

SIGRUN HOLDINGS LIMITED

Regd. Off: B/12, Shree Devadiga Co-Op. Hsg. Soc., Om Nagar, Sahar, Andheri (E), Mumbai- 400099

Email Id - complianceofficergk@gmail.com Tel No.:022-28328382

CIN: L24231MH1993PLC233757

FORM A

Pursuant to clause 31(a) of the listing agreement

1.	Name of the company	SIGRUN HOLDINGS LIMITED
2.	Annual financial statements for the year ended	31 st March 2015
3.	Type of Audit observation	Unqualified
4.	Frequency of observation	Not Applicable
5.	To be signed by- <ul style="list-style-type: none">• Director• Director• Auditor of the company• Audit Committee Chairman	 



SIGRUN HOLDINGS LIMITED

CIN: L24231MH1993PLC233757

SIGRUN HOLDINGS LIMITED

22ND ANNUAL REPORT

2014-2015



SIGRUN HOLDINGS LIMITED

CIN: L24231MH1993PLC233757

BOARD OF DIRECTORS

Mr. Vinayak Bhat - Director
Mr. Rohit Muslonkar - Director
Ms. Munindar Kundan - Additional Director

COMPLIANCE OFFICER

Mr. Vinayak Bhat

AUDITORS

M/s. Sarda & Pareek
Chartered Accountants,
Mahavir Apartments, Third Floor,
598, M.G. Road, Near Suncity Cine,
Vile Parle (East), Mumbai -400 057

REGISTERED OFFICE

B/12, Shree Devadiga Co. operative
Housing Society, Om Nagar, Sahar,
Andheri (East), Mumbai - 400099
Maharashtra, India

REGISTRAR & TRANSFER AGENTS

Universal Capital Securities Pvt. Ltd.
(Formerly known as Mondkar Computers
Pvt. Ltd.)
21, Shakil Niwas, Opp. Saibaba Temple,
Mahakali Caves Road,
Andheri - East Mumbai - 400093

BOOK CLOSURE

24-09-2015 to 30-09-2015
(both days inclusive)

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Auditors Certificate on Corporate Governance
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Attendance Slip and Proxy Form

NOTE : Shareholders are requested to bring their copy of the Annual Report with them to the Annual General Meeting



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NOTICE

Notice is hereby given that the **Twenty Second (22nd)** Annual General Meeting of the Members of **Sigrun Holdings Limited** (the Company) will be held on Wednesday, 30th September 2015 at 09.00 a.m. at its Registered Office at B/12, Shree Devadiga Co - operative Housing Society, Om Nagar Sahar, Andheri (East), Mumbai - 400099 to transact the following business:

ORDINARY BUSINESS:

- 1) To consider and adopt the Audited Statement of profit and Loss for the financial year ended 31st March 2015 and the Balance Sheet as at that date together with the Reports of the Board of Directors and Auditors thereon.
- 2) To re-appoint M/s. Sarda & Pareek, Chartered Accountants, Mumbai as the Statutory Auditors to hold office from the conclusion of the forthcoming Annual General Meeting till the conclusion of the next Annual General Meeting of the Company and to fix their remuneration.

SPECIAL BUSINESS:

- 1) To Regularize the appointment of Ms. Muninder Kundan (DIN: 07028299) as Non Executive Independent Director

To pass following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 152 read with Schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Ms. Muninder Kundan (DIN: 07028299), who was appointed as an Additional Director from 8th December 2014 pursuant to the provisions of Section 161(1) of the Companies Act, 2013 and the Articles of Association of the Company and who holds office up to the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 proposing her candidature for the office of Director, be and is hereby appointed as Non Executive Independent Director of the for the period upto 7th December 2019 not liable to retire by rotation”.



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2) Adoption of new set of Articles of Association:

To pass following resolutions as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 14 and other applicable provisions, if any, of the Act 2013 read with the Companies (Incorporation) Rules 2014, the draft Regulations contained in the Articles of Association submitted to this meeting be and are hereby approved and adopted in substitution and, to the entire exclusion of the Regulations contained in the existing Articles of Association of the Company.

FURTHER RESOVED THAT the Board of Directors of the Company (which term shall be deemed to include any Committee thereof, which the Board has constituted or hereinafter constitute) be and is hereby authorized to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary and with power to settle questions, difficulties or doubts that may arise in this regard without requiring the Board to secure any further approval of the members of the Company”

3) To alter/delete Clauses of Memorandum of Association

To pass following resolutions as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 13 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules made there under (including any amendment thereto or re-enactment thereof), and subject to necessary approval(s) if any, from the competent authorities, the Memorandum of Association be altered as follows for the adoption of Table A of the New Companies Act 2013 by replacing/deleting the existing clauses by the new clauses in following manner:

Sr. No.	Clause No.	Existing Clauses	New Clauses	Remarks
1	NA	The Companies Act, 1956	The Companies Act, 2013	Heading of Memorandum of Association
2	3 (A)	Main objects to be pursued by the company on its Incorporation are:	The objects to be pursued by the company on its Incorporation are:	Heading reframed as per Table A of Companies



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				Act 2013
2	3 (B)	The Objects Incidental or Ancilliary to the attainment of Main Objects are:	Matters which are necessary for furtherance of the objects specified in clause 3(a) are:	Heading reframed as per Table A of Companies Act 2013
3	III(C) 1 to III(C) 25	Other Objects	Nil	To be deleted
4	III (B) 21	Subject to sections 391 to 394 of the companies act, 1956 to amalgamate or co-operate with any other company, firm or association engaged in or carrying on or about to engage in or carry on the business of the same nature as of this company.	To amalgamate or co-operate with any other company, firm or association engaged in or carrying on or about to engage in or carry on the business of the same nature as of this company.	To delete references of Companies Act 1956.
5	III (B) 22	Subject to sections 391 to 394 of the Companies act, 1956 to enter in to a partnership collaboration agreement or into agreement for sharing of profits cooperation, amalgamation, union of interest, joint venture, reciprocal concessions or otherwise or with any government authority, person, firm or company carrying on or engaged in or about to carry on same business in India or abroad, which this company is authorized to carry on or engage in or any business,	To enter in to a partnership collaboration agreement or into agreement for sharing of profits cooperation, amalgamation, union of interest, joint venture, reciprocal concessions or otherwise or with any government authority, person, firm or company carrying on or engaged in or about to carry on same business in India or abroad, which this company is authorized to carry on or engage in or any business, undertaking or transaction which may	To delete references of Companies Act 1956.



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		undertaking or transaction which may seem capable of being conveniently carried on or conducted as directly or indirectly to benefit the company.	seem capable of being conveniently carried on or conducted as directly or indirectly to benefit the company.	
6	III (B) 23	To provide for the welfare of the officers, employees, and their families or dependents building or contributing to the building of houses dwelling places or any grant of money, pensions, allowances, bonus or other payments or by creating funds, trusts and other benevolent organization for providing or contributing toward palaces of instructions, medical and other attendances or other assistances as the company shall deem fit and to subscribe or contribute and otherwise to assist to guarantee money to charitable, benevolent, religious, scientific, national, public or any other Institutions and objects which shall have any moral or other claims to support or aid by the company either by reason of the location of the operation or of public and general utility or otherwise subject to section 293 A of the	To provide for the welfare of the officers, employees, and their families or dependents building or contributing to the building of houses dwelling places or any grant of money, pensions, allowances, bonus or other payments or by creating funds, trusts and other benevolent organization for providing or contributing toward palaces of instructions, medical and other attendances or other assistances as the company shall deem fit and to subscribe or contribute and otherwise to assist to guarantee money to charitable, benevolent, religious, scientific, national, public or any other Institutions and objects which shall have any moral or other claims to support or aid by the company either by reason of the location of the operation or of public and general utility or otherwise subject to section 182 of the	To delete references of Companies Act 1956.



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		Companies Act, 1956.	Companies Act, 2013.	
7	III (B) 35	Subjects to section 58A of the Companies Act, 1956 to borrow or to take deposits or raise money in such a way as the company may think fit for carrying on the business of the company and to mortgage, pledge or charge the whole or any part of the property, rights, revenue or other assets including the uncalled capital of the company in security of any such money borrowed or raised and to redeem or pay of any security provided that the company shall not carry on banking business within the meaning of Banking Regulation Act, 1949	Subjects to section 73 and 74 of the Companies Act, 2013 to borrow or to take deposits or raise money in such a way as the company may think fit for carrying on the business of the company and to mortgage, pledge or charge the whole or any part of the property, rights, revenue or other assets including the uncalled capital of the company in security of any such money borrowed or raised and to redeem or pay of any security provided that the company shall not carry on banking business within the meaning of Banking Regulation Act, 1949	To delete references of Companies Act 1956.
8	III (B) 36	Subject to section 293 A of the Companies Act, 1956 to give donations and to advance and lend money to any person, institution, organization, trust, fund, etc. on such terms and conditions and with or without interest or at concessional rate of interest as may deem expedient for the fulfillment of the objects.	Subject to section 182 of the Companies Act, 2013 to give donations and to advance and lend money to any person, institution, organization, trust, fund, etc. on such terms and conditions and with or without interest or at concessional rate of interest as may deem expedient for the fulfillment of the objects.	To delete references of Companies Act 1956.
9	IV	The liability of the Members is limited.	The Liability of the members is limited and	To be changed as per



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			this liability is limited to the amount unpaid, if any, on the shares held by them.	Companies Act 2013
10	V	<p>The Authorised Share Capital of the Company is Rs. 2,000,000,000/- (Rupees Two Hundred Crores only) divided into 2,000,000,000 (Two Hundred Crore) Equity Shares of Re. 1/- (Rupee One only) each.</p> <p>The Company has the power to increase or reduce the capital, to issue new shares, to divide the shares in the capital for the time being into several classes and to attach thereto whether original or increase, any qualified or special rights, privileges or conditions as may be determined by or in according with the Articles of Association of the company and the provisions of the companies Act, 1956 and to vary, modify or abrogate any such rights, privileges or conditions in such manner as may be prescribed by the said Articles subject to the relevant provisions of the</p>	<p>The Authorised Share Capital of the Company is Rs. 2,000,000,000/- (Rupees Two Hundred Crores only) divided into 2,000,000,000 (Two Hundred Crore) Equity Shares of Re. 1/- (Rupee One only) each.</p> <p>The Company has the power to increase or reduce the capital, to issue new shares, to divide the shares in the capital for the time being into several classes and to attach thereto whether original or increase, any qualified or special rights, privileges or conditions as may be determined by or in according with the Articles of Association of the company and the provisions of the companies Act, 2013 and to vary, modify or abrogate any such rights, privileges or conditions in such manner as may be prescribed by the said Articles subject to the relevant provisions of the</p>	To delete references of Companies Act 1956.



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		Companies Act, 1956.	Companies Act, 2013.	
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RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all acts, deeds, matters and things as they may in their absolute discretion deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard and to sign and execute all necessary documents, applications, returns and writings as may be necessary, proper, desirable or expedient to give effect to said alteration.”

Date: 10-08-2015

Place: Mumbai

By Order of the Board

Sd/-

Registered Office:

B/12, Shree Devadiga Co. op.
Housing Society, Om Nagar
Sahar, Andheri (East),
Mumbai - 400099

Vinayak Bhat
Director
DIN: 05175508



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NOTES:

1. A Member entitled to attend and vote at the Annual General Meeting (AGM) is entitled to appoint a proxy to attend and vote instead of herself/himself and a proxy need not be a Member of the Company.

2. The proxy form should be deposited at the Registered Office of the Company not less than 48(forty eight) hours before the commencement of the meeting.

3. Corporate Members are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the meeting.

4. For the convenience of the Members, an Attendance Slip is annexed to the Proxy Form. Members are requested to affix their signature at the space provided and fill up the particulars and hand over the attendance slip at the place of the Meeting.

5. In case of joint holders attending the meeting, only such joint holder who is higher in order of names will be entitled to vote.

6. The members who hold shares in electronic form are requested to write their Client ID and DP ID and those who hold shares in physical form are requested to write their Folio Number, in attendance slip for attending meeting.

7. The Register of Members and Share Transfer Books of the Company will remain closed from Thursday, September 24, 2015 to Wednesday, September 30, 2015 (both days inclusive).

8. Green Initiatives:

The Ministry of Corporate Affairs (MCA), Government of India, had issued the following circulars in green initiative i.e Circular Nos. 17/2011 and 18/2011, dated April 21, 2011 and April 29, 2011 respectively, allowing companies to send official documents to their shareholders electronically as part of its green initiatives in Corporate Governance.

Recognizing the spirit of the circular issued by the MCA, we had proposed to send notices/documents (i.e., physical annual report of the Company comprising of Balance Sheet, Profit & Loss Account, Directors' Report, Auditors' Report etc.) to the email address provided by you with your depositories for those holding shares in demat form.

In this behalf, we are confident that you would appreciate the "Green Initiative" taken by MCA. We solicit your cooperation in helping the Company to implement the e-governance initiatives of the Government.



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Shareholders who have not updated their email ID till date are requested to kindly update your email address in the following format with your depository participant for Demat holding of shares and with **Mr. Vinayak Bhat** from '**Sigrun Holdings Limited**' on the email id "**complianceofficergk@gmail.com**" for physical holding of shares and co-operate with the Company to implement the Green Initiative of the Government.

Name of the member	Son of/ Daughter of/ Wife of	Client ID/ Ledger Folio No.	No. of Shares held	Pan No. (mandatory in case of Demat holders)	E-mail address

9. The members who still hold share certificate(s) in physical form are advised to dematerialise their shareholding to avail benefits of dematerialisation, which include easy liquidity, since trading is permitted in dematerialized form only, electronic transfer, saving in stamp duty and elimination of any possibility of loss of documents and bad deliveries. The Company has appointed M/s. Universal Capital Securities Pvt. Ltd., Mumbai for handling share transfer job and also for maintaining electronic connectivity with NSDL and CDSL who have allotted ISIN Activation Number as - INE633D01022.

10. The instructions for members for voting electronically are as under:-

In case of members receiving e-mail:

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

For Members holding shares in Demat Form and Physical Form	
PAN*	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number which is mentioned in address label as sr



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	<p>no affixed on Annual Report, in the PAN field.</p> <ul style="list-style-type: none"> In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
<p>Dividend Bank Details</p> <p>OR Date of Birth (DOB)</p>	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"> If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- (vii) After entering these details appropriately, click on "SUBMIT" tab.
- (viii) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (ix) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (x) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (xi) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiii) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xiv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.



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- (xv) You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system
- (xvii) **Note for Non - Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xviii) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com

In case of members receiving the physical copy:

Please follow all steps from sl. no. (i) to sl. no. (xvii) above to cast vote.

- (xviii) The voting period begins on 27th September, 2015 at 9.00 a.m. and ends on 29th September, 2015 at 5.00 p.m. During this period shareholders’ of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 23rd September 2015 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

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



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11. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company.

12. Member who hold shares in physical form may nominate a person in respect of all shares held by them whether singly or jointly. Members who hold shares singly are advised to avail nomination facility by filling Nomination Forms in their own interest. Blank forms will be supplied by the Company on request. Members holding shares in Demat form may contact their respective depository participants for recording of nomination.

13. The members are requested to kindly send all their correspondence relating to the change of address, transfer of Shares etc. directly to the Company's Registrar & Share Transfer Agents - Universal Capital Securities Private Limited, 21, Shakil Niwas, Opp. Satya Saibaba Temple, Mahakali Caves Road, Andheri (East), Mumbai - 400093, quoting their Folio number and in case their shares are held in dematerialized form, the intimation of Change of address should be passed on to their respective Depository Participants.

14. Members desiring any information on the Accounts are requested to write to the Company at least one week before the meeting so as to enable the Management to keep the information ready & replies will be provided at the meeting.

15. All the documents referred to in accompanying Notice are open for inspection at the registered office of the Company on all the working days, except Saturdays, Sundays, and holidays between 11.00 a.m. and 1.00 p.m. up to the date of Annual general Meeting.

16. Member who hold shares in physical form may nominate a person in respect of all shares held by them whether singly or jointly. Members who hold shares singly are advised to avail nomination facility by filling Nomination Forms in their own interest. Blank forms will be supplied by the Company on request. Members holding shares in Demat form may contact their respective depository participants for recording of nomination.

Date: 10-08-2015

By Order of the Board

Place: Mumbai

Sd/-

Mr. Vinayak Bhat
Director
DIN: 05175508

Sd/-

Ms. Muninder Kundan
Director
DIN: 07028299

Registered office:

B/12, Shree Devadiga Co. op Hsg.
Society, Om Nager Sahar,
Andheri (East), Mumbai - 400099
Maharashtra, India



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Details of the Directors being appointed/ re-appointed as per listing Agreement is as follows:

Name of Director	Ms. Muninder Kundan
Date of Birth	05/09/1975
Qualification	BSC, LLB, Advocate
Brief Profile	4 Years of experience in the field of Law and dealing with legal issues.
Directorships held in other companies (excluding section 25 and foreign companies) as on 31st March, 2015	Nil
Memberships of committees across companies (includes only Audit & Shareholders'/Investors' Grievance Committee)	2
Shares held in the Company	Nil
Relationship between directors inter-se	Nil



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ANNEXURE TO NOTICE:

(Explanatory Statement pursuant to Section 102 of the Companies Act, 2013)

Item No. 4

To Regularize the appointment of Ms. Muninder Kundan (DIN: 07028299) as Non Executive Independent Director

Ms. Muninder Kundan was appointed as the Additional Director of the company w. e. f. 8th December, 2014 to hold office until the ensuing Annual General Meeting.

The Company has received a notice in writing under Section 160 of the Companies Act, 2013 proposing her candidature for the office of Director.

In terms of Section 149 and other applicable provisions of the Companies Act, 2013, Ms. Muninder Kundan being eligible and offering herself for appointment, it is proposed to appoint her as Independent Director for the period up to 7th December 2019 not liable to retire by rotation.

In the opinion of the Board, she fulfills the conditions specified in the Companies Act, 2013 and rules made thereunder for her appointment as an Independent Director of the Company.

The Board recommends the appointment of Ms. Muninder Kundan as Director of the Company and seek your approval for resolution under item No 4 of the Notice of the Annual General Meeting.

Ms. Muninder Kundan is deemed to be concerned in the Resolution pertaining to her appointment.

None of the other Directors and Key Managerial persons or their relatives are directly or indirectly concerned or interested in the said resolution.

Item No. 5

Adoption of new set of Articles of Association

The Current Articles of Association of the Company are in accordance with the provisions of Companies Act, 1956, amendments, enactments, rules and regulations made thereunder.

Consequent to commencement of New Companies Act, 2013 effective from 01st April, 2014, it is necessary for the Company to make necessary amendments to its current set of Articles of Association to bring them in line with the provisions of Companies Act, 2013 and rules made thereunder.



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Pursuant to the same the Board of Directors recommend to substitute the current Articles of Association and adopt new set of Articles of Association which is based on "Table F" of Schedule I of the Companies Act, 2013.

The proposed Articles are available for inspection at the registered office of the Company on all the working days, except Saturdays, Sundays and holidays between 11.00 a.m. and 1.00 p.m.

The Board recommends resolution No. 5 as set forth in the Notice of Annual General Meeting to be passed as Special resolution.

None of the Directors or KMP's of the Company or their relatives are directly or indirectly interested in the said resolution except to the extent of their Shareholding in the Company.

Item No. 6

Alteration of Memorandum of Association of Company.

Consequent to commencement of New Companies Act, 2013 effective from 01st April, 2014 the Company needs to delete/ alter some of the clauses of Memorandum of Association of the Company.

The said modification is carried out to remove references to the Companies Act 1956 and to give effect to provisions of the Companies Act 2013

The proposed Memorandum of Association is available for inspection at the registered office of the Company on all the working days, except Saturdays, Sundays and holidays between 11.00 a.m. and 1.00 p.m.

The Board recommends resolution No.6 as set forth in the Notice of Annual General Meeting to be passed as Special resolution.

None of the Directors or KMP's of the Company or their relatives are directly or indirectly interested in the said resolution except to the extent of their Shareholding in the Company.



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DIRECTORS' REPORT

Dear Members,

Your Directors' have pleasure in presenting their **22nd Annual Report** together with the Audited Statement of Accounts for the year ended March 31st, 2015.

FINANCIAL RESULTS

The financial results of the Company for the year ended March 31st, 2015 compared to the previous year are summarized below:

(Rs. in Lacs)

Particulars	Financial Year 2014-15	Financial Year 2013-14
Gross Profit (Loss) After Interest But Before Depreciation & Taxation	(1566.82)	(548.30)
Depreciation	-	-
Profit Before Income Tax After Depreciation	(1566.82)	(548.30)
Short Provision of Earlier Years	-	-
Prior Period Expenses	-	-
Provision For Taxation	-	-
Net Profit (Loss)after Tax	(1566.82)	(548.30)

PERFORMANCE AND FUTURE PROSPECTS

During the year, your company has not carried out any business or operational activities. The Company is improving its financial position.

DIVIDEND & RESERVES

The Directors do not recommend any dividend for the Financial Year ended 31st March, 2015.

During the year under review, no transfers were made to General Reserves.

CHANGE IN THE NATURE OF BUSINESS

There are no changes in the nature of business during the Financial Year 2014 - 2015.

INTERNAL FINANCIAL CONTROL

The Company has effective internal financial control and risk mitigation system which are constantly assessed and strengthened. The Audit committee actively reviews the adequacy and effectiveness of the Internal Financial control and suggests the improvements for the same.



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SUBSIDIARY/JOINT VENTURES

The Company has no subsidiaries or joint ventures with any other entities.

RELATED PARTY TRANSACTIONS

Your Company has not entered in to any transactions with related parties falling under the purview of section 188 of the Companies Act 2013 and Rules made there under.

DEPOSITS

The Company has not accepted any deposits under the Companies Act 2013 for the Financial Year 2014 - 2015.

AUDITORS' REPORT

The Statements made by the Auditors in their report are self-explanatory and do not require any comments by the Board of Directors.

STATUTORY AUDITOR

The Statutory Auditors M/s Sarda & Pareek, Chartered Accountants hold office until the conclusion of the ensuing Annual General Meeting and are recommended for re-appointment to hold the office from conclusion of the forthcoming Annual General Meeting till the conclusion of the next Annual General Meeting of the Company. Certificate from the Auditors has been received to the effect that their re-appointment if made, would be within limits prescribed under Section 139 of the Companies Act, 2013.

SHARE CAPITAL

- A) Issue of Equity Shares with Differential Rights: The Company has not issued any equity shares with differential rights during the Financial Year 2014 - 2015.
- B) Issue of Sweat Equity Shares: The Company has not issued any Sweat Equity Shares during the Financial Year 2014 - 2015.
- C) Issue of Employee Stock Options: The Company has not issued any Employee Stock Options during the Financial Year 2014 - 2015.

EXTRACT OF ANNUAL RETURN

The details forming the part of the extract of the Annual Return in Form MGT 9, as required under Section 92 of the Companies Act 2013, is included in this Report as **Annexure - A** and forms an integral part of this Report.



SIGRUN HOLDINGS LIMITED

CIN: L24231MH1993PLC233757

CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION

The information relating to conservation of energy and technology absorption by the Companies annexed to the report as “**Annexure B**”.

FOREIGN EXCHANGE EARNING AND OUTGO

During the year under review there were no earnings in foreign exchange and there was no foreign exchange out go.

CORPORATE SOCIAL RESPONSIBILITY INITIATIVES

The provision of the Companies Act, 2013 relating to CSR Initiatives are not applicable to the Company.

DIRECTORS

A) Changes in directors and appointment of Key Managerial Personnel :

During the year under review, the Company appointed Ms. Muninder Kundan as an Additional Director until the conclusion of the forthcoming Annual General Meeting. It is proposed to appoint Ms. Muninder Kundan as Non Executive Independent Director of the Company in ensuing Annual General Meeting.

During the year under review, Mr. Mangesh Gaikwad, have resigned from the Board due to pre -occupation. The company appreciates his valuable contribution during his tenure.

B) Declaration by Independent Directors and Re-appointment of Directors :

All the Independent Directors have given the declarations that they meet the criteria for Independence as laid down under Section 149(6) of the Companies Act 2013 and Clause 49 of the Listing Agreement.

C) Board Evaluation :

Pursuant to the provisions of the Companies Act 2013, and clause 49 of the Listing Agreement, a structured questionnaire was prepared for the evaluation of the Independent Directors and the Board. The Board of Directors expressed their satisfaction with the evaluation process.

**SIGRUN HOLDINGS LIMITED**

CIN: L24231MH1993PLC233757

NUMBER OF MEETINGS OF BOARD OF DIRECTORS

During the year Board duly met 9 (Nine) times. The details of the number of meetings of the Board held during the Financial Year 2014 -2015 forms a part of the Corporate Governance Report.

AUDIT COMMITTEE

The composition of the Audit Committee and the number of Audit Committee meetings held during the Financial Year 2014 - 2015 forms a part of the Corporate Governance Report.

VIGIL MECHANISM FOR DIRECTORS AND EMPLOYEES

The Company has a Vigil Mechanism policy to report genuine concerns or grievances. The details form a part of the Corporate Governance Report.

NOMINATION AND REMUNERATION COMMITTEE

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Key managerial personnel and Senior Management and their remuneration. The Nomination & Remuneration Policy is stated in the Corporate Governance Report.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS U/s 186 OF THE COMPANIES ACT 2013

The Company has not given any loan, guarantee or security in connection with any loan to any other body corporate or person exceeding the specified limits mentioned under section 186(2) of the Companies Act 2013.

SECRETARIAL AUDIT

Pursuant to the provisions of Section 204 of the Companies Act 2013 and the rules made there under the Company has appointed M/s Priti J Sheth & Associates, a firm of Company Secretaries in Practice (C.P. No 5518) to undertake the Secretarial Audit of the Company. The Secretarial Audit Report is included as “**Annexure C**” and forms an integral part of this report.

Boards Comments on Qualifications/ Observations by Secretarial Auditor:

As there were no operations during the year and consequent inadequacy of funds, Management was unable to appoint any Key Managerial Personnel, internal auditor as required under the provisions of Companies Act 2013.



SIGRUN HOLDINGS LIMITED

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Company has its website however same is not functioning. The management is in process to reactivate the same at the earliest.

CORPORATE GOVERNANCE

As per Clause 49 of the Listing Agreement with the Stock Exchanges, a separate section on corporate governance practices followed by the Company, together with a certificate from the Company's Secretarial Auditor's confirming compliances, forms an integral part of this Report.

RISK MANAGEMENT POLICY

The Company has a dynamic Risk Management framework to identify, evaluate business risks and opportunities. The framework helps in identifying risks, exposure and potential impact analysis for the Company level. The details form a part of the Corporate Governance Report.

DIRECTORS' RESPONSIBILITY STATEMENT

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

1. That in preparation of the Annual Accounts for the year ended 31st March 2015, the applicable accounting standards have been followed along with the proper explanation relating to material departures , if any;
2. And applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31,2015 and of the profit of the company for the year ended on that date;
3. That the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
4. That the Directors have prepared the annual accounts on a going concern basis.
5. That the directors had laid down Internal Financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively;
6. That the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

PARTICULARS OF EMPLOYEES

The Company wishes to place on record their appreciation to the contribution made by the employees to the operations of the Company during the period.



SIGRUN HOLDINGS LIMITED

CIN: L24231MH1993PLC233757

During the year under review there were no employees who were in receipt of the remuneration beyond the limits prescribed under Rule 5 (2) of Companies (Appointment and Remuneration) Rules, 2014 and therefore no disclosures need to be made under the said section.

ACKNOWLEDGEMENTS

The Board of Directors of acknowledge the continued support and co-operation extended by the Statutory Authorities, Government Authorities, Bankers, Stock Exchange, Stake holders and employees of the Company.

By Order of the Board
For Sigrun Holdings Limited

Sd/-
VinayakBhat
Director
DIN: 05175508

Sd/-
MuninderKundan
Director
DIN: 07028299

Place: Mumbai
Date: 10th August 2015

ANNEXURE A

FORM NO. MGT 9

EXTRACT OF ANNUAL RETURN

as on financial year ended on 31.03.2015

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

I REGISTRATION & OTHER DETAILS:

i	CIN	L24231MH1993PLC233757	
ii	Registration Date	03-12-93	
iii	Name of the Company	SIGRUN HOLDINGS LIMITED	
iv	Category/Sub-category of the Company	Company Limited By Shares (Non Government Company)	
v	Address of the Registered office & contact details	B/12, Shree Devadiga Co-Op Hsg Soc., Om Nagar, Sahar, Andheri (E) Mumbai- 400099 Maharashtra, India	
vi	Whether listed company	Listed	
vii	Name , Address & contact details of the Registrar & Transfer Agent, if any.	M/s. Universal Capital Securities Pvt. Ltd. (Formerly known as Mondkar Computers Pvt. Ltd.) 21, Shakil Niwas, Opp. Saibaba Temple, Mahakali Caves Road, Andheri - East Mumbai - 400093	
II	PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY All the business activities contributing 10% or more of the total turnover of the company shall be stated -		
SL No	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company

1	Company does not have any Product or Services contributing 10% or more of the total turnover of the company. Currently Company is not in to active Business Operations.	64990	—
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III PARTICULARS OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES					
SI No	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	Sigrun Realities Limited	U70100MH2005PLC157406	Associates	24.76%	2(6)

IV SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity)										
Category of Shareholders	No. of Shares held at the beginning of the year			No. of Shares held at the end of the year				change during the year		
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	Number of Shares	Change in (%)
A. Promoters										
(1) Indian	0	0	0	0.00	0	0	0	0.00	0	0.00
a) Individual/HUF	112420	0	112420	0.02	112420	0	112420	0.02	0	0.00
b) Central Govt.or State Govt.	0	0	0	0.00	0	0	0	0.00	0	0.00
c) Bodies Corporates	0	39603960	39603960	7.40	0	39603960	39603960	7.40	0	0.00
d) Bank/FI	0	0	0	0.00	0	0	0	0.00	0	0.00
e) Any other	0	0	0	0.00	0	0	0	0.00	0	0.00
SUB TOTAL:(A) (1)	112420	39603960	39716380	7.42	112420	39603960	39716380	7.42	0	0.00
(2) Foreign										
a) NRI- Individuals	0	0	0	0.00	0	0	0	0.00	0	0.00
b) Other Individuals	0	0	0	0.00	0	0	0	0.00	0	0.00
c) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0	0.00
d) Banks/FI	0	0	0	0.00	0	0	0	0.00	0	0.00
e) Any other...	0	0	0	0.00	0	0	0	0.00	0	0.00
SUB TOTAL (A) (2)	0	0	0	0.00	0	0	0	0.00	0	0.00

Total Shareholding of Promoter (A)= (A)(1)+(A)(2)	112420	39603960	39716380	7.42	112420	39603960	39716380	7.42	0	0.00
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B. PUBLIC SHAREHOLDING										
(1) Institutions										
a) Mutual Funds	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
b) Banks/FI	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
C) Cenntral govt	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
d) State Govt.	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
e) Venture Capital Fund	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
f) Insurance Companies	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
g) FIIS	6305000	0.00	6305000	1.18	0.00	0.00	0.00	0.00	6305000	1.18
h) Foreign Venture Capital Funds	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
i) Others (specify)	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
SUB TOTAL (B)(1):	6305000	0.00	6305000	1.18	0.00	0.00	0.00	0.00	6305000	1.18

(2) Non Institutions										
a) Bodies corporates										
i) Indian	63059309	38248790	101308099	18.93	60958740	38248790	99207530	18.54	2100569	0.39
ii) Overseas	0	0	0	0.00	0	0	0	0.00	0	0.00
b) Individuals										
i) Individual shareholders holding nominal share capital upto Rs.1 lakhs	24677369	233270	24910639	4.65	27562463	233270	27795733	5.19	2885094	0.54

ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakhs	40305215	79025510	119330725	22.29	45632862	79025510	124658372	23.29	5327647	1.00
c) Others (specify)	0	0	0	0.00	0	0	0	0.00	0	0.00
Clearing Members	1021093	0	1021093	0.19	1150144	0	1150144	0.21	129051	0.02
Trusts	0	7578020	7578020	1.42	0	7578020	7578020	1.42	0	0.00
NRI / OCBs	203129684	31940580	235070264	43.92	203193461	31940580	235134041	43.93	31940580	0.01
SUB TOTAL (B)(2):	332192670	157026170	489218840	91.40	338497670	157026170	495523840	92.58	42382941	1.96
Total Public Shareholding (B)= (B)(1)+(B)(2)	338497670	157026170	495523840	92.58	338497670	157026170	495523840	92.58	42382941	1.96
C. Shares held by Custodian for GDRs & ADRs	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Grand Total (A+B+C)	338610090	196630130	535240220	100.00	338610090	196630130	535240220	100.00	42382941	1.96

(ii) SHARE HOLDING OF PROMOTERS								
Sl No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		NO of shares	% of total shares of the company	% of shares pledged encumbered to total shares	NO of shares	% of total shares of the company	% of shares pledged encumbered to total shares	
1	C R RAJESH NAIR	110810	0.02	Nil	110810	0.02	Nil	Nil

2	SARITA SEQUEIRA	1610	0.00	Nil	1610	0.00	Nil	Nil
3	ABHINANDAN VYAPAAR PVT. LTD.	39603960	7.40	Nil	39603960	7.40	Nil	Nil
Total		39716380	7.42		39716380	7.42		

(iii) CHANGE IN PROMOTERS' SHAREHOLDING							
Sl. No.	Particulars	Share holding at the beginning of the Year		Cumulative Share holding during the year			
		No. of Shares	% of total shares of the company	No of shares	% of total shares of the company		
1	At the beginning of the year	No Change took place in the Promoters Shareholding during the year					
2	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)						
3	At the end of the year						

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters & Holders of GDRs & ADRs)					
Sl. No	For Each of the Top 10 Shareholders	Shareholding at the end of the year		Cumulative Shareholding during the year	
		No.of shares	% of total shares of the company	No of shares	% of total shares of the company
1	ATTRI SHIVANI				
	At the beginning of the year	53423000	9.98		

	Date wise increase/ decrease in Promoters Share holding during the year specifying the reasons for increase/ decrease (e.g. allotment/ transfer/ bonus/ sweat equity etc)	Nil	Nil		
	At the end of the year (or on the date of separation, if separated during the year)	53423000	9.98		
2	STEPHEN DMELLO				
	At the beginning of the year	53423000	9.98		
	Date wise increase/ decrease in Promoters Share holding during the year specifying the reasons for increase/ decrease (e.g. allotment/ transfer/ bonus/ sweat equity etc)	Nil	Nil		
	At the end of the year (or on the date of separation, if separated during the year)	53423000	9.98		
3	REKHA SATISH BABU				
	At the beginning of the year	51442800	9.61		
	Date wise increase/ decrease in Promoters Share holding during the year specifying the reasons for increase/ decrease (e.g. allotment/ transfer/ bonus/ sweat equity etc)	Nil	Nil		
	At the end of the year (or on the date of separation, if separated during the year)	51442800	9.61		
4	AIMS PROMOTERS PRIVATE LIMITED				
	At the beginning of the year	29739080	5.56		

	Date wise increase/ decrease in Promoters Share holding during the year specifying the reasons for increase/ decrease (e.g. allotment/ transfer/ bonus/ sweat equity etc)	Nil	Nil		
	At the end of the year (or on the date of separation, if separated during the year)	29739080	5.56		
5	ALPHONSO SEQUEIRA				
	At the beginning of the year	26711500	4.99		
	Date wise increase/ decrease in Promoters Share holding during the year specifying the reasons for increase/ decrease (e.g. allotment/ transfer/ bonus/ sweat equity etc)	Nil	Nil		
	At the end of the year (or on the date of separation, if separated during the year)	26711500	4.99		
6	PACIFIC CORPORATE SERVICES LTD.				
	At the beginning of the year	25000000	4.67		
	Date wise increase/ decrease in Promoters Share holding during the year specifying the reasons for increase/ decrease (e.g. allotment/ transfer/ bonus/ sweat equity etc)	Nil	Nil		
	At the end of the year (or on the date of separation, if separated during the year)	25000000	4.67		
7	IMTIAZ KHODA				
	At the beginning of the year	21727278	4.06		

	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	Nil	Nil		
	At the end of the year (or on the date of separation, if separated during the year)	21727278	4.06		

8	SIGRUN REALTIES LTD				
	At the beginning of the year	20552110	3.84		
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	Nil	Nil		
	At the end of the year (or on the date of separation, if separated during the year)	20552110	3.84		
9	FAIZAL PATEL				
	At the beginning of the year	17642351	3.30		
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc)	Nil	Nil		
	At the end of the year (or on the date of separation, if separated during the year)	17642351	3.30		
10	RAKESH SONI				
	At the beginning of the year	13645000	2.55		

	Date wise increase/ decrease in Promoters Share holding during the year specifying the reasons for increase/ decrease (e.g. allotment/ transfer/ bonus/ sweat equity etc)	Nil	Nil		
	At the end of the year (or on the date of separation, if separated during the year)	13645000	2.55		

Sl. No	For Each of the Directors & KMP	Shareholding at the end of the year		Cumulative Shareholding during the year	
		No.of shares	% of total shares of the company	No of shares	% of total shares of the company
1					
	At the beginning of the year				
	Date wise increase/ decrease in Promoters Share holding during the year specifying the reasons for increase/ decrease (e.g. allotment/ transfer/ bonus/ sweat equity etc)	N A	NA	N A	
	At the end of the year				
	At the end of the year				

V INDEBTEDNESS : Rs. 1,766,247				
Indebtedness of the Company including interest outstanding/accrued but not due for payment				
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtness at the beginning of the financial year	Nil		Nil	
i) Principal Amount		419,320		419,320

ii) Interest due but not paid		0		0
iii) Interest accrued but not due		0		0
Total (i+ii+iii)	Nil	419,320	Nil	419,320
Change in Indebtedness during the financial year				
Additions		1,346,927		1,346,927
Reduction		0		0
Net Change		1,346,927		1,346,927
Indebtedness at the end of the financial year	Nil		Nil	
i) Principal Amount		1,766,247		1,766,247
ii) Interest due but not paid		0		0
iii) Interest accrued but not due		0		0
Total (i+ii+iii)	Nil	1,766,247	Nil	1,766,247

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL : Not Applicable				
A. Remuneration to Managing Director, Whole time director and/or Manager: Company is in process of appointing Managing Director, Whole time director and/or Manager				
Sl.No	Particulars of Remuneration	Name of the MD/WTD/Manager		Total Amount
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income Tax. 1961.			
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961			

	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961			
2	Stock option			
3	Sweat Equity			
4	Commission as % of profit			
5	Others, please specify			
	Total (A)			
	Ceiling as per the Act			

B. Remuneration to other directors: NIL						
Sl.No	Particulars of Remuneration	Name of the Directors				
1	Independent Directors					
	(a) Fee for attending board committee meetings					
	(b) Commission					
	(c) Others, please specify					
	Total (1)					
2	Other Non Executive Directors					
	(a) Fee for attending board committee meetings					
	(b) Commission					
	(c) Others, please specify.					
	Total (2)					
	Total (B)=(1+2)					
	Total Managerial Remuneration					
	Overall Cieling as per the Act.					

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD : The Company is in process to appoint a Whole Time Company Secretary in Employment				
Sl. No.	Particulars of Remuneration	Key Managerial Personnel		
1	Gross Salary	CEO	Company Secretary	CFO
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	NA		
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961			
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961			
2	Stock Option			
3	Sweat Equity			
4	Commission as % of profit			
5	Others, please specify			
	Total			

VII PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES					
Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment/Compounding fees imposed	Authority (RD/NCLT/Court)	Appeal made if any (give details)
A. COMPANY					
Penalty	NIL				
Punishment					
Compounding					

B. DIRECTORS	
Penalty	NIL
Punishment	
Compounding	
C. OTHER OFFICERS IN DEFAULT	
Penalty	NIL
Punishment	
Compounding	

“Annexure B” to the Board’s Report

The information relating to conservation of energy and technology absorption by the Company

(A) Conservation of Energy

- i. **the steps taken or impact on conservation of energy:** As the Company is not engaged in any manufacturing activity the conservation of energy is relatively low.
- ii. **the steps taken by the company for utilizing alternates source of energy:** NIL
- iii. **the Capital Investment on energy conservation equipments:** NIL

(B) Technology Absorption

- i. **the efforts made towards technology absorption:** NIL
- ii. **the benefits derived like product improvement, cost reduction, product development or import substitution:** NIL
- iii. **in case of imported technology (imported during last three years reckoned from beginning of financial year)**
 - (a) **Details of technology imported:** Nil
 - (b) **Year of Import:** Nil
 - (c) **Whether technology has been fully absorbed:** Nil
 - (d) **If not fully absorbed, areas where absorption has not taken place and the reasons thereof:** Nil
- iv. **The expenditure incurred on Research and Development:** Nil

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,
Sigrun Holdings Limited

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Sigrun Holdings Limited** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of Sigrun Holdings 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 authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the Financial year ended on 31st March 2015, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by **Sigrun Holdings Limited** ("**The Company**") for the period ended on 31st March 2015 according to the provisions of:

- I. The Companies Act, 2013 (**the Act**) and the Rules made thereunder;
- II. The Securities Contracts (Regulation) Act, 1956 ("**SCRA**") and the Rules made thereunder;
- III. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- IV. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ("**SEBI Act**"):-
 - 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; (**Not applicable to the Company during Audit period**)
 - d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; (**Not applicable to the Company during Audit period**)
 - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (**Not applicable to the Company during Audit period**)
 - f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; (**Not applicable to the Company during Audit period**)
 - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and (**Not applicable to the Company during Audit period**)
 - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (**Not applicable to the Company during Audit period**)

VI. Minimum Wages Act, 1948

VII. Payment of Wages Act, 1936

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India. **(Not applicable to the Company during Audit period)**
- (ii) Listing Agreements entered into by the Company with Bombay Stock Exchange Limited

During the period under review and as per representations and clarifications provided by the management, I confirm that the Company has complied with the provisions of the Acts, Rules, Regulations, Guidelines, Standards etc. mentioned above except to the extent as mentioned below:-
Company does not have: 1. Internal Auditor as required u/s 138 of The Companies Act 2013; 2. Key Managerial Personnel as required u/s 203 of the Companies Act 2013; 3. Functioning website as required under provisions of Clause 54 of Listing Agreement.

I further report that compliance of applicable financial laws including Direct and Indirect Tax laws by the Company has not been reviewed in this Audit since the same has been subject to review by the Statutory Auditors and other designated professionals.

I further report that:

-The Board of Directors of the Company comprises of only Non Executive Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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

-All decisions at Board Meeting were carried out unanimously.

I further report that based on the information received and records maintained 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.

I/we further report that during the audit period there were no specific events/actions having a major bearing on the company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc.

**For Priti J. Sheth & Associates
Company Secretaries**

Sd/-

**Priti Sheth
CP No.: 5518
FCS.: 6833**

Date: 10th August, 2015
Place: Mumbai

**SIGRUN HOLDINGS LIMITED**

CIN: L24231MH1993PLC233757

MANAGEMENT DISCUSSION AND ANALYSIS REPORT**INDUSTRY STRUCTURE DEVELOPMENTS AND OUTLOOK**

The Company is engaged in the business of Financial and investments activities however, during the recent past the operations of the Company have reduced to the large extent. With the growing economy and opening up of new sectors the management is of the view that the business of the company can be revived by making sound financial decisions.

OPPORTUNITIES AND THREATS

During the year company did not carry out any operations. In view of the various irregularities in the preferential issue to shareholders of Sigrun Realities Ltd., a large number of legal issues have arisen. While the Directors are addressing the same, there is no immediate proposal to start any operations or business in the company. The company may need to unwind its remaining investments and decide on the future course of actions under the provisions of law.

SEGMENT WISE / PRODUCT WISE PERFORMANCE

Since the company is not in to active business operations there is no segment wise performance.

MANAGEMENT PERCEPTION , INITIATIVES AND OUTLOOK

The Company is looking to generate funds in order to complete its legal and other formalities.

RISK MITIGATION

The Company has a dynamic Risk Management framework to identify, evaluate business risks and opportunities. The framework helps in identifying risks, exposure and potential impact analysis for the Company level.

INTERNAL CONTROL SYSTEMS AND ADEQUACY

The Company has an in-house internal audit department which examines and ensures adequate internal checks and control procedures. It also ensures proper accounting, records authorization, control of operations and compliance with law.

The company also believes in the importance of technology and systems in improving controls at various levels and strives to enhance them on a continuous basis. Further the Company is continuously working to improve and strengthen internal check and control system to align with the expected growth in operations.



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FINANCIAL PERFORMANCE

During the year under review the no operations were conducted by the Company, therefore the Company has not earned any Income.

Further due to various statutory and other expenses, the Company has incurred losses amounting to Rs. 156,682,000/- during the F.Y.2014-15

DEVELOPMENTS IN HUMAN RESOURCES

Your Company considers human resource as a valuable ingredient of the Company. Every effort is made by the Company to keep up the motive of employees.

By Order of the Board
For Sigrun Holdings Limited

Sd/-
Vinayak Bhat
Director
DIN: 05175508

Sd/-
Muninder Kundan
Director
DIN: 07028299

Place: Mumbai
Date: 10th August, 2015



SIGRUN HOLDINGS LIMITED

CIN: L24231MH1993PLC233757

REPORT ON CORPORATE GOVERNANCE

The Directors present the Company's Report on Corporate Governance for the year ended March 31, 2015.

COMPANY'S CORPORATE GOVERNANCE PHILOSOPHY

Sigrun Holdings Limited believes that "Corporate Governance" refers to the processes and structure by which the business and affairs of the Company are directed and managed, in order to enhance long term shareholder value through enhancing corporate performance and accountability, whilst taking into account the interests of all stakeholders. Good corporate governance, therefore, embodies both enterprise (performance) and accountability (conformance).

The company strives to adopt the best governance and disclosure practices with the following principles in mind:

- (a) Satisfaction of the spirit of the law through ethical business conduct.
- (b) Transparency and a high degree of disclosure levels.
- (c) Truthful communication about how the company is run internally.

GOVERNANCE STRUCTURE

The Corporate Governance Structure at "**Sigrun Holdings Limited**" is as follows:

- 1. Board of Directors:** The Board is entrusted with the ultimate responsibility of the management, directions and performance of the Company. As its primary role is fiduciary in nature, the Board provides leadership, strategic guidance, objective and independent view to the Company's management while discharging its responsibilities, thus ensuring that the management adheres to ethics, transparency and disclosure.
- 2. Committees of the Board:** The Board has constituted the following committees viz, Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Risk management Committee.

THE BOARD OF DIRECTORS

Composition of the Board:

The Board of the Company comprises of Non Executive Independent Directors who with their diverse knowledge, experience and expertise bring in their independent judgment in the deliberations and decisions of the Board.

The Board of Directors presently comprises of 3 members.



SIGRUN HOLDINGS LIMITED

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None of the Directors on the Board is a member on more than 10 Committees and Chairman of more than 5 Committees (as specified in clause 49 of the Listing Agreement), across all the Companies in which he is a Director. The composition of the Board in detail is as follows as on 31st March 2015:

Sr. No.	Name of The Directors	Category	No. of Directorships in other Public Limited Companies	Number of Committee positions held in other Public Limited Companies
1.	Mr. Vinayak Bhat	Non-Executive Independent Director	Nil	Nil
2.	Mr. Rohit Muslonkar	Non-Executive Independent Director	Nil	Nil
3.	Ms. Muninder Kundan	Additional Non-Executive Independent Director	Nil	Nil

Notes:

1. Mr. Mangesh Gaikwad, Mr. Vinayak Bhat and Mr. Rohit Muslonkar were appointed as Non Executive Independent Directors for the term of 5 Consecutive Years at the Annual General Meeting of the Company held on 30th September 2014.
2. Ms. Muninder Kundan was appointed as an Additional Director with effect from 8th December 2014.
3. Mr. Mangesh Gaikwad, the Director, has resigned with effect from 16th December 2014.
4. Ms. Muninder Kundan is proposed to be appointed as Independent director in the forthcoming Annual General Meeting.

Independent Directors

The Non - Executive Independent Directors fulfill the conditions of Independence specified in Section 149(6) of the Companies Act 2013 and Rules made there under and meet with the requirements of Clause 49 of the Listing Agreement entered into with the Stock Exchanges.



SIGRUN HOLDINGS LIMITED

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Meetings of the Board:

The meetings of the Board of Directors are generally held at its registered office of the Company at B/12, Shree Devadiga Co-op HSG Soc., Om Nagar, Sahar, Andheri (E), Mumbai- 400099. The Board met nine (9) times during the year with clearly defined agenda, circulated well in advance before each meeting.

The Attendance of the members of the Board at the meeting held during the year and at the last Annual general Meeting (AGM) and also the number of other Directorship & Membership /Chairmanship of Committees as on March 31, 2015 are as follows:

Sr. No.	Name of the Directors	Meetings held during the tenure of the Director from 01/04/2014 to 31/03/2015	No of Meetings attended	Attendance at the last AGM
1.	Mr. Mangesh Gaikwad	5	5	Yes
2.	Mr. Vinayak Bhat	9	9	Yes
3.	Mr. Rohit Muslonkar	9	9	Yes
4.	Ms. Muninder Kundan	4	4	No

Notes:

- Ms. Muninder Kundan was appointed as an Additional Director with effect from 8th December 2014.
- Mr. Mangesh Gaikwad, the Director, has resigned with effect from 16th December 2014.

Independent Directors Meeting:

During the year under review, the Independent Directors met on 20 /03/2015, interalia, to discuss:

- Evaluation of performance of the Board of Directors as a whole;
- Evaluation of the quality, content and timelines of flow of information between the Management and the board that is necessary for the Board to effectively and reasonably perform its duties.

**SIGRUN HOLDINGS LIMITED**

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Information Given to the Board

The Company provides the information as set out in Clause 49 of the listing agreement to the Board and the Board Committees to the extent it is applicable and relevant. Such information is submitted as a part of the agenda papers in advance of the respective meetings.

Familiarization Programme for Directors

At the time of appointing a Director a formal letter of appointment is given to them which inter alia explains the roles, functions, duties and responsibilities expected of them as a director of the company. The Director is explained in detail the compliance required from him under the Companies Act 2013, Clause 49 of the Listing Agreement and other relevant regulations and affirmations taken with respect to the same.

Further the Company has put in place a system to familiarize the Independent Directors about the Company business.

Insider Trading Code

The Company has adopted a Code of Conduct for prevention of insider trading in accordance with the requirement of SEBI (Prohibition of Insider Trading) Regulations 2015 with effect from 15th May 2015. The Code is applicable to promoters, and promoters group, all directors and such designated employees who are expected to have access to un-published price sensitive information relating to the company.

Code of Conduct:

All the Directors and Senior Management personnel have affirmed Compliance with the code of conduct.

Declaration by the Director under Clause 49 of the Listing Agreement regarding adherence to Code of Conduct:

In accordance with Clause 49 (1) (D) of the listing agreement all the Directors and Senior Management personnel have affirmed compliance with the code of conduct for the year ended on 31st March 2015.

Board Committees

The Board has constituted the following committees:

- Audit Committee
- Stakeholders Relationship Committee
- Nomination and Remuneration Committee
- Risk Management Committee



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1. Audit Committee :

In the financial year 2014-15, the Audit Committee duly met 4 times on 20/05/2014, 11/08/2014, 10/11/2014 and 02/02/2015. The Composition of the Audit Committee as on 31st March 2015 and the details of meetings attended by the members of the Audit Committee are given below:

Name	Category	No. of Meetings during the year	
		Held	Attended
Mr. Vinayak Bhat (Chairman)	Non Executive and Independent	4	4
Mr. Mangesh Gaikwad*	Non Executive and Independent	4	3
Mr. Rohit Muslonkar	Non Executive and Independent	4	4
Ms. Muninder Kundan**	Additional Director Non Executive Independent	4	1

The Audit Committee is responsible for the areas specified by Clause 49 of the Listing Agreement and provisions of the Companies Act besides other roles as may be referred by the Board of Directors. The Audit Committee has reviewed the Annual financial results, half-yearly results and internal working system of the company and has held discussion with the Statutory Auditors of the company.

*Mr. Mangesh Gaikwad, Director, has resigned with effect from 16th December 2014.

**Ms. Muninder Kundan was appointed as member of Audit Committee on 26th December 2014.

2. Stakeholders Relationship Committee :

In the financial year 2014-15, the Stakeholders Relationship Committee duly met once on 15/11/2014. The Composition of the Stakeholders Relationship Committee as on 31st March 2015 and details of Meetings attended by the Members of the Committee are given below:



SIGRUN HOLDINGS LIMITED

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Name	Category	No. of Meetings during the year	
		Held	Attended
Mr. Vinayak Bhat (Chairman)	Non Executive and Independent	1	1
Mr. Mangesh Gaikwad*	Non Executive and Independent	1	0
Mr. Rohit Muslonkar	Non Executive and Independent	1	1
Ms. Muninder Kundan**	Additional Director Non Executive Independent	1	0

The Committee has been delegated authority by the Board to approve transfers/transmission of shares, issue of share certificates etc. The Committee meets as and when there transfers/transmission of shares, or any complaints/ queries of the shareholders need to be attended.

The committee also reviews the queries and complaints received from the shareholders and the steps taken for their redressal. There were no complaints pending as on 31st March 2015.

There were no transfers/transmission of shares, issue of share certificates or investor complaints during the financial year.

Half-yearly Transfer Audit and Quarterly Secretarial Audit in terms of the Listing Agreement are regularly carried out by an Independent Practicing Company Secretary.

*Mr. Mangesh Gaikwad, Director, has resigned with effect from 16th December 2014.

**Ms. Muninder Kundan was appointed as member of Stakeholder Relationship Committee on 26th December 2014.

3. Nomination and Remuneration Committee :

In the financial year 2014-15, the Nomination and Remuneration Committee duly met 2 times on 30th October 2014 and 1st December 2014. The Composition of the Nomination and Remuneration Committee as on 31st March 2015 and details of Meetings attended by the Members of the Committee are given below:



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Name	Category	No. of Meetings during the year	
		Held	Attended
Mr. Vinayak Bhat (Chairman)	Non Executive and Independent	2	2
Mr. Mangesh Gaikwad*	Non Executive and Independent	2	1
Mr. Rohit Muslonkar	Non Executive and Independent	2	2
Ms. Muninder Kundan**	Additional Director Non Executive Independent	2	1

The terms of reference of the Nomination and Remuneration committee are as per the provisions of the Companies Act, 2013 and Clause 49 of Listing Agreement:

*Mr. Mangesh Gaikwad, Director, has resigned with effect from 16th December 2014.

**Ms. Muninder Kundan was appointed as member of Nomination and Remuneration Committee on 26th December 2014.

Nomination and Remuneration Policy:

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Key Managerial Personnel and Senior Management and their remuneration.

The said policy is available for inspection at the registered office of the Company on all the working days, except Saturdays, Sundays and holidays between 11.00 a.m. and 1.00 p.m.

Details of Remuneration paid to Directors for F.Y 2014 - 2015: No remuneration was paid to directors during the year under review.

The Company does not have any stock option scheme and No Commission was paid to any Director during the year 2014-2015.



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Risk Management Committee:

Business Risk Evaluation and Management is an ongoing process within the organization. The Company has risk management framework to identify, monitor risks as also identify business opportunities. Company has constituted a Risk Management Committee having below composition.

Name	Category
Mr. Vinayak Bhat (Chairman)	Non Executive and Independent
Mr. Rohit Muslonkar	Non Executive and Independent
Ms. Muninder Kundan	Additional Director Non Executive Independent

General Body Meetings (Held in last 3 Years)

Year	Date	Time	Venue	Details of Special Resolutions Passed
2013-2014	September 30, 2014	09.00 a.m	B/12, Shree Devadiga Co - operative Housing Society, Om Nagar Sahar, Andheri (East), Mumbai - 400099	No Special Resolution
2012-2013	September 30, 2013	09.00 a.m	B/12, Shree Devadiga Co - operative Housing Society, Om Nagar Sahar, Andheri (East), Mumbai - 400099	No Special Resolution
2011-2012	September 28, 2012	09.00 a.m	B/12, Shree Devadiga Co - operative Housing Society, Om Nagar Sahar, Andheri (East), Mumbai - 400099	No Special Resolution



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Disclosures

1. The disclosure of related party transactions has been made in the Notes to Accounts annexed to the Balance sheet as on March 31, 2015.
2. There has been minor non-compliance; however no penalties or strictures were imposed on the Company by the Stock Exchanges, SEBI or any other statutory authority, on any matter relating to any of capital market, during the last three years.
3. Pursuant to Section 177(9) & (10) of the Companies Act 2013 and Clause 49 of the Listing Agreement the company has formulated the Whistle Blower Policy for Vigil mechanism for Directors and employees to report to the management about the unethical behavior, fraud or violation of Companies Code of Conduct. The mechanism provides for adequate safeguards against the victimization of the employees and directors who use such mechanism and makes provisions for direct access to the chairperson of the audit committee in exceptional cases. None of the personnel of the company has been denied access to the audit committee.

Means of Communication

a. Financial Results :

The unaudited quarterly/half yearly results are announced within 45 days of the close of the quarter. The audited annual results are announced within sixty days from the closure of the Financial year as per the requirements of the Listing agreements with the stock exchanges.

The periodical unaudited/audited financial results are published in Jantechya Mahanayak (Marathi) and The Asian Age (English) as required under the Listing Agreement. All financial and other vital information is promptly communicated to the stock exchanges on which company's shares are listed.

b. Website Details :

The Company has maintained its website as required under Clause 54 of the Listing Agreement however the same is not functioning.

- c. Quarterly results, shareholding pattern, quarterly compliances, and all other Corporate communication to the stock exchanges i.e BSE Ltd are filed electronically.

Share Holders Information

1. Annual General Meeting

The Annual General Meeting of the Company for the year ended March 31, 2015 will be held at its Registered Office situated at B/12, Shree Devadiga Co - operative



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Housing Society, Om Nagar Sahar, Andheri (East), Mumbai - 400099 on Wednesday, 30th day of September 2015 at 09.00 a.m.

2. Financial Calendar For 2015 - 2016 (Provisional)

1	Results for the Quarter ended June 30, 2015	By August 15, 2015
2	Results for the Quarter ended September 30, 2015	By November 14, 2015
3	Results for the Quarter ended December 31, 2015	By February 15, 2016
4	Results for the Year ended March 31, 2016	By end of May 2016
5	Annual general Meeting for the year ended March 31, 2016	By end of September 2016

3. Book Closure

The Register of Members and Share Transfer Books are closed keeping in view the proposed dates of annual general meeting. For the year reference the above registers/books would be closed from Thursday, 24th September, 2015 to Wednesday, 30th September 2015 (both days inclusive) and was notified accordingly.

4. Listing of Shares

The equity shares issued by the Company are listed on the following Stock Exchanges:

Bombay Stock Exchange
Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai 400 001

5. Dematerialization of Shares

The Equity Shares of the Company are to be traded compulsorily in Dematerialised form. About 63.26% of paid-up Equity Capital has been dematerialised as on 31/03/2015.

The Company has entered in to agreements with the National Securities Depository Ltd. (NSDL) and the Central Depository Services (India) Ltd. (CDSL) for the purpose.

ISIN number for NSDL & CDSL: **INE633D01022**

6. Dividend Payment

No dividend has been recommended for the year 2014-2015.



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Listing of shares on stock exchanges and Stock Code

Sr. No.	Name of the Stock Exchange	Stock code
1	The Bombay Stock Exchange Limited	531863

7. E- Voting Facility

E voting facility has been made available for voting on all resolutions at the AGM. The details of the same are given in the notice of the AGM.

8. Stock Market Data

Stock Market Price Data for the year 2014-2015:

Months	SIGRUN HOLDINGS LIMITED Stock Price	
	High Price	Low Price
April 2014	0.24	0.15
May 2014	0.22	0.15
June 2014	0.24	0.13
July 2014	0.21	0.14
August 2014	0.18	0.14
September 2014	0.22	0.15
October 2014	0.22	0.16
November 2014	0.20	0.15
December 2014	0.17	0.12
January 2015	0.16	0.13
February 2015	0.15	0.13
March 2015	0.17	0.12

9. Share Transfer Agent

M/s. Universal Capital Securities Private Limited, Mumbai has been appointed as a common agency for both physical and Electronic Connectivity for dematerialization of shares.

To supplement to the prompt services given by the Registrar & Transfer Agent the Stakeholders Relationship Committee meets as and when there are transfers/transmission of shares for the approvals of periodical transfers, issue of share certificates, splitting of shares etc.



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All requests for dematerialization of shares are processed and confirmation thereof is sent to the shareholders within 21 days of the receipt thereof.

10. Share Transfer System

The transfer of shares in physical form is processed and completed by the registrar and transfer agent within a period of 7 days from the date of receipt thereof provided that all the documents are in order. In case of shares in electronic form the transfers are processed by NSDL/CDSL through respective depository participants. In compliance with the listing agreement with the stock exchanges, a practicing company secretary carries out audit of the system of transfers and the certificate to that effect is issued.

Reconciliation of Share Capital Audit Report

As stimulated by SEBI, a qualified Practicing Company Secretary carries out Secretarial Audit to reconcile the total admitted capital with National Securities Depository limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. This audit is carried out every quarter and the report thereon is submitted to the stock exchanges where the Company's shares are listed. The audit confirms that the total listed and paid-up capital is in agreement with the aggregate of the total number of shares in dematerialized form (held with NSDL and CDSL) and total number of shares in physical form.

11. Distribution of Shareholding of the Company as on March 31, 2015 is as follows

Shareholding of nominal value	No of Shareholders	% of Total no. of Shareholders	Amount (in Rs.)	% to Total Capital
Up to - 5,000	4831	78.783	5,319,168	0.994
5,001 - 10,000	480	7.828	3,837,274	0.717
10,001 - 20,000	290	4.729	4,374,256	0.817
20,001 - 30,000	125	2.038	3,181,041	0.594
30,001 - 40,000	71	1.158	2,533,133	0.473
40,001 - 50,000	71	1.158	3,356,823	0.627
50,001 - 1,00,000	100	1.631	7,457,212	1.393
1,00,001 and above	164	2.674	505,181,313	94.384
Total	6132	100	535240220	100



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12. The Shareholding Pattern of the Company as on March 31, 2015 is as follows:

	CATEGORY	Nos. of Equity Shares	Total %
(A)	Shareholding of Promoter Group		
	(1) Indian		
	Individuals / Hindu Undivided Family	112420	0.02
	Body Corporates	39603960	7.40
	Sub Total	39716380	
	(2) Foreign	--	
	Total shareholding of Promoter and Promoter Group (A)	39716380	7.42
(B)	Public Shareholding	--	
	(1) Institutions	--	--
	(2) Non-Institutions		
	Bodies Corporate	99207530	18.54
	Individuals	--	--
	Individual shareholders holding nominal share capital up to Rs. 1 lakh	27795733	5.19
	Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	124658372	23.29
	Any Others (Specify)		



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	1. Clearing Members s	1150144	0.21
	2. Trusts	7578020	1.42
	3. NRI/OCBs	235134041	43.93
	Sub Total	495523840	92.58
	Total Public shareholding (B)	495523840	92.58
	Total (A)+(B)	535240220	100.00
(C)	Shares held by Custodians and against which Depository Receipts have been issued		
	Total (A)+(B)+(C)	535240220	100.00

13. Address for Correspondence - Investor Services

For any complaints relating to non-receipt of shares after transfer, transmission, change of address, mandate etc., dematerialization of shares, Annual Report, non-receipt of Annual Report, non-receipt of dividend etc., the complaint should be forwarded to

M/s. Universal Capital Securities Private Limited,
 (Formerly known as Mondkar Computers Pvt Ltd.)
 21, ShakilNiwas, Opp. SatyaSaibaba Temple,
 Mahakali Caves Road, Andheri - East,
 Mumbai - 400 093
 Phone No. 022 28207203 -05
 Fax No. 022 28207207
 E-mail: info@uniseq.in



SIGRUN HOLDINGS LIMITED

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Director's Certification

(Issued in accordance with provisions of Clause 49 of the Listing Agreement)

To,

The Board of Directors
Sigrun Holdings Limited
Mumbai

I, Vinayak Bhat, Director of the Company do hereby certify to the Board that:

- a. I, have reviewed the Financial Statements read with the Cash Flow Statement of Sigrun Holdings Limited for the year ended March 31, 2015 and to the best of my knowledge and belief ;
 - i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that may be misleading;
 - ii. these statement present a true and fair view of the Company's affairs and are in compliance with current accounting standards, applicable laws and regulations.
- b. There are, to the best of my knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the Company's code of conduct.
- c. I accept responsibility for establishing and maintaining internal control for financial reporting. I have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and I have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which I am aware and steps I have taken or proposed to be taken for rectifying these deficiencies.
- d. I have indicated to the Auditors and the Audit Committee:
 1. Significant changes in internal control over financial reporting during the year;
 2. Significant changes accounting policies made during the year and that the same have been disclosed suitably in the notes to the financial statement; and



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3. There have been no instances of significant fraud of which I have become aware and the involvement therein if any of the management or an employee having a significant role in the company's internal control system over financial reporting.

By Order of the Board
For **Sigrun Holdings Limited**

Sd/-
Vinayak Bhat
Director
DIN: 05175508



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AUDITORS CERTIFICATE ON COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE UNDER CLAUSE 49 OF THE LISTING AGREEMENT

**To,
The Members,
Sigrun Holdings Limited,**

We have reviewed the records concerning the Company's compliance of conditions of Corporate Governance as stipulated in Clause 49 of the Listing Agreement entered into, by the Company, with the Stock Exchanges of India, for the Financial Year ended on 31st March 2015.

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

We have conducted our review on the basis of the relevant records and documents maintained by the Company and furnished to us for the review, and the information and explanations given to us by the Company.

Based on such a review and to the best of our information and according to the explanations given to us, we certify that the Company has substantially complied with the conditions of Corporate Governance as stipulated in the Clause 49 of the above mentioned Listing Agreement and there are certain non compliances like 1. There is no Managing Director, Company Secretary and CEO appointed 2. The company does not have a functional website. There were no investor grievances pending against the Company as on 31st March 2015.

We further state that such compliance is neither as 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: Mumbai
DATE: 10-08-2015**

FOR PRITI J. SHETH & ASSOCIATES

**Sd/-
PRITI J. SHETH
PROPRIETOR
FCS No.: 6833
CP No.: 5518**

INDEPENDENT AUDITOR'S REPORT

To The Members of SIGRUN HOLDING LIMITED,

Report on the Financial Statements

We have audited the accompanying Financial Statements of SIGRUN HOLDING LIMITED ("the Company") which comprise the Balance Sheet as at March 31, 2015, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these Financial Statements based on our audit.

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

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 auditors' judgment, including the assessment of the risks of material misstatement of the Financial Statements, whether due to fraud or error. In making those risk assessment, auditor considers internal control relevant to the Company's preparation and presentation of the Financial Statements the give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness risk assessments, of the Company's internal control. 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 gives to us, the Financial Statements give the information required by the Companies Act, 2013 in the manner so required and give true and fair view in conformity with the accounting principles generally accepted in India.

- (a) In the case of the Balance Sheet, of the state of affairs of the company as at March 31, 2015;

(b) In the case of the Statement of Profit and Loss, of the loss for the year ended 31st March 2015.

(c) In the case of the Cash Flow Statement, of the cash flow 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 Companies Act, 2013. We give in the Annexure, a statement on the matters specified in paragraph 3& 4 of the order, to the extent applicable.

2. As required by section 143(3) of the Act, we report that:

(a) We have sought and obtained all the information and explanation, which to the best of our knowledge and belief were necessary for the purpose of our audit.

(b) In our opinion, proper books of accounts as required by the law have been kept by the company so far as it appears from our examination of the books.

(c) The balance sheet , the Statement of Profit & Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of accounts.

(d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under section 133 of the Act, read with rule 7 of the companies (Accounts) Rules, 2014.

(e) On the basis of written representation 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 section 164(2) of the Act.

(f) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

i. The Company does not have any pending litigations which would impact its financial position.

ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts.

iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For **SARDA & PAREEK**
Chartered Accountants
FRN 109262W

Sd/-

CA. Griraj Soni

Partner

Memb No: 109738

Place: Mumbai

Date: 30th May, 2015

ANNEXURE TO THE AUDITOR'S REPORT

Annexure referred to in Para 1 of our Report of even date on the financial statements for the year ended 31st March 2015 of SIGRUN HOLDING LIMITED

Based on the audit procedures performed for the purpose of reporting a true and fair view of the financial statements of the Company and taking into consideration the information and explanations given to us and the books and other records examined by us in the normal course of our audit, in our opinion and to the best of our knowledge we report that:

- I.
 - (a) The Company has maintained proper records showing full particulars including quantitative details and situation of its fixed asset.
 - (b) Fixed asset was physically verified during the year by the management, which in our opinion is considered reasonable. No material discrepancies were noticed on such verification.
- II. Having regard to the nature of company's business/activities/results during the year, Clause (II) and its sub-clauses of paragraph 3 of the order are not applicable to the company.
- III. The company has taken unsecured loan from a single firm covered under section 189 of the Companies Act 2013. The maximum balance of the loan is Rs. 17.66 lacs and yearend balance of the loan is Rs. 17.66 lacs.
 - (a) In respect of loans taken, repayment of the principal amount is on demand.
 - (b) The overdue amount is not more than Rs 1 lacs.
- IV. There is an adequate internal control system commensurate with the size of the company and the nature of its business, with regard to the fixed assets and the sale of goods and services. On the basis of above test check carried by us, there is no continuing failure to correct major weakness in the internal controls.
- V. 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, 2013 and the rules framed there under have been complied with in respect of deposits accepted from the public, However company has not accepted public deposit for the year ended 31st March 2015.
- VI. The Company has not been prescribed by the Central Government under section 148(1) of the Companies Act, 2013 to maintain cost records.
- VII.
 - (a) The Company has been regular in depositing undisputed statutory dues including Income Tax, Sales Tax, Service Tax, Wealth Tax, Custom Duty, Excise Duty, Cess, VAT and other material statutory dues with appropriate authorities.
 - (b) On the basis of examination of the books of account, there is no due of Income Tax, Sales Tax, Wealth Tax, Service Tax, Duty of customs, Duty of Excise ,Vat , Cess which is disputed and not deposited.
 - (c) The requirement of transferring amount to Investor and Education Protection Fund is not applicable to the company.
- VIII. The Company has accumulated losses amounting to Rs 27760.95 lacs at the end of the financial year covered by the audit which is more than 50% of its net worth. The company has incurred cash losses in the current year amounting to Rs 12.74 lacs and in the immediately preceding financial year amounting to Rs.10.62 lacs.

- IX. According to the records of the Company examined by us and the information and explanation given to us, the Company has not defaulted in repayment of dues to any financial institution or bank as at the balance sheet date.
- X. The Company has not given any guarantee for loans taken by others from bank or financial institutions.
- XI. In our opinion and according to the information and explanations given to us and on an overall examination, the company has not taken any term loan during the year.
- XII. As explained to us, no fraud on or by the Company has been noticed or reported during the period covered by our audit.

For **SARDA & PAREEK**
Chartered Accountants
FRN 109262W

Sd/-
CA. Giriraj Soni
Partner
Memb No: 109738
Place: Mumbai
Date: 30th May, 2015

SIGRUN HOLDINGS LIMITED (Formerly Geekay Finance & Leasing Co. Ltd.)

BALANCE SHEET AS AT 31ST MARCH 2015

Particulars	Notes	₹ "in Lakhs"	₹ "in Lakhs"
		31-Mar-15	31-Mar-14
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	"1"	5,352.40	5,352.40
(b) Reserves and Surplus	"2"	1,680.28	5,006.10
(c) Money received against share warrants			
(2) Current Liabilities			
(a) short Term Borrowings	"3"	17.66	4.19
(b) Trade Payables	"4"	1.56	2.37
(c) Other Current Liabilities	"5"	0.01	0.04
TOTAL		7,051.87	10,365.10
II. ASSETS			
(1) Non-Current Assets			
(a) Non-current investments	"6"	302.13	3,615.20
(b) Other non-current assets	"7"	6,742.10	6,742.10
(2) Current Assets			
(a) Cash and cash equivalents	"8"	0.12	0.29
(b) Short-term loans and advances	"9"	7.51	7.51
(c) Other current assets	"10"	-	-
TOTAL		7,051.87	10,365.10
Significant accounting policies and notes to accounts	"1 to 15"		

<p>As per our attached report even date FOR SARDA & PAREEK Chartered Accountants Firm Registration No. 109262 W</p>	<p>For and on behalf of Board FOR SIGRUN HOLDINGS LIMITED</p>
<p>Sd/- CA. GIRIRAJ SONI (PARTNER) Membership No. : 109738</p>	<p>Sd/- VINAYAK BHAT (DIRECTOR) DIN: 05175508</p>
<p>Place : Mumbai Date : 30/05/2015</p>	<p>Sd/- MUNINDER KUNDAN (DIRECTOR) DIN:07028299</p> <p style="text-align: right;">PLACE: MUMBAI Date : 30/05/2015</p>

SIGRUN HOLDINGS LIMITED (Formerly Geekay Finance & Leasing Co. Ltd.)
STATEMENT OF PROFIT & LOSS FOR THE PERIOD ENDED ON 31ST MARCH 2015

Particulars	Notes	₹ "in Lakhs"	₹ "in Lakhs"
		31-Mar-15	31-Mar-14
CONTINUING OPERATIONS			
Revenue from operations	"11"	0.00	0.00
Other Income	"12"	0.00	0.00
Total Revenue (I)		0.00	0.00
Expenses:			
Employee Benefit Expense	"13"	0.95	0.85
Other Expenses	"14"	11.79	9.77
Provision for Dimunation in Investment		1,554.08	537.68
Total Expenses (II)		1,566.82	548.30
Profit before exceptional and extraordinary items and tax(I)-(II)		(1566.82)	(548.29)
Exceptional Items	"15"	0.00	0.00
Profit before extraordinary items and tax		(1566.82)	(548.30)
Extraordinary Items		-	-
Profit / (Loss) before tax		(1566.82)	(548.30)
Tax expense		-	-
(1) Current tax		-	-
(2) Deferred tax		-	-
Profit(Loss) from the period from continuing operations		(1566.82)	(548.30)
Profit/(Loss) for the period		(1566.82)	(548.30)
Earning per equity share (Face Value of Rs. 1/- each):			
(1) Basic		(0.29)	(0.10)
(2) Diluted		(0.29)	(0.10)
Significant Accounting polices and notes to accounts	"1 to 15"		

As per our attached report even date	For and on behalf of Board	
FOR SARDA & PAREEK	FOR SIGRUN HOLDINGS LIMITED	
Chartered Accountants		
Firm Registration No. 109262 W		
Sd/-	Sd/-	Sd/-
CA. GIRIRAJ SONI	VINAYAK BHAT	MUNINDER KUNDAN
(PARTNER)	(DIRECTOR)	(DIRECTOR)
Membership No. : 109738	DIN: 05175508	DIN:07028299
Place : Mumbai	PLACE: MUMBAI	
Date : 30/05/2015	Date : 30/05/2015	

SIGRUN HOLDINGS LIMITED (Formerly Geekay Finance & Leasing Co. Ltd.)

Notes to financial statements for the year ended 31st March 2015

Note : 1 Share Capital			₹ "in Lakhs"	₹ "in Lakhs"
Sr. No	Particulars	31-Mar-15	31-Mar-14	
1	AUTHORIZED CAPITAL 2,00,00,00,000 Equity Shares of Rs. 1/- each.	20,000	20,000	
		20,000	20,000	
2	ISSUED, SUBSCRIBED & PAID UP CAPITAL 53,52,40,220 Equity Shares of Rs. 1/- each, fully paid	5,352	5,352	
	Total	5,352	5,352	

Note 1.1

Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Particulars	31-Mar-15		31-Mar-14	
	Equity Shares		Equity Shares	
	Number	₹ "in Lakhs"	Number	₹ "in Lakhs"
Shares outstanding at the beginning of the year	535,240,220	5,352	535,240,220	5,352
Shares Issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	535,240,220	5,352	535,240,220	5,352

Note 1.2

Details of shareholders holding more than 5% shares in the company

Name of Shareholder	31 March 2015		31 March 2014	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Attri Shivani	53,845,300	10.06%	53,845,300	10.06%
Stephen D'mello	53,423,000	9.98%	53,423,000	9.98%
Rekha Satish Babu	51,442,800	9.61%	51,442,800	9.61%
Aims Promoters Pvt Ltd	29,739,080	5.56%	29,739,080	5.56%

Note 1.3

Rights of Equity Shareholders :-

The Company has only one class of Equity Shares having par value of Rs.1. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holder of equity shares will be entitled to receive any of the remaining assets of the company, after distribution of all preferential amount.

Note 1.4

Holding in Other Companies :

Sigrun Holdings Limited having holding more than 5% in Sigrun Realities Limited

Note 1.5

Disclosure for each class of Shares

Particulars	Year (Aggregate No. of Shares)				
	2014-15	2013-14	2012-13	2011-12	2010-11
Equity Shares :					
Fully paid up pursuant to contract(s) without payment being received in cash	N.A.	N.A.	N.A.	N.A.	N.A.
Fully paid up by way of bonus shares	N.A.	N.A.	N.A.	N.A.	N.A.
Shares bought back	N.A.	N.A.	N.A.	N.A.	N.A.
Reduction on account	N.A.	N.A.	N.A.	N.A.	N.A.
	-	-			

SIGRUN HOLDINGS LIMITED (Formerly Geekay Finance & Leasing Co. Ltd.)

Notes to financial statements for the year ended 31st March 2015

Note : 2 Reserve & Surplus			r "in Lakhs"	r "in Lakhs"
Sr. No	Grp	Particulars	31-Mar-15	31-Mar-14
1		Securities Premium reserve		
		Opening Balance	31,196.24	31,196.24
		Add:- Additions	-	-
		Less:- Transfer	(1,759.00)	-
		Closing Balance	29,437.24	31,196.24
2		General Reserve		
		Opening Balance	4.00	4.00
		Add:- Additions	-	-
		Less:- Transfer	-	-
		Closing Balance	4.00	4.00
3		Profit & Loss Account		
		Opening Balance in P&L account	(26,194.14)	(25,645.85)
		Add: Profit /(loss) for the period	(1,566.82)	(548.30)
		Closing balance	(27,760.95)	(26,194.15)
		Total	1,680.28	5,006.10

Note : 3 Short Term Borrowings			r "in Lakhs"	r "in Lakhs"
Sr. No		Particulars	31-Mar-15	31-Mar-14
1		Loans & Advances From Related Parties	17.66	4.19
		Total	17.66	4.19

Note : 4 Trades Payable				
Sr. No		Particulars	31-Mar-15	31-Mar-14
1	A	Trade Payables	1.56	2.37
		Total	1.56	2.37

Note : 5 Other Current Liabilities				
Sr. No		Particulars	31-Mar-15	31-Mar-14
1	B	Other Payables		
		Statutory Dues	0.01	0.04
		Total	0.01	0.04

Note: 6 Non Current Investment

Sr. No	Particulars	31-Mar-15	31-Mar-14
1	Long Term Investment		
	<u>Trade Investment</u>		
	Investment (Unquoted)		
i)	11,19,01,103 (17,45,44,318) no of equity shares of Rs. 1/- each fully paid up in Sigrun Realities Ltd *	1,856.21	2,636.22
ii)	Nil (3,12,832) no of equity shares of Rs. 10/- each fully paid up in First Virasat Realcon Pvt Ltd	-	2,054.34
iii)	Provision for Dimunation in Investment	(1,554.08)	(1,075.36)
2	<u>Non Trade Investment</u>	-	-
	Total	302.13	3,615.20

* During the year Sigrun Realities Ltd has omitted 10,60,41,010 of Re. 1/- each from its Share Register on account of the shares being unpaid. The above reduction in the holding has been effected through the Securities Premium Account.

SIGRUN HOLDINGS LIMITED (Formerly Geekay Finance & Leasing Co. Ltd.)

Notes to financial statements for the year ended 31st March 2015

Note : 07 Other Non Current Assets

			r "in Lakhs"	r "in Lakhs"
Sr. No		Particulars	31-Mar-15	31-Mar-14
1		Loans & Advances to related parties	-	-
		Secured Considered Goods		
		1. Receivables against shares	6,742.10	6,742.10
			-	-
Total			6,742.10	6,742.10

Note : 08 Cash & Cash Equivalent

Sr. No		Particulars	31-Mar-15	31-Mar-14
1		Cash-on-Hand		
		Cash Balance	-	-
		Sub Total (A)	-	-
2	C	Bank Balance		
		In current accounts	0.12	0.29
		Sub Total (B)	0.12	0.29
Total [A + B]			0.12	0.29

Note : 09 Short Terms Loans & Advances

Sr. No		Particulars	31-Mar-15	31-Mar-14
1	E	<u>Loans & Advances to related parties</u>		
		Secured, Considered good	-	-
2	E	<u>Security Deposit</u>		
		Secured, Considered good	1.01	1.01
3	E	<u>Others</u>		
		Secured, Considered good	6.50	6.50
		Doubtful	-	-
Total			7.51	7.51

Note : 10 Other Current Assets

Sr. No		Particulars	31-Mar-15	31-Mar-14
			-	-
Total			-	-

SIGRUN HOLDINGS LIMITED (Formerly Geekay Finance & Leasing Co. Ltd.)Notes to financial statements for the year ended 31st March 2015

Note : 11 Revenue from Operations			r "in Lakhs"	r "in Lakhs"
Sr. No	Grp	Particulars	31-Mar-15	31-Mar-14
1		Interest Income	-	-
		Total	-	-

Note : 12 Other Income			31-Mar-15	31-Mar-14
Sr. No		Particulars		
1		Dividend received	-	-
		Total	-	-

Note : 13 Employment Benefit Expenses			31-Mar-15	31-Mar-14
Sr. No		Particulars		
1		Salaries, Bonus, PF & ESIC	0.95	0.85
		Total	0.95	0.85

Note : 14 Other Administrative Expenses			31-Mar-15	31-Mar-14
Sr. No		Particulars		
1		Advertisement Expenses	0.41	0.42
2		Listing & Custody Fees	3.06	2.05
3		Printing & Stationery	0.80	0.54
4		Rent Charges - Mumbai Office	2.35	2.13
5		Rent,Rates & Taxes	0.01	0.01
6		Secretarial Work Fees	0.67	0.62
7		Traveling Expenses	-	0.42
8		Web Designing & Development Charges	0.08	0.01
9		Miscellaneous Expenditures	4.40	3.56
		Total	11.79	9.77

Note : 15 Exceptional Items			31-Mar-15	31-Mar-14
Sr. No		Particulars		
		Total	0.00	0.00

Note : 15 ACCOUNTING POLICIES AND NOTES ON ACCOUNTS

A. CORPORATE INFORMATION AND REGISTERED OFFICE

Sigrun Holdings Limited involved in carrying and undertaking the business of finance, investment and trading. It undertakes hire purchase, leasing, subscribing shares and debenture stock deposits and bonds of other companies.

The Registered Office of company is as follow :

B/12, Shree Devadiga Co-Op. Hsg. Soc., Om Nagar, Sahar, Andheri (East), Mumbai - 400099

B. SIGNIFICANT ACCOUNTING POLICIES:

1) ACCOUNTING CONVENTION

a. The Financial Statements are prepared under the historical cost convention on the basis of going concern and in accordance with the Generally Accepted Accounting Principles in India (GAAP) and provisions of the Companies Act, 1956.

b. The preparation of financial statements are in conformity with generally accepted accounting principles, requires estimates and assumptions to be made that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities on the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Actual results could differ from these estimates and the differences between actual results and estimates are recognized in the periods in which the results are known/ materialize.

2) REVENUE RECOGNITION

a. Dividend is recognised when it is Realized

b. Interest is recognized on Accrual Basis

3) INVESTMENTS

a. Long-term investments including investment in the shares of foreign subsidiary are stated at cost.

b. Provision for diminution shall be made to recognise a decline, other than temporary, in the value of the investments, such reduction being determined and made for each investment individually.

c. Current Investment are carried at lower of cost or market value.

4) TAXES ON INCOME:

There is no provision made for Deffered Tax and Other Tax. Tax expense for the year, comprises current tax. A provision is made for the current tax based on tax liability computed in accordance with the relevant tax laws and tax rates.

5) PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS (AS-29)

There is no Provision made for Contingent Liabilities and Contingent Assets. The provisions are recognized and measured by using a substantial degree of estimation.

For and on behalf of Board

FOR SIGRUN HOLDINGS LIMITED

Sd/-

VINAYAK BHAT
(DIRECTOR)
DIN: 05175508

Sd/-

MUNINDER KUNDAN
(DIRECTOR)
DIN:07028299

PLACE: MUMBAI

Date : 30/05/2015

C. NOTES FORMING PART OF THE ACCOUNTS:**1) REMUNERATION TO AUDITORS:**

Particulars	For the year ended 31 st March 2015	For the year ended 31 st March 2014
Audit Fees	85000	85000
Tax Audit Fees	0	0
Other Matters	0	0
Service Tax	10506	10506
	95506	95506

2) RELATED PARTY TRANSACTIONS:Category I : **Key Management Personnel :****Related Party Transactions****Details of Related Parties:**

Description of relationship	Names of related			
Key Management Personnel	Mr. Vinayak Bhat	Director		
	Mr. Muninder Kundan	Director		
	Mr. Rohit Muslonkar	Director		
Associated Company	Sigrun Realities Limited			
Company in which KMP / Relatives of KMP can exercise significant influence	Due to Investment in the associates companies			
Note: Related parties have been identified by the Management.				
Details of related party				
30.7.b		KMP	Entities in which KMP / relatives of KMP have significant influence	Total
	<u>Balances outstanding at</u>			
	Loans & Advances	Sigrun Realities	N.A.	17,66,246.50 Dr

- 3) There has been permanent diminution in the values of Shares of Sigrun Realities Ltd to the tune of Rs 1554.08 Lacs for such diminution has been made in the values of Sigrun Realities Ltd.

4) Earning Per Share :

The amount considered in ascertaining the Company's earning per share constitutes the net loss after tax. The number of shares used in computing basic earning per share is the weighted average number of shares outstanding during the year.

Particulars		31-03-15	31-03-14
Profit After Taxation		(156,681,681.14)	(54,830,234.68)
Number of Shares Issued		535,240,220	535,240,220
EPS (Basic & Diluted)		(0.29)	(0.10)
(Face Value of Rs. 1/- per Share)			

5) SEGMENT REPORTING:

There are no separate reportable segments as per Accounting Standard on Segment Reporting(AS-17) as the company's prime business is to provide finance .

- 6) The Company has not identified the enterprises falling under Micro Enterprises and Small Enterprises and hence the liability if any has not been determined by company.
- 7) The figures of the previous accounting period are re-grouped, re-classified wherever necessary and are not comparable with the figures of the current accounting year. The figures are rounded to nearest rupees in lacs.
- 8) In the opinion of the Board of Directors of the Company the sundry debtors, Loans and Advances, sundry creditors are subject to third party confirmation, have a value on realization / payment in the ordinary course of business, at least equal to the amounts at which they are stated and the provisions for all known liabilities are adequately made and are not in excess of the amount reasonably necessary.

As per our attached report even date

FOR SARDA & PAREEK

Chartered Accountants

Firm Registration No. 109262 W

For and on behalf of Board

FOR SIGRUN HOLDINGS LIMITED

Sd/-

CA. GIRIRAJ SONI

(PARTNER)

Membership No. : 109738

Sd/-

VINAYAK BHAT

(DIRECTOR)

DIN: 05175508

Sd/-

MUNINDER KUNDAN

(DIRECTOR)

DIN:07028299

Place : Mumbai

Date : 30/05/2015

PLACE: MUMBAI

Date : 30/05/2015

SIGRUN HOLDINGS LIMITED (Formerly Geekay Finance & Leasing Co. Ltd.)

CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH 2015

PARTICULARS	r "in Lakhs"	r "in Lakhs"
	31-Mar-15	31-Mar-14
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before Tax & Extraordinary items	(1566.82)	(548.30)
Adjustment for :		
Depreciation	-	-
Provision for Dimunation in Investment	1,554.08	537.68
Extra ordinary Item	-	-
Other Misc. Income Charges	-	-
Dividend Received	0.00	0.00
Sale of Scrap	-	-
Operating Profit before working Capital Changes	(12.74)	(10.62)
Adjustment for:		
(Increase)/ Decrease in Trade Payables	(0.80)	0.89
(Increase)/ Decrease in Short Term Loans and Advances	0.00	1.21
(Increase)/ Decrease in Other Current Liabilities	(0.04)	(0.10)
(Increase)/ Decrease in Long Term Loans & Advances	0.00	0.00
Sub : Total	(0.84)	2.00
Cash Generated from Operation	(13.58)	(8.62)
Direct Tax Paid (Including Deferred Tax)	-	-
Net Cash from Operating Activities (Total A)	(13.58)	(8.62)
B. CASH FLOW FROM INVESTING ACTIVITIES		
Sales/ (Purchases) of Fixed Assets (including capital W.I.P.)	-	-
Sales / (Purchases) of Investment	-	-
Other Misc. Income Charges	-	-
Dividend Received	-	-
Net Cash generated / Used in Investment Activities (Total B)	0.00	0.00
C. CASH FLOW FROM FINANCING ACTIVITIES		
Proceed from Unsecured Loans	-	-
Net Cash Used in financing Activities (Total C)	0.00	0.00
Net Increase in Cash and Cash Equivalents Total(A+B+C)	(13.58)	(8.62)
Cash and Cash Equi. As at Beginning of the Year	(3.90)	4.72
Cash and Cash Equivalents as at end of year	(17.48)	(3.90)

As per our attached Report even date		
For Sarda & Pareek	For and on Behalf of Board	
Chartered Accountants	SIGRUN HOLDINGS LTD	
Firm Registration No. 109262 W		
Sd/-	Sd/-	Sd/-
CA. GIRIRAJ SONI	VINAYAK BHAT	MUNINDER KUNDAN
(PARTNER)	(DIRECTOR)	(DIRECTOR)
Membership No. : 109738	DIN: 05175508	DIN:07028299
Place: Mumbai		
Date: 30/05/2015		



SIGRUN HOLDINGS LIMITED

CIN: L24231MH1993PLC233757

SIGRUN HOLDINGS LIMITED

Regd Off.: B/12, Shree Devadiga Co - operative Housing Society, Om Nagar Sahar, Andheri (East), Mumbai - 400099.

Twenty Second Annual General Meeting

I/We, being the member (s) Sigrun Holdings Limited hold _____ shares of the above named company, hereby appoint

1. Name: _____

Address: _____

E-mail Id: _____ Signature _____, or failing him

2. Name: _____

Address: _____

E-mail Id: _____ Signature _____.

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 22nd Annual General Meeting of the company, to be held on the 30th day of September, 2015 at the registered Office of the Company at B/12, Shree Devadiga Co - operative Housing Society, Om Nagar Sahar, Andheri (East), Mumbai - 400099 at 09.00 a.m. and any adjournment thereof in respect of such resolutions as are indicated below:

Sr. No.	Resolution	For	Against
1.	To consider and adopt Audited Financials as on 31st March 2015.		
2.	To appoint Auditors and Fixation of their remuneration.		
3.	To Regularize the appointment of Ms. Muninder Kundan as Non Executive Independent Director.		
4.	To Adopt new set of Articles of Association.		
5.	To alter/delete Clauses of Memorandum of Association.		

Signed this..... day of..... 2015

Member's Signature

Affix Revenue
Stamp of
Rupee 1/-

Signature of 01st proxy Signature of 02nd proxy

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



SIGRUN HOLDINGS LIMITED

CIN: L24231MH1993PLC233757

SIGRUN HOLDINGS LIMITED

Regd Off.: B/12, Shree Devadiga Co - operative Housing Society, Om Nagar Sahar, Andheri (East), Mumbai - 400099.

ATTENDANCE SLIP

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL.

Name of the attending Member _____

Member's Folio Number _____

DP ID _____

Client ID _____

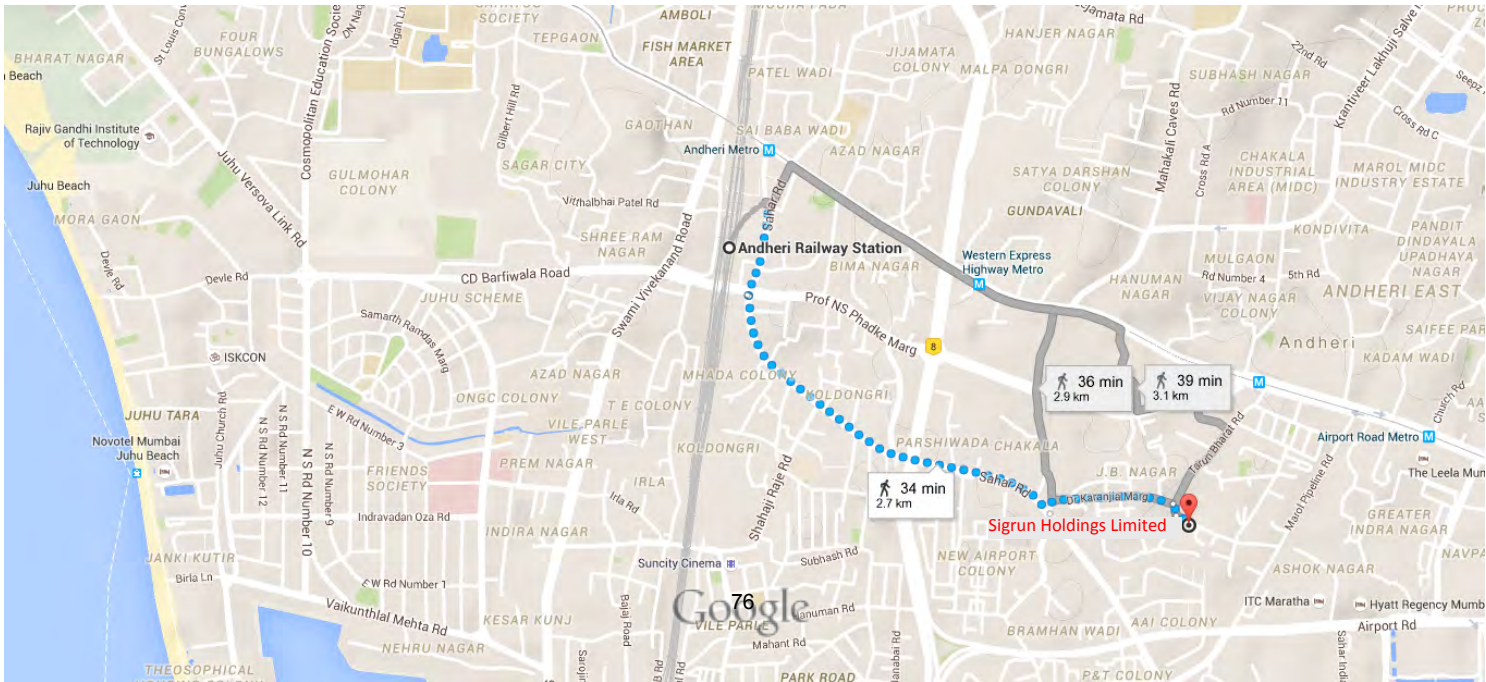
Name of the Proxy (In Block Letters) _____

(To be filled in if the Proxy attends instead of the Member)

(No. of Shares held: _____)

I hereby record my presence at the 22nd Annual General Meeting of the company at the registered Office of the Company at B/12, Shree Devadiga Co - operative Housing Society, Om Nagar Sahar, Andheri (East), Mumbai - 40009 to be held on 30th September 2015 or at any adjournment thereof.

Member's / Proxy Signature



Andheri Metro M

Andheri Railway Station

Western Express Highway Metro M

36 min
2.9 km

39 min
3.1 km

34 min
2.7 km

Sigrun Holdings Limited

Airport Road Metro M

Google