

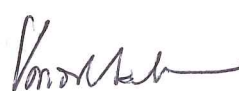


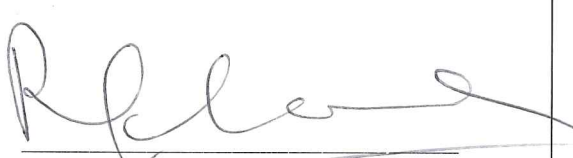


SUPREME HOLDINGS & HOSPITALITY (INDIA) LTD.

FORMERLY KNOWN AS SUPREME HOLDINGS LTD.

FORM A

Format of covering letter of the annual audit report to be filed with the stock exchanges

1	Name of the Company	Supreme Holdings & Hospitality (India) Limited
2	Annual financial statements for the year ended	31 st March, 2015
3	Type of Audit observation	Un-qualified / Matter of Emphasis
4	Frequency of observation	Not Applicable
5	Signed by – <ul style="list-style-type: none">• CEO/Managing Director• CFO• Auditor of the company• Audit Committee Chairman	<div> _____ Vinod Jatia [Managing Director]</div> <div> _____ Prateek Jatia [Executive Director & CFO]</div> <div>  _____ [R.G.N. Swamy]</div>

Regd. Office : 1, Pearl Mansion (N), 91, M. Karve Road, Mumbai 400 020.India.

t: +91-22-2200 6969/ 2200 0786/ 2200 0562 | f: +91 22 2200 8246

e: info@supremeholdings.net | www.supremeholdings.net

CIN-L67120MH1982PLC026924

33rd
ANNUAL REPORT
2014 - 2015



SUPREME HOLDINGS &
HOSPITALITY (INDIA) LIMITED
(FORMERLY KNOWN AS SUPREME HOLDINGS LIMITED)

Route Map to the Venue of the AGM

M.C. Ghia Hall,
Bhogilal Hargovinda Building,
18/20, K. Dubhas Marg, Kalaghoda,
Fort, Mumbai - 400 001.



BOARD OF DIRECTORS

R.G.N. SWAMY	-	Chairman
VINOD JATIA	-	Managing Director
PRATEEK JATIA	-	Executive Director & CFO
VIDIP JATIA	-	Director
RISHABH KALATI	-	Director
SHRUTI JATIA	-	Additional Director (From 30th March, 2015)

Auditors

K C P L And ASSOCIATES LLP

Chartered Accountants

Registered Office:

1, Pearl Mansion (N),**91, M. Karve Road,****Mumbai - 400 020.****www.supremeholdings.net****Email : investors@supremeholdings.net****CIN - L67120MH1982PLC026924****Tel : 022- 22006969 Fax : 022- 22008246**

Registrar & Transfer Agents:

Sharex Dynamic (India) Pvt. Ltd.

Unit-1, Luthra Ind Premises, 1st floor,

44-E, M Vasanti Marg, Andheri-Kurla Road,

Safed Pool, Andheri-E, Mumbai - 400072.

Tel: 022 22641376 / 022 22702485,

Fax: 022 22641349

Email: sharexindia@vsnl.com

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IMPORTANT COMMUNICATION TO MEMBERS

To support green initiative of the Government in full measure, we propose to send future communications, including notice and Annual Report of the Company in electronic mode to the e-mail address provided by members and made available to us by the depositories.

Members holding shares in Demat form are requested to register their e-mail addresses with the Depository through their concerned Depository participants. Members who hold shares in physical form are requested to register the same with the Company's Registrar & Share Transfer Agent M/s. Sharex Dynamic (India) Pvt. Ltd.

Please note that you will be entitled to be furnished, free of cost, with a copy of above mentioned documents, upon receipt of requisition from you, any time as member of the Company.

In case you desire to receive the documents mentioned above in physical form, please write to Company or our Registrar & Share Transfer Agent M/s. Sharex Dynamic (India) Pvt. Ltd.



NOTICE

NOTICE is hereby given that Thirty Third Annual General Meeting of SUPREME HOLDINGS & HOSPITALITY (INDIA) LIMITED will be held at M. C. Ghia Hall, 4th Floor, Bhogilal Hargovindas Building, 18/20, K. Dubash Marg, Kala Ghoda, Mumbai – 400 001, on Wednesday, 23rd September, 2015 at 11.30 a.m. to transact the following business:-

ORDINARY BUSINESS:

1. To consider, approve and adopt the audited Balance Sheet as at 31st March 2015, the Profit & Loss Account for the year ended on that date and the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Vidip Jatia (DIN 06720329), who retires by rotation and is eligible for re-appointment.
3. To consider and if thought fit, to pass with or without modification(s), the following Resolution as an Ordinary Resolution:

“RESOLVED THAT M/s. K C P L And Associates LLP, Chartered Accountants (Firm Registration No.119223W) having their office at 79, Virwani Ind Estate, Ground Floor, Off Western Express Highway, Goregaon East, Mumbai – 400 063, who were appointed as the Statutory Auditors of the Company for a period of five years from the conclusion of 2014 Annual General Meeting of the Company, be and is hereby ratified, to hold the office till the conclusion of the next Annual General Meeting, on such remuneration as shall be fixed by the Board of Directors of the Company.”

SPECIAL BUSINESS:

4. To consider, and if thought fit, to pass with or without modification(s), the following Resolution as a **Special Resolution:**

“RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and rules made there under and any amendments thereto or statutory modifications or re-enactment thereof, and subject to the approval of Central Government, if necessary and such other approvals, permissions and sanctions as may be required in this regard, consent of the Company be and is hereby accorded for the appointment of Mr. Prateek Jatia (DIN 00453068) as Whole Time Director designated as Executive Director & Chief Financial Officer of the Company in the category of Key Managerial Personnel, for a period of 3 (Three) years with effect from 1st October, 2014, without any remuneration, however, he will be allowed reimbursement of traveling and all other expenses incurred by him for the purpose of business of the Company.”

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in the said regard.”

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

“RESOLVED THAT Mrs. Shruti Jatia (DIN 05009237) who was appointed as an Additional Director of the Company by the Board of Directors and who holds office up to date of the Annual General Meeting under Section 161 of the Companies Act, 2013 and in respect of whom the Company has, under Section 160 of the Companies Act, 2013 received notice in writing proposing her candidature for the office of Director, be and is hereby appointed as Director of the Company, liable to retire by rotation.”

6. To consider, and if thought fit, to pass with or without modification(s), the following Resolutions as a **Special Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions if any, of the Companies Act, 2013 (including any statutory modifications or re-enactments thereof for the time being in force) and subject to compliances of all applicable laws and regulations, the consent of the company be and is hereby accorded to the Board of Directors for entering into related party transaction with M/s. Subhakaran & Sons to avail office premises situated at 1, Pearl Mansion, (N), 91, M. Karve Road, Mumbai – 400 020, on lease/ Leave & License basis for period not exceeding 5 years on rent/office facility charges not exceeding Rs.2 00,000/- p.a.

RESOLVED FURTHER THAT for the purpose of giving effect to the aforesaid resolution, the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things, as it may in its absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in the said regard.”

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER. THE INSTRUMENT OF PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN FORTY EIGHT HOURS BEFORE THE COMMENCEMENT OF THE MEETING.** Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable. A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
2. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 in respect of the business under Item Nos. 4 to 6 of the Notice, is annexed hereto. The relevant details as required under clause 49 of the Listing Agreements entered into with Stock Exchange and Secretarial Standards on General Meetings, of persons seeking appointment/re-appointment as Directors are also annexed.
3. The Register of Members and the Share Transfer Register of the Company shall remain closed from Wednesday the 16th September, 2015 to Wednesday the 23rd September, 2015 both days inclusive.
4. Members desiring any information on the Accounts are requested to write to the Company at least one week before the Meeting so as to enable the management to keep the information ready at the Meeting. Members / Proxies / Authorised Representatives are requested to bring the duly filled attendance slip enclosed herewith to attend the meeting.
5. All documents referred to in the notice are open for inspection at the Registered office of the Company during office hours on all working days between 11.00 a.m. to 1.00 p.m. up to the date of the Annual General Meeting.

6. E - voting

In compliance with Section 108 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014 the Company is please to provide members facility to exercise their right to vote on the resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and all business may be transacted through e-Voting Services provided by Central Depository Services (India) Limited (CDSL).

The e-Voting period for all items of business contained in this Notice shall commence from Sunday, 20th September, 2015 (09:00 a.m.) and will end on Tuesday, 22nd September 2015, (05:00 p.m.). During this period equity shareholders of the Company holding shares either in physical form or in dematerialized form as on the cutoff date 16th September, 2015 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on resolutions is cast by any Member, he/she shall not be allowed to change it subsequently.

The voting rights of Members shall be in proportion to their equity shareholding in the paid up equity share capital of the Company as on 16th September, 2015.

The instructions and process for e-voting are as under:

- (i) Log on to the e-voting website www.evotingindia.com
- (ii) Click on “Shareholders” tab.
- (iii) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (iv) Next enter the Image Verification as displayed and Click on Login.
- (v) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (vi) If you are a first time user follow the steps given below:



	For Members holding shares in Demat and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the last 8 digits of the sequence number in the PAN field. The sequence number is given in attendance slip . In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details or Date of Birth (DOB)	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> If both the details are not recorded with the depository or Company please enter the member id / folio no. in the dividend bank details field as mentioned in instruction (iii).

- (vii) After entering these details appropriately, click on "SUBMIT" tab.
- (viii) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (x) Click on the EVSN for **SUPREME HOLDINGS & HOSPITALITY (INDIA) LIMITED** to vote.
- (xi) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiii) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xv) You can also take out print of the voting cast by clicking on "Click here to print" option on the Voting page.
- (xvi) If Demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvii) Notes for non-individual shareholders and custodian
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be mailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a compliance user should be created using the admin login and password. The compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

- **In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.**

7. In terms of clause 35B of the Equity Listing Agreements, the company in order to enable its Members, who do not have access to e-voting facility, to send their assent or dissent in writing in respect of the resolutions as set out in this Notice, is enclosing a Ballot Form along with this Notice. The instructions for Ballot form are given at the back of the said form.
8. Voting at Annual General Meeting :
Facility of voting through ballot paper shall also be made available at the meeting. Member attending the meeting, who have not already cast their vote by e-voting or by Ballot Form shall be able to exercise their right at the meeting. Members who have cast their vote by e-voting or by Ballot Form prior to the meeting may also attend the meeting, but shall not be entitled to vote again at the Annual General Meeting.
9. A person, whose name is recorded in the Register of members or in the Register of Beneficial Owners maintained by the Depositories as on the cut-off date 16th September, 2015, only shall be entitled to avail the facility of e-voting, voting through Ballot form as well as voting at the AGM.
10. CA Saurabh Agarwal partner of KCPL And Associates LLP has been appointed as the Scrutinizer to scrutinize the voting process, in a fair and transparent manner.
11. The Scrutinizer shall immediately after the conclusion of voting at the general meeting, first count the votes cast at the meeting and also votes cast through Ballot Form, thereafter unblock the votes cast through e-voting in the presence of at least two witness not in the employment of the company and make, not later than three days of conclusion of the meeting, a consolidated scrutinizer's report of the total votes cast in favour or against, if any to the Chairman or a person authorized by him in writing who shall countersign the same. The Chairman or the authorized person shall declare the result on the voting forthwith.
12. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.supremeholdings.net and on the website of CDSL immediately after the result declared by the chairman/ authorized person and the same shall be communicated to BSE Limited.

ANNEXURE TO THE NOTICE

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013.

Item No. 4

Pursuant to provisions of Section 203 of the Companies Act, 2013, the company is required to appoint a Chief Financial Officer as whole time Key Managerial Person.

In view of above provisions, the Board of Directors at its meeting held on 30/09/2014, appointed Mr. Prateek Jatia, Director of the company as Whole Time Director designated as Executive Director & Chief Financial Officer of the Company for a period of 3 (Three) years w.e.f 01/10/2014, without any remuneration, subject to the approval of Members of the Company.

Mr. Prateek Jatia is B.SC (Hons) in Accounts and Finance from Lancaster University, UK. He has worked with Ernst and Young where he gained significant work experience in the field of accounts and auditing. He is on the board of the Company since June, 2006. Considering his qualification, experience and his sincere dedication towards work, the Audit Committee of the Company has also recommended his appointment as Chief Financial Officer of the Company.

Pursuant to the provisions contained under sections 196 and 197 read with schedule V of the Companies Act, 2013, members approval by way of Special Resolution is required for the appointment of Mr. Prateek Jatia as Whole Time Director designated as Executive Director and Chief Financial Officer.

No other Director, Key Managerial Personnel or their relatives except Mr. Prateek Jatia, to whom this resolution relates and Mr. Vinod Jatia, Managing Director and Mr. Vidip Jatia, Director being close relative of Mr. Prateek Jatia and their other relatives to the extent of their shareholding interest in the company, may be deemed to be concerned or interested in the resolution.

Item No. 5

The Board of Directors of the Company, pursuant to the provisions of section 161 of the Companies Act, 2013 and Articles of Association of the Company has appointed Mrs. Shruti Jatia as an Additional Director of the Company with effect from 30th March, 2015. Mrs. Shruti Jatia is a B.com. She has 8 years of experience in hospitality sector,



specially managing restaurants. Presently she is assisting management of restaurant YANA at Pune. The Board recommends her appointment as a Director of the Company.

The Nomination & Remuneration Committee of the Company has recommended the appointment of Mrs. Shruti Jatia as Director.

In terms of the provisions of Section 161 of the Companies Act, 2013, Mrs. Shruti Jatia holds office up to the date of ensuing Annual General Meeting. The Company has received a Notice in writing from a member proposing the candidature of Mrs. Shruti Jatia for the office of Director of the Company under the provisions of Section 160 of the Companies Act, 2013. Mrs. Shruti Jatia is not related to any Directors or Key Managerial Personnel of the Company. No other Director, Key Managerial Personnel or their relatives except Mrs. Shruti Jatia and her relatives, to the extent of their shareholding interest, if any, in the company, may be deemed to be concerned or interested in the resolution.

Item No. 6

The provision of Section 188 of the Companies Act, 2013 and Clause 49 of the Listing Agreement of the Stock Exchange govern the Related Party Transactions, requiring a company to obtain the prior approval of the Shareholder by way of a Special Resolution.

The present agreement of the Company with M/s. Subhkaran & Sons, a related party, to use its office premises situated at 1, Pearl Mansion, (N), 91, M. Karve Road, Mumbai-400020, is expiring on 30th September, 2015.

The Company has proposed to entered into a fresh Lease / Leave & License agreement with M/s. Subhkaran & Sons to avail the use of above office premises for further period not exceeding 5 years on a rent/ office facility charges or any other charges not exceeding Rs.2,00,000/- p.a.

Subhkaran & Sons is a related party within the meaning of Section 2(76) of the Companies Act, 2013 and thus the transaction requires the approval of members by Special Resolution.

The particulars of the transaction pursuant to para 3 of Explanation (1) to Rule 15 of Companies (Meeting of Board and its Powers) Rules, 2014 are as under:

Name & Nature of relationship with related party:	Subhkaran & Sons, a Partnership firm in which Mr. Vinod Jatia, Managing Director and Mr. Prateek Jatia are partners.
The nature, duration of the contract and particular of the contract or arrangement:	Lease/Leave & License agreement for use of office premises for a period not exceeding 5 years.
The material terms of the contract or arrangement including the value if any:	Rent/office facility charges not exceeding 2,00,000/- p.a.
Any advance paid or received for the contract or arrangement if any:	NIL
The manner of determining the pricing and other commercial terms, both included as part of contract and not considered as part of the Contract:	Proposed transaction would be carried out as part of the business requirement of the company.
Whether all factors relevant to the contract have been considered, if not the details factors not considered with the rationale for not considering those factors:	Yes
Any other information relevant or important for the board to take a decision on the proposed transaction:	NIL

The related parties are prohibited to vote as per the provisions of Section 188 of the Companies Act, 2013.

No other Director, Key Managerial Personnel or their relatives except Mr. Vinod Jatia, Mr. Prateek Jatia and Mr. Vidip Jatia and their relatives to the extent of their shareholding interest in the company, may be deemed to be concerned or interested in the resolution.

By order of the Board of Directors

Place: Mumbai
Dated: 31-07-2015

Kailash Sharma
(Company Secretary)

Registered Office:

1, Pearl Mansion (N),
91, M.Karve Road,
Mumbai 400 020.

Details of the Directors seeking appointment/re-appointment at the 33rd Annual General Meeting fixed on 23rd September, 2015:

Name of Director	Mr. Prateek Jatia	Mr. Vidip Jatia	Mrs. Shruti Jatia
Date of Birth / Age	01.01.1987 / 28 years	13.10.1992 / 22 years	02.02.1973 / 42 years
Date of appointment	30.06.2006	31.10.2013	30.03.2015
Expertise in specific functional areas	Accounts, Finance and Auditing	Accounts, Finance	Hospitality Sector
Qualifications	B.SC (Hons) in Accounts & Finance	B A (Hons) in Business & Accounting	B.COM
List of outside Directorship held excluding in Private Companies	Makalu Trading Limited Helmet Traders Limited	Makalu Trading Limited	Nil
Chairman(C)/Member (M) of Committee of the Board of Directors of the Companies	Corporate Social Responsibility Committee - Member	Nomination and Remuneration Committee - Member	Nil
Chairman/Member of Committee of the Board of Directors of other Companies in which he is a Director:			
- Audit Committee	Nil	Nil	Nil
- Investor Grievances Committee	Nil	Nil	Nil
- Nomination and Remuneration committees	Makalu Trading Limited - Chairman	Nil	Nil
- Corporate Social Responsibility	Makalu Trading Limited - Member	Nil	Nil
No. of Equity Shares of the Company held on 31-3-2015	47,55,800	1,58,000	Nil
No. of Board Meetings attended during FY 2014-15	7	7	1



DIRECTORS' REPORT

The Members of **SUPREME HOLDINGS & HOSPITALITY (INDIA) LIMITED**

Your Directors have pleasure in presenting Thirty Third Annual Report and Audited Accounts of the Company for the year ended 31st March 2015.

1. FINANCIAL RESULTS: (Rs. in Lacs)

	2014-15	2013-14
Total Income	1.72	16.58
Total Expenditure	25.00	17.55
Profit/(Loss) before depreciation	(23.28)	(0.97)
Depreciation	0.91	0.62
Profit / (Loss) before Tax	(24.20)	(1.59)
Tax Expenses		
Current Tax	-	-
Deferred Tax Liabilities(Asset)	(7.29)	2.62
Earlier Year Taxes	-	(0.08)
Net Profit/(Loss) for the year	(16.90)	(4.13)

2. DIVIDEND:

No dividend is recommended for the year under review.

3. RESERVES:

For the financial year ended 31st March, 2015, your Company has not transferred any amount to Reserves.

4. OPERATIONS:

The Land at Panvel Taluka belonging to the company is included under CIDCO planning and development plan. They are addressing to this assignment to finalise the same as speedily as possible. The Company is studying wherever Zone change is required and is being attended to for approval. After the Development plans are announced by the authorities the Company will take up planning of a multiuse / multi function master plan. The Company is expecting that the Government's development plan would be announced in 4-5 months. Currently the Company is engaged in preparatory work in the Site such as levelling, security, internal roads, water supply and so on.

As regards Pune land, all the major requisite approvals for constructing a residential complex have been received by the Company. The tenders for Civil Construction has been awarded and the work is commenced. In continuation of the above many tenders are getting ready for issue for water supply & distribution, sanitation, interior and exterior finishes, electrical power & distribution and so on. It is to be appreciated that as the planning and tendering and work execution is started, it would lead to Income achieving stage and onward projection there to. The final project comprises of Six Towers of Fifteen Floors each totalling to 240 apartments of 2 BHK/3BHK/4BHK beautiful apartments with huge central garden, clubhouse and many more facilities. The sale booking for apartments is expected to start from the later half of this fiscal year.

5. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

(a) Industry Structure:

Real Estate is currently under stress. The New Government

is looking at various ideas for improvement and implementation. Solving financial situation. Simpler approval procedures are being regulated to improve speedily a sector growth of great importance for the country in improving the GDP.

(b) Company's Performance:

The Company has not earned any Income from Operation during the year 2014-15. The other Income consists of dividend and interest income. The total Income for the year 2014-15 was at Rs.1.72 Lacs as compared to Rs. 16.58 Lacs in the previous year.

During the year under review, the construction cost was at Rs. 384.67 Lacs as against Rs. 456.94 Lacs in the previous year. The employees cost during the years 2014-15 was at Rs.13.23 Lacs as compared to Rs. 9.98 Lacs in the previous year and the Administrative & Other Expenses were at Rs. 11.78 Lacs as compare to Rs. 7.57 Lacs in the previous year. The loss for the year 2014-15 before depreciation and taxation was at Rs. 23.28 Lacs as against loss of Rs. 0.97 Lacs in the previous year. The Depreciation was at Rs. 0.91 lacs as against Rs. 0.62 Lacs in the previous year. After providing for taxation, including deferred tax, the Company has reported Net Loss of Rs. 16.90 Lacs during the year 2014-15 as against Net Loss Rs. 4.13 Lacs in the previous year.

(c) Segment -wise Performance:

Segment wise analysis of performance is not applicable to the Company under Accounting Standard 17 as issued by ICAI as Company had only one reportable segment during the year.

(d) Outlook for the Company:

With the start of construction of the project at Pune in the current year, the growth and long term prospects of the Company are positive.

(e) Opportunities, Threats, Risk and Concerns:

Some measures adopted by the government recently in improving the economy and market sentiments have brought business opportunities in Real Estate Industry. The Rupee reaching rational price has also attracted investments from NRIs and foreigners.

Inflation still remains the biggest threat coupled with the significant rise in the commodity prices which has adverse effect on the purchasing power of the consumers. The major challenge in Construction Industry is the management of multifaceted tax levies on various transactions. The Hospitality and Construction Sectors in general are sensitive to fluctuations in the economy, government policies and is very sensitive to the global security environment.

(f) Internal Control Systems and their Adequacy:

The Company has proper and adequate systems of internal control. The internal control systems of the company are designed to ensure the financial and other records are reliable for preparing the financial statements and other data and for accountability of assets.

The company has an Audit Committee of the Board of Directors, which meets regularly to review the adequacy of internal controls.

(g) Human Resources:

The Company enjoys cordial and harmonious relationship with its employee.

6. FIXED DEPOSITS:

During the year under review the company has not invited any Fixed Deposit from the public.

7. LOANS, GUARANTEE AND INVESTMENTS:

Particulars of loans, investments, guarantees given and securities provided are reported in the financial statement (Please refer to Note No. 5, 11, 12, 16, 17 and 22 to the Standalone Financial Statement).

8. INVESTOR EDUCATION AND PROTECTION FUND:

There has been no transfer to the said Investor Education and Protection Fund during the current year.

9. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR OTHERS:

There are no significant and material orders passed by the regulators or others.

10. RELATED PARTY TRANSACTION:

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel which may have a potential conflict with the interest of the Company at large. Disclosure pertaining to contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 is enclosed as "Annexure - C" to this report. The policy on Related Party Transactions is hosted on the website of the Company under the web link <http://www.supremeholdings.net/company-policies.htm>.

11. SUBSIDIARY COMPANY:

Your Company has one wholly owned Subsidiary company namely Helmet Traders Limited as on 31st March, 2015

A Statement containing the salient features of the financial statement of subsidiaries as prescribed under the first proviso to sub-section (3) of section 129 of the Companies Act, 2013 read with rule 5 of The Companies (Accounts) Rules, 2014 is attached and forms part of the Annual Report.

The policy on determining Material Subsidiaries is hosted on the website of the Company under the web link <http://www.supremeholdings.net/company-policies.htm>.

12. LISTING STATUS:

The company's shares are presently listed on Bombay Stock Exchange Ltd.

13. NOMINATION AND REMUNERATION POLICY

The details of Nomination and Remuneration policy of the Company for Directors, KMP's and Senior Personnel of the Company are given in the Corporate Governance Report.

14. ANNUAL EVALUATION BY THE BOARD:

In accordance with the provisions of the Companies Act, 2013 and Clause 49 of the Listing Agreement the Nomination and Remuneration Committee has laid down the criteria for evaluation of individual Directors, the Board as a whole. Based on the criteria the exercise of evaluation was carried out through a structured process covering various aspects of the Board functioning such as composition of Board and Committees,

experience and expertise, performance of specific duties and obligation, governance and compliance issues, attendance, contribution at meeting etc.,

The performance evaluation of the Non Independent Directors was carried out by the Independent Directors at a separately convened meeting where the performance of the Board as a whole was evaluated and reviewed. The performance of the Independent Directors was carried out by the entire Board (Excluding the Director being evaluated).

15. MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY:

There have been no material changes and commitments, if any, affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of the report.

16. VIGIL MECHANISM / WHISTLE BLOWER POLICY:

The Company has a vigil mechanism to deal with instance of fraud and mismanagement. The policy on Vigil Mechanism / Whistle Blower Policy is hosted on the website of the Company under the web link <http://www.supremeholdings.net/company-policies.htm>

17. CORPORATE GOVERNANCE:

A separate report on Corporate Governance is furnished as a part of the Directors Report as "Annexure - E" and a certificate from the Company's Auditors regarding the compliance of conditions of Corporate Governance is annexed to the said Report.

18. FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS:

The Familiarization programme enable the Independent Directors to understand the Company's business and operations in depth and to familiarize them with the process and functionalities of the Company and to assist them in performing their role as Independent Directors of the Company. The Company's Policy of conducting the Familiarization programme has been hosted on the website of the Company under the web link <http://www.supremeholdings.net/company-policies.htm>

19. RISK MANAGEMENT:

The Company has adequate risk assessment and mitigation policy commensurate with size and nature of business to ensure that all the current and future material risk exposure of the Company are identified, assessed, quantified, appropriately mitigated, minimised and managed.

20. DIRECTORS:

The Board director at its meeting held on 30th September, 2014 appointed Mr. Prateek Jatia Director of the Company as Whole Time Director designated as Executive Director & Chief Financial Officer of the Company for the period of 3 (Three) years with effect from 1st October, 2014 without any remuneration.

Pursuant to Section 149 (1) of the Companies Act, 2013 and the revised clause 49 of the Listing Agreement Mrs. Shruti Jatia has been appointed as an Additional Director of the Company with effect from 30th March, 2015. Mrs. Shruti Jatia will hold office till the date of the forthcoming Annual General Meeting and a notice has been received from a Member proposing the candidature of Mrs. Shruti Jatia for being appointed as a Director of the Company. Mr. Vidip Jatia retires by rotation and being eligible offers himself for re-appointment.

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria



of independence as prescribed both under the Act and Clause 49 of the Listing Agreement with the Stock Exchange.

21. MEETINGS:

During the year seven Board Meetings and five Audit Committee meetings were convened and held. The details of which are given in the Corporate Governance Report. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013.

22. DIRECTORS RESPONSIBILITY STATEMENT:

Pursuant to the requirement under section 134 (3) (c) of the Companies Act, 2013 with respect to Directors' responsibility statement it is hereby confirmed:

- i) That in the preparation of the accounts for the financial year ended 31st March 2015, the applicable Accounting Standards have been followed along with proper explanations relating to material departures;
- ii) That the directors have adopted such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the loss of the company for the year under review;
- iii) That the directors have taken proper and sufficient care 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.
- iv) That the directors have prepared the accounts for the financial year ended 31st March 2015 on a going concern basis.
- v) That the proper financial controls were in place and that the financial controls were adequate and were operating effectively
- vi) That systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively

23. PERSONNEL:

The information required under Section 197 of the Companies Act, 2013, read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, are given in "Annexure -B".

24. AUDIT COMMITTEE:

The present Audit committee comprises of Shri RGN Swamy, Shri Rishabh Kalati and Shri Vinod Jatia. Shri RGN Swamy and Shri Rishabh Kalati are independent directors. Shri RGN Swamy is Chairman of the Audit Committee.

25. AUDITORS AND AUDITORS REPORT:

Pursuant to provisions of Section 139(1) of the Companies Act, 2013, M/s. KCPL And Associates, LLP Chartered Accountants, were appointed as Statutory Auditors of the Company to hold the office till the conclusion of the Annual General Meeting to be held during the year 2019, subject to ratification at every Annual General Meeting.

The Company has received letter from the Statutory Auditors to

the effect that their appointment, if made, would be within the prescribed limit under Section 141 (3) (g) of the Companies Act, 2013 and that they are not disqualified from the appointment.

Your Board recommends the ratification of appointment of M/s. KCPL And Associates, LLP Chartered Accountants, Mumbai, as Statutory Auditors of the Company for the financial year 2015-16 and to hold the office till the conclusion of the next Annual General Meeting to be held during the year 2016.

There were no observations or adverse remark in the Auditors Report, which require any explanation by the Board of Directors.

26. SECRETARIAL AUDITOR:

Pursuant to provision of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the Company had appointed M/s Shivalal Maurya & Co. a Practicing Company Secretary firm to undertake Secretarial Audit of the Company.

Accordingly the Secretarial audit of the Company for the financial year 2014-15 was conducted by M/s Shivalal Maurya & Co.

The Report of the Secretarial Audit of the Company is annexed herewith as "Annexure D". There were no reservation and qualification as marked in Secretarial Audit Report which requires any explanation by the Board of Directors.

27. EXTRACT OF ANNUAL RETURN:

Pursuant to section 134 (3) (a) and Section 92(3) of Companies Act, 2013 read with relevant Rules framed thereunder, the extract of Annual Return as on 31st March, 2015 form part of this Report as "Annexure -A"

28. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION:

The Company has not carried out any material construction activities during the year and therefore the Company has nothing to report on Conservation of Energy and Technology absorption as required pursuant to section 134 (3) (m) of the Companies Act 2013 read with the Companies (Accounts) Rules 2014.

29. FOREIGN EXCHANGE EARNINGS AND OUTGO:

Earning: Nil Outgo: Nil

30. CORPORATE SOCIAL RESPONSIBILITY:

The Company has constituted a Corporate Social Responsibility (CSR) Committee in compliance with Section 135 of the Companies Act, 2013.

The Company has not initiated any Corporate Social Responsibility activities as the said provisions are presently not applicable to the Company.

31. ACKNOWLEDGEMENTS:

The Board of Directors wish to place on record their sincere appreciation and acknowledge with gratitude the support and co-operation extended by all the Government agencies, shareholders and employees at all levels and look forwards for their continued support.

For and on behalf of the Board

Place: Mumbai
Date: 30th May 2015

R G N SWAMY
Chairman

Annexure - A to Directors' Report

FORM NO. MGT-9

EXTRACT OF ANNUAL RETURN

As on financial year ended 31.03.2015

Pursuant to Section 92(3) of the Companies act, 2013 read with the Companies (Management and Administration) Rules, 2014

I. REGISTRATION AND OTHER DETAILS:

CIN:-	L67120MH1982PLC026924
Registration Date:	15 th April, 1982
Name of the Company:	SUPREME HOLDINGS & HOSPITALITY (INDIA) LTD
Category / Sub-Category of the Company	Public Company Limited by Shares/ Indian Non Government company
Address of the Registered office and contact details:	1 Pearl Mansion (N), 91 M. Karve Road, Mumbai - 400020, Tel: 022 22006969, Fax: 022 22008246
Whether listed company	Listed on Bombay Stock Exchange Limited
Name, Address and Contact details of Registrar and Transfer Agent, if any	Sharex Dynamic (India) Pvt. Ltd. Unit-1, Luthra Ind Premises, 1st floor, 44-E, M Vasanti Marg, Andheri - Kurla Road, Safed Pool, Andheri - E, Mumbai - 400072. Tel: 022 22641376 / 022 22702485, Fax: 022 22641349

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

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

Sr. No.	Name and Description of main products / services	NIC Code of the Product/ service% to total turnover of the company	% to total turnover of the company
a.	Construction	4100	NIL

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sr. No.	Name and address of the company	CIN/GLN	"Holding/ Subsidiary/Associate"	% of shares held	Applicable Section
a	HELMET TRADERS LIMITED	U00776MH1994PLC081224	Subsidiary	100%	Section 2(87)

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

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year (01.04.2014)				No. of Shares held at the end of the year (31.03.2015)				% Change during the year
	Demat	Physical	Total	% of the total Shares	Demat	Physical	Total	% of the total Shares	
A. PROMOTER'S									
(1) INDIAN									
(a). Individual/HUF	19996250	0	19996250	56.364	19996250	0	19996250	56.364	0.00
(b). Central Govt.	0	0	0		0	0	0		0.00
(c). State Govt(s).	0	0	0		0	0	0		0.00
(d). Bodies Corp.	2835614	0	2835614	7.993	2835614	0	2835614	7.993	0.00
(e). FI / BANKS.	0	0	0		0	0	0		0.00
(f). Any Other	0	0	0		0	0	0		0.00
Sub-total (A) (1):-	22831864	0	22831864	64.357	22831864	0	22831864	64.357	0.00



Category of Shareholders	No. of Shares held at the beginning of the year (01.04.2014)				No. of Shares held at the end of the year (31.03.2015)				% Change during the year
	Demat	Physical	Total	% of the total Shares	Demat	Physical	Total	% of the total Shares	
(2). FOREIGN									
(a). Individual NRI	0	0	0		0	0	0		0.00
(b). Other Individual	0	0	0		0	0	0		0.00
(c). Bodies Corporates	0	0	0		0	0	0		0.00
(d). Banks / FI	0	0	0		0	0	0		0.00
(e). Any Other Specify	0	0	0		0	0	0		0.00
Sub-total (A) (2):-	0	0	0	0	0	0	0	0	0.00
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	22831864	0	22831864	64.357	22831864	0	22831864	64.357	0.00
(B) PUBLIC SHAREHOLDING									0.00
(1) INSTITUTIONS	0	0	0		0	0	0		0.00
(a). Mutual Funds	0	0	0		0	0	0		0.00
(b). Banks / FI	0	0	0		0	0	0		0.00
(c). Central Govt.	0	0	0		0	0	0		0.00
(d). State Govt.	0	0	0		0	0	0		0.00
(e). Venture Capital Funds	0	0	0		0	0	0		0.00
(f). Insurance Companies	0	0	0		0	0	0		0.00
(g). FIs	0	0	0		0	0	0		0.00
(h). Foreign Venture Capital Funds	0	0	0		0	0	0		0.00
(i). Others (specify)	0	0	0		0	0	0		0.00
Sub-total (B)(1):-	0	0	0	0	0	0	0	0	0.00
2. Non-Institutions									
(a). BODIES CORP.									
(i). Indian	1873449	26700	1900149	5.356	1904468	26700	1931168	5.443	0.087
(ii). Overseas	0	9005885	9005885	25.385	0	9005885	9005885	25.385	0.00
(b). Individuals									
(i) Individual shareholders holding nominal share capital upto Rs.1 lakh	533965	144650	678615	1.913	537224	144050	681274	1.92	0.007
(ii) Individual shareholders holding nominal share capital in excess of Rs.1 lakh	865474	31250	896724	2.53	991801	31250	1023051	2.884	0.202
(c). Other (specify)									
Non Resident Indians	94502	1000	95502	0.269	2036	1000	3036	0.009	-0.26
Clearing Members	68114	0	68114	0.192	575	0	575	0.002	-0.19
Sub-total (B)(2):-	3435504	9209485	12644989	35.645	3436104	9208885	12644989	35.643	-0.154
Total Public Shareholding (B)=(B)(1)+(B)(2)	3435504	9209485	12644989	35.645	3436104	9208885	12644989	35.643	0.00
C. Shares held by Custodian for GDRs & ADRs	0	0	0		0	0	0		0.00
Grand Total (A+B+C)	26267368	9209485	35476853	100.00	26267968	9208885	35476853	100.00	0.00

(ii) Shareholding of Promoters

Sl No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the Year			% of 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	DILSHAD TRADING COMPANY PVT. LTD.	417	0.001	0.00	417	0.001	0.00	No Change
2	DELAWARE PROPERTIES PVT. LTD.	302500	0.853	100.00	302500	0.853	100.00	No Change
3	MAKALU TRADING LTD	625000	1.762	100.00	625000	1.762	100.00	No Change
4	SUPERWAYS ENTERPRISES PVT. LTD.	181500	0.512	69.42	181500	0.512	69.42	No Change
5	YARDLEY INVESTMENT & TRADING CO. PVT. LTD.	243312	0.686	0.00	243312	0.686	0.00	No Change
6	VINOD KUMAR JATIA (HUF)	4663600	13.145	100.00	4663600	13.145	100.00	No Change
7	SUPERWAYS INVESTMENT AND FINANCE PRIVATE LIMITED	1297751	3.658	92.47	1297751	3.658	92.47	No Change
8	PRARTHNA PRIVATE LIMITED	184300	0.519	100.00	184300	0.519	100.00	No Change
9	RAMESH KUMAR JATIA	13700	0.039	100.00	13700	0.039	100.00	No Change
10	GRANDEOUR HOTELS PVT LTD	417	0.001	0.00	417	0.001	0.00	No Change
11	VINOD SUBHKARAN JATIA	5187200	14.621	29.67	5187200	14.621	60.03	No Change
12	SHRILEKHA TRADING PVT LTD	417	0.001	0.00	417	0.001	0.00	No Change
13	NITA JATIA	5045950	14.223	0.16	5045950	14.223	0.16	No Change
14	SMITA RAMESHKUMAR JATIA	104800	0.295	100.00	104800	0.295	100.00	No Change
15	PRATEEK JATIA	4755800	13.405	0.00	4755800	13.405	14.02	No Change
16	ATISHAY JATIA	54700	0.154	0.00	54700	0.154	74.95	No Change
17	ANKITA JATIA	12500	0.035	0.00	12500	0.035	0.00	No Change
18	VIDIP V JATIA	158000	0.445	100.00	158000	0.445	100.00	No Change
	TOTAL	22831864	64.355	39.09	22831864	64.355	49.09	No Change

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

sr.no		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
	At the beginning of the year	22831864	64.36	22831864	64.36
	Date wise Increase/Decrease in Promoters Shareholding during the year specifying the reasons for increase/decrease (eg. Allotment/transfer/bonus/sweat equity etc):	No change during the year			
	At the End of the year	22831864	64.36	22831864	64.36


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

sr .no	Name	No. of Shares at the beginning (01-04-2014) / end of the year (31-03-2015)	% of total Shares of the company	Date	Increasing / Decreasing in shareholding	Reason	Cummulative No. of Shares	% of total Shares of the company]
1	JUMBO BRIGHT GROUP LTD	9005885	25.385	1/4/2014				
	-Closing Balance			31/3/2015	0	No Change	9005885	25.385
2	SHREE GLOBAL TRADEFIN LIMITED	45000	0.127	31/10/2014				
		0	0	7/11/2014	35144	Transfer	80144	0.226
		0	0	14/11/2014	25445	Transfer	105589	0.298
		0	0	21/11/2014	4690	Transfer	110279	0.311
		0	0	28/11/2014	1200	Transfer	111479	0.314
		0	0	5/12/2014	2050	Transfer	113529	0.32
		0	0	12/12/2014	4070	Transfer	117599	0.331
		0	0	19/12/2014	5780	Transfer	123379	0.348
	-Closing Balance			31/3/2015			123379	0.348
3	HALAN PROPERTIES PRIVATE LIMITED.	200000	0.564	1/4/2014				
	-Closing Balance			31/3/2015	0	No Change	200000	0.564
4	INDIAN FINANCE AND INVESTMENT SERVI	98500	0.278	1/4/2014				
	-Closing Balance		0.278	31/3/2015	0	No Change	98500	0.278
5	ASUTI TRADING PVT LTD.	1275000	3.594	1/4/2014				
	-Closing Balance			31/3/2015	0	No Change	1275000	3.594
6	ARCHANA JATIA	288523	0.813	1/4/2014				
	-Closing Balance			31/3/2015	0	No Change	288523	0.813
7	SIRIUS SECURITIES PVT LTD	1329	0.004	1/4/2014				
				23/5/2014	89000	Transfer	90329	0.255
	-Closing Balance			31/3/2015			90329	0.255
8	SHASHI JATIA	278750	0.786	1/4/2014				
	-Closing Balance			31/3/2015	0	No Change	278750	0.786
9	RAJKUMAR S JATIA	94000	0.265	20/3/2015				
	-Closing Balance		0.265	31/3/2015	0	No Change	94000	0.265
10	NEELESH RAMAKANT GUPTA	67450	0.19	1/4/2014				
		0	0	17/10/2014	1623	Transfer	69073	0.195
		0	0	31/10/2014	-9073	Transfer	60000	0.169
		0	0	31/12/2014	2777	Transfer	62777	0.177
	-Closing Balance			31/3/2015			62777	0.177

(v) Shareholding of Directors and Key Managerial Personnel:

Sr. No.	For Each of the Directors and KMP	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	RGN SWAMY (Chairman)				
	At the beginning of the year	0	0	0	0
	"Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):"	0 (No Change)			
	At the End of the year			0	0
2	VINOD JATIA (Managing Director)				
	At the beginning of the year	5,187,200	14.621		
	"Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):"	0 (No Change)			
	At the End of the year			5,187,200	14.621
3	RISHABH KALATI (Director)				
	At the beginning of the year	0	0		
	"Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):"	0 (No Change)			
	At the End of the year			0	0
4	PRATEEK JATIA (Executive Director & CFO)				
	At the beginning of the year	4,755,800	13.41		
	"Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):"	0 (No Change)			
	At the End of the year			4,755,800	13.41
5	VIDIP JATIA (Director)				
	At the beginning of the year	158,000	0.45		
	"Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):"	0 (No Change)			
	At the End of the year			158,000	0.45
6	SHRUTI JATIA (Additional Director) (w.e.f 30th March, 2015)				
	At the beginning of the year	0	0		
	"Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):"	0 (No Change)			
	At the End of the year			0	0
7	KAILASH SHARMA (Company Secretary)				
	At the beginning of the year	2080	0.01		
	"Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):"	0 (No Change)			
	At the End of the year			2080	0.01


V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	0.00	96,417,434.00	0.00	96,417,434.00
ii) Interest due but not paid	0.00		0.00	
iii) Interest accrued but not due	0.00	1,797,534.00	0.00	1,797,534.00
Total (i+ii+iii)	0.00	98,214,968.00	0.00	98,214,968.00
Change in Indebtedness during the financial year				
• Addition	1,000,000.00	23,022,013.00	0.00	24,022,013.00
• Reduction	0.00	0.00	0.00	0.00
Net Change				
Indebtedness at the end of the financial year				
i) Principal Amount	1,000,000.00	119,439,447.00	0.00	120,439,447.00
ii) Interest due but not paid	0.00	0.00	0.00	0.00
iii) Interest accrued but not due	7,836.00	1,797,534.00	0.00	1,805,370.00
Total (i+ii+iii)	1,007,836.00	121,236,981.00	0.00	122,244,817.00

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL
A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sr. no.	Particulars of Remuneration	Name of MD/WTM/Manager		Total Amount
		Vinod Jatia (Managing Director)	Prateek Jatia (Whole-time Director since 01/10/2015)	
1	Gross salary	NIL	NIL	NIL
	(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	-	-	-
3	Sweat Equity	-	-	-
4	Commission	-	-	-
	- as % of profit	-	-	-
	- others, specify...	-	-	-
5	Others, please specify	-	-	-
	Total (A)	-	-	-
	Ceiling as per the Act	5% of net profits of the Company		

B. Remuneration to other directors:

Particulars of Remuneration	Name of Directors				Total Amount
1. Independent Directors	RGN Swamy	Rishab Kalati	-	-	
•Fee for attending board / committee meetings	7,000.00	7,000.00			14,000.00
• Commission	0.00	0.00			0.00
• Others, please specify	0.00	0.00			0.00
Total (1)	7,000.00	7,000.00			14,000.00
2. Other Non-Executive Directors	Prateek Jatia (Non-Exe upto 30/09/2014)	Vidip Jatia	Shruti Jatia (Since 30/03/2015)		
•Fee for attending board / committee meetings	3,000.00	7,000.00	1,000.00		11,000.00
• Commission	0.00	0.00	0.00		0.00
• Others, please specify	0.00	0.00	0.00		0.00
Total (2)	3,000.00	7,000.00	1,000.00		11,000.00
Total (B)=(1+2)	10,000.00	14,000.00	1,000.00		25,000.00
Total Managerial Remuneration	-	-	-		-
Overall Ceiling as per the Act	1% of net profits of the Company				

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

Sr. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	(Company Secretary)	(CFO) since 01/10/2015	Total
1	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	1032333.00	-	1032333.00
	(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	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission - as % of profit - others, specify...	-	-	-	-
5	Others, please specify	-	-	-	-
	Total	-	1032333.00	-	1032333.00

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]	Authority [RD / NCLT/ COURT]
COMPANY/ DIRECTORS/ OTHER OFFICERS IN DEFAULT	NONE				



ANNEXURE - B to Directors' Report

A. Details pertaining to Remuneration as required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

Sr. no.	Disclosure Requirement	Disclosure details
1	Ratio of remuneration of each director to the median remuneration of the employees for the financial year	Directors Ratio None of Directors were paid any remuneration during the year ---
2	Percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year	Directors/ KMP Title % increase in remuneration None of the Directors were paid any remuneration during the year Mr. Kailash Sharma Company Secretary 10.15%
3	Percentage increase in the median remuneration of employees in the financial year	10.15% considering employees who were in employment for the whole year
4	Number of permanent employees on the rolls of Company at the end of the year	5
5	Explanation on the relationship between average increase in remuneration and Company performance	Recommendation for increase in remuneration is based on the following factors: <ul style="list-style-type: none"> • Compensation trends based on industry pattern / benchmark • Qualification, Experience and Responsibilities • Applicable guidelines
6	Comparison of the remuneration of the Key Managerial Personnel against the performance of the Company	Except Company Secretary no other KMP were paid any remuneration during the year. As the project of the Company is under implementation stage, the Company has not earned any Income, thus comparison cannot be made
7	Variation on the market capitalization of the Company, price earnings ratio as at the Closing date of the current financial year and previous financial year and % increase or decrease in the market quotations of the shares of the company in comparison to the rate at which the Company came out with the last public offer	A) Market capitalization: i) As on 31st March 2015 was Rs.99.34 crore ii) As on as on 31st March 2014 Rs.38.14 crore B) As no profit was earned, the P.E. Ratio cannot be calculated. C) The Company came out with an IPO in 1995 at the price of Rs.20/- per equity share. As on 31st March, 2015, the market quotations of the Company's share price (closing price) was Rs.28/-. Increase over the IPO price – 40%

8	Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration	Except Company Secretary – KMP there were no employee employed for the whole financial year. The Average increase remuneration of KMP is 10.15%
9	Comparison of each remuneration of the Key Managerial Personnel against the performance of the Company.	Except Company Secretary no other KMP were paid any remuneration during the year. As the project of the Company is under implementation stage, the Company has not earned any Income, thus comparison cannot be made
10	Key parameters for any variable component of remuneration availed by the Director	None of Directors were paid any remuneration during the year.
11	Ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year.	As no remuneration were paid to any Directors, the Ratio cannot be calculated.
12	Affirmation that the remuneration is as per the remuneration policy of the Company.	The Company is in Compliance with its Remuneration policy.

B.Details pursuant to the provisions of Rule 5 (2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

None of the employee who was employed throughout the financial year 2014-15 is in receipt of remuneration of Rs.60 lakh p.a. or more and None of the employee who was employed for the part the financial year 2014-15 is in receipt of remuneration of Rs.5 lakh per month or more.


ANNEXURE - C TO DIRECTORS' REPORT
Form No. AOC-2

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

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

1 Details of contracts or arrangements or transactions not at arm's length basis:

Sr. no.	A Name(s) of the related party and nature of relationship	B Nature of contracts / arrangements / transactions	C Duration of the contracts / arrangements / transactions	D Salient terms of the contracts or arrangements or transactions including the value, if any	E Justification for entering into such contracts or arrangements or transactions	F date(s) of approval by the Board	G Amount paid as advances, if any:	H Date on which the special resolution was passed in general meeting as required under first proviso to section 188
NIL								

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

Sr. No.	A Name(s) of the related party and nature of relationship	B Nature of contracts / arrangements / transactions	C Duration of the Contracts / arrangements / transactions	D Salient terms of the contracts or arrangements or transactions including the value, if any:	E Date(s) of approval by the Board, if any:	F Amount paid as advances, if any
1	Subhkaran & Sons (Mr. Vinod Jatia & Mr. Prateek Jatia - Directors, are partner of above firm)	Agreement to use of office premises	3 years 01/10/2012 to 30/09/2015	Rent @ Rs.3,000/- p.m	15/09/2012	NA
2	Helmet Traders Limited (Wholly owned subsidiary)	Loan recovered	NA	Recovered loan amount of Rs.1,30,000/-	NA	N.A.
3	Makalu Trading Ltd (Mr. Vinod Jatia, Mr. Prateek Jatia & Mr. Vidip Jatia -Directors, are also Director of above Company)	Purchase of material at prevailing market price	One time	Purchase of steel of Rs.10.01 lacs	02/02/2015	N.A.

ANNEXURE - D TO DIRECTORS' REPORT SECRETARIAL AUDIT REPORT

For the financial year ended March 31, 2015

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

**To,
The Members**

**Supreme Holdings & Hospitality (India) Limited
1, Pearl Mansion (N), 91, Maharshi Karve Road,
Mumbai - 400 020.**

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Supreme Holdings & Hospitality (India) Limited (hereinafter called the Company).

Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31 March 2015 ('Audit Period') complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31 March 2015 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') to the extent applicable: —
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998.

I have also examined compliance with the applicable clauses of the following, to the extent applicable:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India (Not notified)
- (ii) The Listing Agreements entered into by the Company with Stock Exchanges;

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

I further report that

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

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

All decisions at Board Meetings and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

I, further, report that there are adequate systems and processes in the Company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

CS Shival Maurya

ACS No. 37655

C P No: 14053

Place: Mumbai

Date: 30th May, 2015



Annexure - E to Directors' Reports

REPORT ON CORPORATE GOVERNANCE

1. Company's Philosophy on code of Corporate Governance

In the era of good Corporate Governance, your Company believes in attainment of highest levels of transparency in all facets of its operations. The Company is committed to maximize the shareholders value by adopting the principles of good corporate governance in line with provisions stipulated in the listing agreement.

2. Board of Directors

The details of directors including the details of their Board Directorship and Committee are given below: -

Name of the Director	Category of directorship	Number of Directorships held in other Companies	Number of Board Committee membership held in other Companies
Mr. R. G. N. Swamy	Independent	2	NIL
Mr. Vinod Jatia Managing Director	Non Independent (Promoter)	15	4
Mr. Prateek Jatia Executive Director & Chief Financial Officer	Non Independent (Promoter)	10	2
Mr. Vidip Jatia	Non Independent (Promoter)	2	NIL
Mr. Rishabh Kalati	Independent	1	NIL
Mrs. Shruti Jatia *	Non Independent	NIL	NIL

*** Appointed as an Additional Director with effect from 30th March, 2015.**

Meetings and Attendance

During the year ended 31st March, 2015, Seven Board Meetings were held on the following dates: (i) May 27, 2014 (ii) July 31, 2014 (iii) September 30, 2014 (iv) November 7, 2014 (v) December 24, 2014 (vi) February 2, 2015 and (vii) March 30, 2015.

Attendance of Directors at Board Meeting and at the Annual General Meeting (AGM) (September 23, 2014)

Name of Director	No of Board Meetings attended	Whether attended AGM
Mr. R. G. N. Swamy	7	Yes
Mr. Vinod Jatia	7	Yes
Mr. Prateek Jatia	7	Yes
Mr. Rishabh Kalati	7	Yes
Mr. Vidip Jatia	7	Yes
Mrs. Shruti Jatia	1	NA

3. COMMITTEES OF THE BOARD

A. Audit Committee

i) Terms of reference:

The terms of reference and scope of Audit Committee are as laid down in clause 49 of the Listing Agreement and Section 177 of the Companies Act, 2013.

ii) Composition of Audit Committee:

The Audit Committee comprises of the following Directors:

1. Mr. R. G. N. Swamy – Independent Director (Chairman)
2. Mr. Vinod Jatia – Managing Director
3. Mr. Rishabh Kalati – Independent Director

The Audit Committee met five times during the year on the following dates: (i) May 27, 2014 (ii) July 31, 2014 (iii) September 30, 2014 iv) November 7, 2014 (v) February 2, 2015.

The attendances of the members of the meeting were as follows:

Name of the member	Status	No of meetings attended
Mr. R.G.N. Swamy (Chairman)	Independent Director	5
Mr. Vinod Jatia	Managing Director	5
Mr. Rishabh Kalati	Independent Director	5

B. Nomination & Remuneration Committee

The committee constitution and terms of reference are in compliance with provisions of the Companies Act, 2013 and Clause 49 of the Listing Agreement.

The Nomination & Remuneration Committee comprises of the following Directors:

1. Mr. Rishabh Kalati – Independent Director (Chairman)
2. Mr. R G N Swamy – Independent Director
3. Mr. Vidip Jatia – Director

The Nomination remuneration committee met two time during the year on the following dates: (i) February 2, 2015

(ii) March 30, 2015

The attendances of the member of the meeting were as follows

Name of the member	Status	No of meetings attended
Mr. Rishabh Kalati (Chairman)	Independent Director	2
Mr. R.G.N. Swamy	Independent Director	2
Mr. Vidip Jatia	Director	2

Remuneration Policy:

Remuneration of Directors:

- i. Company shall pay remuneration by way of salary, perquisites, allowances and Variable pay to Managing Director / Executive Director / Whole-time Director ("Executive Director"). The Committee shall recommend remuneration, for the approval of the Board. Remuneration including annual increment, if any, shall be paid within the limits prescribed under the Companies Act, 2013 and/or range approved by the Shareholders of the Company.

- ii. The remuneration of the Executive Director shall be determined keeping in view the qualification, experience, performance, duties and responsibilities and Industry pattern / benchmark of the similar industry and the relative performance of the Company to the industry performance and such other criteria as may be prescribed from time to time.
- iii. The tenure of Directors (including Executive Directors and Independent Directors) shall be as per provisions of the Act and rules made there under and the Listing Agreement as amended from time to time.
- iv. The Non Executive Directors of the Company shall be entitled for sitting fees for attending meetings of the Board and Committee(s) Meetings either personally or through video conferencing or any audio visual means or teleconference, as may be approved by the Board. Sitting fees for the same shall be within the statutory limits fixed from time to time.
- v. Based on the performance of the Company, the Committee may recommend payment of profit related commission to Non-Executive Directors as per limits laid down in Act, subject to approval of the Board and shareholders of the Company.

Remuneration of KMP / Senior management and other employees of the Company

- i. The remuneration of KMP, Senior management and other employees shall largely consist of salary, perquisites, allowance and performance incentives (Variable pay). The retirement benefit shall be paid subject to prescribed statutory ceiling.
- ii. The components of the total remuneration shall be governed by the industry pattern / benchmark, qualification, experience, performance, duties and responsibilities of each employee and governed by the limits, if any prescribed under the Companies Act, 2013 and rules made there under or any other enactment for the time being in force.
- iii. The remuneration of KMP (other than Directors), Senior management and other employees shall be decided by Managing Director of the Company on the basis of criteria and policy framed by the committee from time to time
- iv. The annual Variable pay shall be linked to the performance of the Company in general and their individual performance for the relevant year.

The Company has not paid any remuneration to any of the Director. During the year company has paid sitting fees to Directors as under:

Mr. R.G.N. Swamy	Rs. 7,000/-
Mr. Prateek Jatia	Rs. 3,000/-
Mr. Rishabh Kalati	Rs. 7,000/-
Mr. Vidip Jatia	Rs. 7,000/-
Mrs. Shruti Jatia	Rs. 1,000/-

C. Stakeholders' Relationship Committee

During the year the existing Investor Grievance Committee was renamed as 'Stakeholders Relationship Committee'. The Stakeholder Relationship Committee is primarily responsible to review all matters connected with the Company's transfer of securities and redressal of investors complaints.

(a) Terms of Reference:

The brief terms of reference of the Stakeholders Relationship Committee include redressing shareholders and investor's complaints like transfer and transmission of shares, non-receipt of balance sheet, non-receipt of dividends, approving issuance of duplicate shares certificate, splitting and consolidation of shares etc.

(b) Composition

The Investor's Grievance Committee comprises of the following Directors:

1. Mr. R.G.N. Swamy – Independent Director (Chairman)
2. Mr. Vinod Jatia – Managing Director
3. Mr. Rishabh Kalati – Independent Director

(c) Investor's Complaints received and resolved during the year

The Company has not received any complaints during the year ended on 31.03.2015.

(d) Compliance Officer

Mr. Kailash Sharma, Company Secretary is the Compliance officer for complying with requirements of Securities Laws and Listing Agreements with Stock Exchanges.

4. Code of Conduct:

The Board of Director has laid down a code of conduct for all Board Members and senior management of the company. The Board Members and senior management personnel have affirmed their compliance with the code of conduct for the year under review. Declaration to this effect signed by the Managing Director is annexed to this report.

5. CEO/CFO Certification

The CEO (Managing Director) and the CFO have issued certificate pursuant to the provision of Clause 49 of the Listing Agreement certifying that the financial statements do not contain any untrue statement and these statements represent a true and fair view of the Company's affairs. The said certificate is annexed and forms part of this Report.

6. General Body Meetings

- a. The last three Annual General Meetings of the Company were held as under:-

Financial Year	Date	Time	Location
2013-2014	23/09/2014	11.30 a.m.	M.C. Ghia Hall, 4th Floor, Bhogilal Hargovindas Building, 18/20, K. Dubash Marg, Kala Ghoda, Mumbai – 400001
2012-2013	14/09/2013	12.00 Noon	M.C. Ghia Hall, 4th Floor, Bhogilal Hargovindas Building, 18/20, K. Dubash Marg, Kala Ghoda, Mumbai – 400001



2011-2012 18/09/2012 3.30 p.m. M.C. Ghia Hall, 4th Floor, Bhogilal Hargovindas Building, 18/20, K. Dubash Marg, Kala Ghoda, Mumbai – 400001

- b. Whether any special resolution was passed in the previous 3 AGMs: No
- c. Whether any special resolution passed last year through Postal Ballot: Yes

Postal Ballot:

Two Special Resolutions were passed by the members during the financial year ended 31st March, 2015 through Postal Ballot as per results declared on 23rd day of September, 2014. Mr. Saurabh Agarwal, partner of M/s. K C P L And Associates LLP, Chartered Accountant, was appointed by the Board as Scrutinizer, conducted this Postal Ballot exercise and the details of voting pattern as per report submitted by him to the Chairman is as follows:

Sr. No	Subject Matter of Resolution	No. of valid votes polled	Votes cast in favour of the Resolution	Votes cast against the Resolutions
1	Consent of the Company under Section 180 (1) (c) of the Companies Act, 2013 to the Board of Directors to borrow up to Rs.500 crores.	2,39,37,491 67.47%	2,39,36,791 67.47%	700 0.00%
2	Consent of the Company under Section 180 (1) (a) of the Companies Act, 2013, to the Board of Directors for mortgaging and/or charging properties and assets of the Company, both present and future.	2,39,37,491 67.47%	2,39,36,791 67.47%	700 0.00%

Procedure for postal ballot

In compliance with Clause 35B of the Listing Agreement and Sections 108, 110 and other applicable provisions of the Companies Act, 2013, read with the related Rules, the Company provides electronic voting facility to all its members, to enable them to cast their votes electronically. The Company engages the services of CDSL for the purpose of providing e-voting facility to all its members. The members have the option to vote either by physical ballot or e-voting. The Company dispatches the postal ballot notices and forms along with postage prepaid business reply envelopes to its members whose names appear on the register of members / list of beneficiaries as on a cut-off date. The postal ballot notice is sent to members in physical form to addresses registered with the Company's registrar and share transfer agents. The Company also publishes a notice in the newspaper declaring the details of completion of dispatch and other requirements as mandated under the Act and applicable

Rules. Voting rights are reckoned on the paid-up value of the shares registered in the names of the members as on the cut-off date. Members desiring to exercise their votes by physical postal ballot forms are requested to return the forms duly completed and signed, to the scrutinizer on or before the close of voting period. Members desiring to exercise their votes by electronic mode are requested to vote before close of business hours on the last date of e-voting. The scrutinizer submits his report to the Chairman, after the completion of scrutiny, and the consolidated results of the voting by postal ballot are then announced by the Chairman or the authorised person. The results are also displayed on the website of the Company, www.supremeholdings.net, besides being communicated to the stock exchanges, depository and registrar and share transfer agent. The date of declaration of the results by the Company is deemed to be the date of passing of the resolutions.

7. Disclosures:

i. Related Party Transactions

The Company has not entered into any transaction of material nature with the promoters, the directors or the management, their subsidiary or relative etc. that may have any potential conflict with the interests of the Company. The details of transaction entered with related parties are reported as "Annexure -C" of the Directors Report

ii. Compliance by the Company

The Company has complied with the requirements of the Stock Exchanges, SEBI and other statutory authorities on all matters related to capital markets during the last three years.

No penalties or strictures have been imposed on the Company by the Stock Exchanges or SEBI or any other statutory authorities.

iii. Compliance with Corporate governance requirements:

The Company is complying with mandatory requirements of clause 49 of the listing agreement. Non-mandatory requirements have not been adopted by the company.

iv. No personnel has been denied access to the Chairman of the Audit Committee.

v. Whistle Blower Policy

The Company promotes ethical behaviour in all its business activities and has put in place a mechanism for reporting illegal or unethical behaviour. The Company has a Vigil mechanism and Whistle blower policy under which the employees are free to report violations of applicable laws and regulations and the Code of Conduct. The reportable matters may be disclosed to the Chairman of Audit Committee of the Board of Directors of the company.

vi. Details of shares of the company held by Non Executive Directors of the Company as on 31/03/2015.

Name of Non Executive Director	No. of Shares held as on 31/03/15
Mr. R.G.N. Swamy	Nil
Mr. Rishabh Kalati	Nil
Mr. Vidip Jatia	1,58,000
Mrs. Shruti Jatia	Nil

8. Means of Communication

- a. In compliance with the requirements of Listing Agreement, the Company regularly intimates unaudited as well as audited financial results to the Stock Exchange immediately after they are taken on record by the Board. These financial results are normally published in the Free Press Journal (English newspaper) and Navshakti (Marathi newspaper). The results are not sent individually to the shareholders.

The Company has launched its website as www.supremeholdings.net. The quarterly/annual results as well as any official news release of the Company are promptly displayed on the above website of the Company.

The Company has designated the following E-mail ID exclusively for investor servicing. - investors@supremeholdings.net

- b. Management Discussion and Analysis Report forms part of the Report of the Directors.

9. General Shareholder Information**(a) Annual General Meeting**

Date & Time : } Please refer to the notice of
Annual General Meeting
Venue : } being sent along with Annual
Report.

- (b) Book Closures: } Please refer to the notice of
Annual General
Meeting being sent along
with Annual
Report.

(c) Financial Calendar For 2015-2016 (Tentative)

Financial Year Ending : 31st March
First Quarter Results : Within 45 days from the close
of the quarter
Second Quarter Results : Within 45 days from the close
of the quarter
Third Quarter Results : Within 45 days from the close
of the quarter
Fourth Quarter Results : Within 60 days from the close
of the quarter

(d) Listing of Equity Shares

The Company's shares are listed in the Bombay Stock Exchange Limited. The listing fees for the year 2015-16 have been paid to the aforesaid Stock Exchange.

(e) Stock Code :

Bombay Stock Exchange Limited (BSE): 530677

Under depository system, the International Securities Identification Number (ISIN) allotted to the Company's share is INE 822E01011

Stock Market Price for the Year

Month	BSE		BSE SENSEX
	HIGH (RS.)	LOW (RS.)	
April-2014	14.58	10.90	22,417.80
May-2014	19.29	14.58	24,217.34
June-2014	18.55	17.15	25,413.78
July-2014	18.80	16.40	25,894.97
August-2014	17.30	10.65	26,638.11
September-2014	18.30	13.05	26,630.51
October-2014	23.75	15.50	27,865.83
November-2014	22.10	17.20	28,693.99
December-2014	22.00	17.55	27,499.42
January-2015	22.10	21.00	29,182.95
February-2015	21.00	18.85	29,361.50
March-2015	28.00	18.00	27,957.49

(f) Registrar and Transfer Agents

The Company has appointed M/s. Sharex Dynamic (India) Pvt. Ltd., as its Registrar and Transfer Agents, Correspondence Address : Unit-1, Luthra Ind Premises, 1st floor, 44-E, M Vasanti Marg, Andheri - Kurla Road, Safed Pool, Andheri - E, Mumbai - 400072.

(g) Share Transfer System

Presently the share transfers which are received in physical form are processed and the share certificates returned within a period of 10 to 15 days from the date of receipt, subject to the documents being valid and complete in all respects. The Demat requests are processed and completed within an average period of 15 days from the date of receipt, provided they are otherwise in order.

(h) Dematerialization of Shares

The Company's Shares are traded in the Stock Exchange in Demat mode. As on 31.03.2015: 2,62,67,968 Equity Shares of the Company forming 74.04% of the total shares of the company, stand dematerialized. It is advised to those Shareholders, who still hold the shares in physical form, to get their shares converted to DEMAT, to avail various advantages such as quick delivery on transfers, minimizing the risk of loss in transit, bad deliveries etc.

(i) Distribution of Shareholding as on March 31, 2015.

No. of Equity Shares Held	No. of Share-holders	Percentage of Share-holders (%)	No. of Shares Held	Percentage of Share-holding (%)
Up to 500	1313	81.2	267194	0.75
501 to 1000	118	7.3	96884	0.27
1001 to 5000	108	6.67	215988	0.62
5001 to 10000	27	1.67	189018	0.53
10001 to 100000	31	1.92	947770	2.67
100001 & Above	14	1.24	33759999	95.16
	1611	100%	35476853	100%


(j) Shareholding Pattern as on March 31, 2015.

Category	No. of Shares Held	Percentage of Shareholding (%)
1. Promoters	22,831,864	64.36
2. Mutual Funds	NIL	0.00
3. Private Corporate Bodies	19,31,168	5.44
4. Indian Public	17,04,325	4.80
5. NRIs/OCBs	90,08,921	25.40
6. Clearing Members	575	0.00
GRAND TOTAL	3,54,76,853	100%

10. Address for Correspondence
Registered Office :

1, Pearl Mansion (N), 91, M. Karve Road,
Mumbai – 400 020.

CIN - L67120MH1982PLC026924

Tel: 022 - 22006969 • Fax: 022 - 22008246

Website: www.supremeholdings.net

Email: investors@supremeholdings.net

Registrar & Share Transfer Agent :

Sharex Dynamic (India) Pvt. Ltd.

Unit-1, Luthra Ind Premises, 1st floor, 44-E,

M Vasanti Marg, Andheri – Kurla Road, Safed Pool,
Andheri – E, Mumbai – 400072.

Tel: 022 22641376 / 022 22702485, Fax: 022 22641349

Email: sharexindia@vsnl.com

**DECLARATION REGARDING AFFIRMATION
OF CODE OF CONDUCT**

As provided under clause 49 of the listing Agreement with the Stock Exchange, the Board has laid down a code of conduct for all Board Members and Senior Management of the company. The Board Members and Senior Management Personnel have confirmed compliance with the Code of Conduct for the year ended March 31, 2015.

For & On Behalf of the Board of Directors

Place: Mumbai

Dated: 30th May, 2015

Vinod Jatia

Managing Director
(DIN:00091115)

**Auditors' Certificate on Corporate
Governance**

To,

The Members,

Supreme Holdings and Hospitality (India) Limited
Mumbai.

We have examined the compliance of the conditions of Corporate Governance procedures implemented by Supreme Holdings and Hospitality (India) Limited, for the year ended 31st March, 2015, as stipulated in Clause 49 of the Listing Agreement of the said Company with the Stock Exchange in India.

The compliance of the conditions of Corporate Governance is the responsibility of the management. Our examination has been limited to a review of the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of Corporate Governance. It is neither an audit nor an expression of opinion of the financial statement of the Company.

In our opinion and to the best of our information and according to the explanation given to us and the representations made by the directors and management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in Clause 49 of the above mentioned Listing Agreement.

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

For K C P L And Associates LLP
Chartered Accountants
Firm Reg. No.119223W

CA Mahavir Jain
Partner
M. No.:121275

Place: Mumbai.

Date: 30th May, 2015.

CERTIFICATE BY CHIEF EXECUTIVE OFFICER (CEO) AND CHIEF FINANCIAL OFFICER (CFO)

To
The Board of Directors
Supreme Holdings & Hospitality (India) Ltd.

We, Vinod Jatia, Managing Director and Prateek Jatia, Executive Director & Chief Financial Officer of Supreme Holdings & Hospitality (India) Ltd, certify that:

- a) We have reviewed the financial statements and cash flow statement of Supreme Holdings & Hospitality (India) Ltd, for the year ended 31st March, 2015 and to the best of our knowledge and belief:
 - i) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii) these statements together present a true and fair view of the Company's affairs and are in compliance with existing Accounting Standards, applicable laws and regulations.
- b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year ended 31st March, 2015 are fraudulent, illegal or violating of the Company's code of conduct.
- c) We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps taken or proposed to take to rectify these deficiencies
- d) We have indicated to the auditors and the Audit Committee:
 - i) There has been no significant change in internal control over financial reporting during the year;
 - ii) There has been no significant change in accounting policies during the year requiring disclosure in the notes to the financial statements; and
 - iii) There has been no instance during the year of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the company's internal control system over financial reporting.

Vinod Jatia
Managing Director
Din: 00091115

Prateek Jatia
Executive Director & CFO
Din: 00453068

Mumbai
Date: 30th May, 2015



INDEPENDENT AUDITORS' REPORT

To,

The members,

Supreme Holdings & Hospitality (India) Limited

Report on the Financial Statements

We have audited the accompanying financial statements of **Supreme Holdings & Hospitality (India) Limited** ("the company"), which comprise the Balance Sheet as at 31 March 2015, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of 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 in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the 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 internal financial control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

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

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

We believe that the audit evidence we have obtained is sufficient

and appropriate to provide a basis for our audit opinion on the financial statements.

Opinion

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

- a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2015;
- b) in the case of the Statement of Profit and Loss, of the loss for the year ended on that date; and
- c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on other Legal and Regulatory Requirements

As required by the Companies (Auditor's Report) Order, 2015 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2015, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.

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 appears from our examination of those books.
- c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- e) On the basis of written representations received from the directors as on 31 March, 2015, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2015, from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the other matters included in the Auditor's Report and to our 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 derivatives contracts for which there were any material foreseeable losses.
 - iii) There were no amounts which required to be transferred to the Investor Education and Protection Fund.

For K C P L And Associates LLP

Chartered Accountants

Firm Reg. No. 119223W

Mahavir Jain

Partner

M. No. 121275

Place: Mumbai

Dated: 30th May, 2015

Annexure to Auditors Report

(Referred to in Paragraph 1 under the heading of "report on other legal and regulatory requirements" of our report of even date)

i) In respect of its fixed assets:

- a. The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- b. As explained to us, all the assets have been physically verified by the management in a phased manner, which in our opinion is reasonable, considering the size and the nature of business and no material discrepancies have been noticed on such physical verification
- c. The frequency of verification is reasonable.

ii) In respect of its inventories:

- a. The inventory has been physical verified during the year by the management at reasonable intervals.
- b. The procedures followed by the management for physical verification of stock are in our opinion reasonable and adequate in relation to the size of the company and nature of its business.
- c. In our opinion and according to the information and explanation given to us, the company has maintained proper records of its inventories and discrepancies were noticed on verification between the physical stock & book stock were not material have been properly dealt with in the books of account.

iii) In respect of the loans, secured or unsecured, granted by the Company to companies, firms or other parties covered in the register maintained under Section 189 of the Companies Act, 2013:

- a. The Company has granted unsecured loan to one party, its wholly owned subsidiary company, covered in the register maintained under section 189 of the Act on call basis.
- b. The said loan is interest free and other terms and conditions on which the loan has been granted are prima facie, not prejudicial to the interest of the Company.
- c. In view of our comments in Para iii) (a) the loan has been given on call basis, clauses (iii) (b) of the said Order are not applicable to the Company.

iv) In our opinion and according to the information and explanations given to us, there is an adequate internal control system commensurate with the size of the Company and the nature of its business for the purchases of inventory and fixed assets and for the sale of goods and services. During the course of our audit, we have not observed any continuing failure to correct major weakness in internal control systems.

v) The company has not accepted deposits, hence clauses (v) of the said Order is not applicable to the Company.

vi) In our opinion, as per the explanation and information provided to us, requirement regarding maintenance of cost records under section 148 (1) of the Companies Act, 2013 does not apply to the company.

vii) In respect of statutory dues:

- a. Accordingly to the records of the Company, the undisputed statutory dues including Provident Fund, ESIC, Sales Tax, Wealth Tax, Service Tax, Customs Duty, Excise Duty, and Cess have generally been regularly deposited with the appropriate authorities except certain delays. According to the information and explanations given to us, there are no undisputed amount payable in respect of such statutory dues which have remained outstanding as at 31st March, 2015 for a period more than six months from the date they became payable.
 - b. According to the information and explanations given to us, the Company has no dues of Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty and Cess which have not been deposited on account of disputes with the related authorities.
 - c. According to information and explanation given to us, the Company has no amount required to be transferred to investor education and protection fund in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and rules made thereunder.
- viii) The Company has no accumulated losses at the end of financial year under audit. Further, the Company has incurred cash loss of Rs. 23,28,277/- during the year under audit and incurred cash loss of Rs. 89,255/- in the immediately preceding financial year.
- ix) In our opinion and according to the information and explanations given to us the Company has not defaulted in repayment of its dues to banks and financial institutions.
- x) The Company has not given any guarantees for loans taken by others from banks and financial institutions. However, it has mortgaged its land to a bank towards the credit facilities sanctioned to a Body Corporate.
- xi) The term loans raised during the year were applied for the purpose for which the loans were obtained.
- xii) In our opinion and according to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the course of our audit.

For K C P L And Associates LLP
Chartered Accountants
Firm No. 119223 W

Mahavir Jain
Partner
M. No. 121275

Place: Mumbai

Date: 30th May, 2015

**Balance Sheet as at 31st March, 2015****(Amount in INR)**

Particulars	Note	As at 31.03.2015	As at 31.03.2014
<u>I. EQUITY AND LIABILITIES</u>			
Shareholder's Fund			
(a) Share Capital	2	354,768,530	354,768,530
(b) Reserves & surplus	3	388,279,796	390,091,103
Non -Current Liabilities			
(a) Long Term Provisions	4	377,308	282,692
(b) Long Term Borrowings	5	1,000,000	-
Current Liabilities			
(a) Short Term Borrowings	6	121,236,981	98,214,968
(b) Trade Payables	7	269,755	479,209
(c) Other Current Liabilities	8	522,419	474,911
(d) Short Term Provisions	9	18,667	39,617
		866,473,456	844,351,030
II. ASSETS			
Non -Current Assets			
(a) Fixed Assets	10		
(I) Tangible Assets		69,713,666	70,702,856
(b) Non-Current Investments	11	1,492,000	1,492,000
(c) Long Term Loans & Advances	12	1,976,752	19,598,195
(d) Deferred Tax Assets	13	6,208,169	5,424,886
Current Assets			
(a) Inventories	14	776,275,852	737,809,028
(b) Cash and Bank Balances	15	2,109,384	378,609
(c) Short -Term Loans and Advances	16	8,139,704	8,425,010
(d) Other Current Assets	17	557,929	520,446
		866,473,456	844,351,030
Summary of Significant Accounting Policies	1A-1B		
Notes on Financial Statements	2-30		

As per our Report of even date
For **K C P L And Associates LLP**
Chartered Accountants
Firm No. 119223W

For and on behalf of the Board

R.G.N.Swamy

Chairman

Vinod Jatia

Managing Director

Prateek Jatia

Executive Director & CFO

Vidip Jatia

Director

Kailash Sharma

Company Secretary

Mahavir Jain
Partner
M.No 121275

Place : Mumbai
Date : 30th May, 2015

Place: Mumbai
Date : 30th May, 2015

Statement of Profit and Loss for the Year Ended on 31st March, 2015 (Amount in INR)

Particulars	Note	Year Ended 31.03.2015	Year Ended 31.03.2014
Revenue from Operations		-	-
Other Income	18	172,113	1,657,848
Total Revenue		172,113	1,657,848
Expenses :			
(Increase) / Decrease in Stock	19	(38,466,824)	(45,694,813)
Construction Cost incurred during the year		38,466,824	45,694,813
Personnel Expenses	20	1,322,822	997,712
Depreciation	10	91,432	62,241
Administrative and Other Expenses	21	1,177,568	757,261
Total Expenses		2,591,822	1,817,214
Profit/(Loss) before Extraordinary Items and Taxes		(2,419,709)	(159,366)
Extraordinary Items			
a. Prior Period Items		-	-
Profit/(Loss) Before Tax		(2,419,709)	(159,366)
Tax Expenses			
1) Current Tax		-	-
2) Deferred Tax		(729,243)	261,651
3) Taxes of Earlier Years		-	(7,870)
Profit/(Loss) for the year		(1,690,466)	(413,147)
Earning per Equity Share	23		
Basic & Diluted		(0.05)	(0.01)
Summary of Significant Accounting Policies	1A-1B		
Notes on Financial Statements	2-30		

As per our Report of even date
For **K C P L And Associates LLP**
Chartered Accountants
Firm No. 119223W

Mahavir Jain
Partner
M.No 121275

For and on behalf of the Board

R.G.N.Swamy

Vinod Jatia

Prateek Jatia

Vidip Jatia

Kailash Sharma

Chairman

Managing Director

Executive Director & CFO

Director

Company Secretary

Place : Mumbai
Date : 30th May, 2015

Place: Mumbai
Date : 30th May, 2015

**Cash Flow Statement for the Year Ended 31st March, 2015** (Amount in INR)

Particular	Year Ended 31.03.2015	Year Ended 31.03.2014
(A) Cash Flow from Operating Activities		
Net Profit/(Loss) before Tax and extra-ordinary items	(2,419,709)	(159,366)
Adjustment for:		
Depreciation	91,433	62,241
Depreciation on assets pertaining to inventory WIP	280,522	222,117
Loss on Sale of Fixed Assets	337,722	-
Employment Benefits	73,666	60,476
Dividend	-	(160)
Interest Income	(111,654)	(1,657,688)
Operating Profit Before Working Capital Changes	(1,748,020)	(1,472,380)
Adjustment for :		
Long Term Advances	-	(225,664)
Other Current Assets	(37,483)	(514,019)
Short Term Loans and Advances	5,618	26,434,096
Inventories	(20,845,381)	(45,694,813)
Trade Payable	(209,454)	(32,575)
Other Current Liabilities	47,508	113,003
Cash Generated from Operations	(22,787,212)	(21,392,352)
Direct Taxes Paid	149,688	(149,311)
Net Cash from operating activities	(A) (22,637,524)	(21,541,663)
(B) Cash Flow from Investing Activities		
Purchase / Addition of Fixed Assets	(242,035)	(31,000)
Sales of Fixed Assets	346,667	-
Interest Income	111,654	1,657,688
Dividend Received	-	160
Security Deposits	-	(100,000)
Net Cash used in investing activities	(B) 216,286	1,526,848
(C) Cash Flow from Financing Activities		
Loans to Subsidiary	130,000	260,000
Short Term Borrowings	23,022,013	18,954,220
Long Term Borrowings	1,000,000	-
Net Cash used in Financing Activities	(C) 24,152,013	19,214,220
Net increase (decrease) in Cash & Cash Equivalents	(A)+(B)+(C) 1,730,775	(800,594)
Cash and Cash Equivalents:		
Opening Balance at the beginning of the year	378,609	1,179,203
Closing Balance at the end of the year	2,109,384	378,609
	(1,730,775)	800,594

Note:

- 1 The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Accounting Standards -3 on Cash Flow Statement.
- 2 Cash and Cash Equivalents at the end of the year consists of Cash in Hand and Balances with Banks and are net of Short Terms Loans and Advances from Banks as follows:

Particulars	As on 31.03.2015
Cash in Hand	83,054
Balances with Banks	2,026,330
	2,109,384

- 3 The Previous years figures have been regrouped and rearranged where ever necessary in order to confirm to current years presentations.

As per our Report of even date
For **K C P L And Associates LLP**
Chartered Accountants
Firm No. 119223W

For and on behalf of the Board

R.G.N.Swamy
Vinod Jatia
Prateek Jatia

Chairman
Managing Director
Executive Director & CFO

Mahavir Jain
Partner
M.No 121275
Place : Mumbai
Date : 30th May, 2015

Vidip Jatia
Kailash Sharma
Place: Mumbai
Date : 30th May, 2015

Director
Company Secretary

Notes to the Financial Statements for the year ended 31.03.2015

Note 1A Corporate Information

The Supreme Holdings & Hospitality (India) Limited (the company) is a public limited company domiciled in India and incorporated under the provisions of Companies Act 1956. The company is engaged in hospitality and constructions of commercial and residential complex activities.

Note 1B Significant Accounting Policies

a) Basis of preparation of Financial Statement:

The Company follows the mercantile system of accounting and recognizes income and expenditure on accrual basis. The accounts are prepared on historical cost basis as a going concern and are consistent with generally accepted accounting principles.

b) Use of Estimates:

The Preparation of financial statements in conformity with generally accepted accounting principles requires estimates and assumptions to be made that affect the reported amounts of assets and liabilities on the date of the financial statements and reported amounts of revenues and expenses during the reporting period. Differences between actual results and estimates are recognised in the period in which the results are known or materialized.

c) Revenue Recognition:

The Company follows the accrual basis of accounting except in dividend, payment of bonus and insurance claims where the same are recorded on the basis of ascertainment of rights or obligation.

d) Fixed Assets:

Tangible Assets : Fixed Assets are stated at cost of acquisition less accumulated depreciation. The cost includes taxes, duties, freight, installation, start-up and commissioning expenses and other preoperative expenses and other direct and allocated expenses of bringing the assets to working condition for its intended use.

e) Depreciation:

- i. Depreciation on Fixed Assets is provided on "Straight Line Method" in the manner prescribed in Schedule-II to the Companies Act, 2013.
- ii. Depreciation on additions / deductions of assets during the year is provided on a pro-rata basis.

f) Investments:

Long term investments are stated at cost. A provision for diminution is made to recognize a decline, other than temporary, in the value of long term investment.

g) Inventories:

Cost of work in progress includes all costs directly related to the project and other expenditure as identified by the Management which are incurred for the purpose of executing and securing the completion of the project (net of incidental recoveries/receipts).

h) Retirement Benefits:

The liability of gratuity is ascertained and provided on the basis and method as prescribed under the Payment of Gratuity Act.

i) Foreign Currency Transactions:

All transactions in foreign currency are recorded at the rates of exchange prevailing on the dates when the relevant transactions take place. Monetary assets and liabilities in foreign currency, outstanding at the close of the year, are converted in Indian Currency at the appropriate rates of exchange prevailing on the date of the Balance Sheet.

j) Taxes on Income:

- (i) Provision for current income-tax is recognized in accordance with the provision of Indian Income-tax Act, 1961 and is made annually based on the tax liability after taking credit for tax allowances and exemptions.
- (ii) Deferred tax assets and liabilities are recognized for the future tax consequences attributable to timing differences that result between the profits offered for income taxes and the profits as per the financial statements. Deferred tax assets and liabilities are measured using the tax rates and the tax laws that have been enacted or substantially enacted at the balance sheet date. Deferred tax Assets are recognized only to the extent there is reasonable certainty that the assets can be realized in the future. Deferred Tax Assets are reviewed as at each Balance Sheet date.



Notes to the Financial Statements for the year ended 31.03.2015

k) Provisions, contingent liabilities and contingent assets:

Estimation of the probability of any loss that might be incurred on outcome of contingencies on basis of information available up to the date on which the financial statements are prepared. A provision is recognised when an enterprise has a present obligation as a result of a past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are determined based on management estimates required to settle the obligation at the balance sheet date, supplemented by experience of similar transactions. These are reviewed at each balance sheet date and adjusted to reflect the current management estimates. In cases where the available information indicates that the loss on the contingency is reasonable possible but the amount of loss cannot be reasonably estimated, a disclosure to this effect is made in the financial statements. In case of remote possibility neither provision nor disclosure is made in the financial statement. The company does not account for or disclose contingent asset, if any.

l) Earnings Per Share:

The company records basic and diluted Earnings Per Share (EPS) in accordance with Accounting Standard 20 Earnings per share. Basic EPS is computed by dividing the net profit or loss for the year available for the year for equity share holders by the weighted average no of equity shares outstanding during the year. Diluted EPS is computed by dividing the net profit or loss for the year by the weighted average number of equity shares outstanding during the year as adjusted for the effect of all dilutive potential equity shares, except where the results are anti-dilutive.

Note 2 Share Capital

Particulars	31.03.2015	31.03.2014
a) Authorized Share capital 4,00,00,000 number of Equity Shares (Previous Year 4,00,00,000) of Rs. 10 each.	400,000,000	400,000,000
b) Issued, Subscribed & Paid up 3,54,76,853 (Previous Year 3,54,76,853) Equity Shares of Rs. 10 each (Previous Year Rs. 10 each) fully subscribed and paid up		
Opening Balance	354,768,530	354,768,530
Issued during the year	-	-
	354,768,530	354,768,530

(i) Following shareholders are holding more than 5% shares:

Sr.No.	Name of Shareholder	31.03.2015		31.03.2014	
		No.of Shares	%	No.of Shares	%
a)	Jumbo Bright Group Ltd	9,005,885	25.39	9,005,885	25.39
b)	Vinod Jatia	5,187,200	14.62	5,187,200	14.62
c)	Nita Jatia	5,045,950	14.22	5,045,950	14.22
d)	Prateek Jatia	4,755,800	13.41	4,755,800	13.41
e)	Vinod Kumar JatiaHUF	4,663,600	13.15	4,663,600	13.15

(ii) Aggregate number of equity shares issued for consideration other than cash during the period of five year immediately preceding the year in which balance sheet was prepared :

Pursuant to amalgamation of Jatia Hotels & Resorts Private Limited and Royalways Trading & Investment Service Private Limited with the company, the company has allotted 2,66,82,553 Equity Share of Rs.10 Each during the year 2011-12 to the share holders of Jatia Hotels & Resorts Private Limited and Royalways Trading & Investment Services Private Limited.

(iii) Term/ right attached to equity:

The company has only one class of share capital namely Ordinary Shares having par value of Rs. 10/- per share. Each holder of Ordinary Shares is entitled to one vote per share. In the event of liquidation of the company, the holders of Ordinary Shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of Ordinary Shares held by the shareholder.

Notes to the Financial Statements for the year ended 31.03.2015

Note 3 Reserve and Surplus

Particulars	31.03.2015	31.03.2014
a) Capital Reserves	277,150	277,150
b) Securities Premium Account	331,835,751	331,835,751
c) General Reserve	9,006,095	9,006,095
d) Profit & Loss Account		
Balance as per last Financial Statements	48,972,109	49,385,254
Add : Profit / (Loss) for the year	(1,690,466)	(413,147)
Less : Adjustment of Depreciation of earlier year (Refer Note 28)	120,843	-
Closing Balance	47,160,800	48,972,107
	388,279,796	390,091,103

Note 4 Long term Provisions

Particulars	31.03.2015	31.03.2014
Provision for Gratuity	377,308	282,692
	377,308	282,692

During the year company has provided Rs.94,616/- (P.Y. Rs.57,692/-) as gratuity as per provisions of "Payment of Gratuity Act".

Note 5 Long term Borrowings

Particulars	31.03.2015	31.03.2014
Secured Borrowings		
Term Loan	1,000,000	-
Less: Current Maturities of Long Term Debts	-	-
	1,000,000	-

Terms of Borrowings:

During the year the Company has been sanction term loan of Rs. 85.00 Crores from a Bank

The terms and condition of the term loan are as under

- 1 Interest Rate: 2.75% (Bank's spread) over Base Rate
- 2 Moratorium Period: Moratorium period of 2 years
- 3 Repayment: 9 unequal quarterly instalments
- 4 Security: The term loan is secured by exclusive charge by way of Equitable Mortgage of project land, superstructure, material at site & work in progress and hypothecation of movable assets, receivables and other assets. The term loan is further secured by personal guarantee of Vinod Jatia, Prateek Jatia and Vidip Jatia."



Notes to the Financial Statements for the year ended 31.03.2015

Note 6 Short term Borrowings

Particulars	31.03.2015	31.03.2014
Unsecured Borrowings		
Intercompany Deposits from Other Parties	121,236,981	98,214,968
	121,236,981	98,214,968

Note 7 Trade Payables

Particulars	31.03.2015	31.03.2014
Trade Payables	269,755	479,209
	269,755	479,209

Note 8 Other Current Liabilities

Particulars	31.03.2015	31.03.2014
a) Current Maturities of Long Term Debts	-	-
b) Other Payables	68,237	68,429
c) Statutory Dues Payable	446,346	397,482
d) Expenses Payable to related parties	-	9,000
e) Interest Payable on Term Loan	7,836	-
	522,419	474,911

Notes

i) Expenses payable to Related Parties includes dues to a firm in which Directors are partners Rs. NIL (P.Y. Rs. 9,000/-)

Note 9 Short Term Provisions

Particulars	31.03.2015	31.03.2014
Provision for Leave Encashment	18,667	39,617
	18,667	39,617

Notes to the Financial Statements for the year ended 31.03.2015

Note 10 Fixed Assets

Description	Gross Block			Depreciation/Amortisation					Net Block		
	As at 01.04.2014	Additions	Deletions/ Conversions	As at 31.03.2015	Up to 01.04.2014	Adjusted for the year	Deletion during the year	Retained Earnings	Up to 31.03.2015	Total as at 31.03.2015	Total as at 31.03.2014
I. Tangible Assets											
Land	68,541,585	92,120	-	68,633,705	-	-	-	-	-	68,633,705	68,541,585
Office Equipment	209,115	-	-	209,115	52,410	10,170	-	119,822	182,402	26,713	156,705
Computers	294,108	-	-	294,108	172,026	76,633	-	30,744	279,403	14,705	122,082
Motor Cycle	48,750	-	-	48,750	10,913	4,630	-	-	15,543	33,207	37,837
Sub-Total (A)	69,093,558	92,120	-	69,185,678	235,349	91,433	-	150,566	477,348	6,87,08,329	6,88,58,208
Tangible Assets pertaining to Inventory WIP											
Office Equipment	119,400	112,415	-	231,815	21,138	72,790	-	-	93,928	137,887	98,262
Computers	107,550	37,500	-	145,050	49,384	15,088	-	24,315	88,787	56,263	58,166
Furniture	68,376	-	-	68,376	18,047	8,057	-	-	26,104	42,272	50,329
Motor Vehicles	1,472,584	-	1,433,209	39,375	768,563	6,133	748,820	-	25,876	13,499	704,021
Transformer	1,238,660	-	-	1,238,660	304,789	178,454	-	-	483,243	755,417	933,871
Sub-Total (B)	3,006,570	149,915	1,433,209	1,723,276	1,161,921	280,522	748,820	24,315	717,938	1,005,337	1,844,648
Total (A+B)	72,100,128	242,035	1,433,209	70,908,954	1,397,270	371,955	748,820	174,881	1,195,286	69,713,666	70,702,856
Previous Year	72,069,128	31,000	-	72,100,128	1,112,913	284,357	-	-	1,397,270	70,702,856	

**Notes to the Financial Statements for the year ended 31.03.2015****Note 11 Non Current Investment**

Particulars	31.03.2015	31.03.2014
(A) Quoted		
a) Investment in Equity Instruments		
100 shares of Apple Credit Corporation Ltd (Previous Year : 100) of FV 10 each.	3,633	3,633
50 shares of Chokani International Ltd (Previous Year : 50) of FV 10 each.	500	500
200 shares of Chokani Global Express Ltd (Previous Year : 200) of FV 10 each.	2,000	2,000
8,700 shares of CVIL Infra Ltd (Previous Year : 8,700) of FV 10 each.	52,907	52,907
Nil shares of Metro Global Ltd (Previous Year : 15) of FV 10 each.	-	60,459
200 shares of Margo Finance Ltd (Previous Year : 200) of FV 10 each.	1,514	1,514
200 shares of Mewar Marbles Ltd (Previous Year : 200) of FV 10 each.	2,000	2,000
40 shares of Saurashtra Chemicals Ltd (Previous Year : 40) of FV 10 each.	2,367	2,367
14,730 shares of Washington Software Ltd (Previous Year : 14,730) of FV 10 each.	438,476	438,476
	503,397	563,856
Less: Provision for diminution in value of Investment	503,397	563,856
Sub Total (A)	-	-
Aggregate Market Value of Quoted Investment	2,138	608
(B) Unquoted		
a) Investment in Subsidiary		
1,49,200 Equity Shares of Helmet Traders Ltd	1,492,000	1,492,000
Sub Total (B)	1,492,000	1,492,000
Total (A+B)	1,492,000	1,492,000

Note 12 Long Term Loans & Advances

Particulars	31.03.2015	31.03.2014
Unsecured, considered good		
a) Security Deposits	1,131,000	1,131,000
b) Cenvat Credit Receivable	820,752	18,442,195
c) Vat Receivable	25,000	25,000
	1,976,752	19,598,195

Notes to the Financial Statements for the year ended 31.03.2015**Note 13 Deferred Tax Assets**

Particulars	31.03.2015	31.03.2014
a) Fixed Assets	2,460,095	2,676,745
b) Amalgamation Expenses	191,007	437,675
c) Employee Benefits Expenses	35,004	18,687
d) Loss Carried Forwarded	3,522,063	2,291,779
	6,208,169	5,424,886

Note 14 Inventories

Particulars	31.03.2015	31.03.2014
Work in Progress		
Land	414,903,060	414,903,060
Project Development Expenses	361,372,792	322,905,968
	776,275,852	737,809,028

Note 15 Cash and Cash Equivalent

Particulars	31.03.2015	31.03.2014
a) Balance with banks		
- Currents Account Balances	2,026,330	228,927
b) Cash in Hand	83,054	149,682
	2,109,384	378,609

Note 16 Short Term Loans and Advances

Particulars	31.03.2015	31.03.2014
Unsecured, considered good		
a) Advances Recoverable in cash or kind	19,206	24,824
b) Loans & Advance to related parties	7,783,300	7,913,300
c) Income Tax	20,212	169,900
d) Excess TDS Paid Refundable	316,986	316,986
	8,139,704	8,425,010

Notes

- (i) Loan & Advances to related parties includes advance to its subsidiary Helmet Traders Ltd of Rs.77,83,300/- (P.Y.Rs.79,13,300/-)

Note 17 Other Current Assets

Particulars	31.03.2015	31.03.2014
a) Prepaid Expenses	6,500	10,522
b) Bank Deposit (Given as security against Bank Guarantee) ' -With more then 12 Month Maturity	551,429	509,924
	557,929	520,446

**Notes to the Financial Statements for the year ended 31.03.2015****Note 18 Other Income**

Particulars	31.03.2015	31.03.2014
Interest	111,654	1,657,688
Dividend	-	160
Reversal of Provision for Diminution on shares	60,459	-
	172,113	1,657,848

Note 19 (Increase) / Decrease in Stock

Particulars	31.03.2015	31.03.2014
Working in Progress		
Opening Working in Progress	737,809,028	692,114,215
Less Closing Balance	776,275,852	737,809,028
	(38,466,824)	(45,694,813)

Note 20 Personnel Expenses

Particulars	31.03.2015	31.03.2014
Salaries and Wages	1,176,823	867,903
Leave Encashment	51,383	72,117
Gratuity	94,616	57,692
	1,322,822	997,712

Note 21 Administrative and Other Expenses

Particulars	31.03.2015	31.03.2014
Travelling & Conveyance	5,774	90,774
Legal & Professional Charges	218,240	103,730
Communication Expenses	164,401	24,167
Advertisement	122,826	72,038
Depository Charges	210,183	151,408
Printing & Stationery	54,572	40,032
Audit Fees	73,034	73,034
Business Promotion	42,724	59,072
Rates and Taxes	41,097	41,000
Miscellaneous Expenses	21,527	15,935
Directors Sitting Fees	31,064	13,000
Repairs & Maintenance	127,135	23,835
Bank Charges	5,310	49,236
Loss on Sale of Shares	59,681	-
	1,177,568	757,261

Note 22 Contingent Liabilities and Commitments (to the extent not provided for)

i) Estimated amount of contracts remaining to be executed

Particulars	31.03.2015	31.03.2014
Commitments		
Estimated amount of contracts remaining to be executed on capital account and not provided for	12,559,512	13,837,514
	12,559,512	13,837,514

ii) The Company has given Bank Guarantee for Rs. 5,00,000/- (P.Y. 500,000/-)

iii) The Company has mortgaged its part Land at Panvel of Rs.231.34 Lacs to a Bank towards the Credit Facilities sanctioned to a Body Corporate.

Notes to the Financial Statements for the year ended 31.03.2015

Note 23 Earning Per Share

Particulars	31.03.2015	31.03.2014
Weighted average number of equity shares of Rs.10/- each		
Number of shares at the beginning of the year	35,476,853	35,476,853
Number of shares at the end of the year	35,476,853	35,476,853
Weighted average number of Eq Shares outstanding during the year	35,476,853	35,476,853
Net Profit after tax available for equity shareholders	(1,690,466)	(413,147)
Basic and diluted earning per share	(0.05)	(0.01)

Note 24 Auditors Remuneration

Particulars	31.03.2015	31.03.2014
Statutory Audit Fees	73,034	73,034
In Other Capacity	3,371	-

Note 25

The name of the Micro, Small and Medium Enterprises suppliers defined under "The Micro Small Enterprises Development Act, 2006" could not be identified, as the necessary evidence is not in the possession of the Company.

Note 26

In the opinion of the Board, the Current Assets, Loans and Advances are approximately of the value stated as realizable in the ordinary course of business and the provision for all known liabilities are adequate.

Note 27 Related Party Disclosures

A Subsidiary Company

- 1 Helmet Traders Limited

B Key Management Personnel

- 2 Vinod Kumar Jatia
- 3 Prateek Jatia
- 4 Vidip Jatia

C Entities Controlled by Key Management Personnel or their relatives

- 5 Subhkaran & Sons
- 6 Makalu Trading Ltd

Transactions with the related parties during the year :						
Nature of Transactions	In Relation to (A) above		In Relation to (B) above		In Relation to (C) above	
	31.03.2015	31.03.2014	31.03.2015	31.03.2014	31.03.2015	31.03.2014
Rent	-	-			38,597	36,000
Loan Recovered	130,000	260,000	-	-	-	-
Director Sitting Fees			10,000	5,000		
Purchase of Material					1,001,416	-
Outstanding as at year end						
Rent Payable	-	-	-	-	-	9,000
Loans Receivable	7,783,300	7,913,300	-	-	-	-
Investment	1,492,000	1,492,000	-	-	-	-

Expenses incurred on behalf of the Company and reimbursed to related parties have not been considered as related party transaction.

**Notes to the Financial Statements for the year ended 31.03.2015****Note 28**

Till the financial year 2013-14, the Company has charged depreciation as per rates provided under schedule XIV of Companies Act, 1956.

With effective from 01st April, 2014, the Company has charged depreciation on its assets based on the useful life as stipulated under schedule II of Companies Act, 2013. Based on the transitional provision as provided in Note 7(b) of the Schedule II, Rs. 1,20,843/- (Net of Tax) has been adjusted against opening balance of retained earnings.

Note 29

Previous year figures are regrouped and rearranged, wherever necessary, to make them comparable with those of the current year's figures.

Note 30

Disclosure as per clause 32 of the Listing Agreement in the respect of Loans and Advances in the nature of Loans given to Subsidiaries and Associates

Particulars	Balance as at 31.03.2015	Maximum Balance during the year
A. Loans & Advances in the natures of loans to Subsidiary Co-Helmet Traders Ltd	7,783,300	7,913,300
B. Loans & Advances in the nature of Loans to Associates	Nil	Nil
C. Loans & Advances in the nature of Loans where there is		
i) No Repayment schedule or repayment beyond seven years	Nil	Nil
ii) No interest or interest below Section 186 of the Companies Act, 2013	Nil	Nil
D. Loans & Advances in the nature of Loans to Firm/Co in which Directors are interested	Nil	Nil
E. Investment by loanee in the shares of parent company and subsidiary company, when the company has made a loan or advance in the nature of loan	Nil	Nil

Note : In respect of Loans & Advances to Subsidiary there is no repayment schedule and no interest is charged on above loan.

As per our Report of even date

For and on behalf of the Board

For K C P L And Associates LLP

Chartered Accountants

Firm No. 119223W

R.G.N.Swamy

Chairman

Vinod Jatia

Managing Director

Prateek Jatia

Executive Director & CFO

Mahavir Jain

Partner

M.No 121275

Vidip Jatia

Director

Kailash Sharma

Company Secretary

Place : Mumbai

Date : 30th May, 2015

Place: Mumbai

Date : 30th May, 2015

INDEPENDENT AUDITORS' REPORT

To,
The members,
Supreme Holdings & Hospitality (India) Limited

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of **Supreme Holdings & Hospitality (India) Limited** ("the company") and its subsidiary M/s Helmet Traders Limited ("the Subsidiary") (collectively referred to as "the Group"), which comprise the Consolidated Balance Sheet as at 31 March 2015, the Consolidated Statement of Profit and Loss, the Consolidated Cash Flow Statement for the year then ended, and a summary of 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 in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these consolidated financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Group 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 the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Group and for preventing and detecting the 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 internal financial control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated 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 thereunder.

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 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 consolidated 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 consolidated financial statements that give true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by 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 consolidated financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of the reports of other auditors, on the financial statements of the Subsidiary, the aforesaid consolidated 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;

- in the case of the Consolidated Balance Sheet, of the state of affairs of the Group as at March 31, 2015;
- in the case of the Consolidated Statement of Profit and Loss, of the Loss for the year ended on that date; and
- in the case of the Consolidated Cash Flow Statement, of the cash flows for the year ended on that date.

Other Matters

We did not audit the financial statements of the subsidiary for the financial year ended on 31st March 2015, whose financial statements reflects total assets of Rs. 1,63,19,115/- , total revenue of Rs. 2,25,033/- and total net cash flow amounting to Rs. 78,824/- for the year then ended. These financial statements have been audited by Pramod P Jain & Co., Chartered Accountants, whose reports have been furnished to us and our opinion is based solely on their reports.

Our opinion is not qualified in respect of other matters.

For **K C P L And Associates LLP**

Chartered Accountants

Firm Reg. No. 119223W

Mahavir Jain

Partner

M. No. 121275

Place: Mumbai

Dated: 30th May, 2015

Consolidated Balance Sheet as at 31st March, 2015

(Amount in INR)

Particulars	Note	As at 31.03.2015	As at 31.03.2014
I. EQUITY AND LIABILITIES			
Shareholder's Fund			
(a) Share Capital	2	354,768,530	354,768,530
(b) Reserves & surplus	3	395,308,610	396,917,094
Non -Current Liabilities			
(a) Long Term Provisions	4	377,308	282,692
(b) Long Term Borrowings	5	1,000,000	-
Current Liabilities			
(a) Short Term Borrowings	6	121,236,981	98,214,968
(b) Trade Payables	7	269,755	479,209
(c) Other Current Liabilities	8	537,419	483,911
(d) Short Term Provisions	9	18,667	39,617
		873,517,270	851,186,021
II. ASSETS			
Non -Current Assets			
(a) Fixed Assets	10		
(I) Tangible Assets		69,713,666	70,702,856
(b) Non-Current Investments	11	16,159,060	16,159,060
(c) Long Term Loans & Advances	12	1,976,752	19,598,195
(d) Deferred Tax Assets	13	6,208,169	5,424,886
Current Assets			
(a) Inventories	14	776,275,852	737,809,028
(b) Cash and Bank Balances	15	2,269,438	459,840
(c) Short -Term Loans and Advances	16	356,404	511,710
(d) Other Current Assets	17	557,929	520,446
		873,517,270	851,186,021

Summary of Significant Accounting Policies	Notes on Financial Statements	1 2-30
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As per our Report of even date
For **K C P L And Associates LLP**
Chartered Accountants
Firm No. 119223W

For and on behalf of the Board

R.G.N.Swamy

Chairman

Vinod Jatia

Managing Director

Prateek Jatia

Executive Director & CFO

Mahavir Jain
Partner
M.No 121275

Vidip Jatia

Director

Kailash Sharma

Company Secretary

Place : Mumbai
Date : 30th May, 2015

Place: Mumbai
Date : 30th May, 2015

Consolidated Statement of Profit and Loss for the Year Ended on 31st March, 2015

(Amount in INR)

Particulars	Note	Year Ended 31.03.2015	Year Ended 31.03.2014
Revenue from Operations		-	-
Other Income	18	397,146	1,964,711
Total Revenue		397,146	1,964,711
Expenses :			
(Increase) / Decrease in Stock	19	(38,466,824)	(45,694,813)
Construction Cost incurred during the year		38,466,824	45,694,813
Personnel Expenses	20	1,322,822	997,712
Depreciation	10	91,432	62,241
Administrative and Other Expenses	21	1,199,777	770,295
Total Expenses		2,614,031	1,830,248
Profit/(Loss) before Extraordinary Items and Taxes		(2,216,885)	134,463
Extraordinary Items			
a. Prior Period Items		-	-
Profit/(Loss) Before Tax		(2,216,885)	134,463
Tax Expenses			
1) Current Tax		-	-
2) Deferred Tax		(729,243)	261,651
3) Taxes of Earlier Years		-	(7,870)
Profit/(Loss) for the year		(1,487,642)	(119,317)
Earning per Equity Share	23		
Basic & Diluted		(0.04)	(0.00)

Summary of Significant Accounting Policies
Notes on Financial Statements

1
2-30

As per our Report of even date
For **K C P L And Associates LLP**
Chartered Accountants
Firm No. 119223W

For and on behalf of the Board

R.G.N.Swamy

Chairman

Vinod Jatia

Managing Director

Prateek Jatia

Executive Director & CFO

Vidip Jatia

Director

Kailash Sharma

Company Secretary

Mahavir Jain
Partner
M.No 121275

Place : Mumbai
Date : 30th May, 2015

Place: Mumbai
Date : 30th May, 2015



Consolidated Cash Flow Statement for the Year Ended 31st March, 2015

Particular	Year Ended 31.03.2015	Year Ended 31.03.2014
(A) Cash Flow from Operating Activities		
Net Profit/(Loss) before Tax and extra-ordinary items	(2,216,885)	134,463
Adjustment for:		
Depreciation	91,433	62,241
Depreciation on assets pertaining to inventory WIP	280,522	222,117
Loss on Sale of Fixed Assets	337,722	-
Employment Benefits	73,666	60,476
Dividend	(225,033)	(307,023)
Interest Income	(111,654)	-
Operating Profit Before Working Capital Changes	(1,770,229)	172,274
Adjustment for :		
Long Term Advances	-	(225,664)
Other Current Assets	(37,483)	(4,095)
Short Term Loans and Advances	5,618	26,434,096
Inventories	(20,845,381)	(45,694,813)
Trade Payable	(209,454)	(32,575)
Other Current Liabilities	53,508	115,003
Cash Generated from Operations	(22,803,421)	(19,235,774)
Direct Taxes Paid	149,688	(149,311)
Net Cash from operating activities	(A) (22,653,733)	(19,385,085)
(B) Cash Flow from Investing Activities		
Purchase / Addition of Fixed Assets	(242,035)	(31,000)
Sales of Fixed Assets	346,667	-
Interest Income	111,654	-
Dividend Received	225,033	307,023
Security Deposits	-	(100,000)
Net Cash used in investing activities	(B) 441,319	176,023
(C) Cash Flow from Financing Activities		
Short Term Borrowings	23,022,013	18,954,220
Long Term Borrowings	1,000,000	-
Net Cash used in Financing Activities	(C) 24,022,013	18,954,220
Net increase (decrease) in Cash & Cash Equivalents	(A)+(B)+(C) 1,809,598	(254,841)
Cash and Cash Equivalents:		
Opening Balance at the beginning of the year	459,840	714,681
Closing Balance at the end of the year	2,269,438	459,840
	(1,809,598)	254,841

Note :

- The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Accounting Standards -3 on Cash Flow Statement.
- Cash and Cash Equivalents at the end of the year consists of Cash in Hand and Balances with Banks and are net of Short Terms Loans and Advances from Banks as follows:

Particulars	As on 31.03.2015
Cash in Hand	107,851
Balances with Banks	2,161,587
	2,269,438

- The Previous years figures have been regrouped and rearranged where ever necessary in order to confirm to current years presentations.

As per our Report of even date
For **K C P L And Associates LLP**
Chartered Accountants
Firm No. 119223W

Mahavir Jain

Partner
M.No 121275
Place : Mumbai
Date : 30th May, 2015

For and on behalf of the Board

R.G.N.Swamy
Vinod Jatia
Prateek Jatia

Vidip Jatia
Kailash Sharma
Place: Mumbai

Date : 30th May, 2015

Chairman
Managing Director
Executive Director & CFO

Director
Company Secretary

Notes to the Consolidated Financial Statements for the year ended 31st March, 2015

Note 1 Significant Accounting Policies

Supreme Holdings & Hospitality (India) Limited has prepared the consolidated financial statement by consolidating its accounts with its 100% Subsidiary Company M/s Helmet Traders Limited in accordance with Accounting Standard 21 (Consolidated Financial Statement) issued by the Institute of Chartered Accountants of India.

Basis of preparation of Financial Statement:

The consolidated financial statements comprise the financial statement of Supreme Holdings & Hospitality (India) Ltd. ("The Company") and its Subsidiary. The financial statements of each of these companies are prepared according to uniform Accounting policies, in accordance with generally accepted accounting policies in India. The effects of inter Company transactions between consolidated companies are eliminated in consolidation.

Other Significant Accounting Policies:

These are set out in the Notes to Accounts under the "Note 1" of Supreme Holdings & Hospitality (India) Ltd. & Helmet Traders Ltd.

Note 2 Share Capital

Particulars	31.03.2015	31.03.2014
a) Authorized Share capital		
4,00,00,000 number of Equity Shares (Previous Year 4,00,00,000) of Rs. 10 each.	400,000,000	400,000,000
b) Issued, Subscribed & Paid up		
3,54,76,853 (Previous Year 3,54,76,853) Equity Shares of Rs. 10 each (Previous Year Rs. 10 each) fully subscribed and paid up		
Opening Balance	354,768,530	354,768,530
Issued during the year	-	-
	354,768,530	354,768,530

(i) Following shareholders are holding more than 5% shares:

Sr.No.	Name of Shareholder	31.03.2015		31.03.2014	
		No. of Shares	%	No. of Shares	%
a)	Jumbo Bright Group Ltd	9,005,885	25.39	9,005,885	25.39
b)	Vinod Jatia	5,187,200	14.62	5,187,200	14.62
c)	Nita Jatia	5,045,950	14.22	5,045,950	14.22
d)	Prateek Jatia	4,755,800	13.41	4,755,800	13.41
e)	Vinod Kumar JatiaHUF	4,663,600	13.15	4,663,600	13.15

(ii) Aggregate number of equity shares issued for consideration other than cash during the period of five year immediately preceding the year in which balance sheet was prepared :

Pursuant to amalgamation of Jatia Hotels & Resorts Private Limited and Royalways Trading & Investment Service Private Limited with the company, the company has allotted 2,66,82,553 Equity Share of Rs.10 Each during the year 2011-12 to the share holders of Jatia Hotels & Resorts Private Limited and Royalways Trading & Investment Services Private Limited.

(iii) Term/ right attached to equity:

The company has only one class of share capital namely Ordinary Shares having par value of Rs. 10/- per share. Each holder of Ordinary Shares is entitled to one vote per share. In the event of liquidation of the company, the holders of Ordinary Shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of Ordinary Shares held by the shareholder.

**Notes to the Consolidated Financial Statements for the year ended 31st March, 2015****Note 3 Reserve and Surplus**

Particulars	31.03.2015	31.03.2014
a) Capital Reserves	277,150	277,150
b) Securities Premium Account	331,835,751	331,835,751
c) General Reserve	9,028,595	9,028,595
d) Profit & Loss Account		
Balance as per last Financial Statements	55,775,599	55,894,916
Add : Profit / (Loss) for the year	(1,487,642)	(119,317)
Less : Adjustment of Depreciation of earlier year (Refer Note 28)	120,843	-
Closing Balance	54,167,114	55,775,599
	395,308,610	396,917,094

Note 4 Long term Provisions

Particulars	31.03.2015	31.03.2014
Provision for Employee Benefits	377,308	282,692
	377,308	282,692

During the year company has provided Rs.94,616/- (P.Y. Rs.57,692/-) as gratuity as per provisions of "Payment of Gratuity Act".

Note 5 Long term Borrowings

Particulars	31.03.2015	31.03.2014
Secured Borrowings		
Term Loan	1,000,000	-
Less: Current Maturities of Long Term Debts	-	-
	1,000,000	-

Terms of Borrowings:

During the year the Company has been sanction term loan of Rs. 85.00 Crores from a Bank

The terms & condition of term loan are as under

- 1 Interest Rate: 2.75% (Bank's spread) over Base Rate
- 2 Moratorium Period: Moratorium period of 2 years
- 3 Repayment: 9 unequal quarterly installments
- 4 Security: The term loan is secured by exclusive charge by way of Equitable Mortgage of project land, superstructure, material at site & work in progress and hypothecation of movable assets, receivables and other assets. The term loan is further secured by personal guarantee of Vinod Jatia, Prateek Jatia and Vidip Jatia.

Notes to the Consolidated Financial Statements for the year ended 31st March, 2015

Note 6 Short term Borrowings

Particulars	31.03.2015	31.03.2014
Unsecured Borrowings		
Intercorporate Deposits from Other Parties	121,236,981	98,214,968
	<u>121,236,981</u>	<u>98,214,968</u>

Note 7 Trade Payables

Particulars	31.03.2015	31.03.2014
Trade Payables	269,755	479,209
	<u>269,755</u>	<u>479,209</u>

Note 8 Other Current Liabilities

Particulars	31.03.2015	31.03.2014
a) Current Maturities of Long Term Debts	-	-
b) Other Payables	83,237	77,429
c) Statutory Dues Payable	446,346	397,482
d) Expenses Payable to related parties	-	9,000
e) Interest Payable on Term Loan	7,836	-
	<u>537,419</u>	<u>483,911</u>

Notes

- i) Expenses Payable to Related Parties includes dues to a firm in which directors are partners Rs. NIL (P. Y. Rs. 9,000/-)

Note 9 Short Term Provisions

Particulars	31.03.2015	31.03.2014
Provision for Leave Encasement	18,667	39,617
	<u>18,667</u>	<u>39,617</u>



Notes to the Consolidated Financial Statements for the year ended 31st March, 2015

Note 10 Fixed Assets

Description	Gross Block			Depreciation/Amortisation					Net Block		
	As at 01.04.2014	Additions	Deletions/ Conversions	As at 31.03.2015	Up to 01.04.2014	Adjusted for the year	Deletion during the year	Retained Earnings	Up to 31.03.2015	Total as at 31.03.2015	Total as at 31.03.2014
I. Tangible Assets											
Land	68,541,585	92,120	-	68,633,705	-	-	-	-	-	68,633,705	68,541,585
Office Equipment	209,115	-	-	209,115	52,410	10,170	-	119,822	182,402	26,713	156,705
Computers	294,108	-	-	294,108	172,026	76,633	-	30,744	279,403	14,705	122,082
Motor Cycle	48,750	-	-	48,750	10,913	4,630	-	-	15,543	33,207	37,837
Sub-Total (A)	69,093,558	92,120	-	69,185,678	235,349	91,433	-	150,566	477,348	6,87,08,329	6,88,58,208
Tangible Assets pertaining to Inventory WIP											
Office Equipment	119,400	112,415	-	231,815	21,138	72,790	-	-	93,928	137,887	98,262
Computers	107,550	37,500	-	145,050	49,384	15,088	-	24,315	88,787	56,263	58,166
Furniture	68,376	-	-	68,376	18,047	8,057	-	-	26,104	42,272	50,329
Motor Vehicles	1,472,584	-	1,433,209	39,375	768,563	6,133	748,820	-	25,876	13,499	704,021
Transformer	1,238,660	-	-	1,238,660	304,789	178,454	-	-	483,243	755,417	933,871
Sub-Total (B)	3,006,570	149,915	1,433,209	1,723,276	1,161,921	280,522	748,820	24,315	717,938	1,005,337	1,844,648
Total (A+B)	72,100,128	242,035	1,433,209	70,908,954	1,397,270	371,955	748,820	174,881	1,195,286	69,713,666	70,702,856
Previous Year	72,069,128	31,000	-	72,100,128	1,112,913	284,357	-	-	1,397,270	70,702,856	

Notes to the Consolidated Financial Statements for the year ended 31st March, 2015

Note 11 Non Current Investment

Particulars	31.03.2015	31.03.2014
(A) Quoted		
a) Investment in Equity Instruments		
100 shares of Apple Credit Corporation Ltd (Previous Year : 100) of FV 10 each.	3,633	3,633
50 shares of Chokani International Ltd (Previous Year : 50) of FV 10 each.	500	500
200 shares of Chokani Global Express Ltd (Previous Year : 200) of FV 10 each.	2,000	2,000
8,700 shares of CVIL Infra Ltd (Previous Year : 8,700) of FV 10 each.	52,907	52,907
Nil shares of Metro Global Ltd (Previous Year : 15) of FV 10 each.	-	60,459
200 shares of Margo Finance Ltd (Previous Year : 200) of FV 10 each.	1,514	1,514
200 shares of Mewar Marbles Ltd (Previous Year : 200) of FV 10 each.	2,000	2,000
40 shares of Saurashtra Chemicals Ltd (Previous Year : 40) of FV 10 each.	2,367	2,367
14,730 shares of Washington Software Ltd (Previous Year : 14,730) of FV 10 each.	438,476	438,476
40,915 Shares of Asian Hotels (East) Ltd. (Previous Year: 40,915) of FV 10 each.	5,386,353	5,386,353
40,915 Shares of Asian Hotels (North) Ltd. (Previous Year: 40,915) of FV 10 each.	5,386,354	5,386,354
40,915 Shares of Asian Hotels (West) Ltd. (Previous Year: 40,915) of FV 10 each.	5,386,353	5,386,353
	16,662,457	16,722,916
Less: Provision for diminution in value of Investment	503,397	563,856
Total	16,159,060	16,159,060
Aggregate Market Value of Quoted Investment	17,241,673	14,210,388

Note 12 Long Term Loans & Advances

Particulars	31.03.2015	31.03.2014
Unsecured, considered good		
a) Security Deposits	1,131,000	1,131,000
b) Cenvat Credit Receivable	820,752	18,442,195
c) Vat Receivable	25,000	25,000
	1,976,752	19,598,195


Notes to the Consolidated Financial Statements for the year ended 31st March, 2015
Note 13 Deferred Tax Assets

Particulars	31.03.2015	31.03.2014
a) Fixed Assets	2,460,095	2,676,745
b) Amalgamation Expenses	191,007	437,675
c) Employee Benefits Expenses	35,004	18,687
d) Loss Carried Forwarded	3,522,063	2,291,779
	6,208,169	5,424,886

Note 14 Inventories

Particulars	31.03.2015	31.03.2014
Work in Progress		
Land	414,903,060	414,903,060
Project Development Expenses	361,372,792	322,905,968
	776,275,852	737,809,028

Note 15 Cash and Cash Equivalent

Particulars	31.03.2015	31.03.2014
a) Balance with banks		
b) - Currents Account Balances	2,161,587	278,152
Cash in Hand	107,851	181,688
	2,269,438	459,840

Note 16 Short Term Loans and Advances

Particulars	31.03.2015	31.03.2014
Unsecured, considered good		
a) Advances Recoverable in cash or kind	19,206	24,824
b) Income Tax	20,212	169,900
c) Excess TDS Paid Refundable	316,986	316,986
	356,404	511,710

Note 17 Other Current Assets

Particulars	31.03.2015	31.03.2014
a) Prepaid Expenses	6,500	10,522
b) Bank Deposit (Given as security against Bank Guarantee) ' -With more than 12 Month Maturity	551,429	509,924
	557,929	520,446

Note 18 Other Income

Particulars	31.03.2015	31.03.2014
Interest	111,654	1,657,688
Dividend	225,033	307,023
Reversal of Provision for Diminution on shares	60,459	-
	397,146	1,964,711

Notes to the Consolidated Financial Statements for the year ended 31st March, 2015**Note 19 Increase / (Decrease) in Stock**

Particulars	31.03.2015	31.03.2014
Working in Progress		
Opening Working in Progress	737,809,028	692,114,215
Less Closing Balance	776,275,852	737,809,028
	(38,466,824)	(45,694,813)

Note 20 Personnel Expenses

Particulars	31.03.2015	31.03.2014
Salaries and Wages	1,176,823	867,903
Leave Encashment	51,383	72,117
Gratuity	94,616	57,692
	1,322,822	997,712

Note 21 Administrative and Other Expenses

Particulars	31.03.2015	31.03.2014
Travelling & Conveyance	5,774	90,774
Legal & Professional Charges	225,449	107,739
Communication Expenses	164,401	24,192
Advertisement	122,826	72,038
Depository Charges	210,183	151,408
Printing & Stationery	54,572	40,032
Audit Fees	88,034	82,034
Business Promotion	42,724	59,072
Rates and Taxes	41,097	41,000
Miscellaneous Expenses	21,527	15,935
Directors Sitting Fees	31,064	13,000
Repairs & Maintenance	127,135	23,835
Bank Charges	5,310	49,236
Loss on Sale of Shares	59,681	-
	1,199,777	770,295

Note 22 Contingent Liabilities and Commitments (to the extent not provided for)

i) Estimated amount of contracts remaining to be executed

Particulars	31.03.2015	31.03.2014
Commitments		
Estimated amount of contracts remaining to be executed on capital account and not provided for	12,559,512	13,837,514
	12,559,512	13,837,514

ii) The Company has given Bank Guarantee for Rs. 5,00,000/- (P.Y. 500,000/-)

iii) The Company has mortgaged its part Land at Panvel of Rs.231.34 Lacs to a Bank towards the Credit Facilities sanctioned to a Body Corporate.


Notes to the Consolidated Financial Statements for the year ended 31st March, 2015
Note 23 Earning Per Share

Particulars	31.03.2015	31.03.2014
Weighted average number of equity shares of Rs.10/- each		
Number of shares at the beginning of the year	35,476,853	35,476,853
Number of shares at the end of the year	35,476,853	35,476,853
Weighted average number of Eq Shares outstanding during the year	35,476,853	35,476,853
Net Profit after tax available for equity shareholders	(1,487,642)	(119,317)
Basic and diluted earning per share	(0.04)	(0.00)

Note 24 Auditors Remuneration

Particulars	31.03.2015	31.03.2014
Statutory Audit Fees	88,034	82,034
In Other Capacity	3,371	-

Note 25

The name of the Micro, Small and Medium Enterprises suppliers defined under “The Micro Small Enterprises Development Act,2006” could not be identified, as the necessary evidence is not in the possession of the Company.

Note 26

In the opinion of the Board, the Current Assets, Loans and Advances are approximately of the value stated as realizable in the ordinary course of business and the provision for all known liabilities are adequate.

Note 27 Related Party Disclosures
A Key Management Personnel

- 1 Vinod Kumar Jatia
- 2 Prateek Jatia
- 3 Vidip Jatia

B Entities Controlled by Key Management Personnel or their relatives

- 4 Subhkaran & Sons
- 5 Makalu Trading Ltd
- 6 Asian Hotels (North) Ltd

Transactions with the related parties during the year :				
Nature of Transactions	In Relation to (A) above		In Relation to (B) above	
	31.03.2015	31.03.2014	31.03.2015	31.03.2014
Rent			38,597	36,000
Director Sitting Fees	10,000	5,000		
Purchase of Material			1,001,416	-
Dividend Income			40,915	40,915
Outstanding as at year end				
Rent Payable	-	-	-	9,000
Investment	-	-	5,386,354	5,386,354

Expenses incurred on behalf of the Company and reimbursed to related parties have not been considered as related party transaction.

Notes to the Consolidated Financial Statements for the year ended 31st March, 2015**Note 28**

Till the financial year 2013-14, the Company has charged depreciation as per rates provided under schedule XIV of Companies Act, 1956.

With effective from 01st April, 2014, the Company has charged depreciation on its assets based on the useful life as stipulated under schedule II of Companies Act, 2013. Based on the transitional provision as provided in Note 7(b) of the Schedule II, Rs. 1,20,843/- (Net of Tax) has been adjusted against opening balance of retained earnings.

Note 29

Previous year figures are regrouped and rearranged, wherever necessary, to make them comparable with those of the current year's figures.

Note 30

Disclosure as per clause 32 of the Listing Agreement in the respect of Loans and Advances in the nature of Loans given to Subsidiaries and Associates

Particulars	Balance as at 31.03.2015	Maximum Balance during the year
A. Loans & Advances in the nature of loans to Subsidiary Co-Helmet Traders Ltd	7,783,300	7,913,300
B. Loans & Advances in the nature of Loans to Associates	Nil	Nil
C. Loans & Advances in the nature of Loans where there is		
i) No Repayment schedule or repayment beyond seven years	Nil	Nil
ii) No interest or interest below Section 186 of the Companies Act, 2013	Nil	Nil
D. Loans & Advances in the nature of Loans to Firm/Co in which Directors are interested	Nil	Nil
E. Investment by loanee in the shares of parent company and subsidiary company, when the company has made a loan or advance in the nature of loan	Nil	Nil

Note : In respect of Loans & Advances to Subsidiary there is no repayment schedule and no interest is charged on above loan.

As per our Report of even date

For and on behalf of the Board

For **K C P L And Associates LLP**
Chartered Accountants
Firm No. 119223W

R.G.N.Swamy

Chairman

Vinod Jatia

Managing Director

Prateek Jatia

Executive Director & CFO

Mahavir Jain
Partner
M.No 121275

Vidip Jatia

Director

Kailash Sharma

Company Secretary

Place : Mumbai
Date : 30th May, 2015

Place: Mumbai
Date : 30th May, 2015


Form No. AOC-I

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)
Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part "A": Subsidiaries

Name of the Subsidiary		
HELMET TRADERS LIMITED		
Sr. no.	Particulars	Amount (Rs.)
1	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	N.A.
2	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	N.A.
3	Share Capital	1,492,000/-
4	Reserves & surplus	7,028,815/-
5	Total assets	16,319,115/-
6	Total Liabilities	16,319,115/-
7	Investments	16,159,060/-
8	Turnover	225,030/-
9	Profit before taxation	202,824/-
10	Provision for taxation	NIL
11	Profit after taxation	202,824/-
12	Proposed Dividend	NIL
13	% of Shareholding	100%

Notes:

- Reporting period and reporting currency of the above subsidiary is the same as that of the Company
- Part B of the Annexure is not applicable as there are no associate companies / joint ventures of the Company as on 31st March, 2015.

As per our Report of even date

For and on behalf of the Board

For **K C P L And Associates LLP**
Chartered Accountants
Firm No. 119223W

R.G.N.Swamy

Chairman

Vinod Jatia

Managing Director

Prateek Jatia

Executive Director & CFO

Mahavir Jain
Partner
M.No 121275

Vidip Jatia

Director

Kailash Sharma

Company Secretary

Place : Mumbai
Date : 30th May, 2015

Place: Mumbai
Date : 30th May, 2015



Supreme Holdings & Hospitality (India) Limited

(Formerly Known as Supreme Holdings Limited)

CIN : L67120MH1982PLC026924

Registered Office: 1, Pearl Mansion (N), 91, M. Karve Road, Mumbai - 400 020.

Tel: 022- 22006969 • Fax: 022- 22008246 • Website: www.supremeholdings.net • Email: investors@supremeholdings.net

PROXY FORM

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

Name of the Member(s) _____

Registered address _____

E-mail ID _____

Folio No/Client ID No. _____ DP ID No. _____

I/We, being the member(s) of Shares of Supreme Holdings & Hospitality (India) Ltd, hereby appoint

1. Name : E-mail ID.....

Address:.....

..... Signature:.....

Or failing him

2. Name : E-mail ID.....

Address:.....

..... Signature:.....

Or failing him

3. Name : E-mail ID.....

Address:.....

..... Signature:.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 33rd Annual General Meeting of the Company, be held on September 23, 2015 at 11.30 a.m. at M.C. Ghai Hall, 4th Floor, Bhogilal Hargovindas Building, 18/20, K. Dubash Marg, Kala Ghoda, Mumbai - 400 001, and at any adjournment thereof in respect of such resolutions as are indicated below:

	Ordinary Business
1	Adoption of Financial Statement for the year ended March 31, 2015
2	Re-appointment of Mr. Vidip Jatia , Director retiring by rotation
3	Appointment of Auditors

	Special Business
4	Appointment of Mr. Prateek Jatia as Whole Time Director designated as Executive Director & Chief Financial Officer of the Company
5	Appointment of Mrs. Shruti Jatia as Director of the Company
6	Consent to enter into related party transaction with M/s Subhakaran & Sons to avail office on Lease/Leave & License basis

Signed this day of 2015

Affix
Revenue
Stamp

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

Note: 1. This Proxy Form in order to be effective should be duly completed and deposited at the Registered Office of the Company at 1, Pearl Mansion (N), 91, M. Karve Road, Mumbai - 400 020, not less than 48 hours before the commencement of the Meeting.

2. Please complete all detail, including details of member(s) in above box before submission.

