

By 20/12/16

iSTREET BAZAAR PRIVATE LIMITED

ANNUAL REPORT

2015-2016

NOTICE

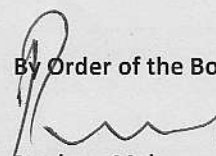
NOTICE is hereby given that the 2nd Annual General Meeting of the members iStreet Bazaar Private Limited will be held at Registered office of the Company at 515, Palm Spring, Link Road, Malad (West), Mumbai 400 064 on Saturday, August 20, 2016 at 12:00 P.M. to transact the following business:


ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Accounts for the period ended 31st March 2016 and the Directors and Auditors Report thereon ;
2. Appointment of Auditors
To consider and if thought fit to pass the following resolution as an **Ordinary Resolution**

"RESOLVED THAT pursuant to the provisions of Section 139 and all other applicable provisions of the Companies Act, 2013 (the "Act") read with Rule 3(7) of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the Company hereby ratifies the appointment of M/s RRDL & Associates, Chartered Accountants (Firm Registration No.120322W), to hold office for financial year ended March 31,2017 at a remuneration to be decided by the Board of Directors in consultation with the Auditors plus applicable service tax and reimbursement of travelling and out of pocket expenses incurred by them for the purpose of audit."

Registered Office:
515, Palm Spring,
Link Road,
Malad (West), Mumbai 400 064
Date: May 26, 2016

By Order of the Board

Pradeep Malu
Director
(DIN: 00001959)



NOTES:

1. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member. Proxies in order to be effective must be received by the company not later than forty eight (48) hours before the meeting.
2. Members are requested to bring their attendance slips duly completed and signed mentioning therein details of their Folio No.
3. Corporate Members intending to send their authorized representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.
4. Members seeking any information with regard to the Accounts are requested to write to the Company at an early date, so as to enable the Management to keep the information ready at the meeting.
5. The Notice of the AGM along with the Annual Report 2015-16 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company, unless any Member has requested for a physical copy of the same.

iSTREET BAZAAR PRIVATE LIMITED**DIRECTORS' REPORT**

Dear Members,

Your Directors are pleased to present the 2nd Annual Report and the audited accounts of the Company for the financial year ended March 31, 2016.

1. Financial performance:

PARTICULARS	2015-2016 Amount in Rs.	2014-2015 Amount in Rs.
Gross Income	60,679	-
Less: Expenditure	24,60,055	16,736
Profit/Loss before Tax	(23,99,376)	(16,736)
Provision for Tax		
-Current Tax	-	-
-Deferred Tax	-	-
Profit/Loss after Tax	(23,99,376)	(16,736)
Profit /(Loss) brought forward from previous year	(16,736)	-
Balance carried to Balance Sheet	(24,16,112)	(16,736)
Earnings Per Share (Basic)	(239.94)	(1.67)
Earnings Per Share(Diluted)	(239.94)	(1.67)

2. Dividend:

In view of the loss-incurred in the current financial year the Board of Directors do not recommend any dividend for the financial year ended on March 31, 2016.

3. Status of the Company's Affairs

The year under review is the first full year of the Company's operation. However, the operation level is very low. The Company's 100% capital was acquired by iStreet Network Ltd. (ISNL) during the FY 2015-16 with an intent to transfer its business of Internet Retail to the company. However, ISNL could not get the approval of its shareholders. Post that, the company has started building its own independent business.

4. Share Capital

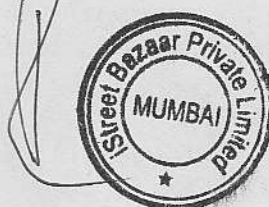
During the period, there was no change in the share capital of the Company.

5. Transfer to Reserves

Taking into consideration the loss sustained by the Company during the financial year under review, the Company has not apportioned any amount to the reserves formed by the Company

6. Board of Directors

Mr. Lakshya Malu was appointed as Managing Director of the Company at the Extra Ordinary General Meeting held on July 1, 2016, there was no other change in directorship of the Company.



7. Material Changes between the date of the Director's Report and end of Financial Year

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

8. Significant and Material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and Company's operations in future

During the year under review, there has been no such significant and material order passed by the regulators/courts/tribunals impacting the going concern status and company's operations in future

9. Details of Board Meetings

During the year under review, six board meetings were held. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013. Dates on which those meetings were held are given below.

Date of the Meeting
April 29, 2015
May14, 2015
June30, 2015
August14 , 2015
December 11,2015
March 09, 2016

10. Deposits:

Your Company has neither invited nor accepted/renewed any "Deposit" from public within the meaning of the term "Deposits" under the Companies (Acceptance of Deposits) Rules, 2014 made under Chapter V read with Section 73 and 76 of the Companies Act, 2013 as amended from time to time.

11. Details of Subsidiaries Company, Joint Ventures and Associate Company:

On May 14, 2015, 100% share capital of the Company was acquired by M/s. iStreet Network Limited. Thus, the Company became wholly owned subsidiary of the Company.

As at the end of the period under review i.e. on March 31, 2016 and also as on the date of this report, your Company does not have any subsidiary and/or Associate Company and the Company is also not a part of any Joint Venture(s).

12. Managerial Remuneration

During the year under review, Mr. Lakshya Malu, Managing Director of the Company was paid Rs 17,66,667 as remuneration.

13. Extract of Annual Return:

As required pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of Annual Report in **Form MGT 9** as a part of this Annual Report is annexed in **Annexure – I**.

14. Foreign Exchange Earnings and Expenditure

Foreign exchange earnings : - NIL (Previous year: NIL)

Foreign exchange expenditure:-NIL (Previous year: NIL)

15. Nomination & Remuneration Committee

The Company was not required to form Nomination & Remuneration Committee in terms of Section 178 of the Companies Act, 2013.

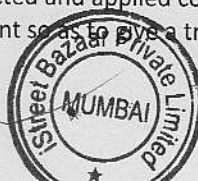
16. Audit Committee:

The company being a private company is not required to comply with the constitution of this committee.

17. Directors Responsibility Statement

Pursuant to the requirement of clause (c) sub section (3) of Section 134 of the Companies Act, 2013, the Directors confirm, to the best of the knowledge and belief, that:

- in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- appropriate accounting policies have been selected and applied consistently, and such judgment and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of



affairs of the Company as at March 31, 2016 and the loss of the Company for the period ended on March 31, 2016;

- iii. proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv. the Annual Accounts have been prepared on a 'going concern' basis;
- v. the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
- vi. there is a proper system to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

18. Auditors and their report:

M/s. RRDL& Associates, Chartered Accountants, had been appointed for 5 years in the First Annual General Meeting of the members held on September 7, 2015. As per the requirements of the Companies Act 2013, their appointment is due for ratification. The Company has received a certificate from the above Auditors to the effect that if they are appointed, it would be in accordance with the provisions of Section 139 of the Companies Act, 2013. Your Directors recommend the ratification of their appointment.

There are no qualifications or observations or remarks made by the Auditors in their Report.

19. Risk Management and Internal Controls

The Company has a well-defined risk management framework in place. Further, it has established procedures to periodically place before the Board, the risk assessment and management measures. The internal financial controls with reference to the Financial Statements are commensurate with the size and nature of business of the Company.

20. Change in nature of Business:

There were no changes in the business of the Company during the year.

21. Particulars of loans, guarantees or investments:

Your Company has not taken loan or guarantees covered under the provisions of Section 186 of the Companies Act, 2013 except from it's the then holding company on temporary basis for its operations.

22. Related party transactions:

During the period under review, the Company had not done transactions with related party under Section 188 of the Companies Act, 2013, and therefore no disclosure under Form No. AOC -2 is not required.

23. Information pursuant to rule 5 (2) of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014

The Company has not appointed any employee(s) in receipt of remuneration exceeding the limits specified under Rule 5 (2) of Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014.

24. Conservation of Energy, Research and Development, Technology Absorptions and Foreign Exchange Earnings And Outgo

The information on conservation of energy, technology absorption and foreign exchange earnings and outgo stipulated under Section 134(3)(m) of the Companies Act, 2013 read with Rule, 8 of The Companies (Accounts) Rules, 2014, is not applicable.

25. Disclosures under Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013.

Your Company has always believed in providing a safe and harassment free workplace for every individual working in Company's premises through various interventions and practices. The Company always endeavor's to create and provide an environment that is free from discrimination and harassment including sexual harassment. The Company has framed a Policy on Prevention of Sexual Harassment at Workplace. There was no case reported during the year under review under the said Policy.

26. Vigil Mechanism

The provisions of Section 177 of the Companies (Meeting of the Board & its Powers) Rules, 2013 is not applicable to the Company as the Borrowing does not exceed prescribed limit of Rs. 50 Crore.



27. Secretarial Audit

Provisions of Section 204 of the Companies Act, 2013 are not applicable to the Company thus the Company does not have anything to report under this Para

28. Shares

A. Buy Back of Shares

The Company has not bought back securities during the year under review.

B. Sweat Equity:

The Company has not issued any Sweat Equity Shares during the year under review.

C. Bonus Shares:

The Company has not issued any Bonus Shares were not issued during the year under review.

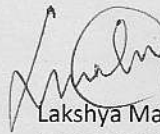
D. Employee Stock Option Plan:

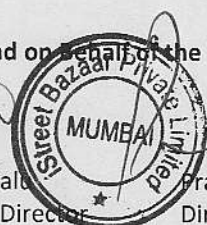
The Company has not provided any Stock Option Scheme to the Employees

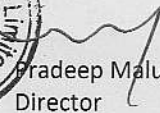
29. Acknowledgments:

Your Directors place on record their appreciation for the co-operation and assistance received from customers, business associates, bankers, vendors as well as regulatory and governmental authorities.

For and on behalf of the Board


Lakshya Malu
Managing Director
DIN:05136358




Pradeep Malu
Director
DIN:00001959

Mumbai, May 26, 2016

ANNEXURE -1

Form No. MGT 9

**EXTRACT OF ANNUAL RETURN
For the Period ended on March 31, 2016**

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

I. REGISTRATION AND OTHER DETAILS:

- (i) CIN: U74999MH2015PTC261757
- (ii) Registration Date: 11/02/2015
- (iii) Name of the Company: iStreet Bazaar Private Limited
- (i) Category / Sub-Category of the Company: Company Limited by shares
- (ii) Address of the Registered office and contact details: 515, Palm Spring, Above Croma, Link Road, Malad West, Mumbai 400064.
- (iii) Whether listed company : No
- (iv) Name, Address and Contact details of Registrar and Transfer Agent : Nil

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl. No.	Name and description of main product/service	NIC Code of product/service	% of total turnover of the Company
1	Mobile and DTH recharge	99623500	100

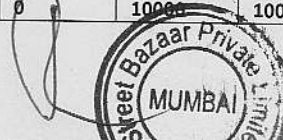
III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES :

Sl. No.	Name and Address of the Company	CIN/GLN	Holding / Subsidiary/ Associate	% of shares held	Applicable Section
1	iStreet Network Limited*	L51900MH1986PLC040232	Holding	100%	2(46)

*wef May 14, 2015

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)**(i) Category-wise Share Holding**

Category of Shareholders	No. of Shares held at the incorporation of the Company				No. of Shares held at the end of the period				% Change during the period
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	0	0	0	0	0	0	0	0	-
b) Central Govt.	0	0	0	0	0	0	0	0	-
c) State Govt(s)	0	0	0	0	0	0	0	0	-
d) Bodies Corp.	0	0	0	0	10000	10000	10000	100%	100%
e) Banks /FI	0	0	0	0	0	0	0	0	-
f) Any other	0	0	0	0	0	0	0	0	-
f-1) DIRECTORS RELATIVES	0	0	0	0	0	0	0	0	-
f-2) DIRECTORS	0	10000	10000	100%	0	0	0	0	(100%)
Total Shareholding of promoter (A)	0	10000	10000	100%	0	10000	10000	100%	-
B. Public Shareholding	0	0	0	0	0	0	0	0	-
C. Shares held by Custodian for GDRs & ADRs.	0	0	0	0	0	0	0	0	-
Grand Total (A+B+C)	0	10000	10000	100%	0	10000	10000	100%	-



ii) Shareholding of Promoters*

Sl No.	Shareholder's Name	No. of Shares held at the beginning of the year 01/04/2015			No. of Shares held at the end of the year 31/03/2016			% Change during the period
		No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	
1	iStreet Network Limited	-	-	-	10,000	100%	-	100%
	TOTAL	-	-	-	10,000	100%	-	100%

*iStreet Network Limited, holding Company of the Company is promoter as on March 31, 2016.

(iii) Change in Promoters' Shareholding* :

Sl No.	Name of the shareholder	No. of Shares held at the beginning of the year 01/04/2015		Cumulative Share holding at end of the year 31/03/2016	
		No. of Shares	% of total shares of the company	No of shares	% of total shares of the company
1	iStreet Network Limited				
	At the beginning of the year	-	-	-	-
	Transfer of shares from Mr. Pradeep Malu and Mr. Lakshya Malu on May 14, 2015	10,000	100%	10,000	100%
	At the end of the year	-	-	10,000	100%

*iStreet Network Limited, holding Company of the Company is promoter as on March 31, 2016.

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs) as on 31st March 2016:

Sl No	Top Ten shareholders	As on date	No. of Shares held at the beginning of the year 01/04/2015		Cumulative Share holding at end of the year 31/03/2016	
			No. of shares	% of total shares of the company	No of shares	% of total shares of the company
1	Mr. Lakshya Malu	01/04/2015	5,000	50%	-	-
		14/05/2015	(5,000)	(50)%	(5,000)	(50)%
		31/03/2016	-	-	-	-
1	Mr. Pradeep Malu	01/04/2015	5,000	50%	-	-
		14/05/2015	(5,000)	(50)%	(5,000)	(50)%
		31/03/2016	-	-	-	-

(v) Shareholding of Directors and Key Managerial Personnel: None of the directors hold any shares in the Company. There are no Key managerial personnel in the Company.

(vi) INDEBTEDNESS: NIL



VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

Sl.No	Particulars of Remuneration	Name of the MD/WTG/Manager
1	Gross salary	Mr. Lakshya Malu Managing Director (w.e.f. July 1,2016)
	(a) Salary as per provisions contained in section 17(1) of the Income Tax. 1961.	17,66,667
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961	NIL
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961	NIL
2	Stock option	NIL
3	Sweat Equity	NIL
4	Commission as % of profit	NIL
	others (specify)	NIL
5	Others, please specify	NIL
	Total (A)	17,66,667
	Ceiling as per the Act	Not Applicable

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: NIL

For and on Behalf of the Board


Lakshya Malu
Managing Director
DIN: 05136358


Pradeep Malu
Director
DIN: 00001959

Mumbai, May 26, 2016



RRDL & ASSOCIATES

CHARTERED ACCOUNTANTS

Independent Auditor's Report

To The Members of
iStreet Bazaar Private Limited

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of **iStreet Bazaar Private Limited**, (the "Company"), which comprise the Balance Sheet as at March 31, 2016, the Statement of Profit and Loss and the Cash Flow Statement for the period then ended and a summary of significant accounting policies and other explanatory information, in which are incorporated the financial statements audited by the branch auditors of the Company's branches.

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

Auditors' Responsibility

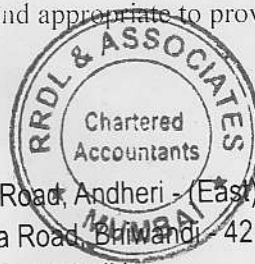
Our responsibility is to express an opinion on these standalone financial statements based on our audit.

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

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. These 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, but not for the purpose of expressing an opinion on whether the company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls of the entity's internal control. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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




Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone 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 loss and its cash flows for the period of twelve months ended on that date.

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 exercise of powers conferred by sub-section 11 of section 143 of the Act, we give in the Annexure A attached hereto our comments on the matters specified in the paragraphs 3 and 4 of the said Order.
2. As required by sub-section 3 of Section 143 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 standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Account) Rules, 2014.
 - (e) On the basis of the written representations received from the directors as on 31st March, 2016 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 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 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:
 1. The Company has no pending litigation.
 2. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 3. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For RRDL & ASSOCIATES,
Chartered Accountants
FRN- 120322W


Ratan Jain
Partner

M. No: 111776
Mumbai, Dated 26th May, 2016

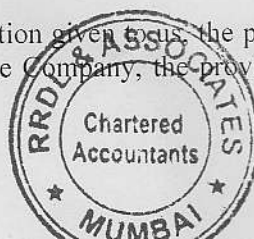


The Annexure A referred to in Independent Auditors' Report to the members of the Company on the financial statements for the period ended 31 March 2016, we report that:

1. The Company does not have any fixed and immovable assets, hence this clause (a), (b), (c) are no applicable.
2. The inventory of finished goods, raw materials, components, stores and spare parts except those lying with third parties, and in transit, has been physically verified by the management at regular intervals, which we consider to be reasonable. No material discrepancies were noticed on physical verification of inventories as compared to book records.
3. According to the information and explanation given to us, the Company's has not granted any loans, secured or unsecured, to companies, firms, Limited Liability Partnerships or other parties listed in the register maintained under section 189 of the Companies Act 2013 and hence sub clause (a) (b) (c) are not applicable.
4. According to the information and explanation given to us, in respect of loans, investments, guarantees and security the provisions of section 185 and 186 of the Companies Act 2013 have been complied with.


The company has not accepted any deposits from the public in accordance with the provisions of sections 73 to 76 of the Act and the Rules framed there under.
6. We have broadly reviewed the books of account maintained by the company pursuant to the Rules made by the Central Government of India, maintenance of cost records is not applicable to the company.
7. According to the records of the Company and information and explanations given to us, Provident Fund, Employees State Insurance, Income Tax, Sales Tax, Custom Duty, Cess, Excise Duty, Service Tax, Value added tax, and other material statutory dues have been deposited regularly during the period with the appropriate authorities. According to the records of the Company and information and explanations given to us there were no arrears of outstanding statutory dues as at 31st March, 2016 for a period of more than six months from the date they became payable.
8. Based on our audit procedures and on the basis of information and explanations given by the management, we are of the opinion that the Company has not defaulted in the repayment of dues to financial institutions, banks, governments or debenture holders. The company did not have any outstanding dues to debenture holders during the year.

According to the information and explanations given to us, the company has not raised any money by way of term loan. The company has not raised any money by way of Initial public offer or further public offer (Including debt instrument) during the year.
10. During the course of our examination of the books and records of the Company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of fraud on or by the Company, its officers or employees, noticed or reported during the period, nor have we been informed of such case by the management.
11. According to the information and explanation given to us and based on our examination of the books and records of the Company, we are of the opinion that the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.
12. According to the information and explanation given to us, the provisions of any Special Statute applicable to Nidhi Companies are not applicable to the Company, the provisions of this clause are not applicable to the Company.



13. According to the information and explanation given to us and based on our examination of the records, all the transactions with related parties are in compliance with section 177 and 188 of the Companies Act, 2013 and all the details have been disclosed in the financial statements as per Accounting Standard-18.
14. According to the information and explanation given to us and based on our examination of the records of the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the period under review.
15. According to the information and explanation given to us and based on our examination of the records of the Company has not entered into any non-cash transactions during the period with directors or persons connected with him.
16. The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For RRDL & ASSOCIATES,
Chartered Accountants
N- 120322W


Ratan Jain
Partner

M. No: 111776
Mumbai, Dated 26th May, 2016



ANNEXURE B TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF THE I STREET BAZAAR PRIVATE LIMITED.

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 **iStreet Bazaar Private Limited** ("the Company") as of March 31, 2016 in conjunction with our audit of the standalone financial statements of the Company for the period 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.

Auditors' Responsibility

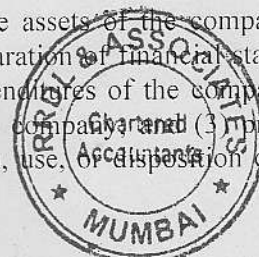
Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised 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 March 31, 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 RRDL & ASSOCIATES,
Chartered Accountants
FRN- 120322W



Ratan Jain
Partner

M. No: 111776

Mumbai, Dated 26th May, 2016



iStreet Bazaar Private Limited
Balance Sheet As On 31st March, 2016

Particulars	Note	Rs.	Rs.
		As At 31.03.16	As At 31.03.15
I. EQUITY & LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	2	100,000	100,000
(b) Reserves & Surplus	3	(2,416,112)	(16,736)
(2) Current Liabilities			
(a) Other Current Liabilities	4	3,371,470	16,736
TOTAL		1,055,358	100,000
II. ASSETS			
(1) Current Assets			
(a) Cash & Cash Equivalents	5	102,720	100,000
(b) Other current Assets	6	952,638	-
TOTAL		1,055,358	100,000

As Per Our Attached Report of Even Date

For RRDL & Associates
Chartered Accountants
FRN : 120322W

Ratan Lal Jain (M.No. 111776)
Partner

Place : Mumbai
Date : 26.05.2016



For iStreet Bazaar Private Limited

Lakshya Malu Managing Director
DIN 05136358
Pradeep Malu Director
DIN 00001959

Place : Mumbai
Date : 26.05.2016



iStreet Bazaar Private Limited
Statement of Profit and Loss For The Period 31.03.2016

Particulars	Note	Rs.	Rs.
		As At 31.03.16	As At 31.03.15
INCOME			
1. Revenue from Operation	7	60,679	-
		60,679	-
EXPENDITURE			
2. Purchases		59,250	-
3. Employee Benefit Cost		2,369,158	-
4. Other Expenses	8	31,647	16,736
		2,460,055	16,736
Profit Before Tax		(2,399,376)	(16,736)
Less: Current Income Tax		-	-
Net Profit After Tax		(2,399,376)	(16,736)
Earning Per Share	12		
Basic		(239.94)	(1.67)
Diluted		(239.94)	(1.67)

As Per Our Attached Report of Even Date

For RRDL & Associates
Chartered Accountants
FRN : 120322W

Ratan Lal Jain (M.No. 111776)
Partner

Place : Mumbai
Date : 26.05.2016



For iStreet Bazaar Private Limited

Lakshya Malu Managing Director
DIN 05136358
Pradeep Malu Director
DIN 00001959

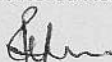
Place : Mumbai
Date : 26.05.2016



iStreet Bazaar Private Limited
CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2016

<u>Particulars</u>	<u>Year Ended</u> <u>31.03.2016</u> Rs	<u>Year Ended</u> <u>31.03.2015</u> Rs
A. CASH FLOW FROM OPERATING ACTIVITIES :		
Net Profit/(Loss) before tax as per Statement of Profit and Loss	(2,399,376)	(16,736)
Adjustments for :		
1. Depreciation and Amortization Expenses	-	-
2. Interest/Dividend/Other Income/Income from discontinuing operation	-	-
3. Amortisation	-	-
Interest paid	-	-
3. Operating Profit/(Loss) before Working Capital Changes	(2,399,376)	(16,736)
Adjustments for :		
(i) Trade and Other Receivables	(952,638)	-
(ii) Inventories	-	-
(iii) Trade and other payables	3,354,734	16,736
Cash used/generated in/ from Operating activities	2,720	-
Income Tax , FBT	-	-
Net cash used in /generated from Operating activities	2,720	-
B. CASH FLOW FROM INVESTING ACTIVITIES :		
Purchase of Fixed Assets Inclusive of Capital WIP	-	-
Sale of Assets	-	-
Long Term Loans and Advances	-	-
Short Term Loans and Advances	-	-
Dividend/Rent/other Received	-	-
Net cash from Investing activities	-	-
C. CASH FLOW FROM FINANCING ACTIVITIES:		
Proceeds from Issue of Share Capital	-	100,000
Net Cash From Financing activities	-	100,000
Net Increase in Cash and Cash equivalents	2,720	100,000
Cash and cash equivalents as at (Opening Balance)	100,000	-
Cash and cash equivalents as at (Closing Balance)	102,720	100,000

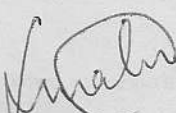
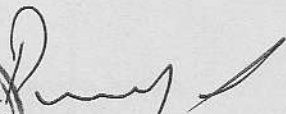
As per our report of even date
For For RRDL & Associates
Firm Registration No. 113221W
Chartered Accountants



Ratan Lal Jain
(Partner)
Membership No. 111776

Place : Mumbai
Dated : 26.05.2016



For iStreet Bazaar Private Limited

 
Lakshya Malu
(Managing Director)
DIN : 05136358

 Pradeep Malu
(Director)
DIN : 00001959

Place : Mumbai
Dated : 26.05.2016

iStreet Bazaar Private Limited

Notes Annexed To And Forming Part Of The Accounts For The Year Ended 31st March, 2016

iStreet Bazaar Private Limited is a 100% wholly owned subsidiary of iStreet Network Limited. The company is in wholesale of products and services through its Internet Retail Stores known as 'iStreet Bazaar'.

Note 1 - Significant Accounting Policies

(a) Accounting Convention

The financial statements are prepared on under historical cost convention on an accrual basis and in accordance with the requirements of the Companies Act, 2013 and comply with the Accounting Standard issued by the Institute of Chartered Accountants of India to the extent applicable. For recognition of Income and Expenses, mercantile system of accounting is followed.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Revised Schedule VI to the Companies Act, 2013. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has determined its operating cycle as twelve months for the purpose of current - non current classification of assets and liabilities.

(b) Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires estimates and assumptions to be made, that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities on the date of the financial statements and the reported amounts of revenue and expenses during the reporting year. Differences between actual results and estimates are recognized in the year in which the results are known /materialize.

(c) Investments

Long-term investments are stated at cost less provisions, if any, for permanent diminution in value of such investments. Current investments are carried at the lower of cost and fair value.

(d) Employee Benefits

Short-term employee benefits are recognised as an expense at the undiscounted amount in the profit and loss account of the year in which the related service is rendered.

(e) Fixed Assets And Depreciation

All Fixed assets are stated at cost of acquisition inclusive of freight, duties & taxes and incidental expenses less Accumulated depreciation. Depreciation for the year has been provided on the Written Down value method U/S 205 (2) (b) of the Companies Act, 2013 at rates specified in Schedule XIV of the said Act. Depreciation on the addition/deletions to assets during the year is provided on pro-rata basis.

(f) Revenue Recognition

- (i) Revenue are stated net of trade discounts, Service tax.
- (ii) Other income is accounted on accrued basis.

(g) Borrowing Costs

- (i) Borrowing cost attributable to acquisition and/or construction of qualifying assets is capitalised as cost of such assets up to the date when such asset is ready for its intended use.
- (ii) Borrowing cost on working capital is charged to Profit & Loss Account.

(h) Taxes On Income

- (i) Tax expense comprises of Current and Deferred Tax. Current Income Tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961.
- (ii) Deferred tax is recognised, subject to consideration of prudence on timing difference, being the difference between the taxable and accounting income/expenditure that originate in one year and are capable of reversal in one or more subsequent year(s). Deferred tax assets are not recognised unless there is virtual certainty that sufficient future taxable income will be available, against which such deferred tax asset will realise.
- (iii) Minimum Alternative Tax (MAT) credit is recognised as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the specified period. In the year in which the MAT credit becomes eligible to be recognised as an asset in accordance with the recommendations contained in Guidance Note issued by the ICAI, the said asset is created by way of a credit to the Profit and Loss account and shown as MAT Credit Entitlement. The company reviews the same at each balance sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that Company will pay normal Income Tax during the specified period.



(i) Provisions, Contingent Liabilities And Contingent Assets

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be an outflow of resources. Contingent Liabilities are not recognized but are disclosed in the notes. Contingent Assets are neither recognized nor disclosed in the financial statement.

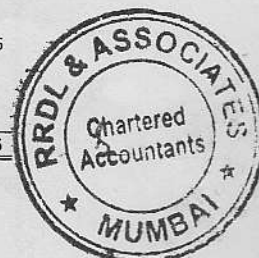
(j) Impairment of Assets

The Company assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the company estimates the recoverable amount of the asset. If such recoverable amount of asset or the recoverable amount of cash generating unit to which the asset belongs is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the Profit and Loss account. If at the balance sheet date there is an indication that if a previously assessed impairment loss no longer exists, the recoverable is reassessed and the asset is reflected at the recoverable amount.

(g) Other Accounting Policies

These are consistent with the generally accepted accounting practices in India.

	As At 31.03.16	As At 31.03.15
Note 2 - Share Capital		
Authorised Share Capital		
10,000 Equity Share of Rs. 10 each. (P.Y. Face Value Rs. 10)	100,000	100,000
	<u>100,000</u>	<u>100,000</u>
Issued, Subscribed & Paid up Capital		
10,000 Equity Share of Rs. 10 each. (P.Y. Face Value Rs. 10)	100,000	100,000
	<u>100,000</u>	<u>100,000</u>
Reconciliation of the number of shares outstanding		
Opening Balance	10,000	-
Add: Issued during the year	-	10,000
Closing Balance	<u>10,000</u>	<u>10,000</u>
Details of Shareholders Holding More Than 5% Shares		
- Pradeep Malu	-	50%
- Lakshya Malu	-	50%
- iStreet Network Limited	100%	-
Note 3 - Reserves & Surplus		
Balance as per last year	(16,736)	-
Add: Net Profit/(Net Loss) for the current year	(2,399,376)	(16,736)
	<u>(2,416,112)</u>	<u>(16,736)</u>
Note 4 - Other Current Liabilities		
Other Payables	443,048	16,736
Statutory Dues	28,619	-
Payables to Related Parties [Refer Note No. 11]	2,899,803	-
	<u>3,371,470</u>	<u>16,736</u>
Note 5 - Cash & Cash Equivalent		
Cash in Hand	90,000	-
HDFC Bank Ltd	12,720	100,000
	<u>102,720</u>	<u>100,000</u>
Note 6 - Other Current Asset		
Service Tax Credits	2,800	-
Amount Recoverable in Cash or Kind	949,838	-
	<u>952,638</u>	<u>-</u>
Note 7 - Revenue from Operation		
Sale of Prepaid Recharge	60,679	-
	<u>60,679</u>	<u>-</u>
Note 8 - Other Expenses		
Audit Fees	5,000	-
Professional Fees	20,000	16,736
Bank Charges	515	-
Interest/Late Fees on TDS	3,632	-
Profession Tax-Company	2,500	-
	<u>31,647</u>	<u>16,736</u>



Note 9 - In the opinion of the Board of Directors of the Company

- (i) The current assets are approximately of the value stated, if realized in the ordinary course of business
(ii) The provision for depreciation and for all known liabilities is adequate and not in excess of the amount reasonably necessary.

Note 10 -

Outstanding balances of the debtors, creditors, loans and advances are subject to confirmation and reconciliation, if any.

Note 11 - Related Party Disclosures

Related party disclosures, as required by Accounting Standard - 18 on 'Related Party Disclosure' issued by the Institute of Chartered Accountants of India, are given below

- (i) Other parties where key Management Personnel and /or their relatives have significant influence

(a) iStreet Network Limited	Holding Company
(b) Pradeep Malu	Director
(c) Lakshya Malu	Director

The following transactions were carried out with Related Parties in the ordinary course of business:

	31.03.2016	31.03.2015
Remuneration [with i(c)]	1,766,667	-
Outstanding Payables [with i(c)]	-	-
Trade Advance [With (i)(a)]		
Opening Balance	-	-
Trade money given during the year	94,618 Dr	-
Trade money settled during the year	29,94,421 Cr	-
Closing Balance	28,99,803 Cr	-

Note 12 - Earning Per Share

Particulars	Current Year	Previous Year
Net Profit/(Loss) after Tax (Rs.)	(2,399,376)	(16,736)
No. of Equity Shares outstanding	10,000	10,000
EPS - Basic & Diluted	(239.94)	(1.67)

Note 12 -

Additional information pursuant to the provisions Revised Schedule VI to the Companies Act, 2013 (As certified by the Management)

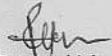
	31.03.2016	31.03.2015
(i) Value of imports calculated on C.I.F basis	Nil	Nil
(ii) Expenditure in foreign currency	Nil	Nil
(iii) (a) Total value of all imported raw materials, spare parts and components consumed	Nil	Nil
(b) Total value of indigenous raw materials, Spare parts and components consumed	Nil	Nil
(iv) The amount remitted during the year in foreign currencies on account of dividend	Nil	Nil
(v) Earnings in foreign exchange	Nil	Nil
(vi) The amount of dividend proposed to be distributed	Nil	Nil

Note 13 -

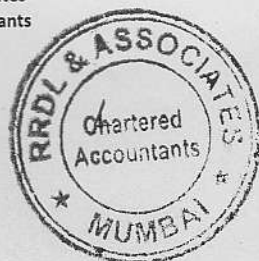
Previous year figures have been regrouped/reclassified wherever necessary to correspond with the current year classifications/disclosures.

As Per Our Report of Even Date

For RRDL & Associates
Chartered Accountants
F.R.No. 120322W


Ratan Lal Jain
M.No. 111776

Place : Mumbai
Date : 26.05.2016



For iStreet Bazaar Private Limited


Lakshya Malu
Managing Director
DIN 05136358


Pradeep Malu
Director
DIN 00001959

Place : Mumbai
Date : 26.05.2016