

**APOLLO WORLD CONNECT LIMITED**  
**(CIN U63000DL2012PLC241538)**

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Regd Office: Office No. 303, Third Floor, DLF Courtyard, Saket, New Delhi – 110017  
Tel: + 91 124 6740200 Fax: +91 124 4197222

**NOTICE**

Notice is hereby given that the Fourth Annual General Meeting of the members of Apollo World Connect Limited (“the Company”) will be held as under:

**DAY** : FRIDAY  
**DATE** : 8<sup>TH</sup> JULY, 2016  
**TIME** : 11:00 AM  
**PLACE** : OFFICE NO. 303,  
THIRD FLOOR, DLF COURTYARD,  
SAKET, NEW DELHI - 110017

To transact the following business:-

**ORDINARY BUSINESSES**

1. To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended on March 31, 2016 together with the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Pradeep Chugh (DIN: 01772469), who retires by rotation and being eligible, offers himself for re-appointment.
3. To ratify the appointment of Statutory Auditors and to fix their remuneration by passing the following resolution as an ordinary resolution with or without modification(s) :

“RESOLVED THAT pursuant to the provisions of Section 139 and all other applicable provisions, if any of the Companies Act, 2013 and rules made thereunder (including any statutory modification(s) or re-enactment thereof), the appointment of M/s P. R. Mehra & Co., Chartered Accountants (Firm Registration No. 000051N), which has been approved by the members of the Company at the Annual General Meeting held on September 10<sup>th</sup>, 2014 for a term of 5 years, i.e. from the conclusion of the 2<sup>nd</sup> Annual General Meeting until the conclusion of the 7<sup>th</sup> Annual General Meeting, be and is hereby ratified for the financial year 2016-17 and the Board of Directors be and is hereby authorised to fix their remuneration plus travelling and other out of pocket expenses incurred by them in connection with statutory audit/tax audit and/or continuous audit under the Companies Act, 2013 and also such other remuneration, as may be

decided to be paid by the Board, for performing their duties permissible under the Companies Act 2013 other than those referred to herein above.”

BY ORDER OF THE BOARD  
*for Apollo World Connect Limited*



**Pradeep Chugh**  
**(Director)**

**DIN : 01772469**

**Address: 94, 2<sup>nd</sup> Floor,  
Near Xion International School,  
Sector – 5, Part -3, Gurgaon- 122001, Haryana**

Place: New Delhi  
Date: 4<sup>th</sup> June, 2016

## NOTES:

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

The enclosed proxy form, if intended to be used, should reach the Registered Office of the Company duly completed not less than forty-eight hours before the scheduled time of the meeting.

A person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights:

**Provided** that a member holding more than ten percent, of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.

2. Members/Proxies are requested to deposit the enclosed attendance slip duly filled in and signed for attending the meeting.
3. Members are requested to write their Folio Number in the attendance slip for attending the Meeting.
5. The necessary disclosures pursuant to the Secretarial Standards on General Meeting (SS - 2) in respect of Mr. Pradeep Chugh (DIN: 01772469), who retires by rotation and being eligible, offers himself for re – appointment are given as Annexure I to this notice.
6. The route map for the AGM venue is given as Annexure II to this notice.

**Annexure – I**

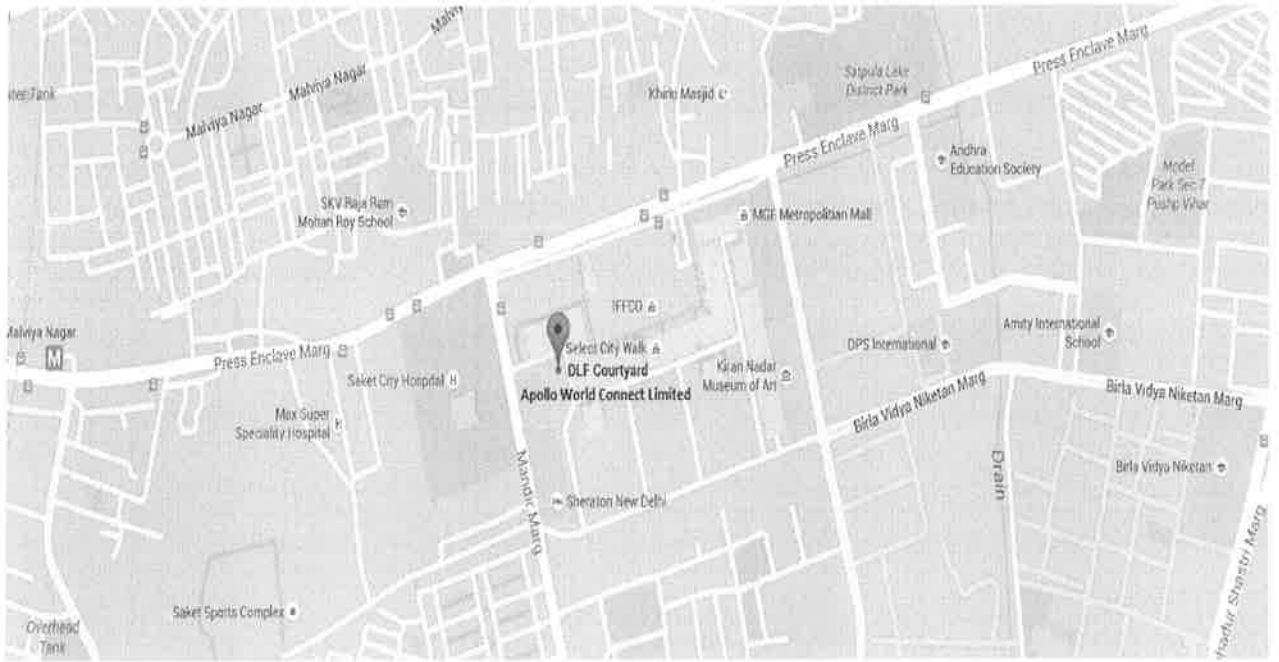
The necessary disclosures pursuant to the Secretarial Standards on General Meeting (SS - 2), with respect to item no. 2 are given below:-

**MR. PRADEEP CHUGH**

<b>S. NO.</b>	<b>PARTICULARS</b>	<b>DETAILS</b>
1	Name	Mr. Pradeep Chugh
2	Age	35 years
3	Qualifications	B. Com, LL.B, ACS
4	Experience	13 years
5	Terms and conditions of appointment or re-appointment	Appointed as Director liable to retire by rotation.
6	Details of remuneration sought to be paid	None except sitting fees
7	Remuneration last drawn by such person	None except sitting fees
8	Date of First appointment on the Board	24 <sup>th</sup> September, 2012
9	Shareholding with the Company	He is not holding any shares in the Company except 10 (Ten) shares held in beneficiary Interest on behalf of Apollo Logisolutions Limited
10	Relationship with other Directors, Manager and Key Managerial Personnel of the Company	He is not related to any of the Directors, Manager, Key Managerial Personnel of the Company
11	Number of the Board Meeting attended during the year	During the year ended on 31st March 2016, Mr. Pradeep Chugh attended all (5) Board Meetings.
12	Other Directorships, Membership/ Chairmanship of Committees of the other Boards	<ul style="list-style-type: none"> <li>• Amit Deychem Pvt. Ltd. - Director</li> <li>• Silvermaple healthcare Services Pvt. Ltd. - Director</li> <li>• Aanchal Consultancy Services Pvt. Ltd. - Director</li> <li>• Sidhivanayak Infrsolutions enterprises Pvt. Ltd. - Director</li> <li>• Spa Yoga Pvt. Ltd. - Director</li> <li>• Sargam Consultants Pvt. Ltd. – Director</li> <li>• Adsal Exim Pvt. Ltd. – Director and Member</li> <li>• Glassdoor Entertainment Limited – Director and Member</li> <li>• Apollo Fiege Integrated Logistics Pvt. Ltd. – Company Secretary and Member</li> </ul>

## Annexure – II

Route map of Annual General Meeting Venue: Office no. 303, Third Floor, DLF Courtyard, Saket, New Delhi - 110017



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**ATTENDANCE SLIP**

**(FOURTH ANNUAL GENERAL MEETING HELD ON 8<sup>TH</sup> JULY, 2016)**  
(Please fill in the Attendance Slip and hand it over at the entrance of the meeting hall)

**I/ we hereby record my presence in the Fourth Annual General Meeting of Apollo World Connect Limited**

<b>Date:</b>	08.07.2016	<b>Time :</b>	11:00 AM
<b>Place:</b>	Office no. 303, Third Floor, DLF Courtyard, Saket, New Delhi - 110017		

Please (√) in the box and fill the necessary details.

Member                   Proxy

<b>Regd. Folio</b>	
<b>Name of the Shareholder</b>	
<b>Name of the Proxy, if applicable</b>	
<b>Address of the Shareholder</b>	
<b>Number of Shares</b>	

<b>Signature of the Shareholder/ Proxy/Representative present</b>	
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**FORM NO. MGT-11  
PROXY FORM**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

CIN: U63000DL2012PLC241538

Name of the company: Apollo World Connect Limited

Registered office: Office no. 303, Third Floor, DLF Courtyard,  
Saket, New Delhi - 110017

Name of the Member(s) :	
Registered Address :	
E Mail Id :	
Folio No :	

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

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

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Fourth Annual General Meeting of the company, to be held on Friday 8<sup>th</sup> day of July, 2016 at 11:00 a.m. at Office no. 303, Third Floor, DLF Courtyard, Saket, New Delhi – 110017 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolutions
<b>ORDINARY BUSINESSES</b>	
1	Adoption of the Audited Financial Statement of the Company for the financial year ended on March 31, 2016 together with the reports of the Board of Directors and Auditors thereon.
2	Appointment of Mr. Pradeep Chugh (DIN: 01772469), who retires by rotation and being eligible, offers himself for re – appointment.
3	Ratification of appointment of Statutory Auditors and fixing of their remuneration

Signed this ..... day of....., 2016

Signature of shareholder.....

Signature of Proxy holder(s).....

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

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**APOLLO WORLD CONNECT LIMITED**

**BOARDS' REPORT**

Dear Members,

Your Directors have pleasure in presenting the Fourth Annual Report and Audited Financial Statements of the Company for the financial year ended 31<sup>st</sup> March, 2016.

**FINANCIAL PERFORMANCE**

The Company's financial performance for the year ended March 31, 2016 is summarized below:

<i>Particulars</i>	<i>Year ended 31.03.2016 ₹</i>	<i>Period ended 31.03.2015 ₹</i>
Revenue from Operations	Nil	Nil
Other Income	1,536,986	Nil
<b>Total Income</b>	<b>1,536,986</b>	<b>Nil</b>
Total Expenses	10,172,281	826,826
<b>Profit/(Loss) before Tax</b>	<b>(8,635,295)</b>	<b>(826,826)</b>
<b>Profit/(Loss) after Tax</b>	<b>(8,635,295)</b>	<b>(826,826)</b>

**BRIEF DESCRIPTION OF THE COMPANY'S WORKING DURING THE YEAR/STATE OF COMPANY'S AFFAIRS**

Your Company is in the process of setting up a Container Freight Station (CFS ) at Kattupalli and has completed entire design process of CFS Facility through the consultant. Application has been submitted to Ministry of Commerce, Delhi for issuance of Letter of Intent to setup Container Freight Station at Kattupalli. Applications to various other Statutory Authorities like Environment, Pollution, Health, Fire, etc., had also been submitted for approvals. Further during the year the Company had also obtained a Project Funding from Axis Bank Limited for Rs. 20 Crores as Term loan for Construction of CFS at Project Site (Kattupalli). Phase 1 of Construction has been commenced & Commercial operations is expected to commence by the end of FY 16-17.

During the year, the Company has earned an Interest Income of ₹ 1,536,986.



## **VARIATION IN THE NETWORTH OF THE COMPANY AS AT THE CLOSE OF THE CURRENT FINANCIAL YEAR AND PREVIOUS FINANCIAL YEAR**

The net worth of the Company as at the close of the current financial year amounts to ₹(136.66) Lacs as against ₹(50.31) Lacs during the previous financial year

## **SUBSIDIARY/ JV/ ASSOCIATE COMPANIES**

The Company does not have any Subsidiary, Joint venture or Associate Company.

During the year under review, no company has become or ceased to be Company's subsidiary, joint venture or associate company.

## **HOLDING COMPANY**

The Company is a Wholly Owned Subsidiary of Kailash Shipping Services Private Limited

## **RESERVES**

No amount was transferred to the reserves for the year under review.

## **DEPOSITS**

The Company did not accept any deposit in or without compliance of Chapter V of the Companies Act, 2013.

## **DIVIDEND**

In view of the accumulated losses, your Directors do not recommend any dividend for the year under review.

## **TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND**

The Company has not declared dividend during the past years. Therefore, there is no amount that is due to be transferred as unclaimed dividend to Investor Education and Protection Fund.

## **MATERIAL CHANGES AND COMMITMENT**

There have been no material changes and Commitments affecting the financial position of the company which have occurred between the end of the financial year i.e. 31<sup>st</sup> March, 2016 and the date of this report.

However during the year under review the Company has increased its Authorised capital from ₹50,00,000 (Rupees Fifty Lakhs) divided into 5,00,000 Equity shares of ₹10/- (Rupees Ten) each to ₹4,50,00,000 (Rupees Four crores and fifty lakhs) divided into 45,00,000 Equity shares of ₹10/- (Rupees Ten) each.

## **SIGNIFICANT AND MATERIAL ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNAL**

During the year under review, there were no significant and material orders passed by regulators or courts or tribunals impacting the going concern status and company's operations in future.

## **AUDITOR'S REPORT / SECRETARIAL AUDIT REPORT**

The Auditor's report does not contain any qualification, reservation or adverse remarks which require explanation in the Board's Report.

As per the provisions of section 204 of the Companies Act, 2013, the company is not required to have Secretarial Audit Report.

## **ADEQUACY OF INTERNAL FINANCIAL CONTROLS**

Your Company has identified internal financial controls which impacts the financial statements and adopted the procedures for ensuring adherence to applicable laws, 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 disclosures. The financial controls are tested for operating effectiveness through management ongoing monitoring and review process and independently by internal audit. In our view the internal financial controls effecting the financial statements are adequate and are operating effectively.

## **ANNUAL RETURN**

In accordance with Section 134(3)(a) of the Companies Act, 2013, an extract of Annual Return in the prescribed Form MGT-9, is appended as Annexure A to the Board's report.

## **RELATED PARTY TRANSACTIONS**

All contracts / arrangements / transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis and do not attract the provisions of section 188 (1) of the Companies Act, 2013.

## **LOANS, GUARANTEES OR INVESTMENTS**

The Loans, guarantees given and investments if any made under the provisions of Section 186 of the Companies Act, 2013 during the year under review, are given under notes to the Financial Statement.

## **BOARD OF DIRECTORS**

Your Board comprises of following Directors:

Mr. P. S. S. Prasad  
Mr. R. Sureshkumar  
Mr. Pradeep Chugh

During the year under review, Mr. Ravichandran Ramadass, resigned from the Directorship of the Company with effect from 18<sup>th</sup> January, 2016. The Board places on record their appreciation for the support and made by Mr. Ravichandran Ramadass, during his respective tenure as Director in the Company.

Mr. R. Sureshkumar was co-opted as an Additional Director of the Company with effect from 18<sup>th</sup> January, 2016 and was further regularized as Director at the Extra Ordinary General Meeting of the Company held on 19<sup>th</sup> January, 2016.

Mr. Pradeep Chugh will retire by rotation at the forthcoming Annual General Meeting and being eligible for re-appointment, offers himself for re-appointment.

As per the provisions of Section 203 of the Companies Act, 2013, the Company is not required to appoint any Whole Time Key Managerial Personnel

#### **NUMBER OF BOARD MEETINGS CONDUCTED DURING THE YEAR UNDER REVIEW**

The Board of Directors duly met five times during the financial year under review. These meetings were held on 17<sup>th</sup> June, 2015, 27<sup>th</sup> August, 2015, 24<sup>th</sup> November, 2015, 18<sup>th</sup> January, 2016 and 25<sup>th</sup> February, 2016. The number of Board Meetings attended by each director during the financial year ended 31<sup>st</sup> March, 2016 is given below:

Name of Director	Number of meetings	
	Held during the tenure	Attended during the tenure
Mr. P. S. S. Prasad	5	5
Mr. R. Sureshkumar (appointed with effect from 18 <sup>th</sup> January, 2016)	2	2
Mr. Pradeep Chugh	5	5
Mr. Ravichandran Ramadass (resigned with effect from 18 <sup>th</sup> January, 2016)	4	3

#### **INDEPENDENT DIRECTORS DECLARATION**

As per the provisions of section 149 of the Companies Act, 2013, your Company is not required to appoint any independent director.

#### **COMPANY'S POLICY ON DIRECTORS APPOINTMENT AND REMUNERATION**

Your Company is not covered under sub-section (1) of section 178. Therefore, the company is not required to formulate a policy on Director's appointment and remuneration.

#### **BOARD PERFORMANCE EVALUATION**

As the company is neither a listed company nor a public company having paid up share capital of twenty five crores rupees or more at the end of the preceding financial year, therefore the company is not required to provide a statement indicating the manner in which formal annual evaluation has been made by the Board of its own performance and that of its committees and individual director.

## **PARTICULARS OF EMPLOYEES**

As there are no employees who were employed throughout the financial year under review and in receipt of remuneration of ₹ 60 Lakhs or more, or employed for the part of the year and in receipt of ₹ 5 Lakh or more a month, therefore the statement giving the particulars of employees as required by the provision of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not required.

## **STATUTORY AUDITORS**

In the Second Annual General Meeting held on September 10, 2014, M/s P.R. Mehra & Co., Chartered Accountants (Firm Registration No. 000051N) were appointed as statutory auditors of the Company to hold office till the conclusion of the Seventh Annual General Meeting to be held in the calendar year 2019. In terms of the proviso of Section 139 of the Companies Act, 2013, the appointment of the auditors shall be placed for ratification at every Annual General Meeting. The auditors have confirmed that they are eligible under section 139 and Section 141 of the Companies Act, 2013 for ratifying their appointment for the FY 2016-17. Accordingly, the appointment of M/s P.R. Mehra & Co., Chartered Accountants (Firm Registration No. 000051N), as statutory auditors of the Company, is placed for ratification by the shareholders at the forthcoming Annual General Meeting.

## **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO**

The particulars as required under the provisions of Section 134(3) (m) of the Companies Act, 2013 in respect of conservation of energy and technology absorption is not required to be furnished considering the nature of activities undertaken by the company during the year under review.

There was no foreign exchange inflow or Outflow during the year under review.

## **CORPORATE SOCIAL RESPONSIBILITY POLICY**

The provisions of Section 135 of the Companies Act, 2013 relating to development and implementation of Corporate Social Responsibility Policy are not applicable to the Company.

## **RISK MANAGEMENT POLICY**

Your company has always recognized risk management as an essential and internal part of doing day-to-day business operations. The company has a sound system of internal control which ensures compliance to internal processes, as well as with applicable laws and regulations. The Company also has a well-established independent in-house Internal Audit function that is responsible for providing assurance on compliance with operating system, internal policies and legal requirements, as well as, suggesting improvement to system and processes. In order to make the existing risk management process more sound and effective your Company has formulated a risk management policy for providing a detailed risk understanding and ownership across the Company. The risk management policy is currently under review of our management team and a final policy would soon be placed before the Board for its adoption and approval.

## **POLICY ON PREVENTION, PROHIBITION AND REDRESSAL OF SEXUAL HARASSMENT AT WORKPLACE**

The Company has zero tolerance for sexual harassment at workplace and aims to provide protection to employees at the workplace and prevent and redress complaints of sexual harassment and for matters connected or incidental thereto, with the objective of providing a safe working environment, where employees feel secure. The Company has not received any complaint of sexual harassment during the year under review.

### **DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to the requirements under clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, the Board of Directors of the Company confirms:

- a) that in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) that 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 profit and loss of the company for that period;
- c) that the directors had 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;
- d) that the directors had prepared the annual accounts on a going concern basis; and
- e) that 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.

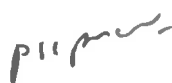
### **ACKNOWLEDGEMENTS**

Your Directors place on record their appreciation of the co-operation and assistance received from the Company's shareholders during the year under review.

**For and on behalf of the Board of Directors**

PLACE: New Delhi

DATE: 4<sup>th</sup> June, 2016



**P.S.S. Prasad**

*(DIRECTOR)*

**DIN: 00024426**

**Address: Unit No. 1001  
Block B4, World SPA,  
Sector – 40, Gurgaon,  
Haryana - 122001**



**R. Sureshkumar**

*(DIRECTOR)*

**DIN: 07268173**

**Address: C Block, 57B,  
Sivaranjani Apartments, 3<sup>rd</sup>,  
Street, Karthikeyapuram,  
Madipakkam, Tamil Nadu,  
Chennai - 600091**

**ANNEXURE "A" TO BOARDS' REPORT**

**FORM NO. MGT.9**

**EXTRACT OF ANNUAL RETURN**

**as on the financial year ended on 31<sup>st</sup> March, 2016**

*[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	:	U63000DL2012PLC241538
ii	Registration Date	:	03/09/2012
iii	Name of the Company	:	Apollo World Connect Limited
iv	Category / Sub-category of the Company	:	Company Limited by Shares / Indian Non-Government Company
v	Address of the registered office and contact details	:	Office No. 303, Third Floor, DLF Courtyard, Saket New Delhi – 110017 Ph: 91 124 6740200 Fax: 91 124 4197222
vi	Whether Listed Company Yes / No	:	No
viii	Name, Address and contact details of the 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:-

Sl. No.	Name and description of the main products & services	NIC code of the product/ service	% to total turnover of the company
Not Applicable as the company has not yet started its operations			

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:**

Sl. No.	Name & Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares held	Applicable Section
1.	Apollo Finance Limited 414/1, 4th Floor, DDA Commercial Complex, Distt. Center, Janakpuri, New Delhi - 110058	U65923DL1995PLC064163	Ultimate Holding	N.A.	2(46)
2.	Apollo International Limited Office No. 303, Third Floor, DLF Courtyard, Saket, New Delhi - 110017	U74899DL1994PLC061080	Holding	N.A.	2(46)
3.	Apollo Logisolutions Limited Office No. 303, Third Floor, DLF Courtyard, Saket, New Delhi – 110017	U63020DL1989PLC174286	Holding	N.A.	2(46)
4.	Kailash Shipping Services Private Limited No: 23, Rajaji Salai, P.T.Lee Chengalvaraya Naicker Maaligai, II Floor Chennai, Tamil Nadu- 600001	U35110TN1985PTC012326	Holding	100	2(46)

**IV. SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity)**

**(i) Category-wise shareholding**

Category of Shareholders	No. of Shares held at the beginning of 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	
<b>A. Promoters</b>									
<b>(1) Indian</b>									
a) Individual/ HUF	-	-	-	-	-	-	-	-	-
b) Central Govt.	-	-	-	-	-	-	-	-	-
c) State Govt.(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corporate	-	49,940	49,940	99.88	-	49,940	49,940	99.88	0.0
e) Banks/ FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
<b>SUB TOTAL: (A) (1) :-</b>	<b>-</b>	<b>49,940</b>	<b>49,940</b>	<b>99.88</b>	<b>-</b>	<b>49,940</b>	<b>49,940</b>	<b>99.88</b>	<b>0.0</b>
<b>(2) Foreign</b>									
a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corporate	-	-	-	-	-	-	-	-	-
d) Banks/ FI	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-
<b>SUB TOTAL: (A) (2) :-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Total Shareholding of Promoter (A) = (A)(1) + (A)(2)</b>	<b>-</b>	<b>49,940</b>	<b>49,940</b>	<b>99.88</b>	<b>-</b>	<b>49,940</b>	<b>49,940</b>	<b>99.88</b>	<b>0.0</b>



Category of Shareholders	No. of Shares held at the beginning of 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	
<b>B. Public Shareholding</b>									
<b>(1) Institutions</b>									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks/FI	-	-	-	-	-	-	-	-	-
c) Central Govt.	-	-	-	-	-	-	-	-	-
d) State Govt.(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Fund	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (Specify)	-	-	-	-	-	-	-	-	-
<b>SUB TOTAL: (B) (1) :-</b>	-	-	-	-	-	-	-	-	-
<b>(2) Non Institutions</b>									
a) Bodies Corporates									
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto ₹. 1 lakh	-	60*	60*	0.12	-	60*	60*	0.12	-
ii) Individual shareholders holding nominal share capital in excess of ₹. 1 lakh	-	-	-	-	-	-	-	-	-
c) Any other (specify)	-	-	-	-	-	-	-	-	-
<b>SUB TOTAL: (B) (2) :-</b>	-	60*	60*	0.12	-	60*	60*	0.12	-
<b>Total Public Shareholding (B) = (B)(1) + (B)(2)</b>	-	60*	60*	0.12	-	60*	60*	0.12	-
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	-	-	-	-	-	-	-	-	-
<b>Grand Total (A+B+C)</b>	-	50,000	50,000	100	-	50,000	50,000	100	0.0

\*Beneficial Interest in shares held by Kailash Shipping Services Private Limited

(ii) Shareholding of Promoters

Sl No.	Shareholder's Name	Shareholding at the beginning of the Year			Shareholding at the end of the Year			% change in shareholding during the year
		No. of Shares	% of 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.	Kailash Shipping Services Private Limited	49,940	99.88	NIL	49,940	99.88	NIL	NIL
	<b>Total</b>	<b>49,940</b>	<b>99.88</b>	<b>NIL</b>	<b>49,940</b>	<b>99.88</b>	<b>NIL</b>	<b>NIL</b>

(iii) 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	There has been no change in Promoter's shareholding during the year 2015-2016			
	Date wise increase/ decrease in Promoter's shareholding during the year specifying the reasons for increase/ decrease (eg. Allotment/ transfer/ bonus/ sweat equity etc.)				
	At the end of the year				

(iv) **Shareholding Pattern of top ten Shareholders  
(other than Directors, Promoters & Holders of GDRs & ADRs):**

SI No.	For each of the Top Ten Shareholders	Shareholding at the beginning of the Year		Cumulative Shareholding During the Year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	<b>Sanjv Kumar kothari</b>				
	At the beginning of the year	10*	0.02	10*	0.02
	Date wise increase/ decrease in Promoter's shareholding during the year specifying the reasons for increase/ decrease (eg. Allotment/ transfer/ bonus/ sweat equity etc.)	Nil	Nil	Nil	Nil
	At the end of year	10*	0.02	10*	0.02
	<b>Pramendra Tomar</b>				
	At the beginning of the year	10*	0.02	10*	0.02
	Date wise increase/ decrease in Promoter's shareholding during the year specifying the reasons for increase/ decrease (eg. Allotment/ transfer/ bonus/ sweat equity etc.)	Nil	Nil	Nil	Nil
	At the end of year	10*	0.02	10*	0.02
	<b>Krishan Gopal Gupta</b>				
	At the beginning of the year	10*	0.02	10*	0.02
	Date wise increase/ decrease in Promoter's shareholding during the year specifying the reasons for increase/ decrease (eg. Allotment/ transfer/ bonus/ sweat equity etc.)	Nil	Nil	Nil	Nil
	At the end of year	10*	0.02	10*	0.02
	<b>Pravindra Kumar Agarwal</b>				
	At the beginning of the year	10*	0.02	10*	0.02
	Date wise increase/ decrease in Promoter's shareholding during the year specifying the reasons for increase/ decrease (eg. Allotment/ transfer/ bonus/ sweat equity etc.)	Nil	Nil	Nil	Nil
	At the end of year	10*	0.02	10*	0.02

	<b>Rahul Agarwal</b>				
	At the beginning of the year	10*	0.02	10*	0.02
	Date wise increase/ decrease in Promoter's shareholding during the year specifying the reasons for increase/ decrease (eg. Allotment/ transfer/ bonus/ sweat equity etc.)	Nil	Nil	Nil	Nil
	At the end of year	10*	0.02	10*	0.02

(v) **Shareholding of Directors and Key Managerial Personnel :**

SI No.	For each of the Directors & KMP	Shareholding at the beginning of the Year		Cumulative Shareholding during the Year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	<b>Mr. P.S.S. Prasad</b>				
	At the beginning of the year	-	-	-	-
	Date wise increase/ decrease in Promoter's shareholding during the year specifying the reasons for increase/ decrease (eg. Allotment/ transfer/ bonus/ sweat equity etc.)	-	-	-	-
	At the end of year	-	-	-	-
2.	<b>Mr. R. Sureshkumar</b>				
	At the beginning of the year	-	-	-	-
	Date wise increase/ decrease in Promoter's shareholding during the year specifying the reasons for increase/ decrease (eg. Allotment/ transfer/ bonus/ sweat equity etc.)	-	-	-	-
	At the end of year	-	-	-	-
3.	<b>Mr. Pradeep Chugh</b>				
	At the beginning of the year	10*	0.02	10*	0.02
	Date wise increase/ decrease in Promoter's shareholding during the year specifying the reasons for increase/ decrease (eg. Allotment/ transfer/ bonus/ sweat equity etc.)	-	-	-	-
	At the end of year	10*	0.02	10*	0.02

\* Beneficial Interest in shares held by Kailash Shipping Services Private Limited

**V. INDEBTEDNESS :**

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

(Amount in Rs.)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	-	9,94,99,264	-	9,94,99,264
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	-	9,94,99,264	-	9,94,99,264
<b>Change in Indebtedness during the financial year</b>				
• Addition	15,07,048	16,72,74,636	-	16,87,81,684
• Reduction	-	16,35,00,000	-	16,35,00,000
<b>Net Change</b>	15,07,048	37,74,636	-	52,81,684
<b>Indebtedness at the end of the financial year</b>				
iv) Principal Amount	15,07,048	10,32,73,900	-	10,47,80,948
v) Interest due but not paid	-	70,65,342	-	70,65,342
vi) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	15,07,048	11,03,39,242	-	11,18,46,290

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

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

(Amount in Rs.)

Sl No.	Particulars of Remuneration	Name of MD/WTD/Manager			Total Amount
		Name	Name	Name	
1.	Gross Salary (a) Salary as per provisions contained in section 17 (1) of the Income-tax Act, 1961 (b) Value of perquisites u/s 17 (2) of the Income-tax Act, 1961 (c) Profits in lieu of salary under section 17 (3) of the Income-tax Act, 1961	<b>NOT APPLICABLE</b>			
2.	Stock Option				
3.	Sweat Equity				
4.	Commission - As % of profit - others, specify				
5.	Others, please specify				
	<b>Total (A)</b>				
	Ceiling as per the Act				

## B) Remuneration to others Directors :

(Amount in Rs.)

Sl No.	Particulars of Remuneration	Name of Directors				Total Amount
		Mr. P.S.S. Prasad	Mr. Pradeep Chugh	Mr. R. Sureshkumar (Date of appointment: 18.01.2016)	Mr. Ravichandran Ramadass (Date of resignation 18.01.2016)	
1.	<b>Independent Directors</b> - Fee for attending Board, Committee meetings - Commission - Others, please specify	NOT APPLICABLE				-
	<b>Total (1)</b>					
2.	<b>Others Non-Executive Directors</b> - Fee for attending Board, Committee meetings - Commission - Others, please specify	11,000	11,000	5,000	6,000	33,000
		-	-	-	-	-
		-	-	-	-	-
	<b>Total (2)</b>	-	-	-	-	-
	<b>Total (B) = (1) + (2)</b>	11,000	11,000	5,000	6,000	33,000
	Total Managerial Remuneration	-	-	-		-
	Overall Ceiling as per the Act					

C) Remuneration to KMP other than MD/ Manager/ WTD

(Amount in Rs.)

Sl No.	Particulars of Remuneration	Key Managerial Personnel			Total Amount
		CEO	Company Secretary	CFO	
1.	Gross Salary (d) Salary as per provisions contained in section 17 (1) of the Income-tax Act, 1961 (e) Value of perquisites u/s 17 (2) of the Income-tax Act, 1961 (f) Profits in lieu of salary under section 17 (3) of the Income-tax Act, 1961	<b>NOT APPLICABLE</b>			
2.	Stock Option				
3.	Sweat Equity				
4.	Commission - As % of profit - others, specify				
5.	Others, please specify				
	<b>Total</b>				



**VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES :**

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority (RD/ NCLT/Court)	Appeal made if any (give details)
<b>A. COMPANY</b>					
Penalty Punishment Compounding	NONE				
<b>B. DIRECTORS</b>					
Penalty Punishment Compounding	NONE				
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty Punishment Compounding	NONE				



**P.R. MEHRA & CO.**  
CHARTERED ACCOUNTANTS

H.O. 56, DARYA GANJ  
NEW DELHI-110002  
TELEPHONES : 43156156, 23274910, 23271236  
E-mail : prmdg@prmehra.com, prmaudit@rediffmail.com

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF APOLLO WORLD CONNECT LIMITED**

**Report on the Standalone Financial Statements**

We have audited the accompanying standalone financial statements of **APOLLO WORLD CONNECT LIMITED**. ("the Company"), which comprise the Balance Sheet as at 31<sup>st</sup> March, 2016, the Statement of Profit and Loss and 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 standalone 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 standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

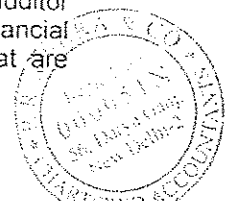
**Auditors' Responsibility**

Our responsibility is to express an opinion on these Standalone 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 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 standalone financial statements.

### Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone 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 of the state of affairs of the Company as at 31<sup>st</sup> March 2016, and its loss and its cash flows for the year ended on that date.

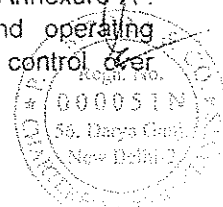
### Emphasis of Matter

Accumulated losses at the year-end far exceeded the paid up capital of the company. However, the accounts have been prepared on going concern basis in view of the financial support by the holding company. (Refer note no. 23).

Our opinion is not modified in respect of this matter.

### Report on Other Legal and Regulatory Requirements

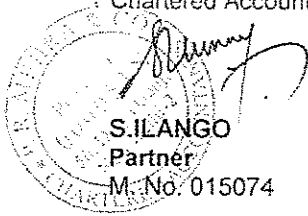
1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of sub-section (11) of Section 143 of the Act, we give in Annexure "B" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143 (3) of the 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 standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - e. On the basis of the written representations received from the directors as on 31<sup>st</sup> March, 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March, 2016 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 control over financial reporting and the operating effectiveness of such controls, refer to our report in "Annexure A". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the company incorporated in India internal financial control over financial reporting.



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) The Company does not have any pending litigations which would impact its financial position.
- (ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses
- (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For P. R. Mehra & Co.  
Chartered Accountants



Place : New Delhi  
Dated : 04-06-2016

**ANNEXURE "A" TO THE INDEPENDENT AUDITOR'S REPORT OF APOLLO  
WORLD CONNECT LIMITED, FOR THE YEAR ENDED 31.03.2016**

**Report on the Internal Financial Control Over Financial Reporting under Clause  
(i) of Sub-Section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

In conjunction with our audit to the financial statements of the company as of and for the year ended March 31, 2016, we have audited the internal financial control over financial reporting of **APOLLO WORLD CONNECT LIMITED** ("the Company"), as of that date.

**Management's Responsibility for Internal Financial Control over Financial Reporting**

The board of directors of the company are responsible for establishing and maintaining internal financial control. These responsibilities includes 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 the respective 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.

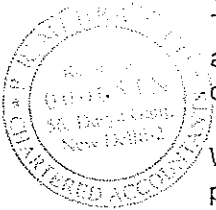
**Auditors' Responsibility**

Our responsibility is to express an opinion on internal financial control over financial reporting.

We conducted our audit in accordance with the guidance note on Audit of internal financial control over financial reporting (the "Guidance Note") issued by the Institute of Chartered Accountants of India and the Standards on Auditing, prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial control. 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 control 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 control over financial reporting and their operating effectiveness. Our audit of internal financial control over financial reporting included obtaining and understanding of internal financial control 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 control over financial reporting.



### Meaning of Internal Financial Control 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 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 maintenance of records that, in reasonable details, accurately and fairly reflects 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.
- (3) Provide reasonable assurance regarding prevention of timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

### Inherent Limitation of Internal Financial Control over Financial Reporting

Because of Inherent limitations of internal financial control over financial reporting, including the possibility of collusion or improper management override the controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial control 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 degree of compliances with the policies and procedures may deteriorate.

### Opinion

In our opinion to the best of our information and accordance to the explanations given to us, the company has, in all material respects, an adequate internal financial control system over financial reporting and such internal financial control over financial reporting were operating effectively as at March 31, 2016.

For P. R. Mehra & Co.  
Chartered Accountants



  
S. ILANGO  
Partner  
M. No. 015074

Place : New Delhi

Dated : 04-06-2016

ANNEXURE "B" TO THE INDEPENDENT AUDITORS' REPORT OF APOLLO WORLD  
CONNECT LIMITED, FOR THE YEAR ENDED 31.03.2016

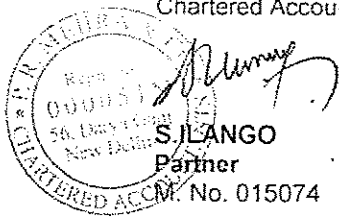
(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements'  
section of our report of even date)

1. (a) The Company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets;
  - (b) These fixed assets have been physically verified by the management at reasonable intervals having regard to the size of the company and nature of its assets and no material discrepancies were noticed on such verification.
  - (c) The title deeds of immovable properties are held in the name of the company.
2. The company has no inventory.
3. (a), (b) & (C) The company during the year granted unsecured loan to company covered in the register maintained u/s 189 of the Companies Act 2013 and the terms and conditions of the grant of such loan are not prejudicial to the company interest and the repayment of principal has been received back during the year while the interest Rs. 13.83 lacs is outstanding at the yearend is still to be recovered.
4. In respect of loans the provision of section 185 and 186 of the Companies Act 2013 have been complied with.
5. The company has not accepted any deposit.
6. Maintenance of cost records is not applicable to the company.
7. (a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including income tax, Sales-tax, service tax, wealth tax and other material statutory dues applicable to it. Provident Fund, Employees State Insurance, Custom Duty, Investor Education & Protection Fund, Excise duty, Value Added Tax, Cess, etc. are not applicable to the company.
  - (b) According to the information and explanation given to us, there are no dues of income tax, sales tax wealth tax, service tax, custom duty, excise duty, value added tax, cess which have not been deposited on account of any dispute.
8. The Company has not defaulted in repayment of loans or borrowing to a financial institution, bank, Government or dues to debenture holders.
9. The company has not raised money by way of initial public offer.
10. According to the information and explanation given to us, no fraud on or by the company has been noticed or reported during the year/course of audit.
11. There is no managerial remuneration paid by the company.



12. The company is not a Nidhi company.
13. The company is not a listed company, hence Section 177 of Companies Act, 2013 is not applicable and the details of related party transactions have been disclosed in financial statements in accordance with applicable accounting standards and provisions of Section 188 of the Companies Act 2013.
14. During the year the company has not made any allotment of shares or debentures and hence the clause is not applicable.
15. The company has not entered into any non-cash transactions with directors or person connected with him.
16. The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For P. R. Mehra & Co.  
Chartered Accountants



Place : New Delhi

Dated : 04-06-2016



APOLLO WORLD CONNECT LIMITED  
Balance Sheet as at 31st March, 2016

	Notes	As At 31/03/2016 (Rs.)	As At 31/03/2015 (Rs.)
<b>I. Equity and Liabilities</b>			
<b>(1) Shareholder's Funds</b>			
(a) Share Capital	3	500,000	500,000
(b) Reserves and Surplus	4	(14,166,329)	(5,531,034)
		<b>(13,666,329)</b>	<b>(5,031,034)</b>
<b>(2) Non-Current Liabilities</b>			
(a) Long term borrowings	5	111,139,756	99,499,264
		<b>111,139,756</b>	<b>99,499,264</b>
<b>(3) Current Liabilities</b>			
(a) Trade payables	6	3,647,408	108,873
(b) Other current liabilities	7	2,474,320	28,090
		<b>6,121,728</b>	<b>136,963</b>
<b>TOTAL</b>		<b>103,595,155</b>	<b>94,605,193</b>
<b>II. Assets</b>			
<b>(1) Non-current assets</b>			
(a) Fixed assets			
(i) Tangible assets	8	99,990,495	94,394,973
		<b>99,990,495</b>	<b>94,394,973</b>
<b>(2) Current assets</b>			
(a) Cash and cash equivalents	9	315,133	192,220
(b) Short term loans and advances	10	3,289,527	18,000
		<b>3,604,660</b>	<b>210,220</b>
<b>TOTAL</b>		<b>103,595,155</b>	<b>94,605,193</b>
<b>Significant Accounting Policies</b>	2.1		

The notes referred above forms integral part of Balance Sheet.

As per our report of even date attached.

For P. R. Mehra & Co.  
Chartered Accountants

Partner  
S. Hango  
(M. No. 15074)  
Place: New Delhi



For and on behalf of the Board

Sri Siva Prasad Pisipati  
Director  
DIN : 00024426

R. Sureshkumar  
Director  
DIN : 07268173

Dated : 04th June 2016

APOLLO WORLD CONNECT LIMITED

Statement of Profit & Loss for the period from April 1, 2015 to March 31, 2016

	Notes	For the period April 1, 2015 to March 31, 2016 (Rs.)	For the period April 1, 2014 to March 31, 2015 (Rs.)
<b>Income</b>			
Other Income	11	1,536,986	-
<b>Total Revenue (I)</b>		<b>1,536,986</b>	<b>-</b>
<b>Expenses</b>			
Financial costs	12	8,106,848	65
Depreciation and amortization expense	8	201,996	208,322
Other expenses	13	1,863,437	618,439
<b>Total Expenses (II)</b>		<b>10,172,281</b>	<b>826,826</b>
<b>(Loss) before exceptional and extraordinary items</b>		<b>(8,635,295)</b>	<b>(826,826)</b>
Exceptional items		-	-
<b>(Loss) before extraordinary items</b>		<b>(8,635,295)</b>	<b>(826,826)</b>
Extraordinary Items		-	-
<b>(Loss) before tax</b>		<b>(8,635,295)</b>	<b>(826,826)</b>
<b>Tax Expenses</b>		<b>-</b>	<b>-</b>
<b>(Loss) for the period from continuing operations</b>		<b>(8,635,295)</b>	<b>(826,826)</b>
<b>(Loss) for the period</b>		<b>(8,635,295)</b>	<b>(826,826)</b>
<b>Earning per equity share (Face Value Rs.10/- each)</b>	22		
Basic		(172.71)	(16.54)
Diluted		(172.71)	(16.54)

The notes referred above forms integral part of Statement of Profit and Loss.

As per our report of even date attached.

For and on behalf of the Board

For P. R. Mehra & Co.  
Chartered Accountants



Partner  
S. Ilango  
(M. No. 15074)  
Place: New Delhi

*psipati*  
Sri Siva Prasad Pisipati  
Director  
DIN : 00024426

*R. Sureshkumar*  
R. Sureshkumar  
Director  
DIN : 07268173

Dated : 04th June 2016

APOLLO WORLD CONNECT LIMITED  
CASH FLOW STATEMENT  
For the year ended March 31, 2016

Description	For the year ended on March 31, 2016 (Rs.)	For the year ended on March 31, 2015 (Rs.)
<b>a) Cash Flow from Operating Activities</b>		
Net (Loss) After Tax	(8,635,295)	(826,826)
Adjustments for:		
Finance Cost	8,106,848	65
Depreciation	201,996	208,322
	8,308,844	208,387
Operating (Loss) before Working Capital Changes	(326,451)	(618,439)
Adjustments for:		
Increase / (Decrease) in Current Liabilities	5,984,765	(121,769)
(Increase) / Decrease in Short Term Loans and Advances	(3,271,527)	2,713,238
Cash (used in) / generated from Operations	2,386,787	286,792
Direct Taxes Paid (Net)	-	-
<b>Net Cash (used in) / from Operating Activities (A)</b>	<b>2,386,787</b>	<b>286,792</b>
<b>b) Cash Flow from Investing Activities</b>		
(Purchase) of Fixed Assets	(5,797,518)	(845,740)
<b>Net Cash flow from / (used in) Investing Activities (B)</b>	<b>(5,797,518)</b>	<b>(845,740)</b>
<b>c) Cash Flow from Financing Activities</b>		
Borrowings Received	11,640,492	685,740
Receipts for issue of Equity Shares	-	-
Finance Cost	(8,106,848)	(65)
<b>Net Cash from / (used in) Financing Activities (C)</b>	<b>3,533,644</b>	<b>685,675</b>
<b>Net (Decrease)/Increase in Cash &amp; Cash Equivalents ( A+B+C)</b>	<b>122,913</b>	<b>126,727</b>
Cash & Cash Equivalents at the Beginning of the Year	192,220	65,493
Cash & Cash Equivalents at the End of the Year	315,133	192,220

Note :

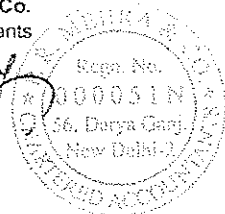
- Cash & Cash equivalents includes cash in hand & Balance with Banks.
- The above Cash Flow Statement has been prepared under the Indirect Method as set out in the Accounting Standard -3, on Cash Flow Statement issued by the Institute of Chartered Accountant of India.
- Figures in brackets indicate cash outgo.

As per our report of even date attached.

For P. R. Mehra & Co.  
Chartered Accountants

Partner  
S. Ilango  
(M. No. 15074)  
Place : New Delhi

Dated : 04th June 2016



For and on behalf of the Board

Sri Siva Prasad Pisipati  
Director  
DIN : 00024426

R. Sureshkumar  
Director  
DIN : 07268173

## APOLLO WORLD CONNECT LIMITED

### Notes to accounts

#### 1. General Information

The company was incorporated on 03<sup>RD</sup> of September, 2012 as a Limited Company under Companies Act, 1956 to set up, run, operate and manage cargo handling terminals such as Inland Container Depot, Container Freight Station, Dry Ports, Logistics Centers etc.

#### 2. Basis of preparation

The accounts are prepared on Historical Cost Convention and in accordance with applicable mandatory Accounting Standards except where otherwise stated.

##### 2.1 Significant accounting policies

###### i) Revenue Recognition

Income / Expenses are accounted on the accrual basis and provisions are made for all known losses and liabilities.

###### ii) Fixed Assets

Fixed Assets are valued at historical cost less accumulated depreciation less impairment loss. Cost of acquisition or construction is inclusive of inward freight, duties and taxes and other incidental expenses.

###### iii) Taxation

Current Tax: Provision for current taxes on income is made on the basis of the actual liability for the Period.

Deferred Tax: In accordance with Accounting Standard 22- Accounting for taxes on Income, issued by the Institute of Chartered Accountants of India, the deferred tax for timing differences between the book and tax profits for the Period is accounted for using the tax rates and laws that have been enacted or subsequently enacted as of the balance sheet date. Deferred Tax Assets arising from temporary timing differences are recognized to the extent there is reasonable certainty that assets can be realized in future.

###### iv) Earnings per Share

The earnings considered in ascertaining the company's EPS comprises the net profit after tax (includes the post tax effect of any extra ordinary items) attributable to equity shareholders.

APOLLO WORLD CONNECT LIMITED  
NOTES TO THE FINANCIAL STATEMENTS

**NOTE NO. 3- SHARE CAPITAL**

**Authorized shares**

45,00,000 (Last Year 5,00,000) Equity Shares of Rs. 10/- each.

	As At 31/03/2016 (Rs.)	As At 31/03/2015 (Rs.)
	45,000,000	5,000,000
	<u>45,000,000</u>	<u>5,000,000</u>

**Issued,Subscribed & and Paid-up Capital**

50,000 Equity Shares of Rs. 10/- each.

**Total Issued,Subscribed & Paid-up Share Capital**

	500,000	500,000
	<u>500,000</u>	<u>500,000</u>

**Reconciliation of No. of Shares**

**Particulars**

Shares outstanding at the beginning of the year  
Shares issued during the year

Shares outstanding at the end of the year

	Equity Shares As At 31/03/2016 Number	Equity Shares As At 31/03/2015 Number
	50,000	50,000
	-	-
	<u>50,000</u>	<u>50,000</u>

**Shareholders Holding more than 5% of Shares**

Kailash Shipping Services Pvt Ltd. (Holding Company)

**Total**

	As At 31/03/2016 % of Share No. of Shares	As At 31/03/2015 % of Share No. of Shares
	100% 50,000	100% 50,000
	<u>50,000</u>	<u>50,000</u>

APOLLO WORLD CONNECT LIMITED  
NOTES TO THE FINANCIAL STATEMENTS

As At 31/03/2016 (Rs.)	As At 31/03/2015 (Rs.)
---------------------------	---------------------------

NOTE NO. 4- RESERVES AND SURPLUS

**Surplus / ( Deficit) in the Statement of Profit & Loss**

Opening Balance at the beginning of the year	(5,531,034)	(4,704,208)
Profit / (Loss) during the year	(8,635,295)	(826,826)
Closing Balance at the end of the year	<b>(14,166,329)</b>	<b>(5,531,034)</b>

NOTE NO. 5- LONG TERM LIABILITIES

(a) Term Loan from Banks (secured)

Axis Bank Term Loan

1,507,048

Notes :- (a) Bank has exclusive charge on the entire moveable fixed assets of the company both present and future to be purchased out of the proposed term loan other than those purchased on hire purchase basis.

(b) EM on land situated at Kattupalli on which the proposed CFS facility to be located at S F No 1/3B3 bearing palta no. 1279, having a total extent of 10 acres in Thiruvallur district, Ponneri Taluk, Kattupalli village bounded on North by SF No3B2. South by 3B4A & 3B4B1, East by Bay of Bengal and West by Pulicot Road, owned by Apollo World Connect Ltd. The sale consideration of Land is 9.30 crs as per the AFS 31.03.2015.

(c) Corporate guarantee given by M/s Kailash Shipping Services Pvt. Ltd. and comfort letter given by Apollo Logisolutions Ltd.

(d) Total tenure of 86 months including holiday period of 26 months. Repayment of 60 monthly installments as detailed below starting from April 2018.

(b) Loans and advances from related parties (unsecured)

109,632,708

99,499,264

**111,139,756**

**99,499,264**

NOTE NO. 6- TRADE PAYABLES

Sundry Creditors

3,647,408

108,873

**3,647,408**

**108,873**

NOTE NO. 7- OTHER CURRENT LIABILITIES

Audit fees payable

33,750

28,090

Provision for Expenses

1,479,778

-

Others Payable (Statutory Dues)

960,792

-

**2,474,320**

**28,090**

APOLLO WORLD CONNECT LIMITED  
NOTES TO THE FINANCIAL STATEMENTS

NOTE NO.8- FIXED ASSETS

S.No.	Particulars	Gross Block			Depreciation			Net Block (Rs.)	
		As at 1st April 2015	Additions	Deletions	As at 31st March 2015	Additions	Deletions	As at 31st March 2016	As at 31st March 2015
	<u>Tangible assets</u>								
1	Land	93,082,809	-	-	93,082,809	-	-	93,082,809	93,082,809
2	Office Equipment	10,500	-	-	10,500	1,895	-	5,975	7,970
3	Vehicle								
	-Car	1,603,866	-	-	1,603,866	184,213	-	1,039,177	1,223,390
	-Motor Cycle	55,740	-	-	55,740	11,621	-	32,498	44,119
4	Furnitures & Fixtures	43,865	-	-	43,865	4,167	-	32,518	36,895
	<b>TOTAL</b>	<b>94,796,780</b>	<b>-</b>	<b>-</b>	<b>94,796,780</b>	<b>201,996</b>	<b>-</b>	<b>94,192,977</b>	<b>94,394,973</b>
	<u>Intangible assets</u>								
	Capital Work in Progress	-	5,797,518	-	5,797,518	-	-	5,797,518	-
	<b>TOTAL</b>	<b>94,796,780</b>	<b>5,797,518</b>	<b>-</b>	<b>100,594,298</b>	<b>201,996</b>	<b>-</b>	<b>99,990,495</b>	<b>94,394,973</b>
	Previous Year ended 31st March 2015	93,951,040	845,740	-	94,796,780	208,322	-	401,807	93,757,555

APOLLO WORLD CONNECT LIMITED  
NOTES TO THE FINANCIAL STATEMENTS

NOTE NO. 9- CASH AND CASH EQUIVALENTS

Current

Balance with Scheduled Banks  
- in Current Accounts  
Yes Bank Ltd  
Axis Bank Ltd  
Cash-in-Hand

	As At 31/03/2016 (Rs.)	As At 31/03/2015 (Rs.)
	193,746	182,087
	116,588	-
	4,799	10,133
	<b>315,133</b>	<b>192,220</b>

NOTE NO. 10 SHORT TERM LOANS AND ADVANCES

Current

Unsecured and considered good

(i) Advances recoverable in cash or in kind for value to be received

(ii) Balance with government authorities

Service Tax Credit Receivable

TDS Recoverable

(iii) Prepaid Insurance

	3,034,600	18,000
	86,970	-
	153,699	-
	14,258	-
	<b>3,289,527</b>	<b>18,000</b>



APOLLO WORLD CONNECT LIMITED  
NOTES TO THE FINANCIAL STATEMENTS

	For the year ended March 31, 2016 (Rs.)	For the year ended March 31, 2015 (Rs.)
<b>NOTE NO.11 - OTHER INCOME</b>		
Interest on Loan	1,536,986	-
	<u>1,536,986</u>	<u>-</u>
<b>NOTE NO.12 - FINANCE COST</b>		
Bank Charges	241	65
Interest on Unsecured Loan	7,065,342	-
Interest on Service Tax	217	-
Interest on Term Loan	7,048	-
Loan Processing Fees	1,034,000	-
	<u>8,106,848</u>	<u>65</u>
<b>NOTE NO.8 - DEPRECIATION</b>		
Depreciation on Furnitures & Fixtures	4,167	4,167
Depreciation on Office Equipment	1,995	1,995
Depreciation on Vehicle	195,834	202,160
	<u>201,996</u>	<u>208,322</u>
<b>NOTE NO.13 - OTHER EXPENSES</b>		
Conveyance Expenses	-	14,233
Director Fees	33,655	18,000
Electricity Charges	-	13,111
Insurance Charges	4,805	-
Interest on TDS	-	75
Legal & Professional Fees	519,666	18,250
Office Expenses	2,790	-
Printing & Stationery	24,934	1,229
Payment to Auditors	52,160	28,090
Rates, Taxes & Fees	6,736	114
Rent (Office)	27,344	26,968
Rent (Chennai Guest House)	-	201,000
Repair & Maintenance - Office	-	41,292
ROC Fees	386,426	9,228
Security and Manpower Expenses (outsourced)	804,921	235,784
General Expenses	-	11,065
	<u>1,863,437</u>	<u>618,439</u>

APOLLO WORLD CONNECT LIMITED

Note No. 14: Contingent Liabilities: Nil

Note No. 15: Capital Commitments: Capital commitments (Net of Advance) - Nil

Note No. 16: Earnings / Expenditure in Foreign Currency: Nil

Note No. 17: In view of non availability of profits and the absence of virtual certainty regarding generation of sufficient future taxable income against which the deferred tax asset can be adjusted, the Company has not created any deferred tax asset as required by the Accounting Standard 22 on "Accounting for Taxes on Income" issued by the Institute of Chartered Accountants of India.

Note No. 18: Since the company has no employee, provisions under AS-15 does not apply.

Note No. 19: Disclosure of Related Party transactions in accordance with Accounting Standard (AS) 18 "Related Party Disclosures" issued by Institute of Chartered Accountants of India

Sl. No.	Name of the Related Party	Relationship
1.	Apollo Logisolutions Ltd.	Ultimate Holding Company
2.	Kailash Shipping Services Pvt. Ltd.	Holding Company
3.	<ul style="list-style-type: none"> <li>• Sri Siva Prasad Pisipati</li> <li>• R. Sureshkumar</li> <li>• Pradeep Chugh</li> </ul>	Key Management Personal (Directors)

**Details of transactions entered into in the ordinary course of business at commercial terms and balance with related parties**

Nature of transaction	Name of the Holding/Ultimate Holding/Subsidiary Company/Directors	For the period ended on 31 <sup>st</sup> March 2016	Outstanding Balance as on 31 <sup>st</sup> March 2016	For the period ended on 31 <sup>st</sup> March 2015	Outstanding Balance as on 31 <sup>st</sup> March 2015
Receipt of Unsecured Loan	Apollo Logisolutions Ltd.	8,50,00,000		6,85,740	
Repayment of Unsecured Loan	Apollo Logisolutions Ltd.	16,35,00,000	2,09,99,264	Nil	9,94,99,264
Interest on unsecured Loan	Apollo Logisolutions Ltd.	13,04,110	13,04,110	Nil	Nil
Loan Given	Kashipur Infrastructure and Freight Terminal Pvt. Ltd.	8,50,00,000	Nil	Nil	Nil
Receipt of Loan Given	Kashipur Infrastructure and Freight Terminal Pvt. Ltd.	8,50,00,000	Nil	Nil	Nil
Interest on Loan	Kashipur Infrastructure and Freight Terminal Pvt. Ltd.	15,36,986	15,36,986	Nil	Nil
Receipt of Unsecured Loan	Kailash Shipping Services Pvt. Ltd.	8,22,74,636	8,22,74,636	Nil	Nil
Interest on unsecured Loan	Kailash Shipping Services Pvt. Ltd.	57,61,232	57,61,232	Nil	Nil

APOLLO WORLD CONNECT LIMITED

Nature of transaction	Name of the Holding/Ultimate Holding/Subsidiary Company/Directors	For the period ended on 31 <sup>st</sup> March 2016	Outstanding Balance as on 31 <sup>st</sup> March 2016	For the period ended on 31 <sup>st</sup> March 2015	Outstanding Balance as on 31 <sup>st</sup> March 2015
Director Sitting Fees	<ul style="list-style-type: none"> <li>• Sri Siva Prasad Pisipati</li> <li>• R. Sureshkumar</li> <li>• Ravichandran Ramadass</li> <li>• Pradeep Chugh</li> </ul>	33,655	Nil	18,000	Nil
Rent Payment	Apollo International Limited	27,344	Nil	26,968	Nil

**Note No. 20: Segment Information:** The Company has no operations during the year, hence no segment information is furnished.

**Note No. 21:** As on 31.03.2016 the company has no outstanding due to Micro and small industries under Micro & Medium Enterprises development Act 2006 as well as to SSI.

**Note No. 22: EARNING PER SHARE**

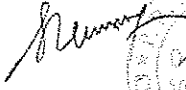

Sl. No.	Particulars	For the period ended on	For the period ended on
		31 <sup>st</sup> March 2016	31 <sup>st</sup> March 2015
(a)	Weighted Avg. No. of Equity Shares @ Rs.10/- each	50,000	50,000
(b)	Net (Loss)/Profit after Tax available to Equity Shareholders	(86,35,295)	(8,26,826)
(c)	Basic Earning Per Share (Rs.)	(172.71)	(16.54)
(d)	Diluted Earning Per Share (Rs.)	(172.71)	(16.54)

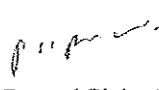
**Note No. 23:** Accumulated losses at the year end exceed the paid up capital of the company. However, the accounts have been prepared on going concern basis in view of the financial support by the holding company.

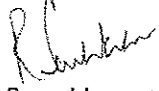
**Note No. 24:** The company has laid down adequate internal financial controls and such controls are operating effectively to take care of orderly and efficient conduct of its business and preparation of reliable financial information.

For P. R. Mehra & Co.  
Chartered Accountants

For and on behalf of the Board

  
  
 Partner,  
 S. Ilango  
 (C.A. No. 15074)  
 Place: New Delhi  
 Date: 4<sup>th</sup> June 2016

  
 Sri Siva Prasad Pisipati  
 Director  
 DIN: 00024426

  
 R. Sureshkumar  
 Director  
 DIN: 07268173