



Corporate Information

BOARD OF DIRECTORS

Shri Om Prakash Agarwal
(Managing Director)

Shri Ashok Kumar Goyal
(Whole-time Director)

Shri Satish Kumar Goyal
(Whole-time Director)

Shri Rajesh Kumar Gupta
(Independent Director)

Smt. Astha Sharma
(Independent Director)

Shri Amol Doneria
(Independent Director)

Shri Ashok Kumar
(CFO)

Mrs. Swapna Gupta
(Company secretary)

BANKERS

ICICI Bank Limited
Axis Bank
Oriental Bank Of Commerce
Punjab National Bank

REGISTRAR & TRANSFER

Bigshare Services private Limited
E/2, Ansa Industrial Estate,
Saki Naka, Andheri (E), Mumbai

AUDITORS

M/s BPN & Company.
(Chartered Accountants)
B- Floor, Padamdeep Tower,
G-10/8, Sanjay Place, Agra-282002

Registered Office
8/16 A, Seth Gali, Agra
Uttar Pradesh- 282003
CIN-U27205UP2001PLC026372
E-mail: cs@opchainsltd.com

INVESTOR HELPDESK

Web: www.opchainsltd.com
Ph: 0562-3059117, Fax: 0562-4044990
E-mail: cs@opchainsltd.com
www.opchainsltd.com

O. P. CHAINS LIMITED

XIV(14th) ANNUAL GENERAL MEETING



Contents	3
Notice of Annual General Meeting	7
Updation Of Shareholders Information	9
Director's Report	16
Corporate Governance Report	17
Company's Philosophy On Code On Corporate Governance	25
Audit Committee Report	30
Quarterly Compliance Report on Corporate Governance	37
Certification By Chief Executive Officer And Chief Financial Officer	43
Secretarial Audit Report	46
Extract of annual return(Form MGT- 9)	47
Auditor's Report on Corporate Governance	48
Auditor's Report on Financial Statements	55
Balance Sheet	56
Profit & Loss Account	57
Schedules and Notes	66
Cash Flow Statement	67
Balance Sheet Abstract	68
Attendance Slip and Proxy Form	

O. P. CHAINS LIMITED
XIV(14th) ANNUAL GENERAL MEETING



NOTICE

NOTICE is hereby given that the 14th (Fourteenth) Annual General Meeting of M/s O.P. Chains Limited shall be held on Tuesday, 29th day of September, 2015 at 11.00 A.M. at Temptation, B-87, Central Bank Road, Kamla Nagar Agra, Uttar Pradesh to transact the following business:-

ORDINARY BUSINESS:

1. To receive, consider and adopt the Financial Statements of the Company for the year ended 31.03.2015 including audited Balance Sheet as at 31.03.2015 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Auditors thereon.
2. To appoint Mr. Satish Kumar Goyal (holding DIN 00095295), who retires by rotation and being eligible offers himself for re-appointment.
3. To ratify the appointment of M/s BPN & Company, Chartered Accountants (ICAI Registration No.013887C) as statutory auditors of the Company and fix their remuneration.

SPECIAL BUSINESS:

4. To consider and, if thought fit, to pass with or without modification, the following resolution as an Ordinary Resolution:

"RESOLVED THAT, pursuant to Section 197 and other applicable provisions, if any, of the companies act 2013 read with part II of schedule V of the companies act, 2013 as amended from time to time the remuneration of Mr. Ashok kumar Goyal Whole time director of the company (holding DIN 00095313) be reduced from Rs 1,00,000 p.m to Rs 25,000 p.m as approved by the remuneration committee with effect from April 1, 2015."

O. P. CHAINS LIMITED
XIV(14th) ANNUAL GENERAL MEETING



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

"RESOLVED THAT, pursuant to Section 197 and other applicable provisions , if any, of the companies act 2013 read with part II of schedule V of the companies act 2013 as amended from time to time the remuneration of Mr. Om Prakash Agarwal Managing director of the company (holding DIN 00095300) be reduced from Rs 1,00,000 p.m to Rs 25,000 p.m as approved by the remuneration committee with effect from April 1, 2015."

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

"RESOLVED THAT, pursuant to Section 197 and other applicable provisions , if any, of the companies act 2013 read with part II of schedule V of the companies act 2013 as amended from time to time the remuneration of Mr. Satish kumar Goyal Whole time Director director of the company (holding DIN 00095295) be reduced from Rs 1,00,000 p.m to Rs 25,000 p.m as approved by the remuneration committee with effect from April 1, 2015."

Place: Agra
Date: 29-08-2015

By Order Of The Board
For O.P. Chains Limited

Ashok Kumar Goyal
Director
DIN: 00095313



O. P. CHAINS LIMITED
XIV(14th) ANNUAL GENERAL MEETING

IMPORTANT NOTES:

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, which sets out details relating to Special Business at the meeting, is annexed hereto.
2. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company. The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of the companies must be supported by an appropriate resolution as applicable.
3. The Independent Directors have furnished the requisite declarations for their appointment as per Section 149(6) of the Companies Act, 2013.
4. Electronic copy of the Annual Report for 2015 is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same.
5. Members may also note that the Notice of the 14th Annual General Meeting and the Annual Report for 2015 will also be available on the Company's website www.opchainsltd.com for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office in Agra for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's email id: cs@opchainsltd.com.
6. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (9.00 am to 5.00 pm) on all working days except Monday, up to and including the date of the Annual General Meeting of the Company.
7. .



EXPLANATORY STATEMENT

(Pursuant To Section 102 Oof The Companies Act, 2013)

ITEM NO 4,5 AND 6

The Board of directors have decided to minimize the fixed expenses and maximize the profits of the company therefore the remuneration of the directors have been reduced from Rs. 1,00,000 p.m to Rs. 25000 p.m in the better interest of the company.

Place: Agra

Date: 29-08-2015

By Order Of The Board
For O.P. Chains Limited

Ashok Kumar Goyal

Director

DIN: 00095313

O. P. CHAINS LIMITED
XIV(14th) ANNUAL GENERAL MEETING



To,
 O. P. Chains Limited
 8/16 A, Seth Gali, Agra
 Uttar Pradesh-282003

Updation of Shareholder Information

I / We request you to record the following information against my / our Folio No.:

General Information:

Folio No.:	
Name of the first named Shareholder:	
PAN: *	
CIN / Registration No.: * (applicable to Corporate Shareholders)	
Tel No. with S ^T D Code:	
Mobile No.:	
Email Id:	

*Self attested copy of the document(s) enclosed

Bank Details:

IFSC: (11 digit)	
MICR: (9 digit)	
Bank A/c Type:	
Bank A/c No.: *	
Name of the Bank::	
Bank Branch Address:	



Directors' report to the Shareholders

The directors have pleasure in presenting the fourteenth annual report and the audited accounts for the year ended 31st March 2015.

1. COMPANY PERFORMANCE

During the year under review, the turnover of the Company is Rs. 258.35 Crores in comparison with the last years 259.17 Crores. The profit after tax of the company is Rs 19.39 Lacs Despite high inflationary and cost pressures throughout the year, company capitalized on every available opportunity and undertook strategic initiatives coupled with to exploit the full industry potential, besides making efforts towards cost reduction and improved efficiency which enable the company to grow reasonably well.

In Continuation of Its Efforts Towards Offering Innovative, More Effective And Value Added Products To The Consumers For Providing Them With Value For Money. Company Continued Providing Traditional And Modern Jewellery to The Consumers And Public At Large.

DIVIDEND

Your Directors have not recommended any dividend on equity shares for the year under review. As mentioned earlier, the directors are not recommending any dividend for the year under review.

TRANSFER TO RESERVES

The Company has transferred 28.37 Lacs to reserves for the year.

OPERATIONS AND BUSINESS PERFORMANCE

Kindly refer to Management Discussion and Analysis and Corporate Governance, which for part of this report.



CORPORATE GOVERNANCE

Company is committed to focus on good Corporate Governance in line with emerging Local and Global Standards. Company understands and respects its fiduciary role in the corporate world and besides adhering to the prescribed corporate practices, it voluntarily governs itself as per the highest standards of corporate governance. Strong governance practices has earned for it recognition and has strengthened its bond of trust not only with the stakeholders but with the society at large.

The compliance Report on Corporate Governance and a certificate from Auditors of the Company regarding compliance of the conditions of Corporate Governance, as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges, is attached as 'Annexure 1' and forms part of this report.

Certificate of the CEO/CFO, inter alia, confirming the correctness of the financial statements, compliance with Company's Code of Conduct, adequacy of the Internal Control measures and reporting of matters to the Audit Committee in terms of Clause 49 of the Listing Agreement with the Stock Exchanges, is attached in the corporate governance Report and forms part of this report.

DIRECTORS

As per Section 152 of the Companies Act, 2013 and Mr. Satish Kumar Goyal Director of the Company will retire by rotation at the Annual General Meeting, and being eligible, offer himself for re-appointment.

BOARD EVALUATION

The board of directors has carried out an annual evaluation of its own performance, Board committees and individual directors pursuant to the provisions of the Act and the corporate governance requirements as prescribed by Securities and Exchange Board of India ("SEBI") under Clause 49 of the Listing Agreements ("Clause 49").

The performance of the Board was evaluated by the Board after seeking inputs from all the directors on the basis of the criteria such as the Board composition and structure, effectiveness of board processes, information and functioning, etc.



The performance of the committees was evaluated by the board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc.

The Board and the Nomination and Remuneration Committee ("NRC") reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the Board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the Chairman was also evaluated on the key aspects of his role.

In a separate meeting of independent Directors, performance of non-independent directors, performance of the board as a whole and performance of the Chairman was evaluated, taking into account the views of executive directors and non-executive directors. The same was discussed in the board meeting that followed the meeting of the independent Directors, at which the performance of the Board, its committees and individual directors was also discussed.

Directors' Responsibility Statement

Pursuant to Section 134(5) of the Companies Act, 2013, the board of directors, to the best of their knowledge and ability, confirm that:-

- i. that in the preparation of annual accounts for the financial year ended 31st March 2015, the applicable Accounting Standards had been followed and that there were no material departures;
- ii. that the directors had selected such accounting policies and applied them consistently and made judgments and estimates that were reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for the year under review;
- iii. that the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities; and
- iv. that the directors had prepared the accounts for the financial year ended 31st March 2015 on a "going concern basis."

Statutory Auditors

Pursuant to the provisions of section 139 of the companies act 2013 and rules framed thereunder M/s BPN & Company, Chartered Accountants, who were appointed as statutory auditors of the Company, from the conclusion of the last annual general meeting held on Monday 30th August 2014 till the conclusion of this annual general meeting, subject to ratification of their appointment at every AGM.



O. P. CHAINS LIMITED
XIV(14th) ANNUAL GENERAL MEETING

The Company has obtained necessary certificate under Section 141 of the Act 2013 from the auditor conveying their eligibility for the above appointment. The audit committee and board reviewed their eligibility criteria, as laid down under Section 141 of the Act 2013 and recommended their appointment as auditors for the aforesaid period.

SECRETARIAL AUDITORS

As required under Section 204 of the Act 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, the Company is required to appoint a Secretarial Auditor for auditing the secretarial and related records of the Company and to provide a report in this regard for this Purpose M/s N.K. Rastogi & Associates was appointed as the secretarial auditor of the company.

CORPORATE GOVERNANCE

Company is committed to focus on good Corporate Governance in line with emerging Local and Global Standards. Company understands and respects its fiduciary role in the corporate world and besides adhering to the prescribed corporate practices, it voluntarily governs itself as per the highest standards of corporate governance. Strong governance practices has earned for it recognition and has strengthened its bond of trust not only with the stakeholders but with the society at large.

The compliance Report on Corporate Governance and a certificate from Auditors of the Company regarding compliance of the conditions of Corporate Governance, as stipulated under Clause 49 of the Listing Agreement with the Stock Exchanges, is attached as 'Annexure 1' and forms part of this report.

Certificate of the CEO/CFO, inter alia, confirming the correctness of the financial statements, compliance with Company's Code of Conduct, adequacy of the Internal Control measures and reporting of matters to the Audit Committee in terms of Clause 49 of the Listing Agreement with the Stock Exchanges, is attached in the corporate governance Report and forms part of this report.

RISK MANAGEMENT

The Board of the Company has evaluated a risk management and monitor the risk management plan for the Company. The audit committee has additional oversight in the area of financial risks and controls. Major risks identified by the businesses and functions are systematically addressed through mitigating actions on a continuing basis.



The development and implementation of risk management policy has been covered in the management discussion and analysis, which forms part of this report.

INTERNAL CONTROL SYSTEM

The Company has a well placed, proper and adequate internal control system, which ensures that all assets are safeguarded and protected and that the transactions are authorised, recorded

and reported correctly. The Company's internal control system comprises audit and compliance by in-house Internal Audit Division, supplemented by internal audit checks. The Company has also appointed an internal auditors to monitor the internal control system. M/s Ambika Prasad Sharma has been appointed as internal auditors of the company.

Independence of the audit and compliance is ensured by direct reporting of Internal Audit Division to the Audit Committee of the Board.

FIXED DEPOSITS

During the year under review, the Company has not accepted any fixed deposits from the public, and as on March 31, 2015 the Company had no unclaimed deposits or interest thereon due to any depositor.

NATURE OF BUSINESS

There has been no change in the nature of business of the Company during the year.

PARTICULARS OF EMPLOYEES

In terms of the provisions of section 217(2A) of the Companies Act, 1956 read with Companies (Particulars of Employees) Rules, 1975, there is no employee drawing remuneration above the limits set under section 217(2A) of the Companies Act, 1956.



ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO.

Information regarding Energy Conservation, Technology absorption and Foreign Exchange earnings and outgo as per Section 217(i)(e) of the Companies Act, 1956 read with the companies (Disclosure of Particulars in the report of Board of Direction) Rule 1988, are given under:

(a) Energy Conservation

Energy consumed during the year does not constitute a significant amount Foreign Exchange Earnings and Out Go

Export Sales of Rs. Nil/-

Out Go .NIL

OPERATIONS REVIEW

For detailed operational review kindly refer to Management Discussion and Analysis and the Report on Corporate Governance, which forms part of this Annual Report.

MANAGEMENT DISCUSSION AND ANALYSIS

The Management Discussion and Analysis of financial condition including the result of operations of the Company for the year under review, as required under clause 49 of the listing agreement with the stock exchanges, is given as a separate statement in Annual Report.

INDUSTRIAL RELATIONS

The Company maintained healthy, cordial and harmonious industrial relations at all levels. The enthusiasm and unstinting efforts of employees have enabled the Company to maintain efficiency in the industry. It has taken various steps to improve productivity across organization.

ACKNOWLEDGMENT

We thank our customers, vendors, investors and bankers for their continued support during the year. We place on record our appreciation of the contribution made by the

O. P. CHAINS LIMITED
 XIV(14th) ANNUAL GENERAL MEETING



employees at all levels. Our consistent growth was made possible by their hard work, solidarity, co-operation, and support.

We thank the Government of India, Ministry of Commerce & Industry, Ministry of Corporate Affairs, Ministry of Finance, Department of Economic Affairs, Customs & Excise Departments, Income Tax Department, Reserve Bank of India, BSE, NSE, NSDL, CDSL and various bankers, various State Governments and other Government Agencies for their support, and look forward to their continued support in the future.

PLACE: Agra

DATE: 29-08-2015

For and on behalf of the Board

O. P. Chains Limited

Om Prakash Agarwal
 (Om Prakash Agarwal)
 Managing Director

Name of Director	Category	Designation
Mr. Om Prakash Agarwal	Executive Director	Whole Time Director
Mr. Ashok Kumar Goyal	Partner & Executive	Managing Director
Mr. Jagan Kumar Goyal	Executive Director	Whole Time Director
Mr. Ashok Sharma	Non-Executive Director	Independent Director
Mr. Rajesh Kumar Gupta	Non-Executive Director	Independent Director
Mr. Anand Kumar	Non-Executive Director	Independent Director



REPORT ON CORPORATE GOVERNANCE

Corporate governance refers broadly to the rules, processes, or laws by which businesses are operated, regulated, and controlled. A well-defined and enforced corporate governance provides a structure that works for the benefit of everyone concerned by ensuring that the enterprise adheres to accepted ethical standards and best practices as well as to formal laws.

O.P. Chains Limited is committed to run its business in a legal, ethical and transparent manner with dedication that originates from the very top and permeate throughout the organization. Besides adhering to the prescribed corporate practices as per clause 49 of the Listing Agreement, it voluntarily governs itself as per highest ethical and responsible standard of business. This chapter, along with the chapters on Management Discussion and Analysis, reports Company's compliance with Clause 49 of Listing Agreement.

O.P. Chains Limited Ltd believes in managing business ethically and in a transparent manner with the profit objective balanced by long term value equitably for all stakeholders. Stakeholders would include everyone ranging from the board of directors, management, shareholders to customers, employees and society at large.

The composition and the category of Directors on the Board of the Company as on March 31, 2015 were as under:

Name of Director	Category	Designation
Mr. Om Prakash Agarwal	Executive Director	Whole Time Director
Mr. Ashok Kumar Goyal	Promoter & Executive	Managing Director
Mr. Satish Kumar Goyal	Executive Director	Whole time director
Mrs. Astha Sharma	Non-Executive Director	Independent Director
Mr. Rajesh Kumar Gupta	Non-Executive Director	Independent Director
Mr. Amol Doneria	Non-Executive Director	Independent Director



COMPANY'S PHILOSOPHY ON CODE ON CORPORATE GOVERNANCE

Company's philosophy is to constantly achieve business excellence and optimize long term value through ethical business conduct. Being a value driven organization the Company envisages attainment of the highest level of transparency, accountability and equity in all facets of its operations including everyone it works with.

The corporate governance structure in the Company ensures that its Board of Directors is well informed and well equipped to fulfill its overall responsibility by way of providing strategic direction to the senior management, employees, etc. which is needed to meet the aspirations of all stakeholders, including societal expectations. It's initiatives towards adhering to highest standards of governance include: professionalization of the Board; fair and transparent processes and reporting systems; and going beyond the mandated Corporate Governance Code requirements of SEBI. Being a value driven organization the Company envisages attainment of the highest level of transparency, accountability and equity in all facets of its operations including everyone it works with, the community it is in touch with and the environment it has an impact on.

Board Of Directors

I. Composition & Category

The Board of the Company at present consists of Six Directors. Besides Chairman who is an Executive Promoter Director, Two Executive promoter Directors and three non executive directors. The composition of the Board is in conformity with Clause 49 of the Listing Agreement, laying down an optimum combination of Executive and Non-Executive Directors, with not less than 50 per cent of the Board comprising of Non-Executive Directors, and at least one-half comprising of Independent Directors for a Board chaired by Executive Promoter Director.



II. Number of Board Meetings held

The Company has held at least one meeting in every Three months and the maximum time gap between any two Board meetings was not more than four Months. None of the Directors of the Company was a member of more than ten committees or the Chairman of more than five committees across all the companies in which he is a Director.

Board Agenda

Meetings are governed by a structured agenda. All agenda items are backed by comprehensive background information to enable the Board to take informed decisions. The Board Members are presented in advance with the detailed agenda in respect of all Board meetings.

Availability of information to Board members

The Board has unfettered and complete access to any information within the Company, and to any of our employees.

At Board meetings, managers who can provide additional insights into the items being discussed are invited. Regular updates provided to the Board include:

- Annual operating plans and budgets, capital budgets and updates.
- Quarterly results of our operating divisions or business segments.
- Minutes of meetings of all Committee of Board as well as circular resolutions passed during the two Board Meeting.
- The Board minutes of the subsidiary companies
- General notices of interest received from directors
- Dividend data
- Information on recruitment and remuneration of senior officers just below the Board level, including appointment or removal of the CFO and Company Secretary.
- Materially important litigations, show cause, demand, prosecution and penalty notices
- Fatal or serious accidents, dangerous occurrences, and material effluent or pollution problems
- Any materially relevant defaults in financial obligations to and by us.
- Any issue that involves possible public or product liability claims of a substantial nature
- Details of joint ventures, acquisitions of companies or collaboration agreements



- Transactions that involve substantial payments toward goodwill, brand equity or intellectual property
- Any significant development on the human resources aspect
- Sale of material nature of investments, subsidiaries and assets, which are not in the normal course of business
- Details of foreign exchange exposure and the steps taken by the Management to limit risks of adverse exchange rate movement
- Non-compliance of any regulatory, statutory or listing requirements, as well as shareholder services such as nonpayment of dividend and delays in share transfer

During the year ended 31st March 2015, 14 meetings of Board of Directors were held i.e on 02-06-2014, 27-06-2014, 30-07-2014, 04-08-2014, 30-09-2014, 25-10-2014, 17-11-2014, 20-11-2014, 22-11-2014, 22-12-2014, 02-01-2015, 20-02-2015, 11-03-2015 18-03-2015 as against the minimum requirement of four meetings. The attendance is as follows:

<u>Name of the Directors</u>	<u>Category</u>	<u>Attendance</u>	
		No of BM	Last AGM
Mr. Om Prakash Agarwal	ED	14	Yes
Mr. Ashok Kumar Goyal	MD	14	Yes
Mr. Satish Kumar Goyal	ED	14	Yes
Mr. Rajesh Kumar Gupta	NED	08	No
Mrs. Astha Sharma	NED	08	No
Mr. Amol Doneria	NED	08	No

** CMD- Chairman cum Managing Director; ED—Executive Director, NED - Non-Executive Director, ID - Independent Non-Executive Director

Shareholding of Non Executive Directors

<u>Name of the Directors</u>	<u>Category</u>	<u>No. of Shares held</u>
Mr. Satish Kumar Goyal	ED	870400
Mr. Om Prakash Agarwal	MD	908100
Mr. Ashok Kumar Goyal	ED	870400
Mr. Rajesh Kumar Gupta	NED	0
Mrs. Astha Sharma	NED	0
Mr. Amol Doneria	NED	0



III. Role of Board Members

Company has laid down a clear policy defining the structure and role of Board members. The policy of the Company is to have an optimum combination of executive and non executive promoter/ independent Directors. There is clear demarcation of responsibility and authority amongst them.

IV. Code Of Conduct

Commitment to ethical professional conduct is a must for every employee, including Board members and senior management. The Code is intended to serve as a basis for ethical decision-making in conduct of professional work. The Code of Conduct enjoins that each individual in the organization must know and respect existing laws, accept and provide appropriate professional views, and be upright in his conduct and observe corporate discipline. All Board members and senior management personnel affirm compliance with the Code of Conduct annually. A declaration signed by the Chief Executive Officer (CEO) to this effect is enclosed at the end of this report.

V. Board Membership Criteria

The selection of Board members is based on appropriate characteristics, skills and experience. The skill profile of Independent Board members is driven by the key performance indicators defined by the Board, broadly based on:

- Independent Corporate Governance
- Enhancing Shareholders' Value
- Monitoring Performance and Development
- Legal Compliances

VI. Remuneration paid to Directors (Rs.)

Name of Director	Sitting Fees	Salary & Perquisites	Total
Satish Kumar Goyal	0	12,00,000/-	12,00,000/-
Ashok Kumar Goyal	0	12,00,000/-	12,00,000/-
Om Prakash Agarwal	0	12,00,000/-	12,00,000



VII. Information Supplied to the Board

The Board has complete access to all information with the Company. All Board meetings are governed by a structured agenda which is backed by comprehensive background information. The following information are regularly provided to the Board, as part of the agenda papers at least 2 weeks in advance of the Board meetings.

1. Detailed Business Review.
2. Annual and Quarterly financial results of the Company
3. Minutes of the meetings of the Audit Committee and other committees of the Board.
4. Information on recruitment and remuneration of senior officers just below the level of Board.
5. Materially important show cause, demand, prosecution notices and penalty notices.
6. Any material default in financial obligations to and by the Company.
7. Non-compliance of any regulatory, statutory or listing requirements

VIII. Committees of the Board

The Company has three Board Level Committees

- o Audit Committee
- o Stakeholders/ Investors Relationship Committee
- o Remuneration Committee

I. Audit Committee

The Audit Committee meets periodically to review reports of Statutory/ internal Auditors and discuss their findings and suggestions.

The committee comprises of Three Non Executive Directors i.e. Mr. Amol Doneria, Mr. Rajesh Gupta and Mr. Ashok Kumar Goyal(Whole time



director) The Audit Committee members have adequate financial and accounting knowledge. The Audit Committee met Four times on 31-05-2014, 30-07-2014, 25-10-2014, 20-02-2015 during the financial Year 2014-2015. All the members were present at the Audit Committee meetings.

The functions of the Audit Committee include the following;

1. Oversight 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.
2. Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the statutory auditor and the fixation of audit fees.
3. Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
4. Reviewing, with the management, the annual financial statements before submission to the board for approval, with particular reference to: Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of section 134 of the Companies Act, 2013.
 - o Changes, if any, in accounting policies and practices and reasons for the same
 - o Major accounting entries involving estimates based on the exercise of judgment by management
 - o Significant adjustments made in the financial statements arising out of audit findings
 - o Compliance with listing and other legal requirements relating to financial statements
 - o Disclosure of any related party transactions
 - o Qualifications in the draft audit report.
5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval and reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter.



6. Reviewing, with the management, performance of statutory and internal auditors, and adequacy of the internal control systems.
7. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
8. Discussion with internal auditors any significant findings and follow up there on.
9. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board.
10. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern.
11. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non payment of declared dividends) and creditors.
12. To review the functioning of the Whistle Blower mechanism, in case the same is existing.
- 12A. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience & background, etc. of the candidate.
13. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

The Audit Committee reviews the following information:

- o Management discussion and analysis of financial condition and results of operations;
- o Statement of significant related party transactions submitted by management;
- o Letters of internal control weaknesses issued by the statutory auditors;
- o Internal audit reports relating to internal control weaknesses; and
- o The appointment, removal and terms of remuneration of the Chief internal auditor.

O. P. CHAINS LIMITED
XIV(14th) ANNUAL GENERAL MEETING



The Composition and details of Attendance during the year are as given below:

Name	Designation	No of Meetings	
		Held	Attended
Mr. AmolDoneria	(Chairman)	4	4
Mr. Rajesh Gupta	(Member)	4	4
Mr. Ashok Kumar Goyal	(Member)	4	4

NED - Non-Executive Director, ID - Independent Non-Executive Director

ED- Executive Director

**Audit Committee Report for the year ended March 31, 2015**

To the Board of Directors,
O. P. Chains Limited

Two Third member of the Audit Committee is Independent Director, according to the definition laid down in Clause 49 of the Listing Agreement with the relevant stock exchanges.

The Management is responsible for the Company's internal controls and financial reporting process. The independent auditors are responsible for performing an independent audit of the Company's financial statements in accordance with the Indian GAAP and for issuing a report thereon. The Committee is responsible for overseeing the processes related to financial reporting and information dissemination.

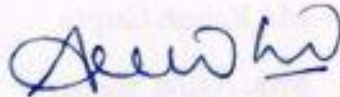
The Management presented to the Committee the Company's financial statements and also represented that the Company's financial statements had been drawn in accordance with the Indian GAAP.

Based on its review and discussions conducted with the Management and the independent auditors, the Audit Committee believes that the Company's financial statements are fairly presented in conformity with Indian GAAP in all material aspects.

The Committee has also reviewed Management Discussion and Analysis, Directors' Responsibility Statement, compliance relating to Financial Statements and draft Auditors' Report. The Committee also affirms that in compliance with the Whistle-Blower Policy no personnel had been denied access to the Audit Committee.

In conclusion, the Committee is sufficiently satisfied that it has complied with the responsibilities as outlined in the Audit Committee's responsibility statement.

Place : Agra
Date : 01-04-2015..


Amol Doneria
Chairman, Audit Committee



II. Stakeholder/ Investors Relationship Committee

Our Company has formed the stakeholder/ Investor Relationship Committee vide resolution passed in the meeting of board of directors dated August 04, 2014. The meetings were held on 30-09-2014, 27-11-2014, 20-02-2015. The constituted stakeholder/ Investor Relationship Committee comprises following the Chairman and members:

<i>Name</i>	<i>Designation</i>	<i>No of Meetings</i>	
		<i>Held</i>	<i>Attended</i>
Mr. Amol Doneria	Chairman	3	3
Mr. Rajesh Gupta	Member	3	3
Mr. Ashok Kumar Goyal	Member	3	3

III. Remuneration Committee

The Board of Directors of your company constituted the Remuneration Committee. Remuneration Committee should consist of at least three directors, all of whom should be non-executive directors, the Chairman of committee being an independent director. The role of Committee inter alia is to determine on behalf of the Board of Directors and on behalf of the Shareholders, the Company's policy on specific remuneration packages for Executive Directors. Two meetings were held during the Financial Year 2014-2015 on 31-05-2014, 25-10-2014, 20-02-2014. The Composition and details of attendance during the year are given below:

<i>Name</i>	<i>Designation</i>	<i>No. of Meetings</i>	
		<i>Held</i>	<i>Attended</i>
Mr. Rajesh Gupta	Chairman	3	3
Mrs. Astha Sharma	Member	3	3
Mr. Amol Doneria	Member	3	3



The terms of appointment and remuneration of the directors are in accordance with the terms and conditions specified in the agreements entered into by the Company with them.

Remuneration Policy

The remuneration paid to the Executive Directors of the Company is approved by the Board of Directors on the recommendations of the Remuneration Committee. The Company's remuneration strategy aims at attracting and retaining high calibre talent. The strategy is in consonance with the existing industry practice and is directed towards rewarding performance.

Disclosure Of Accounting Treatment In Preparation Of Financial Statements

Company has followed the guidelines of accounting standards laid down by the Institute of Chartered Accountants of India (ICAI) in preparation of its financial statements.

Details Of Non-Compliance By The Company

Company has complied with all the requirements of regulatory authorities.

Whistle-Blower Policy

The Company promotes ethical behavior in all its business activities and in line with the best international governance practices and has established a system through which employees and business associates may report unethical business practices at work place without fear of reprisal. The Company has set up a direct touch initiative, under which all employees / business associates have direct access to Mr. Amol Doneria 38/140 Moti Kunj, Lohamandi, Agra, 282002, Uttar Pradesh, India the Chairman of the Audit Committee. The Whistle-Blower Protection Policy aims to:



- Allow and encourage employees and business associates to bring to the Management notice concerns about unethical behavior, malpractice, wrongful conduct, actual or suspected fraud or violation of policies.
- Ensure timely and consistent organizational response.
- Build and strengthen a culture of transparency and trust.

The Audit Committee periodically reviews the existence and functioning of the mechanism. It reviews the status of complaints received under this policy on a quarterly basis.

CEO/ CFO Certification

The CEO and CFO certification of the financial statements and the cash flow statement for the year is enclosed at the end of the report.

Risk Management

Company has established comprehensive risk assessment and minimization procedures, which are reviewed by the Board periodically. At every Board meeting, the risk register is reviewed by the Board, new risks are identified, the same are then assessed, controls are designed, put in place and enforced through the process owner, and a fixed timeline is set for achieving the same.

Legal Compliance Reporting:

The Board of Directors reviews in detail, on a quarterly basis, the reports of compliance to all applicable laws and regulations. Any non-compliance is seriously taken up by the Board, with fixation of accountability and reporting of steps taken for rectification of non-compliance.

Means of Communication with Shareholders

Board recognizes communication as a key element of the overall Corporate Governance framework, and therefore emphasizes on prompt, continuous, efficient and relevant communication. Financial Results are also available at Company's Web Site www.opchainslimited.com. The Company's website contains details for use of investors.

O. P. CHAINS LIMITED
XIV(14th) ANNUAL GENERAL MEETING



The half yearly and annual financial results are promptly and prominently displayed on the website. Annual Reports, Shareholding Pattern and other Corporate Communications made to the Stock Exchanges are also available on the website.

Annual Report containing Financial Statements, Directors' Report, Report on Corporate Governance, Auditors Report and other important information is circulated to the members and others entitled thereto for each financial year. It is sent electronically to shareholders whose email ids are with the Company. Members who have not yet provided their email ids to the Company / its Registrar, are requested to do the same at the earliest.

Investor Relations

There is a conscious effort towards effective dissemination of information to the shareholders to communicate the company's vision and mission. The growing requirements of transparency and corporate governance have made it indispensable for companies to communicate more effectively with shareholders. Communication is done on transparent grounds.

1	Chairman of the Board	Mr. S. S. Chavan	100%
2	Managing Director	Mr. S. S. Chavan	100%
3	Director	Mr. S. S. Chavan	100%
4	Director	Mr. S. S. Chavan	100%
5	Director	Mr. S. S. Chavan	100%
6	Director	Mr. S. S. Chavan	100%
7	Director	Mr. S. S. Chavan	100%
8	Director	Mr. S. S. Chavan	100%
9	Director	Mr. S. S. Chavan	100%
10	Director	Mr. S. S. Chavan	100%
11	Director	Mr. S. S. Chavan	100%
12	Director	Mr. S. S. Chavan	100%
13	Director	Mr. S. S. Chavan	100%
14	Director	Mr. S. S. Chavan	100%
15	Director	Mr. S. S. Chavan	100%
16	Director	Mr. S. S. Chavan	100%
17	Director	Mr. S. S. Chavan	100%
18	Director	Mr. S. S. Chavan	100%
19	Director	Mr. S. S. Chavan	100%
20	Director	Mr. S. S. Chavan	100%
21	Director	Mr. S. S. Chavan	100%
22	Director	Mr. S. S. Chavan	100%
23	Director	Mr. S. S. Chavan	100%
24	Director	Mr. S. S. Chavan	100%
25	Director	Mr. S. S. Chavan	100%
26	Director	Mr. S. S. Chavan	100%
27	Director	Mr. S. S. Chavan	100%
28	Director	Mr. S. S. Chavan	100%
29	Director	Mr. S. S. Chavan	100%
30	Director	Mr. S. S. Chavan	100%
31	Director	Mr. S. S. Chavan	100%
32	Director	Mr. S. S. Chavan	100%
33	Director	Mr. S. S. Chavan	100%
34	Director	Mr. S. S. Chavan	100%
35	Director	Mr. S. S. Chavan	100%
36	Director	Mr. S. S. Chavan	100%
37	Director	Mr. S. S. Chavan	100%
38	Director	Mr. S. S. Chavan	100%
39	Director	Mr. S. S. Chavan	100%
40	Director	Mr. S. S. Chavan	100%
41	Director	Mr. S. S. Chavan	100%
42	Director	Mr. S. S. Chavan	100%
43	Director	Mr. S. S. Chavan	100%
44	Director	Mr. S. S. Chavan	100%
45	Director	Mr. S. S. Chavan	100%
46	Director	Mr. S. S. Chavan	100%
47	Director	Mr. S. S. Chavan	100%
48	Director	Mr. S. S. Chavan	100%
49	Director	Mr. S. S. Chavan	100%
50	Director	Mr. S. S. Chavan	100%



Quarterly Compliance Report on Corporate Governance under Clause 49 of the Listing Agreement

Name of the Company: O.P. Chains Limited
Quarter ending on: 30th June, 2015

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
I Board of Directors	49 I		
(A) Composition of Board	49(IA)	Yes	Our Board of Directors consists of 6 directors of which 3 are Non-Executive & Independent Directors
(B) Non-executive Directors' Compensation & Disclosures	49 (IB)	Yes	Only sitting fee is being paid to the Non-Executive Independent Directors. The required disclosures shall be made in the Annual Report.
(C) Other Provisions as to Board and Committees	49 (IC)	Yes	Details will be furnished in the Annual Report
D) Code of Conduct	(49 (ID)	Yes	Details will be furnished in the Annual Report
II. Audit Committee	49 (II)		
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	Chairman of the Audit Committee is an Independent Director.
(B) Meeting of Audit Committee		Yes	Details will be furnished in the Annual Report
(C) Powers of Audit Committee 49 (IIC)	49 (IIB)	Yes	Details will be furnished in the Annual Report
(D) Role of Audit Committee	49 II(D)	Yes	Details will be furnished in the Annual Report
(E) Review of Information by Audit Committee	49 (IIE)	Yes	Details will be furnished in the Annual Report
III. Subsidiary Companies	49 (III)	N.A	
IV. Disclosures	49 (IV)		
(A) Basis of Related Party Transactions	49 (IV A)	Yes	Details will be furnished in the Annual Report
(B) Disclosure of Accounting Treatment	49 (IV B)	N.A	Details will be furnished in the Annual Report
(C) Board Disclosures	49 (IV C)	Yes	Details will be furnished in the Annual Report
(D) Proceeds from Public Issues, Rights Issues, Preferential Issues etc.	49 (IV D)	N.A	
(E) Remuneration of Directors	49 (IV E)	N.A	Will be complied with at AGM

O. P. CHAINS LIMITED
XIV(14th) ANNUAL GENERAL MEETING



			'2015'
(F) Management	49 (IV F)	N.A	Will be complied with at AGM '2015'
(G) Shareholders	49 (IV G)	N.A	Will be complied with at AGM '2015'
V.CEO/CFO Certification	49 (V)	Yes	Will be complied with at AGM '2015'
VI. Report on Corporate Governance	49 (VI)	N.A	Will be complied with at AGM '2015'
VII. Compliance	49 (VII)	N.A	Will be complied with at AGM '2015'

Date: 06/07/2015

FOR O.P. Chains Limited

Swapnla Gupta
Company Secretary &
Compliance Officer



O. P. CHAINS LIMITED
XIV(14th) ANNUAL GENERAL MEETING

Dematerialization Of Shares:

For convenience of shareholders, the process of getting the shares dematerialized is given hereunder:

- a. Demat Account should be opened with a Depository Participant (DP).
- b. Shareholders should submit the Dematerialization Request Form (DRF) along with share certificates in original, to their DP.
- c. DP will process the DRF and will generate a Dematerialization Request Number (DRN).
- d. DP will submit the DRF and original share certificates to the Registrar and Transfer Agents (RTA)
- e. RTA will process the DRF and confirm or reject the request to DP/ Depositories.
- f. Upon confirmation of request, the shareholder will get credit of the equivalent number of shares in his Demat Account maintained with the DP.

Reconciliation Of Share Capital Audit

An independent firm of Practicing Company Secretary, carries out the Reconciliation of Share Capital Audit as mandated by SEBI, and reports on the reconciliation of total issued and listed Capital with that of total share capital admitted / held in dematerialized form with NSDL and those held in physical form. This audit is carried out on quarterly basis and the report thereof is submitted to the Stock Exchanges, where the Company's shares are listed and is also placed before the Shareholders and Investors Grievances Committee of the Board and is available on company website www.opchainslimited.com.

Share Transfer System & Transfer Agent

Your Company has appointed M/s Bigshare Services Private Limited as its Registrar & Share Transfer Agent w.e.f. 27th of January 2014. Shareholder/ Investors are requested to forward Share Transfer Documents and other related correspondence directly to M/s



Bigshare Services Private Limited at their address at E/2, Ansa Industrial Estate, Saki vihar road Saki naka, Andheri(E), Mumbai 400072

Details Of Last Three Annual General Meetings

General body meetings

i. General meeting

a. Annual general meeting:

Meeting	Year	Venue of AGM	Date	Time
11 th AGM	2011-12	8/16, Seth Gali, Agra- 282003	29.09.12	11:00 A.M
12 th AGM	2012-13	8/16, Seth Gali, Agra- 282003	30.09.13	11:15 A.M
13 th AGM	2013-14	8/16, Seth Gali, Agra- 282003	29.08.2014	11:00 A.M

b. Extraordinary general meeting:

i. Extraordinary general meeting of the members was held on 30-06-2014 during the year 2014-15.

ii. Special resolutions:

No special resolution was passed by the Company in any of its previous three AGMs.

iii. Details of special resolution passed through postal ballot, the persons who conducted the postal ballot exercise and details of the voting pattern.

During the year under review, no special resolution has been passed through the exercise of postal ballot.

None of the items to be transacted at the ensuing meeting is required to be passed by postal ballot .

**VIII. General shareholder information****i. Annual General Meeting:**

Date&Time : 29 September, 2015 at 11.00 a.m.

Venue : Temptation B-87, Central Bank Road
Kamla Nagar Agra

As required under Clause 49(VIII)(E)(1) of the Listing Agreements entered into with the stock exchanges, particulars of directors seeking appointment / re-appointment at the forthcoming AGM are given in the Annexure to the notice of the AGM to be held on September 29, 2015.

ii. Financial Year :The financial year of the Company is from April 1 to March 31

AGM :29th September,2015

Dividend payment :N/A

iii. Dates of Book Closure

Our register of members and share transfer books will remain closed from Thursday, 24-09-2015 to Tuesday, 29-09-2015 (both days inclusive)

Listing Fees as applicable have been paid.

vi. Corporate Identification Number (CIN)

The Corporate Identification Number (CIN) allotted by Ministry of Corporate Affairs, Government of India is U27205UP2001OLC026372 and Company registration number is 026372. The Company is registered in the state of Uttar Pradesh with Registrar of Companies, Uttar Pradesh and Uttarakhand.

O. P. CHAINS LIMITED
XIV(14th) ANNUAL GENERAL MEETING



Distribution of Shareholding (as on March 31, 2015)

On the Basis of Shares held

No. of Equity Shares Held (Range)	No. of Shareholders	% to Total Shareholders	No. of shares Held	% to total Shares held
Upto 5000	4	50%	7000	0.14
5001-10000	Nil	Nil	Nil	Nil
10001-20000	Nil	Nil	Nil	Nil
20001-30000	Nil	Nil	Nil	Nil
30001-40000	Nil	Nil	Nil	Nil
40001-50000	Nil	Nil	Nil	Nil
50001-100000	Nil	Nil	Nil	Nil
Above100000	4	50%	4993000	99.86
TOTAL	8	100	50,00,000	100

On the basis of Category

Category	No. of Shares Held	% to Total shares
Promoter Holding	2655100	53.10
Private Corporate Bodies	2344900	46.90
Indian Public	nil	nil
Total	5000000	100

LISTING ON STOCK EXCHANGES AT:

- (a) SME Platform Of Bombay Stock Exchange Limited
25th Floor, P.J.Tower, Dalal Street, Mumbai-

Address For Correspondence

1. For Transfer or any other query relating to Shares of the Company:
Bigshare Services private Limited E/2, Ansa Industrial Estate,



O. P. CHAINS LIMITED
XIV(14th) ANNUAL GENERAL MEETING

Saki Naka, Andheri (E), Mumbai.

2. Any Query on Annual Report
8/16 A Seth Gali Agra Uttar Pradesh- 282003

Compliance With Secretarial Standards

The Institute of Company Secretaries of India, a statutory body, has issued Secretarial Standards on various aspects of corporate law and practices. Though these standards are recommendatory in nature, the Company has voluntarily complied with each one of them.

Certification By Chief Executive Officer And Chief Financial Officer Of The Company

We, Om Prakash Agarwal, Chief Executive Officer and Ashok Kumar, Chief Financial Officer, of O.P.Chains Limited, to the best of our knowledge and belief certify that:

1. We have reviewed the Balance Sheet and Profit and Loss Account of the Company for the year ended 31st March, 2015 and its entire schedule and notes on accounts, as well as the Cash Flow Statement.
2. To the best of our knowledge and information:
 - a. These statements do not contain any materially untrue statement or omit to state a material fact or contains statement that might be misleading;
 - b. These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
3. We also certify, that based on our knowledge and the information provided to us, there are no transactions entered into by the company, which are fraudulent, illegal or violate the company's code of conduct.
4. The company's other certifying officers and we are responsible for establishing and maintaining internal controls for financial reporting and procedures for the

O. P. CHAINS LIMITED
XIV(14th) ANNUAL GENERAL MEETING



Company, and we have evaluated the effectiveness of the Company's internal controls and procedures.

5. The Company have disclosed, based on our most recent evaluation, wherever applicable, to the Company's auditors and to the Audit Committee of the Company, the following:
- a. All significant deficiencies in the design or operation of internal controls, which we are aware and have taken steps to rectify these deficiencies;
 - b. Significant changes in internal control during the year;
 - c. Any fraud, which we have become aware of and that involves Management or other employees who have a significant role in the Company's internal control systems;

Place: Agra
Date: 29-08-2015.

Om Prakash Agarwal
CEO
O. P. Chains Ltd

Ashok Kumar
CFO
O. P. Chains Ltd

CERTIFICATION BY CHIEF EXECUTIVE OFFICER OF THE COMPANY

I declare that all board members and senior management have affirmed compliance with the Code of Conduct for the Current Financial Year Ended March 2015.

Place: Agra
Date: 29-08-2015.

For O. P. Chains Limited
Om Prakash Agarwal



O. P. CHAINS LIMITED
XIV(14th) ANNUAL GENERAL MEETING

	Trusts									
i	Foreign Companies									
iii	Clearing Members / Clearing House									
	Sub-total (B) (2)	2344900	Nil	2344900	46.90	2344900	Nil	2344900	46.90	Nil
	Total Public Shareholding (B) = (B)(1)+(B)(2)	2344900	Nil	2344900	46.90	2344900	Nil	2344900	46.90	Nil
	TOTAL (A)+(B)	5000000	Nil	5000000	100	5000000	Nil	5000000	100	Nil

O. P. CHAINS LIMITED
XIV(14th) ANNUAL GENERAL MEETING



ii. Shareholding of Promoters

Sr. No	Shareholder's Name	Shareholding at the beginning of the year 01.04.2014			Shareholding at the end of the year 31.03.2015			% Change during the year
		No. of Shares	% of total year Shares of the company	% of Shares Pledged/encumbered to total shares	No. of Shares	% of total year Shares of the company	% of Shares Pledged/encumbered To total shares	
1.	Mr. Ashok Kumar Goyal	870000	17.4	nil	870000	17.4	Nil	
2.	Mr. Satish Kumar Goyal	870000	17.4	nil	870000	17.4	Nil	
3.	Mr. Om Prakash Agarwal	908100	18.16	nil	908100	18.16	Nil	
4.	Mrs. Kusum Agarwal	4000	0.08	nil	4000	0.08	Nil	
5.	Mr. Kailash Chand	1000	0.02	nil	1000	0.02	Nil	
6.	Mrs. Heera Devi	1000	0.02	nil	1000	0.02	Nil	
7.	Mr. Moon Goyal	1000	0.02	nil	1000	0.02	Nil	
8.	M/s. RajaRam Softwares Solutions Pvt ltd	2344900	46.90	nil	2344900	46.90	Nil	
	TOTAL	5000000	100	nil	5000000	100	Nil	

O. P. CHAINS LIMITED
XIV(14th) ANNUAL GENERAL MEETING



FORM No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2015
(Pursuant to Section 204 (1) of the Companies Act, 2013 and rule No.9 of the
Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014)

To,
The Members,
O.P.CHAINS LIMITED

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by O. P. CHAINS 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 O. P. Chains Limited's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the company, its officers, agents and authorised representatives during the conduct of secretarial audit and as per the explanations given to us and the representations made by the Management, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2015 generally 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 made available to us and maintained by O. P. CHAINS LIMITED for the financial year ended on 31st March, 2015 according to the applicable provisions of:

- i. The Companies Act, 1956 and the Companies Act, 2013 ('the Act') and the rules made there under, as applicable;
- ii. The Securities Contract (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- 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 Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; and
- vi. Other laws applicable to the Company as per the representations made by the Management.



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

- i. Secretarial Standards of The Institute of Company Secretaries of India with respect to board and general meetings are yet to be specified under the Act by the Institute.
- ii. The Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited.

During the period under review and as per the explanations and clarifications given to us and the representations made by the Management, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, etc. mentioned above. However, the Company has an unspent amount during the year in the amount to be spent towards Corporate Social Responsibility.

We further report that:

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

Adequate notice was given to all Directors at least seven days in advance to schedule the Board Meetings. Agenda and detailed notes on agenda were sent in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting. Decisions at the Board Meetings, as represented by the management, were taken unanimously.

We further report that as per the explanations given to us and the representations made by the Management and relied upon by us 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.

N.K. RASTOGI & ASSOCIATES
COMPANY SECRETARIES
FLAT NO FF2, 9/2/19, VAISHALI
GHAZIABAD
M.No.:F3685
C.P No.-3785



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

'Annexure A'

To,
The Members,
O.P.CHAINS LIMITED

Our report of even date is to be read along with this letter.

1. Maintenance of Secretarial record 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 process 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 process 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 procedure 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.

N.K. RASTOGI & ASSOCIATES
COMPANY SECRETARIES
FLAT NO FF2, 9/2/19, VAISHALI
GHAZIABAD
M.No.:F3685
C.P No.-3785

O. P. CHAINS LIMITED
XIV(14th) ANNUAL GENERAL MEETING



Form No. MGT-9

EXTRACT OF ANNUAL RETURN

as on the financial year ended on March 31, 2015

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

I. REGISTRATION AND OTHER DETAILS:

- i. CIN-U27205UP2001PLC026372
- ii. Registration Date: December 04, 2001
- iii. Name of the Company: O.P.CHAINS LIMITED
- iv. Category / Sub-Category of the Company: Company Limited by shares / Indian Non-Government Company
- v. Address of the Registered office and contact details: 8/16 A SETH GALI AGRA UTTAR PRADESH-282003
Ph: 0562-3059117, Fax: 0562-4044990
E-mail: info@opchainsltd.com.
www.opchainsltd.com
- vi. Whether listed company: Yes
- vii. Name, Address and Contact details of Registrar and Transfer Agent, if any
Bigshare Services private Limited
E/2, Ansa Industrial Estate, Saki Naka, Andheri (E) Mumbai

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.	Trading of Precious and Non Precious Metals	241	100

O. P. CHAINS LIMITED
XIV(14th) ANNUAL GENERAL MEETING



AUDITOR'S REPORT ON CORPORATE GOVERNANCE

To,
The Members of
O.P. CHAINS Limited

We have examined the compliance of conditions of Corporate Governance by O.P. CHAINS Limited for the year ended 31st March 2015, as stipulated in clause 49 of the Listing Agreement of the said Company with the Stock Exchanges in India.

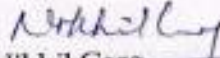
The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examinations was limited to procedures and implementations thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance as stipulated in the said clause. It is neither 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 Clause 49 of the above mentioned Listing Agreement.

We 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.

Place : Agra
Date : 29/08/2015

For BPN& Company
Chartered Accountants


Nikhil Garg

Partner

M. No. 407004



Auditors Report, Balance Sheet, Profit & Loss A/c, schedules

Independent Auditor's Report

To the Members of M/s O. P. Chains Limited

Report on the Financial Statements

We have audited the accompanying financial statements of M/s O. P. Chains Limited. ("the Company"), which comprise the Balance Sheet as at March 31, 2015 and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

Management is responsible for 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 Standards referred to in section 133 of the Companies Act, 2013 ("the Act"). This responsibility includes the design, implementation and maintenance of internal control 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 conducted our audit in accordance with the Standards on Auditing issued by the Institute of Chartered Accountants of India. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

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



Opinion

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

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

Report on Other Legal and Regulatory Requirements

1. 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 paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by section 143(3) of the Act, we report that:
 - a) We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books
 - c) In our opinion, all the information and explanations with regard to branch, which to the best of our knowledge and belief were necessary for the purpose of our audit have been obtained by us. There is no other Branch Auditor appointed by the Company.
 - d) The Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - e) In our opinion, the Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement comply with the Accounting Standards referred to in section 133 of the Companies Act, 2013;
 - f) In our opinion, there are no observations or comments on financial transactions or matters which have any adverse effect on the functioning of the Company.
 - g) On the basis of written representations received from the directors as on March 31, 2015, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2015, from being appointed as a director in terms of sub-section (2) of section 164 of the Companies Act, 2013.

O. P. CHAINS LIMITED
XIV(14th) ANNUAL GENERAL MEETING



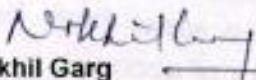
- h) In our opinion, there are no qualification, reservation or adverse remark relating to the maintenance of accounts and other matters connected therewith.

In our opinion and according to the information and explanations given to us, there is generally an adequate internal control procedure by the management, commensurate with the size of the company and the nature of its business, for the purchase of inventories & fixed assets and payment for expenses & for sale of goods. During the course of our audit, no major instance of continuing failure to correct any weaknesses in the internal controls has been noticed. That the Company has appointed Internal Auditor.

For BPN & Company

Chartered Accountants

FRN: 013887C



Nikhil Garg

(Partner)

Place: Agra

Date: 14.05.2015

Membership No. 407004



O. P. CHAINS LIMITED
XIV(14th) ANNUAL GENERAL MEETING

The Annexure referred to in paragraph 1 of Our Report on Other Legal and Regulatory Requirements.

We report that:

S. No.	Particulars	Auditors Remark
(i)	(a) whether the company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets;	YES
	(b) whether these fixed assets have been physically verified by the management at reasonable intervals; whether any material discrepancies were noticed on such verification and if so, whether the same have been properly dealt with in the books of account;	YES
(ii)	(a) whether physical verification of inventory has been conducted at reasonable intervals by the management;	YES
	(b) are the procedures of physical verification of inventory followed by the management reasonable and adequate in relation to the size of the company and the nature of its business. If not, the inadequacies in such procedures should be reported;	YES
	(c) whether the company is maintaining proper records of inventory and whether any material discrepancies were noticed on physical verification and if so, whether the same have been properly dealt with in the books of account;	YES



(iii)	(iii) whether the company has granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act. If so,	NO
	(a) whether receipt of the principal amount and interest are also regular; and	N.A.
	(b) if overdue amount is more than rupees one lakh, whether reasonable steps have been taken by the company for recovery of the principal and interest;	N.A.
(iv)	is there an adequate internal control system commensurate with the size of the company and the nature of its business, for the purchase of inventory and fixed assets and for the sale of goods and services. Whether there is a continuing failure to correct major weaknesses in internal control system.	That the Company has appointed Internal Auditor
(v)	in case the company has accepted deposits, whether the directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act and the rules framed there under, where applicable, have been complied with? If not, the nature of contraventions should be stated; If an order has been passed by Company Law Board or National Company Law Tribunal or Reserve Bank of India or any court or any other tribunal, whether the same has been complied with or not?	N.A.
(vi)	where maintenance of cost records has been specified by the Central Government under sub-section (1) of section 148 of the Companies Act, whether such accounts and records have been made and maintained;	N.A.



(vii)	(a) is the company regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues with the appropriate authorities and if not, the extent of the arrears of outstanding statutory dues as at the last day of the financial year concerned for a period of more than six months from the date they became payable, shall be indicated by the auditor.	YES
	(b) in case dues of income tax or sales tax or wealth tax or service tax or duty of customs or duty of excise or value added tax or cess have not been deposited on account of any dispute, then the amounts involved and the forum where dispute is pending shall be mentioned. (A mere representation to the concerned Department shall not constitute a dispute).	No such dues
	(c) whether the amount required to be transferred to investor education and protection fund in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and rules made there under has been transferred to such fund within time.	No such amount required to be transferred
(viii)	whether in case of a company which has been registered for a period not less than five years, its accumulated losses at the end of the financial year are not less than fifty per cent of its net worth and whether it has incurred cash losses in such financial year and in the immediately preceding financial year;	NO
(ix)	whether the company has defaulted in repayment of dues to a financial institution or bank or debenture holders? If yes, the period and amount	NO



O. P. CHAINS LIMITED
XIV(14th) ANNUAL GENERAL MEETING

	of default to be reported;	
(x)	whether the company has given any guarantee for loans taken by others from bank or financial institutions, the terms and conditions whereof are prejudicial to the interest of the company;	NO
(xi)	whether term loans were applied for the purpose for which the loans were obtained;	YES
(xii)	whether any fraud on or by the company has been noticed or reported during the year; If yes, the nature and the amount involved is to be indicated.	NO

For BPN & Company

Chartered Accountants

FRN: 013887C

Nikhil Garg 

(Partner)

Membership No. 407004

Place: Agra

Date: 14.05.2015

O. P. CHAINS LIMITED

XIV(14th) ANNUAL GENERAL MEETING



O.P. CHAINS LIMITED
B/16 A SETH GALLI, AGRA-282003

BALANCE SHEET OF O. P. CHAINS LIMITED

PARTICULARS	No. to No.	As at	
		31.03.2015	31.03.2014
I. EQUITY & LIABILITIES			
1. Shareholders' Funds			
A. Share Capital	'1'	5,00,00,000.00	5,00,00,000.00
B. Reserves & Surplus	'2'	23,30,18,112.38	23,01,81,432.43
C. Money received against share warrants		-	-
2. Share application money pending allotment			
		-	-
3. Non Current Liabilities			
A. Long-term Borrowings	'3'	-	2,17,269.00
B. Deferred Tax Liabilities(Net)		-	-
C. Other Long Term Liabilities	'4'	-	-
D. Long term provisions		-	-
4. Current Liabilities			
A. Short Term Borrowings		-	-
B. Trade Payables		-	-
C. Other Current Liabilities	'5'	2,78,963.00	7,25,846.00
D. Short Term Provisions	'6'	49,890.00	46,090.00
Total		28,33,46,965.38	28,11,78,637.43
II. ASSETS			
1. Non-Current Assets			
A. Fixed Assets:		17,78,292.50	29,77,478.50
(i) Tangible Assets	'7'	17,78,292.50	29,77,478.50
(ii) Intangible assets		-	-
(iii) Capital work-in-progress		-	-
(iv) Intangible assets under development		-	-
(v) Fixed assets held for sale		-	-
B. Non Current Investments	'8'	27,23,17,550.00	24,68,47,550.00
C. Deferred tax assets	'9'	81,580.00	47,355.00
D. Long Term Loans and Advances	'10'	2,45,200.00	21,200.00
E. Other Non Current Assets	'11'	6,23,612.00	5,95,930.00
2. Current Assets			
A. Current Investments		-	-
B. Inventories	'12'	63,45,836.64	2,89,63,231.93
C. Trade Receivables	'13'	-	-
D. Cash & Cash Equivalents	'14'	4,81,729.34	1,99,732.71
E. Short Term Loans & Advances	'15'	41,254.90	2,93,074.29
F. Other Current Assets	'16'	14,31,910.00	12,25,085.00
Total		28,33,46,965.38	28,11,78,637.43

Significant Accounting Policies & Notes on Financial Statement

"1 to 35"

This is the Balance Sheet referred to in our report of even date;
For B P N & COMPANY
Chartered Accountants
F. R. N. 013837C

(Nikhil Garg)
M. No. 407604
Partner
Agra.

For & on behalf of the Board

(Om Prakash Agarwal)
DIN :- 00095300
Managing Director
(Swapsna Gupta)
MERN:- A29434
Secretary

(Ashok Kumar Goyal)
DIN :- 00095313
Director

(Ashok Kumar)
CFO



O. P. CHAINS LIMITED

XIV(14th) ANNUAL GENERAL MEETING

O.P. CHAINS LIMITED
876 A SETH GALL, AGRA-281003

STATEMENT OF PROFIT & LOSS

PARTICULARS	Notes No.	For the year ended 31.03.2015	For the year ended 31.03.2014
I. Revenue from Operations	'18'	2,58,33,20,248.60	2,39,16,97,629.62
II. Other Income	'19'	1,73,625.00	(33,295.00)
III Total Revenue (I+II)		2,58,34,93,873.60	2,39,16,64,334.62
III EXPENSES			
Cost of Materials Consumed			
Purchases of Stock-in-trade	'20'	2,55,12,01,638.63	2,60,73,88,016.27
Changes in inventories of finished goods, work-in-progress and stock-in-trade	'21'	1,26,17,395.29	(2,68,51,963.94)
Employee Benefit Expenses	'22'	46,39,606.00	46,91,000.00
Finance Cost	'23'	2,28,201.37	3,17,368.49
Depreciation & Amortisation Expenses	'24'	9,33,518.00	10,12,998.00
Other Expenses	'25'	10,76,368.36	31,43,339.56
Total Expenses		2,58,86,56,727.65	2,58,97,60,758.26
Operating Profit before provisions & Contingencies		27,97,145.95	19,63,476.24
IV Provisions (other than tax) & Contingencies:		-	-
		27,97,145.95	19,63,476.24
Profits from ordinary activities for the year before Tax		27,97,145.95	19,63,476.24
Prior Period Depreciation Amount on Computer		-	1,16,701.00
V. TAX EXPENSE:			
Current Tax:			
(a) Current tax expense for current year	8,92,318.00	6,54,070.00	
(b) (Less): MAT credit (where applicable)	-	-	
(c) Current tax expense relating to prior years	-	-	
(d) Net current tax expense	-	-	
(e) Deferred tax	(34,225.00)	86,355.00	
		8,58,093.00	7,40,425.00
Profits from Continuing activities for the year after Tax (A)		19,39,052.95	11,06,356.24
DISCONTINUING OPERATIONS			
Profit / (Loss) from discontinuing operations (before tax) of liabilities attributable to the discontinuing operations		-	-
Add / (Less): Tax expense of discontinuing operations		-	-
(a) on ordinary activities attributable to the discontinuing operations		-	-
(b) on gain / (loss) on disposal of assets / settlement of liabilities		-	-
Profit / (Loss) from discontinuing operations (B)		-	-
TOTAL OPERATIONS			
Profit / (Loss) for the year (A+B)		19,39,052.95	11,06,356.24
Paid-up Equity Share Capital (Face Value of ₹ 10 each)		5,00,00,000.00	5,00,00,000.00
Basic Earnings per Share (EPS)		0.39	0.22
Weighted Average No. of Shares (Face Value ₹ 10)		50,00,000.00	50,00,000.00

Significant Accounting Policies & Notes on Financial Statements '1 to 35'

As per our report of even date,
For B P N & COMPANY
Chartered Accountants
F. R. N. 012887C.

(Nikhil Garg)
(Nikhil Garg)
M. No. 407104
Partner
Agra.

For & on behalf of the Board
(Om Prakash Agarwal)
(Om Prakash Agarwal)
DIN :- 00095300
Managing Director
(Swapsita Gupta)
(Swapsita Gupta)
M.M.N. - A29434
Secretary

(Ashok Kumar Goyal)
(Ashok Kumar Goyal)
DIN :- 00095313
Director
(Ashok Kumar)
(Ashok Kumar)
CFO



O. P. CHAINS LIMITED
XIV(14th) ANNUAL GENERAL MEETING

O.P. CHAINS LIMITED
8/16 A SETHI GALL, AGRA-282003

	As at 31st March 2015	As at 31st March 2014
NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 30th September		
Note No. 1		
Share Capital		
Authorized		
7250000 Equity Shares of ₹ 10 each	7,25,00,000.00	7,25,00,000.00
Issued & Subscribed		
5000000 Equity Shares of ₹ 10 each fully paid up	5,00,00,000.00	5,00,00,000.00
Paid-up		
5000000 Equity Shares of ₹ 10 each fully paid up	5,00,00,000.00	5,00,00,000.00
	<u>5,00,00,000.00</u>	<u>5,00,00,000.00</u>

The company has only one class of shares referred to as equity shares having a par value of ₹ 10. Each holder of one equity share is entitled to one vote per share.

In the event of liquidation of the Company, the holders of the shares shall be entitled to receive any of the remaining assets of the Company, after distribution of all preferential amounts. However, no such preferential amounts exist currently. The amount distributed will be in proportion to the number of equity shares held by the shareholders.

Reconciliation of Number of Shares Outstanding

Issued & Subscribed Capital:		
Number of Shares outstanding at the beginning of the year	50,00,000.00	50,00,000.00
Add: Shares issued during the year	-	-
Number of Shares outstanding at the end of the year	50,00,000.00	50,00,000.00
Paid up Capital:		
Number of Shares outstanding at the beginning of the year	50,00,000.00	50,00,000.00
Add: Shares allotted during the year	-	-
Number of Shares outstanding at the end of the year	50,00,000.00	50,00,000.00

Shares Held By Shareholders Holding More Than	2014-15		2013-14	
	Number of Shares	Percentage of Shareholding (%)	Number of Shares	Percentage of Shareholding (%)
Mr Om Prakash Agarwal	9,08,100.00	18.16	9,08,100.00	18.16
Mr Ashok Kumar Goyal	8,70,000.00	17.40	8,70,000.00	17.40
Mr Satish Kumar Goyal	8,70,000.00	17.40	8,70,000.00	17.40
Raja Ram Software Solutions (P) Ltd	23,44,900.00	46.90	23,44,900.00	46.90

O. P. CHAINS LIMITED

XIV(14th) ANNUAL GENERAL MEETING



O.P. CHAINS LIMITED

Note No. 2

RESERVE & SURPLUS

Securities Premium Reserve

	As at 31st March 2015	As at 31st March 2014
Opening Balance of Securities Premium Reserve	11,72,45,000.00	11,72,45,000.00
Add: Premium on shares allotted	-	-
Closing Balance of Securities Premium Reserve	<u>11,72,45,000.00</u>	<u>11,72,45,000.00</u>

General Reserve

General Reserve - Opening Balance	9,00,00,000.00	9,00,00,000.00
Add: Transfer from profit & loss account during the year	-	-
General Reserve - Closing Balance	<u>9,00,00,000.00</u>	<u>9,00,00,000.00</u>

Surplus

Balance Brought forward from earlier years	2,29,36,432.43	2,12,16,775.19
Add: Net adjustments during the year *	8,97,627.00	6,13,307.00
Add: Profits during the year	19,39,052.95	11,06,350.24
Less: Transfer to general reserve	-	-
Balance carried forward to next year	<u>2,57,73,112.38</u>	<u>2,29,36,432.43</u>
	<u>23,30,18,112.38</u>	<u>23,81,81,432.43</u>

* Net Adjustments During the year

Particulars	Amount	Amount
Income Tax Refund AY 2009-10	9,56,920.00	-
Income Tax For the AY 2010-11	-	(2,40,000.00)
Income Tax For the AY 2012-13	-	(26,733.00)
Income Tax Refund AY 2007-08	-	8,80,040.00
Adjustment for Dep. as per Companies Act 2013	(30,293.00)	-
Total	8,97,627.00	6,13,307.00

NON-CURRENT LIABILITIES

Note No. 3

Long-term Borrowings

Term Loan from Bank:

Secured:

Vehicle Loan from Kotak Mahindra Prime Limited	2,17,269.00	8,58,488.00
Less: Current Maturities out of above shown separately *	<u>2,17,269.00</u>	<u>6,41,219.00</u>
	-	<u>2,17,269.00</u>

Terms of Vehicle Loan from Kotak Mahindra Prime Ltd:

- Vehicle Loan is Secured by way of Hypothecation of AudiCar.
- Vehicle Loan is repayable in 3 installments of Rs.1,50,000 in FY 2011-12, 6 installments of Rs.1,50,000 and 6 installments of Rs. 1,30,000 in FY 2012-13, and 6 installments of Rs.1,30,000 and 6 installments of Rs. 60,000 in FY 2013-14, 6 installment of Rs. 80000 and 6 installments of Rs 45,000 in FY 2014-15 and 6 installments of Rs. 45,000 in FY 2015-16
- Rate of Interest: 14.16% per annum on monthly rest.

Note No. 4

Other Long Term Liability

	-	-
	-	-



O. P. CHAINS LIMITED

XIV(14th) ANNUAL GENERAL MEETING

O.P. CHAINS LIMITED Note No. 5 <u>Other Current Liabilities</u>	2015	2014
Advances From Customers	2,17,269.00	6,41,219.00
Current Maturities of Long-term borrowings		5,721.00
Other Payables :		79,906.00
T. D. S. Payable	44,694.00	
Kotak Mahindra Prime Ltd - Car Loan Payable A/C *		
Vat Payable	17,000.00	
Electricity Payable	2,78,963.00	7,25,846.00

Note No. 6 <u>Short-term Provisions</u>	2015	2014
Provision for employee benefits		
Salary & Wages Payable		28,090.00
Provisions other than for employee benefits :		4,000.00
Provision for Income Tax - Current	28,090.00	
Auditors' Remuneration Payable	21,800.00	14,000.00
Legal and Professional fees Payable		46,090.00
Expenses Payable	49,890.00	

Note No. 8 <u>Non Current Investments</u>	2015	2014
Unquoted Investment *	27,23,17,550.00	24,68,47,550.00
	27,23,17,550.00	24,68,47,550.00

* Investments in Partnership Firms as Partner as on 31.03.2015

S.No	Particulars	Amount
1	Aahok Housing	14,50,80,550.00
2	O.P Chains Housing	12,72,37,000.00
	Total	27,23,17,550.00

Note No. 9
In accordance with Accounting Standard 22 "Accounting for Taxes on Income" notified under the Companies Act, 1956 by the Central Government, the timing difference have resulted in not deferred tax assets of 'Rs. 81,580/-' for the period ended as on 31st, March 2015 (Prev. Year: 47,355/-). As a prudent measure, the deferred tax credit has been recognised in the accounts with an appropriate allowance.

Break up of Deferred Tax Assets is given below :

	2015	2014
Deferred Tax Asset :		
On account of Contingent Provision against		1,33,710.00
Non Performing Assets:	47,355.00	(86,355.00)
Opening Deferred Tax Assets	34,225.00	47,355.00
On account of Depreciation:	81,580.00	
Deferred Tax Liability :		
On account of Depreciation:		
Opening Deferred Tax Liabilities		
Depreciation	81,580.00	47,355.00
Deferred Tax Assets (Net)		

Note No. 10 <u>Long term Loans and Advances</u>	2015	2014
Telephone Security	21,200.00	21,200.00
Electricity Security	20,500.00	
BSE Limited Security A/c	2,03,500.00	21,200.00
	2,45,200.00	

Note No. 11 <u>Other Non Current Assets</u>	2015	2014
Income Tax Recoverable (Net of Provision) :	5,95,930.00	5,95,930.00
Related to Earlier years	27,682.00	5,95,930.00
Related to Current Assessment Year	6,23,612.00	

**O.P. CHAINS LIMITED**

Note No. 12

Inventories

(At cost or net realisable value, whichever is less)

Raw Materials :**Stock in Trade:**

Silver

173.9300 kgs@ 36485

Finished Goods :

63,45,836.64

2,89,63,231.93

63,45,836.64

2,89,63,231.93

Note No. 13

Trade Receivables ***Unsecured, Considered good:**

Trade Receivables outstanding for a period exceeding six months from the date they became due for payment

Other Trade Receivables

-

-

Note No. 14

Cash & Cash Equivalents**Balances With Bank *****Cash in Hand**

NSC Purchased at Branch Office (Dholpur A/c) **

FDR A/c (Ahmedabad Branch) ***

As at 31st March

2015

2,85,302.34

1,11,093.00

58,001.00

27,333.00

4,81,729.34

As at 31st March

2014

89,620.71

24,778.00

58,001.00

17,333.00

1,99,732.71

* Balance in Current Accounts with Banks as on 30.09.2014

S.No.	Particulars	Amount
1	Axis Bank A/c No. 912020020409931	79,118.99
2	ICICI Bank A/c No. 628705002371	1,86,409.24
3	Oriental Bank Of Commerce, Sarajay Place A/c No. 08425011000504	9,421.46
4	PNB, Surya Nagar A/c No. 0981009100002510	10,352.65
	Total	1,85,302.34

** NSC lying with Rajasthan Government VAT Department Rs. 23,000/- plus Rs. 1,000/- and accrued interest thereon

*** FDR lying with Gujarat Government VAT Department Rs. 25,000/- plus interest thereon

Note No. 15

Short-term Loans & Advances**Other Loans & Advances:****VAT A/c :**

Agra

41,254.90

2,93,074.29

41,254.90

2,93,074.29

O. P. CHAINS LIMITED
XIV(14th) ANNUAL GENERAL MEETING

**O.P. CHAINS LIMITED**

Note No. 16

Other Current Assets

O.P. Chains Limited, Delhi - Vat Deptt.- Advance	20,000.00	20,000.00
Mandate Signing Fees - Pre IPO Exp.	-	6,50,000.00
SME IPO Expa	9,53,961.00	-
Hem Securities Ltd	14,028.00	65,000.00
Hindustan Zinc Ltd	1,268.00	2,910.00
MMTC Limited	3,00,619.00	3,00,619.00
STC Of India Ltd	1,01,934.00	74,056.00
Miscellaneous Expenses *	-	1,12,500.00
	<u>14,31,910.00</u>	<u>12,25,085.00</u>

* ROC Fees for increase in authorised capital

Note No. 17

Contingent Liabilities & Commitments
(to the extent not provided for)**a. Contingent Liabilities:**

Claims against the Company not acknowledged as debts: Nil (Prev. Year: Nil)

b. Commitments:

Estimated amounts of contracts remaining to be executed on capital account and not and not provided for : Nil (Prev. Year: Nil)

c. In the opinion of the Board, the assets other than fixed assets and non current investments are approximately of the same value stated, if realised, in the ordinary course of business.

Note No. 18

Income From Operations

Gold Sale VAT	3,97,23,607.00	28,83,000.00
Silver Sale Retail VAT	1,33,10,007.67	50,41,516.04
Silver Ornaments Consignment Sale	-	3,41,93,173.26
Silver Sale VAT	<u>2,33,02,86,633.93</u>	<u>2,54,95,79,940.32</u>
	<u>2,58,33,20,248.60</u>	<u>2,59,16,97,629.62</u>

Note No. 19

Other Incomes

Interest on Income Tax refund(2007-08)	-	1,05,600.00
FDR Interest *	-	(1,38,995.00)
Profit on sale of car	<u>1,73,625.00</u>	<u>-</u>
	<u>1,73,625.00</u>	<u>(33,395.00)</u>

* Two FDR of Rs. 50,000/- each were made on 10.07.2002, during the years till FY 2007-2008 total Interest Credited in Accounts amount to Rs 40,218/- Less TDS Rs. 1,223/-, therefore the Balance comes to Rs. 1,38,995/- same is now reversed, as the full amount was credited to

FDR Interest at the time of Maturity

On Maturity in FY 2007-2008, dated 10.07.2007 full amount alongwith interest was credited in FDR Interest Account, i.e. Rs. 70,997/- + 71,048/-

O. P. CHAINS LIMITED

XIV(14th) ANNUAL GENERAL MEETING



<u>O.P. CHAINS LIMITED</u>	<u>As at 31st March</u> <u>2015</u>	<u>As at 31st March</u> <u>2014</u>
Note No. 20		
Purchases Of Stock In Trade		
Silver Purchase VAT	2,51,13,97,688.63	2,57,04,76,198.13
Gold Purchase(Unregistered)	3,96,03,950.00	28,76,490.00
Silver Ornament Purchased	-	3,40,35,328.14
	<u>2,55,12,01,638.63</u>	<u>2,68,73,88,016.27</u>
Note No. 21		
Changes In Inventories		
Opening Stock	2,89,63,231.93	21,11,267.99
426.068 kgs@ 46262.12		
Closing Stock	63,43,836.64	2,89,63,231.93
173.9300 kgs@ 36485		
Increase(Decrease) in Stocks	<u>2,26,17,395.29</u>	<u>(2,68,51,963.94)</u>
Note No. 22		
Employee Benefit Expenses		
Salary & Wages	9,81,832.00	10,22,500.00
Bonus to Employees	57,774.00	68,500.00
Director Remuneration	36,90,000.00	36,00,000.00
	<u>46,39,606.00</u>	<u>46,91,000.00</u>
Note No. 23		
Finance Cost		
Interest Expenses :		
Interest on Car Loan	73,781.00	1,91,067.00
Other Borrowing Cost:		
Bank Commission & Charges	1,54,420.37	1,26,501.49
	<u>2,28,201.37</u>	<u>3,17,568.49</u>
Note No. 24		
Depreciation & Amortisation Expenses		
Depreciation on Fixed Assets	9,33,518.00	11,29,699.00
	<u>9,33,518.00</u>	<u>11,29,699.00</u>
Note No. 25		
Other Expenses		
Office and Administration Expenses		
Accounting Charges	1,20,000.00	60,000.00
Bad Debts Written Off	-	20,12,409.00
Board Meeting Exp	12,540.00	-
Car Fuel Expenses	31,892.00	18,864.00
Car Insurance Expenses	1,32,277.00	1,36,830.00
Director's Sitting Fees	1,56,000.00	-
Electricity Exp.	2,19,902.00	1,93,514.00
General & Shop Exp.	47,380.00	61,349.00
Gujarat VAT Paid A/c	-	1,22,206.00
Insurance exp.	1,29,107.00	1,39,888.00
Interest On TDS	225.00	-
Office Rent *	66,000.00	1,09,550.00
Repairs & Maintenance (Counting Machine)	8,464.00	8,427.00
RITC A/c	19,000.00	-
Round Off	119.36	247.56
Rent A/c (Delhi)	-	2,000.00
Telephone exp.	19,369.00	9,299.00
Travelling A/c	7,600.00	-
Vat on car sale	4,075.00	31,260.00
	<u>28,099.00</u>	<u>28,099.00</u>
Legal and Professional Expenses		
Auditor's Remuneration	52,728.00	1,77,356.00
Legal Exp.	20,000.00	32,000.00
Professional fees	-	-
	<u>10,76,368.36</u>	<u>31,43,339.56</u>

* Office Rent includes Rs. 36,000/- for place at M.M. Gate, Agra, Rs. 24,000/- for Registered Office at Agra and Rs. 6,000/- for shop at Chaushey Ji Ka Phatak, Kinari Bazar, Agra

O. P. CHAINS LIMITED

XIV(14th) ANNUAL GENERAL MEETING

**O.P. CHAINS LIMITED****Note No. 26**

Particulars of employees who are in receipt of RS 60,00,000 per annum when employed throughout the financial year or Rs 5,00,000 per month when employed for the part of year : Nil (Prev. Year: Nil).

Note No. 27

Payment to Auditors :	2015	2014
(a) As Auditors	28,090.00	28,090.00
(b) As Advisor, or in any other capacity in respect of :		
(i) Company Law Matters	-	-
(ii) Tax Auditors	-	-
(iii) Income Tax Matters	-	-
(iv) R. B. I. Matters	-	-
(v) Service tax etc.	-	-
	28,090.00	28,090.00

Note No. 28

There has been no prior period or extra-ordinary item of income or expenditure which has been entered in the books of accounts during the year.

Note No. 29

A provision of '8,32,310/- (Prev. Year: '8,54,070/-) has been made for current income tax during the year. The provision for current tax is made on the basis of taxable income for the current accounting year in accordance with the Income Tax Act, 1961.

Note No. 30

In accordance with Accounting Standard 22 "Accounting for Taxes on Income" notified under the Companies Act, 1956 by the Central Government, the timing differences have resulted in net deferred tax assets of 'Rs. 81,580/- (Prev. Year: 47,355/-). As a prudent measure, the deferred tax credit has been recognized in the accounts with an appropriate offsetation.

Break up of Deferred Tax Assets is given below :

	2015	2014
Deferred Tax Asset :		
On account of Contribution Provision against Non Performing Assets		
Opening Deferred Tax Assets	47,355.00	1,33,798.00
On account of Depreciation	34,225.00	(86,335.00)
	81,580.00	47,355.00
Deferred Tax Liability :		
On account of Depreciation		
Opening Deferred Tax Liabilities	-	-
Depreciation	-	-
	-	-
Deferred Tax Assets (Net)	81,580.00	47,355.00

Note No. 31

1. Ahmedabad Branch registered on 15.09.2003 vide TIN 24309900406 and closed on 03.09.2011
2. Delhi Branch registered on 11.10.2007 vide TIN 07070334162 and closed on 28.07.2009
3. Dholpur (Rajasthan) Branch registered on 30.07.2004 vide TIN 08160952083 and business closed in F.Y 2006-07
4. Delhi branch registered on 02.02.2014 vide TIN 07886912499 and closed on 22.09.2014

Note No. 32

The company has not received any intimation from "ar-refilers" regarding their status under the Micro, Small and Medium Enterprises Development Act, 2006 and hence, following, transactions under the said Act have been shown as Nil

	2015	2014
(a) The principal amount and interest due thereon (to be shown separately) remaining unpaid to any supplier as at the end of accounting year.	Nil	Nil
(b) The amount of interest paid by the buyer in terms of Section 16 of the Micro, Small and Medium Enterprises Development Act, 2006, along with the amount of the payment made to the supplier beyond the appointed day during each accounting year.	Nil	Nil
(c) The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointment day during the year) but without adding the interest specified under the Micro, Small and Medium Enterprises Development Act, 2006.	Nil	Nil
(d) The amount of interest accrued and remaining unpaid at the end of each accounting year, and	Nil	Nil
(e) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest due as above are actually paid to the small enterprise, under Section 23 of Micro, Small and Medium Enterprises Development Act, 2006.	Nil	Nil

Note No.33

	2015	2014
CIF value of imports	Nil	Nil
Earnings in foreign currency	Nil	Nil
Expenditure in foreign currency	Nil	Nil



O.P. CHAINS LIMITED

Note No. 34

Related Party Disclosures

Related Parties disclosures, as required in terms of *Accounting Standard (AS) 18* are given below :

1. Relationships :

a) Individual with Control:

- (i) Mr Om Prakash Agarwal
- (ii) Mr Ashok Kumar Goyal
- (iii) Mr Satish Kumar Goyal

b) Key Managerial Personnel :

- (i) Mr Om Prakash Agarwal
- (ii) Mr Ashok Kumar Goyal
- (iii) Mr Satish Kumar Goyal

c) Relatives of Key Management Personnel, where transactions have taken place:

- (i) O.P. Chains Company
- (ii) O.P. Chains Jewellers
- (iii) O.P. Chains Limited, Delhi - Branch

Note : Related party relationships are as identified by the Company and relied upon by the Auditors.

2. Transactions carried out with related parties referred to above in the ordinary course of Business:

S. No.	Nature of Transaction	Individual with Control	Key Managerial Personnel	Relatives of Key Managerial Personnel	Total
1.	Share Application Money Received	-	-	-	-
2.	Shares Allotted during the year	-	-	-	-
3.	Unsecur. Loan Received	-	-	-	-
4.	Unsecured Loan Refunded	-	-	-	-
5.	Interest paid to Depositors	-	-	-	-
6.	Salaries paid to Staff	-	-	-	-
7.	Directors Remuneration	36,00,000.00	-	-	-
8.	Purchase	-	-	-	-
9.	Sales	-	-	64,04,54,795.00	64,04,54,795.00
	TOTAL	36,00,000.00	-	64,04,54,795.00	64,04,54,795.00

Note No. 35

Previous year's figures have been regrouped/reclassified wherever necessary to correspond with the current year's classification/disclosure

O. P. CHAINS LIMITED
XIV(14th) ANNUAL GENERAL MEETING



O.P. CHAINS LIMITED

Note No. 7

Fixed Assets & Depreciation thereon as on 31.03.2015

S. No.	Nature of Assets	GROSS BLOCK		DEPRECIATION			NET BLOCK		
		As on 01.04.2014	Additions/Adjustment during the year	As on 31.03.2015	As on 01.04.2014	For the year	As on 31.03.2015	As on 31.03.2014	
1.	Plant & Equipment	8,14,336.00	-	8,14,336.00	6,48,626.00	1,24,993.00	7,73,619.00	40,717.60	1,65,710.00
2.	Furniture & Fixtures	64,950.00	-	64,950.00	52,976.00	8,557.00	61,533.00	3,417.00	11,974.00
3.	Vehicles Car	1,01,89,224.00	-1,33,193.00	1,00,56,031.00	74,06,701.00	9,25,125.00	83,31,826.00	17,24,205.00	27,82,523.00
4.	Others Computer	4,12,527.50	-	4,12,527.50	3,95,256.00	7,318.00	4,02,574.00	9,953.50	17,271.50
	Total	1,14,81,037.50	-1,33,193.00	1,13,47,844.50	85,03,559.00	10,65,993.00	95,69,552.00	17,78,292.50	29,77,478.50

Note:- Dep. has been charged as per Companies Act, 2013. Out of Total dep. Rs. 10,65,993/- Current year Dep. is Rs. 9,33,518/- And net adjustment with retained earnings is

O. P. CHAINS LIMITED
XIV(14th) ANNUAL GENERAL MEETING



O. P. CHAINS LIMITED
Cash Flow Statement For The Period ended on March 31, 2015

	Amount in Rs. 31.03.2015	Amount in Rs. 31.03.2014
A. Cash Flow from Operating Activities		
Profit Before Tax		
Net Profit/(Loss) before Tax & extraordinary items	2,797,146	1,963,476
Adjustment for		
Depreciation written off	933,518	1,012,008
Profit on sale of car	(173,625)	
Other Non-Cash Expenses	19,000	2,012,409
Expenses Payable	69,948	53,033
Financial Charges	225,143	317,368
Operating Profit / (Loss) before working capital changes	3,871,130	5,369,284
Adjustment to Changes in Working Capital		
Increase in Current Liabilities		
Decrease in Current Assets	22,850,215	8,737,350
Increase in Current Assets	(206,825)	(27,811,137)
Decrease in Current Liabilities	(81,966)	(350,968)
Cash Generated from/(used) from operating activities	26,452,554	(14,095,459)
Income Tax Paid	(920,000)	(1,662,663)
Income Tax Refund	958,920	880,040
Cash (used in) / from operating activities before extraordinary	26,489,474	(14,848,092)
Cash Generated from/(used) from operating activities (A)	26,489,474	(14,848,092)
B. Cash Flow from Investing Activities		
Dividend Income/Income from Sale Of Investments		
Sale/Purchase of Fixed Assets	380,000	421,000
Sale/(Purchase) of Investments	(25,470,000)	15,300,224
Security Deposit	(224,000)	
Net Cash (used in) / from Investing Activities (B)	(25,314,000)	15,721,224
C. Cash Flow from Financing Activities		
Repayment of Loan	(668,334)	(1,077,535)
Finance Charges	(225,143)	(317,368)
Net Cash (used in) / from Financing Activities (C)	(893,477)	(1,394,903)
Net Cash Increase in cash & Cash equivalents (A+B+C)	281,997	(521,771)
Cash & Cash equivalents in beginning	199,733	721,504
Cash & Cash equivalents as at the end	481,729	199,733

FOR M/S BPN & COMPANY
CHARTERED ACCOUNTANTS

CA NIKHIL GARG
(PARTNER)

PLACE: AGRA
DATE: 14-05-2015



BALANCE SHEET ABSTRACT
&
COMPANY'S GENERAL BUSINESS PROFILE
AS AT 31ST MARCH 2015

Registration Details

CIN No.	U27205UP2001PLC026372	State Code	20
Balance Sheet Date	31-03-2015		

Capital raised during the year

Public Issue	NIL	Right Issue	NIL
Bonus Issue	NIL	Private Placement	NIL
Govt. Contribution	NIL		

Position of Mobilization and Deployment of Funds

Total Liabilities	Rs.28,33,46,965.38/-	Total Assets	Rs.28,33,46,965.38/-
-------------------	----------------------	--------------	----------------------

Source of Funds

Paid up capital	Rs. 5,00,00,000/-	Reserve & Surplus	Rs.233,018,112.38/-
Secured Loans	10,584,776/-		
Unsecured Loans	NIL/-		

Application of Funds

Net Fixed Assets	Rs 8300730.88/-	Investment	1,175,000/-
Capital Work in Progress (Including Advance)	-	Deferred Tax Assets(Net)	NIL
Net Current Assets	Rs.2,81,48,379/-	Miscellaneous Exp.	NIL
Accumulated Losses	NIL		

Performance of the Company

Turnover	Rs.2583493873.60/-	Total Expenditure	Rs.2580696727.65/-
Profit/(Loss) before tax	Rs.2797145.95/-	Profit/(Loss) after tax (Excluding Deferred Tax implication)	1939052.95/-
Earnings per share -		Dividend rate	NIL

Basic -
Diluted -

Name of Principal Product of the Company

(a) ITC CODE 74

O. P. CHAINS LIMITED
XIV(14th) ANNUAL GENERAL MEETING



O. P. CHAINS LIMITED

Regd. Office 8/16 A Seth Gali Agra Uttar Pradesh-282003

ADMISSION SLIP

I hereby record my presence at the Annual General Meeting of Members of the company held on 29th day of September 2015 at Temptation B-87, Central Bank Road Kamla Nagar Agra, Uttar Pradesh-282003 at 11.00 A.M.

Folio No.....

Name of member/Proxy.....

(Who will attend the meeting)

1. Please complete and hand over this slip at the entrance.
2. Please quote Folio No. clearly.

.....Tear Here.....

O. P. CHAINS LIMITED

Regd. Office 8/16 A, Seth Gali, Agra, Uttar Pradesh-282003

PROXY FORM

I/We.....

OF.....

in the district of

.....being member (s) of

O.P. Chains Limited, hereby appoint Shri/Smt./ Miss

.....of

..... in the district of

.....

is my/our.....proxy

to attend and vote for me/us on my/our behalf at the Annual General Meeting of the company

to be held on 29th day of September 2015 at Temptation B-87, Central Bank Road, Kamla Nagar Agra, Uttar Pradesh-282003 at 11.00 A.M.

Name.....

Signed on at.....

Folio No.....

Signature.....

Address.....

1 Rupee

Revenue

Stamp

NOTES :

1. The Proxy need not to be a member.
2. The proxy form, duly signed across a revenue stamp of 1 Rupee as indicated, should reach the company's Registered Office at least 48 hours before the time of the meeting.
3. The Proxy form should be filed in complete including 'Folio No.' and Address.