



# AKASHDEEP METAL INDUSTRIES LIMITED

34TH ANNUAL REPORT -2017-18

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**BOARD OF DIRECTORS**

Mr. Rajesh Gupta	Managing Director
Mr. Yash Pal Gupta	Non-Executive Director (Additional Director)
Mrs. Prachi Gupta	Non-Executive Director (Additional Director)
Mr. Ram Pal Kasana	Independent Director
Mrs. Shallu Jain	Independent Director

**CHIEF FINANCIAL OFFICER**

Mr. Rajiv Tandon

**COMPANY SECRETARY & COMPLIANCE OFFICER**

Mr. Mohit Chauhan

**STATUTORY AUDITORS**

M/s. T.K Gupta & Associates  
Chartered Accountants

**SECRETARIAL AUDITOR**

M/s. Jaiswal & Associates  
Company Secretaries

**BANKERS OF THE COMPANY**

Kotak Mahindra Bank Limited

**REGISTERED AND CORPORATE OFFICE**

14, Dayanand Vihar, Backside Ground Floor, Vikas Marg Extn.,  
Delhi-110092

**CONTACT DETAILS**

Phone no- 011-43011038  
Email id-info.akashdeep14@gmail.com  
Website-www.akashdeepmetal.in

**REGISTRAR AND SHARE TRANSFER AGENT**

M/s. MAS Services Limited  
T-34, IInd Floor, Okhla Industrial Area  
Phase-II, New Delhi-110020

## NOTICE

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**Notice** is hereby given that the **34<sup>th</sup> Annual General Meeting (AGM)** of the Members of **Akashdeep Metal Industries Limited** will be held on Saturday, 29<sup>th</sup> September, 2018 at 04:00 p.m at 14, Dayanand Vihar, Delhi - 110092 to transact the following business:

### **ORDINARY BUSINESS:**

1. To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements of the Company for the financial year ended 31st March 2018, together with the Reports of the Auditors' and Directors' thereon.

### **SPECIAL BUSINESS:**

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

**“RESOLVED THAT** pursuant to the provisions of Section 139(8) and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force), as recommended by the Board of Directors of the company, Approval of the members of the Company be and is hereby accorded for appointment of M/s T.K Gupta & Associates, Chartered Accountants, (Firm Registration No. 011604N) , be and is hereby appointed as Statutory Auditors of the Company to fill the casual vacancy caused due to the resignation of M/s. Prakash & Santosh, Chartered Accountants (Firm Registration No. 000454C).

**RESOLVED FURTHER THAT** M/s T.K Gupta & Associates, Chartered Accountants be and is hereby appointed as Statutory Auditors of the Company from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and shall conduct the Statutory Audit for the period ended 31st March, 2019 on such remuneration as may be fixed by the Board of Directors in consultation with them.

**RESOLVED FURTHER THAT** Mr. Rajesh Gupta, Managing Director of the Company, be and is hereby authorized to do such act, deeds and things and to file necessary e-forms with the concerned Registrar of Companies, to give effect to the aforementioned resolution.”

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

**“RESOLVED THAT** pursuant to the provisions of Sections 152 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) Mr. Yash Pal Gupta, (DIN: 00013872), who was appointed as an Additional Director on 2<sup>nd</sup> day of May, 2018, and whose terms of office expires at this Annual General Meeting be and is hereby appointed as a Director of the Company liable to retire by rotation.

**RESOLVED FURTHER THAT** Mr. Rajesh Gupta, Managing Director of the Company, be and is hereby authorized to do such act, deeds and things and to file necessary e-forms with the concerned Registrar of Companies, to give effect to the aforementioned resolution.”

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

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) Mrs. Prachi Gupta, (DIN: 08118203), who was appointed as an Additional Director on 2<sup>nd</sup> day of May, 2018, and whose terms of office expires at this Annual General Meeting be and is hereby appointed as a Director of the Company liable to retire by rotation.

**RESOLVED FURTHER THAT** Mr. Rajesh Gupta, Managing Director of the Company, be and is hereby authorized to do such act, deeds and things and to file necessary e-forms with the concerned Registrar of Companies, to give effect to the aforementioned resolution.”

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

**“RESOLVED THAT** pursuant to the provisions of Sections 196, 152 & 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the relevant provisions of the Articles of Association of the Company, consent of the Members be and is hereby accorded for the appointment of Mr. Rajesh Gupta (DIN: 00006056) as a Managing Director for the period of 5 (five) years commencing from 02<sup>nd</sup> May, 2018 who was appointed as such in the Board Meeting dated 02<sup>nd</sup> May, 2018, upon the terms and conditions including remuneration with further liberty to the Board of Directors of the Company (hereinafter referred to as “the Board” which term shall be deemed to include any Committee constituted / to be constituted by the Board) as set out in the Explanatory Statement annexed to the Notice of this Meeting and to alter the said terms and conditions of appointment and remuneration of Mr. Rajesh Gupta in the best interests of the Company and as may be permissible at law.

**FURTHER RESOLVED THAT** Mr. Yash Pal Gupta, Director of the Company be and is hereby authorized to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-form with the Registrar of Companies.”

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

**“RESOLVED THAT** pursuant to the provision of section 197, 198 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification thereto from time to time or any re-enactment thereof for the time being in force) read with Schedule V of the said Act, and recommendation of the Nomination and Remuneration Committee, consent of the members be and is hereby accorded for remuneration of Rs 50,000/- (Rupees Fifty Thousand) per month payable to Mr. Rajesh Gupta, (DIN: 00006056) Managing Director of the Company, w.e.f 2<sup>nd</sup> May, 2018 which is in excess of the limits prescribed under the Companies Act, 2013.

**RESOLVED FURTHER** in view of Schedule V of the Companies Act, 2013, consent of the members of the Company be and is hereby accorded for payment to Mr. Rajesh Gupta, Managing Director, such remuneration as approved in the said resolution as a minimum remuneration in case Company has no profits or the profits of the Company are inadequate during any financial years during the tenure of appointment Mr. Rajesh Gupta, Managing Director.

**FURTHER RESOLVED THAT** Mr. Yash Pal Gupta, Director of the Company be and is hereby authorized to do all acts, deeds, matters and things as deem necessary, proper or desirable and to sign and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolution along with filing of necessary E-form with the Registrar of Companies.”

**By the order of the Board  
For Akashdeep Metal Industries Limited**

**Mohit Chauhan  
Company Secretary & Compliance officer  
M.No.: A53839  
Add: 339, Banshidhar Chowk, Jahangirabad,  
Bulandshahr(Distt.), Uttar Pradesh - 203394**

**Date: September 01, 2018  
Place: Delhi**

## **NOTES:**

- a) The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, which sets out details relating to Special Business at the meeting, is annexed hereto.
- b) **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT PROXY/PROXIES TO ATTEND AND VOTE IN THE MEETING INSTEAD OF HIMSELF/ HERSELF, AND THE PROXY/PROXIES NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING THE PROXY, DULY COMPLETED, MUST BE DEPOSITED AT THE COMPANY'S REGISTERED OFFICE DULY COMPLETED AND SIGNED, NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. A PROXY FORM FOR THE AGM IS ENCLOSED.**

Pursuant to Section 105 of the Companies Act, 2013 and relevant rules made there under, a person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

- c) Every member entitled to vote at the meeting, or on any resolution to be moved thereat, shall be Entitled during the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, to inspect the proxies lodged, at any Time during the business hours of the company, Provided that not less than three days notice in Writing of the intention so to inspect is given to The company.
- d) **Queries at the Annual General Meeting:** Queries proposed to be raised at the Annual General Meeting may be sent to the Company at its registered office at least seven working days prior to the date of Annual General Meeting to enable the management to compile the relevant information to reply the same in the meeting.
- e) **Book Closure:** Pursuant to the provisions of the Section 91 of the Companies Act, 2013, the Register of Members and Share Transfer Books of the Company will remain closed from Sunday, 23<sup>rd</sup> September 2018 to Saturday, 29<sup>th</sup> September 2018 (both days inclusive) for the purpose of the Annual General Meeting.
- f) Members, who are holding shares in physical form are requested to address all correspondence concerning registration of transfers, transmissions, sub-division, consolidation of shares or any other share related matters to the Company's Registrar and Share Transfer Agent **MAS Services Limited** at T-34, 2<sup>nd</sup> Floor, Okhla Industrial Area Phase-II, New Delhi-110 020.
- g) Members are requested to please notify immediately of changes in Bank Details, E-mail address and Nominations:
- Shares in Physical forms - to Registrar and Share Transfer Agent **MAS Services Limited** at T-34, 2<sup>nd</sup> Floor, Okhla Industrial Area Phase-II, New Delhi-110 020
  - Shares in Dematerialize Form to their respective depositories.
- h) **Corporate Members:** Corporate Members intending to send their authorized representatives are requested to send a duly certified copy of the Board Resolution authorizing the representatives to attend and vote at the Annual General Meeting either to the Company in advance or submit the same at the venue of the Annual General Meeting.

- i) Members/proxies/authorised representatives should bring duly filled attendance slips sent herewith for handing over at the venue of the meeting.
- j) Members holding shares in multiple folios in physical mode are requested to apply for consolidation of shares to the Company or to the Registrar & Share Transfer Agent along with relevant Share Certificates.
- k) Details of Directors whose appointment as Directors and Managing Director are provided in the “Annexure” to the Notice pursuant to the provisions of the Listing Regulations and Secretarial Standard on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India (ICSI).
- l) In support of the “Green Initiative” measure taken by Ministry of Corporate Affairs, Government of India, New Delhi, enabling electronic delivery of documents and also in line with circular Ref. No. CIR/CFD/DIL/7/2011 dated 5th November, 2011 issued by Securities and Exchange Board of India (SEBI) and as prescribed under the relevant provisions under the Companies Act, 2013 and the Rules made there under, Company has sent Annual Reports in Electronic Mode to the Members who have registered their E-mail IDs either with the Registrar and Transfer Agents or with the respective Depositories. However, an option is available to the Members to continue to receive the physical copies of the documents/ Annual Reports by making a specific request quoting their Folio No./Client ID & DP ID to the Company or to Registrar and Transfer Agent (RTA). The Annual Report duly circulated to the members of the Corporation, is also available on the Corporation’s website at [www.akashdeepmetal.in](http://www.akashdeepmetal.in).
- m) Members are informed that in case of joint holders attending the AGM, only such joint holder who is first in the order of names will be entitled to vote.
- n) The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, Register of contracts or arrangements in which Directors are interested, maintained under Section 189 of the Companies Act, 2013, and documents referred to in the notice, are open for inspection at the Registered office of the Company on all working days (Monday to Friday) between 11:00 a.m. to 1:00 p.m. upto the date of AGM and will also be available for inspection by the members at the venue of the AGM.
- o) Members holding shares in physical form and desirous of making a nomination in respect of their shareholding in the Company, as permitted under Section 72 of the Companies Act, 2013, are requested to submit to the Registrar & Share Transfer Agents of the Company the prescribed Form (Form No. SH-13) of the Companies (Share Capital and Debentures) Rules, 2014. In case of shares held in dematerialized form, the nomination has to be lodged with the respective Depository Participant.
- p) The Securities and Exchange Board of India (SEBI) has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant(s). Members holding shares in physical form shall submit their PAN details to the Company.
- q) Transfer of Shares (held in Physical Form): In terms of Regulation 40(7) and 61(4) read with Schedule VII of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, it is mandatory for the transferor(s) and the transferee(s) of the physical shares to furnish copy(ies) of their PAN card(s) for registration of transfer of shares. Transferor(s) and the Transferee(s) are requested to furnish copies of their PAN card(s) along with Share Transfer Deed duly completed and physical share certificate(s). For securities market transactions and/or for off-market or private transactions involving transfer of shares, the transferee(s) as well as transferor(s) shall furnish copy



of PAN card to the Corporation / Registrar and Transfer Agents, as the case may be, for registration of such transfer of securities. In case where PAN card is not available i.e. in case of residents of Sikkim, the identify proof shall be submitted for registration of such transfer of securities.

r) The Route-map to the venue of the 34th Annual General Meeting is provided at the last page of the Annual Report 2017-2018.

s) **Process and manner for Members opting for e-voting are as under:**

i. In compliance with provision of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 the Company is pleased to provide to its Members facility to exercise their right to vote on resolutions proposed to be passed at the AGM by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the Members using an electronic voting system from a place other than venue of the AGM (“remote e- voting”) will be provided by National Securities Depository Limited (NSDL).

ii. Members are provided with the facility for voting either through electronic voting system or polling paper at the AGM and Members attending the meeting who have not already cast their vote by remote e-voting are only eligible to exercise their right to vote at the meeting through ballot paper.

iii. Members who have cast their vote by remote e-voting, prior to the AGM are also eligible to attend the meeting but shall not be entitled to cast their vote again.

iv. Members can opt for only one mode of voting, i.e., either by e-voting or at the AGM through polling paper. In case Members cast their votes through both the modes, voting done by e-voting shall prevail.

v. The remote e-voting period commences on Wednesday, 26<sup>th</sup> September 2018 (9:00 a.m. IST) and ends on Friday, 28<sup>th</sup> September 2018 (5:00 p.m. IST). Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Saturday, 22<sup>nd</sup> September 2018, may cast their vote by remote e- voting. The remote e-voting module shall be disabled by NSDL for voting thereafter.

Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently.

vi. The process and manner for remote e-voting are as under:

a. Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>.

b. Click on “Shareholder-Login”.

c. Put user ID and password as initial password noted in step (a) above. Click Login.

d. Password change menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

e. Home page of remote e-voting opens. Click on “remote e-voting: Active Voting Cycles”.

f. Select “EVEN” 109288 (e-voting events number) of “**Akashdeep Metal Industries Limited**”.

g. Now you are ready for remote e-voting as “Cast Vote page opens”.

- h. Cast your vote by selecting appropriate option and click on “Submit” and also “Confirm” when prompted.
- i. Upon confirmation, the message “Vote cast successfully” will be displayed.
- j. Once you have voted on the resolution, you will not be allowed to modify your vote.
- k. Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to [agarwal.kundan@gmail.com](mailto:agarwal.kundan@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

**II. In case of Members receiving Physical copy of Notice of 34th Annual General Meeting (for members whose email ids are not registered with the Company/Depository Participant(s) or requesting physical copy).**

- a. Initial password is provided in the box overleaf.
- b. Please follow all steps from Sl. No. (a) to Sl. No. (k) above, to cast vote.
- A. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990.
- B. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and Password/PIN for casting your vote.
- C. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- D. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on cut-off date of 22<sup>nd</sup> September, 2018.
- E. Any person, who acquires shares and becomes member of the Company after dispatch of the notice and holding shares as on cut-off date i.e. 22<sup>nd</sup> September, 2018, they may also obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or RTA, MAS Services Limited. However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using “Forgot User Details/Password” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or contact NSDL at the following toll free no.: 1800-222-990.
- F. A member may participate in the Annual General Meeting even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the Annual General Meeting.
- G. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the Annual General Meeting through ballot paper.
- H. At the end of remote e-voting period, the facility shall forthwith be blocked.
- I. M/s Kundan Agrawal & Associates, Company Secretaries, H-23 A, 204 Kamal Tower, Near Sai Mandir, Vikas Marg, Laxmi Nagar, Delhi-110092 (email id : [agrawal.kundan@gmail.com](mailto:agrawal.kundan@gmail.com)) has been appointed as Scrutinizer for providing facility to the members of the Company and to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- J. The Chairman shall, at the Annual General Meeting, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of “Ballot Paper” for all those members who are present at the Annual General Meeting but have not cast their votes by availing the remote e-voting facility.

K. The Scrutinizer shall immediately after the conclusion of voting at the Annual General Meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than two days of the conclusion of the Annual General Meeting, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.

L. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company [www.akashdeepmetal.in](http://www.akashdeepmetal.in) and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing and communicated to BSE Limited.

M. In case of grievances connected with facility for voting by electronic means, Members are requested to contact the Company or the Registrar and Share Transfer Agent of the Company or [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). Members may also write to NSDL, Trade World, "A" Wing, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai 400 013.

**By the order of the Board  
For Akashdeep Metal Industries Limited**

**Mohit Chauhan  
Company Secretary & Compliance officer  
M.No.: A53839  
Add: 339, Banshidhar Chowk, Jahangirabad,  
Bulandshahr(Distt.), Uttar Pradesh - 203394**

**Date: September 01, 2018  
Place: Delhi**

## **EXPLANATORY STATEMENTS**

*(Pursuant to the section 102 of the Companies Act, 2013 and other applicable provisions)*

In conformity with the provisions of Section 102 of the Companies Act, 2013, the following explanatory statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice and should be taken as forming part of the Notice.

### **Item No. 2: Appointment of M/s T.K Gupta & Associates as Statutory Auditors to fill the casual vacancy**

M/s. Prakash & Santosh, Chartered Accountants, (Firm Registration No.000454C) have tendered their resignation from the position of Statutory Auditors due to unavoidable circumstances, resulting into a casual vacancy in the office of Statutory Auditors of the company as envisaged by section 139(8) of the Companies Act, 2013 (“Act”). Casual vacancy caused by the resignation of auditor can be filled by the shareholders in General Meeting within three months from the date of recommendation of the Board of Directors of the Company.

M/s. Prakash & Santosh, Chartered Accountants have conducted Statutory Audit for Financial Year 2017-18 and have submitted their Report in the Meeting of the Board of Directors held on 30<sup>th</sup> May, 2018 where the Financial Statements were approved by the Board.

The Board of Directors of the Company recommended M/s. T.K Gupta & Associates, Chartered Accountant, (Firm Registration No.011604N) be appointed as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. Prakash & Santosh, Chartered Accountants.

M/s. T.K Gupta & Associates, Chartered Accountant, (Firm Registration No.011604N)), have conveyed their consent to be appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, if made by the members, would be within the limits prescribed under the Companies Act, 2013.

None of the Directors and key managerial personnel (including relatives of directors or key managerial personnel) of the Company is concerned or interested, financially or otherwise, in this resolution.

The Board recommends Resolution set out in item No. 2 of the Notice for approval of the Members by way of Ordinary Resolution.

### **Item No. 3: Regularization of Mr. Yash Pal Gupta (DIN: 00013872) as Director on the Board**

Mr. Yash Pal Gupta was appointed as an Additional Director of the Company with effect from 2nd May, 2018, in accordance with the provisions of Section 161 of the Companies Act, 2013, read with the Articles of Association of the Company. Pursuant to Section 161 of the Companies Act, 2013, the above director holds office only up to the date of the ensuing Annual General Meeting of the Company.

The Board is of the view that the appointment of Mr. Yash Pal Gupta on the Company’s Board as Director is desirable and would be beneficial to the Company and hence it recommends the said Resolution No.3 for approval by the members of the Company.

Except to the extent of their shareholdings, none of the Directors/Key Managerial Personnel of the Company/their relatives, except Mr. Yash Pal Gupta himself, is in any way concerned or interested, in the said resolution. The Board recommends the said resolution No.3 to be passed as an ordinary resolution.

### **Item No. 4: Regularization of Mrs. Prachi Gupta (DIN: 08118203) as Director on the Board**

Mrs. Prachi Gupta was appointed as an Additional Director of the Company with effect from 2nd May, 2018, in accordance with the provisions of Section 161 of the Companies Act, 2013, read with the Articles of Association of the Company. Pursuant to Section 161 of the Companies Act, 2013, the above director holds office only up to the date of the ensuing Annual General Meeting of the Company.

The Board is of the view that the appointment of Mrs. Prachi Gupta on the Company's Board as Director is desirable and would be beneficial to the Company and hence it recommends the said Resolution No. 4 for approval by the members of the Company.

Except to the extent of their shareholdings, none of the Directors/Key Managerial Personnel of the Company/their relatives, except Mrs. Prachi Gupta, herself, is in any way concerned or interested, in the said resolution. The Board recommends the said resolution No. 4 to be passed as an ordinary resolution.

**Item No. 5: Regularization of Mr. Rajesh Gupta (DIN: 00006056) as a Managing Director on the Board**

Pursuant to the provisions of Section 161 and 203 of the Companies Act, 2013, read with the Articles of Association of the Company Mr. Rajesh Gupta was appointed as an Additional Director of the Company and after that he was appointed and designated as Managing Director with effect from 2nd May, 2018. As per the Companies Act, 2013, the appointment of Managing Director requires approval of members by way of ordinary resolution.

The Board is of the view that the appointment of Mr. Rajesh Gupta on the Company's Board as Managing Director is desirable and would be beneficial to the Company and hence it recommends the said Resolution No. 5 for approval by the members of the Company.

The Company has received the consent of Mr. Rajesh Gupta to act as a Managing Director of the Company. The remuneration and other terms and conditions of Mr. Rajesh Gupta appointment as Chairman cum Managing Director are set out herein below are subject to your approval:

Except to the extent of their shareholdings, none of the Directors/Key Managerial Personnel of the Company/their relatives, except Mr. Rajesh Gupta himself, is in any way concerned or interested, in the said resolution. The Board recommends the said resolution No. 5 to be passed as an ordinary resolution.

**Terms & Conditions of Appointment:**

**A. Period of Appointment**

5 years w.e.f. 2nd May 2018 with the liberty to either party to terminate the appointment on one months' notice in writing to the other or eligible for re-appointment.

**B. Remuneration**

Rs. 50,000/- per month (Rupees Fifty thousand only) with such increments as the Board and Nomination & Remuneration Committee may decide from time to time.

**C. Other terms & Conditions**

i. Annual remuneration review is effective 1st April each year, as per the Nomination & Remuneration policy of the Company.

ii. Subject as aforesaid, the Managing Director shall be governed by such other Rules as are applicable to the Senior Executives of the Company from time to time.

iii. The aggregate of the remuneration and perquisites as aforesaid, in any financial year, shall not exceed the limit set out under Sections 197 and 198 read with Schedule V and other applicable provisions of the Companies Act, 2013 or any statutory modifications or re-enactments thereof for the time being in force, or otherwise as may be permissible at law.

iv. When in any financial year, the Company has no profits or its profits are inadequate, the remuneration including the perquisites as aforesaid will be paid to Mr. Rajesh Gupta in accordance with the applicable provisions of Schedule V of the Act, and subject to the approval of the Central Government, if required and in the event of continuation of inadequacy of profits for a continuous period of 3 years, the same shall be subject to review by shareholders.

v. The Nomination and Remuneration Committee will review and recommend the remuneration payable to the Managing Director during the tenure of his appointment.

vi. Mr. Rajesh Gupta shall be liable to retirement by rotation during his tenure as the Managing Director of the Company. So long as Mr. Rajesh Gupta functions as the Managing Director, he shall not be paid any fees for attending the meetings of the Board or any Committee(s) thereof of the Company.

#### **D. Maintenance of secrecy about Company's Business Information**

You shall not divulge or part with any information regarding the business of the Company to anyone during the tenure of your services to the Company or at any time thereafter. In case of your writing or contributing any article or review in any book, magazine, periodical or newspaper using the company's data or research bank, which is the company's data or research bank, which is the company's intellectual property, you shall seek prior written permission of the management of the Company.

#### **E. General**

You shall be subject to the various rules, regulations, administrative policies and other policies of the Company as may be in force from time to time. The Management has absolute power and right to cease or to modify/review the rules, regulations and the said policies from time to time with or without any intimation to you.

#### **Item No. 6: Approval of Remuneration of Managing Director under Section 197 of the Companies Act, 2013**

As per section 197 of the Companies Act 2013 and subject to the provision of Schedule (V) and such other approval as may be required in that behalf, the remuneration payable to any one managing director; or whole-time director or manager shall not exceed five per cent of the net profits of the company and if there is more than one such director remuneration shall not exceed ten per cent of the net profits to all such directors and manager taken together;

However, the company in general meeting may with the approval of the shareholders authorize the payment of remuneration exceeding 5% of the net profit of the company or 10% as the case may be subject to the provision of Schedule (V) of Companies Act 2013.

The Nomination & Remuneration Committee and Board of Directors of the Company at their meeting held on 2<sup>nd</sup> May, 2018 have approved the remuneration of Mr. Rajesh Gupta as Managing Director of the Company which is in excess of the limits as prescribed under the Act in view of the inadequate profits in the financial year 2017-18. Such remuneration as approved in the said resolution as minimum

remuneration in case Company has no profits or the profits of the Company are inadequate during any financial years during the remaining tenure of appointment Mr. Rajesh Gupta as Managing Director.

Approval of the members by way of Ordinary resolution is sought for managerial remuneration in case of inadequate or no profit.

The Directors therefore, recommends the Ordinary Resolution set forth in Item No.6 of the Notice for approval of the shareholders.

Except to their extent of shareholding, none of the Directors/Key Managerial Personnel of the Company/their relatives, except Mr. Rajesh Gupta himself, is in any way concerned or interested, in the said resolution. The Board recommends the said resolution to be passed as an ordinary resolution.

**STATEMENT OF INFORMATION FOR THE MEMBERS PURSUANT TO SECTION II OF PART II OF SCHEDULE V TO THE COMPANIES ACT, 2013**

Sl. No.	Particulars	Details			
<b>I.</b>	<b>GENERAL INFORMATION</b>				
1.	Nature of Industry	Non Banking Financial Company registered with RBI			
2.	Date or expected date of commencement of production	Operations commenced in the year 1983.			
3.	In case of new Companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	N.A			
4.	Financial performance based on given indicators:	<b>Standalone Results</b>	<b>Financial</b>	<b>Consolidated Results</b>	<b>Financial</b>
		<b>2017-18</b>	<b>2016-17</b>	<b>2017-18</b>	<b>*2016-17</b>
	Profit (Loss) after Tax	10,99,359	13,97,211	1,35,78,170	–
	Net Worth	20,06,45,702	3,47,76,118	23,11,50,179	–
	Earnings per Share	0.31	0.45	3.79	–
	Turnover	42,30,90,850	40,96,24,809	45,94,50,661	–
5.	Foreign investments or collaboration, if any	NIL			
<b>II.</b>	<b>INFORMATION ABOUT THE APPOINTEE</b>				
1.	Background Details	Mr. Rajesh Gupta aged 55 Years, holds a graduate degree in the field of Science and Law.			
2.	Past remuneration	Mr. Rajesh Gupta was appointed as Managing Director w.e.f 2 <sup>nd</sup> May, 2018 and draws his salary of Rs 50,000/- p.m from the said date.			
3.	Recognition or awards	N.A			
4.	Job Profile and his suitability	He is having more than 20 years of experience in the fields of Commerce, financing and stock market operations in other Companies. He is having vast experience of Corporate management and possesses all required competencies. His knowledge and experience helps the company in a significant way. Thus, he is ideally suited for the job.			
5.	Remuneration proposed	Rs 50,000/- p.m or such other remuneration increase			

		from time to time subject to the provision of Schedule V of the Companies Act, 2013.
6.	Comparative remuneration profile with respect to industry, size of the Company, profile of the position and person:	The current remuneration being paid to the Managing Director Mr. Rajesh Gupta (looking at the background, competence and experience) is in line with the remuneration being paid by the Companies of comparable size in the industry in which the Company operates. Considering the background, competence and experience of Mr. Rajesh Gupta term of their remuneration as set out in the resolution are considered to be fair, just and reasonable.
7.	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any:	Besides remuneration paid to him as Managing Director and as a shareholder to the extent of his shareholding, Mr. Rajesh Gupta does not have any pecuniary relationship with the Company. He is also relative of the Director of the Company.
<b>III.</b>	<b>OTHER INFORMATION</b>	
1.	Reasons of loss or inadequate profits	Due to change in the management and control of the Company and due to increase in various other expenses the profits of the Company got reduced.
2.	Steps taken or proposed to be taken for improvement	The Company is focusing on strengthening the business operations. The Company has also undertaken stringent cost actions and continues to curtail avoidable costs. Also the management continues to explore avenues to increase revenues through judicious investments in capabilities.
3.	Expected increase in productivity and profits in measurable terms	The Company has earned the net profit of Rs 10,99,359 during the financial year ended 31st March, 2018 and Company is expected to do well in the subsequent year.

\* *Anmol Financial Services Limited became wholly owned subsidiary of the Company w.e.f 27<sup>th</sup> February, 2018 hence there is no consolidated financial result for the F.Y 2016-17.*

**By the order of the Board  
For Akashdeep Metal Industries Limited**

**Mohit Chauhan  
Company Secretary & Compliance officer  
M.No.: A53839**

**Date: September 01, 2018  
Place: Delhi**

**Add: 339, Banshidhar Chowk, Jahangirabad,  
Bulandshahr(Distt.), Uttar Pradesh - 203394**



**Annexure to the Notice**

**Information of Director(s) seeking appointment or re-appointment at the forthcoming AGM pursuant to Secretarial Standard 2 issued by ICSI and Regulation 36 of SEBI (LODR) 2015 as on the date of the Notice**

<b>Name of the Director</b>	<b>Mr. Yash Pal Gupta</b>	<b>Mrs. Prachi Gupta</b>	<b>Mr. Rajesh Gupta</b>
<b>Director Identification Number (DIN)</b>	00013872	08118203	00006056
<b>Father's Name</b>	Late Sh. Gopal Dass	Sh. Gopal Singla	Late Shri Gopal Dass
<b>Date of Birth (Age in years)</b>	30/08/1955 (63 years)	26/07/1990 (28 years)	07/11/1963 ( 55 Years)
<b>Original date of appointment</b>	02/05/2018	02/05/2018	02/05/2018
<b>Qualifications</b>	Graduate	Postgraduate	L.L.B
<b>Experience and expertise in specific functional area</b>	More than 21 years of experience in the field of Stock broking and other financial services.	N.A	More than 21 years of experience in the field of Financing and stock broking
<b>Terms and conditions of re-appointment and Remuneration</b>	As per the Nomination and Remuneration Policy	As per the Nomination and Remuneration Policy	As per the Nomination and Remuneration Policy and Letter of Appointment
<b>Remuneration last drawn</b>	NIL	NIL	50,000/-Per Month
<b>No. of Board meetings attended during the year</b>	NIL (As appointed on 02/05/2018)	NIL (As appointed on 02/05/2018)	NIL(As appointed on 02/05/2018)
<b>Relationship with other Directors or KMPs</b>	Brother of Mr. Rajesh Gupta, Managing Director of the company.	Daughter- in -law of Mr. Rajesh Gupta, Managing Director of the company.	Brother of Mr. Yash Pal Gupta, Director of the Company
<b>Directorship in other Entities</b>	1. Windpipe Finvest Private Limited 2. Algowire Systems Private Limited 3. Anmol Financial Services Limited	None	1. Windpipe Finvest Private Limited 2. Anmol Financial Services Limited 3. Share India Securities (IFSC) Private Limited 4. Ever-Style Services Private Limited 5. Share India Commodity Brokers Private Limited

<b>Directorship in other listed Entities</b>	1. Share India Securities Limited.		1. Share India Securities Limited.
<b>Membership/Chairmanship of committees in public limited companies</b>	Share India Securities Limited. (Membership of Nomination and Remuneration Committee and Stakeholders Relationship Committee)	None	None
<b>Shareholding in the Company</b>	7.38%	0.69%	3.61%

**By the order of the Board  
For Akashdeep Metal Industries Limited**

**Mohit Chauhan  
Company Secretary & Compliance officer  
M.No.: A53839**

**Add: 339, Banshidhar Chowk, Jahangirabad,  
Bulandshahr(Distt.),  
Uttar Pradesh - 203394**

**Date: September 01, 2018  
Place: Delhi**

## BOARD'S REPORT

**Dear Members**

**Akashdeep Metal Industries Limited**

14, Dayanand Vihar, Backside Ground Floor  
Vikas Marg Ext. Delhi -110092

Your Directors have immense pleasure in presenting the 34<sup>th</sup> Annual Report of your Company together with the Audited Financial Statements for the financial year ended 31<sup>st</sup> March 2018.

### 1. Financial Highlights

The financial performance of your Company for the year ended 31<sup>st</sup> March 2018 is summarized below:-

Particulars	For the Year ended 31 <sup>st</sup> March 2018	For the Year ended 31 <sup>st</sup> March 2017
Revenue from Operations	423,090,850	409,624,809
Other Income	-	-
<b>Total Revenue</b>	<b>423,090,850</b>	<b>409,624,809</b>
Less: Purchases	418,805,310	405,628,864
Less: Employee Benefits Expenses	1,030,225	1,008,545
Less: Other Expenses	16,00,572	605,773
<b>Profit Before Finance Cost, Depreciation &amp; Taxes</b>	<b>16,54,743</b>	<b>23,81,627</b>
Less: Finance Cost	119,420	302,000
Less: Depreciation and Amortization	21,386	45,608
<b>Profit/ Loss Before Tax</b>	<b>1,513,937</b>	<b>2,034,019</b>
Less: Current Tax	545,014	635,443
Less: Deferred Tax	(130,436)	1,365
<b>Profit/ Loss After Tax</b>	<b>1,099,359</b>	<b>1,397,211</b>
Earnings per Share (Basic) (Rs.)	0.31	0.45
Earnings per Share(Diluted) (Rs.)	0.31	0.45

### 2. State of Company's Affairs

During the year under review, the total income of the Company was Rs. 4,230.91 Lakhs as against Rs. 4,096.25 Lakhs in the previous year. The Company earned Net profit of Rs. 10.99 Lakhs in the current financial year as against a profit of Rs. 13.97 Lakhs in the financial year 2016-17. Your Directors are putting in their best efforts to improve the performance of the Company.

### 3. Consolidated Financial Performance Review and Analysis

The Company achieved a consolidated turnover of Rs 4,594.51 Lakhs for the year ended 31<sup>st</sup> March, 2018 and Consolidated Net Profit of Rs 135.78 Lakhs.

### 4. Capital Structure

During the year under review, Authorised Share Capital of your Company was increased from Rs 3,25,00,000 (Rupees Three Crores Twenty Five Lakhs only) divided into 32,50,000 (Thirty Two Lakhs Fifty Thousands) Equity Shares of Rs 10 (Rupees Ten) each to Rs 8,51,00,000 (Rupees Eight Crores Fifty

One Lakhs) divided into 85,10,000 (Eighty Five Lakhs Ten Thousands) Equity Shares of Rs 10 (Rupees Ten) each on 23<sup>rd</sup> September, 2017.

During the Year under review, your Company has make Preferential allotment of Rs 5,40,41,210 ( Rupees Five Crores Forty Lakhs Forty One Thousand Two Hundred and Ten only) divided into 54,04,121( Fifty Four Lakhs Four Thousands One Hundred and Twenty One) Equity Shares of Rs 10 (Rupees Ten) each on 27<sup>th</sup> February, 2018.

Upon Preferential Allotment, Paid up Share Capital of your Company was increased from Rs 3,09,85,000 (Rupees Three Crores Nine Lakhs Eighty Five Thousands only) divided into 30,98,500 (Thirty Lakhs Ninety Eight Thousands Five Hundred) Equity Shares of Rs 10 (Ten each) to Rs 8,50,26,210 ( Rupees Eight Crores Fifty Lakhs Twenty Six Thousand Two Hundred and Ten only) divided in to 85,02,621 (Rupees Eight Five Lakhs Two Thousands Six Hundred Twenty One) Equity Shares of Rs 10 (Rupees Ten) each.

## 5. Reserves & Surplus

Your Company has transferred the following sum to the Reserves for the financial Year ended March 31, 2018:

Statutory Reserve Fund (SRF) @ 20 % of Net profit under Section 45 –IC of the RBI Act, 1934:	Rs.2,19,872/- provided towards Statutory Reserve Fund
Transfer to Reserves	Rs. 8,79,487/-

## 6. Public Deposits

Your Company has neither invited nor accepted any deposits from public within the meaning of Section 73 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules 2014 during the financial year ended 31st March, 2018.

## 7. Material Changes and Commitments, if any, affecting the Financial Position of the Company

1) Mr. Rajesh Gupta and his PACs have proposed for Change in Control and to act as Promoter and Promoter Group of Akashdeep Metal Industries Limited by Letter of Offer dated February 22, 2018. However, the final report for Change in Control has been filled by Manager to Offer on 2nd April, 2018. Hence from F.Y 2018-19 onwards Mr. Rajesh Gupta and his PACs shall be categorized as Promoter and Promoter Group.

2) There has been significant change in control and management of the company. Mr. Rajesh Gupta (Managing Director), Mrs. Prachi Gupta and Mr. Yash Pal Gupta (Additional Non Executive Director), Mr. Rajiv Tandon (Chief Financial Officer) and Mr. Ankit (Company Secretary & Compliance Officer) has been appointed for their respective position in the Company. Further, Mr. Surendra Kumar Jain (Managing Director), Mr. Deepak Kumar Jain (Chairman & Director), Mrs. Kavita Jain (Director), Mr. Atul Aggarwal and Mr. Saurabh Madan (Independent Director), Mrs. Nidhi Jain (Chief Financial Officer) and Ms. Sarita Pandey (Company Secretary & Compliance Officer) tendered their resignation from their respective post in the Company w.e.f 2<sup>nd</sup> May,2018.

3) The Registered Office of the company has been shifted from 100, Vaishali Pitampura , Delhi - 110034 to 14, Dayanand Vihar, Backside Ground Floor , Vikas Marg Extn. , Delhi – 110092 w.e.f 2<sup>nd</sup> May, 2018.

## 8. Dividend

The Board of Directors of your Company has decided to retain and plough back the profits into the business of the Company, thus no dividend is being recommended for this year.

## 9. Subsidiaries/Joint Ventures/Associates

During the year under review, M/s Anmol Financial Services Limited became wholly owned subsidiary of the Company w.e.f 27<sup>th</sup> February, 2018. Company did not have any Joint Ventures and Associates .Further, a statement containing the salient features of the financial statement of Subsidiary company in the prescribed format AOC-1 is appended as “**Annexure I**” to the Boards report.

**Financial Highlights of Performance of M/s Anmol Financial services Limited, a Wholly Owned Subsidiary of the Company**

<b>Particulars</b>	<b>For the Year ended 31<sup>st</sup> March 2018</b>	<b>For the Year ended 31<sup>st</sup> March 2017</b>
Revenue from Operations	36,359,811.42	24,791,051.98
Other Income	10,655,094.51	16,180,021.83
<b>Total Revenue</b>	<b>47,014,905.93</b>	<b>40,971,073.81</b>
Less: Employee Benefits Expenses	2,195,505.00	3,633,845.00
Less: Other Expenses	11,703,303.15	11,507,858.69
<b>Profit Before Finance Cost, Depreciation &amp; Taxes</b>	<b>33,116,097.78</b>	<b>25,829,370.12</b>
Less: Finance Cost	13,759,050.99	15,214,373.68
Less: Depreciation and Amortization	1,009,080.58	1,202,922.71
<b>Profit/ Loss Before Tax</b>	<b>18,347,966.21</b>	<b>9,412,073.74</b>
Less: Current Tax	4,92,4005.00	1,311,633.00
Less: Deferred Tax/ Liabilities	3,794.88	702,242.30
<b>Profit/ Loss After Tax</b>	<b>13,427,756.09</b>	<b>7,398,198.44</b>
Earnings per Share (Basic) (Rs.)	2.31	1.28
Earnings per Share(Diluted) (Rs.)	2.31	1.28

**10. Change in the Nature of Business**

There have been no changes in the nature of business of your Company during the financial year 2017-18.

**11. Details of Directors and KMP appointed/ resigned during the Year**

During the year under review, Mr. Ram Pal Kasana who was appointed as an additional Independent Director in the Board meeting dated 14<sup>th</sup> July, 2017 was regularized as Independent Director of the Company in the AGM held on 26<sup>th</sup> September, 2017.

The Board has laid down separate Codes of Conduct for Directors and Senior Management personnel of the Company and the Independent Directors as per Schedule-IV of the Companies Act, 2013. All Board Members and Senior Management personnel have affirmed compliance with the Code of Conduct.

**12. Declaration of Independence by the Independent Directors**

The Company has received declarations from all the Independent Directors of the Company confirming that they meet the criteria of independence as prescribed under section149(6) of the Companies Act, 2013. The Independent Directors have also confirmed that they have complied with the code for Independent Directors.

**13. Number of Meetings of the Board of Directors and Committee Meetings**

**I. Board Meetings**

There were 9 (Nine) Meetings were held by Board of Directors during the Financial Year 2017-18. Date of the Board meeting is here as under:

Sl. No.	Date of the Board Meeting	Sl. No.	Date of the Board Meeting
1)	29/05/2017	2)	14/07/ 2017
3)	31/07/2017	4)	10/08/2017
5)	28/08/2017	6)	03/11/2017
7)	08/02/2018	8)	21/02/2018
9)	27/02/2018		

Number of Meeting attended by the Board of Directors

Sl. No.	Name of Director	No. of Board Meetings Attended
1.	Mr. Surendra Kumar Jain	9
2.	Mr. Deepak Kumar Jain	9
3.	Mrs. Kavita Jain	9
4.	Mrs. Shallu Jain	9
5.	Mr. Atul Aggarwal	9
6.	Mr. Saurabh Madan	3
7.	Mr. Ram Pal Kasana	7

## II. Audit Committee Meeting

There were 4 (Four) Meetings were held by the members of Audit Committee during the Financial Year 2017-18. Date of the Audit Committee meeting is here as under:

Sl. No.	Date of the Meeting
1)	24/05/2017
2)	09/08/2017
3)	02/11/2017
4)	07/02/2018

Number of Meeting attended by the Members of Audit Committee

Sl. No.	Name of Director	Designation	No. of Board Meetings Attended
1.	Mrs. Shallu Jain	Chairperson	4
2.	Mr. Atul Aggarwal	Member	4
3.	Mr. Surendra Kumar Jain	Member	4

## III. Nomination and Remuneration Committee Meeting

There were 4 (Four) Meetings were held by the members of Nomination and Remuneration Committee during the Financial Year 2017-18. Date of the Nomination and Remuneration Committee meeting is here as under:

Sl. No.	Date of the Meeting
1)	24/05/2017
2)	14/07/2017
3)	02/11/2017
4)	07/02/2018

Number of Meeting attended by the Members of Nomination and Remuneration Committee

Sl. No.	Name of Director	Designation	No. of Board Meetings Attended
1.	Mrs. Shallu Jain	Chairperson	4
2.	Mr. Atul Aggarwal	Member	4
3.	Mr. Deepak Kumar Jain	Member	4

#### IV. Stakeholders Relationship Committee Meeting

There were 4 (Four) Meetings were held by members of Stakeholders Relationship Committee during the Financial Year 2017-18. Date of the Stakeholders Relationship Committee meeting is here as under:

Sl. No.	Date of the Meeting
1)	10/04/2017
2)	10/07/2017
3)	07/10/2017
4)	08/01/2018

Number of Meeting attended by the Members of Stakeholders Relationship Committee

Sl. No.	Name of Director	Designation	No. of Board Meetings Attended
1.	Mrs. Shallu Jain	Chairperson	4
2.	Mr. Atul Aggarwal	Member	4
3.	Mr. Surendra Kumar Jain	Member	4

#### 14. Annual Evaluation of Board Performance and Performance of its Committees and Individual Directors

Pursuant to applicable provisions of the Companies Act, 2013 the Board, in consultation with its Nomination & Remuneration Committee, has formulated a framework containing, inter-alia, the process, format, attributes and criteria for performance evaluation of the entire Board of the Company, its Committees and individual Directors, including Independent Directors. The framework is monitored, reviewed and updated by the Board, in consultation with the Nomination and Remuneration Committee, based on need and new compliance requirements.

Evaluation of the Board and its Committees is based on various aspects of their functioning, such as, adequacy of the constitution and composition of the Board and its Committees, matters addressed in the meetings, processes followed at the meeting, Board's focus, regulatory compliances and Corporate Governance, etc., are in place. Similarly, for evaluation of individual Director's performance, various parameters like Director's profile, contribution in Board and Committee meetings, execution and performance of specific duties, obligations, regulatory compliances and governance, etc., are considered.

Accordingly, the annual performance evaluation of the Board, its Committees and each Director was carried out for the financial year 2017-18 by Nomination and Remuneration Committee in consultation with the Board.

The performance evaluation of all the Independent Directors have been done by the entire Board, excluding the Director being evaluated. On the basis of performance evaluation done by the Board, it determines whether to extend or continue their term of appointment, whenever their respective term expires. The Directors expressed their satisfaction with the evaluation process.

## **15. Nomination and Remuneration Policy for the Directors, Key Managerial Personnel and other Employees**

In accordance with Section 178 of the Companies Act, 2013 read with the rules mentioned there under and the Board of Directors of the Company has formulated the Nomination and Remuneration Policy of your Company on the recommendations of the Nomination and Remuneration Committee. The Policy includes criteria for determining positive attributes, qualifications, independence of a director, Board diversity, remuneration and other matters provided u/s 178(3).

The Nomination and Remuneration Policy, covering the policy on appointment and remuneration of Directors, Key Managerial Personnel etc and other matters is put on the Company's Website and may be accessed at [www.akashdeepmetal.in](http://www.akashdeepmetal.in)

## **16. Committees of the Board**

The Committees of the Board focus on certain specific areas and make informed decisions in line with the delegated authority. The following Committees constituted by the Board function according to their respective roles and defined scope:

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

Composition of the Committee of the Board of Directors of the Company is as below:

### **Audit Committee:**

1. Mrs. Shallu Jain– Chairperson
2. Mr. Atul Aggarwal–Member
3. Mr. Surendra Kumar Jain–Member

### **Stakeholders Relationship Committee:**

1. Mrs. Shallu Jain– Chairperson
2. Mr. Atul Aggarwal–Member
3. Mr. Surendra Kumar Jain–Member

### **Nomination and Remuneration Committee**

1. Mrs. Shallu Jain– Chairperson
2. Mr. Atul Aggarwal–Member
3. Mr. Deepak Kumar Jain–Member

*\* the composition of the Committees mentioned above has been changed w.e.f 02<sup>nd</sup> May, 2018 due to Change in Management of the Company.*

## **17. Audit Committee Recommendations**

During the year all the recommendations of the Audit Committee were accepted by the Board.

## **18. Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo**

Even though operations of the Company are not energy intensive, the management has been highly conscious of the importance of conservation of energy and technology absorption at all operational levels and efforts are made in this direction on a continuous basis.

In view of the nature of activities which are being carried on by the Company, the particulars as prescribed under Section 134(3)(m) of the Companies Act, 2013 read with rule 8 of the Companies



(Accounts) Rules, 2014 regarding Conservation of Energy and Technology Absorption are not applicable to the Company and hence have not been provided

The Company has neither incurred any expenditure nor earned any income in foreign exchange during the Financial Year 2017-18.

### **19. Particulars of Employees and Remuneration**

There are no employees who are in receipt of remuneration in excess of the limits prescribed under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. Accordingly, details as required Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 have not been provided.

The details forming part of top ten employees in terms of remuneration of the Company is annexed herewith as **Annexure-II (a)**.

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is set out in **Annexure-II (b)** to this Report.

### **20. Related Party Transactions**

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with related parties which may have a potential conflict with the interest of the Company. All Related Party Transactions are placed before the Audit Committee for approval. Prior Omnibus approval of Audit committee has been obtained for transactions which are of repetitive nature.

Details of Related Party Transactions prescribed under clause (h) of sub-section (3) of section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014 entered into by the company during the year are annexed in Form AOC-2 as **Annexure-III**.

For Further Details, your attention is drawn to the Related Party disclosures set out in Note no.23 of the Financial Statements.

### **21. Particulars of Loans, Guarantees and Investments**

The full Particulars of the loans given, investment made or guarantee given or security provided and the purpose for which the loan or guarantee or security is proposed to be utilized, if any as per the provisions of sec 186 of the Companies Act, 2013 are provided in the notes of accompanying Standalone Financial Statement.

### **22. Extract of Annual Return**

As required pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12 (1) of the Companies (Management and Administration) Rules, 2014 an extract of the Annual Return in MGT 9 are placed on the website of the Company [www.akashdeepmetal.in](http://www.akashdeepmetal.in).

### **23. Auditors and Auditor's Report**

Auditors' report is without any qualification. Further, the observations of the Auditors in their report read together with the Notes on Accounts are self-explanatory and therefore, in the opinion of the Directors, do not call for any further explanation.

Further, since the Auditors have not reported any instances involving Fraud in their Audit Report, the

particulars as prescribed under Section 134(3) (ca) of the Companies Act, 2013 have not been provided.

*\* Ratification of the appointment of Auditor in every Annual General Meeting as per first proviso to sec 139 of the Companies Act, 2013 has been omitted as per the notification of Companies (Amendment) Act, 2017 w.e.f 7th May, 2018.\**

#### **24. Secretarial Audit Report**

As per provisions of Section 204 of the Companies Act, 2013, the Board of Directors of the Company have appointed M/s Jaiswal & Associates as the Secretarial Auditor of the Company to conduct the Secretarial Audit. The Secretarial Audit Report for the financial year ended March 31, 2018, is annexed to this Report as “**Annexure-IV**”.

The Secretarial Auditor’s Report for the financial year 2017-18, does not contain any qualification, observation or adverse remarks and therefore, in the opinion of the Directors, do not call for any further explanation.

#### **25. Internal Control Systems and adequacy of Internal Financial Controls**

The Company has a proper and adequate system of internal controls. This ensures that all transactions are authorized, recorded and reported correctly, and assets are safeguarded and protected against loss from unauthorized use or disposition. The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations.

In terms of section 138 of the Companies Act, 2013, M/s Shiv Saroj & Associates, Chartered Accountants has been appointed as the Internal Auditors of your Company. The Internal Auditor monitors the compliance with the objective of providing to the Board of Directors an independent and reasonable assurance on the adequacy and effectiveness of the organization’s governance processes.

#### **26. Risk Management**

Your Company recognizes that risk is an integral part of business and is committed to managing the risks in a proactive and efficient manner. Your Company periodically assesses risks in the internal and external environment. Your Company, through its risk management process, strives to contain impact and likelihood of the risks within the risk appetite as decided by the management.

There are no risks which in the opinion of the Board threaten the existence of your Company.

#### **27. Cost Records and Cost Audit Report**

In terms with the provisions of section 148 of the Companies act, 2013 read with the Companies (Cost Records and Audit) Rules 2014, maintenance of cost records and appointment of Cost Auditors are not applicable on your Company.

#### **28. Vigil Mechanism**

The Company believes in the conduct of the affairs of its constituents in a fair and transparent manner by adopting highest standards of professionalism, honesty, integrity and ethical behavior.

Pursuant to Section 177(9) of the Companies Act, 2013 a vigil mechanism was established for directors and employees to report to the management instances of unethical behavior, actual or suspected, fraud or violation of the Company’s code of conduct or ethics policy. The copy of vigil mechanism policy is uploaded on the website of your company on [www.akashdeepmetal.in](http://www.akashdeepmetal.in).

#### **29. The Management Discussion and Analysis Report**

The Management Discussion and Analysis Report under Regulation 34 read with Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is presented as forming part of this Annual Report as **Annexure -V**

**30. Corporate Governance Report and Compliance certificate from either the auditors or practicing company secretaries regarding compliance of conditions of corporate governance in terms of Clause C and E of Schedule-V of the SEBI (LODR) Regulations, 2015**

As per provisions of Regulation 15(2) of the SEBI (Listing Obligation & Disclosure Requirements) Regulations, 2015, Compliance with the corporate governance provisions as specified in regulations 17,18, 19, 20, 21,22, 23, 24, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and Para C , D and E of Schedule V shall not apply, in respect

(a) the listed entity having paid up equity share capital not exceeding rupees ten crore and net worth not exceeding rupees twenty five crore, as on the last day of the previous financial year.

(b) the listed entity which has listed its specified securities on the SME Exchange.

Since, Your Company falls in the ambit of aforesaid exemption (a); hence compliance with the provisions of Corporate Governance shall not apply on the Company and it does not form part of the Annual Report for the Financial Year-2017-18 and Certification from auditors or practicing company secretaries regarding compliance of conditions of corporate governance are also not required to be annexed with the Annual Report.

**31. Code of Conduct for Prevention of Insider Trading**

Your Company's Code of Conduct for Prevention of Insider Trading covers all the Directors, senior management personnel, persons forming part of promoter(s)/promoter group(s) and such other designated employees of the Company, who are expected to have access to unpublished price sensitive information relating to the Company. The Directors, their relatives, senior management personnel, persons forming part of promoter(s)/promoter group(s), designated employees etc. are restricted in purchasing, selling and dealing in the shares of the Company while in possession of unpublished price sensitive information about the Company as well as during the closure of trading window.

The Board of Directors has approved and adopted the Code of Conduct to Regulate, Monitor and Report Trading by Insiders. The Board has also approved the Code for Fair Disclosure in line with SEBI (Prohibition of Insider Trading) Regulation, 2015 and the same can be accessed on company's website—[www.akashdeepmetal.in](http://www.akashdeepmetal.in).

**32. Corporate Social Responsibility**

Provisions of Section 135 of the Companies Act, 2013 regarding Corporate Social Responsibility are not applicable on the Company for the financial year ended 31<sup>st</sup> March 2018.

**33. Significant/Material orders Passed by the Regulators**

There are no significant/material orders passed by the Regulators or Courts or Tribunals impacting the going concern status of your Company and its operations in future.

**34. Disclosures required under the Non-Systemically Important Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2015**

There was no auction conducted by the Company during the financial year in respect of defaulter in any loan accounts.

**35. General**

Your Board of Directors confirms that-

- a) Your Company has not issued equity shares with differential rights as to dividend, voting or otherwise;
- b) Your Company does not have any ESOP scheme for its employees/Directors; and
- c) There is no scheme in your Company to finance any employee to purchase shares of your Company.

### **36. Directors' Responsibility Statement**

Pursuant to the provisions of the Section 134(3) (c) and 134(5) of the Companies Act, 2013, the Directors to the best of their knowledge and belief confirm that:

- a. in the preparation of the annual accounts for the financial year ended 31<sup>st</sup> March 2018, the applicable accounting standards and Schedule-III of the Companies Act, 2013, have been followed and there are no material departures from the same;
- b. the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of your Company as at 31<sup>st</sup> March 2018 and of the profit and loss of the Company for the financial year ended 31<sup>st</sup> March 2018;
- c. proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d. the annual accounts have been prepared on a 'going concern' basis;
- e. proper internal financial controls laid down by the Directors were followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- f. Proper systems to ensure compliance with the provisions of all applicable laws were in place and that such systems were adequate and operating effectively.

### **37. Stock Exchange Listing**

During the Year under review, your Company has make Preferential allotment of 54,04,121 ( Fifty Four Lakhs Four Thousands One Hundred and Twenty One) number Equity Shares of Rs 10 (Rupees Ten) each on 27<sup>th</sup> February, 2018 and listed these securities on BSE on 21<sup>st</sup> May, 2018 and got the trading approval on 20<sup>th</sup> June, 2018.

The annual listing fees for the financial year 2017-18 have been paid to BSE where the shares of the Company are listed.

### **38. Policy on Prevention of Sexual Harassment of Women at Workplace**

Your Company is committed to provide a safe and secure environment to its women employees across its functions, as they are integral and important part of the organization. Your Company has in place an Anti Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013. An Internal Complaints Committee (ICC) with requisite number of representatives has been set up to redress complaints relating to sexual harassment, if any, received from women employees and other women associates. The following is a summary of sexual harassment complaints received and disposed off during the financial year 2017-2018:

No. of Complaints received : Nil  
No. of Complaints disposed off : Nil

### **39. Acknowledgement**

Your Directors take this opportunity to place on record their sincere appreciation for the co- operation and assistance the Company has received from Banks and various Government Departments. The Board also places on record its appreciation of the devoted services of the employees, support and co-operation

extended by the valued business associates and the continuous patronage of the customers of the Company.

**By the Order of the Board  
For Akashdeep Metal Industries Limited**

**Date: September 01, 2018  
Place: Delhi**

**Rajesh Gupta  
Managing Director  
DIN: 00006056  
Add: 25, Hargovind Enclave,  
Delhi-110092**

**Yash Pal Gupta  
Director  
DIN: 00013872  
Add: 306 Jagriti Enclave,  
Delhi-110092**

**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 or associate companies or joint ventures

**Part A-Subsidiary**

(Information in respect of each subsidiary to be presented with amounts in Rs....)

1. Name of the subsidiary	<b>Anmol Financial Services Limited</b>
2. The Date since when Subsidiary was acquired	27/02/2018
3. Reporting period for the subsidiary concerned, if different from the holding company's reporting period.	N.A.
4. Reporting currency and Exchange rate as on the last date of the relevant financial year in the case of foreign subsidiaries.	N.A.
5. Share capital	5,80,16,250
6. Reserves and surplus	13,85,51,148.81
7. Total assets	31,39,09,866.35
8. Total Liabilities	11,73,42,467.54
9. Investments	3,98,84,039.28
10. Turnover	3,63,59,811.42
11. Profit before taxation	1,83,47,966.21
12. Provision for taxation	49,20,210.12
13. Profit/ Loss after taxation	1,34,27,756.09
14. Proposed Dividend	-
15. Extent of shareholding (in percentage)	100%

Notes: The following information shall be furnished at the end of the statement:

- Names of subsidiaries which are yet to commence operations- N.A
- Names of subsidiaries which have been liquidated or sold during the year- N.A

**Part B- Associates and Joint Ventures**

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

<b>Name of Associates or Joint Ventures</b>	<b>N.A</b>
<b>1. Latest audited Balance Sheet Date</b>	
<b>2. Date on which the Associate or Joint Venture was associated or Acquired</b>	
<b>3. Shares of Associate or Joint Ventures held by the company on the year end</b>	
Number of Shares	
Amount of Investment in Associates or Joint Venture	
Extent of Holding (in percentage)	
<b>4. Description of how there is significant influence</b>	
<b>5. Reason why the associate/joint venture is not consolidated</b>	
<b>6. Net worth attributable to shareholding as per latest audited Balance Sheet</b>	
<b>7. Profit or Loss for the year</b>	
i. Considered in Consolidation	
ii. Not Considered in Consolidation	

1. Names of associates or joint ventures which are yet to commence operations- N.A

2. Names of associates or joint ventures which have been liquidated or sold during the year- N.A

Note: This Form is to be certified in the same manner in which the Balance Sheet is to be certified”.

Rajesh Gupta  
(MD)

Yash Pal Gupta  
(Director)

Rajiv Tandon  
(CFO)

Mohit Chauhan  
(CS& Compliance Officer)

T.K Gupta  
(Stat. Auditor)

**Details of Top Ten Employees in terms of remuneration of the Company for F.Y. 2017-2018**

*Statement of particulars of employees pursuant to the provisions of section 197(12) of the Companies Act, 2013 read with rules 5(2) & (3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014 for the Year ended 31<sup>st</sup> March, 2018*

Sl. No.	Name of the Employee	Designation of the Employee	Remuneration received (Yearly)	Nature of Employment, whether contractual or otherwise	Qualifications and experience of the employee	Date of commencement of employment	The age of such employee	The last employment held by the employee before joining the Company	The percentage of equity shares held by the employee in the company	Whether any such employee is a relative of any director or manager of the Company and if so, name of such director or manager
1	Nidhi Jain	Chief Financial Officer	4,80,000	Permanent	MSC; 4 Years	12/05/2014	48 Years	N.A	0.29%	Yes, Relative of Mr. Surendra Kumar Jain
2	Vikas Verma	Accountant	3,00,000	Permanent	MBA; 4 Years	01.05.2014	30	N.A	–	No
3	Sarita Pandey	Company Secretary	2,40,000	Permanent	Company Secretary; 1 Year	16/03/2017	26 Years	N.A	–	No

**Date: September 01, 2018**  
**Place: Delhi**

**Rajesh Gupta**  
**Managing Director**  
**DIN: 00006056**  
**Add: 25, Hargovind Enclave, Delhi-110092**

**Yash Pal Gupta**  
**Director**  
**DIN: 00013872**  
**Add: 306 Jagriti Enclave, Delhi-110092**



**INFORMATION REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5 OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014**

Rule 5 (1)	Particulars	Details				
		Name of Director	Designation	Remuneration	Ratio to the Median	
(i)	The Ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2017-2018	Surendra Kumar Jain	Managing Director	NIL	N.A.	
		Deepak Kumar Jain	Chairman & Director	NIL	N.A.	
		Kavita Jain	Director	NIL	N.A.	
		Shallu Jain	Director	NIL	N.A.	
		Atul Aggarwal	Director	NIL	N.A.	
		Saurabh Madan	Director	NIL	N.A.	
(ii)	The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary in the financial year 2017-2018	<b>Name</b>	<b>Designation</b>	<b>Remuneration (Rs.)</b>		<b>% of increase</b>
				<b>2017-2018</b>	<b>2016-2017</b>	
		Surendra Kumar Jain	Managing Director	Nil	64,500	N.A.
		Deepak Kumar Jain	Chairman & Director	Nil	Nil	N.A.
		Kavita Jain	Director	Nil	Nil	N.A.
		Shallu Jain	Independent Director	Nil	Nil	N.A.
		Atul Aggarwal	Independent Director	Nil	Nil	N.A.
		Saurabh Madan	Independent Director	Nil	Nil	N.A.
		Ram Pal Kasana*	Independent Director	Nil	-	N.A.
		Nidhi Jain	Chief Financial Officer	4,80,000	4,80,000	N.A.
Sarita Pandey*	Company Secretary	2,40,000	10,000	N.A.		
(iii)	The percentage increase in the median remuneration of employees in the financial year 2017-2018	NIL				

(iv)	The number of permanent employees on the rolls of the company.	3
(viii)	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.	NIL
(xii)	It is hereby affirmed that the remuneration is as per the Remuneration Policy of the Company.	Pursuant to Rule 5(1)(xii) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, it is affirmed that the remuneration paid to the Directors, Key Managerial Personnel and Senior Management is as per the Remuneration Policy of the Company.

*\*Ms. Sarita Pandey was appointed as Company secretary w.e.f. 16-03-2017 and Mr. Ram Pal Kasana was appointed as an Independent Director w.e.f 14-07-2017.*

**Date: September 01, 2018**  
**Place: Delhi**

**Rajesh Gupta**  
**Managing Director**  
**DIN: 00006056**  
**Add: 25, Hargovind Enclave,**  
**Delhi-110092**

**Yash Pal Gupta**  
**Director**  
**DIN: 00013872**  
**Add: 306 Jagriti Enclave, Delhi-**  
**110092**

## FORM NO. AOC -2

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

**Form for Disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in section 188(1) of the Companies Act, 2013 including certain arms length transaction under third proviso thereto**

**1. Details of contracts or arrangements or transactions not at Arm's length basis.**

Sl. No.	Particulars	Details
1.	Name (s) of the related party & nature of relationship	N.A.
2.	Nature of contracts/arrangements/transaction	
3.	Duration of the contracts/arrangements/transaction	
4.	Salient terms of the contracts or arrangements or transaction including the value, if any	
5.	Justification for entering into such contracts or arrangements or transactions'	
6.	Date of approval by the Board	
7.	Amount paid as advances, if any	
8.	Date on which the special resolution was passed in General meeting as required under first proviso to section 188	

**2. Details of contracts or arrangements or transactions at Arm's length basis**

Sl. No	Particulars	Details	
1.	Name of the related party & nature of relationship	Mrs. Nidhi Jain	
		<b>Name of Director</b>	<b>Relationship</b>
		Mr. Surendra Kumar Jain	Father-in-law
2.	Nature of contracts/arrangements/transaction	Appointment as Chief Financial Officer w.e.f. 12-05-2014	
3.	Duration of the contracts arrangements/transaction	No definite tenure. She may continue till the services are terminated either through resignation/removal/vacation of office or otherwise	
4.	Salient terms of the contracts or arrangements or transaction including the value, if any	N.A.	
5.	Date of approval by the Board	12-05-2014	
6.	Remuneration	Rs. 40,000/- per month	

**Rajesh Gupta**  
**Managing Director**  
**DIN: 00006056**

**Add: 25, Hargovind Enclave, Delhi-110092**

**Yash Pal Gupta**  
**Director**  
**DIN: 00013872**

**Add: 306 Jagriti Enclave, Delhi-110092**

**Date: September 01, 2018**  
**Place: Delhi**

**Form No. MR-3**  
**Secretarial Audit Report**

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

**Secretarial Audit Report for the Financial Year Ended at 31/03/2018**

**To,  
The Members,**

**AKASHDEEP METAL INDUSTRIES LIMITED**

14, Dayanand Vihar, Backside Ground Floor  
Vikas Marg Ext. Delhi East Delhi DL 110092

We have conducted the secretarial audit of the compliances of applicable statutory provisions and the adherence to good corporate practices by **M/s AKASHDEEP METAL INDUSTRIES LIMITED** (hereinafter called the company) having CIN: L28998DL1983PLC017150. 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 **AKASHDEEP METAL INDUSTRIES LIMITED's** books, papers, minute books, forms and returns filed and other records maintained by the company and also the information(s), explanation(s) 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 on 31<sup>st</sup> March, 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:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by **AKASHDEEP METAL INDUSTRIES LIMITED** for the financial year ended on 31<sup>st</sup> March, 2018 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings: **(Not Applicable to the Company during the Audit period as there were no Foreign Direct Investments, Overseas Direct Investments in the Company and no External Commercial Borrowings were made by the company);**
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): are applicable to the Company under the financial year under report-

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; **(Not applicable to the Company during the audit period as the Company not availed Employee Stock Option Scheme and Employee Stock Purchase Scheme)**
- (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not Applicable as the Company has not issued and listed any debt securities during the financial year under review)**
- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable as the Company has not delisted/proposed to delist its equity shares from any Stock Exchange during the financial year under review)**
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not applicable as the Company has not bought back/proposed to buy-back any of its securities during the financial year under review)**
- (vi) As informed to us, the following other Acts/ laws specially applicable to the company as under:
  1. The Information Technology Act, 2000 and the rules made thereunder
  2. The Indian Stamp Act, 1899 read with Indian Stamp (Delhi Amendment) Act, 2001 (on issue of Equity Share)
  3. Income Tax Act 1961 & Rules 192
  4. Employees PF and Misc. Provision Act, 1952
  5. Cyber Laws
  6. Companies (Cost Record & Audit) Rules 2014

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India
- (j) The Listing Agreements entered into by the Company with BSE Limited and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (k) W.r.t. returns/records etc. under all Labour Laws- As per management's representation letter, it complied with all the applicable Laws.

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and also there is proper combination of Independent Directors. The changes in the

composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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

As per the minutes of the meetings duly recorded and signed by the Chairman, the decisions of the Board were unanimous and no dissenting views have been recorded.

We further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

This report is to be read with our letter of even date which is annexed as '**Annexure-A**' and forms an integral part of this report.

**Date:** 01.08.2018

**Place:** Delhi

**For JAISWAL & ASSOCIATES**  
**(Company Secretaries)**

**Akash Jaiswal**  
**M. No. A48496**  
**CP. No.17704**

**To,  
The Members,**

**AKASHDEEP METAL INDUSTRIES LIMITED**

14, Dayanand Vihar, Backside Ground Floor  
Vikas Marg Ext. Delhi East Delhi DL 110092

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate 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 of our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the company.
4. Where ever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the company nor of the efficacy of effectiveness with which the management has conducted the affairs of the company.

**For JAISWAL & ASSOCIATES  
(Company Secretaries)**

**Akash Jaiswal  
M. No. A48496  
CP. No.17704**

**Date: 01.08.2018  
Place: Delhi**

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

### INDUSTRY STRUCTURE & DEVELOPMENTS

While commercial banks continued to remain dominant source of credit in India, NBFCs are gaining significant ground. While the banking sector was beset with worsening asset quality in FY17, NBFCs could restrict the impact in their portfolios due to their ability to respond quickly as well as availability of a higher collateral cover. The growing relevance and interconnectedness of the NBFC sector also highlights the importance of risk management in the sector. Going ahead, comfortable capitalisation levels and conservative liquidity management will continue to support the credit profile of NBFCs.

India has a diversified financial sector undergoing rapid expansion, both in terms of strong growth of existing financial services firms and new entities entering the market. The sector comprises commercial banks, insurance companies, non-banking financial companies, co-operatives, pension funds, mutual funds and other smaller financial entities.

NBFCs would continue to expand in small ticket loans, where banks are clearly less efficient because of their high operating cost structures and somewhat rigid processes would find it difficult to significantly penetrate these segments. Additionally, NBFCs' flexibility of loan structuring provides an advantage to them in this segment.

The Government of India has introduced several reforms to liberalise, regulate and enhance this industry. The Government and Reserve Bank of India (RBI) have taken various measures to facilitate easy access to finance for Micro, Small and Medium Enterprises (MSMEs). The government's drive to integrate informal economy into the formal segment and reduce unaccounted income, and digital push, if followed through, can significantly change operating dynamics for NBFC's. Recently, both the regulator and Government have been maintaining a favourable stance towards the sector; starting with the latest announcement where SME loans up to INR 20 million by NBFCs will be covered under the CGTMSE guarantee and the government notification, covering systemically important NBFCs under the SARFAESI Act. These measures would strengthen the NBFCs' ability to lend and mitigate loss given default while speeding up recovery timelines.

### OPPORTUNITIES AND THREATS

#### OPPORTUNITIES:

As the global economy is showing signs of recovery. These developments augur well for growth of financial services in India for firms like Edelweiss. We thus see immense opportunities coming our way in FY18 and beyond as under:

- India is already the fastest growing economy globally and various projections for growth by World Bank or IMF etc. indicate that India will continue to outperform other economies. This would open up vast opportunities for us to grow our various diversified businesses.
- We believe the policy liberalization and regulatory changes for enhancing the ease of doing business will help create all round opportunities for growth, thus helping providers of financial services grow their business.

#### THREATS:

While the opportunities landscape is promising, the following threats could dampen the growth of financial services sector in India:

- Slower than expected recovery of macro-economy, domestically as well as globally, or delay in revival of capex cycle can impede the growth.



## **OUTLOOK FOR THE INDUSTRY AND THE COMPANY**

The markets will continue to grow and mature leading to differentiation of products and services. Each financial intermediary will have to find its niche in order to add value to consumers. The Company is cautiously optimistic in its outlook for the year 2018-19.

## **RISK MANAGEMENT**

The Company has inbuilt risk of "default in unsecured loans provided to the customers" and "risk in dealing in securities market" due to its nature of business apart from other common risks which includes change in management/personnel and policies, lapses / inadequacy in existing infrastructure facilities, delinquencies on the part of employees, staff attrition, misfeasance, change in interest rates, government regulations, competition from others operating in similar business, etc.

The Company is taking proactive steps in implementing management principles well adapted to the demands of the changing environment. The Company has the policy of assess the risk and manage the business. The Company is operating on a well-defined plan and strategy; hence we are equipped to face any change in regulatory risk.

## **FINANCIAL PERFORMANCE**

Please refer point no. 1 of Board's Report for financial performance of the Company. Segment/product wise performance is not applicable to the Company.

## **INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY**

The Company has satisfactory internal control system. Please refer point no. 25 of Board's Report for internal control systems and their adequacy.

## **HUMAN RESOURCES**

Human resources is one of the key resources of the Company to ensure business sustainability and growth. The Company has an experienced and talented pool of employees who play a key role in enhancing business efficiency, devising strategies, setting-up systems and evolving business as per industry requirements. The Company provides regular skill and personnel development training to enhance employee productivity. Being a growth-oriented and progressive organisation, it recognises the importance of professionalism. The Company has embarked on several human resource initiatives to enhance the productivity of the organisation and each individual. The Company endeavours to provide a safe, conducive and productive work environment. The number of permanent employees on the rolls of the Company as on March 31, 2018 was 03.

## **CAUTIONARY STATEMENT**

Statements in the Management discussion and analysis, describing the Company's objectives, outlook, opportunities and expectations may constitute "Forward Looking Statements" within the meaning of applicable laws and regulations. The actual result may vary materially from those expressed or implied in the statement. Several factors make a significant difference to the Company's operations including the government regulations, taxation and economic scenario affecting demand and supply condition and other such factors over which the Company does not have any direct control.

By order and on behalf of the Board  
Akashdeep Metal Industries Limited

Rajesh Gupta  
Managing Director  
DIN: 00006056

Date: 01.09.2018  
Place: Delhi

**ADDITIONAL DISCLOSURE AS PER SCHEDULE-V READ WITH REGULATION 34(E) OF THE SEBI (LISTING OBLIGATIONS & DISCLOSURE REQUIREMENTS) REGULATIONS, 2015:**

**A. RELATED PARTY DISCLOSURE**

The Company is in Compliance with Accounting Standard (AS 18) on Related Party Disclosure. For Further details please refer Note no. 23 forming part of Financial Statements.

**B. MANAGEMENT DISCUSSION AND ANALYSIS**

Please refer Annexure-V of Board Report

**C. CORPORATE GOVERNANCE REPORT**

Please refer to point No. 30 of Board Report.

**D. DECLARATION SIGNED BY THE CHIEF EXECUTIVE OFFICER STATING THAT THE MEMBERS OF BOARD OF DIRECTORS AND SENIOR MANAGEMENT PERSONNEL HAVE AFFIRMED COMPLIANCE WITH THE CODE OF CONDUCT OF BOARD OF DIRECTORS AND SENIOR MANAGEMENT**

As per provisions of Regulation 15(2) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, compliance with the corporate governance provisions as specified in regulations 17,18, 19, 20, 21,22, 23, 24, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and Para C , D and E of Schedule V shall not apply, in respect of  
(a) the listed entity having paid up equity share capital not exceeding rupees ten crore and net worth not exceeding rupees twenty five crore, as on the last day of the previous financial year.  
(b) the listed entity which has listed its specified securities on the SME Exchange.

The paid up equity share capital of your Company does not exceed rupees ten crores and net worth does not exceeds twenty five crores, as on the last day of the previous financial; requirement of providing declaration signed by the chief executive officer stating that the members of board of directors and senior management personnel affirming compliance with the code of conduct of board of directors and senior management is not applicable for the financial year ended 31<sup>st</sup> March, 2018.

**E. COMPLIANCE CERTIFICATE FROM EITHER THE AUDITORS OR PRACTICING COMPANY SECRETARIES REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE SHALL BE ANNEXED WITH THE DIRECTORS' REPORT**

Please refer to point No. 30 of Board Report.

**F. DISCLOSURES WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/  
UNCLAIMED SUSPENSE ACCOUNT**

There were no such shares unclaimed in the year under review.

**By the order of the Board  
For Akashdeep Metal Industries Limited**

**Date: September 01, 2018  
Place: Delhi**

**Rajesh Gupta  
Managing Director  
DIN: 00006056  
Add: 25, Hargovind Enclave, Delhi-110092**

## **Independent Auditor's Report**

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### **To the Members of Akashdeep Metal Industries Limited**

#### **Report on the Standalone Financial Statements**

We have audited the accompanying financial statements of Akashdeep Metal Industries Limited (“the Company”), which comprise the balance sheet as at 31 March, 2018, the statement of profit and loss and the cash flow statement for the year ended, and a summary of significant accounting policies and other explanatory information.

#### **Management's Responsibility for the Standalone Financial Statements**

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

#### **Auditor's Responsibility**

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

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

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

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

appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

## **Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2018 and its profit and loss its cash flow for the year ended on that date.

## **Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2016 ("the order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we in the Annexure A, a statement on the matters specified in the paragraph 3 and 4 of the order.
2. As required by Section 143 (3) of the Act, we report that:
  - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit .
  - (b) In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books:
  - (c) The balance sheet, the statement of profit and loss and cash flow statement dealt with by this Report are in agreement with the book of account:
  - (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
  - (e) On the basis of written representations received from the directors as on 31 March, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on 31 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 information and according to the explanations given to us:
    - i. The Company has no pending litigations which have effect on its financial position in its financial statements;
    - ii. The Company is not required to made provision, under any law or accounting standards, for material foreseeable losses, as the company has not incurred any losses in long term contracts including derivative contracts;

- iii. The has been no such amount which is required to be transferred, to the Investor Education and Protection Fund by the Company.

**For Prakash & Santosh**

Chartered Accountants

F.R.No. 000454C

**Vikas Deep**

(Partner)

M.No. : 077343

Date: 30 May, 2018

Place: Delhi

## **Annexure – A to the Auditor’s Report**

The Annexure referred to the independent Auditor’s Report to the members of the Company on the financial statements for the year ended 31 March. 2018, we report that:

- i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets  
  
(b) The Company has regular programme of physical verification of its fixed assets by which fixed assets are verified in a phased manner over a period of three years. In accordance with this programme, certain fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.  
  
(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 deed of immovable property is held in the name of the Company.
- ii) (a) The management has conducted physical verification on inventory at reasonable intervals during the year.  
  
(b) The procedures of physical verification on inventory followed by the management are reasonable and adequate in relation on the size of the company and nature of its business  
  
(c) The Company is maintaining proper reports of inventory. Discrepancies noted on physical verification of inventories were not material and have been properly dealt with in the book of account.
- iii) As per the information furnished, the Company has not granted any loan, secured or unsecured, to/ companies, firms or other parties covered in the register maintained u/s 189 of the Companies Act, 2013. Accordingly, clauses III (a), III (b), of paragraph 3 of the order are not applicable to the Company for the current year.
- iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provision of section 185 and 186 of the Act, with respect to the loans and investments made except during this year company has purchased hundred percent shares of Anmol Financial Services Limited.
- v) During the year, the company has not accepted public deposited. In our opinion and according to the information and explanations given to us, directives issued by the reserve Bank of India and the Reserve Bank of India and the provision of section 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed there under, to the extent applicable, have been complied with.
- vi) As per the Central Government the prescribed maintenance of cost records under section 148 (1) of the Act, for any of the services rendered by the Company is not applicable on the Company.
- vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/accrued in the books of account in respect of

undisputed statutory dues including income-tax, sales tax, value added tax, service tax, cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. As explained to us, the Company did not have any dues on account of employees' state insurance, duty of excise, provident fund and duty of customs.

According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income tax, sales tax, value added tax, duty of customs, service tax, cess and other material statutory dues were in arrears as 31<sup>st</sup> March 2018 for a period of more than six months from the date became payable.

(b) According to the information and explanations given to us, there are no material dues of income tax, sales tax, duty of excise, service tax and value added tax have not been deposited by the Company on account of disputes.

- viii) The Company does not have any loans or borrowings from any financial institution, banks, government or debenture holders during the year. Accordingly, paragraph 3 (viii) of the Order is not applicable.
- ix) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loan during the year. Accordingly, paragraph 3 (ix) of the Order is not applicable.
- x) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- xi) According to the information and explanations give to us and based on our examination of records of the Company, the Company has paid /provided any managerial remuneration within the limit as per section 197 of Companies Act, 2013
- xii) In our opinion and according to the information and explanations given to us , the Company is not a Nidhi Company. Accordingly, paragraph 3 (xii) of the Order is not applicable.
- xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with section 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered in to non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.



xvi) The Company is registered under section 45-IA of the Reserve Bank of India Act 1934 vide certificate no. B-14,00270 dated 4 March, 1998 by the Regional Office, Delhi of Reserve Bank of India.

**For Prakash & Santosh**

Chartered Accountants

F.R.No. 000454C

**Vikas Deep**

(Partner)

M.No. : 077343

Date: 30 May, 2018

Place: Delhi

## **Annexure – B to the Auditors’ Report**

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

We have audited the internal financial controls over financial reporting of Akashdeep Metal Industries Limited (“the Company”) as of 31 March, 2018 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

#### **Management’s Responsibility for Internal Financial Controls**

The Company’s management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of the internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (“ICAI”). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information. As required under the Companies Act, 2013.

#### **Auditors’ Responsibility**

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting ( the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Charter 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 undertaking of internal financial controls over 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 the financial reporting and the preparation of financial statements for external purpose in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

- (1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and
- (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition use, or disposition of the company's assets that could have a material effect on the financial statements.

### **Inherent Limitations of Internal Financial Controls Over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected . Also, projections of any evaluation of the internal financial control 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 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 the company is in the process of establishing internal financial controls over financial reporting as at 31 March, 2018, based on 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. Because of this reason, I am unable to obtain sufficient appropriate audit evidence to provide a basis for my opinion whether the company had adequate internal financial controls system over financial reporting.

### **For Prakash & Santosh**

Chartered Accountants  
F.R.No. 000454C

### **Vikas Deep**

(Partner)  
M.No. : 077343

Date: 30 May, 2018  
Place: Delhi

**Standalone Balance Sheet as at 31 March 2018**

Amount in Rupees

Particulars	Notes	As at 31 March 2018	As at 31 March 2017
<b>EQUITY AND LIABILITIES:</b>			
<b>Shareholders' funds</b>			
Share capital	3	8,50,26,210	3,09,85,000
Reserve and surplus	4	11,56,19,492	37,91,118
		<u>20,06,45,702</u>	<u>3,47,76,118</u>
<b>Non-current liabilities</b>			
Long-term provisions	5	1,43,466	88,000
Deferred Tax liabilities	25	(1,21,724)	8,712
		<u>21,742</u>	<u>96,712</u>
<b>Current liabilities</b>			
Trade payables	6	68,300	67,250
Short-term provisions	7	20,182	4,17,944
Other current liabilities	8	2,23,515	32,003
		<u>3,11,997</u>	<u>5,17,197</u>
<b>Total</b>		<b><u>20,09,79,441</u></b>	<b><u>3,53,90,027</u></b>
<b>ASSETS</b>			
<b>Non-current assets</b>			
Fixed assets			
-Tangible assets	9	85,747	1,07,133
Other non-current assets	10	28,742	22,511
		<u>1,14,489</u>	<u>1,29,644</u>
<b>Non-current investments</b>			
Investment in Equity Share of Anmol Financial Services Limited (100%)	10A	16,48,25,691	-
<b>Current assets</b>			
Cash and cash equivalents	11	1,72,709	60,319
Short-term loans and advances	12	3,16,59,300	3,04,12,093
Other current assets	13	42,07,251	47,87,971
		<u>20,08,64,951</u>	<u>3,52,60,383</u>
<b>Total</b>		<b><u>20,09,79,441</u></b>	<b><u>3,53,90,027</u></b>

**See accompanying notes forming part of the financial statements 1-31**

In terms of our report attached  
For **PRAKASH & SANTOSH**  
Chartered Accountants  
F.R.N.: 000454C

Rajesh Gupta  
(Managing Director)

Yash Pal Gupta  
(Non-Executive Director)

Vikas Deep  
Partner  
M.No.: 077343

Rajiv Tandon  
(Chief Financial Officer)

Ankit  
(Company Secretary)

Place: Delhi  
Date: 30 May 2018

**Standalone Statement of Profit and Loss for the year ended 31 March 2018**

Amount in Rupees

Particulars	Notes	For the year ended 31 March 2018	For the year ended 31 March 2017
<b>Revenue:</b>			
Revenue from operations	14	42,30,90,850	40,96,24,809
<b>Total revenue</b>		<b>42,30,90,850</b>	<b>40,96,24,809</b>
<b>Expenses:</b>			
Purchase	15	41,88,05,310	40,56,28,864
Employee benefit expense	16	10,30,225	10,08,545
Finance cost	17	1,19,420	3,02,000
Depreciation	9	21,386	45,608
Other expenses	18	10,81,995	6,05,773
Expenses for increase in authorised capital	18a	5,18,577	-
<b>Total expenses</b>		<b>42,15,76,913</b>	<b>40,75,90,790</b>
<b>Profit/loss before tax</b>		<b>15,13,937</b>	<b>20,34,019</b>
Tax expenses:			
Current tax		5,45,014	6,35,443
Deferred tax		(1,30,436)	1,365
<b>Profit/loss after tax</b>		<b>10,99,359</b>	<b>13,97,211</b>
Earning per equity shares (basic and diluted)	24	0.31	0.45

**See accompanying notes forming part of the financial statements** **1-31**

In terms of our report attached  
For **PRAKASH & SANTOSH**  
Chartered Accountants  
F.R.N.: 000454C

Rajesh Gupta  
(Managing Director)

Yash Pal Gupta  
(Non-Executive Director)

Vikas Deep  
Partner  
M.No.: 077343

Rajiv Tandon  
(Chief Financial Officer)

Ankit  
(Company Secretary)

Place: Delhi  
Date: 30 May 2018

**Standalone Cash Flow Statement for the year ended 31 March 2018**

Particulars	Amount in Rupees	
	For the year ended 31 March 2018	For the year ended 31 March 2017
<b>A Cash flow from operating activities</b>		
Net Profit/Loss before tax	15,13,937	20,34,019
Less: Additional Expenses shown separately in Profit & Loss Account	-	-
	<u>15,13,937</u>	<u>20,34,019</u>
Adjustment for:		
Additional Expenses shown separately in Profit & Loss Account		
Depreciation	21,386	45,608
Interest paid	1,19,420	3,02,000
<b>Operating profit before working capital changes</b>	<b><u>16,54,743</u></b>	<b><u>23,81,627</u></b>
<b>Change in working capital</b>		
Decrease/(increase) in short-term loans and advances	(12,47,207)	37,907
Decrease/(increase) in other current assets	5,80,720	(17,70,804)
Decrease/(increase) in other non-current assets	(6,231)	-
Decrease/(increase) in borrowings	-	-
(Decrease)/increase in long-term provisions	-	-
(Decrease)/increase in trade payables	1,050	4,020
(Decrease)/increase in short-term provision	(5,24,832)	(2,17,499)
(Decrease)/increase in current liabilities	1,91,512	32,003
<b>Net change in working capital</b>	<b><u>(10,04,988)</u></b>	<b><u>(19,14,373)</u></b>
Cash generation from operation	6,49,755	4,67,254
Less: Direct tax paid	(4,17,944)	(2,39,361)
<b>Net cash generated from operating activities</b>	<b><u>2,31,811</u></b>	<b><u>2,27,893</u></b>
<b>B Cash flow from investing activities</b>		
Capital expenditure on fixed assets	-	(34,960)
Purchase of shares of subsidiaries	-	-
<b>Net cash generated from investing activities</b>	<b><u>-</u></b>	<b><u>(34,960)</u></b>
<b>C Cash flow from financing activities</b>		
Interest paid	(1,19,420)	(3,02,000)
Issue of shares on preferential basis	16,48,25,691	-
<b>Net cash generated from financing activities</b>	<b><u>16,47,06,271</u></b>	<b><u>(3,02,000)</u></b>
<b>Net increase in cash and cash equivalents (A+B+C)</b>	<b><u>16,49,38,082</u></b>	<b><u>(1,09,067)</u></b>
Cash and cash equivalents at the beginning of the year	60,319	1,69,386
<b>Cash and cash equivalents at the end of the year*</b>	<b><u>16,49,98,400</u></b>	<b><u>60,319</u></b>
<b>Reconciliation of cash and cash equivalents with the balance sheet:</b>		
* Comprises:		
(a) Cash in hand	63,014	56,662
(b) Balances with banks	1,09,695	3,657
	<b><u>1,72,709</u></b>	<b><u>60,319</u></b>

The Cash Flow Statement has been prepared under the indirect method as set out in Accounting Standard-3 Cash Flow Statements specified in the Companies (Accounting Standards) Rules, 2006.

**See accompanying notes forming part of the financial statements**

In terms of our report attached.  
For **PRAKASH & SANTOSH**  
Chartered Accountants  
F.R.N.: 000454C

Rajesh Gupta  
(Managing Director)

Yash Pal Gupta  
(Non-Executive Director)

Vikas Deep  
Partner  
M.No.: 077343

Rajiv Tandon  
(Chief Financial Officer)

Ankit  
(Company Secretary)

Place: Delhi  
Date: 30 May 2018

## Standalone Notes forming part of financial statements

Notes	Particulars
1	<p><b>Corporate Overview</b></p> <p>Akashdeep Metal Industries Limited is a Limited Company domiciled in India and incorporated under the provisions of the companies act, 1956. The Company is a registered NBFC with RBI.</p>
2	<p><b>Significant Accounting Policies</b></p>
2.1	<p><b>Basis of Preparation of Financial Statements</b></p>
	<p>The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013 ("the 2013 Act")/Companies Act, 1956 ("the 1956 Act"), as applicable. The financial statements have been prepared on an accrual basis under the historical cost convention.</p> <p>The accounting policies adopted in the preparation of financial statements are consistent with those of previous year.</p>
2.2	<p><b>Use of estimates</b></p> <p>The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known/materialise.</p>
2.3	<p><b>Inventories</b></p> <p>Inventories are valued at the lower of cost (e.g. on FIFO/weighted average basis) and the net realisable value after providing for obsolescence and other losses, where considered necessary. Cost includes all charges in bringing the goods to the point of sale, including STT, Cess and other levies.</p>
2.4	<p><b>Cash and cash equivalents (for purposes of Cash Flow Statement)</b></p> <p>Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.</p>
2.5	<p><b>Cash Flow Statement</b></p> <p>Cash flows are reported using the indirect method, whereby profit before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the Company are segregated.</p>
2.6	<p><b>Deprication on Tangible Fixed Assets</b></p> <p>Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value. Depreciation on tangible fixed assets has been provided on the written down value method as per the useful life prescribed in Schedule II to the Companies Act, 2013.</p> <p>The estimated useful life of the intangible assets and the amortisation period are reviewed at the end of each financial year and the amortisation period is revised to reflect the changed pattern, if any.</p>

**Standalone Notes forming part of financial statements**

Notes	Particulars
<b>2.7</b>	<p><b>Revenue Recognition</b></p> <p>Revenue is recognized to the extent that it is probability that the economic benefits will flow to the company and the revenue can be reliably measured. The Following specific criteria must also be met before revenue is recognized.</p> <p><b>a Sale/Purchase of Shares</b> Shares Purchases/Sales has been taken on absolute basis.</p> <p><b>b Other Income</b> Dividend income is accounted for when the right to receive is established.</p> <p><b>c Interest</b> Interest income is recognized as applicable rate, on a time proportion basis on principal amount only, taking into account and the same interest accrued amount is due as and when paid by the party. Interest income is included under the head "Revenue from operations" in the Statement of Profit and Loss.</p> <p><b>d Dividend</b> Dividend Income is recognized when the company's right to receive dividend is established by the reporting date.</p>
<b>2.8</b>	<p><b>Accounting for forward contracts</b></p> <p>Premium/discount on forward exchange contracts, which are not intended for trading or speculation purposes, are amortised over the period of the contracts if such contracts relate to monetary items as at the balance sheet date. Any profit or loss arising on cancellation or renewal of such a forward exchange contract is recognised as income or as expense in the period in which such cancellation or renewal is made.</p>
<b>2.9</b>	<p><b>Investments</b></p> <p>Long-term investments (excluding investment properties), are carried individually at cost less provision for diminution, other than temporary, in the value of such investments. Current investments are carried individually, at the lower of cost and fair value. Cost of investments include acquisition charges such as brokerage, fees and duties.</p>
<b>2.10</b>	<p><b>Employee benefits</b></p> <p>Employee benefits include provident fund, superannuation fund, employee state insurance scheme, gratuity fund, compensated absences, long service awards and post-employment medical benefits. Retirement benefits are accounted for as and when paid.</p>
<b>2.11</b>	<p><b>Segment reporting</b></p> <p>The Company identifies primary segments based on the dominant source, nature of risks and returns and the internal organisation and management structure. The operating segments are the segments for which separate financial information is available and for which operating profit/loss amounts are evaluated regularly by the executive Management in deciding how to allocate resources and in assessing performance.</p> <p>The accounting policies adopted for segment reporting are in line with the accounting policies of the Company. Segment revenue, segment expenses, segment assets and segment liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment.</p> <p>Inter-segment revenue is accounted on the basis of transactions which are primarily determined based on market/fair value factors.</p> <p>Revenue, expenses, assets and liabilities which relate to the Company as a whole and are not allocable to segments on reasonable basis have been included under "unallocated revenue/expenses/assets/liabilities".</p>
<b>2.12</b>	<p><b>Leases</b></p> <p>Lease arrangements where the risks and rewards incidental to ownership of an asset substantially vest with the lessor are recognised as operating leases. Lease rentals under operating leases are recognised in the Statement of Profit and Loss on a straight-line basis over the lease term.</p>
<b>2.13</b>	<p><b>Earning Per Shares</b></p> <p>Basic earnings per share is computed by dividing the profit/(loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year.</p>



## Standalone Notes forming part of financial statements

Notes	Particulars
<p><b>2.14</b></p>	<p><b>Income Taxes</b></p> <p>Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the applicable tax rates and the provisions of the Income Tax Act, 1961 and other applicable tax laws.</p> <p>Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognised as an asset in the Balance Sheet when it is highly probable that future economic benefit associated with it will flow to the Company.</p> <p>Deferred tax is recognised on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted as at the reporting date. Deferred tax liabilities are recognised for all timing differences. Deferred tax assets are recognised for timing differences of items other than unabsorbed depreciation and carry forward losses only to the extent that reasonable certainty exists that sufficient future taxable income will be available against which these can be realised. However, if there are unabsorbed depreciation and carry forward of losses and items relating to capital losses, deferred tax assets are recognised only if there is virtual certainty supported by convincing evidence that there will be sufficient future taxable income available to realise the assets. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Company has a legally enforceable right for such set off. Deferred tax assets are reviewed at each balance sheet date for their realisability.</p> <p>Current and deferred tax relating to items directly recognised in reserves are recognised in reserves and not in the Statement of Profit and Loss.</p> <p>Deferred Tax Assets and Deferred Tax Liabilities are offset, if a legally enforceable right exists to set off current tax assets against current liabilities and the deferred tax assets and deferred tax liabilities relate to the same taxable entity and the same taxation authority.</p>
<p><b>2.15</b></p>	<p><b>Provisions &amp; Contingencies</b></p> <p><u>Contingent Liabilities:</u></p> <p>A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non occurrence of one or more uncertain future events beyond the control of the company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The company does not recognize any contingent liability but discloses its existence in the financial statements.</p> <p><u>Provisions:</u></p> <p>(a) As per the prudential norms on Income Recognition, Asset Classification with reference to Master Circular No. DNBR (PD) CC.No.043/03.10.119/2015-16 dated July 1, 2015. The Board has transferred 0.40% of standard assets (Total of Loans &amp; Advances given) in “Contingent provision against Standard Assets”.</p> <p>(b) As per the requirement of sec. 45-IC of the Reserve Bank of India Act, 1934, the Board of Directors has created a Special Reserve Account to transfer 20% of the net profit of the year.</p>
<p><b>2.16</b></p>	<p><b>Operating cycle</b></p> <p>All assets and liabilities have been classified as current or non current as per company's normal operating cycle another criteria as set out in schedule-III to the nature of the services and their realization in cash and cash equivalents, the company has ascertained its operating cycle as twelve months for the purpose of current and non current classification of assets and liabilities.</p>

**Standalone Notes forming part of financial statements**

**Note 3: Share capital**

Particulars	Amount in Rupees			
	As at 31 March 2018		As at 31 March 2017	
	Number	Amount	Number	Amount
(a) Authorised				
Equity shares of Rs. 10/- each with voting rights	85,10,000	8,51,00,000	32,50,000	3,25,00,000
(b) Issued				
Equity shares of Rs. 10/- each with voting rights	85,02,621	8,50,26,210	30,98,500	3,09,85,000
(c) Subscribed & fully paid up				
Equity shares of Rs. 10/- each with voting rights	85,02,621	8,50,26,210	30,98,500	3,09,85,000
<b>Total</b>	<b>85,02,621</b>	<b>8,50,26,210</b>	<b>30,98,500</b>	<b>3,09,85,000</b>

**Note : (i)**

**Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:**

	Opening balance	Fresh issue	Buy back	Closing balance
Equity shares with voting rights				
<b>Year ended 31 March 2018</b>				
- Number of equity shares	30,98,500	54,04,121	-	85,02,621
- Number of weighted equity shares (54,04,121 equity shares of Rs. 10/- each allotted on 27-02-2018)	30,98,500	4,88,592	-	35,87,092
Amount (Rs.)	3,09,85,000	5,40,41,210	-	8,50,26,210
<b>Year ended 31 March 2017</b>				
- Number of equity shares	30,98,500	-	-	30,98,500
Amount (Rs.)	3,09,85,000	-	-	3,09,85,000

**Note : (ii)**

Each equity share contains one and equal voting rights.

**Note: (iii)**

**Details of shares held by each shareholder holding more than 5% shares:**

Name of shareholder	As at 31 March 2018		As at 31 March 2017	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
D.M. International Private Limited	6,00,000	7.06%	6,00,000	19.36%
Sangeeta Pareekh	7,30,000	8.59%	-	-
Yash Pal Gupta	6,27,308	7.38%	-	-
Rekha Gupta	5,98,476	7.04%	-	-
Suman Gupta	5,78,969	6.81%	-	-
Saroj Gupta	6,00,923	7.07%	-	-
Rajesh Kumar (H.U.F.)	5,38,025	6.33%	-	-
Sanjay Kumar Singhal	-	-	3,00,000	9.68%
O.J. Financial Services Limited	-	-	7,49,500	24.19%
Tarsem Kumar Gupta	-	-	2,50,000	8.07%
Lalit Kumar Gupta	-	-	2,50,000	8.07%
<b>Total</b>	<b>42,73,701</b>	<b>50.26%</b>	<b>21,49,500</b>	<b>69.37%</b>

**Standalone Notes forming part of financial statements**

**Note 4: Reserve and surplus**

Particulars	As at 31 March 2018	Amount in Rupees
		As at 31 March 2017
<b>Share Premium Account</b>		
Share Premium	11,07,84,481	-
Special Reserve Fund (RBI)		
- At the beginning of the year	6,92,835	4,13,393
- Add: profit during the year	2,19,872	2,79,442
<b>At the end of the year (A)</b>	<b>11,16,97,188</b>	<b>6,92,835</b>
Surplus/(deficit) in Statement of Profit and Loss		
- At the beginning of the year	30,98,283	19,84,846
- Add: profit during the year	10,99,359	13,97,211
	41,97,642	33,82,057
Less: Adjustments during the year		
- Fund transferred to special reserve account	2,19,872	2,79,442
- Fund transferred to contingent provision against standard asset	55,466	4,332
	2,75,338	2,83,774
<b>At the end of the year (B)</b>	<b>39,22,304</b>	<b>30,98,283</b>
<b>Total (A+B)</b>	<b>11,56,19,492</b>	<b>37,91,118</b>

**Note:**

Special reserve account is created as prescribed by section 45-IC of the Reserve Bank of India Act, 1934, being 20% of the profits after taxes for the year.

**Note 5: Long-term provisions**

Particulars	As at 31 March 2018	As at 31 March 2017
Contingent provision against standard assets	1,43,466	88,000
<b>Total</b>	<b>1,43,466</b>	<b>88,000</b>

**Note 6: Trade payables**

Particulars	As at 31 March 2018	As at 31 March 2017
<b>Acceptance:</b>		
MSMED	-	-
	-	-
<b>Other than acceptance:</b>		
Professional charges payable	27,000	38,500
Audit fees payable	41,300	28,750
<b>Total</b>	<b>68,300</b>	<b>67,250</b>

**Note 7: Short-term provisions**

Particulars	As at 31 March 2018	As at 31 March 2017
Income tax payable	20,182	4,17,944
<b>Total</b>	<b>20,182</b>	<b>4,17,944</b>

**Note 8: Other current liabilities**

Particulars	As at 31 March 2018	As at 31 March 2017
<b>Sundry Creditors:</b>		
Akash Jaiswal	600	-
CRIF High Mark	5,900	-
MAS Services Limited	23,600	-
Shalu Singhal & Associates	9,440	-
Sunjeet Communications Pvt. Ltd.	63,567	-
<b>Loans and Advances:</b>		
Deepak Kumar Jain	1,07,478	-
<b>Payable to government authorities:</b>		
T.D.S. payable	12,930	32,003
<b>Total</b>	<b>2,23,515</b>	<b>32,003</b>

**Standalone Notes forming part of financial statements**

**Note 9: Tangible assets**

Amount in Rupees

Particulars	Useful Lives as stated in the Act (years)	Gross block				Accumulated depreciation				Net block	
		As at 1 April 2017	Additions during the year	Sold/ adjustments during the year	As at 31 March 2018	As at 1 April 2017	For the year	Deletions/ adjustments during the year	As at 31 March 2018	As at 31 March 2018	As at 31 March 2017
<b>Owned</b>											
Computer and printer	6 Years	1,33,885	-	-	1,33,885	82,263	20,649	-	1,02,912	30,973	51,622
Furniture and fixture	15 Years	29,366	-	-	29,366	29,272	17	-	29,289	77	94
Ownership rights of resorts	99 Years	71,250	-	-	71,250	15,833	720	-	16,553	54,697	55,417
<b>Total</b>		<b>2,34,501</b>	-	-	<b>2,34,501</b>	<b>1,27,368</b>	<b>21,386</b>	-	<b>1,48,754</b>	<b>85,747</b>	<b>1,07,133</b>
	Previous year	(1,99,541)	(34,960)	-	(2,34,501)	(29,251)	(45,608)	-	(1,27,368)	(1,07,133)	(1,17,781)

**Notes:**

- Depreciation on fixed assets is provided on W.D.V. method at the rates specified in Companies Act, 2013 and made adjustments according to it.
- Depreciation on addition of fixed assets is provided on pro rata basis from the date, the assets is ready to use.
- Useful life of Furniture & Fixture is 15 years instead of 10 years as prescribed in part C of Schedule-II of the Companies Act, 2013.
- Useful life of Computer & Printer is 6 years instead of 3 years as prescribed in part C of Schedule-II of the Companies Act, 2013.
- Depreciation on ownership rights of resorts is charged as per useful life of the asset i.e. 99 years. Depreciation is charged for 23 years.
- Figures in bracket pertain to previous year.

**Standalone Notes forming part of financial statements**

**Note 10: Other non-current assets**

Particulars	As at 31 March 2018	Amount in Rupees
		As at 31 March 2017
Income tax refundable (A.Y. 2017-2018)	6,231	-
Income tax refundable (A.Y. 2007-2008)	22,511	22,511
<b>Total</b>	<b>28,742</b>	<b>22,511</b>

**Note 10A: Non Current Investment**

Investment in Equity Share of Anmol Financial Services Limited (100%)	16,48,25,691	-
<b>Total</b>	<b>16,48,25,691</b>	<b>-</b>

**Note 11: Cash and cash equivalents**

Particulars	As at 31 March 2018	As at 31 March 2017
Cash in hand	63,014	56,662
Cash at bank		
HDFC Bank Limited	99,882	-
Kotak Mahindra Bank Limited	9,813	3,657
<b>Total</b>	<b>1,72,709</b>	<b>60,319</b>

**Note 12: Short-term loans and advances**

Particulars	As at 31 March 2018	As at 31 March 2017
Short-term loans and advances (Unsecured and considered good by the management)	3,16,59,300	3,04,12,093
<b>Total</b>	<b>3,16,59,300</b>	<b>3,04,12,093</b>

**Note 13: Other current assets**

Particulars	As at 31 March 2018	As at 31 March 2017
Accrued interest	42,07,251	47,87,971
<b>Total</b>	<b>42,07,251</b>	<b>47,87,971</b>

**Note 14: Revenue**

Particulars	For the year ended 31 March 2018	For the year ended 31 March 2017
Revenue from operations:		
Sale of shares	41,88,04,765	40,55,03,341
Dividend Received	3,650	-
Interest on loans and advances	42,82,435	41,21,468
<b>Total</b>	<b>42,30,90,850</b>	<b>40,96,24,809</b>

**Note 15: Purchase**

Particulars	For the year ended 31 March 2018	For the year ended 31 March 2017
Purchase of Script	41,88,05,310	40,56,28,864
<b>Total</b>	<b>41,88,05,310</b>	<b>40,56,28,864</b>

**Note 16: Employee benefit expense**

Particulars	For the year ended 31 March 2018	For the year ended 31 March 2017
Salary and wages	10,20,000	9,98,500
Staff welfare	10,225	10,045
<b>Total</b>	<b>10,30,225</b>	<b>10,08,545</b>

**Note 17: Finance cost**

Particulars	For the year ended 31 March 2018	For the year ended 31 March 2017
Interest paid	1,19,420	3,02,000
<b>Total</b>	<b>1,19,420</b>	<b>3,02,000</b>

**Standalone Notes forming part of financial statements**

**Note 18: Other expenses**

Particulars	For the year ended 31 March 2018	For the year ended 31 March 2017
Audit fees	52,800	40,250
Bank Charges	118	-
Computer maintainance	8,000	14,320
Conveyance expenses	11,350	9,750
Demat charges	859	613
Fee and subscription	23,808	23,213
Filing fees	32,400	6,600
Income tax demand (A.Y. 2015-2016)	-	400
Independent directors sitting fees	66,000	35,000
Interest paid on Income Tax	28,645	26,449
Listing fee for BSE Limited	2,87,500	2,29,000
Meeting expenses	6,160	2,660
Miscellaneous expenses	10,725	9,081
Newspaper and periodicals	3,319	795
Payment to RTA, NSDL and CDSL	57,250	56,230
Penalty of BSE Limited	-	11,450
Postage and stamps	21,924	23,838
Preferential Issue Fee for BSE Limited	2,12,400	-
Printing and stationery	48,395	43,785
Professional charges	1,12,895	39,000
Publication charges	94,789	24,673
Short and excess recovery	-	316
STT (Sale Delivery)	658	-
Website maintenance expenses	2,000	8,350
<b>Total</b>	<b>10,81,995</b>	<b>6,05,773</b>

**Note 18(a): Expenses for increase of share capital**

Particulars	For the year ended 31 March 2018	For the year ended 31 March 2017
Filing fee for Increase of Authorised Capital	4,39,677	-
Stamp Duty for Increase Authorised Capital	78,900	-
<b>Total</b>	<b>5,18,577</b>	<b>-</b>

Note: Payments to the auditors comprise:

- To statutory auditors

For audit

For audit	29,500	28,750
<b>Total</b>	<b>29,500</b>	<b>28,750</b>

## Standalone Notes forming part of financial statements

### Additional Disclosures forming part of financial statement

#### Note 19: Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

Particulars	As at 31 March 2018	As at 31 March 2017
(i) Principal amount remaining unpaid to any supplier as at the end of the accounting year	-	-
(ii) Interest due thereon remaining unpaid to any supplier as at the end of the accounting year	-	-
(iii) The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day	-	-
(iv) The amount of interest due and payable for the year	-	-
(v) The amount of interest accrued and remaining unpaid at the end of the accounting year	-	-
(vi) The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid	-	-

Note: Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

#### Note 20: Earning /expenditure in foreign exchange:

Particulars	For the year ended 31 March 2018	For the year ended 31 March 2017
Income in foreign currency	-	-
Expenditure in foreign currency	-	-
<b>Total (Net)</b>	<b>-</b>	<b>-</b>

#### Note 21: Defined benefit plans

The Company does not recognise its liability for 'Gratuity' and 'Leave encashment' on the basis as prescribed in AS-15 Employee Benefits. The company provides for the actual liability (if any) or recognises as expense when such Gratuity or Leave encashment is paid to the employee.

#### Note 22: Segment reporting

The disclosures on primary segment as required under Accounting Standard 17 on 'Segment Reporting' has not been provided as the Company has only a single reportable segment and exclusively operates in the business of "sale/purchase of shares". Further, disclosures in the secondary segment i.e., geographical segment, has not been provided as the company operates only in India.

**Standalone Notes forming part of financial statements**

**Note 23: Related party**

**(a) Details of related party**

Description of relationship	Related parties
(i) Key Management Personnel (KMP)	Mr. Surendra Kumar Jain Mr. Deepak Kumar Jain Mrs. Kavita Jain Mrs. Shallu Jain Mr. Atul Aggarwal Mr. Saurabh Madan Mr. Ram Pal Kasana
(ii) Entities in which KMP/Relatives of KMP can exercise	D.M. International Private Limited Asia Capital Limited Transcend Electronics Private Limited Competent Electronics Private Limited Rose Electronics Private Limited DMI Developers Private Limited Novelty Electricals Private Limited Sandal Auto Private Limited Posh Electronics Private Limited DMI Hotels Private Limited Ghungroo Electronics Private Limited DMI Thai Limited

**(b) Transactions with related parties made during the year:**

Particulars	Amount in Rupees			
	KMP	Relatives of KMP	Entities in which KMP/relatives of KMP can exercise significant influence	Total
<b>Receipts</b>				
Unsecured loans	57,35,000 (68,00,000)	- (-)	- -	57,35,000 (68,00,000)
Interest on unsecured loan	1,19,420 -	- (-)	- -	1,19,420 -
<b>Payments</b>				
Unsecured loans	57,35,000 (68,00,000)	- (-)	- -	57,35,000 (68,00,000)
Interest on unsecured loan	11,942 (3,02,000)	- (-)	- (-)	11,942 (3,02,000)
Remuneration/salary	- (64,500)	4,80,000 (4,80,000)	- (-)	4,80,000 (5,44,500)

Note: Figures in bracket pertain to previous year

Name of the related party:

1. Mr. Deepak Kumar Jain (PAN: AADPJ1309G), Director of the Company.

Payment of Rs. 1,19,420/- as interest on loan taken by the Company Rs. 57,35,000/- during the year.

2. Mrs. Nidhi Jain (PAN: AADPJ1303N), Chief Financial Officer of the Company

Wife of Shri Manoj Kumar Jain, Payment of Rs. 4,80,000/- as salary during the year.



Standalone Notes forming part of financial statements

Note 23: Related party

(c) Details of related parties balances outstanding as on 31 March 2018

Particulars	KMP	Relatives of KMP	Entities in which KMP/relatives of KMP can exercise significant influence	Total
Surendra Kumar Jain	- (32,003)	- (-)	- (-)	- (32,003)

Note 24: Earning per share

Particulars	For the year ended 31 March 2018	For the year ended 31 March 2017
Profit for the year (Rs.)	10,99,359	13,97,211
Weighted average number of equity shares (Nos.)	35,87,092	30,98,500
Par value per equity share (Rs.)	10	10
Earnings per equity share (Basic and diluted) (Rs.)	0.31	0.45

Note 25: Calculation of deferred tax

Particulars	For the year ended 31 March 2018	For the year ended 31 March 2017
<b>On account of depreciation</b>		
Depreciation as per Income Tax :	22,047	50,025
Depreciation as per Books	21,386	45,608
	<b>661</b>	<b>4,417</b>
<b>Deferred Tax Expense @ 25.75%</b>	<b>170</b>	<b>1,365</b>

As per Balance Sheet

Difference in book balances of companies act and income tax act:		
Net block as per Companies Act, 2013	85,747	1,07,133
WDV as per Income Tax Act, 1961	56,890	78,939
Preliminary expenses allowable as per Companies Act, 2013	7,30,977	-
Preliminary expenses allowable as per Income Tax Act, 1961	1,46,195	-
Deferred liability/(asset)	28,857	28,194
Deferred liability/(asset)	(5,84,782)	-
<b>Deferred tax asset @ 25.75%</b>	<b>(1,21,724)</b>	<b>8,712</b>

Note 26:

Being a Non banking finance company not accepting public deposits. Management of the company has confirmed the following:

- 1) The Board of Directors has passed a resolution for the non acceptance of any public deposit.
- 2) The company has complied with the prudential norms relating to income recognition, accounting standards, assets, classification, and provisioning for bad debts as applicable.
- 3) The Board has transferred an amount of Rs. 2,19,872/- for current year towards "Special Reserve Account " and the same has been shown under the head Special Reserve Account under Note No. 4 of Reserve and Surplus, as per the requirement under section 45-IC of the Reserve Bank of India Act, 1934. i.e. 20% of Profit after Tax.
- 4) As per the prudential norms on Income Recognition, Asset Classification with reference to Master Circular No. DNBR (PD) CC.No.043/03.10.119/2015-16 dated July 1, 2015. The Board has transferred an amount of Rs. 55,466/- towards "Contingent provision against Standard Assets" i.e. 0.40% of standard assets.

**Standalone Notes forming part of financial statements**

**Note 27: Schedule to the Balance Sheet of a non-deposit Non-Banking Financial Company**

(as required in terms of paragraph 13 of Non-Banking Financial (Non-deposit Accepting or holding)

Companies Prudential Norms (Reserve Bank) Directions, 2007

Particulars	As on 31 March 2018	As on 31 March 2018
<b>Liabilities:</b>		
<b>1</b>	<b>Loans and advances availed by the NBFCs inclusive of interest accrued thereon but not paid:</b>	<b>Outstanding amount</b>
		<b>Overdue amount</b>
	Debentures:	
	Secured	-
	Unsecured	-
	(Other than falling within the meaning of public deposits*)	-
	Deferred Credits	-
	Term Loans	-
	Inter-corporate loans and borrowing	-
	Commercial paper	-
	Other Loans (Specify nature) Unsecured Loan	-
<b>Assets:</b>		
<b>2</b>	<b>Break-up of loans and advances including bills receivables (other than those included in (4) below):</b>	
	Secured	-
	Unsecured short-term loans and advances	3,16,59,300
	Accrued interest	42,07,251
		3,58,66,551
<b>3</b>	<b>Break-up of Leased Assets and stock on hire and other assets counting towards AFC activities</b>	
	Lease Assets including lease rentals under Sundry debtors	
	Financial lease	-
	Operating lease	-
	Stock on hire including hire charges under Sundry debtors	-
	Assets on hire	-
	Repossessed Assets	-
	Other loans counting towards AFC activities	-
	Loans where assets have been repossessed	-
	Loans other than (a) above	-
<b>4</b>	<b>Break-up of Investments:</b>	
	<b>Current Investment:</b>	
	<b>Quoted:</b>	
	Shares	
	Equity	-
	Preference	-
	Debentures and Bonds	-
	Units of mutual funds	-
	Government Securities	-
	Other (please specify)	-
	<b>Unquoted:</b>	
	Shares	
	Equity	-
	Preference	-
	Debentures and Bonds	-
	Units of mutual funds	-
	Government Securities	-
	Other (please specify)	-

Standalone Notes forming part of financial statements

**Note 27: Schedule to the Balance Sheet of a non-deposit Non-Banking Financial Company**  
(as required in terms of paragraph 13 of Non-Banking Financial (Non-deposit Accepting or holding) Companies Prudential Norms (Reserve Bank) Directions, 2007

Particulars	As on 31 March 2018	As on 31 March 2018	
<b>Assets:</b>			
<b>4 Break-up of Investments:</b>			
<b>Long Term Investment:</b>			
<b>Quoted:</b>			
Shares		-	
Equity		-	
Preference		-	
Debentures and Bonds		-	
Units of mutual funds		-	
Government Securities		-	
Other (please specify)		-	
<b>Unquoted:</b>			
Shares		-	
Equity		-	
Preference		-	
Debentures and Bonds		-	
Units of mutual funds		-	
Government Securities		-	
Other (please specify)		-	
<b>5 Borrower group-wise classification of assets financed as in (2) and (3) above</b>			
<b>Category</b>	<b>Amount net of provisions</b>		
<b>Other Parties**</b>	<b>Secured</b>	<b>Unsecured</b>	<b>Provision</b>
<b>Total</b>			<b>Total</b>
Subsidiaries	-	-	-
Companies in the same group	-	-	-
Unsecured short-term loans and advances	-	3,16,59,300	-
Accrued interest	-	42,07,251	-
<b>Total</b>	<b>-</b>	<b>3,58,66,551</b>	<b>-</b>
<b>6 Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted):</b>			
<b>Category</b>	<b>Market Value</b>		<b>Book Value</b>
<b>Related Parties**</b>	<b>Break up or fair Value or NAV</b>		<b>(Net of provisions)</b>
Subsidiaries	-	-	-
Companies in the same group	-	-	-
Other related parties	-	-	-
Other than related parties	-	-	33.88
<b>Total</b>	<b>-</b>	<b>-</b>	<b>33.88</b>
<b>7 Other informations:</b>			
<b>Particulars</b>	<b>Amount</b>		
Gross Non-Performing Assets			
Related parties		-	
Other than related parties		-	
Net Non-Performing Assets			
Related parties		-	
Other than related parties		-	
Assets acquired in satisfaction of debt		-	

**Notes:**

- Provisioning norms shall be applicable as prescribed in the Non-Banking Financial (Non-Deposit Accepting or holding) Companies Prudential Norms (Reserve Bank ) Direction, 2007.

All Accounting Standards and Guidance Notes issued by ICAI are applicable including for valuation of investments and other assets acquired in satisfaction of debt. However, market value in respect of quoted investments and break up/fair value/NAV in respect of Unquoted investments should be disclosed irrespective of whether they are classified as long term or current (4) above.

**Standalone Notes forming part of financial statements**

**Note 28: Calculation of financial & non-financial assets**

Particulars	As on 31 March 2018	% of total assets as on 31 March 2018
<b>Financial</b>		
Assets		
Stock in hand	16,48,25,691	82.01%
Short-term loans and advances	3,16,59,300	15.75%
Accrued interest	42,07,251	2.09%
<b>Total (A)</b>	<b>20,06,92,242</b>	<b>99.86%</b>
<b>Non-Financial</b>		
Assets		
Cash and cash equivalents	1,72,709	0.09%
Fixed assets	85,747	0.04%
T.D.S. refund	28,742	0.01%
<b>Total (B)</b>	<b>2,87,199</b>	<b>0.14%</b>
<b>Total (A+B)</b>	<b>20,09,79,441</b>	<b>100.00%</b>

**Note 29: Calculation of financial and non-financial income:**

Particulars	As on 31 March 2018	% of total income as on 31 March 2018
<b>Financial</b>		
Income		
Interest on loan	42,82,435	100%
<b>Total (A)</b>	<b>42,82,435</b>	<b>100%</b>
<b>Non-financial</b>		
Income		
Sale of shares	-	-
<b>Total (B)</b>	<b>-</b>	<b>-</b>
<b>Total (A+B)</b>	<b>42,82,435</b>	<b>100%</b>

**Note 30:**

In the opinion of the Board the value of Current assets, Loans & advances, if realized in the ordinary courses of business, shall not be less than the amount at which the same are stated in the Balance Sheet. Confirmation of balances have not been received from debtors, creditors, loans and advances given through request was sent to major parties and therefore balances are as per books of accounts only.

**Note 31: Grouping and classification**

Figures of the previous year have been rearranged wherever necessary to them comparable with the current year's classification.

For and on behalf of the Board of Directors  
**Akashdeep Metal Industries Limited**

Rajesh Gupta  
(Managing Director)

Yash Pal Gupta  
(Non-Executive Director)

Place: Delhi  
Date: 30 May 2018

Rajiv Tandon  
(Chief Financial Officer)

Ankit  
(Company Secretary)

## **Independent Auditor's Report**

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### **To the Members of Akashdeep Metal Industries Limited**

#### **Report on the Consolidated Financial Statements**

We have audited the accompanying financial statements of Akashdeep Metal Industries Limited ('the Company'), which comprise the balance sheet as at 31 March, 2018, the statement of profit and loss for the year then ended, and a summary of significant accounting policies and other explanatory information.

#### **Management's Responsibility for the Consolidated Financial Statements**

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

#### **Auditor's Responsibility**

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

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

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

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

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

#### **Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2018 and its profit and loss its cash flows for the year ended on that date.

## **Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure A, a statement on the matters specified in the paragraph 3 and 4 of the order.
2. As required by Section 143 (3) of the Act, we report that:
  - (a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - (b) in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
  - (c) the balance sheet, the statement of profit and loss and the dealt with by this Report are in agreement with the books of account;
  - (d) in our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
  - (e) on the basis of the written representations received from the directors as on 31 March, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on 31 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 information and according to the explanations given to us:
    - i. the Company has no pending litigations which have effect on its financial position in its financial statements;
    - ii. the company is not required to made provision, under any law or accounting standards, for material foreseeable losses, as the company has not incurred any losses in long term contracts including derivative contracts;
    - iii. There has been no such amount which is required to be transferred, to the Investor Education and Protection Fund by the Company.

### **For Prakash & Santosh**

Chartered Accountants  
F.R.No. 000454C

### **Vikas Deep**

(Partner)  
M.No.: 077343

Date: 30 May, 2018

Place: Delhi

## **Annexure - A to the Auditors' Report**

The Annexure referred to in Independent Auditors' Report to the members of the Company on the financial statements for the year ended 31 March, 2018, we report that:

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets
- (b) The Company has a regular programme of physical verification of its fixed assets by which fixed assets are verified in a phased manner over a period of three years. In accordance with this programme, certain fixed assets were verified during the year and no material discrepancies were noticed on such verification. In our opinion, this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.
- (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 deed of immovable property is held in the name of the Company.
- (ii) (a) The management has conducted physical verification of inventory at reasonable intervals during the year.
- (b) The procedures of physical verification on inventory followed by the management are reasonable and adequate in relation to the size of the company and the nature of its business
- (c) The Company is maintaining proper reports of inventory. Discrepancies noted on physical verification of inventories were not material and have been properly dealt with in the book of account.
- (iii) As per the information furnished, the Company has not granted any loan, secured or unsecured, to/ companies, firms or other parties covered in the register maintained u/s 189 of the Companies Act, 2013. Accordingly, clauses III (a), III (b), of paragraph 3 of the order are not applicable to the Company for the current year.
- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made except during this year company has purchased hundred percent shares of Anmol Financial Services Limited.
- (v) During the year, the company has not accepted public deposits. In our opinion and according to the information and explanations given to us, directives issued by the Reserve Bank of India and the provisions of sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the rules framed there under, to the extent applicable, have been complied with.
- (vi) As per the Central Government the prescribed maintenance of cost records under section 148(1) of the Act, for any of the services rendered by the Company is not applicable on the Company.
- (vii) (a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including income-tax, sales tax, value added tax, service tax, cess and other material statutory dues have been regularly deposited during the year by the Company with the appropriate authorities. As explained to us, the Company did not have any dues on account of employees' state insurance, duty of excise, provident fund and duty of customs.  
According to the information and explanations given to us, no undisputed amounts payable in

respect of provident fund, income tax, sales tax, value added tax, duty of customs, service tax, cess and other material statutory dues were in arrears as at 31<sup>st</sup> March 2018 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, there are no material dues of income tax, sales tax, duty of excise, service tax and value added tax have not been deposited by the Company on account of disputes.

- (viii) The Company does not have any loans or borrowings from any financial institution, banks, government or debenture holders during the year. Accordingly, paragraph 3(viii) of the Order is not applicable.
- (ix) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3 (ix) of the Order is not applicable.
- (x) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- (xi) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid/provided any managerial remuneration within the limit as per section 197 of Companies Act, 2013.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- (xiii) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (xvi) The Company is registered under section 45-IA of the Reserve Bank of India Act 1934 vide certificate no. B-14.00270 dated 4 March, 1998 by the Regional Office, Delhi of Reserve Bank of India.

For **Prakash & Santosh**  
Chartered Accountants  
F.R.No. 000454C

**Vikas Deep**  
(Partner)  
M.No.: 077343

Date: 30 May, 2018  
Place: Delhi



## **Annexure - B to the Auditors' Report**

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

We have audited the internal financial controls over financial reporting of Akashdeep Metal Industries Limited ("the Company") as of 31 March, 2018 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

#### **Management's Responsibility for Internal Financial Controls**

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ('ICAI'). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **Auditors' Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

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

#### **Meaning of Internal Financial Controls over Financial Reporting**

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

(1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

### **Inherent Limitations of Internal Financial Controls Over Financial Reporting**

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

### **Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting the company is in the process of establishing internal financial controls over financial reporting as at 31 March, 2018, based on 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. Because of this reason, I am unable to obtain sufficient appropriate audit evidence to provide a basis for my opinion whether the company had adequate internal financial controls system over financial reporting.

For **Prakash & Santosh**  
Chartered Accountants  
F.R.No. 000454C

**Vikas Deep**  
(Partner)  
M.No.: 077343

Date: 30 May, 2018  
Place: Delhi

**Consolidated Balance Sheet as at 31 March 2018**

Amount in Rupees

Particulars	Notes	As at 31 March 2018
<b>EQUITY AND LIABILITIES:</b>		
<b>Shareholders' funds</b>		
Share capital	3	8,50,26,210
Reserve and surplus	4	14,61,23,969
		<u>23,11,50,179</u>
<b>Non-current liabilities</b>		
Long-term provisions	6	9,57,569
Long-term borrowings	5A	5,97,91,189
Deferred Tax liabilities	32	5,57,913
		<u>6,13,06,671</u>
<b>Current liabilities</b>		
Short-term borrowings	5B	1,49,52,543
Trade payables	7	3,37,431
Short-term provisions	8	66,88,418
Other current liabilities	9	3,50,70,781
		<u>5,70,49,172</u>
	<b>Total</b>	<b><u>34,95,06,022</u></b>
<b>ASSETS</b>		
<b>Non-current assets</b>		
Fixed assets		
-Tangible assets	10	3,34,80,984
Non Current Investment	11	3,98,84,039
Other non-current assets	12	28,742
Receivables under Finance Activity	13A	3,97,05,192
Long Term Loans and Advances	14	1,80,76,652
		<u>13,11,75,609</u>
<b>Current assets</b>		
Receivables under Finance Activity	13B	17,15,47,912
Cash and cash equivalents	15	33,58,387
Short-term loans and advances	16	3,16,59,300
Other current assets	17	1,17,64,814
		<u>21,83,30,413</u>
	<b>Total</b>	<b><u>34,95,06,022</u></b>

**See accompanying notes forming part of the financial statements**

**1-34**

In terms of our report attached  
For **PRAKASH & SANTOSH**  
Chartered Accountants  
F.R.N.: 000454C

Rajesh Gupta  
(Managing Director)

Yash Pal Gupta  
(Non-Executive Director)

Vikas Deep  
Partner  
M.No.: 077343

Rajiv Tandon  
(Chief Financial Officer)

Ankit  
(Company Secretary)

Place: Delhi  
Date: 30 May 2018

**Consolidated Statement of Profit and Loss for the year ended 31 March 2018**

Amount in Rupees

Particulars	Notes	For the year ended 31 March 2018
<b>Revenue:</b>		
Revenue from operations	18	45,94,50,661
Other Income	19	1,06,55,095
<b>Total revenue</b>		<b>47,01,05,756</b>
<b>Expenses:</b>		
Purchase	20	41,88,05,310
Employee benefit expenses	21	32,25,730
Finance cost	22	1,38,78,471
Depreciation	10	10,30,466
Other expenses	23	1,27,33,528
Provisions, Loan Losses & Other Charges	24	(2,36,514)
Expenses for increase in authorised capital	23A	5,18,577
<b>Total expenses</b>		<b>44,99,55,568</b>
<b>Profit/loss before tax</b>		<b>2,01,50,188</b>
Tax expenses:		
Current tax		54,69,019
Deferred tax		11,02,999
<b>Profit/loss after tax</b>		<b>1,35,78,170</b>
<b>Capital Profit</b>		<b>1,22,13,740</b>
<b>Transfer to Balance Sheet</b>		<b>13,64,430</b>
Earning per equity shares (basic and diluted)	31	3.79

**See accompanying notes forming part of the financial statements**

**1-34**

In terms of our report attached  
For **PRAKASH & SANTOSH**  
Chartered Accountants  
F.R.N.: 000454C

Rajesh Gupta  
(Managing Director)

Yash Pal Gupta  
(Non-Executive Director)

Vikas Deep  
Partner  
M.No.: 077343

Rajiv Tandon  
(Chief Financial Officer)

Ankit  
(Company Secretary)

Place: Delhi  
Date: 30 May 2018

## Consolidated Notes forming part of financial statements

Notes	Particulars
1	<p><b>Corporate Overview</b></p> <p>Akashdeep Metal Industries Limited is a Limited Company domiciled in India and incorporated under the provisions of the companies act, 1956. The Company is a registered NBFC with RBI.</p>
2	<p><b>Significant Accounting Policies</b></p>
2.1	<p><b>Basis of Preparation of Financial Statements</b></p> <p>The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the Companies Act, 2013 ("the 2013 Act")/Companies Act, 1956 ("the 1956 Act"), as applicable. The financial statements have been prepared on an accrual basis under the historical cost convention.</p> <p>The accounting policies adopted in the preparation of financial statements are consistent with those of previous year.</p>
2.2	<p><b>Use of estimates</b></p> <p>The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known/materialise.</p>
2.3	<p><b>Inventories</b></p> <p>Inventories are valued at the lower of cost (e.g. on FIFO/weighted average basis) and the net realisable value after providing for obsolescence and other losses, where considered necessary. Cost includes all charges in bringing the goods to the point of sale, including STT, Cess and other levies.</p>
2.4	<p><b>Cash and cash equivalents (for purposes of Cash Flow Statement)</b></p> <p>Cash comprises cash on hand and demand deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.</p>
2.5	<p><b>Deprication on Tangible Fixed Assets</b></p> <p>Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value. Depreciation on tangible fixed assets has been provided on the written down value method as per the useful life prescribed in Schedule II to the Companies Act, 2013.</p> <p>The estimated useful life of the intangible assets and the amortisation period are reviewed at the end of each financial year and the amortisation period is revised to reflect the changed pattern, if any.</p>

## Consolidated Notes forming part of financial statements

Notes	Particulars
2.6	<p><b>Revenue Recognition</b> Revenue is recognized to the extent that it is probability that the economic benefits will flow to the company and the revenue can be reliably measured. The Following specific criteria must also be met before revenue is recognized.</p> <p><b>a Sale/Purchase of Shares</b> Shares Purchases/Sales has been taken on absolute basis.</p> <p><b>b Other Income</b> Dividend income is accounted for when the right to receive is established.</p> <p><b>c Interest</b> Interest income is recognized as applicable rate, on a time proportion basis on principal amount only, taking into account and the same interest accrued amount is due as and when paid by the party. Interest income is included under the head "Revenue from operations" in the Statement of Profit and Loss.</p> <p><b>d Dividend</b> Dividend Income is recognized when the company's right to receive dividend is established by the reporting date.</p>
2.7	<p><b>Accounting for forward contracts</b> Premium/discount on forward exchange contracts, which are not intended for trading or speculation purposes, are amortised over the period of the contracts if such contracts relate to monetary items as at the balance sheet date. Any profit or loss arising on cancellation or renewal of such a forward exchange contract is recognised as income or as expense in the period in which such cancellation or renewal is made.</p>
2.8	<p><b>Investments</b> Long-term investments (excluding investment properties), are carried individually at cost less provision for diminution, other than temporary, in the value of such investments. Current investments are carried individually, at the lower of cost and fair value. Cost of investments include acquisition charges such as brokerage, fees and duties.</p>
2.9	<p><b>Employee benefits</b> Employee benefits include provident fund, superannuation fund, employee state insurance scheme, gratuity fund, compensated absences, long service awards and post-employment medical benefits. Retirement benefits are accounted for as and when paid.</p>
2.10	<p><b>Segment reporting</b> The Company identifies primary segments based on the dominant source, nature of risks and returns and the internal organisation and management structure. The operating segments are the segments for which separate financial information is available and for which operating profit/loss amounts are evaluated regularly by the executive Management in deciding how to allocate resources and in assessing performance.</p> <p>The accounting policies adopted for segment reporting are in line with the accounting policies of the Company. Segment revenue, segment expenses, segment assets and segment liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment.</p> <p>Inter-segment revenue is accounted on the basis of transactions which are primarily determined based on market / fair value factors.</p> <p>Revenue, expenses, assets and liabilities which relate to the Company as a whole and are not allocable to segments on reasonable basis have been included under "unallocated revenue/expenses/assets/liabilities".</p>
2.11	<p><b>Leases</b> Lease arrangements where the risks and rewards incidental to ownership of an asset substantially vest with the lessor are recognised as operating leases. Lease rentals under operating leases are recognised in the Statement of Profit and Loss on a straight-line basis over the lease term.</p>
2.12	<p><b>Earning Per Shares</b> Basic earnings per share is computed by dividing the profit/(loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year.</p>

**Consolidated Notes forming part of financial statements**

Notes	Particulars										
<b>2.13</b>	<p><b>Income Taxes</b></p> <p>Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the applicable tax rates and the provisions of the Income Tax Act, 1961 and other applicable tax laws.</p> <p>Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognised as an asset in the Balance Sheet when it is highly probable that future economic benefit associated with it will flow to the Company.</p> <p>Deferred tax is recognised on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted as at the reporting date. Current and deferred tax relating to items directly recognised in reserves are recognised in reserves and not in the Statement of Profit and Loss.</p> <p>Deferred Tax Assets and Deferred Tax Liabilities are offset, if a legally enforceable right exists to set off current tax assets against current liabilities and the deferred tax assets and deferred tax liabilities relate to the same taxable entity and the same taxation authority.</p>										
<b>2.14</b>	<p><b>Provisions &amp; Contingencies</b></p> <p><u>Contingent Liabilities:</u></p> <p>A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non occurrence of one or more uncertain future events beyond the control of the company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The company does not recognize any contingent liability but discloses its existence in the financial statements.</p> <p><u>Provisions:</u></p> <p>(a) As per the prudential norms on Income Recognition, Asset Classification with reference to Master Circular No. DNBR (PD) CC.No.043/03.10.119/2015-16 dated July 1, 2015. The Board has transferred 0.25% of standard assets (Total of Loans &amp; Advances given) in "Contingent provision against Standard Assets".</p> <p>(b) As per the requirement of sec. 45-IC of the Reserve Bank of India Act, 1934, the Board of Directors has created a Special Reserve Account to transfer 20% of the net profit of the year.</p>										
<b>2.15</b>	<p><b>Operating cycle</b></p> <p>All assets and liabilities have been classified as current or non current as per company's normal operating cycle another criteria as set out in schedule-III to the nature of the services and their realization in cash and cash equivalents, the company has ascertained its operating cycle as twelve months for the purpose of current and non current classification of assets and liabilities.</p>										
<b>2.16</b>	<p><b>Principles of consolidation</b></p> <p>The consolidated financial statements relate to the Company and its Subsidiary company. The consolidated financial statements have been prepared on the following basis:</p> <p>i) In respect of Subsidiary companies, the financial statements have been consolidated on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after fully eliminating intra-group balances and unrealised profits/losses on intra-group transactions as per Accounting Standard - AS 21 "Consolidated Financial Statements".</p> <p>ii) The excess of cost to the Company of its investment in the Subsidiary entity is recognized in the financial statements as Goodwill, which is tested for impairment on every balance sheet date. The excess of Company's share of equity and reserves of such entities over the cost of acquisition is treated as Capital Reserve.</p> <p>iii) The consolidated financial statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented to the extent possible, in the same manner as the Company's separate financial statements.</p> <p>iv) The Consolidated Financial Statements include the results of the following entities:</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: center;">Sl. No.</th> <th style="text-align: center;">Name of the Company</th> <th style="text-align: center;">Country of Incorporation</th> <th style="text-align: center;">Relationship</th> <th style="text-align: center;">Ownership</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">1</td> <td>Anmol Financial Services Limited</td> <td style="text-align: center;">India</td> <td style="text-align: center;">Subsidiary</td> <td style="text-align: center;">100%</td> </tr> </tbody> </table>	Sl. No.	Name of the Company	Country of Incorporation	Relationship	Ownership	1	Anmol Financial Services Limited	India	Subsidiary	100%
Sl. No.	Name of the Company	Country of Incorporation	Relationship	Ownership							
1	Anmol Financial Services Limited	India	Subsidiary	100%							

## Consolidated Notes forming part of financial statements

### Note 3: Share capital

Particulars	Amount in Rupees	
	As at 31 March 2018	
	Number	Amount
(a) Authorised Equity shares of Rs. 10/- each with voting rights	85,10,000	8,51,00,000
(b) Issued Equity shares of Rs. 10/- each with voting rights	85,02,621	8,50,26,210
(c) Subscribed & fully paid up Equity shares of Rs. 10/- each with voting rights	85,02,621	8,50,26,210
<b>Total</b>	<b>85,02,621</b>	<b>8,50,26,210</b>

#### Note : (i)

#### Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:

	Opening balance	Fresh issue
Equity shares with voting rights <b>Year ended 31 March 2018</b>		
- Number of equity shares	30,98,500	54,04,121
- Number of weighted equity shares (54,04,121 equity shares of Rs. 10/- each allotted on 27-02-2018)	30,98,500	35,87,092
Amount (Rs.)	3,09,85,000	5,40,41,210

#### Note : (ii)

Each equity share contains one and equal voting rights.

#### Note: (iii)

#### Details of shares held by each shareholder holding more than 5% shares:

Name of shareholder	As at 31 March 2018	
	Number of shares held	% holding in that class of shares
	D.M. International Private Limited	6,00,000
Sangeeta Pareekh	7,30,000	8.59%
Yash Pal Gupta	6,27,308	7.38%
Rekha Gupta	5,98,476	7.04%
Suman Gupta	5,78,969	6.81%
Saroj Gupta	6,00,923	7.07%
Rajesh Kumar (H.U.F.)	5,38,025	6.33%
<b>Total</b>	<b>42,73,701</b>	<b>50.26%</b>



## Consolidated Notes forming part of financial statements

### Note 4: Reserve and surplus

	Amount in Rupees
Particulars	As at 31 March 2018
<b>Share Premium Account</b>	
Share Premium	11,07,84,481
Special Reserve Fund (RBI)	
- At the beginning of the year	6,92,835
- Add: profit during the year	2,19,872
<b>At the end of the year (A)</b>	<b>11,16,97,188</b>
<b>Capital Reserve</b>	
- At the beginning of the year	
- Add: Created during the year	<b>3,05,27,691</b>
Surplus/(deficit) in Statement of Profit and Loss	
- At the beginning of the year	30,98,283
- Add: profit during the year	13,64,430
	44,62,713
Less: Adjustments during the year	
- Fund transferred to special reserve account	2,19,872
- Fund transferred to contingent provision against standard asset	3,43,752
	5,63,624
<b>At the end of the year (B)</b>	<b>38,99,089</b>
<b>Total (A+B)</b>	<b>14,61,23,969</b>

#### Note:

Special reserve account is created as prescribed by section 45-IC of the Reserve Bank of India Act, 1934, being 20% of the profits after taxes for the year.

### Note 5A : Long Term Borrowings

Particulars	As at 31 March 2018
<b>Unsecured</b>	
Loan from Director & Relatives	5,00,73,528
Interest Accrued on Loan from Director & Relatives	96,67,021
Secured - Term Loan from Bank	
Loan - Ciaz	50,640
Total	<b>5,97,91,189</b>

### Note 5B : Short Term Borrowings

Particulars	As at 31 March 2018
Kotak Mahindra Bank Limited O/D	1,49,52,543
Total	<b>1,49,52,543</b>

(Secured against hypothecation of bank debts and personal guarantee and mortgage of House Property 25, Hargobind Enclave, Delhi-110 092 of director Mr. Rajesh Kumar & Praveen Gupta)

## Consolidated Notes forming part of financial statements

### Note 6: Long-term provisions

Particulars	As at 31 March 2018
Contingent provision against standard assets	2,38,262
Provision for Gratuity	7,19,307
<b>Total</b>	<b>9,57,569</b>

### Note 7: Trade payables

Particulars	As at 31 March 2018
<b>Acceptance:</b>	
MSMED	-
	-
<b>Other than acceptance:</b>	
Professional charges payable	41,876
Audit fees payable	2,95,555
<b>Total</b>	<b>3,37,431</b>

### Note 8: Short-term provisions

Particulars	As at 31 March 2018
Income tax payable	49,44,187
Provision for Standard Assets	4,09,569
Provision for Non Performing Assets	13,34,662
<b>Total</b>	<b>66,88,418</b>

### Note 9: Other current liabilities

Particulars	As at 31 March 2018
<b>Current Maturity of Secured Borrowings</b>	
<b>SECURED</b>	
<b>Term Loan from Bank</b>	
Loan - Ciaz	2,87,376
<b>Sundry Creditors:</b>	
Akash Jaiswal	600
CRIF High Mark	5,900
MAS Services Limited	23,600
Shalu Singhal & Associates	9,440
Sunjeet Communications Pvt. Ltd.	63,567
Others Payables	45,94,866
<b>Loans and Advances:</b>	
Deepak Kumar Jain	1,07,478
Loan from Director & Relatives	1,77,87,742
Invest Care Real Estate Growth LLP	46,00,000
<b>Interest Accrued But Not Due</b>	
Interest Accrued on Loan from Director & Relatives	66,46,011
Interest Accrued but not due to Bank	2,105
<b>Payable to Government Authorities:</b>	
T.D.S. payable	9,42,096
<b>Total</b>	<b>3,50,70,781</b>

Consolidated Notes forming part of financial statements

Note 10: Tangible assets

Amount in Rupees

Particulars	Useful Lives as stated in the Act (years)	Gross block				Accumulated Depreciation				Net block
		As at 1 April 2017	Additions during the year	Sold/ adjustments during the year	As at 31 March 2018	As at 1 April 2017	For the year	Deletions/ adjustments during the year	As at 31 March 2018	As at 31 March 2018
<b>Owned</b>										
Computer and printer	6 Years	4,62,416	-	-	4,62,416	3,86,161	30,897	-	4,17,058	45,358
Furniture and fixture	15 Years	29,366	-	-	29,366	29,272	17	-	29,289	77
Land	-	3,08,70,887	-	-	3,08,70,887	-	-	-	-	3,08,70,887
Scooter	8 Years	2,42,949	-	-	2,42,949	2,01,291	8,998	-	2,10,289	32,660
Car	8 Years	1,00,91,461	-	-	1,00,91,461	66,27,832	9,88,272	-	76,16,104	24,75,357
Office Equipments	5 Years	34,125	-	-	34,125	32,423	839	-	33,262	863
Air Conditioner	5 Years	20,000	-	-	20,000	18,192	723	-	18,915	1,085
Ownership rights of resorts	99 Years	71,250	-	-	71,250	15,833	720	-	16,553	54,697
<b>Total</b>		<b>4,18,22,454</b>	<b>-</b>	<b>-</b>	<b>4,18,22,454</b>	<b>73,11,004</b>	<b>10,30,466</b>	<b>-</b>	<b>83,41,470</b>	<b>3,34,80,984</b>

Notes:

- Depreciation on fixed assets is provided on W.D.V. method at the rates specified in Companies Act, 2013 and made adjustments according to it.
- Depreciation on addition of fixed assets is provided on pro rata basis from the date, the assets is ready to use.
- Useful life of Furniture & Fixture is 15 years instead of 10 years as prescribed in part C of Schedule-II of the Companies Act, 2013.
- Useful life of Computer & Printer is 6 years instead of 3 years as prescribed in part C of Schedule-II of the Companies Act, 2013.
- Depreciation on ownership rights of resorts is charged as per useful life of the asset i.e. 99 years. Depreciation is charged for 23 years.
- Figures in bracket pertain to previous year.

**Consolidated Notes forming part of financial statements**

Amount in Rupees

**Note 11: Non Current Investment**

Particulars	As at 31 March 2018
<b>Investment in Equity Shares (Quoted)</b>	
Reliance Power Limited (1,300 Shares @ Rs. 61.55) (Market Value as on 31-03-2018 @ Rs. 36.15 - Rs 46,995/-)	80,015
<b>Investment in Mutual Fund (Quoted)</b>	
3,40,703.89 units @ Rs. 17.61 (Market Value as on 31-03-2018 @ Rs. 18.8476 - Rs. 64,21,451/-)	60,00,000
4,66,603.95 units @ Rs. 30.6556 (Market Value as on 31-03-2018 @ Rs. 32.6356 - Rs. 1,52,27,902/-)	1,43,04,024
<b>Equity Based Fund</b>	
12,157.02 units @ Rs. 164.516 (Market Value as on 31-03-2018 @ 208.0003 Rs. 25,28,664/-)	20,00,000
1,02,628.10 units @ Rs. 48.72 (Market Value as on 31-03-2018 @ 45.9562 Rs. 47,16,397/-)	50,00,000
54,399.62 units @ Rs. 45.96 (Market Value as on 31-03-2018 @ 45.96 Rs. 25,00,000/-)	25,00,000
99,800.40 units @ Rs. 25.05 (Market Value as on 31-03-2018 @ 25.15 Rs. 25,09,980/-)	25,00,000
2,01,126.31 units @ Rs. 24.86 (Market Value as on 31-03-2018 @ 25.15 Rs. 50,58,327/-)	50,00,000
11,600.869 units @ Rs. 215.50 (Market Value as on 31-03-2018 @ 208.0003 Rs. 24,12,984/-)	25,00,000
<b>Total</b>	<b><u><u>3,98,84,039</u></u></b>

**Note 12: Other non-current assets**

Particulars	As at 31 March 2018
Income tax refundable (A.Y. 2017-2018)	6,231
Income tax refundable (A.Y. 2007-2008)	22,511
<b>Total</b>	<b><u><u>28,742</u></u></b>

**Note 13: Receivables under Finance Activity**

Particulars	As at 31 March 2018
<b>13A: Non Current</b>	
<b>Secured</b>	
Hypothecation Stock	5,32,57,400
Less: Unmatured Finance Charges	1,35,52,208
<b>Total</b>	<b><u><u>3,97,05,192</u></u></b>
<b>13B: Current</b>	
<b>Secured</b>	
Hypothecation Stock	7,99,21,568
Less: Unmatured Finance Charges	1,96,33,986
<b>Total</b>	<b><u><u>6,02,87,582</u></u></b>
<b>Unsecured Loans</b>	
<b>Total</b>	<b><u><u>11,12,60,330</u></u></b>
<b>Total</b>	<b><u><u>17,15,47,912</u></u></b>

**Consolidated Notes forming part of financial statements**

Amount in Rupees

**Note 14: Loans and Advances****Long Term Loans and Advances**

<b>Particulars</b>	<b>As at 31 March 2018</b>
<b>Capital Advances</b>	
Property Application	1,78,10,209
<b>Other Advances</b>	
Share India (Shares) A/c	37
India Infoline Finance Limited	2,46,235
<b>Security Deposits</b>	
Electricity Security-BSES	18,000
Telephone Security	2,171
<b>Total</b>	<b>1,80,76,652</b>

**Note 15: Cash and cash equivalents**

<b>Particulars</b>	<b>As at 31 March 2018</b>
Cash in hand	73,834
Petty Cash	8,884
HDFC Bank Limited	99,882
Bank Balance in C/A	31,15,750
Kotak Mahindra Bank Limited (Escrow A/c)	50,124
HDFC Bank IIFL	100
Kotak Mahindra Bank Limited	9,813
<b>Total</b>	<b>33,58,387</b>

**Note 16: Short-term loans and advances**

<b>Particulars</b>	<b>As at 31 March 2018</b>
Short-term loans and advances (Unsecured and considered good by the management)	3,16,59,300
<b>Total</b>	<b>3,16,59,300</b>

**Note 17: Other current assets**

<b>Particulars</b>	<b>As at 31 March 2018</b>
Accrued interest	42,07,251
Advance Tax	57,66,242
Prepaid Insurance	86,764
Income Tax Refund Due	14,32,003
MAT Receivables	2,72,554
<b>Total</b>	<b>1,17,64,814</b>

**Consolidated Notes forming part of financial statements**

Amount in Rupees

**Note 18: Revenue**

<b>Particulars</b>	<b>For the year ended 31 March 2018</b>
<b>Revenue from operations:</b>	
Sale of shares	41,88,04,765
Dividend Received	3,650
Interest on loans and advances	4,06,42,246
<b>Total</b>	<b>45,94,50,661</b>

**Note 19: Other Incomes**

<b>Particulars</b>	<b>For the year ended 31 March 2018</b>
Commission on Bank Guarantee	2,00,000
Profit on sale of Mutual Fund	54,49,645
Profit on sale of shares	46,24,715
Excess Provision Written Off	2,42,735
Other Income	1,38,000
<b>Total</b>	<b>1,06,55,095</b>

**Note 20: Purchase**

<b>Particulars</b>	<b>For the year ended 31 March 2018</b>
Purchase of Script	41,88,05,310
<b>Total</b>	<b>41,88,05,310</b>

**Note 21: Employee benefit expenses**

<b>Particulars</b>	<b>For the year ended 31 March 2018</b>
Salary and wages	29,99,600
Staff welfare	1,55,670
Bonus	1,86,134
Provision for Gratuity	(1,15,674)
<b>Total</b>	<b>32,25,730</b>

**Note 22: Finance cost**

<b>Particulars</b>	<b>For the year ended 31 March 2018</b>
Interest paid	1,37,90,002
Bank Charges	88,469
<b>Total</b>	<b>1,38,78,471</b>

**Consolidated Notes forming part of financial statements**

Amount in Rupees

**Note 23: Other expenses**

Particulars	For the year ended 31 March 2018
Advertisement Expenses	6,64,500
Audit fees	1,00,000
Bank Charges	118
Bad Debts	61,74,884
Business Promotion	4,74,000
Car Insurance	1,00,449
Computer maintainance	8,000
Commission on Business	15,50,000
Conveyance expenses	1,22,005
Demat charges	859
Electricity Charges	1,76,641
Fee and subscription	23,808
Filling fees	32,400
General Charges	1,34,047
Independent directors sitting fees	66,000
Interest on T.D.S.	1,000
Interest paid on Income Tax	28,645
Listing fee for BSE Limited	2,87,500
Meeting expenses	6,160
Miscellaneous expenses	10,725
Newspaper and periodicals	44,884
Payment to RTA, NSDL and CDSL	57,250
Postage and stamps	1,79,410
Preferential Issue Fee for BSE Limited	2,12,400
Printing and stationery	2,97,821
Professional charges	1,68,680
Publication charges	94,789
Rent	12,60,000
ROC Expenses	3,000
Running and Maintenance	2,01,551
Short and excess recovery	26
STT (Sale Delivery)	31,873
Telephone Expenses	66,278
Travelling Expenses	1,51,825
Website maintenance expenses	2,000
<b>Total</b>	<b><u><u>1,27,33,528</u></u></b>

**Note 23(a): Expenses for increase of share capital**

Particulars	For the year ended 31 March 2018
Filing fee for Increase of Authorised Capital	4,39,677
Stamp Duty for Increase Authorised Capital	78,900
<b>Total</b>	<b><u><u>5,18,577</u></u></b>

Note: Payments to the auditors comprise:

- To statutory auditors	
For audit	29,500
	<b><u><u>29,500</u></u></b>

**Note 24: Provision, Loan Losses & Other Charges**

Particulars	For the year ended 31 March 2018
Income Reversal for Non Performing Assets	(1,18,610)
Provision for Standard Assets	-
Provision for Non-Performing Assets written back	(1,17,904)
	<b><u><u>(2,36,514)</u></u></b>

## Consolidated Notes forming part of financial statements

### Additional Disclosures forming part of financial statement

#### Note 25: Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006

Particulars	As at 31 March 2018
(i) Principal amount remaining unpaid to any supplier as at the end of the accounting year	-
(ii) Interest due thereon remaining unpaid to any supplier as at the end of the accounting year	-
(iii) The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day	-
(iv) The amount of interest due and payable for the year	-
(v) The amount of interest accrued and remaining unpaid at the end of the accounting year	-
(vi) The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid	-

Note: Dues to Micro and Small Enterprises have been determined to the extent such parties have been identified on the basis of information collected by the Management. This has been relied upon by the auditors.

#### Note 26: Earning /expenditure in foreign exchange:

Particulars	For the year ended 31 March 2018
Income in foreign currency	-
Expenditure in foreign currency	-
<b>Total (Net)</b>	<b>-</b>

#### Note 27: Defined benefit plans

The Company does not recognise its liability for 'Gratuity' and 'Leave encashment' on the basis as prescribed in AS-15 Employee Benefits. The company provides for the actual liability (if any) or recognises as expense when such Gratuity or Leave encashment is paid to the employee.

#### Note 28: Segment reporting

The disclosures on primary segment as required under Accounting Standard 17 on 'Segment Reporting' has not been provided as the Company has only a single reportable segment and exclusively operates in the business of "sale/purchase of shares". Further, disclosures in the secondary segment i.e., geographical segment, has not been provided as the company operates only in India.



Consolidated Notes forming part of financial statements

Amount in Rupees

**Note 29: Cost of Control**

Particulars	For the year ended 31 March 2018
<b>Anmol Financial Services Limited</b>	
Investment in Subsidiary Company	16,48,25,691
Common Stock (share in paid up capital)	5,80,16,250
Pre-acquisition Profits	13,73,37,132
<b>(Capital Reserve)/Goodwill</b>	<b><u>(3,05,27,691)</u></b>

**Note 30A: Related party**

**(a) Details of related party**

Description of relationship	Related parties
(i) Key Management Personnel (KMP)	Mr. Surendra Kumar Jain Mr. Deepak Kumar Jain Mrs. Kavita Jain Mrs. Shallu Jain Mr. Atul Aggarwal Mr. Saurabh Madan Mr. Ram Pal Kasana
(ii) Entities in which KMP/Relatives of KMP can exercise	D.M. International Private Limited Asia Capital Limited Transcend Electronics Private Limited Competent Electronics Private Limited Rose Electronics Private Limited DMI Developers Private Limited Novelty Electricals Private Limited Sandal Auto Private Limited Posh Electronics Private Limited DMI Hotels Private Limited Ghungroo Electronics Private Limited DMI Thai Limited

**(b) Transactions with related parties made during the year:**

Particulars	KMP	Relatives of KMP	Entities in which KMP/relatives of KMP can exercise significant influence	Amount in Rupees
				Total
<b>Receipts</b>				
Unsecured loans	57,35,000	-	-	57,35,000
	(68,00,000)	(-)	-	(68,00,000)
Interest on unsecured loan	1,19,420	-	-	1,19,420
	-	(-)	-	-
<b>Payments</b>				
Unsecured loans	57,35,000	-	-	57,35,000
	(68,00,000)	(-)	-	(68,00,000)
Interest on unsecured loan	11,942	-	-	11,942
	(3,02,000)	(-)	(-)	(3,02,000)
Remuneration/salary	-	4,80,000	-	4,80,000
	(64,500)	(4,80,000)	(-)	(5,44,500)

Note: Figures in bracket pertain to previous year

Name of the related party:

1. Mr. Deepak Kumar Jain (PAN: AADPJ1309G), Director of the Company.

Payment of Rs. 1,19,420/- as interest on loan taken by the Company Rs. 57,35,000/- during the year.

2. Mrs. Nidhi Jain (PAN: AADPJ1303N), Chief Financial Officer of the Company

Wife of Shri Manoj Kumar Jain, Payment of Rs. 4,80,000/- as salary during the year.

Consolidated Notes forming part of financial statements

**Note 30B: Related Party Disclosures of Subsidiary**

As per Accounting standard 18 on Related Party disclosures

(i) List of related parties

Key Management Personnel	Relative of Key Management Personnel	Enterprise in which Key Management Personnel and their relatives and company are able to exercise significant influence in the Enterprises
Rajesh Kumar Gupta	Subhash Rani	Windpipe Finvest Pvt. Ltd.
Parveen Kumar Gupta	Rekha Gupta	Aggarwal Finance Co. Skyveil Trade Solutions LLP
Yash Pal Gupta	Suman Gupta	Share India Commodity Brokers P. Ltd.
	Saroj Gupta	Share India Securities Ltd.
	Saurabh Gupta	Everstyle Services P. Ltd. (Co Link)
	Agam Gupta	Ananya Infraventures Private Ltd.
	Rachit Gupta	Share India Securities (IFSC) Pvt. Ltd.
	Rohin Gupta	Algowire Systems Pvt. Ltd.
	Sachin Gupta	N.R. Merchants Private Limited
	Sukriti Gupta	Saurabh Gupta (H.U.F.)
	Sonam Gupta	Yash Pal (H.U.F.)
	Prachi Gupta	Gopal Dass Gupta (H.U.F.)
	Prerna Gupta	Rajesh Gupta (H.U.F.)
	Tripti Gupta	Sachin Gupta (H.U.F.)
		Parveen Gupta (H.U.F.)
		Rachit Gupta (H.U.F.)
		Rohin Gupta (H.U.F.)

**Note 30B: Related Party Disclosures of Subsidiary**

As per Accounting standard 18 on Related Party disclosures

(ii) List of Related Party , nature and volume of transactions of the Company during the year with the above mentioned related parties with whom  
Amount in Rupees

Nature of Transaction	2017-2018
<b>Loan taken from</b>	
<b>Relative of Key Management Personnel</b>	
Agam Gupta	-
Sachin Gupta	-
Rohin Gupta	26,16,203
Rekha Gupta	-
Suman Gupta	-
Rachit Gupta	28,59,114
Prerna Gupta	20,41,211
Prachi Gupta	-
Tripti Gupta	-
Sonam Gupta	-
Aastha Gupta	5,00,000
<b>Key Management Personnel</b>	
Director-Parveen Gupta	-
Director-Rajesh Kumar Gupta	-
Director-Yash Pal Gupta	-
<b>Enterprise covered under AS-18</b>	
Rachit Gupta (H.U.F.)	-
Rajesh Kumar Gupta (H.U.F.)	-
Saurabh Gupta (H.U.F.)	-
Windpipe Finvest Private Limited	11,08,25,000
<b>Loan Given</b>	
<b>Enterprise covered under AS-18</b>	
Modtech Infraventure Private Limited	2,84,00,000
Share India Securities Ltd.	8,60,00,000
Share India Commodities Brokers Pvt. Ltd.	2,76,00,000
Skyveil Trade Solutions LLP	6,00,00,000
Windpipe Finvest Private Limited	11,08,25,000
<b>Key Management Personnel</b>	
Director-Yash Pal Gupta	-
<b>Relative of Key Management Personnel</b>	
Rohin Gupta	17,00,000
Rachit Gupta	20,00,000
Prerna Gupta	13,60,000

## Consolidated Notes forming part of financial statements

### Note 30B: Related Party Disclosures of Subsidiary

As per Accounting standard 18 on Related Party disclosures

(ii) List of Related Party , nature and volume of transactions of the Company during the year with the above mentioned related parties with whom transactions have taken place were as follows:

Amount in Rupess

Nature of Transaction	2017-2018
<b>Remuneration</b>	
<b>Key Management Personnel</b>	
Director-Rajesh Kumar Gupta	-
<b>Relative of Key Management Personnel</b>	
Tripti Gupta	2,58,000
<b>Guarantee Given</b>	
<b>Enterprise covered under AS-18</b>	
Windpipe Finvest Private Limited	10,00,00,000
<b>Commission Income on Bank Guarantee</b>	
<b>Enterprise covered under AS-18</b>	
Windpipe Finvest Private Limited	2,00,000
<b>Commission on Business Paid</b>	
<b>Rent</b>	
<b>Relative of Key Management Personnel</b>	
Rekha Gupta	4,80,000
Suman Gupta	4,80,000
Rachit Gupta	-
Sachin Gupta (H.U.F.)	-
<b>Interest</b>	
<b>Relative of Key Management Personnel</b>	
Sachin Gupta	6,91,231
Rachit Gupta	7,21,349
Prerna Gupta	6,87,021
Roheen Gupta	12,26,491
Prachi Gupta	6,33,588
Rekha Gupta	3,20,474
Agam Gupta	8,88,356
Suman Gupta	1,80,977
Saroj Gupta	3,43,496
Tripti Gupta	4,16,450
Sonam Gupta	2,36,987
Aastha Gupta	153
<b>Enterprise covered under AS-18</b>	
Saurabh Gupta (H.U.F.)	3,88,504
Rachit Gupta (H.U.F.)	4,50,031
Roheen Gupta (H.U.F.)	1,44,451
Sachin Gupta (H.U.F.)	4,11,255
Rajesh Kumar Gupta (H.U.F.)	2,58,556
Parveen Gupta (H.U.F.)	18,695

## Consolidated Notes forming part of financial statements

### Note 30B: Related Party Disclosures of Subsidiary

As per Accounting standard 18 on Related Party disclosures

(ii) List of Related Party , nature and volume of transactions of the Company during the year with the above mentioned related parties with  
Amount in Rupess

Nature of Transaction	2017-2018
<b>Key Management Personnel</b>	
Director-Rajesh Kumar Gupta	3,59,951
Director-Yash Pal Gupta	-
Director-Parveen Kumar Gupta	2,13,932
<b>Interest Received</b>	
<b>Enterprise covered under AS-18</b>	
Windpipe Finvest Private Limited	48,06,602
Share India Securities Ltd.	20,95,890
Skyveil Trade Solutions LLP	16,26,575

**Note:** Related party relationship is as identified by the Company and relied upon by the auditors.

### Note 30C: Contingent Liabilities

The Company has given corporate gurantee amounting Rs. 100,000,000/- for Windpipe Finvest Private Limited to Globe Fincap Private Limited.

### Note 30D: Company as Lessee

Nature of Transaction	2017-2018
Lease Rent Paid during the year	15,60,000
Future minimum Lease rental Payable	10,08,000
Not later than one year	-
Later than one year but not later than 5 years	-
Later than 5 years	-

**Consolidated Notes forming part of financial statements**

**Note 30E: Related party**

**(c) Details of related parties balances outstanding as on 31 March 2018**

Particulars	KMP	Relatives of KMP	Entities in which KMP/relatives of KMP can exercise significant	Total
Surendra Kumar Jain	- (32,003)	- (-)	- (-)	- (32,003)

**Note 31: Earning per share**

Particulars	For the year ended 31 March 2018
Profit for the year (Rs.)	1,35,78,170
Weighted average number of equity shares (Nos.)	35,87,092
Par value per equity share (Rs.)	10
Earnings per equity share (Basic and dilutive) (Rs.)	3.79

**Note 32: Calculation of deferred tax**

Particulars	For the year ended 31 March 2018
<b>On account of depreciation</b>	
Depreciation as per Books	10,30,466
Depreciation as per Income Tax	(9,53,450)
Gratuity	(1,15,674)
Provision for Standard Assets	2,88,286
Provision for NPAs	(1,17,904)
Income Reversal on NPA	(1,18,610)
	<u>13,114</u>
<b>Deferred Tax Expense @ 25.75%</b>	<u><b>3,377</b></u>

**As per Balance Sheet**

Difference in book balances of companies act and income tax act:

Net block as per Companies Act, 2013	3,34,80,984
WDV as per Income Tax Act, 1961	(3,61,68,514)
Gratuity	(1,15,674)
Provision for Standard Assets	2,88,286
Provision for NPAs	(1,17,904)
Preliminary expenses allowable as per Companies Act, 2013	7,30,977
Preliminary expenses allowable as per Income Tax Act, 1961	(1,46,195)
Income Reversal on NPA	(1,18,610)
Deferred liability/(asset)	<u>(21,66,651)</u>
<b>Deferred tax asset @ 25.75%</b>	<u><b>(5,57,913)</b></u>

## Consolidated Notes forming part of financial statements

### Note 33:

Being a Non banking finance company not accepting public deposits. Management of the company has confirmed the following:

- 1) The Board of Directors has passed a resolution for the non acceptance of any public deposit.
- 2) The company has complied with the prudential norms relating to income recognition, accounting standards, assets, classification, and provisioning for bad debts as applicable.
- 3) The Board has transferred an amount of Rs. 2,19,872/- for current year towards "Special Reserve Account " and the same has been shown under the head Special Reserve Account under Note No. 4 of Reserve and Surplus, as per the requirement under section 45-IC of the Reserve Bank of India Act, 1934. i.e. 20% of Profit after Tax.
- 4) As per the prudential norms on Income Recognition, Asset Classification with reference to Master Circular No. DNBR (PD) CC.No.043/03.10.119/2015-16 dated July 1, 2015. The Board has transferred an amount of Rs. 3,43,752 /- towards "Contingent provision against Standard Assets" i.e. 0.25% of standard assets.

### Note 34:

In the opinion of the Board the value of Current assets, Loans & advances, if realized in the ordinary courses of business, shall not be less than the amount at which the same are stated in the Balance Sheet. Confirmation of balances have not been received from debtors, creditors, loans and advances given through request was sent to major parties and therefore balances are as per books of accounts only.

For and on behalf of the Board of Directors  
**Akashdeep Metal Industries Limited**

Rajesh Gupta  
(Managing Director)

Yash Pal Gupta  
(Non-Executive Director)

Place: Delhi  
Date: 30 May 2018

Rajiv Tandon  
(Chief Financial Officer)

Ankit  
(Company Secretary)

## **Akashdeep Metal Industries Limited**

CIN: L28998DL1983PLC017150

Regd. Office: 14, Dayanand Vihar, Backside Ground Floor, Vikas Marg Extn., Delhi - 110092

Tel: +91-11-43011038

Website: www.akashdeepmetal.in; Email: info.akashdeep14@gmail.com

### **ELECTRONIC VOTING PARTICULARS**

<b>EVEN (Electronic Voting Events Number)</b>	<b>Password</b>	<b>User ID</b>
109288		

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

<b>Commencement of e-voting</b>	<b>From 9.00 a.m. (IST) on Wednesday, 26<sup>th</sup> September 2018</b>
<b>End of e-voting</b>	<b>Upto 5.00 p.m. (IST) on Friday, 28<sup>th</sup> September 2018</b>

The cut-off date for the purpose of e-voting is Saturday, 22<sup>nd</sup> September 2018

-----**TEAR HERE**-----

## **Akashdeep Metal Industries Limited**

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Tel: +91-11-43011038

Website: www.akashdeepmetal.in; Email: info.akashdeep14@gmail.com

### **ATTENDANCE SLIP**

Name of the Member (In Block Letter)	
Address	
Name of Proxy, If any (In Block Letters) (In case Proxy attends the meeting in place of member)	
Folio No.*	
DP ID	
Client ID	
No. of Shares held	

*\*Applicable in case of shares held in Physical Form.*

I/We hereby record my/our presence at the **34<sup>th</sup> Annual General Meeting** of the Members of the Company to be held on **Saturday, 29<sup>th</sup> September 2018 at 04:00 p.m** at 14, Dayanand Vihar, Delhi - 110092.

Name of the Member	Signature
Name of the Proxy holder	Signature

**Note:**

1.	Members are requested to complete this attendance slip and hand it over at the entrance of the hall.
2.	Members are requested to bring their copies of the Annual Report to the meeting, since further copies will not be available.
3.	Members and proxy holders may please carry photo ID card for identification/ verification purposes.
4.	The Proxy, to be effective should be deposited at the Registered Office of the Company not less than <b>FORTY EIGHT HOURS</b> before the commencement of the meeting.
5.	A Proxy need not be a member of the Company.
6.	In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by Proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.
7.	The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.
8.	No gifts/coupons will be distributed at the Annual General Meeting.



**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]*

**Akashdeep Metal Industries Limited**

CIN: L28998DL1983PLC017150

Regd. Office: 14, Dayanand Vihar, Backside Ground Floor, Vikas Marg Extn., Delhi - 110092

Tel: +91-11-43011038

Website: www.akashdeepmetal.in; Email: info.akashdeep14@gmail.com

Name of the Member(s):		
Registered Address:		
E-mail Id:	Folio No./Client ID:	DP ID:

I/We, being the member(s) of \_\_ shares of the above named company. Hereby appoint:

Name:	E-mail Id:
Address:	
Signature:	or failing him/her

Name:	E-mail Id:
Address:	
Signature:	or failing him/her

Name:	E-mail Id:
Address:	
Signature:	

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **34<sup>th</sup> Annual General Meeting** of the Company, to be held on **29<sup>th</sup> September 2018 at 04:00 p.m** at 14, Dayanand Vihar, Delhi - 110092 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution Number	Resolution(s)	*Optional	
		For	Against
<b>Ordinary Business:</b>			
1.	To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements of the Company for the financial year ended 31st March 2018, together with the Reports of the Auditors' and Directors' thereon.		
<b>Special Business:</b>			
2.	To Appoint M/s. T.K Gupta & Associates as Statutory Auditor of the Company to fill the casual vacancy		
3.	To Regularise Mr. Yash Pal Gupta as Director of the Company		
4.	To Regularise Mrs. Prachi Gupta as Director of the Company		

5.	To Regularise Mr. Rajesh Gupta as a Managing Director of the Company		
6.	To approve the Remuneration of Managing Director under Section 197 and 198 of the Companies Act,2013		

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2018

Signature of the member

Signature of the Proxy Holder(s)

Affix Re. 1/- Revenue Stamp
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**NOTE:**

1.	This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2.	For the Resolutions, Explanatory Statement and Notes, please refer to the Notice of the 34 <sup>th</sup> Annual General Meeting.
3. *	It is optional to put "X" in the appropriate column against the Resolution indicated in the Box. If you leave the "For" and "Against" column blank against any or all Resolutions, your Proxy will be entitled to vote in the manner as he/she think appropriate.
4.	Please complete all details including detail of member(s) in above box before submission.

**ROUTE MAP OF VENUE OF 34<sup>TH</sup> ANNUAL GENERAL MEETING OF AKASHDEEP METAL INDUSTRIES LIMITED TO BE HELD AT 14, DAYANAND VIHAR, DELHI-110092**



