KAVI COMMERCIAL COMPANY LIMITED

NOTICE

Notice is hereby given that the Thirty first Annual General Meeting of the members of **Kavi Commercial Company Limited** will be held on Wednesday, **30th September'2015** at 2.00 P.M. at the Registered Office of the Company situated at Viraj Impex House, 47 P.D'Mello Road, Mumbai -400009 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Balance Sheet as at 31.03.2015 and the Profit & Loss Account for the year ended on that date together with Directors Report and Auditors Report thereon.

2. To appoint a Director in place of Mr. Prakash R. Didwania who retires by rotation at this Annual General Meeting and being eligible offers themselves for re-appointment.

3. To appoint a Director in place of Mr. Naresh C. Parekh, who retires by rotation at this Annual General Meeting and being eligible offers themselves for re-appointment.

4. To appoint Statutory Auditors to hold office for next five years and fix their remuneration, the appointment being subject to ratification by the members in every subsequent Annual General Meeting, in accordance with the provisions of Section 139 of the Companies Act, 2013.

SCPECIAL BUSINESS

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

   "**RESOLVED THAT** Mrs. Vidya P. Didwania, who was Co-opted as Additional Director by the Board of Directors and who ceases to hold the office under section 161 of the Companies Act, 2013 and in respect of whom the Company has received notice under section 160 in writing proposing her candidature for the office of director, be and is hereby elected and appointed as a Director of the Company liable to retire by rotation."

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

   "**RESOLVED THAT** Mr. Taraknath P. Gupta, who was Co-opted as Independent Director by the Board of Directors and who ceases to hold the office under section 161 of the Companies Act, 2013 and in respect of whom the Company has received notice under section 160 in writing proposing his candidature for the office of director, be and is hereby elected and appointed as a Independent Director of the Company to hold office for a term of 5 (five) consecutive years up to 26th August 2020 not liable to retire by rotation."

KAVI COMMERCIAL COMPANY LIMITED

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

"**RESOLVED THAT** Mr. Sohan Singh, who was Co-opted as Independent Director by the Board of Directors and who ceases to hold the office under section 161 of the Companies Act, 2013 and in respect of whom the Company has received notice under section 160 in writing proposing his candidature for the office of director, be and is hereby elected and appointed as a Independent Director of the Company to hold office for a term of 5 (five) consecutive years up to 26th August 2020 not liable to retire by rotation."

BY ORDER OF THE BOARD OF DIRECTORS
FOR KAVI COMMERCIAL COMPANY LIMITED

PRAKASH DIDWANIA
DIRECTOR
DIN: 00225978

Registered Office:
Viraj Impex House,
47, P.D'Mello Road
Mumbai – 400 009.

Place : Mumbai
Date : 05/09/2015

Notes:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member of the Company.
2. Explanatory Statement in pursuance of Sec. 102 is attached.

KAVI COMMERCIAL COMPANY LIMITED

Explanatory Statement under section 102 of the Companies Act 2013

ITEM NO. 5

Mrs, Vidya P. Didwania who was co-opted as Independent Director by the Board on 25-07-2015. According to the provisions of section 161 of the Companies Act, 2013, she holds the office as director only up to the date of the ensuing annual general meeting. As required under section 160 of the Act, a notice has been received from member signifying the intention to propose appointment of Mrs. Vidya P. Didwania as Director. The Board considers it desirable that the Company should continue to avail itself her services as director.

Mrs. Vidya P. Didwania, and her relatives Mr. Prakash R. Didwania, Mr.Vimal R. Didwania and Mr. Aayush K. Didwania directors of the Company are interested in the proposed resolution.

ITEM NO. 6

Mr. Taraknath P. Gupta, who was co-opted as Independent Director by the Board on 27-08-2015. According to the provisions of section 161 of the Companies Act, 2013, he holds the office as director only up to the date of the ensuing annual general meeting. As required under section 160 of the Act, a notice has been received from member signifying his intention to propose appointment of Mr. Taraknath P. Gupta as Independent Director. The Board considers it desirable that the Company should continue to avail itself his services as director.

In the opinion of the Board of Directors, the independent director posseses the appropriate balance of skills, experience and knowledge as required.

Mr. Taraknath P. Gupta, Independent Director of the Company is interested in the proposed resolution.

ITEM NO. 7

Mr. Sohan Singh was co-opted as Independent Director by the Board on 27-08-2015. According to the provisions of section 161 of the Companies Act, 2013, he holds the office as director only up to the date of the ensuing annual general meeting. As required under section 160 of the Act, a notice has been received from member signifying his intention to propose appointment of Mr. Sohan Singh as Independent Director. The Board considers it desirable that the Company should continue to avail itself his services as director.

In the opinion of the Board of Directors, the independent director posseses the appropriate balance of skills, experience and knowledge as required.

Mr. Sohan Singh, Independent Director of the Company is interested in the proposed resolution.

BY ORDER OF THE BOARD OF DIRECTORS
FOR KAVI COMMERCIAL COMPANY LIMITED

PRAKASH DIDWANIA
DIRECTOR
DIN: 00225978

Registered Office:
Viraj Impex House,
47, P.D'Mello Road
Mumbai – 400 009.
Place : Mumbai
Date : 05/09/2015

KAVI COMMERCIAL COMPANY LIMITED

DIRECTORS' REPORT

To The Members, of
Kavi Commercial Company Limited

Your Directors have pleasure in presenting the Thirty first Annual Report together with the audited financial statements of Kavi Commercial Company Limited (the "Company") for the year ended 31st March, 2015.

FINANCIAL RESULTS

	For the Year Ended 31.03.2015 (Rs.in Lacs)	For the Year Ended 31.03.2014 (Rs.in Lacs)
Gross Income	**11749.66**	**9375.52**
Profit/(Loss) before Interest & Depreciation	103.86	(25.26)
Interest	22.61	45.69
Depreciation	6.80	6.78
Profit/(Loss) before Taxation	**74.45**	**(77.73)**
Tax Expenses	23.20	(26.98)
Net Profit/(Loss)	**51.25**	**(50.75)**
Profit brought forward from previous year	1656.98	1707.73
Balance Carried to Balance Sheet	**1708.23**	**1656.98**

DIVIDEND

With a view to conserve the resources of the Company, Directors have not recommended any dividend.

OPERATION AND FUTUTRE PROSPECTS

The Company deals in the flat steel product viz. prime/stock lot flat products like Hot Rolled, Cold Rolled Coils/Sheets/Plates, Non Alloy Steel Rod, M.S.Billets etc.

Company's sales were up by 25.32% during the F.Y. 2014-15 as compared to previous F.Y. 2013-14 and the margin of the Company improved marginally, continuous depreciation of the local currency and volatility in steel prices in the F.Y.2014-15 was big challenge which led to higher costs for imports.

Steel industry mainly derives its demand from other sectors like infrastructure, aviation, engineering, construction, automobile, pipes and tubes etc. Thus its intense integration with other important segments makes it a strategic focus area for the Government as well. According to the Indian Ministry of Steel, the present per capita consumption of steel in the country is only around 49 kg against the world average of 182 kg. so there is immense potential for growth of the sector. Opportunities exist for future growth of the sector due to reasons that include potentially huge domestic demand for steel-intensive social and economic infrastructure resulting from all round economic development. According to industry body World Steel Association, steel consumption in India is expected to grow 7.3 per cent to 85.8 MT in 2016 as compared to 2015.SAIL which the country's largest steel producer expects steel consumption to grow by 8-9 per cent in F.Y.2015-16. Your directors are hopeful for the good business growth prospects in financial year 2015-16.

KAVI COMMERCIAL COMPANY LIMITED

RESERVE
During the year under review, no amount has been transferred to any reserve

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY
There are no material changes and commitments affecting the financial position of the Company, after Balance Sheet date.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO
The particulars relating to energy conservation, technology absorption, foreign exchange earnings and outgo, as required to be disclosed under Section 134 of the Companies Act, 2013 read with Rule 8 (3) of Companies (Accounts) Rules, 2014.

(A) Conservation of Energy:

(i)	The steps taken or impact on conservation of energy	The Company has always given importance to energy conservation. It continuous to take various measures for conservation of energy by regularly monitoring the consumption of electricity.
(ii)	The steps taken by the company for utilizing alternate source of energy	
(iii)	The capital investment on energy conservation equipment	There is no capital investment made by the Company on energy conservation equipment.

(B) Technology absorption:

(i)	the efforts made towards technology absorption	The management has put their sustained efforts to adopt new technology & innovation required in the course of operations of the Company.
(ii)	The benefit derived like product improvement, cost reduction, product development or import substitution.	The management has put their sustained efforts to reduce / control cost to maintain profitability.
(iii)	i. In case of imported technology (imported during the last three years reckoned from the beginning of the financial year) - ii. The details of technology imported iii. The year of import iv. Whether the technology been fully absorbed; v. If not fully absorbed, areas where absorption has not taken place and reason thereof.	The Company has not imported any technology. The company is not engaged in any manufacturing activities.
(iv)	The expenditure incurred on Research and Development	The Company has not incurred any expenditure on research and development

KAVI COMMERCIAL COMPANY LIMITED

The Foreign Exchange earned and the Foreign Exchange outgo -During the year in terms *of actual inflow and outflow is provided as under:*

Particulars	2014-2015	2013-2014
Foreign Exchange Earnings	Rs. 12,06,401/-	-
Foreign Exchange Outgo	Rs.85,89,62,230/-	43,88,29,471/-

TRANSFER OF AMOUNT TO INVESTOR EDUCATION AND PROTECTION FUND ("IEPF")

The Company was not required to transfer any funds to Investor Education and Protection Fund as on 31st March 2015.

NUMBER OF MEETINGS OF THE BOARD

The Board of Directors duly met Seven (7) times on the below mentioned dates;

Sr. No.	Date of Meeting	Total No of Directors on the date of meeting	No. of Directors attended the meeting
1	24-07-2014	5	5
2	28-07-2014	5	4
3	28-10-2014	5	4
4	10-11-2014	5	4
5	16-01-2015	5	4
6	12-02-2015	5	4
7	26-02-2015	4	4

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013, Directors confirm that -

a. in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

b. the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the loss of the company for that period;

c. the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

d. the directors had prepared the annual accounts on a going concern basis;

e. the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and

f. the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

KAVI COMMERCIAL COMPANY LIMITED

DECLARATION BY INDEPENDENT DIRECTORS

During the year under review company could not appoint Independent director on its board. Appointment of Independent Directors are made after the end of financial year in the board meeting held on 27th August 2015 and declarations from independent directors as required

under Section 149(4) of the Companies Act, 2013 read with the Rule 4 of the Companies (Appointment and Qualification of Directors Rules,2014 have been obtained.

In the opinion of the Board of Directors, the independent directors possess the appropriate balance of skills, experience and knowledge as required.

The appointment of independent director is required to be approved by the Company in general meeting as required under Section 152(2) of the Companies Act, 2013 and as such required resolutions are proposed for such approval in the ensuing Annual General Meeting.

NOMINATION AND REMUNERATION COMMITTEE

The Company has Remuneration/Nomination Committee, Committee comprises of Mr. Prakash Didwania, Mr. Vimal didwania, and Mr. Naresh C. Parekh. Vimal Didvania is Chaiman of the committee, committee met once during the year. Committee recommendations are accepted by the board. As during the financial year 2014-15 the company has no independent director on its board Nomination and Remuneration Committee did not have independent directors required under section 178(1) of the Companies Act 2013 and Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014. The Company has since complied with requirement of section 178(1) of the Companies Act 2013 and Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014 after the end of the financial year.

STATUTORY AUDITORS

Members are requested to appoint Auditors for next five years as required by the provisions of Section 139 (1) of the Companies Act, 2013 and to authorize the Board of Directors to fix their remuneration. As per the provisions of Section 139 of the Companies Act, 2013, the appointment of Auditors is required to be ratified by Members at every Annual General Meeting. M/s. Bhatt & Mathur, Chartered Accountants, Statutory Auditors of the Company, hold office till the conclusion of the ensuing Annual General Meeting and are eligible for re–appointment. They have confirmed their eligibility to the effect that their re–appointment, if made, would be within the prescribed limits under the Act and that they are not disqualified for re–appointment

EXPLANATIONS OR COMMENTS BY THE BOARD ON QUALIFICATIONS, RESERVATIONS OR ADVERSE REMARKS OR DISCLAIMER MADE

The Notes on financial statement referred to in the Auditors' Report are self–explanatory and do not call for any further comments. The Auditors' Report does not contain any qualification, reservation or adverse remark.

RISK MANAGEMENT POLICY

Company has Risk Management Committee which has been entrusted with the responsibility to assist the Board in (a) Overseeing and approving the Company's enterprise wide risk management framework; and (b) Overseeing that all the risks that the organization faces such as strategic, financial, credit, market, liquidity, security, property, IT, legal, regulatory, reputational and other risks have been identified and assessed and there is an adequate risk management infrastructure in place capable of addressing those risks. The Company manages, monitors and reports on the principal risks and uncertainties that can impact its ability to achieve its strategic objectives.

KAVI COMMERCIAL COMPANY LIMITED

SECRETARIAL AUDIT REPORT:

Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014. The Board has appointed Secretarial Auditors to conduct Secretarial Audit for the financial year 2014–15. The Secretarial Audit Report for the financial year ended March 31, 2015 is annexed herewith marked as Annexure I to this Report.

As regards observations No.1 to 3 of the Secretarial Auditors in the Secretarial Audit Report, they are factual and self-explanatory. The Board has already taken appropriate steps and since complied with the requirements. The Company is in process to comply with requirements pointed out in point no.4. As regards, observation on appointment of internal auditors, there is adequate internal control and considering the size and operations of the company and monitoring system in place, the appointment of specific internal auditors is not felt necessary.

As regards observations No. 6 to 8, the Board of Directors would like to state that the paid-up share capital of the Company is only Rs.1,47,00,000/- and during the financial year, the equity shares of the Company remained listed on Kanpur Stock Exchange at Uttar Pradesh, but shares have not be traded thereon for several years. The said stock exchange has since been closed and the shares are moved to the Dissemination Board. The shares are not listed on any other stock exchange.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS:

During the year under review the Company has not given any loan, provided guarantee and made any investments under Section 186 of the Companies Act, 2013. Other related disclosures are made in the financial statement

EXTRACT OF THE ANNUAL RETURN

The Extract of Annual Return in Form MGT-9 pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12 of the Companies (Management and Administration) Rules, 2014 is attached as ANNEXURE-II to this Report.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES:

All contracts / arrangements / transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on at arm's length basis. Disclosure of related party transactions are Attached in Form AOC-2 as ANNEXURE-III.

CORPORATE SOCIAL RESPONSIBILITY:

During the year under review company was not covered under provisions of section 135 of the Companies Act, 2013 for Corporate Social Responsibility.

CHANGE IN NATURE OF BUSINESS

During the year under review, there were no changes in nature of business of the Company.

ORDER PASSED BY REGULATOR OR COURTS OR TRIBUNALS

During the year under review, no orders passed by the regulators or courts or tribunals impacting the going concern status and Company's operation in future.

SUBSIDIARY COMPANIES, JOINT VENTURE OR ASSOCIATE COMPANIES

During the year under review, there are no companies which has become / ceased to become Subsidiaries / Joint Ventures / Associate Companies.

KAVI COMMERCIAL COMPANY LIMITED

DIRECTORS

Shri Ratan Lal Didwania Director of the Company passed away on13th February 2015. The Board places on record its deep appreciation for the valuable contribution made by him during his tenure as Director of the Company

The Board of Directors of the Company consisted of Mr. Prakash R Didwania Managing Director, Mr. Vimal R. Diwania, Mr. Ayush K. Didwania , Mr. Naresh C. Parekh Directors of the company. Mr. Prakash R. Didwania and Mr. Naresh C. Parekh, who retires by rotation at this Annual General Meeting and being eligible willing to be reappointed.

During the year under review Company could not make appointment of Woman directors on its board as required under section 149 of the Companies Act, 2013. Appointment of Mrs. Vidya P. Didwania is made in the current year in the board meeting held on 25-07-2015.
Approval of members are required for her appointment as Director in the Annual General meeting.
During the year under review Company could not make appointment of Independent directors on its board as required under section 149 of the Companies Act, 2013. Appointment of two Independent Directors Mr. Taraknath P. Gupta and Mr. Sohan Singh are made during the current financial year in the board meeting held on 27th August 2015 for term of consecutive five year (i.e. up to 26th August 2020) subject to approval of the members in the Annual General meeting.

KEY MANAGERIAL PERSONNEL

Under the provisions of Section 203 of the Companies Act, 2013, the Company has Managing Director Mr. Prakash R. Didwania. Appointment of other whole-time key managerial personnel has not been made. The Company is in process to comply with requirements.

DEPOSITS

The Company has not accepted any deposits from the public within the meaning of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014.

INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS

The Company has adequate internal financial controls with reference to the Financial Statements pursuant to Rule 8 (5) (viii) of the Companies (Accounts) Rules, 2014.

A. AUDIT COMMITTEE:

The Company has Audit Committee of the Board pursuant to Section 177(2) of the Companies Act, 2013 and Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014. The Audit Committee comprises Prakash Didwania Chairman, Ayush Didwania, Mr. Naresh C. Parekh and Mr. Mahesh Bhatt (Chartered Accountant special Invitee). All the recommendations made by the Audit Committee were accepted by the Board.

During the financial year under review the company did not have independent director on its board required for Audit committee under section 177(2) of the Companies Act 2013 and Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014. The Company has complied with the requirements of section 177(2) of the Companies Act 2013 and Rule 6 of the Companies (Meetings of Board and its Powers) Rules, 2014 in the current financial year.

B. VIGIL MECHANISM:

Pursuant to Section 177(9) of the Companies Act, 2013 and Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014) The Company has devised suitable mechanism to establish a vigil mechanism for Directors and Employees to the report genuine concern in such manner.

KAVI COMMERCIAL COMPANY LIMITED

DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The Company has devised Anti Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressed) Act, 2013 and has set up Internal Complaints Committee to deal with any issues concerning the objectives of the Act. No complaints have been received by the Committee.

ACKNOWLEDGEMENT

The Board places on record its gratitude to Company's Bankers, Customers, Staff and members for their continued support and confidence in the Company.

For and on behalf of the Board

Vimal Didwania
Director
DIN: 00221021

Prakash Didwania
Director
DIN: 00225978

Place : Mumbai.
Date : 05/09/2015

KAVI COMMERCIAL COMPANY LIMITED

ANNEXURES TO THE BOARD'S REPORT

ANNEXURE - II

Form No.MGT-9

EXTRACTOFANNUALRETURN
as on the financial year ended on 31st March, 2015

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

I.	**REGISTRATION AND OTHER DETAILS:**	
i.	CIN	L99999MH1985PLC082517
ii.	Registration Date	23/03/1985
iii.	Name of the Company	Kavi Commercial Company Limited
iv.	Category/Sub-category of the Company	Listed Public Limited Company
v.	Address of the Registered Office and contact details	Viraj Impex House, 47, P.D'Mello Road, Masjid (East), Mumbai-400 009, Maharashtra.
vi.	Whether listed company : Yes / No	Yes
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Not Applicable

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sr.No.	Name and Description of main products/services	NIC Code of the Product/Service	% to total turnover of the Company
1.	Steel Trading	-	100%
	-	-	-
	-	-	-

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr.No.	Name and Address of the Company	CIN / GLN	Holding / Subsidiary/ Associate	% of shares held	Applicable Section
1.	NA	NA	NA	NA	NA

IV. SHAREHOLDING PATTERN (Equity Share Capital Break-up as percentage of Total Equity)

Category-wise Share-Holding

Category of Shareholder	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of total Shares	Demat	Physical	Total	% of total Shares	
Promoters									

KAVI COMMERCIAL COMPANY LIMITED

(1) Indians									
Individual/HUF	-	550000	550000	37.41	-	550000	550000	37.41	-
Central Govt.	-	-	-	-	-	-	-	-	
State Govt(s)	-	-	-	-	-	-	-	-	
Bodies Corporate		200000	200000	13.61		200000	200000	13.61	-
Banks/ FIs	-	-	-	-	-	-	-	-	
Any other	-	-	-	-	-	-	-	-	
Sub-total (A) (1)	-	750000	750000	51.02		750000	200000	51.02	-
(1) Foreign									
NRIs/Individuals	-	-	-	-	-	-	-	-	-
Other Individuals	-	-	-	-	-	-	-	-	-
Bodies Corporates	-	-	-	-	-	-	-	-	-
Banks/FIs	-	-	-	-	-	-	-	-	-
Any other	-	-	-	-	-	-	-	-	-
Sub-total (A) (2)	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoters (A) = (A)(1)+(A)(2)	-	750000	750000	51.02		750000	200000	51.02	-
B. Public Shareholding									
1. Institutions									
Mutual Funds	-	-	-	-	-	-	-	-	-
Banks / FIs	-	-	-	-	-	-	-	-	-
Central Govt	-	-	-	-	-	-	-	-	-
State Govt(s)	-	-	-	-	-	-	-	-	-
Venture Capital Funds	-	-	-	-	-	-	-	-	-
Insurance Companies	-	-	-	-	-	-	-	-	-
FIIs	-	-	-	-	-	-	-	-	-
Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
Others: - specify	-	-	-	-	-	-	-	-	-
Sub-total (B)(1)	-	-	-	-	-	-	-	-	-
2. Non-Institutions									
Bodies Corporates									
Indian	-	-	-	-	-	-	-	-	-
Overseas	-	-	-	-	-	-	-	-	-
Individuals									
Individual Shareholders holding nominal share capital up to Rs. 1 lakh	-	720000	720000	48.98	-	720000	720000	48.98	-
Individual Shareholders holding nominal share capital in excess of Rs. 1 lakh	-	-	-	-	-	-	-	-	-
Others: - specify	-	-	-	-	-	-	-	-	-

Sub-total (B)(2)	-	720000	720000	48.98	-	720000	720000	48.98	-
Total Public Shareholding (B)=(B)(1)+(B)(2)	-	720000	720000	48.98	-	720000	720000	48.98	-
Shares held by Custodian for GDRs&ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)		**1470000**	**1470000**	**100**	-	**1470000**	**1470000**	**100**	-

Shareholding of Promoters

Sr.No.	Name of Shareholder	No. of Shares held at the beginning of the year			No. of Shares held at the end of 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	% change in shareholding during the year
1	Ratanlal Didwania	25000	1.70	-	25000	1.70	-	-
2	Vimal Didwania	25000	1.70	-	25000	1.70	-	-
3	Kailash Didwania	25000	1.70	-	25000	1.70	-	-
4	Prakash Didwania	25000	1.70	-	25000	1.70	-	-
5	Parmeshwari Didwania	150000	10.20	-	150000	10.20	-	-
6	Veena Subhas Basu	150000	10.20	-	150000	10.20	-	-
7	Manju Anand Kothari	150000	10.20	-	150000	10.20	-	-
8	Viraj Impex Pvt. Limited	100000	6.80	-	100000	6.80	-	-
9	Nirbhay Holdings Pvt. Ltd.	100000	6.80	-	100000	6.80	-	-
	Total	750000	51.02	-	750000	51.02	-	-

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

Sr No.		Shareholding at the beginning of the year		Cumulative Shareholding at the end of the year	
		No of Shares held	% of total shares of the Company	No of Shares held	% of total shares of the Company
	At the beginning of the year	750000	51.02	750000	51.02
	Date-wise Increase / Decrease in Promoters Shareholding during the	-	-	-	-

KAVI COMMERCIAL COMPANY LIMITED

	year specifying the reason for increase/decrease (e.g. allotment / transfer / bonus / sweat equity etc)				
	At the end of the year	750000	51.02	750000	51.02

Shareholding Pattern of ten Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs					
Sr No.		Shareholding at the beginning of the year		Cumulative Shareholding at the end of the year	
	For Each of the Top 10 Shareholders	No of Shares held	% of total shares of the Company	No of Shares held	% of total shares of the Company
	At the beginning of the year	73500	5.00	73500	5.00
	Date-wise Increase / Decrease in Promoters Shareholding during the year specifying the reason for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc)	-	-	-	-
	At the end of the year (or on the date of separation, if separated during the year)	73500	5.00	73500	5.00
1.	Chadha Jugal	10000	0.68	10000	0.68
2.	Gupta Rajaram	10000	0.68	10000	0.68
3.	Khandelwal Kumud	10000	0.68	10000	0.68
4.	Jain Angoori Devi	8000	0.54	8000	0.54
5.	Kanta Kiran	7500	0.51	7500	0.51
6.	Harlalka N.S.	7000	0.48	7000	0.48
7.	Harlalka Manju	6000	0.41	6000	0.41
8.	Nijhawan Vinod	5000	0.34	5000	0.34
9.	Nijhawan Sunanda	5000	0.34	5000	0.34
10.	Nijhawan Vijay	5000	0.34	5000	0.34
	Total	73500	5.00	73500	5.00

Shareholding of Directors and Key Managerial Personnel:					
Sr No.		Shareholding at the beginning of the year		Cumulative Shareholding at the end of the year	
	For Each of the Directors and KMP	No of Shares held	% of total shares of the Company	No of Shares held	% of total shares of the Company
	At the beginning of the year 1.Prakash Ratanlal Didwania 2.Vimal Ratanlal Didwania 3.Aayush Kailash Didwania 4.Naresh Champaklal Parekh	 25000 25000 - -	 1.70 1.70 - -	 25000 25000 - -	 1.70 1.70 - -
	Date-wise Increase /	-	-	-	-

KAVI COMMERCIAL COMPANY LIMITED

	Decrease in Promoters Shareholding during the year specifying the reason for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc)				
	At the end of the year	50000	3.40	50000	3.40

INDEBTEDNESS				
Indebtedness of the Company including interest outstanding/accrued but not due for payment				
	Secured Loans excluding deposits	Unsecured Loans	Deposit	Total Indebtedness
Indebtedness at the beginning of the financial year				
Principal Amount	-	50,00,000/-	-	50,00,000/-
Interest due but not paid	-	-	-	-
Interest accrued but not due	-	21,23,270/-	-	21,23,270/-
Total	-	71,23,270/-	-	71,23,270/-
Change in indebtedness during the financial year				
Addition		-	-	
Reduction		71,23,270/-	-	71,23,270/-
Net Change		71,23,270/-	-	71,23,270/-
Principal Amount		-	-	-
Interest due but not paid	-	-	-	-
Interest accrued but not due	-	-	-	-
Total	-	-	-	-

Remuneration of Directors and Key Managerial Personnel					
Remuneration to Managing Director, Whole-time Directors and/or Manager					
Sr. No.	Particulars of Remuneration	Name of MD/WTD/Manager			Total Amount
		Prakash Didwania	Aayush Didwania		
1	Gross Salary	Rs.1200,000/-	1200,000/-		Rs.2400,000/-
	Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	-	-	-	-
	Value of perquisites under Section 17(2) of the Income Tax Act, 1961	-	-	-	-
	Profit in lieu of Salary under Section 17(3) of the Income Tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission as % of profit.	-	-	-	-

KAVI COMMERCIAL COMPANY LIMITED

	Others, specify				
5	Others, please specify				
	Total (A)	1200,000/-	1200,000/-	-	2400,000/-
	Ceiling as per the Act	-	-	-	30,00,000/-

Remuneration to Other Directors

Sr No.	Particulars of Remuneration	Name of Directors				Total Amount
1.	Independent Directors					
	Fee for attending Board Meetings	-	-	-	-	-
	Commission	-	-	-	-	-
	Others, please specify	-	-	-	-	-
	Total (1)	-	-	-	-	-
2.	Other Non-Executive Directors					
	Fee for attending Board Meetings	-	-	-	-	-
	Commission	-	-	-	-	-
	Others, please specify	-	-	-	-	-
	Total (2)	-	-	-	-	-
	Total (B) =1+2	-	-	-	-	-
	Total Managerial Remuneration					24,00,000/-
	Overall ceiling as per the Act					30,00,000/-

Remuneration to Key Manegerial Personnel other than Managing Director, Whole-time Directors and/or Manager

Sr. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total Amount
1	Gross Salary	-	-	-	-
	Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961	-	-	-	-
	Value of perquisites under Section 17(2) of the Income Tax Act, 1961	-	-	-	-
	Profit in lieu of Salary under Section 17(3) of the Income Tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity			-	-
4	Commission as % of profit. Others, specify	-	-	-	-
5	Others, please specify	-	-	-	-

KAVI COMMERCIAL COMPANY LIMITED

Total		-	-	-	-
PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:					
Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment / Compounding fees imposed	Authority [RD/NCLT/COURT]	Appeal made, if any (give details)
COMPANY					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
Directors					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
Other Officers in default					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

For and on behalf of the Board

Vimal Didwania
Director
DIN: 00221021

Prakash Didwania
Director
DIN: 00225978

Place : Mumbai.
Date : 05/09/2015

KAVI COMMERCIAL COMPANY LIMITED

ANNEXURES TO THE BOARD'S REPORT
ANNEXURE III
Particulars of Contracts or Arrangements with Related Parties
Form No. AOC-2

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

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

1. Details of contracts or arrangements or transactions not at arm's length basis
--Not Applicable--

2. Details of material contracts or arrangement or transactions at arm's length basis

	(a)		(b)	(c)	(d)	(e)	(f)
Sr.	Name(s) of the related party	Nature of relationship	Nature of contracts/arrangements/transactions	Duration of the contracts / arrangements/transactions	Salient terms of the contracts or arrangements or transactions including the value, if any. Value in Lacs	Date(s) of approval by the Board, if any	Amount paid as advances, if any
1	Mr. Prakash Didwania	Key Management Personnel	Director's Remuneration	2014-15	12.00	NA	Nil
2	Mr. Aayush Didwania	Key Management Personnel	Director's Remuneration	2014-15	12.00	NA	Nil
3	Viraj Impex Pvt. Ltd.	Associates	Purchase of traded goods	2014-15	504.73	NA	Nil
4	Viraj Impex Pvt. Ltd.	Associates	Sale of traded goods	2014-15	460.18	NA	Nil

For and on behalf of the Board

Vimal Didwania
Director
DIN: 00221021

Prakash Didwania
Director
DIN: 00225978
Place : Mumbai.
Date : 05-09-2015