

PRESSMAN®

Advertising | Public Relations | Digital | Design

Pressman Advertising Limited
Annual Report 2015-16

Corporate Information

Board of Directors

Dr Niren Suchanti, Chairman and Managing Director
Mr Navin Suchanti
Ms Sujata Suchanti
Mr Ajit Khandelwal
Mr Sushil Kumar Mor

Chief Financial Officer

CA B G Pasari

Company Secretary & Compliance Officer

Mr T K Banerjee

Auditors

Singhi & Co.,
Chartered Accountants
(Firm Registration No. 302049E)
161 Sarat Bose Road
Kolkata 700 026

Bankers

Axis Bank Ltd
Allahabad Bank
State Bank of India
HDFC Bank Ltd

Registered Office

Pressman House
10A Lee Road
Kolkata 700 020
Phone (033) 40310810/11
Email ir@pressmanindia.com
CIN: L74140WB1983PLC036495

Registrar & Share Transfer Agent

Niche Technologies Private Limited
D-511, Bagree Market, 71, B R B Basu Road
Kolkata 700 001
Phone : 2235-7270/7271/3070
Email: nichetechpl@nichetechpl.com

Investor Information Website

www.pressmanadvertising.in

Director's Report

Your Directors present their Thirty-second Annual Report together with the audited accounts for the year ended 31st March, 2016.

Financial Highlights

The financial results are summarized below :

Particulars	₹ in lacs	
	Current Year	Previous Year
Income from operations and other income	4732.85	4132.35
Operating Profit	613.94	581.93
Depreciation	5.62	10.62
Profit before tax	608.32	571.31
Tax Expenses:		
Current Tax	200.00	127.00
Deferred Tax	0.97	47.35
	200.97	174.35
Net Profit after tax	407.35	396.96
Add: Balance brought forward from last year	1005.95	976.06
Less: Adjustment on account of Schedule II of Companies Act, 2013	-	6.17
	1413.30	1366.85
Appropriation		
Dividend	281.79	258.31
Dividend Distribution Tax	57.37	52.59
Transfer to General Reserve	50.00	50.00
Balance carried forward	1024.14	1005.95
	1413.30	1366.85

Performance

The company posted a turnover of ₹ 4732.85 lacs against previous year turnover of ₹ 4132.35 lacs registering a growth of 14.53%. The operating profit increased by 5.50% to ₹ 613.94 lacs from ₹ 581.93 lacs last year.

Dividend

During the year, your company has paid an interim dividend @60% (₹ 1.20 per equity share of ₹ 2) on 23,482,843 equity shares amounting to ₹ 339.16 lacs inclusive of dividend distribution tax of ₹ 57.37 lacs. The board has recommended the interim dividend as the final dividend.

Future Prospects

The Indian business and economic scenario is poised for accelerated growth in the coming years and your company is well positioned to take advantage of this growth.

The Company's focus on digital media will ensure faster growth. The operational results in the first two months of the current fiscal year has seen encouraging growth in digital business and it is expected that this trend will continue.

Directors' Responsibility Statement

As stipulated in Section 134(5) of the Companies Act, 2013, your Directors subscribe to the Directors' Responsibility Statement and confirm as under:

- that in the preparation of the annual accounts, the applicable accounting standards have been followed;
- that the Directors have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit for the period.
- that the Directors have taken proper and sufficient care of maintenance of adequate accounting records in accordance with provisions of the Companies Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- that the Directors have prepared the annual accounts on a going concern basis.
- that internal financial control has been laid down by the Company and such internal financial control are adequate and were operating effectively.
- that directors have devised proper system to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Fixed Deposits

The company has not accepted or renewed any deposits during the year.

Directors

Mr Ajit Khandelwal (DIN:00416445) retires and being eligible for re-appointment is appointed as an Independent Director for a period of 5 years effective 27th September, 2016 subject to approval of members at the ensuing Annual General Meeting.

Your Directors state that Mr Ajit Khandelwal who is proposed to be appointed as Independent Director possess appropriate balance of skills, expertise and knowledge and is eminently qualified for appointment as Independent Director.

Mr Ajit Khandelwal has given a declaration that he meets the criteria of Independence as laid down in Section

149(6) of the Companies Act, 2013 and Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dr Niren Suchanti (DIN:00909388), Chairman and Managing Director, is not drawing remuneration w.e.f. 1st March, 2016. However, he continues to render his services as Chairman and Managing Director.

Conservation of Energy, Technology Absorption, Foreign Exchange Earning and Outgo

The operations of your company do not require energy consumption of any significant level. The Company does not use any imported technology. Therefore, information regarding conservation of energy and technology absorption as under Section 134(3)(m) of the Companies Act, 2013 read with rule 8 of the Companies (Accounts) Rules, 2014 is not annexed.

Foreign Exchange Earnings : ₹ 17.27 lacs

Foreign Exchange Outgo : ₹ 9.59 lacs

Listing Requisites

The shares of the company are listed on BSE, NSE and Calcutta Stock Exchange. Listing fees for the year 2016 -2017 have been paid to all the Stock Exchanges.

Number of Board meetings held

The Board of Directors met six times during the financial year from 1st April, 2015 to 31st March, 2016 as follows: 26th May, 2015, 22nd July, 2015, 14th November, 2015, 25th January, 2016, 12th February, 2016 and 7th March, 2016.

Auditors

M/s Singhi & Co., (Firm Registration No 302049E), the retiring Auditors have expressed their desire to seek re-appointment at the ensuing Annual General Meeting

Board evaluation

Pursuant to the provisions of the Companies Act, 2013 and Listing Regulations, a Board Evaluation Policy has been put in place.

The process of review of Non-Independent Directors and the Board as a whole and also its committees were undertaken in a separate meeting of Independent Directors without the attendance of Non-Independent Directors and members of the management. At the meeting, the performance of the Chairman of the Company was reviewed taking into account the views of the Executive Directors and Non-Executive Directors and Independent Directors. The meeting also assessed the quality, quantity

and timeliness of the flow of information required for the Board to perform its duties properly.

The Board of Directors separately evaluated the performance of each of the Independent Directors. The concerned Independent Director did not participate in the meeting.

The Directors have expressed their satisfaction with the evaluation process.

Based on the findings from the evaluation process, the Board will continue to review its procedures and effectiveness in the financial year ahead with a view to practising the highest standards of corporate governance.

Material changes and commitments

No material changes and commitments affecting the financial position of the Company occurred between the end of the Financial Year to which these financial statements relate and the date of this report.

Secretarial Audit

In pursuance of Section 204 of the Companies Act, 2013, a practicing company secretary has submitted the Secretarial Audit Report for the year ended 31st March, 2016 and the same is annexed and form part of this annual report.

Corporate Social Responsibility

The Company has constituted Corporate Social Responsibility (CSR) Committee. Various option were under active consideration of the committee to undertake the CSR expenditure in terms of Section 135 of the Companies Act, 2013. Pending final decision in this matter, the company has decided to deposit the eligible amount of ₹ 7.79 lacs for the financial year 2014-15 and ₹ 11.60 lacs for the financial year 2015-16 in a separate fixed deposit account with a bank to be utilized for CSR projects.

Corporate Governance

Since the paid up equity share capital of the Company is below Rs.10 crore and net worth is below ₹25 crore, the Corporate Governance code pursuant to Regulation 27 of the Listing Regulations is not applicable in terms of Regulation 15(2) of the Listing Regulations.

Familiarization program for independent directors

The details of training and familiarization program is uploaded on the website of the company <http://www.pressmanadvertising.in/download/Policy-Familiarisation-programme.pdf>

Policies

We seek to promote and follow the highest level of ethical standards in all our business transactions guided by our value system. The SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 mandated the formulation of certain policies for all listed companies. All our corporate governance policies are available on our website **www.pressmanadvertising.in**. The policies are reviewed periodically by the Board and updated based on need and new compliance requirement.

In additions to its Code of Conduct and Ethics, key policies that have been adopted by the Company are as follows:

Name of Policy	Brief description	Web link
Vigil Mechanism	The company has adopted the vigil mechanism for directors and employees to report concerns about unethical behavior, actual or suspected fraud, or violation of the Company's code of conduct and ethics. There has been no change to the said policy adopted by the Company during the year 2016.	http://www.pressmanadvertising.in/download/Vigil_Mechanism.pdf
Corporate Social Responsibility Policy	The Company has formulated Corporate Social Responsibility (CSR) policy in accordance with Section 135 and Schedule VII the Companies Act, 2013.	http://www.pressmanadvertising.in/download/Policy-CSR.pdf
Related Party Transaction Policy	This policy regulates all transactions between the Company and its related parties	http://www.pressmanadvertising.in/download/Policy-related-party-transations.pdf
Insider Trading Policy	This policy provides the framework in dealing with securities of the Company in terms of SEBI (Prohibition of Insider Trading) Regulations, 2015.	http://www.pressmanadvertising.in/download/code-of-conduct-for-prohibition-of-insider-trading-pressman.pdf

Nomination and Remuneration Policy

This policy formulated the criteria for determining qualifications, competencies, positive attributes and independence for the appointment of director (executive/non-executive) and also the criteria for determining the remuneration of the directors, key managerial personnel and other employees.

Related Party transactions

Related party transactions that were entered during the financial year were at an arm's length basis and were in the ordinary course of business. There were no materially significant related party transactions with the Company's Promoters, Directors, Management or their relatives, which could have had a potential conflict with the interests of the Company. Transactions with related parties entered by the Company in the normal course of business are periodically placed before the Audit Committee for its

omnibus approval and the particulars of contracts entered during the year as per Form AOC-2 are enclosed.

Extract of Annual Return

The details forming part of the extract of the Annual Return in Form MGT-9 is annexed with this Report.

Particulars of Loans, Guarantees or Investments

There are no loans, guarantees, or investments made by the Company covered under the provision of Section 186 of the Companies Act, 2013.

Remuneration ratio of the Directors/Key Managerial Personnel/Employees

The information required in terms of Section 197 read with rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of Directors/Key Managerial Personnel is furnished hereunder:

Sl. No.	Name	Designation	Remuneration paid FY 2015-16 (₹ in lacs)	Remuneration paid FY 2014-15 (₹ in lacs)	Increase in Remuneration from previous year (₹ in lacs)	Ratio per Median of employee remuneration
1	Dr Niren Suchanti*	Chairman & Managing Director	17.58 (from 01.04.2015 to 29.02.2016)	19.41	(1.83)	3.56
2	Mr. B G Pasari	Chief Financial Officer	17.94	16.06	1.88	3.64
3	Mr T K Banerjee**	Company Secretary	0.03	-	-	0.06

* Dr Niren Suchanti is not drawing remuneration w.e.f. 1st March, 2016. However, he continues to render his services as Chairman and Managing Director.

** Appointed w.e.f. 1st March, 2016.

Risk Management Policy

The policy on risk management is not applicable to the Company.

Acknowledgement

The Directors thank the shareholders and employees for their continued support.

Pressman House

10A Lee Road

Kolkata 700 020

Date : 30th May, 2016

By Order of the Board

Dr Niren Suchanti

Chairman & Managing Director

Form No AOC-2

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

Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 including certain arms length transactions under third proviso is given below:

1. Details of contracts or arrangements or transaction not at arm's length basis

There are no contracts or arrangements or transaction not at arm's length basis.

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

(₹ in lacs)

a. Name of the related party and nature of relationship	b. Nature of contracts or arrangement or transactions at arm's length basis	c. Duration of the contracts/ arrangements/ transaction	d. Salient terms of the contracts or arrangements or transactions including the value, if any	e. Date of approval by the Board, if any	f. Amount paid as advances, if any
Dr Niren Suchanti Chairman & Managing Director	Salary and perquisites	From 05.07.2013 to 04.07.2018	17.58 per annum (from 01.04.2015 to 29.02.2016)	05.07.2013	Nil
Pressman Properties Ltd	Rent for office space Cost of Advertising	Perpetual	13.80 per annum 0.50 per annum	01.04.2012	Nil
Pressman Realty Ltd	Rent for office space Cost of Advertising	Perpetual	37.80 per annum 1.48 per annum	01.04.2012	Nil
Prima Communications Ltd up to 15.01.2016)	Cost of Advertising	As per requirement	0.29 per annum	01.04.2012	Nil
Sinclair's Hotels Ltd	Press release/notifications in news papers, magazines, digital advertising and all types of advertising and design services	As per requirement	As per publication rate	01.04.2012	Nil
Mr Navin Suchanti Director	Sitting Fee (Board and Committee meetings)		0.30 per annum	14.08.2013	Nil
Mr B G Pasari Chief Financial Officer	Salary and perquisites	Professional	17.94 per annum	05.07.2013	Nil
Mr T K Banerjee Company Secretary	Salary	Professional	3.60 per annum	12.02.2016	Nil

* Dr Niren Suchanti is not drawing remuneration w.e.f. 1st March, 2016. However, he continues to render his services as Chairman and Managing Director.

EXTRACT OF ANNUAL RETURN

Financial year ended on 31st March, 2016

Form MGT 9

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

I. REGISTRATION DETAILS		
i)	CIN	L74140WB1983PLC036495
ii)	Registration Date	04-07-1983
iii)	Name of the Company	PRESSMAN ADVERTISING LTD
iv)	Category/sub category of the Company	Non-Govt Indian Company having Share capital
v)	Address of the Registered office and contact details	Pressman House, 10A Lee Road Kolkata 700 020 Ph : 033-40310810 Fax:033-40310813
vi)	Whether listed Company	Yes (Listed in NSE, BSE & CSE)
vii)	Name, address and contact details of Registrar and Transfer Agent, if any	Niche Technologies Pvt Ltd D-511 Bagree Market, 71 B R B Basu Road, Kolkata 700001 Ph : 033-2235 7270 Fax: 033-2215 6823 e:nichetechpl@nicetechpl.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

SI No	Name and Description of	NIC Code of the product/service main products/services	% of total turnover of the Company
1	Advertising, PR and allied services	73100	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

SI No	Name and Address of the company	CIN/GLN	Holding/Subsidiary/ Associate	% of shares held	Applicable section
1	Nil	Nil	Nil	Nil	Nil

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

i) Category-wise Share holding

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	
A. Promoters									
(1) Indian									
a) Individual	14020185	Nil	14020185	59.70	14020185	Nil	14020185	59.70	Nil
b) Central Govt	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c) State Govt	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d) Bodies Corp	1576745	Nil	1576745	6.71	1576745	Nil	1576745	6.71	Nil
e) Banks/FI/any other	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub-total (A) (1)	15596930	Nil	15596930	66.41	15596930	Nil	15596930	66.41	Nil

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	
2) Foreign									
a) NRI-Individuals	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
b) Other-Individuals	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c) Bodies Corp	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d) Banks/FI	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
e) Any other	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub-total (A) (2)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total shareholding of promoter (A) = (A)(1) + (A)(2)	15596930	Nil	15596930	66.41	15596930	Nil	15596930	66.41	Nil
B. Public Shareholding									
1. Institutions									
a) Mutual funds	Nil	8800	8800	0.04	Nil	8800	8800	0.04	Nil
b) Banks/FI	440	926	1366	0.01	440	926	1366	0.01	Nil
c) Central Govt	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d) State Govt	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
e) Venture Capital Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
f) Insurance Co.	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
g) FIs	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
h) Foreign Venture Capital	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
i) Funds others (specify)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub-total(B)(1)	440	9726	10166	0.05	440	9726	10166	0.05	Nil
2 Non-Institutions									
a) Bodies Corp									
i) Indian	2276404	56901	2333305	9.95	562460	53760	616220	2.62	(7.33)
ii) Overseas	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
b) Individuals	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
i) Individuals shareholders holding nominal share capital up to ₹ 1 lakh	2692335	2493698	5186033	22.08	4257431	2448415	6705846	28.56	6.48

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	
ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	126000	Nil	126000	0.53	200000	Nil	200000	0.85	0.32
c) Others (specify)									
NRI/OCBs	70417	88797	159214	0.67	115533	87797	203330	0.70	0.86
Trust	Nil	188	188	0.00	Nil	188	188	0.00	0.00
Clearing Mem	71007	Nil	71007	0.30	150163	Nil	150163	0.64	0.34
Sub-total(B)(2):	5236163	2639584	7875747	33.54	5285587	2590160	7875747	33.54	Nil
Total Public shareholding (B) = (B)(1) + (B)(2)	5236603	2649310	7885913	33.59	5286027	2599886	7885913	33.59	Nil
C. Shares held by Custodian for GDRS & ADRS	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Grand Total (A+B+C)	20833533	2649310	23482843	100.00	20882957	2599886	23482843	100.00	Nil

ii) Shareholding of Promoters

Sl No.	Shareholder's name	Shareholding at the beginning of the year			Share holding at the end of the year			% change in shareholding during the year
		No of shares	% of total shares of the Company	% of Shares pledged/en cumbered to total shares	No of shares	% of total shares of the Company	% of Shares pledged/en cumbered to total shares	
1	Dr Niren Suchanti	5312216	22.62	Nil	5312216	22.62	Nil	Nil
2	Navin Suchanti	5060902	21.55	Nil	5060902	21.55	Nil	Nil
3	Sujata Suchanti	1706338	7.26	Nil	1706338	7.26	Nil	Nil
4	Pramina Suchanti	1940729	8.26	Nil	1940729	8.26	Nil	Nil
5	Pressman Properties Ltd	914901	3.90	Nil	914901	3.90	Nil	Nil
6	Pressman Realty Ltd	661844	2.82	Nil	661844	2.82	Nil	Nil
	Total	15596930	66.41	Nil	15596930	66.41	Nil	Nil

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

There is no change in the Promoters' Shareholding during the year.

iv) Shareholding Pattern of top ten shareholders (other than Directors, Promoters and Holders of GDRS and ADRS)

SI No.	For each of the Top 10 Shareholders	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No of shares	% of total shares of the Company	No of shares	% of total shares of the Company
1	Warren Tea Ltd	2000000	8.51	-	-
2	Aditi Prasoon Bhatt	126000	0.54	-	-
3	Swastika Investment Ltd	52730	0.22	-	-
4	Williamson Financial Services Ltd	47000	0.20	47000	0.20
5	Rajesh Kumar	44000	0.19	-	-
6	Chandrashekar Maruti Gaonkar	40829	0.17	-	-
7	Sulaja Chandrashekhar Gaonkar	40150	0.17	-	-
8	SDI Investments Ltd	40000	0.17	40000	0.17
9	Ajay Bhaskar Patil	39000	0.16	-	-
10	Uday Ramesh Shah	36000	0.15	-	-
11	Shri Gautam Ghandhar Advisors LLP	-	-	129627	0.55
12	Seema Jain	-	-	100000	0.43
13	Surendra Kumar Jain	-	-	100000	0.43
14	Banhem Stock Broking Pvt Ltd	-	-	70277	0.30
15	K M Jain Stock Brokers Pvt Ltd	-	-	50000	0.21
16	Dipesh Bhalchandra Trivedi	-	-	50000	0.21
17	Chanchal Kumar Jain	-	-	45000	0.19
18	Nazima Ladha	-	-	40404	0.17

v) Shareholding of Directors and Key Managerial Personnel

SI No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No of shares	% of total shares of the Company	No of shares	% of total shares of the Company
1	Dr Niren Suchanti Chairman & Managing Director				
	At the beginning of the year	5312216	22.62	5312216	22.62
	At the end of the year	5312216	22.62	5312216	22.62
2	Ms Sujata Suchanti Director				
	At the beginning of the year	1706338	7.26	1706338	7.26
	At the end of the year	1706338	7.26	1706338	7.26
3	Mr Navin Suchanti Director				
	At the beginning of the year	5060902	21.55	5060902	21.55
	At the end of the year	5060902	21.55	5060902	21.55
4	Ajit Khandelwal Director				
	At the beginning of the year	Nil	Nil	Nil	Nil
	At the end of the year	Nil	Nil	Nil	Nil

SI No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No of shares	% of total shares of the Company	No of shares	% of total shares of the Company
5	Mr Sushil Kumar Mor Independent Director At the beginning of the year At the end of the year	Nil Nil	Nil Nil	Nil Nil	Nil Nil
6	Mr B G Pasari Chief Financial Officer At the beginning of the year At the end of the year	100 100	0.00 0.00	100 100	0.00 0.00
7	Mr T K Banerjee Company Secretary At the beginning of the year At the end of the year	Nil Nil	Nil Nil	Nil Nil	Nil Nil

V. INDEBTEDNESS

The company had no debts at the beginning of the financial year, during the year and at the end of the financial year.

VI. REMUNERATION OF DIRECTORS AND KEY MANAGEMENT PERSONNEL

A. Remuneration to Managing Director, Wholtime Directors and/or Manager :

(₹ in lacs)

SI No.	Particulars of Remuneration	Dr Niren Suchanti* Chairman & Managing Director	Total Amount
1.	Gross Salary (a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961 (b) Value of perquisites u/s 17(2) (c) Profits in lieu of salary under Section 17(3) of the Income Tax Act, 1961	16.50 1.08 -	17.58
2.	Stock Option	-	-
3.	Sweat Equity	-	-
4.	Commission - as % of profit - others, specify	- -	- -
5.	Others, please specify	-	-
	Total (A)	17.58	17.58
Ceiling as per the Act	₹ 44.77 lacs (being 11% of the net profit of the Company calculated as per Section 198 of the Companies Act, 2013)		

* Dr Niren Suchanti is not drawing remuneration w.e.f. 1st March, 2016. However, he continues to render his Services as Chairman and Managing Director.

B. Remuneration to other Directors:

(₹ in lacs)

SI No.	Particulars of Remuneration	Name of Directors				Total Amount
		Ms Sujata Suchanti	Mr Navin Suchanti	Mr Ajit Khandelwal	Mr Sushil Kumar Mor	
1	Independent Directors					
	• Fee for attending board/committee meetings	-	-	0.30	0.30	0.60
	• Commission	-	-	-	-	-
	• Others, please specify	-	-	-	-	-
	Total (1)	-	-	0.30	0.30	0.60
2	Other Non-Executive Directors					
	• Fee for attending board/committee meetings	0.15	0.30	-	-	0.45
	• Commission	-	-	-	-	-
	• Others, please specify	-	-	-	-	-
	Total (2)	0.15	0.30	-	-	0.45
	Total (1 + 2)	0.15	0.30	0.30	0.30	1.05

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

(₹ in lacs)

SI No.	Particulars of Remuneration	Mr B G Pasari Chief Financial Officer	Mr T K Banerjee Company Secretary	Total Amount
1	Gross Salary			
	(a) Salary as per provisions contained in Section 17 (1) of the Income Tax Act, 1961	17.62	0.30	17.92
	(b) Value of perquisites u/s 17(2)	0.32	-	0.32
	(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 - others, specify	-	-	-
5.	Others, please specify	-	-	-
	Total (A)	17.94	0.30	18.24

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/Punishment/Compounding			None		
B. DIRECTORS					
Penalty/Punishment/Compounding			None		
C. OTHER OFFICERS IN DEFAULT					
Penalty/Punishment/Compounding			None		

Management Discussion and Analysis Report

Industry Structure and Development, Opportunities and Threats

The Indian advertising industry has evolved from being a small-scale business to a full-fledged industry. The Indian advertising industry is projected to be the second fastest growing advertising market in Asia after China.

The Indian government has given tremendous support to the advertising and marketing industry. Advertising expenditure is likely to increase in the financial sector, driven by Reserve Bank of India (RBI) policies which could result in a more favourable business environment. Also, proposed licences for new banks and better market sentiments render the advertising and marketing industry in India a fertile space.

India's advertising industry is expected to grow at a rate of 16.8 per cent year-on-year to ₹ 51,365 crore (US\$ 7.54 billion) in 2016, buoyed by positive industry sentiment and a strong GDP growth of 7.5 per cent and above.

Road Ahead

The advertising and marketing sector in India is expected to enjoy a good run. E-commerce companies are expected to dominate marketing trends in 2015. Growth is expected in retail advertisement, on the back of factors such as several players entering the food and beverages segment, e-commerce gaining more popularity in the country, and domestic companies testing out the waters. The rural region is a potentially profitable target. For instance, in the automobiles sector, the focus of two-wheelers on rural areas could mean more launches and more advertising spends. The telecom sector could see growth as well, driven by better smartphone penetration and service providers cutting down on prices.

Business Overview

The company's business has four major segments - Advertising, Public Relations, Design and Digital. The business is carried out through a network of offices and representatives located in Kolkata, Mumbai, Delhi, Bangalore, Chennai, Hyderabad, Bhubaneswar, Nagpur, Siliguri and Patna.

Performance Overview

The Company posted revenue of ₹4732.85 lacs and Operating Profits of ₹613.94 lacs during the year. Business revenues are derived from a mix of advertising, public relations, design and digital services.

Opportunities & Threats

Opportunities: The business of the company is well established with services being provided to a large number of blue chip clients. With the growing importance of communication in business, the company can look forward to good growth opportunities.

Threats: The company's business is in a highly competitive sector with a large number of players ranging from giant multinationals to small local players. This has led to intense competition and severe erosion in margins. However, with its strategy of pursuing multiple growth drivers and a strong focus on customer satisfaction, the company should be able to tackle the challenges.

Risks and Concerns

Rising overheads and increased operational costs pose a significant challenge. However, due to its niche position in several areas of business, the Company is able to limit the pressure of cost increases.

Adequacy of internal controls

The Company, through internal controls, aims at achieving operational efficiency and optimum resource utilization.

The Company ensures strict adherence compliance with all the applicable laws and regulations. A qualified and independent Audit Committee of the Board, comprising non executive directors, reviews the compliance process and adequacy of internal controls.

Human Resources

The Company has a team of experienced professionals and believes that it will achieve substantial and diversified growth in the coming years. The total number of permanent employees is 56.

Disclaimer

Certain statements made in this report relating to the Company's objectives, projections, outlook, estimates, etc. may constitute 'forward looking statements' within the meaning of applicable laws and regulations. Actual results may differ from such estimates or projections etc., whether expressed or implied. Several factors including but not limited to economic conditions affecting demand and supply, government regulations and taxation, input prices, exchange rate fluctuation, etc., over which the Company does not have any direct control, could make a significant difference to the Company operations. The MD&A should be read in conjunction with the Company's financial statements included herein and the notes thereto.

Arup Kumar Roy
Practicing Company Secretary

201 Sarat Bose Road Kolkata 700 029
Phone : 033-2463 5197 M : 9831687785
arupk@rediffmail.com

Secretarial Audit Report
for the Financial Year Ended 31st March, 2016
[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies
(Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members,
Pressman Advertising Limited
Pressman House, 10A Lee Road
Kolkata- 700020

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Pressman Advertising Limited. 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 Pressman Advertising 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, 2016 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:

- 1) I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2016 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 there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings ; - Not Applicable to the company during the Audit Period.
 - (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, 2015;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 - Not Applicable to the company during the Audit Period.

- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - Not Applicable to the company during the 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;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; - Not Applicable to the company during the Audit Period. and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 - Not Applicable to the company during the Audit Period.
- 2) I have also examined compliance with the applicable clauses of the following:
 - (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
 - (ii) The Listing Agreements entered into by the Company with Bombay Stock Exchange (BSE) Calcutta Stock Exchange (CSE) and National Stock Exchange (NSE).
- 3) I further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- 4) 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 for meaningful participation at the meeting.
- 5) Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.
- 6) I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.
- 7) I further report that during the audit period the company has :
 - a) declared dividend during the year and all relevant provisions were complied with
 - b) complied with the provisions under Section 204 of the Companies Act, 2013 in respect of appointment of Secretarial Auditor for conducting Secretarial Audit.

Kolkata
30th May, 2016

ARUP KUMAR ROY
ACS No. : 6784
C P No.: 9597

Independent Auditor's Report

To the Members of the Pressman Advertising Limited

Report on the Financial Statements

We have audited the accompanying financial statements of PRESSMAN ADVERTISING LIMITED ('the Company'), which comprise the Balance Sheet as at 31 March 2016, the Statement of Profit and Loss and the Cash Flow Statement and a summary of significant accounting policies and other explanatory information for the year then ended.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

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

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

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

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March 2016 and its profit and its cash flows for the year ended on that date.

Emphasis of Matter

Attention is drawn to Note no.9 regarding recognition of Deferred Tax Asset amounting to Rs.12,27,729/- which is based on future profitability projections made by the company. Our opinion in this regard is not qualified.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure 'A' a statement on the matters specified in the paragraph 3 and 4 of the Order.
2. As required by Section 143 (3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

- c. The balance sheet, the statement of profit and loss and the cash flow statement dealt with by this Report are in agreement with the books of account;
- d. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
- e. On the basis of written representations received from the directors as on 31st March 2016 and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2016 from being appointed as a director in terms of Section 164 (2) of the Companies Act, 2013;
- f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in Annexure 'B', and
- g. 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. According to the information and explanation given to us there is no pending litigations having impact on its financial position in its financial statement.
- ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
- iii. According to the records of the company, no amount is required to be transferred to the Investor Education and Protection Fund during the year.

For Singhi & Co.,
Chartered Accountants
Firm Registration No 302049E

Sankar Bandyopadhyay
Partner

Kolkata, 30th May, 2016

Membership No.008230

Annexure A to the Independent Auditor's Report

Referred to in paragraph 1 under the heading "Report on other legal and regulatory requirements" of our report of even date

Re: Pressman Advertising Limited ('the Company')

- I. In respect of its fixed assets:
 - (a) The Company has maintained proper records showing in most cases, full particulars including quantitative details and situation of its fixed assets.
 - (b) The fixed assets of the Company have been physically verified by the management, the frequency of which in our opinion is reasonable. According to the information and explanations given to us no material discrepancies were noticed on such verification
- c) According to the information and explanations given to us and on basis of our examination of records of the Company, no immovable property is held by the company.
- II. No inventories were held by the company at the close of the year and hence the requirements of sub clause (a) to (c) of clause (ii) of the order are not applicable.
- III. In our opinion and according to the information and explanations given to us, the Company has not granted any loans, secured or unsecured, to companies, firms or other parties listed in the Register

maintained under Section 189 of the Companies Act, 2013. Therefore, clauses (iii) (a) and (iii) (b) of Paragraph 3 of the Order are not applicable to the Company

- IV. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to loans, and investments made.
- V. According to the information and explanations given to us, the Company has not accepted any deposits from public during the year within the meaning of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013.
- VI. According to the information and explanations given to us, the requirements of maintenance of cost records under Section 148(1) of the Companies Act, 2013 is not applicable to the company during the year.
- VII. According to the information and explanations given to us in respect of statutory dues:
 - (a) The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Wealth tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Taxes, Cess and other statutory dues with the appropriate

- authorities. According to the information and explanations given to us, there are no undisputed statutory dues outstanding for a period of more than six months from the date they became payable, as per books of accounts as at 31st March, 2016.
- (b) According to the information and explanations given to us, there are no dues outstanding of Income Tax, Sales Tax, Service Tax, Customs Duty, Excise Duty and Value added tax on account of any dispute
- VIII. According to the information and explanations given to us, the company neither had any dues to banks, financial institutions or government nor issued any debentures.
- IX. The company has not raised any money by way of initial public offer or further public offer including debt instruments and term loans during the year and accordingly the paragraph 3(ix) of the order is not applicable.
- X. According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- XI. According to the information and explanations given to us, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals maintained by the provisions of Section 197 read with schedule V of the Act.
- XII. The company is not a Nidhi Company. Accordingly, paragraph 3(xii) of the Order is not applicable.

- XIII. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Companies Act, 2013 where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- XIV. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- XV. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- XVI. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For Singhi & Co.,
Chartered Accountants
Firm Registration No 302049E

Sankar Bandyopadhyay
Partner

Kolkata, 30th May, 2016

Membership No.008230

Annexure 'B' to the Independent Auditor's Report

Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of PRESSMAN ADVERTISING LIMITED ("the Company") as of 31st March 2016 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These

responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

AUDITOR'S RESPONSIBILITY

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an

audit of internal financial controls, both applicable to an audit of Internal Financial Controls and both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

MEANING OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

- (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted

accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and

- (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

OPINION

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Singhi & Co.,
Chartered Accountants
Firm Registration No 302049E

Sankar Bandyopadhyay
Partner

Kolkata, 30th May, 2016

Membership No.008230

Balance Sheet as at 31st March, 2016

	Notes	As at 31st March 2016 ₹	As at 31st March 2015 ₹
EQUITY AND LIABILITIES			
SHAREHOLDERS' FUND			
Share Capital	2	46,965,686	46,965,686
Reserves and Surplus	3	191,841,412	185,021,579
		<u>238,807,098</u>	<u>231,987,265</u>
CURRENT LIABILITIES			
Trade Payables			
- Others	4	31,425,429	44,383,241
- Payable to MSME		-	-
Other Current Liabilities	5	9,894,925	4,181,496
Short-Term Provisions	6	-	31,089,719
		<u>41,320,354</u>	<u>79,654,456</u>
TOTAL		<u>280,127,452</u>	<u>311,641,721</u>
ASSETS			
NON-CURRENT ASSETS			
Fixed Assets			
Tangible Assets	7	1,991,279	2,273,710
Non-Current Investments	8	93,154,348	93,154,348
Deferred tax Assets (net)	9	1,227,729	1,324,464
Long-Term Loans and Advances	10	31,794,934	39,470,882
Other Non-Current Assets	11	609,203	6,199,529
		<u>128,777,493</u>	<u>142,422,933</u>
CURRENT ASSETS			
Current Investments	12	55,458,030	59,543,300
Trade Receivables	13	71,795,650	92,513,989
Cash and Bank Balances	14	22,866,017	14,131,364
Short-Term Loans and Advances	10	254,269	2,306,462
Other Current Assets	11	975,993	723,673
		<u>151,349,959</u>	<u>169,218,788</u>
TOTAL		<u>280,127,452</u>	<u>311,641,721</u>
Significant Accounting Policies	1		
The Notes are an integral part of the Financial Statements			

As per our Report annexed

For SINGHI & CO.

Chartered Accountants

Firm Registration No. 302049E

Sankar Bandyopadhyay

Partner

Membership No. 008230

161 Sarat Bose Road, Kolkata 700026

30th May, 2016

On behalf of the Board of Directors

Dr Niren Suchanti
Chairman and Managing Director
DIN: 00909388

B G Pasari
Chief Financial Officer

Navin Suchanti
Director
DIN: 00273663

T K Banerjee
Company Secretary

Ajit Khandelwal
Director
DIN: 00416445

Statement of Profit & Loss for the year ended 31st March, 2016

	Notes	Year ended 31st March 2016 ₹	Year ended 31st March 2015 ₹
INCOME			
Revenue from Operations	15	467,124,637	401,685,047
Other income	16	6,160,445	11,549,689
Total Revenue		<u>473,285,082</u>	<u>413,234,736</u>
EXPENDITURE			
Cost of Services	17	367,616,881	309,120,027
Employee Benefits Expense	18	23,234,818	24,411,030
Other Expenses	19	21,038,829	21,510,426
Total		<u>411,890,528</u>	<u>355,041,483</u>
Profit before Tax and Depreciation		61,394,554	58,193,253
Depreciation	20	561,909	1,062,364
Profit before Tax		<u>60,832,645</u>	<u>57,130,889</u>
Tax Expense:			
Current Tax		20,000,000	12,700,000
Deferred Tax		96,735	4,735,801
		<u>20,096,735</u>	<u>17,435,801</u>
Profit for the year		<u><u>40,735,910</u></u>	<u><u>39,695,088</u></u>
Earnings Per Share (Face Value ₹ 2)			
Basic and Diluted	21	1.73	1.69
Significant Accounting Policies	1		
The Notes are an integral part of the Financial Statements			

As per our Report annexed

For SINGHI & CO.

Chartered Accountants

Firm Registration No. 302049E

Sankar Bandyopadhyay

Partner

Membership No. 008230

161 Sarat Bose Road, Kolkata 700026

30th May, 2016

On behalf of the Board of Directors

Dr Niren Suchanti
Chairman and Managing Director
DIN: 00909388

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Chief Financial Officer

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Director
DIN: 00273663

T K Banerjee
Company Secretary

Ajit Khandelwal
Director
DIN: 00416445

Cash Flow Statement for the year ended 31st March, 2016

Particulars	Year ended 31st March 2016 ₹	Year ended 31st March 2015 ₹
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before Tax	60,832,645	57,130,889
Adjustment for:		
Depreciation	561,909	1,062,364
Interest	(1,187,630)	(1,315,569)
(Profit)/loss on sale of Investments	(4,970,386)	(8,313,806)
Sundry receipts	(2,429)	-
Debts written off now realised	-	(1,920,314)
(Profit)/loss on sale of Fixed Assets	-	15,747
Operating Profit before working Capital changes	55,234,109	46,659,311
Adjustment for:		
Trade Receivables	20,718,339	(19,343,820)
Other Current Assets	3,594,232	(1,181,554)
Trade Payables	(12,957,812)	17,149,875
Other Current Liabilities	157,661	80,306
	11,512,420	(3,295,193)
Cash Generated from Operations	66,746,529	43,364,118
Direct Taxes Paid/Refund	(13,575,323)	(8,336,519)
Debts written off now realised	-	1,920,314
Net Cash from/(Used in) Operating Activities	53,171,206	36,947,913
B. CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	(279,478)	(261,500)
Purchase of Investments	(11,782,872)	(105,428,445)
Sale of Investments	20,838,528	89,466,976
Sale of Fixed Assets	-	730,000
Investment in Fixed Deposit	2,069,950	2,132,543
Interest Received	905,984	1,595,267
Net Cash from/(used in) Investing Activities	11,752,112	(11,765,159)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Dividend including Corporate Dividend Tax paid	(64,995,796)	(27,473,752)
Net Cash from/(used in) Financing Activities	(64,995,796)	(27,473,752)
Net Increase/(Decrease) in Cash and Cash Equivalents (A+B+C)	(72,478)	(2,290,998)
Cash and Cash Equivalents at the beginning of the year		
Cash and Cheques in hand	128,733	193,042
Balances with Scheduled Bank	3,541,613	5,768,302
	3,670,346	5,961,344
Cash and Cash Equivalents at the end of theyear		
Cash and Cheques in hand	118,055	128,733
Balances with Scheduled Bank	3,479,813	3,541,613
	3,597,868	3,670,346
	(72,478)	(2,290,998)

1 This statement has been prepared under indirect method as prescribed by AS-3.

2 Cash and cash equivalents consists of Cash, Cheques in hand and Balances with Scheduled Banks in Current accounts.

3 Previous year's figures have been regrouped/rearranged wherever necessary.

As per our Report annexed

On behalf of the Board of Directors

For SINGHI & CO.

Chartered Accountants

Firm Registration No. 302049E

Sankar Bandyopadhyay
Partner

Membership No. 008230

161 Sarat Bose Road, Kolkata 700026

30th May, 2016

Dr Niren Suchanti
Chairman and Managing Director
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Chief Financial Officer

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T K Banerjee
Company Secretary

Ajit Khandelwal
Director
DIN: 00416445

Notes to financial statements for the year ended 31st March 2016

1 SIGNIFICANT ACCOUNTING POLICIES

1.1 BASIS OF PREPARATION OF ACCOUNTING STATEMENTS

"The financial statements of the company have been prepared in accordance with the generally accepted accounting principles in India. The company has prepared these financial statements to comply in all material respects with the accounting standards specified under Section 133 of the Companies Act, 2013 read with rule 7 of the Companies (Accounts) Rules, 2014. The financial statements have been prepared on an accrual basis and under the historical cost convention, except in case of assets for which revaluation is carried out. The accounting policies applied by the Company are consistent with those used in the previous year."

1.2 USE OF ESTIMATES

The preparation of financial statements in conformity with generally accepted accounting principles in India requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities on the date of the financial statements and the results of operations during the reporting period end. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates. Differences between actual results and estimates are recognised in the period in which the results are known/materialised.

1.3 REVENUE RECOGNITION

Revenue from advertising, public relations and allied services are recognised when the services are rendered and the same becomes chargeable and is net of service tax and other statutory dues collected on behalf of the government. Performance incentives are credited on confirmation.

1.4 EMPLOYEE BENEFITS

- (a) Contribution towards pension scheme for eligible employees and provident fund for all employees are provided in the books of accounts and payments are made to the funds administered by Regional Provident Fund Commissioner and independent Board of Trustees respectively.
- (b) The company has taken a group Gratuity Policy from Life Insurance Corporation of India for future payment of retirement gratuity to its employees and pays annual premium on the basis of actuarial valuation.
- (c) Contribution towards Employees State Insurance for eligible employees are provided in the books of accounts as per scheme.
- (d) Leave is being given to employees as per rules of the company every year.

1.5 FIXED ASSETS

(a) Gross Block (Tangible Assets)

Fixed Assets are stated at cost less accumulated depreciation/amortization. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use.

(b) Depreciation and Amortisation

Depreciation has been provided using the written down value method as per the useful life of the assets prescribed under Schedule II of the Companies Act, 2013.

(c) Impairment of Assets

An impairment loss is recognised wherever the carrying amount of an asset is in excess of its recoverable amount. Impairment is charged to the Profit and Loss account in the year in which an asset is identified as impaired. The impairment loss recognised in prior period is reversed if there is a change in the estimate of the recoverable amount.

1.6 INVESTMENTS

Investments that are readily realisable and intended to be held for not more than one year from the date on which such investments are made are classified as current investments. All other investments are classified as long term investments. Current investments are carried at lower of cost and fair value determined on an individual investment basis. Long term investments are carried at cost. However, provision for diminution is made to recognize a decline (other than temporary) in the value of investments.

Notes to financial statements for the year ended 31st March 2016

1.7 BORROWING COST

Borrowing Costs incurred in relation to the acquisition, construction of qualifying assets up to the date such assets are ready for intended use are capitalised as part of the cost of such assets. Other borrowing costs are charged as expenses in the year in which they are incurred.

1.8 FOREIGN CURRENCY TRANSACTIONS

- (a) Foreign Currency transactions are recorded in the reporting currency by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency on the date of the transaction.
- (b) Foreign currency monetary items are retranslated using the exchange rate prevailing at the reporting date. Non monetary items, which are measured in terms of historical cost denominated in a foreign currency, are reported using the exchange rate at the date of the transaction. Non monetary items, which are measured at fair value or other similar valuation denominated in a foreign currency, are translated using the exchange rate at the date when such value was determined.
- (c) Exchange differences arising on the settlement of monetary items or on reporting monetary items of company at rates different from those at which they were initially recorded during the year, or reported in previous financial statements, are recognised as income or as expense in the year in which they arise.

1.9 TAXATION

Provision for tax for the year comprises current tax liability and deferred tax which recognises (subject to the consideration of prudence in case of deferred tax assets) timing differences between taxable income and accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax assets and liabilities are measured using the tax rates and the tax laws that have been enacted or have substantive effect of actual enactment at the Balance Sheet date.

1.10 PROVISIONS:

Provisions are recognised when an enterprise has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to present value and are determined based on best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates.

1.11 CONTINGENT LIABILITIES & CONTINGENT ASSETS

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the company or a present obligation that is not recognised because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognised because it cannot be measured reliably. The company does not recognise a contingent liability but disclosed its existence in the financial statements. Contingent assets are neither recognised nor disclosed in the financial statements.

1.12 EARNINGS PER SHARE

Basic earnings per share are calculated by dividing the net profit or loss for the period attributable to equity shareholders by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net result for the period attributable to equity shareholders and the weighted average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

Notes to financial statements for the year ended 31st March 2016

	Notes	As at 31st March 2016 ₹	As at 31st March 2015 ₹
2 SHARE CAPITAL			
Number	Authorised		
125,000,000 (125,000,000)	Equity Shares of ₹ 2 each	250,000,000	250,000,000
25,000,000 (25,000,000)	Redeemable Cumulative Preference Shares of ₹10 each	250,000,000	250,000,000
		500,000,000	500,000,000
	Issued, Subscribed and Fully Paid-up		
23,482,843 (23,482,843)	Equity Shares of ₹ 2 each	46,965,686	46,965,686
		46,965,686	46,965,686

a) Rights, Preferences & Restrictions attached to shares

The company has issued equity shares having par value of ₹2 per share. Each holder of ordinary shares is entitled to one vote per share and equal right for dividend. The dividend proposed by the Board of Directors is subject to the approval of shareholders in the ensuing Annual General Meeting, except in case of interim dividend. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after payment of all preferential amounts, in proportion to their shareholding.

b) The company does not have any holding company/ultimate holding company.

c) There has been no change/movements in number of shares outstanding at the beginning and at the end of the reporting period.

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

	As at 31st March, 2016		As at 31st March, 2015	
	No. of Shares	% Holding	No. of Shares	% Holding
Equity Shares of ₹ 2 each fully paid				
Dr Niren Suchanti	5,312,216	22.62	5,312,216	22.62
Mr Navin Suchanti	5,060,902	21.55	5,060,902	21.55
Ms Pramina Suchanti	1,940,729	8.26	1,940,729	8.26
Ms Sujata Suchanti	1,706,338	7.26	1,706,338	7.26
Warren Tea Limited	-	-	2,000,000	8.51

e) No shares have been reserved for issue under options and contracts/commitments for the sale of shares/disinvestment as at the balance sheet date.

f) 10,352,113 equity shares of ₹2 have been allotted by the company in the last five years.

g) No Convertible securities have been issued by the company during the period.

h) No calls are unpaid by any Director and officer of the company during the period.

Notes to financial statements for the year ended 31st March 2016

	As at 31st March 2016 ₹	As at 31st March 2015 ₹
3 RESERVES AND SURPLUS		
Capital Reserve		
As per last Financial Statements	4,215,103	4,215,103
General Reserve		
As per last Financial Statements	80,212,484	75,212,484
Add: Transfer from Statement of Profit & Loss	5,000,000	5,000,000
	<u>85,212,484</u>	<u>80,212,484</u>
Surplus in the Statement of Profit & Loss		
As per last Financial Statements	100,593,992	97,605,793
Add: Profit for the year	40,735,910	39,695,088
Less: Adjustment on account of Schedule II of the Companies Act, 2013 net of deferred tax asset of ₹ Nil (Previous Year ₹ 296,413/-)	-	617,170
	<u>141,329,902</u>	<u>136,683,711</u>
Less: Appropriations		
Interim Dividend [Amount per share ₹ 1.20 (previous year ₹ Nil)]	28,179,412	-
Proposed Dividend [Amount per share ₹ Nil (previous year ₹ 1.10)]	-	25,831,127
Dividend Distribution Tax	5,736,665	5,258,592
Transfer to General Reserve	5,000,000	5,000,000
	<u>38,916,077</u>	<u>36,089,719</u>
Net Surplus	<u>102,413,825</u>	<u>100,593,992</u>
	<u>191,841,412</u>	<u>185,021,579</u>
4 TRADE PAYABLES		
For Goods & Services		
i) Due to MSME Enterprises	-	-
ii) Others	31,425,429	44,383,241
(Refer Note No.25)	<u>31,425,429</u>	<u>44,383,241</u>
5 OTHER CURRENT LIABILITIES		
Duties & Taxes Payable	189,339	56,145
Advances Received from Customers	21,842	-
Employee Related Liability	792,716	-
Unclaimed Dividend	8,235,372	2,679,604
Others for expenses	655,656	1,445,747
	<u>9,894,925</u>	<u>4,181,496</u>
6 SHORT TERM PROVISIONS		
Proposed Dividend	-	25,831,127
Corporate Dividend Tax	-	5,258,592
	<u>-</u>	<u>31,089,719</u>

Notes to financial statements for the year ended 31st March 2016

(Amount in ₹)

7 FIXED ASSETS	Gross Block			Depreciation			Net Block	
	As at 01.04.2015	Additions	Deductions	As at 31.03.2016	As at 01.04.2015	Adjustment on account of Schedule II for the year	As at 31.03.2016	As at 31.03.2015
Tangible Assets :								
Furniture & Fixtures	15,659,107	22,200	-	15,681,307	14,878,441	92,056	710,810	780,666
Office & Other Equipment	3,682,549	28,580	-	3,711,129	3,447,941	39,502	223,686	234,608
Computers	24,649,793	191,498	-	24,841,291	24,320,358	223,310	297,623	329,435
Air Conditioners	4,071,085	37,200	-	4,108,285	3,796,058	41,881	270,346	275,027
Electric Installation	1,358,608		-	1,358,608	1,290,679	-	67,929	67,929
Projector	276,285		-	276,285	262,470	-	13,815	13,815
Vehicles	4,984,200			4,984,200	4,411,970	165,160	407,070	572,230
Total	54,681,627	279,478	-	54,961,105	52,407,917	561,909	1,991,279	2,273,710
Previous Year	55,672,008	261,500	1,251,881	54,681,627	50,938,104	1,062,364	2,273,710	-

Notes to financial statements for the year ended 31st March 2016

	As at 31st March 2016 ₹	As at 31st March 2015 ₹
8 NON CURRENT INVESTMENTS		
a) Investment in Equity Instruments (Unquoted, Non-Trade & Valued At Cost) Ecco International Public Relations Limited (10,000 Ordinary fully paid shares of Euro 1/- each (Previous year 10000 Shares)	693,438	693,438
b) Investment In Mutual Fund (Non-trade) 2993251 units of HDFC FMP 371 D Dec 2013-2 Direct Growth (Previous year 2993251 units) (Face Value per Unit ₹ 10/-, (NAV ₹ 12.19, Previous year ₹ 11.24)	29,932,510	29,932,510
c) 6,252,840 units of SBI SDFS-A 32 367 Dir Growth (Previous year 6252840 units) (Face Value per Unit ₹ 10/-, NAV ₹ 11.59 (Previous year ₹ 10.69)	62,528,400	62,528,400
	<u>93,154,348</u>	<u>93,154,348</u>
Aggregate Book Value of Unquoted Investments	<u>93,154,348</u>	<u>93,154,348</u>
9 DEFERRED TAX ASSETS (NET)		
Arising on account of :		
Depreciation arising due to timing difference	1,007,488	1,108,340
Brought Forward Capital Loss	220,241	216,124
	<u>1,227,729</u>	<u>1,324,464</u>

	Long-term (₹)		Short-term (₹)	
	As at 31st March 2016	As at 31st March 2015	As at 31st March 2016	As at 31st March 2015
10 LOANS & ADVANCES				
Unsecured, considered good				
Security Deposits	361,643	326,506	-	-
Earnest Money Deposits	1,397,875	2,967,236	-	-
(A)	<u>1,759,518</u>	<u>3,293,742</u>	-	-
Other Loans and Advances				
Advance Tax and TDS	9,963,742	8,509,592	-	-
[Net of provision ₹44,700,000/-, Previous year ₹36,200,000)				
Advance against supply of Goods and Services	10,163	17,978		
Prepaid Expenses	-	-	170,976	150,000
Loans & Advances to Employees	-	-	42,500	102,500
MAT Credit Entitlement	20,061,511	27,649,570		
Advance-Others	-	-	40,793	2,053,962
(B)	<u>30,035,416</u>	<u>36,177,140</u>	<u>254,269</u>	<u>2,306,462</u>
Total (A + B)	<u>31,794,934</u>	<u>39,470,882</u>	<u>254,269</u>	<u>2,306,462</u>

Notes to financial statements for the year ended 31st March 2016

	Non Current (₹)		Current (₹)	
	As at 31st March 2016	As at 31st March 2015	As at 31st March 2016	As at 31st March 2015
11 OTHER ASSETS				
Fixed Deposits with Banks (Maturity greater than 12 months) (pledged with bank against bank guarantees issued)	574,055	5,895,367	-	-
Interest accrued & not due on Fixed Deposits	35,148	304,162	930,216	379,556
Gratuity Fund (net of Liabilities) - Refer note 22(b)	-	-	45,777	344,117
	609,203	6,199,529	975,993	723,673

	As at 31st March 2016 ₹	As at 31st March 2015 ₹
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12 CURRENT INVESTMENTS

(Unquoted and Valued at lower of cost or fair value)

INVESTMENTS IN MUTUAL FUND(NON-TRADE)

1339.257 units of HDFC Liquid Fund-DP-Growth

(Previous year Nil units)

Face Value per unit ₹ 1000/-) NAV ₹ 2990.20

4,000,000

-

Nil units of HDFC MF FMP 371D JUNE 2014(3) SR 31 DIR GROWTH

-

10,843,300

(P.Y. 1,084,330 units) NAV: Nil (Previous year ₹ 10.67)

2,464.645 units of HDFC Cash Management Fund-Direct Plan-Growth

(Previous year: Nil units)

(Face Value per Unit ₹1,000/-), (NAV ₹ 3,163.97)

7,782,872

-

Nil units of SBI SDFS-366 Days 30 Dir Growth

(Previous year 3000000 units)

(Face Value per Unit ₹10/-), NAV : Nil (Previous Year ₹10.63)

14,310.172 units of SBI - PLF Direct Growth

(Previous year 17,636.609 units)

(Face Value per Unit ₹1000/-, (NAV ₹ 2,380.96)

(Previous Year NAV ₹ 2,198.92)

33,675,158

38,700,000

6,486.415 units of SBI Treasury Advantage Fund- Direct Growth

(Previous year 6,486.415 units)

(Face Value per Unit ₹1000/-, (NAV ₹1,702.92,

previous year ₹1,560.67)

10,000,000

10,000,000

55,458,030**59,543,300**

Aggregate Book Value of Unquoted Investments

55,458,030**59,543,300****13 TRADE RECEIVABLES**

Unsecured, considered good

(As certified by the management)

Outstanding for a period exceeding six months

Other Receivables

15,032,421

11,906,959

56,763,229**80,607,030****71,795,650****92,513,989**

Notes to financial statements for the year ended 31st March 2016

	As at 31st March 2016 ₹	As at 31st March 2015 ₹
14 CASH AND BANK BALANCES		
Cash and Cash Equivalents		
Balances With Banks :		
In Current Account	3,479,813	3,541,613
Cash on hand (as certified by the management)	118,055	128,733
	<u>3,597,868</u>	<u>3,670,346</u>
Other Bank Balances		
Fixed Deposit with Banks	11,032,777	7,781,414
(With maturity period of more than 3 months to 12 months)		
(Deposits worth ₹ 7,032,777 pledged with banks against bank guarantees issued)		
In Unpaid Dividend Account	8,235,372	2,679,604
	<u>19,268,149</u>	<u>10,461,018</u>
	<u>22,866,017</u>	<u>14,131,364</u>
	Year ended 31st March 2016 ₹	Year ended 31st March 2015 ₹
15 REVENUE FROM OPERATIONS		
Sale of Services		
Advertising and allied services	451,387,614	390,932,640
Other Operating Income	15,737,023	10,752,407
	<u>467,124,637</u>	<u>401,685,047</u>
16 OTHER INCOME		
Interest Income		
On Banks Deposits (TDS ₹118085/-, Previous year ₹131215/-)	1,187,630	1,315,569
Net gain/ (loss) on sale of Investments		
On Long term investments	-	3,371,700
On Current investments	4,970,386	4,942,106
Other Non Operating Income		
Debts written off now realised	-	1,920,314
Sundry receipts	2,429	-
	<u>6,160,445</u>	<u>11,549,689</u>
17 COST OF SERVICES		
Service Cost	367,616,881	309,120,027
	<u>367,616,881</u>	<u>309,120,027</u>
18 EMPLOYEE BENEFITS EXPENSE		
Salaries & Allowances	21,496,798	22,459,649
Contribution to Provident & Other Funds	1,323,929	1,433,528
Staff Welfare Expenses	414,091	517,853
	<u>23,234,818</u>	<u>24,411,030</u>

Notes to financial statements for the year ended 31st March 2016

	Year ended 31st March 2016 ₹	Year ended 31st March 2015 ₹
19 OTHER EXPENSES		
Rent	5,652,000	6,295,067
Rates & Taxes	52,820	59,271
Printing & Stationary	736,871	935,550
Professional & Consultancy Fees	6,639,468	6,295,709
Office Maintenance	671,198	703,595
Auditor's Remuneration		
As Statutory Audit Fees	200,000	200,000
For Limited Review	105,000	105,000
For Other Services	95,000	45,000
Electricity Charges	415,582	464,338
Communication Expenses	627,561	666,202
Travelling & Conveyance	1,541,307	1,417,432
Creatives Expenses	648,283	760,703
Vehicle Expenses	755,635	892,204
Computer Maintenance	89,809	84,412
Insurance Expenses	42,873	40,964
Listing Fees	301,798	229,158
Director's Fees	105,000	82,500
Miscellaneous Expenses	2,358,624	2,217,574
Loss on sale of Fixed Assets	-	15,747
Total	21,038,829	21,510,426
20 DEPRECIATION		
Depreciation	561,909	1,062,364
	561,909	1,062,364
21 EARNINGS PER SHARE		
(i) Basic & Weighted average number of Equity Shares outstanding during the year	23,482,843	23,482,843
(ii) Nominal Value of Shares	2.00	2.00
(iii) Net Profit before Exceptional Items	40,735,910	39,695,088
(iv) Basic & Diluted EPS - Before Exceptional Items	1.73	1.69
(v) Net Profit after Exceptional Items	40,735,910	39,695,088
(vi) Basic & Diluted EPS - After Exceptional Items	1.73	1.69

22 Employee Benefits as per Accounting Standard -15 (Revised)

(a) Defined Contribution Plan

The company makes contribution towards Provident Fund and ESIC to a defined contribution retirement benefit plan for qualifying employees. The Provident fund plan is operated partly by Regional Provident Fund Organisation and partly by an independent trust and ESIC by government agencies. Under the said schemes the company is required to contribute a specific percentage of pay roll costs in respect of eligible employees.

Notes to financial statements for the year ended 31st March 2016

	Year ended 31st March 2016 ₹	Year ended 31st March 2015 ₹
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Contribution to Defined Contribution Plan, recognised as expense for the period is as under:

Employer's Contribution to Provident and other Funds	1,277,645	1,387,663
Employer's Contribution to Employees State Insurance Scheme	46,284	45,865

(b) Defined Benefits Plan

The employees' gratuity is a defined benefit plan. The present value of obligation is determined based on actuarial valuation using the Projected Unit Credit Method, which recognises each period of service as giving rise to additional unit to employee benefit entitlement and measures each unit separately to build up the final obligation.

The following Table sets forth the particulars in respect of the Defined Benefit Plans of the Company for the year ended 31st March, 2016:

	Gratuity (Funded)	
	Year ended 31st March 2016 ₹	Year ended 31st March 2015 ₹
(a) Reconciliation of Opening and Closing balances of the Defined Benefit Obligation:		
Defined Benefit obligation at beginning of the year	3,984,851	4,824,011
Current Service Cost	228,494	222,273
Interest Cost	307,771	352,354
Actuarial (Gain) / Loss	313,632	132,114
Benefits Paid	(1,146,343)	(1,545,901)
Defined Benefit obligation at year end	3,688,405	3,984,851
(b) Reconciliation of the Opening and Closing balances of the Fair Value of Plan Assets:		
Fair Value of Plan Assets at the beginning of the year	4,328,968	5,018,532
Expected Return on Plan Assets	322,526	373,900
Actuarial Gain / (Loss)	62,738	27,229
Employer contribution	166,293	455,208
Benefits paid	(1,146,343)	(1,545,901)
Fair value of plan assets at year end	3,734,182	4,328,968
Actual return on plan assets	385,264	401,129
(c) Reconciliation of fair value of assets and obligations		
Fair value of plan assets	3,734,182	4,328,968
Present value of obligation	3,688,405	3,984,851
Funded Status	45,777	344,117
(d) Expense recognised in the Statement of Profit and Loss		
Current Service Cost	228,494	222,273
Interest Cost	307,771	352,354
Expected Return on Plan Assets	(322,526)	(373,900)
Actuarial (Gain) / Loss	250,894	104,885
Net cost	464,633	305,612
The expenses for Gratuity have been disclosed under the item "Contribution to Provident and other funds"		

Notes to financial statements for the year ended 31st March 2016

	Year ended 31st March 2016 ₹	Year ended 31st March 2015 ₹
(e) Principal Actuarial Assumptions		
Mortality Table	IALM(2006-2008)	IALM(2006-2008)
Discount rate (per annum)	8.00%	8.25%
Expected rate of return on plan assets (per annum)	9.00%	9.00%
Rate of escalation in salary (per annum)	5.00%	3.50%
Expected Average remaining working lives of employees (Year)	20.00	21.00
Withdrawal Rates	Varying between 8%per annum and 1%per annum depending on duration and age of the employees	
Method Used	Projected Unit Credit Method	

23 Segment Reporting as per Accounting Standard 17 prescribed under the Act.

a) Primary Segment (Business)

The Company is solely engaged in advertising, PR and allied service business. Accordingly there are no reportable business or geographic segments in terms of Accounting Standard 17-Segment reporting prescribed by the Companies (Accounting Standard) Rules, 2006.

24 Related Party disclosures as identified by the Management in accordance with Accounting Standard – 18 are given below:

a) Related Parties

i) Key Management Personnel

Dr Niren Suchanti

Mr Navin Suchanti

Ms Sujata Suchanti

Mr B G Pasari

Mr T K Banerjee

ii) Relatives of Key Management Personnel

Ms Pramina Suchanti

iii) Associates / Enterprises over which significant control exists

Sinclair's Hotels Limited

Pressman Realty Limited

Pressman Properties Limited

Prima Communications Ltd (till 15.01.2016)

Son-et Lumiere Art Gallery Private Limited

Notes to financial statements for the year ended 31st March 2016

b) Particulars of Transactions during the year ended 31st March, 2016

Nature of Transaction	Key Management Personnel (₹)	Associates/Enterprise where control exists (₹)
Remuneration	3,582,487 (3,547,362)	-
Rent Paid	-	5,160,000 (5,631,000)
Revenue from Operations	-	7,952,670 (4,721,941)
Balance Outstanding at the year end: Receivable		18,964 (-)

Figures in brackets relates to corresponding previous year

25 As per information and records available with the company, there are no reportable amount of dues on account of principal and interest or any such payments during the year as required by Micro, Small and Medium enterprises Development Act, 2006 in respect of Micro-enterprises and Small enterprises, as defined in the Act.

	Year ended 31st March 2016 ₹	Year ended 31st March 2015 ₹
26 Additional Information		
a) Earnings in Foreign Exchange Advertising & PR services	1,727,827	1,492,425
b) Expenditure in Foreign Currency Advertising and other services	959,180	669,006

27 Previous year's figures have been re-arranged/re-grouped wherever necessary.

As per our Report annexed

For SINGHI & CO.

Chartered Accountants

Firm Registration No. 302049E

Sankar Bandyopadhyay
Partner

Membership No. 008230

161 Sarat Bose Road, Kolkata 700026

30th May, 2016

On behalf of the Board of Directors

Dr Niren Suchanti
Chairman and Managing Director
DIN: 00909388

B G Pasari
Chief Financial Officer

Navin Suchanti
Director
DIN: 00273663

T K Banerjee
Company Secretary

Ajit Khandelwal
Director
DIN: 00416445

Pressman Advertising Limited

Regd. Office: Pressman House, 10A Lee Road, Kolkata 700 020
T: (033) 40310810, F: (033) 40310813, ir@pressmanindia.com, www.pressmanadvertising.in
CIN: L74140WB1983PLC036495

Notice

NOTICE is hereby given that the 32nd Annual General Meeting of the Company will be held on Tuesday, 27th September, 2016 at Gyan Manch, 11 Pretoria Street, Kolkata 700 071 at 10:30 to transact the following business:

AS ORDINARY BUSINESS

1. To adopt the Audited Accounts of the Company for the year ended 31st March, 2016, together with the Directors' and Auditors' Reports.
2. To confirm the payment of Interim Dividend on equity shares declared by the Board of Directors in its meeting held on 7th March, 2016 as the Final Dividend.
3. To consider and if though fit, to pass with or without modification(s), the following Resolution as an Ordinary Resolution:
"RESOLVED that pursuant to the provision of Section 139 and other provision of the Companies Act, 2013 read with Rule 3 of Companies (Audit and Auditors) Rules, 2014, M/s Singhi & Co., Chartered Accountants, Kolkata (Firm Reg. No 302049E) the retiring Auditors, be and are hereby appointed as Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting at such remuneration as may be determined by the Board of Directors".

AS SPECIAL BUSINESS:

- To consider and if though fit, to pass with or without modification(s), the followings Resolution as an Ordinary Resolution:
4. "RESOLVED THAT pursuant to the provisions of Section 149, 152 and all other applicable provisions of the Companies Act, 2013 and the rules framed thereunder read with Schedule IV of the Companies Act, 2013 and listing regulations entered into with the stock exchanges, Mr Ajit Khandelwal (DIN:00416445) be and is hereby appointed as an Independent Director to hold the office for a period of 5 years w.e.f. 27th September, 2016, not liable to retire by rotation."

By Order of the Board

Pressman House
10A Lee Road
Kolkata 700 020
Date : 30th May, 2016

Dr Niren Suchanti
Chairman & Managing Director

Notes

1. A member entitled to attend and vote may appoint a proxy to attend and to vote in his stead. A proxy need not be a member of the company. Proxies to be effective, should be deposited at the registered office not later than 48 hours before the commencement of meeting.
2. **Voting through electronic means**
 - I. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Listing Regulations, the Company is providing the members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting services.
 - II. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
 - III. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
 - IV. The remote e-voting period commences on **Saturday, 24th September, 2016(9:00 am)** and ends on **Monday, 26th September, 2016 (5:00 pm)**. During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of **20th September, 2016**, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

- V. The process and manner for remote e-voting are as under:
- A. In case a Member receive an email from NSDL [for Members whose email-IDs are registered with the Company/Depository Participants(s) will receive email from NSDL] :
- (i) Open email and open PDF file with your Client ID or Folio No. as password. The said PDF file contains your user ID and password/PIN for remote e-voting. Please note that the password is an initial password.
 - (ii) Open the internet browser by typing the following URL: <https://www.evoting.nsdl.com/>
 - (iii) Click on Shareholder – Login
 - (iv) If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password” option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990.
 - (v) If you are logging in for the first time, please enter the user ID and password provided in the PDF file attached with the e-mail as initial password.
 - (vi) The Password Change Menu will appear on your screen. Change to a new password of your choice, making sure that it contains a minimum of 8 digits or characters or a combination of both. Please keep your password confidential.
 - (vii) Once the e-voting home page opens, click on e-voting > Active Voting Cycles.
 - (viii) Select “EVEN” (E-Voting Event Number) of **Pressman Advertising Ltd.** Now you are ready for e-voting as Cast Vote page opens.
 - (ix) Cast your vote by selecting appropriate option and click on “Submit” and also “Confirm” when prompted.
 - (x) Upon confirmation, the message “Vote cast successfully” will be displayed.
 - (xi) Once the vote on the resolution is cast, the Member shall not be allowed to change it subsequently.
 - (xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to smd.deepak@gmail.com with a copy marked to evoting@nsdl.co.in
- B. In case a Member receive physical copy of the Notice of AGM [for Members whose email IDs are not registered with the Company/Depository Participants(s) or those requesting physical copy will receive a physical copy of Notice] :
- (i) Initial password is provided in the enclosed Annexure with this AGM Notice.
 - (ii) Please follow all steps from Sl. No. (ii) to Sl. No.(xii) above, to cast vote.
- C. Other Instructions:
- i. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of www.evoting.nsdl.com or call on toll free no.: 1800-222-990.
 - ii. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.
 - iii. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of **20th September, 2016**.
 - iv. A person who is not a member as on cut off date should treat this notice for information purpose only.
 - v. Notice of the AGM along with attendance slip and proxy form along with the process, instructions and the manner of conducting e-voting is being sent electronically to all the members whose e-mail IDs are registered with the Company / Depository Participant(s). For members who request for a hard copy and for those who have not registered their email address, physical copies of the same are being sent.
 - vi. Any person, who acquires shares of the Company and becomes a member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e 20th September, 2016, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Issuer/RTA.
However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password” option available on www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990
 - vii. A member may participate in the AGM even after exercising his/her right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
 - viii. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date of **20th September 2016** only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
 - ix. Mr Deepak Daga, Chartered Accountant, 11 Clive Row, Kolkata 700 001 has been appointed as the Scrutinizer to scrutinize the voting and remote e-voting process in a fair and transparent manner.
 - x. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting through ballot paper with the assistance of scrutinizer, for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
 - xi. The Scrutinizer shall after the conclusion of voting at the Annual General Meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer’s report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

- xii. The results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company **www.pressmanadvertising.in** and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the listed stock exchanges viz. BSE, NSE & CSE.
3. The Register of Members and the Share Transfer Register will remain closed from **Wednesday, 21st September, 2016, to Tuesday, 27th September, 2016** (both days inclusive).
4. The Board of Directors in its meeting held on 7th March, 2016 had declared Interim Dividend @60% (₹1.20 per equity share of ₹ 2) and paid the same to those members or their mandatees, whose names stood registered as beneficial owners/members of the Company as on record date i.e. 17th March, 2016.
5. Members holding shares in physical form are requested to intimate change in their registered address and bank particulars to the Company's Registrar and Share Transfer Agent and members holding their shares in dematerialised form are requested to inform their Depository Participant(s).
6. Securities and Exchange Board of India has made it mandatory for listed Companies to use electronic mode for payment to investors. If bank details are not available or electronic payment instructions have failed or have been rejected by the bank, the Company shall use physical payment instrument with the bank account details. Therefore, members holding shares in physical mode are requested to provide their updated bank details in the 'NECS Mandate Form' and forward the same duly filled-in and signed to the Company's Registrar and Share Transfer Agent. Members holding shares in demat form

are requested to provide the bank account details to the Depository Participant(s).

7. A Statement pursuant to Section 102(1) of the Companies Act, 2013 relating to the Special Business to be transacted at the Meeting is annexed hereto.
8. Additional Information, pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of the Director seeking appointment at the AGM, is furnished as annexure to the Notice.

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

Item No 4.

Mr Ajit Khandelwal (DIN:00416445) retires and being eligible for re-appointment as Independent Director for period of 5 years w.e.f. 27th September, 2016 subject to approval of members at the ensuing Annual General Meeting.

He has given a declaration that he meets the criteria of Independence as laid down in Section 149(6) of the Companies Act, 2013 and Regulation 25 of the Listing Regulations.

Your Directors state that Mr Ajit Khandelwal possesses appropriate balance of skills, expertise and knowledge and is qualified for appointment as an Independent Director.

Save and except Mr Ajit Khandelwal and his relatives, to the extent of their shareholding interest, if any, in the company, none of the other Directors/Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out in Item No 4 of the Notice.

The Board recommends the resolution set out at Item No.4 of the Notice for approval by the members.

DETAILS OF THE DIRECTOR SEEKING APPOINTMENT/RE-APPOINTMENT IN THE ANNUAL GENERAL MEETING IN TERMS OF REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

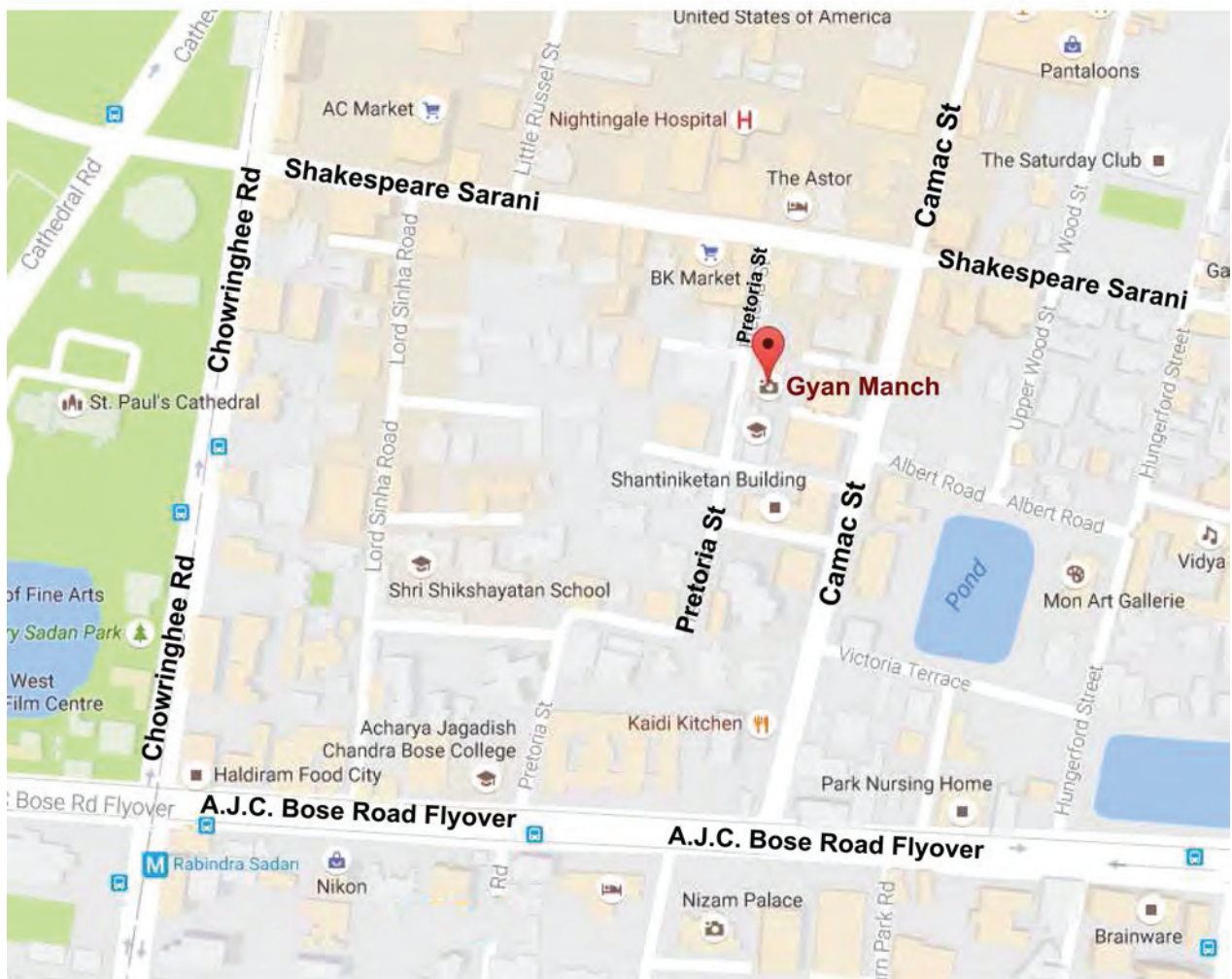
Name	Qualifications	Brief Resume and area of expertise	Directorship in other Public Ltd companies (Listed) (other than Pressman Advertising Ltd)	Relationship between directors inter-se	Committee membership in Public Ltd companies (other than Pressman Advertising Ltd)	No of Shares held in the company
Mr Ajit Khandelwal (DIN:00416445)	B.Com(Hons)	Mr Ajit Khandelwal has more than 36 years experience in stock broking, investment advisory, financial consultancy, merchant banking and equity research	1. BNK Capital Markets Ltd, Managing Director 2. Kothari Phytochemicals & Industries Ltd, Director	Nil	Stakeholders Relationship Committee & Risk Management Committee Stakeholders Relationship Committee, Audit Committee & Risk Management Committee	Nil

Green Initiative

Members are requested to register their email address in our website www.pressmanadvertising.in to enable the company to send Reports and Accounts, Notices etc, in electronic mode which will support green initiative.

Gyan Manch

Route map to the venue of the AGM : Gyan Manch, 11 Pretoria Street, Kolkata 700 071



Pressman Advertising Limited

Regd. Office : Pressman House, 10A Lee Road, Kolkata 700 020

T: (033) 40310810 F: (033) 40310813

ir@pressmanindia.com www.pressmanadvertising.in

CIN: L74140WB1983PLC036495

Addendum to the Notice of the 32nd Annual General Meeting

Pursuant to Rule 13 of the Companies (Appointment and Qualification of Directors) Rules, 2014, notice is hereby given that the Company has received a notice from a member under Section 160 of the Companies Act, 2013 on 22nd July, 2016, proposing candidature of Mr Kalyan Bose for election to the office of Director in the ensuing 32nd Annual General Meeting (AGM), scheduled to be held on Tuesday, 27th September, 2016 at Gyan Manch, 11 Pretoria Street, Kolkata 700 071 at 10:30 am.

The resolution for appointment of Mr Kalyan Bose for the office of a Director will be taken up for consideration of the members in the AGM, in the form of an ordinary resolution, as set forth below:

Item No. 5

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

Appointment of Mr Kalyan Bose (DIN 07562266) as an Independent Director

“RESOLVED THAT pursuant to the provisions of Sections 149,152 and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr Kalyan Bose (DIN 07562266), who was appointed as an Additional Director pursuant to Article 96 of Articles of Association of the Company read with Section 161 of the Companies Act, 2013 w.e.f. 12th July, 2016 to hold office up to the date of this AGM and in respect of whom, the Company has received a notice in writing from a member pursuant to the provisions of Section 160(1) of the Companies Act, 2013 be and is hereby appointed as an Independent Director of the Company.”

Explanatory Statement pursuant to Section 102 of the Companies Act, 2013**Item No 5.**

Mr Kalyan Bose (DIN 07562266) is a well known journalist, who worked in a senior capacity with an established newspaper group. He has a first class Master's Degree in Journalism from Calcutta University. Mr Kalyan Bose was appointed as an Additional Director of the Company w.e.f. 12th July, 2016. Having been so appointed Mr Kalyan Bose holds office till the date of ensuing Annual General Meeting by virtue of Section 161 of the Companies Act, 2013 read with Article 96 of the Articles of Association of the Company and is eligible for appointment.

As per requirement of Section 160 of the Companies Act, 2013, the Company has received a Notice in writing from a member proposing candidature of Mr Kalyan Bose for the Office of the Director of the Company.

He has given a declaration that he meets the criteria of Independence as laid down in Section 149(6) of the Companies Act, 2013 and Regulation 25 of the Listing Regulations.

Your Directors state that Mr Kalyan Bose possesses appropriate balance of skills, expertise and knowledge and is eminently qualified for appointment as an Independent Director.

Additional Information, pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of the Director seeking appointment at the AGM, is as under.

DETAILS OF THE DIRECTOR SEEKING APPOINTMENT IN THE ANNUAL GENERAL MEETING IN TERMS OF REGULATION 36(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Name	Qualification	Brief Resume and area of expertise	Directorship in other Public Ltd companies (Listed) (other than Pressman Advertising Ltd)	Relationship between directors inter-se	Committee membership in Public Ltd companies (other than Pressman Advertising Ltd)	No of Shares held in the company
Mr Kalyan Bose (DIN 07562266)	Master's Degree in Journalism from Calcutta University	Mr Kalyan Bose is a well known journalist, who worked in a senior capacity with an established newspaper group. Mr Bose is one with rich experience in many fields	Nil	Nil	Nil	Nil

Save and except Mr Kalyan Bose and his relatives, to the extent of their shareholding interest, if any, in the company, none of the other Directors/Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out in Item No 5 of the Notice.

The Board recommends the resolution set out at Item No.5 of the notice for approval by the members.

Note: Instructions for e-voting and other information given in Notes to the Notice dated 30th May, 2016.

Pressman House
10A Lee Road, Kolkata 700 020
Date : 12 July, 2016

By Order of the Board
Dr Niren Suchanti
Chairman & Managing Director

Resolution	For	Against
5. Appointment of Mr Kalyan Bose as an Independent Director for a period of 5 years w.e.f. 27th September, 2016		

Pressman Advertising Limited

Regd. Office : Pressman House, 10A Lee Road, Kolkata 700 020

T : (033) 40310810 F : (033) 40310813

ir@pressmanindia.com www.pressmanadvertising.in

CIN : L74140WB1983PLC036495

32ND ANNUAL GENERAL MEETING-27TH SEPTEMBER,2016

ATTENDANCE
SLIP

1. Name and Registered :
Address of Sole/First
Named Shareholder

2. Registered Folio No./ :
DP ID No. & Client ID No.

3. Number of Share(s) held :

I certify that I am a Member/Proxy of the Company, I hereby record my presence at the 32nd Annual General Meeting of the Company to be held on Tuesday, 27th September, 2016 at 10:30 am at Gyan Manch, 11 Pretoria Street, Kolkata 700 071

Name of the Member / Proxy (BLOCK LETTERS)

Signature of Member/Proxy

Member /Proxy holders are requested to bring this Attendance Slip to the Meeting and hand over the same at the entrance duly signed

REMOTE E-VOTING PARTICULARS:

EVEN (E-Voting Event Number)	USER ID	PASSWORD
104484		

The E-voting facility will be available during the following voting period:

Commencing Period of e-Voting	End of E-Voting
24 th September, 2016 at 09:00 A.M. (IST)	26 th September,2016 at 05:00 P.M. (IST)

Please read the instructions mentioned in the Notice of the Annual General Meeting before exercising your vote.

Pressman Advertising Limited

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CIN : L74140WB1983PLC036495

PROXY FORM

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

Name and Registered Address of Sole/First Named Shareholder	Registered Folio No./ DP ID No. & Client ID/ Email ID
---	---

I/We, being the Member(s) and holding shares of Pressman Advertising Limited, hereby appoint :

(1) _____ of _____ having email id _____ or failing him

(2) _____ of _____ having email id _____ or failing him

(3) _____ of _____ having email id _____

as my /our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 32nd Annual General Meeting of the Company, to be held on **Tuesday, 27th September, 2016** at Gyan Manch, 11 Pretoria Street, Kolkata 700 071 at 10:30 a.m. and at any adjournment thereof in respect of such resolutions as are indicated below :

Resolution Number	Resolution	For	Against
1	To adopt the Audited Financial Statements, Reports of the Board of Directors and Auditors.		
2	To confirm the payment of Interim Dividend on equity shares declared by the Board of Directors in its meeting held on 7 th March, 2016 as the Final Dividend.		
3	To appoint the Auditors of the Company and to authorize the Board to fix their remuneration.		
4	Re-appointment of Mr Ajit Khandelwal as an Independent Director for a period of 5 years w.e.f. 27 th September, 2016		

Signed this day of 2016

Affix
Revenue
Stamp

Signature of the Member

Signature of Proxy

Note : (1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

(2) This is only optional. Please put a 'X' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he / she thinks appropriate.

Our Network

Kolkata

Pressman House, 10A Lee Road
Kolkata 700 020
t: (033) 40310815/0816
f: 033 40310813
e: kolkata@pressmanindia.com

Delhi

DCM Building, 10th Floor
16 Barakhamba Road, New Delhi 110001
t: (011) 23315292
f: (011) 23354705
e: delhi@pressmanindia.com

Chennai

11 & 12 Desabandhu Plaza
47, Whites Road
Royapettah, Chennai 600014
t: (044) 28520729/28555992
f: (044) 28522506
e: chennai@pressmanindia.com

Hyderabad

5013 Emerald House
1-7-264 Sarojini Devi Road
Secunderabad 500003
t: (040) 27812138
f: (040) 27812138
e: hyderabad@pressmanindia.com

Mumbai

126 Jolly Maker Chambers II
Nariman Point, Mumbai 400021
t: (022) 43026000
f: (022) 43026030
e: mumbai@pressmanindia.com

Bengaluru

S 401 Westminster
13 Cunningham Road
Bengaluru 560052
t: (080) 22269336/22281789
f: (080) 22261557
e: bangalore@pressmanindia.com

Bhubaneswar

378 Sahidnagar
Bhubaneswar 751007
t: (0674) 2541169
f: (0674) 2541134
e: bbsr@pressmanindia.com

Representative offices

Nagpur
Siliguri
Patna
Port Blair
Guwahati

Pressman Advertising Limited

CIN: L74140WB1983PLC036495

Regd. Office: Pressman House, 10A Lee Road, Kolkata 700020
126 Jolly Maker Chambers II, Nariman Point, Mumbai 400021

India's only listed advertising agency


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International Communications Network

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www.pressmanadvertising.in
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