

Date: 12th October, 2017

To,
Bombay Stock Exchange Limited
The Corporate Relationship Department
P.J. Towers, 1st Floor,
Dalal Street,
Mumbai - 400 001.

Subject : 36th Annual Report for Financial Year 2016-17

Ref: Scrip Code : 504378
Scrip ID : NYSSACORP

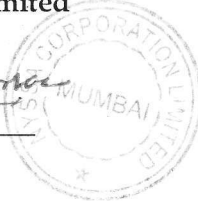
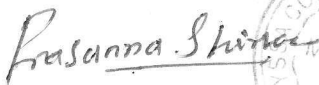
Dear Sir/Madam,

With reference to above mentioned Subject and **Regulation 34 of SEBI LODR, 2015** kindly find attached copy of 36th Annual Report of the company for the Financial Year 2016-17 for your records and information.

Please upload the same on your website.

Thanking you,

For Nyssa Corporation Limited



[Prasanna Shirke]
Director
DIN : 07654053

*NYSSA CORPORATION
LIMITED*

36TH

ANNUAL REPORT

(2016-17)

NYSSA CORPORATION LIMITED

36th Annual Report (2016-17)

BOARD OF DIRECTORS:

Mr. Prasanna Shirke	-	Director
Mrs. Shubhada Shirke	-	Non Executive Director (Women Director)
Mr. Vivek Sharma	-	Non Executive Independent Director
Mr. Kamlesh Tiwari	-	Non Executive Independent Director

REGISTERED OFFICE

002, Gulmohar Complex, Opp. Anupam Cinema, Station Road, Goregaon (E), Mumbai 400063, Maharashtra, India

Tel. No.: 022-60502425

Website www.nyssacorporationltd.com; Email: nyssacorp@gmail.com

AUDITORS

M/s. CLB & Associates,

77, Mulji Jetha Bldg, 3rd Floor, 185/187,

Princess Street, Marine Lines,

Mumbai- 400 002

Tel: 022- 22052224/ 22066860

Website: www.clb.co.in

Email: info@clb.co.in

REGISTRAR & SHARE TRANSFER

Sharex Dynamic (India) Private Ltd.

Unit No.1, Luthra Industrial Premises,

Andheri Kurla Road, Safed Pool,

Andheri(E), Mumbai- 400 072

Tel: 28515606/ 28528087/ 28516338

Website: www.sharexindia.com

Email: sharexindia@vsnl.com

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NOTICE

NOTICE is hereby given that the 36th Annual General Meeting of the Members of Nyssa Corporation Limited will be held Friday, September 29, 2017 at 03.30 PM (IST) at 1st Floor, Mewad Bhavan, Cello Compound, Sonawala Road, Sonawala Estate, Goregaon (East), Mumbai 400063, Maharashtra, India to transact the following Business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2017 together with the Reports of the Board of Directors and Auditor's thereon.
2. To consider, and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of section 139 of the Companies Act, 2013 and the Rules made thereunder, (including any modification(s) and re-enactment(s) thereon, for time being in force), and pursuant to the recommendations of the audit committee of the Board of Directors, **M/s. CLB & Associates, Chartered Accountants, Mumbai, [Firm Regd. No.124305W]** be and is hereby re-appointed as the Statutory Auditors of the Company, whose term expires at the conclusion of the forthcoming Annual General Meeting, for term of 4 years i.e. from the conclusion of this Annual General Meeting to be held for Financial Year ended 2017 till the conclusion of the 40th Annual General Meeting to be held for the Financial Year ended 2021.

“RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to fix such remuneration payable to them for the financial year 2017-18, as may be determined by the audit committee in consultation with the auditors and that such remuneration may be paid as may be agreed upon between the auditors and the Board of Directors.”

SPECIAL BUSINESS:

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

“RESOLVED THAT Mrs. Shubhada Shirke, (DIN: 07654041) who was appointed by the Board of Directors as an additional director of the Company with effect from 10th November, 2016, and who holds office up to the date of the forthcoming Annual General Meeting of the Company in terms of Section 161 (1) of the Companies Act, 2013 (“the Act”) and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act proposing her candidature for the office of Director of the Company, be and he is hereby appointed a Director of the Company (Non-Executive) whose office shall be liable to retirement by rotation.”

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

“RESOLVED THAT Mr. Prasanna Shirke, (DIN: 07654053) who was appointed by the Board of Directors as an additional director of the Company with effect from 10th November, 2016, and who holds office up to the date of the forthcoming Annual General Meeting of the Company in terms of Section 161 (1) of the Companies Act, 2013 (“the Act”) and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Act proposing his candidature for the office of Director of the Company, be and he is hereby appointed a director of the Company whose office shall be liable to retirement by rotation.”

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

“RESOLVED THAT pursuant to the provisions of Section 20 of the Companies Act 2013 and other applicable provisions, if any, of the said Act and relevant rules prescribed there under, whereby a document may be served on any member by the company by sending to him by post or by registered post or by speed post or by courier or by electronic or other mode as may be prescribed, the consent of the company be and is hereby accorded to charge from the member the fee in advance equivalent to the estimated actual expenses of delivery of the documents, pursuant to any request made by the shareholder for delivery of such document

to him, through a particular mode of services mentioned above provided such request along with requisite fee has been duly received by the Company at least one week in advance of the dispatch of document by the company and that no such request shall be entertained by the company post the dispatch of such document by the company to the shareholder.”

“**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, director or key managerial personnel of the company be and are hereby severally authorized to do all acts, deeds, matters and things as they may in their absolute discretion deem necessary, proper or desirable and to settle any question, difficulty, doubt that may arise in respect of the matter aforesaid and further to do all acts, deeds, matters and things as may be necessary , proper or desirable or expedient to give effect to above resolution.”

For and on behalf of the Board of Directors

sd/-
Prasanna Shirke
Director
[DIN: 07654053]

Place: Mumbai
Date: 21/08/2017

REGISTERED OFFICE:

Office No. 02, Gulmohar Complex,
Opposite Anupam Cinema,
Station Road, Goregaon (East),
Mumbai – 400063,
Maharashtra, India

Details of Directors seeking appointment / re-appointment at the Annual General Meeting
[In pursuance of Regulation 36 of the SEBI (Listing Obligations and
Disclosure Requirements), Regulations, 2015]

Name of Director	Mrs. Shubhada Shirke	Mr. Prasanna Shirke
Date of Birth	23/10/1973	20/11/1968
Actual date of Appointment	10/11/2016	10/11/2016
A brief resume of the director	Completed her education from Sindhudurg, Maharashtra. She has several years experience in managing the administration and other areas of office management.	Completed his education from Kohinoor Technical Institute, Mumbai. Has over one and half decade of experience in civil line, electrical installation setup, general accounts and finance. Has earlier worked with groups such as Saraf & co., Integrated solution services etc.
Expertise in Specific Functional Area	Office Administration and Management	Civil Construction, Electrical Installions, General Accounts & Finance
Directorships held in other listed companies (As on March 31, 2017)	None	None
Chairmanships/ Memberships of the Committees of the Board of Directors of other listed companies (As on March 31, 2017)	Nil	Nil
Shareholding of Directors (As on March 31, 2017)	Nil	Nil
Relationship between Directors inter-se	Wife of Mr. Prasanna Shirke	Husband of Mrs. Shubhada Shirke

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 OF THE COMPANY.
2. The proxy form should be lodged with the Company at its Registered Office at least 48 hours before the commencement of the Meeting.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

3. A proxy shall not have a right to speak at the AGM and shall not be entitled to vote except on poll.
4. The Register of Members and Share Transfer Books of the Company will remain closed from Friday, September 22, 2017 to Friday, September 29, 2017 (both days inclusive).
5. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
6. Members who hold shares in electronic form are requested to write their Client ID and DP ID number and those who hold shares in physical form are requested to write their folio number in the attendance slip for attending the meeting to facilitate identification of membership at the AGM.
7. For convenience of members, an attendance slip, proxy form and the route map of the venue of the Meeting are annexed hereto. Members are requested to affix their signature at the space provided and hand over the attendance slips at the place of meeting. The proxy of a member should mark on the attendance slip as 'proxy'.
8. Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 for items of Special Businesses is annexed herewith.
9. All documents referred to in the Notice are open for inspection at the Registered Office of the Company during office hours on all days except Sunday & public holidays between 11.00 a.m. and 1.00 p.m. up to the date of Annual General Meeting.
10. The Annual Report 2016-2017, the Notice of the 36th Annual General Meeting and instructions for e-voting, along with the Attendance slip and Proxy form are being sent by electronic mode to all the members whose email address are registered with the Company/Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email addresses, physical copies of the aforesaid documents are being sent by permitted mode.
11. IF THE MEMBERS HAVE ANY QUERIES ON THE AUDITED ACCOUNTS, BOARD'S REPORT & AUDITOR'S REPORT, THE SAME SHOULD BE FORWARDED TO THE COMPANY IN WRITING AT ITS REGISTERED OFFICE AT LEAST 10 DAYS BEFORE THE MEETING SO THAT THE SAME CAN BE REPLIED AT THE TIME OF ANNUAL GENERAL MEETING TO THE MEMBERS' SATISFACTION.
12. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by members at the AGM.
13. The Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
14. Additional information, pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of the directors seeking appointment/re-appointment at the AGM, is furnished as annexure to the Notice. The directors have furnished consent / declaration for their appointment / re-appointment as required under the Companies Act, 2013 and the Rules thereunder.
15. Taking into consideration the composition of the Board of Directors of the Company, no Director shall be liable to retire by rotation pursuant to Section 152 of the Companies Act, 2013 and hence the ordinary business relating to the same has not been inserted in the Notice of AGM.

16. Members are requested to bring their copies of the reports to Annual General Meeting.
17. Members holding shares in the same set of names under different ledger folios are requested to apply for consolidation of such folios along with share certificates to the Registrar & Share Transfer Agent.
18. The voting rights of the Members shall be in proportion to their share in the paid up equity share capital of the Company as on the cut off date i.e. Friday, September 22, 2017.
19. Members are requested to promptly notify any changes in their addresses to the Registrar & Share Transfer Agent.
20. The Company is providing facility for voting by electronic means (e-voting) through an electronic voting system which will include remote e-voting as prescribed by the Companies (Management and Administration) Amendment Rules, 2015 as presently in force and the business set out in the Notice will be transacted through such voting.
21. The Securities and Exchange Board of India ("SEBI") has mandated the submission of Income Tax Permanent Account Number ("PAN") by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company or its Registrar and Share Transfer Agents.
22. The route map for reaching the venue of the 36th Annual General Meeting is attached to this Report.
23. In order to exercise strict control over the transfer documents, members are requested to send the transfer documents/ correspondence, if any, directly to:

SHAREX DYNAMIC (INDIA) PRIVATE LIMITED

Unit: Nyssa Corporation Limited

Share Transfer Agent

Unit 1, Luthra Ind Premises,

Safed Pool, Andheri Kurla Road,

Andheri (East), Mumbai – 4400072.

Ph. 022 – 28515606 Fax: 022-28512885

Instructions for Voting through electronics means:

In compliance with Regulation 44, SEBI Listing Obligation and Disclosure Requirements, 2015, provisions of Section 108 and other applicable provisions of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amendment Rules, 2015, the Company is pleased to provide members facility to exercise their right to vote at the 36th Annual General Meeting (AGM) by electronic means ("e-Voting") and the items of business as detailed in this Notice may be transacted through e-voting services provided by Central Depository Services (India) Limited (CDSL).

The Members may cast their votes through E-voting from a place other than the venue of the AGM ("**Remote E-voting**").

The Members who have cast their vote by Remote E-voting may also attend the Meeting but shall not be entitled to cast their vote again.

The Remote E-voting facility will commence from 9.00 AM (IST) on Tuesday, September 26, 2017 and will end at 5.00 PM (IST) on Thursday, September 28, 2017. Remote E-voting will not be allowed beyond the aforesaid date and time and the Remote E-voting module shall be disabled by CDSL upon expiry of aforesaid period.

Voting rights shall be reckoned on the paid-up value of shares registered in the name of the Member / beneficial owner as on the **cut-off date i.e. Friday, September 22, 2017.**

The Members whose names appear in the Register of Members / list of beneficial owners as on the cut-off date i.e. Friday, September 22, 2017, only shall be entitled to vote on the Resolutions set out in this Notice.

The Board of Directors at their meeting held on August 21, 2017 has appointed Mr. Deep Shukla, Practicing Company Secretary (Membership No. FCS 5652) as the Scrutinizer to scrutinize the E-voting process and voting done through physical ballot paper at the AGM in a fair and transparent manner.

The Scrutinizer shall, after scrutinizing the votes cast at the AGM and through Remote E-voting, not later than 3 (three) days from the conclusion of the AGM make a consolidated Scrutinizer's report and submit the same to the Chairman of the meeting.

The results declared alongwith the Scrutinizer's Report shall be placed on the website of the Company www.nyssacorporationltd.com and on the website of CDSL and shall also be communicated to BSE Limited.

Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the AGM i.e. Friday, September 29, 2017.

The instructions for e-voting are as under:

- i. The voting period begins on from **9.00 AM (IST) on Tuesday, September 26, 2017 and will end at 5.00 PM (IST) on Thursday, September 28, 2017**. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date **Friday, September 22, 2017**, may cast their vote electronically.
- ii. The shareholders should log on to the e-voting website www.evotingindia.com during the voting period.
- iii. Click on "Shareholders" tab.
- iv. Now, select the "**Nyssa Corporation Limited**" from the drop down menu and click on "SUBMIT"
- v. Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- vi. Next enter the Image Verification as displayed and Click on Login.
- vii. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- viii. If you are a first time user, follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN Field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL Letters. Eg. If your name is Rajesh Kumar with sequence number 1 then enter RA00000001 in the PAN Field.
DOB	Enter the date of Birth as recorded in your demat account or in the company records for the said demat amount or folio in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the Company records for the said demat account or folio. <ul style="list-style-type: none"> • Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or company please enter the number of shares held by you as on the cut off date in the Dividend Bank details field.

- ix. After entering these details appropriately, click on "SUBMIT" tab.
- x. Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is also to be used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

- xi. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xii. Click on the EVSN for the relevant NYSSA CORPORATION LIMITED on which you choose to vote.
- xiii. On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xiv. Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- xv. After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- xvi. Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xvii. You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- xviii. If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xix. Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- xx. Note for Institutional Shareholders & Custodians:
 - Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporate.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com
 - After receiving the login details they have to create compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- xxi. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com
- xxii. The voting rights of the members shall be in proportion to their of paid-up equity share capital of the Company as on relevant date **Friday, September 22, 2017**.

For and on behalf of the Board of Directors

Place: Mumbai
Date: 21/08/2017

sd/-
Prasanna Shirke
Director
[DIN: 07654053]

REGISTERED OFFICE:

Office No. 02, Gulmohar Complex,
Opposite Anupam Cinema,
Station Road, Goregaon (East),
Mumbai – 400063,
Maharashtra, India

EXPLANATORY STATEMENT PRUSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013

Item No. 3:

The Board at its meeting held on 10th November, 2016 appointed Mrs. Shubhada Shirke as an additional director with immediate effect.

In terms of the provisions of Section 161 (1) of the Act, Mrs. Shubhada Shirke would hold office up to the date of ensuing Annual General Meeting.

The Company has received a notice in writing from a member along with the deposit of requisite amount under Section 160 of the Act proposing the candidature of Mrs. Shubhada Shirke for the office of Director of the Company (Non-Executive).

Keeping in view the experience and expertise of Mrs. Shubhada Shirke, the Board considers it desirable that the Company should receive the benefit of her valuable experience and advice and accordingly commends the resolution at Item No. 3 for approval by the members.

Mr. Prasanna Shirke and Mrs. Shubhada Shirke are interested and concerned in the Resolution mentioned at Item No. 3 of the Notice. None of the other director, key managerial personnel or their respective relatives are concerned or interested in the Resolution mentioned at Item No. 3 of the Notice.

Item No. 4:

The Board at its meeting held on 10th November, 2016 appointed Mr. Prasanna Shirke as an additional director with immediate effect.

In terms of the provisions of Section 161 (1) of the Act, Mr. Prasanna Shirke would hold office up to the date of ensuing Annual General Meeting.

The Company has received a notice in writing from a member along with the deposit of requisite amount under Section 160 of the Act proposing the candidature of Mr. Prasanna Shirke for the office of Director of the Company.

Keeping in view the experience and expertise of Mr. Prasanna Shirke, the Board considers it desirable that the Company should receive the benefit of her valuable experience and advice and accordingly commends the resolution at Item No. 4 for approval by the members.

Mrs. Shubhada Shirke and Mr. Prasanna Shirke are interested and concerned in the Resolution mentioned at Item No. 4 of the Notice. None of the other director, key managerial personnel or their respective relatives are concerned or interested in the Resolution mentioned at Item No. 4 of the Notice.

Item No. 5:

Pursuant to the provisions of Section 20 of the Companies Act, 2013, a document may be served on a company or an officer thereof by sending it to the company or the officer at the registered office of the company by registered post or by speed post or by courier service or by leaving it at its registered office or by means of such electronic or other mode as may be prescribed.

Further, for filing of documents with the Registrar in electronic mode, a document may be served on Registrar or any member by sending it to him by post or by registered post or by speed post or by courier or by delivering at his office or address, or by such electronic or other mode as may be prescribed. However, if a member requests for delivery of any document through a particular mode, for which he shall pay such fees as may be determined by the company in its annual general meeting.

Taking into consideration the above provision, your Board places before the Members the resolution proposed in Item No. 5 for their approval.

None of the Directors, their relatives of any Key Managerial Personnel may be deemed to be in any way, concerned or interested, financially or otherwise in passing of this resolution.

For and on behalf of the Board of Directors

Place: Mumbai
Date: 21/08/2017

sd/-
Prasanna Shirke
Director
[DIN: 07654053]

REGISTERED OFFICE:

Office No. 02, Gulmohar Complex,
Opposite Anupam Cinema,
Station Road, Goregaon (East),
Mumbai – 400063,
Maharashtra, India

BOARD'S REPORT

To,
The Members,
NYSSA CORPORATION LIMITED
Mumbai

Your Directors have pleasure in presenting their 36th Annual Report on the Audited Financial Statement of Nyssa Corporation Limited (“the Company”) for the Financial Year ended March 31, 2017.

FINANCIAL RESULTS

The summarized Standalone financial performance of the Company for the FY 2016-17 and FY 2015-16 is given below:

	[Amount in ₹]	
Particulars	F.Y. 2016-2017	F.Y.2015-16
Gross Income	37,626,946	70,382,285
Profit/(Loss) before depreciation, interest and tax and Financial Cost	13,146,490	19,977,941
Financial costs	2,881,658	5,019,869
Depreciation & Amortisation	4,110	40,370
Profit before exceptional and extraordinary items and tax	10,260,722	14,917,702
- Exceptional Items / Extraordinary Items	-	-
Profit Before Tax	10,260,722	14,917,702
- Current Tax - Income Tax	2,160,600	3,365,524
- Earlier Year Tax - Short/(Excess) Provision of Tax	269,080	724,648
- Deferred Tax	78	1,667
- MAT Credit entitlement	1,301,180	1,834,476
Net Profit After Tax	6,529,784	8,991,387
Balance of Profit brought forward	146,970,158	137,978,771
Balance available for appropriation	153,499,942	146,970,159
Proposed Dividend on Equity Shares	-	-
Tax on proposed Dividend	-	-
Transfer to General Reserve	-	-
Surplus carried to Balance Sheet	6,529,784	8,991,387

REVIEW OF OPERATIONS

During the year under review, the Company has posted total Income of ₹ 37,626,946/- (Rupees Three Crore Seventy Six Lakhs Twenty Six Thousand Nine Hundred Forty Six only) as against total Income of ₹ 70,382,285/- (Rupees Seven Crore Three Lakhs Eighty Two Thousand Two Hundred Eighty Five only) in the corresponding previous year.

Further, net profit after tax for the year under review was ₹ 6,529,784/- (Rupees Sixty Five Lacs Twenty Nine Thousand Seven Hundred Eighty Four only) as against net profit after tax of 8,991,387/- (Rupees Eight Nine Lacs Ninety One Thousand Three Hundred Eighty Seven only) in the corresponding previous year.

FUTURE PROSPECT

During the Financial Year 2016-17 your company has completed and delivered the project “Mark Point” through its partnership firm Mark Developers, Surat. Also your company has completed the construction of commercial cum residential tower at Bail Bazar, Kalyan West through sole proprietorship “Om Vasistha Developers” as was expected by the board of Directors. In the coming year your company has planned to take project at Shailendra Nagar, Dahisar East, Mumbai under redevelopment scheme and has filed tender document for the same. Also your company is planning to create a slew of real estate properties that will create fixed rental income to take care of fixed administrative and other expenses to run the operations. Your company has been on the path and has successful reduced debt over the years and is expecting to be debt free in the ongoing financial year 2017-18 which will help increase return on equity.

DIVIDEND AND RESERVES

In order to conserve the resources for the further growth of the Company, your Directors think fit not to recommend any dividend for the year under review.

SHARE CAPITAL

The Paid-up Equity Share Capital of the Company as on March 31, 2016 is ₹ 300 Lacs, comprising of 3,00,00,000 equity shares of Re. 1/- each. During the year under review, the Company has not issued any equity shares.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

During the year under review Ms. Aditi Maheshwari resigned from Directorship of the company as well as from the post of Company Secretary w.e.f. April 15, 2016.

Further, the Board of Directors of the Company at their meeting held on November 10, 2016 appointed Mrs. Shubhada Shirke DIN: 07654041 (Woman Director) and Mr. Prasanna Shirke (DIN: 07654053) as an Additional Director of the Company pursuant to the provisions of Section 161(1) of the Companies Act, 2013 read with the Articles of Association of the Company with effect from November 10, 2016.

Further, Mr. Ravindrakumar Ruia (DIN: 00035853), resigned from the directorship of the Company with effect from October 28, 2016.

Taking into consideration the composition of the Board of Directors of the Company, no Director shall be counted in determining the Directors liable to retire by rotation for the financial year under review.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(3)(c) & 134(5) of the Companies Act, 2013, the Board of Directors of the Company hereby confirm that:

- (a) in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- (b) the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- (c) the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) the directors have prepared the annual accounts on a going concern basis; and
- (e) the directors have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- (f) the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

PARTICULARS OF MANAGERIAL REMUNERATION

The information required pursuant to Section 197 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016 in respect of employees of the Company, is enclosed as **Annexure I** and forms part of this Report.

Further, no employee of the Company is earning more than the limits as prescribed pursuant to Section 197 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016 in respect of employees of the Company.

Further, the names of top ten employees in terms of remuneration drawn are disclosed in **Annexure II** and forms part of this Report.

NUMBER OF BOARD MEETINGS

A calendar of meetings is prepared and circulated in advance to the Directors. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Further, 07 (Seven) Board Meetings were held during the year ended March, 2017, the dates which are 15th April, 2016, 27th May, 2016, 05th August, 2016, 10th August, 2016, 10th November, 2016, 10th February, 2017 and 31st March, 2017.

Name of the Directors	No. of Board Meetings attended
*Mr. Ravindrakumar Vinaykumar Ruia	4
Mr. Vivek Moolchand Sharma	7
Mr. Kamlesh Ramraj Tiwari	7
**Mrs. Shubhada Prasanna Shirke	3
**Mr. Prasanna Yadav Shirke	3

* Resigned from the Directorship of the Company w.e.f. 28th October, 2016

** Appointed as Additional Director w.e.f 10th November, 2016

AUDIT COMMITTEE

Your Company has formed an Audit Committee as per the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. All members of the Audit Committee possess strong knowledge of accounting and financial management.

During the Financial Year 2016-17, Five (5) meetings of the Committee were held on, May 27, 2016, August 05, 2016, August 10, 2016, November 10, 2016 and on February 10, 2017.

Further, during the financial year under review, you Board has reconstituted the said committee on April 15, 2016 and November 10, 2016 and due to changes in Directorships of the Company. Details of the composition of the Committee and attendance during the year are as under:

S. N.	Name of Directors	Designation	No. of Meetings Attended
1.	Mr. Kamlesh Ramraj Tiwari	Chairman, Independent Director	5
2.	Mr. Vivek Moolchand Sharma	Member, Independent Director	5
3.	*Mr. Ravindrakumar Ruia	Member, Executive Director	3
4.	**Mr. Prasanna Shirke	Member, Non Executive Director	2

*Resigned from the Directorship of the Company w.e.f. 28th October, 2016

**Appointed as Additional Director w.e.f 10th November, 2016

Further, the Audit Committee is functional as per the provision of Section 177 of Companies Act, 2013 and Rules made thereunder and Regulation 18 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

NOMINATION & REMUNERATION COMMITTEE

The Nomination and Remuneration committee of the Company shall perform such role and duties as mentioned in Section 178 of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Nomination and Remuneration committee has been assigned to approve and settle the remuneration package with optimum blending of monetary and non-monetary outlay.

During the Financial Year 2016-17, Four (4) meetings of the Committee were held on, April 15, 2016, August 10, 2016, November 10, 2016 and February 10, 2017.

Further, during the financial year under review, you Board has reconstituted the said committee due to changes

in Directorships of the Company. Details of the composition of the Committee and attendance during the year are as under:

S. N.	Name of Directors	Designation	No. of Meetings Attended
1	Mr. Vivek Moolchand Sharma	Chairman, Independent Director	5
2.	Mr. Kamlesh Ramraj Tiwari	Member, Independent Director	5
3.	*Mr. Ravindrakumar Ruia	Member, Executive Director	2
4.	**Mrs. Shubhada Shirke	Member, Non Executive Director	2

*Resigned from the Directorship of the Company w.e.f. 28th October, 2016

**Appointed as Additional Director w.e.f 10th November, 2016

NOMINATION AND REMUNERATION POLICY

In terms of requirements prescribed under Section 178(3) of the Companies Act, 2013, the Nomination and Remuneration Policy inter-alia providing the terms for appointment and payment of remuneration to Directors and Key Managerial Personnel is annexed to this Report as **Annexure III**.

However, considering the future outlook and business plan of the Company, the Executive Director have agreed not to partake with the salary during the year under review.

STAKEHOLDER RELATIONSHIP COMMITTEE:

During the Financial Year 2016-17, Four (4) meetings of the Committee were held on, April 18, 2016, July 18, 2016, October 15, 2016 and January 20, 2017.

Further, during the financial year under review, you Board has reconstituted the said committee due to changes in Directorships of the Company. Details of the composition of the Committee and attendance during the year are as under:

S. N.	Name of Directors	Designation	No. of Meetings Attended
1	Mr. Vivek Moolchand Sharma	Chairman, Independent Director	4
2	Mr. Kamlesh Ramraj Tiwari	Member, Independent Director	4
3.	*Mr. Prasanna Shirke	Member, Non Executive Director	1

*Appointed as Additional Director w.e.f 10th November, 2016

The terms of reference were enlarged by the Board to be in line with Section 178 of the Companies Act, 2013 and Regulation 20 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Committee reviews Shareholder's / Investor's complaints like non-receipt of Annual Report, physical transfer/ transmission/transposition, split/ consolidation of share certificates, issue of duplicate share certificates etc. This Committee is also empowered to consider and resolve the grievance of other stakeholders of the Company including security holders.

The total numbers of complaints received during the year were Nil and there was no pending complaint as on March 31, 2017.

BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Committees. The Directors expressed satisfaction with the evaluation process.

INDEPENDENT DIRECTORS

The Independent Directors have submitted their disclosure to the Board that they fulfill all the requirements as to qualify for their appointment as Independent Director, under the provisions of section 149 of the Companies Act, 2013 as well as Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

EXTRACT OF ANNUAL RETURN:

The Extract of the Annual Return in Form MGT-9, as required under Section 92 of the Companies Act, 2013 is included in this Report as **Annexure IV** and forms part of this Report.

DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES

The Company does not have any subsidiary company and has not entered into joint venture with any other company.

MANAGEMENT DISCUSSION AND ANALYSIS

The Management Discussion and Analysis Report, which gives a detailed state of affairs of the Company's operations form a part of this Annual Report as **Annexure V**.

STATUTORY AUDITORS' AND AUDITORS' REPORT

Your Directors recommend that **M/s. CLB & Associates, Chartered Accountants, Mumbai, [Firm Regd. No.124305W]**, whose term expires at the ensuing Annual General meeting shall be re-appointed as the Statutory Auditors of the Company to hold office for the term of 4 years from the conclusion of forthcoming Annual General Meeting held for Financial Year ended 2017 till the conclusion of the 40th Annual General Meeting to be held for the Financial Year 2021.

As required under the provision of section 139 of the Companies Act, 2013, the company has obtained a written consent and eligibility certificate from M/s. CLB & Associates, Chartered Accountants, Mumbai, to the effect that appointment, if made, would be in conformity with the limits specified in the said section.

Auditors Report as issued by M/s. CLB & Associates, Chartered Accountants, Auditors of the Company is self explanatory and need not call for any explanation by your Board.

SECRETARIAL AUDIT

In terms of Section 204 of the Companies Act, 2013 and Rules made there under, M/s. N.S. Gupta & Associates, Practicing Company Secretary, have been appointed Secretarial Auditors of the Company. The Secretarial Audit Report is enclosed as **Annexure VI** to this report.

INTERNAL AUDIT & CONTROLS

The Company has in place adequate internal financial controls system. The Audit Committee of the Board periodically reviews the internal control systems with the management and Statutory Auditors. Significant internal audit findings are discussed and follow-ups are taken thereon.

EXPLANATION(S)/ COMMENT(S) PURSUANT TO SECTION 134(3)(f)(i)& (ii), IF ANY, OF THE COMPANIES ACT, 2013:

Explanation pursuant to Section 134(3)(f)(i):

There are no adverse remarks/Qualifications made in Statutory Report issued by Statutory Auditor of the Company.

Explanation pursuant to Section 134(3)(f)(ii):

- The Management of the Company is under active consideration to appoint Key Managerial personnel such as Managing Director, Whole-time Director, Chief Financial Officer and Company Secretary.
- The Board of Directors is under process to appoint internal auditor of the Company.
- The Company is under process to file pending eforms on MCA portal.
- The Management is actively taking steps to update the website of the Company.

EMPLOYEES' STOCK OPTION PLAN

The Company has not provided stock options to any employee.

VIGIL MECHANISM

In pursuant to the provisions of section 177(9) and (10) of the Companies Act, 2013 and Regulation 22 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, a Whistle Blower Policy / Vigil Mechanism for directors and employees to report genuine concerns has been established. The said Policy has been uploaded on the website of the Company at <http://www.nyssacorporationltd.com/policies.php>. The employees of the Company are made aware of the said policy at the time of joining the Company.

RISK MANAGEMENT POLICY

The Company has laid down the procedure to inform the Board about the risk assessment and minimization procedures. These procedures are reviewed by the Board periodically to ensure that there is timely identification and assessment of risks, measures to mitigate them, and mechanisms for their proper and timely monitoring and reporting.

The Company does not fall under the ambit of top 100 listed entities, determined on the basis of market capitalization as at the end of the immediately preceding financial year. Hence, compliance under Regulation 21 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is not applicable.

DEPOSITS

The Company has neither accepted nor renewed any fixed deposits during the year under review under Section 76 of the Companies Act, 2013. There are no unclaimed deposits, unclaimed / unpaid interest, refunds due to the deposit holders or to be deposited to the Investor Education and Protection Fund as on March 31, 2017.

LOANS & GUARANTEES

Details of loans granted, guarantees provided and investments made by the Company under the provisions of Section 186 of the Companies Act, 2013, are provided in standalone financial statement under Note 8, 9 & 14 under Notes forming part of financial statement.

INSURANCE

The properties/assets of the Company are adequately insured.

RELATED PARTY TRANSACTIONS

As no related party transaction was entered into by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons pursuant the provisions of Section 188(1) of the Companies Act, 2013 during the financial year 2016-17 the particulars as required in form AOC-2 have not been furnished.

CORPORATE GOVERNANCE

Good corporate practices ensure that a Company meets its obligations to optimize shareholders' value and fulfills its responsibilities to the community, customers, employees, Government and other segments of the Society. It will, therefore, be its constant endeavour to achieve long term corporate goals. Even though the Company is not presently covered by the Regulation governing Corporate Governance compliance, the Company has taken various steps to initiate good Corporate Governance practices.

CONSERVATION OF ENERGY, RESEARCH AND DEVELOPMENT, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE

The details of conservation of energy, technology absorption, foreign exchange earnings and outgo are as follows:

(a) Conservation of Energy -

We continue to strengthen our energy conservation efforts. We are always in lookout for energy efficient measures for operation, and value conservation of energy through usage of latest technologies for quality of

services. Although the equipments used by the Company are not energy sensitive by their very nature, still the Company is making best possible efforts for conservation of energy, which assures that the computers and all other equipments to be purchased by the Company strictly adhere to environmental standards, and they make optimum utilization of energy.

(b) Absorption of Technology -

In this era of competition, in order to maintain and increase the clients and customers, we need to provide best quality services to our clients and customers at minimum cost, which is not possible without innovation, and adapting to the latest technology available in the market for providing the services.

(c) Research and Development (R&D) -

The Company believes that in order to improve the quality and standards of services, the Company has progressive Research and Development Process, which should keep on increasing along with the scale of operations of the Company.

(d) Foreign Exchange Earnings and Outgo -

During the year, the total foreign exchange used was ₹NIL and the total foreign exchange earned was ₹ NIL

TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND

The Company did not have any funds lying unpaid or unclaimed for a period of seven years. Therefore there were no funds which were required to be transferred to Investor Education and Protection Fund (IEPF).

OBLIGATION OF COMPANY UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

In order to prevent sexual harassment of women at work place a new act The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 has been notified on December 09, 2013. Under the said Act every company is required to set up an Internal Complaints Committee to look into complaints relating to sexual harassment at work place of any women employee.

The Company has adopted a policy for prevention of Sexual Harassment of Women at workplace and has set up Committee for implementation of said policy. During the year Company has not received any complaint of harassment.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS

There are no significant and material orders passed by the Regulators / Courts / Tribunals which would impact the going concern status of the Company and its future operations.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

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

LISTING WITH STOCK EXCHANGE

The Company confirms that it has paid the Annual Listing Fees for the year 2017-2018 to BSE where the Company's Shares are listed.

HUMAN RESOURCES

Your Company treats its "human resources" as one of its most important assets.

Your Company continuously invests in attraction, retention and development of talent on an ongoing basis. A number of programs that provide focused people attention are currently underway. Your Company thrust is on the promotion of talent internally through job rotation and job enlargement.

ACKNOWLEDGEMENT

The Directors would like to thank all shareholders, customers, bankers, suppliers and everybody else with whose help, cooperation and hard work the Company is able to achieve the results. The Directors would also like to place on record their appreciation of the dedicated efforts put in by the employees of the Company.

For and on behalf of the Board of Directors

sd/-
Shubhada Prasanna Shirke
Director
[DIN: 07654041]

sd/-
Prasanna Yadav Shirke
Director
[DIN: 07654053]

Date: 21/08/2017

Place: Mumbai

REGISTERED OFFICE:

02, Gulmohar Complex,
Opposite Anupam Cinema,
Station Road, Goregaon (East),
Mumbai – 400063.

Annexure I

Information required under Section 197 of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016

- i. The Ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2016-17 and
- ii. The percentage increase in remuneration of each Director, Managing Director & Chief Executive Officer, Chief Financial Officer and Company Secretary of the Company in the financial year 2016-17

Name & Designation	Remuneration of each Director & KMP for Financial Year 2016-17 (₹)	% increase/ decrease in remuneration in the Financial Year 2016-17	Ratio of remuneration of each Directors to median remuneration of employees
A. Directors			
Mr. Vivek Moolchand Sharma	-	-	-
Mr. Kamlesh Ramraj Tiwari	-	-	-
*Mr. Ravindrakumar Vinaykumar Ruia			
**Mrs. Shubhada Prasanna Shirke	-	-	-
**Mr. Prasanna Yadav Shirke	-	-	-
B. Key Managerial Personnel			
	-	-	-

MD & CEO - Managing Director & Chief Executive Officer; VC - Vice Chairman, NI-NED – Non Independent, Non-Executive Director; I-NED - Independent, Non-Executive Director, CFO – Chief Financial Officer; SVP - Senior Vice President; CS - Company Secretary.

Notes:

1. *Mr. Ravindrakumar Vinaykumar Ruia resigned from the Directorship of the Company w.e.f. October 28, 2016
2. ** Mrs. Shubhada Prasanna Shirke and Mr. Prasanna Yadav Shirke were appointed as Additional Directors of the Company w.e.f. November 10, 2016.
3. Median remuneration of all the employees of the Company for the financial year 2016-17 is ₹ 1,08,000/-.

- iii. The percentage increase in the median remuneration of employees in the financial year 2016-17

	Financial Year 2016 - 17 (₹)	Financial Year 2015 - 16 (₹)	Increase (%)
Median remuneration of all employees	1,08,000/-	1,02,000/-	5.88

Note: The calculation of % increase in the median remuneration has been done based on comparable employees.

- iv. The number of permanent employees on the rolls of Company.

There were 6 permanent employees on the rolls of Company as on March 31, 2017.

- v. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.

Average percentile increase in the salaries of employee other than the MD in the Financial Year 2016-17 was N.A.% and there is no increase in the salary of the MD.

The average increase of 5.88% in the salaries of employees was in line with the market projection, the performance of the Company in the financial year 2016-17, the individual performance of the employees, the criticality of the roles they play and skills set they possess.

- vi. Affirmation that the remuneration is as per the Remuneration Policy of the Company

Pursuant to Rule 5(1)(xii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, it is affirmed that the remuneration paid to the Directors, KMPs, Senior Management and other employees of the Company is as per the Remuneration Policy of the Company.

Annexure II

Information required under Section 197 of the Companies Act, 2013 read with Rule 5(2)(a) of the Companies (Appointment and Remuneration of Managerial Personnel) Amendment Rules, 2016

Names of employees	Designation/ Nature of Duties	Remuneration Received [₹] p.a.	Qualification	Experience in years	Age in years	Date of commencement of employment	Last employment held	% of shareholding
Mr. Gandhar	Site Incharge	1,80,000/-	Graduate	10	35	October 2013	N.A.	Nil
Mr. Vijay	Sr. Accounts & Finance Executive	2,40,000/-	Graduate	16	38	April 2013	N.A.	Nil
Mr. Anand	Office Admin	90,000/-	Xth	20	50	April 2013	N.A.	Nil
Mr. Pritam	Accounts Assistant	1,08,000/-	Graduate	15	34	April 2013	N.A.	Nil
Mr. Santosh	Office boy	96,000/-	Xth	4	24	October 2014	N.A.	Nil
Mr. Nilesh	Office boy	84,000/-	Xth	15	46	April 2014	N.A.	Nil
Mr. Pathak	Site in charge	45,000/-	Graduate	4	25	January 2017	N.A.	Nil

The above employees are related to the Directors of the Company.

Names of Employees	Names of employees who are relatives of any Director
	N.A.

Annexure - III
NOMINATION AND REMUNERATION POLICY

CONSTITUTION OF COMMITTEE

The Board of Directors of the Company (“the Board”) constituted the committee to be known as the Nomination and Remuneration Committee consisting of three or more non-executive directors out of which not less than one-half are independent directors. The Chairman of the Committee is an Independent Director. However, the chairperson of the company (whether executive or nonexecutive) may be appointed as a member of the Nomination and Remuneration Committee but shall not chair such Committee.”

OBJECTIVE

The Nomination and Remuneration Committee and this Policy shall be in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto and Clause 49 under the Listing Agreement. The objective of this policy is to lay down a framework in relation to remuneration of directors, KMP, senior management personnel and other employees.

The Key Objectives of the Committee would be:

- To guide the Board in relation to appointment and removal of Directors, Key Managerial Personnel and Senior Management.
- To formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy relating to the remuneration of Directors, key managerial personnel and other employees.
- To formulation of criteria for evaluation of Independent Director and the Board.
- To evaluate the performance of the members of the Board and provide necessary report to the Board for further evaluation of the Board.
- To recommend to the Board on Remuneration payable to the Directors, Key Managerial Personnel and Senior Management.
- To provide to Key Managerial Personnel and Senior Management reward linked directly to their effort, performance, dedication and achievement relating to the Company’s operations.
- To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage.
- To develop a succession plan for the Board and to regularly review the plan.
- To assist the Board in fulfilling responsibilities.
- To Implement and monitor policies and processes regarding principles of corporate governance.

APPLICABILITY

- Directors (Executive and Non Executive)
- Key Managerial Personnel
- Senior Management Personnel

DEFINITIONS:

“**Act**” shall mean the Companies Act, 2013 and the Rules made thereunder, including the modifications, amendments, clarifications, circulars or re-enactment thereof.

“**Board**” means Board of Directors of the Company.

“**Committee**” means Nomination and Remuneration Committee of the Company as constituted or reconstituted by the Board.

“**Company**” means NYSSA Corporation Limited.

“**Directors**” mean Directors of the Company.

“**Independent Director**” means a Director referred to in Section 149 (6) of the Companies Act, 2013.

“**Key Managerial Personnel**” means key managerial personnel as defined under the Companies Act, 2013 and includes –

- Managing Director, or Executive Director or manager and in their absence, a whole- time director; (includes Executive Chairman)
- Company Secretary;
- Chief Financial Officer; and
- Such other officer as may be prescribed.

“**Policy**” or “**This policy**” means Nomination and Remuneration Policy.

“**Remuneration**” means any money or its equivalent given or passed to any person for services rendered by him and includes perquisites as defined under the Income Tax Act, 1961.

“**Senior Management**” Senior Management means personnel of the company who are members of its core management team excluding the Board of Directors. This would also include all members of management one level below the executive directors including all functional heads.

Unless the context otherwise requires, words and expressions used in this policy and not defined herein but defined in the Companies Act, 2013 and the Listing Agreement as may be amended from time to time shall have the meaning respectively assigned to them therein.

ROLE AND POWER OF THE COMMITTEE:-

Matters to be dealt with, perused and recommended to the Board by the Nomination and Remuneration Committee:

The Committee shall:

- Formulate the criteria for determining qualifications, positive attributes and independence of a director.
- Identify persons who are qualified to become Director and persons who may be appointed in Key Managerial and Senior Management positions in accordance with the criteria laid down in this policy.
- Recommend to the Board, appointment and removal of Director, KMP and Senior Management Personnel.

Policy for appointment and removal of Director, KMP and Senior Management

(i). Appointment criteria and qualifications

- a. The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend to the Board his / her appointment.
- b. A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the concerned position.
- c. The Company shall not appoint or continue the employment of any person as Whole-time Director who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond seventy years.

(ii). Term / Tenure

a. Managing Director/Whole-time Director:

- The Company shall appoint or re-appoint any person as its Executive Chairman, Managing Director or Executive Director for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

b. Independent Director:

- An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.
- No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly. However, if a person who has already served as an Independent Director for 5 years or more in the Company as on October 1, 2014 or such other date as may be determined by the Committee as per regulatory requirement; he/ she shall be eligible for appointment for one more term of 5 years only.
- At the time of appointment of Independent Director it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time Director of a listed company or such other number as may be prescribed under the Act.

c. Evaluation

- The Committee shall carry out evaluation of performance of every Director, KMP and Senior Management Personnel at regular interval (yearly).

d. Removal

- Due to reasons for any disqualification mentioned in the Act or under any other applicable Act, rules and regulations thereunder, the Committee may recommend, to the Board with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the said Act, rules and regulations.

e. Retirement

- The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Act and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position/ remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

Policy relating to the Remuneration for the Whole-time Director, KMP and Senior Management Personnel

(i). General:

- The remuneration / compensation / commission etc. to the Whole-time Director, KMP and Senior Management Personnel will be determined by the Committee and recommended to the Board for approval. The remuneration / compensation / commission etc. shall be subject to the prior/post approval of the shareholders of the Company and Central Government, wherever required;
- The remuneration and commission to be paid to the Whole-time Director shall be in accordance with the percentage / slabs / conditions laid down in the Articles of Association of the Company and as per the provisions of the Act;
- Increments to the existing remuneration/ compensation structure may be recommended by the Committee to the Board which should be within the slabs approved by the Shareholders in the case of Whole-time Director;

- Where any insurance is taken by the Company on behalf of its Whole-time Director, Chief Executive Officer, Chief Financial Officer, the Company Secretary and any other employees for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel. Provided that if such person is proved to be guilty, the premium paid on such insurance shall be treated as part of the remuneration.

(ii). Remuneration to Whole-time / Executive / Managing Director, KMP and Senior Management Personnel:

- Fixed pay:

The Whole-time Director/ KMP and Senior Management Personnel shall be eligible for a monthly remuneration as may be approved by the Board on the recommendation of the Committee. The breakup of the pay scale and quantum of perquisites including, employer's contribution to P.F, pension scheme, medical expenses, club fees etc. shall be decided and approved by the Board/ the Person authorized by the Board on the recommendation of the Committee and approved by the shareholders and Central Government, wherever required.

- Minimum Remuneration:

If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Whole-time Director in accordance with the provisions of Schedule V of the Act and if it is not able to comply with such provisions, with the previous approval of the Central Government.

- Provisions for excess remuneration:

If any Whole-time Director draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Act or without the prior sanction of the Central Government, where required, he / she shall refund such sums to the Company and until such sum is refunded, hold it in trust for the Company. The Company shall not waive recovery of such sum refundable to it unless permitted by the Central Government.

(iii). Remuneration to Non- Executive / Independent Director:

- Remuneration / Commission:

The remuneration / commission shall be fixed as per the slabs and conditions mentioned in the Articles of Association of the Company and the Act.

- Sitting Fees

The Non- Executive / Independent Director may receive remuneration by way of fees for attending meetings of Board or Committee thereof. Provided that the amount of such fees shall not exceed ₹ One Lac per meeting of the Board or Committee or such amount as may be prescribed by the Central Government from time to time.

- Commission:

Commission may be paid within the monetary limit approved by shareholders, subject to the limit not exceeding 1% of the profits of the Company computed as per the applicable provisions of the Act.

- Stock Options:

An Independent Director shall not be entitled to any stock option of the Company.

MEMBERSHIP:-

- The Committee shall consist of a minimum 3 non-executive directors, majority of them being independent.
- Minimum two (2) members shall constitute a quorum for the Committee meeting.
- Membership of the Committee shall be disclosed in the Annual Report.
- Term of the Committee shall be continued unless terminated by the Board of Directors.

CHAIRMAN:-

- Chairman of the Committee shall be an Independent Director;
- Chairperson of the Company may be appointed as a member of the Committee but shall not be a Chairman of the Committee;
- In the absence of the Chairman, the members of the Committee present at the meeting shall choose one amongst them to act as Chairman;
- Chairman of the Nomination and Remuneration Committee meeting could be present at the Annual General Meeting or may nominate some other member to answer the shareholders' queries.

FREQUENCY OF MEETINGS

The meeting of the Committee shall be held at such regular intervals as may be required.

COMMITTEE MEMBERS' INTERESTS

A member of the Committee is not entitled to be present when his or her own remuneration is discussed at a meeting or when his or her performance is being evaluated.

The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee.

SECRETARY

The Company Secretary of the Company shall act as Secretary of the Committee.

VOTING

- Matters arising for determination at Committee meetings shall be decided by a majority of votes of Members present and voting and any such decision shall for all purposes be deemed a decision of the Committee.
- In the case of equality of votes, the Chairman of the meeting will have a casting vote.

MINUTES OF COMMITTEE MEETING

- Proceedings of all meetings must be minuted and signed by the Chairman of the Committee at the subsequent meeting. Minutes of the Committee meetings will be tabled at the subsequent Board and Committee meeting.

IMPLEMENTATION

- The Committee may issue guidelines, procedures, formats, reporting mechanism and manuals in supplement and for better implementation of this policy as considered appropriate.
- The Committee may Delegate any of its powers to one or more of its members.

AMENDMENTS TO THE POLICY

- The Board of Directors on its own and / or as per the recommendations of Nomination and Remuneration Committee can amend this Policy, as and when deemed fit.

AMENDMENTS IN THE LAW

- Any subsequent amendment/modification in the listing agreement and/or other applicable laws in this regard shall automatically apply to this Policy.

Annexure IV
Form No. MGT-9
EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31st March, 2017
[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	L70101MH1981PLC024341
ii.	Registration Date	30/04/1981
iii.	Name of the Company	NYSSA CORPORATION LIMITED
iv.	Category / Sub-Category of the Company	Company Limited by Shares / Indian Non Government Company
v.	Address of the Registered office and contact details	Office No: 002, Gulmohar Complex, opposite Anupam Cinema, Station Road, Goregaon(E), Mumbai- 400063 Tel. No. 022-60502425 Fax. No. : 022-60502425 Email : nyssacorp@gmail.com Website : www.nyssacorporationltd.com
vi.	Whether listed company	Yes
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Sharex Dynamic (India) Pvt. Ltd Unit 1, Luthra Ind Premises, Safed Pool, Andheri Kurla Road, Andheri (East), Mumbai-400072. Tel. No. : 022 28515606 Fax. No. : 022 28512885 Email : sharexindia@vsnl.com Website : www.sharexindia.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Real Estate Development and Leasing of Immovable Properties	41	100

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES - NOT APPLICABLE

Sl. No.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	-	-	-	-	-

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 beginning of the year [As on 31-March-2016]				No. of Shares held at the end of the year [As on 31-March-2017]				% Change during the year
	Demat	Physical	Total	% of Total Share	Demat	Physical	Total	% of Total Share	
A. Promoters									
(1) Indian									
a) Individual/HUF	6644010	0	6644010	22.15	6644010		6644010	22.15	0.00
b) Central Govt	0	0	0	0.00			0	0.00	0.00
c) State Govt (s)	0	0	0	0.00			0	0.00	0.00
d) Bodies Corp.	1140570	0	1140570	3.80	1308570		1308570	4.36	0.56
e) Banks / FI	0	0	0	0.00			0	0.00	0.00
f) Any	0	0	0	0.00			0	0.00	0.00
Other....	0	0	0	0.00			0	0.00	0.00
Sub-total (A) (1):-	7784580	0	7784580	25.95	7952580	0	7952580	26.51	0.56
(2) Foreign									
a) NRIs - Individuals	0	0	0	0.00			0	0.00	0.00
b) Other – Individuals	0	0	0	0.00			0	0.00	0.00
c) Bodies Corp.	0	0	0	0.00			0	0.00	0.00
d) Banks / FI	0	0	0	0.00			0	0.00	0.00
e) Any Other....	0	0	0	0.00			0	0.00	0.00
Sub-total (A) (2):-	0	0	0	0.00	0	0	0	0.00	0.00
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	7784580	0	7784580	25.95	7952580	0	7952580	26.51	0.56
B. Public Shareholding									
1. Institutions									
a) Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
b) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
c) Central Govt	0	0	0	0.00	0	0	0	0.00	0.00
d) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
f) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
g) FIs	0	0	0	0.00	0	0	0	0.00	0.00
h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
i) Others (specify)	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (B)(1):-	0	0	0	0.00	0	0	0	0.00	0.00
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	14246019	0	14246019	47.49	13184372	0	13184372	43.95	-3.54
ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b) Individuals									0.00
i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	732228	4000	736228	2.45	789552	4000	793552	2.65	0.19
ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	6494469	0	6494469	21.65	6416531	0	6416531	21.39	-0.26
c) Others									
Non Resident Indians	738374	0	738374	2.46	1383671	0	1383671	4.61	2.15
Overseas Corporate Bodies	0	0	0	0.00	0	0	0	0.00	0.00
Foreign Nationals	0	0	0	0.00	0	0	0	0.00	0.00
Clearing Members	330	0	330	0.00	269294	0	269294	0.90	0.90
Trusts	0	0	0	0.00	0	0	0	0.00	0.00
Foreign Boodies - D R	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (B)(2):-	22211420	4000	22215420	74.05	22043420	4000	22047420	73.49	-0.56
Total Public Shareholding (B)=(B)(1)+(B)(2)	22211420	4000	22215420	74.05	22043420	4000	22047420	73.49	-0.56

C. Shares held by Custodian for GDRs & ADRs	0	0	0	0.00	0	0	0	0.00	0.00
Grand Total (A+B+C)	29996000	4000	30000000	100.00	29996000	4000	30000000	100.00	0.00

ii. Shareholding of Promoters

Sl. No.	Shareholder's Name	No. of Shares held at the beginning of the year			No. of Shares held at the end of the year			% Change during the year
		No. of Share	% of Total Shares of the Company	% of Shares Pledged / encumbered to total shares	No. of Share	% of Total Shares of the Company	% of Shares Pledged / encumbered to total shares	
1	Innocent Infrastructure Pvt. Ltd	1140570	3.80%	-	1308570	4.36%	-	-
2	Ravindrakumar Ruia	644000	2.15%	-	644000	2.15%	-	-
3	Shailja R Ruia	3000000	10.00%	-	3000000	10.00%	-	-
4	Rekha R Ruia	3000000	10.00%	-	3000000	10.00%	-	-
5	Sushilkumar Ramjiwan Nevatia	10	0.00%	-	10	0.00%	-	-

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

Sl. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Innocent Infrastructure Pvt. Ltd.				
	At the beginning of the year	1140570	3.80%	1140570	3.80%
	Changes on-				
	10-06-2016	103000	0.34%	1243570	4.15%
	24-06-2016	65000	0.22%	1308570	4.36%
	At the End of the year	1308570	4.36%	1308570	4.36%
2	Ravindrakumar Ruia				
	At the beginning of the year	644000	2.15%	644000	2.15%
	Changes on-	-	-	-	-
	At the End of the year	644000	2.15%	644000	2.15%
3	Shailja R Ruia				
	At the beginning of the year	3000000	10.00%	3000000	10.00%
	Changes on-	-	-	-	-
	At the End of the year	3000000	10.00%	3000000	10.00%
4	Rekha R Ruia				
	At the beginning of the year	3000000	10.00%	3000000	10.00%
	Changes on-	-	-	-	-
	At the End of the year	3000000	10.00%	3000000	10.00%
5	Sushilkumar Ramjiwan Nevatia				
	At the beginning of the year	10	0.00%	10	0.00%
	Changes on-	-	-	-	-
	At the End of the year	10	0.00%	10	0.00%

iv. Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs): -

Sl. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Globe Capital Market Ltd.				
	At the beginning of the year	26767	0.09%		
	Changes on -				
	08-04-2016	208	0.00%	26975	0.09%
	15-07-2016	1000	0.00%	27975	0.09%
	22-07-2016	(500)	-0.00%	27475	0.09%
	16-09-2016	8101	0.03%	35576	0.12%
	23-09-2016	(7101)	-0.02%	28475	0.09%
	30-09-2016	(1000)	-0.00%	27475	0.09%
	21-10-2016	1000	0.00%	28475	0.09%
	28-10-2016	(1000)	-0.00%	27475	0.09%
	31-03-2017	1374768	4.58%	1402243	4.67%
	At the End of the year	1402243	4.67%	1402243	4.67%

2	Graceunited Developers Private Limited				
	At the beginning of the year	804740	2.68%	-	-
	Changes on -				
	30-06-2016	79683	0.27%	884423	2.95%
	30-09-2016	493425	1.64%	1377848	4.59%
	30-12-2016	(250)	-0.00%	1377598	4.59%
	At the End of the year	1377598	4.59%	1377598	4.59%
3	Sparkline Mercantile Company Pvt Ltd				
	At the beginning of the year	611414	2.04%	-	-
	Changes on -				
	30-06-2016	452828	1.51%	1064242	3.55%
	31-03-2017	308541	1.03%	1372783	4.58%
	At the End of the year	1372783	4.58%	1372783	4.58%
4	Vicky Electronics Private Limited				
	At the beginning of the year	850083	2.83%	-	-
	Changes on -	-	-	-	-
	At the End of the year	850083	2.83%	850083	2.83%
5	Graceunited Real Estate Private Limited				
	At the beginning of the year	1463761	4.88%	-	-
	Changes on -				
	03-02-2017	(644122)	-2.15%	819639	2.73%
	At the End of the year	819639	2.73%	819639	2.73%
6	Jashvant Mansukhlal Shah				
	At the beginning of the year	722574	2.41%	-	-
	Changes on -	-	-	-	-
	At the End of the year	722574	2.41%	722574	2.41%
7	Monotype India Limited				
	At the beginning of the year	713800	2.38%	-	-
	Changes on -	-	-	-	-
	At the End of the year	713800	2.38%	713800	2.38%
8	Guinness Securities Limited				
	At the beginning of the year	665750	2.22%	-	-
	Changes on -				
	13-05-2016	10	0.00%	665760	2.22%
	20-05-2016	(10)	-0.00%	665750	2.22%
	27-05-2016	24490	0.08%	690240	2.30%
	03-06-2016	(100)	-0.00%	690140	2.30%
	10-06-2016	(10)	-0.00%	690130	2.30%
	24-06-2016	(755)	-0.00%	689375	2.30%
	08-07-2016		-0.00%	689374	2.30%
	15-07-2016	(23624)	-0.08%	665750	2.22%
	29-07-2016	2100	0.01%	667850	2.23%
	05-08-2016	(2100)	-0.01%	665750	2.22%
	At the End of the year	665750	2.22%	665750	2.22%
9	Destimoney Securities Private Limited				
	At the beginning of the year	644122	2.15%	-	-
	Changes on -	-	-	-	-
	At the End of the year	644122	2.15%	644122	2.15%
10	Asha Sanjay Shah				
	At the beginning of the year	594557	1.98%	-	-
	Changes on -	-	-	-	-
	At the End of the year	594557	1.98%	594557	1.98%

v. Shareholding of Directors and Key Managerial Personnel: -

Sl. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Mr. Ravindrakumar Vinaykumar Ruia (Resigned w.e.f. 28th October, 2016)				
	At the beginning of the year	644000	2.15	-	-
	Transfer on -	-	-	-	-
	At the End of the year	644000	2.15	644000	2.15
2	Mr. Vivek Moolchand Sharma				
	At the beginning of the year	-	-	-	-
	Transfer on -	-	-	-	-
	At the End of the year	-	-	-	-
3	Mr. Kamlesh Ramraj Tiwari				
	At the beginning of the year	-	-	-	-
	Transfer on -	-	-	-	-
	At the End of the year	-	-	-	-
4	Mrs. Subhada Shirke (Appointed w.e.f. 10th November, 2016)				
	At the beginning of the year	-	-	-	-
	Transfer on -	-	-	-	-
	At the End of the year	-	-	-	-
5	Mr. Prasanna Shirke (Appointed w.e.f. 10th November, 2016)				
	At the beginning of the year	-	-	-	-
	Transfer on -	-	-	-	-
	At the End of the year	-	-	-	-

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	36270993	0	0	36270993
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	222016	0	0	222016
Total (i+ii+iii)	36493009	0	0	36493009
Change in Indebtedness during the financial year				
• Addition	0	0	0	0
• Reduction	23626168	0	0	23626168
Net Change	23626168	0	0	23626168
Indebtedness at the end of the financial year				
i) Principal Amount	12742120	0	0	12742120
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	124721	0	0	124721
Total (i+ii+iii)	12866841	0	0	12866841

XI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager			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) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-

4	Commission - as % of profit - others, specify...	-	-	-	-
5	Others, please specify	-	-	-	-
	Total (A)				
	Ceiling as per the Act				

B. Remuneration to other directors:

Sl. No.	Particulars of Remuneration	Name of Directors		Total Amount
1	Independent Directors			
	- Fee for attending board /committee meetings			
	- Commission	-	-	-
	- Others, please specify	-	-	-
	Total (1)	-	-	-
2	Other Non-Executive Directors			
	- Fee for attending board /committee meetings	-	-	-
	- Commission	-	-	-
	- Others, please specify	-	-	-
	Total (2)	-	-	-
	Total (B)=(1+2)	-	-	-
	Total Managerial Remuneration	-	-	-
	Overall Ceiling as per the Act	0	0	0

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

Sl. no.	Particulars of Remuneration	Key Managerial Personnel		
		Company Secretary	CFO	Total
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) Income-tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission - as % of profit - others, specify...	-	-	-
5	Others, please specify	-	-	-
	Total	-	-	-

XII. 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					
B. DIRECTORS					
Penalty					/
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					/
Punishment					
Compounding					

N.A.

Annexure V
MANAGEMENT DISCUSSION AND ANALYSIS REPORT

i. Industry Structure and Developments:

Company is engaged in business or commerce of real estate development and it has commenced residential cum commercial projects, at Ramwadi Bail Bazar, Kalyan (West) with its proprietorship form i.e. "Om Vasistha Developers" and at Dindoli within the limit of Surat Municipal Corporation with its partnership firm i.e. "Mark Developers".

The Company is constantly working towards achieving further improvements in the quality and technological & operational efficiencies of its products, projects and processes.

ii. Opportunities and Threats:

(a) Opportunities:

Housing is a very big business in India and company is confident of entering into more projects of this type resulting to good performance in coming years.

(b) Threats:

We do not see any major problem from outsiders except government policy towards housing which also will be favorable for developers considering requirement of housing.

iii. Segment wise or product wise performance:

The company is engaged in real estate construction and development which is only reportable segment.

iv. Outlook:

Residential cum commercial project, at Ramwadi Bail Bazar, Kalyan (W) with its proprietorship firm "M/s Om Vasistha Developers" is almost complete and will be handed over to the flats this year. Dindoli project within the limit of Surat Municipal Corporation with its partnership firm "M/s Mark Developers" are has been developed by the company and hand over has been done to the flat and shop owners.

v. Risks and Concerns:

The Company's risk management system has identified some risks collated at the department level and planned suitable mitigation measures. These are subject to quarterly review by Audit Committee.

vi. Internal Control System and their Adequacy:

The Company has in place adequate internal control systems and procedures covering all the financial and operating functions. The Audit Committee regularly reviews the adequacy of internal controls, compliance with the accounting standards as well as recommends to the Board the adoption of the quarterly and annual results of the Company and appointment of Auditors. The Audit Committee also reviews the related party transactions, entered into by the Company during each quarter.

ANNEXURE VI
SECRETARIAL AUDIT REPORT

For the financial year ended March 31, 2017

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies
(Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To

The Members

NYSSA CORPORATION LIMITED

Regd. Office: Office No: 002, Gulmohar Complex,
Opp. Anupam Cinema, Station Road, Goregaon (E)
Mumbai - 400 063, Maharashtra, India.

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Nyssa Corporation Limited** (*hereinafter called the Company*). The 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 the Company'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 2017 (*'Audit Period'*) complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, (*subject to the observations/qualification mentioned in this report*) in the manner and subject to the reporting made hereinafter:

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

- (i) The Companies Act, 2013 (*'the Act'*) and the Rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 (*'SCRA'*) and the Rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings (*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 (*Not Applicable to the Company during the Audit Period*);
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 (*Not Applicable to the Company during 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)*;
- (vi) No other laws were specifically applicable during the audit period.

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

- (a) Secretarial Standards issued by The Institute of Company Secretaries of India;
- (b) The Listing Agreements entered into by the Company with Bombay Stock Exchange Limited along with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;

During the period under review, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above, subject to following observations/qualifications:

- *There were short fall in composition of Directors for few days.*
- *The Composition of Nomination and Remuneration committee was made in order in compliance with the provisions of the Companies Act, 2013, w.e.f 10th November, 2016.*
- *The Company has yet to appoint Key Managerial personnel such as Managing Director, Whole-time Director, Chief Financial Officer and Company Secretary during the year under review.*
- *The Company has appointed a woman director on board of the Company w.e.f. 10th November, 2016.*
- *The appointment of Internal Auditor was yet to be made during the aforesaid Audit period;*
- *Certain relevant e-forms were pending for filing on MCA portal;*
- *The website of the Company is not duly updated / active during the audit period.*

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, subject to observation as mentioned hereinabove. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- All the resolutions were passed with consent of majority Directors and minutes were prepared accordingly.

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.

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

**For N.S. GUPTA & ASSOCIATES
COMPANY SECRETARIES**

sd/-
Neha Y. Saraf
FCS: 30523
CP NO. 11093

Place: Mumbai
Date: 21/08/2017

To
The Members
NYSSA CORPORATION LIMITED

I further state that my said report of the even date has to be read along with this letter.

1. Maintenance of Secretarial/ Statutory Records is the responsibility of the Management of the Company. My responsibility is to express an opinion on these records based on the audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial Records.
3. I have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required I have obtained the Management representation about the compliance of laws, rules and regulations and happenings of events etc.
5. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standard is the responsibility of management. My examination is limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For N.S. GUPTA & ASSOCIATES
COMPANY SECRETARIES

Place: Mumbai
Date: 21/08/2017

sd/-
Neha Y. Saraf
FCS: 30523
CP NO. 11093

INDEPENDENT AUDITORS' REPORT

To the Members of

Nyssa Corporation Limited (Formerly Known as Ravinay Trading Company Ltd)

Report on the Financial Statements

We have audited the accompanying financial statements of **Nyssa Corporation Limited (Formerly Known as Ravinay Trading Company Ltd)** ('the Company'), which comprise the Balance Sheet as at 31 March 2017, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

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

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

Opinion

In our opinion and to the best of our information and 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 March 31, 2017, and its profit and its Cash Flow for the year ended on that date March 31, 2017.

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, except for the possible effects of the matter described in the basis for Qualified Opinion paragraph above, 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. The matter described in the Basis for Qualified Opinion paragraph above, in our opinion may not have an adverse effect on the functioning of the company.
 - f. On the basis of the written representations received from the directors as on 31 March 2017 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2017 from being appointed as a director in terms of Section 164 (2) of the Act;
 - g. 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
 - h. with respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us :
 - i. The Company does not have any pending litigations which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts; as such the question of commenting on any material foreseeable losses thereon does not arise.
 - iii. There has been no delay in transferring amounts required to be transferred, to the Investor Education and Protection Fund by the company.
 - iv. The company has provided disclosures in its financial statements as to holdings as well as dealings in Specified Bank Notes (SBN) during the period from 8th November, 2016 to 30th December 2016 and the same are in accordance with books of accounts maintained by the company. Refer note no. ix in the Notes to Financial Statements

For **CLB & Associates**
Chartered Accountants
FR No.: 124305W

Place: Mumbai
Date: 25.05.2017

sd/-
S.Sarupria
Partner
M.No. 035783

Annexure A to the Auditor's Report

Referred in paragraph 1 of Our Report of even date to the members of Nyssa Corporation Limited on the financial statements as of and for the year ended 31st March, 2017

On the basis of such checks as we considered appropriate and according to the information and explanations given to us during the course of our audit, we report that:

- i. (a). The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
- (b). As explained to us, fixed assets have been physically verified by the management at regular intervals; as informed to us no material discrepancies were noticed on such verification;
- (c). According to the information and explanations given to us and on the basis of our examination of the records of the company, the company does not have any Immovable property.
- ii. (a) The management has conducted physical verification of inventory at reasonable intervals.
- (b) The procedure of physical verification of inventory followed by the management are reasonable and adequate in relation to the size of the company and nature of its business,
- (c) The company is maintaining proper records of inventories and no material discrepancies were noticed on physical verification as compared to book records.
- iii. The company has not granted any loan, secured, unsecured loan to companies, firms or other covered parties covered in the register maintained under section 189 of the Companies Act, 2013.
- iv. In our opinion and according to the information and explanations given to us, the company has complied with the provision of section 185 and section 186 of the act, in respect of loans, Investment, guarantees and security.
- v. The Company has not accepted any deposits from the public covered under Section 73 to 76 of the Companies Act, 2013.
- vi. In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of dues to a financial institution or bank.
- vii. As informed to us, the Central Government has not prescribed maintenance of cost records under sub-section (1) of Section 148 of the Act for any of the activities of the company
- viii. (a) According to the information and explanations given to us and based on the records of the company examined by us, the company is generally irregular in depositing the undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income-tax, Sales-tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty and other material statutory dues, as applicable, with the appropriate authorities in India.
- (b) According to the information and explanations given to us, no undisputed amounts payable in respect of income tax, wealth tax, sales tax, customs duty, and excise duty were outstanding, at the year end for a period of more than six months from the date they became payable.
- (c) According to the information and explanations given to us and based on the records of the company examined by us, there are no dues of Income Tax, Wealth Tax, Service Tax, Sales Tax, Customs Duty and Excise Duty which have not been deposited on account of any disputes.
- (d) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company
- ix. The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year.
- x. According to the information and explanations given to us and based on our examination of the records of the company, the company has not paid/provided for any managerial remuneration.

- xi. 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.
- xii. In our opinion and according to the information and explanations given to us, the company is not a nidhi company.
- xiii. 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.
- xiv. According to the information and explanations given to us and based on our examination of the records of the company, company has not entered into any transactions with the related parties within the provision of section 177 and 188 of the act.
- 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.
- xvi. The Company is not required to be registered under section 45-IA of Reserve Bank of India Act 1934.

For **CLB & Associates**
Chartered Accountants
FR No.: 124305W

Place: Mumbai
Date: 25.05.2017

sd/-
S.Sarupria
Partner
M.No. 035783

Annexure B to the Auditor's Report

Report on 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 Nyssa Corporation Limited as of 31st March 2017 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 Control over financial reporting issued by 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 the 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 were 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 auditors' 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 the 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 2017, 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 **CLB & Associates**
Chartered Accountants
FR No.: 124305W

Place: Mumbai
Date: 25.05.2017

sd/-
S.Sarupria
Partner
M.No. 035783

NYSSA CORPORATION LIMITED
Formerly known as Ravinay Trading Company Limited
CIN: L70101MH1981PLC024341
BALANCE SHEET AS AT 31ST MARCH, 2017

(In ₹)

Particulars	Note No.	31.03.2017	31.03.2016
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	1	30,000,000	30,000,000
(b) Reserves and Surplus	2	197,274,912	190,745,128
(2) Non-Current Liabilities			
(a) Long-Term Borrowings	3	10,562,835	15,023,743
(3) Current Liabilities			
(a) Trade Payables	4	16,368,440	8,405,442
(b) Other Current Liabilities	5	22,564,107	47,469,487
(c) Short-Term Provisions	6	13,424,338	15,863,738
Total		290,194,633	307,507,538
II. ASSETS			
(1) Non-Current Assets			
(a) Fixed Assets			
(i) Tangible Assets	7	9,297	4,207
(b) Non-Current Investments	8	95,866,858	113,757,178
(c) Long Term Loans and Advances	9	129,817,151	118,076,881
(d) Deferred Tax Assets	10	1,991	2,069
(2) Current Assets			
(a) Inventories	11	9,010,275	13,174,666
(b) Sundry debtors	12	9,908,815	12,667,441
(c) Cash and Cash Equivalents	13	6,839,624	1,300,138
(d) Short-Term Loans and Advances	14	38,740,622	48,524,958
(e) Other Current Assets		-	-
Total		290,194,633	307,507,538
Significant Accounting Policies & Notes on Accounts	24		
The schedule referred above to form an integral part of the Balance Sheet in our report of even date.			

For CLB & Associates

Chartered Accountants

FRN No. 124305W

sd/-

S. Sarupria

(Partner)

M.No. 035783

Place: Mumbai

Date: 25th May, 2017

For and on Behalf of the Board

sd/-

Prasanna Yadav Shirke

(Director)

DIN: 07654053

sd/-

Kamlesh R. Tiwari

(Director)

DIN: 02679805

NYSSA CORPORATION LIMITED
Formerly known as Ravinay Trading Company Limited
CIN: L70101MH1981PLC024341

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2017

(In ₹)

Particulars	Note No	F.Y. 2016-17	F.Y. 2015-16
I. Revenue from Operations	15	28,239,027	53,033,946
II. Other Income	16	9,387,919	17,294,339
III. Total Revenue (I +II)		37,626,946	70,328,285
IV. Expenses:			
Cost of Land, Plots & Constructed Properties & Development Rights	17	13,878,912	14,878,206
Purchase of Stock-in-Trade	18	-	9,870,824
Change in inventories of finished goods & work in progress	19	4,164,391	20,664,509
Employee Benefit Expense	20	827,666	1,190,182
Financial costs	21	2,881,658	5,019,869
Depreciation & Amortisation	22	4,110	40,370
Other Expenses	23	5,609,487	3,746,623
IV. Total Expenses		27,366,224	55,410,582
V. Profit before exceptional and extraordinary items and tax	(III - IV)	10,260,722	14,917,702
VI. Exceptional Items		-	-
VII. Profit before extraordinary items and tax	(V - VI)	10,260,722	14,917,702
VIII. Extraordinary Items		-	-
IX. Profit Before Tax	(VII - VIII)	10,260,722	14,917,702
X. Tax Expense:			
(1) Current Tax			
- Income Tax		2,160,600	3,365,524
(2) Earlier Year Tax			
- Short/(Excess) Provision of Tax		269,080	724,648
(3) Deferred Tax		78	1,667
(4) MAT Credit entitlement		1,301,180	1,834,476
XI. Profit(Loss) from the period from continuing operations	(IX-X)	6,529,784	8,991,387
XII. Earning per equity share:			
(1) Basic		0.22	0.30
(2) Diluted		0.22	0.30

Significant Accounting Policies & Notes on Accounts 24

The schedule referred above to form an integral part of the Profit & Loss in our report of even date.

For CLB & Associates

Chartered Accountants

FRN No. 124305W

sd/-

S. Sarupria

(Partner)

M.No. 035783

For and on Behalf of the Board

sd/-

Prasanna Yadav Shirke

(Director)

DIN: 07654053

sd/-

Kamlesh R. Tiwari

(Director)

DIN: 02679805

Place: Mumbai

Date: 25th May, 2017

NYSSA CORPORATION LIMITED
Formerly known as Ravinay Trading Company Limited
CIN: L70101MH1981PLC024341

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2017

	31.03.2017	31.03.2016
	Rupees	Rupees
A. CASH FLOW FROM OPERATING ACTIVITIES:		
Profit before tax and extra ordinary items	10,260,722	14,917,702
Adjustment For :		
Share of (profit)/loss from investment in partnership firm	(306,857)	-179,561
Depreciation/amortization on continuing operation	4,110	15,236
Interest expenses	2,868,600	5,000,258
Operating profit before working capital changes	12,826,575	19,753,635
Movement in Working Capital :		
Increase/(decrease) in Inventory	4,164,391	20,664,509
Increase/(decrease) in Trade receivables	2,758,626	6,190,542
Increase/(decrease) in Short Term Loan & Advances	9,784,336	23,769,059
Increase/(decrease) in Current Liabilities	(24,905,380)	(5,459,369)
Increase/(decrease) in Trade Payable	7,962,999	3,365,000
Increase/(decrease) in Other Current Assets	-	25,134
Direct taxes paid (net of refunds)	(6,170,260)	(12,109,124)
Net Cash Flow from Operating Activities(A)	6,421,287	56,199,386
B. CASH FLOW FROM INVESTING ACTIVITIES		
Investments /withdrawl in Partnership Firm	17,890,321	(4,556,104)
Purchase of Fixed Assets	(9,200)	0
Share of (profit)/loss from investment in partnership firm	306,857	179,561
Net Cash Flow from Investing Activities(B)	18,187,978	(4,376,543)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Proceed (Repayment) from long term borrowing	(4,460,908)	(19,691,180)
Increase in Advances Given	(11,740,270)	(26,337,949)
Interest Paid	(2,868,600)	(5,000,258)
Net Cash Flow from Financing Activities(C)	(19,069,778)	(51,029,387)
Net increase/(decrease) in cash & cash equivalents(A+B+C)	5,539,486	793,457
Cash and Cash equivalents (Opening Balance)	1,300,138	506,682
Cash and Cash equivalents (Closing Balance)	6,839,624	1,300,139

Previous year figure have been regrouped/ reclassified wherever necessary
As per our report of even date

For CLB & Associates

Chartered Accountants

FRN No. 124305W

sd/-

S. Sarupria

(Partner)

M.No. 035783

For and on Behalf of the Board

sd/-

Prasanna Yadav Shirke

(Director)

DIN: 07654053

sd/-

Kamlesh R. Tiwari

(Director)

DIN: 02679805

Place: Mumbai

Date: 25th May, 2017

NYSSA CORPORATION LIMITED
Formerly known as Ravinay Trading Company Limited
Notes to Accounts for year ended March 31, 2017

NOTE 1: SHARE CAPITAL

Particulars	As at 31 March, 2017		As at 31 March, 2016	
	Number of shares	Amt. (₹)	Number of shares	Amt. (₹)
(a) Authorised: 52,000,000 Equity Shares of ₹ 1/- each (Previous year 52,000,000 Equity Shares of ₹ 1/- each)	52,000,000	52,000,000	52,000,000	52,000,000
(b) Issued, subscribed and fully paid-up shares: 30,000,000 Equity Shares of ₹ 1/- each fully paid up (Previous year 30,000,000 Equity Shares of ₹ 1/- each)	30,000,000	30,000,000	30,000,000	30,000,000
Total Issued, subscribed and fully paid-up shares	30,000,000	30,000,000	30,000,000	30,000,000

(a) Reconciliation of the shares outstanding at the beginning and end of the reporting year

	As at 31 March, 2017		As at 31 March, 2016	
	Number of shares	Amt. (₹)	Number of shares	Amt. (₹)
Equity Shares				
At the beginning of the year	30,000,000	30,000,000	30,000,000	30,000,000
Add during the year	-	-	-	-
Outstanding at the end of the year	30,000,000	30,000,000	30,000,000	30,000,000

(b) Shares held by each shareholder holding more than 5% of equity share capital:

Name of the shareholder	As at 31 March, 2017		As at 31 March, 2016	
	Number of shares	% Shareholding	Number of shares	% Shareholding
Shailaji R Ruia	3,000,000	10.00	3,000,000	10.00
Rekha R Ruia	3,000,000	10.00	3,000,000	10.00

(c) Terms/rights attached to equity shares

The Company has only one class of equity shares having a par value of ₹1 per share. Each holder of equity shares is entitled to one vote per share.

The Company declares and pays dividend in Indian Rupees. The dividend proposed by the Board of directors is subject to the approval of the shareholders in ensuing Annual General Meeting. In event of liquidation of the Company, the holders of equity shares would be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The Distribution will be in proportion to the number of equity shares held by the shareholders.

Note: 2 Reserve & Surplus

(In ₹)

Sr. No	Particulars	As at 31.03.2017	As at 31.03.2016
1	Capital Reserve As Per Last Balance sheet	1,024,970	1,024,970
2	Securities Premium Reserve As Per Last Balance sheet	42,750,000	42,750,000
3	Profit and loss Account As Per Last Balance sheet	146,970,158	137,978,771
	Add: Profit for the year	6,529,784	8,991,387
	Amount available for Appropriation	153,499,942	146,970,158
	Less: Appropriations	-	-
	Balance in Profit & Loss	153,499,942	146,970,158
	Total	197,274,912	190,745,128

Note : 3 Long Term Borrowings

Sr. No	Particulars	As at 31.03.2017	As at 31.03.2016
1	Secured United Bank of India	0	21,600,510
	Less: Maturity with in one year shown in note no. 7 under Other Current Liabilities.	0	21,600,510
	ICICI HFC Ltd	12,866,841	14,892,499
	Less: Maturity with in one year shown in note no. 7 under Other Current Liabilities.	2,304,006	2,049,756
		10,562,835	12,842,743
2	Unsecured Rent Deposits	0	2,181,000
	Total	10,562,835	15,023,743

Nature of Security

- Secured by mortgage of Commercial Shop 14 located at "Aum Supreme" Old Bail Bazar, Opp. H P Petrol Pump, Kalyan West, District-Thane

Note : 4 Trade Payables

Sr. No	Particulars	As at 31.03.2017	As at 31.03.2016
1	Sundry Creditors (Net of Advances)	16,368,440	8,405,442
	Total	16,368,440	8,405,442

The Company has not received any intimation from suppliers regarding their status under the Micro, small and Medium Enterprises Development Act, 2006 and hence disclosures, if any, relating to amount unpaid as at the year end together with interest paid/payable as required under the said Act could not be furnished.

Note : 5 Other Current Liabilities

Sr. No	Particulars	As at 31.03.2017	As at 31.03.2016
1	Current maturity of Long term debt	2,304,006	23,650,266
2	Advances from Customers	12,688,342	16,582,369
3	Statutory Dues Payable	971,020	2,419,059
4	Bank Book OD	0	0
5	Deposits Against Maintenance Charges	6,600,739	4,817,793
	Total	22,564,107	47,469,487

Note : 6 Short Term Provisions

Sr. No	Particulars	As at 31.03.2017	As at 31.03.2016
1	Others Income Tax Provision	13,424,338	15,863,738
	Total	13,424,338	15,863,738

Note : 7 Fixed Assets

(In ₹)

Sr. No	Particulars	Gross Block (At Cost)				Depreciation				Net Block	
		Value at the beginning	Addition during the year	Deduction during the year	Value at the end	Value at the beginning	Addition during the year	Deduction during the year	Value at the end	WDV as on 31.03.2017	WDV as on 31.03.2016
1	Tangible Assets										
1	Computer & Printer	50,100	-	-	50,100	47,596			47,596	2,504	2,504
2	Fingerprint Biometric System	9,345	-	-	9,345	8,710	168		8,878	467	635
3	Camera	21,352	-	-	21,352	20,284		-	20,284	1,068	1,068
4	Water Dispenser		9,200	-	9,200	0	3,942		3,942	5,258	0
	SUB TOTAL	80,797	9,200	-	89,997	76,590	4,110	-	80,700	9,297	4,207
	(Current Year)	80,797	9,200	-	89,997	76,590	4,110	-	80,700	9,297	4,207
	(Previous Year)	80,797	0		80,797	61,354	15,236		76,590	4,207	19,443

Note : 8 Non Current Investment (Fully Paid, at Cost)

Sr. No	Particulars	As at 31.03.2017	As at 31.03.2016
	Trade Investment		
	Unquoted		
1	Investment in Partnership Firm	94,806,858	112,697,178
	Investment in Equity Instrument		
	Flowmore Limited (30,000 share @ ₹ 28/- per share)	840,000	840,000
	Other Investment		
	Quoted		
1	Investment in Equity Instrument Shree Vindhya Paper -4000 Share (M.V. not available)	220,000	220,000
	Total	95,866,858	113,757,178

Investment in Partnership Firm M/s. Mark Developers.

Sr. No	NAME OF PARTNER	% OF SHARING
1	Nyssa Corporation Limited	99.00
2	Ronak R Shah	1.00

Note : 9 Long Term Loans and Advances

Sr. No	Particulars	As at 31.03.2017	As at 31.03.2016
1	Business Advances	59,423,176	60,323,176
2	Other Loans & Advances Unsecured, Considered Good		
	Other Advances	70,393,975	57,753,705
	Total	129,817,151	118,076,881

Note : 10 Deferred Tax

Sr. No	Particulars	As at 31.03.2017	As at 31.03.2016
1	Deferred Tax Assets Related to Depreciation	1,991	2,069
	Total	1,991	2,069

Note : 11 Inventories

Sr. No	Particulars	As at 31.03.2017	As at 31.03.2016
1	Work-in-Progress (Value as estimated and certified by the Management)	9,010,275	13,174,666
	Total	9,010,275	13,174,666

Note : 12 Trade Receivables

Sr. No	Particulars	As at 31.03.2017	As at 31.03.2016
	Unsecured and Considered Good		
	Outstanding for a period exceeding 6 month	9,908,815	11,292,101
	Other	0	1,375,340
	Total	9,908,815	12,667,441

Note : 13 Cash & Cash Equivalent

Sr. No	Particulars	As at 31.03.2017	As at 31.03.2016
1	Bank Balance		
	Current Account with Scheduled Banks	6,352,042	904,074
	Sub Total (A)	6,352,042	904,074
2	Cash-in-Hand		
	Cash Balance	487,581	396,064
	Sub Total (B)	487,581	396,064
	Total [A + B]	6,839,624	1,300,138

Note :14 Short Terms Loans and Advances

Sr. No	Particulars	As at 31.03.2017	As at 31.03.2016
1	Business Advances	5,325,000	3,725,000
	Other Loans & Advances		
	Unsecured, Considered Good		
a	Other Advances	17,217,684	23,672,099
b	Advance Tax	16,197,938	21,127,859
	Total	38,740,622	48,524,958

Note : 15 Income from Operations

Sr. No	Particulars	F.Y. 2016-17	F.Y. 2015-16
1	Sale	-	9,860,141
2	Sale of Flats & offices	28,239,027	43,173,805
	Total	28,239,027	53,033,946

Note : 16 Other Income

Sr. No	Particulars	F.Y. 2016-17	F.Y. 2015-16
1	Profit/(Loss) from Partnership Firm-Mark Developers	306,857	179,561
2	Balances written-off	-	21,282
3	Interest Received	7,153,403	10,974,891
4	Rent Income	1,927,659	5,991,260
5	Maintance Charges Received	-	30,000
6	Other Income	-	97,345
	Total	9,387,919	17,294,339

Note : 17 Cost of Land, Plots & Constructed Properties & Development Rights

Sr. No	Particulars	F.Y. 2016-17	F.Y. 2015-16
1	Building Lift	-	1,969,721
2	Building Material	370,020	462,801
3	Cement	-	2,400,000
4	Electrical Material	183,613	83,962
5	Electrical Work	-	182,000
6	Electricity Expenses	-	699,340
7	Fire Fighting	-	3,154,208
8	Flooring Materials	130,721	-
9	Glazing Works	-	743,758
10	Other Expenses	1,985,292	2,109,192
11	Paint and Putty Exp.	48,500	99,907
12	Plumbing & Water Proofing Works	1,102,184	480,822
13	R G Area Development Charges	-	201,574
14	RCC Contractor's Charges	10,054,083	15,000
15	Steal	-	411,695
16	Tenant Cost	-	1,800,000
17	Tiles Fixing Charges	4,500	64,226
	Total	13,878,912	14,878,206

Note : 18 Purchase of Stock

Sr. No	Particulars	F.Y. 2016-17	F.Y. 2015-16
1	Purchase	-	9,870,824
	Total	-	9,870,824

Note : 19 Change in Inventories

Sr. No	Particulars	F.Y. 2016-17	F.Y. 2015-16
1	Inventories at the beginning of the year		
	Finished goods	-	-
	Work in Progress	13,174,666	33,839,175
	Inventories at the end of the year		
	Finished Goods	-	-
	Work in Progress	9,010,275	13,174,666
	Total	4,164,391	20,664,509

Note : 20 Employment Benefit Expenses

Sr. No	Particulars	F.Y. 2016-17	F.Y. 2015-16
1	Salaries & Wages		
	Salaries & Wages	827,666	1,190,182
	Total	827,666	1,190,182

Note :21 Financial Cost

Sr. No	Particulars	F.Y. 2016-17	F.Y. 2015-16
1	Interest Expense	2,868,600	5,000,258
2	Bank Charges	13,058	19,611
	Total	2,881,658	5,019,869

Note :22 Depreciation & Amortisation

Sr. No	Particulars	F.Y. 2016-17	F.Y. 2015-16
1	Depreciation on Tangible assests	4,110	15,236
2	Amortisation of Expenses Amalgamation Expenses	-	25,134
	Total	4,110	40,370

Note : 23 Other Expenses

Sr. No	Particulars	F.Y. 2016-17	F.Y. 2015-16
1	Advertisement Expenses	77,286	93,193
2	Audit Fees	71,875	72,651
3	Brokerage	-	909,776
4	Conveyance Expenses	-	72,880
5	Electricity Expenses	756,070	-
6	Listing Charges	263,837	228,000
7	Office Expenses	1,023,900	581,581
8	Printing & Stationery Expenses	44,940	68,035
9	Professional & Legal Fees	150,000	115,790
10	Registration Charges & Fees	1,170,000	11,000
11	Rent Paid	27,000	18,000
12	Repairs & Maintenance	989,755	426,205
13	ROC Fees	28,960	30,600
14	Security Expenses	727,446	954,693
15	Share transfer Fees	39,759	65,884
16	Sidling Making Charges	191,061	-
17	Swatch Bharat Cess	750	-
18	Telephone Expenses	4,288	78,272
19	Travelling Expenses	26,000	-
20	Website Maintance Charges	16,560	20,064
	Total	5,609,487	3,746,623

Schedule "24" SIGNIFICANT ACCOUNTING POLICIES & NOTES TO ACCOUNTS FOR THE YEAR ENDED 31.03.2017:-

1. Significant Accounting Policies:-

(a) Basis of Preparation of financial statements:

These financial statements have been prepared to comply with the Generally/Accepted Accounting Principles in India (Indian GAAP), including the Accounting Standards notified under the relevant provisions of Companies Act, 2013.

The financial statements are prepared on accrual basis under the historical cost convention. The financial statements are presented in Indian rupees rounded off to the nearest rupees..

(b) Revenue recognition:

Revenue from constructed properties-

- i. Assets given on perpetual lease are considered sold in the year in which the agreement to sell is executed and revenue is recognized on the percentage of completion method of accounting referred to in (ii) below.
- ii. Revenue from constructed properties is recognized on the "percentage of completion method". Total sale consideration as per the agreements to sell constructed properties entered into is recognized as revenue based on the percentage of actual project costs incurred thereon to total estimated project cost, subject to such actual cost incurred being 30 per cent or more of the total estimated project cost. Project cost includes cost of land, estimated construction and development cost of such properties. The estimates of the saleable area and costs are reviewed periodically and effect of any changes in such estimates is recognized in the period such changes are determined. However, when the total project cost is estimated to exceed total revenues from the project, the loss is recognized immediately.

(c) Fixed Assets and Depreciation:

a. Fixed Assets:

Fixed assets are stated at cost net of tax duty credits availed, accumulated depreciation and impairment losses where applicable. Cost comprises purchase price and all direct/indirect cost incurred to bring the assets to its working condition for its intended use.

b. Depreciation:

Depreciation on fixed assets is provided under SLM method on the basis of useful life as prescribed in Schedule II to the Companies Act, 2013 .

(d) Investment:

Investments are of long-term nature and are valued at cost, and include all other expenses incurred on its acquisition and interest accrued thereon, if any less any permanent diminishing in the value of investment.

(e) 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 revenues and expenses during the reporting period. Actual results could differ from those estimates and differences between actual results and estimates are recognized in the period in which the results are known/materialize

(f) Provision, Contingent Liabilities and Contingent Assets:

Provision involving substantial degree of estimation in measurement is 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.

(g) Taxation:

Income-tax expenses comprises of Current Tax, and Deferred Tax charge or credit. Provision of Current Tax is made on the assessable income at the tax rate applicable to the relevant assessment year.

Deferred Tax is recognised, subject to the consideration of prudence, on timing differences, being the difference between taxable incomes and accounting income that originate in one period and are capable of reversal in one or more subsequent periods.

2) **Notes to Accounts:-**

- i) The company has entered as a partner into partnership for development of land in and around Surat district of Gujarat in the name of M/s Mark Developers. The amount paid to this partnership, is classified as investment.
- ii) Related Party Disclosure as per Accounting Standard 18 on “Related Party Disclosures”:
(A) Names of the related parties and description of relationship:

Enterprises where control exist :	
(i) Key Management Personnel (a) Mr. Vivek Sharma	
(ii) Associates Concern (a) Mark Developers- Partnership Firm	

- (B) The following transaction was carried out with related parties in the ordinary course of business (Rupee in Lac):-

₹ in Lacs

	Partnership Firm		Key Management Personnel		Total	
	Current Year	Previous year	Current Year	Previous year	Current Year	Previous year
Introduction/(Withdrawal) in Firm (Net)	(178.90)	37.16	--	--	(178.90)	37.16

- (C) Year End Balance

Amt in Lacs

Particular		Current Year	Pervious Year
Key Management Personnel	CR	NIL	NIL
Investment in Firm	DR	948.06	1126.97

- iii) In the opinion of the Board of Directors, the current assets, loans and advances are approximately of the value stated if realized in the ordinary course of business. In the opinion of the Board of directors, the provisions for all the liabilities are adequate and not in excess of the amounts considered reasonably necessary and there are no contingent liabilities outstanding on the balance sheet date.
- iv) Earnings Per Share:

Particular	Current Year (Rupees)	Previous Year (Rupees)
Face Value Per Share	1	1
Profit after tax (excluding excess/short) provision of taxation earlier years written back/(off)	65,29,784	89,91,616
Number of shares used in computing Basic & Diluted EPS (Calculated by using Weighted Average Method)	3,00,00,000	3,00,00,000
Earning Per Share – Basic & Diluted	0.22	0.30

- v) There are no amounts due and outstanding to be credited to investor education & protection fund as at 31st March, 2017.
- vi) The company has identified two reportable segments viz. Realty & Investment. Segments have been identified and reported taking into account nature of products & services, the differing risk and returns and the internal business reporting systems. The accounting policies adopted for segment reporting are in line with the accounting policy of the Company with following additional policies for segment reporting.
- a) Revenue and expenses have been identified to a segment on the basis of relationship to operating activities of the segment. Revenue and expenses which are relate to enterprises as a whole and are not allocable to a segment on reasonable basis have been disclosed as “Unallocable”.
- b) Segment assets and segment liabilities represent assets and liabilities in respective segment. Other assets & liabilities that cannot be allocated to segment on reasonable basis have been disclosed as “Unallocable”.

(1) Primary Segment Information:

S. No.	Particular	Realty		Investment	
		2016-2017	2015-2016	2016-2017	2015-2016
1	Segment Revenue				
	External Turnover	282.39	431.74	19.28	158.92
	Less: Inter Segment				
	Net Turnover	282.39	431.74	19.28	158.92
2	Segment Result				
	Net profit before interest & Tax	47.74	49.05	80.49	148.53
	Less: Interest	28.69	50.20	0	0
	Profit before Tax	19.05	(1.15)	80.49	148.53
3	Other Information				
	Capital Employed (Assets – Liabilities)	1360.41	1313.01	553.89	536.00

vii) Auditors remuneration & expenses charges to accounts:-

	2016-2017	2015-2016
Statutory Audit Fees	40,250/-	35,000/-
Tax Audit Fees	17,250/-	15,000/-
Vat Audit Fees	14,375/-	
Others	-	22,651/-
TOTAL	71,875/-	72,651/-

viii) Balances of debtors ,creditors and Loan & advances are subject to confirmation.

ix) Disclosures on Special Banking Notes:-

During the year, the company had Specified bank notes(SBNs) or other denomination notes as defined in the MCA notification, G.S.R.308(E), dated March 31, 2017. The details of SBNs held and transacted during the period from November 8,2016, the denomination-wise SBNs and other notes as per notifications are as follow.

Particulars	SBNs	Other Denomination Notes	Total
Closing Cash in hand as on November 8, 2016	10,00,000/-	2,23,188/-	12,23,188/-
Add :- Permitted Receipts (Withdrawal from Bank)	-	1,50,000/-	1,50,000/-
Less :- Permitted payments	-	-	-
Less :- Amount deposited in banks	10,00,000/-	-	10,00,000/-
Closing cash in hand as on December 30, 2016	-	3,73,188/-	3,73,188/-

x) Additional information required vide Part II of Schedule III of Companies Act, 2013 are either Nil or not applicable.

xi) The previous years figures have been regrouped, rearranged and reclassified wherever necessary.

For CLB & Associates

Chartered Accountants

FRN No. 124305W

sd/-

S. Sarupria

(Partner)

M.No. 035783

For and on Behalf of the Board

sd/-

Prasanna Yadav Shirke

(Director)

DIN: 07654053

sd/-

Kamlesh R. Tiwari

(Director)

DIN: 02679805

Place: Mumbai

Date: 25th May, 2017.

36th Annual General Meeting
NYSSA CORPORATION LIMITED
[CIN: L70101MH1981PLC024341]

Registered office: Office No - 002, Gulmohar Complex, opposite Anupam Cinema, Station Road, Goregaon (East), Mumbai - 400063, Maharashtra, India. Phone: 022-60502425 | email: nyssacorp@gmail.com | Website: www.nyssacorporationltd.com

Form No. MGT-11
FORM OF PROXY

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

Name of Member(s) :	Email Id :
Registered Address :	Folio No. :
	*DP Id. :
No. of Shares held :	*Client Id. :

* Applicable for investors holding shares in electronic form.

I/We, being a member(s) of _____ shares of **NYSSA CORPORATION LIMITED** hereby appoint:

1. Mr./Mrs. _____ Address : _____ _____	Email Id: _____ Signature: _____
2. Mr./Mrs. _____ Address : _____ _____	Email Id: _____ Signature: _____
3. Mr./Mrs. _____ Address : _____ _____	Email Id: _____ Signature: _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Annual General Meeting of the Company to be held on Friday, September 29, 2017 at 03.30 PM (IST) at 1st Floor, Mewad Bhavan, Cello Compound, Sonawala Road, Sonawala Estate, Goregaon (East), Mumbai 400063, Maharashtra, INDIA. and at any adjournment thereof in respect of such resolutions as are indicated below:

** I wish my above Proxy to vote in the manner as indicated in the box below:

Sl. No.	Resolutions	Number of Shares held	For	Against
ORDINARY BUSINESS				
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the year ended March 31, 2017 together with the Reports of the Board of Directors and Auditor's thereon.			
2.	To consider appointment of M/s. CLB & Associates, Chartered Accountants, Mumbai, who retires at the Annual General Meeting, for the term of 4 years.			
SPECIAL BUSINESS:				
3.	To appoint Mrs. Shubhada Shirke as a Director of the Company pursuant to Section 161(1) of the Companies Act, 2013			
4.	To appoint Mr. Prasanna Shirke as a Director of the Company pursuant to Section 161(1) of the Companies Act, 2013			
5.	To fix a fee on service of documents pursuant to Section 20 of the Companies Act, 2013			

** This is optional. Please put a tick mark (x) in the appropriate column against the resolutions indicated in the box. If a member leaves the "For" or "Against" column blank against any or all of the Resolutions, the proxy will be entitled to vote in the manner he/ she thinks appropriate. If a member wishes to abstain from voting on particular resolution, he/she should write "Abstain" across the boxes against the Resolution.

Signature(s) of the Member(s)

1. _____
 2. _____
 3. _____

Affix One
rupee
Revenue
Stamp

Signed this _____ day of _____ 2017

Notes:

1. The Proxy to be effective should be deposited at the registered office of the company before commencement of the meeting at 1st Floor, Mewad Bhavan, Cello Compound, Sonawala Road, Sonawala Estate, Goregaon (East), Mumbai 400063, Maharashtra, INDIA.
2. A proxy need not be a member of the company.
3. In the case of the Joint holders, the vote of the senior who tenders vote, whether in person or by Proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of the Members.
4. The form of proxy confers authority to demand or join in demanding a poll.
5. The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.
6. In case a member wishes his/her votes to be used differently, he/she should indicate the number of shares under the columns "For" or "Against" as appropriate.

36th Annual General Meeting

NYSSA CORPORATION LIMITED
[CIN: L70101MH1981PLC024341]

Registered office: Office No - 002, Gulmohar Complex, opposite Anupam Cinema, Station Road,
 Goregaon (East), Mumbai - 400063, Maharashtra, INDIA.

Phone: 022-60502425 | email: nyssacorp@gmail.com | Website: www.nyssacorporationltd.com

Date	Venue	Time
September 29, 2017	1st Floor, Mewad Bhavan, Cello Compound, Sonawala Road, Sonawala Estate, Goregaon (East), Mumbai 400063, Maharashtra, INDIA.	03.30 PM (IST)

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING VENUE.

Folio No. _____ *DP ID No. _____ *Client ID No. _____

Name of the Member Mr./Mrs. _____ Signature _____

Name of the Proxyholder Mr./Mrs. _____ Signature _____

* Applicable for investors holding shares in electronic form.

I certify that I am the registered shareholder/proxy for the registered shareholder of the Company.

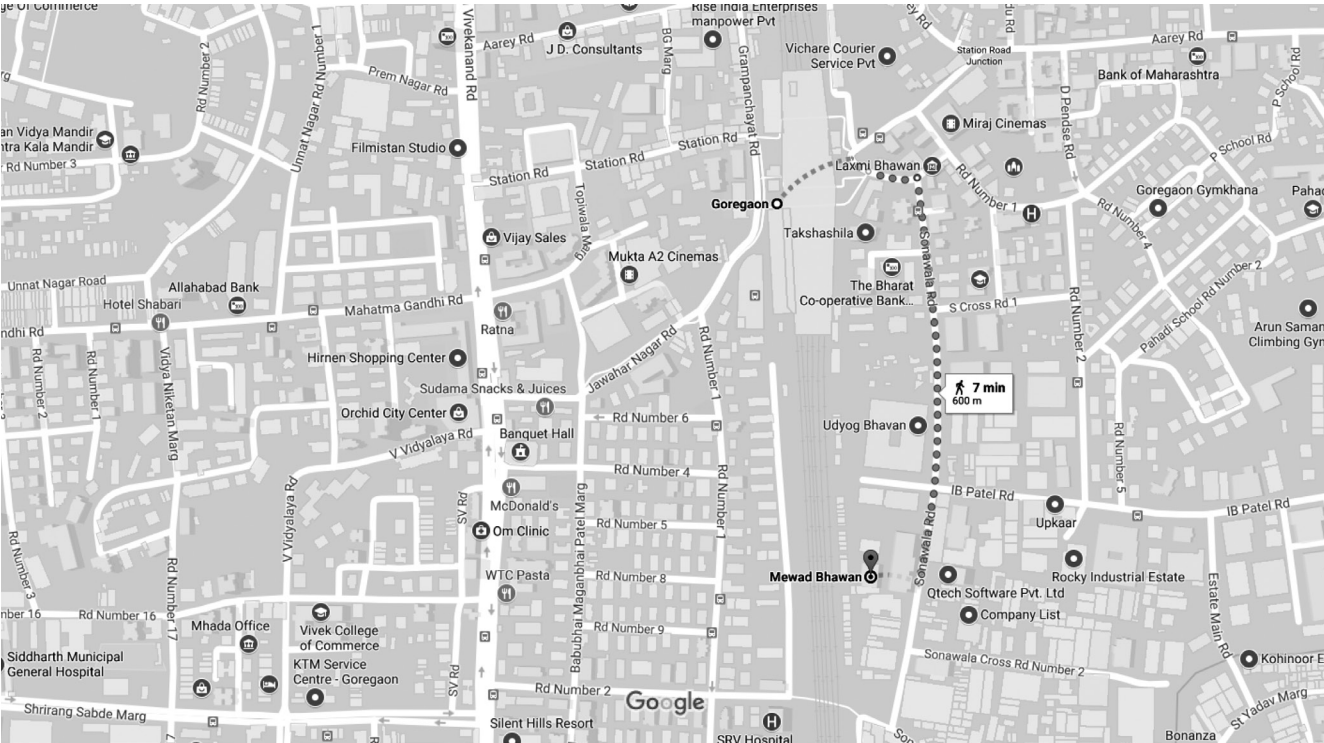
I hereby record my presence at the 36th Annual General Meeting of the Company held on Friday, September 29, 2017 at 03.30 PM (IST) 1st Floor, Mewad Bhavan, Cello Compound, Sonawala Road, Sonawala Estate, Goregaon (East), Mumbai 400063, Maharashtra, INDIA.

Signature of the Member/Proxy

Note: Electronic copy of the Notice of the Annual General Meeting with the Attendance slip and Proxy form is being sent to all the members whose email id is registered with the Company/ Depository Participant unless any meeting has been requested for a hard copy of the same. Shareholders receiving electronic copy and attending the Annual General Meeting can print copy of this Attendance Slip.

Physical copy of the Notice of the Annual General Meeting along with the Attendance Slip and Proxy Form is sent in the permitted mode(s) to all members whose email Id is not registered or has requested for hard copy.

The Route Map for the venue of AGM is given below.



BOOK-POST

Printed by : D J Logistic Solutions Pvt. Ltd. - 99231 85444

If undelivered, please return to:

NYSSA CORPORATION LTD.

[Formerly known as “Ravinay Trading Company Ltd.”]

002, Gulmohar Complex, Opp. Anupam Cinema,
Station Road, Goregaon (East), Mumbai-400063