



SUMEDHA
adding values to value

Adding Values to Value



Annual Report
2017-18

SUMEDHA FISCAL SERVICES LIMITED



SUMEDHA
adding values to value

SUMEDHA FISCAL SERVICES LIMITED

(CIN : L70101WB1989PLC047465)

REGISTERED and CORPORATE OFFICE

6A Geetanjali, 8B Middleton Street, Kolkata – 700 071

Tel: +91 33 2229 8936/6758/3237/4473 Fax: +91 33 2226 4140/2265 5830

Website: www.sumedhafiscal.com Email: kolkata@sumedhafiscal.com

BRANCH OFFICES

MUMBAI

C-703 “Marathon Innova”,
Off Ganapatrao Kadam Marg,
Opp. Peninsula Corporate Park,
Lower Parel (W) , Mumbai - 400 013
Tel: +91 22 4033 2400
Fax: +91 22 2498 2878
Email: mumbai@sumedhafiscal.com

NEW DELHI

B1/12, Safdarjung Enclave, 2nd Floor
New Delhi – 110 029
Tel: +91 11 4165 4481/4482
Fax: +91 11 4165 4483
Email: delhi@sumedhafiscal.com

AHMEDABAD

A/82, Pariseema Complex, Opp. IFCI Bhawan
C.G. Road, Ahmedabad – 380 009
Tel: +91 79 4890 5388
Fax: +91 79 4890 5388
Email: ahmedabad@sumedhafiscal.com

BANGALORE

“Park Plaza”, 1st Floor, No. 1 Park Road
(Off. Infantry Road), Tasker Town
Bangalore – 560 051
Tel: +91 80 4124 2545 / 2546
Fax: +91 80 4124 2547
Email: bangalore@sumedhafiscal.com

HYDERABAD

309/1, 3rd Floor, Krishna Plaza
Khairatabad, Hyderabad – 500 004
Tel: +91 40 4020 2826/4026 7272
Fax: +91 40 4020 2826
Email: hyderabad@sumedhafiscal.com

NSE CASH: INB231075830, NSE DERIVATIVES: INF231075830, NSE CURRENCY DERIVATIVE SEGMENT:
INE231075830, BSE CASH: INB011075836, BSE DERIVATIVES: INF011075836, MSEI (CURRENCY DERIVATIVES):
INE261075830, DEPOSITORY PARTICIPANT OF NSDL: IN-DP-NSDL-303-2008, AMFI NO: ARN - 0205, *MCX
MEMBERSHIP: INZ000045938 SEBI CATEGORY I MERCHANT BANKER: MB/INM000008753, PMS: PM/INP000004144

(* Through Subsidiary Company)

BOARD OF DIRECTORS



Mr. Ratan Lal Gaggar, Chairman
Independent Director



Dr. Basudeb Sen
Independent Director



Mr. Prashant Sekhar Panda
Independent Director



Mr. Prabhat Agarwala
Independent Director



Mr. Vijay Maheshwari
Non-Executive Director



Mr. Anil Kumar Birla
Non-Executive Director



Mr. Bijay Murmuria
Non-Executive Director



Mr. Bhawani Sankar Rathi
Wholetime Director



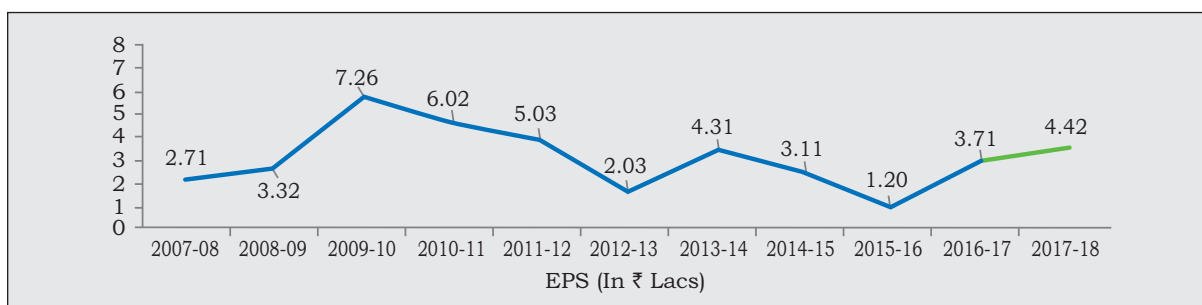
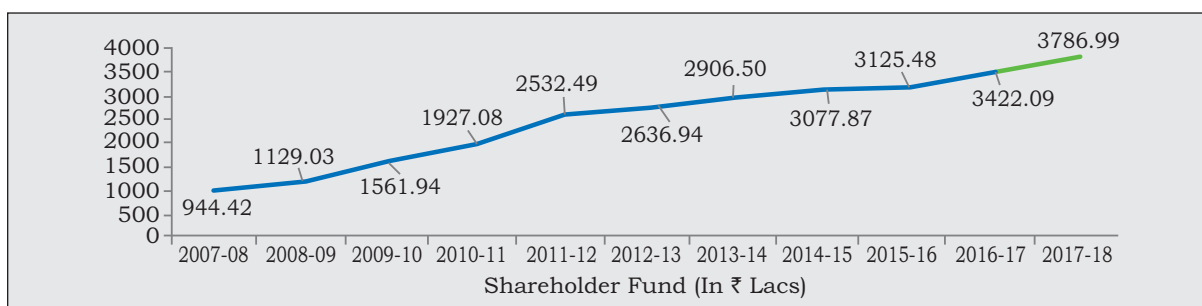
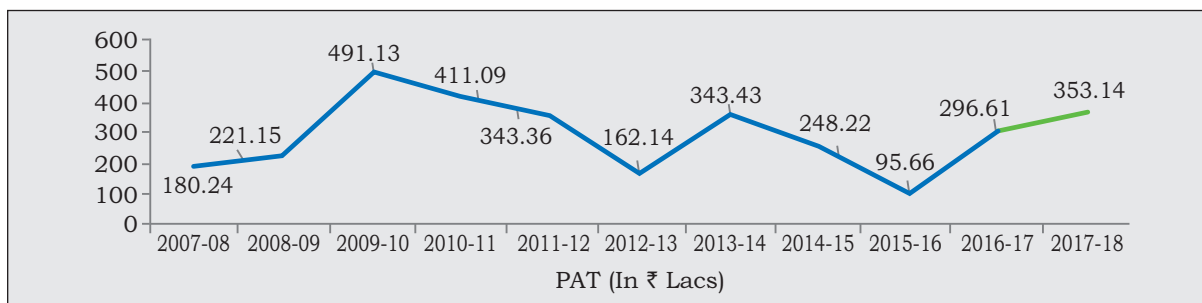
Mrs. Garima Maheshwari
Non-Executive Director



KEY BUSINESS HIGHLIGHTS IN 2017 – 2018

- PAT stood at ₹ 353.14 Lacs.
- The Investment Banking Segment continues to remain the major earning vertical accounting to 45.64% of Total Income and 68.91% of operating profits of the Company.

PERFORMANCE HIGHLIGHTS



CHAIRMAN'S ADDRESS



Dear Stakeholders,

Welcome to the 29th Annual General Meeting of your Company. I thank you for your sustained trust, encouragement and support.

Since we last met, Indian economy has come across layers of bottlenecks that

stifled the growth for decades. The perspective may be summarized in the following manner.

India's growth in recent years has been supported by prudent macroeconomic policy: a new inflation targeting framework, energy subsidy reforms, fiscal consolidation, higher quality of public expenditure and a stable balance of payment situation. In addition, recent policy reforms have helped India improve the business environment, ease inflows of foreign direct investment (FDI) and improved credit behavior.

The update points to the positive impulse expected from India's novel GST system which, while remaining more complex than comparable systems in other countries, is likely to improve the domestic flow of goods and services, contribute to the formalization of the economy and sustainably enhance growth.

India's long-term growth has become more steady, stable, diversified and resilient. In the long-run, for higher growth to be sustainable and inclusive, India needs to use land and water, which are increasingly becoming scarce resources, more productively, make growth more inclusive, and strengthen its public sector to meet the challenges of a fast growing, globalizing and increasingly middle-class economy.

Resolution of NPA & Growth

Lacs of crores of Rupees have been remaining blocked in the Indian banking system as Non-

Performing Assets withholding fresh investments and consequential growth of the economy. Existing legislations have been unable to remedy the situation over decades. Insolvency and Bankruptcy Code 2016 is envisaged to be one set of legislation addressing all the outcomes associated with loan defaults, within prescribed time-limit under supervision of the National Company Law Tribunal (NCLT). There has been several amendments thereto in quick succession, in order to address various unforeseen fallouts and also to align it with other priorities and prevent unwanted vulnerabilities. Once the implementation stabilizes through amendments and judicial pronouncements, the law would usher in a predictable course for managing loan defaults within given time-limit. Success of the process will also be dependent upon creation of adequate number of NCLT Courts as well as capacity building of the Insolvency Professionals (IPs) since the IPs are entrusted with the authority and responsibility of running the defaulting borrower-Company and lead the process to logical conclusion.

Your Company has diversified into the area through an Insolvency Profession Entity (Sumedha Management Solutions Private Limited) registered with the Insolvency and Bankruptcy Board of India).

Governance

Promoting transparency and governance has been the Government's priority and several pro-active steps have been taken in policy and execution level. Digitization is an important enabler to this direction. Despite all the achievements, India is faced with unprecedented spurt in loan defaults and frauds in public sector banks that also involves persons at the helm. This has shaken general confidence about stability of the banking system and efficacy of the internal and regulatory monitoring process. Lateral entry of competent

professionals at middle and senior levels and introduction of competence-based appointment and promotion, instead of seniority-based approach, would improve the situation.

Key area of focus

Investment Banking continues to be the focus area for the Company, as a one-stop solution for major value added corporate services. The services covered include merchant banking, loan syndication, financial restructuring, resolution of stressed assets, merger amalgamation, placements of securities. Income therefrom was Rs. 1033 lacs in FY 18 compared to Rs. 964 lacs during FY 17.

Financial performance

The Company has posted revenues of Rs. 2068 lacs during FY18 (Rs. 1569 Lacs for FY 17 - 39%

increase). Profit before Tax was Rs. 445 lacs against Rs. 511 lacs in the previous year, whereas PAT was Rs. 352 lacs compared with Rs. 356 lacs for FY17. EPS stood at Rs. 4.41 in FY18, compared to Rs. 4.46 in FY17.

Looking ahead

With positive developments all around, your Company is sure of availing the opportunities to consolidate and move forward.

Regards,

R. L. Gaggar

Chairman

www.sumedhaFiscal.com

■ INVESTMENT BANKING ■ WEALTH MANAGEMENT ■ BROKING SERVICES

VALUES S

That little addition which changes the dynamics of everything ...

...be it in the way you conduct your business, nurture relationships or in your day to day interactions.

At Sumedha, we understand why this little addition is so critical for growth and maintaining long lasting relationships. Since our inception more than a decade ago, we have nurtured these values. We today take so much pride in maintaining transparency in our dealings, of going that extra mile to ensure greater success for you and standing by you through thick and thin.

Bring that little 'S' in your business with Sumedha and experience the change yourself.

Values we stand by at Sumedha

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Corporate Information

Board of Directors

Mr. Ratan Lal Gaggar, *Chairman*
Dr. Basudeb Sen
Mr. Prashant Sekhar Panda
Mr. Prabhat Agarwala
Mr. Vijay Maheshwari
Mr. Anil Kumar Birla
Mr. Bijay Murmuria
Mr. Bhawani Sankar Rathi, *Wholetime Director*
Mrs. Garima Maheshwari

Company Secretary

Mr. Deb Kumar Sett

Registered & Corporate Office

6A, Geetanjali, 8B, Middleton Street,
Kolkata – 700071.

Corporate Identity No.: L70101WB1989PLC047465

Tel: + 91 33 2229 8936/6758/3237/4473

Fax: + 91 33 2226 4140/2265 5830

Web: www.sumedhafiscal.com

Email: kolkata@sumedhafiscal.com

Bankers

Canara Bank
HDFC Bank

Auditors

V. Singhi & Associates,
Chartered Accountants, Kolkata

Registrar & Share Transfer Agents

Maheshwari Datamatics Private Limited
23 R. N. Mukherjee Road, 5th Floor,
Kolkata - 700 001
Tel. No.: 033-2243-5029, 2248-2248
Fax No.: 033-2248 4787
Email: mdpldc@yahoo.com

Annual General Meeting

Day: Saturday
Date: 15th September, 2018
Time: 10.30 A.M.
Venue: Merchants’ Chamber of Commerce & Industry
15-B, Hemanta Basu Sarani,
Kolkata - 700 001

Sumedha Fiscal Services Ltd.

Corporate Identification Number: L70101WB1989PLC047465

Registered Office: 6A, Geetanjali, 8B, Middleton Street, Kolkata – 700071

Tel: 033-2229-8936/6758 Fax: 033-2226-4140/033-2265-5830

Email: investors@sumedhafiscal.com Website: www.sumedhafiscal.com

NOTICE OF 29TH ANNUAL GENERAL MEETING

Notice is hereby given that the Twenty Ninth Annual General Meeting of Sumedha Fiscal Services Ltd. will be held at Merchants' Chamber of Commerce & Industry, 15B Hemanta Basu Sarani, Kolkata – 700 001, on Saturday, the 15th day of September, 2018 at 10:30 AM for transaction of the following business:-

ORDINARY BUSINESS

1. To consider and adopt (a) the audited financial statement of the Company for the financial year ended March 31, 2018 and the reports of the Board of Directors and Auditors thereon; and (b) the audited consolidated financial statement of the Company for the financial year ended March 31, 2018 and the report of Auditors thereon and in this regard, pass the following resolutions as **Ordinary Resolutions**:
 - a. **“RESOLVED THAT** the Audited Financial Statement of the Company for the financial year ended March 31, 2018 and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted.”
 - b. **“RESOLVED THAT** the Audited Consolidated Financial Statement of the Company for the financial year ended March 31, 2018 and the report of Auditors thereon laid before this meeting, be and are hereby considered and adopted.”
2. To declare a dividend on equity shares for the financial year ended March 31, 2018 and in this regard, pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT a dividend at the rate of ₹1/- (One rupee only) per equity share of ₹10/- (Ten rupees) each fully paid-up of the Company be and is hereby declared for the financial year ended March 31, 2018 and the same be paid as recommended by the Board of Directors of the Company, out of the profits of the Company for the financial year ended March 31, 2018.”
3. To appoint Mr. Anil Kumar Birla, who retires by rotation as a Director and in this regard, pass the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Anil Kumar Birla (DIN: 00015948), who retires by rotation at this meeting be and is hereby appointed as a Director of the Company, liable to retire by rotation.”

SPECIAL BUSINESS

4. To re-appoint **Mr. Ratan Lal Gaggar** as an Independent Director and in this regard, pass the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17(1A) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force], Mr. Ratan Lal Gaggar (DIN: 00066068) who was appointed as an Independent Director and who holds office as an Independent Director up to March 31, 2019 and being eligible, be and is hereby re-appointed as an Independent Director of the Company, not

liable to retire by rotation and to hold office for a second term of 5 (five) consecutive years, i.e. up to March 31, 2024.”

5. To re-appoint **Dr. Basudeb Sen** as an Independent Director and in this regard, pass the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force], Dr. Basudeb Sen (DIN: 00056861), who was appointed as an Independent Director and who holds office as an Independent Director up to March 31, 2019 and being eligible, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a second term of 5 (five) consecutive years, i.e. up to March 31, 2024.”

6. To re-appoint **Mr. Prashant Sekhar Panda** as an Independent Director and in this regard, pass the following resolution as a **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force], Mr. Prashant Sekhar Panda (DIN: 00596554), who was appointed as an Independent Director and who holds office as an Independent Director up to March 31, 2019 and being eligible, be and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a second term of 5 (five) consecutive years, i.e. up to March 31, 2024.”

7. **Approval of Amendments in ‘SFSL Employee Stock Option Scheme 2011’**

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

“**RESOLVED THAT** in partial modification of earlier special resolution passed by the members of the Company on March 24, 2011 approving the SFSL Employee Stock Option Scheme 2011 contemplating grant of options to the eligible employees including Directors of the Company, pursuant to the provisions of Section 62(1)(b) and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder and in accordance with the Memorandum and Articles of Association of the Company, Regulation 7 of the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (“SEBI SBEB Regulations”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject further to such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions, the consent of the Company be and is hereby accorded to the **amended SFSL Employee Stock Option Scheme, 2011 (“Scheme”)** being amended in terms of alignment with the provisions of SEBI SBEB Regulations and variance in the provisions of the Scheme by way of amendment in the vesting period, exercise price formula, exercise period in case of separation of employees and other routine clauses with a view to enhance attractiveness of the Scheme and ensure administrative convenience thereof.”

“**RESOLVED FURTHER THAT** the Board of Directors of the Company (*hereinafter referred to as the “Board” which term shall be deemed to include Compensation Committee or any authorized committee which the Board of Directors has constituted to exercise its powers, including the powers, conferred by this resolution and as per Regulation 5 of the SEBI SBEB Regulations*) be and is hereby authorised on behalf of the Company to make any / further modifications, changes, variations, alterations or revisions in the Scheme from time to time as permitted under and in due compliance with provisions of the Companies Act, 2013 and the SEBI SBEB Regulations and

to do all such acts, deeds, matters and things and sign deeds, documents, letters and such other papers as may be necessary, desirable and expedient, as it may in its absolute discretion deem fit or necessary or desirable for such purpose including giving effect to the aforesaid amendments in the Scheme and with power on behalf of the Company to settle any questions, difficulties or doubts that may arise in this regard without requiring the Board to secure any further consent or approval of the members of the Company.”

8. Approval of amendments in ‘SFSL Employee Stock Option Scheme 2011’ envisaging grant thereunder to the eligible employees of the Subsidiary Company(ies) of the Company

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

“**RESOLVED THAT** in partial modification of earlier special resolution passed by the members of the Company on March 24, 2011 approving the SFSL Employee Stock Option Scheme 2011 contemplating grant of options to the eligible employees including Directors of the Subsidiary Company(ies) of the Company, pursuant to the provisions of Section 62(1)(b) and other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder and in accordance with the Memorandum and Articles of Association of the Company, Regulation 7 of the Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (“SEBI SBEB Regulations”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject further to such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions, the consent of the Company be and is hereby accorded to the **amended SFSL Employee Stock Option Scheme, 2011 (“Scheme”)** being amended in terms of alignment with the provisions of SEBI SBEB Regulations and variance in the provisions of the Scheme by way of amendment in the vesting period, exercise price formula, exercise period in case of separation of employees and other routine clauses with a view to enhance attractiveness of the Scheme and ensure administrative convenience thereof.”

“**RESOLVED FURTHER THAT** the Board of Directors of the Company (*hereinafter referred to as the “Board” which term shall be deemed to include Compensation Committee or any authorized committee which the Board of Directors has constituted to exercise its powers, including the powers, conferred by this resolution and as per Regulation 5 of the SEBI SBEB Regulations*) be and is hereby authorised on behalf of the Company to make any further modifications, changes, variations, alterations or revisions in the Scheme from time to time as permitted under and in due compliance with provisions of the Companies Act, 2013 and the SEBI SBEB Regulations and to do all such acts, deeds, matters and things and sign deeds, documents, letters and such other papers as may be necessary, desirable and expedient, as it may in its absolute discretion deem fit or necessary or desirable for such purpose including giving effect to the aforesaid amendments in the Scheme and with power on behalf of the Company to settle any questions, difficulties or doubts that may arise in this regard without requiring the Board to secure any further consent or approval of the members of the Company.”

Registered Office:
6A, Geetanjali,
8B, Middleton Street,
Kolkata – 700 071.
Date: 11th August, 2018

By Order of the Board
Deb Kumar Sett
Company Secretary

Notes:

1. A Statement pursuant to Section 102(1) of the Companies Act, 2013 (“the Act”), relating to the Special Business to be transacted at the Annual General Meeting (“Meeting”) is annexed hereto.
2. **A member entitled to attend and vote at the Meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty-eight 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. The holder of proxy shall prove his identity at the time of attending the Meeting.
3. Attendance slip, proxy form and the route map of the venue of the Meeting are annexed hereto.
4. Corporate members intending to send their authorised representative(s) to attend the Meeting are requested to send to the Company a certified true copy of the relevant Board Resolution together with the specimen signature(s) of the representative(s) authorised under the said Board Resolution to attend and vote on their behalf at the Meeting.
5. The Register of Members and Share Transfer Books of the Company will remain closed from **Monday, September 10, 2018 to Saturday, September 15, 2018** (both days inclusive). The **Book Closure** dates have been fixed in consultation with the Stock Exchanges.
6. The Company is providing facility for voting by electronic means (e-voting) through an electronic voting system which will include remote e-voting and the business set out in the Notice will be transacted through such voting. Information and instructions including details of user id and password relating to e-voting are sent herewith. Once the vote on a resolution is cast by a member, whether partially or otherwise, the member shall not be allowed to change it subsequently or cast the vote again. The members who have cast their vote(s) by using remote e-voting may also attend the Meeting but shall not be entitled to cast their vote(s) again at the Meeting.
7. In terms of the provisions of Section 152 of the Act, Mr. Anil Kumar Birla, Director, retire by rotation at the Meeting. Nomination and Remuneration Committee and the Board of Directors of the Company commend his re-appointment.
8. Mr. Anil Kumar Birla is interested in the Ordinary Resolution set out at Item Nos. 3 of the Notice with regard to his re-appointment. Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the Ordinary Business set out under Item Nos. 1 to 3 of the Notice.
9. The requirement to place the matter relating to appointment of Auditors for ratification by members at every Annual General Meeting is done away with vide notification dated May 7, 2018 issued by the Ministry of Corporate Affairs, New Delhi. Accordingly, no resolution is proposed for ratification of appointment of Auditors, who were appointed in the Annual General Meeting held on **September 23, 2017**.
10. Details of Directors retiring by rotation / seeking re-appointment at the ensuing Meeting are provided in the “**Annexure**” to the Notice.
11. Members / Proxies / Authorised Representatives are requested to bring to the Meeting necessary details of their shareholding, attendance slip(s) and copies of Annual Report. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote at the Meeting.
12. Relevant documents referred to in the Notice are open for inspection by the members at the Registered Office of the

Company on all working days (i.e. except Saturdays, Sundays and Public Holidays) during business hours up to the date of the Meeting. The aforesaid documents will be also available for inspection by members at the Meeting.

13. The dividend on equity shares, if declared at the Meeting, will be credited a week / despatched within 30 days from the conclusion of the Meeting to those members whose names appear on the Company's Register of Members on the Record Date fixed for the purpose; in respect of the shares held in dematerialised mode, the dividend will be paid to members whose names are furnished by National Securities Depository Limited and Central Depository Services (India) Limited as beneficial owners as on that date.
14. Members holding shares in electronic mode are requested to intimate any change in their address or bank mandates to their Depository Participants ("DPs") with whom they are maintaining their demat accounts. Members holding shares in physical mode are requested to advise any change in their address or bank mandates to the Company / Company's Registrar and Transfer Agents, i.e. Maheshwari Datamatics Private Limited ("MDPL"). The Bank Mandate Form (**NECS Mandate**) is annexed herewith and can be downloaded from website of the Company through the link (http://www.sumedhafiscal.com/ecs_mandate.pdf).
15. Pursuant to Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of Listing Regulations, the Company is pleased to provide the facility to Members to exercise their right to vote on the resolutions proposed to be passed at AGM by electronic means. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on **Saturday, September 08, 2018**, being the **cut-off date**, are entitled to vote on the Resolutions set forth in this Notice.

Members may cast their votes on electronic voting system from any place other than the venue of the meeting (remote e-voting). The **remote e-voting period** will commence at **Wednesday, September 12, 2018** (9.00 A.M. IST) and end on **Friday, September 14, 2018** (5.00 P.M. IST). Voting by ballot process shall be available at the AGM and the Members attending the AGM who have not cast their vote by remote e-voting shall be eligible to vote at the AGM. The Company has appointed M/s. A. K. Labh, a firm of Company Secretaries in Practice, to act as the Scrutinizer, to scrutinize the entire e-voting process in a fair and transparent manner. The Members desiring to vote through remote e-voting are requested to refer to the detailed procedure given hereinafter.

PROCEDURE FOR REMOTE E-VOTING

- I. The Company has entered into an arrangement with Central Depository Services (India) Limited (**CDSL**) for facilitating remote e-voting for AGM. The instructions for remote e-voting are as under:
 - (i) The voting period begins on Wednesday, September 12, 2018 (9.00 A.M. IST) and ends on Friday, September 14, 2018 (5.00 P.M. IST). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of September 08, 2018 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
 - (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
 - (iii) The shareholders should log on to the e-voting website www.evotingindia.com.
 - (iv) Click on Shareholders.
 - (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.
	<ul style="list-style-type: none"> In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend Bank Details	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login
OR Date of Birth (DOB)	<ul style="list-style-type: none"> If both the details are not recorded with the depository or Company please enter the member ID/folio number in the Dividend Bank details field as mentioned in instruction (iv).

- (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 to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (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 Sumedha Fiscal Services Ltd. 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 a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xviii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) **Shareholders can also cast their vote using CDSL’s mobile app “CDSL 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 Non – Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xxi) In case of 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.
- II. The results of the electronic voting shall be declared to the Stock Exchanges after the AGM. The results along with the Scrutinizer’s Report, shall also be placed on the website of the Company.
16. The Company has transferred the unpaid or unclaimed dividends declared up to financial years 2009-10, from time to time, to the Investor Education and Protection Fund (IEPF) established by the Central Government. The Company has uploaded the details of unpaid and unclaimed dividends lying with the Company as on September 23, 2017 (date of the previous Annual General Meeting) on the website of the Company and the same can be accessed through the link: <http://www.sumedhafiscal.com/UnpaidUnclaimedDividend.asp>. The said details have also been uploaded on the website of the IEPF Authority and the same can be accessed through the link: www.iepf.gov.in.
17. (a) **Adhering to the various requirements set out in the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended, the Company has, during financial year 2017-18, transferred to the IEPF Authority all shares in respect of which dividend had remained unpaid or unclaimed for seven consecutive years or more as on the due date of transfer, i.e. October 31, 2017. Details of shares transferred to the IEPF Authority are available on the website of the Company and the same can be accessed through the link: <http://www.sumedhafiscal.com/shares-iepf.asp>. The said details have also been uploaded on the website of the IEPF Authority and the same can be accessed through the link: www.iepf.gov.in.**
- (b) **Members may note that shares as well as unclaimed dividends transferred to IEPF Authority can be claimed back from them. Concerned members/ investors are advised to visit the weblink: <http://www.iepf.gov.in/IEPFA/refund.html> or contact MDPL for lodging claim for refund of shares and / or dividend from the IEPF Authority.**
18. **SEBI has decided that securities of listed companies can be transferred only in dematerialised form from a cut-off date, to be notified. In view of the above and to avail various benefits of dematerialisation, members are advised to dematerialise shares held by them in physical form.**
19. Due dates for transfer of unclaimed/unpaid dividends for the financial year 2010-11 and thereafter to IEPF:

FY ended	Declaration Date	Due Date
March 31, 2011	20-Aug-11	26-Sep-18
March 31, 2012	25-Aug-12	01-Oct-19
March 31, 2013	10-Aug-13	16-Sep-20
March 31, 2014	13-Sep-14	20-Oct-21
March 31, 2015	12-Sep-15	19-Oct-22
March 31, 2016	17-Sep-16	24-Oct-23
March 31, 2017	23-Sep-17	30-Oct-24

20. Members desiring any information relating to the accounts are requested to write to the Company well in advance so as to enable the management to keep the information ready.

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (“THE ACT”)

The following Statement sets out all material facts relating to the Special Business mentioned in the Notice:

Item Nos. 4, 5 and 6

Mr. Ratan Lal Gaggar (DIN: 00066068), Dr. Basudeb Sen (DIN: 00056861) and Mr. Prashant Sekhar Panda (DIN: 00596554) were appointed as Independent Directors of the Company and they hold office as an Independent Director of the Company up to March 31, 2019 (“first term”).

The Nomination and Remuneration Committee of the Board of Directors (**NRC**), on the basis of the report of performance evaluation, has recommended re-appointments of Mr. Ratan Lal Gaggar, Dr. Basudeb Sen and Mr. Prashant Sekhar Panda as Independent Directors for a second term of 5 (five) consecutive years on the Board of the Company.

The Board, based on the performance evaluation and as per the recommendation of the NRC, considers that, given their respective backgrounds and experience and contributions made by each of them during their tenures, their continued association would be beneficial to the Company and it is desirable to continue to avail their services as Independent Directors. Accordingly, it is proposed to re-appoint Mr. Ratan Lal Gaggar, Dr. Basudeb Sen and Mr. Prashant Sekhar Panda as Independent Directors of the Company, not liable to retire by rotation, for a second term of 5 (five) consecutive years on the Board of the Company. Mr. R. L. Gaggar (aged 85 years) has been recommended for re-appointment pursuant to Regulation 17(1A) of the Listing Regulations, 2015 due to his long association and substantial value creation for the Company.

None of Mr. Ratan Lal Gaggar, Dr. Basudeb Sen and Mr. Prashant Sekhar Panda is disqualified from being appointed as a Director in terms of Section 164 of the Act and they have given their consent to act as a Director.

The Company has also received declaration from all of them that they meet the criteria of independence as prescribed both under Section 149(6) of the Act and under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”).

In the opinion of the Board, Mr. Ratan Lal Gaggar, Dr. Basudeb Sen and Mr. Prashant Sekhar Panda fulfils the conditions for appointment as an Independent Director as specified in the Act and the Listing Regulations. All of the said Directors are independent of the management.

Details of Mr. Ratan Lal Gaggar, Dr. Basudeb Sen and Mr. Prashant Sekhar Panda, are provided in the “Annexure” to the Notice. They shall be paid remuneration by way of fee for attending meetings of the Board or Committees thereof, reimbursement of expenses for participating in the Board and other meetings.

Copy of draft letter of appointment of Mr. Ratan Lal Gaggar, Dr. Basudeb Sen and Mr. Prashant Sekhar Panda setting out the terms and conditions of appointment are available for inspection by the members at the registered office of the Company.

Mr. Ratan Lal Gaggar, Dr. Basudeb Sen and Mr. Prashant Sekhar Panda are respectively interested in the resolution set out at Item Nos. 4, 5 and 6 of the Notice with regard to their re-appointments. Their respective Relatives may be deemed to be interested in the resolutions to the extent of their shareholding interest, if any, in the Company. Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolutions.

This statement may also be regarded as an appropriate disclosure under the Act and the Listing Regulations.

The Board commends the Special Resolutions set out at Item Nos. 4, 5 and 6 of the Notice for approval by the members.

EXPLANATORY STATEMENTS UNDER SECTION 102 OF THE COMPANIES ACT, 2013

Item Nos. 7 and 8

Approval of Amendments in 'SFSL Employee Stock Option Scheme 2011'

The Company had implemented an equity based compensation plan namely the SFSL Employee Stock Option Scheme 2011 ("Scheme") pursuant to members' approval vide special resolution dated March 24, 2011. The Scheme was implemented with a view to attract and retain key talents by way of rewarding their performance and motivate them to contribute to the overall corporate growth and profitability.

The said Scheme was framed and implemented in due compliance with the then prevailing Securities and Exchange Board of India (Employees Stock Option Scheme and Employees Stock Purchase Scheme) Guidelines, 1999 ("Guidelines"). Since then, there have been significant regulatory changes namely introduction of (i) Companies Act, 2013 repealing erstwhile Companies Act, 1956; and (ii) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 ("SEBI SBEB Regulations") repealing erstwhile SEBI ESOS Guidelines. Although the Scheme has been compliant with the SEBI SBEB Regulations as on today, the Scheme (prior to amendment) referred to the erstwhile Guidelines and provisions therein. Thus, it was thought expedient to update the Scheme in line with the current regulations.

The Scheme was originally approved and implemented in year 2011 and with efflux of time, it is also considered expedient to review some of its terms with a view to bring-in attractiveness, better controllability and administrative convenience. To achieve the same, amended Scheme proposes to vary some of its terms by way of (i) increasing the maximum vesting period from 3 to 4 years, (ii) changing the exercise price formula to any price not lesser than the face value of shares giving more flexibility to rationalize use of options/ equity dilution with trade off with exercise price, where-ever needed, (iii) re-defining of shorter exercise period in case of separation from employment/ service due to various reasons including death and permanent disability of grantees, and (iv) inserting/ modifying certain routine clauses to ensure administrative convenience.

As per SEBI SBEB Regulations, a company may vary the terms of an employee stock option or Scheme provided such variation is not prejudicial to the interests of the employees and that the proposal is approved by the members by way of a special resolution. The proposed variation/ amendment of exercise price as aforesaid, is not detrimental to the interests of the employees. The beneficiaries of the variation/ amendment are eligible employees of the Company and of its subsidiaries.

Subject to your approval, the Compensation of the Board of Directors and the Board of Directors of the Company have approved the amended ESOS – 2014 vide their respective resolutions, both dated August 11, 2018.

Given the details of variation/ amendment, rationale thereof and beneficiaries of such variation, as per SEBI SBEB Regulations, your approval is sought for the variation/amendment to the Scheme in the lines stated above.

Features of Scheme remain the same as originally approved except as stated above. However, the features are reproduced in terms of SEBI SBEB Regulations, as under:

a. Brief description of the Scheme

The Scheme is being implemented with a view to attract, retain, incentivise and motivate retain, key talents of the Company and its subsidiaries that would lead to higher corporate growth and shareholders' value. Options granted shall vest only after vesting period and subject to satisfaction of vesting conditions. After vesting of options, the vested options can be exercised by the employees. Company shall issue shares upon exercise and the concerned employee may like to hold the shares till a time period at his/ her discretion and sell the shares to earn incentives. Nomination and Remuneration Committee ("Committee") of the Board of Directors is to supervise and administer the Scheme.

b. Total number of Options to be granted

The Scheme as originally approved contemplated not exceeding 3,99,221 (Three Lakh Ninety Nine Thousand Two Hundred and Twenty One) options exercisable into not exceeding 3,99,221 (Three Lakh Ninety Nine Thousand Two Hundred and Twenty One) Equity Shares of the Company of face value of ₹ 10/- each fully paid up.

c. Identification of classes of employees entitled to participate in the Scheme

(i) a permanent employee of the Company who has been working in India or outside India; or (ii) a Director of the Company, whether whole-time or not, but excluding an Independent Director; or (iii) an employee defined in clauses (i) and (ii) hereof one or more subsidiaries, present or future, of the Company, in India or outside India, but excludes-

- a) an employee who is a Promoter or belongs to the Promoter Group; or
- b) a Director who either by himself/herself or through his /her relatives or through any-body corporate, directly or indirectly holds more than 10% of the outstanding Equity Shares of the Company.

d. Requirements of vesting and period of vesting

All the Options granted on any date shall vest not earlier than 1 (One) year and not later than a maximum of 4 (Four) years from the date of grant of Options as may be determined by the Committee. Specific vesting schedule from one occasion of grant to another may vary. The minimum requirement of vesting is a grantee employee's retention with the Company or subsidiary, as the case may be. Apart from that the Committee may prescribe for achievement of performance conditions for vesting.

e. Maximum period within which the options shall be vested

All the Options granted on any date shall vest not later than a maximum of 4 (Four) years from the date of grant of Options as may be determined by the Committee.

f. Exercise price or pricing formula

Exercise price per option shall be such as may be decided by the Committee being not lesser than the face value of an Equity Share at the time of grant of such Option. Exercise price per Option may be different from grant to grant depending upon any discount considered from the market price prevailing as on date of grant.

g. Exercise period and the process of Exercise

The Exercise period would commence from the date of vesting and will expire on completion 3 (Three) years from the date of respective vesting or such other shorter period as may be decided by the Committee from time to time.

The vested option shall be exercisable by the employees by a written application to the Company expressing his/her desire to exercise such Options in such manner and on such format as may be prescribed by the Committee from time to time. The Options shall lapse if not exercised within the specified exercise period.

h. Appraisal process for determining the eligibility of employees under the Scheme

The Committee shall determine the eligibility criteria for the employees and the directors of the Company and the subsidiary companies under the Scheme. The eligibility criteria shall, inter alia, include company performance parameters as well as individual performance parameters as may be deemed appropriate by the Committee. Employees against whom any disciplinary proceedings are initiated / pending are not eligible.

i. Maximum number of Options to be issued per employee and in aggregate

As originally envisaged under the Scheme, no single employee shall be granted, in a block of 5 years commencing from the date on which options are first granted to him/her, options to subscribe more than 1% of the issued and subscribed share capital of the Company as on 9-Nov-13 i.e. 79,844 Shares (as adjusted for any bonus, rights, sub-division or other re-organization of the capital structure of the Company from time to time). The aggregate of all such grants under the Scheme shall not exceed the total options reserved.

j. Maximum quantum of benefits to be provided per employee under the Scheme

There is no contemplation of provision of any monetary benefit except the grant of options. In this context, the maximum quantum of benefits underlying the options issued to an eligible employee shall depend upon the market price of the shares as on the date of exercise of options/ sell of shares.

k. Route of Scheme implementation

The Scheme shall be implemented and administered directly by the Company. In case Company wishes otherwise, it may be intimated to/ prior approval sought from the members in due course as per applicable laws.

l. Source of acquisition of shares under the Scheme

The Scheme as originally contemplated and as amended envisages fresh/new issue of shares by the Company.

m. Amount of loan to be provided for implementation of the scheme(s) by the Company to the trust, its tenure, utilization, repayment terms, etc.

This is not applicable.

n. Maximum percentage of secondary acquisition

This is not applicable.

o. Accounting and Disclosure Policies

The Company shall follow the Guidance Note on Accounting for Employee Share-based Payments and/or any relevant Accounting Standards as may be prescribed by the competent authorities from time to time, including the disclosure requirements prescribed therein.

p. Method of option valuation

The Company will adopt the fair value method for valuation of options. Notwithstanding the above, the Company may adopt any other method as may be required under prevailing applicable laws.

q. Declaration

In case the Company opts for expensing of share based employee benefits using the intrinsic value, the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value of the options and the impact of this difference on profits and on Earning Per Share (“EPS”) of the Company shall also be disclosed in the Directors’ Report.

A draft copy each of original and amended version of Schemes are available for inspection at the Company’s Registered Office / Corporate Office during official hours on all working days (excluding Saturdays, Sundays and Holidays) till September 15, 2018.

None of the Directors, Key Managerial Personnel of the Company including their relatives are interested or concerned in the resolution, except to the extent of their entitlements, if any, under the Scheme.

In light of above, you are requested to accord your approval to the Special Resolutions as set out at Agenda Items Nos. 7 and 8 of the accompanying Notice.

Registered Office:
6A, Geetanjali,
8B, Middleton Street,
Kolkata – 700 071.
Date: 11th August, 2018

By Order of the Board
Deb Kumar Sett
Company Secretary

**PARTICULARS RELATING TO DIRECTOR PROPOSED
TO BE APPOINTED/RE-APPOINTED**

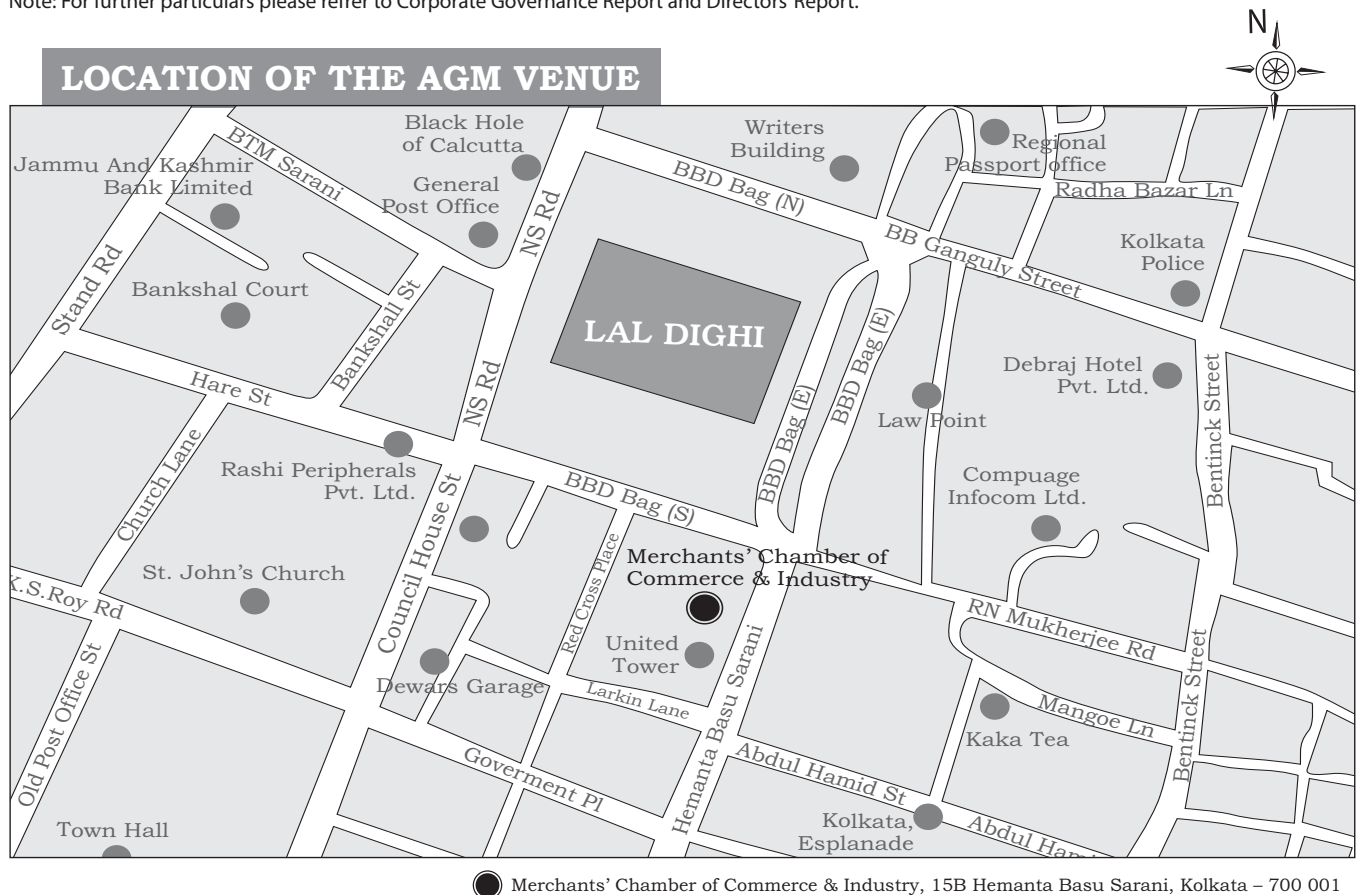
Name	Mr. Anil Kumar Birla	
Date of Birth	12-Oct-1965 (Age : 52.5 years)	
Date of Appointment	30-Nov-2005	
Qualifications	B.Com, FCA	
Expertise/Experience	Mr. Birla, is a practicing Chartered Accountant with wide ranging experience in Audit, Strategy Formulation and Financial Planning. He has proven leadership skills for motivating teams to achieve Company objectives. He has 31 years of experience in the area.	
No. of Board Meeting attended during the year	4 out of 4	
Chairman/Member of the Committee of the Company	Stakeholders Relationship Committee, Member Management Committee, Member	
Other Directorships / Membership or Chairmanship of Committees of other Boards	Name of the Company	Committee Membership, if any
	<input type="checkbox"/> Listed Companies	
	-	
	<input type="checkbox"/> Unlisted Companies	
	1. Span Health Care Pvt. Ltd.	
	2. Schoolcity Learning India Pvt. Ltd.	
	3. Vardaan Advisors Pvt. Ltd.	
	4. Span Healthcare Consulting Pvt. Ltd.	
Details of Remuneration	Fees of attending meetings of the Board of Directors of the Company and Committees thereof.	
Shareholding in the Company (as on 31.03.2018)	6,000 Equity Shares of ₹ 10/- each	
Relationship	Not related to any Director or Key Managerial Personnel	
Terms and conditions of appointment or re-appointment	Subject to rotational retirement	

Name	Mr. Ratan Lal Gaggar	
Date of Birth	01-Dec-1932 (Age : 85 years)	
Date of Appointment	30-Mar-1993	
Qualifications	B.A., LLB	
Expertise/Experience	Mr. Gaggar is an eminent Solicitor and ranks amongst the foremost Legal Practitioners in the Country and his expertise has been of considerable support to the Company. He is having experience of 61 years.	
No. of Board Meeting attended during the year	4 out of 4	
Chairman/Member of the Committee of the Company	Chairman of the Board of Directors of the Company	
Other Directorships / Membership or Chairmanship of committees of other Boards	Name of the Company	Committee Membership, if any
	<input type="checkbox"/> Listed Companies	
	1. Sarda Plywood Industries Ltd.	<input type="radio"/> Audit Committee, Member <input type="radio"/> Shareholders/ Investors Grievance Committee, Member <input type="radio"/> Remuneration Committee, Member
	2. TIL Ltd.	<input type="radio"/> Audit Committee, Member <input type="radio"/> Share Transfer Committee, Member <input type="radio"/> Remuneration Committee, Chairman
	3. International Combustion (India) Ltd.	<input type="radio"/> Audit Committee, Member <input type="radio"/> Remuneration Committee, Member
	4. Machino Plastics Ltd.	
	5. Shree Cement Ltd.	<input type="radio"/> Audit Committee, Member <input type="radio"/> Nomination and Remuneration Committee, Chairman <input type="radio"/> Stakeholders' Relationship Committee, Chairman
	<input type="checkbox"/> Unlisted Companies	
	6. Subhash Kabini Power Corporation Ltd.	<input type="radio"/> Audit Committee, Member <input type="radio"/> Nomination and Remuneration Committee, Member
	7. Paharpur Cooling Towers Ltd.	<input type="radio"/> Audit Committee, Member <input type="radio"/> Selection Committee, Chairman <input type="radio"/> Remuneration Committee, Chairman <input type="radio"/> Management Committee, Member
	8. Machino Polymer Ltd.	
	9. Mayfair Hotels & Resorts Ltd.	
	Details of Remuneration	Fees of attending meetings of the Board of Directors of the Company.
Shareholding in the Company (as on 31.03.2018)	Nil	
Relationship	Not related to any Director or Key Managerial Personnel	
Terms and conditions of appointment or re-appointment	Re-appointment as an Independent Director, for the second term of 5 (five) consecutive years, i.e. up to March 31, 2024. Not liable to retire by rotation.	

Name	Dr. Basudeb Sen	
Date of Birth	16-Jan-1948 (Age : 70 years)	
Date of Appointment	28-Dec-2005 (Appointed as Independent Director since 13-Sep-14)	
Qualifications	M.A. (Econ.), Ph.D., (ISMP-AMP) of Harvard Business School	
Expertise/Experience	Dr. Sen has over four decades of association with the banking and mutual fund industry. He is also associated with infrastructure and manufacturing sectors for a considerable period of time. He has held top positions in a number of commercial banks and institutions. His knowledge and expertise in Commercial Banking, Investment Management and Strategic Planning adds significant value to the Company. He has about 45 years of experience in diverse areas.	
No. of Board Meeting attended during the year	3 out of 4	
Chairman/Member of the Committee of the Company	-	
Other Directorships / Membership or Chairmanship of committees of other Boards	Name of the Company	Committee Membership, if any
	<input type="checkbox"/> Listed Companies	
	1. Dhunseri Petrochem Ltd.	<input type="radio"/> Audit Committee, Member <input type="radio"/> Stakeholders Relationship Committee, Member <input type="radio"/> Share Transfer Committee, Member <input type="radio"/> Corporate Social Responsibility Committee, Member <input type="radio"/> Nomination and Remuneration Committee, Chairman
Details of Remuneration	Fees of attending meetings of the Board of Directors of the Company.	
Shareholding in the Company (as on 31.03.2018)	4,000 Equity Shares of ₹ 10/- each	
Inter-se Relationship	Not related to any Director or Key Managerial Personnel.	
Terms and conditions of appointment or re-appointment	Re-appointment as an Independent Director, for the second term of 5 (five) consecutive years, i.e. up to March 31, 2024. Not liable to retire by rotation.	

Name	Mr. Prashant Sekhar Panda	
Date of Birth	25-Jan-1956 (Age: 62 years)	
Date of Appointment	24-Jan-2009 (Appointed as Independent Director since 13-Sep-14)	
Qualifications	B.Com (Hons), FCA	
Expertise/Experience	Mr. Panda is a Practicing Chartered Accountant with vast exposure in finance and audit. He is having expertise in Company Laws, Income Tax Laws, Service Tax Laws, Computer-based Accounting Practices. He has having about 35 years of experience.	
No. of Board Meeting attended during the year	3 out of 4	
Chairman/Member of the Committee of the Company	<input type="radio"/> Audit Committee, Chairman <input type="radio"/> Stakeholders Relationship Committee, Chairman <input type="radio"/> Nomination and Remuneration Committee, Chairman	
Other Directorships / Membership or Chairmanship of committees of other Boards	Name of the Company	Committee Membership, if any
	<input type="checkbox"/> Listed Companies	
	-	
	<input type="checkbox"/> Unlisted Companies	
	1. SFSL Commodity Trading Pvt. Ltd.	-
2. Somnath Commercials (P) Ltd.	-	
3. Devika Properties (P) Ltd.	-	
4. Odisha Tourism Development Corporation Ltd.		
Details of Remuneration	Fees of attending meetings of the Board of Directors of the Company and Committees thereof.	
Shareholding in the Company (as on 31.03.2018)	Nil	
Inter-se Relationship	Not related to any Director or Key Managerial Personnel.	
Terms and conditions of appointment or re-appointment	Re-appointment as an Independent Director, not liable to retire by rotation and to hold office for a second term of 5 (five) consecutive years, i.e. up to March 31, 2024.	

Note: For further particulars please refer to Corporate Governance Report and Directors' Report.



CERTIFICATION BY CFO OF THE COMPANY

- A. We have reviewed Financial Statements and the Cash Flow Statement for the year ended 31-Mar-18 and that to the best of our knowledge and belief;
- B. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- C. These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- D. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.
- E. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which they are aware and the steps they have taken or propose to take to rectify these deficiencies.
- F. We have indicated to the Auditors and the Audit Committee:
- 1) Significant changes in internal control over financial reporting during the year;
 - 2) Significant changes in accounting policies during the year and that the same have been disclosed in the Notes to the Financial Statements; and
 - 3) Instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.
- G. We further declare that all Board members and Senior Management Personnel have affirmed compliance with the Code of Conduct of the Company during the year under review.

Place: Kolkata

Date : 19th May, 2018

Bhawani Sankar Rathi

Wholetime Director

Girdhari Lal Dadhich

Chief Financial Officer

DIRECTORS' REPORT TO THE SHAREHOLDERS

Dear Members,

Your Directors are pleased to present the Twenty-Ninth Annual Report together with the Audited Financial Statements for the year ended March 31, 2018.

Financial Highlights

(₹ in Lacs)

	Year ended 31.03.2018	Year ended 31.03.2017
Total Income	2163.61	1696.57
Cash Profit	494.52	555.36
Less: Depreciation	49.87	44.08
Profit before Tax	444.65	511.28
Less: Provision for Taxation	114.00	139.40
Add / (Less): Deferred Tax	22.15	(19.11)
Profit after Tax (Net of adjustment for earlier years)	353.14	355.71
Other Comprehensive Income	3.05	1.31
Add : Retained Earning brought forward	2461.99	2153.02
Balance available for appropriation	2818.18	2510.04
APPROPRIATION		
Less: Dividend Paid (Including Dividend Tax)	96.09	48.05
Balance carried to Balance Sheet	2722.09	2461.99

Operational Review

In 2017-18, your Company's total Income from Operations stood at ₹ 2067.65 lacs as against ₹ 1487.48 lacs during the previous year, an increase of 39% over last year.

Your Company continued its focus on fee based activities (Investment Banking) and income therefrom was ₹ 987.40 lacs as against ₹ 871.40 lacs during the previous year, recording an increase of 13.31%. It continues to be the thrust area for the Company.

Income from Capital Market Operation for the year has been ₹ 232.91 lacs as against ₹ 268.21 lacs during the previous year, registering a marginal decline of 13.42% over last year.

Income from Other Sources was at ₹ 95.96 lacs as against ₹ 127 lacs during the previous year.

There has not been any change in the nature of business of the Company.

Indian Accounting Standards

Pursuant to the notification dated February 16, 2015 issued by the Ministry of Corporate Affairs, the Company has adopted the Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standard) Rules, 2015. Accordingly, the Financial Statements have been prepared in compliance with Ind AS and the comparative information of the previous years have been provided as per the prescribed requirements. Accordingly, the subsidiary, associate and joint venture companies also have adopted Ind AS (irrespective of their net worth).

Dividend & Reserves

The Board of Directors is pleased to recommend a dividend of Re. 1/- per share (10%) for the year ended March 31, 2018, subject to the approval of the Members at the 29th Annual General Meeting.

During the year under review, there was no transfer to General Reserve (Previous year ₹ 20,505/-).

Employee Stock Option Scheme

SFSL Employee Stock Option Scheme, 2011 was framed and implemented in compliance with then prevailing Securities and Exchange Board of India (Employees Stock Option Scheme and Employees Stock Purchase Scheme) Guidelines, 1999 (“Guidelines”). Since then, there have been significant regulatory changes namely introduction of (i) Companies Act, 2013 repealing erstwhile Companies Act, 1956; and (ii) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (“**SEBI SBEB Regulations**”) repealing erstwhile SEBI ESOS Guidelines. Although the Scheme has been compliant with the SEBI SBEB Regulations as on today, the Scheme (prior to amendment) referred to the erstwhile Guidelines and provisions therein. Thus, it was thought expedient to update the Scheme in line with the current regulations.

The Scheme was originally approved and implemented in year 2011 and with efflux of time, it is also considered expedient to review some of its terms with a view to bring-in attractiveness, better controllability and administrative convenience. To achieve the same, amended Scheme proposes to vary some of its terms by way of (i) increasing the maximum vesting period from 3 to 4 years, (ii) changing the exercise price formula to any price not lesser than the face value of shares giving more flexibility to rationalize use of options/ equity dilution with trade off with exercise price, where-ever needed, (iii) re-defining of shorter exercise period in case of separation from employment/ service due to various reasons including death and permanent disability of grantees, and (iv) inserting/ modifying certain routine clauses to ensure administrative convenience. Further particulars about the amended Stock Option Scheme 2011 are provided in the Explanatory Statement to the Notice convening the 29th Annual General Meeting of the Company.

No shares have been issued under the aforesaid Scheme during the FY 2017-18. Disclosures with respect to Stock Options, as required under Regulation 14 of the SEBI SBEB Regulations are available on the Company’s website <http://www.sumedhafiscal.com> under the section INVESTORS/ESOP DISCLOSURE.

Your Company’s Auditors, M/s. V. Singhi & Associates have certified that the Employees Stock Option Scheme of the Company have been implemented in accordance with the Regulations and the resolutions passed by the members in this regard.

Share Capital

The Paid-up Equity Share Capital as at March 31, 2018 stood at ₹ 7,98,44,240/-. During the year under review, the Company has not issued shares with differential voting rights nor has granted any stock options or sweat equity. As on March 31, 2018, none of the Directors of the Company hold instruments convertible into equity shares of the Company.

Management Discussion and Analysis Report

In terms of requirements of Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI LODR), a Management Discussion and Analysis Report is attached **Annexure – I** forming part of this Report.

Report on Corporate Governance

In terms of requirements of Regulation 34 of the SEBI LODR, a Report on Corporate Governance together with Auditors’ Certificate regarding compliance of Conditions of Corporate Governance are attached as **Annexure - II** and **Annexure - III**, forming part of this Report.

Consolidated Financial Statement

In accordance with Section 136 of the Companies Act, 2013 and Regulation 34 of the Listing Regulations read with other applicable provisions, your Directors have attached the Consolidated Financial Statements of the Company for the financial year ended March 31, 2018, prepared in accordance with applicable Ind AS, which form a part of the Annual Report. The financial statements including consolidated financial statements and the audited accounts of the subsidiary are available on the Company’s website <http://www.sumedhafiscal.com/financials.asp>.

Accordingly a statement in Form **AOC-1** is attached to the Financial Statements of the Company for your information.

Performance Subsidiary:

- **SFSL Commodity Trading Pvt. Ltd. - Subsidiary**

During the year the Company recorded Total Revenue of ₹ 17,22,525/- (previous year ₹ 17,01,538/-) and Net Profit of ₹ 10,04,544/- for the year ended 31st March, 2018 (Previous Year: ₹ 1,49,331/-).

The Company continues to be cautious while undertaking Commodity Broking business and continue to explore larger growth opportunities.

Performance of Associate Companies

- **Capita Finance Services Ltd.**

During the year the Company recorded Total Revenue of ₹ 4,43,883/- (previous year ₹ 15,13,584/-) and Net profit of ₹ 2,55,171/- for the year ended 31st March, 2018 against Loss in the Previous Year of ₹ 6,19,485/-.

The Company continues to explore growth opportunities.

- **SFSL Insurance Advisory Services Pvt. Ltd.**

During the year the Company recorded Total Revenue of ₹ 1,56,200/- (previous year ₹ 78,394/-) and Net Profit of ₹ 92,582/- for the year ended 31st March, 2018 (Previous Year: ₹ 16,276/-).

The Company continues to explore growth opportunities.

- **SFSL Risk Management Services Pvt. Ltd.**

During the year the Company recorded Total Revenue of ₹ 2,02,934/- (previous year ₹ 1,07,475/-) and Net Profit of ₹ 1,03,509/- for the year ended 31st March, 2018 (Previous Year of ₹ 12,566/-).

The Company continues to explore growth opportunities.

- **US Infotech Pvt. Ltd.**

During the year the Company recorded Total Revenue of ₹ 25,44,137/- (previous year ₹ 22,51,396/-) and Net Profit of ₹ 11,56,026/- for the year ended 31st March, 2018 (Previous Year : ₹ 6,14,747/-).

The Company continues to explore growth opportunities.

- **Brandshoots Ventures Pvt. Ltd.**

Brandshoots Ventures Pvt. Ltd. is incorporated on 06th October, 2016. During the year the Company recorded a revenue of ₹ 6,38,931/- (Previous year : Nil) and booked Net Loss of ₹ 4,49,491/- for the year ended 31st March, 2018 (Previous year : ₹ 3,86,726/-).

The Company is building requisite eco-system to support start-up entities.

Material Subsidiary

In accordance with the Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 (**Listing Regulations**), the unlisted subsidiary of this Company is not a material subsidiary. The Company has formulated a policy for determining material subsidiary. The policy has can be accessed at the Company's website at http://www.sumedhafiscal.com/material_subsidary.pdf.

Scheme of Amalgamation

The Company's Associates (Capita Finance Services Ltd., SFSL Risk Management Services Pvt. Ltd., SFSL Insurance Advisory Services Pvt. Ltd. - Transferor Companies) are in the process of amalgamation with US Infotech Pvt. Ltd. (Transferee Company, an Associate). The Scheme is having Appointed Date on April 1, 2017 and the matter is pending before the Hon'ble National Company Law Tribunal, Kolkata Bench, Kolkata. Transferor Companies include companies other than the Associates, as aforesaid.

Corporate Social Responsibility

The Company is not yet required to comply to with the requirement associated with Section 135 of the Companies Act, 2013.

Business Responsibility Report

The Company is not required to comply with the requirements associated with Regulation 34(2)(f) of the Listing Regulations, 2015.

Secretarial Standards

The applicable Secretarial Standards, i.e. SS-1 and SS-2, relating to 'Meetings of the Board of Directors' and 'General Meetings', respectively, have been duly followed by the Company.

Directors' Responsibility Statement

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

- (i) that in the preparation of the Annual Accounts for the year ended March 31, 2018, the applicable accounting standards have been followed and there are no material departure;
- (ii) and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2018 and profits of the Company for the year ended on that date;
- (iii) that Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) the annual accounts have been prepared on a going concern basis;
- (v) that the Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- (vi) 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.

Directors

Members of the Company at its 28th Annual General Meeting held on 23rd September, 2017, approved re-appointment of Mrs. Garima Maheshwari (DIN – 07001628) as a Director liable to retire by rotation.

In accordance with the provisions of Section 152 of the Companies Act, 2013 and the Company's Articles of Association, Mr. Anil Kumar Birla (DIN – 00015948), Director, retire by rotation at the forthcoming Annual General Meeting and being eligible offers himself for re-appointment. The Board of Directors on recommendation of the Nomination and Remuneration Committee has recommended his re-appointment.

The tenure of Mr. R. L. Gaggar, Dr. Basudeb Sen and Mr. Prashant Sekhar Panda, Independent Directors, expires on March 31, 2019. The Company has received their respective consents for re-appointment as Independent Director as well as Notices u/s. 160 of Companies Act, 2013 proposing their re-appointments. Nomination and Remuneration Committee and the Board of Directors have recommended their re-appointments. The matter is being placed before the members at the forthcoming Annual General Meeting for their required approvals.

The Independent Directors of your Company have confirmed that they meet the criteria of Independence as prescribed under Section 149 of the Companies Act, 2013 and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Mr. Atul Chandra Varma, Independent Director, has resigned from the Board due to his other pre-occupations. The Board acknowledged his deep involvement in the affairs of the Company and leading role in the Risk Management and Corporate Governance process of the Company.

Board Evaluation

The Company had annual evaluation of its Board, Committees and individual Directors pursuant to the provisions of Companies Act, 2013 and Listing Regulations. The Nomination and Remuneration Committee (**NRC**) specified the methodology for effective evaluation of performance of Board and Committees and individual Directors and also finalised the Evaluation Statement (containing required particulars as per Guidance Note issued by the SEBI) and authorized the Board to undertake the evaluation process. The Evaluation Statement was reviewed by the Independent Directors.

The performance of individual directors was evaluated on parameters, such as, number of meetings attended, contribution made in the discussions, contribution towards formulation of the growth strategy of the Company,

independence of judgement, safeguarding the interest of the Company and minority shareholders etc. The Board then evaluated the performance of the Board, Committees and the individual Directors in the prescribed manner.

Number of Meetings of the Board

Four meetings of the Board were held during the year ended 31st March, 2018.

Key Managerial Personnel (KMP)

The Company is having the following Key Managerial Personnel during the year -

Name	Designation
Mr. Bhawani Sankar Rathi	Wholetime Director
Mr. Deb Kumar Sett	Company Secretary
Mr. Girdhari Lal Dadhich	Chief Financial Officer

Committees of the Board

The Board of Directors has the following Committees:

1. Audit Committee
2. Nomination and Remuneration Committee
3. Stakeholders' Relationship Committee

The details of the Committees along with their composition, number of meetings and attendance at the meetings are provided in the Corporate Governance Report.

Loans, Guarantees or Investments

Details of Loans, Guarantees and Investments covered under the provisions of Section 186(4) of the Companies Act, 2013 are provided in the Notes to Financial Statements.

Vigil Mechanism / Whistle Blower Policy

The Company has a Whistle Blower Policy to report genuine concerns or grievances. The Whistle Blower Policy has been posted on the website of the Company http://www.sumedhafiscal.com/whistle_blower_policy.pdf.

Remuneration and Nomination Policy

The Company is having a Nomination and Remuneration Policy for determining remuneration of its Directors, Key Managerial Personnel and Senior Management and other matters provided under Section 178(3) of the Companies Act, 2013, adopted by the Board. The details of this policy have been posted on the website of the Company http://www.sumedhafiscal.com/remuneration_policy.pdf.

The Remuneration Policy has also been outlined in the Corporate Governance Report forming part of this Annual Report.

Related Party Transactions

All transactions entered with Related Parties for the year under review were on arm's length basis and required particulars such transactions are disclosed in form **AOC-2** in terms of Section 134 of the Companies Act, 2013. Further, there is no material related party transaction during the year.

All Related Party Transactions are placed before the Audit Committee (for approval) as well as the Board of Directors on a quarterly basis. There has not been any Omnibus approval for such transactions pursuant to Regulation 23 of the Listing Regulations, 2015.

The particulars of Contracts or Arrangements made with related parties pursuant to Section 188(1) of the Companies Act, 2013, furnished in Form **AOC-2**, is attached to this Report as **Annexure - IV**.

In line with the requirements of the Companies Act, 2013 and Listing Regulations, your Company has formulated a Policy on Related Party Transactions which is also available on http://www.sumedhafiscal.com/policy_on_rpt.pdf. The Policy intends to ensure that proper reporting, approval and disclosure processes are in place for all transactions between the Company and Related Parties.

Risk Management Policy and Internal Financial Control

The Company has a risk management policy, the objective of which is to lay down a structured framework for identifying potential threats to the organisation on a regular basis, assessing likelihood of their occurrence, designate risk owners to continually evaluate the emergent risks and plan measures to mitigate the impact on the Company, to the extent possible. The framework and the system are reviewed from time to time to enhance their usefulness and effectiveness. The policy recognizes that all risks in the business cannot be eliminated but these could be controlled or minimised through effective mitigation measures, effective internal controls and by defining risk limits.

A comprehensive Risk Management Framework has been put in place for each of the businesses segments of the Company which is stringently followed for the management of risks, including categorisation thereof based on their impact on the organisation. Such categorisation gives highest weightage to the risks which have the potential to threaten the existence of the Company. The risks with higher severity receive more attention and management time and it is the endeavour of the Company to strengthen internal controls and other mitigation measures on a continuous basis to improve the risk profile of the Company.

Risk Management System has been integrated with the requirements of internal controls as referred to in Section 134(5)(e) of the Companies Act, 2013 to evolve risk related controls.

Deposits

The Company has neither accepted nor renewed any deposits during the year. No deposit has remained unpaid or unclaimed at the end of the year under review.

Going Concern Status

No significant and material orders have been passed by the Regulators or Courts or Tribunals impacting the going concern status of the Company and its operation in the future.

Material Changes and Commitments

There has not been any material change and commitment affecting the financial position of the Company occurred between the end of the Financial Year 2017-18 and the date of the Report.

Compliance System

Based on quarterly reports on the status of statutory compliance from Departmental Heads/ Responsibility Centres, the Company Secretary issues Certificate under Section 205 of the Companies Act, 2013 (**Act**) and Rules made thereunder. The Certificate is also endorsed by the Wholetime Director of the Company and placed before the Audit Committee and Board of Directors for review.

The status of Statutory Compliance is verified by the Internal Auditors and Secretarial Auditors pursuant to Sections 138 and 204 of the Companies Act, 2013.

Annual Return

Annual Return of the Company pursuant to the provisions of Section 92 of the Companies Act, 2013, has been uploaded to the website of the Company and can be accessed at http://www.sumedhafiscal.com/annual_return.asp.

AUDITORS

Statutory Auditors

M/s. V. Singhi & Associates, Chartered Accountants, 4, Mangoe Lane, Ground Floor, Kolkata – 700001 (Firm Registration No. 311017E) were appointed as the Statutory Auditors of the Company for a period of 5 (five) consecutive years for the period from Financial Year 2017-18 to 2021-22, at the 28th AGM of the Company held on 23-Sep-17.

The Board and the Audit Committee has approved their continuation as Statutory Auditors of the Company for the Financial Year 2018-19, based on their consent and confirmation of eligibility dated May 8, 2018.

The Notes on financial statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments. The Auditors' Report does not contain any qualification, reservation, adverse remark or disclaimer.

Secretarial Audit

In terms of the requirements of Section 204 of the Companies Act, 2013 and the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2014, M/s. A. K. Labh & Co., Practicing Company Secretaries has been re-appointed to conduct the Secretarial Audit of the Company for FY 2017-18.

Based on the consent received from M/s. A. K. Labh & Co. and recommendation of the Audit Committee, the Board has appointed them as Secretarial Auditor of the Company for FY 2018-19.

The Secretarial Audit Report for FY 2017-18 (attached as **Annexure – V**) is free from any qualification.

Cost Audit

The Company is not engaged in production of goods or providing services pursuant to Section 148 of the Act and therefore not required to comply with the requirements thereunder.

Board's Response on Auditors' Qualification, Reservation or Adverse Remark or Disclaimer Made

There are no qualifications, reservations or adverse remarks made by the Statutory Auditors in their report or by the Practicing Company Secretary in their Secretarial Audit Report. During the year, there has been no instances of frauds reported by Auditors under section 143(12) of the Companies Act, 2013.

Significant and Material Orders Passed by the Courts/ Regulators

None.

Disclosure Under the Sexual Harassment of Women At Workplace (Prevention, Prohibition And Redressal) Act, 2013

The Company has a Prevention of Sexual Harassment Policy in line with the requirements of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013. During the period under review, no complaint was received by the Internal Complaint Committee.

Conservation of Energy and Technology Absorption

Since the Company does not own any manufacturing facility, the other particulars relating to conservation of energy and technology absorption stipulated in the Companies (Accounts) Rules, 2014 are not applicable.

Foreign Exchange Earning and Outgo

Foreign Exchange earnings and outgo during the year under review were ₹ 6.96 Lacs and ₹ 4.94 Lacs, respectively (previous year ₹ 77.47 Lacs and ₹ 9.10 Lacs, respectively).

Risk Management

The Company, as an Intermediary (Merchant Banker, Stock Broker, Depository Participant, Portfolio Management Service provider) is registered with the Securities and Exchange Board of India (SEBI) and is required to comply with the prescribed risk management measures. Accordingly, the quarterly status of various risks being faced by the Company and measures for mitigation thereof are placed before the Audit Committee and Board of Directors of the Company, for review and appropriate measures. Further details about the pertinent risks are contained in the statement of Management Discussion and Analysis (**Annexure I**).

Particulars of Employees

The ratio of the remuneration of each Director to the median employee's remuneration and other particulars or details of employees pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are attached to this Report as **Annexure VI**. None of the employees of the Company is in receipt of remuneration coming under purview of the said Section/Rule.

Appreciation

We acknowledge our appreciation to Shareholders, Bankers, Regulators, National Stock Exchange, Multi-Commodity Exchange, Bombay Stock Exchange and Clients for their continued support. The Board also takes this opportunity to express its whole-hearted appreciation of the efforts put in by the employees at all levels. We look forward to the future with confidence and stand committed to creating a brighter future for all shareholders.

On Behalf of the Board

Ratan Lal Gagar
Chairman

Place : Kolkata

Date : 11th August, 2018

Annexure – I

MANAGEMENT DISCUSSION & ANALYSIS

ECONOMY: REVIEW

The Economic Survey of India for 2017 by OECD has characterized it as –

- Growth has been strong
- Tax reform could make growth more inclusive
- Policy reforms at the state and municipal levels could boost productivity and reduce spatial disparities (inequality due to natural disadvantages of some regions relative to others).

Economic growth of around 7½% makes India the fastest-growing G20 economy. The acceleration of structural reforms, the move towards a rule-based policy framework and low commodity prices have provided a strong growth impetus. Recent deregulation measures and efforts to improve the ease of doing business have boosted foreign investment. Investment is still held back by the relatively high corporate income tax rates, a slow land acquisition process, regulations which remain stringent in some areas, weak corporate balance sheets, high non-performing loans which weigh on banks' lending and infrastructure bottlenecks. Quality job creation has been low, held back by complex labour laws. However increase in crude prices to impact inflation and hurt growth.

Capital Markets

Sensex has reached 36024 points despite sobering aftermath of demonetization and disruptions from the implementation of the GST. Market regulator SEBI's momentous reform, giving the green signal to the much awaited universal exchanges (trading in securities & commodities) and to relax the entry norms for foreign portfolio investors boosted sentiment. The market shrugged off fiscal deficit concerns. Movement of oil price and Fed's rate hikes are to cast their spell on Indian capital market. Tighter US monetary policy will hurt portfolio inflows into emerging markets such as India.

Revival of lending by PSBs

Insolvency and Bankruptcy Code 2016 (IBC) intends to effectively resolve distressed companies and safeguard the interest of all stakeholders. If it fails, then the Company goes to liquidation. It is a collective mechanism for resolving insolvency within a framework of equity and fairness to all stakeholders to preserve economic value in the process. The privilege of selecting a resolution plan for a distressed company has been given to financial creditors owing to their ability to take business decisions and create value. IBC has not fundamentally introduced any new powers of enforcement for creditors that were not available earlier, but has armed lenders with the additional privilege of deciding how best to revive the Company. However, at the resolution stage, the immediate focus tends to be on debt payouts to lenders rather than on charting a course to get the Company back on its feet. This payout is, in turn, guided by an evaluation matrix prepared by financial creditors with a focus on the amount of upfront and deferred payment that will be paid to them. Thus the resolution plan seems more like a recovery plan.

The recent IBC amendment ordinance proposes that only 66% (as opposed to 75%) of the financial creditors are required to approve a resolution plan. This would enable larger resolutions in coming times.

Easing of the norms for genuine promoters to take part in the resolution process associated with their company will act as a catalyst in the government and RBI's efforts towards stressed asset resolution. Enabling MSME promoters to bid for their companies under the IBC resolution process will help in speedy resolution in a large number of cases. The decision to treat home-buyers on par with financial creditors will also prove to be a substantial relief for a large section of the society and will also give a boost to the real-estate sector.

Higher bids placed for the stressed assets under the IBC process show that it has already started working and has potential in the resolution of the NPA cases whereby the banks can recover significantly.

Outlook

Global economic recovery is expected to continue and could revive India exports. The key events to watch out for would be India's Annual budget, rate hikes by global central banks, monsoon trends, followed by news flow on run up to state and general elections. Key risks include (a) Higher-than-expected crude oil prices and weaker than-expected GST revenues, (b) Twin balance sheet stress (Overleveraged companies and high Non Performing Assets of the banks), (c) Pace of rate hikes by global central banks, (d) Upcoming election outcomes and (e) Geopolitical situation.

The valuation of key Indices (Nifty/Sensex) appear to be stretched as against the historical averages. However, India remains one of the few regions with structural long term growth drivers. The concerted efforts by government to revive the investment cycle, benefits of decent monsoons and pay hike, will help revive the growth in corporate earnings, which has been muted for few years.

A comprehensive tax reform would promote inclusive growth. Effective implementation of the Goods and Services Tax would support competitiveness, investment and economic growth. Government's plans to reduce the corporate income tax rate and broaden the base will serve the same objectives. Ensuring clarity and certainty in tax legislation and employing more skilled tax officers would strengthen the tax administration and make the system fairer and more effective.

Highlights of Financial Performance during FY 2017-18

- Total Income from Operation of ₹ 2164 Lacs (₹ 1697 Lacs for FY16-17)
- Profit Before Tax of ₹ 445 lacs (₹ 511 lacs in FY16-17)
- Net Profit of ₹ 352 lacs (₹ 356 lacs in FY16-17)
- Basic EPS after extra ordinary items stood at ₹ 4.41, compared to ₹ 4.46 in FY16-17.

BUSINESS OVERVIEW

Investment Banking

Investment Banking continues to be the major revenue earning division of the Company, contributing around 46% to total revenue for the year under review. Performance of this segment improved overall in revenue terms but below its potential due to stagnant investment climate in the economy and weak corporate investment activity. Reluctance of public sector banks for fresh lending due to regulatory restrictions and uncertainties of repayment/recovery also contributed to the scenario.

The Company provides merchant banking, loan syndication, financial restructuring, portfolio resolution of stressed assets, M&A and equity placements under its investment banking division. In spite of challenging situation in the market Income from this segment has recorded ₹ 987 lacs (previous year ₹ 871 lacs).

Capital Market Operation

Capital Market Division of the Company offers equity, currency and commodity broking and wealth management for institutional and individual clients.

The market remained buoyant during most of the year and driven mainly by transactions from FIIs and domestic Institutions. Participation of common man has been very low. The scenario is featured with low margin, high investment in hardware and software, high compliance cost and growing regulatory requirements. The Company has recorded an income of ₹ 233 lacs against ₹ 268 lacs during FY16 -17.

Risks & Concerns

The Company is subject to following broad risks -

- Operational Risk
- Market Risk
- Financial Risk
- Compliance Risk

The Company is having a system of risk management commensurate with its size and nature of activities to address

the consequent vulnerability. Quarterly reports on relevant areas are placed before the Audit Committee and the Board of Directors of the Company. All major risks are identified, monitored and acted upon within the internal framework. However the Company is not yet required to constitute a Risk Management Committee pursuant to Regulation 21 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Internal Control Systems

The Company currently operates in areas related to Investment Banking, Wealth Management and Broking Services. The Company is having all the required regulatory approvals with clear demarcation of operational and compliance responsibilities. Quarterly status thereof are reviewed by the Internal Auditors (external) and placed before the Audit Committee and the Board for remedial measures, if any.

There has been no material developments in the area of Human Resources.

The Company had 64 permanent employees during the year under review.

Cautionary Statement

This Management Discussion and Analysis provides the details of the Company objectives. Statements detailed here are not exhaustive but are for information purposes only. The actual performance of the Company in future may vary substantially from those outlined herein. Some of the statements written herein are forward looking and should not be construed as a guarantee of performance. The readers must exercise their due diligence before forming any opinion based on this statement.

For and on behalf of the Board

Place : Kolkata
Date : 19th May, 2018

Ratan Lal Gagar
Chairman

Annexure – II

CORPORATE GOVERNANCE REPORT

COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

Your Company is of the belief that sound Corporate Governance is vital to enhance and retain stakeholder trust. Good Governance underpins the success and integrity of the organisation, institutions and markets. It is one of the essential pillars for building an efficient and sustainable environment, systems and practices to ensure that the affairs of the Company are being managed in a way which ensure accountability, transparency, fairness in all its transactions in the widest sense and meeting its stakeholder's aspirations and societal expectations. Your Company is committed to adopt the best governance practices and their adherence in the true spirit at all times. It envisages the attainment of a high level of transparency and accountability in the functioning of the Company and in the way it conducts business internally and externally.

In line with the above philosophy, your Company continuously strives for excellence through adoption of best governance and disclosure practices. The Company recognises that good governance is a continuing exercise and thus reiterates its commitment to pursue highest standard of Corporate Governance in the overall interest of its stakeholders. Your Company has been consistently working for the betterment of the governance system and is committed to doing things in the right way which includes but not limited to compliance with its applicable statutory requirements.

THE HIGHLIGHT OF THE CORPORATE GOVERNANCE SYSTEM INCLUDES:

1. The Board of Directors of the Company is well represented with Executive, Non-Executive and Independent Non-Executive Directors with the Non-Executive Independent Director as Chairman. As on the date of this report, the Independent & Non-Executive Directors form about 44.44% of the Board of Directors.
2. The Board has constituted several Committees viz. Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, as required statutorily. The Board is empowered to constitute additional functional Committees depending upon the business needs. Accordingly, Management Committee of Directors has been formed to address routine decision-making in ordinary course of its business.
3. The Company has established a Code of Conduct for Directors and Senior Management of the Company.
4. Whistle Blower Policy wherein the Employees and Directors may have the direct access to the Chairperson of the Audit Committee.
5. Risk Management framework to identify the risk for its businesses, to assess the probability of its occurrence and its mitigation plans. The information about the framework is placed before the Board of Directors and the Audit Committee, periodically.

BOARD OF DIRECTORS

The Company is managed and guided by the Board of Directors ("**Board**"). The Board formulates the strategy, regularly reviews the performance of the Company and determines the purpose and values of the Company. The Board provides and evaluates the strategic direction of the Company, management policies and their effectiveness and ensures that the long-term interests of the shareholders are being served. The Board with the support of the Wholetime Director and senior executives oversees the functional matters of the Company.

As on the date of this report, the Board comprises of nine (9) Directors - 4 (four) Non-Executive and Independent Directors, 4 (four) Non-Executive Non-Independent Directors [including 1(one) woman Director] and 1 (one) Wholetime Director. All the members of the Board are eminent persons with professional expertise and valuable experience in their respective areas of specialisation and bring a wide range of skills and experience to the Board.

None of the Directors on the Board is a Member on more than 10 Committees, and Chairperson of more than 5 Committees across all listed companies in which he is a Director. Necessary disclosures regarding Committee positions have been made by the Directors.

Meetings of the Board

The Board of Directors met four times during the FY 2017-18 ended on March 31, 2018. The interval between any two successive meetings did not exceed one hundred and twenty days. Board Meetings were held on May 20, 2017, August 12, 2017, November 11, 2017 and February 10, 2018.

INDEPENDENT DIRECTORS

All the Independent Directors have confirmed that they meet the criteria as stipulated under Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') read with Section 149(6) of the Companies Act, 2013. All such declarations were placed before the Board. The maximum tenure of independent directors is in compliance with the Companies Act, 2013 and the terms and conditions of their appointment have been disclosed on the website of the Company. All the 5 (five) Independent Directors were present at their Meetings held on May 20, 2017 and February 10, 2018. Particulars of the Independent Directors are stated the following table viz. "COMPOSITION OF THE BOARD".

FAMILIARISATION PROGRAMME FOR INDEPENDENT DIRECTORS

All the Directors including Independent Directors are provided with the necessary documents / brochures, reports and internal policies, codes of conduct to enable them to familiarise with the Company's procedure and practices. Directors are regularly updated on performance of each line of business of the Company, business strategy going forward and new initiatives being taken / proposed to be taken by the Company through presentation. The details of the familiarisation programme of the Independent Directors are available on the Company's website at http://www.sumedhafiscal.com/familiarization_programme.pdf.

COMPOSITION OF THE BOARD

The composition of the Board of Directors, their attendance at Board Meetings held during the year and at the last Annual General Meeting (AGM) as also the details of Directorships and Committee positions held by them in other companies are given below:-

Name of the Director	Category	No. of Board Meetings		Attendance at last AGM held on September 23, 2017	No. of other Directorships ¹	No. of Committees position held in other companies ²	
		Held	Attended			Chairman	Member
Mr. Ratan Lal Gaggar, Chairman DIN: 00066068	Independent Non-Executive Director	4	4	Yes	9	1	6
Dr. Basudeb Sen DIN: 00056861	Independent Non-Executive Director	4	3	No	1	-	2
Mr. Atul Chandra Varma ³ DIN: 03281839	Independent Non-Executive Director	4	3	Yes	1	-	-
Mr. Vijay Maheshwari DIN: 00216687	Promoter & Non-Executive Director	4	3	Yes	3	-	-
Mr. Prashant Sekhar Panda DIN: 00596554	Independent Non-Executive Director	4	3	Yes	2	-	-
Mr. Prabhat Agarwala DIN: 01063586	Independent Non-Executive Director	4	4	No	-	-	-
Mr. Anil Kumar Birla DIN: 00015948	Non-Executive Director	4	4	No	-	-	-
Mr. Bijay Murmuria DIN: 00216534	Promoter & Non-Executive Director	4	4	Yes	2	-	-
Mrs. Garima Maheshwari ⁴ DIN: 07001628	Non-Executive Director	4	2	No	-	-	-
Mr. Bhawani Sankar Rathi DIN: 00028499	Promoter & Executive Director	4	4	Yes	-	-	-

¹ Excludes Directorships in Private Limited Companies, Foreign companies, Section 8 companies.

² The Committees considered for the purpose are those prescribed under Regulation 26(1) of Listing Regulations i.e. Audit Committee and Stakeholders Relationship Committee of Public Limited Companies, whether listed or not.

³ Ceased w.e.f. 20-Apr-18.

⁴ Mrs. Garima Maheshwari is daughter-in-law of Mr. Vijay Maheshwari.

BOARD FUNCTIONING AND PROCEDURE

Board Meeting Frequency and Circulation of Agenda Papers

The Board and its Committees meet at regular intervals for discussion on agenda circulated well in advance by the Company. All material information is incorporated in the agenda for facilitating meaningful and focused discussion at the meeting. Where it is not practical to attach or send the relevant information as a part of agenda papers, the same are tabled at the Meeting.

The Company has proper systems to enable the Board to periodically review compliance reports of all laws applicable to the Company, as prepared by the Company as well as steps taken by the Company to rectify instances of non-compliances. The Board reviewed compliance reports prepared by the Company on quarterly periodicity.

Presentation by the Management

The senior management of the Company is invited at the meetings to make presentations to the Board, covering operations of the businesses of the Company, Strategy and Business Plans and to provide clarifications as and when necessary.

Access to Employees

The Directors bring an independent perspective on the issues deliberated by the Board. They have complete and unfettered access to any information of the Company and to any employee of the Company.

Availability of Information to Board Member Includes

- Performance of each line of business, business strategy going forward, new initiatives being taken / proposed to be taken and business plans of the Company.
- Annual operating plans and budgets including capital expenditure budgets and any updates.
- Quarterly results of the Company including results of the business segments.
- Minutes of the meetings of Committees of the Board.
- The information on recruitment and remuneration of senior officers just below the Board level, including appointment or removal of Chief Financial Officer and the Company Secretary.
- Show cause, demand, prosecution notices and penalty notices which are materially important.
- Fatal or serious accidents, dangerous occurrences, any material effluent or pollution problems.
- Any material default in the financial obligations to and by the Company, or substantial non-payment for goods sold / services provided by the Company.
- Any issue, which involves possible public or product liability claims of substantial nature.
- Judgment or order which, may have passed strictures on the conduct of the Company or taken an adverse view regarding another enterprise that can have negative implications on the Company.
- Details of any joint venture or collaboration agreement.
- Transactions that involve substantial payment towards goodwill, brand equity, or intellectual property.
- Significant labour problems and their proposed solutions. Any significant development in Human Resources / Industrial Relations front like signing of wage agreement, implementation of Voluntary Retirement Scheme etc.
- Sale of material nature, of investments, subsidiaries, assets, which is not in normal course of business.

- Quarterly details of foreign exchange exposures and the steps taken by the management to limit the risks of adverse exchange rate movement, if material.
- Non-compliance of any regulatory, statutory nature or listing requirements and shareholders servicing issues, such as non-payment of dividend, delay in share transfer etc.
- Statutory compliance report of all laws applicable to the Company.
- Details of the transactions with the related parties.
- General notices of interest of directors.
- Appointment, remuneration and resignation of Directors.

Post Meeting follow up Mechanism

The important decisions taken at the Board / Committee meetings are promptly communicated to the respective units/departments. Action taken report on the decisions of the previous meeting(s) is placed at the immediately succeeding meeting of the Board/ Committee for information and review by the Board.

Re-Appointment of Director

The information / details pertaining to Director seeking reappointment in ensuing Annual General Meeting (AGM), is provided in the Notice for the AGM. The Notice contains the relevant information, like brief resume of the Directors, nature of their expertise in specific functional areas and names of the companies in which they hold Directorship and Membership of any Committee of the Board.

BOARD COMMITTEES

The Board of Directors have constituted following statutory Committees to function according to applicable statutory guidelines under Companies Act, 2013 and Listing Regulations -

1. Audit Committee
2. Nomination and Remuneration Committee
3. Stakeholders' Relationship Committee

Details on the role and composition of these committees, including the number of meetings held during the financial year and the related attendance are provided below:

(I) Audit Committee

Composition, Meetings & Attendance

The Committee is headed by an Independent Director and consists of the members as stated below. The Audit Committee met four times during the FY 17-18 ended on March 31, 2018 i.e. on May 20, 2017, August 12, 2017, November 11, 2017 and February 10, 2018. The composition and attendance of each Audit Committee Member is as under:-

Name of the Member	Category	No. of Board Meetings	
		Held	Attended
Mr. Prashant Sekhar Panda, Chairman	Independent Non-Executive Director	4	3
Mr. Atul Chandra Varma *	Independent Non-Executive Director	4	3
Mr. Prabhat Agarwala	Independent Non-Executive Director	4	4
Mr. Bijay Murmuria	Promoter & Non-Executive Director	4	4

* Ceased w.e.f. April 20, 2018.

The Chairperson of the Audit Committee attended the last AGM held on September 23, 2017 to answer the shareholders' queries.

The terms of reference of the Committee inter-alia include:-

- (i) Reviewing the Company's financial reporting process and its financial statements.
- (ii) Reviewing the accounting and financial policies and practices and compliance with applicable accounting standards.
- (iii) Reviewing the efficacy of the internal control mechanism, monitor risk management policies adopted by the Company and ensure compliance with regulatory guidelines.
- (iv) Reviewing reports furnished by the internal and statutory auditors, and ensure that suitable followup action is taken.
- (v) Examining accountancy and disclosure aspects of all significant transactions.
- (vi) Reviewing with management the quarterly, half yearly & annual financial statements including review of qualifications, if any, in the audit report before submission to the Board for approval.
- (vii) Recommending appointment of external and internal auditors and fixation of audit fees.
- (viii) Seeking legal or professional advice, if required.
- (ix) Approval or any subsequent modifications of transactions of the Company with related parties.
- (x) Scrutiny of Inter-Corporate loans and investments.
- (xi) Valuation of undertakings or assets of the Company, wherever required.

The constitution and term of reference of the Audit Committee meet the requirements of Regulation 18 of the Listing Regulations read with the relevant provisions Section 177 of the Companies Act, 2013. The Company Secretary is the Secretary to the Audit Committee.

(II) Nomination and Remuneration Committee (NRC)

Composition, Meetings & Attendance

The NRC is headed by an Independent Director and consists of the members as stated below. The NRC met twice during the FY 2017-18 ended on May 20, 2017 and February 10, 2018.

The composition and attendance of each NRC Member is as under:-

Name of the Member	Category	No. of Board Meetings	
		Held	Attended
Mr. Prashant Sekhar Panda, Chairman	Independent Non-Executive Director	2	2
Mr. Atul Chandra Varma*	Independent Non-Executive Director	2	2
Mr. Prabhat Agarwala	Independent Non-Executive Director	2	2
Mr. Vijay Maheshwari	Promoter & Non-Executive Director	2	2
Mr. Bijay Murmuria	Promoter & Non-Executive Director	2	2

* Ceased w.e.f. April 20, 2018.

The broad terms of reference of the NRC include:

- To identify persons who are qualified to become Directors (Executive, Non-Executive and Independent Directors) and who may be appointed in senior management in accordance with the criteria laid down,
- To recommend to the Board their appointment and removal.
- 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 for the directors (Executive, Non-Executive and Independent Directors), key managerial personnel and other employees.
- To specify the manner of effective evaluation of performance of the Board of Directors, its committees and individual directors and review implementation and thereof.

- Plan for succession of Board members and Key Managerial Personnel;
- Devising a policy on Board diversity;

The constitution and term of reference of the NRC meet the requirements of Regulation 19 of the Listing Regulations and Section 178 (1) & (2) of the Companies Act, 2013.

Remuneration Policy

In terms of the provisions of the Companies Act, 2013 and the Listing Regulations, the Board of Directors of the Company has adopted Nomination and Remuneration Policy for nomination and remuneration of Directors, Key Managerial Personnel (KMP) and Senior Management, which forms part of this Annual Report. The Nomination and Remuneration Committee inter-alia recommends the remuneration of Executive Directors, which is approved by the Board of Directors, subject to approval of the shareholders, wherever necessary. The details of this policy has been posted on the website of the Company - http://www.sumedhafiscal.com/remuneration_policy.pdf

Remuneration of Wholetime Director

The remuneration of the Wholetime Director is recommended by the Nomination and Remuneration Committee to the Board of Directors and after approval by the Board the same is approved by the shareholders. Wholetime Director does not receive any sitting fee for attending the Board and Committee meetings. He has not been issued any stock option during the Financial Year 2017-18. The details of remuneration paid/payable to Mr. B. S. Rathi, Wholetime Director for the year ended March 31, 2018 are as under:

Mr. B. S. Rathi, Wholetime Director (FY 2017-18)	
Salary	15.60 lacs
Bonus	1.95 lacs
House Rent Allowance	3.00 lacs
Other allowances	2.40 lacs
Employer's Contribution to PF	1.87 lacs
Total	24.82 lacs

Remuneration of Directors

Details of remuneration paid to Directors during the financial year 2017-18

Name of Directors	Meetings Fees	Guarantee Commission ^{*1}	Salary & Perks	Total	No. of Shares held as on 31-Mar-18
	(₹)	(₹)	(₹)	(₹)	
Mr. Ratan Lal Gaggar, Chairman	30,000	-	-	30,000	-
Dr. Basudeb Sen	25,000	-	-	25,000	4,000
Mr. Atul Chandra Varma ^{*2}	50,000	-	-	50,000	-
Mr. Vijay Maheshwari	25,000	1,25,000	-	1,50,000	16,69,220
Mr. Prashant Sekhar Panda	60,000	-	-	60,000	-
Mr. Prabhat Agarwala,	60,000	-	-	60,000	2,500
Mr. Anil Kumar Birla	30,000	-	-	30,000	6,000
Mr. Bijay Murmuria	60,000	1,25,000	-	1,85,000	3,69,920
Mr. Bhawani Sankar Rathi, Wholetime Director	-	-	24,82,200	24,82,200	1,19,270
Mrs. Garima Maheshwari	10,000	-	-	10,000	25,000
Total	3,50,000	2,50,000	24,82,200	30,82,200	

^{*1} Guarantee Commission paid for providing personal guarantee for credit facilities availed by the Company;

^{*2} Ceased w.e.f. April 20, 2018.

Performance Evaluation Criteria for Independent Directors

The Nomination and Remuneration Committee has laid down the criteria and manner of effective evaluation of performance of Independent Directors based on the indicators provided in the Guidance Note on Board Evaluation. The performance evaluation of Independent Directors (IDs) was done by the entire Board of Directors, excluding the ID being evaluated, based on the following parameters –

General: (a) Qualifications, (b) Experience, (c) Knowledge and Competency, (d) Fulfillment of functions, (e) Ability to function as a team, (f) Initiative, (g) Availability and attendance, (h) Commitment, (i) Contribution, (j) Integrity.

Additional criteria for Independent Director: (a) Independence and (b) Independent views and judgement.

(III) Stakeholders' Relationship Committee

Composition, Meetings & Attendance

The Committee is headed by an Independent Director and consists of the members as stated below. The Committee met twice during the FY 2017-18 ended on March 31, 2018 i.e. on May 20, 2017 and February 10, 2018. The composition and attendance of each Committee Member is as under:-

Name of the Member	Category	No. of Board Meetings	
		Held	Attended
Mr. Prashant Sekhar Panda, Chairman	Independent Non-Executive Director	2	2
Mr. Anil Kumar Birla	Non-Executive Director	2	2
Mr. Bijay Murmura	Promoter & Non-Executive Director	2	2

Function and Term of reference

The Committee has the mandate to look into and review the actions for redressal of security holders grievances, such as non-receipt of transferred / transmitted share certificates/annual report / declared dividend etc. as also to review the reports submitted by the Company Secretary relating to approval / confirmation of requests for share transfer/transmission / transposition/ consolidation/ issue of duplicate share certificates/ sub-division, remat, demat of shares etc. from time to time.

The constitution and term of reference of the Stakeholders Relationship Committee meet the requirements of Regulation 20 of the Listing Regulations and Section 178(5), (6) & (7) of the Companies Act, 2013. Mr. Deb Kumar Sett, Company Secretary is the Compliance Officer of the Company.

Details of Investor Complaints/Requests

During the FY 2017-18 ended on March 31, 2018, the Company received the following service requests from various shareholders / investors directly and/or through the Share Transfer Agent (STA) relating to dividend, Annual Report/Notice of Annual General Meeting etc. All of them were resolved / replied suitably by furnishing the requisite information / documents. One of the requests is under process -

Type of Complaint/Request	Pending at the beginning of the year (01.04.2017)	Received during the year	Disposed of during the year	Unresolved at the end of the year (31.03.2018)
Bank A/C Details	0	7	7	0
Change of Address	0	6	6	0
Duplicate Dividend Warrant	0	12	12	0
Name Deletion	0	1	1	0
Issue of Duplicate Certificate	0	38	38	0
Exchange of Old Share Certificate	0	1	1	0
Revalidation of Dividend Warrant	0	1	1	0
Stop Transfer	0	11	11	0
Transmission	0	1	1	0
Annual Report	0	4	4	0
Miscellaneous	0	7	6	1
TOTAL	0	89	88	1

Details of investor complaints received and resolved during the FY 2017-18 are as follows:-

Pending at the beginning of the year	Received during the year	Redressed/Replied during the year	Pending at the year end
Nil	Nil	Nil	Nil

Other Committees

Management Committee of Directors

Apart from the above statutory committees, the Board of Directors have constituted Management Committee of Directors comprising of three (3) Directors to oversee routine matters that are in the normal course of the business. The Board of Directors have delegated certain powers to this Committee to facilitate the working of the Company.

GENERAL BODY MEETINGS

Particulars of the last three Annual General Meetings are as follows:

Details of last three Annual General Meetings and particulars of Special Resolutions and Postal Ballot:

Financial Year ended	Date and time	Venue	Special Resolutions Passed
March 31, 2015	September 12, 2015 at 10.30 a.m.	Merchants' Chamber of Commerce & Industry, 15B Hemanta Basu Sarani, Kolkata – 700001.	No special resolution has been passed
March 31, 2016	September 17, 2016 at 10.30 a.m.		No special resolution has been passed
March 31, 2017	September 23, 2017 at 10.30 a.m.		No special resolution has been passed

No special resolution was passed by the Company last year through Postal Ballot. No special resolution is proposed to be conducted through Postal Ballot in the ensuing Annual General Meeting.

MEANS OF COMMUNICATION

a) Quarterly Results in newspapers & websites:

Quarterly, half-yearly and annual financial results are uploaded/submitted to designated website/email ID of BSE & CSE, in the prescribed manner followed by publication in prominent dailies [Financial Express (English) and Akdin/Aajkal (Bengali)] in the form and manner prescribed by Regulation 33 and 47 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The same are also made available at the Company's website, as required.

b) Website www.sumedhafiscal.com:

Detailed information on the Company's business and services offered; quarterly / half yearly / nine months and annual financial results and quarterly distribution of Shareholding are displayed on the Company's website.

c) Exclusive email ID for investors:

The Company has designated the email id **investors@sumedhafiscal.com** exclusively for investor servicing, and the same is prominently displayed on the Company's website www.sumedhafiscal.com. The Company strives to reply to the complaints within a period of 6 working days.

d) Annual Report:

Annual Report contains, inter-alia, Audited Annual Stand-alone Financial Statement, Consolidated Financial Statement, Directors' Report and Auditors' Report. The Management Perspective, Business Review and Financial Highlights are also part of the annual report.

e) Intimation to Stock Exchanges:

The Company intimates stock exchanges all price sensitive information or such other information which in its opinion are material & of relevance to the shareholders. The Company also submits electronically various compliance reports / statements periodically in accordance with the provisions of the Listing Regulations on BSE and CSE Electronic Filing System.

GENERAL SHAREHOLDER INFORMATION**a) Annual General Meeting**

Date : September 15, 2018

Time : 10.30 a.m.

Venue : Merchants' Chamber of Commerce & Industry,
15B, Hemanta Basu Sarani, Kolkata – 700001.**b) Financial Year : April to March****Financial calendar for the financial year 2018-19 (tentative)**

The tentative dates of meeting of Board of Directors for consideration of quarterly financial results for the financial year ending 31st March, 2019 are as follows:

First Quarter Results	:	By middle of August, 2018
Second Quarter and Half yearly Results	:	By middle of November, 2018
Third Quarter Results	:	By middle of February, 2019
Fourth Quarter and Annual Results	:	By end of May, 2019

c) Dividend

The Board of Directors at their meeting held on 19th May, 2018, recommended a Dividend of Re. 1/- per equity share of ₹ 10/- each, for the Financial Year ended 31st March, 2018. Dividend, if approved by Members, will be paid on or after Wednesday, 19th September, 2018.

d) Listing on Stock Exchanges

Name and Address of Stock Exchange	Stock Code
BSE Limited (BSE) Floor 25, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001.	530419
The Calcutta Stock Exchange Ltd. (CSE) 7, Lyons Range, Kolkata - 700 001.	029093
ISIN	INE886B01012

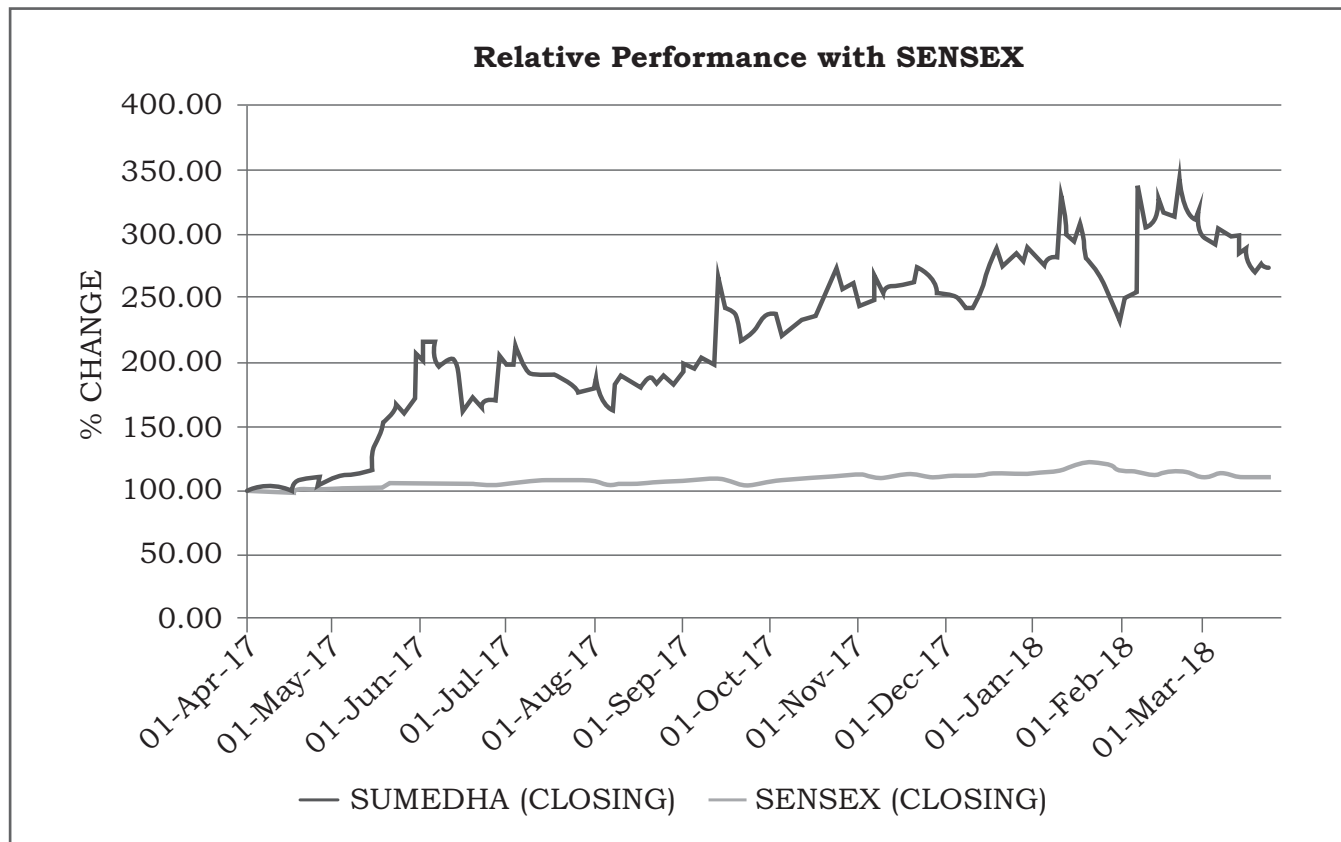
The listing fees for the financial year 2018-19 has been paid to the above Stock Exchanges.

e) Market Price Data

Period	The Calcutta Stock Exchange Ltd.		BSE Ltd.			
	High	Low	High	Low	Closing	Sensex (Closing)
April, 2017	-	-	19.00	15.30	17.75	29918.40
May, 2017	-	-	28.50	16.85	27.10	31145.80
June, 2017	-	-	37.75	25.05	27.95	30921.61
July, 2017	-	-	36.90	26.85	29.65	32514.94
August, 2017	-	-	32.50	24.05	31.20	31730.49
September, 2017	-	-	45.15	30.00	37.45	31283.72
October, 2017	-	-	48.00	34.50	42.65	33213.13
November, 2017	-	-	49.00	40.05	44.20	33149.35
December, 2017	-	-	51.00	37.60	45.65	34056.83
January, 2018	-	-	57.00	42.10	42.90	35965.02
February, 2018	-	-	58.30	36.55	54.30	34184.04
March, 2018	-	-	57.30	42.55	45.15	32968.68

f) Stock Performance: FY 2017-18 ended on March 31, 2018

Performance in comparison to BSE SENSEX: Share Price Performance (April 2017 to March 2018)



g) Securities of the Company (Equity Shares) has never been suspended from trading.

h) Registrar & Share Transfer Agent

Maheshwari Datamatics Pvt. Ltd.

[Unit: Sumedha Fiscal Services Ltd.]

23 R. N. Mukherjee Road, 5th Floor, Kolkata – 700001.

Phone: (033) 2243-5029; 2248-2248; 2231-6839

Fax: (033) 2248-4787 E-mail ID: mdpldc@yahoo.com

i) Share Transfer System

The Company's share transfer authority has been delegated to the Company Secretary / Registrar and Transfer Agent M/s. Maheshwari Datamatics Pvt. Ltd. which generally approves and confirms the request for share transfer / transmission / transposition / consolidation / issue of duplicate share certificates / sub-division, consolidation, remat, demat and perform other related activities in accordance with the Listing Regulations and SEBI (Depositories and Participants) Regulations, 1996 and submit a report in this regard to the Company. The shares sent for physical transfer are registered and returned within the stipulated period from the date of receipt of request, if the documents are complete in all respects. As per the requirement of regulation 40(9) of the Listing Regulations, a certificate on half yearly basis confirming due compliance of share transfer/transmission formalities by the Company from Practicing Company Secretary has been submitted to Stock Exchanges within stipulated time.

j) Distribution of Equity Shareholding as on March 31, 2018

No. of Shares	No. of Shareholders	% of Shareholders	Shares held	% of Shareholding
1-500	2442	74.09	406664	5.09
501-1000	357	10.83	298214	3.74
1001-2000	213	6.46	335192	4.20
2001-3000	77	2.34	200469	2.51
3001-4000	51	1.55	187612	2.35
4001-5000	30	0.91	141683	1.77
5001-10000	57	1.73	399044	5.00
10001 and above	69	2.09	6015546	75.34
	3296	100.00	7984424	100.00

k) Shareholding Pattern as on 31st March, 2018

Category	No. of Shares	% of holding
Promoters (Individual & Bodies Corporate)	3957709	49.57
Mutual Funds/Government(s)	7300	0.09
Bodies Corporate (Non-promoter)	564238	7.06
Indian Public (Individual)	3156841	39.54
NRI/OCBs	93167	1.17
Clearing Member	90443	1.13
Investor Education and Protection Fund Authority	114726	1.44
Total	7984424	100.000

l) Dematerialisation of Shares & Liquidity

The Company's equity shares are compulsorily traded in the electronic form. The Company has entered into an Agreement with NSDL and CDSL to establish electronic connectivity of its equity shares for scripless trading. Both NSDL & CDSL have admitted the Company's equity share on their system.

The system for getting the shares dematerialised is as under:

- Share Certificate(s) along with Demat Request Form (DRF) will be submitted by the shareholder to the Depository Participant (DP) with whom he/she has opened a Depository Account.
- DP will process the DRF and generates a unique number DRN.
- DP will forward the DRF and share certificates to the Company's Registrar and Share Transfer Agent.
- The Company's Registrar and Share Transfer Agent after processing the DRF will confirm or reject the request to the Depositories.
- Upon confirmation, the Depository will give the credit to shareholder in his / her depository account maintained with DP.

As on March 31, 2018, 98.33% of total equity share capital of the Company was held in dematerialised form (including 100% of the promoters' holding). The ISIN allotted by NSDL / CDSL is INE886B01012. Confirmation in respect of the requests for dematerialisation of shares is sent to NSDL and CDSL within the stipulated period.

m) Outstanding GDR / ADR or Warrants

As on date there are no Global Depository Receipts (GDR), American Depository Receipt (ADR), Warrants or any other convertible instrument.

n) Commodity price risk/foreign exchange risk and hedging activities

The Company's Subsidiary (SFSL Commodity Trading Pvt. Ltd.) is registered with the SEBI as a Trading Member of Multi Commodity Exchange of India Ltd. However in view of volatility in the market it has kept its exposure in commodity market to minimum and the same is not posing any substantial risk neither to the Company nor to its Subsidiary.

The Company does not have any exposure in foreign currency.

o) Branch Locations:

Mumbai

C-703 "Marathon Innova",
Off Ganapatrao Kadam Marg
Opp Peninsula Corporate Park, Lower
Parel (W), Mumbai - 400 013.

New Delhi

B1/12 Safdarjung Enclave,
2nd Floor, New Delhi - 110 029.

Bangalore

First Floor, Park Plaza,
No. 1 Park Road,
(Off. Infantry Road), Tasker Town,
Bangalore - 560 051.

Hyderabad

309/1, 3rd Floor, Krishna Plaza,
Khairatabad,
Hyderabad-500 004.

Ahmedabad

A/82, Pariseema Complex,
Opp. IFCI Bhavan, C. G. Road,
Ahmedabad - 380 009.

p) Address for Correspondence

All shareholders' correspondence should be forwarded to M/s. Maheshwari Datamatics Pvt. Ltd., the Registrar and Transfer Agent of the Company or to the Investor Service Department at the Registered Office of the Company at the addresses mentioned below -

Maheshwari Datamatics Pvt. Ltd.	Investor Service Department	Compliance Officer
[Unit: Sumedha Fiscal Services Ltd.] 23 R. N. Mukherjee Road, 5th Floor, Kolkata - 700001. Phone: (033) 2243-5029; 2248-2248; 2231-6839, Fax: (033) 2248-4787 E-mail: mdpldc@yahoo.com	Sumedha Fiscal Services Ltd. 6A, Geetanjali, 8B, Middleton Street, Kolkata - 700071. Phone: (033) 2229-8936/3237 Fax: 033) 2229-4140 E-mail: investors@sumedhafiscal.com	Mr. Deb Kumar Sett Company Secretary & Compliance Officer E-mail - compliance@ sumedhafiscal.com Phone: 2229-8936/3237

OTHER DISCLOSURES

● Related Party Transactions

During the year, there was no materially significant related party transaction which may have potential conflict with the interest of the Company. The Company has formulated a Related Party Transaction policy which has been uploaded on its website at http://www.sumedhafiscal.com/policy_on_rpt.pdf. Details of related party information and transactions are being placed before the Audit Committee from time to time. The details of the related party transactions during the year have been provided in Note No. 39 to the financial statements.

● Details of Non-Compliance by the Company, penalties, stricture imposed on the Company by the Stock Exchanges, SEBI or any statutory authorities or any matter related to capital markets

The Company has complied with all the requirements of the Stock Exchanges / the Regulations and guidelines of SEBI and other Statutory Authorities on all matters relating to capital markets. No penalties or strictures have been imposed by SEBI, Stock Exchanges or any statutory authorities on matters relating to capital markets during the last three years.

● Whistle Blower Policy and Affirmation that no personnel has been denied access to the Audit Committee

The Company has established a vigil mechanism through a Whistle Blower Policy for directors and employees to report concerns about unethical behavior, actual or suspected fraud or violation of the Company's code of conduct or ethics policy. The mechanism provides for adequate safeguards against victimisation of director(s) / employee(s) who express their concerns and also provides for direct access to the Chairman of the Audit Committee, in exceptional cases. During the year under review, no personnel was denied access to the Audit Committee. Further, no complaint of sexual harassment was received from any women employee.

- **Code for prevention of Insider Trading**

The Company has formulated comprehensive Code of Conduct to regulate, monitor and report trading by Insiders in line with the SEBI (Prohibition of Insider Trading) Regulations, 2015. The Code lays down the guidelines which advise on procedures to be followed and disclosures to be made, while dealing in shares of the Company and the consequences of non-compliances.

- **Code of conduct for Directors and Senior Executives**

The Company has laid down a Code of Conduct for all Board Members and the Senior Executives of the Company. The Code of conduct is available on the Company's website <http://www.sumedhafiscal.com/codeofconduct.asp>. They have affirmed their compliance with the said Code of Conduct for the financial year ended March 31, 2018. A declaration to this effect duly signed by the Wholtime Director is given below:

To the Shareholders of Sumedha Fiscal Services Ltd.

Sub.: Compliance with Code of Conduct

I hereby declare that all the Board Members and the Senior Management Personnel have affirmed compliance with the Code of Conduct as adopted by the Board of Directors and applicable to them for the financial year ended March 31, 2018.

Date: May 19, 2018

Place: Kolkata

B. S. Rathi

Wholtime Director

- **CEO / CFO Certification**

A certificate as stipulated in Regulation 17 (8) of the Listing Regulations duly signed by the Wholtime Director and CFO was placed before the Board alongwith the financial statements for the FY 2017-18 ended on March 31, 2018. The said certificate is provided elsewhere in this Annual Report.

- **Details of compliance with mandatory requirements and adoption of the non-mandatory requirements**

The details of mandatory requirements are mentioned in this Report. The Company is in compliance with the requirements specified under regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 of the Listing Regulations, as applicable, with regard to corporate governance.

The status of adoption of the discretionary requirement as prescribed in Schedule II Part E of the Listing Regulations is as under:

Modified opinion(s) in audit report

The opinion expressed by the Auditor in the Audit Report on the Financial Statements for the year ended March 31, 2018 is unmodified.

Subsidiary Company

The only unlisted Indian subsidiary company viz. SFSL Commodity Trading Pvt. Ltd. is a 99.98% subsidiary. The subsidiary is not a "Material Non-listed Subsidiary" in terms of Regulation 16(1)(c) of the Listing Regulations. The Company regularly places before the Board, minutes of the unlisted subsidiary of the Company. The Company has a policy for determining Material Subsidiary which has been uploaded on its website at http://www.sumedhafiscal.com/policy_materiality.pdf.

AUDITORS' CERTIFICATE ON COMPLIANCE OF CORPORATE GOVERNANCE

The certificate dated May 19, 2018 from Statutory Auditors of the Company (M/s. V. Singhi & Associates) confirming compliance with the Corporate Governance requirements as stipulated under the Listing Regulations is annexed hereto.

The above report has been adopted by the Board of Directors of the Company at their meeting held on May 19, 2018.

For and on behalf of the Board

Place : Kolkata

Date : 19th May, 2018

Ratan Lal Gaggar

Chairman

Annexure – III

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE COMPLIANCE

To the Members,

SUMEDHA FISCAL SERVICES LIMITED

We have examined the compliance of conditions of Corporate Governance by Sumedha Fiscal Services Limited (“the Company”) for the year ended on March 31, 2018 as stipulated in the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our Examination, as carried out in accordance with the Guidance Note on Corporate Governance issued by the Institute of Chartered Accountants of India, was limited to procedures and implementations thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We further state that such compliance is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For **V. SINGHI & ASSOCIATES**
Chartered Accountants
Firms' Registration No. 311017E

SUNIL SINGHI
Partner
Membership No. : 060854

Place: Kolkata
Date: 19th May, 2018

Annexure – IV

FORM AOC – 2

[Pursuant to clause (h) of sub-section (3) of section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014]

Form for disclosure of particulars of contracts/ arrangements entered into by the Company with the related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arms-length transactions under third proviso thereof.

1. Details of contracts or arrangements or transactions not at arm's length basis: (During the year ended March 31, 2018)

Sl. No.	Name of the related party and nature of relationship	Nature of contracts/ arrangements/ transactions	Duration of the contracts/ arrangements/ transactions	Salient features of contracts / arrangements/ transactions, including value, if any	Justification for entering into such contracts/ arrangements/ transactions	Date of approval by the Board	Amount paid as advance, if any	Date on which special resolution was passed in General meeting u/s. 188(1)
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
	Nil							

2. Details of contracts or arrangements or transactions at arm's length basis: (During the year ended March 31, 2018)

Sl. No.	Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements/ transactions	Duration of the contracts / arrangements/ transactions	Salient features of contracts / arrangements/ transactions, including value, if any	Justification for entering into such contracts/ arrangements/ transactions	Date of approval by the Board	Amount paid as advance, if any	Date on which special resolution was passed in General meeting u/s. 188 (1st proviso)
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
1.	SFSL Commodity Trading Pvt. Ltd. (Subsidiary)	Rent Agreement	Subsisting arrangement – renewable	Office space at Flat No. 7E, Geetanjali Apartments, 8B, Middleton Street, Kolkata – 700071; Rent - ₹ 9,00,000/- per annum.	Office space used by the Company	Note 1	Nil	Not applicable

2. Details of contracts or arrangements or transactions at arm's length basis: (During the year ended March 31, 2018) (Contd.)

Sl. No.	Name(s) of the related party and nature of relationship	Nature of contracts/ arrangements/ transactions	Duration of the contracts / arrangements/ transactions	Salient features of contracts / arrangements/ transactions, including value, if any	Justification for entering into such contracts/ arrangements/ transactions	Date of approval by the Board	Amount paid as advance, if any	Date on which special resolution was passed in General meeting u/s. 188 (1st proviso)
	(a)	(b)	(c)	(d)	(e)	(f)	(g)	(h)
2.	Mr. Vijay Maheshwari, Director	Payment of Guarantee Commission	Subsisting arrangement linked to renewal of credit facilities by Banks (Annual)	Consideration for providing Personal Guarantee (as Director) to lending Bank towards credit facilities provided to the Company; ₹1,25,000/- per annum.	As per Bank's terms of sanction	Note 1	Nil	Not applicable
3.	Mr. Vijay Maheshwari, Director	Rent Agreement	Subsisting arrangement - renewable	Office space at Flat No. 6A, Geetanjali Apartments, 8B, Middleton Street, Kolkata - 700071; ₹ 6,00,000/- per annum.	Office space used by the Company	Note 1	Nil	Not applicable
4.	Mr. Bijay Murmuria, Director	Payment of Guarantee Commission	Subsisting arrangement linked to renewal of credit facilities by Banks (Annual)	Consideration for providing Personal Guarantee (as Director) to lending Banks towards credit facilities provided to the Company; ₹ 1,25,000/- per annum.	As per Bank's terms of sanction	Note 1	Nil	Not applicable
5.	Superb Estates Services Pvt. Ltd. (Company in which Director is interested)	Rent Agreement	Subsisting arrangement - renewable	Space at 5B, Sarat Bose Road, Kolkata - 700020; ₹ 2,40,000/- per annum.	Record storage space	Note 1	Nil	Not applicable
6.	M/s. Maheshwari & Associates (Partnership Firm in which three Directors of the Company are Partners)	Licence/Tenancy Agreement	Subsisting arrangement - renewable	Office space at Flat No. 1/1C, Geetanjali Apartment, 8B, Middleton Street, Kolkata - 700 071; Rent - ₹ 4,20,000/- per annum	Vacant office space let out	17-May-14	Nil	13-Sep-14

Note 1: Existing contracts/arrangements at the date of commencement of the Section 188 of the Companies Act, 2013 [i.e. April 1, 2014]

Annexure – V

SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31.03.2018

[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,
Sumedha Fiscal Services Limited
6A Geetanjali, 8B Middleton Street,
Kolkata – 700 071, West Bengal.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Sumedha Fiscal Services Limited** having its Registered Office at 6A Geetanjali, 8B Middleton Street, Kolkata – 700 071, West Bengal (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the 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, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended 31.03.2018 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

Auditors' Responsibility

Maintenance of Secretarial Records is the responsibility of the management of the Company. Our responsibility is to express an opinion on existence of adequate Board process and compliance management system, commensurate to the size of the Company, based on these secretarial records as shown to us during the said audit and also based on the information furnished to us by the officers' and the agents of the Company during the said audit.

We have followed the audit practices and processes as were appropriate to the best of our understanding to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed, provide a reasonable basis for our opinion.

We have not verified the correctness, appropriateness and bases of financial records, books of accounts and decisions taken by the Board and by various committees of the Board during the period under scrutiny. We have checked the Board process and compliance management system to understand and to form an opinion as to whether there is an adequate system of seeking approval of respective committees of the Board, of the members of the Company and of other authorities as per the provisions of various statutes as mentioned hereinafter.

Wherever required we have obtained the management representation about the compliance of the laws, rules and regulations and happening of events, etc.

The Compliance of the provisions of Corporate and other applicable laws, rules, regulations and standards is the responsibility of the management. Our examination was limited to the verification of compliance procedures on test basis.

Our report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness or accuracy with which the management has conducted the affairs of the Company.

We report that, we have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended March 31, 2018 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) Secretarial Standards as issued by The Institute of Company Secretaries of India;
- (iii) The Securities Contracts (Regulation) Act, 1956 and the rules made thereunder;
- (iv) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (v) Foreign Exchange Management Act, 1999 and the rules and regulation made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (vi) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992:
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulation, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) 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 and
 - (d) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We further report that, having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has specifically complied with the provisions of the following Acts:

1. The Securities and Exchange Board of India (Depositories & Participants) Regulations, 1996;
2. The Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992;
3. The Securities and Exchange Board of India (Stock Brokers & Sub Brokers) Regulations, 1992;
4. The Securities and Exchange Board of India (Portfolio Managers) Regulations, 1993 and
5. The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;

to the extent of their applicability to the Company during the financial year ended March 31, 2018 and our examination and reporting is based on the documents, records and files as produced and shown to and the information and explanations as provided to us by the Company and its management and to the best of our judgment and understanding of the applicability of the different enactments upon the Company. Further, to the best of our knowledge and understanding there are adequate systems and processes in the Company commensurate with its size and operation to monitor and ensure compliances with applicable laws including general laws, labour laws, competition laws, environmental laws, etc.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. as mentioned above.

During the period under review, provisions of the following regulations/guidelines/standards were not applicable to the Company:

- (i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
- (ii) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (iii) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation, 2009 and
- (iv) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009.

We further report that:

- (a) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place, if any, during the period under review were carried out in compliance with the provisions of the Act.
- (b) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- (c) Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.
- (d) 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.

For **A. K. LABH & Co.**
Company Secretaries

(CS A. K. LABH)
Practicing Company Secretary
FCS – 4848 / CP No.- 3238

Place: Kolkata

Date: 19th May, 2018

Annexure – VI

REMUNERATION AND OTHER SPECIFIED PARTICULARS OF EMPLOYEES

[Information pursuant to Section 197(12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

A. The ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year (2017 – 2018) :

Sl. No.	Name of the Directors	Ratio to median remuneration
1	Mr. Bhawani Sankar Rathi	7.25

B. The percentage increase in remuneration of each director, chief executive officer, chief financial officer, company secretary in the financial year:

Sl. No.	Name of the Directors	Salary for FY 2016 - 2017 (₹)	Salary for FY 2017 - 2018 (₹)	% increase in remuneration in the financial year
1	MR. BHAWANI SANKAR RATHI, Wholetime Director	25,22,147	24,82,200	-1.58
2	MR. DEB KUMAR SETT, Company Secretary	7,67,864	8,14,250	6.04
3	MR. GIRDHARI LAL DADHICH, Chief Financial Officer	4,43,450	5,00,296	12.82

C. The percentage increase in the median remuneration of employees in the financial year:

Sl. No.	Median	FY 2016 - 17 (₹)	FY 2017 - 18 (₹)	% increase in median remuneration in the financial year
1	Median Remuneration of employees	3,11,505	3,42,504	9.95%

D. The number of permanent employees on the rolls of Company: 72 employees as on 31st March, 2018.

E. 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:

The average annual increase in the salary of employees other than the managerial personnel was around 9.95%. Average increase in the managerial remuneration for the year was 5.76%.

There are no exceptional circumstances of increase in KMP remuneration.

F. Affirmation that the remuneration is as per Remuneration Policy of the Company:

The remuneration paid during the financial year ended 31st March, 2018 is in term of the Remuneration Policy of the Company.

On Behalf of the Board

Ratan Lal Gagar
Chairman

Place : Kolkata
Date : 19th May, 2018

INDEPENDENT AUDITOR'S REPORT

To the Members of **SUMEDHA FISCAL SERVICES LIMITED**

Report on the Standalone Ind AS Financial Statements

We have audited the accompanying Standalone Ind AS Financial Statements of SUMEDHA FISCAL SERVICES LIMITED ("the Company"), which comprise the Balance Sheet as at 31st March, 2018, the Statement of Profit and Loss (including other comprehensive income), the Cash Flow Statement and the Statement of Changes in Equity for the year then ended and a summary of the significant accounting policies and other explanatory information (herein after referred to as "Ind AS Financial Statements").

Management's Responsibility for the Standalone Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these Standalone Ind AS Financial Statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with relevant rules issued thereunder.

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 Standalone Ind AS 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 Standalone Ind AS 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 as 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 Standalone Ind AS Financial Statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the Standalone Ind AS Financial Statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Standalone Ind AS 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 Standalone Ind AS 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 Standalone Ind AS Financial Statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Standalone Ind AS Financial Statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Ind AS 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, including the Ind AS, of

the state of affairs of the Company as at 31st March, 2018, and its Profit including Other Comprehensive Income), its cash flows and the changes in equity for the year ended on that date.

Other Matter

The financial information of the Company for the year ended March 31, 2017 and the transition date opening balance sheet as at April 1, 2016 included in the standalone Ind AS financial statements, are based on the previously issued statutory financial statements for the years ended March 31, 2017 and March 31, 2016 prepared in accordance with the Companies (Accounting Standards) Rules, 2006 (as amended) which were audited by other auditor, on which they expressed an unmodified opinion. The adjustments to those financial statements for the differences in accounting principles adopted by the Company on transition to the Ind AS have been audited by us.

Our Opinion is not qualified in respect of this matter.

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, and on the basis of such checks of the books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the Annexure A, a statement on the matters specified in paragraphs 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, (including Other Comprehensive Income) the Cash Flow Statement and the Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
 - d) in our opinion, the aforesaid Standalone Ind AS Financial Statements comply with the Indian Accounting Standards specified under Section 133 of the Act;
 - e) on the basis of the written representations received from the directors as on 31st March, 2018 and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2018 from being appointed as a director in terms of Section 164 (2) of the Act;
 - f) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B"; and
 - g) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our knowledge and belief and according to the information and explanations given to us:
 - i. the Company has disclosed the impact of pending litigations on its financial position in its Standalone Ind AS Financial Statements. Refer Note 32 to the Standalone Ind AS Financial Statements;
 - ii. the Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and
 - iii. there has been no delay in transferring the amount required to be transferred to Investor Education and Protection Fund by the Company in accordance with the relevant provisions of the Act and Rules made thereunder by the Company

For **V. SINGHI & ASSOCIATES**

Chartered Accountants

Firm Registration No.:311017E

(SUNIL SINGHI)

Partner

Membership No. 060854

Place: Kolkata

Date: 19th May, 2018

ANNEXURE - A TO THE INDEPENDENT AUDITOR'S REPORT

Referred to in paragraph-1 on other Legal and Regulatory Requirements of our Report of even date to the members of Sumedha Fiscal Services Limited on the Standalone Ind AS Financial Statements for the year ended 31st March, 2018,

- i. a) The Company has maintained proper records showing full particulars including quantitative details and situation of its Fixed Assets.
 - b) As explained to us, Fixed Assets have been physically verified by the management at regular intervals which, in our opinion is reasonable having regard to the size of the Company and the nature of the assets. 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 Title Deeds of immovable properties are held in the name of the Company except an ownership flat purchased during the year having cost of ₹ 1,13,03,903/- the title deed of which is pending for registration in the name of the Company.
- ii. The inventories have been physically verified during the year at reasonable intervals by the management. As informed to us, no material discrepancies were noticed on such physical verification.
- iii. According to the information and explanations given to us, the Company has granted unsecured loan, to one company covered in the register maintained under Section 189 of the Act. The Company has not granted any secured/ unsecured loans to Companies (other than above, Firms, Limited Liability Partnerships or other parties covered in the register maintained under Section 189 of the Act.
 - a) In respect of the aforesaid loan, the terms and conditions under which such loans were granted are not prejudicial to the Company's interest.
 - b) In respect of aforesaid loans, the schedule of repayment of principal and payment of interest has been stipulated, and the party had repaid the principal amounts, as stipulated, and interest thereon.
 - c) In respect of the above loans, no amount is outstanding in the books of account.
- iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of sections 185 and 186 of the Act, with respect to the loans given, investments made and guarantees given.
- v. According to the information and explanations given to us, the Company has not accepted any deposits from the public within the meaning of sections 73 to 76 of the Act and the rules framed thereunder to the extent notified.
- vi. According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under Sub section 1 of Section 148 of the Act, for any of the services rendered by the Company. Accordingly, clause 3(vi) of the Order is not applicable.
- vii. a) According to the information and explanations given to us and on the basis of our examination of the records, the Company is generally regular in depositing undisputed applicable statutory dues including Provident Fund, Employees' State Insurance, Income Tax, Service Tax, Goods and Services Tax, Cess and any other statutory dues to the appropriate authorities and there are no undisputed amount payable in respect of the same which were in arrears as on 31st March, 2018 for a period of more than six months from the date the same became payable.
 - b) According to the information and explanations given to us, there are no dues outstanding on account of any disputes.
- viii. According to the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowings to any financial institutions or banks. The Company has neither taken any loans from Government nor issued any debentures.
- ix. In our opinion and according to the information and explanation given to us, the Company has not raised any money by way of initial public offer or further public offer (including debt instruments). However, the Company has obtained term loans during the year and applied the same for the purpose for which it was obtained.

- x. According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- xi. According to the information and explanations given to us and based on our examination of the books and records, we report that the Company has paid /provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- xii. According to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, clause 3 (xii) of the Order is not applicable.
- xiii. According to the information and explanations given to us and based on our examination of the books and records, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the Standalone Ind AS Financial Statements as required by the applicable Ind Accounting Standards.
- xiv. According to the information and explanations given to us and based on our examination of the books and records, we report that the Company has not made any preferential allotment/ private placement of shares or fully or partly convertible debentures during the year. Accordingly, Clause 3 (xiv) of the Order is not applicable.
- xv. According to the information and explanations given to us and based on our examination of the books and records, the Company has not entered into any non-cash transactions with directors or persons connected with him during the year. Accordingly, Clause 3 (xv) of the Order is not applicable.
- xvi. According to the information and explanations given to us, the Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For **V. SINGHI & ASSOCIATES**
Chartered Accountants
Firm Registration No.:311017E

(SUNIL SINGHI)
Partner

Membership No. 060854

Place: Kolkata
Date: 19th May, 2018

ANNEXURE - B TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph-2(f) on Other Legal and Regulatory Requirements of our Report of even date to the members of Sumedha Fiscal Services Limited on the Standalone Ind AS Financial Statements for the year ended 31st March, 2018)

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

We have audited the internal financial controls over financial reporting of Sumedha Fiscal Services Limited (“the Company”) as of 31st March, 2018 in conjunction with our audit of the Standalone Ind AS Financial Statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

Meaning of Internal Financial Controls over Financial Reporting

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company’s assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2018, 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 **V. SINGHI & ASSOCIATES**

Chartered Accountants

Firm Registration No.:311017E

(SUNIL SINGHI)

Partner

Membership No. 060854

Place: Kolkata

Date: 19th May, 2018

Balance Sheet as at 31st March, 2018

(₹ in '00)

Particulars	Notes	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
I. ASSETS				
1 Non Current Assets				
a) Property, Plant and Equipments	2A	9,49,523.96	8,17,459.51	8,08,479.66
b) Investment Property	2B	4,346.39	4,455.71	4,565.03
c) Other Intangible Assets	2C	4,604.46	2,196.11	2,532.39
d) Financial Assets				
(i) Investments	3	4,39,790.96	4,60,241.93	3,06,604.12
(ii) Loans	4	-	-	35,569.01
(iii) Other Financial Assets	5	1,04,500.00	1,44,500.00	1,13,750.00
e) Other Non Current Assets	6	81,255.73	2,32,781.19	2,52,573.11
Total Non Current Assets		15,84,021.50	16,61,634.45	15,24,073.32
2 Current Assets				
a) Inventories	7	5,11,577.95	4,72,347.51	4,50,088.15
b) Financial Assets				
(i) Investments	8	5,78,109.64	3,39,512.72	2,64,752.42
(ii) Trade Receivables	9	5,16,615.00	5,02,351.85	5,96,552.00
(iii) Cash & Cash Equivalent	10	4,71,320.53	4,78,963.03	2,44,183.20
(iv) Bank Balances other than (iii) above	11	3,74,439.16	3,68,737.87	3,63,428.16
(v) Other Financial Assets	12	8,597.81	8,404.90	10,986.59
c) Current Tax Assets (Net)	13	32,389.38	25,803.02	37,731.01
d) Other Current Assets	14	51,807.46	17,733.64	17,036.92
Total Current Assets		25,44,856.93	22,13,854.54	19,84,758.45
Total Assets		41,28,878.43	38,75,488.99	35,08,831.77
II. EQUITY AND LIABILITIES				
EQUITY				
a) Equity Share Capital	15	7,98,442.40	7,98,442.40	7,98,442.40
b) Other Equity	16	29,88,549.02	27,28,507.14	24,19,536.31
Total Equity		37,86,991.42	35,26,949.54	32,17,978.71
LIABILITIES				
1 Non Current Liabilities				
a) Financial Liabilities				
(i) Borrowings	17	18,577.25	830.50	4,049.41
b) Provision	18	13,403.57	4,369.13	6,725.87
c) Deferred Tax Liabilities (Net)	19	1,00,610.11	1,21,590.88	1,01,829.23
Total Non Current Liabilities		1,32,590.93	1,26,790.51	1,12,604.51
2 Current Liabilities				
a) Financial Liabilities				
(i) Trade Payables	20	1,04,528.23	60,701.52	85,881.65
(ii) Other Financial Liabilities	21	50,339.02	33,104.19	21,667.62
b) Other Current Liabilities	22	50,651.02	1,26,258.19	69,762.25
c) Provision	23	3,777.75	1,685.04	937.03
Total Current Liabilities		2,09,296.08	2,21,748.94	1,78,248.55
Total Equity and Liabilities		41,28,878.43	38,75,488.99	35,08,831.77
Significant Accounting Policies	1			
The accompanying notes form an integral part of the Financial Statements	2 to 48			

As per our report of even date attached

For **V. SINGHI & ASSOCIATES**

Chartered Accountants

Firm Registration No.: 311017E

(SUNIL SINGHI)

Partner

Membership No. 060854

Place : Kolkata

Date : 19th May, 2018

For and on behalf of the Board of Directors

Bijay Murmura

Director

DIN: 00216534

Deb Kumar Sett
Company Secretary**Bhawani Sankar Rathi**

Wholetime Director

DIN : 00028499

Girdhari Lal Dadhich
Chief Financial Officer

Statement of Profit and Loss for the year ended 31st March, 2018

(₹ in '00)

Particulars	Notes	For the year ended 31st March, 2018	For the year ended 31st March, 2017
INCOME			
I Revenue from Operations	24	20,67,657.28	15,69,366.32
II Other Income	25	95,959.34	1,27,206.65
III Total Income		21,63,616.62	16,96,572.97
IV EXPENSES			
a) Purchase of Stock-in-Trade (Shares and Securities)		8,82,698.95	2,57,967.34
b) Changes in Inventories of Stock-in-Trade(Shares and Securities)	26	(39,230.44)	(22,259.36)
c) Employee Benefits Expense	27	3,72,243.57	3,37,086.32
d) Finance Costs	28	5,549.11	6,293.32
e) Depreciation / Amortisation Expense	2A	49,872.14	44,076.14
f) Other Expenses	29	4,47,837.01	5,62,128.37
V Total Expenses		17,18,970.34	11,85,292.13
VI Profit Before Tax		4,44,646.28	5,11,280.84
Tax Expenses			
a) Current Tax		1,14,000.00	1,39,407.49
b) Deferred Tax		(22,155.90)	19,113.96
c) Short / (Excess) Provision for Tax relating to earlier Years		(336.40)	(2,949.65)
VII Profit for the year		3,53,138.58	3,55,709.04
VIII Other Comprehensive Income:			
i. Items that will not be reclassified to Profit or Loss			
- Remeasurement of post-employment benefit obligations		4,224.03	1,958.95
ii. Income tax relating to items that will not be reclassified to Profit or Loss		(1,175.13)	(647.69)
iii. Items that will be reclassified to Profit or Loss			
iv. Income tax relating to items that will be reclassified			
Total Other Comprehensive Income (OCI)		3,048.90	1,311.26
Total Comprehensive Income for the year (comprising profit/ (loss and Other Comprehensive Income for the year)		3,56,187.48	3,57,020.30
Earnings per Equity Share of face value of ₹ 10 each			
Basic (in ₹)		4.42	4.46
Diluted (in ₹)		4.42	4.46
Significant Accounting Policies	1		
The accompanying notes form an integral part of the Financial Statements	2 to 48		

As per our report of even date attached

For **V. SINGHI & ASSOCIATES**

Chartered Accountants

Firm Registration No.: 311017E

(SUNIL SINGHI)

Partner

Membership No. 060854

Place : Kolkata

Date : 19th May, 2018

For and on behalf of the Board of Directors

Bijay Murmuria

Director

DIN: 00216534

Deb Kumar Sett
Company Secretary**Bhawani Sankar Rathi**

Wholetime Director

DIN : 00028499

Girdhari Lal Dadhich
Chief Financial Officer

Statement of Cash Flow for the year ended 31st March, 2018

(₹ in '00)

Particulars	For the year ended 31st March	
	2018	2017
A. Cash flows from operating activities		
Profit before taxation and after exceptional items	4,44,646.28	5,11,280.84
Adjustments for :	-	-
Depreciation	49,872.14	44,076.14
Interest income	(32,307.21)	(37,424.74)
Dividend income	(4,796.40)	(4,688.51)
Interest paid	1,534.67	2,895.06
Rental Income	(4,200.00)	(4,200.00)
(Profit)/Loss on sale of fixed assets (net)	4,117.51	(1,019.08)
(Profit)/Loss on sale of investments	(32,719.43)	(10,482.67)
Unrealised Gain on Financial Assets	(20,242.60)	(67,280.06)
Sundry Balances Written Off	39,075.88	94,012.55
Provision for Retirement Benefit	14,252.22	4,080.90
Other Comprehensive Income (OCI)	(4,224.03)	(1,958.95)
Liabilities/Provisions no longer required written back	(1,247.83)	(1,855.26)
Operating profit before working capital changes	4,53,761.20	5,27,436.22
Adjustments for :		
(Increase) / Decrease in other Non-Current Financial Assets	40,000.00	(30,750.00)
(Increase) / Decrease in other Non-Current Assets	1,51,525.46	19,791.92
(Increase) / Decrease in Trade Receivables	(53,339.03)	187.60
(Increase) / Decrease in Inventories	(39,230.44)	(22,259.36)
(Increase) / Decrease in Other Current Assets	(34,073.82)	(696.72)
Increase / (Decrease) in Trade and Other Payables	45,074.54	(23,324.87)
Increase / (Decrease) in Other Current Financial Liabilities	17,234.83	11,436.57
Increase / (Decrease) in Provisions	1,098.96	(3,730.68)
Increase / (Decrease) in Other Current Liabilities	(73,514.41)	57,243.95
Cash generated from Operations	5,08,537.29	5,35,334.63
Direct taxes paid	(1,20,535.44)	(1,29,840.98)
Cash Flow from operating Activities	3,88,001.85	4,05,493.65
B. Cash flows from investing activities		
(Purchase)/Sale of Property, Plant & Equipment	(1,82,813.03)	(51,016.29)
(Purchase)/Sale of Other Intangible Assets	(3,235.30)	(575.00)
(Purchase)/sale of Investments	(1,60,094.59)	(1,39,586.90)
Loan to Subsidiary	-	35,569.01
Rental Income	4,200.00	4,200.00
Interest received	27,089.98	35,480.01
Dividend received	4,796.40	4,688.51
Net cash (used in) / from investing activities	(3,10,056.54)	(1,11,240.67)
C. Cash flows from financing activities		
Proceeds/(Repayment) of long term borrowings	17,746.75	(3,218.91)
Dividend and Dividend Tax	(96,098.60)	(48,049.48)
Interest paid	(1,534.67)	(2,895.06)
Net cash (used in) / from financing activities	(79,886.52)	(54,163.45)
Net increase in cash and cash equivalents	(1,941.21)	2,40,089.54
Cash and cash equivalents at the beginning of the year	8,47,700.90	6,07,611.36
Cash and cash equivalents at the end of the year	8,45,759.69	8,47,700.90

Notes: 1 Components of cash and cash equivalents include cash, bank balances in current and deposit accounts as disclosed under note no. 10 of the accounts

2 The above cash flow statement has been prepared under the indirect method as set out in Indian Accounting Standard 7 (Ind AS 7) on "Statement of Cash Flow."

As per our report of even date attached

For **V. SINGHI & ASSOCIATES**

Chartered Accountants

Firm Registration No.: 311017E

(SUNIL SINGHI)

Partner

Membership No. 060854

Place : Kolkata

Date : 19th May, 2018

For and on behalf of the Board of Directors

Bijay Murmuria

Director

DIN: 00216534

Deb Kumar Sett
Company Secretary

Bhawani Sankar Rathi

Wholetime Director

DIN : 00028499

Girdhari Lal Dadhich
Chief Financial Officer

Statement of Changes in Equity for the year ended 31st March, 2018

A. Equity Share Capital

Particulars	Notes	Number of Shares
As at 1st April, 2016		79,84,424
Changes in Equity Share Capital	16	-
As at 31st March, 2017		79,84,424
Changes in Equity Share Capital	16	-
As at 31st March, 2018		79,84,424

B. OTHER EQUITY

(₹ in '00)

Particular	Reserves and Surplus				Other Comprehensive Income	Total
	Securities Premium Reserve	Share Based Payment Reserve Account	General Reserve	Retained Earnings		
Balance at the beginning of the reporting period i.e. 1st April, 2016	2,57,201.64	47.00	9,265.45	21,50,735.57	2,286.65	24,19,536.32
Total Comprehensive Income for the year	-	-	-	3,55,709.04	1,311.26	3,57,020.30
Dividend Paid	-	-	-	(39,922.12)	-	(39,922.12)
Dividend Tax Paid	-	-	-	(8,127.35)	-	(8,127.35)
Balance at the end of the reporting period i.e. 31st March, 2017	2,57,201.64	47.00	9,265.45	24,58,395.14	3,597.91	27,28,507.14

Particular	Reserves and Surplus				Other Comprehensive Income	Total
	Securities Premium Reserve	Share Based Payment Reserve Account	General Reserve	Retained Earnings		
Balance at the beginning of the reporting period i.e. 1st April, 2017	2,57,201.64	47.00	9,265.45	24,58,395.14	3,597.91	27,28,507.14
Total Comprehensive Income for the period	-	-	-	3,53,138.58	3,048.90	3,56,187.48
Dividend Paid	-	-	-	(79,844.24)	-	(79,844.24)
Dividend Tax Paid	-	-	-	(16,254.36)	-	(16,254.36)
Transferred to Current Liabilities	-	(47.00)	-	-	-	(47.00)
Balance at the end of the reporting period i.e. 31st March, 2018	2,57,201.64	-	9,265.45	27,15,435.12	6,646.81	29,88,549.02

This is the Statement of Changes in Equity referred to in our report of even date

The above Statement of Changes in Equity should be read in conjunction with the accompanying notes

As per our report of even date attached

For and on behalf of the Board of Directors

For **V. SINGHI & ASSOCIATES**

Chartered Accountants

Firm Registration No.: 311017E

(SUNIL SINGHI)

Partner

Membership No. 060854

Place : Kolkata

Date : 19th May, 2018

Bijay Murmura

Director

DIN: 00216534

Deb Kumar Sett
Company Secretary

Bhawani Sankar Rathi

Wholetime Director

DIN : 00028499

Girdhari Lal Dadhich
Chief Financial Officer

Notes forming part of the Financial Statement for the year ended 31st March, 2018

Corporate Information

The Company was incorporated in the year 1989 under the provisions of the Companies Act, 1956 and domiciled in India. The Company is Category -I Merchant Banker and stock Broker at NSE and BSE platform with PAN India presence. The Equity Shares of the Company are listed on two stock Exchanges i.e. Bombay Stock Exchange and The Calcutta Stock Exchange Limited. The registered office of the Company is situated at 6A, Geetanjali, 8B Middleton Street, Kolkata – 700071, West Bengal, India

- Information on other related party relationship of the Company is provided in Note 39

1. SIGNIFICANT ACCOUNTING POLICIES

This note provides a list of the significant accounting policies adopted in the preparation of the financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

1.1 Basis of Preparation

1.1.1 Compliance with Ind AS

These financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values, and the provisions of the Companies Act, 2013 ('the Act') (to the extent notified). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

These Financial Statements are prepared in Indian Rupees (INR) which is also the Company's functional currency.

These financial statements are the first financial statements of the Company under Ind AS. Refer Note 41 for an explanation of how the transition from previous GAAP to Ind AS has affected the Company's financial position, financial performance and cash flows.

The Company followed the provisions of Ind-AS 101 in preparing its Opening Ind-AS Balance Sheet (OBS) as of the date of transition i.e. 1st April 2016. Certain of the Company's Ind-AS accounting policies used in the opening Balance Sheet differed from its Indian GAAP policies applied as at 31st March, 2016 and accordingly the adjustments were made to restate the opening balances as per Ind-AS. The resulting adjustment arose from events and transactions before the date of transition to Ind-AS were recognized directly through retained earnings as at 1st April, 2016 as required by Ind-AS 101.

The financial statements for the year ended 31st March, 2018 have been approved by the Board of Directors of the Company in their meeting held on 19th May, 2018.

1.1.2 Historical Cost Convention

These financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention, except for the following:

- i) certain financial assets and liabilities (including derivative instruments) and contingent consideration that is measured at fair value through Profit & Loss and amortised cost;
- ii) defined benefit plans – plan assets measured at fair value.

1.1.3 Classification of Current and Non-Current

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Ind AS 1 – Presentation of Financial Statements

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

and Schedule III to the Act. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current/non-current classification of assets and liabilities.

1.2 Foreign Currency Translation

Foreign currency transactions are translated into Indian Rupee (INR) which is the functional currency (i.e. the currency of the primary economic environment in which the entity operates) using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are recognised in the Statement of Profit and Loss.

1.3 Use of Estimates

The Preparation of financial statements in conformity with the generally accepted accounting principles in India requires the management to make estimates and assumptions that affects the reported amount of assets and liabilities as at the Balance Sheet date, the reported amount of revenue and expenses for the periods and disclosure of contingent liabilities at the Balance Sheet date. The estimates and assumptions used in the financial statements are based upon management's evaluation of relevant facts and circumstances as of the date of the financial statements. Actual results could differ from estimates.

1.4 Property, Plant and Equipment

Freehold Land is carried at historical cost. All other items of property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to the Statement of Profit and Loss during the reporting period in which they are incurred.

Transition to Ind AS

On transition to Ind AS, the Company has elected to continue with the carrying value of all its property, plant and equipment recognised as at 1st April, 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of property, plant and equipment.

Depreciation methods, estimated useful lives and residual value

Depreciation is calculated using the straight-line method to allocate their cost, net of their residual values on the basis of useful lives prescribed in Schedule II to the Companies Act, 2013, which are also supported by technical evaluation. Item of Fixed Assets for which related actual cost do not exceed ₹ 5,000 are fully depreciated in the year of purchase. In respect of the following assets, useful lives as per Schedule II have been considered, as under:-

- Non-factory Buildings : 60 years
- Electrical Installations : 10 years
- Computers : 3 years
- Office Equipment : 5 years
- Furniture & Fixture : 10 years
- Motor Vehicles : 8 years

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

1.5 Investment Property

Property that is held for long term rentals yields or for capital appreciation or both and that is not occupied by the group, is classified as investment property. Investment property is measured initially at its cost, including related transaction costs and where applicable, borrowing costs. Subsequent expenditure is capitalized to the assets carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the group and the cost of the item can be measured reliably. All other repairs and maintenance cost are expensed when incurred. When part of an investment property is replaced, the carrying amount of the replaced part is derecognised.

Investment properties are depreciated using the straight line method over their estimated useful lives. Investment properties generally have a useful life of 60 years.

Transition to Ind AS

On transition to Ind AS, the Company has elected to continue with the carrying value of all its property, plant and equipment recognised as at 1st April 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of property, plant and equipment.

1.6 Intangible Assets

1.6.1 Computer Software

Costs associated with maintaining software programmes are recognised as an expense as incurred. Costs of purchased software are recorded as intangible assets and amortised from the point at which the asset is available for use.

1.6.2 Amortisation methods and periods

The Company amortises intangible assets with a finite useful life using the straight-line method over the following periods:

Computer Software : 3 years

Transition to Ind AS

On transition to Ind AS, the Company has elected to continue with the carrying value of all of intangible assets recognised as at 1st April, 2017 measured as per the previous GAAP and use that carrying value as the deemed cost of intangible assets.

1.7 Investments and other Financial Assets

1.7.1 Classification

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through the Statement of Profit and Loss), and
- **those measured at amortised cost**

The classification depends on the Company's business model for managing the financial assets and the contractual terms of cash flows.

1.7.2 Measurement

At initial recognition, the Company measures a financial asset at its fair value. Transaction costs of financial assets carried at fair value through the Statement of Profit and Loss are expensed as profit or loss.

Debt Instruments

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. The Company classifies its debt instruments into the following categories:

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

- Amortised cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in finance income using the effective interest rate method.
- Fair value through profit or loss: Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. Interest income from these financial assets is included in other income.

Equity Instruments

The Company subsequently measures all equity investments (except subsidiary and associates) at fair value through profit and loss. However where the Company's management makes an irrevocable choice on initial recognition to present fair value gains or losses on specific equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses through the Statement of Profit and Loss.

1.7.3 Impairment of Financial Assets

The Company measures the expected credit loss associated with its assets based on historical trend, industry practices and the business environment in which the entity operates or any other appropriate basis. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

1.7.4 De-recognition of Financial Assets

A financial asset is derecognised only when

- The Company has transferred the rights to receive cash flows from the financial asset, or
- Retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset.

1.8 Derivatives and Hedging Activities

The Company enters into certain derivative contracts to hedge risks which are not designated as hedges. Such contracts are accounted for at fair value through the profit or loss and are included in other income/expenses.

1.9 Cash and Cash Equivalents

For the purpose of presentation in the Cash Flow Statement, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the Balance Sheet.

1.10 Trade Receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment, if any.

1.11 Inventories

The Company makes trading in Equity Shares of companies listed over stock exchanges in India. Inventories of Equity Shares and securities are valued at fair value and the gain/ loss is recognised through the Statement of Profit and Loss.

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)**1.11.1 Financial liabilities****1.11.2 Initial recognition and measurement**

The Company recognises all the financial liabilities on initial recognition at fair value minus, in the case of a financial liability not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition or issue of the financial liability.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

1.11.3 Subsequent measurement

All the financial liabilities are classified as subsequently measured at amortised cost, except for those mentioned below.

1.11.4 Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the group that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109.

Gains or losses on liabilities held for trading are recognised in the Statement of Profit and Loss.

For liabilities designated as Fair Value through profit or loss, fair value gains/losses attributable to changes in own credit risks are recognized in Other Comprehensive Income. These gains/losses are not subsequently transferred to the Statement of Profit and Loss. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the Statement of Profit and Loss.

1.11.5 Financial guarantee contracts

Financial guarantee contracts issued by the Company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortization.

1.11.6 Trade and Other Payables:

These amounts represent liabilities for goods and services provided to the group prior to the end of financial year which are unpaid. The amounts are unsecured and usually paid within 30 days of recognition. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period.

1.11.7 Borrowings

Borrowings are initially recognized at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transactions cost) and the redemption amount is recognized in the statement of Profit and Loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognized as transaction costs of the loan to the extent that it is probable that sum or all of the facility will be drawn down. In this case, the fees is deferred until the drawn down occurs. To the extent there is no evidence that it is probable that sum or all of the facility will be drawn down, the fee is capitalized as a prepayment for liquidity services and amortized over the period of the facility to which it relates.

Borrowings are removed from the Balance Sheet when the obligation specified in the contract is

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognized in Profit and Loss as other gains/(losses).

Borrowings are classified as current liabilities unless the group has an unconditional right to defer settlement of the liability of at least 12 months after the reporting period. Where there is a breach of a material provisions for a long-term loan agreement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the financial statements for issue, not to demand payment as a consequence of the breach.

1.12 Provision, Contingent Liabilities and Contingent Assets, legal or constructive

Provisions are recognised when there is a present obligation as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risk specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

A disclosure for contingent liabilities is made when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

When there is a possible obligation or a present obligation and the likelihood of outflow of resources is remote, no provision or disclosure for contingent liability is made.

Contingent Assets are not recognised but are disclosed when an inflow of economic benefits is probable.

1.13 Employee Benefits

1.13.1 Short-term Employee Benefits

These are recognised at the undiscounted amount as expense for the year in which the related service is rendered.

1.13.2 Other Long-term Employee Benefits (Unfunded)

The cost of providing long-term employee benefits is determined using Projected Unit Credit Method with actuarial valuation being carried out at each Balance Sheet date. Actuarial gains and losses and past service cost are recognised immediately in the Statement of Profit and Loss for the period in which they occur. Long term employee benefit obligation recognised in the Balance Sheet represents the present value of related obligation.

1.13.3 Post-employment Benefit Plans

Contributions under Defined Contribution Plans payable in keeping with the related schemes are recognised as expenditure for the year.

In case of Defined Benefit Plans, the cost of providing the benefit is determined using the Projected Unit Credit Method with actuarial valuation being carried out at each Balance Sheet date. Actuarial gains and losses are recognised in full in the Other Comprehensive Income for the period in which they occur. Past service cost is recognised immediately to the extent that the benefits are already vested, and otherwise is amortised on a straight-line basis over the average period until the benefits

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

become vested. The retirement benefit obligation recognised in the Balance Sheet represents the present value of the defined benefit obligation as adjusted for unrecognised past service cost, if any, and as reduced by the fair value of plan assets, where funded. Any asset resulting from this calculation is limited to the present value of any economic benefit available in the form of refunds from the plan or reductions in future contributions to the plan.

1.13.4 Bonus plans

The Company recognizes a liability and an expense for bonuses. The Company recognizes a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

1.14 Equity index/stock- Futures

Initial margin and additional margin paid, for entering into contracts for equity index/stock futures, which are released on final settlement/squaring-up of underlying contracts, are disclosed under Current Assets, Loans and Advances.

Equity index/stock futures are marked-to-market on a daily basis. Debit or credit balance disclosed under Current Assets, Loans and Advances or Current Liabilities, respectively represents the net amount paid or received on the basis of movement in the prices of index/stock futures till the Balance Sheet date.

As on the Balance Sheet date, Gain/Loss on open positions in index/stock futures are accounted for as follows:

- Profit and loss on hedged transactions are recognized on net basis. In respect of other transactions, credit balance being anticipated profit is ignored and no credit for the same is taken in the Statement of Profit and Loss account. Debit balance being anticipated loss is adjusted in the Statement of Profit and Loss.
- On final settlement or squaring-up of contracts for equity index/stock futures, the profit and loss is calculated as the difference between settlement/squaring-up price and contract price. Accordingly, debit or credit balance pertaining to the settled/squared-up contract is recognised in the Statement of Profit and Loss.

1.15 Equity index/stock – Options

Initial margin and additional margin paid for entering into contracts for equity index/stock options, which are released on final settlement/squaring-up of underlying contracts, are disclosed under Current Assets, Loans and Advances.

As at the Balance Sheet date, the Statement of Profit and Loss on hedged transactions is recognized on net basis. In case of other transactions, in the case of long positions, provision is made for the amount by which the premium paid for those options exceeds the premium prevailing on the Balance Sheet date, and in the case of short positions, for the amount by which premium prevailing on the Balance Sheet date exceeds the premium received for those options. The premium paid or received as the case may be, after the aforesaid provision, is disclosed in Current Assets or Current Liabilities.

1.16 Impairment of non-financial assets

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher on an asset's fair value less costs of disposal and value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows which are largely independent of the cash flows from other assets or group of assets (cash-generating units). Non-financial assets that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

1.17 Segment Reporting

1.17.1 Identification of segment

The Company has identified that its operating segments are the primary segments. The Company's operating businesses are organized and managed separately according to the nature of products, with each segment representing a strategic business unit and offering different products and serving different markets.

1.17.2 Allocation of common costs

Common allocable costs are inter-se allocated to segments based on the basis most relevant to the nature of the cost concerned. Revenue and expenses, which relate to the enterprise as a whole and are not allocable to segment on a reasonable basis, are included under the head unallocated expense / income.

1.18 Borrowing costs

Interest and other borrowing costs attributable to qualifying assets are capitalised. Other interest and borrowing costs are charged to the Statement of Profit and Loss.

1.19 Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the Balance Sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

1.20 Revenue Recognition

Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment net of taxes or duties collected on behalf of the government.

The Company recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the Company and significant risk and reward incidental to services is transferred to the client.

The specific recognition criteria followed by the company are described below:

1.20.1 Sale of service

Timing of recognition: Revenue is recognised when no significant uncertainty as to its determination exists. The primary business of the Company is financial consultancy as Merchant banker and brokerage at NSE and BSE. The revenue in consultancy is recognised in terms of mandate and on completion of the assignment. The brokerage income is recognised when contract of sale/purchase of equity is completed.

Measurement of revenue: Estimates of revenues, costs or extent of progress towards completion are revised if circumstances change. Any resulting increases or decreases in estimated revenues or costs are reflected in the Statement of Profit and Loss in the period in which the circumstances that give rise to the revision become known by management.

1.20.2 Sale of goods

Revenue is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer.

1.20.3 Insurance and other claims / refunds

Revenue, due to uncertainty in realisation is accounted for on acceptance / actual receipt basis.

1.20.4 Interest

Revenue is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)**1.20.5 Dividends**

Dividend is recognised when the right to receive the payment is established by the Balance Sheet date.

1.21 Income Tax

The income tax expense or credit for the period is the tax payable on the current year's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period.

Minimum Alternate Tax (MAT) credit is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. In the year in which the (MAT) credit becomes eligible to be recognized as an asset in accordance with the recommendations contained in guidance Note issued by the Institute of Chartered Accountants of India, the said asset is created by way of a credit to the Statement of Profit and Loss and shown as MAT Credit Entitlement. The Company reviews the same at each Balance Sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that the Company will pay normal Income Tax during the specified period.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets/liabilities are not recognised for temporary differences between the carrying amount and tax bases of investments in subsidiary and associate where in case of assets it is not probable that the differences will reverse in the foreseeable future and taxable profit will not be available against which the temporary differences can be utilised and in case of liabilities the group is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

2A. PROPERTY, PLANT AND EQUIPMENT

(₹ in '00)

Description	Gross Block			Depreciation and Amortisation				Net Block	
	Deemed Cost As at 1st April, 2016	Additions during the year	Disposals during the year	As at 31st March, 2017	Upto 31st March, 2016	Depreciation for the year	Disposal during the year	Upto 31st March, 2017	As at 31st March, 2017
Tangible Assets									
Buildings	6,80,693.47	-	-	6,80,693.47	-	12,137.96	-	12,137.96	6,68,555.51
Electrical Installation	942.86	-	-	942.86	-	327.93	-	327.93	614.93
Furnitures & Fixtures	38,990.61	1,000.00	-	39,990.61	-	8,078.76	-	8,078.76	31,911.85
Computers	13,369.49	3,932.87	367.13	16,935.23	-	3,389.69	88.55	3,301.14	13,634.09
Office Equipment	12,337.09	5,923.44	1,831.74	16,428.79	-	4,762.82	1,740.15	3,022.67	13,406.12
Vehicles	62,146.14	42,000.00	9,015.06	95,131.08	-	14,358.38	8,564.31	5,794.07	89,337.01
Total	8,08,479.66	52,856.31	11,213.93	8,50,122.04	-	43,055.54	10,393.01	32,662.53	8,17,459.51
Description	Gross Block			Depreciation and Amortisation				Net Block	
	As at 1st April, 2017	Additions during the year	Disposals/ Discarded during the year	As at 31st March, 2018	Upto 31st March, 2017	Depreciation for the year	Disposal during the year	Upto 31st March, 2018	As at 31st March, 2018
Tangible Assets									
Buildings*#	6,80,693.47	1,13,039.03	-	7,93,732.50	12,137.96	12,711.67	-	24,849.63	7,68,882.87
Electrical Installation	942.86	-	-	942.86	327.93	111.75	-	439.68	503.18
Furnitures & Fixtures **	39,990.61	2,173.82	733.97	41,430.46	8,078.76	7,064.94	512.83	14,630.87	26,799.59
Computers **	16,935.23	5,000.68	2,097.25	19,838.66	3,301.14	3,806.21	391.16	6,716.19	13,122.47
Office Equipment **	16,428.79	3,563.88	1,284.15	18,708.52	3,022.67	3,731.20	691.12	6,062.75	12,645.77
Vehicles **	95,131.08	65,112.42	9,607.61	1,50,635.89	5,794.07	21,510.10	4,238.36	23,065.81	1,27,570.08
Total	8,50,122.04	1,88,889.83	13,722.98	10,25,288.89	32,662.53	48,935.87	5,833.47	75,764.93	9,49,523.96

* A flat has been possessed during the year, registration for the same is still pending.

#A flat at F2, 1/3 Park Road, taskar Town, Civil Station, bangalore has been mortgaged with Canara Bank as collateral security for credit facility (i.e. fund and non fund based) consisting of Temporary Overdraft of ₹ 100 lacs and Bank Guarantee of ₹ 150 lacs.

** The Assets written off:

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

2A. PROPERTY, PLANT AND EQUIPMENT (CONTD.)

(₹ in '00)

Particulars	WDV as on 1st April, 2016		Accumulated Depreciation	
1) Furnitures & Fixtures		238.38		156.23
2) Computers		1,968.93		391.16
3) Office Equipment		1,280.35		691.12
4) Vehicles		9.54		9.54
Total		3,497.20		1,248.05

2B. Investment Property

(₹ in '00)

Description	Gross Block			Depreciation and Amortisation			Net Block As at 31st March, 2017
	Deemed Cost As at 1st April, 2016	Additions during the year	Disposals during the year	Upto 31st March, 2016	Depreci- ation for the year	Disposal during the year	
Tangible Assets							
Buildings	4,565.03	-	-	-	109.32	-	109.32
	4,565.03	-	-	-	109.32	-	4,455.71

Description	Gross Block			Depreciation and Amortisation			Net Block As at 31st March, 2018
	As at 1st April, 2017	Additions during the year	Disposals/ Discarded during the year	Upto 31st March, 2017	Depreci- ation for the year	Disposal during the year	
Tangible Assets							
Buildings*	4,565.03	-	-	109.32	109.32	-	218.64
Total	4,565.03	-	-	109.32	109.32	-	4,346.39

* A flat has been possessed during the year, registration for the same is still pending.

(i) Amount recognised in Statement of Profit and Loss for investment property

(₹ in '00)

Particulars	31st March, 2018	31st March, 2017
Rental Income	4,200.00	4,200.00
Direct operating expenses from property that generated rental income	64.51	65.25
Profit from investment properties before depreciation	4,135.49	4,134.75
Depreciation	109.32	109.32
Profit from investment properties	4,026.17	4,025.43

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

2B. INVESTMENT PROPERTY (CONTD.)

(ii) Fair value

The Company's Investment Property consists of a commercial property in India. The management has determined that the investment property consists of office - based on nature, characteristics and risks of property.

Reconciliation of Fair Value

Particulars	31st March, 2018			31st March, 2017			31st March, 2016		
	As at 1st April, 2016	Additions during the year	Disposals/ Discarded during the year	As at 31st March, 2017	Upto 31st March, 2017	Depreciation for the year	Disposal during the year	Upto 31st March, 2017	As at 31st March, 2017
Market Value of Investment Property				74,750.00			68,079.68		68,079.68
Total				74,750.00			68,079.68		68,079.68

2C. OTHER INTANGIBLE ASSETS

Description	Gross Block			Depreciation and Amortisation			Net Block		
	As at 1st April, 2016	Additions during the year	Disposals/ Discarded during the year	As at 31st March, 2017	Upto 31st March, 2017	Depreciation for the year	Disposal during the year	Upto 31st March, 2017	As at 31st March, 2017
Software	2,532.39	575.00	-	3,107.39	-	911.28	-	911.28	2,196.11
Total	2,532.39	575.00	-	3,107.39	-	911.28	-	911.28	2,196.11

Other Intangible Assets

Description	Gross Block			Depreciation and Amortisation			Net Block		
	As at 1st April, 2017	Additions during the year	Disposals/ Discarded during the year	As at 31st March, 2018	Upto 31st March, 2017	Depreciation for the year	Disposal during the year	Upto 31st March, 2018	As at 31st March, 2018
Software*	3,107.39	3,785.30	550.00	6,342.69	911.28	826.95	-	1,738.23	4,604.46
Total	3,107.39	3,785.30	550.00	6,342.69	911.28	826.95	-	1,738.23	4,604.46

* The Assets written off:

Particulars	WDV as on 1st April, 2016		Accumulated Depreciation
	WDV as on 1st April, 2016	Accumulated Depreciation	
Software	550.00	-	-
Total	550.00	-	-

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

3. NON-CURRENT INVESTMENTS

(Amount in ₹ '00)

Description	Face Value (₹)	As at 31st March, 2018		As at 31st March, 2017		As at 1st April, 2016	
		No. of Shares/ De-bentures/ Units	Amount	No. of Shares/ De-bentures/ Units	Amount	No. of Shares/ De-bentures/ Units	Amount
Investments measured at Amortized Cost, Unquoted, fully paid up							
In Debentures of Others							
I Care Learning Pvt. Ltd	100	50,700	50,700.00	50,700	45,675.68	50,700	41,149.26
In Equity Shares measured at Carrying Value							
- of Subsidiary Company							
SFSL Commodity Trading Pvt. Ltd.	10	8,68,065	1,45,219.50	8,68,065	1,45,219.50	6,51,000	80,100.00
- of Associates Company							
Capita Finance Services Limited	10	40,000	4,000.00	40,000	4,000.00	40,000	4,000.00
SFSL Risk Management Services Pvt. Ltd.	100	9,250	9,250.00	9,250	9,250.00	9,250	9,250.00
SFSL Insurance Advisory Services Pvt. Ltd.	100	8,500	8,500.00	8,500	8,500.00	8,500	8,500.00
US Infotech Pvt. Ltd.	10	3,10,000	56,226.88	3,10,000	56,226.88	3,10,000	56,226.88
Brandshoots Ventures Pvt. Ltd.	10	5,44,400	54,440.00	5,44,400	54,440.00	-	-
In Equity Shares measured at Fair value through Profit & Loss							
- of Others							
I Care Learning Pvt. Ltd	10	65,000	20,975.50	65,000	19,500.00	65,000	14,300.00
Sumedha Management Solutions Pvt. Ltd	10	50,000	5,000.00	50,000	5,000.00	-	-
Sijberia Industries Ltd.		20	-	20	-	20	-
Total of Investments measured at Cost			3,54,311.88		3,47,812.06		2,13,526.14

(Amount in ₹ '00)

Description	Face Value (₹)	As at 31st March, 2018		As at 31st March, 2017		As at 1st April, 2016	
		No. of Shares/ De-bentures/ Units	Amount	No. of Shares/ De-bentures/ Units	Amount	No. of Shares/ De-bentures/ Units	Amount
Investments measured at Fair Value through Statement of Profit and Loss							
In Equity Shares Quoted, Fully Paid Up							
Aravali Securities & Finance Limited	10	200	6.80	200	7.40	200	8.14
Assam Brook Limited	10	3,625	567.31	3,625	567.31	3,625	567.31
APS Star Industries Limited	10	600	6.00	600	6.00	600	6.00
Bajaj Hindusthan Limited	1	2,500	220.75	2,500	333.51	2,500	501.00
Bharat Wire Ropes Limited	10	2,114	2,357.11	2,114	2,047.41	2,114	951.30
Business Forms Limited	10	6,000	60.00	6,000	60.00	6,000	60.00

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

3. NON-CURRENT INVESTMENTS (CONTD.)

(Amount in ₹ '00)

Description	Face Value (₹)	As at 31st March, 2018		As at 31st March, 2017		As at 1st April, 2016	
		No. of Shares/ De-bentures/ Units	Amount	No. of Shares/ De-bentures/ Units	Amount	No. of Shares/ De-bentures/ Units	Amount
CDR Health Care Limited	10	2,200	166.76	2,200	166.76	2,200	166.76
Gujrat Inject (Kerala) Limited	10	900	9.00	900	9.00	900	9.00
HDFC SLIC	10	374	1,696.09	-	-	-	-
Health Care Global Enterprises Limited	10	-	-	-	-	975	1,745.74
IFB Industries Limited	10	-	-	5,500	35,409.00	5,500	17,454.25
Leafin India Limited	10	500	5.00	500	5.00	500	5.00
Maruti Cottex Limited	10	17,000	170.00	17,000	170.00	17,000	170.00
Madhya Bharat Papers Limited	10	500	5.00	500	5.00	500	5.00
MCC Investment and Leasing Co. Limited	10	400	10.00	400	4.00	400	4.00
Modern Denim Limited	10	700	7.00	700	7.00	700	7.00
Orkay Industries Limited	10	1,100	11.00	1,100	11.00	1,100	11.00
Opal Luxury Time Products Limited	10	1,000	1,070.00	2,000	1,720.00	2,000	1,918.00
Paam Pharmaceuticals (Delhi) Limited	10	252	2.52	252	2.52	252	2.52
Parakaram Technofeb Limited	10	1,200	12.00	1,200	12.00	1,200	12.00
Pioneer Financial Management Services Limited	10	1,000	10.00	1,000	10.00	1,000	10.00
Primax Fiscal Services Limited	10	800	17.60	800	8.00	800	8.00
Sanderson Industries Limited	10	2,65,850	2,658.50	2,65,850	2,658.50	2,65,850	2,658.50
Sen Pet India Limited	10	29,300	293.00	29,300	293.00	29,300	293.00
Skipper Limited	1	33,000	70,950.00	33,000	60,423.00	45,000	60,120.00
State Bank of India	1	1,870	4,676.87	1,870	5,471.62	1,870	3,633.41
Technology Plastics Limited	10	1,000	10.00	1,000	10.00	1,000	10.00
Thejo Engineering Limited	10	-	-	1,200	2,544.00	1,200	2,304.00
Timbor Home Limited	10	1,374	30.37	1,374	30.37	1,374	30.37
In Debentures or Bonds - Quoted		-	-	-	-	-	-
National Thermal Power Company Limited	8.49	2,000	254.80	2,000	258.60	2,000	250.00
In Mutual Funds		-	-	-	-	-	-
UTI Equity Fund	10	200	195.60	200	179.87	200	156.68
Total of Investments measured at Fair Value							
Through Statement of Profit & Loss			85,479.08		1,12,429.87		93,077.98
Total Non Current Investments			4,39,790.96		4,60,241.93		3,06,604.12

Aggregate amount of quoted Investments and market value there of	85,479.08	1,12,429.87	93,077.98
Aggregate amount of unquoted Investments and market value there of	3,54,311.88	3,47,812.06	2,13,526.14

Disclosure pertaining to First time adoption under IND AS 101:

- The aggregate deemed cost of investments for which deemed cost is their previous GAAP carrying amount is ₹ 2,82,636.38/- as on 31st March, 2017 and ₹1,58,076.88/- as on 1st April, 2016.
- The aggregate deemed cost of investments for which deemed cost is fair value is ₹ 65,000.00/- as on 31st March, 2017 and ₹ 65,000.00/- as on 1st April, 2016.
- The Provision for dimunition (created under previous GAAP) amounting to ₹ 12,363.35/- as on 1st April, 2016 has been adjusted with Retained Earnings.
- The Provision for dimunition written off during the year ended on 31st March, 2017 under previous GAAP has been reversed.

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

4. LOANS

(₹ in '00)

Description	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
(Unsecured, Considered Good)			
Loans and advances to Related parties	-	-	35,569.01
Total	-	-	35,569.01

5. OTHER FINANCIAL ASSETS

(₹ in '00)

Description	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
(Unsecured, Considered Good)			
Fixed deposits with maturity period more than 12 months	-	5,000.00	-
Security Deposits			
- Security Deposits with Stock Exchange/Clearing Member	1,04,500.00	1,39,500.00	1,13,750.00
Total	1,04,500.00	1,44,500.00	1,13,750.00

6. OTHER NON-CURRENT ASSETS

(₹ in '00)

Description	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
(Unsecured, Considered Good)			
Capital Advances	62,560.05	1,75,599.08	1,72,089.15
Security Deposits			
- Security Deposits with Others	4,487.00	18,290.90	4,550.20
Others	14,208.68	38,891.21	75,933.76
Total	81,255.73	2,32,781.19	2,52,573.11

7. INVENTORIES

(₹ in '00)

Description	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Stock-in-Trade (At Fair Value)			
In Equity Instruments (Quoted)	5,11,131.45	4,71,923.34	4,49,673.53
In Preference Shares	0.01	0.01	0.01
In Mutual Funds (Quoted)	446.49	424.16	414.61
Total	5,11,577.95	4,72,347.51	4,50,088.15

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

7. INVENTORIES (Contd.)

(Amount in ₹ '00)

Sr. No.	Name of the body corporate	Face Value (₹)	As at 31st March, 2018		As at 31st March, 2017		As at 1st April, 2016	
			No. of Shares	Amount	No. of Shares	Amount	No. of Shares	Amount
A	In Equity Instruments (Quoted)							
1	3I Infotech Limited	10	-	-	-	-	10,000	416.00
2	Ajmera Realty and Infra India Limited	10	-	-	-	-	1,000	1,378.00
3	Akar Laminators Limited	10	500	4.25	500	0.01	500	0.01
4	Aditya Birla Capital Limited	10	5,000	7,292.50	-	-	-	-
5	Alok Industries Limited	10	-	-	-	-	35,000	1,582.00
6	Bajaj Hindusthan Sugar Limited	1	1,000	88.30	1,000	133.40	1,000	200.40
7	Bandhan Bank	10	41	192.00	-	-	-	-
8	Balasore Alloys Limited	5	-	-	-	-	10,000	1,580.00
9	Bank of India	10	-	-	2,000	2,788.00	2,000	1,941.00
10	Bells Control Limited	10	50	5.00	50	0.01	50	0.01
11	Bharti Airtel Limited	5	-	-	4,000	13,998.00	4,000	14,036.00
12	Bharat Wire Ropes Limited	10	10,000	11,150.00	10,000	9,685.00	-	-
13	Vedanta Limited (formerly known as Cairn India Limited)	1	2,500	6,957.50	2,500	7,633.75	3,500	5,402.25
14	Castrol India Limited	5	4,000	8,204.00	2,000	8,662.00	2,000	7,497.00
15	Claris Lifescience Limited	10	13,000	-	13,000	41,665.00	13,000	16,965.00
16	Chemcrown India Limited	10	28,000	0.01	28,000	0.01	28,000	0.01
17	Core Education & Technologies Limited	2	11,000	194.70	11,000	194.70	11,000	224.40
18	DLF Limited	2	-	-	-	-	10,700	12,262.20
19	Daewoo Motors (India) Limited	10	100	6.71	100	0.01	100	0.01
20	Dredging Corporation Limited	10	-	-	-	-	1,000	3,797.00
21	Edelweiss Financial Services Limited	1	500	1,191.75	500	788.25	500	281.75
22	EIH Limited	2	2,000	3,182.00	2,000	2,408.00	2,000	2,097.00
23	Electrosteel Castings Limited	1	-	-	5,000	1,727.50	10,000	1,890.00
24	Electrosteel Steels Limited	10	40,000	976.00	40,000	1,772.00	60,000	2,010.00
25	The Federal Bank Limited	2	-	-	-	-	4,000	1,844.00
26	Firstsource Solutions Limited	10	-	-	-	-	5,000	1,685.00
27	Fortis Healthcare Limited	10	10,000	12,340.00	-	-	-	-
28	Glenmark Pharmaceuticals Limited	1	2,000	10,543.00	2,000	17,155.00	-	-
29	GMR Infrastructure Limited.	1	-	-	-	-	30,000	3,507.00
30	Gol Offshore Limited	10	-	-	-	-	2,000	836.00
31	Gujarat NRE Coke Limited	10	-	-	-	-	4,000	118.00
32	Gujarat State Fertilisers & Chemicals Limited	2	-	-	-	-	1,000	646.00
33	Health Care Global Enterprise Limited	10	-	-	-	-	1,000	1,790.50
34	HFCL Limited	1	20,000	5,180.00	-	-	2,000	325.00
35	Himadri Chemicals & Industries Limited	1	5,000	7,330.00	9,000	3,928.50	2,000	314.40
36	Hindustan Construction Co. Limited.	1	-	-	8,000	3,160.00	-	-
37	Hindustan Copper Limited	5	2,500	1,573.75	2,500	1,652.50	2,500	1,268.75
38	Hindustan National Glass Limited	2	29	31.15	-	-	-	-
39	HUDCO Limited	10	1,000	663.50	-	-	-	-
40	Hotel Leela Ventures Limited	2	-	-	-	-	20,000	3,610.00
41	ICICI Bank Limited	2	1,512	4,209.41	1,375	3,810.13	1,375	3,252.56
42	IFB Industries Limited	10	2,000	23,000.00	3,000	19,314.00	3,000	9,520.50
43	Infosys Limited	5	1,000	-	-	-	-	-
44	Insecticides Limited	10	-	-	1,500	7,966.50	1,500	4,675.50
45	IPCA Laboratories Limited	2	1,000	6,549.00	1,000	6,233.50	1,000	5,797.50
46	ITC Limited.	1	-	-	-	-	1,000	3,280.50
47	Jaiprakash Associates Limited	2	-	-	-	-	25,000	1,910.00

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

7. INVENTORIES (Contd.)

(Amount in ₹ '00)

Sr. No.	Name of the body corporate	Face Value (₹)	As at 31st March, 2018		As at 31st March, 2017		As at 1st April, 2016	
			No. of Shares	Amount	No. of Shares	Amount	No. of Shares	Amount
A	In Equity Instruments (Quoted) (Contd.)							
48	Lanco Infratech Limited	1	-	-	-	-	20,000	994.00
49	Larsen & Toubro Limited	2	-	-	300	4,732.80	300	3,648.60
50	LIC Housing Finance Limited	2	-	-	-	-	4,000	19,616.00
51	Maruthi Cotex Limited	10	2,000	0.01	2,000	0.01	2,000	0.01
52	Lords Chloro Alkali Limited (Formerly: Modi Alkalies & Chemicals Limited)	10	10	5.05	10	3.10	10	2.88
53	Mahanagar Telephone Nigam Limited	10	-	-	-	-	4,000	708.00
54	National Aluminium Co. Limited	5	-	-	-	-	15,000	5,947.50
55	NBCC Limited	2	5,000	9,517.50	-	-	-	-
56	Nestle India Limited	10	-	-	-	-	100	5,768.95
57	NCC Limited	2	-	-	-	-	5,000	3,792.50
58	NMDC Limited	1	-	-	-	-	3,500	3,428.25
59	NTPC Limited	10	-	-	-	-	2,000	2,576.00
60	Nicco Corporation Limited	2	-	-	-	-	2,000	9.60
61	Orient Green Power Co. Limited	10	-	-	-	-	10,000	1,184.00
62	Oriental Bank of Commerce	10	19,000	17,404.00	19,000	26,780.50	19,000	17,413.50
63	Padmini Technologies Limited	10	3,200	0.01	3,200	0.01	3,200	0.01
64	Parakaram Technofab Limited	10	84,400	0.01	84,400	0.01	84,400	0.01
65	Punjab National Bank	2	12,000	11,454.00	-	-	-	-
66	Radha Madhav Corporation Limited	10	-	-	-	-	2,000	262.00
67	Ramkrishna Forgings Limited	10	-	-	2,000	9,557.00	2,000	6,814.00
68	Reliance Industries Limited	10	12,000	1,05,936.00	6,000	79,152.00	4,000	41,810.00
69	Sanderson Industries Limited	10	1,83,400	0.01	1,83,400	0.01	1,83,400	0.01
70	Sintex Industries Limited	1	-	-	5,000	5,290.00	-	-
71	Shree Digvijay Cements Co.	10	-	-	-	-	7,593	1,260.44
72	Skipper Limited	1	6,784	14,585.60	-	-	-	-
73	Speciality Restaurants Limited	10	-	-	-	-	1,000	848.50
74	MW Unitexx Limited	10	195	3.49	195	3.49	195	4.66
75	State Bank of India	1	54,500	1,36,304.50	49,500	1,44,837.00	90,500	1,75,841.50
76	Sterling Biotech Limited	1	-	-	-	-	5,000	198.00
77	Suditi Industries Limited	10	2,000	1,206.00	-	-	-	-
78	Sun Pharmaceuticals Industries Limited	1	1,800	8,917.20	1,800	12,378.60	-	-
79	Suryodaya Allo - Metal Powders Limited	10	6,500	201.50	6,500	0.01	6,500	0.01
80	Suven Lifesciences Limited	1	5,000	8,390.00	-	-	-	-
81	Tata Consultancy Services Limited	1	50	1,424.65	-	-	-	-
82	Telephone Cables Limited	10	100	1.70	100	0.01	100	0.01
83	Texmaco Infrastructure & Holdings Limited	1	8,000	4,912.00	19,000	7,524.00	19,000	5,842.50
84	Texmaco Rail & Engineering Limited	1	16,000	13,352.00	16,000	14,800.00	16,000	16,696.00
85	Uco Bank	10	29,000	6,264.00	24,000	8,628.00	24,000	9,276.00
86	Unitech Limited	2	-	-	30,000	1,671.00	30,000	1,479.00
87	Union Bank of India	10	14,000	13,174.00	-	-	-	-
88	United Bank of India	10	1,000	126.70	1,000	231.00	1,000	190.50
89	Uttam Galva Steels Limited	10	20,000	2,400.00	-	-	-	-
90	Vatsa Corporation Limited	1	100	0.01	100	0.01	100	0.01
91	Vedanta Limited	1	-	-	-	-	2,000	1,798.00
92	Vijaya Bank	10	10,000	5,190.00	-	-	8,000	2,508.00
93	Vimta Labs Limited	2	3,049	5,349.47	1,500	1,659.00	1,500	1,061.25
94	Viniyoga Clothex Limited	10	1,800	0.01	1,800	0.01	1,800	0.01

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

7. INVENTORIES (Contd.)

(Amount in ₹ '00)

Sr. No.	Name of the body corporate	Face Value (₹)	As at 31st March, 2018		As at 31st March, 2017		As at 1st April, 2016	
			No. of Shares	Amount	No. of Shares	Amount	No. of Shares	Amount
A	In Equity Instruments (Quoted) (Contd.)							
95	Visa Steel Limited	10	-	-	-	-	5,300	752.07
96	Wockhardt Limited	5	4,000	29,052.00	-	-	-	-
97	Wpil Limited	10	1,000	5,095.50	-	-	-	-
	Total			5,11,131.45		4,71,923.34		4,49,673.53

B	In Preference Shares							
1	Venkateshwara Hatcheries Limited	10	20	0.01	20	0.01	20	0.01
	Total			0.01		0.01		0.01

C	In Mutual Funds (Quoted)							
1	Goldman Sachs Gold ETF (Goldbees)	100	15	411.81	15	391.85	15	384.57
2	UTI Master Shares - Unit Scheme	10	100	34.68	100	32.31	100	30.04
	Total			446.49		424.16		414.61
	Total Inventory			5,11,577.95		4,72,347.51		4,50,088.15

8. CURRENT INVESTMENTS

(Amount in ₹ '00)

Sl. No.	Description	As at 31st March, 2018		As at 31st March, 2017		As at 1st April, 2016	
		Units	Amount	Units	Amount	Units	Amount
	Investments measured at Fair Value Through Statement of Profit & Loss						
	In Mutual Fund						
1	ICICI Prudential Flexible Income Growth	37,295	1,24,968.82	55,900.05	1,74,728.85	72,608	2,08,383.86
2	HDFC Charity Fund for Cancer Cure	10,000	1,002.90	10,000	1,002.21	10,000	1,035.30
3	HDFC Liquid Fund - Direct Plan Growth	4,775	4,19,202.81	2,768	88,794.41	1,682	50,296.80
4	Canara Robeco Medium Term Opportunities Fund Direct Growth Plan	40,000	5,692.32	40,000	5,362.32	40,000	4,896.00
5	Edelwis Mutual Fund Liquid Fund Retail Group Open Ended	8	161.39	791	149.72	791	140.46
6	Indiabulls Arbitrage Funds - Direct Plan - Monthly Dividend	10,189	1,079.02	9,574	1,015.34	-	-
7	Mirae Asset Cash Management Fund - Direct Plan - Growth	264	4,844.13	264	4,533.94	-	-
8	Mirae Asset Short Tem Fund - Direct Growth	50,000	5,035.70	-	-	-	-
9	Reliance Money Manager Fund - Direct Growth Plan Growth Option	323	7,880.75	62	1,408.03	-	-
10	UTI - Floating Rate Fund - STP - Direct Growth Plan	-	-	752	20,413.35	-	-
11	UTI - Money Market Fund - Institutional Plan - Direct Plan - Growth	-	-	2,309	42,104.55	-	-
12	Canara Rebeco Capital Protection Oriented Fund - Series 8 - REG - Growth	50,000	5,219.45	-	-	-	-
13	Canara Rebeco Capital Protection Oriented Fund - Series 9 - REG - Growth	30,000	3,022.35	-	-	-	-
	Total		5,78,109.64		3,39,512.72		2,64,752.42

Disclosure pertaining to First time adoption under IND AS 101:

- i) The aggregate deemed cost of investments for which deemed cost is fair value is ₹ 3,05,37,688/- as on 31st March, 2017 and ₹ 2,40,17,965/- as on 1st April, 2016.

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

9. TRADE RECEIVABLES

(₹ in '00)

Description	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
(Unsecured, Considered Good)			
Trade Receivables	5,16,615.00	5,02,351.85	5,96,552.00
Total	5,16,615.00	5,02,351.85	5,96,552.00

10. CASH & CASH EQUIVALENTS

(₹ in '00)

Description	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Cash on Hand	14,201.22	7,084.05	12,445.10
Balances with Banks*	4,57,119.31	4,71,878.98	2,31,738.10
Total	4,71,320.53	4,78,963.03	2,44,183.20

*Balance with Banks include unclaimed dividend of ₹ 11,45,893/- [31.03.2017 - ₹ 11,12,351/-, 01.04.2016 - ₹ 11,49,577/-]

11. BANK BALANCE OTHER THAN CASH & CASH EQUIVALENT

(₹ in '00)

Description	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Fixed deposits with maturity period more than 3 months and less than 12 months	3,74,439.16	3,68,737.87	3,63,428.16
Total	3,74,439.16	3,68,737.87	3,63,428.16

*Fixed Deposits pledged with Banks against bank guarantee and margin money amounting to ₹ 2,20,45,720/- (31.03.2017 - ₹ 2,10,75,591/-, 01.04.2016 - ₹ 2,23,37,012/-), pledged with BSE and ICCL against BMC /TGF/ABC is ₹ 43,75,000/- (31.03.2017 - ₹ 43,75,000/-, 01.04.2016 - ₹ 43,75,000/-), pledged with NSE amounting to ₹ 99,00,000/- (31.03.2017 - ₹ 99,00,000/-, 01.04.2016 - ₹ 99,00,000/-) against collateral security ₹ 5,33,196/- (31.03.2017 - ₹ 5,33,196/- , 01.04.2016 - ₹ 5,73,279/-)

12. OTHER FINANCIAL ASSETS

(₹ in '00)

Description	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Interest Accrued on Investment	8,597.81	8,404.90	10,986.59
Total	8,597.81	8,404.90	10,986.59

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

13. CURRENT TAX ASSETS (NET)

(₹ in '00)

Description	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Advance Tax	32,389.38	25,803.02	37,731.01
Total	32,389.38	25,803.02	37,731.01

14. OTHER CURRENT ASSETS

(₹ in '00)

Description	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Prepaid Expenses	13,521.61	7,654.41	6,749.97
Others	38,285.85	10,079.23	10,286.95
Total	51,807.46	17,733.64	17,036.92

15. EQUITY SHARE CAPITAL

(Amount in ₹ '00)

Description	As at 31st March, 2018		As at 31st March, 2017		As at 1st April, 2016	
	Number	Amount	Number	Amount	Number	Amount
Authorised:						
Equity Shares of ₹ 10 each	1,00,00,000	10,00,000.00	1,00,00,000	10,00,000.00	1,00,00,000	10,00,000.00
Issued, Subscribed & Paid up:						
Equity Shares of ₹10 each fully paid up	79,84,424	7,98,442.40	79,84,424	7,98,442.40	79,84,424	7,98,442.40
Total	79,84,424	7,98,442.40		7,98,442.40		7,98,442.40

15.1 Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period.

(Amount in ₹ '00)

Particulars	As at 31st March, 2018		As at 31st March, 2017		As at 1st April, 2016	
	Number	Amount	Number	Amount	Number	Amount
Shares outstanding at the beginning of the year	79,84,424	7,98,442.40	79,84,424	7,98,442.40	79,84,424	7,98,442.40
Shares outstanding at the end of the year	79,84,424	7,98,442.40	79,84,424	7,98,442.40	79,84,424	7,98,442.40

15.2 Rights, preferences and restrictions attached to shares

The Company has only one class of issued shares i.e. Equity Shares having face value of ₹10 per share. Each holder of Equity Shares is entitled to vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after payment of all preferential amounts, in proportion to their shareholding.

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

15.3 The details of Shareholders holding more than 5% shares:-

Name of the Shareholder	As at 31st March, 2018		As at 31st March, 2017		As at 1st April, 2016	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Mr. Vijay Maheshwari	16,69,220	20.91	16,69,220	20.91	16,69,220	20.91
Sahujain Services Limited	-	-	8,88,710	11.13	8,88,710	11.13
Hitech Tradecomm Private Limited	6,77,800	8.49	6,77,800	8.49	6,77,800	8.49
Total	23,47,020	29.40	32,35,730	40.53	32,35,730	40.53

15.4 Particulars of each class of shares held by holding, ultimate holding, subsidiaries or associates of the holding company

Particulars	As at 31st March, 2018		As at 31st March, 2017		As at 1st April, 2016	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding	No. of Shares held	% of Holding
SFSL Insurance Advisory Services Pvt. Limited	1,56,200	1.96	1,56,200	1.96	1,56,200	1.96
SFSL Risk Management Services Pvt. Limited	1,90,950	2.39	1,90,950	2.39	1,90,950	2.39
Total	3,47,150	4.35	3,47,150	4.35	3,47,150	4.35

16. OTHER EQUITY

(₹ in '00)

Description	As at 31st March, 2018		As at 31st March, 2017		As at 1st April, 2016	
Securities Premium Reserve						
As per last Financial Statement		2,57,201.64		2,57,201.64		2,57,201.64
Employee Stock Option						
As per last Financial Statement	47.00					
Less: Transferred to Current Liabilities	(47.00)	-		47.00		47.00
Revaluation Reserve						
As per last Financial Statement	-		-		8,855.35	
Less: Transferred to General Reserve	-	-	-	-	8,855.35	-
General Reserve						
As per last Financial Statement	9,265.45		9,265.45		410.10	
Add: Transferred from Revaluation Reserve	-	9,265.45	-	9,265.45	8,855.35	9,265.45
Retained Earnings						
As per last Financial Statement	24,58,395.14		21,50,735.57			
Add: Profit for the year	3,53,138.58		3,55,709.04			
Less: Appropriations	-		-			
Transferred to General Reserve	-		-			
Dividend on Equity Shares [Dividend per Share (Previous year Re. 1/-)]	79,844.24		39,922.12			
Tax on Dividend	16,254.36		8,127.35			
		27,15,435.12		24,58,395.14		21,50,735.57
Other Comprehensive Income (OCI)						
As per last Financial Statement	3,597.91		2,286.65		-	
Add: Movement in OCI (Net) during the year	3,048.90		1,311.26		2,286.65	
Total Other Comprehensive Income		6,646.81		3,597.91		2,286.65
Total		29,88,549.02		27,28,507.14		24,19,536.31

Nature and Purpose of Other Equity

a) Securities Premium Reserve

Securities Premium Reserve is used to record the premium on issue of shares. The reserve is available for utilisation in accordance with the provisions of the Act.

b) General Reserve

General Reserve is created and utilised in compliance with the provisions of the Act.

c) Retained Earnings

Retained Earnings represents accumulated profits earned by the Company and remaining undistributed as on date

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

17. BORROWINGS

(₹ in '00)

Description	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Term Loan from Non - Banking Financial Company - Notes	18,577.25	830.50	4,049.41
Total	18,577.25	830.50	4,049.41

(₹ in '00)

Description	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Repayment Schedule			
A Borrowings from HDFC Bank			
Vehicle Loan - Repayable in 36 monthly instalments of ₹ 22,669 and final instalment would be due on 5th November, 2016	-	-	1,745.76
B Borrowings from Canara Bank			
Vehicle Loan - Repayable in 36 monthly instalments. 35 instalments of ₹ 22,735 and Final instalment of ₹ 22,667 due on 16th August, 2016.	-	-	1,328.51
C Borrowings from Toyota Financial Services India Limited			
Vehicle Loan - Repayable in 36 monthly instalments of ₹ 28,935 and final instalment would be due on 20th June, 2018	830.50	4,049.41	6,970.74
D Borrowings from Daimler Financial Services Private Limited			
Vehicle Loan - Repayable in 60 monthly instalments of ₹ 51,294/- and final instalment would be due on 13th September, 2022	22,949.11	-	-
Less: Current portion of term loans from schedule banks and Non Banking Financial Companies shown under Other Current Liabilities	5,202.36	3,218.91	5,995.60
Total	18,577.25	830.50	4,049.41

Additional Information

A. HDFC Bank

- Secured by hypothecation of the corresponding vehicle
- Rate of interest is 10.75%

B. Canara Bank

- Secured by hypothecation of the corresponding vehicle
- Rate of interest is 10.70%

C. Toyota Financial Services India Limited

- Secured by hypothecation of the corresponding vehicle
- Rate of interest is 9.74%

D. Daimler Financial Services Private Limited

- Secured by hypothecation of the corresponding vehicle
- Rate of interest is 8.50%

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

18. PROVISIONS - NON - CURRENT

(₹ in '00)

Description	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Provisions for Employee Benefits*	13,403.57	4,369.13	6,725.87
Total	13,403.57	4,369.13	6,725.87

* The provision for employee benefit includes Leave Encashment

19. DEFERRED TAX LIABILITIES (NET)

(₹ in '00)

Description	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Deferred Tax Liabilities			
The balances comprises temporary differences attributable to:			
i) Property, Plant and Equipment and Other Intangible Assets	1,01,858.36	1,22,551.26	1,18,946.39
ii) Financial Assets at Fair Value through Profit and Loss	12,223.92	11,371.84	-
iii) Other Items	-	-	-
Deferred Tax Liabilities (A)	1,14,082.28	1,33,923.10	1,18,946.39
Deferred Tax Assets			
The balances comprises temporary differences attributable to:			
i) Items allowed for tax purpose on payment	4,779.84	2,001.72	2,533.58
ii) Provision for Doubtful Debts, Advances, etc	-	-	-
ii) Long Term Capital Loss	8,692.33	10,330.50	14,583.58
Deferred Tax Assets (B)	13,472.17	12,332.22	17,117.16
Net Deferred Tax Liabilities (A-B)	1,00,610.11	1,21,590.88	1,01,829.23

Movement In Deferred Tax Liabilities

(₹ in '00)

Particulars	Property, Plant and Equipment	Financial Assets at Fair Value through Profit and Loss	Items allowed for tax purpose on payment	Provision for Doubtful Debts, Advances, etc	Long Term Capital Loss
At 1st April 2016	(1,18,946.39)	-	2,533.58	-	14,583.58
Charged/Credited					
- to Profit/ Loss	(3,604.87)	(11,371.83)	(531.89)		(4,253.08)
- to Other Comprehensive Income					-
At 31st March 2017	(1,22,551.26)	(11,371.83)	2,001.69	-	10,330.50
Net Deferred Tax Liabilities					
At 1st April 2017					
Charged/ Credited					
- to Profit/ Loss	20,692.90	(852.09)	2,778.15	-	(1,638.17)
- to Other Comprehensive Income					
At 31st March 2018					
Net Deferred Tax Liabilities	(1,01,858.36)	(12,223.92)	4,779.84		8,692.33

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

20. TRADE PAYABLES

(₹ in '00)

Description	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Micro, Small and Medium Enterprises	-	-	-
Others	1,04,528.23	60,701.52	85,881.65
Total	1,04,528.23	60,701.52	85,881.65

21. OTHER FINANCIAL LIABILITIES

(₹ in '00)

Description	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Current Maturities of Long Term Debt - Refer Note - 17	5,202.36	3,218.91	5,995.60
Unclaimed Dividends	11,458.93	11,123.51	11,495.77
Statutory Dues	33,677.73	18,761.77	4,176.25
Total	50,339.02	33,104.19	21,667.62

22. OTHER CURRENT LIABILITIES

(₹ in '00)

Description	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Due to Micro, Small and Medium Enterprises	-	-	-
Advance received from Clients:			
- against Margin Money	6,270.00	45,503.00	36,508.49
- towards Portfolio Management Services (PMS)	29,108.26	57,440.03	19,316.96
- others	35.22	5,824.60	80.46
Other Payables*	15,237.60	17,490.56	13,856.34
Total	50,651.08	1,26,258.19	69,762.25

* Includes advances from customers

23. PROVISIONS - CURRENT

(₹ in '00)

Description	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Provisions for Employee Benefits*	3,777.75	1,685.04	937.03
Total	3,777.75	1,685.04	937.03

* The provision for employee benefit includes Leave Encashment

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

24. REVENUE FROM OPERATIONS

(₹ in '00)

Description	For the period ended 31st March, 2018	For the period ended 31st March, 2017
Investment Banking	9,87,398.32	8,71,118.79
Sales of Stock-in-Trade - Shares and Securities	8,47,344.78	4,28,399.69
Brokerage, Commission and Other Charges	2,26,284.11	1,87,960.48
Net gain on intraday trading of Shares and Securities	6,630.07	1,639.44
Net gain on derivative transactions	-	80,247.92
Total	20,67,657.28	15,69,366.32

25. OTHER INCOME

(₹ in '00)

Description	For the period ended 31st March, 2018	For the period ended 31st March, 2017
Interest income from Financial Assets		
- Fixed Deposits	26,588.41	28,984.46
- Loan to Subsidiary	100.82	3,913.86
- IFSD	593.66	-
- Debentures	5,024.32	4,526.42
Dividend Income from Equity Instruments designated at Fair Value	4,796.40	4,688.51
Net gain on Sale of Mutual Funds	6,137.39	8,172.80
Profit on Sale of Investments	26,582.04	2,309.87
Profit on Sale of Fixed Assets	-	1,019.08
Rent	4,200.00	4,200.00
Liabilities Written Back	1,247.83	-
Miscellaneous Income	445.87	2,111.59
Gain on Financial Assets	-	-
- Unrealised gain	20,242.60	67,280.06
Total	95,959.34	1,27,206.65

26. CHANGES IN INVENTORIES OF STOCK-IN TRADE

(₹ in '00)

Description	For the period ended 31st March, 2018	For the period ended 31st March, 2017
Stock - in - Trade (at the end of the year)	5,11,577.95	4,72,347.51
Stock - in - Trade (at the beginning of the year)	4,72,347.51	4,50,088.15
Total	(39,230.44)	(22,259.36)

27. EMPLOYEE BENEFITS EXPENSE

(₹ in '00)

Description	For the period ended 31st March, 2018	For the period ended 31st March, 2017
Salaries and Wages	3,38,893.86	3,10,984.58
Contribution to Provident Fund and Other Funds	23,089.74	16,362.74
Staff Welfare Expenses	10,259.97	9,739.00
Total	3,72,243.57	3,37,086.32

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

28. FINANCE COSTS

(₹ in '00)

Description	For the period ended 31st March, 2018	For the period ended 31st March, 2017
Interest Cost on Financial Liabilities		
- On Fixed Loans	1,362.61	945.20
- On Others	172.06	-
Interest on Income Tax	-	1,949.86
Other Borrowing Cost	4,014.44	3,398.26
Total	5,549.11	6,293.32

29. OTHER EXPENSES

(₹ in '00)

Description	For the period ended 31st March, 2018	For the period ended 31st March, 2017
Advertisement & Business Promotion	49,828.30	65,368.39
Loss on Sale of Fixed Assets	4,117.51	-
Sundry Balances written off	39,075.88	94,012.55
Car Expenses	30,703.27	33,285.22
Charity and Donation	3,607.30	3,187.13
Communication Expenses	10,429.77	12,330.52
Computer Expenses	2,150.00	2,248.97
Commission	12,500.00	25,597.80
Electricity	12,370.33	10,734.89
Insurance	2,948.62	3,083.39
Net loss on Derivative Transactions	31,185.26	-
NSE/ BSE/ SHCIL Charges	5,097.43	8,907.35
Office Maintenance	14,477.65	13,260.55
Processing Fees	856.28	1,143.15
Professional Charges	94,508.08	1,16,166.04
Payment to Auditor *	3,400.00	2,835.00
Printing & Stationery	5,717.33	7,483.03
Rates & Taxes	8,370.17	13,068.47
Repairs & Maintenance	3,384.34	5,020.29
Rent	23,400.00	23,400.00
SEBI Turnover and Membership Fees	8,292.46	12,055.68
Travelling & Conveyance	38,914.21	46,655.00
VSAT Charges	981.00	849.00
Miscellaneous Expenses	41,521.82	61,435.95
Total	4,47,837.01	5,62,128.37

* Payments To Auditor

- Statutory Audit	1,700.00	1,700.00
- Tax Audit	750.00	750.00
- Limited Review	600.00	150.00
- Certification and Other Services	350.00	235.00
Total	3,400.00	2,835.00

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

30. EARNINGS PER SHARE

(i) Reconciliation of earning used in calculating earnings per share:

(₹ in '00)

Numerator		For the year ended 31st March, 2018	For the year ended 31st March, 2017
(a)	Profit/(Loss) for the year (₹) (for basic EPS)	3,53,138.58	3,55,709.04
(b)	Less: Effect of dilutive potential ordinary shares	-	-
(c)	Net Profit/(Loss) for diluted earnings per share	3,53,138.58	3,55,709.04

(ii) Reconciliation of basic and diluted shares used in computing earnings per share:

Denominator		For the year ended 31st March, 2018	For the year ended 31st March, 2017
(a)	Weighted average number of Equity Shares (for basic EPS)	79,84,424	79,84,424
(b)	Less: Effect of dilutive potential ordinary shares	-	-
(c)	Number of weighted average equity shares considered for dilutive earnings per share	79,84,424	79,84,424

(iii) Earnings Per Share (₹)

(₹ in '00)

Particulars		For the year ended 31st March, 2018	For the year ended 31st March, 2017
(a)	- Basic	4.42	4.46
(b)	- Diluted	4.42	4.46

31. OPEN INTEREST IN EQUITY INDEX/STOCK FUTURES AS AT 31ST MARCH, 2018.

(₹ in '00)

Sl.No	Name of the future	Series of future	Number of contracts	Number of units per lot
1	Bank of Baroda	26th April, 2018	3	4,000
2	Canara Bank	26th April, 2018	12	1,600
3	CIPLA Ltd.	26th April, 2018	4	1,000
4	DLF Ltd.	26th April, 2018	1	5,000
5	Glenmark Pharmaceuticals Ltd.	26th April, 2018	9	700
6	ITC Ltd.	26th April, 2018	3	2,400
7	ICICI Bank	26th April, 2018	2	2,750
8	LUPIN Ltd.	26st April, 2018	2	600
9	NIFTY	26th April, 2018	10	75
10	Oriental Bank of Commerce	26th April, 2018	1	6,000
11	Reliance Ind. Ltd.	26th April, 2018	16	500
12	State Bank of India	26th April, 2018	6	3,000
13	Sun Pharmaceuticals Ltd.	26th April, 2018	5	1,100

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

31. OPEN INTEREST IN EQUITY INDEX/STOCK FUTURES AS AT 31ST MARCH, 2017.

(₹ in '00)

Sl.No	Name of the future	Series of future	Number of contracts	Number of units per lot
1	Bank of Baroda	27th April, 2017	1	3,500
2	Bank of India	27th April, 2017	1	6,000
3	Cipla Ltd.	27th April, 2017	4	1,000
4	Glenmark Pharmaceuticals Ltd.	27th April, 2017	6	700
5	Infosys Ltd	27th April, 2017	1	500
6	ITC Ltd.	27th April, 2017	1	2,400
7	Oriental Bank of Commerce	27th April, 2017	1	6,000
8	State Bank of India	27th April, 2017	1	3,000
9	Sun Pharmaceuticals Ltd.	27th April, 2017	6	700
10	TCS Ltd.	27th April, 2017	4	250

32. CONTINGENT LIABILITIES AND COMMITMENTS

(₹ in '00)

Description		As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
A.	Claims against the company not acknowledged as debt			
	Contingent Liabilities not provided for in respect of Guarantee given by Canara Bank to National Securities Clearing Corporation Limited (₹80 lacs) & Stock Holding Corporation of India Limited (₹ 70 lacs)#	1,50,000.00	1,30,000.00	1,30,000.00

The above bank guarantees extended by Canara Bank is secured by pledge of fixed deposits and also secured by way of Equitable Mortgage of a Company's Immovable Property. The said facilities are further secured by personal guarantees of three directors of the Company.

(₹ in '00)

Description		As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
B.	Claims against the company in respect of dues under statutes			
	The Income Tax has raised a demand in respect of A.Y 2008-09 for which the Company has preferred an appeal with the Commissioner of Income tax (Appeals). The Company being confident of getting the case settled in its favour, no provision for the aforesaid has been made in the Financial Statements.	-	1,156.15	1,156.15
C.	Capital Commitments			
	Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	10,000.00	13,500.00	20,010.85

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

33. INCOME TAX EXPENSE

(a) Major Components of income tax expense for the year ended 31st March 2018 and 31st March, 2017: (₹ in '00)

Particulars	For the year ended 31st March, 2018	For the year ended 31st March, 2017
Current Income Tax	1,14,000.00	1,39,407.49
Adjustment in respect of current income tax of previous year	(336.40)	(2,949.65)
Total Current Tax Expense	1,13,663.60	1,36,457.84
Deferred Tax		
(Decrease)/Increase in Deferred Tax Liabilities	(19,840.82)	14,976.71
Decrease/(Increase) in Deferred Tax Assets	(1,139.95)	4,784.94
Transferred to OCI	(1,175.13)	(647.69)
Deferred Tax	(22,155.90)	19,113.96
Income Tax expense is attributable to:		
Profit from continued operation	91,507.70	1,55,571.80
Profit from discontinued operation	-	-
	91,507.70	1,55,571.80

(b) Deferred Tax related to items recognized in OCI during the year:

(₹ in '00)

Particulars	For the year ended 31st March, 2018	For the year ended 31st March, 2017
Tax on Gain/(Loss) on FVTPL financial assets	(1,175.13)	(647.69)
Income Tax charged to OCI	(1,175.13)	(647.69)

(c) Reconciliation of tax expense and the accumulated profit multiplied by India's domestic rate:

(₹ in '00)

Particulars	For the year ended 31st March, 2018	For the year ended 31st March, 2017
Profit/(loss) before tax from Continuing Operations	4,44,646.28	5,11,280.84
Profit/(Loss) before tax from discontinuing Operations	-	-
Indian tax rate	27.55%	33.06%
Tax at the Indian rates	1,22,500.05	1,69,029.44
Tax at the Indian rates:	1,22,500.05	1,69,029.44
Tax effect of amounts which are not deductible (taxable) in calculating taxable income:		
Expenses disallowed/ considered separately	35,877.97	28,331.32
Expenses Allowed	(48,803.37)	(58,389.69)
Donation (50% of ₹ 3,60,733/-) & (50% of ₹ 3,18,712/-)	(496.91)	(526.83)
Rental Income (net of Municipal Tax and Rebate)	803.07	963.25
Tax on Normal Rate(A)	1,09,880.81	1,39,407.49
Tax on Special Income at Normal Rate(B)	3,694.87	-
Total Tax Expense(A)+(B)	1,13,575.68	1,39,407.49
Rounded off to	1,14,000.00	1,39,407.49
Income Tax expense	1,14,000.00	1,39,407.49

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

34. EXPENDITURE/EARNINGS IN FOREIGN CURRENCY

(₹ in '00)

Particulars	For the year ended	
	31st March, 2018 Amount	31st March, 2017 Amount
A. Expenditure in Foreign Currency		
Travelling	4,940.92	9,096.80
Total	4,940.92	9,096.80

Note: The figures given above are net payments after withholding tax deducted at source.

(₹ in '00)

Particulars	For the year ended	
	31st March, 2018 Amount	31st March, 2017 Amount
B. Earnings in Foreign currency		
Consultancy Fees	6,955.20	77,465.77
Total	6,955.20	77,465.77

35. SEGMENT INFORMATION

1. The Company has three Main segment Operations:

- Capital Market Operations comprising Stock Broking, Investment, Mutual Funds & Other products distribution
- Investment Banking comprising of Loan Syndication, Merchant Banking, and Restructuring & Other related Advisory Services.
- Other Segments which have been identified and reported taking into account the nature of services, different risk & return and internal reporting systems.

The Chief Operating Decision Maker (CODM) primarily uses earnings before interest, tax, depreciation and amortization (EBIDTA) as performance measure to assess the performance of the operating segments. However, the CODM also receives information about the Segment's revenues, Segment's assets and Segment's liabilities on regular basis.

A. Segment Profit or Loss:

Segment's performance are measured based on Segment EBITDA. Segment EBITDA is defined as "Earnings from Continuing Operations before Finance Costs, Exceptional Items, Tax Expense, Depreciation and Amortization, Impairment of non-current Assets, Investment Income and Fair Value gains or Losses on Financial Assets but after allocation of Corporate Expenses. Segments EBITDA are as follows:

(i) Segment Profit or Loss:

(₹ in '00)

Segments	Year Ended 31.03.2018	Year Ended 31.03.2017
Capital Market operations	1,51,887.68	3,30,826.23
Investment Banking	3,10,243.19	1,97,063.33
Others (Unallocated)	(11,935.48)	(10,315.40)
Total Segment EBIT	4,50,195.39	5,17,574.16
Segment EBIT reconciles to Profit/(Loss) before Tax from Continuing Operations as follows:		
Finance Cost	5,549.11	6,293.32
Profit/(Loss) Before tax from Continuing Operations	4,44,646.28	5,11,280.84

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

35. SEGMENT INFORMATION (Contd.)

(ii) Following Items are either included in the measures of Segment Profit or Loss reviewed by CODM or are regularly provided to the CODM:

(₹ in '00)

Particulars	Year Ended 31.03.2018			Year Ended 31.03.2017		
	Capital Market Operations	Investment Banking	Others (Unallocated)	Capital Market Operations	Investment Banking	Others (Unallocated)
Interest Income-(a)	26,807.06	475.82	-	28,459.39	4,438.93	-
Depreciation and Amortization	2,024.47	47,847.67	-	2,427.29	41,648.85	-
Impairment loss/ (Reversal) of Non-Current Assets (Net)	-	2,808.69	-	-	-	-

a) Represents Interest Income from Fixed Deposits, Loan from Subsidiary and Security Deposits which are included in the measure of segment Profit/Loss.

B. Segment Revenue

The Segment revenue is presented in the same way as in the Statement of Profit or Loss. However, sales between Operating Segments are on arm's length basis in a manner similar to transactions with third parties and are eliminated on consolidation. Segment Revenue and Reconciliation of the same with total Revenue as follows:

(₹ in '00)

Particulars	Year Ended 31.03.2018			Year Ended 31.03.2017		
	Total Segment Revenue	Inter Segmental Revenue	Revenue from External Customers	Total Segment Revenue	Inter Segmental Revenue	Revenue from External Customers
Capital Market operations	11,30,701.79	-	11,30,701.79	7,33,010.00	-	7,33,010.00
Investment Banking	10,32,914.83	-	10,32,914.83	9,63,562.97	-	9,63,562.97
Others (Unallocated)	-	-	-	-	-	-

C. Segment Assets

Segment Assets are measured in the same way as in the Financial Statements. These assets are allocated based on the operations of the segment and the physical location of the asset. However, certain assets like investments, Loans, assets classified as held for sale, current and Deferred Tax assets etc. are not considered to be segment assets as they are managed at corporate level. Further, Corporate administrative assets are not allocated to individual segments as they are also managed at corporate level and these are not linked to any specific segment.

(i) Segment assets and reconciliation of the same with total assets are as under:

(₹ in '00)

Description	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Capital Market operations	19,53,803.35	18,35,380.74	14,64,808.78
Investment Banking	21,31,236.77	20,03,181.72	19,94,796.21
Others (Unallocated)	43,838.31	36,926.53	49,226.78
Total Assets/Total Segment assets	41,28,878.43	38,75,488.99	35,08,831.77

During the year ended 31/03/2018, Capital expenditure relating to Capital Market Operations and Investment Banking are ₹ 1,73,084.65/- and ₹. 1,90,94,428.75/- respectively.

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

35. SEGMENT INFORMATION (Contd.)

D. Segment Liabilities

Segment Liabilities are measured in the same way as in the financial statements. These liabilities are allocated based on the operations of the segment. In measurement of Capital Market Operations, Investment Banking and Other (Unallocated) segment's liabilities like borrowings, current and deferred tax liabilities, liabilities associated with assets held for sale etc. are not considered as segment liabilities as they are managed at corporate level. Further, corporate administrative liabilities are not allocated to individual segments as they are also managed at corporate levels and does not linked to any specific segment. Segment liabilities exclude Deferred Tax Liabilities.

Segment Liabilities and reconciliation of the same with liabilities are as under:

(₹ in '00)

Description	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Capital Market Operations	1,43,320.04	1,74,530.66	1,45,837.99
Investment Banking	86,497.98	41,204.40	31,640.56
Others (Unallocated)	11,458.88	11,213.51	11,545.28
Total Liabilities/Total Segment Liabilities	2,41,276.90	2,26,948.57	1,89,023.83

36. DUES TO MICRO AND SMALL ENTERPRISES

The Company has no dues to Micro and Small Enterprises as at 31st March, 2018 and 31st March, 2017 in the Financial Statements based on the information received and available with the Company.

37. BALANCE CONFIRMATION

Outstanding balances of Trade Receivables, Trade Payables, Loans and Advances are subject to confirmation from the respective parties and consequential adjustments arising from reconciliation, if any. The management, however, is of the view that there will be no material discrepancies in this regard.

38. EMPLOYEE BENEFITS

A. Defined Benefit Plans

Defined Benefit Plans expose the Company to actuarial risk such as: Interest Rate Risk, Liquidity Risk, Salary Escalation Risk and Demographic Risk.

- i. Interest Rate Risk:** The Plan exposes the Company to the risk of fall in interest rates. A fall in interest rates will result in an increase in the ultimate cost of providing the above benefit and will thus result in an increase in the value of the liquidity (as shown in financial statements)
- ii. Liquidity Risk:** This is a risk when the Company is not able to meet the short-term benefit payouts. This may arise due to non-availability of enough cash/ cash equivalent to meet the liabilities or holding of illiquid assets not being sold in time.
- iii. Salary Escalation Risk:** The Present Value of the above benefit plan is calculated with the assumption of salary increase rate of plan participants in future. Deviation in the rate of increase of salary in future for plan participants from the rate of increase in salary in future for plan participants from the rate of increase in salary used to determine present value of obligation will have a bearing on the plan's liability.
- iv. Demographic Risk:** The Company has used certain mortality and attrition assumptions in valuation of the liability. The Company is exposed to the risk of actual experience turning out to be worse compared to the assumption.

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

38. EMPLOYEE BENEFITS (Contd.)

A. Defined Benefit Plans (Contd.)

GRATUITY PLANS

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service is entitled to gratuity on terms not less favorable than The Provisions of Gratuity Act, 1972. The above said Scheme is funded.

(a) Change in Defined Contribution Plans (DCP) over the year ended 31st March, 2018. (₹ in '00)

Particulars	For the year ended 31st March, 2018	For the year ended 31st March, 2017
Contribution to Employee's Provident Fund	6,286.47	5,967.58
Contribution to Employee's Family Pension Fund	5,187.88	4,706.71
Total	11,474.35	10,674.29

(b) Change in Defined Benefit Obligations (DOB) over the year ended 31st March, 2018. (₹ in '00)

Particulars	Gratuity (Funded)		Leave Encashment (Unfunded)	
	For the year ended 31ST March 2018	For the year ended 31ST March 2017	For the year ended 31ST March 2018	For the year ended 31ST March 2017
Present Value of DBO at the Beginning of Year	42,259.57	38,250.40	6,054.17	7,662.90
Current Service Cost	4,659.70	4,309.89	2,400.81	1,045.60
Interest Cost	3,084.95	3,002.66	441.96	601.53
Curtailement Cost/(Credit)	-	-	-	-
Settlement Cost/(Credit)	-	-	-	-
Employee Contribution	-	-	-	-
Past Service Cost	5,388.96	-	-	-
Acquisitions	-	-	-	-
Re-measurement (or Actuarial (gains/Losses) arising from:				
- Change in demographic assumptions		-	-	-
- Change in financial assumptions		(2,060.54)	1,550.34	(742.53)
- Experience variance(i.e. Actual experience vs. assumptions)		(2,492.58)	(4,455.64)	12,151.98
- Others		-	-	-
Benefits paid	(721.15)	(398.08)	(3,125.07)	(3,730.67)
Present Value of DBO at the end of Year	50,118.91	42,259.57	17,181.32	6,054.17

(c) Change in Fair Value of Assets (₹ in '00)

Particulars	Gratuity (Funded)		Leave Encashment (Unfunded)	
	For the year ended 31ST March 2018	For the year ended 31ST March 2017	For the year ended 31ST March 2018	For the year ended 31ST March 2017
Plan Assets at beginning of period	48,176.98	40,694.97	-	-
Investment Income	3,516.92	3,255.60	-	-
Return on Plan Assets, Excluding amount recognized in Net Interest Expense	(329.08)	(471.54)	-	-
Actual Company contributions	3,591.86	5,096.03	3,125.07	3,730.67
Fund Transferred	-	-	-	-
Employee Contributions	-	-	-	-
Benefits paid	(721.15)	(398.08)	(3,125.07)	(3,730.67)
Plan assets at the end of period	54,235.53	48,176.98	-	-

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)
38. EMPLOYEE BENEFITS (Contd.)
A. Defined Benefit Plans (Contd.)
(d) Funded Status

(₹ in '00)

Particulars	Gratuity (Funded)		Leave Encashment (Unfunded)	
	For the year ended 31ST March 2018	For the year ended 31ST March 2017	For the year ended 31ST March 2018	For the year ended 31ST March 2017
Defined Benefit Obligation	50,118.91	42,259.57	17,181.32	6,054.17
Fair Value of Plan Assets	54,235.53	48,176.98	-	-
Unrecognized Past Service Cost	-	-	-	-
Effects of Asset Ceiling	-	-	-	-
Net Defined Benefit Asset/(Liability)	4,116.62	5,917.41	(17,181.32)	(6,054.17)

(e) Reconciliation of Net Balance Sheet position

(₹ in '00)

Particulars	Gratuity (Funded)		Leave Encashment (Unfunded)	
	For the year ended 31ST March 2018	For the year ended 31ST March 2017	For the year ended 31ST March 2018	For the year ended 31ST March 2017
Net Asset/(Liability) recognized in balance sheet at the beginning of period	5,917.41	2,444.57	(6,054.17)	(7,662.90)
Expense recognized in Income Statement	9,616.69	4,117.99	14,252.22	2,121.94
Expense recognized in Other Comprehensive Income	(4,224.04)	(2,494.80)	-	-
Employer Contributions	3,591.86	5,096.03	3,125.07	3,730.67
Net Acquisitions/Business Combinations	-	-	-	-
Net Asset/(Liability) recognized in balance sheet at end of the period	4,116.62	5,917.41	(17,181.32)	(6,054.17)

(f) Expense recognized during the year 2017-18

(₹ in '00)

Particulars	Gratuity (Funded)		Leave Encashment (Unfunded)	
	For the year ended 31ST March 2018	For the year ended 31ST March 2017	For the year ended 31ST March 2018	For the year ended 31ST March 2017
Current Service Cost	4,659.70	4,309.89	2,400.81	1,045.60
Past Service Cost Plan Amendment	5,388.96	-	-	-
Curtailment cost/(credit)	-	-	-	-
Settlement cost/(credit)	-	-	-	-
Expected return on Plan Assets	-	(3,255.60)	-	-
Net Actuarial Losses/(Gains)	-	(2,433.76)	11,284.45	474.81
Net Interest on Net Defined Benefit Liability/(assets)	(431.97)	3,002.66	441.96	601.53
Expense recognized in the Statement of Profit and Loss	9,616.69	1,623.19	14,127.22	2,121.94

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

38. EMPLOYEE BENEFITS (Contd.)

A. Defined Benefit Plans (Contd.)

(g) Other Comprehensive Income

(₹ in '00)

Particulars	For the year ended 31st March, 2018	For the year ended 31st March, 2017
Actuarial (gains)/ losses due to:		
- Change in demographic assumptions	-	-
- Change in financial assumptions	(2,060.54)	1,550.34
- Experience variance (i.e. Actual experience vs. assumptions)	(2,492.58)	(4,455.64)
- Others	-	-
Return on Plan Assets, excluding amount recognized in net interest expense	329.08	410.50
Re-measurement (or Actuarial (Gain)/Loss) arising because of change in effect of asset ceiling	-	-
Components of defined benefit costs recognized in Other Comprehensive Income	(4,224.04)	(2,499.80)

(h) Principal Actuarial Assumptions

Financial Assumptions	For the year ended 31st March, 2018	For the year ended 31st March, 2017
Discount Rate	7.70% p.a.	7.30% p.a.
Rate of Increase in Salaries	6.50% p.a.	6.50 % p.a.

Particulars	For the year ended 31st March, 2018	For the year ended 31st March, 2017
Rate of Availment of Leave	0.00 % p.a.	0.00 % p.a.
Rate of Encashment of Leave	0.00 % p.a.	0.00 % p.a.
Mortality Rate (% of IALM 06-08)	100% p.a.	100% p.a.
Normal Retirement Age	62 Years	62 Years
Attribution Rates, based on age (% p.a.)		
- For all ages	2.00	2.00

(i) Division of defined Benefit Obligation (Current/Non-Current) at the end of the year.

(₹ in '00)

Particulars	Gratuity (Funded)		Leave Encashment (Unfunded)	
	For the year ended 31ST March 2018	For the year ended 31ST March 2017	For the year ended 31ST March 2018	For the year ended 31ST March 2017
Current Defined Benefit Obligation	4,162.54	3,298.33	3,777.75	1,685.04
Non-Current Defined Benefit Obligation	45,956.37	38,961.24	13,403.57	4,369.13
Total Defined Benefit Obligation	50,118.91	42,259.57	17,181.32	6,054.17

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

38. EMPLOYEE BENEFITS (Contd.)

A. Defined Benefit Plans (Contd.)

(j) Sensitivity Analysis

Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and mortality. The Sensitivity Analysis below have determined based on reasonably possible changes of the assumptions occurring at the end of the reporting period while holding all other assumptions constant. The result of sensitivity analysis is given below:

(₹ in '00)

Particulars	Gratuity (Funded)				Leave Encashment (Unfunded)			
	For the year ended 31ST March 2018		For the year ended 31ST March 2017		For the year ended 31ST March 2018		For the year ended 31ST March 2017	
	Decrease	Increase	Decrease	Increase	Decrease	Increase	Decrease	Increase
Discount Rate (-/+ 1%)	55,979.23	45,168.20	47,669.40	37,744.51	19,148.39	15,447.93	6,741.50	5,488.53
Salary Growth Rate (-/+ 1%)	45,773.93	55,250.04	38,155.86	47,115.32	15,431.42	19,263.29	5,487.84	6,729.33
Attrition Rate (-/+ 50%)	49,212.30	50,934.67	41,908.40	42,580.55	16,930.38	17,399.98	5,990.88	6,109.43
Mortality Rate (-/+ 10%)	49,838.24	50,391.69	42,131.95	42,383.79	17,131.40	17,229.46	6,042.04	6,065.87

(k) Methodology for Defined Benefit Obligation

The Projected Unit Credit (PUC) actuarial method has been used to assess the Present Value of Defined Benefit Obligations and the related Current Service Cost and where applicable Past Service Cost.

(₹ in '00)

Expected Cash Flows over the next (valued on undiscounted basis)	Gratuity (Funded)		Leave Encashment (Unfunded)	
	For the year ended 31ST March 2018	For the year ended 31ST March 2017	For the year ended 31ST March 2018	For the year ended 31ST March 2017
1 Year	4,162.54	3,298.33	3,777.75	1,685.04
2-5 Years	10,970.47	8,400.68	2,274.01	753.30
6-10 Years	30,666.49	12,953.60	5,214.93	1,468.85
More Than 10 Years	97,831.78	98,942.75	39,449.32	13,047.81

(l) Plan Assets Information

Major categories of Plan Assets as percentage of Total Plan Assets.

Particulars	Gratuity (Funded)		Leave Encashment (Unfunded)	
	For the year ended 31ST March 2018	For the year ended 31ST March 2017	For the year ended 31ST March 2018	For the year ended 31ST March 2017
Funds Managed by Insurer	100%	100%	-	-

Experience adjustment on account of actuarial assumption of Gratuity.

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

39. RELATED PARTY TRANSACTIONS

A. As per Indian Accounting Standard-24 - 'Related Party Disclosures' issued by the Institute of Chartered Accountants of India, the names of the related parties are given below:

B. List of related parties with whom the Company has transacted during the year

Subsidiary Company	SFSL Commodity Trading Private Limited.
Associate /Joint Venture Concerns	SFSL Insurance Advisory Services Private Limited SFSL Risk Management Services Private Limited Capita Finance Services Limited US Infotech Private Limited Brandshoots Ventures Private Limited
Key Management Personnel	Mr. Bhawani Shankar Rathi (Whole Time Director) Mr. Vijay Maheshwari (Director) Mr. Bijay Murmuria (Director) Mrs. Garima Maheshwari (Director)
Enterprise/Firm owned or significantly influenced by Key Management Personnel and their relatives	Superb Estate Services Private Limited M/s. Maheshwari & Associates (Chartered Accountants) Sumedha Management Solutions Private Limited

C. Transaction with related parties during the year and year end outstanding balance thereof are as follows: (₹ in '00)

Sl. No.	Nature of Transactions	Associate/ Joint Venture Concerns	Subsidiary	Enterprise owned or significantly influenced by Key Management Personnel and their relatives	Key Management Personnel and relatives	Total
i	Managerial Remuneration	-	-	-	24,822.00	24,822.00
		-	-	-	(25,221.47)	(25,221.47)
ii	Rent paid	-	9,000.00	2,400.00	6,000.00	17,400.00
		-	(9,000.00)	(2,400.00)	(6,000.00)	(17,400.00)
iii	Portfolio management fees received	-	-	-	2,320.28	2,320.28
		-	-	-	(716.04)	(716.04)
iv	Guarantee commission paid	-	-	-	2,500.00	2,500.00
		-	-	-	(2,500.00)	(2,500.00)
v	Balance receivable/ (payable)	-	-	-	-	-
		-	-	-	-	-
vi	Dividend Paid	3,471.50	-	2,186.00	21,584.10	27,241.60
		(1,735.75)	-	(1,093.00)	(10,792.05)	(13,620.80)
vii	Advance Paid	-	25,000.00	-	-	25,000.00
		-	(20,000.00)	-	-	(20,000.00)
viii	Advance Refunded	-	25,000.00	-	-	25,000.00
		-	(60,321.83)	-	-	(60,321.83)
ix	Interest received	-	90.74	-	-	90.74
		-	(3,522.48)	-	-	(3,522.48)
x	Investment in Equity Shares	-	-	-	-	-
		(54,000.00)	(65,119.50)	(5,000.00)	-	(1,24,119.50)
xi	Purchase of Equity Shares	-	-	-	-	-
		-	-	-	(440.00)	(440.00)
x	Rent received	-	-	4,200.00	-	4,200.00
		-	-	(4,200.00)	-	(4,200.00)

Note: (i) The above transactions do not include reimbursement of expenses made / received during the year.
(ii) Previous year figures are in the bracket.

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

39. RELATED PARTY TRANSACTIONS (Contd.)

D. Disclosure in Respect of Material Related Party Transactions during the year:

(₹ in '00)

Particulars	2018	2017
	Amount	Amount
Managerial Remuneration		
Bhawani Shankar Rathi	24,822.00	25,221.47
Rent paid		
SFSL Commodity Trading Pvt. Limited	9,000.00	9,000.00
Superb Estate Services Pvt. Limited	2,400.00	2,400.00
Mr. Vijay Maheshwari	6,000.00	6,000.00
Portfolio management fees received		
Mr. Vijay Maheshwari	478.68	389.18
Mrs. Garima Maheshwari	1,841.60	326.86
Guarantee Commission paid		
Mr. Vijay Maheshwari	1,250.00	1,250.00
Mr. Bijay Murmuria	1,250.00	1,250.00
Balance receivable		
SFSL Commodity Trading Pvt. Limited	-	-
Dividend paid		
Mr. Bijay Murmuria	3,699.20	1,849.60
Bhawani Shankar Rathi	1,192.70	596.35
Mr. Vijay Maheshwari	16,692.20	8,346.10
SFSL Insurance Advisory Services (P) Limited	1,562.00	781.00
SFSL Risk Management Services (P) Limited	1,909.50	954.75
Superb Estate Services Pvt. Limited	2,186.00	1,093.00
Loan Given		
SFSL Commodity Trading Pvt. Limited	25,000.00	20,000.00
Loan received back		
SFSL Commodity Trading Pvt. Limited	25,000.00	60,321.83
Interest Received (net of TDS)		
SFSL Commodity Trading Pvt. Limited	90.74	3,522.48
Investment in equity shares		
SFSL Commodity Trading Pvt. Limited	-	65,119.50
Brandshoots Ventures Pvt. Limited	-	54,000.00
Sumedha Management Solutions Pvt Ltd	-	5,000.00
Purchase in equity shares		
Mr. Vijay Maheshwari	-	105.00
Mr. Bijay Murmuria	-	335.00
Rent received		
M/s. Maheshwari & Associates	4,200.00	4,200.00

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

40. CAPITAL RISK MANAGEMENT

The Company aims to manage its capital efficiently so as to safeguard its ability to continue as a going concern and to optimise returns to our shareholders.

The capital structure of the Company is based on management's judgement of the company balance of key elements in order to meet its strategic and day-to-day needs. We consider the amount of capital in proportion to risk and manage the capital structure in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, return capital to shareholders or issue new shares.

The Company policy is to maintain a stable and strong capital structure with a focus on total equity so as to maintain investor, creditors and market confident and to sustain future development and growth of its business. The Company will take appropriate steps in order to maintain or if necessary, adjust its capital structure.

41. FINANCIAL INSTRUMENT- FAIR VALUE MEASUREMENT**A. Accounting classification for Fair Values**

(i) Following table shows carrying amount and Fair Values of Financial Liabilities and Financial Assets:

(₹ in '00)

Financial Assets	As at 31st March, 2018			As at 31st March, 2017			As at 1st April, 2016		
	Carrying Value	Amor-tized Cost	FVTPL	Carrying Value	Amor-tized Cost	FVTPL	Carrying Value	Amor-tized Cost	FVTPL
Investments in Subsidiaries									
Unquoted Instruments	1,45,219.50	-	-	1,45,219.50	-	-	80,100.00	-	-
Investments in Associates									
Quoted Instruments	-	-	-	-	-	-	-	-	-
Unquoted Instruments	1,32,416.88	-	-	1,32,416.88	-	-	77,976.88	-	-
Investments in Equity Instruments									
Quoted Equity Instruments	-	-	85,028.68	-	-	1,11,991.39	-	-	92,671.30
Unquoted Equity Instruments	-	-	25,975.50	-	-	24,500.00	-	-	14,300.00
Investments in Debt Instruments									
Mutual Funds	-	-	5,78,305.24	-	-	3,39,692.59	-	-	2,64,909.10
Debentures									
- Quoted	-	-	254.80	-	-	258.60	-	-	250.00
- Unquoted	-	50,700.00	-	-	45,675.68	-	-	41,149.26	-
Trade Receivables	5,16,615.00	-	-	5,02,351.85	-	-	5,96,552.00	-	-
Cash on Hand	14,201.22	-	-	7,084.05	-	-	12,445.10	-	-
Balances with Bank	4,57,119.31	-	-	4,71,878.98	-	-	2,31,738.10	-	-
Balances with Bank other than Cash & cash Equivalents	3,74,439.16	-	-	3,68,737.87	-	-	3,63,428.16	-	-
Other Financial Assets	1,13,097.81	-	-	1,52,904.90	-	-	1,24,736.59	-	-

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

41. FINANCIAL INSTRUMENT - FAIR VALUE MEASUREMENT (Contd.)

A. Accounting classification for Fair Values (Contd.)

(i) Following table shows carrying amount and Fair Values of Financial Liabilities and Financial Assets:

(₹ in '00)

Financial Liabilities	As at 31st March, 2018			As at 31st March, 2017			As at 1st April, 2016		
	Carrying Value	Amortized Cost	FVTPL	Carrying Value	Amortized Cost	FVTPL	Carrying Value	Amortized Cost	FVTPL
Borrowings									
- Long Term	18,577.25	-	-	830.50	-	-	4,049.41	-	-
Trade Payables*	1,04,528.23	-	-	60,701.52	-	-	85,881.65	-	-
Other Financial Liabilities*	50,339.02	-	-	33,104.19	-	-	21,667.62	-	-

*Fair Values for these Financial Instruments have not been disclosed because their carrying amounts are reasonable approximation of their fair values.

(ii) Finance Income and Finance Cost instrument category wise classification

(₹ in '00)

Financial Income and Financial Cost	For the Year ended 31st March, 2018			For the Year ended 31st March, 2017		
	Carrying Value	Amortized Cost	FVTPL	Carrying Value	Amortized Cost	FVTPL
Income						
- Interest income	27,282.88	5,024.32	-	32,898.32	4,526.42	-
- Dividend Income	-	-	4,796.40	-	-	4,688.51
Expenses						
- Interest Expense	172.06	1,362.61	-	1949.86	945.20	-

B. Fair Value Hierarchy

The following table shows the details of financial assets and financial liabilities including their levels in the fair value hierarchy:

(i) Financial assets and financial liabilities measured at fair value – recurring fair value measurements:

(₹ in '00)

Financial Assets	As at 31st March, 2018			As at 31st March, 2017			As at 1st April, 2016		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
Investments in Subsidiaries									
Unquoted Instruments	-	-	1,45,219.50	-	-	1,45,219.50	-	-	80,100.00
Investments in Associates									
Unquoted Instruments	-	-	1,32,416.88	-	-	1,32,416.88	-	-	77,976.88
Investments in Equity Instruments									
Quoted Equity Instruments	85,028.68	-	-	74,767.32	-	-	92,671.30	-	-
Unquoted Equity Instruments	25,975.50	-	-	24,500.00	-	-	14,300.00	-	-
Investments in Debt Instruments									
Mutual Funds	5,78,305.24	-	-	3,39,692.59	-	-	2,64,909.10	-	-
Debentures	-	-	-	-	-	-	-	-	-
- Quoted	254.80	-	-	258.60	-	-	250.00	-	-
- Unquoted	-	-	50,700.00	-	-	50,700.00	-	-	50,700.00

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

41. FINANCIAL INSTRUMENT - FAIR VALUE MEASUREMENT (Contd.)

B. Fair Value Hierarchy (Contd.)

(ii) Fair value disclosure of financial assets and financial liabilities measured at carrying value:

(₹ in '00)

Financial Assets	For the Year ended 31st March, 2018			For the Year ended 31st March, 2017			For the Year ended 31st March, 2016		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
Borrowings									
- Long Term Borrowings	-	18,577.25	-	-	830.50	-	-	4,049.41	-

Level 1 hierarchy includes financial instruments valued using quoted market prices. Listed equity instruments and traded debt instruments which are traded in the stock exchanges are valued using the closing price at the reporting date. Mutual funds are valued using the closing NAV.

Level 2 hierarchy includes financial instruments that are not traded in active market. This includes OTC derivatives and debt instruments valued using observable market data such as yield etc. of similar instruments traded in active market. All derivatives are reported at discounted values hence are included in level 2. Borrowings have been fair valued using market rate prevailing as on the reporting date.

Level 3 if one or more significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity instruments and certain debt instruments which are valued using assumptions from market participants.

(iii) Fair Value measurements using significant unobservable inputs (Level 3)

The following table presents the changes in level 3 items for the period 31st March, 2018 and 31st March 2017.

	Subsidiary - Unquoted	Associates - Unquoted	Unquoted Equity Instruments	Unquoted Debt Instruments
As at 01/04/2016	80,100.00	77,976.88	14,300.00	41,149.26
Acquisitions	65,119.50	54,440.00	10,200.00	-
Sales	-	-	-	-
Gains/(Losses) recognized in Profit and Loss	-	-	-	4,526.42
As at 31/03/2017	1,45,219.50	1,32,416.88	24,500.00	45,675.68
Acquisitions	-	-	-	-
Sales	-	-	-	-
Gains/(Losses) recognized in Profit and Loss	-	-	1,475.50	-
As at 31/03/2018	1,45,219.50	1,32,416.88	2,5,975.50	5,024.32

(iv) Valuation techniques used for valuation of instruments categorised as level 3.

For valuation of investments in equity shares and associates which are unquoted, peer comparison has been performed wherever available. Valuation has been primarily done based on the cost approach where in the net worth of the Company is considered and price to book multiple is used to arrive at the fair value. In cases where income approach was feasible valuation has been arrived using the earnings capitalisation method. For inputs that are not observable for these instruments, certain assumptions are made based on available information. The most significant of these assumptions are the discount rate and credit spreads used in the valuation process. For valuation of investments in debt securities categorised as level 3, market polls which represent indicative yields are used as assumptions by market participants when pricing the asset.

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

41. FINANCIAL INSTRUMENT - FAIR VALUE MEASUREMENT (Contd.)

B. Fair Value Hierarchy (Contd.)

(v) Financial Instrument - Financial Risk Management.

The Company's activity exposes it to various risk such as market risk, liquidity risk and credit risks. This section explains the risks which the Company is exposed to and how it manages the risks.

A. Market Risk

Market risk is the risk that changes in market prices, such as foreign exchange risk rates, interest rates and equity prices which will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. Company's main business activity financial consulting has no or limited entry barrier. Entry of Banks and large consulting firms has increased competition.

(i) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is exposed to interest rate risk on financial liabilities such as long-term borrowings.

The Company is also exposed to interest rate risk on its financial assets that include fixed deposits.

Impact of increase/decrease in the benchmark interest rates on the Company's equity and statement of profit and loss for the period is given below:

Interest Rate Risk	Change in Rate	31st March, 2018		31st March, 2017	
		Change in statement of Profit/ Loss	Change in Other components of equity	Change in statement of Profit/ Loss	Change in Other components of equity
Interest Rate	50 bps	-	-	-	-
- Long Term Borrowings	-	9 %	-	10.14 %	-
- Other Financial Assets	-	8 %	-	8 %	-

(ii) Price Risk

The Company's exposure to equity securities price risk arises from investments held by the Company and classified in the balance sheet as fair value through Profit or Loss. The majority of the Company's equity investments are publicly traded.

Sensitivity analysis - Equity price risk

The table below summarises the impact of increase/decrease of the market price of the listed instruments on the Company's equity and profit for the period. The analysis is based on the assumption that market price had increased by 2% or decreased by 2 %.

(₹ in '00)

Particulars	Impact on Profit or Loss		Impact on other components of equity	
	31st March, 2018	31st March, 2017	31st March, 2018	31st March, 2017
Market Price increases by 2%	1,700.57	2,239.83	-	-
Market Price decreases by 2%	(1,700.57)	(2,239.83)	-	-

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

41. FINANCIAL INSTRUMENT - FAIR VALUE MEASUREMENT (Contd.)

B. Liquidity Risk

The Company determines its liquidity requirements in the short, medium and long term. This is done by drawing up cash forecast for short and medium term requirements and strategic financing plans for long term needs.

The Company manages its liquidity risk in a manner so as to meet its normal financial obligations without any significant delay or stress. Such risk is managed through ensuring operational cash flow while at the same time maintaining adequate cash and cash equivalent position. This is generally carried out in accordance with practice and limits set by the company.

(i) Maturity Analysis

Company's financial liabilities into relevant maturity groupings based on their contractual maturities for all non-derivative financial liabilities and net settled derivative financial instruments. The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

(₹ in '00)

	Less than 1 Year	1 Year to 2 year	2 Year to 5 Years	More than 5 Years	Total
Contractual maturities of financial liabilities as at 31/03/2018					
Non- Derivatives					
Borrowings	5,202.36	4,758.40	13,818.80	-	23,779.57
Trade- Payables	1,04,528.23	-	-	-	1,04,528.23
Other Financial Liabilities	50,339.02	-	-	-	50,339.02

	Less than 1 Year	1 Year to 2 year	2 Year to 5 Years	More than 5 Years	Total
Contractual maturities of financial liabilities as at 31/03/2017					
Non- Derivatives	-	-	-	-	-
Borrowings	3,218.91	830.50	-	-	4,049.41
Trade- Payables	60,701.52	-	-	-	60,701.52
Other Financial Liabilities	3,3104.19	-	-	-	3,3104.19

	Less than 1 Year	1 Year to 2 year	2 Year to 5 Years	More than 5 Years	Total
Contractual maturities of financial liabilities as at 01/04/2016					
Non- Derivatives	-	-	-	-	-
Borrowings	5,99,560.00	4,04,941.00	-	-	10,04,501.00
Trade- Payables	85,88,165.00	-	-	-	85,88,165.00
Other Financial Liabilities	2,166,762	-	-	-	2,166,762

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

41. FINANCIAL INSTRUMENT - FAIR VALUE MEASUREMENT (Contd.)

C. Credit Risk

Credit risks is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligation, and arises principally from the Company's receivables from customers, stock exchanges and clearing members. The carrying amount of financial assets represents the maximum credit exposure. Security deposits with stock exchanges and clearing members mainly represents the margin money to cover the regular trading exposure in stock exchanges backed by margin collected from clients and has very insignificant credit risk.

The Company exposure to credit risk is influenced mainly by the individual characteristics of each client. However, management also considers the factors that may influence the credit risk of its customer base, including the default risk associated with the industry.

Financial assets are written off when there is no expectation of recovery such as debtors failing to engage in a repayment plan with the Company. Where loans and receivables have been written off, the Company continues to engage in enforcement activity to attempt to recover the receivable due. Where necessary, the Company has adopted the policy of creating expected credit loss where recoveries are made, these are organised as expense in the Statement of Profit and Loss.

Impairment losses/ (reversals) on financial assets recognized in profit or loss were as follows:

(₹ in '00)

Particulars	Year ended 31st March, 2018	Year ended 31st March, 2017
Impairment Loss on trade receivables	39,075.87	94,012.55

42. FIRST TIME ADOPTION

The Company has adopted the Indian Accounting Standards (IND AS) during the year and accordingly these are the Company's first financial statements prepared in accordance with IND AS.

As per the Ind AS 101 First time adoption of Indian Accounting Standards, first time adopter shall prepare and present and opening Ind AS Balance Sheet at the date of transition to Ind AS. This is starting point for accounting in accordance with Ind AS. The date of transition for the Company is 1st of April 2016.

The accounting policies set out in Note No. 1 have been applied in preparing the financial statements for the year ended 31st March 2018, the comparative information presented in these financial statements for the year ended 31st March 2017 and in the preparation of opening Ind AS balance Sheet at 1st of April, 2016, the date of transition. In preparing its comparative financial statements including opening balance sheet, the Company has adjusted the amounts reported previously in financial statements prepared in accordance with the previous GAAP. An explanation of how the transition from previous GAAP to Ind AS has affected the Company's financial position, financial performance and cash flows is set out below.

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

42. FIRST TIME ADOPTION (Contd.)

(i) **Mandatory exceptions availed:**

Ind AS 101 also allows first time adopters certain mandatory exceptions to be applied for retrospective application of certain requirements under Ind AS for transition from the previous GAAP:

(a) **Classification and measurement of financial assets**

Ind AS 101 require an entity to classify and measure its financial asset into amortised cost, fair value through OCI or fair value through the statement of profit and loss based on the business model assessment or and solely payment of principal and interest(SPPI) criterion based on facts and circumstances that exist at the date of transition.

(b) **Estimates**

Ind AS 101 prohibits the use of hindsight to correct estimates made under previous GAAP unless there is objective evidence of error. It only allows to adjust the estimates made under previous GAAP when the basis of calculation does not comply with Ind AS.

Upon an assessment of the estimates made under previous GAAP, the Company has concluded that there was no necessity to revise such estimates under Ind AS, other than those required due to application of Ind AS.

(c) **Deemed Cost**

Ind AS 101 permits a first time adopter to elect to continue with the carrying value for all of its property, plant and equipment as recognised in the financial statements as at the date of transition to Ind AS, measured as per the previous GAAP and use that as its deemed cost as at the date of transition after making necessary adjustments for de-commissioning liabilities. This exemption can also be used for intangible assets covered by Ind AS 38 Intangible Assets and investment property covered by Ind AS 40 Investment Properties.

Accordingly, the Company has elected to measure all of its Property, Plant and equipment, Intangible assets and Investment Property as per their previous GAAP carrying value.

(d) **Investment property**

On transition to Ind AS the Company has elected to continue with the carrying value of all its property, plant and equipment recognised as at 1st April, 2017 measured as per the previous GAAP and use the carrying value as the deemed cost of Property, Plant and equipment.

(ii) **Reconciliation between previous GAAP and Ind AS:**(a) **Reconciliation of Equity as on 01st April 2016**

(₹ in '00)

Particulars	Notes	Previous GAAP	Adjustments	As per Ind AS
Non-Current Assets				
Property, Plant and Equipments		80,8479.66	-	80,8479.66
Investment Property		4565.03		4565.03
Other Intangible Assets		2532.39	-	253,239

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

42. FIRST TIME ADOPTION (Contd.)

(a) Reconciliation of Equity as on 01st April, 2016 (Contd.)

(₹ in '00)

Particulars	Notes	Previous GAAP	Adjustments	As per Ind AS
Financial Assets				
(i) Investments	(viii)	3,01,753.02	4851.10	30,6604.12
(ii) Loans		35,569.01	-	3,5569.01
(iii) Other Financial Assets		1,13,750.00	-	11,3750.00
Other Non Current Assets		2,52,573.11	-	25,2573.11
Total Non Current Assets		15,19,222.22		15,24,073.32
Current Assets				
Inventories		4,35,064.58	15,023.57	45,0088.15
Financial Assets				
(i) Investments	(viii)	2,40,179.65	24,572.77	2,64,752.42
(ii) Trade Receivables		5,96,552.00	-	5,96,552.00
(iii) Cash & Cash Equivalent		2,44,183.20	-	2,44,183.20
(iv) Bank Balances other than (iii) above		3,63,428.16	-	3,63,428.16
(v) Other Financial Assets		10,986.59	-	10,986.59
Current Tax Assets (Net)		37,731.01	-	37,731.01
Other Current Assets		17,036.92	-	17,036.92
Total Current Assets		19,45,162.11		19,84,758.45
Total Assets		34,64,384.33		3,50,8831.77
EQUITY				
Equity Share Capital		7,98,442.40	-	7,98,442.40
Other Equity	(Ix)	23,27,039.40	92,496.91	24,19,536.31
Total Equity		31,25,481.80		32,17,978.71
LIABILITIES				
Non Current Liabilities				
Financial Liabilities				
(i) Borrowings		4,049.41	-	4,049.41
(ii) Provision		6,725.87		6,725.87
(iii) Deferred Tax Liabilities (Net)		1,01,829.23	-	1,01,829.23
Total Non Current Liabilities		1,12,604.51		1,12,604.51
Current Liabilities				
Financial Liabilities				
(i) Trade Payables		85,881.65	-	85,881.65
(ii) Other Financial Liabilities		21,667.62	-	21,667.62
(iii) Provision		48,986.50	(48,049.47)	937.03
Other Current Liabilities		69,762.25	-	69,762.25
Total Current Liabilities		2,26,298.02		1,78,248.55
Total Equity and Liabilities		34,64,384.33		35,08,831.77

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

42. FIRST TIME ADOPTION (Contd.)

(b) Reconciliation of Equity as on 31st March, 2017

(₹ in '00)

Particulars	Notes	Previous GAAP	Adjustments	As per Ind AS
Non-Current Assets				
Property, Plant and Equipments		8,17,459.51	-	8,17,459.51
Investment Property		4,455.71		4,455.71
Other Intangible Assets		2,196.11	-	2,196.11
Financial Assets				
(i) Investments	(viii)	4,16,213.17	44,028.76	4,60,241.93
(ii) Other Financial Assets		1,44,500.00	-	1,44,500.00
Other Non Current Assets		2,32,781.19	-	2,32,781.19
Total Non Current Assets		16,17,605.69		16,61,634.45
Current Assets				
Inventories		4,34,169.70	38,177.81	4,72,347.51
Financial Assets				
(i) Investments	(viii)	3,05,376.88	34,135.84	3,39,512.72
(ii) Trade Receivables		5,02,351.85	-	5,02,351.85
(iii) Cash & Cash Equivalent		4,78,963.03		4,78,963.03
(iv) Bank Balances other than (iii) above		3,68,737.87	-	3,68,737.87
(v) Other Financial Assets		8,404.90	-	8,404.90
Current Tax Assets (Net)		25,803.02	-	25,803.02
Other Current Assets		17,733.64	-	17,733.64
Total Current Assets		21,41,540.89		22,13,854.54
Total Assets		37,59,146.58		38,75,488.99
EQUITY				
Equity Share Capital		7,98,442.40	-	7,98,442.40
Other Equity	(ix)	26,23,650.05	1,04,857.09	27,28,507.14
Total Equity		34,22,092.45		35,26,949.54
LIABILITIES				
Non Current Liabilities				
Financial Liabilities				
(i) Borrowings		830.50	-	830.50
(ii) Provision		4,369.13	-	4,369.13
(iii) Deferred Tax Liabilities (Net)		1,10,105.56	11,485.32	1,21,590.88
Total Non Current Liabilities		1,15,305.19		1,26,790.51
Current Liabilities				
Financial Liabilities				
(i) Trade Payables		60,701.52	-	60,701.52
(ii) Other Financial Liabilities		33,104.19	-	33,104.19
(iii) Provision		1,685.04	-	1,685.04
Other Current Liabilities		1,26,258.19	-	1,26,258.19
Total Current Liabilities		2,21,748.94		2,21,748.94
Total Equity and Liabilities		37,59,146.58		38,75,488.99

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

42. FIRST TIME ADOPTION (Contd.)

(c) Reconciliation of Retained Earnings:

(₹ in '00)

Particulars	Notes	As at 31st March 2017	As at 1st April 2016
Total Retained Earning as per previous GAAP		23,57,135.96	20,60,525.31
Add: Adjustment made in previous year profit		90,210.26	-
Add / (Less) : Dividend Declared	(i)	(39,922.12)	39,922.12
: Corporate Dividend Tax		(8,127.35)	8,127.35
Add: Provision for diminution in Investment	(ii)	-	12,363.35
Add: Net gain on Investments	(ii)	67,280.06	17,060.53
Add: Net gain on Inventory	(iii)	23,154.27	15,023.56
Interest on Non- Current Investment		4,526.42	
Profit reversed on Financial Assets	(iv)	(22,944.24)	-
Changes in Deferred tax		(11,485.34)	-
Reversal of Provision for Diminution in Investment	(iv)	(121.52)	-
Transferred to OCI	(v)	(1,311.26)	(2,286.65)
Closing balance of Retained Earning as per Ind AS		24,98,395.14	21,50,735.57

(d) Reconciliation of Total Comprehensive Income:

(₹ in '00)

Particulars	Notes	For the year ended 31st March, 2017
Profit after Tax (PAT) as per previous GAAP		2,96,610.65
Adjustments:		
Contribution to Provident Fund and Other Funds transferred to OCI	(v)	(1,958.95)
Fair Value adjustments on Inventories	(iii)	23,154.26
Gain on Financial Assets	(iv)	67,280.06
Deferred Tax	(vi)	(10,837.64)
Interest On Non-Current Investment	(viii)	4,526.42
Reversal of Provision for Diminution in Investment		(121.52)
Profit reversed on Financial Assets	(iv)	(22,944.24)
Profit after Tax (PAT) as per IND AS		3,55,709.04
Other Comprehensive Income (OCI)	(vii)	
Actuarial Gain on contribution to Provident Fund and Other Funds	-	1,958.95
Income Tax relating to items that will not be reclassified to Profit or Loss	-	(647.69)
Total Comprehensive Income		3,57,020.30

(e) Adjustments to the statement of cash flows:

(₹ in '00)

Particulars	For the year ended 31st March, 2017		
	Previous GAAP	Adjustments	Ind AS
Net Cash Flow from Operating Activities	5,20,859.58	(1,15,365.93)	4,05,493.65
Net Cash Flow from Investing Activities	(2,68,829.24)	1,57,588.58	(1,11,240.66)
Net Cash Flow from Financing Activities	(6,940.80)	(47,222.65)	(54,163.45)
Net increase/(decrease) in cash and cash equivalents	2,45,089.54	(5,000.00)	2,40,089.54
Cash and cash equivalents as at 1st April 2016	6,07,611.36	-	6,07,611.36
Cash and Cash Equivalents as at 31st March 2017	8,52,700.90	(5,000.00)	8,47,700.90

*The previous GAAP figures have been reclassified to conform to Ind AS. Refer note no. vii below.

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

42. FIRST TIME ADOPTION (Contd.)

(f) Notes to first time adoption:

- (i) Under the previous GAAP, dividends proposed by the board of directors after balance sheet date but before the approval of the financial statements were considered as adjusting events. Accordingly, provision for proposed dividend was recognised as a liability. Under Ind AS, such dividends are recognised when the same is approved by the shareholders in the general meeting. Accordingly, the liability for dividend declared of ₹ 39,92,212/- as at 01st April, 2016 has been added back with the corresponding adjustment to retained earnings during the year ended 31st March, 2017. Consequently, the total equity increased by an equivalent amount.
- (ii) Under Ind AS, the Company has recognized the financial instruments under two categories e.g. Fair Value through Profit and Loss (FVTPL) and at Carrying Value. On the date of transition, the fair value impact on FVTPL instruments has been taken in "Retained Earning". As at 31 March, 2017 the fair value impact on FVTPL instruments has been taken in statement of profit and loss. The gain/(loss) on any future extinguishment of such equity investments will not be reflected in statement of profit and loss.
- (iii) Under the previous GAAP, Inventories being Equity Share, Mutual Funds and Debentures were evaluated based on the principle of Cost or Market Value whichever is lower. Under Ind AS, these costs are adopted on the basis of Fair Value as on transition date i.e. 1st April, 2016 and henceforth, ₹ 15,02,356/- being adjustment value were correspondingly adjusted to retained earnings.
- (iv) Due to adjustment of Ind AS profit on Mutual Fund, Investments and Diminution in the value of adjustments have been reversed and consequently, Retained Earnings have been adjusted affecting net decrease of ₹ 23,06,574/- in Retained Earnings due to profit reversal.
- (v) Under Ind AS, remeasurements i.e actuarial gains and losses and the return on plan assets, excluding amounts included in the net interest expense on the net defined benefit liability are recognised in other comprehensive income instead of profit or loss. Under the previous GAAP, these remeasurements were forming part of the profit or loss for the year. As a result of this change, retained earning has been decreased by net effect of tax amounting ₹ 4,72,740/- as at 31st March, 2017 and by ₹ 3,41,613/- as on 1st April, 2016.
- (vi) Under the Previous GAAP, Deferred tax Assets in respect of carry forward of unused tax losses and unused tax credits was recognized on virtual certainty of recoverability of the same. Under Ind AS deferred tax asset in respect of carry forward of unused tax losses and unused tax credits is recognized to the extent that it is probable that future taxable profit will be available against which the unused tax losses and unused tax credits can be utilized. Adoption of Ind AS has resulted in change in recognition and measurement of assets and liabilities, giving rise to origination or reversal of temporary differences, accordingly deferred tax is recognized in respect of those changes, wherever applicable. Certain items of income and expenses are reclassified from profit and loss to other comprehensive income, accordingly the related deferred tax expense/ income has been reclassified from profit and loss to other comprehensive income.
- (vii) Under Ind AS, all items of income and expense recognized in a period should be included in profit or loss for the period, unless a standard requires or permits otherwise. Items of income and expense that are not recognized in profit or loss but are shown in the statement of profit and loss as 'other comprehensive income' includes measurements of defined benefit plans and fair value gains or (losses) on equity instruments. The concept of other comprehensive income did not exist under previous GAAP.
- (viii) Under the previous GAAP, investments in equity instruments and mutual funds were classified as long-term investments or current investments based on the intended holding period and realisability. Long-term investments were carried at cost less provision for other than temporary decline in the value of such investments. Current investments were carried at lower of cost and fair value. Under Ind AS, these investments are required to be measured at fair value. The resulting fair value changes of these investments have been recognised in retained earnings as at the date of transition and subsequently in the profit or loss for the year ended 31st March 2017.
- (ix) Retained earnings as at 1st April, 2016 has been adjusted consequent to the above Ind AS transition adjustments.

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

43. Quoted Equity Instruments held as stock in trade includes shares which the Company has pledged with Stock Holding Corporation of India Limited amounting to ₹ 2,87,66,920/- (Previous Year ₹ 2,80,32,357/-)

(₹ in '00)

Scrip Name	Quantity	Value
Castrol India Limited	4,000	8,204.00
Glenmark Pharmaceuticals Ltd.	2,000	10,543.00
Oriental Bank of Commerce	17,000	15,572.00
Reliance Industries Limited	8,000	70,624.00
Skipper Limited	20,000	43,000.00
State Bank of India	45,000	1,12,545.00
Sun Pharmaceuticals Industries Limited	1,800	8,917.20
Texmaco Infrastructure & Holdings Limited	8,000	4,912.00
Texmaco Rail & Engineering Limited	16,000	13,352.00

Quoted Equity Instruments as at 31.03.2017

(₹ in '00)

Scrip Name	Quantity	Value
Bharti Airtel Ltd	4,000	11,685.58
Castrol India Limited	2,000	8,662.00
IFB Industries Limited	5,000	6,954.05
Larsen & Toubro Limited	300	2,477.49
Oriental Bank of Commerce	17,000	23,961.50
Reliance Industries Limited	4,000	47,780.12
Skipper Limited	20,000	25,142.73
State Bank of India	45,000	1,18,957.50
Sun Pharmaceuticals Industries Limited	1,800	12,378.60
Texmaco Infrastructure & Holdings Limited	19,000	7,524.00
Texmaco Rail & Engineering Limited	16,000	14,800.00

44. The board of directors has recommended a dividend at the rate of ₹ 1/- per share (face value ₹ 10/-) (previous year ₹ 1/-) for the year ended 31st March, 2018, subject to approval of the shareholders at the ensuing Annual General Meeting.

As per requirements of Ind AS, the Company is not required to provide for proposed dividend declared after the Balance Sheet date. Consequently, no provision has been made in respect of the aforesaid dividend proposed by the Board of Directors for the year ended 31st March, 2018. Had the company continued with the creation of the provision of the proposed dividend as at the Balance Sheet date, its surplus in the Statement of Profit & Loss account would have been lower by ₹ 79.84 lacs (Previous Year ₹ 79.84 Lacs) on account of dividend and ₹ 16.41 lacs (Previous Year ₹ 16.25 Lacs) on account of Dividend Tax and the short term provision would have been higher by the said amount of ₹ 96.25 lacs (Previous Year ₹ 96.09 Lacs).

Notes forming part of the Financial Statement for the year ended 31st March, 2018 (Contd.)

- 45.** During the year, unpaid dividend amounting to ₹1,54,557.80 relating to the financial year 2009-10 has been transferred to Investor Education and Protection Fund as per Section 124(5) of the Companies Act, 2013.
- 46.** A Scheme of Amalgamation is proposed, filed with National Company Law Tribunal (NCLT), between four Associate Companies i.e. Capita Finance Services Limited, SFSL Insurance Advisory Services Private Limited, SFSL Risk Management Services Private Limited, US Infotech Private Limited, and three other Companies i.e. APC Plant Private Limited, Cardrone Trading Limited and Hitech Tradecomm Private Limited under Section 230 to 232 of the Companies Act, 2013 w.e.f 1st April, 2017.
- 47.** Previous year's figures have been regrouped/reclassified wherever necessary to correspond with the current year's classification/disclosure.
- 48.** Figures have been rounded off to nearest Hundred.

As per our report of even date attached

For **V. SINGHI & ASSOCIATES**

Chartered Accountants

Firm Registration No.: 311017E

(SUNIL SINGHI)

Partner

Membership No. 060854

Place : Kolkata

Date : 19th May, 2018

For and on behalf of the Board of Directors

Bijay Murmuria

Director

DIN: 00216534

Deb Kumar Sett

Company Secretary

Bhawani Sankar Rathi

Wholetime Director

DIN : 00028499

Girdhari Lal Dadhich

Chief Financial Officer

FORM AOC - 1

[Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014]
Statement containing salient features of the Financial Statement of Subsidiaries/Associate Companies/Joint ventures (As on 31st March, 2018)

Part A: Subsidiary

1.	Sl. No.	1
2.	Name of the Subsidiary	SFSL Commodity Trading Pvt. Ltd.
3.	The date since when subsidiary was acquired	28 March, 2000
4.	Reporting period for the Subsidiary concerned, if different from the holding company's reporting period	01 April, 2017 to 31 March, 2018
5.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	Not applicable
6.	Share Capital	₹ 8682650
7.	Reserves & Surplus	₹ 9529719
8.	Total Assets	₹ 18243369
9.	Total Liabilities	₹ 18243369
10.	Investments	₹ 304774
11.	Turnover	₹ 1722525
12.	Profit before Taxation	₹ 874355
13.	Provision for Taxation	₹ (130189)
14.	Profit after Taxation	₹ 1004544
15.	Proposed Dividend	Nil
16.	% of Shareholding	99.98

- Notes:**
1. There is no subsidiary which is yet to commence operations.
 2. There is no subsidiary which has been liquidated or sold during the year.

Part B : Associates and Joint Ventures

Statement pursuant to Section 129(3) of the Companies Act, 2013 related to Associate Companies

Name of Associates / Joint Ventures		SFSL Risk Management Services Pvt. Ltd.*	Capita Finance Services Ltd.*	SFSL Insurance Advisory Services Pvt. Ltd.*	US Infotech Pvt. Ltd.*	Brandshoots Ventures (P) Ltd.
1.	Latest Audited Balance Sheet Date	31-Mar-18	31-Mar-18	31-Mar-18	31-Mar-18	31-Mar-18
2.	Date on which the Associate or Joint Venture was associated or acquired	24-Mar-05	30-Mar-05	30-Mar-99	30-Mar-06	27-Jan-17
3.	Shares of Associate / Joint Ventures held by the company on the year end No.	9,250	40,000	8,500	3,10,000	5,44,400
	Amount of Investment in Associates / Joint Venture	₹ 9,25,000	₹ 4,00,000	₹ 8,50,000	₹ 56,22,688	₹ 54,44,000
	Extend of Holding %	38.43	27.16	23.80	43.36	31.84
4.	Description of how there is significant influence	Share Ownership	Share Ownership	Share Ownership	Share Ownership	Share Ownership
5.	Reason why the Associate/ Joint Venture is not consolidated	-	-	-	-	-
6.	Networth attributable to shareholding as per latest audited Balance Sheet	₹ 12,38,055	₹ 25,41,550	₹ 14,82,247	₹ 94,82,226	₹ 1,32,02,068
7.	Profit / Loss for the year	₹ 1,03,509	₹ 255171	₹ 92582	₹ 1156026	₹ (4,49,491)
	i. Considered in Consolidation	₹ 39,779	₹ 69,304	₹ 22,035	₹ 5,01,253	₹ (1,43,118)
	ii. Not considered in Consolidation	₹ 63,730	₹ 1,85,867	₹ 70,547	₹ 6,54,773	₹ (3,06,373)

* Accounts are certified by the Management but yet to be audited (pending Amalgamation).

- Notes:**
1. There is no associates or joint ventures which is yet to commence operations.
 2. There is no associates or joint ventures which has been liquidated or sold during the year.

For and on behalf of the Board of Directors

Bijay Murmura
Director

Bhawani Sankar Rathi
Wholetime Director

Place : Kolkata
Date : 19th May, 2018

Deb Kumar Sett
Company Secretary

Girdhari Lal Dadhich
Chief Financial Officer

INDEPENDENT AUDITOR'S REPORT ON CONSOLIDATED FINANCIAL STATEMENTS

To the Members of **SUMEDHA FISCAL SERVICES LIMITED**

Report on the Consolidated Ind AS Financial Statements

We have audited the accompanying Consolidated Ind AS Financial Statements of SUMEDHA FISCAL SERVICES LIMITED (hereinafter referred to as the Holding Company), and its subsidiary (collectively referred to as the Group), its associates, which comprise the Consolidated Balance Sheet as at 31st March, 2018, the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity, for the year then ended and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as "Consolidated Ind AS Financial Statements").

Management's Responsibility for the Consolidated Ind AS Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these Consolidated Ind AS Financial Statements in terms of the requirements of the Companies Act, 2013 (hereinafter referred to as "the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated cash flows and consolidated changes in equity of the Group including share of its associates in accordance with accounting principles generally accepted in India including the Indian Accounting Standards specified in the Companies (Indian Accounting Standards) Rules, 2015 (as amended) under Section 133 of the Act. The Holding Company's Board of Directors is also responsible for ensuring accuracy of records including financial information considered necessary for the preparation of the Consolidated Ind AS Financial Statements. The respective Board of Directors of the companies included in the Group and of its associates are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and its associates respectively and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgements and estimates that are reasonable and prudent; and the 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 consolidated Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Consolidated Ind AS Financial Statements by the Directors of the Holding Company, as aforesaid.

Auditor's Responsibility

Our responsibility is to express an opinion on these Consolidated Ind AS Financial Statements based on our audit. While conducting the 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 as specified under Section 143(10) of the Act. Those Standards and pronouncements require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Consolidated Ind AS Financial Statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the Consolidated Ind AS Financial Statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatement of the Consolidated Ind AS Financial Statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the Consolidated Ind AS 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 Holding Company's Board of Directors, as well as evaluating the overall presentation of the Consolidated Ind AS Financial Statements.

We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditor's in terms of their report referred to in sub paragraph 3 of the other matter paragraph below, other than the unaudited financial statements as certified by the management and referred to sub paragraph 4 of the other matter paragraph below is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated Ind AS Financial Statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated Ind AS 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 consolidated state of affairs of the Group and its associates as at 31st March, 2018, and their consolidated profit (including other comprehensive income) and its consolidated cash flows and the consolidated statement of changes in equity for the year ended on that date.

Other Matters

The corresponding financial information of the Group and its associates as at and for the year ended March 31, 2017 and the transition date opening balance sheet as at April 1, 2016 included in these Consolidated Ind AS Financial Statements, are based on the previously issued Consolidated Financial Statements for the years ended March 31, 2017 and March 31, 2016, prepared in accordance with the Companies (Accounting Standards) Rules, 2006 (as amended) which were audited by other auditors / Chartered Accountants, on which they expressed an unmodified opinion. These Consolidated Ind AS Financial Statements have been adjusted for differences in accounting principles to comply with Ind AS and such adjustments on transition to Ind AS which has been approved by the Company's Board of Directors have been audited by us.

The corresponding financial information for the year ended 31st March, 2017 and the transition date opening balance sheet as at 1st April, 2016 in respect of one subsidiary included in this consolidated Ind AS Financial Statement prepared in accordance with the Ind As have been audited by other auditors / Chartered Accountants and in respect of five associates management certified Ind AS financial statement have been included in this Consolidated Financial Statement and we have relied on report of the other auditors / Chartered Accountants and Management certified Ind AS financial statements

We did not audit the financial statements of a subsidiary whose financial statements reflect total assets of ₹ 1,82,43,369/- and net assets of ₹ 1,82,12,369/-, total revenues of ₹ 17,22,525/- and net cash flows amounting to ₹ 4,32,325/- for the year ended on that date, as considered in the consolidated Ind AS Financial Statements. These Financial Statements have been audited by other auditors whose report has been furnished to us by the Management and our opinion on the Consolidated Ind AS Financial Statements in so far as it relates to the amounts and disclosures included in respect of the subsidiary and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiary, is based solely on the reports of the other auditors.

The Consolidated Ind AS Financial Statements also includes the Group's share of net profit of ₹ 2,02,023/- and Other Comprehensive Income of ₹ 8,73,214/- for the year ended 31st March, 2018, as considered in the Ind AS Financial Statements, in respect of 5 Associate Companies, whose financial statements/financial information have not been audited by us.

Out of these financial statements/financial information of 4 Associate Companies are unaudited and have been furnished to us by the Management and another one Associate Company is audited by other Auditor and our opinion on the Consolidated Financial Statements, in so far as it relates to the amounts and disclosures included in respect of these associates, and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, in so far as it relates to the aforesaid associates, is based solely on such unaudited financial statements/ financial information.

Our opinion on the Consolidated Ind AS Financial Statements and our report on other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements/ financials information certified by the management.

Report on Other Legal and Regulatory Requirements

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 of the aforesaid Consolidated Ind AS Financial Statements;
- b) in our opinion, proper books of account as required by law relating to preparation of the aforesaid Consolidated Ind AS Financial Statements have been kept so far as it appears from our examination of those books;
- c) the Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, (including Other Comprehensive Income), the Consolidated Cash Flow Statement and the Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained by the Company, its subsidiary included in the Group and Associate companies incorporated in India including relevant records for the purpose of preparation of the Consolidated Ind AS Financial Statements;

- d) in our opinion, the aforesaid Consolidated Financial Statements comply with the Indian Accounting Standards specified under Section 133 of the Act;
- e) on the basis of the written representations received from the directors of the Holding Company as on 31st March, 2018 and taken on record by the Board of Directors of the Holding Company and the report of the Statutory auditors of Subsidiary incorporated in India, none of the directors of the Group Companies is disqualified as on 31st March, 2018 from being appointed as a director in terms of Section 164 (2) of the Act;
- f) with respect to the adequacy of the internal financial controls over financial reporting of the Holding Company, its Subsidiary Company and Associate Companies incorporated in India and the operating effectiveness of such controls, refer to our separate report in “**Annexure A**”; and
- g) with respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, (as amended), in our opinion and to the best of our information and according to the explanations given to us:
- i. the Consolidated Ind AS Financial Statements disclosed the impact of pending litigations on the consolidated financial position of the Group and its associates (Refer Note No. 32 to the Consolidated Ind AS Financial Statements).
 - ii. the Group and its associates did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and
 - iii. there has been no delay in transferring the amount required to be transferred to Investor Education and Protection Fund by the Holding Company. Based on the report of other auditors of subsidiary and associates there were no amounts due which were required to be transferred to the Investor Education and Protection Fund by the aforesaid Subsidiary and Associates.

For **V. SINGHI & ASSOCIATES**
Chartered Accountants
Firm Registration No.:311017E
(SUNIL SINGHI)
Partner
Membership No. 060854

Place: Kolkata
Date: 19th May, 2018

ANNEXURE - A TO THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph-2(f) on Other Legal and Regulatory Requirements of our Report of even date to the members of SUMEDHA FISCAL SERVICES LIMITED on the Consolidated Ind AS Financial Statements for the year ended 31st March, 2018)

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

In conjunction with our audit of the Consolidated Ind AS Financial Statements of the Company as of the year ended 31st March, 2018 we have audited the internal financial controls over financial reporting of SUMEDHA FISCAL SERVICES LIMITED (hereinafter referred to as the Holding Company), and its subsidiary company (collectively referred to as the Group) and its associate companies which is incorporated in India as of that date.

Management’s Responsibility for Internal Financial Controls

The respective Board of Directors of the Holding Company, its subsidiary companies, and its associate companies, which are incorporated in India, are responsible for establishing and maintaining internal financial controls based on internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective 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 Act.

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph, below, is sufficient and appropriate to provide a basis for our audit opinion on the Holding Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

A Company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Holding Company, its subsidiary company and associate companies which are incorporated in India, have, 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 31st March, 2018, 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.

Other Matters

Our aforesaid report under Section 143(3) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting so far it relates to Company and its Subsidiary Company is based on the corresponding reports of the auditors of such Company, incorporated in India and of associates companies incorporated in India are based on the financial information certified by the management.

For **V. SINGHI & ASSOCIATES**

Chartered Accountants

Firm Registration No.:311017E

(SUNIL SINGHI)

Partner

Membership No. 060854

Place: Kolkata

Date: 19th May, 2018

Consolidated Balance Sheet as at 31st March, 2018

(₹ in '00)

Particulars	Notes	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
I. ASSETS				
1 Non Current Assets				
a) Property, Plant and Equipments	2A	9,49,638.97	8,17,602.78	8,08,651.19
b) Investment Property	2B	24,740.37	25,339.69	25,939.01
c) Other Intangible Assets	2C	4,604.46	2,196.11	2,532.39
d) Financial Assets				
(i) Investments	3	3,70,224.91	3,93,228.06	3,00,067.70
(ii) Loans	4	1,05,381.04	93,210.03	57,595.99
(iii) Other Financial Assets	5	1,09,503.00	1,49,503.00	1,18,750.00
e) Other Non Current Assets	6	83,741.84	2,35,585.18	2,55,776.93
Total Non Current Assets		16,47,834.59	17,16,664.85	15,69,313.21
2 Current Assets				
a) Inventories	7	5,11,577.95	4,72,347.51	4,50,088.15
b) Financial Assets				
(i) Investments	8	5,78,109.64	3,39,512.72	2,64,752.42
(ii) Trade Receivables	9	5,16,615.00	5,02,351.85	5,96,552.00
(iii) Cash & Cash Equivalent	10	4,86,863.57	4,90,182.82	2,53,886.74
(iv) Bank Balances other than (iii) above	11	3,82,939.16	3,77,237.87	3,71,928.16
(v) Other Financial Assets	12	20,239.41	16,898.95	23,924.70
c) Current Tax Assets (Net)	13	32,389.38	25,803.02	37,731.01
d) Other Current Assets	14	52,267.09	18,623.92	17,816.95
Total Current Assets		25,81,001.20	22,42,958.66	20,16,680.13
Total Assets		42,28,835.79	39,59,623.51	35,85,993.34
II. EQUITY AND LIABILITIES				
EQUITY				
a) Equity Share Capital	15	7,98,442.40	7,98,442.40	7,98,442.40
b) Other Equity	16	30,98,025.17	28,18,687.72	25,04,373.05
c) Minority Interest		33.75	32.04	31.67
Total Equity		38,96,501.32	36,17,162.16	33,02,847.12
LIABILITIES				
1 Non Current Liabilities				
a) Financial Liabilities				
(i) Borrowings	17	18,577.25	830.50	4,049.41
b) Provision	18	13,403.57	4,369.13	6,725.87
c) Deferred Tax Liabilities (Net)	19	90,747.56	1,15,026.82	93,652.82
Total Non Current Liabilities		1,22,728.38	1,20,226.45	1,04,428.10
2 Current Liabilities				
a) Financial Liabilities				
(i) Trade Payables	20	1,04,528.23	60,701.52	85,881.65
(ii) Other Financial Liabilities	21	50,649.03	33,590.15	22,137.19
b) Other Current Liabilities	22	50,651.08	1,26,258.19	69,762.25
c) Provision	23	3,777.75	1,685.04	937.03
Total Current Liabilities		2,09,606.09	2,22,234.90	1,78,718.12
Total Equity and Liabilities		42,28,835.79	39,59,623.51	35,85,993.34
Significant Accounting Policies	1			
The accompanying notes form an integral part of the Financial Statements	2 to 50			

As per our report of even date attached

For **V. SINGHI & ASSOCIATES**

Chartered Accountants

Firm Registration No.: 311017E

(SUNIL SINGHI)

Partner

Membership No. 060854

Place : Kolkata

Date : 19th May, 2018

For and on behalf of the Board of Directors

Bijay Murmuria

Director

DIN: 00216534

Deb Kumar Sett
Company Secretary**Bhawani Sankar Rathi**

Wholetime Director

DIN : 00028499

Girdhari Lal Dadhich
Chief Financial Officer

Consolidated Statement of Profit and Loss For the Year Ended 31st March, 2018

(₹ in '00)

Particulars	Notes	For the year ended 31st March, 2018	For the year ended 31st March, 2017
INCOME			
I Revenue from Operations	24	20,67,657.28	15,69,366.32
II Other Income	25	1,04,083.77	1,31,308.17
III Total Income		21,71,741.05	17,00,674.49
IV EXPENSES			
a) Purchase of Stock-in-Trade (Shares and Securities)		8,82,698.95	2,57,967.34
b) Changes in Inventories of Stock-in-Trade(Shares and Securities)	26	(39,230.44)	(22,259.36)
c) Employee Benefits Expense	27	3,77,398.50	3,41,846.36
d) Finance Costs	28	5,549.11	6,293.32
e) Depreciation / Amortisation Expense	2A	50,390.40	44,594.40
f) Other Expenses	29	4,41,544.72	5,57,646.91
V Total Expenses		17,18,351.24	11,86,088.97
VI Profit before share of net profits of investments accounted for using equity method and tax		4,53,389.81	5,14,585.52
Share of net profit of associates accounted for using equity method		2,020.23	2,417.20
VII Profit before tax		4,55,410.04	5,17,002.72
Tax Expenses			
a) Current Tax		1,15,666.57	1,39,886.44
b) Deferred Tax		(25,454.40)	20,726.33
c) Short / (Excess) Provision for Tax relating to earlier Years		(239.62)	(2,919.94)
d) Mat Credit utilisation u/s 115JAA		233.25	(309.68)
VIII Profit for the year		3,65,204.24	3,59,619.57
IX Other Comprehensive Income:			
i. Items that will not be reclassified to Profit or Loss			
- Changes in fair value of FVOCI Equity Instruments		(1,500.52)	338.15
- Remeasurements of post employment benefit obligations		4,224.03	1,958.95
- Deferred gains or (losses) on above items		(1,175.13)	(647.69)
- Share of other Comprehensive Income of associates accounted for using the equity method		8,732.14	1,095.54
ii. Items that will be reclassified to Profit or Loss			
iii. Income tax relating to items that will be reclassified to Statement of Profit or Loss			
Total Other Comprehensive Income		10,280.52	2,744.95
Total Comprehensive Income for the year (comprising profit/ (loss and Other Comprehensive Income for the year)		3,75,484.76	3,62,364.52
Profit is attributable to:			
Owners of Suemdha Fiscal Services Limited		3,65,202.23	3,59,619.27
Non Controlling Interests		2.01	0.30
Other Comprehensive Income is attributable to:			
Owners of Suemdha Fiscal Services Limited		10,280.82	2,744.88
Non Controlling Interests		(0.30)	0.07
Total Comprehensive Income is attributable to:			
Owners of Suemdha Fiscal Services Limited		3,75,483.05	3,62,364.15
Non Controlling Interests		1.71	0.37
Earnings per Equity Share of face value of ₹10 each			
Basic (in ₹)		4.57	4.50
Diluted (in ₹)		4.57	4.50
Significant Accounting Policies	1		
The accompanying notes form an integral part of the Financial Statements	2 to 50		

As per our report of even date attached

For **V. SINGHI & ASSOCIATES**

Chartered Accountants

Firm Registration No.: 311017E

(SUNIL SINGHI)

Partner

Membership No. 060854

Place : Kolkata

Date : 19th May, 2018

For and on behalf of the Board of Directors

Bijay Murmuria

Director

DIN: 00216534

Deb Kumar Sett
Company Secretary**Bhawani Sankar Rathi**

Wholetime Director

DIN : 00028499

Girdhari Lal Dadhich
Chief Financial Officer

Consolidated Statement of Cash Flow for the year ended 31st March, 2018

(₹ in '00)

Particulars	For the year ended 31st March	
	2018	2017
A. Cash flows from operating activities		
Profit before taxation and after exceptional items	4,55,410.04	5,17,002.72
Adjustments for :	-	-
Depreciation	50,390.40	44,594.40
Share of Net Profit of Associates accounted for using method	(2,020.23)	(2,417.20)
Interest income	(40,116.88)	(40,735.10)
Dividend income	(4,796.40)	(4,688.51)
Interest paid	1,534.67	2,895.06
Rental Income	(4,200.00)	(4,200.00)
(Profit)/Loss on sale of fixed assets (net)	4,117.51	(1,019.08)
(Profit)/Loss on sale of investments	(32,719.43)	(10,482.67)
Unrealised Gain on Financial Assets	(20,557.36)	(68,071.22)
Sundry Balances Written Off	39,075.88	94,012.55
Provision for Retirement Benefit	14,252.22	4,080.90
Other Comprehensive Income (OCI)	(4,224.03)	(1,958.95)
Liabilities/Provisions no longer required written back	(1,247.83)	(1,855.26)
Operating profit before working capital changes	4,54,898.56	5,27,157.64
Adjustments for :		
(Increase) / Decrease in other Non-Current Financial Assets	40,000.00	(26,308.94)
(Increase) / Decrease in other Non-Current Assets	1,51,525.46	19,791.92
(Increase) / Decrease in Trade Receivables	(53,339.03)	187.60
(Increase) / Decrease in Inventories	(39,230.44)	(22,259.36)
(Increase) / Decrease in Other Current Assets	(36,790.72)	304.73
Increase / (Decrease) in Trade and Other Payables	45,074.54	(23,324.87)
Increase / (Decrease) in Other Current Financial Liabilities	17,234.83	11,436.57
Increase / (Decrease) in Provisions	1,098.96	(3,730.68)
Increase / (Decrease) in Other Current Liabilities	(73,690.34)	57,260.32
Cash generated from Operations	5,06,781.82	5,40,514.93
Direct taxes paid	(1,22,214.16)	(1,30,751.84)
Cash Flow from operating Activities	3,84,567.66	4,09,763.09
B. Cash flows from investing activities		
(Purchase)/Sale of Property, Plant & Equipment	(1,82,813.03)	(51,016.30)
(Purchase)/Sale of Other Intangible Assets	(3,235.30)	(575.00)
(Purchase)/sale of Investments	(1,47,975.80)	(74,467.40)
Loan Given	(12,171.01)	(35,614.04)
Rental Income	4,200.00	4,200.00
Interest received	35,000.47	42,704.23
Dividend received	4,796.40	4,688.51
Net cash (used in) / from investing activities	(3,02,198.27)	(1,10,080.00)
C. Cash flows from financing activities		
Proceeds from issue of Equity Share	-	-
Proceeds/(Repayment) of long term borrowings	17,746.75	(3,218.91)
Dividend and Dividend Tax	(96,098.61)	(48,049.47)
Interest paid	(1,635.49)	(6,808.92)
Net cash (used in) / from financing activities	(79,987.35)	(58,077.30)
Net increase in cash and cash equivalents	2,382.04	2,41,605.79
Cash and cash equivalents at the beginning of the year	8,67,420.69	6,25,814.90
Cash and cash equivalents at the end of the year	8,69,802.73	8,67,420.69

Notes: 1 Components of cash and cash equivalents include cash, bank balances in current and deposit accounts as disclosed under note no.10 of the accounts
2 The above cash flow statement has been prepared under the indirect method as set out in Indian Accounting Standard 7 (Ind AS 7) on Statement of Cash Flow.

As per our report of even date attached

For **V. SINGHI & ASSOCIATES**

Chartered Accountants

Firm Registration No.: 311017E

(SUNIL SINGHI)

Partner

Membership No. 060854

Place : Kolkata

Date : 19th May, 2018

For and on behalf of the Board of Directors

Bijay Murmuria

Director

DIN: 00216534

Deb Kumar Sett
Company Secretary**Bhawani Sankar Rathi**

Wholetime Director

DIN : 00028499

Girdhari Lal Dadhich
Chief Financial Officer

Consolidated Statement of Changes in Equity for the year ended 31st March, 2018

A. Equity Share Capital

Particulars	Notes	Number of Shares
As at 1st April, 2016		79,84,424
Changes in Equity Share Capital	16	-
As at 31st March, 2017		79,84,424
Changes in Equity Share Capital	16	-
As at 31st March, 2018		79,84,424

B. OTHER EQUITY

(₹ in '00)

Particular	Reserves and Surplus				Other Comprehensive Income	Total
	Securities Premium Reserve	Share Based Payment Reserve Account	General Reserve	Retained Earnings		
Balance at the beginning of the reporting period i.e. 1st April, 2016	2,57,201.64	47.00	9,265.45	22,62,263.20	(24,404.24)	25,04,373.05
Total Comprehensive Income for the year	-	-	-	3,59,619.27	2,744.88	3,62,364.15
Dividend Paid	-	-	-	(39,922.12)	-	(39,922.12)
Dividend Tax Paid	-	-	-	(8,127.36)	-	(8,127.36)
Balance at the end of the reporting period i.e. 31st March, 2017	2,57,201.64	47.00	9,265.45	25,73,832.99	(21,659.36)	28,18,687.72

Particular	Reserves and Surplus				Other Comprehensive Income	Total
	Securities Premium Reserve	Share Based Payment Reserve Account	General Reserve	Retained Earnings		
Balance at the beginning of the reporting period i.e. 1st April, 2017	2,57,201.64	47.00	9,265.45	25,73,832.99	(21,659.26)	28,18,687.72
Total Comprehensive Income for the period	-	-	-	3,65,202.23	10,280.82	3,75,483.05
Dividend Paid	-	-	-	(79,844.24)	-	(79,844.24)
Dividend Tax Paid	-	-	-	(16,254.36)	-	(16,254.36)
Transferred to Current Liabilities	-	(47.00)	-	-	-	(47.00)
Balance at the end of the reporting period i.e. 31st March, 2018	2,57,201.64	-	9,265.45	28,42,938.62	(11,378.54)	30,98,025.17

This is the Statement of Changes in Equity referred to in our report of even date

The above Statement of Changes in Equity should be read in conjunction with the accompanying notes

As per our report of even date attached

For and on behalf of the Board of Directors

For **V. SINGHI & ASSOCIATES**

Chartered Accountants

Firm Registration No.: 311017E

(SUNIL SINGHI)

Partner

Membership No. 060854

Place : Kolkata

Date : 19th May, 2018

Bijay Murmura

Director

DIN: 00216534

Deb Kumar Sett
Company Secretary

Bhawani Sankar Rathi

Wholetime Director

DIN : 00028499

Girdhari Lal Dadhich
Chief Financial Officer

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018

1. SIGNIFICANT ACCOUNTING POLICIES

Corporate Information

The Consolidated Financial Statements comprise Financial Statements of Sumedha Fiscal Services Limited (“hereinafter referred to as the Holding Company”), and its subsidiary (collectively referred to as the Group) and its associates for the year ended 31st March, 2018.

The Company was incorporated in the year 1989 under the provisions of the Companies Act, 1956 and domiciled in India. The Company is Category -I Merchant Banker and Stock Broker at NSE and BSE platform with PAN India presence. The Equity Shares of the Company are listed on two stock Exchanges i.e. Bombay Stock Exchange and The Calcutta Stock Exchange Limited. The registered office of the Company is situated at 6A, Geetanjali, 8B Middleton Street, Kolkata – 700071, West Bengal, India.

- Information on other related party relationship of the Company is provided in Note 39

The Consolidated Financial Statements were approved for issue in accordance with a resolution of the Board of Directors on 19th May, 2018.

This note provides a list of the significant accounting policies adopted in the preparation of the consolidated financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

1.1 Basis of Preparation/Consolidation

1.1.1 Compliance with Ind AS

These consolidated financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values, and the provisions of the Companies Act, 2013 (‘the Act’) (to the extent notified). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and amended.

Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

These Consolidated financial statements are prepared in Indian Rupees (INR) which is also the Company’s functional currency.

These consolidated financial statements are the first consolidated financial statements of the Company under Ind AS. Refer Note 42 for an explanation of how the transition from previous GAAP to Ind AS has affected the Company’s financial position, financial performance and cash flows.

The Company followed the provisions of Ind-AS 101 in preparing its Opening Ind-AS Balance Sheet (OBS) as of the date of transition i.e. 1st April 2016. Certain of the Company’s Ind-AS accounting policies used in the opening Balance Sheet differed from its Indian GAAP policies applied as at 31st March, 2016 and accordingly the adjustments were made to restate the opening balances as per Ind-AS. The resulting adjustment arose from events and transactions before the date of transition to Ind-AS were recognized directly through retained earnings as at 1st April, 2016 as required by Ind-AS 101.

The consolidated financial statements for the year ended 31st March, 2018 have been approved by the Board of Directors of the Company in their meeting held on 19th May, 2018.

1.1.2 Basis of consolidation:

1.1.3 Subsidiaries:

The Consolidated Financial Statements comprise the Financial Statements of the Sumedha Fiscal Services Limited and its subsidiary as at 31st March 2018. Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)

to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if it has:

- Power over the investee
- Exposure, or rights, to variable returns from its involvement with the investee, and
- The ability to use its power over the investee to affect its returns.

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control listed above. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that group member's financial statements in preparing the consolidated financial statements to ensure conformity with the group's accounting policies.

The Financial Statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the parent company, i.e., year ended on 31 March, 2018. Following consolidation procedure is followed:

- (a) Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the consolidated financial statements at the acquisition date.
- (b) Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary. Business combinations policy explains how to account for any related goodwill.
- (c) Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group (profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and fixed assets, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the consolidated financial statements. Ind AS 12 Income Taxes applies to temporary differences that arise from the elimination of profits and losses resulting from intragroup transactions.

Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

Change in the Group's ownership interests in existing subsidiaries

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction. If the Group loses control over a subsidiary, it:

- Derecognises the assets (including goodwill) and liabilities of the subsidiary
- Derecognises the carrying amount of any non-controlling interests

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)

- Derecognises the cumulative translation differences recorded in equity
- Recognises the fair value of the consideration received
- Recognises the fair value of any investment retained
- Recognises any surplus or deficit in profit or loss
- Reclassifies the parent's share of components previously recognised in OCI to profit or loss or retained earnings, as appropriate, as would be required if the Group had directly disposed of the related assets or liabilities

1.1.4 Investment in associates and joint ventures

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee, but is not control or joint control over those policies. Investments in associates are accounted for using the equity method of accounting.

The considerations made in determining whether significant influence or joint control are similar to those necessary to determine control over the subsidiaries.

The Group's investments in its associate and joint venture are accounted for using the equity method. Under the equity method, the investment in an associate or a joint venture is initially recognised at cost. The carrying amount of the investment is adjusted to recognise changes in the Group's share of net assets of the associate or joint venture since the acquisition date. Goodwill relating to the associate or joint venture is included in the carrying amount of the investment and is not tested for impairment individually.

The statement of profit and loss reflects the Group's share of the results of operations of the associate or joint venture. Any change in OCI of those investees is presented as part of the Group's OCI. In addition, when there has been a change recognised directly in the equity of the associate or joint venture, the Group recognises its share of any changes, when applicable, in the statement of changes in equity. Unrealised gains and losses resulting from transactions between the Group and the associate or joint venture are eliminated to the extent of the interest in the associate or joint venture.

If an entity's share of losses of an associate or a joint venture equals or exceeds its interest in the associate or joint venture (which includes any long term interest that, in substance, form part of the Group's net investment in the associate or joint venture), the entity then discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associate or joint venture. If the associate or joint venture subsequently reports profits, the entity resumes recognising its share of those profits only after its share of the profits equals the share of losses not recognised.

The financial statements of the associate or joint venture are prepared for the same reporting period as the Group. When necessary, adjustments are made to bring the accounting policies in line with those of the Group.

After application of the equity method, the Group determines whether it is necessary to recognise an impairment loss on its investment in its associate or joint venture. At each reporting date, the Group determines whether there is objective evidence that the investment in the associate or joint venture is impaired. If there is such evidence, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate or joint venture and its carrying value, and then recognises the loss as 'Share of profit of an associate and a joint venture' in the statement of profit or loss.

Upon loss of significant influence over the associate or joint control over the joint venture, the Group measures and recognises any retained investment at its fair value. Any difference between

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)

the carrying amount of the associate or joint venture upon loss of significant influence or joint control and the fair value of the retained investment and proceeds from disposal is recognised in profit or loss.

1.1.5 Historical Cost Convention

These consolidated financial statements have been prepared in accordance with the generally accepted accounting principles in India under the historical cost convention, except for the following:

- i) certain financial assets and liabilities (including derivative instruments) and contingent consideration that is measured at fair value through Profit & Loss and amortised cost;
- ii) defined benefit plans – plan assets measured at fair value;

1.1.6 Classification of Current and Non-Current

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in the Ind AS 1 – Presentation of Consolidated financial statements and Schedule III to the Act. Based on the nature of products and the time between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has ascertained its operating cycle as 12 months for the purpose of current/non-current classification of assets and liabilities.

1.2 Foreign Currency Translation

Foreign currency transactions are translated into Indian Rupee (INR) which is the functional currency (i.e. the currency of the primary economic environment in which the entity operates) using the exchange rates at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation of monetary assets and liabilities denominated in foreign currencies at year end exchange rates are recognised in the Statement of Profit and Loss.

1.3 Use of Estimates

The Preparation of consolidated financial statements in conformity with the generally accepted accounting principles in India requires the management to make estimates and assumptions that affects the reported amount of assets and liabilities as at the Balance Sheet date, the reported amount of revenue and expenses for the periods and disclosure of contingent liabilities at the Balance Sheet date. The estimates and assumptions used in the consolidated financial statements are based upon management's evaluation of relevant facts and circumstances as of the date of the consolidated financial statements. Actual results could differ from estimates.

1.4 Property, Plant and Equipment

Freehold Land is carried at historical cost. All other items of property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognised when replaced. All other repairs and maintenance are charged to the Statement of Profit and Loss during the reporting period in which they are incurred.

Transition to Ind AS

On transition to Ind AS, the Company has elected to continue with the carrying value of all its property, plant and equipment recognised as at 1st April, 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of property, plant and equipment.

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)

Depreciation methods, estimated useful lives and residual value

Depreciation is calculated using the straight-line method to allocate their cost, net of their residual values on the basis of useful lives prescribed in Schedule II to the Companies Act, 2013, which are also supported by technical evaluation. Item of Fixed Assets for which related actual cost do not exceed ₹ 5,000 are fully depreciated in the year of purchase. In respect of the following assets, useful lives as per Schedule II have been considered, as under:-

- Non-factory Buildings : 60 years
- Electrical Installations : 10 years
- Computers : 3 years
- Office Equipment : 5 years
- Furniture & Fixture : 10 years
- Motor Vehicles : 8 years

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

1.5 Investment Property

Property that is held for long term rentals yields or for capital appreciation or both and that is not occupied by the group, is classified as investment property. Investment property is measured initially at its cost, including related transaction costs and where applicable, borrowing costs. Subsequent expenditure is capitalized to the assets carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the group and the cost of the item can be measured reliably. All other repairs and maintenance cost are expensed when incurred. When part of an investment property is replaced, the carrying amount of the replaced part is derecognised.

Investment properties are depreciated using the straight line method over their estimated useful lives. Investment properties generally have a useful life of 60 years.

Transition to Ind AS

On transition to Ind AS, the Company has elected to continue with the carrying value of all its property, plant and equipment recognised as at 1st April, 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of property, plant and equipment.

1.6 Intangible Assets**1.6.1 Computer Software**

Costs associated with maintaining software programmes are recognised as an expense as incurred. Costs of purchased software are recorded as intangible assets and amortised from the point at which the asset is available for use.

1.6.2 Amortisation methods and periods

The Company amortises intangible assets with a finite useful life using the straight-line method over the following periods:

- Computer Software : 3 years

Transition to Ind AS

On transition to Ind AS, the Company has elected to continue with the carrying value of all of intangible assets recognised as at 1st April, 2017 measured as per the previous GAAP and use that carrying value as the deemed cost of intangible assets.

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)

1.7 Investments and other Financial Assets

1.7.1 Classification

The Company classifies its financial assets in the following measurement categories:

- those to be measured subsequently at fair value (either through other comprehensive income, or through the Statement of Profit and Loss), and
- those measured at amortised cost

The classification depends on the Company's business model for managing the financial assets and the contractual terms of cash flows.

1.7.2 Measurement

At initial recognition, the Company measures a financial asset at its fair value. Transaction costs of financial assets carried at fair value through the Statement of Profit and Loss are expensed as profit or loss.

Debt Instruments

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. The Company classifies its debt instruments into the following categories:

- Amortised cost: Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Interest income from these financial assets is included in finance income using the effective interest rate method.
- Fair value through profit or loss: Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. Interest income from these financial assets is included in other income.

Equity Instruments

The Company subsequently measures all equity investments (except subsidiary and associates) at fair value through profit and loss. However where the Company's management makes an irrevocable choice on initial recognition to present fair value gains or losses on specific equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses through the Statement of Profit and Loss.

1.7.3 Impairment of Financial Assets

The Company measures the expected credit loss associated with its assets based on historical trend, industry practices and the business environment in which the entity operates or any other appropriate basis. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

1.7.4 De-recognition of Financial Assets

A financial asset is derecognised only when

- The Company has transferred the rights to receive cash flows from the financial asset, or
- Retains the contractual rights to receive the cash flows of the financial asset, but assumes a contractual obligation to pay the cash flows to one or more recipients.

Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset, the financial asset is not derecognised.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognised if the Company has not retained control of the financial asset.

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)**1.8 Derivatives and Hedging Activities**

The Company enters into certain derivative contracts to hedge risks which are not designated as hedges. Such contracts are accounted for at fair value through the profit or loss and are included in other income/expenses.

1.9 Cash and Cash Equivalents

For the purpose of presentation in the Cash Flow Statement, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities in the Balance Sheet.

1.10 Trade Receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment, if any.

1.11 Inventories

The Company makes trading in Equity Shares of companies listed over stock exchanges in India. Inventories of Equity Shares and securities are valued at fair value and the gain/ loss is recognised through the Statement of Profit and Loss.

1.11.1 Financial liabilities**1.11.2 Initial recognition and measurement**

The Company recognises all the financial liabilities on initial recognition at fair value minus, in the case of a financial liability not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition or issue of the financial liability.

The Company's financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, financial guarantee contracts and derivative financial instruments.

1.11.3 Subsequent measurement

All the financial liabilities are classified as subsequently measured at amortised cost, except for those mentioned below.

1.11.4 Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss. Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the group that are not designated as hedging instruments in hedge relationships as defined by Ind AS 109.

Gains or losses on liabilities held for trading are recognised in the Statement of Profit and Loss.

For liabilities designated as Fair Value through profit or loss, fair value gains/losses attributable to changes in own credit risks are recognized in Other Comprehensive Income. These gains/losses are not subsequently transferred to the Statement of Profit and Loss. However, the Company may transfer the cumulative gain or loss within equity. All other changes in fair value of such liability are recognised in the Statement of Profit and Loss.

1.11.5 Financial guarantee contracts

Financial guarantee contracts issued by the Company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortization.

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)

1.11.6 Trade and Other Payables:

These amounts represent liabilities for goods and services provided to the group prior to the end of financial year which are unpaid. The amounts are unsecured and usually paid within 30 days of recognition. Trade and other payables are presented as current liabilities unless payment is not due within 12 months after the reporting period.

1.11.7 Borrowings

Borrowings are initially recognized at fair value, net of transaction costs incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transactions cost) and the redemption amount is recognized in the statement of Profit and Loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognized as transaction costs of the loan to the extent that it is probable that sum or all of the facility will be drawn down. In this case, the fees is deferred until the drawn down occurs. To the extent there is no evidence that it is probable that sum or all of the facility will be drawn down, the fee is capitalized as a prepayment for liquidity services and amortized over the period of the facility to which it relates.

Borrowings are removed from the Balance Sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognized in Profit and Loss as other gains/(losses).

Borrowings are classified as current liabilities unless the group has an unconditional right to defer settlement of the liability of atleast 12 months after the reporting period. Where there is a breach of a material provisions for a long-term loan agreement on or before the end of the reporting period with the effect that the liability becomes payable on demand on the reporting date, the entity does not classify the liability as current, if the lender agreed, after the reporting period and before the approval of the consolidated financial statements for issue, not to demand payment as a consequence of the breach.

1.12 Provision, Contingent Liabilities and Contingent Assets, legal or constructive

Provisions are recognised when there is a present obligation as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and there is a reliable estimate of the amount of the obligation. Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the end of the reporting period. The discount rate used to determine the present value is a pre-tax rate that reflects current market assessments of the time value of money and the risk specific to the liability. The increase in the provision due to the passage of time is recognised as interest expense.

A disclosure for contingent liabilities is made when there is a possible obligation arising from past events, the existence of which will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or a present obligation that arises from past events where it is either not probable that an outflow of resources will be required to settle or a reliable estimate of the amount cannot be made.

When there is a possible obligation or a present obligation and the likelihood of outflow of resources is remote, no provision or disclosure for contingent liability is made.

Contingent Assets are not recognised but are disclosed when an inflow of economic benefits is probable.

1.13 Employee Benefits

1.13.1 Short-term Employee Benefits

These are recognised at the undiscounted amount as expense for the year in which the related service is rendered.

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)

1.13.2 Other Long-term Employee Benefits (Unfunded)

The cost of providing long-term employee benefits is determined using Projected Unit Credit Method with actuarial valuation being carried out at each Balance Sheet date. Actuarial gains and losses and past service cost are recognised immediately in the Statement of Profit and Loss for the period in which they occur. Long term employee benefit obligation recognised in the Balance Sheet represents the present value of related obligation.

1.13.3 Post-employment Benefit Plans

Contributions under Defined Contribution Plans payable in keeping with the related schemes are recognised as expenditure for the year.

In case of Defined Benefit Plans, the cost of providing the benefit is determined using the Projected Unit Credit Method with actuarial valuation being carried out at each Balance Sheet date. Actuarial gains and losses are recognised in full in the Other Comprehensive Income for the period in which they occur. Past service cost is recognised immediately to the extent that the benefits are already vested, and otherwise is amortised on a straight-line basis over the average period until the benefits become vested. The retirement benefit obligation recognised in the Balance Sheet represents the present value of the defined benefit obligation as adjusted for unrecognised past service cost, if any, and as reduced by the fair value of plan assets, where funded. Any asset resulting from this calculation is limited to the present value of any economic benefit available in the form of refunds from the plan or reductions in future contributions to the plan.

1.13.4 Bonus plans

The Company recognizes a liability and an expense for bonuses. The Company recognizes a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

1.14 Equity index/stock- Futures

Initial margin and additional margin paid, for entering into contracts for equity index/stock futures, which are released on final settlement/squaring-up of underlying contracts, are disclosed under Current Assets, Loans and Advances.

Equity index/stock futures are marked-to-market on a daily basis. Debit or credit balance disclosed under Current Assets, Loans and Advances or Current Liabilities, respectively represents the net amount paid or received on the basis of movement in the prices of index/stock futures till the Balance Sheet date.

As on the Balance Sheet date, Gain/Loss on open positions in index/stock futures are accounted for as follows:

- Profit and loss on hedged transactions are recognized on net basis. In respect of other transactions, credit balance being anticipated profit is ignored and no credit for the same is taken in the Statement of Profit and Loss account. Debit balance being anticipated loss is adjusted in the Statement of Profit and Loss.
- On final settlement or squaring-up of contracts for equity index/stock futures, the profit and loss is calculated as the difference between settlement/squaring-up price and contract price. Accordingly, debit or credit balance pertaining to the settled/squared-up contract is recognised in the Statement of Profit and Loss.

1.15 Equity index/stock – Options

Initial margin and additional margin paid for entering into contracts for equity index/stock options, which are released on final settlement/squaring-up of underlying contracts, are disclosed under Current Assets, Loans and Advances.

As at the Balance Sheet date, the Statement of Profit and Loss on hedged transactions is recognized on net basis. In case of other transactions, in the case of long positions, provision is made for the amount by which the premium paid for those options exceeds the premium prevailing on the Balance Sheet date, and in the case of short positions, for the amount by which premium prevailing on the Balance Sheet date

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)

exceeds the premium received for those options. The premium paid or received as the case may be, after the aforesaid provision, is disclosed in Current Assets or Current Liabilities.

1.16 Impairment of non-financial assets

Assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher on an asset's fair value less costs of disposal and value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows which are largely independent of the cash flows from other assets or group of assets (cash-generating units). Non-financial assets that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

1.17 Segment Reporting

1.17.1 Identification of segment

The Company has identified that its operating segments are the primary segments. The Company's operating businesses are organized and managed separately according to the nature of products, with each segment representing a strategic business unit and offering different products and serving different markets.

1.17.2 Allocation of common costs

Common allocable costs are inter-se allocated to segments based on the basis most relevant to the nature of the cost concerned. Revenue and expenses, which relate to the enterprise as a whole and are not allocable to segment on a reasonable basis, are included under the head unallocated expense / income.

1.18 Borrowing costs

Interest and other borrowing costs attributable to qualifying assets are capitalised. Other interest and borrowing costs are charged to the Statement of Profit and Loss.

1.19 Offsetting financial instruments

Financial assets and liabilities are offset and the net amount is reported in the Balance Sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

1.20 Revenue Recognition

Revenue is measured at the fair value of the consideration received or receivable, taking into account contractually defined terms of payment net of taxes or duties collected on behalf of the government.

The Company recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the Company and significant risk and reward incidental to services is transferred to the client.

The specific recognition criteria followed by the company are described below:

1.20.1 Sale of service

Timing of recognition: Revenue is recognised when no significant uncertainty as to its determination exists. The primary business of the Company is financial consultancy as Merchant banker and brokerage at NSE and BSE. The revenue in consultancy is recognised in terms of mandate and on completion of the assignment. The brokerage income is recognised when contract of sale/purchase of equity is completed.

Measurement of revenue: Estimates of revenues, costs or extent of progress towards completion are revised if circumstances change. Any resulting increases or decreases in estimated revenues or costs are reflected in the Statement of Profit and Loss in the period in which the circumstances that give rise to the revision become known by management.

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)**1.20.2 Sale of goods**

Revenue is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer.

1.20.3 Insurance and other claims / refunds

Revenue, due to uncertainty in realisation is accounted for on acceptance / actual receipt basis.

1.20.4 Interest

Revenue is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.

1.20.5 Dividends

Dividend is recognised when the right to receive the payment is established by the Balance Sheet date.

1.21 Income Tax

The income tax expense or credit for the period is the tax payable on the current year's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period.

Minimum Alternate Tax (MAT) credit is recognised as an asset only when and to the extent there is convincing evidence that the Company will pay normal income tax during the specified period. In the year in which the (MAT) credit becomes eligible to be recognized as an asset in accordance with the recommendations contained in guidance Note issued by the Institute of Chartered Accountants of India, the said asset is created by way of a credit to the Statement of Profit and Loss and shown as MAT Credit Entitlement. The Company reviews the same at each Balance Sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that the Company will pay normal Income Tax during the specified period.

Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the end of the reporting period and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred tax assets are recognised for all deductible temporary differences and unused tax losses only if it is probable that future taxable amounts will be available to utilise those temporary differences and losses.

Deferred tax assets/liabilities are not recognised for temporary differences between the carrying amount and tax bases of investments in subsidiary and associate where in case of assets it is not probable that the differences will reverse in the foreseeable future and taxable profit will not be available against which the temporary differences can be utilised and in case of liabilities the group is able to control the timing of the reversal of the temporary differences and it is probable that the differences will not reverse in the foreseeable future.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority. Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Current and deferred tax is recognised in the Statement of Profit and Loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, the tax is also recognised in other comprehensive income or directly in equity, respectively.

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)

2A. PROPERTY, PLANT AND EQUIPMENT

(₹ in '00)

Description	Gross Block			Depreciation and Amortisation			Net Block As at 31st March, 2017	
	Deemed Cost As at 1st April, 2016	Additions during the year	Disposals during the year	As at 31st March, 2017	Upto 31st March, 2016	Depreci- ation for the year		Disposal during the year
Tangible Assets								
Buildings	6,80,693.47	-	-	6,80,693.47	-	12,137.96	-	12,137.96
Electrical Installation	942.86	-	-	942.86	-	327.93	-	327.93
Furnitures & Fixtures	38,990.61	1,000.00	-	39,990.61	-	8,078.76	-	8,078.76
Computers	13,473.31	3,932.87	278.58	17,127.60	-	3,389.69	-	3,389.69
Office Equipment	12,404.80	5,923.44	91.59	18,236.65	-	4,791.08	-	4,791.08
Vehicles	62,146.14	42,000.00	450.75	1,03,695.39	-	14,358.38	-	14,358.38
Total	8,08,651.19	52,856.31	820.92	8,60,686.58	-	43,083.80	-	43,083.80

Description	Gross Block			Depreciation and Amortisation			Net Block As at 31st March, 2018	
	As at 1st April, 2017	Additions during the year	Disposals/ Discarded during the year	As at 31st March, 2018	Upto 31st March, 2017	Depreci- ation for the year		Disposal during the year
Tangible Assets								
Buildings*#	6,80,693.47	1,13,039.03	-	7,93,732.50	12,137.96	12,711.67	-	24,849.63
Electrical Installation	942.86	-	-	942.86	327.93	111.75	-	439.68
Furnitures & Fixtures **	39,990.61	2,173.82	733.97	41,430.46	8,078.76	7,064.94	512.83	14,630.87
Computers **	17,127.60	5,000.68	2,097.25	20,031.03	3,389.69	3,806.21	391.16	6,804.74
Office Equipment **	18,236.65	3,563.88	1,284.15	20,516.38	4,791.08	3,759.46	691.12	7,859.42
Vehicles **	1,03,695.39	65,112.42	9,607.61	1,59,200.20	14,358.38	21,510.10	4,238.36	31,630.12
Total	8,60,686.58	1,88,889.83	13,722.98	10,35,853.43	43,083.80	48,964.13	5,833.47	86,214.46

* A flat has been possessed during the year, registration for the same is still pending.

A flat at F2, 1/3 Park Road, taskar Town, Civil Station, bangalore has been mortgaged with Canara Bank as collateral security for credit facility (i.e. fund and non fund based) consisting of Temporary Overdraft of ₹ 100 lacs and Bank Guarantee of ₹ 150 lacs.

** The Assets written off.

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)

2A. PROPERTY, PLANT AND EQUIPMENT (CONTD.)

(₹ in '00)

Particulars	WDV as on 1st April, 2016	Accumulated Depreciation
1) Furnitures & Fixtures	238.38	156.23
2) Computers	1,968.93	391.16
3) Office Equipment	1,280.35	691.12
4) Vehicles	9.54	9.54
Total	3,497.20	1,248.05

2B. Investment Property

(₹ in '00)

Description	Gross Block			Depreciation and Amortisation			Net Block As at 31st March, 2017
	Deemed Cost As at 1st April, 2016	Additions during the year	Disposals during the year	Upto 31st March, 2016	Depreciation for the year	Disposal during the year	
Tangible Assets							
Buildings	25,939.01	-	-	-	599.32	-	25,339.69
Total	25,939.01	-	-	-	599.32	-	25,339.69

Description	Gross Block			Depreciation and Amortisation			Net Block As at 31st March, 2018
	As at 1st April, 2017	Additions during the year	Disposals/ Discarded during the year	Upto 31st March, 2017	Depreciation for the year	Disposal during the year	
Tangible Assets							
Buildings*	25,939.01	-	-	599.32	599.32	-	24,740.37
Total	25,939.01	-	-	599.32	599.32	-	24,740.37

* A flat has been possessed during the year, registration for the same is still pending.

(i) Amount recognised in Statement of Profit and Loss for investment property

(₹ in '00)

Particulars	31st March, 2018	31st March, 2017
Rental Income	4,200.00	4,200.00
Direct operating expenses from property that generated rental income	6,451.00	65.25
Profit from investment properties before depreciation	(2,251.00)	4,134.75
Depreciation	599.32	599.32
Profit from investment properties	(2,850.32)	3,535.43

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)

2B. INVESTMENT PROPERTY (CONTD.)

(ii) Fair value

The Company's Investment Property consists of a commercial property in India. The management has determined that the investment property consists of office - based on nature, characteristics and risks of property.

Particulars	31st March, 2018			31st March, 2017		
	As at 1st April, 2016	As at 31st March, 2017	Upto 31st March, 2017	Disposal during the year	Upto 31st March, 2017	As at 31st March, 2017
Market Value of Investment Property		2,30,523.49		2,23,853.17		2,23,853.17
Total		2,30,523.49		2,23,853.17		2,23,853.17

(₹ in '00)

2C. OTHER INTANGIBLE ASSETS

Description	Gross Block			Depreciation and Amortisation			Net Block	
	As at 1st April, 2016	Additions during the year	Disposals/ Discarded during the year	As at 31st March, 2017	Upto 31st March, 2017	Depreciation for the year	Upto 31st March, 2017	As at 31st March, 2017
Software	2,532.39	575.00	-	3,107.39	-	911.28	911.28	2,196.11
Total	2,532.39	575.00	-	3,107.39	-	911.28	911.28	2,196.11

(₹ in '00)

Other Intangible Assets

Description	Gross Block			Depreciation and Amortisation			Net Block	
	As at 1st April, 2017	Additions during the year	Disposals/ Discarded during the year	As at 31st March, 2018	Upto 31st March, 2017	Depreciation for the year	Upto 31st March, 2018	As at 31st March, 2018
Software*	3,107.39	3,785.30	550.00	6,342.69	911.28	826.95	1,738.23	4,604.46
Total	3,107.39	3,785.30	550.00	6,342.69	911.28	826.95	1,738.23	4,604.46

(₹ in '00)

* The Assets written off:

Particulars	WDV as on 1st April, 2016		Accumulated Depreciation
	WDV as on 1st April, 2016	Accumulated Depreciation	
Software	550.00	-	-
Total	550.00	-	-

(₹ in '00)

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)

3. NON - CURRENT INVESTMENTS

(₹ in '00)

Particulars	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
a. Equity Shares measured at Carrying Value			
- In Associates	2,06,522.59	1,95,770.20	1,37,817.47
b. In Equity Shares measured at Fair Value through Profit and Loss			
- In Others (Unquoted)	25,975.50	24,500.00	14,300.00
- In Others (Quoted)	85,028.67	1,11,991.40	92,671.30
c. In Equity Shares measured at Fair Value through Other Comprehensive Income			
- In Others (Unquoted)	1,547.75	3,048.28	2,710.12
d. In Debentures measured at Ammortized Cost			
- In Others (Unquoted)	50,700.00	45,675.68	41,149.26
e. In Debentures measured at Fair value through Profit and Loss			
- In Others (Quoted)	254.80	258.60	250.00
f. In Mutual Fund measured at Fair value through Profit and Loss			
	195.60	11,983.90	11,169.55
Total	3,70,224.91	3,93,228.06	3,00,067.70
Aggregate amount of quoted Investments and market value thereof	85,479.07	1,24,233.90	1,04,090.85
Aggregate amount of unquoted Investments and market value thereof	2,84,745.84	2,68,994.16	1,95,976.85

Disclosure pertaining to First time adoption under IND AS 101:

- i) The aggregate deemed cost of investments for which deemed cost is their previous GAAP carrying amount is ₹ 2,84,13,638/- as on 31st March, 2017 and ₹ 1,59,67,688/- as on 1st April, 2016.
- ii) The aggregate deemed cost of investments for which deemed cost is fair value is ₹ 94,40,100/- as on 31st March, 2017 and ₹ 94,40,100/- as on 1st April, 2016.
- iii) The Provision for dimunition (created under previous GAAP) amounting to ₹ 12,363.35/- as on 1st April, 2016 has been adjusted with Retained Earnings.
- iv) The Provision for dimunition written off during the year ended on 31st March, 2017 under previous GAAP has been reversed.

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)

4. LOANS

(₹ in '00)

Particulars	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
(Unsecured, Considered Good)			
Loans and advances to Related parties	7,010.90	12,352.13	11,696.70
Loans and advances to Others	98,370.14	80,857.90	45,899.29
Total	1,05,381.04	93,210.03	57,595.99

5. OTHER FINANCIAL ASSETS

(₹ in '00)

Particulars	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
(Unsecured, Considered Good)			
Security Deposits			
- Security Deposits with Stock Exchange/ Clearing Member	1,09,503.00	1,44,503.00	1,18,750.00
Fixed deposits with maturity period more than 12 months	-	5,000.00	-
Total	1,09,503.00	1,49,503.00	1,18,750.00

6. OTHER NON-CURRENT ASSETS

(₹ in '00)

Particulars	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
(Unsecured, Considered Good)			
Capital Advances	62,560.05	1,75,599.08	1,72,089.15
Security Deposits with Others	4,487.00	18,290.90	4,550.20
Advance payment of taxes (net of provisions)	1,136.39	1,220.54	1,930.05
MAT Credit Entitlement	1,349.72	1,583.45	1,273.77
Others	14,208.68	38,891.21	75,933.76
Total	83,741.84	2,35,585.18	2,55,776.93

7. INVENTORIES

(₹ in '00)

Particulars	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Stock-in-Trade (At Fair Value)			
In Equity Instruments (Quoted)	5,11,131.45	4,71,923.34	4,49,673.53
In Preference Shares	0.01	0.01	0.01
In Mutual Funds (Quoted)	446.49	424.16	414.61
Total	5,11,577.95	4,72,347.51	4,50,088.15

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)

8. CURRENT INVESTMENTS

(Amount in ₹ '00)

Description	As at 31st March, 2018		As at 31st March, 2017		As at 1st April, 2016	
	Units	Amount	Units	Amount	Units	Amount
Investments measured at Fair Value Through Statement of Profit & Loss						
In Mutual Fund						
ICICI Prudential Flexible Income Growth	37,295	1,24,968.82	55,900.05	1,74,728.85	72,608	2,08,383.86
HDFC Charity Fund for Cancer Cure	10,000	1,002.90	10,000	1,002.21	10,000	1,035.30
HDFC Liquid Fund - Direct Plan Growth	4,775	4,19,202.81	2,768	88,794.41	1,682	50,296.80
Canara Robeco Medium Term Opportunities Fund Direct Growth Plan	40,000	5,692.32	40,000	5,362.32	40,000	4,896.00
Edelwis Mutual Fund Liquid Fund Retail Group Open Ended	8	161.39	791	149.72	791	140.46
Indiabulls Arbitrage Funds - Direct Plan - Monthly Dividend	10,189	1,079.02	9,574	1,015.34	-	-
Mirae Asset Cash Management Fund - Direct Plan - Growth	264	4,844.13	264	4,533.94	-	-
Mirae Asset Short Tem Fund - Direct Growth	50,000	5,035.70	-	-	-	-
Reliance Money Manager Fund - Direct Growth Plan Growth Option	323	7,880.75	62	1,408.03	-	-
UTI - Floating Rate Fund - STP - Direct Growth Plan	-	-	752	20,413.35	-	-
UTI - Money Market Fund - Institutional Plan - Direct Plan - Growth	-	-	2,309	42,104.55	-	-
Canara Rebeco Capital Protection Oriented Fund - Series 8 - REG - Growth	50,000	5,219.45	-	-	-	-
Canara Rebeco Capital Protection Oriented Fund - Series 9 - REG - Growth	30,000	3,022.35	-	-	-	-
Total		5,78,109.64		3,39,512.72		2,64,752.42

Disclosure pertaining to First time adoption under IND AS 101:

- The aggregate deemed cost of investments for which deemed cost is fair value is ₹ 3,05,37,688/- as on 31st March, 2017 and ₹ 2,40,17,965/- as on 1st April, 2016.
- The aggregate adjustments to carrying amounts reported under previous GAAP is ₹ 34,13,584/- for the year ended 31st March, 2017 and ₹ 24,57,277/- as on 1st April, 2016.

9. TRADE RECEIVABLES

(₹ in '00)

Particulars	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
(Unsecured, Considered Good)			
Trade Receivables	5,16,615.00	5,02,351.85	5,96,552.00
Total	5,16,615.00	5,02,351.85	5,96,552.00

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)
10. CASH & CASH EQUIVALENTS

(₹ in '00)

Particulars	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Cash on Hand	15,759.77	8,578.60	12,447.65
Balances with Banks*	4,59,644.87	4,70,480.71	2,29,943.32
Balances in Unpaid Dividend Account	11,458.93	11,123.51	11,495.77
Total	4,86,863.57	4,90,182.82	2,53,886.74

11. BANK BALANCE OTHER THAN CASH & CASH EQUIVALENT

(₹ in '00)

Particulars	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Fixed deposits with maturity period more than 3 months and less than 12 months*	3,82,939.16	3,77,237.87	3,71,928.16
Total	3,82,939.16	3,77,237.87	3,71,928.16

*Fixed Deposits pledged with Banks against bank guarantee and margin money amounting to ₹ 2,20,45,720/- (31.03.2017 - ₹ 2,10,75,591/-, 01.04.2016 - ₹ 2,23,37,012/-), pledged with BSE and ICCL against BMC /TGF/ ABC is ₹ 43,75,000/- (31.03.2017 - ₹ 43,75,000/-, 01.04.2016 - ₹ 43,75,000/-), pledged with NSE amounting to ₹ 99,00,000/- (31.03.2017 - ₹ 99,00,000/-, 01.04.2016 - ₹ 99,00,000/-) against collateral security ₹ 5,33,196/- (31.03.2017 - ₹ 5,33,196/-, 01.04.2016 - ₹ 5,73,279/-), pledge with Multi Commodity Exchange for margin money is ₹ 7,50,000/- (31.03.2017 - ₹ 7,50,000/-, 01.04.2016 - ₹ 7,50,000/-)

12. OTHER FINANCIAL ASSETS

(₹ in '00)

Particulars	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Interest Accrued on Investment	8,989.41	8,877.92	12,903.67
Margin held with Multi Commodity Exchange	11,250.00	7,500.00	10,500.00
Security Deposits	-	521.03	521.03
Total	20,239.41	16,898.95	23,924.70

13. CURRENT TAX ASSETS (NET)

(₹ in '00)

Particulars	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Advance Tax	32,389.38	25,803.02	37,731.01
Total	32,389.38	25,803.02	37,731.01

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)

14. OTHER CURRENT ASSETS

(₹ in '00)

Particulars	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Prepaid Expenses	13,521.61	7,654.41	6,749.97
Deposit with government authorities	459.63	890.28	780.03
Others	38,285.85	10,079.23	10,286.95
Total	52,267.09	18,623.92	17,816.95

15. EQUITY SHARE CAPITAL

(Amount in ₹ '00)

Particulars	As at 31st March, 2018		As at 31st March, 2017		As at 1st April, 2016	
	Number	Amount	Number	Amount	Number	Amount
Authorised:						
Equity Shares of ₹ 10 each	1,00,00,000	10,00,000.00	1,00,00,000	10,00,000.00	1,00,00,000	10,00,000.00
Issued, Subscribed & Paid up:		-		-		-
Equity Shares of ₹10 each fully paid up	79,84,424	7,98,442.40	79,84,424	7,98,442.40	79,84,424	7,98,442.40
Total	79,84,424	7,98,442.40		7,98,442.40		7,98,442.40

15.1 Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period.

(Amount in ₹ '00)

Particulars	As at 31st March, 2018		As at 31st March, 2017		As at 1st April, 2016	
	Number	Amount	Number	Amount	Number	Amount
Shares outstanding at the beginning of the year	79,84,424	7,98,442.40	79,84,424	7,98,442.40	79,84,424	7,98,442.40
Shares outstanding at the end of the year	79,84,424	7,98,442.40	79,84,424	7,98,442.40	79,84,424	7,98,442.40

15.2 Rights, preferences and restrictions attached to shares

The Company has only one class of issued shares i.e. Equity Shares having face value of ₹ 10 per share. Each holder of Equity Shares is entitled to vote per share held. In the event of liquidation, the equity shareholders are eligible to receive the remaining assets of the Company after payment of all preferential amounts, in proportion to their shareholding.

15.3 The details of Shareholders holding more than 5% shares

Name of the Shareholder	As at 31st March, 2018		As at 31st March, 2017		As at 1st April, 2016	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Mr. Vijay Maheshwari	16,69,220	20.91	16,69,220	20.91	16,69,220	20.91
Sahujain Services Limited	-	-	8,88,710	11.13	8,88,710	11.13
Hitech Tradecomm Private Limited	6,77,800	8.49	6,77,800	8.49	6,77,800	8.49
Total	23,47,020	29.40	32,35,730	40.53	32,35,730	40.53

15.4 Particulars of each class of shares held by holding, ultimate holding, subsidiaries or associates of the holding company

Particulars	As at 31st March, 2018		As at 31st March, 2017		As at 1st April, 2016	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding	No. of Shares held	% of Holding
SFSL Insurance Advisory Services Pvt. Limited	1,56,200	1.96	1,56,200	1.96	1,56,200	1.96
SFSL Risk Management Services Pvt. Limited	1,90,950	2.39	1,90,950	2.39	1,90,950	2.39
Total	3,47,150	4.35	3,47,150	4.35	3,47,150	4.35

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)
16. OTHER EQUITY

(₹ in '00)

Description	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Securities Premium Reserve			
As per last Financial Statement	2,57,201.64	2,57,201.64	2,57,201.64
Employee Stock Option			
As per last Financial Statement	47.00	47.00	47.00
Less: Transferred to Current Liabilities	(47.00)	-	
Revaluation Reserve			
As per last Financial Statement	-	-	8,85,535.00
Less: Transferred to General Reserve	-	-	8,85,535.00
General Reserve			
As per last Financial Statement	9,265.45	9,265.45	410.10
Add: Transferred from Revaluation Reserve	-	9,265.45	8,855.35
Retained Earnings			
As per last Financial Statement	25,73,832.99	22,62,263.20	
Add: Profit for the year	3,65,202.23	3,59,619.27	
Less: Appropriations	-	-	
Transferred to General Reserve	-	-	
Dividend on Equity Shares [Dividend per Share (Previous year Re. 1/-)]	79,844.24	39,922.12	
Tax on Dividend	16,254.36	8,127.36	
	28,42,936.62	25,73,832.99	22,62,263.20
Other Comprehensive Income (OCI)			
As per last Financial Statement	(21,659.36)	(24,404.24)	-
Add: Movement in OCI (Net) during the year	10,280.82	2,744.88	(24,404.24)
Total Other Comprehensive Income	(11,378.54)	(21,659.36)	(24,404.24)
Total	30,98,025.17	28,18,687.72	25,04,373.05

Nature and Purpose of Other Equity
a) Securities Premium Reserve

Securities Premium Reserve is used to record the premium on issue of shares. The reserve is available for utilisation in accordance with the provisions of the Act.

b) General Reserve

General Reserve is created and utilised in compliance with the provisions of the Act.

c) Retained Earnings

Retained Earnings represents accumulated profits earned by the Company and remaining undistributed as on date

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)

17. BORROWINGS

(₹ in '00)

Description	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Term Loan from Schedules Banks - Notes	-	-	-
Term Loan from Financial Institution - Notes	18,577.25	830.50	4,049.41
Total	18,577.25	830.50	4,049.41

Description	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Repayment Schedule			
A Borrowings from HDFC Bank			
Vehicle Loan - Repayable in 36 monthly instalments of ₹ 22,669/- and final instalment would be due on 5th November, 2016	-	-	1,745.76
B Borrowings from Canara Bank			
Vehicle Loan - Repayable in 36 monthly instalments. 35 instalments of ₹ 22,735/- and Final instalment of ₹ 22,667/- due on 16th August, 2016.	-	-	1,328.51
C Borrowings from Toyota Financial Services India Limited			
Vehicle Loan - Repayable in 36 monthly instalments of ₹ 28,935/- and final instalment would be due on 20th June, 2018	830.50	4,049.41	6,970.74
D Borrowings from Daimler Financial Services Private Limited			
Vehicle Loan - Repayable in 60 monthly instalments of ₹ 51,294/- and final instalment would be due on 13th September, 2022	22,949.11	-	-
Less: Current portion of term loans from schedule banks shown under Other Current Liabilities	5,202.36	3,218.91	5,995.60
Total	18,577.25	830.50	4,049.41

Additional Information

A. HDFC Bank

- (i) Secured by hypothecation of the corresponding vehicle
- (ii) Rate of interest is 10.75%

B. Canara Bank

- (i) Secured by hypothecation of the corresponding vehicle
- (ii) Rate of interest is 10.70%

C. Toyota Financial Services India Limited

- (i) Secured by hypothecation of the corresponding vehicle
- (ii) Rate of interest is 9.74%

D. Daimler Financial Services Private Limited

- (i) Secured by hypothecation of the corresponding vehicle
- (ii) Rate of interest is 8.50%

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)
18. PROVISIONS - NON - CURRENT

(₹ in '00)

Description	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Provisions for Employee Benefits*	13,403.57	4,369.13	6,725.87
Total	13,403.57	4,369.13	6,725.87

* The provision for employee benefit includes Leave Encashment

19. DEFERRED TAX LIABILITIES (NET)

(₹ in '00)

Description	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Deferred Tax Liabilities			
The balances comprises temporary differences attributable to:			
i) Property, Plant and Equipment and Other Intangible Assets	93,940.44	1,15,987.21	1,10,769.98
ii) Financial Assets at Fair Value through Profit and Loss	11,837.53	11,371.83	-
iii) Other Items	-	-	-
Deferred Tax Liabilities (A)	1,05,777.97	1,27,359.04	1,10,769.98
Deferred Tax Assets			
The balances comprises temporary differences attributable to:			
i) Items allowed for tax purpose on payment	4,779.84	2,001.72	2,533.58
ii) Provision for Doubtful Debts, Advances, etc	-	-	-
ii) Long Term Capital Loss	10,250.57	10,330.50	14,583.58
Deferred Tax Assets (B)	15,030.41	12,332.22	17,117.16
Net Deferred Tax Liabilities (A-B)	90,747.56	1,15,026.82	93,652.82

Movement In Deferred Tax Liabilities

(₹ in '00)

Particulars	Property, Plant and Equipment	Financial Assets at Fair Value through Profit and Loss	Items allowed for tax purpose on payment	Provision for Doubtful Debts, Advances, etc	Long Term Capital Loss
At 1st April 2016	(1,10,769.98)	-	2,533.58	-	14,583.58
Charged/Credited					
- to Profit/ Loss	(3,604.87)	(11,371.83)	(531.89)		(4,253.08)
- to Other Comprehensive Income					-
At 31st March 2017	(1,14,374.85)	(11,371.83)	2,001.69	-	10,330.50
Net Deferred Tax Liabilities					
At 1st April 2017					
Charged/ Credited					
- to Profit/ Loss	20,434.41	(465.70)	2,778.15	-	(79.93)
- to Other Comprehensive Income					
At 31st March 2018					
Net Deferred Tax Liabilities	(93,940.44)	(11,837.53)	4,779.84		10,250.57

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)

20. TRADE PAYABLES

(₹ in '00)

Description	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Micro, Small and Medium Enterprises	-	-	-
Others	1,04,528.23	60,701.52	85,881.65
Total	1,04,528.23	60,701.52	85,881.65

21. OTHER FINANCIAL LIABILITIES

(₹ in '00)

Description	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Current Maturities of Long Term Debt - Refer Note - 17	5,202.36	3,218.91	5,995.60
Unclaimed Dividends	11,458.93	11,123.51	11,495.77
Statutory Dues	33,812.73	18,847.73	4,245.82
Payable for expenses	175.01	400.00	400.00
Total	50,649.03	33,590.15	22,137.19

22. OTHER CURRENT LIABILITIES

(₹ in '00)

Description	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Due to Micro, Small and Medium Enterprises	-	-	-
Advance received from Clients:			
- against Margin Money	6,270.00	45,503.00	36,508.49
- towards Portfolio Management Services (PMS)	29,108.26	57,440.03	19,316.96
- others	35.22	5,824.60	80.46
Other Payables*	15,237.60	17,490.56	13,856.34
Total	50,651.08	1,26,258.19	69,762.25

* Includes advances from customers

23. PROVISIONS - CURRENT

(₹ in '00)

Description	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Provisions for Employee Benefits*	3,777.75	1,685.04	937.03
Total	3,777.75	1,685.04	937.03

* The provision for employee benefit includes Leave Encashment

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)
24. REVENUE FROM OPERATIONS

(₹ in '00)

Description	For the period ended 31st March, 2018	For the period ended 31st March, 2017
Investment Banking	9,87,398.32	8,71,118.79
Sales of Stock-in-Trade - Shares and Securities	8,47,344.78	4,28,399.69
Brokerage, Commission and Other Charges	2,26,284.11	1,87,960.48
Net gain on intraday trading of Shares and Securities	6,630.07	1,639.44
Net gain on derivative transactions	-	80,247.92
Total	20,67,657.28	15,69,366.32

25. OTHER INCOME

(₹ in '00)

Description	For the period ended 31st March, 2018	For the period ended 31st March, 2017
Interest income from Financial Assets		
- Fixed Deposits	27,412.07	29,993.37
- Loan to Subsidiary	-	-
- IFSD	593.66	-
- Debentures	5,024.32	4,526.42
- Other	7,086.83	6,099.11
Interest income from Income Tax Refund	-	116.20
Dividend Income from Equity Instruments designated at Fair Value	4,796.40	4,688.51
Profit on Sale of Mutual Funds	6,137.39	8,172.80
Profit on Sale of Investments	26,582.04	2,309.87
Profit on Sale of Fixed Assets	-	1,019.08
Rent	4,200.00	4,200.00
Liabilities Written Back	1,247.83	-
Miscellaneous Income	445.87	2,111.59
Gain on Financial Assets	-	-
- Realised gain	314.76	-
- Unrealised gain	20,242.60	68,071.22
Total	1,04,083.77	1,31,308.17

26. CHANGES IN INVENTORIES OF STOCK-IN TRADE

(₹ in '00)

Description	For the period ended 31st March, 2018	For the period ended 31st March, 2017
Stock - in - Trade (at the end of the year)	5,11,577.95	4,72,347.51
Less: Stock - in - Trade (at the beginning of the year)	4,72,347.51	4,50,088.15
Total	(39,230.44)	(22,259.36)

27. EMPLOYEE BENEFITS EXPENSE

(₹ in '00)

Description	For the period ended 31st March, 2018	For the period ended 31st March, 2017
Salaries and Wages	3,44,048.79	3,15,744.62
Contribution to Provident Fund and Other Funds	23,089.74	16,362.74
Staff Welfare Expenses	10,259.97	9,739.00
Total	3,77,398.50	3,41,846.36

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)

28. FINANCE COSTS

(₹ in '00)

Description	For the period ended 31st March, 2018	For the period ended 31st March, 2017
Interest Cost on Financial Liabilities		
- On Fixed Loans	1,362.61	945.20
- On Others	172.06	-
Interest on Income Tax	-	1,949.86
Bank Gurantee Commission	3,127.24	2,454.20
Fixed Deposit Charges	887.20	944.06
Total	5,549.11	6,293.32

29. OTHER EXPENSES

(₹ in '00)

Description	For the period ended 31st March, 2018	For the period ended 31st March, 2017
OTHER EXPENSES		
Advertisement Expenses	49,828.30	65,368.39
Loss on Sale of Fixed Assets	1,308.82	-
Sundry Balances written off	39,638.01	97,012.55
Obsolete Assets Discarded	2,808.69	-
Car Expenses	30,703.28	33,285.22
Charity and Donation	3,607.30	3,187.13
Communication Expenses	10,429.78	12,330.52
Computer Expenses	2,285.00	2,248.97
Commission	12,500.00	25,597.80
Electricity	12,370.33	10,734.89
Insurance	2,977.38	3,083.39
Net loss on Derivative Transactions	31,185.26	-
NSE/ BSE/ SHCIL Charges	5,097.43	8,907.35
Office Maintenance	14,477.65	13,260.55
Processing Fees	856.28	1,143.15
Professional Charges	94,578.08	1,16,166.04
Payment to Auditor*	3,575.00	3,025.00
Printing & Stationery	5,804.83	7,483.03
Rates & Taxes	8,492.55	13,116.93
Repairs & Maintenance	3,384.34	5,020.29
Rent	14,400.00	14,400.00
SEBI Turnover and Memebership Fees	8,637.46	12,355.68
Travelling & Conveyance	39,627.71	46,663.00
VSAT Charges	981.00	849.00
Miscellaneous Expenses	41,990.24	62,408.03
Total	4,41,544.72	5,57,646.91

* Payments To Auditor

- Statutory Audit	1,875.00	1,850.00
- Tax Audit	750.00	750.00
- Limited Review	600.00	150.00
- Certification and Other Services	350.00	275.00
Total	3,575.00	3,025.00

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)
30. EARNINGS PER SHARE
(i) Reconciliation of earning used in calculating earnings per share:

(₹ in '00)

Numerator		For the year ended 31st March, 2018	For the year ended 31st March, 2017
(a)	Profit/(Loss) for the year (₹) (for basic EPS)	3,65,204.24	3,59,619.57
(b)	Less: Effect of dilutive potential ordinary shares	-	-
(c)	Net Profit/(Loss) for diluted earnings per share	3,65,204.24	3,59,619.57

(ii) Reconciliation of basic and diluted shares used in computing earnings per share:

(₹ in '00)

Denominator		For the year ended 31st March, 2018	For the year ended 31st March, 2017
(a)	Weighted average number of Equity Shares (for basic EPS)	79,84,424	79,84,424
(b)	Less: Effect of dilutive potential ordinary shares	-	-
(c)	Number of weighted average equity shares considered for dilutive earnings per share	79,84,424	79,84,424

(iii) Earnings Per Share (₹)

Particulars		For the year ended 31st March, 2018	For the year ended 31st March, 2017
(a)	- Basic	4.57	4.50
(b)	- Diluted	4.57	4.50

31. OPEN INTEREST IN EQUITY INDEX/STOCK FUTURES AS AT 31ST MARCH, 2018.

Sl.No	Name of the future	Series of future	Number of contracts	Number of units per lot
1	Bank of Baroda	26th April, 2018	3	4,000
2	Canara Bank	26th April, 2018	12	1,600
3	Cipla Limited	26th April, 2018	4	1,000
4	DLF Limited	26th April, 2018	1	5,000
5	Glenmark Pharmaceuticals Limited	26th April, 2018	9	700
6	ITC Limited	26th April, 2018	3	2,400
7	ICICI Bank	26th April, 2018	2	2,750
8	Lupin Limited	26st April, 2018	2	600
9	NIFTY	26th April, 2018	10	75
10	Oriental Bank of Commerce	26th April, 2018	1	6,000
11	Reliance Industries Limited	26th April, 2018	16	500
12	State Bank Of India	26th April, 2018	6	3,000
13	Sun Pharmaceuticals Limited	26th April, 2018	5	1,100

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)

31. OPEN INTEREST IN EQUITY INDEX/STOCK FUTURES AS AT 31ST MARCH, 2017.

Sl.No	Name of the future	Series of future	Number of contracts	Number of units per lot
1	Bank of Baroda	27th April, 2017	1	3,500
2	Bank of India	27th April, 2017	1	6,000
3	Cipla Ltd.	27th April, 2017	4	1,000
4	Glenmark Pharmaceuticals Ltd.	27th April, 2017	6	700
5	Infosys Ltd	27th April, 2017	1	500
6	ITC Ltd.	27th April, 2017	1	2,400
7	Oriental Bank of Commerce	27th April, 2017	1	6,000
8	State Bank of India	27th April, 2017	1	3,000
9	Sun Pharmaceuticals Ltd.	27th April, 2017	6	700
10	TCS Ltd.	27th April, 2017	4	250

32. CONTINGENT LIABILITIES AND COMMITMENTS

(₹ in '00)

Description	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Claims against the company not acknowledged as debt			
A. Contingent liabilities not provided for in respect of Guarantee given by Canara bank to National Securities Clearing Corporation limited (₹80 lacs) and Stock Holding Corporation of India Limited (₹70 lacs)#	1,50,000.00	1,30,000.00	1,30,000.00

The above bank guarantees extended by Canara Bank is secured by pledge of fixed deposits and also secured by way of Equitable Mortgage of a Company's Immovable Property. The said facilities are further secured by personal guarantees of three directors of the Company.

(₹ in '00)

Description	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Claims against the company in respect of dues under statutes			
B. The Income Tax has raised a demand in respect of A.Y 2008-09 for which the company has preferred appeal with Commissioner of Income tax (Appeals). The company being confident of getting the case settled in its favour, no provision for the aforesaid has been made in the accounts.	-	1,156.15	1,156.15
Capital Commitments			
C. Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances)	10,000.00	13,500.00	20,010.85

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)
33. INCOME TAX
(a) Major Components of income tax expense for the year ended 31st March, 2018 and 31st March, 2017: (₹ in '00)

Particulars	For the year ended 31st March, 2018	For the year ended 31st March, 2017
Current Income Tax	1,15,666.57	1,39,886.44
Adjustment in respect of current income tax of previous year	(239.62)	(2,919.94)
MAT Credit Utilisation u/s. 115JA	233.25	(309.68)
Current Income Tax	1,15,659.71	1,36,656.82
Deferred Tax		
(Decrease)/Increase in Deferred Tax Liabilities	(21,581.07)	16,589.06
Decrease/(Increase) in Deferred Tax Assets	(2,698.20)	4,784.96
Transferred to OCI	(1,175.13)	(647.69)
Deferred Tax	(25,454.40)	20,726.33
Income Tax expense is attributable to:		
Profit from continued operation	90,205.80	1,57,383.15
Profit from discontinued operation	-	-
	90,205.80	1,57,383.15

(b) Deferred Tax related to items recognized in OCI during the year: (₹ in '00)

Particulars	For the year ended 31st March, 2018	For the year ended 31st March, 2017
Tax on Gain/(Loss) on FVTPL financial assets	(1,175.13)	(647.69)
Income Tax charged to OCI	(1,175.13)	(647.69)

(c) Reconciliation of tax expense and the accumulated profit multiplied by India's domestic rate: (₹ in '00)

Particulars	For the Year ended 31st March, 2018		
	Standalone	Subsidiary	Consolidated
Profit/(loss) before tax	4,44,646.28	8,743.53	455,410.04
Less: Share of profit of Associates	-	-	2020.23
Add: 1/5th of Transition Amount	-	3.00	3.00
Profit/(loss) before tax from Continuing Operations	4,44,646.28	8746.53	4,53,392.81
Profit/(loss) before tax from Dis-continuing Operations	-	-	-
Indian tax rate	27.55%	19.06%	27.39%
Tax at the Indian rates	1,22,500.05	1,667.57	1,24,167.62
Tax at the Indian rates:	1,22,500.05	1,667.57	1,24,167.62
Tax effect of amounts which are not deductible (taxable) in calculating taxable income:			
Expenses disallowed/ considered separately	35,877.97	-	35,877.97
Expenses Allowed	(48,803.37)	-	(48,803.37)
Donation(50% of 3,60,733)&(50% of 3,18,712)	(496.91)	-	(496.91)
Rental Income (net of Municipal Tax and Rebate)	803.07	-	803.07
Tax on Normal Rate(A)	1,09,880.81	1,667.57	1,11,548.38
Tax on Special Income at Normal Rate(B)	3,694.88	-	3,694.88
Total Tax Expense (A)+(B)	1,13,575.69	1,667.57	1,15,243.26
Rounded off to	1,14,000.00	1,667.57	1,15,667.57
Income Tax expense	1,14,000.00	1,667.57	1,15,667.57

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)

34. EXPENDITURE/EARNINGS IN FOREIGN CURRENCY

(₹ in '00)

Particulars	For the year ended	
	31st March, 2018	31st March, 2017
A. Expenditure in Foreign Currency		
Travelling	4,940.92	9,096.80
Total	4,940.92	9,096.80

Note: The figures given above are net payments after withholding tax deducted at source.

(₹ in '00)

Particulars	For the year ended	
	31st March, 2018	31st March, 2017
B. Earnings in Foreign currency		
Consultancy Fees	6,955.20	77,465.77
Total	6,955.20	77,465.77

35. SEGMENT INFORMATION**1. The Company has three Main segment Operations:**

- Capital Market Operations comprising Stock Broking, Investment, Mutual Funds & Other products distribution
- Investment Banking comprising of Loan Syndication, Merchant Banking, and Restructuring & Other related advisory Services.
- Other Segments which have been identified and reported taking into account the nature of services, different risk & return and internal reporting systems.

The Chief Operating Decision Maker (CODM) primarily uses earnings before interest, tax, depreciation and amortization (EBIDTA) as performance measure to assess the performance of the operating segments. However, the CODM also receives information about the Segment's revenues, Segment's assets and Segment's liabilities on regular basis.

A. Segment Profit or Loss:

Segment's performance are measured based on Segment EBITDA. Segment EBITDA is defined as "Earnings from Continuing Operations before Finance Costs, Exceptional Items, Tax Expense, Depreciation and Amortization, Impairment of non-current Assets, Investment Income and Fair Value gains or Losses on Financial Assets but after allocation of Corporate Expenses. Segments EBITDA are as follows:

(i) Segment Profit or Loss:

(₹ in '00)

Segments	Year Ended 31.03.2018	Year Ended 31.03.2017
Capital Market operations	1,51,891.21	3,30,830.91
Investment Banking	3,18,983.19	2,00,363.33
Others (Unallocated)	(11,935.48)	(10,315.40)
Total Segment EBIT	4,58,938.92	5,20,878.84
Segment EBIT reconciles to Profit/(Loss) before Tax from Continuing Operations as follows:		
Finance Cost	5,549.11	6,293.32
Profit/(Loss) Before tax from Continuing Operations	4,53,389.81	5,14,585.52

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)

35. SEGMENT INFORMATION (Contd.)

(ii) Following Items are either included in the measures of Segment Profit or Loss reviewed by CODM or are regularly provided to the CODM:

(₹ in '00)

Particulars	For The Year Ended 31st March, 2018			For The Year Ended 31st March, 2017		
	Capital Market Operations	Investment Banking	Others (Unallocated)	Capital Market Operations	Investment Banking	Others (Unallocated)
Interest Income-(a)	34,717.55	5,399.33	-	35,683.61	5,051.49	-
Depreciation and Amortization (b)	2,543.03	47,847.67	-	2,945.55	41,648.85	-
Impairment loss/ (Reversal) of Non-Current Assets (Net) (b)	-	3,364.82	-	-	-	-

a) Represents Interest Income from Fixed Deposits, Loan from Subsidiary and Security Deposits which are included in the measure of Segment Profit/Loss.

B. Segment Revenue

The Segment revenue is presented in the same way as in the Statement of Profit or Loss. However, sales between Operating Segments are on arm's length basis in a manner similar to transactions with third parties and are eliminated on consolidation. Segment Revenue and Reconciliation of the same with total Revenue as follows:

(₹ in '00)

Particulars	For The Year Ended 31st March, 2018			For The Year Ended 31st March, 2017		
	Total Segment Revenue	Inter Segmental Revenue	Revenue from External Customers	Total Segment Revenue	Inter Segmental Revenue	Revenue from External Customers
Capital Market operations	11,30,701.03	-	11,30,701.03	7,33,010.20	-	7,33,010.20
Investment Banking	10,41,040.02	-	10,41,040.02	9,67,664.29	-	9,67,664.29
Others (Unallocated)	-	-	-	-	-	-

C. Segment Assets

Segment Assets are measured in the same way as in the financial statements. These assets are allocated based on the operations of the segment and the physical location of the asset. However, certain assets like investments, Loans, assets classified as held for sale, current and Deferred Tax assets etc. are not considered to be segment assets as they are managed at corporate level. Further, Corporate administrative assets are not allocated to individual segments as they are also managed at corporate level and these are not linked to any specific segment.

(i) Segment assets and reconciliation of the same with total assets are as under:

(₹ in '00)

Description	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Capital Market operations	19,53,803.35	18,35,380.74	14,64,808.78
Investment Banking	22,31,194.13	20,87,316.24	20,71,957.78
Others (Unallocated)	43,838.31	36,926.53	49,226.78
Total Assets/Total Segment assets	42,28,835.79	39,59,623.51	35,85,993.34

During the year ended 31st March, 2018, Capital expenditure relating to Capital Market Operations and Investment Banking are ₹ 1,73,084.65/- and ₹ 1,90,94,428.75/- respectively.

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)

35. SEGMENT INFORMATION (Contd.)**D. Segment Liabilities**

Segment Liabilities are measured in the same way as in the financial statements. These liabilities are allocated based on the operations of the segment. In measurement of Capital Market Operations, Investment Banking and Other (Unallocated) segment's liabilities like borrowings, current and deferred tax liabilities, liabilities associated with assets held for sale etc. are not considered as segment liabilities as they are managed at corporate level. Further, corporate administrative liabilities are not allocated to individual segments as they are also managed at corporate levels and does not linked to any specific segment. Segment liabilities excludes Deferred Tax Liabilities.

Segment Liabilities and reconciliation of the same with liabilities are as under:

(₹ in '00)

Description	As at 31st March, 2018	As at 31st March, 2017	As at 1st April, 2016
Capital Market operations	1,43,320.00	1,74,530.00	1,38,131.14
Investment Banking	86,806.91	41,784.35	39,816.71
Others (Unallocated)	11,460.00	11,120.18	11,545.55
Total Liabilities/Total Segment Liabilities	2,41,586.91	2,27,434.53	1,89,493.40

36. DUES TO MICRO AND SMALL ENTERPRISES

The Company has no dues to Micro and Small Enterprises as at 31st March, 2018 and 31st March, 2017 in the Financial Statements based on the information received and available with the company.

37. BALANCE CONFIRMATION

Outstanding balances of some of the Trade Receivables, Trade Payables, Loans and Advances are subject to confirmation from the respective parties and consequential adjustments arising from reconciliation if necessary. The management, however, is of the view that there will be no material discrepancies in this regard.

38. EMPLOYEE BENEFITS**A. Defined Benefit Plans**

Defined Benefit Plans expose the Company to actuarial risk such as: Interest Rate Risk, Liquidity Risk, Salary Escalation Risk and Demographic Risk.

- i. Interest Rate Risk:** The Plan exposes the Company to the risk of fall in interest rates. A fall in interest rates will result in an increase in the ultimate cost of providing the above benefit and will thus result in an increase in the value of the liquidity (as shown in financial statements)
- ii. Liquidity Risk:** This is the risk that the company is not able to meet the short-term benefit payouts. This may arise due to non-availability of enough cash/ cash equivalent to meet the liabilities or holding of illiquid assets not being sold in time.
- iii. Salary Escalation Risk:** The Present Value of the above benefit plan is calculated with the assumption of salary increase rate of plan participants in future. Deviation in the rate of increase of salary in future for plan participants from the rate of increase in salary in future for plan participants from the rate of increase in salary used to determine present value of obligation will have a bearing on the plan's liability.
- iv. Demographic Risk:** The Company has used certain mortality and attrition assumptions in valuation of the liability. The Company is exposed to the risk of actual experience turning out to be worse compared to the assumption.

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)
38. EMPLOYEE BENEFITS (Contd.)
A. Defined Benefit Plans (Contd.)
GRATUITY PLANS

The Company has a defined benefit gratuity plan. Every employee who has completed five years or more of service is entitled to gratuity on terms not less favorable than 'The Provisions of Gratuity Act, 1972'. The above said scheme is funded.

(a) Change in Defined Contribution Plans (DCP) over the year ended 31st March, 2018. (₹ in '00)

Particulars	For the year ended 31st March, 2018	For the year ended 31st March, 2017
Contribution to Employee's Provident Fund	6,286.47	5,967.58
Contribution to Employee's Family Pension Fund	5,187.88	4,706.71
Total	11,474.35	10,674.29

(b) Change in Defined Benefit Obligations (DOB) over the year ended 31st March, 2018. (₹ in '00)

Particulars	Gratuity (Funded)		Leave Encashment (Unfunded)	
	For the year ended 31st March 2018	For the year ended 31st March 2017	For the year ended 31st March 2018	For the year ended 31st March 2017
Present Value of DBO at the Beginning of Year	42,259.57	38,250.40	6,054.17	7,662.90
Current Service Cost	4,659.70	4,309.89	2,400.81	1,045.60
Interest Cost	3,084.95	3,002.66	441.96	601.53
Curtailement Cost/(Credit)	-	-	-	-
Settlement Cost/(Credit)	-	-	-	-
Employee Contribution	-	-	-	-
Past Service Cost	5,388.96	-	-	-
Acquisitions	-	-	-	-
Re-measurement (or Actuarial (gains/Losses) arising from:				
- Change in demographic assumptions	-	-	-	-
- Change in financial assumptions	(2,060.54)	1,550.34	(742.53)	324.47
- Experience variance(i.e. Actual experience vs. assumptions)	(2,492.58)	(4,455.64)	12,151.98	150.34
- Others	-	-	-	-
Benefits paid	(721.15)	(398.08)	(3,125.07)	(3,730.67)
Present Value of DBO at the end of Year	50,118.91	42,259.57	17,181.32	6,054.17

(c) Change in Fair Value of Assets (₹ in '00)

Particulars	Gratuity (Funded)		Leave Encashment (Unfunded)	
	For the year ended 31st March 2018	For the year ended 31st March 2017	For the year ended 31st March 2018	For the year ended 31st March 2017
Plan Assets at beginning of period	48,176.98	40,694.97	-	-
Investment Income	3,516.92	3,255.60	-	-
Return on Plan Assets, Excluding amount recognized in Net Interest Expense	(329.08)	(471.54)	-	-
Actual Company contributions	3,591.86	5,096.03	3,125.07	3,730.67
Fund Transferred	-	-	-	-
Employee Contributions	-	-	-	-
Benefits paid	(721.15)	(398.08)	(3,125.07)	(3,730.67)
Plan assets at the end of period	54,235.53	48,176.98	-	-

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)

38. EMPLOYEE BENEFITS (Contd.)

A. Defined Benefit Plans (Contd.)

(d) Funded Status

(₹ in '00)

Particulars	Gratuity (Funded)		Leave Encashment (Unfunded)	
	For the year ended 31st March 2018	For the year ended 31st March 2017	For the year ended 31st March 2018	For the year ended 31st March 2017
Defined Benefit Obligation	50,118.91	42,259.57	17,181.32	6,054.17
Fair Value of Plan Assets	54,235.53	48,176.98	-	-
Unrecognized Past Service Cost	-	-	-	-
Effects of Asset Ceiling	-	-	-	-
Net Defined Benefit Asset/(Liability)	4,116.62	5,917.41	(17,181.32)	(6,054.17)

(e) Reconciliation of Net Balance Sheet position

(₹ in '00)

Particulars	Gratuity (Funded)		Leave Encashment (Unfunded)	
	For the year ended 31st March 2018	For the year ended 31st March 2017	For the year ended 31st March 2018	For the year ended 31st March 2017
Net asset/(Liability) recognized in balance sheet at the beginning of period	5,917.41	2,444.57	(6,054.17)	(7,662.90)
Expense recognized in Income Statement	9,616.69	4,117.99	14,252.22	2,121.94
Expense recognized in Other Comprehensive Income	(4,224.04)	(2,494.80)	-	-
Employer contributions	3,591.86	5,096.03	3,125.07	3,730.67
Net Acquisitions/Business Combinations	-	-	-	-
Net asset/(Liability) recognized in balance sheet at end of the period	4,116.62	5,917.41	(17,181.32)	(6,054.17)

(f) Expense recognized during the year 2017-18

(₹ in '00)

Particulars	Gratuity (Funded)		Leave Encashment (Unfunded)	
	For the year ended 31st March 2018	For the year ended 31st March 2017	For the year ended 31st March 2018	For the year ended 31st March 2017
Current Service Cost	4,659.70	4,309.89	2,400.81	1,045.60
Past Service Cost Plan Amendment	5,388.96	-	-	-
Curtailement cost/(credit)	-	-	-	-
Settlement cost/(credit)	-	-	-	-
Expected return on Plan Assets	-	(3,255.60)	-	-
Net Actuarial Losses/(Gains)	-	(2,433.76)	11,284.45	474.81
Net Interest on Net Defined Benefit Liability/(assets)	(431.97)	3,002.66	441.96	601.53
Expense recognized in the Statement of Profit and Loss	9,616.69	1,623.19	14,127.22	2,121.94

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)
38. EMPLOYEE BENEFITS (Contd.)
A. Defined Benefit Plans (Contd.)
(g) Other Comprehensive Income

(₹ in '00)

Particulars	For the year ended 31st March, 2018	For the year ended 31st March, 2017
Actuarial (gains)/ losses due to:		
- Change in demographic assumptions	-	-
- Change in financial assumptions	(2,060.54)	1,550.34
- Experience variance (i.e. Actual experience vs. assumptions)	(2,492.58)	(4,455.64)
- Others	-	-
Return on Plan Assets, excluding amount recognized in net interest expense	329.08	410.50
Re-measurement (or Actuarial (Gain)/Loss) arising because of change in effect of asset ceiling	-	-
Components of defined benefit costs recognized in other Comprehensive Income	(4,224.04)	(2,499.80)

(h) Principal Actuarial Assumptions

Financial Assumptions	For the year ended 31st March, 2018	For the year ended 31st March, 2017
Discount Rate	7.70% p.a.	7.30% p.a.
Rate of Increase in Salaries	6.50% p.a.	6.50 % p.a.

Particulars	For the year ended 31st March, 2018	For the year ended 31st March, 2017
Rate of Availment of Leave	0.00 % p.a.	0.00 % p.a.
Rate of Encashment of Leave	0.00 % p.a.	0.00 % p.a.
Mortality Rate (% of IALM 06-08)	100% p.a.	100% p.a.
Normal Retirement Age	62 Years	62 Years
Attribution Rates, based on age (% p.a.)		
- For all ages	2.00	2.00

(i) Division of defined Benefit Obligation (Current/Non-Current) at the end of the year.

(₹ in '00)

Particulars	Gratuity (Funded)		Leave Encashment (Unfunded)	
	For the year ended 31ST March 2018	For the year ended 31ST March 2017	For the year ended 31ST March 2018	For the year ended 31ST March 2017
Current Defined Benefit Obligation	4,162.54	3,298.33	3,777.75	1,685.04
Non-Current Defined Benefit Obligation	45,956.37	38,961.24	13,403.57	4,369.13
Total Defined Benefit Obligation	50,118.91	42,259.57	17,181.32	6,054.17

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)

38. EMPLOYEE BENEFITS (Contd.)**A. Defined Benefit Plans (Contd.)****(j) Sensitivity Analysis**

Significant actuarial assumptions for the determination of the defined benefit obligation are discount rate, expected salary increase and mortality. The Sensitivity Analysis below have determined based on reasonably possible changes of the assumptions occurring at the end of the reporting period while holding all other assumptions constant. The result of sensitivity analysis is given below:

(₹ in '00)

Particulars	Gratuity (Funded)				Leave Encashment (Unfunded)			
	For the year ended 31st March 2018		For the year ended 31st March 2017		For the year ended 31st March 2018		For the year ended 31st March 2017	
	Decrease	Increase	Decrease	Increase	Decrease	Increase	Decrease	Increase
Discount Rate (-/+ 1%)	55,979.23	45,168.20	47,669.40	37,744.51	19,148.39	15,447.93	6,741.50	5,488.53
Salary Growth Rate (-/+ 1%)	45,773.93	55,250.04	38,155.86	47,115.32	15,431.42	19,263.29	5,487.84	6,729.33
Attrition Rate (-/+ 50%)	49,212.30	50,934.67	41,908.40	42,580.55	16,930.38	17,399.98	5,990.88	6,109.43
Mortality Rate (-/+ 10%)	49,838.24	50,391.69	42,131.95	42,383.79	17,131.40	17,229.46	6,042.04	6,065.87

(k) Methodology for Defined Benefit Obligation

The Projected Unit Credit (PUC) actuarial method has been used to assess the Present Value of Defined Benefit Obligations and the related Current Service Cost and where applicable Past Service Cost.

(₹ in '00)

Expected Cash Flows over the next (valued on undiscounted basis)	Gratuity (Funded)		Leave Encashment (Unfunded)	
	For the year ended 31st March 2018	For the year ended 31st March 2017	For the year ended 31st March 2018	For the year ended 31st March 2017
1 Year	4,162.54	3,298.33	3,777.75	1,685.04
2-5 Years	10,970.47	8,400.68	2,274.01	753.30
6-10 Years	30,666.49	12,953.60	5,214.93	1,468.85
More Than 10 Years	97,831.78	98,942.75	39,449.32	13,047.81

(l) Plan Assets Information

Major categories of Plan Assets as percentage of Total Plan Assets.

Particulars	Gratuity (Funded)		Leave Encashment (Unfunded)	
	For the year ended 31st March 2018	For the year ended 31st March 2017	For the year ended 31st March 2018	For the year ended 31st March 2017
Funds Managed by Insurer	100%	100%	-	-

Experience adjustment on account of actuarial assumption of Gratuity.

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)

39. RELATED PARTY TRANSACTIONS

A. As per Indian Accounting Standard-24 - 'Related Party Disclosures' issued by the Institute of Chartered Accountants of India, the names of the related parties are given below:

B. List of related parties with whom the Company has transacted during the year

Associate /Joint Venture Concerns	SFSL Insurance Advisory Services Private Limited SFSL Risk Management Services Private Limited Capita Finance Services Limited U.S. Infotech Private Limited Brandshoots Ventures Private Limited
Key Management Personnel	Mr. Bhawani Shankar Rathi (Wholetime Director) Mr. Vijay Maheshwari (Director) Mr. Bijay Murmuria (Director) Mr. Prashant Sekhar Panda (Director) Mrs. Garima Maheshwari (Director)
Enterprise/Firm owned or significantly influenced by Key Management Personnel and their relatives	Superb Estate Services Private Limited M/s. Maheshwari & Associates (Chartered Accountants)

C. Transaction with related parties during the year and year end outstanding balance thereof are as follows: (₹ in '00)

Sl. No.	Nature of Transactions	Associates	Enterprise owned or significantly influenced by Key Management Personnel and their relatives	Key Management Personnel and relatives	Total
i	Managerial Remuneration	-	-	24,822.00	24,822.00
		-	-	(25,221.47)	(25,221.47)
ii	Rent paid	-	2,400.00	6,000.00	17,400.00
		-	(2,400.00)	(6,000.00)	(17,400.00)
iii	Portfolio management fees received	-	-	2,320.28	2,320.28
		-	-	(716.04)	(716.04)
iv	Guarantee commission paid	-	-	2,500.00	2,500.00
		-	-	(2,500.00)	(2,500.00)
v	Balance receivable/(payable)	-	-	7,010.90	7,010.90
		-	-	(12,352.13)	7,010.90
vi	Dividend Paid	3,471.50	2,186.00	21,584.10	27,241.60
		(1,735.75)	(1,093.00)	(10,792.05)	(13,620.80)
vii	Loan given	-	-	-	-
		-	-	-	-
viii	Loan received back	-	-	15,852.13	15,852.13
		-	-	-	-
ix	Interest received	-	-	510.90	510.90
		-	-	(655.43)	(655.43)
x	Investment in Equity Shares	-	-	-	-
		(54,000.00)	(5,000.00)	-	(1,24,119.50)
xi	Purchase of Equity Shares	-	-	-	-
		-	-	(440.00)	(440.00)
x	Rent received	-	4,200.00	-	4,200.00
		-	(4,200.00)	-	(4,200.00)

Note: (i) The above transactions do not include reimbursement of expenses made / received during the year.
(ii) Previous year figures are in the bracket.

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)

39. RELATED PARTY TRANSACTIONS (Contd.)

D. Disclosure in Respect of Material Related Party Transactions during the year.

(₹ in '00)

Particulars	2018	2017
Managerial Remuneration		
Mr. Bhawani Shankar Rathi	24,822.00	25,221.47
Rent paid		
Superb Estate Services Pvt. Limited	2,400.00	2,400.00
Mr. Vijay Maheshwari	6,000.00	6,000.00
Portfolio management fees received		
Mr. Vijay Maheshwari	478.68	389.18
Mrs. Garima Maheshwari	1,841.60	326.86
Guarantee Commission paid		
Mr. Vijay Maheshwari	1,250.00	1,250.00
Mr. Bijay Murmuria	1,250.00	1,250.00
Balance receivable		
US Infotech Private Limited	-	2,618.02
SFSL Risk Management Services (P) Limited.	7,010.90	9,734.11
Dividend paid		
Mr. Bijay Murmuria	3,699.20	1,849.60
Mr. Bhawani Shankar Rathi	1,192.70	596.35
Mr. Vijay Maheshwari	16,692.20	8,346.10
SFSL Insurance Advisory Services (P) Limited.	1,562.00	781.00
SFSL Risk Management Services (P) Limited.	1,909.50	954.75
Superb Estate Services Pvt. Limited	2,186.00	1,093.00
Loan Given		
US Infotech Private Limited	10,000.00	-
Loan received back		
US Infotech Private Limited	12,618.02	-
SFSL Risk Management Services Private Limited	3,23,4.11	-
Interest Received		
US Infotech Private Limited	-	144.23
SFSL Risk Management Services Private Limited	510.90	511.20
Investment in equity shares		
Brandshoots Ventures Pvt. Limited	-	54,000.00
Sumedha Management Solutions Pvt Ltd	-	5,000.00
Purchase in equity shares		
Mr. Vijay Maheshwari	-	105.00
Mr. Bijay Murmuria	-	335.00
Rent received		
M/s. Maheshwari & Associates	4,200.00	4,200.00

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)

40. CAPITAL RISK MANAGEMENT

The Company aim to manage its capital efficiency so as to safeguard its ability to continue as a going concern and to optimize returns to our shareholders.

The capital structure of the company is based on management's judgement of the appropriate balance of key elements in order to meet its strategic and day to day needs. We consider the amount of capital in proportion to risk and manage the capital structure in light of changes in economic conditions and the risk characteristics of the underlying assets. In order to maintain or adjust the capital structure, the company may adjust the amount of dividends paid to shareholders, return capital to shareholders or issue new shares.

The Company's policy is to maintain a stable and strong capital structure with a focus on total equity so as to maintain investor, creditors and market confidence and to sustain future development and growth of its business. The Company will take appropriate steps in order to maintain, or if necessary adjust, its capital structure.

41. FINANCIAL INSTRUMENT- FAIR VALUE MEASUREMENT

A. Accounting classification for Fair Values

(i) Following table shows carrying amount and Fair Values of Financial Liabilities and Financial Assets: (₹ in '00)

Financial Assets	As at 31st March, 2018				As at 31st March, 2017				As at 1st April, 2016			
	Carrying Value	FVTPL	Amor-tised cost	FVOCI	Carrying Value	FVTPL	Amor-tised cost	FVOCI	Carrying Value	FVTPL	Amor-tised cost	FVOCI
Investments in Associates												
Unquoted Instruments	2,06,522.59	-	-	-	1,95,770.20	-	-	-	1,37,817.47	-	-	-
Investments in Equity Instruments												
Quoted Equity Instruments	-	85,028.68	-	-	-	1,11,991.40	-	-	-	92,671.30	-	-
Unquoted Equity Instruments	-	25,975.00	-	1,547.75	-	24,500.00	-	3,048.27	-	14,300.00	-	2,710.11
Investments in Debt Instruments												
Mutual Funds	-	5,78,305.24	-	-	-	3,51,496.62	-	-	-	2,75,921.97	-	-
Debentures	-	-	-	-	-	-	-	-	-	-	-	-
- Quoted	-	254.80	-	-	-	258.60	-	-	-	250.00	-	-
- Unquoted	-	-	50,700.00	-	-	-	45,675.68	-	-	-	41,149.26	-
Trade Receivables	5,16,615.00	-	-	-	5,02,351.85	-	-	-	5,96,552.00	-	-	-
Loans	1,05,381.04	-	-	-	93,210.03	-	-	-	57,595.99	-	-	-
Cash on Hand	15,759.77	-	-	-	8,578.60	-	-	-	12,447.65	-	-	-
Balances with Bank	4,59,644.87	-	-	-	4,70,480.71	-	-	-	2,29,943.32	-	-	-
Balances in Unpaid Dividend Account	11,458.93	-	-	-	11,123.51	-	-	-	11,495.77	-	-	-
Balances with Bank other than Cash & cash Equivalents	3,82,939.16	-	-	-	3,77,237.87	-	-	-	3,71,928.16	-	-	-
Other Financial Assets	20,239.41	-	-	-	16,898.95	-	-	-	23,924.70	-	-	-

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)

4.1. FINANCIAL INSTRUMENT- FAIR VALUE MEASUREMENT (Contd.)

A. Accounting classification for Fair Values (Contd.)

(i) Following table shows carrying amount and Fair Values of Financial Liabilities and Financial Assets: (Contd.) (₹ in '00)

Financial Liabilities	As at 31st March, 2018				As at 31st March, 2017				As at 1st April, 2016			
	Carrying Value	FVTPL	Amor-tised cost	FVOCI	Carrying Value	FVTPL	Amor-tised cost	FVOCI	Carrying Value	FVTPL	Amor-tised cost	FVOCI
Borrowings												
- Long Term Borrowings	-	-	18,577.25	-	-	-	830.50	-	-	-	4049.41	-
Trade Payables*	1,04,528.23	-	-	-	60,701.52	-	-	-	85,881.65	-	-	-
Other Financial Liabilities*	50,649.02	-	-	-	33,590.15	-	-	-	22,137.19	-	-	-

*Fair Values for these Financial Instruments have not been disclosed because their carrying amounts are reasonable approximation of their fair values.

(ii) Finance Income and Finance Cost instrument category wise classification (₹ in '00)

Financial Liabilities	As at 31st March, 2018				As at 31st March, 2017				As at 1st April, 2016			
	Carrying Value	FVTPL	Amortised cost	FVOCI	Carrying Value	FVTPL	Amortised cost	FVOCI	Carrying Value	FVTPL	Amortised cost	FVOCI
Income												
- Interest income	35,092.56	-	5,024.32	-	36,092.48	-	4,526.42	-	-	-	4,526.42	-
- Dividend Income	-	4,796.40	-	-	4,688.51	-	-	-	-	-	-	-
Interest expense	172.06	-	1,362.61	-	1949.86	-	945.20	-	-	-	945.20	-

B. Fair Value Hierarchy

The following table shows the details of financial assets and financial liabilities including their levels in the fair value hierarchy:

(i) Financial assets and financial liabilities measured at fair value – recurring fair value measurements: (₹ in '00)

Financial Assets	As at 31st March, 2018			As at 31st March, 2017			As at 1st April, 2016		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
Investments in Associates									
Unquoted Instruments	-	-	2,06,522.59	-	-	1,95,770.20	-	-	1,37,817.47
Investments in Equity Instruments									
Quoted Equity Instruments	85,028.68	-	-	1,11,991.40	-	-	92,671.30	-	-
Unquoted Equity Instruments	-	27,522.75	-	-	27,548.27	-	-	17010.11	-
Investments in Debt Instruments									
Mutual Funds	5,78,305.24	-	-	3,39,692.59	-	-	2,64,909.10	-	-
Debentures	-	-	-	-	-	-	-	-	-
- Quoted	254.80	-	-	258.60	-	-	250.00	-	-
- Unquoted	-	-	50,700.00	-	-	45,675.68	-	-	41,149.26
Loans	-	-	1,05,381.04	-	-	93,210.03	-	-	57,595.99
Other Financial Assets	-	-	20,239.41	-	-	16,898.95	-	-	23,924.70

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)

41. FINANCIAL INSTRUMENT- FAIR VALUE MEASUREMENT (Contd.)

B. Fair Value Hierarchy (Contd.)

(ii) Fair value disclosure of financial assets and financial liabilities measured at carrying value:

(₹ in '00)

Financial Assets	For the Year ended 31st March, 2018			For the Year ended 31st March, 2017			For the Year ended 31st March, 2016		
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3
Borrowings									
- Long Term	-	-	18,577.25	-	-	830.50	-	-	4049.41
- Other Financial Liability	-	-	50,649.02	-	-	33,590.15	-	-	22,137.19

Level 1 hierarchy includes financial instruments valued using quoted market prices. Listed equity instruments and traded debt instruments which are traded in the stock exchanges are valued using the closing price at the reporting date. Mutual funds are valued using the closing NAV.

Level 2 hierarchy includes financial instruments that are not traded in active market. This includes OTC derivatives and debt instruments valued using observable market data such as yield etc. of similar instruments traded in active market. All derivatives are reported at discounted values hence are included in level 2. Borrowings have been fair valued using market rate prevailing as on the reporting date.

Level 3 if one or more significant inputs is not based on observable market data, the instrument is included in level 3. This is the case for unlisted equity instruments and certain debt instruments which are valued using assumptions from market participants.

(iii) Fair Value measurements using significant unobservable inputs (Level 3)

The following table presents the changes in level 3 items for the period 31st March, 2018 and 31st March, 2017.

(₹ in '00)

	Associates Unquoted	Unquoted Equity Instruments	Unquoted Debt Instruments
As at 1st April, 2016	1,37,817.47	17,010.11	41,149.26
Acquisitions	54,440.00	-	-
Sales	-	-	-
Gains/(Losses)	3,512.73	10,538.16	4,526.42
As at 31st March, 2017	1,95,770.20	27,548.27	45,675.68
Acquisitions	-	-	-
Sales	-	-	-
Gains/(Losses)	10,752.39	(25.52)	5,024.32
As at 31st March, 2018	2,06,522.59	27,522.75	50,70,000

(iv) Valuation techniques used for valuation of instruments categorised as level 3.

For valuation of investments in equity shares and associates which are unquoted, peer comparison has been performed wherever available. Valuation has been primarily done based on the cost approach where in the net worth of the Company is considered and price to book multiple is used to arrive at the fair value. In cases where income approach was feasible valuation has been arrived using the earnings capitalisation method. For inputs that are not observable for these instruments, certain assumptions are made based on available information. The most significant of these assumptions are the discount rate and credit spreads used in the valuation process. For valuation of investments in debt securities categorised as level 3, market polls which represent indicative yields are used as assumptions by market participants when pricing the asset.

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)

41. FINANCIAL INSTRUMENT- FAIR VALUE MEASUREMENT (Contd.)**B. Fair Value Hierarchy (Contd.)****(v) Financial Instrument - Financial Risk Management.**

The Company's activities expose it to various risks such as market risk, liquidity risk and credit risks. This section explains the risks which the Company is exposed to and how it manages the risks.

A. Market Risk

Market risk is the risk that changes in market prices, such as foreign exchange risk rates, interest rates and equity prices which will affect the company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return. Company's main business activity financial consulting has no or limited entry barrier. Entry of Banks and large consulting firms has increased competition.

The Company manages market risk through a treasury department, which evaluates and exercises independent control over the entire process of market risk management. The treasury department recommend risk management objectives and policies, which are approved by senior management. The activities of this department include management of cash resources, borrowings strategies and insurance compliance with market risk limits and policies.

(i) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company is exposed to interest rate risk on financial liabilities such as long-term borrowings.

The Company is also exposed to interest rate risk on its financial assets that include fixed deposits.

Impact of increase/decrease in the benchmark interest rates on the Company's equity and statement of profit and loss for the period is given below:

Interest Rate Risk	Change in Rate	31st March, 2018		31st March, 2017	
		Change in statement of Profit/ Loss	Change in Other components of equity	Change in statement of Profit/ Loss	Change in Other components of equity
Interest Rate	50 bps	-	-	-	-
- Long Term Borrowings	-	9 %	-	10.14 %	-
- Other Financial Assets	-	8 %	-	8 %	-

(ii) Price Risk

The Company's exposure to equity securities price risk arises from investments held by the Company and classified in the balance sheet as fair value through Profit or Loss. The majority of the Company's equity investments are publicly traded.

Sensitivity analysis - Equity price risk

The table below summarises the impact of increase/decrease of the market price of the listed instruments on the Company's equity and profit for the period. The analysis is based on the assumption that market price had increased by 2% or decreased by 2%.

(₹ in '00)

Particulars	Impact on Profit or Loss		Impact on other components of equity	
	31st March, 2018	31st March, 2017	31st March, 2018	31st March, 2017
Market Price increases by 2%	1,700.57	2,239.83	-	-
Market Price decreases by 2%	(1,700.57)	(2,239.83)	-	-

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)
41. FINANCIAL INSTRUMENT - FAIR VALUE MEASUREMENT (Contd.)
B. Fair Value Hierarchy (Contd.)
B. Liquidity Risk

The Company determines its liquidity requirements in the short, medium and long term. This is done by drawing up cash forecast for short and medium term requirements and strategic financing plans for long term needs.

The Company manages its liquidity risk in a manner so as to meet its normal financial obligations without any significant delay or stress. Such risk is managed through ensuring operational cash flow while at the same time maintaining adequate cash and cash equivalent position. This is generally carried out in accordance with practice and limits set by the Company.

(i) Maturity Analysis

Company's financial liabilities into relevant maturity groupings based on their contractual maturities for all non-derivative financial liabilities and net settled derivative financial instruments. The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months equal their carrying balances as the impact of discounting is not significant.

(₹ in '00)

	Less than 1 Year	1 Year to 2 year	2 Year to 5 Years	More than 5 Years	Total
Contractual maturities of financial liabilities as at 31st March, 2018					
Non- Derivatives					
Borrowings	5,202.36	4,758.40	13,818.80	-	23,779.57
Trade- Payables	1,04,528.23	-	-	-	1,04,528.23
Other Financial Liabilities	50,649.02	-	-	-	50,649.02

	Less than 1 Year	1 Year to 2 year	2 Year to 5 Years	More than 5 Years	Total
Contractual maturities of financial liabilities as at 31st March, 2017					
Non- Derivatives					
Borrowings	3,21,891.00	83,050.00	-	-	4,04,941.00
Trade- Payables	60,70,152.00	-	-	-	60,70,152.00
Other Financial Liabilities	33,590.15	-	-	-	33,590.15

	Less than 1 Year	1 Year to 2 year	2 Year to 5 Years	More than 5 Years	Total
Contractual maturities of financial liabilities as at 1st April, 2016					
Non- Derivatives					
Borrowings	41,564.61	4,049.41	-	-	45,614.02
Trade- Payables	85,881.65	-	-	-	85,881.65
Other Financial Liabilities	22,137.19	-	-	-	22,137.19

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)

41. FINANCIAL INSTRUMENT - FAIR VALUE MEASUREMENT (Contd.)**C. Credit Risk**

Credit risks is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligation, and arises principally from the Company's receivables from customers, stock exchanges and clearing members. The carrying amount of financial assets represents the maximum credit exposure. Security deposits with stock exchanges and clearing members mainly represents the margin money to cover the regular trading exposure in stock exchanges backed by margin collected from clients and has very insignificant credit risk.

The Company exposure to credit risk is influenced mainly by the individual characteristics of each client. However, management also considers the factors that may influence the credit risk of its customer base, including the default risk associated with the industry.

Financial assets are written off when there is no reasonable expectation of recovery, such as a debtor failing to engage in a repayment plan with the company. Where loans and receivables have been written off, the Company continues to engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognised as income in the statement of profit and loss.

The Company measures the expected credit loss of trade receivables and loan from individual customers based on historical trend, industry practices and the business environment in which the entity operates. Loss rates are based on actual credit loss experience and past trend.

Impairment losses/ (reversals) on financial assets recognized in profit or loss were as follows:

(₹ in '00)

Particulars	Year ended 31st March, 2018	Year ended 31st March, 2017
Impairment Loss on trade receivables	39,075.88	94,012.55

42. FIRST TIME ADOPTION

The Company has adopted the Indian Accounting Standards (IND AS) during the year and accordingly these are the Company's first financial statements prepared in accordance with IND AS.

As per the Ind AS 101 First time adoption of Indian Accounting Standards, first time adopter shall prepare and present and opening Ind AS Balance Sheet at the date of transition to Ind AS. This is starting point for accounting in accordance with Ind AS. The date of transition for the company is 1st of April, 2016.

The accounting policies set out in Note No. 1 have been applied in preparing the financial statements for the year ended 31st March 2018, the comparative information presented in these financial statements for the year ended 31st March 2017 and in the preparation of opening Ind AS balance Sheet at 1st of April, 2016, the date of transition. In preparing its comparative financial statements including opening balance sheet, the Company has adjusted the amounts reported previously in financial statements prepared in accordance with the previous GAAP. An explanation of how the transition from previous GAAP to Ind AS has affected the Company's financial position, financial performance and cash flows is set out below.

(i) Mandatory exceptions availed:

Ind AS 101 also allows first time adopters certain mandatory exceptions to be applied for retrospective application of certain requirements under Ind AS for transition from the previous GAAP:

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)

42. FIRST TIME ADOPTION (Contd.)

(a) Classification and measurement of financial assets

Ind AS 101 require an entity to classify and measure its financial asset into amortised cost, fair value through OCI or fair value through the statement of profit and loss based on the business model assessment or and solely payment of principal and interest (SPPI) criterion based on facts and circumstances that exist at the date of transition.

(b) Estimates

Ind AS 101 prohibits the use of hindsight to correct estimates made under previous GAAP unless there is objective evidence of error. It only allows to adjust the estimates made under previous GAAP when the basis of calculation does not comply with Ind AS.

Upon an assessment of the estimates made under previous GAAP, the Company has concluded that there was no necessity to revise such estimates under Ind AS, other than those required due to application of Ind AS.

(c) Deemed Cost

Ind AS 101 permits a first time adopter to elect to continue with the carrying value for all of its property, plant and equipment as recognised in the financial statements as at the date of transition to Ind AS, measured as per the previous GAAP and use that as its deemed cost as at the date of transition after making necessary adjustments for de-commissioning liabilities. This exemption can also be used for intangible assets covered by Ind AS 38 Intangible Assets and investment property covered by Ind AS 40 Investment Properties.

Accordingly, the Company has elected to measure all of its Property, Plant and equipment, Intangible assets and Investment Property as per their previous GAAP carrying value.

(d) Investment property

On transition to Ind AS the Company has elected to continue with the carrying value of all its property, plant and equipment recognised as at 1st April, 2016 measured as per the previous GAAP and use the carrying value as the deemed cost of Property, Plant and equipment.

(ii) Reconciliation between previous GAAP and Ind AS:

(a) Reconciliation of Equity as on 1st April, 2016

(₹ in '00)

Particulars	Notes	Previous GAAP	Adjustments	As per Ind AS
Non-Current Assets				
Property, Plant and Equipments		8,08,651.19	-	8,08,651.19
Investment Property		25,939.01	-	25,939.01
Other Intangible Assets		2,532.39	-	2532.39
Financial Assets				
(i) Investments	(ix)	3,21,894.61	(21,826.91)	3,00,067.70
(ii) Loans		57,595.99	-	57,595.99
(iii) Other Financial Assets		1,18,750.00	-	1,18,750.00
Other Non Current Assets		2,55,776.93	-	2,55,776.93

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)

42. FIRST TIME ADOPTION (Contd.)

(a) Reconciliation of Equity as on 1st April, 2016 (Contd.)

(₹ in '00)

Particulars	Notes	Previous GAAP	Adjustments	As per Ind AS
Total Non Current Assets		15,91,140.12	-	15,69,313.21
Current Assets				
Inventories	(i),(ii)	4,35,064.58	15,023.57	4,50,088.15
Financial Assets				
(i) Investments	(ix)	2,40,179.65	24,572.77	2,64,752.42
(ii) Trade Receivables		5,96,552.00	-	5,96,552.00
(iii) Cash & Cash Equivalent		2,53,886.74	-	2,53,886.74
(iv) Bank Balances other than (iii) above		3,71,928.16	-	3,71,928.16
(v) Other Financial Assets		23,924.70	-	23,924.70
Current Tax Assets (Net)		37,731.01	-	37,731.01
Other Current Assets		17,767.46	49.49	17,816.95
Total Current Assets		19,77,034.30	-	20,16,680.13
Total Assets		35,68,174.42	-	35,85,993.34
EQUITY				
Equity Share Capital		7,98,442.40	-	7,98,442.40
Other Equity	(x)	24,31,684.56	72,688.49	25,04,373.05
Minority Interest		31.67	-	31.67
Total Equity		32,30,158.63	-	33,02,847.12
LIABILITIES				
Non Current Liabilities				
Financial Liabilities				
(i) Borrowings		4,049.41	-	4,049.41
(ii) Provision		6,725.87	-	6,725.87
(iii) Deferred Tax Liabilities (Net)		1,00,522.41	(6,869.59)	93,652.82
Total Non Current Liabilities		1,11,297.69		1,04,428.10
Current Liabilities				
Financial Liabilities				
(i) Trade Payables		85,881.65	-	85,881.65
(ii) Other Financial Liabilities		22,087.70	49.49	22,137.19
(iii) Other Current Liabilities		69,762.25	-	69,762.25
(iv) Provision	(xii)	48,986.50	(48,049.47)	937.03
Total Current Liabilities		2,26,718.10		1,78,718.12
Total Equity and Liabilities		35,68,174.42		35,85,993.34

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)

42. FIRST TIME ADOPTION (Contd.)

(b) Reconciliation of Equity as on 31st March, 2017

(₹ in '00)

Particulars	Notes	Previous GAAP	Adjustments	As per Ind AS
Non-Current Assets				
Property, Plant and Equipments		8,17,602.78	-	8,17,602.78
Investment Property		25,339.69		25,339.69
Other Intangible Assets		2,196.11	-	2,196.11
Financial Assets				
(i) Investments	(ix)	3,73,993.38	19,234.68	3,93,228.06
(ii) Loans		93,210.03	-	93,210.03
(iii) Other Financial Assets		1,49,503.00	-	1,49,503.00
Other Non Current Assets		2,35,585.18	-	2,35,585.18
Total Non Current Assets		16,97,430.17		17,16,664.85
Current Assets				
Inventories		4,34,169.70	3,8177.81	4,72,347.51
Financial Assets				
(i) Investments	(ix)	3,05,376.88	34,135.84	3,39,512.72
(ii) Trade Receivables		502,351.85	-	5,02,351.85
(iii) Cash & Cash Equivalent		4,90,182.82	-	4,90,182.82
(iv) Bank Balances other than (iii) above		3,77,237.87	-	3,77,237.87
(v) Other Financial Assets		16,898.95	-	16,898.95
Current Tax Assets (Net)		25,803.02	-	25,803.02
Other Current Assets		18,623.92	-	18,623.92
Total Current Assets		21,70,645.00		22,42,958.66
Total Assets		38,68,075.19		39,59,623.51
EQUITY				
Equity Share Capital		7,98,442.40	-	7,98,442.40
Other Equity	(x)	27,32,046.00	86,641.72	28,18,687.72
Minority Interest		31.96	0.08	32.04
Total Equity		35,30,520.36		36,17,162.16
LIABILITIES				
Non Current Liabilities				
Financial Liabilities				
(i) Borrowings		830.50	-	830.50
(ii) Provision		4,369.13	-	4,369.13
(iii) Deferred Tax Liabilities (Net)		1,10,120.30	4,906.52	1,15,026.82
Total Non Current Liabilities		1,15,319.93		1,20,226.45
Current Liabilities				
Financial Liabilities				
(i) Trade Payables		60,701.52	-	60,701.52
(ii) Other Financial Liabilities		33,590.15	-	33,590.15
(iii) Other Current Liabilities		1,26,258.19	-	1,26,258.19
(iv) Provision		1,685.04	-	1,685.04
Total Current Liabilities		2,22,234.90		2,22,234.90
Total Equity and Liabilities		38,68,075.19		39,59,623.51

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)

42. FIRST TIME ADOPTION (Contd.)

(c) Reconciliation of Retained Earnings:

(₹ in '00)

Particulars	Notes	As at 31st March, 2017	As at 1st April, 2016
Total Retained Earning as per previous GAAP		24,65,531.91	21,65,170.47
Add: Adjustment made in previous year profit		(97,092.74)	-
Add / (Less) : Dividend Declared	(i)	(39,922.12)	39,922.12
: Corporate Dividend Tax		(8,127.35)	8,127.35
Add: Provision for diminution in Investment	(ii)	-	12,363.35
Add: Change in Share of Profit of Associates		754.62	-
Less: Change in Minority Interest		(0.08)	-
Add: Net gain on Investments	(ii)	68,409.36	(9,617.49)
Add: Net gain on Inventory	(iii)	23,154.26	15,023.56
Interest on Non- Current Investment		4,526.42	
Reversal of Mutual Fund Profit	(iv)	(14,419.23)	-
Reversal of Profit on sale of Investment	(iv)	(8,525.01)	-
Changes in Deferred tax		(11,776.13)	6,869.60
Reversal of Provision for Diminution in Investment	(iv)	(121.52)	-
Transferred to OCI	(v)	(2,744.88)	24,404.24
Closing balance of Retained Earning as per Ind AS		25,73,832.99	22,62,263.20

(d) Reconciliation of Total Comprehensive Income:

(₹ in '00)

Particulars	Notes	For the year ended 31st March, 2017
Profit after Tax (PAT) as per previous GAAP		3,00,361.44
Adjustments:		
Contribution to Provident Fund and Other Funds transferred to OCI	(v)	(2,297.10)
Fair Value adjustments on Inventories	(iii)	23,154.26
Gain on Financial Assets	(iv)	68,409.36
Deferred Tax	(vi)	(11,128.44)
Interest On Non-Current Investment	(viii)	4,526.42
Add: Change in Share of Profit of Associates		(340.82)
Add: Change in Minority Interest		(0.08)
Reversal of Provision for Diminution in Investment		(121.52)
Profit reversed on Financial Assets	(iv)	(22,943.95)
Profit after Tax (PAT) as per IND AS		3,59,619.57
Other Comprehensive Income (OCI)	(vii)	
Actuarial Gain on contribution to Provident Fund and Other Funds	-	2,297.10
Share of Profit of Associates		1,095.54
Income Tax relating to items that will not be reclassified to Profit or Loss	-	(647.69)
Minority Interest		0.30
Total Comprehensive Income		3,62,364.52

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)
42. FIRST TIME ADOPTION (Contd.)
(e) Adjustments to the statement of cash flows:

(₹ in '00)

Particulars	For the year ended 31st March, 2017		
	Previous GAAP	Adjustments	Ind AS
Net Cash Flow from Operating Activities	5,17,186.99	1,07,423.90	4,09,763.09
Net Cash Flow from Investing Activities	(2,63,640.40)	1,53,560.40	(1,10,080.00)
Net Cash Flow from Financing Activities	(6,940.80)	(51,136.50)	(58,077.30)
Net increase/(decrease) in cash and cash equivalents	2,46,605.79	(5,000.00)	2,41,605.79
Cash and cash equivalents as at 1st April 2016	6,25,814.90	-	6,25,814.90
Cash and Cash Equivalents as at 31st March 2017	8,72,420.69	(5,000.00)	8,67,420.69

* The previous GAAP figures have been reclassified to conform to Ind AS. Refer note no. vii below.

(f) Notes to first time adoption:

- (i) Under previous GAAP, one entity controls another entity when it has the ownership of more than one half of the voting power of the other entity or control of the composition of the board of directors so as to obtain economic benefits from its activities. Since, the Company held 99.98% of the voting power in value in SFSL Commodity trading Private Limited it is consolidated as subsidiary.
- (ii) Under the previous GAAP, dividends proposed by the board of directors after balance sheet date but before the approval of the financial statements were considered as adjusting events. Accordingly, provision for proposed dividend was recognised as a liability. Under Ind AS, such dividends are recognised when the same is approved by the shareholders in the general meeting. Accordingly, the liability for dividend declared of ₹ 39,92,212 as at 01st April, 2016 has been added back with the corresponding adjustment to retained earnings during the year ended 31st March, 2017. Consequently, the total equity increased by an equivalent amount.
- (iii) Under Ind AS, the Company has recognized the financial instruments under two categories e.g. Fair Value through Profit and Loss (FVTPL) and at Carrying Value. On the date of transition, the fair value impact on FVTPL instruments has been taken in "Retained Earning". As at 31 March, 2017 the fair value impact on FVTPL instruments has been taken in statement of profit and loss. The gain/(loss) on any future extinguishment of such equity investments will not be reflected in statement of profit and loss.
- (iv) Under the previous GAAP, Inventories being Equity Share, Mutual Funds and Debentures were evaluated based on the principle of Cost or Market Value whichever is lower. Under Ind AS, these costs are adopted on the basis of Fair Value as on transition date i.e. 1st April, 2016 and henceforth, ₹ 15,02,356 being adjustment value were correspondingly adjusted to retained earnings.
- (v) Due to adjustment of Ind AS profit on Mutual Fund, Investments and Diminution in the value of adjustments have been reversed and consequently, Retained Earnings have been adjusted.
- (vi) Under Ind AS remeasurements i.e actuarial gains and losses and the return on plan assets, excluding amounts included in the net interest expense on the net defined benefit liability are recognised in other comprehensive income instead of profit or loss. Under the previous GAAP, these remeasurements were forming part of the profit or loss for the year.
- (vii) Under the Previous GAAP Deferred tax Assets in respect of carry forward of unused tax losses and unused tax credits was recognized on virtual certainty of recoverability of the same. Under Ind AS deferred tax asset in respect of carry forward of unused tax losses and unused tax credits is recognized to the extent that it is probable that future taxable profit will be available against which

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)

42. FIRST TIME ADOPTION (Contd.)

(f) Notes to first time adoption: (Contd.)

the unused tax losses and unused tax credits can be utilized. Adoption of Ind AS has resulted in change in recognition and measurement of assets and liabilities, giving rise to origination or reversal of temporary differences, accordingly deferred tax is recognized in respect of those changes, wherever applicable. Certain items of income and expenses are reclassified from profit and loss to other comprehensive income, accordingly the related deferred tax expense/ income has been reclassified from profit and loss to other comprehensive income.

- viii) Under Ind AS, all items of income and expense recognized in a period should be included in profit or loss for the period, unless a standard requires or permits otherwise. Items of income and expense that are not recognized in profit or loss but are shown in the statement of profit and loss as 'Other Comprehensive Income' includes measurements of defined benefit plans and fair value gains or (losses) on equity instruments. The concept of other comprehensive income did not exist under previous GAAP.
- (ix) Under the previous GAAP, investments in equity instruments and mutual funds were classified as long-term investments or current investments based on the intended holding period and realisability. Long-term investments were carried at cost less provision for other than temporary decline in the value of such investments. Current investments were carried at lower of cost and fair value. Under Ind AS, these investments are required to be measured at fair value. The resulting fair value changes of these investments have been recognised in retained earnings as at the date of transition and subsequently in the profit or loss for the year ended 31st March 2017.
- (x) Retained earnings as at 1st April, 2016 has been adjusted consequent to the above Ind AS transition adjustments.
- (xi) Under the previous GAAP, dividends proposed by the board of directors after the balance sheet date but before the approval of the financial statements were considered as an adjusting events. Accordingly, provision for proposed dividend was recognised as a liability. Under Ind AS, such dividends are recognised when the same is approved by the shareholders in the general meeting. Accordingly, the liability for proposed dividend and its Dividend tax has been reversed with corresponding adjustment to retained earnings.

43. Quoted Equity Instruments held as stock in trade includes shares which the company has pledged with Stock Holding Corporation of India Limited amounting to ₹ 2,87,66,920/- (Previous Year ₹ 2,80,32,357/-)

Quoted Equity Instruments as at 31st March, 2018

(₹ in '00)

Scrip Name	Quantity	Value
Castrol India Limited	4,000	8,204.00
Glenmark Pharmaceuticals Ltd.	2,000	10,543.00
Oriental Bank of Commerce	17,000	15,572.00
Reliance Industries Limited	8,000	70,624.00
Skipper Limited	20,000	43,000.00
State Bank of India	45,000	1,12,545.00
Sun Pharmaceuticals Industries Limited	1,800	8,917.20
Texmaco Infrastructure & Holdings Limited	8,000	4,912.00
Texmaco Rail & Engineering Limited	16,000	13,352.00

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)

43. Quoted Equity Instruments held as stock in trade includes shares which the company has pledged with Stock Holding Corporation of India Limited amounting to ₹ 2,87,66,920/- (Previous Year ₹ 2,80,32,357/-) (Contd.)

Quoted Equity Instruments as at 31.03.2017

(₹ in '00)

Scrip Name	Quantity	Value
Bharti Airtel Ltd	4,000	11,685.58
Castrol India Limited	2,000	8,662.00
IFB Industries Limited	5,000	6,954.05
Larsen & Toubro Limited	300	2,477.49
Oriental Bank of Commerce	17,000	23,961.50
Reliance Industries Limited	4,000	47,780.12
Skipper Limited	20,000	25,142.73
State Bank of India	45,000	1,18,957.50
Sun Pharmaceuticals Industries Limited	1,800	12,378.60
Texmaco Infrastructure & Holdings Limited	19,000	7,524.00
Texmaco Rail & Engineering Limited	16,000	14,800.00

44. The subsidiary company of Sumedha Fiscal Services Limited considered in the consolidated financial statements is:

Name of the company	Country of incorporation	Voting Power
SFSL Commodity Trading Pvt Ltd	India	99.98%

Associates of Sumedha Fiscal Services Limited

(₹ in '00)

Name of the company	% of shares held	Original cost of investment	Goodwill	Accumulated Profit/(Loss)	Carrying amount of investments
SFSL Insurance Advisory Services Private Limited	23.80	8,500.00	4,953.55	8,727.97	13,681.52
SFSL Risk Management Services Private Limited	38.43	9,250.00	669.36	11,711.10	12,380.46
Capita Finance Services Limited	27.16	4,000.00	1,497.55	7,632.12	9,129.67
US Infotech Private Limited	43.35	56,226.88	3,591.92	1,16,441.87	1,20,033.79
Brandshoots Ventures Private Limited	44.26	54,440.00	-	(51,297.15)	51,297.15

Notes forming part of the Consolidated Financial Statement for the year ended 31st March, 2018 (Contd.)

45. Additional Information as required under Schedule III to the Companies Act, 2013, of enterprises consolidated as Subsidiary:

(₹ in '00)

Name of the entity	Share in Net Assets		Share in Profit and Loss	
	As % of consolidated net assets	Amount (₹)	As % of consolidated Profit or Loss	Amount (₹)
Parent				
Sumedha Fiscal Services Limited	90.06	35,09,355.04	97.22	3,65,082.22
Subsidiary				
SFSI Commodity Trading Private Limited	4.64	1,80,623.69	(0.09)	(349.83)
Associate				
SFSL Insurance Advisory Services Private Limited	0.35	13,681.52	1.79	6,703.96
SFSL Risk Management Services Private Limited	0.32	12,380.46	0.11	397.79
Capita Finance Services Limited	0.23	9,129.67	0.02	69.30
US Infotech Private Limited	3.08	1,20,033.79	1.33	5,012.53
Brandshoots Ventures Private Limited	1.32	51,297.15	(0.38)	(1,431.20)
Total	100.00	38,96,501.32	100.00	3,75,484.77
a) Transferred to OCI		-		10,280.82
b) Minority Interest		33.75		1.71
		38,96,467.57		3,65,202.23

46. The board of directors has recommended a dividend at the rate of ₹ 1/- per share (face value ₹ 10/) (previous year ₹ 1/-) for the year ended 31st March, 2018, subject to approval of the shareholders at the ensuing Annual General Meeting.

As per requirements of Ind AS, the Company is not required to provide for proposed dividend declared after the Balance Sheet date. Consequently, no provision has been made in respect of the aforesaid dividend proposed by the Board of Directors for the year ended 31st March, 2018. Had the Company continued with the creation of the provision of the proposed dividend as at the Balance Sheet date, its surplus in the Statement of Profit & Loss account would have been lower by ₹ 79.84 lacs (Previous Year ₹ 79.84 Lacs) on account of dividend and ₹ 16.41 lacs (Previous Year ₹ 16.25 Lacs) on account of Dividend Tax and the short term provision would have been higher by the said amount of ₹ 96.25 lacs (Previous Year ₹ 96.09 Lacs).

47. During the year, unpaid dividend amounting to ₹1,54,557.80 relating to the financial year 2009-10 has been transferred to Investor Education and Protection Fund as per Section 124(5) of the Companies Act, 2013.

48. A scheme of amalgamation is proposed, electronically filed with National Company Law Tribunal (NCLT), between four Associate Companies i.e Capita Finance Services Limited, SFSL Insurance Advisory Services Private Limited, SFSL Risk Management Services Private Limited, US Infotech Private Limited and three other Companies i.e APC Plant Private Limited, Cardrone Trading Limited and Hitech Tradecomm Private Limited under Section 230 to 232 of the Companies Act, 2013 w.e.f 1st April, 2017. The scheme is under implementation and pending for final order. The effect of adjustment on the basis of unaudited financial statements of four Associate companies as certified by management is duly considered in the Financial Statements.

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

50. Figures have been rounded off to nearest Hundred.

As per our report of even date attached

For **V. SINGHI & ASSOCIATES**

Chartered Accountants

Firm Registration No.: 311017E

(SUNIL SINGHI)

Partner

Membership No. 060854

Place : Kolkata

Date : 19th May, 2018

For and on behalf of the Board of Directors

Bijay Murmuria

Director

DIN: 00216534

Deb Kumar Sett
Company Secretary

Bhawani Sankar Rathi

Wholetime Director

DIN : 00028499

Girdhari Lal Dadhich
Chief Financial Officer



FINANCIAL HIGHLIGHTS

₹ in lakhs unless specified otherwise

Details	2017-18	2016-17	2015-16	2014-15	2013-14	2012-13	2011-12	2010-11
Income From Operations	2067.65	1569.37	1094.00	1704.60	1,314.96	1,201.31	1,276.68	1,267.22
Other Income	95.96	127.21	80.28	101.39	66.15	70.82	174.68	54.49
Total Income	2163.61	1696.58	1174.28	1805.99	1,381.11	1,272.13	1,451.36	1,321.71
Profit before Interest, Depreciation, Amortisation and Tax	500.07	561.65	202.18	442.27	528.06	277.87	527.30	652.03
Profit before Interest & Tax	450.20	517.57	154.60	367.22	488.91	237.48	486.31	614.76
Profit before Tax	444.65	511.28	153.33	363.12	484.35	231.45	472.00	596.86
Profit after tax	353.14	355.71	95.66	248.22	344.47	162.13	343.70	411.09
Net Fixed Assets	949.52	817.45	808.48	835.63	898.52	922.91	939.50	993.06
Share Capital	798.44	798.44	798.44	798.44	798.44	798.44	798.44	700.40
Reserves & Surplus *	2988.55	2728.51	2419.54	2270.36	2,098.79	1,829.02	1,724.36	1,216.78
Networth	3786.99	3526.95	3217.98	3068.80	2,897.23	2,627.46	2,522.80	1,917.18
Total Borrowings	18.57	4.05	10.04	7.92	47.43	43.26	54.32	448.26
Earnings per Share (in Rupee)	4.42	4.46	1.20	3.11	4.31	1.90	5.04	6.02
Dividend per Share (in Rupee)	1.00	1.00	0.50	0.80	0.80	0.50	0.80	0.80
Book Value per Share (in Rupee)	47.43	44.17	40.30	38.55	36.40	33.03	31.72	28.14
EBITDS/Turnover (%)	23.11	33.10	17.22	24.49	38.23	21.84	36.33	49.33
Profit before Tax/ Turnover (%)	20.55	30.14	13.06	20.11	35.07	18.19	32.52	45.16
Return on Capital Employed (%)	14.23	16.36	4.91	11.80	16.14	8.48	18.05	25.16
Return on Networth (%)	9.33	10.09	2.97	8.09	11.89	6.17	13.62	21.44

* Excluding Revaluation Reserve

Note: Figures for 2017-18, 2016-17 and 2015-16 are after adjustment of impact due to applicability of the Indian Accounting Standards, 2015 (as amended).



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6A Geetanjali, 8B Middleton Street,
Kolkata – 700 071.

I/we hereby authorize you to make all payments in respect of my holding in your Company to my bankers for crediting to my account as detailed below:

1. Shareholder's Name :
(In Block letters) (First Holder)
Mobile No. :
Email Id (Joint holder, if any)
2. Folio Number/DP ID and Client Id No. :
3. No. of Shares :
4. Name of the Bank :
5. Branch name and address :
6. Account Type SB A/c Current A/c Others
[Mark 'X' in the appropriate box] (Please specify)
7. Bank Account Number :
8. MICR Code Number of the Bank and Branch :
9. Nine digit code number of the bank and branch appearing on the cheque :
10. IFSC Code :
11. PAN/GIR no. : Word No.

I/we hereby declare that the particulars given above are correct and complete. If credit is not effected for the reason(s) of incomplete or incorrect information. I /we would not hold the Company responsible.

Dated :

Signature of the first holder
(as appearing in the Company's records)

Certificate of the investor's bank

Certified that the particulars of the bank account furnished above are correct as per our records.

Bank stamp:

Dated :

Signature of the authorized
official of the bank

Note: Please attach a photocopy of cheques issued by your bank relating to your above account for verifying the accuracy of the code number.

Form No. MGT-11 PROXY FORM



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

Name of the Company : **Sumedha Fiscal Services Ltd.**

CIN : **L70101WB1989PLC047465**

Registered Office : **6A Geetanjali, 8B Middleton Street, Kolkata – 700 071.**

Telephone: 033-2229 8936/6758/3237 Fax: 033-2226 4140/22655830 Email: investors@sumedhafiscal.com

Name of the Member (s) :

Registered Address :

Email ID:

Folio No. / Client ID :

DP ID :

I / We, being the member(s) of Shares of the above named Company, hereby appoint -

1. Name :

Address :

Email ID :

Signature :, or failing him/her

2. Name :

Address :

Email ID :

Signature :, or failing him/her

3. Name :

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 29th Annual General Meeting of the Company, to be held on Saturday, the 15th day of September, 2018 at 10.30 a.m. at “Somany Conference Hall”, Merchants’ Chamber of Commerce & Industry, 15B, Hemanta Basu Sarani, Kolkata – 700 001 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sl. No.	Resolution	Vote (Note 4)	
		For	Against
Ordinary Business:			
1.	a. Adopt the audited Financial Statement and Reports thereon for the financial year ended March, 2018;		
	b. Adopt the audited Consolidated Financial Statement and Reports thereon for the financial year ended March, 2018;		
2.	To declare dividend for the financial year ended 31st March, 2018;		
3.	Re-appointment of Mr. Anil Kumar Birla (DIN: 00015948) who retires by rotation;		
Special Business:			
4.	Re-appointment of Mr. Ratan Lal Gaggar (DIN: 00066068) as Independent Director;		
5.	Re-appointment of Dr. Basudeb Sen (DIN: 00056861) as Independent Director;		
6.	Re- appointment of Mr. Prashant Sekhar Panda (DIN: 00596554) as Independent Director;		
7.	Modification of SFSL Employees Stock Option Scheme 2011;		
8.	Modification of Grant of options to the employees of the Subsidiaries of the Company under SFSL Employees Stock Option Plan 2011.		

Signed this day of, 2018

Signature of Shareholder :

Signature of Proxy holder(s) :

Affix
Revenue
Stamp

Note. :

- This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.**
- A Proxy need not be a member of the Company.
- A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. Members holding more than 10% of the total Share Capital of the Company may appoint a single person as Proxy, who shall not act as Proxy for any other Member.
- It is optional to indicate your preference. If you leave the ‘for’, ‘against’ column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.



SUMEDHA
adding values to value

SUMEDHA FISCAL SERVICES LIMITED

CIN : L70101WB1989PLC047465

Regd. Office. 6A Geetanjali, 8B Middleton Street, Kolkata – 700 071

Telephone : 033-2229 8936/6758/3237/4473 Fax : 033-2226 4140/22655830

Email: investors@sumedhafiscal.com ; Website: www.sumedhafiscal.com

A T T E N D A N C E S L I P

To be handed over at the entrance of the Meeting Hall.

DP Id.. : Folio No. / Client Id. No. of Shares

Name :

Address :

Name of Proxy :

(in Block letters)

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

I hereby record my presence at the TWENTY NINETH ANNUAL GENERAL MEETING at “Somany Conference Hall”, Merchants’ Chamber of Commerce & Industry, 15B, Hemanta Basu Sarani, Kolkata – 700 001 on Saturday, the 15th September, 2018 at 10.30 a.m.

.....
Member’s Signature

.....
Proxy’s Signature

Shareholders/Proxy representatives are requested to produce this Attendance Slip for admission to meeting hall. The admission may, however, be subject to verification/checks, as may be deemed necessary.