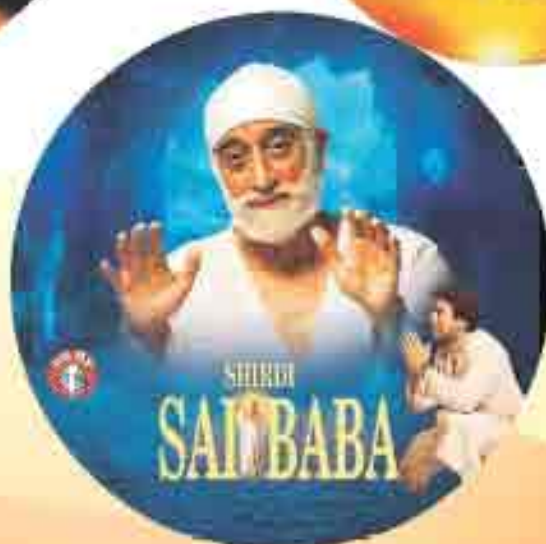
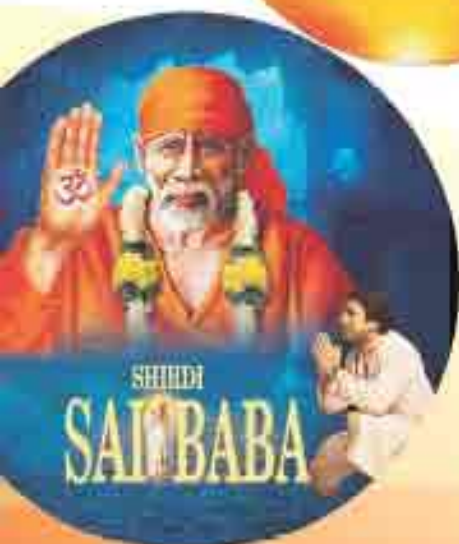


Orient Tradelink Ltd.

ANNUAL REPORT 2017-18





- Merchandising
- Advertising
- Motion Pictures
- Serials
- Events
- Sports Management



Regd. Office: OFFICE ADDRESS: 801-A, 8TH FLOOR, MAHALAYA COMPLEX,
OPP: HOTEL PRESIDENT, B/H. FAIRDEAL HOUSE,
SWASTIK CROSS ROADS, OFF: C.G.ROAD,
NAVRANGPURA, AHMEDABAD: 380 009. **Tel:**30025866

E-Mail: orient.tradelink@gmail.com, **Website:** www.orienttradelink.in

BOARD OF DIRECTORS

Mr. Aushim Parshottam Khetarpal
Ms. Anita Khetarpal
Mr. Sunil Arora
Mr. Mahesh Kumar Verma
Mr. Mukesh Bhatnagar

Managing Director
Director
Director
Additional Director
CEO

AUDITORS

Mittal Nirbhay & Co. Chartered Accountants
36, 2nd Floor, Gola Market, Behind Golcha Cinema,
Daryaganj, New Delhi-110002

SECRETARIAL AUDITORS

V Kumar & Associates

Company Secretaries
15/18 Basement, West Patel Nagar
Delhi-110008
Mail: csvivekkumar@gmail.com

REGISTRAR AND TRANSFER AGENT

Skyline Financial Services Pvt. Ltd
D-153, 1st Floor,
Okhla Industrial Area, Phase-I,
New Delhi – 110020

BANKERS

HDFC Bank Limited B-40,
Amar Colony, Lajpat Nagar
IV New Delhi-110024

REGISTERED OFFICE

801-A, 8th Floor, Mahalay Building,
Behind Fairdeal House, Off: C.G.
Road, Swastik Cross Roads Navrangpura Ahmedabad
Gujarat 380009
E-mail: orienttradelink@gmail.com
Phone no – 91-079-26447709

CORPORATE OFFICE

141A, Ground Floor, Shahpur Jat, New Delhi-110049

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NOTICE

Notice is hereby given that the 24th Annual General Meeting of the Shareholders of M/s Orient Tradelink Limited will be held at Hotel Comfort inn President, Opposite Municipal Market, Swastik Cross Roads, Navrangpura, Ahmedabad: 380009 on Friday, 28th September, 2018 at 03.30 P.M to transact the following business:

ORDINARY BUSINESS:

1. To consider and adopt the Balance Sheet of the Company as on 31st March, 2018 and Profit and Loss Account for the year ended on that date together with Reports of Auditors and Directors thereon.
2. To consider and, if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:-

“RESOLVED THAT pursuant to the provisions of Sections 139 and all other applicable provisions, if any, of the Companies Act, 2013 Read with rules under the Companies (Audit and Auditors) Rules, 2014, as amended from time to time the Company hereby re-appoint M/s Mittal Nirbhay & Co, Chartered Accountants, having office at 36, 2nd Floor, Gola Market, Behind Golcha Cinema, Daryaganj, New Delhi-110002, as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of next AGM of the Company to be held in the year 2023 at such remuneration plus GST , out-of pocket, other expenses, etc., as may be approved by the Board of Directors of the Company.”

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

“RESOLVED THAT pursuant to the provisions of Section 138 of the Companies Act 2013 read with Rule 13 of the Companies (Accounts) Rules, 2014 and other applicable provisions if any of the Companies Act, 2013, the consent of the Board of Directors be and is hereby accorded for the appointment of M/s AM Sharma & Associates having office at SCO 32, Balaji Complex, Laxmi Nagar, as the Internal Auditor of the Company for the Financial Year 2018-2019 at such remuneration as may be mutually agreed upon between the Board of Directors of the Company and Internal Auditor.”

SPECIAL BUSINESS

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

“RESOLVED THAT pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and Articles Of Association of the company, Mr. Mahesh Kumar Verma (DIN: 07892196) who was appointed as an Additional Director at the meeting of the Board of Directors of the Company held on 1st August 2017 and who holds office up to the date of ensuing Annual General Meeting of the Company and in respect of whom a notice has been received from the member in writing, under section 160 of the Companies Act, 2013 along with requisite deposit proposing his candidature for the office of director be and is hereby appointed as the Director of the Company.”

“RESOLVED FURTHER THAT any of the director of the company be and be hereby authorized to do all such acts, deeds and things as may be required for the above resolution”

Additional Information as per SS – 2

Sr. No.	Details	Mr. Mahesh Kumar Verma
1.	Age	52 years
2.	Qualifications	Graduation
3.	Experience	25 years
4.	Terms & Conditions of appointment	Discharging of duties as a Non- Executive Director and comply with the requirements of the Companies Act, 2013 (“Act”) and Article of Association of the Company.
5.	Date of first appointment on the Board	01st August, 2017
6.	Shareholding in the company	Nil
7.	Relationship with other directors	N.A.
8.	Number of meetings attended during the period	7
9.	Other Directorships	NIL

Date- 27/08/2018**Place- New Delhi****By Order of the Board of Directors
For Orient Tradelink Limited****Sd/-
Mahesh Kumar Verma
Director****DIN: 07892196
Address: D-3, Street No. 2
Brijpuri Dayalpur, Delhi-110094**

NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THIS ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF, A PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES, IN ORDER TO BE EFFECTIVE, MUST BE RECEIVED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THIS ANNUAL GENERAL MEETING.**
2. Corporate members intending to send their authorized representatives to attend the meetings are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
3. Members are requested to bring their attendance slip along with their copy of Annual Report to the meeting; Proxies should fill in the attendance slip for attending the meeting.
4. Members desirous of obtaining any information concerning accounts and operations of the company are requested to address their questions to the company secretary, at least 10 days before the meeting to enable the information required to be made available at the meeting to the best extent possible.
5. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
6. The Register of Members and the Share Transfer Books of the Company will remain closed from 18th September, 2018 to 20th September, 2018 (both days inclusive).
7. In compliance with the provisions of Section 108 of the Companies Act, 2013 along with rules there under and as per the regulations of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, the Company is pleased to provide its members the facility to exercise their right to vote at the Annual General Meeting by electronic means and the business may be transacted through e-voting services provided by National Securities Depository Limited (NSDL).

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

Item no.3: Mr. Mahesh Kumar Verma who has been appointed as an Additional Director of the Company pursuant to the provision of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company effective from 01st August 2017 holds office upto the date of the Annual General Meeting and is eligible for appointment as a Director. Mr. Mahesh Kumar Verma is not disqualified from being appointed as Director in terms of Section 164 of Companies Act, 2013 and has given his consent to act as Director. Accordingly, the Board recommends the resolution in relation to appointment of Mr. Mahesh Kumar Verma as Director, for the approval by the shareholders of the Company.

PROCESS FOR E-VOTING:

The voting period begins on Tuesday 25th September, 2018 at 09.00 AM and ends on Thursday 27th September, 2018 at 5.00 PM. During this period members of the company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Friday 21st September, 2018 may cast their vote electronically.

The instructions for remote e-voting are as under:

1. Launch internet browser by typing the URL <https://www.evoting.nsdl.com/>.
2. Click on "Shareholder - Login"
3. Put your existing User ID and password.
4. Home page of remote "e-Voting" opens. Click on e-Voting: Active Voting Cycles.
5. Select "EVEN" Orient Tradelink Limited.
6. Now you are ready for "e-Voting" as "Cast Vote" page opens.
7. Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm", when prompted.
8. Institutional shareholders (i.e., other than Individuals, HUF, NRI etc.) are also required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority Letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail at csvivekkumar@gmail.com with a copy marked to evoting@nsdl.co.in.
9. The results shall be declared within 48 hours of the conclusion of the Annual General Meeting. The result along with the Scrutinizers Report shall also be placed on the Company's Website.

In addition to the facility of remote e-voting, the company shall also be providing the facility for voting at the Venue of the Annual General Meeting, either through ballot or polling paper and Members attending the meeting who have not already casted their vote by remote e-voting shall be able to exercise their right at the meeting.

A member may participate in the Annual General Meeting even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the meeting. However, in case a shareholder exercises his voting right by casting his vote at the general meeting in addition to remote e-voting, then voting done through remote e-voting shall prevail and voting done at the general meeting will be treated as invalid.

Kindly note that vote once casted cannot be modified. For EVEN, you can log-in any number of times on e-voting platform of NSDL till you have voted all the resolutions or till the end date of voting period.

Note: e-Voting shall not be allowed beyond said time i.e. Thursday, 27th September, 2018, 5:00 P.M.

It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Kindly note that Login to e-voting website will be disabled upon five unsuccessful attempts to key-in the correct password, in such an event, you will need to go through 'Forgot Password' option available on the site to reset the same.

Your login id and password can be used by you exclusively for e-voting on the resolutions placed by the companies in which you are the shareholder.

You can also update your mobile number and e-mail id in the user profile details of the folio, which may be used for sending future communication(s).

In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for members and e-voting user manual for members available at the Downloads sections of <https://www.evoting.nsdl.com> or contact NSDL at the following toll free no.: 1800-222-990.

For any further grievance related to the Remote E-voting, members may contact NSDL at the following contact information:

Phone No: +91 22 24994600/24994738

Email ID: evoting@nsdl.co.in

The result of voting will be announced at 801-A, 8th Floor, Mahalay Building, Behind Fairdeal House, Off: C. G. Road, Swastik Cross Roads Navrangpura Ahmedabad GJ 380009 by the Chairperson of the AGM on Monday, 01st October, 2018. The result of the voting will be communicated to the stock exchanges and will also be posted on the website of the Company.

Date- 27/08/2018

Place- New Delhi

**By Order of the Board of Directors
For Orient Tradelink Limited**

**Sd/-
Mahesh Kumar Verma
Director**

**DIN: 07892196
Address: D-3, Street No. 2
Brijpuri Dayalpur, Delhi-110094**

DIRECTOR'S REPORT

Dear Members,

Your directors take pleasure in presenting the 24th Annual Report of your company together with the Audited Balance Sheet as on 31st March, 2018 and the statement of Profit & Loss for the year ended on that date.

FINANCIAL RESULTS

The performance of the Company for the Financial Year ended 31st March, 2018 is summarized below:

Particulars	Year ended 31.03.2018	Year ended 31.03.2017
Income (Gross)	222,405,787	88,037,253
Expenses during the year excluding depreciation and interest	202,834,140	83,338,582
Profit/Loss before depreciation and interest	19,571,647	4,698,671
Less:		
Depreciation	14,404,673	25,790
Interest		
Profit before Taxes	5,228,649	4,672,881
Less: Provision for Taxation		
- Current Tax/MAT	1,620,881	1,448,593
- Deferred Tax	-	(24,112)
- MAT Credit Entitlements		
Profit/(Loss) After Tax	3,607,768	3,248,400

DIVIDEND

Your Directors intend to plough back available resources for financial requirements and express their inability to recommend any dividend for the Financial Year 2017-2018.

RESERVES

The Company has transferred **Rs. 3,607,768/-** from the statement of profit and loss to general reserve during the year under review.

BUSINESS OPERATIONS

The Fiscal Year 2018 was a period of relative stability. During the year under review, your Company achieved a profit of **Rs. 5,228,649/-** before tax as against profit of **Rs. 4,672,881/-** in the preceding Financial Year.

DIRECTORS

During the year under review, Mr. Gulshan Kumar Mehndiratta has resigned from the post of Directorship of the Company w.e.f. 05.07.2018. The Company had appointed Mr. Mahesh Kumar Verma w.e.f. 01.08.2017 as an Additional Director of the Company.

During the year under review the company had appointed Mr. Mukesh Bhatnagar as CEO of the Company w.e.f. 09.05.2017.

BOARD MEETINGS

The Board met 12 (Twelve) times during the financial year 2017-18 on 09.05.2017, 30.05.2017, 05.07.2017, 19.07.2017, 01.08.2017, 22.08.2017, 28.08.2017, 18.09.2017, 24.10.2017, 14.11.2017, 21.01.2017, 14.02.2018.

BOARD COMMITTEES

The Board has re-constituted all the three functioning committees in accordance with the provisions of Companies Act, 2013 and SEBI (LODR) Regulations, 2015 namely Audit Committee, Share Holders/Investors, Grievance Committee and the Nomination and Remuneration Committee. The members of each committee are highly educated and well experienced. The Role of each committee is given in the Report of Corporate Governance.

COMPANY SECRETARY

The Company has appointed Mr. Tushar Rai Sharma as the Company Secretary with effect from 9th May, 2017. Mr. Tushar Rai Sharma, the Company Secretary of the Company has resigned from his office with effect from 01st August 2017.

The Company has appointed Mr. Abhimanyu Bhadoo as the Company Secretary with effect from 18th September, 2017. Mr. Abhimanyu Bhadoo, the Company Secretary of the Company has resigned from his office with effect from 19th December, 2017.

AUDITORS

The Auditors of the Company, M/s. Mittal Nirbhay & Co. shall be eligible to be re-appointed with the consent of shareholders at the upcoming Annual General Meeting. The Auditors have confirmed that they satisfy the criteria provided under section 141 of the Companies Act, 2013 (The Act) to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of next AGM of the Company to be held in the year 2023 of the Company.

AUDITORS' REPORT

The Auditors report does not contain any reservation, qualification or adverse remark.

SECRETARIAL AUDITOR

The Secretarial Audit of the Company has been conducted by V Kumar & Associates, Company Secretaries and their report on the Secretarial Audit for the year under review is annexed hereto.

SECRETARIAL AUDIT REPORT

The Secretarial Auditor has made qualifications in the Secretarial Audit Report which is attached as **ANNEXURE-4**

PUBLIC DEPOSITS

The Company has not accepted any fixed deposits during the Financial Year under review.

DETAILS REGARDING REMUNERATION TO THE EMPLOYEES

In terms of rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. The name and other particulars of the employees, whose remuneration falls within the purview of the said rule, are required to be set out in the Annexure to the Directors Report. However during the year under review or any part thereof, The Company did not employ any person with remuneration falling within the purview as prescribed under the rule.

PARTICULARS REGARDING CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION

Company is not engaged in any manufacturing or processing activity, as such particulars required to be given in terms of Section 134(3) (m) of the Companies Act, 2013 read with Companies (Disclosure of Particulars in the Report of the Board of Directors) Rules, 1988, regarding conservation of energy and technology absorption are not applicable.

FOREIGN EXCHANGE EARNINGS AND OUTGO

There has been no expenditure and/or earning in foreign exchange.

NOTES ON TAXATION

In the opinion of Directors, the provision for income tax is sufficient to meet Income Tax Demand, Shortfall, if any will be met, if necessary, out of reserves.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATES.

There have been no material changes and commitments occurred between the periods affecting the financial position of the Company.

SUBSIDIARIES, JOINT VENTURE AND ASSOCIATE COMPANY

The Company has no subsidiary, Associate Companies and joint venture Company.

EXTRACT OF THE ANNUAL RETURN

The details forming part of extract of Annual Return as on the financial year ended March 31, 2018 pursuant to section 92(3) of the Companies Act, 2013 in Form MGT-9 is attached as **ANNEXURE-3**

LOAN AND INVESTMENT BY COMPANY

During the year under review the Company has neither given any loan to any persons or body corporate nor given any guarantee or provided security in connection with a loan to other body corporate or Persons under Section-186 of the Companies Act, 2013. The Company has not made any investment in the purchase of shares of any associate Company during the year under review.

RELATED PARTY TRANSACTIONS

All the Related Party Transactions that were entered into during the financial year were in the ordinary course of Company's business and on the arm's length basis. There are no materially significant related party transactions made by the Company with the Promoters, Key Management Personnel or other designated persons which may have potential conflict with the interest of the Company at large.

Related Party Disclosure as required as per Accounting Standard (AS-18) on "Related Party Disclosure" issued by the Institute of Chartered Accountants of India (ICAI) is as below:

The Company's Related Party Transactions during the year are as follows:

Nature of Transaction	As at 31st March, 2018	As at 31st March, 2017
	Rs.	Rs.
<u>Unsecured Loan from Related Parties</u>		
Aushim Khetarpal	11,161,660	12,681,209
Umang Khetarpal	1,223,565	1,223,565
Asha Khetarpal	1,341,000	-
Shirdi Sai Baba Foundation	64,806,958	43,763,531

DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENT

The Company has adequate internal financial control system commensurate with the size of the Company and the nature of its business with regards to purchase of Fixed Assets. The activities of the Company do not involve purchase of inventories and sale of goods and services.

The Internal financial control system is periodically reviewed by the Directors who are highly educated and well experienced.

To ensure adequacy of internal financial controls, the procedures adopted by the Company are based on the following parameters:

(a) Familiarity with Policies and Procedures – the related policies and procedures and the changes thereto, if any, are communicated to the employees at the time of joining and it is ensured that such person understands the policies or procedures correctly.

(b) Accountability of Transactions – There is a proper delegation of authorities and responsibilities so as to ensure accountability of any transaction.

(c) Accuracy & Completeness of Financial Statements/ Reports – For accuracy and completeness of information, reconciliation procedure and multiple checking at different level have been adopted. To avoid human error, computer softwares are extensively used.

(d) Retention and Filing of Base Documents – All the source documents are properly filed and stored in a safe manner. Further, important documents, depending upon their significance are also digitized.

(e) Segregation of Duties – It is ensured that no person handles all the aspects of a transaction. To avoid any conflict of interest and to ensure propriety, the duties have been distributed at different levels.

(f) Timeliness – It is also ensured that all the transactions are recorded and reported in a timely manner.

The procedures are also reviewed by the Statutory Auditors and the Directors of the Company from time to time. There has also been proper reporting mechanism implemented in the organization for reporting any deviation from the procedures.

SEGMENT

The Company is engaged in the business of television channels, news, Films, music, serials and trading in fabrics which are governed by the same set of risks and returns and as such are in the same segment.

SHARE CAPITAL

(A) Issue of Equity shares with deferential rights	:	NIL
(B) Issue of Sweat Equity shares	:	NIL
(C) Issue of employees stock options	:	NIL
(D) Provision of Money by Company for purchase of its own share by employees or trustee for the Benefit of employees	:	NIL

RISK MANAGEMENT POLICY

At present, the Company has not identified any element of risk which may threaten the existence of the Company.

COPRORATE SOCIAL RESPONSIBILITY

The provisions of Section 135(1) of the Companies Act, 2013 are not applicable to the Company and therefore the Company has no corporate Social Responsibility Committee of the Board.

ANNUAL EVALUTION OF PERFORMANCE OF BOARD, ITS COMMITTEES AND UNDIVIDUAL DIRECTOR

The Board of Directors have complied with the provisions of Sec. 134(3)(p) of the Companies Act, 2013 and Regulation 17(10) of SEBI(LODR) Regulation, 2015 regarding Annual Evaluation of performance of the Board, the Committees and the individual Directors. Such evaluation was made on the parameters such as the level of engagement and contribution and independence of judgment thereby safeguarding the interest of the Company. The performance of the Board, its committees and the individual Directors is satisfactory.

CODE OF CONDUCT

The chairman of the Board Meetings has given a declaration that all Directors and senior Management Personnel concerned affirmed compliance with the code of conduct with reference to the year ended March 31, 2018. Declaration is annexed with the Annual Report.

CORPORATE GOVERNANCE

In compliance with the requirements of SEBI (LODR) Regulation, 2015 entered into with the Stock Exchange, a separate report on Corporate Governance along with Auditors Certificate confirming its compliance is annexed and form part of this report.

DIRECTOR'S RESPONSIBILITY STATEMENT

Pursuant to section 134(3)(m) of the Companies Act, 2013, with respect to Directors Responsibility statement, it is hereby confirmed that :-

- (i) In the preparation of the Annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any.
- (ii) 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.
- (iii) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- (iv) The Directors have prepared the annual accounts on a going concern basis.
- (v) The Directors, in the case of a listed Company, had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
- (vi) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

ACKNOWLEDGEMENT

Your Directors wish to place on record and acknowledge their appreciation for the continued support and co-operation received from Government agencies and the shareholders. Your Directors also record their appreciation for the total dedication of employees at all levels.

Place: New Delhi
Date: 27/08/2018

For on behalf of the Board of Directors
M/s. Orient Tradelink Limited

Sd/-
(Mahesh Kumar Verma)
Director
DIN: 07892196

Sd/-
(Sunil Arora)
Director
DIN: 03517899

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

1. OPERATING RESULTS OF THE COMPANY

During the Financial Year under consideration the performance of the Company was good. Net Profit for the year 2017-18 stood at Rs. 3,607,768 as against Net profit of Rs. 3,248,400 in the year 2016-17. Furthermore the total Revenue from operation for the year ended March 31st, 2018 stood at Rs. 222,467,462/- as compared to Rs. 88,037,253/- revenue for the year 2016-17.

2. INDUSTRY STRUCTURE AND DEVELOPMENT

The Indian film industry is witnessing increased corporatization and several companies, especially those in film distribution and exhibition. The country is today producing some of the finest films based on varied subjects and winning accolades on all counts.

3. OPPORTUNITY

- i. The television industry is witnessing the mushrooming of more niche channels. Here again, emerging technologies such as broadband, OTH, IP and digitalization will bring about more growth.
- ii. Technology is changing the rules of the film industry just as it did for the music industry. With the growing interest from consumers to get movies and video content in different ways with different options, filmmakers and distributors are turning to technology to meet their demands. New technology like Windows Media 9 Series strives to achieve higher quality, greater efficiency, and greater audience reach all while driving down costs. All of these benefits open up new distribution opportunities to the film industry.

4. THREATS

- i. With the increase in business segment, the competition has increased from Domestic and other developed countries.
- ii. Threats for this Industry are very common and every person is aware of the threats and the risks involved with this Industry.

5. PROSPECT & OUTLOOK

The management is of the view that the future prospects of your company are bright and the performance in the current year is expected to be very well. The committed customers of the company are expected to place more orders, which ultimately affect the top line of the company, positively. Companies Product like Agarbatti, Dhoop Batti, Tea and DVDs, Pendrive and books of Spirtual januor have very high scope and demand for the next 20 years. The Software of films and serials which the company possesses are of high demand and will continue to give high value to the share holders. The Company is in the process of acquiring 2000hrs of spiritual Januor library in the next financial year and image rights of Serial "Sai Baba" and serial "Sai Bakhton ki Sachi Khaniyan" and Spritual Talk Shows.

6. RISKS AND CONCERNS

The Company has taken adequate preventive and precautionary measures to overcome all negative factors responsible for low trend to ensure steady growth.

7. INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

There are well-established procedures for Internal Controls for operations of the Company. The finance & audit functions are well equipped with professionally experienced qualified personnel & play important roles in implementing the statutory obligations. The Company has constituted Audit Committee for guidance and proper control of affairs of the Company.

8. HUMAN RESOURCES

Human Resources are highly valued assets at Orient Tradelink Limited. The Company seeks to attract, retain and nurture technical & managerial talent across its operations and continues to create, sustain the environment that brings out the best in our people with emphasis on training, learning & development. It aims at career progression and fulfilling satisfactory needs. Performance is recognized and rewarded through up gradation & job enrichment, performance incentives.

Place: New Delhi
Date: 27/08/2018

For on behalf of the Board of Directors
M/s. Orient Tradelink Limited

Sd/-
(Mahesh Kumar Verma)
Director
DIN: 07892196

Sd/-
(Sunil Arora)
Director
DIN: 03517899

NOMINATION AND REMUNERATION POLICY

This Nomination and Remuneration Policy is being formulated in compliance with Section 178 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.

DEFINITIONS

“Remuneration” means any money or its equivalent given or passed to any person for services rendered by him and includes perquisites as defined under the Income-tax Act, 1961;

“Key Managerial Personnel” means:

- (i) Managing Director, or Chief Executive Officer or Manager and in their absence, a Whole-time Director;
- (ii) Chief Financial Officer;
- (iii) Company Secretary; and
- (iv) Such other officer as may be prescribed.

“Senior Managerial Personnel” means the personnel of the company who are members of its core management team excluding Board of Directors. Normally, this would comprise all members of management of rank equivalent to General Manager and above, including all functional heads.

OBJECTIVE

The objective of the policy is to ensure that

- the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;
- relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
- Remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.

ROLE OF THE COMMITTEE:

The role of the NRC will be the following:

- To formulate criteria for determining qualifications, positive attributes and independence of a Director.
- To formulate criteria for evaluation of Independent Directors and the Board.
- To identify persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down in this policy.
- To carry out evaluation of Director’s performance.
- To recommend to the Board the appointment and removal of Directors and Senior Management.
- To recommend to the Board policy relating to remuneration for Directors, Key Managerial Personnel and Senior Management.
- To devise a policy on Board diversity, composition, size.
- Succession planning for replacing Key Executives and overseeing.

- To carry out any other function as is mandated by the Board from time to time and/ or enforced by any statutory notification, amendment or modification, as may be applicable.
- To perform such other functions as may be necessary or appropriate for the performance of its duties.

APPOINTMENT AND REMOVAL OF DIRECTOR, KEY MANAGERIAL PERSONNEL AND SENIOR MANAGEMENT

- (a) The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend his / her appointment, as per Company's requirements.
- (b) A person should possess adequate qualification, expertise and experience w.r.t. the position for which his/her appointment is considered. The Committee has authority to decide whether qualification, expertise and experience possessed by a person is sufficient/ satisfactory for the position.
- (c) The Company shall not appoint or continue the employment of any person as its Managing Director, Whole-time Director or Manager who has attained the age of seventy years.
Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution.

TERM / TENURE

a) *Managing Director/Whole-time Director:*

The Company shall appoint or re-appoint any person as its Managing Director, Whole-time Director or Manager 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.

b) *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 expiration 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.

EVALUATION

The Committee shall carry out evaluation of performance of Director, KMP and Senior Management Personnel yearly or at such intervals as may be considered necessary.

REMOVAL

The Committee may recommend with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and in compliance of the Companies Act, 2013, rules and regulations made there under and the policy of the Company.

RETIREMENT

The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Act and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position/ remuneration or otherwise even after attaining the retirement age, for the benefit of the Company in compliance with the provisions of the Act.

POLICY FOR REMUNERATION TO DIRECTORS/KMP/SENIOR MANAGEMENT PERSONNEL

(1) Remuneration to Managing Director/ Whole-time Directors:

- (a) The Remuneration/ Commission etc. to be paid to Managing Director/ Whole-time Directors/ Manager etc. shall be governed as per provisions of the Companies Act, 2013 and rules made there under or any other enactment for the time being in force and the approvals obtained from the Members of the Company.
- (b) The Nomination and Remuneration Committee shall make such recommendations to the Board of Directors, as it may consider appropriate with regard to remuneration to Managing Director/ Whole-time Directors.

(2) Remuneration to Non- Executive/ Independent Directors:

- (a) The Non-Executive / Independent Directors may receive sitting fees and such other remuneration as permissible under the provisions of Companies Act, 2013. The amount of sitting fees shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors.
- (b) All the remuneration of the Non- Executive/ Independent Directors (excluding remuneration for attending meetings as prescribed under Section 197 (5) of the Companies Act, 2013) shall be subject to ceiling/ limits as provided under Companies Act, 2013 and rules made there under or any other enactment for the time being in force. The amount of such remuneration shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors or shareholders, as the case may be.
- (c) An Independent Director shall not be eligible to get Stock Options and also shall not be eligible to participate in any share based payment schemes of the Company.
- (d) Any remuneration paid to Non- Executive /Independent Directors for services rendered which are of professional in nature shall not be considered as part of the remuneration for the purposes of clause (b) above if the following conditions are satisfied:
 - i) The Services are rendered by such Director in his capacity as the professional; and In the opinion of the Committee, the director possesses the requisite qualification for the practice of that profession.

(3) Remuneration to Key Managerial Personnel and Senior Management:

- (a) The remuneration to Key Managerial Personnel and Senior Management shall consist of fixed pay and incentive pay, in compliance with the provisions of the Companies Act, 2013.
- (b) The Fixed pay shall include monthly remuneration, employer's contribution to Provident Fund, contribution to pension fund, pension schemes, etc. as decided from to time.
- (c) The Incentive pay shall be decided based on the balance between performance of the Company and performance of the Key Managerial Personnel and Senior Management, to be decided annually or at such intervals as may be considered appropriate.

IMPLEMENTATION

The Committee may issue guidelines, procedures, formats, reporting mechanism and manuals in supplement and for better implementation of this policy as considered appropriate. The Committee may delegate any of its powers to one or more of its members.

Place: New Delhi
Date: 27/08/2018

For on behalf of the Board of Directors
M/s. Orient Tradelink Limited

Sd/-
(Mahesh Kumar Verma)
Director
DIN: 07892196

Sd/-
(Sunil Arora)
Director
DIN: 03517899

ANNEXURE-1**Form AOC-1**

{Pursuant to first proviso to sub section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014}

Statement containing salient features of the financial statement of subsidiaries/ associate companies/ joint ventures

Part "A": Subsidiaries

1. Sl. No.	N.A.
2. Name of the subsidiary	N.A.
3. Reporting period for the subsidiary concerned, if different from the holding company's reporting period	N.A.
4. Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	N.A.
5. Share Capital	N.A.
6. Reserve & Surplus	N.A.
7. Total Assets	N.A.
8. Total Liabilities	N.A.
9. Investments	N.A.
10. Turnover	N.A.
11. Profit before taxation	N.A.
12. Provision for taxation	N.A.
13. Profit after taxation	N.A.
14. Proposed Dividend	N.A.
15. % of Shareholding	N.A.

Part "B": Associates and Joint Ventures

Statement pursuant to section 129(3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Name of Associates/Joint Ventures	.
1. Latest audited Balance Sheet Date	N.A.
2. Shares of Associate/Joint Ventures held by the company on the year end 31/03/2017	N.A.
No.	N.A.
Amount of Investment in Associates/Joint Venture	N.A.
Extent of Holding%	N.A.
3. Description of how there is significant influence	N.A.
4. Reason why the associate /joint venture is not consolidated	N.A.
5. Net worth attributable to Shareholding as per latest audited Balance Sheet	N.A.
6. Profit/Loss for the year	
i. Considered in consolidation	N.A.
ii. Not Considered in Consolidation	N.A.

Place: New Delhi
Date: 27/08/2018

For on behalf of the Board of Directors
M/s. Orient Tradelink Limited

Sd/-
(Mahesh Kumar Verma)
Director
DIN: 07892196

Sd/-
(Sunil Arora)
Director
DIN: 03517899

ANNEXURE-2

FORM NO. AOC -2

{Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014}

Form for Disclosure of particulars of contracts/ arrangements entered into by the company with related parties referred to in sub section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto

1. Details of contracts or arrangements or transactions not at Arm's length basis.

S. No.	Particulars	Details
1	Name (s) of the related party & nature of relationship	N.A. [there is no contracts or arrangements or transactions which is not at Arm's length basis]
2	Nature of contracts/ arrangements/ transaction	
3	Duration of the contracts/ arrangements/ transaction	
4	Salient terms of the contracts or arrangements or transaction including the value, if any	
5	Justification for entering into such contracts or arrangements or transactions'	
6	Date of approval by the Board	
7	Amount paid as advances, if any	
8	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	

2. Details of material contracts or arrangements or transactions at Arm's length basis

S. No.	Particulars	Details
1	Name (s) of the related party & nature of relationship	N.A. [there is no contracts or arrangements or transactions which is not at Arm's length basis]
2	Nature of contracts/ arrangements/ transaction	
3	Duration of the contracts/ arrangements/ transaction	
4	Salient terms of the contracts or arrangements or transaction including the value, if any	
5	Justification for entering into such contracts or arrangements or transactions'	
6	Date of approval by the Board	
7	Amount paid as advances, if any	
8	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	

Place: New Delhi
Date: 27/08/2018

For on behalf of the Board of Directors
M/s. Orient Tradelink Limited

Sd/-
(Mahesh Kumar Verma)
Director
DIN: 07892196

Sd/-
(Sunil Arora)
Director
DIN: 03517899

ANNEXURE-3**Form No. MGT-9****EXTRACT OF ANNUAL RETURN****As on the Financial Year ended on 31st March 2018****[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**

- i. **CIN:** L65910GJ1994PLC022833
- ii. **Registration Date:-** 22/08/1994
- iii. **Name of the Company:-** Orient Tradelink Limited
- iv. **Category / Sub-Category of the Company:-** Company limited by shares
- v. **Address of the Registered office and Contact details:-** 801-A, 8th Floor, Mahalay Building, Behind Fairdeal House, Off: C. G. Road, Swastik Cross Roads Navrangpura Ahmedabad GJ 380009
- vi. **Whether listed company:-** Yes
- vii. **Name, Address and Contact details of Registrar and Transfer Agent, if any:-** Skyline Financial Services Private Limited,
D153A, 1st Floor, Okhla Industrial Area, Phase I, New Delhi 110 020
Phone: 011- 64732681/82,
Contact Person: Mr. Virender Rana
Mobile No: 9818456709

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:-

S.No	Name and Description of main products/services	NIC Code of the product/service	% to total turnover of the Company
1.	Creative, arts and entertainment activities	90	99.5%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. No	Name & Address of the Company	CIN/GLN	Holding/ Subsidiary /Associate	% of shares held	Applicable Section
	N.A	N.A	N.A.	N.A	N.A

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

i) Category-wise Share Holding

Category Code	Category of Shareholders	Number of shareholders	Total number of shares	Number of shares held in dematerialized form	Total Shareholding as a percentage of total number of shares	
					As a percentage of (A+B)	As a percentage of (A+B+C)
(A)	Shareholding of Promoters and Promoter Group					
(1)	Indian					
(a)	Individual / Hindu Undivided Family	1	18,34,307	18,34,307	16.73	16.73
(b)	Central Govt. / State Govt.(s)	0	0	0	0	0
(c)	Bodies Corporate	0	0	0	0	0
(d)	Financial Institutions / Banks	0	0	0	0	0
(e)	Any Other (specify)	0	0	0	0	0
	Sub-Total (A)(1)	1	18,34,307	18,34,307	16.73	16.73
(2)	Foreign					
(a)	Individual (Non-Resident Indian / Foreign Individuals)	0	0	0	0	0
(b)	Bodies Corporate	0	0	0	0	0
(c)	Institutions	0	0	0	0	0
(d)	Any Other (specify)	0	0	0	0	0
	Sub-Total (A)(2)	0	0	0	0	0
	Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)	1	18,34,307	18,34,307	16.73	16.73
(B)	Public Shareholding					
(1)	Institutions	0	0	0	0	0
(a)	Mutual Funds / UTI	0	0	0	0	0

(b)	Financial Institutions / Banks	0	0	0	0	0
(c)	Central Government / State	0	0	0	0	0
(d)	Venture Capital Funds	0	0	0	0	0
(e)	Insurance Companies	0	0	0	0	0
(f)	Foreign Institutional Investors	0	0	0	0	0
(g)	Foreign Venture Capital Investors	0	0	0	0	0
(h)	Any Other (specify)	0	0	0	0	0
	Sub-Total (B) (1)	0	0	0	0	0
(2)	Non-Institutions					
(a)	Bodies Corporate	0	0	0	0	0
(b)	Individuals -					
i.	Individual shareholders holding nominal share capital upto	130	287860	240772	2.63	2.63
ii.	Individual shareholders holding nominal share capital in	75	8201307	8150298	74.80	74.80
(c)	Any Other(specify) Clearing Member	20	641526	641526	5.85	5.85
(d)	Hindu Undivided Family	0	0	0	0	0
	Sub-Total (B) (2)	225	9130693	9032596	83.27	83.27
	Total Public Shareholding B=	225	9130693	9032596	83.27	83.27
	TOTAL (A)+(B)	226	10,965,000	10866903	100.00	100.00
(C)	Shares held by custodians and against which Depository Receipts have	0	0	0	0	0

(ii) Shareholding of Promoters

Sl. No	Shareholder's Name	Shareholding at the beginning of the year		Share holding at the end of the year				% change in share holding 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	Mr. Aushim Parshottam Khetarpal	15,06,800	13.74	0	18,34,307	16.73	0	2.99

(ii) Change in Promoter's shareholding (please specify if there is no change)

Sl. 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
	At the beginning of the year	15,06,800	13.74	15,06,800	13.74
	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.	327507	2.99	327507	2.99
	At the end of the Year	18,34,307	16.73	18,34,307	16.73

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

Sl. No		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	At the beginning of the Year	3926451	35.80	3926451	35.80
	Date wise Increase / Decrease in (other than Directors, Promoters and Holders of GDRs and ADRs) Share holding during the year specifying the reasons for increase/ decrease (e.g. allotment / transfer/bonus/sweat equity etc.	(1464890)	13.37	(1464890)	13.37
	At the End of the year (or on the date of separation, if separated during the year)	2461561	22.43	2461561	22.43

(V) Shareholding of Directors and Key Managerial Personnel

Sl. No		Shareholding at the beginning of the year 1 st April, 2017		Shareholding at the end of the year 31 st March, 2018	
		No. of shares	% of total shares of the	No. of shares	% of total shares of the
	For Each of the Directors &KMP				
1	Aushim Parshottam Khetarpal	15,06,800	13.74	18,34,307	16.73
2	Anita Khetarpal	0	0	0	0
3	Sunil Arora	0	0	0	0
4	Gulshan Kumar Mehndiratta	0	0	0	0

V. INDEBTNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtness at the beginning of the financial year I) Principal Amount II) Interest due but not paid III) Interest accrued but not due	NIL	63708005	NIL	63708005
Total (I+II+III)	NIL	63708005	NIL	63708005
Change in Indebtedness during the financial year • Addition • Reduction	NIL	20854878	NIL	20854878
Net Change	NIL	20854878	NIL	20854878
Indebtedness at the end of the financial year I) Principal Amount II) Interest due but not paid III) Interest accrued but not due	NIL	84562883	NIL	84562883
Total (I+II+III)	NIL	84562883	NIL	84562883

VI. Remuneration of Directors and Key Managerial Personnel
Remuneration to Managing Director, Whole-time Directors and/or Manager

Sl. no	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
	Gross salary	18,00,000	18,00,000
	(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	NIL	NIL
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	NIL	NIL
	Stock Option	NIL	NIL
	Sweat Equity	NIL	NIL
	Commission - as % of profit - others, specify	NIL	NIL
	Others, please specify	NIL	NIL
	Total (A)	18,00,000	18,00,000
	Ceiling as per the Act	NIL	NIL

A. Remuneration to other Directors:

Sl. no.	Particulars of Remuneration	Name of Directors	Total amount
	1. Independent Directors · Fee for attending board committee meetings · Commission -Others, please specify	NIL	NIL
	Total (1)	NIL	NIL
	Other Non-Executive Directors · Fee for attending board committee meetings · Commission · Others, please specify	NIL	NIL
	Total (2)	NIL	NIL
	Total (B)=(1+2)	NIL	NIL
	Total Managerial Remuneration	NIL	NIL
	Overall Ceiling as per the Act	NIL	NIL

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

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
1.	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	NIL	10,000	NIL	NIL
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961				
	(c) Profits in lieu of salary under section	NIL	NIL	NIL	NIL
2.	Stock Option	NIL	NIL	NIL	NIL
3.	Sweat Equity	NIL	NIL	NIL	NIL
4.	Commission - as % of profit - others, specify	NIL	NIL	NIL	NIL
5.	Others, please specify	NIL	NIL	NIL	NIL
	Total	NIL	10,000	NIL	NIL

VI. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty/ punishment/compounding Fees imposed	Authority IRD/NCLT/ Court	Appeal made if any give details
NIL	NIL	NIL	NIL	NIL	NIL

Place: New Delhi
Date: 27/08/2018

For on behalf of the Board of Directors
M/s. Orient Tradelink Limited

Sd/-
(Mahesh Kumar Verma)
Director
DIN: 07892196

Sd/-
(Sunil Arora)
Director
DIN: 03517899

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

[Section 134(3)(m) of The Companies Act, 2013 read with Rule 8(3) of The Companies Accounts) Rules, 2014]

(A)	CONSERVATION OF ENERGY		
(i)	the steps taken or impact on conservation of energy:	NIL	
(ii)	the steps taken by the company for utilizing alternate sources of energy	NIL	
(iii)	the capital investment on energy conservation equipments	NIL	
(B)	TECHNOLOGY ABSORPTION-		
(i)	the efforts made towards technology absorption: NIL	NIL	
(ii)	the benefits derived like product improvement, cost reduction, product development or import substitution.	NIL	
(iii)	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)	NIL	
	(a) the details of technology imported		
	(b) the year of import		
	(c) whether the technology been fully absorbed		
	(d) if not fully absorbed, areas where absorption has N.A. not taken place, and the reasons thereof; and		
(iv)	the expenditure incurred on Research and Development	NIL	
(C)	FOREIGN EXCHANGE EARNINGS AND OUTGO	2017-18	2016-17
(i)	The Foreign Exchange earned in terms of actual inflows during the year;	NIL	NIL
(ii)	The Foreign Exchange outgo during the year in terms of actual outflows.	NIL	NIL

Place: New Delhi
Date: 27/08/2018

For on behalf of the Board of Directors
M/s. Orient Tradelink Limited

Sd/-
(Mahesh Kumar Verma)
Director
DIN: 07892196

Sd/-
(Sunil Arora)
Director
DIN: 03517899

ANNEXURE TO THE DIRECTOR'S REPORT ON CORPORATE GOVERNANCE

Corporate Governance is the set of best practices. Corporate governance refers to the set of systems, principles and processes by which a Company is governed. They provide the guidelines as to how the Company can be directed or controlled such that it can fulfill its goals and objectives in a manner that adds to the value of the Company and is also beneficial for all stakeholders in the long term. Stakeholders in this case would include everyone ranging from the Board of Directors, management, and shareholders to customers, employees and society. The Corporate Governance is a key element in enhancing investor confidence, promoting competitiveness and ultimately improving economic growth.

The aim of "Good Corporate Governance" is to ensure commitment of the Board in managing the Company in a transparent manner for maximizing long-term value of the Company for its shareholders and protection of the rights of the shareholders and your Board of Directors are putting their best efforts to fulfill its commitment towards good Corporate Governance.

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Corporate Governance philosophy stems from our belief that corporate governance is a key element in improving efficiency and growth as well as enhancing investor confidence. The Corporate Governance philosophy is scripted as:

"As a good corporate citizen, the Company is committed to sound corporate practices based on conscience, openness, fairness, professionalism and accountability in building confidence of its various stakeholders in it thereby paving the way for its long term success."

The Company's philosophy of Corporate Governance is to strengthen the investor's trust and ensures a long-term partnership that helps in achieving Company's objectives, meeting its obligations towards stakeholders, and is guided by a strong emphasis on transparency, accountability, integrity and environment responsibility.

Our Company's framework is designed to enable the Board to provide strategic guidelines for the Company the effective over-sight of management. The respective roles and responsibilities of Board Members and Senior Executives are clearly defined to facilitate accountability to Company as well as its shareholders. This ensures a balance of authority so that no single individual has unfettered powers.

Our Company has taken adequate steps to form various Committees at the Board level to focus attention on crucial issues before placing the same before the Board for consideration. These include 'Audit Committee' and 'Shareholders/Investors Grievance Committee' Independent Directors are appointed not merely to fulfill the listing requirement but for their diverse skills, experience and external objectivity that they bring to effectively perform their role to provide strategic direction and guidance and provide constructive support to management by asking the right questions and generating quality debates and discussions on major decisions.

The Company is in compliance with all the requirements of the corporate governance code as enshrined in Regulation 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

MANDATORY REQUIREMENTS

A. BOARD OF DIRECTORS:

The Board provides leadership and strategic guidance, objectively reviews management decisions and exercises control over the Company.

i) CATEGORY AND COMPOSITION

In compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has a balanced mix of executive, non- executive and Independent Directors. As on date of this report, the Board of Directors consists of 4 (Four) Directors, out of which 2 are Executive Directors, and 2 are Non- Executive Independent Directors. Except the Managing Director and Whole-Time Director, all other Directors are liable to retire by rotation as per provisions of the Companies Act, 2013. In compliance with Regulation 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, one third of the Board comprises of independent directors since Mr. Sunil Arora is Non-Executive Chairperson of the Board.

The composition of board during the year as follows:

Name of the Director	Designation	Category
Mr. Aushim Parsottam Khetarpal	Managing Director	Executive Director
Ms. Anita Khetarpal	Director	Executive Director
Mr. Sunil Arora	Director	Non-Executive & Independent Director
Mr. Mahesh Kumar Verma w.e.f. 01/08/2017	Additional Director	Non-Executive & Independent Director

ii) BOARD MEETING

The Board meeting is held in every quarter to review the financial results and discuss other issues. Besides the quarter, Board meeting are also held whenever required. To conduct a Board meeting the Directors are informed by giving a notice in advance and the agenda of Board meeting is also dispatched with the notice. The members of Board discussed each agenda in the meeting and take decision after having a proper discussion and obtaining views of all members. The Board members are free to give their suggestions on any agenda item and can also submit their view for improving the performance of Company.

The Board met 12 (Twelve) times during the financial year 2017-18 on 09.05.2017, 30.05.2017, 05.07.2017, 19.07.2017, 01.08.2017, 22.08.2017, 28.08.2017, 18.09.2017, 24.10.2017, 14.11.2017, 21.01.2017, 14.02.2018.

Details of attendance of each Director at various meetings of the Company is as follows:

Name of the Director	Designation	Category	No. of Board Meetings Attended	Last AGM Attended
Mr. Aushim Parsottam Khetarpal	Managing Director	Executive Director	12	Yes
Mr. Gulshan Kumar Mehndiratta till 05.07.2017	Director	Non-Executive & Independent Director	2	No
Mr. Sunil Arora	Director	Non-Executive & Independent Director	12	Yes
Mr. Mahesh Kumar Verma w.e.f. 01.08.2017	Additional Director	Non-Executive Independent Director	9	Yes

B. COMMITTEE OF DIRECTORS:

AUDIT COMMITTEE:

An Audit committee is a key element in corporate governance process of any Company. The emergence of corporate governance, which refers to the establishment of a structural framework or reforming the existing framework to ensure the working of the Company to best serve the interest of all stakeholders, is a vital concept which has become indispensable in the present capital market state of affairs so as to safeguard the interest of stakeholders.

i) BOARD TERMS OF REFERENCE

The composition of audit committee meets the requirements of Section 177 of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015. The terms of reference of this Committee covers the matters specified for Audit Committee under Regulation 18 of SEBI (LODR) Regulations, 2015 read with Section 177 of the Companies Act, 2013. The terms of the reference of Audit Committee include inter alia the following:

Powers of Audit Committee

- i. To investigate any activity within its terms of reference.
- ii. To seek information from any employee.
- iii. To obtain outside legal or other professional advice.
- iv. To secure attendance of outsiders with relevant expertise, if it considers necessary.

Key Responsibilities of Audit Committee

1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
2. Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the statutory auditor and the fixation of audit fees.

3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
4. Reviewing, with the management, the annual/Quarterly financial statements before submission to the Board for approval, with particular reference to:
 - a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (3) sub clause (c) of section 134 of the Companies Act, 2013
 - b. Changes, if any, in accounting policies and practices and reasons for the same
 - c. Major accounting entries involving estimates based on the exercise of judgment by management
 - d. Significant adjustments made in the financial statements arising out of audit findings
 - e. Compliance with listing and other legal requirements relating to financial statements
 - f. Disclosure of any related party transactions
 - g. Qualifications in the draft audit report.
 - h. The quality and acceptability of:
 - i) The accounting policies and practices, including without limitation critical accounting policies and practices, all alternative accounting treatments within generally accepted accounting principles for policies and procedures related to material items that have been discussed with management, ramifications of the use of such alternative treatments and the treatment preferred by the external auditors; and
 - ii) Financial reporting disclosures and changes thereto, including a review of any material items of correspondence between the Company and the external auditors;
 - i. The extent to which the financial statements are affected by any unusual transactions or any off-balance sheet arrangements, including any disclosable guarantees, indemnification agreements or interests in unconsolidated special purpose entities, in the year and how they are disclosed;
 - j. the policies and process for identifying and assessing business risks and the management of these risks;
 - k. material misstatements detected by the auditors that individually or in aggregate have not been corrected and management's explanations as to why they have not been adjusted;
 - l. possible impairments of the Group's assets;
 - m. compliance with financial reporting standards and relevant financial and governance reporting requirements;

5. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter.

6. Reviewing, with the management, performance of statutory and internal auditors and adequacy of the internal control systems.

7. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.

8. Discussion with internal auditors any significant findings and follow up there on.

9. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board.

10. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post audit discussion to ascertain any area of concern.

11. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.

12. To review the functioning of the Whistle Blower mechanism, in case the same is existing.

13. Mandatory reviews the following information:

- i. Management discussion and analysis of financial condition and results of operations;
- ii. Statement of significant related party transactions (as defined by the audit committee), submitted by management;
- iii. Management letters / letters of internal control weaknesses issued by the statutory auditors;
- iv. Internal audit reports relating to internal control weaknesses; and
- v. The appointment, removal and terms of remuneration of the Chief internal auditor

14. Overseeing the relationships with the external auditors as follows:

i. To consider the appointment of the external auditors and provide the Board with its recommendation to the shareholders on the appointment, reappointment and removal of the external auditors approve the audit engagement fees and terms and review annually their activities, findings, conclusions and recommendations. The external auditors shall report directly to the Audit Committee. The Audit Committee shall be responsible for ensuring the resolution of any disagreements between management and the external auditors regarding financial reporting;

ii. To discuss with the external auditors the nature and scope of the audit (including any significant ventures, investments or operations which are not subject to audit) and ensure co-ordination if more than one audit firm is involved;

iii. To review and monitor the independence of the external auditors and the objectivity and the effectiveness of the audit process including reviewing and monitoring the external auditors' quality control procedures and steps taken by the external auditors to respond to changes in regulatory and other requirements. This review will include a review of the experience and qualifications of the senior members of the audit team, including rotational procedures;

iv. To pre-approve the scope and extent of audit and non-audit services provided to the Group by any third party in the case of audit services and by the external auditors in the case of audit and permitted non-audit services. The Audit Committee may delegate to the Chairman of the Audit Committee (and in his absence another member) the authority to pre-approve any audit or permitted non-audit service to be provided by the external auditors provided such approvals are presented to the Audit Committee at its next scheduled meeting;

v. To consider communications from the external auditors on audit planning and findings and on material weaknesses in accounting and internal control systems that came to the auditors' attention, including a review of material items of correspondence between the Company and the external auditors; and

vi. To ensure that there are no restrictions on the scope of the statutory audit;

15. Such other function, as may be assigned by the Board of Directors from time to time or as may be stipulated under any law, rule or regulation including the SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 and the Companies Act, 2013.

THE COMPOSITION AND MEETING OF AUDIT COMMITTEE

The Audit Committee of the Company has been constituted as per the requirements of SEBI (LODR) Regulations, 2015. Audit Committee consists of three Directors, namely Mr. Sunil Arora, Independent Director having Media & Entertainment Sector knowledge, Mr. Mahesh Kumar Verma in w.e.f. 01.08.2017, Independent Director and Mr. Aushim Parshottam Khetarpal, Managing Director of the Company. The Constitution of Audit Committee also meets the requirements under Section 177 of the Companies Act, 2013.

During the year under review Mr. Gulshan Kumar Mehndiratta had resigned from the Directorship of the Company w.e.f. 05.07.2017 and the Company had appointed Mr. Mahesh Kumar Verma as an Independent Director of the Company from 01.08.2017.

The Chairman of the Committee is Mr. Sunil Arora a Non Executive Independent Director nominated by the Board. The Chairman of the Audit Committee was present at the last Annual General Meeting of the Company. The Statutory Auditors and Internal Auditors are also the invitee to the meetings.

During the year under review, the Committee met Four times on 29.05.2017, 01.08.2017, 14.11.2017, 14.02.2018.

The gap between two meetings did not exceed four months. Constitution of Audit Committee and other related information as on 31st March 2018 are as under:

Name of the Director	Designation	Category
Mr. Sunil Arora	Chairperson	Non-Executive & Independent Director
Mr. Mahesh Kumar Verma w.e.f. 01.08.2017	Member	Non-Executive & Independent Director
Mr. Aushim Parshottam Khetarpal	Member	Executive Director

Details of attendance of each member of Audit Committee meetings of the Company is as follows

Name of the Director	Designation	Category	No. of Committee Meetings attended	Last AGM attended
Mr. Sunil Arora	Chairperson	Non-Executive & Independent Director	4	Yes
Mr. Gulshan Kumar Mehndiratta (till 05.07.2017)	Member	Non-Executive & Independent Director	1	No
Mr. Mahesh Kumar Verma w.e.f. 01.08.2017	Member	Non-Executive & Independent Director	3	Yes
Mr. Aushim Parshottam Khetarpal	Member	Executive Director	4	Yes

SHAREHOLDER'S/INVESTORS' GRIEVANCE COMMITTEE:

Terms of Reference

The broad terms of reference includes the following:

- Redressal of shareholder and investor complaints including, but not limiting itself to transfer of shares and issue of duplicate share certificates, non-receipt of balance sheet, non-receipt of declared dividends, etc., and
- Monitoring transfers, transmissions, dematerialization, rematerialization, splitting and consolidation of shares issued by the Company.

Composition, meetings and attendance

In compliance with the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 requirements and provisions of the Companies Act, 2013, the Company has constituted an Investor Grievance Committee consisting of majority of Non-Executive & Independent Directors. As on 31st March 2018, Committee consists of three members comprising of Mr. Sunil Arora, Mr. Mahesh Kumar Verma under the Chairmanship of an Independent & Non Executive Director & Mr. Aushim Parsottam Khetarpal as executive director.

Name of the Director	Designation	Category
Mr. Sunil Arora	Chairperson	Non-Executive & Independent Director
Mr. Mahesh Kumar Verma w.e.f. 01.08.2017	Member	Non-Executive & Independent Director
Mr. Aushim Parsottam Khetarpal	Director	Executive Director

The Composition of Shareholders/ Investors Grievances Committee is as follows:

During the year under review, the Committee met 4 times on 09.05.2017, 19.07.2017, 24.10.2017, 21.01.2018.

Details of attendance of each member of Shareholders/ Investors Grievance Committee meetings of the Company are as follows:

Name of the Director	Designation	Category	No. of Board Meetings attended	Last AGM attended
Mr. Sunil Arora	Chairperson	Non-Executive & Independent Director	4	Yes
Mr. Mahesh Kumar Verma w.e.f. 01.08.2017	Member	Non-Executive & Independent Director	3	Yes
Mr. Gulshan Kumar Mehndiratta till 05.07.2017	Member	Non-Executive & Independent Director	1	No
Mr. Aushim Parsottam Khetarpal	Member	Executive Director	4	Yes

Share Transfers are processed and duly approved by the committee. Shareholders/Investor's Grievances are placed before the committee. There were no Shareholder/investors complaints pending at the end of the financial year ended on 31.03.2018.

The roles and responsibilities of Shareholders/ Investors Grievances Committee are as follows:

Role and Responsibilities

The role of Shareholders/ Investors Grievances Committee includes the review of following:

- To monitor the process of expeditious transfer of shares or debentures.
- To monitor and review the shareholders complaints related to transfer of shares, non-receipt of Balance Sheet, non receipt of declared dividend etc.
- To monitor and review from time to time the systems/ procedures relating to processing of transfer of shares, dematerialization/ re-materialization of share certificates, re-issued of share certificates against split, cancellation, consolidation and lost share certificates etc.
- To investigate any activity and seek information from any employee of the Company, in discharging its duties.
- To obtain outside legal or professional services, if consider necessary.
- To fix the record date for the purposes as required under the Companies act and/or SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015.
- To consider and approve issue of duplicate share certificate in lieu of those reported lost, misplaced, torn, mutilated etc.
- Any other powers which are specifically delegated by the Board from time to time.

NOMINATION AND REMUNERATION COMMITTEE

The Board constitutes a Nomination and Remuneration Committee on pursuant to SEBI (LODR), Regulations, 2015. The role, term of reference, authority and powers of the Remuneration Committee are in conformity with the requirements of the Companies Act, 2013 and SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015.

Composition, meetings and attendance

In compliance with the SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 requirements and provisions of the Companies Act, 2013, the Company has constituted a Nomination and Remuneration Committee consisting of Non-Executive Independent Directors. As on 31st March 2018, Committee consists of three members Comprising of Mr. Sunil Arora, Mr. Mahesh Kumar Verma w.e.f 01/08/2017 under the Chairmanship of an Independent & Non Executive Director & Mr. Aushim Parsottam Khetarpal as Executive Director

Name of the Director	Designation	Category
Mr. Sunil Arora	Chairperson	Non-Executive & Independent Director
Mr. Mahesh Kumar Verma w.e.f. 01.08.2017	Member	Non -Executive & Independent Director
Mr. Aushim Parsottam Khetarpal	Member	Executive Director

The broad terms of reference of the Nomination and Remuneration Committee are:

- Determining remuneration packages payable to Executive/ Managing Director of the Company.
- Determining remuneration packages payable to key managerial personnel of the Company.

During the year under review, the Committee was not required to schedule any meeting.

The details of the Remuneration to Directors for the year ended March 31, 2018: **Managing Director**

Amount in Rupees

Name	Salary
Mr. Aushim Parsottam Khetarpal	10,08,000/-
Mr. Sunil Arora	3,12,000/-
Mr. Mahesh Kumar Verma	4,80,000/-

SUB-DELEGATION

In order to expedite the process of shares transfers, the Board has appointed Skyline Financial Services Private Limited as Share Transfer Agent and register of the Company. The transfer agent will generally attend to the transfer formalities once in a fortnight and operate subject to

the overall supervision of the Shareholders/ Investor Grievances Committee.

In compliance with the Listing Guidelines, every six months, the Share Transfer System is audited by a Company Secretary in Practice and a certificate to that effect is issued by them.

CODE OF CONDUCT:

As per Regulation 27 (I) (D), the Board of the Company has laid down Code of Conduct for all the Board members of the Company and Senior Management as well and the same has been posted on Website of the Company. Annual Compliance Report for the year ended 31st March, 2018 has been received from all the Board members and senior management of the Company regarding the compliance of all the provisions of Code of Conduct. Declaration regarding compliance by Board members and senior management personnel with the Company's Code of Conduct is hereby attached as annexure to this report.

MATERIAL NON-LISTED SUBSIDIARY COMPANIES:

SEBI(LODR), Regulation, 2015 defines a 'material non-listed Indian subsidiary' as an unlisted subsidiary, incorporated in India, whose turnover or net worth (i.e. paid-up capital and free reserves) exceeds 20% of the consolidated turnover or net worth respectively, of the listed holding Company and its subsidiaries in the immediately preceding accounting year.

Company does not have any such subsidiary during the accounting year under review.

COMPLIANCE OFFICER OF THE COMPANY

Mr. Aushim Parshottam Khetarpal, Managing Director is the Compliance Officer for complying with the requirements of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992 & SEBI (LODR), Regulation, 2015 and is responsible for complying with the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the Stock Exchanges. The Compliance Officer can be contacted at:

Orient Tradelink Limited

Registered Office:

801-A, 8th Floor, Mahalay Building,
Behind Fairdeal House,
Off: C. G. Road, Swastik Cross Roads Navrangpura
Ahmedabad GJ 380009 IN
E-Mail: orient.tradelink@gmail.com
Website: www.orienttradelink.in

Corporate Office:

141A, Ground Floor
Shahpur jat, New Delhi-110049
Tel. No: 9999313918
Fax No: 011-46563468

GENERAL MEETING:-

Location and time for the last 3 AGMs were as follows:-

Particulars	F.Y 2014-2015	F.Y 2015-2016	F.Y 2016-17
Date and time	30 th September, 2015	30 th September, 2016, 2:00 P.M	27 th September, 2017 2:00 P.M
Venue	2 nd Moonlight Complex, 4 th Floor, Opposite Gurukul, Drive-In- Road, Ahmedabad, Gujarat- 380052	801-A, 8 th Floor, Mahalay Building, Behind Fairdeal House, Off: C. G. Road, e, Off: C. G. Road, Swastik Cross Roads Navrangpura Ahmedabad GJ 380009	801-A, 8 th Floor, Mahalay Building, Behind Fairdeal House, Off: C. G. Road, e, Off: C. G. Road, Swastik Cross Roads Navrangpura Ahmedabad GJ 380009
Special	No	No	No

POSTAL BALLOT

During the year under review, we have not conducted any postal ballot in pursuance of Section 108 of the Companies Act, 2013 and Companies (Passing of the Resolution by Postal Ballot) Rules, 2001.

STATUTORY DISCLOSURES

No transactions of material nature have been entered into by the Company with any of the promoters, Directors, their related companies, firms, subsidiaries or relatives etc. that may have a potential conflict with interest of the Company. The Company has not been penalized, nor have any strictures been passed by the Stock Exchanges, SEBI etc.

MEANS OF COMMUNICATIONS

Up-to-date financial results, annual reports, shareholding patterns, official news releases, financial analysis reports and latest presentation have been made to the institutional investors.

The notice of the AGM along with Annual Report will be sent to the shareholders well in advance of the AGM.

DISCLOSURES

The Board of Directors receives from time to time disclosures relating to financial and commercial transactions from key managerial personnel of the Company where they and /or their relatives have personal interest. There are no materially significant related party transactions, which have potential conflict with the interest of the Company at large.

The details of the Related Party Transactions are placed before the audit committee as well as to the Board of Directors in terms of applicable laws for approval.

RISK MANAGEMENT

The Company has in place a Risk Management policy, which lays down a robust and dynamic process for identification and mitigation of risks. This policy has been adopted by the Audit Committee as well as the Board of Directors of the Company. The Audit Committee reviews the risk management and mitigation plan from time to time.

ANNUAL GENERAL MEETING**Date: 28th September, 2018****Time: 03:30 P.M.**

Venue: Hotel Comfort inn President, Opposite Municipal Market, Swastik Cross Roads, Navrangpura, Ahmedabad: 380009

FINANCIAL CALENDAR (tentative)

Financial Year- 1st April to 31st March

Financial Reporting for the First Quarter ending 30th June 2017: 13.08.2017

Financial Reporting for the Half Year ending 30th September 2017: 15.11.2017

Financial Reporting for the Third Quarter ending 31st December 2017:14.02.2018 Financial reporting for the Quarter & Year ending 31st March 2018: 29.05.2018

DATE OF BOOK CLOSURE:Tuesday 18th September, 2018 to Thursday 20th September, 2018 (both days inclusive)**LISTING ON STOCK EXCHANGE:**

1) **Bombay Stock Exchange Limited**, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001

2) Ahmedabad Stock Exchange Limited

A-2, Kamdhenu Complex, Opposite Sahajanand College 120 Feet Ring Rd, Panjara Pol, Ambawadi, Ahmedabad, Gujarat-380015

CORPORATE IDENTIFICATION NUMBER: L65910GJ1994PLC022833**STATUS FOR SHAREHOLDERS' COMPLAINTS FOR THE PERIOD 01.04.2017 TO 31.03.2018**

Complaint received from the shareholders of the Company during the year was duly resolved up-to the satisfaction of our shareholders & no complaint was pending at the end of financial year.

SHAREHOLDING PATTERN OF THE COMPANY AS ON 31st March, 2018

Category	Total no. of shares	Percentage
Promoter		
a) Indian	1834307	16.73
b) Foreign	-	-
Public		
a) Institutional Shareholding	-	-
b) General Public	9130693	83.27

DEMATERIALISATION OF SHARES AND LIQUIDITY

The company shares are traded in dematerialized form and have to be delivered in the dematerialized form to the stock exchange. To enable that shareholders have an easy access to the Demat system, the company has executed agreements with both Depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). The company has appointed M/s Skyline Financial Services Private Limited, Registrar for the purpose of electronic connectivity as well as for physical mode of transfer of shares.

ISIN for Demat: INE681D01013.

ADDRESS FOR CORRESPONDENCE

Corporate Office:

141A, Ground Floor, Shahpur Jat, New Delhi-110049

Website: www.orienttradelink.in

ADDRESS OF THE REGISTRAR AND SHARE TRANSFER AGENT:

Skyline Financial Services Private Limited D-153, 1st Floor, Okhla Industrial Area, ` Phase – 1, New Delhi – 110 020

Telephone: 011-64732681-88

Fax: 011-26812682

E-mail: viren@skylinerta.com

DECLARATION

None of the Director of the Company is a Director (including any alternate directorship) of more than 20 Companies as per the provisions of Section 165 of the Companies Act, 2013 and member of more than 10 committees or Chairman of more than 5 committees across all companies in which he is a Director.

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

To reconcile the total admitted capital with NSDL & CDSL and the total issue and listed capital, A Reconciliation of Share Capital Audit Report under Regulation 55A of Depository Participants Act, is carried out by a Company Secretary in Practice on Quarterly basis.

CHIEF EXECUTIVE OFFICER (CEO) CERTIFICATION

I, **Mr. MUKESH BHATNAGAR, CEO, of Orient Tradelink Limited, ("the Company")** to the best of my knowledge and belief hereby certify that:

- (a) I have reviewed financial statements and the cash flow statements for the year and that to the best of my knowledge and belief:
 - i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations
- b) There are no transactions entered into by the Company during the year that are fraudulent, illegal or violative of the Company's Code of Conduct;
- c) I accept responsibility for establishing and maintaining internal controls for financial reporting and have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design and operations of such internal controls, if any, of which I am aware and the steps we have taken or propose to take to rectify these deficiencies.
- d) I have indicated to the auditors and the Audit Committee:
 - (i) Significant changes in the internal control over financial reporting during the year under reference;
 - (ii) Significant changes in the accounting policies during the year and that the same has been disclosed in the notes to the financial statements; and
 - (iii) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

**By Order of the Board of Directors
For Orient Tradelink Limited**

**Place: New Delhi
Date: 27/08/2018**

**Sd/-
Signature
Mukesh Bhatnagar
CEO**

DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT

This is to confirm that the Company has adopted a Code of Conduct for its employees including the Managing Director. The Code of Conduct as adopted is available on the Company's website. I confirm that the Company has in respect of the Financial Year ended March 31, 2018, received from the Senior Management team of the Company and the members of the Board, a declaration of Compliance with the Code of Conduct as applicable to them.

For the purpose of this declaration, Senior Management Team means the Presidents, Sr. Vice Presidents and Vice President Cadre as on March 31, 2018.

**By Order of the Board of Directors
For Orient Tradelink Limited**

**Place: New Delhi
Date: 27/08/2018**

**Sd/-
Mahesh Kumar Verma
Director
DIN: 07892196
Address: D-3, Street No. 2 Brijpuri Dayalpur
Delhi 110094**

AUDITOR'S CERTIFICATE OF CORPORATE GOVERNANCE

To
The Members of
Orient Tradelink Limited
801-A, 8th Floor, Mahalay Building, Behind Fairdeal House,
C. G. Road, Swastik Cross Roads, Navrangpura, Ahmedabad, GJ 380009

We have examined the compliance of the conditions of Corporate Governance by Orient Tradelink Limited for the year ended **31st March, 2018** as stipulated in SEBI (LODR) Regulations, 2015 of the said Company with the Stock Exchanges in India.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to procedures and implementations thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of the financial statements of the Company.

In our opinion and to the best of our information and explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We state that in respect of Investor Grievances received during the year ended **31st March 2018**, no investor grievances are pending against the Company as per the record maintained by the companies which are presented to Investor Grievance Committee.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Place: New Delhi
Date: 29/05/2018

For Mittal Nirbhay & Co,
Chartered Accountants,

Sd/-
(Kamal Kumar)
Partner
Membership No. 502549

Form No. MR-3
SECRETARIAL AUDIT REPORT*
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2018

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

To,
The Members,
Orient Tradelink Limited
801-A, 8th Floor, Mahalay Building, Behind Fairdeal House, Off: C. G. Road, Swastik Cross Roads Navrangpura Ahmedabad GJ 380009

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Orient Tradelink Limited** (hereinafter called the "Company"). Secretarial Audit was conducted in a manner that provided me/us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on our verification of the **Orient Tradelink Limited** books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on **31st March, 2018** 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 **Orient Tradelink Limited** ("the Company") for the financial year ended on **31st March, 2018** 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 there under;
- (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 there under 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;
- vi) No other Law is applicable on this Company (Mention the other laws as may be applicable specifically to the Company)

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

(i) The SEBI (LODR), Regulations, 2015 entered into by the Company with Bombay Stock Exchange Limited & Ahmadabad Stock Exchange Limited.
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:

- Former company secretary has resigned till now the company had not appointed any company secretary. The company is in search of a suitable candidate.
- The company had not appointed internal auditor for the financial year 2017-2018 as per the provisions of section 138 of the Companies Act, 2013. But the company has proposed M/s AM Sharma & Associates for their appointment as internal auditor for the financial year 2018-2019.

We further report that

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

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.

We further report that during the audit period the Company has not been involved in any major activities in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

Date: - 27/08/2018
Place: -New Delhi

For and on Behalf of
V Kumar & Associates

Sd/-

Vivek Kumar
FCS No: - 8976
CP No: - 10438

*This report is to be read with our letter of even date which is annexed as **Annexure-A** forming part of an integral part of this report.

Annexure-A

To,

The Members,

Orient Tradelink Limited

801-A, 8th Floor, Mahalay Building, Behind Fairdeal House, Off: C. G. Road, Swastik Cross Roads Navrangpura Ahmedabad GJ 380009

Our report of even date is to be read along with this letter.

Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on this secretarial record based on our audit.

We have the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial record. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

We have not verified the correctness and appropriateness of financial records and books of the accounts of the company.

Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc

The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.

The Secretarial Audit report is neither an assurance as to future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

Date: - 27/08/2018

Place: -New Delhi

**For and on Behalf of
V Kumar & Associates**

**Sd/-
Vivek Kumar
FCS No: - 8976
CP No: - 10438**

INDEPENDENT AUDITOR'S REPORT

To,

THE MEMBERS OF ORIENT TRADELINK LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **Orient Tradelink Limited** ("the Company"), which comprise the Balance Sheet as at 31st March, 2018, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the 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 flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

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

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial

statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Opinion

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

- (i) In case of balance sheet of the state of affairs of the Company as at 31st March, 2018
- (ii) In case of the statement of **profit** and loss of the profit of the Company for the year ended on that date and
- (iii) In case of statement cash flows, cash flows of the company for the year ended on that date.

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, 2015, we give a statement on the matters specified in paragraphs 3 & 4 of the Order refer "Annexure - "A".
2. As required by Section 143 (3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books
 - (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of the written representations received from the directors as on 31 March, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2018 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
 - (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to

the best of our information and according to the explanations given to us:

- i. As informed by the management, the company does not have any pending litigations which would impact its financial position.
- ii. As informed by the management, the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. There has not been any amount which is required to be transferred to the Investor Education and Protection Fund by the Company.

For MITTAL NIRBHAY & CO.

Chartered Accountants

FRN: 013097c

Sd/-

Kamal Kumar

Partner

Membership No. 502549

Place: New Delhi

Date: May 29, 2018

“ANNEXURE – A” REFERRED TO IN PARAGRAPH 1 UNDER THE HEADING OF “REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS OF OUR REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF ORIENT TRADELINK LIMITED

- I. (a) The Company is maintaining proper records showing full particulars including quantitative details & situation of fixed assets.
- (b) As explained to us, these fixed assets have been physically verified by the management at reasonable intervals during the year. No material discrepancies were noticed on such verification.
- (C) According to information & explanations given to us and on the basis of examination of the books of accounts, the company does not have immovable properties. Thus paragraph 3 (i) (c) is not applicable
- II. On the basis of information & explanations obtained, the stocks of finished goods, stores spare parts and raw materials have been physically verified by the management at reasonable intervals during/at the end of the year
- (b) we are unable to comment upon, the discrepancies noticed on such verification of stocks as compared to book records, in absence of proper records.
- III. According to information & explanations given to us, and on the basis of our examination of books of accounts, forms & registers, the company has not granted any loans, Secured or unsecured loan to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Companies Act, 2013. Accordingly, the provisions of clause 3 (iii) (a) to (c) of the order are not applicable to the company and hence not commented upon.
- IV. According to information & explanations given to us, and on the basis of our examination of books of accounts, forms & registers the Company has not given any loan or made any investments, guarantee to its director or in any other in the company. The provisions of section 185 & 186 of the Companies Act, 2013, are not applicable to the company. Hence, clause (iv) para 3 of caro is not applicable.
- V. During the year, the company has not accepted any deposits from the public during the year. Accordingly the provisions of clause (v) para 3 of the order is not applicable to the company and hence not commented upon.
- VI. The company is not required to maintain cost accounting records under sub Section (1) of section 148 of the Companies Act, 2013.
- VII. (a) According to the records of the company is not regular in depositing its undisputed statutory dues.
- (b) According to the information and explanations given to us, there are no undisputed amounts payable In respect of provident fund, ESI, Income tax, wealth tax, sales tax customs duty & excise duty, value added tax cess and other statutory dues outstanding for a period of more than six months as at 31st March, 2018 from the date they become payable.
- VIII. On the basis of the verification of records and information and explanations given by the management, the company has not defaulted in repayment of dues to financial institutions and banks.

- IX. Based upon the audit procedures and the information and explanations given by the management , the Company has not raised money by way of initial public offer or further public offer including debt instruments and term loans. Accordingly, the provisions of clause 3 (ix) of the order is not applicable to the company and hence not commented upon.
- X. Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by ts officers or employees has been noticed or reported during the year.
- XI. According to the information and explanations given to us and records of the company examined by us, the manegrial has been paid / provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.
- XII. In our opinion and According to the information and explanations given to us, the company is not a Nidhi Company. Therefore provisions of clause 3 (xii) of the order are not applicable to the company.
- XIII. According to the information and explanations given to us, written representations obtained nad records of the company examined by us all transactions with related parties are in compliance with section 177 & 188 of the Companies Act, 2013.
- XIV. The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the order are not applicable to the company and hence not commented upon.
- XV. Based upon the audit procedures and as per the information and explanations given by the management, As per the information and explanations given by the management, the company has not entered into any non-cash transaction with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the order are not applicable to the company and hence not commented upon
- XVI. In our opinion the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934. Accordingly, the provisions of clause 3 (xvi) of the order are not applicable to the company and hence not commented upon.

For MITTAL NIRBHAY & CO.

Chartered Accountants

FRN: 013097c

Sd/-

Kamal Kumar

Partner

Membership No. 502549

Place: New Delhi

Date: May 29, 2018

“ANNEXURE-B REFERRED TO IN PARAGRAPH 2 UNDER THE HEADING “REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS” OF OUR REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF ORIENT TRADELINK 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 of **ORIENT TRADELINK LIMITED** (“the Company”) as of **31st March, 2018** 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”. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under Section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at **31st March, 2018**, based on “the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India”.

For MITTAL NIRBHAY & CO.

Chartered Accountants

FRN: 013097c

Sd/-

Kamal Kumar

Partner

Membership No. 502549

Place: New Delhi

Date: May 29, 2018

ORIENT TRADELINK LIMITED
BALANCE SHEET AS AT 31st March 2018

(In Rs.)

Particulars		Note No.	As At 31.03.2018	As At 31.03.2017
I.	EQUITY AND LIABILITIES			
1	Shareholders' funds			
	(a) Share capital	2	109,650,000	109,650,000
	(b) Reserves and surplus	3	(35,176,151)	(38,783,919)
2	Share application money pending allotment		-	-
3	Non-current liabilities			
	(a) Long Term Borrowing	4	84,562,883	63,708,005
	(b) Deferred tax liabilities (Net)		29,095	29,095
4	Current liabilities			
	(a) Trade payables (Short Term)	5	378,502,259	202,251,067
	(b) Other current liabilities	6	59,707,884	22,081,705
	(c) Short-term provisions	7	3,069,511	1,448,593
	TOTAL		600,345,483	264,860,198
II.	ASSETS			
	Non-current assets			
1	(a) Fixed assets			
	(i) Tangible assets	8	19,708,292	429,142
	(ii) Intangible assets		62,077,305	-
	(iii) Capital work-in-progress	8	66,002,735	100,002,735
	(b) Non-current investments	9	147,788,332	100,431,877
	(c) Long-term loans and advances		11,058,812	11,058,812
	(d) Other non-current assets		-	-
2	Current assets			
	(a) Current investments		-	-
	(b) Inventories	10	185,789,729	96,781,691
	(c) Trade receivables	11	102,427,665	33,466,405
	(d) Cash and cash equivalents	12	72,714	5,231,129
	(e) Short-term loans and advances	13	50,000	50,000
	(f) Other current assets	14	153,158,231	113,364,634
	TOTAL		600,345,483	360,384,547
	Significant Accounting Policies	1		-

See accompanying notes 1 to 19 which form an integral part of the financial statements

AS PER OUR REPORT OF EVEN DATE

For Mittal Nirbhay & Co.
Chartered Accountants

Sd/-

Sd/-

Sd/-

Kamal Kumar
Partner
Membership No.: 502549

Mahesh Kumar Verma
DIN: 07892196
Director

Sunil Arora
DIN: 03517899
Director

Place: New Delhi
Date: 29th May, 2018

ORIENT TRADELINK LIMITED
STATEMENT OF PROFIT AND LOSS
FOR THE YEAR ENDED 31st March 2018

Particulars		Refer Note No.	For the year ended 31.03.2018	For the year ended 31.03.2017
1.	Revenue from operations			
	(a) Net sales/income from operations (inclusive of excise duty)	15	222,405,787	87,687,253
	(b) Other Operating Income			
	Total Revenue from Operations (inclusive of excise duty)		222,405,787	87,687,253
2.	Other Income			
	(a) Foreign Exchange Gain		61,676	3,50,000
	(b) Others			
	Total Other Income	16	61,676	3,50,000
	Total Revenue (1 + 2)		222,467,462	88037253
3.	Expenses:			
	(a) Cost of Material Consumed		-	-
	(b) Purchase of Stock-in-Trade		102209558	80,404,803
	(c) Changes in inventories of finished goods work-in-progress and Stock-in-Trade	17	-89,008,038	-69,818,195
	(d) Employee benefits expense	18	5,728,063	1,930,858
	(e) Finance costs	19	171,990	98,349
	(f) Foreign Exchange Loss		-	-
	Depreciation and amortization expense	8	14,404,673	25,790
	Other expenses	20	183,732,567	70,722,766
	Total expenses		217,238,813	83,364,372
4.	Profit before tax (1+2+3)		5,228,649	4,672,881
5.	Tax expense:		1,620,881	1,424,481
	Current Tax		1,620,881	1,448,593
	Deferred Tax		-	-24,112
6.	Profit (Loss) for the period		3,607,768	3,248,400
7.	Other Comprehensive income/(expense)- items that will not be reclassified to profit or loss (net of tax)		-	-
8.	Total Comprehensive income for the period (6+7)		-	-
9.	Paid up Equity Share Capital (Face Value of Rs. 10/- per Share)		10,965,000	10,965,000
XVI	Earnings per equity share:			
	(1) Basic		0.33	0.30
	(2) Diluted		0.33	0.30

Notes:

*The figures for the quarter ended March 31, 2018 and the corresponding quarter ended in the previous year as reported in standalone financial results are the balancing figures b/w the audited figures in respect of the full financial year and the published year to date figures upto the end of the of full financial year.

1. The above results have been reviewed by the Audit Committee and taken on Record by the Board of Directors at its meeting held on 29.05.2018.

2. The company does not have more than one reportable segment in line with Accounting Standards (AS-17) segment reporting issued by the Institute Of Chartered Accountants Of India.

3. The previous period financial figures have been regroupd/rearranged whenever necessary to make them comparable.

4. The column having NIL particulars have been excluded.

5. The statement does not include Ind AS complaint results for the previous year ended March, 31, 2017 as the same is not mandatory as per SEBI Circular dated 5th July, 2016.

6. Reconciliation of Profit after tax for the Quarter & financial year ended 31.03.2017 between

Ind AS compliant results as reported above with the results reported in previous year as per

Indian GAAP are as given below

Particulars	Quarter ended March 2017	Previous financial year ended March 2017
Net profit after tax for the period as per previous GAAP	6,057,731	3,248,400
Differences on account of revenue recognition net of related costs	0	0
Income tax adjustments on above adjustments	0	0
Profit after tax reported as per Ind AS	6,057,731	3,248,400
Other Comprehensive Income	0	0
Total Comprehensive Income as per Ind AS	6,057,731	3,248,400

See accompanying notes 1 to 21 which form an integral part of the financial statements AS PER OUR REPORT OF EVEN DATE FOR MITTAL NIRBHAY & CO. CHARTERED ACCOUNTANT

Sd/-

Sd/-

Sd/-

CA Kamal Kumar
Partner
Membership No.: 502549
Place: New Delhi
Date: 29th May, 2018

Mahesh Kumar Verma
DIN: 07892196
Director

Sunil Arora
DIN: 03517899
Director

ORIENT TRADELINK LIMITED
Cash Flow Statement for the year ended March 31, 2018

Particulars	For the year ended 31.03.2018 Rs.	For the year ended 31.03.2017 Rs.
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before tax	5,228,649	4,672,881
<u>Non-cash adjustment to reconcile profit before tax to net cash flows</u>		
Depreciation/ amortization	14,404,673	25,790
<u>Non-Operating adjustments</u>		
Interest expense	171,990	98,349
Operating profit before working capital changes	19,805,313	4,797,020
Movements in working capital :		
Increase/ (decrease) in trade payables	176,251,192	46,594,911
Decrease / (increase) in trade receivables	-68,961,260	942,055
Decrease / (increase) in current loans and advances	-	-
Decrease / (increase) in Current Provision	1,620,918	916,514
Decrease / (increase) in inventories	-89,008,038	-69,818,195
Decrease / (increase) in other current Liabilities	37,626,180	9,244,414
Decrease / (increase) in Short Term Loan & Advances	1,620,882	1,072,000
Decrease / (increase) in other current assets	-39,793,598	7,584,812
Cash generated from / (used in) operations	35,919,825	1,333,533
Net cash flow from/ (used in) operating activities	35,919,825	1,333,533
CASH FLOWS FROM INVESTING ACTIVITIES		
Increase in Capital Work In Progress	34,000,000	-30,000,000
Increase in Fixed Asset	-	-
	95,761,127	283,000
Net cash flow from/ (used in) investing activities	-61,761,127	-30,283,000

CASH FLOWS FROM FINANCING ACTIVITIES

Receipt/(Payment) of Long Term Borrowing	20,854,878	35,776,664
Increase/(Decrease) in Deferred Tax Liability	-	-24,112
Income Tax Paid	-	-1,656,922
Finance Cost	-171,990	-98,349
Net cash flow from/ (used in) in financing activities	20,682,888	33,997,281
Net increase/(decrease) in cash and cash equivalents (A + B + C)	5,158,414	5,047,814
Cash and cash equivalents at the beginning of the period	5,231,129	183,315
Cash and cash equivalents at the end of the period	72,714	5,231,129
Components of cash and cash equivalents		
Cash on hand	50,366	5,231,072
With banks- on current account	22,348	57
With others	-	-
With banks- on deposit accounts	-	-
Total cash and cash equivalents (note 12)	72,714	5,231,129

Notes :

1. The Cash flow statement has been prepared under the indirect method as set out in Accounting Standard 3 on Cash Flow Statements notified by Companies Accounting Standard Rules, 2006 (as amended).
2. Negative figures have been shown in brackets.

See accompanying notes 1 to 21 which form an integral part of the financial statements
As per our attached report of even date

For Mittal Nirbhay & Co.
CHARTERED ACCOUNTANTS

Sd/-

CA Kamal Kumar
Partner
Membership No.: 502549

Sd/-

Mahesh Kumar Verma
DIN: 07892196
Director

Sd/-

Sunil Arora
DIN: 03517899
Director

Place: New Delhi
Date: 29th May, 2018

Notes forming part of Financial Statements

Note 2 : Share Capital

<u>Share Capital</u>	As at 31 March 2018		As at 31 March 2017	
	Number of Shares	Rs.	Number of Shares	Rs.
<u>Authorized</u>				
Equity Shares of Rs. 10 each	12,000,000	120,000,000	12000000	120,000,000
<u>Issued, Subscribed & Paid up</u>				
Equity Shares of Rs. 10 each	10,965,000	109,650,000	10,965,000	109,650,000
Total	10,965,000	109,650,000	10,965,000	109,650,000

Details of shares held by shareholders holding more than 5% of the aggregate shares in the Company

Name of Shareholder	As at 31 March 2018		As at 31 March 2017	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Aushim Parshottam Khetarpal	1506800	13.742%	1506800	13.742%

Reconciliation statement of share:

Equity Shares	As at 31 March 2018	As at 31 March 2017
(a) Opening	10,965,000	10,965,000
(b) Addition: Fresh issue of share Capital		-
(c) Deletion: Share Buy Back		-

Note 3 : Reserves & Surplus

<u>Reserves & Surplus</u>	As at 31st March 2018	As at 31st March 2017
	Rs.	Rs.
a. General Reserves		
Opening Balance	(38783919)	(41799878)

(+) Current Year Transfer	3,607,768	3,248,400
(+) TDS Adjustment	-	-232,441
(-) Written Back in Current Year	-	-
Closing Balance	(35,176,151)	(38,783,919)
Total	(35,176,151)	(38,783,919)

Note 4 :Long Term Borrowing		
<u>Other Long Term Liabilities</u>	As at 31 March 2018	As at 31 March 2017
	Rs	Rs
<u>Unsecured Loan</u>		
-		
<u>(a) From Related Parties</u>		
Aushim Khetrapal	11161660	12681209
Asha Khetrapal	1341000	-
Umang Khetrapal	1223565	1223565
Shirdi Sai Baba Foundation	64806958	43763531
-		
<u>(b) From Others-</u>		
Madhu Singh	890000	900000
Look Salon Pvt Ltd	1000000	1000000
Rich Capital & Financial Services Limited	4139700	4139700
Total	84562883	63708005

Note No. 5

<u>Trade Payable</u>	As at 31 March 2018	As at 31 March 2017
	Rs	Rs
<u>Trade Payable</u>		
Aarti Khetarpal	24,999.00	
AD Circle Private Limited	66762.5	-
Avisha International Ltd.	15,369,932.00	15,369,932.00
Aum Sportainment come Dec-2	14,160,000.00	
Aum Sportainment SSBAAnimated	23,600,000.00	
Aum sportainment pvt Ltd baba ramesh peer		21,493,000.00

Aum Sportainment limited		31,092,000.00
Aum Sportainment Pvt Ltd	241,559,896.00	91,605,350.00
BBX India Pvt Ltd	4,448,010.00	4,448,010.00
B& G Associates	60,000.00	
BD Mahajan & Sons Pvt Ltd	59,125.00	
Bhajji Sports	80,182.20	
BD Mahajan & Sons Pvt Ltd	-	59,125.00
Dilsa Distributors	218,728.00	
Epic Television Network Pvt. Ltd	1,256,285.00	
Filmart Printers Pvt.Ltd	38,800.00	
Graphis Ads Pvt Ltd	592,058.00	
Gulab Mohadmad	20,000.00	
Ganpati Traxim Pvt. Ltd.	18,166,020.00	18,166,020.00
Gulguncha Arts	-	343,950.00
Gurcharan Singh	44,622.00	44,622.00
Gurukul Ayurved Pharmacy	41,344.54	23,002.65
Gulshan Mahndi Ratta	174,450.00	100,950.00
HT Media Ltd	13,306.00	0
Ishwar Media Pvt.Ltd	1,558,000.00	0
Kusum Arora	72,500.00	257,000.00
Laxmi Communication	23,955.00	-
Kohil	1,400,000.00	-
Parvesh Saini	71,865.00	67,600.00
Arora Book Stall	53,501.00	53,501.00
Mail Today News Paper	37,500.00	37,500.00
Media Network	424,867.00	424,867.00
Milange Perfumes	249,000.00	332,000.00
Neeta Mehta Publishers	130,450.00	130,450.00
Nita Mehta Foods	1,149,877.00	-
Srijan		

	111,065.00	111,065.00
National Securities Depository Ltd.	58,587.00	64,645.00
Pawas Sales Agency.	1,399,480.00	1,399,480.00
Pradeep Kumar	18,200.00	33,100.00
Pushpak Press Pvt. Ltd.	250,002.00	310,367.00
Pride Trade Agency.	1,129,000.00	1,129,000.00
Ramnord Research Laboratories	3,000,000.00	-
Saffron Communication Pvt.Ltd	11,545,302.74	-
Sai Items Innovatives Pvt Ltd	47,662.17	-
Satish RM Tandon	4,795,100.00	-
Scrabble Digital Limited	32,450.00	-
Shiv	250,000.00	-
Shiv Shakti	43,000.00	-
Sahil		6,000.00
Sonu Tours & Travels	188,469.56	-
Shubhlabh Consultants	36,000.00	-
Sai Baba Foundation	-	7,500,000.00
Shakti Kumar	441,550.00	441,550.00
Shemaroo Entertainment Pvt Ltd	892,590.00	892,590.00
Sidh Trading Co.	1,236,850.00	1,236,850.00
S R Jain Jewellers	65,335.00	65,335.00
Sterling Publisher	107,500.00	107,500.00
SS PRINTER	361,700.00	361,700.00
Zee Media Corporation Limited	247,362.00	199,902.00
Sudhakar & Co	10,000.00	10,000.00
Sunita Caterers	150,450.00	150,450.00
Sai Items Infomatives P. Ltd.		467,243.00
Sumeet Enterprises	1,972,236.76	-
Sujatha Biotech	1,869,244.02	2,261,644.02
Value Barter Pvt Ltd	21,334,086.74	2,765.80

Uppal Chadha Hi-Tech Developers	790,000.00	508,900.00
Zybronix Ltd	460,000.00	460,000.00
VJM Media Pvt. Ltd.	171,000.00	171,000.00
Ved Prakash	11,300.00	14,000.00
V K Films	13,600.00	-
Zee Entertainment	297,101.00	297,101.00
Total	378,502,259.23	202,251,067

The Company has not received any memorandum (as required to be filed by the suppliers with the notified authority under the Micro, Small and Medium Enterprises Development Act, 2006 claiming their status as micro, small or medium enterprises.

Consequently the amount paid / payable to these parties during the year could not be ascertained.

Note 6 : Other Current Liabilities

<u>Other Current Liabilities</u>	As at 31 March 2018	As at 31 March 2017
	Rs	Rs
<u>Statutory Dues</u>		
Service Tax @12.36%	2,719,200	2,719,200
Service Tax @14%	13,937,920	12,903,033
Krishi Kalyan Cess Payable	200,542	163,582
Output GST Payable	28,278,288	-
VAT payable	558,573	-
TDS on Director Remuneration	571,550	36,000
TDS PAYABLE		636,145

	1,213,946	
<u>Other Liabilities</u>		
Audit Fees Payable	25,000	25,000
Ankit sharma	-	5,000
Karanbhami tv pvt.ltd	-	1,517,168
Bombay Stock Exchange	839,292	3,875,792
CDSL Charges Due	246,779	145,303
Aushim Khetarpal Reimbursement	8,457	-
Mukesh Kumar Salary Payable	259,512	
Salary Payable	332,104	-
Anchoring Fees Payable	3,400,000	-
Expenses Payable	3,003,258	-
Vodafone Bill Payable	9,484	-
Complete Cinema	132,890	56,000
Editing Charges Payable	3,945,600	-
Credit Card	6,170	-
HDFC Credit card	19,319	-518
Total	59,707,884	22,081,705

Note 7 : Short Term Provision

<u>Short Term Provision</u>	As at 31 March 2018	As at 31 March 2017
	Rs	Rs
Provision for Taxation	3,069,511	1,448,593
Total	3,069,511	1,448,593

Note 8 : Capital Work in Progress

<u>Short Term Provision</u>	As at 31 March 2018	As at 31 March 2017
	Rs	Rs
MEDIA LIABRARY		
Film Serial Movies	66,002,735	100,002,735
Total	66,002,735	100,002,735

Note 10 : Inventories

<u>Inventories</u>	As at 31 March 2018	As at 31 March 2017
	Rs	Rs
(as taken valued and certified by management)		
a. Finished goods (Valued at Cost)	185,789,729	96,781,691
Total	185,789,729	96,781,691

Note 11 : Trade Receivables

<u>Trade Receivables</u>	As at 31 March 2018	As at 31 March 2017
	Rs	Rs
Trade receivables outstanding for a period exceeding six months from the date they are due for payment		
<u>Unsecured (considered good)</u>		
O.M.X Impex Pvt Ltd	3,573,906	-
Gomti Exim Pvt Ltd	6,361,040	-
MRY Telecom	9,523,514	-
Epic Tv Network Pvt. Ltd.	-	24,318
Jain Gift Emporium	-	31,586
N4B Media & Trade Private limited	6,435,623	-
	25,894,083	55,904
Trade receivables outstanding for a period less than six months from the date they are due for payment		
Unsecured considered good		
Sadhna Broadcast Limited	60,143,224	0
O.M.X Impex Pvt Ltd	-	3,573,906
Gomti Exim Pvt Ltd	-	6,361,040
MRY Telecom	-	9,523,514
Network 4 Barter Private Limited	1,062,924	13,952,041
Sai baba Foundation -Debtors	15,327,434	
	76,533,582	33,410,501
Total	102,427,665	33,466,405

Note 12 : Cash and cash equivalents

<u>Cash and cash equivalents</u>	As at 31 March 2018	As at 31 March 2017
	Rs	Rs
a. Balances with banks	22,348	57
b. Cash on hand	50,366	5,231,072
	72,714	5,231,129

Note 13 : Short-term loans and advances

<u>Short-term loans and advances</u>	As at 31 March 2018	As at 31 March 2017
	Rs	Rs
a. Others (Unsecured, considered good) Vindra Buildcon Pvt. Ltd.	50,000	50,000
	50,000	50,000

Note 14 : Other current assets

<u>Other current assets</u>	As at 31 March 2018	As at 31 March 2017
	Rs	Rs
Statutory Receivables		
TDS Receivable	5,269,428	1,534,562
Input GST	22,581,001	-
CST@2%	2,588,472	1,216,782
DVAT-12.5%	2,451,779	3,045,691
DVAT-4%	7,777	4,193
DVAT-5%	-	84,773
Service Tax Receivable @14.5%	4,466,000	4,466,000
Service Tax Receivable @14%	8,480,029	8,480,029
Service Tax Receivables @12.36%	3,096,380	-
Service Tax Receivable @12%		3,096,380
Jyoti & Vishnu	21,400	
Mu- himat	30,000	
AM Sharma & Associates	12,300	
Hardeep Chabra	73,000	
Film Show Distributors	50,000	
Print Circle	50,000	
Sadhna Media Pvt Ltd	9,646,850	

Sharp Eye Broadcasting P. Ltd	2,421,000	
Sun Audio	147,006	
Super Music and Entertainment	25,000	
Ufo Movies India Limited	105,544	
Nitesh	62,000	-
Aushim Khetarpal Salary	416,540	
Barter Asset	90,936,225	91,436,225
Chit Fund	220,500.00	-
Total	153,158,231	113,364,634

Note 15 : Revenue from Operations

Revenue from operations	As at 31 March 2018	As at 31 March 2017
	Rs	Rs
Sale of Stock	32,716,892	10,685,982
Sale of Services		
(A) Commission Income	632,200	0
(B) Advertisement Income	88,893,045	76,728,110
(C) Trade Discount	-	273,161
(D) Hoardings Income	90,213,650	-
(E) Consultancy Charges	5,500,000	-
(F) Sponsorship Fees	4,450,000	-
Total	222,405,787	87,687,253

Note 16 : Other Income

Other Income	As at 31 March 2018	As at 31 March 2017
	Rs	Rs
Misc Receipts	61,676	350,000
Total	61,676	350,000

Note 17 : Change In Inventory

<u>Other Income</u>	As at 31 March 2018	As at 31 March 2017
	Rs	Rs
Opening Stock of Seeds	96,781,691	26,963,496
Closing Stock of Seeds	185,789,729	96,781,691
Total	89,008,038	-69,818,195

Note 18 : Employee Benefits Expense

<u>Employee Benefits Expense</u>	As at 31 March 2018	As at 31 March 2017
	Rs	Rs
(a) Salaries	3,422,128	1,476,000
(b) Staff Welfare	505,935	94,858
(c) Director Remuneration	1,800,000	360,000
Total	5,728,063	1,930,858

Note 19 : Finance Costs

<u>Finance Costs</u>	As at 31 March 2018	As at 31 March 2017
	Rs	Rs
Bank Charges	46,841	57,904
Interest Charges	125,149	40,445
Total	171,990	98,349

Note 20 : Other Expenses

<u>Other Expenses</u>	As at 31 March 2018	As at 31 March 2017
	Rs	Rs
Auditors' Remuneration		
Audit Fee		25,000

	25,000	
Auditor expenses	-	-
Accounting Charges	-	205,000
Ambassadorship Fees	1,500,000	
Anchoring Fees	6,499,000	2,600,000
Advertisement Charges	50,936,969	21,045,504
Royalty Expenses	15,500,000	12,020,296
Media & Entertainment	27,118,000	5,158,956
Brand Building Expenses	726,618	
Bad Debts	-	5,762,500
Business Welfare Exp	1,013,550	1,149,128
Commission Expenses	675,000	-
CSR Activities Expenses	170,000	214,000
Discount	1,650,768	788
Sms Charges	26	
Packing Exp	290	
Newspaper & Magazine	440	
Fees & Taxes	9,000	
Broadcasting Charges	127,536	819,710
Consultancy Charges	68,000	395,370
Conveyance	83,422	142,699
Freight Charges	11,600	32,050
Production	80,000	-
Editing Fees	3,949,508	776,704
Hotel Expenses	179,570	198,773
Office Expenses	2,400	305,000
Office Maintenance	37,918	414,077

Postage Charges	101,490	41,600
Prior Period Expenses	-	30,000
Refreshment Expenses	125,259	108,123
Procurement of Adhyapika Exps.	-	16,080
Professional Fees	-	193,290
Swach Bharat Cess	36,960	-203,448
Round Off	1,655	9
Event Exp	41,200	566,822
BSE Filling Fees	100,780	3,745,183
Misc Expenses	2,203,330	588,367
Professional Charges	369,775	51,000
Rent	205,000	202,500
Printing & Stationery	2,627,490	7,716,908
Administration Expenses	-	162,865
Telephone Expenses	96,980	67,863
Tour & Travel	1,174,806	680,249
AD Film shooting charges	210,000	71,800
Hording Expenses	63,000,000	4,400,000
AMC charges	25,218	-
Construction Expenses	44,366	-
Director Fee	20,000	-
Internet Charges	13,429	-
Medical Expenses	15,050	-
Modeling Expenses	50,000	-
Donation	6,500	-
Legal Fees	619,200	-
Reimbursement (Exp)	43,300	-

Repairs & Maintenance	44,553	-
Sports Expenses	100,174	-
Sponsorship Expenses	1,366,100	850,000
Publicity Expenses	404,051	-
Fuel Charges	36,541	-
Electricity Charges	345,800	96,000
Parking Charges	4,532	72,000
Brand Endorsement cost	8,333	-
Total	183,732,567	70,722,766

Note 9 : Non Current Investments

	Particulars	As at 31 March 2018	As at 31 March 2017
		Rs.	Rs.
A	Trade Investments	-	-
B	Other Investments (Refer B below)		
	<u>Quoted Investment</u>	-	-
	Wellworth Overseas Limited(3963000 Shares)	3,998,812.00	3,998,812.00
	<u>UnQuoted Investment</u>		
	Pecifi Marine Pvt Ltd (240000 Shares)	2400000.00	2,400,000.00
	Sannag International(466000 Shares)	4,660,000.00	4,660,000.00
	Total (A + B)	11,058,812.00	11,058,812.00
	Less : Provision for dimunition in the value of Investments	-	-
	Total	11,058,812.00	11,058,812.00
	Grand Total Investments Non Current	11,058,812.00	11,058,812.00

ORIENT TRADELINK LIMITED
Notes forming part of Financial Statements

Note 8 : Fixed Assets

	Gross Block						Accumulated Depreciation					Net Block	
	Balance as at 1 April 2017	Additions during the year	Disposals during the year	Revaluations (Impairments)	Balance as at 31 March 2018	Balance as at 1 April 2017	Depreciation charge for the year*	Adjustment due to revaluations	On disposals	Balance as at 31 March 2018	Balance as at 31 March 2017		
	Rs	Rs	Rs	Rs	Rs	Rs	Rs	Rs	Rs	Rs	Rs		
Fixed Assets													
a Tangible Assets													
BUILDING(1.63%) Office Premises	200,000	-	-	-	200,000	58,680	3,260	-	-	61,940	138,060	141,320	
COMPUTERS(16.21%) Computer	549,318	15,780	-	-	565,098	549,317	15,780	-	-	565,097	1	1	
VEHICLES(9.50%) Car Honda City	268,000	-	-	-	268,000	12,730	25,728	-	-	38,458	229,542	255,270	
FURNITURE AND FIXTURES(6.33%) Furniture and Fixtures	140,575	-	-	-	140,575	114,028	8,898	-	-	122,926	17,649	26,547	
Plant & Machinery(6.33%) Old Machinery	-	19,617,515	-	-	19,617,515	-	310,447	-	-	310,447	19,307,068	-	
OFFICE EQUIPMENTS(4.75%) Mobiles	9,000	10,912	-	-	19,912	2,994	946	-	-	3,940	15,972	6,006	
Total (a)	1,166,893	19,644,207	-	-	20,811,100	737,749	365,058	-	-	1,102,808	19,708,292	429,144	

b	Previous Year (i) Intangible Assets	883,893	283,000	-	-	1,166,893	711,961	25,790	-	-	737,752	429,142	171,932
	Total (b)	-	76,116,920.00	-	-	76,116,920.00	-	14,039,615.00	-	-	14,039,615	62,077,305	-
	Previous Year (ii) Capital Work in Progress	100,002,735.00	-	34,000,000.00	-	66,002,735.00	-	-	-	-	-	66,002,735.00	-
c	Total (c)	100,002,735.00	76,116,920.00	34,000,000.00	-	142,119,655.00	-	-	-	-	14,039,615.00	66,002,735.00	-
	Previous Year (iii)	70,002,735.00	-	-	-	70,002,735.00	-	-	-	-	-	100,002,735.00	-
	Current Year Total (a+b+c) Previous Year Total (i+ii+iii)	101,169,628.00	171,878,046.66	34,000,000.00	-	239,047,674.66	737,749.00	14,404,673.39	-	-	29,182,038.39	147,788,332.27	429,144.00
		70,886,628.00	283,000.00	-	-	71,169,628.00	711,961.00	25,789.65	-	-	737,751.65	100,431,877.35	171,932.00

ORIENT TRADELINK LIMITED
SIGNIFICANT ACCOUNTING POLICIES & NOTES ON FINANCIAL STATEMENTS
Note No. : 1

A. Significant Accounting Policies

1. Basis of accounting:-

These financial statements have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) including the Accounting Standards notified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013.

The financial statements have been prepared under the historical cost convention on accrual basis.

2. Revenue Recognition :-

Expenses and Income considered payable and receivable respectively are accounted for on accrual basis except discount claims, rebates and retirement benefits which cannot be determined with certainty during the year.

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.

4. Depreciation :-

Depreciation on Fixed Assets is provided to the extent of depreciable amount on the Written down Value (WDV) Method/SLM method. Depreciation is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013.

5. Investments :-

Investments are stated at cost.

6. Inventories :-

Inventories are valued as under:-

1. Inventories : Lower of cost or net realizable value
2. Scrap : At net realizable value.

7. Miscellaneous Expenditure:-

Miscellaneous Expenditure comprises of Preliminary expenses that are amortized over a period of five years.

8. Retirement Benefits:-

The retirement benefits are accounted for as and when liability becomes due for payment.

9. 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 by the balance sheet date. Deferred tax assets arising from timing differences are recognized to the extent there is virtual certainty with convincing evidence that these would be realized in future. At each Balance Sheet date, the carrying amount of deferred tax is reviewed to reassure realization.

10. Provisions, Contingent Liabilities and Contingent Assets:- (AS-29)

Provisions are recognized only when there is a present obligation as a result of past events and when a reliable estimate of the amount of the obligation can be made.

Contingent Liabilities is disclosed in Notes to the account for:-

- (i) Possible obligations which will be confirmed only by future events not wholly within the control of the company or
- (ii) Present Obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.

Contingent assets are not recognized in the financial statement since this may result in the recognition of the income that may never be realized.

General:

Except wherever stated, accounting policies are consistent with the generally accepted accounting principles and have been consistently applied.

11. Notes:

1. The Company has adopted Indian Accounting Standards (IND AS) prescribed under Section 133 of the Companies Act, 2013, read with the relevant rules issued there under from April 1st, 2016. The date of transition to IND AS is from April 1st, 2015 and accordingly these financial results have been prepared in accordance with the recognition and management principle laid down, and other accounting principle laid down, and other accounting principle generally accepted in India.
2. The above standalone financial results as reviewed by the Audit Committee have been approved by the Board of Directors at its Meeting dated 29th May, 2018.
3. The figures of quarter ended March 31, 2018 and March 31, 2017 are the balancing figures in respect of the full financial year up to March 31, 2018 and March 31, 2017 respectively and the unaudited published year to date figures up

to December 31, 2017 being the date of the end of the third quarter of the Financial Year. The stand alone results for the nine months ended December 31, 2017 have been subjected to the limited review by the Statutory Auditors.

(B) Notes on Financial Statements

1. The SSI status of the creditors is not known to the Company; hence the information is not given.
2. Salaries includes directors remuneration on account of salary Rs. 18,00,000/- (Previous Year Rs. 3,60,000/-)
3. Trade receivables, Trade payables, Loans & Advances and Unsecured Loans have been taken at their book value subject to confirmation and reconciliation.

4. Payments to Auditors:

Auditors Remuneration	2018	2017
Audit Fees	25,000	25,000
Tax Audit Fees	Nil	Nil
Company Law Matters	Nil	Nil
Service Tax	Nil	Nil
Total	25,000	25,000

5. The Company has invested in stock as Sai Kalyan Kendra is opening in the next fiscal year.
6. Loans and Advances are considered good in respect of which company does not hold any security other than the personal guarantee of persons.
7. No provision for retirement benefits has been made. The impact of the same on Profit & Loss is not determined.

8. Value of Imports

Raw Material	Nil	Nil
Finished Goods	Nil	Nil

9. Expenditure in Foreign Currency Nil Nil
10. Earning in Foreign Exchange Nil Nil

11. All assets and liabilities are presented as Current or Non-current as per criteria set out in Revised Schedule VI to the Company's Act, 1956 Notified by the Ministry of Corporate affairs vide Notification No. SO447 (E) Dated 28th February, 2011 and SO653 (E) Dated 30th March, 2011. Based on the nature of operation of the company and realization from the

trade receivable, the company has ascertained its operating cycle of less than 12 months. Accordingly 12 months period has been considered for the purpose of Current /Non-current classification of assets & liabilities.

12. Previous year figures have been regrouped /rearranged wherever necessary.

Signature to notes 1 to 21

In terms of Our Separate Audit Report of Even Date Attached.

*For Mittal Nirbhay & Co.
Chartered Accountants*

For Orient Tradelink Limited

Sd/-
CA Kamal Kumar
Partner
Membership No: 502549

Sd/-
**Mahesh Kumar
Verma
Director
DIN : 07892196**

Sd/-
**Sunil Arora
Director
DIN : 03517899**

Place:-New Delhi
Date: - 29/05/2018

-----Tear Here-----

- ORIENT TRADELINK LIMITED

Regd. Off: 801-A, 8th Floor, Mahalay Building, Behind Fairdeal House, Off: C. G. Road,
Swastik Cross Roads Navrangpura Ahmedabad GJ 380009
CIN: L65910GJ1994PLC022833, E-Mail: orienttradelink@gmail.com

ATTENDANCE SLIP

Name of the Shareholder (in Block Letter): _____

Regd. Folio No. /DP. Id/ Client Id : _____

Name of the Proxy (s) (in Block Letter) : _____

(to be filled in, if a proxy attends instead of a member)

No. of Shares held : _____

I certify that I am a registered Shareholders/Proxy for the registered Shareholder of the Company.

I hereby record my presence at the 24th Annual General Meeting of the Company at Hotel Comfort inn President, Opposite Municipal Market, Swastik Cross Roads, Navrangpura, Ahmedabad: 380009 at 03:30 P.M. on 28th September, 2018

Shareholder /Proxy Signature

Note:

- 1) You are requested to sign and hand over this slip at the entrance of the Meetingvenue.
- 2) If you intend to appoint a proxy to attend the meeting instead of yourself, the Form of Proxy must be deposited at the Registered Office of the Company not later than 48 Hours before the time for holding the meeting.

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]

I/We of being a member /
members of the above named Company, hereby appoint Mr.
..... of as my /our proxy to vote for me/ us on my/ our
behalf at the 24th Annual General Meeting of the Company to be held on 28th September, 2018
at Hotel Comfort inn President, Opposite Municipal Market, Swastik Cross Roads, Navrangpura,
Ahmedabad: 380009 at 03:30 P.M. and at any adjournment thereof.

Signed this Day of, 2018

Regd. Folio No. /DP. Id/ Client Id:

No. of Share held:

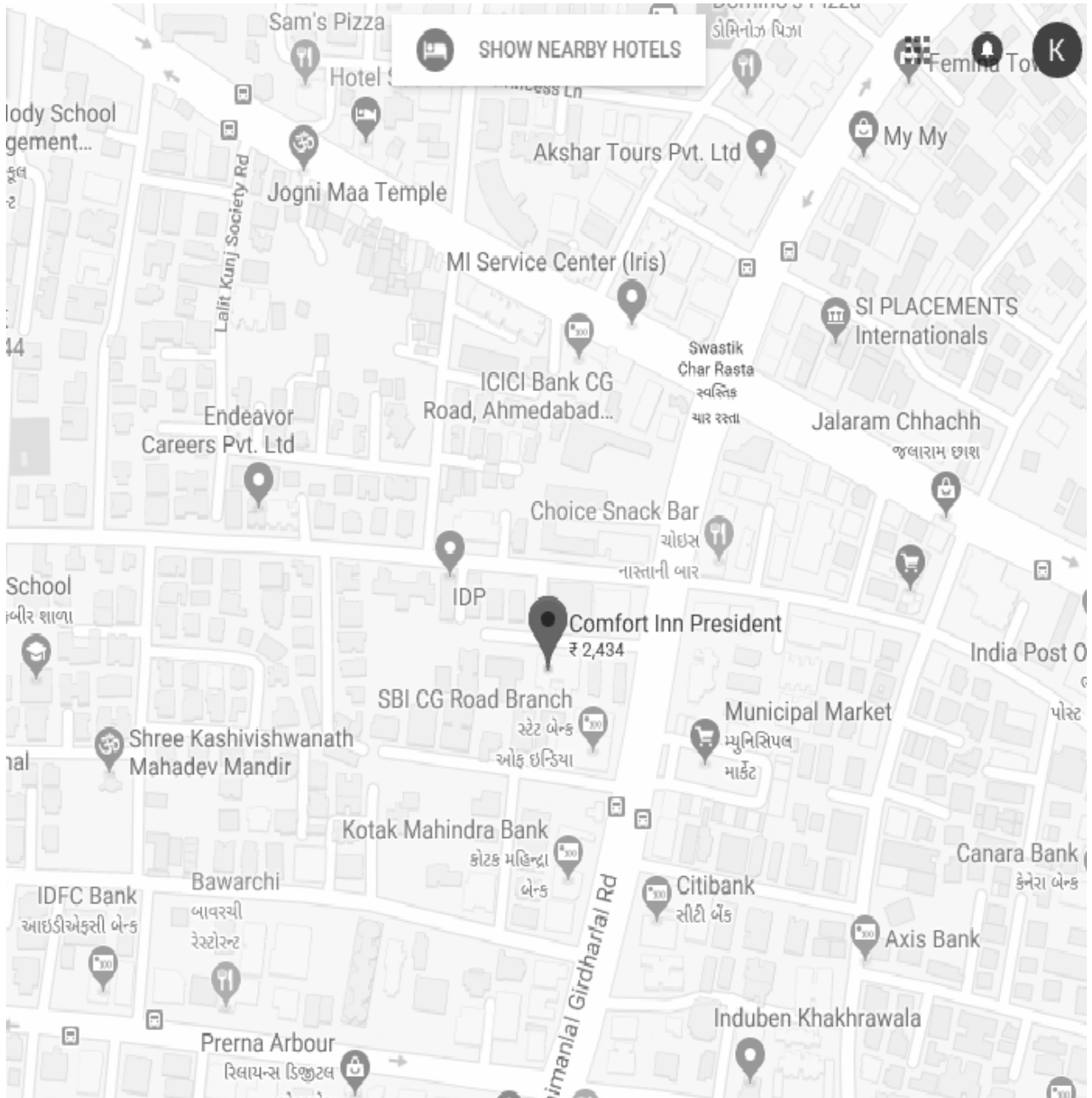
Affix Revenue Stamp

Note:

1. The proxy, to be effective, should be duly completed and deposited at the Registered Office of the Company, not later than 48 hours before the commencement of the aforesaid meeting.
2. A Proxy need not to be a Member of the Company.

The map route for the venue of Annual General Meeting:

(Address: Hotel Comfort inn President, Opposite Municipal Market, Swastik Cross Roads, Navrangpura, Ahmedabad: 380009)



RADIANT IN QUEST OF GOLD
Powered by:



Radiant In Quest of Gold powered by

Johnson Controls



HITACHI
Air conditioning solutions



Brief of the Campaign

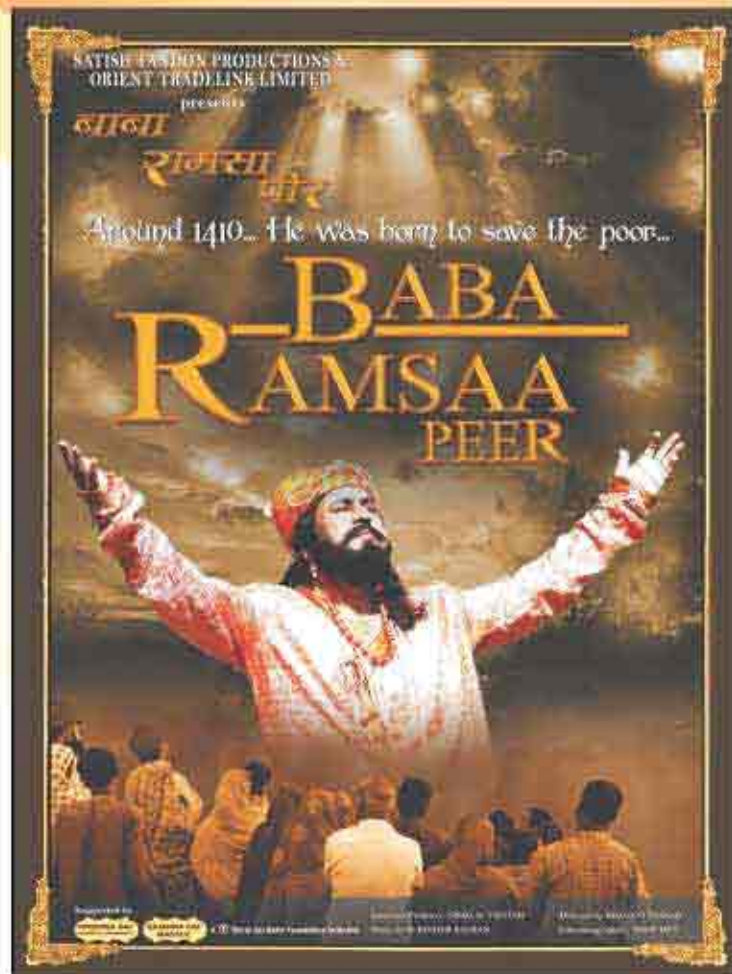
The Players who have become Divyang (Handicapped) either by any disease or by an unfortunate incident but having a zeal to perform in sports and athletics for our Nation and wanted to live their life with pride.

The players who have won Medals in National and International Levels but missed out the opportunity in Rio Paralympics 2016.

With the Vision of 2020 Paralympics in Tokyo, we wanted these players to be coached and trained in a best possible manner so that they could win medals for the Country and make all of us feel PROUD.

Conceptualized and Managed by Orient Tradelink Ltd.

RELEASED THE FILM "BABA RAMSAA PEER"

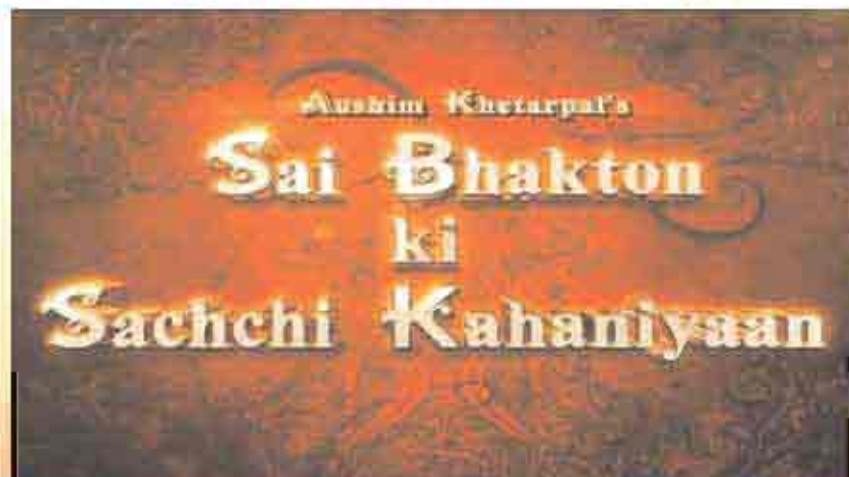


Bestowed by the Award of Highest Stature of Rajasthan "Rajasthan Integration Award", "Best Film" and "Best Actor" by Indian Federation of Working Journalist (IFWJ) at Jaipur, Rajasthan.

OTHER HIT SHOWS



Sai Ki Mahima with
Aushim Khetarpal



Sai Bhakton Ki
Sachchi Kahaniyan