

## **G. K. Publications Pvt Ltd**

H-205 Sec-63 Noida 201 307 India

Phone: +91-120 426 7181

Fax: +91 120 426 7183

Email: [gkp@gkpublications.com](mailto:gkp@gkpublications.com)

CIN No.: U22110DL2001PTC111015

[www.gkpublications.com](http://www.gkpublications.com)



**ANNUAL REPORT 2014-2015**

**G K PUBLICATIONS PRIVATE LIMITED**

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### **THE BOARD OF DIRECTORS (As on June 23, 2015)**

MR. SATYA NARAYANAN .R

MR. GAUTAM PURI

MR. NIKHIL MAHAJAN

### **AUDITORS 2014-15:**

HARIBHAKTI & CO., CHARTERED ACCOUNTANTS, DELHI

### **REGISTERED OFFICE:**

R-90, FIRST FLOOR, GREATER KAILASH, PART-I, NEW DELHI – 110048

### **CORPORATE OFFICE:**

H – 205, SECTOR 63, NOIDA - 201307, UTTAR PRADESH

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### **G K PUBLICATIONS PRIVATE LIMITED**

CIN: U22110DL2001PTC111015  
**Registered Office:** R-90, First Floor, Greater Kailash, Part-I, New Delhi – 11 00 48  
**Tel.:** 011-4128 1100/0800, **E-mail:** [rachna.sharma@careerlauncher.com](mailto:rachna.sharma@careerlauncher.com)

### **NOTICE**

**NOTICE IS HEREBY GIVEN THAT THE 14<sup>TH</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF G K PUBLICATIONS PRIVATE LIMITED WILL BE HELD ON WEDNESDAY, THE 30<sup>TH</sup> DAY OF SEPTEMBER, 2015, AT 3.00 P.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT R-90, 1<sup>ST</sup> FLOOR, GREATER KAILASH, PART-I, NEW DELHI – 110048 TO TRANSACT THE FOLLOWING BUSINESS:-**

#### **ORDINARY BUSINESS:**

**Item No. 1- Adoption of Annual Accounts** - To receive, consider and adopt, the Audited Financial Statements of the Company for the Financial Year ended 31<sup>st</sup> March, 2015, and the reports of the Board of Directors and Auditors thereon.

**Item No. 2 - Reappointment of Mr. Gautam Puri** - To appoint a director in place of Mr. Gautam Puri (DIN: 00033548), who retires by rotation at the ensuing Annual General Meeting (AGM), and who being eligible, has offered himself for re-appointment.

#### **Item No. 3 – Ratification of the Appointment of Statutory Auditors**

To ratify the appointment of statutory auditors of the Company, and to fix their remuneration and to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to section 139, 142 and other applicable provisions of the Companies Act, 2013 and Rules made thereunder, and pursuant to the recommendation of the Board of Directors, and pursuant to the confirmation of the appointment of the Auditors for a period of 5 years by the members of the Company at the Annual General Meeting held on September 30, 2014, the members hereby ratify the appointment of M/s Haribhakti & Co, Chartered Accountants, LLP (Firm Registration No. – 103523W), as the Statutory Auditors of the Company for the Financial Year 2015-16.

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**RESOLVED FURTHER THAT** the board of directors be and are hereby authorized to do all such acts, deeds, matters and things as may be necessary to give effect to the above resolution."

**For and on behalf of the Board of Directors  
G K Publications Private Limited**

  
**Nikhil Mahajan**  
Director

**DIN No. : 00033404**

**Designation: Director**

**Address: H. No. 457, Sec. 30,  
Faridabad – 121 003, Haryana**

**Dated: June 23, 2015**

**Place: New Delhi**

### 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/herself and such proxy need not be a member of the Company. Proxy in order to be effective must be deposited at the company's Registered Office not less than 48 (Forty Eight) hours before the commencement of the meeting. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company.
2. In the case of Corporate Member, it is requested to send a certified copy of the Board Resolution authorizing the representative to attend and vote on its behalf at the meeting.
3. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (9.00 am to 5.00 pm) on all working days except Saturdays, up to and including the date of the Annual General Meeting of the Company.
4. Electronic copy of the Annual Report for the Financial Year 2014-15 is also being sent to all the members whose email IDs are registered with the Company for communication purposes.

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## **G K PUBLICATIONS PRIVATE LIMITED** **DIRECTORS' REPORT 2015**

Your directors are pleased to present their report on the business and operations of your Company for the year ended March 31, 2015.

### **FINANCIAL HIGHLIGHTS**

Figures (in Rs. Lacs) for the Year ended:

Particulars	31-March-2015	31-March-2014
Total Income	1693.99	1858.06
Total expenditure	1721.10	1694.46
Prior Period Expenses	-	0.52
Profit / Loss Before tax	(27.11)	163.07
Tax Expenses	(8.13)	48.61
Profit / Loss after tax	(18.98)	114.46
Profits brought forward from previous year	184.86	70.40
Carried to Balance sheet	164.97	184.86

### **OPERATIONAL REVIEW**

During the year under review, your Company earned a total income of Rs. 1693.99 Lacs as against an income of Rs. 1858.06 Lacs during FY 2013-14. The Company incurred a net loss of Rs. 18.98 lacs in FY 2014-15 as against a net profit of Rs. 114.46 lacs. The loss is due to Sales Return of Rs. 8.46 Crores as against a sales return of Rs. 5.92 Crores during the FY 2013-14.

Your Directors are optimistic about the Company's current year performance, and they expect the Company to do much better in the years to come.

### **DIVIDEND**

In order to strengthen the reserves of the Company, no dividend is recommended for the year 2014-15.

### **SUBSIDIARIES**

Our Company does not have any subsidiary Company.

### **MATERIAL CHANGES AND COMMITMENTS AFFECTING THE COMPANY'S FINANCIAL POSITION**

There have been no material changes and commitments affecting the financial position of the Company between the end of financial year (March 31, 2015) and the date of the Report (June 23, 2015).

### **CHANGES IN CAPITAL STRUCTURE**

During the financial year, there was no change in the capital structure of our company.



### **PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS**

Details of loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

### **PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES**

All transactions entered by the Company with Related Parties were in the Ordinary Course of Business and at Arm's Length pricing basis. The Board of the Company has granted omnibus approval for the transactions (which were all routine and repetitive in nature). There were no materially significant transactions with Related Parties during the financial year 2014-15 which were in conflict with the interest of the Company. Suitable disclosures as required under AS-18 have been made in the Notes to the financial statements.

The particulars of contracts or arrangements with related parties in prescribed form AOC-II is annexed as **Annexure – I**

### **AMOUNT PROPOSED TO BE CARRIED TO ANY RESERVES**

Pursuant to section 134(3)(j), there is no amount which Company proposes to carry to any reserve in the Balance Sheet.

### **EXTRACT OF THE ANNUAL RETURN**

Pursuant to Section 92 of the Companies Act, 2013 read with the Rule 12 of the Companies (Management and Administration) Rules, 2014, the extract of the Annual Return in prescribed form MGT-9 is attached as **Annexure -II.**

### **DISCLOSURE OF PARTICULARS**

*Information as per the Rule 8 of the Companies (Accounts) Rules, 2014, relating to Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo, Internal financial control systems etc.*

Information to be included in Board's Report are provided hereunder:

- a) **Conservation of Energy** –The planning and installation of equipment of the Company are done in a manner such that maximum energy is conserved. To the extent possible, energy efficient equipment and instruments are used.

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**b) Technology absorption** – Since your Company does not carry out any manufacturing activity, the particulars regarding technology absorption and other particulars as required by the Companies Act, 2013 and rules made thereunder are not applicable.

**c) The foreign exchange earnings and outflows** – Nil

**d) Internal Financial Control Systems** - The Company has a set of robust Internal Financial Control Systems in place, some of which are as under:

1. All accounting entries are passed through a fully integrated and robust ERP system, through which real time reports can be generated anytime;
2. There is an appropriate maker-checker system in place, whereby there is complete manpower segregation while making the accounting entries, and while posting the same into the ERP system.
3. All the bank accounts are maintained and operated under joint signatories.
4. Internal Audit is performed regularly.

### **PARTICULARS OF EMPLOYEES**

Our people are our most important assets. We value their talent, integrity and dedication. The Board wishes to express its appreciation to all the employees for their outstanding contribution to the operations of the Company during the year. As required under the provisions of Section 197(12) of the Companies Act, 2013 read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, there is no employee falling under the purview of this provision's reporting requirements.

### **DIRECTORS**

#### **Appointments and Resignations**

During the year under review Mr. Rakesh Mittal and Ms. Poonam Mittal has resigned from the Board of the Company w.e.f. 27.10.2014.

#### **Retirement by Rotation at the ensuing AGM:**

Mr. Gautam Puri, Director has been longest in office, and hence he would retire by rotation at the forthcoming AGM, along with a proposal for his re-appointment.

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## **AUDITORS**

At Board meeting held on August 11, 2014, the Board of Directors of the Company had approved of the appointment of M/s. Haribhakti & Co., LLP, Chartered Accountants., for an initial term of 5 years. At the Annual General Meeting of the Company held on September 30, 2014, the members of the Company confirmed the Board's recommendation by appointing M/s. Haribhakti & Co., LLP, Chartered Accountants., for an initial term of 5 years.

In terms of the first proviso to Section 139 of the Companies Act, 2013, the appointment of the auditors has to be placed for ratification at every Annual General Meeting. Accordingly, the appointment of M/s. Haribhakti & Co., LLP, Chartered Accountants, as the statutory auditors of the Company, is placed for ratification by the shareholders.

The Company has received confirmation from the firm regarding its consent for such appointment, and eligibility under Sections 139 and 141 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 for appointment as the Auditor of the Company.

The Auditors have also confirmed that they hold a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India. The members are requested to ratify the appointment of the Auditors as well as to authorize the Board to fix the Auditor's remuneration.

In this connection, the attention of the members is invited to item no. 3 of the Notice convening the Annual General Meeting.

There is no instance of fraud reported by auditors under sub section (12) of section 143 of the Companies Act, 2013.

## **PUBLIC DEPOSITS**

During the year under review, your Company has not accepted any public deposits under any relevant applicable provisions contained in the Companies Act, 2013, and/or rules thereunder.

## **CORPORATE GOVERNANCE**

Your company strives to ensure that best Corporate Governance practices are identified, adopted and consistently followed. Your Company believes that good governance is the basis for sustainable growth of the business and for enhancement of stakeholder value.

- **Details of Remuneration paid**

There is no Executive Director on Board of the Company. The Company has not paid any remuneration and/or commission to its directors during the year.

- **Stock Options details**

The Company, G K Publications Private Limited does not have any Stock Option Plan, and has not granted any options or shares under any ESOP or any other plan to any of the Directors or employees of the Company.



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### • Number of Board Meetings held with dates

S. No.	Date	Board Strength	No. of Directors Present
1	29-Apr-14	5	3
2	29-Jul-14	5	3
3	11-Aug-14	5	3
4	27-Oct-14*	5	3
5	16-Feb-15	3	3

*\*with effect from 27<sup>th</sup> October, 2014, Mr. Rakesh Mittal and Ms. Poonam Mittal have been resigned from the Directorship of the Company.*

### • Attendance at Board Meetings held during the year

Board	Board
Meetings held	5
Directors' Attendance	
Mr. Satya Narayanan .R	5
Mr. Gautam Puri	5
Mr. Nikhil Mahajan	5
Mr. Rakesh Mittal*	-
Ms. Poonam Mittal*	-

*\*Resigned from the Board of the Company w.e.f. 27.10.2014*

### **DIRECTORS' RESPONSIBILITY STATEMENT**

To the best of our knowledge and belief and according to the information and explanations obtained by us, your Directors make the following statements in terms of Section 134(3)(c) of the Companies Act, 2013:

- in the preparation of the Annual Accounts, the applicable Accounting Standards have been followed and no material departures have been made from the same;
- appropriate Accounting Policies have been selected and applied consistently and they have 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 on 31st March, 2015 and of the Profit and Loss of the Company for the year ended on that date;
- proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- the Annual Accounts have been prepared on a going concern basis.

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e) that proper internal financial controls were in place and that the financial controls were adequate and were operating effectively.

f) that systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

## ACKNOWLEDGEMENT

Your Directors take this opportunity to thank the Company's customers, shareholders, vendors and bankers for their support and look forward to their continued support in the future.

Your Directors also place on record their appreciation for the excellent contribution made by all employees who are committed to strong work ethics, excellence in performance and commendable teamwork and have thrived in a challenging environment.

For and on behalf of the Board of Directors  
 G K Publications Private Limited

Gautam Puri  
 Director

DIN No. : 00033548  
 Designation: Director  
 Address: R-90, Greater Kailash,  
 Part-I, New Delhi -110 048

Nikhil Mahajan  
 Director

DIN No. : 00033404  
 Designation: Director  
 Address: H. No. 457, Sec. 30,  
 Faridabad – 121 003, Haryana

Dated: June 23, 2015  
 Place: New Delhi

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### Annexure-I

**Particulars of Contracts / arrangements made with related parties**  
**[Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8 (2) of the Companies (Accounts) Rules, 2014 - AOC-2]**

**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.**

- Details of contract or arrangements of transactions not at arm's length basis:** There were no contracts or arrangements or transactions entered into by the Company with any of its Related Parties during the year ended March 31, 2015, which were not at arm's length basis.
- Details of Material contracts or arrangement or transactions at arm's length basis.**

S. No.	Name(s) of the related party and nature of relationship	Nature of Contracts/arrangement /transactions	Duration of the contracts / arrangements/ transactions		Salient terms of the contracts or arrangements or transactions including the value, if any	Date(s) of approval by the Board of G K Publications Pvt. Ltd. (GKP)	Amount paid as advance , if any:
			From	To			
	A	B	C		D	E	f
1	CL Educate Ltd. (CL), Holding Company	Material Purchase and Sale of books by GKP to CL.	These are routine and Regular Intra-Group Transactions, which are carried out on a continuing Basis. The contracts are also renewed accordingly. This particular contract was active throughout 2014-15.		CL purchases some books directly from GKP and provides these as additional support for its students. These books are purchased at 15-40% discount to the MRP which are more or less on the same terms at which GKP sells to outside distributors or dealers.	29.07.2014	NIL
2	CL Media Pvt. Ltd. (CLM), Group Company	Material Purchase	These are routine and Regular Intra-Group Transactions, which are carried out on a continuing Basis. The contracts are also renewed accordingly. This particular contract was active throughout 2014-15.		CLM publishes all the course books for GKP and sells to GKP at a 60% discount to the MRP as is a standard industry practice. This also enables CLM to take significant benefit of the tax exemption of its unit in Uttarakhand	29.07.2014	NIL
3	Kestone Integrated Marketing Services Pvt. Ltd. (Kestone), Group Company	Corporate guarantee	These are routine and Regular Intra-Group Transactions, which are carried out on a continuing Basis. The contracts are also renewed accordingly.		Kestone has provided Corporate guarantee in favour of Indusind Bank to provide various credit facilities to GK Publications Private Limited	29.07.2014	NIL

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## Annexure II

### FORM NO. MGT 9 EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31.03.2015

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management & Administration) Rules, 2014.

#### I. REGISTRATION & OTHER DETAILS:

1.	CIN	U22110DL2001PTC111015
2.	Registration Date	28.05.2001
3.	Name of the Company	G K Publications Private Limited
4.	Category/Sub-category of the Company	Private Limited Company / Limited by Shares
5.	Address of the Registered office & contact details	R-90, First Floor, Greater Kailash, Part - I, New Delhi – 110 048 Tel. No.: +91 11 41281100 Fax No.: +91 11 – 4128 1101
6.	Whether listed company	No
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	-

#### II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product/service*	% (approx.) to total turnover of the company
1	Wholesale of paper and other stationery items, books, magazines and newspapers	46496	99.50
2	Retails sale of Books of all kinds	47611	

\*As per National Industrial Classification 2008

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### III. PARTICULARS OF HOLDING /SUBSIDIARY AND ASSOCIATE COMPANIES (as on 31 March, 2015)

S. No.	Name and Address of the Company	CIN/GLN	Holding /Subsidiary/ Associate	% of shares held	Applicable Section
I	CL Educate Limited (CL)	U74899DL1996PLC078481	Holding	100.00	2(46)

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

#### I. (a) Category-wise Equity Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year[As on 31-March-2014]				No. of Shares held at the end of the year[As on 31-March-2015]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
(1) Indian									
a) Individual/ HUF	-	1	1	-	-	1	1	-	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	189999	189999	100	-	189999	189999	100	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
<b>Sub- Total (A) (1)</b>	-	189999	189999	100	-	189999	189999	100	-
(2) Foreign									
a) NRIs – Individuals	-	-	-	-	-	-	-	-	-
b) Other- Individuals	-	-	-	-	-	-	-	-	-

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<b>C. Bodies Corp.</b>	-	-	-	-	-	-	-	-	-
<b>a) Banks / FI</b>	-	-	-	-	-	-	-	-	-
<b>A. All Institutions</b>	-	-	-	-	-	-	-	-	-
<b>Sub-Total (A)</b>	-	-	-	-	-	-	-	-	-
<b>(2)</b>	-	-	-	-	-	-	-	-	-
<b>Total</b>	-	190000	190000	100	-	190000	190000	100	-
<b>Shareholding of Promoter</b>									
<b>(A) = (A) (1) + (A) (2)</b>									
<b>B. Public Shareholding</b>									
<b>1. Institutions</b>									
<b>a) Mutual Funds</b>	-	-	-	-	-	-	-	-	-
<b>b) Banks / FI</b>	-	-	-	-	-	-	-	-	-
<b>c) Central Govt</b>	-	-	-	-	-	-	-	-	-
<b>d) State Govt(s)</b>	-	-	-	-	-	-	-	-	-
<b>e) Venture Capital Funds</b>	-	-	-	-	-	-	-	-	-
<b>f) Insurance Companies</b>	-	-	-	-	-	-	-	-	-
<b>g) FIIs</b>	-	-	-	-	-	-	-	-	-
<b>h) Foreign Venture Capital Funds</b>	-	-	-	-	-	-	-	-	-
<b>i) Others (specify)</b>	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(1):-</b>	-	-	-	-	-	-	-	-	-
<b>2. Non-Institutions</b>									
<b>a) Bodies Corp.</b>									
<b>i) Indian</b>	-	-	-	-	-	-	-	-	-
<b>ii) Overseas</b>	-	-	-	-	-	-	-	-	-
<b>b) Individuals</b>									

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i) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	-	-	-	-	-	-	-	-
c) Others (specify)									
Non Resident Indians	-	-	-	-	-	-	-	-	-
Overseas Bodies Corporate	-	-	-	-	-	-	-	-	-
Foreign Nationals	-	-	-	-	-	-	-	-	-
Clearing Members	-	-	-	-	-	-	-	-	-
Trusts/HUF/Society	-	-	-	-	-	-	-	-	-
Foreign Bodies - D R	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	-	-	-	-	-	-	-	-	-
Total Public Shareholding (B)=(B)(1)+(B)(2)	-	-	-	-	-	-	-	-	-
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	-	190000	190000	100	-	190000	190000	100	-

\* Individual holding shares as a nominee of CL Educate Limited.

## II. Shareholding of Promoters-

S.No	Shareholder's Name	Shareholding at the beginning of the year (01.04.2014)			Shareholding at the end of the year (31.03.2015)			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	CL Educate Limited	189999	100	0.00	189999	100	0.00	-
2	Mr. Nikhil Mahajan*	1	0	-	1	0	-	-

\* Mr. Nikhil Mahajan holds one share as a nominee of CL Educate Limited and not in his individual capacity.

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### III. Change in Promoters' Shareholding (please specify, if there is no change):-

S. No.	Particulars	Shareholding at the beginning of the year (01.04.2014)		Cumulative Shareholding during the year (31.03.2015)	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year 01.04.2014	190000	100	190000	100
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	-		-	
2	At the end of the year 31.03.2015	190000	100	190000	100

### IV. Shareholding Pattern of top ten Shareholders:

(Other than Directors, Promoters and Holders of GDRs and ADRs): N/A

### V. Shareholding of Directors and Key Managerial Personnel:

S. No.	Name of the Director/ Key Managerial Personnel	Shareholding		Date	Increase/ Decrease In share Holding	Reason	Cumulative Shareholding during the year (01-04-14 to 31-03-2015)	
		No. of shares at the beginning 01.04.14/End of the year 31.03.15	% of total shares of the Company				No. of Shares	% of total Shares
1	Mr. Nikhil Mahajan	1 / 1	0 / 0	N.A.	N.A.	N.A.	N.A.	N.A.

\* Mr. Nikhil Mahajan holds one share as a nominee of CL Educate Limited and not in his individual capacity.





**V. INDEBTEDNESS** -Indebtedness of the Company including interest outstanding/accrued but not due for payment

S. No.	Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
1	Indebtedness at the beginning of the financial year (01.04.2014)				
	i) Principal Amount	-	20646855	-	
	ii) Interest due but not paid	-	-	-	
	iii) Interest accrued but not due	-	-	-	
	Total (i+ii+iii)		20646855	-	
	Change in Indebtedness during the financial year				
	* Addition	-	2754305	-	
	* Reduction		8850000	-	
	Net Change				
2	Indebtedness at the end of the financial year (31.03.2015)				
	i) Principal Amount	-	14275729	-	
	ii) Interest due but not paid	-	-	-	
	iii) Interest accrued but not due	-	-	-	
	Total (i+ii+iii)	-	14275729	-	

Note: The above secured loan amount does not include OD facility of Rs. 3,28,41,154/- availed by the Company.

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

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

No remuneration was paid to any Director of the Company during the FY 2014-15.

S. No.	Particulars of Remuneration	Name of MD/WT/ Manager	Total Amount
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) Income-tax Act, 1961		
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	N/A	
2	Stock Option		
3	Sweat Equity		
4	Commission - as % of profit - others, specify...		
5	Others		
	Total (A)		
	Ceiling as per the Act		

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## B. Remuneration to other directors (Independent Directors)

There was no Independent Director on the Board of the Company at any point of time during 2014-15, hence this section is not applicable on the Company.

(Rs. in Lakhs)

SN.	Particulars of Remuneration			Total Amount
1	Independent Directors			
	Fee for attending board meetings			
	Commission			
	Others, please specify			
	Total (1)			
2	Other Non-Executive Directors	N/A		
	Fee for attending board meetings			
	Commission			
	Others, please specify			
	Total (2)			
	Total (B)=(1+2)			
	Total Managerial Remuneration (A+B)			
	Overall Ceiling as per the Act			

## C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

(Rs. In Lacs)

S.no.	Particulars of Remuneration	CEO/CFO	CS	Total
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) Income-tax Act, 1961			
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961			
2	Stock Option (Exercised)	N/A		
3	Sweat Equity			
4	Commission			
	- as % of profit			
	others, specify...			
5	Others*			
	Total			

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

PENALTIES / PUNISHMENT / COMPOUNDING					
Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty			NIL		
Punishment					
Compounding					
B. DIRECTORS					
Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					

G. K. Publications Private Limited

*[Signature]*  
Director

G. K. Publications Private Limited

*[Signature]*  
Director