

NOVA PUBLICATIONS INDIA LIMITED

**22ND ANNUAL REPORT
AND
ACCOUNTS
2016-2017**

**CIN: L67120PB1994PLC015406
Regd. Office: 41 Chandan Nagar, Jalandhar-144008**

GO GREEN!

DEAR SHAREHOLDERS,

YOU ARE HEREBY REQUESTED TO FURNISH YOUR E-MAIL ADDRESS TO US BY SENDING ON OUR E-MAIL ID AT cspushpanjalarora@gmail.com QUOTING YOUR FOLIO NUMBER/DEPOSITORY PARTICIPANT ID AND CLIENT ID OR REGISTER YOUR E-MAIL ADDRESS WITH YOUR RESPECTIVE DEPOSITORY PARTICIPANT.

THEREAFTER, THE E-MAIL ADDRESSES AVAILABLE IN OUR RECORDS OR WITH YOUR DEPOSITORY PARTICIPANT SHALL BE DEEMED TO BE YOUR REGISTERED E-MAIL ADDRESS FOR SERVING NOTICES/DOCUMENTS, ETC. INCLUDING THOSE COVERED UNDER THE COMPANIES ACT, 2013 (THE ACT). IN THE EVENT OF ANY CHANGE IN YOUR E-MAIL ADDRESS FOR RECEIVING FUTURE COMMUNICATION/DOCUMENTS, YOU ARE REQUESTED TO UPDATE THE SAME WITH US OR WITH YOUR DEPOSITORY PARTICIPANT.

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CORPORATE INFORMATION

BOARD OF DIRECTORS

MR. SUNIL KUMAR CHOPRA
(MANAGING DIRECTOR)

MR. RAJAN CHOPRA
(WHOLE-TIME DIRECTOR)

MS. ANU CHOPRA
(Director)

MR. NIRMAL KUMAR CHOPRA
(DIRECTOR)

MR. VARINDER SEHGAL
(DIRECTOR)

MR. SUBASH CHANDER KOHLI
(DIRECTOR)

REGISTERED OFFICE

41 CHANDAN NAGAR
JALANDHAR-144008
PUNJAB (INDIA)

COMPANY SECRETARY
MS. PUSHPANJALI ARORA

AUDITORS

CHANDER KIRAN & CO
CHARTERED ACCOUNTANTS
30 PARKASH NAGAR
MODEL TOWN, JALANDHAR

BANKERS

AXIS BANK
Opp. MINI SECRETARIAT
LADOWALI ROAD
JALANDHAR-144001
PUNJAB

REGISTRAR & TRANSFER AGENTS

DATAMATICS FINANCIAL
SERVICES LTD
PLOT NO.B-5, PART B
CROSS LANE, MIDC
ANDHERI (EAST)
MUMBAI-400093,
INDIA

NOTICE OF THE ANNUAL GENERAL MEETING

NOTICE is hereby given that the **22nd (Twenty Two)** Annual General Meeting of the Members of Nova Publications India Limited will be held at registered office of the Company at 41 Chandan Nagar, Jalandhar, Punjab-144008, Punjab on **Friday, the 29th day of September, 2017 at 2:00 P.M.** for the transaction of the following businesses:

ORDINARY BUSINESS

Item No.1- Adoption of Financial Statements

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2017, together with the Reports of the Directors and the Auditors thereon.

Item No.2- Declaration of Dividend

To declare a dividend for the Financial Year ended 31st March, 2017.

Item No.3- Retire By Rotation

To appoint a Director in place of Ms. Anu Chopra (DIN: 00092102) who retires by rotation and being eligible, offers herself for re-election.

Item No.3- Appointment of Auditors

To appointment of Auditors to hold office from the conclusion of this 22nd Meeting, for 5 (Three) consecutive years till the conclusion of the 27th Annual General Meeting of the Company in the Calendar year 2022 and in this regard, to consider and, if thought fit, to pass, with or without modification (s) the following resolution thereof as an Ordinary Resolution.

“**RESOLVED THAT** pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and Rules framed thereunder, as amended from time to time, M/S KOUL VIJH & ASSOCIATES, Chartered Accountants, (Firm Registration No. 008709N) be and are hereby appointed as Statutory Auditors of the Company (in place of M/s CHANDER KIRAN & CO, Chartered Accountants, retiring due to mandatory rotation of Auditors)for a term of five consecutive years, to hold office from the conclusion of this 22nd Annual General Meeting until the conclusion of 27th Annual General Meeting of the Company to be held in the calendar year 2022, subject to annual ratification by members at every Annual General Meeting, on such remuneration as may be decided by the Audit Committee of the Board.”

**By order of the Board
For NOVA PUBLICATIONS INDIA LIMITED**

**SUNIL KUMAR CHOPRA
MANAGING DIRECTOR
(DIN: 00092090)**

**RAJAN CHOPRA
WHOLE-TIME DIRECTOR
(DIN: 00092139)**

**Place: Jalandhar
Dated: 28.08.2017**

NOTES

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING ('AGM') MAY APPOINT A PROXY TO ATTEND AND VOTE ON A POLL ON HIS/HER BEHALF. A PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY SHOULD, HOWEVER, BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 (FORTY EIGHT) HOURS BEFORE THE COMMENCEMENT OF THE ANNUAL GENERAL MEETING.**
2. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the meeting.
3. The Explanatory Statement pursuant to section 102 of the Companies Act, 2013 is annexed hereto.
4. In case of joint holders attending the meeting, only such joint holder who is in higher in the order of will be entitled to vote.
5. The Register of Members and Share Transfer Books of the Company will be closed from **23rd September,2017 to 29th September,2017** (both days inclusive)for ascertaining the names of the shareholders to whom the dividend which if declared at the Annual General Meeting is payable. In respect of shares held in electronic form, the dividend will be payable on the basis of ownership as per details furnished by National Securities Depository Ltd. And Central Depository Services (India) Ltd., for this purpose.
6. Subject to the provisions of the Companies Act, 2013, dividend as recommended by the Board of Directors , if declared at the meeting, will be paid within a period of 30 days from the date of declaration.
7. Members holding shares in electronic form are requested to intimate any change in their address or bank mandates to their Depository Participants with whom they are maintaining their De-Mat Accounts immediately. Members holding shares in physical form are requested to advise any changes of address immediately to Registered Office of the Company or to Registrar M/s Datamatics Financial Services Limited.
8. As per the provisions of Section 72 of Companies Act, 2013 and Rules made there under provides for Nomination by the shareholders of the Company in the prescribed form(s).
9. Members are requested to send in their queries at least a week in advance to the Finance Head at the Registered Office of the Company to facilitate clarifications during the meeting.
10. Members are requested to bring their attendance slips to the AGM. Duplicate admission slips and/or copies of the Annual Report and Accounts will not be provided at the AGM venue.

11. Route Map showing directions to reach to the venue of the 22nd AGM is given at the end of this Notice as per the requirement of Secretarial Standards-2 on “General Meeting”

Members holding shares in dematerialized form are requested to notify to their Depository Participant their email id.

12. Shares (including joint holders) holding shares in physical form are required to furnish a certified copy of their Income Tax Permanent Account Number (PAN) card to the Company/ RTA while transacting in the securities market including transfer, transmission or any other corporate action. Accordingly, all the shareholders/ transferees of shares (including joint holders) in physical form are requested to furnish a certified copy of their PAN Card to the Company/ RTA while transacting in the securities market including transfer, transmission or any other corporate action.

REMOTE E-VOTING INSTRUCTIONS & INFORMATION

1. In terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has engaged the services of CDSL to provide the facility of electronic voting (‘remote e-voting’) in respect of the Resolutions proposed at this AGM. The Board of Directors of the Company has appointed Mr. Ankit Gandhi, Company Secretary as the Scrutinizer for this purpose.
2. The voting period begins on 25th September, 2017 at 10.00 AM and ends on 28th September, 2017 at 5.00 PM. During this period shareholders’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 22nd September, 2017 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
3. Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
4. The shareholders should log on to the e-voting website www.evotingindia.com.
5. Click on Shareholders.
6. 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.
7. Next enter the Image Verification as displayed and Click on Login.

8. 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.

9. If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form 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 the first two letters of their name and the 8 digits of the sequence number in the PAN field. Sequence number is given to you along with the notice of AGM.
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 number in the Dividend Bank details field as mentioned in instruction (v).

10. After entering these details appropriately, click on “SUBMIT” tab.

11. Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in Demat form will now reach ‘Password Creation’ menu wherein they are required to mandatory 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.

12. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

13. Click on the EVSN for the NOVA PUBLICATIONS INDIA LIMITED on which you choose to vote.

14. 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.

15. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
 16. 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.
 17. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
 18. You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
 19. If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
 20. Any person, who acquires shares of the Company and become Member of the Company after dispatch of the Notice and holding shares as on the cut-off date i.e. 21st September 2017 may follow the same instructions as mentioned above for e-Voting.
 21. 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 You may also address your queries relating to remote e-voting to the e-mail ID csektaagarwal09@gmail.com.
- A. The period for remote e-voting starts at IST 10.00 a.m. on Monday, 25th September, 2017 and ends at IST 5.00 p.m. on Thursday, 28th September, 2017. Remote e-voting shall be disabled by CDSL at IST 5.00 p.m. on Thursday, 28th September, 2017.**

B. General Information

- (a) Every Client ID No. / Folio No. shall have one e-vote, irrespective of the number of joint holders.
- (b) Remote e-voting right cannot be exercised by a proxy.
- (c) The Results of the remote e-voting will be declared on or after the date of the AGM i.e. Friday, 29th September, 2017.

(d)The declared Results, alongwith the Scrutinizer’s Report, will be available on the Company’s corporate website www.novapublications.in under the section ‘e-Voting results’ and on the website of CDSL; such Results will also be forwarded to the Stock Exchange(s) where the Company’s shares are listed.

EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Annexed to the Notice convening the 22nd (Twenty Two) Annual General Meeting to be held on Friday, 29th September, 2017.

ITEM NO. 4

In terms of the provisions of Section 139 of Companies Act, 2013 (the “Act”), no listed company can appoint or re-appoint an audit firm as auditor for more than two terms of five consecutive years. The Act further prescribes that the Company has to comply with these provisions within the period specified under section 96 (1) of the Act. M/s M/s CHANDER KIRAN & CO , Chartered Accountants, existing statutory Auditors of the Company have been in office for last 10 years and in compliance with the provisions of the Act, the Company has to appoint a new auditor in their place.

Accordingly the Board of Directors at their meeting held on 28th August, 2017 have, subject to approval of shareholders in the forthcoming AGM, approved the appointment of M/S KOUL VIJH & ASSOCIATES, Chartered Accountants, as the Statutory Auditors of the Company, in place of M/s CHANDER KIRAN & CO., to hold office from the conclusion of this 22nd AGM until the conclusion of 27th AGM of the Company, subject to ratification by the Members at every AGM.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution except and to the extent they are member of the Company.

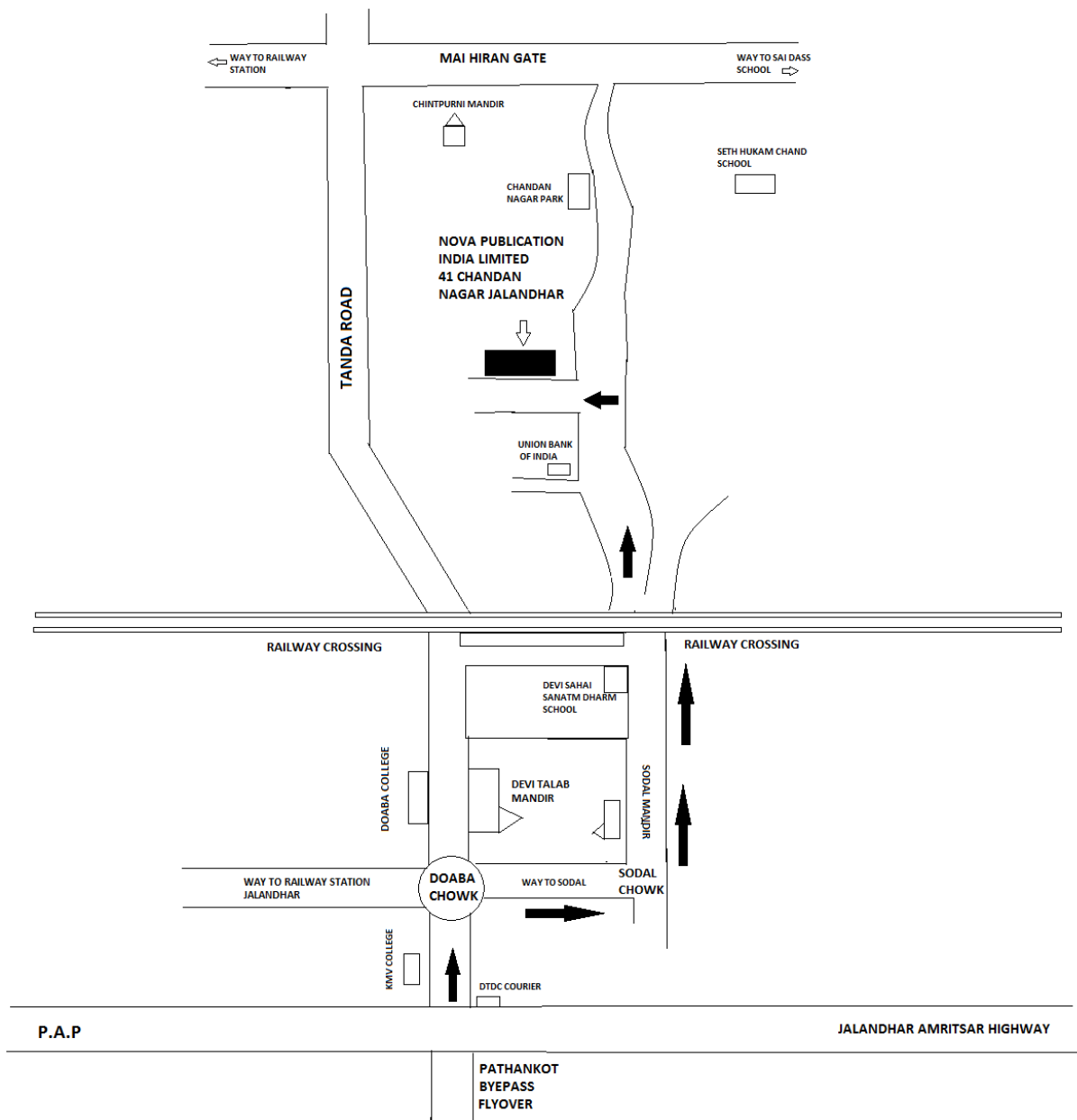
**By order of the Board
For NOVA PUBLICATIONS INDIA LIMITED**

**SUNIL KUMAR CHOPRA
MANAGING DIRECTOR
(DIN: 00092090)**

**RAJAN CHOPRA
WHOLE-TIME DIRECTOR
(DIN: 00092139)**

**Place: Jalandhar
Dated: 28.08.2017**

Route map for the venue of the 22nd Annual General Meeting



DIRECTORS' REPORT

To

The Members

Your Directors have pleasure in presenting their **22nd Annual Report** on the Business and Operations and the accounts for the Financial Year ended 31st March, 2017 of the Company.

1. FINANCIAL RESULTS

The Company's financial performance for the year under review along with previous year figures is given hereunder:

(Fig in Rs) (Fig in Rs)

Particulars	For the year ended on 31.03.2017	For the year ended on 31.03.2016
Gross Income	60,815,922 .00	33,915,535 .00
Finance Charges	778.00	1,000.00
Provision for Depreciation	6,312.00	6,312.00
Profit Before Tax	1,082,876.00	372,268 .00
Less: Current Tax	301,600.00	81,700.00
Deferred Tax	(198.00)	(757.00)
	301,402.00	80,943.00
Surplus brought forward	357,433.00	69,263.00
Profit After Tax	781,474.00	288,480.00
Less: Appropriations:		
Proposed Dividend on Equity Shares	630,420.00	0.00
Tax on proposed Dividend	128,355.00	0.00
Income Tax	1,790.00	309.00
Transfer to Reserves	0.00	0.00
Surplus carried to Balance Sheet	378,342.00	357,433.00

2. RESULTS OF OPERATIONS AND THE STATE OF COMPANY'S AFFAIRS

The highlights of the Company's performance are as under:

- Revenue from operations increased by 79.00 % to 60,815,922
- Profit before tax increased by approx 190.00% to 1,082,876
- Net profit increased by approx 170 % to 288480
- Sales increased by approx 79 % to 60,815,922

3. PROPOSED TRANSFER TO GENERAL RESERVES

As per section 134(3) (j) of Companies Act, 2013, No amount has transferred to the General Reserve.

4. DIVIDEND

The Directors recommended dividend of Rs. 0.20/- i.e.2% per share on Equity shares for the year ended 31st March 2017 i.e 6.30 lakh, which will attract dividend tax of Rs. 1.28 lakh.

5. MATERIAL CHANGES AND COMMITMENTS IF ANY AFFECTING THE FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR TO WHICH THIS FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

There were no such material changes occurred affecting the financial position of the company between the end of the financial year 31.03.2017 to which the financial statements relate and the date of the report.

6. DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

There is none of the above mentioned order(s) which impacts the going concern status and company's operations in future.

7. STATEMENT INDICATING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY FOR THE COMPANY

The Company has adopted measures concerning the development and implementation of a Risk Management Policy after identifying the following elements of risks which in the opinion of the Board may threaten the very existence of the Company itself are as follows:-

- a. High competition from East European countries and other Asian countries.
- b. Lack of strong presence in the global fashion market.
- c. International price fluctuation.
- d. Lack of warehousing support from the government.

8. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUTGO

The information pertaining to conservation of energy, technology absorption, Foreign exchange Earnings and outgo as required under Section 134 (3)(m) of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is furnished in **Annexure “A”** and is attached to this report.

9. CORPORATE SOCIAL RESPONSIBILITY

The Company has not developed and implemented any Corporate Social Responsibility initiatives as the said provisions are not applicable.

10. EXTRACT OF ANNUAL RETURN

The extracts of Annual Return pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and Administration) Rules, 2014 is furnished in **Annexure “B”** as Form MGT-9 and is attached to this Report.

11. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

The particulars of Contracts or Arrangements made with related parties pursuant to Section 188 of Companies act, 2013 is furnished in **Annexure “C”** as Form AOC-2 and is attached to this report.

12. DIRECTORS RESPONSIBILITY STATEMENT

In accordance with the provisions of Section 134(5) of the Companies Act, 2013, the Board hereby submits its Responsibility Statement that:-

- (a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) The directors had prepared the annual accounts on a going concern basis; and

(e) The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

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

13. SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

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

14. DEPOSITS

The Company has neither accepted nor renewed any deposits during the year under review, no amount of principal or interest was outstanding as on the date of balance sheet.

15. BOARD MEETINGS, BOARD OF DIRECTORS, KEY MANAGERIAL PERSONNEL & COMMITTEES OF DIRECTORS

a) Board Meetings

The Board of Directors of the Company met 10 (Ten) times during the financial year 2016-17. The Details of above mentioned Board Meetings are provided in Corporate Governance Report annexed herewith.

b) Changes In Directors And Key Managerial Personnel

1. Mr. Sunil Kumar Chopra (DIN: 00092090) appointed as a Managing Director of the Company w.e.f 25.07.2016.
2. Mr. Rajan Chopra (DIN: 00092139) appointed as a Whole-Time Director of the Company w.e.f 25.07.2016.
3. Change the designation of Mrs. Anu Chopra (DIN: 00092102) from Independent Director to Promoter & Non Executive Director of the Company with effect from 25.07.2016.
4. Ms. Ekta Agarwal resigns from the post of Company secretary cum Compliance officer of the Company w.e.f 01.12.2016.
5. Ms. Pushpanjali Arora appointed as Company secretary cum Compliance officer of the Company w.e.f 01.12.2016.
6. Ms. Ragini resigns from the Post of Chief Financial Officer of the Company w.e.f. 12.01.2017.

c) Independent Directors

The Company has received declarations from all the Independent Directors of the Company under Section 149(7) of the Companies Act, 2013 that they meet the criteria of independence as laid down under Section 149(6) of the above Act.

d) Details of Ratio of Remuneration to Directors

The information relating to remuneration of directors as required under Section 197(12) of the Act -NA

e) Board Committees

The Board has constituted 4 committees which are as follows:-

1. Audit Committee
2. Nomination and Remuneration Committee
3. Stakeholders' Relationship Committee

f) Board Evaluation

As required under the provisions of Section 134(3) (p), the Board has carried out an annual performance evaluation of its own performance and the manner in which such performance evaluation was carried out is as under:

The performance evaluation framework is in place and has been circulated to all the directors to seek their response on the evaluation of the entire Board and independent directors. The Nomination and Remuneration Committee shall carry out evaluation of Director's performance.

The criteria of evaluation is exercise of responsibilities in a bona fide manner in the interest of the Company, striving to attend meetings of the Board of Directors/ Committees of which he/she is a member/ general meetings, participation constructively and actively in the meetings of the Board /Committees of the Board, etc.

g) Vigil Mechanism

The Company promotes ethical behavior in all its business activities and has put in place a mechanism for reporting illegal or unethical behavior. 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 Ethics and Compliance Task Force which operates under the supervision of the Audit Committee. Employees may also report to the Chairman of the Audit Committee. During the year under review, no employee was denied to have access for the same.

h) Related Party Transactions

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

16. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Details of Loans, Guarantees or Investments made by the Company are provided in the Financial Statements of the Company.

17. STATUTORY AUDITORS

M/S Koul Vijh & Associates, Chartered Accountants appointed as Auditors of the Company, to hold office from the conclusion of this 22nd Annual General Meeting until the conclusion of 27th Annual General Meeting of the Company to be held in the calendar year 2022, subject to annual ratification by members at every Annual General Meeting, on such remuneration as may be decided by the Audit Committee of the Board.

18. CLOSURE OF REGISTER OF MEMBERS AND SHARE TRANSFER BOOKS

The Register of Members and Share Transfer books of the company will be closed with effect from 23rd September,2017 to 29th September,2017 (both days inclusive).

19. CORPORATE GOVERNANCE

Your Company has been complying with the provisions of Corporate Governance as stipulated in Regulations 24, 27 and other relevant provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015. A separate report on Corporate Governance along with Auditors' certificate on compliance of the Corporate Governance norms as stipulated in Regulation 34(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and Management Discussion & Analysis forming part of this report are provided elsewhere in this Annual Report

20. Disclosure as required under Section 22 of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

The Company has in place an Anti Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. The Internal Complaints Committee ("ICC") has been set up to redress the complaints received regarding sexual harassment. All employees are covered under this policy.

The following is the summary of the complaints received and disposed off during the financial year 2016-17:

(a) No. of complaints received: NIL

(b) No. of complaints disposed: NIL

21. LISTING FEES

The Company confirms that it has paid the annual listing fees for the financial year 2016-17 with its Stock Exchange(s).

22. DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

The internal control and internal audit system are not commensurate with the size and nature of business with regard to purchase of inventory, fixed assets and with regard to the sale of goods. But, regarding internal audit, the company has no formal internal Audit system; however, such checking is being carried out by the staff of the Company. Since, this being a small company, it is not economical to hire internal auditors for the company. Regarding internal control, appropriate steps are being introduced by the management of the company.

23. ACKNOWLEDGEMENTS

Your Directors place on record their sincere thanks to bankers, business associates, consultants, and various Government Authorities for their continued support extended to your Company's activities during the year under review. Your Directors also acknowledges gratefully the shareholders for their support and confidence reposed on your Company.

**By order of the Board
For NOVA PUBLICATIONS INDIA LIMITED**

**SUNIL KUMAR CHOPRA
MANAGING DIRECTOR
(DIN: 00092090)**

**RAJAN CHOPRA
WHOLE-TIME DIRECTOR
(DIN: 00092139)**

**Place: Jalandhar
Dated: 28.08.2017**

ANNEXURE 'A'

Forming Part of the Directors' Report

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

[Clause (m) of sub-section 134 of the Act, read with Rule 8 of the Companies (Accounts) Rules, 2014]

A) Conservation of Energy

1) Energy Conservation measures undertaken: -

The Company has always been conscious of the need for conservation of energy and has been sensitive in making progress towards this end. Energy conservation measures have been implemented at all the plants and offices of the Company and special efforts are being put on undertaking specific energy conservation projects like:

- I. Installation of imported technology which helps in reducing energy consumption.
- II. Utilization of lights and other electrical equipments only when need arise.
- III. Optimizing chiller/ split/ package AC set to maintain space temperature @ 26 degree centigrade.
- IV. Auto shutting down of systems to reduce UPS power consumption.
- V. Any other measures as recommended by the concerned department for maximum conservation.

2) Additional investments and proposals:

- I. Replacement of conventional lighting with energy efficient LED lights to reduce lighting power consumption.
- II. Company is trying to reduce its expenses of energy consumption.

B) Technology Absorption

(i) Efforts, in brief made towards absorption:

Induction of contemporary technology and continuous improvement projects across businesses towards reducing process variability, cycle time and wastage while enhancing manufacturing productivity. The Company is using the modern technology in the manufacturing process. As a result there has been a marked Improvement in the quality of the products manufactured by the Company besides lowering the cost of production. The technology has been fully absorbed.

(ii) The benefits derived like product improvement, cost reduction, product development or import substitution

(a) New techniques and technology of production.

(b) Provide benefits that are cost effective from both an individual and a company perspective.

(iii) Details of Import of Technology (imported during the last three years)- NA

(iv) Expenditure incurred on Research & Development- NA

(v) Foreign Exchange Earnings and Outgo –NA

By order of the Board
For NOVA PUBLICATIONS INDIA LIMITED

SUNIL KUMAR CHOPRA
MANAGING DIRECTOR
(DIN: 00092090)

RAJAN CHOPRA
WHOLE-TIME DIRECTOR
(DIN: 00092139)

Place: Jalandhar
Dated: 28.08.2017

SECRETARIAL AUDIT REPORT

The Members,

Nova Publications India Limited
Jalandhar

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Nova Publications India Limited (hereinafter called the company).

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

Based on our verification of the Nova Publications India Limited books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the company has, during the audit period covering the financial year ended on March 31, 2017 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by **“the Company”** for the financial year ended on March 31, 2017 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made under the Act;
- (ii) The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made under the Act;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed under the Act;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following applicable Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’):-
 - a) The Securities and Exchange Board of India (Listing Obligation & Disclosure Requirements) Regulations 2015;
 - b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - d) The Securities and Exchange Board of India (Issue of Capital and Disclosure requirements) Regulations, 2009;

e) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act, 2013 and dealing with client;

(vi) Other Laws including Micro, Small and Medium Enterprises Development Act, 2006 applicable to the Company as per the representations given by the Company.

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

(a) The Equity Listing Agreements with the Bombay Stock Exchange Limited

(b) Secretarial Standards issued by the Institute of Company Secretaries of India

During the period under review and as per the representations and clarifications made, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

- Secretarial Standards were not complied in few instances.

I further report that the Board of Directors of the company during the year under was not constituted in accordance with Regulation 17 of SEBI (Listing Obligations & Disclosure Requirements).

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.

For Ankit Gandhi & Associates

Place: JALANDHAR

Date: 14.08.2017

(Ankit Gandhi)

FCS No 7646; C.P. NO 8204

This Report to be read with our letter of even date which is annexed to this Report as Annexure A and forms integral part of this Report.

The Members

Nova Publications India Limited

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Nova Publications India Limited.

1. The maintenance of secretarial records is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.

For Ankit Gandhi & Associates

Place: JALANDHAR

Date: 14.08.2017

(Ankit Gandhi)

FCS No 7646; C.P. NO 8204

ANNEXURE 'B'
Forming Part of the Directors' Report

FORM NO. MGT-9
EXTRACT OF ANNUAL RETURN
As on financial year ended on 31.03.2017

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

I. REGISTRATION & OTHER DETAILS:

1.	CIN	L67120PB1994PLC015406
2.	Registration Date	05/12/1994
3.	Name of the Company	NOVA PUBLICATIONS INDIA LIMITED
4.	Category/Sub-category of the Company	COMPANY LIMITED BY SHARE/INDIAN NON GOVERNMENT COMPANY
5.	Address of the Registered office & contact details	41 CHANDAN NAGAR, JALANDHAR, PUNJAB 0181-5002021
6.	Whether listed company	YES
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	DATAMATICS FINANCIAL SERVICES LIMITED PLOT NO.B-5, PART B CROSS LANE, MIDC, ANDHERI (EAST) MUMBAI-400093, INDIA TEL: +91-2266712001-6, FAX: +91-2266712011, WWW.DATAMATICSBPO.COM, INFO@DFSSL.COM

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

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	PAPER	424110	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

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

S. No.	Name and Address of the Company	CIN/GLN	HOLDING/SUBSIDIARY/ ASSOCIATE company	% SHARES HELD	APPLICABLE SECTION
NA	NA	NA	NA	NA	NA

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

(A) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year[As on 31-March-2015/2016]				No. of Shares held at the end of the year [As on 31-March-2016/2017]				% Change during the year
	Demat	Physical	Total	% of Total Share	Demat	Physical	Total	% of Total Share	
A. Promoters									
(1) Indian									
a) Individual/HUF	-	1603200	1603200	50.86	816602	-	816602	25.91	24.95
b)Central Govt	-	-	-	-	-	-	-	-	-
c)State Govt(s)	-	-	-	-	-	-	-	-	-
d)Bodies Corp.	-	-	-	-	-	-	-	-	-
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Total shareholding of Promoter(A)	-	1603200	1603200	50.86	816602	-	816602	25.91	24.95
B.Public Shareholding									
1. Institutions									
a)Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d)State Govt(s)	-	-	-	-	-	-	-	-	-
e)Venture Capital Funds	-	-	-	-	-	-	-	-	-
f)Insurance Companies	-	-	-	-	-	-	-	-	-
h)Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i)Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(1):-	-	-	-	-	-	-	-	-	-

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2.Non-Institutions									
a)Bodies Corp.									
i) Indian	-	232400	232400	7.37	642523	143100	785623	24.92	17.55
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals									
i)Individual shareholders holding nominal share capital upto Rs. 2 lakh	58800	525200	584000	18.527	290651	409600	700251	22.22	3.693
ii)Individual shareholders holding nominal share capital in excess of Rs 2 lakh	724100	-	724100	22.97	635757	213300	849057	26.94	3.97
c)Others (specify)									
Non Resident Indians	-	-	-	-	550	-	550	0.02	0.02
Hindu Undivided Family	-	-	-	-	-	-	-	-	-
Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
Foreign Nationals	-	-	-	-	-	-	-	-	-
Clearing Members	8400	-	8400	0.267	17	-	17	0.00	-0.266
Trusts	-	-	-	-	-	-	-	-	-
Foreign Bodies - D R	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-									
Total Public Shareholding (B)=(B)(1)+(B)(2)									
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	2394500	757600	3152100	100	2386100	766000	3152100	100	0

B) Shareholding of Promoter

S. No.	Shareholder's Name	Shareholding at the beginning of the year 2016			Shareholding at the end of the year 2017			% 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	SUNIL KUMAR CHOPRA	410600	13.026	0.00	1501	0.05	0.00	12.976
2	NIRMAL KUMAR CHOPRA	216000	6.8526	0.00	216000	6.85	0.00	0.00
3	RAJESH CHOPRA	136000	4.33	0.00	136000	4.31	0.00	0.00
4	NIRMAL KUMAR CHOPRA HUF .	118000	3.74	0.00	118000	3.74	0.00	0.00
5	ANU CHOPRA	109000	3.45	0.00	1	0.00	0.00	3.45
6	CHOPRA SUBHASH CHANDER .	75000	2.37	0.00	75000	2.37	0.00	0.00
7	RONITA CHOPRA	63500	2.01	0.00	63500	2.01	0.00	0.00
8	MEENA CHOPRA	60000	1.90	0.00	60000	1.90	0.00	0.00
9	RAJAN CHOPRA	51500	1.63	0.00	51500	1.63	0.00	0.00
10	RAJAT CHOPRA	33500	1.06	0.00	33500	1.06	0.00	0.00
11	RISHABH CHOPRA	33500	1.06	0.00	33500	1.06	0.00	0.00
12	RAJESH CHOPRA HUF .	15000	0.48	0.00	15000	0.48	0.00	0.01
13	RAJAN CHOPRA HUF .	13100	0.41	0.00	13100	0.41	0.00	0.00

C) Change in Promoters' Shareholding.

S. No.	Particulars	Shareholding at the beginning of the year		Cumulative shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	At the beginning of the year	16,03,200	50.86	16,03,200	50.86
2.	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	7,86,598	24.95	7,86,598	24.95
3.	At the end of the year	8,16,602	25.91	8,16,602	25.91

D) Shareholding Pattern of top ten Shareholders:**(Other than Directors, Promoters and Holders of GDRs and ADRs)**

S. No.	Name of the Shareholder	Shareholding		Date	Increase/Decrease in Shareholding	Reason	Cumulative Shareholding during the year (01.04.2016 to 31.03.2017)	
		No. of shares at the beginning (1.04.2016)/ end of the year (31.03.2017)	% of total shares of the Company				No. of shares at the beginning (1.04.2016)/ end of the year (31.03.2017)	% of total shares of the Company
1	EPOCH MERCANTILES PVT. LTD.	0	0	31.03.2016				
				24.03.2017	221355	Purchase	221355	7.022
				31.03.2017	46601	Sale	174754	5.544
		174754	5.544	31.03.2017				
2	BHAVISHYA ECOMMERCE PRIVATE LIMITED	0	0	31.03.2016				
				10.02.2017	8000	Purchase	80000	0.254
				17.02.2017	8000	Sale	0	0
				24.02.2017	10791	Purchase	10791	0.342
				03.03.2017	166303	Purchase	177094	5.618
				10.03.2017	500	Sale	176594	5.602

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				17.03.2017	2915	Sale	173679	5.510
		173679	5.510	31.03.2017				
3	ANIL KUMAR SEHJRA	122900	3.899	31.03.2016			122900	3.899
				17.02.2017	1000	Sales	121900	3.867
				17.03.2017	1000	Sales	120900	3.836
		120900	3.836	31.03.2017				
4	D.P FINLEASE (P) LTD.	120000	3.807	31.03.2016		No Change	120000	3.807
		120000	3.807	31.03.2017				
5	AJAY KUMAR SEHJRA	100000	3.172	31.03.2016				
				17.02.2017	1000	Sales	99000	3.141
				17.03.2017	1000	Sales	98000	3.109
		98000	3.109	31.03.2017				
6	SHAM LAL CHADHA	100000	3.172	31.03.2016				
				17.02.2017	1000	Sales	99000	3.141
				17.03.2017	1000	Sales	98000	3.109
		98000	3.109	31.03.2017				
7	SUDAMA TRADING AND INVESTMENTS LIMITED	0	0	31.03.2016				
				24.03.2017	21196	Purchase	21196	0.672
		92291	2.928	31.03.2017	71095	Purchase	92291	2.928
8	MADHU MALIK	100000	3.172	31.03.2016				
				17.02.2017	8000	Sale	92000	2.919
		92000	2.919	31.03.2017				

E) Shareholding of Directors and Key Managerial Personnel

Sr. No.	Name of the Shareholder	Shareholding		Date	Increase/Decrease in Shareholding	Reason	Shareholding	
		No. of shares at the beginning (1.04.2016)	% of total Shares of the Company				No. of shares at the end of the year (31.03.2017)	% of total shares of the Company
1	SUNIL KUMAR	410600	13.026	22.02.2017	409099	Sale	1501	0.05
2	NIRMAL KUMAR	216000	6.89	-	-	No Change	216000	6.89
3	RAJAN CHOPRA	51500	1.64	-	-	No Change	51500	1.64
4	ANU CHOPRA	109000	3.47	28.02.2017	108999	Sale	1	0.00

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

	Secured Loans excluding deposits (in ` Lacs)	Unsecured Loans (in ` Lacs)	Deposits (in ` Lacs)	Total Indebtedness (in ` Lacs)
Indebtedness at the beginning of the financial year				
i) Principal Amount	-	-		-
ii) Interest due but not paid	-	-		-
iii) Interest accrued but not due	-	-		-
Total (i+ii+iii)	-	-		-
Change in Indebtedness during the financial year				
* Addition	-	-		-
* Reduction	-	-		-
Net Change	-	-		-
Indebtedness at the end of the financial year				
i) Principal Amount	-	-		-
ii) Interest due but not paid	-	-		-
iii) Interest accrued but not due	-	-		-
Total (i+ii+iii)	-	-		-

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager		Total Amount
-	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	NIL	NIL	NIL
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL	NIL	NIL
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	NIL	NIL	NIL
2	Stock Option	NIL	NIL	NIL
3	Sweat Equity	NIL	NIL	NIL
4	Commission -as % of profit - others, specify...	NIL	NIL	NIL

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5	Others, please specify	NIL	NIL	NIL
	Total (A)	NIL	NIL	NIL
	Ceiling as per the Act*	NIL	NIL	NIL

B. REMUNERATION TO OTHER DIRECTORS -NIL (Fig. in Rs)

** Sitting Fee: No sitting fee shall be paid to any of Directors for attending the meetings of the Board of Directors or any Committees thereof.

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/ (Fig. in Rs.)

S. No.	Particulars of Remuneration	Key Managerial Personnel	
		CS	Total
		Pushpanjali Arora	
1	Gross salary	60000	60000
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961		
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL	NIL
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	NIL	NIL
2	Stock Option	NIL	NIL
3	Sweat Equity	NIL	NIL
4	Commission	NIL	NIL
	- as % of profit	NIL	NIL
	others, specify...	NIL	NIL
5	Others, please specify	NIL	NIL
	Total	60000	60000

*Pushpanjali Arora appointed as Company secretary w.e.f. 01.12.2016

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES

There were no penalties or punishments levied on the Company during the financial year. Also, there was no necessity for the Company to compound any offence.

**By order of the Board
For NOVA PUBLICATIONS INDIA LIMITED**

**SUNIL KUMAR CHOPRA
MANAGING DIRECTOR
(DIN: 00092090)**

**RAJAN CHOPRA
WHOLE-TIME DIRECTOR
(DIN: 00092139)**

Place: Jalandhar
Dated: 28.08.2017

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*)

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

S. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	NIL
b)	Nature of contracts/arrangements/transaction	NIL
c)	Duration of the contracts/arrangements/transaction	NIL
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	NIL
e)	Justification for entering into such contracts or arrangements or transactions'	NIL
f)	Date of approval by the Board	NIL
g)	Amount paid as advances, if any	NIL
h)	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	NIL

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

S. No.	Particulars	Details
a)	Name (s) of the related party & nature of relationship	Ved Parkash & Sons
b)	Nature of contracts/arrangements/transaction	Sale of Goods
c)	Duration of the contracts/arrangements/transaction	NIL
d)	Salient terms of the contracts or arrangements or transaction including the value, if any	Rs. 583.27/- Lakhs
e)	Date of approval by the Board	NIL
f)	Amount paid as advances, if any	NIL

By order of the Board
For NOVA PUBLICATIONS INDIA LIMITED

SUNIL KUMAR CHOPRA
MANAGING DIRECTOR
(DIN: 00092090)

RAJAN CHOPRA
WHOLE-TIME DIRECTOR
(DIN: 00092139)

Place: Jalandhar
Dated: 28.08.2017

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

BUSINESS REVIEW

The Company is in Publishing activity and carrying manufacturing / trading of books and publishing paper. The publishing activity of books and other publications is vital organ of the society and enlighten the future of the country. Therefore, technological up gradation and seeking balance in on and off the line publication system is need of the time. The main activity of the company is publication.

OPPORTUNITIES & THREATS, RISKS & CONCERN, PERFORMANCE & OUTLOOK

The company bears the normal risk in terms of inherent business risk in the kind of business the company is into. The Board of the company has taken a balanced approach for investing in these activities.

<u>STRENGTHS</u>	<u>WEAKNESSES</u>
<ul style="list-style-type: none"> • Research and Development. • Data Management. • Growing international & domestic market. • High-quality design and production 	<ul style="list-style-type: none"> • Environmental problems. • Horizontal growth of tanneries • Limited marketing budgets for internet publishing
<u>OPPURTUNITIES</u>	<u>THREATS</u>
<ul style="list-style-type: none"> • Digital/Internet publishing • High-level credentials and research-enhanced. • Use of modern technology 	<ul style="list-style-type: none"> • High competition • Increasing trend of E-commerce. • Best-selling authors go to commercial publishers

RISKS & CONCERNS

Over the years, your Company has achieved an appropriate balance between risk and returns by setting up an efficient risk mitigation system to meet various forms of financial and other risks. The primary risks that the company is exposed to are, credit risk, market risk and operational risk.

Deriving from the long years of experience, your Company's policy framework is designed to provide the right balance between business growth and portfolio quality. The Risk Management framework is dynamic and will continue to evolve in line with the emerging risk perceptions. During the year, your Company has constituted a Risk Management. Committee, in accordance with the Guidelines on Corporate Governance, to monitor the risk management framework on an ongoing basis with a view to ensuring that risk parameters are within defined limits.

INFORMATION TECNOLOGY

Our company constantly upgrades its technology both in terms of hardware and software. This also helped installing a good management information system for the management to get timely information for decision making.

INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

Internal Control measures and systems are established to ensure the correctness of the transactions and safe guarding of the assets. The control systems set on place are checked and further supplemented by MIS which provided for planned expenditure and information on disposal and acquisition of assets.

HUMAN RESOURCES

Your Company continues to lay great stress on its most valuable resource - people. Continuous training is a critical input to ensure that employees at all levels are fully equipped to deliver a wide variety of products and services to the customer of the company.

CAUTIONARY STATEMENT

Statements in the Management Discussion and Analysis Report describing our Company's objectives, expectations or predictions may be forward looking within the meaning of applicable regulations and other legislations. Actual results may differ materially from those expressed in the statement. Important factors that could influence Company's operations include global and domestic market conditions affecting the availability of resources, changes in regulatory directions issued by the Government, tax laws, economic situation and other relevant factors.

CORPORATE GOVERNANCE

(A) COMPANY'S PHILOSOPHY

The company firmly believes in practicing good Corporate Governance. The company appreciates the values of transparency, professionalism and accountability. The company ensures all the necessary steps required to improve on these aspects on an ongoing basis.

(B) BOARD OF DIRECTORS

The Company's Board of Directors plays primary role in ensuring good governance, smooth functioning of the Company. As part of its functions, Board periodically reviews all the relevant information which is required to be placed before it pursuant to Regulation 17 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015. The meetings of the Board of Directors are normally held at its registered office of the Company. Meetings are scheduled well in advance and after adequate notice.

The Board of Directors comprises of Two Executive, Two Non-Executive directors and two Independent directors.

During the year, 10 Board meetings were held on 14.04.2016, 18.05.2016, 04.06.2016, 24.06.2016, 13.08.2016, 14.11.2016, 19.12.2016, 30.01.2017, 14.02.2017, 24.03.2017.

The attendance of directors in the Board meeting held during the year and at the last Annual General Meeting are as under:

Name of Director	Designation	No of Board Meetings Attended	Attendance of Last AGM
SUNIL KUMAR CHOPRA (DIN:00092090)	Executive	10	No
NIRMAL KUMAR CHOPRA (DIN:00092115)	Non-Executive	1	No
RAJAN CHOPRA (DIN:00092139)	Executive	8	Yes
ANU CHOPRA (DIN:00092102)	Non-Executive	6	No
VARINDER SEHGAL (DIN:02846404)	Independent	10	Yes
SUBASH CHANDER KOHLI (DIN: 05266510)	Independent	10	Yes

(C) AUDIT COMMITTEE**1. Terms & References**

The terms of references of Audit Committee includes review and discussion with the auditors about internal control system, the scope of audit including the observations of the auditors, and the review of quarterly, half yearly and annual financial statements before they are submitted to the Board of Directors.

2. Composition

The Board has constituted Audit Committee in accordance with the requirements of Section 177 of the Companies Act 2013 and Regulation 18 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015. The terms of reference of Audit Committee include the powers and role stipulated in Schedule II SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015.

Name of Member	Status	No. of Meetings Attended
VARINDER SEHGAL (DIN:02846404)	Chairman	5
SUBHASH CHANDER KOHLI (DIN: 05266510)	Member	5
RAJAN CHOPRA (DIN: 00092139)	Member	4

The Audit Committee had met 5 (Five) times during the year 2017-18 on 18th May 2016, 13th August 2016 , 14th November, 2016, 14th February, 2017 and 24th March,2017.

The audit committee shall have powers, which should include the following:

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

The Audit Committee of the Company performs the following functions:-

- Overview of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- Recommending the appointment/removal of auditors of the company, fixation of audit fees and approval for payment for any other services.
- Reviewing with management the annual financial statements before submission to the board for approval with particular reference to:

- i) Change, if any, in accounting policies and practices and reasons for the same.
 - ii) Major accounting entries involving estimates based on exercise of judgment by the management.
 - iii) Significant adjustments made in the financial statements arising out of audit findings.
 - iv) Compliance with listing and other requirements relating to financial statements.
 - v) Disclosure of any related party transactions.
- Reviewing with the management, the quarterly and yearly financial statement before submission to the Board for approval.
 - Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit Process.
 - Reviewing the functioning of the Whistle Blower mechanism.
 - Carrying out any other function as is mentioned in the terms of references of the Audit Committee.

Review of information

Management discussion and analysis of financial condition and results of operations;

- Management letters / letters of internal control weaknesses issued by the statutory auditors;
- Internal audit reports relating to internal control weaknesses; and
- The appointment, removal and terms of remuneration of the chief internal auditor shall be subject to review by the audit committee.

(D) NOMINATION AND REMUNERATION COMMITTEE

The Board has constituted Nomination and Remuneration Committee in accordance with the requirements of the Companies Act 2013 and Regulation 19 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015. The terms of reference of Nomination and Remuneration Committee include the powers and role stipulated in Schedule II SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015.

Name of Member	Status	No. of Meetings Attended
SUBHASH CHANDER KOHLI (DIN: 05266510)	Chairperson	4
VARINDER SEHGAL (DIN:02846404)	Member	4
SUNIL CHOPRA (DIN: 00092090)	Member	4

The Nomination and Remuneration Committee had met 4 (Four) times during the year 2017-18 on the 04th June, 2016, 24th June 2016, 19th December 2016 and 24th March, 2017.

The Key Objectives of the Committee would be:

- To guide the Board in relation to appointment and removal of Directors, Key Managerial Personnel and Senior Management.

- To evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation of the Board.
- To recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.
- To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage.
- To develop a succession plan for the Board and to regularly review the plan.

Remuneration Policy

The remuneration paid to Executive Directors of the Company is approved by the Board of Directors on the recommendations of the Nomination and Remuneration Committee. The Company's remuneration strategy is market-driven and aims at attracting and retaining high calibre talent. The strategy is in consonance with the existing industry practice and is directed towards rewarding performance, based on review of achievements, on a periodical basis.

Performance evaluation of the Independent directors

Board evaluates the performance of Independent directors as per new SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015.

(E) STAKEHOLDER'S RELATIONSHIP COMMITTEE

The Board has constituted Stakeholder's Relationship Committee in accordance with the requirements of the Companies Act 2013 and Regulation 20 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015. The terms of reference of Stakeholder's Relationship Committee include the powers and role stipulated in Schedule II SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015.

- The company has a committee to look into issues relating to shareholders and focus primarily on share transfers, redress of shareholders' and investors' complaints and matters relating thereto. The chairman of the committee is Sh. RAJAN CHOPRA.
- No share holder's complaint was received during the year under consideration as such no complaint was pending as on 31-03-2017. No share is pending for transfer as on 31-03-2017.
- **The Stakeholder's Relationship Committee had met 2 (Two) times during the year 2017-18 on 13th August 2016 and 24th March, 2017.**

Name of Member	Status	No. of Meetings Attended
RAJAN CHOPRA (DIN: 00092139)	Chairperson	2
VARINDER SEHGAL (DIN:02846404)	Member	2
SUNIL CHOPRA (DIN: 00092090)	Member	2

(F) GENERAL BODY ANNUAL GENERAL MEETING

The details of last three annual general meetings are given below:

Financial Year	Day & Date	Time	Location
2015-16	Monday,25.07.2016	11.00 A.M	41, Chandan Nagar, Jalandhar
2014-15	Wednesday, 30.09.2015	9.00 AM	41, Chandan Nagar, Jalandhar
2013-14	Tuesday, 30.09.2014	9.00 AM	41, Chandan Nagar, Jalandhar

No postal ballots were used for voting at these meetings. At the forthcoming AGM, there is no item on the agenda that needs approval by postal ballot.

(G) DISCLOSURES

Name & Designation of Compliance Officer- Ms. Pushpanjali Arora, Company Secretary is designated as Compliance officer of the Company.

Shareholders Complaints & Requests- No any request received during 01.04.2016 to 31.03.2017.

(H) MEANS OF COMMUNICATION

All vital information relating to the Company and its performance, including quarterly results, official press releases are posted on the web site of the Company.

- The Company's web-site address is <http://www.novapublications.in>.
- The quarterly and annual results of the Company's performance are published in leading English dailies like Economic Times, and in vernacular language (Punjabi) in Ajit Samachar, Aaj di Awaz etc.
- The quarterly results of the Company are also available on the websites of BSE Limited. The site is www.bseindia.com.

(J). GENERAL SHAREHOLDER INFORMATION

Date of incorporation	05th December, 1994
Registered office	41, Chandan Nagar, Jalandhar, Punjab
Date and Time of Annual General Meeting	29 th September, 2017 at 02:00 P.M (IST)
Venue of Annual General Meeting	41, Chandan Nagar, Jalandhar, Punjab
Date of Book Closure	23rd September, 2017 to 29th September, 2017
Dividend for 2016-17	2% per Equity Share

Financial Calendar	
Financial reporting for 1st Qtr. ending June 30, 2017	End of July 2017
Financial reporting for 2nd Qtr. ending Sept 30, 2017	End of October 2017
Financial reporting for 3rd Qtr. ending Dec 31, 2017	End of January 2018
Financial reporting for 4th Qtr. ending March 31, 2018	End of May 2018

Listing on Stock Exchange	Shares are listed in Bombay Stock Exchange The listing fee for the year 2015-16 & 2017-18 has been paid to the Bombay Stock Exchange.
Registrar and Transfer Agents	Datamatics Financial Services Limited Plot No.B-5, Part B Cross Lane, MIDC, Andheri (East) Mumbai-400093, India\Tel: +91-2266712001-6, Fax: +91-2266712011 www.datamaticsbpo.com, info@dfssl.com

Scrip Code	(BSE) – 530733
ISIN Code	(NSDL) - INE900O01014

Share Transfer

Share transfers and related operations for the Company are conducted by Datamatics Financial Services Limited ., which is registered with the SEBI as a Registrar. Share transfer is normally affected within the maximum period of 15 days from the date of receipt, if all the required documentation is submitted.

a. Shareholding Pattern as on 31st March 2017

Category of Shareholders	No. of Shareholders	No. of fully paid up equity shares held	Shareholding as a %
(A) Promoter & Promoter Group	13	816602	25.91
(B) Public	483	2335498	74.09
Total	496	3152100	100.00

b. Dematerialization of shares & liquidity as on 31st March, 2017.

	Number of shares	% of Total Issued Cap.
Shares held in dematerialized form in CDSL	1926118	61.106
Shares held in dematerialized form in NSDL	459982	14.593
Shares held in Physical	766000	24.301
Total	3152100	100%

a. Distribution of Shareholding as on 31st March, 2017

Shares Range		Shares	% To Capital	No. Of Holders	% To No. Of Holders
From	To				
1	5000	307112	9.744	418	83.6
5001	10000	171723	5.45	23	4.60
10001	50000	903978	28.68	43	8.60
50001	9999999999	1769287	56.13	16	3.20
TOTAL		3152100	100.00	500	100.00

Location Address

Nova Publications India Limited, 41, Chandan Nagar, Jalandhar, Punjab (INDIA)
 Ph: 0181-5002021 E mail: cspushpanjaliarora@gmail.com

Address for Correspondence:

In line with the requirement of the Listing Agreement, Company has designated an email ID epiljal@yahoo.com exclusively for the purposed of registering complaints by investors. The Shareholders may address their correspondence to:

Company Office (Registered)

Pushpanjali Arora, Company Secretary
 Nova Publications India Limited
 41, Chandan Nagar, Jalandhar, Punjab
 Phone No: 0181-5002021
 Email: cspushpanajliarora@gmail.com

Registrars and Transfer Agent

Datamatics Financial Services Limited.
 Plot No.B-5, Part B Cross Lane, MIDC
 Andheri (East) Mumbai-400093, India
 Tel: +91-2266712001-6
 Email:info@dfssi.com

7. OTHER DISCLOSURES

a) Materially significant related party transaction that may have potential conflict of interests of Company at large

Related party Transactions are defined as transfer of resources, service or obligations between a company and related party, regardless of whether a price is charged.
 Necessary disclosures under the Accounting Standards 18 relating to the related Party transactions form part of the accounts for the year 2016-17.

Please refer this link for read the policy on related party transaction
<http://www.novapublications.in/Policies.html>

b) Disclosure of accounting treatment in preparation of financial statements

The Company has followed prescribed Accounting Standards as laid down by the Institute of Chartered Accountants of India (ICAI) in preparation of its financial statements.

c) Auditor's Certificate on Corporate Governance:

The auditor's certificate regarding compliance of conditions of corporate governance is annexed to the Directors' Report

(c) Declaration by Managing Director

The declaration by the Managing Director stating that all the Board Members and senior management personnel have affirmed their compliance with the laid down code of conduct for the year ended March 31, 2017, is annexed to the Corporate Governance Report.

d) Whistle blower policy

The company has put in place a mechanism of reporting illegal or unethical behaviour. Employees are free to report violations of laws, rules, regulations or unethical conduct to their immediate supervisor/notified persons.

Please refer this link for read the whistle blower policy
<http://www.novapublications.in/Policies.html>

To,

The Members
Nova Publications India Limited

Sub-Declaration regarding compliance with the Code of Conduct by Board Members and Senior Management personnel

This is to certify that

- The Code of Conduct has been laid down for all the Board Members and Senior Management and other employees of the Company.
- The Code of Conduct has been posted on the website of the Company.
- The Board Members and Senior Management Personnel have affirmed compliance with the Company's Code of Conduct for the year 2016-17.

Date: 14.08.2017
Place: Jalandhar

Sunil Kumar Chopra
Managing Director

AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

To the members of **NOVA PUBLICATIONS INDIA LIMITED**

We have examined the compliance of the mandatory conditions of Corporate Governance Procedure followed by NOVA PUBLICATIONS INDIA LIMITED during the year ended 31st March 2017, as stipulated in as stipulated in Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 pursuant to the Listing Agreement of the said Company with stock exchanges.

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the provisions as specified in Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 pursuant to Listing Agreement of the said company with Stock Exchanges.

We further state that The Board of Directors of the company during the year under was not constituted in accordance with Regulation 17 of SEBI (Listing Obligations & Disclosure Requirements).

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

For CHANDRA KIRAN & CO.

Chartered Accountants

PARMINDER SINGH

PROP.

PLACE: Jalandhar City

Dated: 14.08.2017

INDEPENDENT AUDITOR'S REPORT

TO,

THE MEMBERS OF NOVA PUBLICATIONS INDIA LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of **NOVA PUBLICATIONS INDIA LIMITED** ("the Company"), which comprise the Balance Sheet as at **31/03/2017**, the Statement of Profit and Loss, for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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 the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at **31/03/2017**, and its **Profit** 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 Act, we give in the Annexure a statement on the matters specified in the paragraph 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 it appears from our examination of those books.
- (c) The Balance Sheet, the Statement of Profit and Loss, and 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 the written representations received from the directors as on **31/03/2017** taken on record by the Board of Directors, none of the directors is disqualified as **31/03/2017** from being appointed as a director in terms of Section 164 (2) of the Act.

- (f) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements.
 - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts.
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
 - iv. The company has provided requisite disclosures in its financial statements as to holdings as well as dealing in Specified Bank Notes during the period from 8th November, 2017 to 30th December, 2017 and these are in accordance with the books of accounts maintained by the company.

FOR CHANDRA KIRAN & CO.
(Chartered Accountants)

PARMINDER SINGH
FRN: 005695N

M.No. :084722

Annexure to the Independent Auditors' Report

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

(1) In Respect of Fixed Assets

- (a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) Fixed assets have been physically verified by the management at reasonable intervals; No material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and the records examined by us and based on the examination of the registered sale deed / transfer deed / conveyance deed/ Possession Certificate/ Lease agreement/ Encumbrance Certificate provided to us, we report that, the title deeds, comprising all the immovable properties of land and buildings which are freehold, are held in the name of the Company as at the balance sheet date. The documents are with the banks/ financial institutions and are not available for verification.

(2) In Respect of Inventory

- (a) Physical verification of inventory has been conducted at reasonable intervals by the management.
- (b) Procedures for physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business. There are no inadequacies in such procedures that should be reported.
- (c) Company is maintaining proper records of inventory. No material discrepancies were noticed on physical verification.

- (3) The Company has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Act.**

- Accordingly the provisions of Clause (iii) of paragraph 3 of the Order are not applicable to the company.
- (4) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Sections 185 and 186 of the Act in respect of grant of loans, making investments and providing guarantees and securities, as applicable.
 - (5) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits. Therefore, the provisions of the clause (v) of paragraph 3 of the Order are not applicable to the Company.
 - (6) Having regard to the nature of the Company's business / activities, the maintenance of cost records has not been specified by the Central Government under section 148(1) of the Act. Accordingly reporting under clause (vi) of paragraph 3 of the Order is not applicable.
 - (7) According to the information and explanations given to us, in respect of statutory dues:
 - (a) The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Service Tax, Customs Duty, Value Added Tax, Cess and other material statutory dues applicable to it with the appropriate authorities.
 - (b) There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Service Tax, duty of Custom, Value Added Tax, Cess and other material statutory dues in arrears as at March 31, 2017, for a period of more than six months from the date they became payable.
 - (c) According to the information and explanation given by the management no dues of Income-tax, Sales Tax, Service Tax, Customs Duty, Value Added Tax, Provident Fund and Cess which have not been deposited as on March 31, 2017 on account of disputes.
 - (8) The Company has taken loans or borrowings from banks and government or has not issued any debentures. In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of loans or borrowings to financial institutions.
 - (9) The Company has not raised money by way of initial public offer or further public offer (including debt instruments) and the term loans have been applied by the Company during the year for the purposes for which they were raised.
 - (10) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company by its officers or employees has been noticed or reported during the year.
 - (11) In our opinion and according to the information and explanations given to us, the Company has paid /Provided managerial remuneration in accordance with Schedule V to the Act.
 - (12) The Company is not a Nidhi Company and hence reporting under clause (xii) of paragraph 3 of the Order is not applicable.
 - (13) In our opinion and according to the information and explanations given to us the Company is in compliance with Section 177 and 188 of the Act, where applicable, for all transactions with the related parties and the details of related party transactions have been disclosed in the financial statements etc. as required by then applicable accounting standards.
 - (14) During the year the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures and hence reporting under clause (xiv) of paragraph 3 of the Order is not applicable to the Company.
 - (15) In our opinion and according to the information and explanations given to us, during the year the Company has not entered into any non-cash transactions with its directors or directors of its subsidiaries or associate companies or persons connected with them and hence provisions of section 192 of the Act are not applicable.
 - (16) The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

NOVA PUBLICATIONS INDIA LIMITED
Balance Sheet as at 31st March, 2017

Particulars	Sch No	Figures as at the end of current reporting period	Figures as at the end of previous reporting period
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	1	31,521,000	31,521,000
(b) Reserves and Surplus	2	378,342	357,433
(c) Money Received Against Share Warrants		-	-
(2) Share Application Money Pending Allotment		-	-
(3) Non-Current Liabilities			
(a) Long-Term Borrowings		-	-
(b) Deferred Tax Liabilities (Net)		186	384
(c) Other Long Term Liabilities		-	-
(d) Long Term Provisions		-	-
(4) Current Liabilities			
(a) Short-Term Borrowings		-	-
(b) Trade Payables	3	8,588,609	530,197
(c) Other Current Liabilities	4	92,053	1,048,997
(d) Short-Term Provisions	5	1,060,375	81,700
Total		41,640,565	33,539,711
II. Assets			
(1) Non-Current Assets			
(a) Fixed Assets			
(i) Tangible Assets	6	32,614	38,926
(ii) Intangible Assets		-	-
(iii) Capital Work-in-Progress		-	-
(iv) Intangible Assets under Development		-	-
(b) Non-Current Investments	7	31,000,000	31,000,000
(c) Deferred Tax Assets (Net)		-	-
(d) Long Term Loans and Advances		-	-
(e) Other Non-Current Assets		-	-
(2) Current Assets			
(a) Current Investments		-	-
(b) Inventories		-	-
(c) Trade Receivables	8	3,884,126	-
(d) Cash and Cash Equivalents	9	6,635,405	1,001,464
(e) Short-Term Loans and Advances	10	88,420	1,499,321
(f) Other Current Assets		-	-
Total		41,640,565	33,539,711
NOTES TO ACCOUNTS 1 - 16			
Schedules referred to above and notes attached there to form an integral part of Balance Sheet			
As per our report of even date attached.			
FOR CHANDRA KIRAN & CO. Chartered Accountants.		FOR NOVA PUBLICATIONS INDIA LIMITED	
PARMINDER SINGH PROPRIETOR Membership No. : 084722 Firm No.: 005695N PLACE : Jalandhar DATE : This day of 29th MAY 2017		SUNIL KUMAR CHOPRA DIN:00092090 (MANAGING DIRECTOR)	RAJAN CHOPRA DIN:00092139 (WHOLE-TIME DIRECTOR)
		Pushpanjali Arora PAN: BMQPA0929M (Compliance Officer)	

NOVA PUBLICATIONS INDIA LIMITED
Profit and Loss statement for the year ended 31st March, 2017

Particulars	Sch No	Figures as at the end of current reporting period	Figures as at the end of previous reporting period
I. Revenue from Operations	11	60,815,922	33,915,535
II. Other Income		-	-
III. Total Revenue (I+II)		60,815,922	33,915,535
IV. Expenses:			
Cost of Materials Consumed		-	-
Purchase of Stock-in-Trade	12	58,398,031	32,043,055
Changes in Inventories of Finished Goods, Work-in-Progress and Stock-in-Trade		-	-
Employee Benefit Expense	13	692,977	840,300
Financial Costs	14	778	1,000
Depreciation and Amortization Expense	15	6,312	6,312
Other Expenses	16	634,948	652,600
Total Expenses		59,733,045	33,543,267
V. Profit Before Exceptional and Extraordinary Items and	III - IV	1,082,876	372,268
VI. Exceptional Items		-	-
VII. Profit Before Extraordinary Items and Tax (V - VI)		1,082,876	372,268
VIII. Extraordinary Items		-	2,845
IX. Profit Before Tax (VII - VIII)		1,082,876	369,423
X. Tax Expense:			
(1) Current Tax		301,600	81,700
(2) Deferred Tax		(198)	(757)
XI. Profit(Loss) for the Period from Continuing Operations	(IX-X)	781,474	288,480
XII. Profit/(Loss) from Discontinuing Operations		-	-
XIII. Tax Expense of Discounting Operations		-	-
XIV. Profit/(Loss) from Discontinuing Operations (XII -		-	-
XV. Profit/(Loss) for the period (XI + XIV)		781,474	288,480
XVI. Earning Per Equity Share:			
(1) Basic		0.25	0.09
(2) Diluted		0.25	0.09
Schedules referred to above and notes attached there to form an integral part of Profit & Loss Account As per our report of even date attached.			
FOR CHANDRA KIRAN & CO. Chartered Accountants.		FOR NOVA PUBLICATIONS INDIA LIMITED	
PARMINDER SINGH PROPRIETOR Membership No. : 084722 Firm No.: 005695N PLACE : Jalandhar DATE : This day of 29th MAY 2017		SUNIL KUMAR CHOPRA DIN:00092090 (MANAGING DIRECTOR)	RAJAN CHOPRA DIN:00092139 (WHOLE-TIME DIRECTOR)
		Pushpanjali Arora PAN: BMQPA0929M (Compliance Officer)	

CASH FLOW STATEMENT			
NOVA PUBLICATIONS INDIA LIMITED			
	Particular	Figures for the current reporting period	Figure for the previous reporting period
	1	2	3
I	CASH INFLOWS		
1	From Operating activities		
	(a) Profit from operating activities	1,082,876	369,423
	Adjustments:		
	Depreciation and amortization	6,312	6,312
	Amortization of stock compensation	-	-
	(Gain)/Loss on sale of fixed assets	-	2,845
	Interest Expense	-	-
	Assets written off	-	-
	Provision/ (Reversal) for doubtful debts and advances	-	-
	(b) Working capital changes:		
	Decrease in inventories	-	-
	Decrease in trade receivables	1,410,901	-
	Decrease in short-term loans	-	-
	Decrease in other current assets	-	-
	Increase in trade payables	8,058,412	529,715
	Increase in other current liabilities	-	925,324
	Increase in provisions	978,675	6,200
	Total of (1)	11,537,176	1,839,819
2	From Investing activities		
	(a) Proceeds from sale of fixed assets	-	-
	(b) Proceeds from sale of investments	-	-
	(c) Realization of long-term loans and advances from subsidiaries/associates/ business ventures	-	-
	(d) Decrease in other long-term loans and advances	-	-
	(e) Decrease in other non-current assets	-	-
	(f) Dividend received	-	-
	(g) Interest received	-	-
	(h) Other income	-	-
	Total of (2)	-	-
3	From Financing activities		
	(a) Proceeds from issue of share capital	-	-
	(b) Share application money pending allotment	-	-
	(c) Proceeds from long-term borrowings	-	-
	(d) Proceeds from short-term borrowings	-	-
	Total of (3)	-	-
	Total cash inflows (1+2+3)	11,537,176	1,839,819
II	CASH OUTFLOWS		
1	From Operating activities		
	(a) Loss from operating activities	-	-
	Adjustments:		
	Depreciation and amortization	-	-
	Amortization of stock compensation	-	-
	(loss)/Gain on sale of fixed assets	-	-
	Interest Income	-	-
	Assets written off	-	-
	(Provision)/ Reversal for doubtful debts and advances	-	-
	(b) Working capital changes:		
	Increase in inventories	-	-
	Increase in trade receivables	3,884,126	-
	Increase in short-term loans and advances	-	1,380,901
	Increase in other current assets	-	-
	Decrease in trade payables	-	-
	Decrease in other current liabilities	956,944	-
	Decrease in provisions	-	-
	(c) Direct taxes paid (Net of refunds)	303,390	82,009
	(d) Dividend Paid	-	-
	Total of (1)	5,144,460	1,462,910
2	From Investing activities		
	(a) Purchase of tangible assets/capital; work-in-progress	-	-
	(b) Purchase of intangible assets/assets under development	-	-
	(c) Purchase of investments	-	-
	(d) Investment in subsidiaries/associates/business ventures	-	-
	(e) Payment of long-term loans and advances to subsidiaries/associates/business ventures	-	-
	(f) Increase in other long-term loans and advances	-	-
	(g) Increase in other non-current assets	-	-
	Total of (2)	-	-
3	From Financing activities		
	(a) Repayment of long-term borrowings	-	-
	(b) Repayment of short-term borrowings	-	-
	(c) Dividend paid (including distribution tax)	-	-
	(d) Interest on other finance costs	-	-
	(e) Share issue expenses	-	-
	Total of (3)	-	-
	Total cash outflows (1+2+3)	5,144,460	1,462,910
III	Net (decrease)/increase in cash and cash equivalents (I-II)	6,392,716	376,909
	Add: Cash and cash equivalents at the beginning of the period	1,001,464	624,555
IV	Cash and cash equivalents at the end of the period	6,635,405	1,001,464

NOVA PUBLICATIONS INDIA LIMITED
Schedules Forming Part of the Balance Sheet

Sch : 1 Share Capital

Sr. No	Particulars	C. Y	P. Y
1	AUTHORIZED CAPITAL 40,00,000 Equity Shares of Rs. 10/- each.	40,000,000	40,000,000
		40,000,000	40,000,000
2	ISSUED , SUBSCRIBED & PAID UP CAPITAL 31,52,100 Equity Shares of Rs. 10/- each, Fully Paid Up	31,521,000	31,521,000
	Total	31,521,000	31,521,000

The company is having only one class of equity shares having a par value of Rs. 10.00. The Equity Shares have rights, preferences and restrictions which are in accordance with provisions of law, in particular the Companies Act, 2013

Reconciliation of Nos. Of Shares

	<u>C.Y</u>	<u>P.Y.</u>
Number of Equity Shares at the beginning	3152100	3152100
Add:- Number of Shares Issued	0	0
Number of Equity Shares at the end	<u>3152100</u>	<u>3152100</u>

Below are the name of the shareholders holding more than 5% of Equity Shares

Name	No. of Shares Holding	Percentage of Holding
NIRMAL KUMAR CHOPRA	216,000.00	6.85
EPOCH MERCANTILES PVT. LTD.	174,754.00	5.54
BHAVISHYA ECOMMERCE PVT LTD	173,679.00	5.51

Sch : 2 Reserve & Surplus

Sr. No	Particulars	C. Y	P. Y
1	Other Reserve (General Reserves)	-	-
2	Surplus (Profit & Loss Account)		
	Opening Balance	357,433	69,263
	(+) Net Profit/(Net Loss) for the current year	781,474	288,480
	(+) Income Tax Refund		
	(+) Transfer from Reserves		
	(-) Proposed Dividend	630,420	
	(-) Dividend Distribution Tax	128,355	
	(-) Income Tax	1,790	309
	(-) Transfer to Reserves		-
	Closing Balance	378,342	357,433
	Total	378,342	357,433

NOVA PUBLICATIONS INDIA LIMITED
Schedules Forming Part of the Balance Sheet

Sch : 3 Trades Payable

Sr. No	Particulars	C. Y	P. Y
1	Creditors for purchases (Prepared, valued and certified by the management)		
	i) Outstanding for more than 1 year	47	-
	ii) Others	8,588,562	530,197
	Total	8,588,609	530,197

Sch : 4 Other Current Liabilities

Sr. No	Particulars	C. Y	P. Y
1	Other payable (specify nature)		
	i) Due to Employees	46,000	96,000
	ii) Other Liabilities:	46,053	65,010
	iii) Liabilities for Cheque Issued	-	887,987
	Total	92,053	1,048,997

Sch : 5 Short Term Provisions

Sr. No	Particulars	C. Y	P. Y
1	Provision for Taxes	301,600	81,700
2	Provision for Dividend	630,420	-
3	Provision for Dividend DistributionTax	128,355	-
	Total	1,060,375	81,700

Sch : 7 Non Current Investments

Sr. No	Particulars	C. Y	P. Y
	Investment in Shares	31,000,000	31,000,000
	Total	31,000,000	31,000,000

Company has invested in Equity Shares of Nova Publications & Printers Private Limited

NOVA PUBLICATIONS INDIA LIMITED
Schedules Forming Part of the Balance Sheet

Sch : 8 Trade Receivables

Sr. No	Particulars	C. Y	P. Y
1	Outstanding for more than six months a) Secured, Considered Good : b) Unsecured, Considered Good : c) Doubtful	-	-
2	Others a) Secured, Considered Good : b) Unsecured, Considered Good : c) Doubtful (Debits considered good for which company holds no security other than the debtors personal security)	3,884,126	-
	Total	3,884,126	-

Sch : 9 Cash & Cash Equivalent

Sr. No	Particulars	C. Y	P. Y
1	Cash-in-Hand Cash Balance	2,672,584	115,406
	Sub Total (A)	2,672,584	115,406
2	Bank Balance	3,962,821	886,058
	Sub Total (B)	3,962,821	886,058
3	Cheques on Hand (C)	-	-
	Total [A + B + C]	6,635,405	1,001,464

Sch : 10 Short Terms Loans and Advances

Sr. No	Particulars	C. Y	P. Y
1	Loans & Advances to related parties a) Secured, Considered Good : b) Unsecured, Considered Good : c) Doubtful		
2	Others (a) Advances to Suppliers (b) Advance Tax (c) Advances recoverable in Cash or Kind or for the value to be received and considered good by the management	- 40,000 48,420	1,370,901 80,000 48,420
	Total	88,420	1,499,321

NOVA PUBLICATIONS INDIA LIMITED
Schedules Forming Part of the Profit & Loss Accounts
Sch : 11 Revenue From Operations

Sr. No	Particulars	C.Y	P.Y
1	Sales of Products	60,815,922	33,915,535
	Total	60,815,922	33,915,535

Sch : 12 Purchases of Stock in Trade

Sr. No	Particulars	C.Y	P.Y
1	Purchases	58,398,031	32,043,055
	Total	58,398,031	32,043,055

Sch : 13 Employment Benefit Expenses

Sr. No	Particulars	C.Y	P.Y
1	Salaries	688,000	830,900
2	Staff Welfare	4,977	9,400
	Total	692,977	840,300

Sch : 14 Financial Cost

Sr. No	Particulars	C.Y	P.Y
1	Interest Expense		
	(i) Interest Paid	-	-
	(ii) Bank Interest	-	-
2	Other Borrowing Cost		
	(i) Bank Charges & Commission	778	1,000
	Total	778	1,000

Sch : 15 Depreciation & Amortised Cost

Sr. No	Particulars	C.Y	P.Y
1	Depreciation	6,312	6,312
	Total	6,312	6,312

Sch : 16 Other Expenses

Sr. No	Particulars	C.Y	P.Y
A.	OFFICE & ADMIN EXPENSES		
	Fees, Taxes & Subscription	316,117	401,208
	AGM Expenses	8,000	8,000
	Telephone & Domain Hosting Expenses	152,010	48,902
	Computer Maintenance	-	350
	Entertainment	4,763	9,288
	Postage & Telegram	23,666	4,581
	Printing & Stationery	2,764	3,183
	Conveyance Expenses	5,800	16,171
	Tour and Travel	4,068	15,603
	Miscellaneous Expenses	491	1,443
	Service Tax Paid	29,535	34,485
	AUDITOR'S REMUNERATION		
	Audit Fees	9,180	9,180
	Total (A)	556,394	552,394
B.	SELLING & DISTRIBUTION EXPENSES		
	Advertisement Expenses	78,554	100,206
	Total (B)	78,554	100,206
	Total [A + B]	634,948	652,600

NOVA PUBLICATIONS INDIA LIMITED
Schedule Forming Part of the Balance Sheet

Sch : 6 Fixed Assets

Sr. No	Particulars	Rate	Gross Block			Depreciation			Net Block			
			Value at the beginning	Addition during the year	Deduction during the year	Value at the end	Value at the beginning	Addition during the year	Deduction during the year	Value at the end	WDV as on Current Year	WDV as on Previous Year
I	Tangible Assets											
1	Plant and Machinery		147,360	-	-	147,360	108,434	6,312	114,746	32,614	38,926	
2	Computer		-	-	-	-	-	-	-	-	-	
	SUB TOTAL (A)		147,360	-	-	147,360	108,434	6,312	114,746	32,614	38,926	
II	Intangible Assets											
	SUB TOTAL (B)		-	-	-	-	-	-	-	-	-	
III	Capital Work-in-progress (Prepared, valued and certified by the management)											
	SUB TOTAL (C)		-	-	-	-	-	-	-	-	-	
IV	Intangible Assets Under Development											
	SUB TOTAL (D)		-	-	-	-	-	-	-	-	-	
	Total (A + B + C + D)	(Current Year)	147,360	-	-	147,360	108,434	6,312	114,746	32,614	38,926	
		(Previous Year)	307,760	-	160,400	147,360	259,677	6,312	157,555	389,26	48,083	

Notes forming part of the financial statements For March 31, 2017

1. CORPORATE INFORMATION

The Company is in Publishing activity and carrying manufacturing / trading of books and publishing paper. The company is in process of upcoming printing & publishing house at faridabad.

2. SIGNIFICANT ACCOUNTING POLICIES

i) Basis of accounting and preparation of financial statements

The financial statements of the Company have been prepared on accrual basis under the historical cost convention in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards notified under Section 133 of the Companies Act, 2013 and relevant provisions thereof.

ii) Use of estimates

The preparation of the financial statements in conformity with Indian GAAP requires the management to make estimates and assumptions that affect the reported amount of assets and liabilities (including contingent liabilities) on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and the estimates are recognized in the period in which the results are known/ materialized.

iii) Inventories

Inventories are valued at lower of cost and net realizable value after providing for obsolescence and other losses, where considered necessary. Cost includes all charges in bringing the goods to the point of sales including octroi and other levied. Finished goods and work in progress are valued at cost or realizable value.

iv) Cash flow Statement

Cash flow are reported using the indirect methods, whereby profit/ (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash and any deferrals or accruals of past or future cash receipts or payments. The cash flow from operating, investing and financing activities of the company are segregated based on the available information.

v) Depreciation and amortization

Depreciation has been provided for on the USEFUL LIFE METHOD as per the rates prescribed in schedule II to the Companies Act, 2013. Depreciation is charged from the month of the date of purchase in the case of acquisition made during the year. In respect of assets sold, depreciation is provided up to the month prior to the date of sale. Intangible assets are amortized over their estimated useful life.

vi) Revenue recognition

SALES OF GOODS

Revenue is recognized when significant risk and rewards of ownership of the goods sold are transferred to the customer and the commodity has been delivered to the shipping agent/

customer. Revenue represents the invoice value of goods and services provided to third parties net of discounts, sales tax/ value added and adjustments arising on analysis variances.

OTHER INCOME

Interest income is recognized on a time proportion basis by reference to the principal outstanding and at the interest rate applicable.

vii) Tangible fixed assets

Fixed assets are carried at historical cost (net of available Central and State VAT credit) less accumulated depreciation/amortization and impairment losses, if any. Costs include expenses incidental to the installation of assets and attributable borrowing and financing costs incurred upto the date the assets is ready for its intended use.

CAPITAL WORK IN PROGRESS

Projects under which assets are not ready for their intended use and other capital work in progress are carried at cost, comprising direct cost, related incidental expenses and attributable interest.

viii) Intangible Assets

Intangible assets are carried at cost less accumulated amortization and impairment losses, if any. The cost of an intangible asset comprises its purchase price and any directly attributable expenditure on making the asset ready for its intended use and net of any trade discounts and rebates.

ix) Foreign currency transactions and translations

No foreign currency Transactions are recorded during the financial year.

x) Foreign currency forward contracts

No Foreign currency forward contracts are made.

xi) Government grants, subsidies and export incentives

No Government grants and subsidies are received by the company.

xii) Investments

Company has invested in the equity shares of Nova Publications & Printers Private Limited. No other Long term investments are made by the company.

xiii) Employee benefits

SHORT TERM EMPLOYEE BENEFITS

The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognized during the year when the employees render the service.

xiv) Borrowing Costs

Borrowing costs include interest, amortization of ancillary costs incurred and exchange differenced arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Borrowing costs attributable to the acquisition or construction of assets requiring a substantial period of time are capitalized. All other borrowing costs including exchange differences on foreign currency loans to the extent regarded as an adjustment to the interest costs are charged to statement of profit and loss and included under "Finance Cost".

xv) Segment reporting

The company is dealing in single product. Therefore, the company operates in single business segment.

xvi) Taxes on income

The company's income taxes include taxes on the company's taxable profits, adjustment attributable to earlier periods and changes in deferred taxes. Valuation of all tax liabilities are carried at current amounts and in accordance with the enacted tax laws and in the case of deferred taxes, at rates that have substantively enacted.

Deferred tax is calculated to correspond to the tax effect arising when final tax is determined. Deferred tax corresponds to the net effect of tax on all timing differences which occur as a result of items being for income tax purposes during a period different from when they were recognized in the financial statements.

xvii) Impairment of assets

The impairment of assets is not charged to the statement of Profit & Loss.

xviii) Provision, contingent liabilities and contingent assets

A contingent liability is disclosed unless the possibility of an outflow of resources embodying economic benefits is remote. A contingent asset is neither recognized nor disclosed.

xix) Related Party Disclosures

As per Accounting Standard 18, the disclosures of transactions with related parties are given below:-

(i) List of related parties where control exists and related parties with whom transactions have taken place and relationships:-

S.No.	Name of Related Party	Relationship
1	Ved Parkash & Sons	Associates
2	Evergreen Publications India Limited	Associates
3	Nova Publications	Associates

(ii) Transactions during the year with related parties:-

(Rs. In Lacs)

S.No.	Nature of Transactions	Associates
1	Sale of Goods to Ved Parkash & Sons	Rs.583.27

xx) Previous year Figures

Previous year figures are regrouped and recanted.

NOVA PUBLICATIONS INDIA LIMITED

CIN: L67120PB1994PLC015406

Regd. Office: Nova Publications 41 Chandan Nagar, Jalandhar City Punjab - 144008, India.

Tel No: 0181-4333333 / 5042611 / 5042613

Website: <http://novapublications.in/> **E-mail:** epiljal@yahoo.com

Share Transfer Agent: Datamatics Financial Services Limited Plot No.B-5, Part B Cross Lane, MIDC, Andheri (East) Mumbai-400093, India

ATTENDANCE SLIP

I/We hereby record my/our presence at the 22nd Annual General Meeting of the Company held at registered office of the Company at M/s Nova Publications India Limited, 41 Chandan Nagar, Jalandhar City Punjab - 144008 at 02.00 P.M. on Friday 29th September, 2017.

Name & Address of the Shareholder(s)	DP Id	
	Client Id/Regd. Folio.	
	No. of Shares Held	
If Shareholder(s) please sign here	If Proxy, please mention name and sign here	
	Name of Proxy	Signature

Notes:

- (1) Shareholder / Proxy holder, as the case may be, is requested to produce the attendance slip duly signed at the entrance of the Meeting venue.
- (2) Members are requested to advise the change of their address, if any, to Datamatics Financial Services Limited., at the above address.

NOVA PUBLICATIONS INDIA LIMITED**CIN: L67120PB1994PLC015406****NOVA PUBLICATIONS INDIA LIMITED****CIN: L67120PB1994PLC015406****Regd. Office:** Nova Publications 41 Chandan Nagar, Jalandhar City Punjab - 144008, India.**Tel No:** 0181-4333333 / 5042611 / 5042613**Website:** <http://novapublications.in/> **E-mail:** epiljal@yahoo.com**Share Transfer Agent:** Datamatics Financial Services Limited Plot No.B-5, Part B Cross Lane, MIDC, Andheri (East) Mumbai-400093, India**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:

DP Id:

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

1. Name: Address.....

E-Mail Id:Signature:

2. Name:Address.....

E-Mail Id:Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 22nd Annual General Meeting of the Company to be held at Nova Publications India Limited, 41 Chandan Nagar, Jalandhar-144008, Punjab, at 02.00 p.m. on Friday the 29th Day of september,2017 and at any adjournment thereof in respect of such resolutions as are indicated below:

** I/We wish my above proxy(ies) to vote in the manner as indicated in the box below:

Ordinary Resolution(s)	For	Against	Abstain
1. Adoption of the audited Balance Sheet as at and the Financial Statements for the financial year ended on March 31, 2017 and Reports of the Directors and Auditors thereon.			
2. Declaration of Dividend for the year 2016-17.			
3. To appoint a Director in place of Ms. Anu Chopra who retires by rotation and being eligible, offers herself for re-election.			
3. Appointment of Statutory Auditors and fixing their remuneration			

Signed thisday of 2017

Signature of Shareholder

Affix revenue Stamp

Signature of first proxy holder_____
Signature of second proxy holder_____
Signature of third proxy holder

** This is only optional. Please put a '√' in the appropriate column against the resolutions indicated in the Box.

Note:

- 1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.**
 2. A proxy need not be a member of the Company.
 3. In case the appointer is a body corporate, the proxy form should be signed under its seal or be signed by an officer or an attorney duly authorized by it and an authenticated copy of such authorization should be attached to the proxy form.
 4. A person can act as proxy on behalf of such number of Members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. Further, a Member holding more than ten percent, of the total share capital of the Company carrying voting rights, may appoint a single person as proxy and such person shall not act as proxy for any other person or Member.
 5. Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
 6. In case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.
 7. Alternatively, you may mention the number of shares in the appropriate column in respect of which you would like your proxy to vote. If you leave all the columns blank against any or all the resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.
-

NOVA PUBLICATIONS INDIA LIMITED

CIN: L67120PB1994PLC015406

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Jalandhar City Punjab - 144008, India.

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Website: <http://novapublications.in/> **E-mail:** epiljal@yahoo.com