professional Charges	119,439	156,743
Office Rent & Maintenance	42,000	204,000
Postage & Telegram	500	250
Printing & Stationary	1,173	1,133
Miscellaneous	10	10
	<u>325,570</u>	<u>562,897</u>

Prince Goyal



Note No.-2.9 Related Party Transaction

Investment in Shares held as on 31st March 2015

M/s Moon Beverages Limited		
292400 equity shares @ Rs.10/- per shares fully paidup	2,924,000	2,924,000
M/s Saptrishi Finance Limited		
104300 equity shares @ Rs.10/- per shares fully paidup	183,397	183,397
M/s PNR Systems (P) Ltd		
315000 equity shares @ Rs.10/- per shares fully paidup at premium of Rs.210/- per shares	69,300,000	69,300,000
M/s Gemini Builtech		
68000 equity shares @ Rs.10/- per shares fully paidup at premium of Rs.90/- per shares	6,800,000	6,800,000
M/s Himachal Alkalies Limited		
45000 equity shares @ Rs.10/- per shares fully paidup at premium of Rs.110/- per shares	5,400,000	5,400,000
M/s Mandrin Buildwell (P) Ltd		
5000 equity shares @ Rs.3990/- per shares fully paidup at premium of Rs.10/- per shares	20,000,000	20,000,000

Prince Goyal



FORTUNE INDUSTRIAL RESOURCES LIMITED, DELHI

(SCHEDULE OF INVESTMENTS IN SHARES)

FORMING PART OF THE BALANCE SHEET AS AT 31ST MARCH 2015

S.NO.	NAME OF COMPANY	PREVIOUS YEAR ENDING		CURRENT YEAR ENDING	
		31ST MARCH, 2015		31ST MARCH, 2014	
		NO. OF SHARES	VALUE	NO. OF SHARES	VALUE
1	M/s Moon Beverages Limited	292400	2924000.00	292400	2924000.00
2	M/s Saptrishi Finance Limited	104300	183397.00	104300	183397.00
3	M/s PNR Systems (P) Ltd	315000	69300000.00	315000	69300000.00
4	M/s Gemini Buildtech	68000	6800000.00	68000	6800000.00
5	M/s Himachal Alkalies Limited	45000	5400000.00	45000	5400000.00
6	M/s Mandrin Buildwell (P) Ltd	5000	20000000.00	5000	20000000.00
Total			104607397.00		104607397.00

Pooja Goyal

DIRECTOR

Rashmi Mittal

DIRECTOR

This is the schedule of Investment referred to in our report of even date.

Kamal Kishore

PLACE: 1372, KASHMERE GATE, DELHI-110006

DATED This 30th day of May 2015

For Kamal & Company
Chartered Accountants
M. No. : 012738

