

**CIN: L28998DL1983PLC017150**

**AKASHDEEP  
METAL  
INDUSTRIES  
LIMITED**

**THIRTY FIFTH ANNUAL REPORT**

**2018-19**

**BOARD OF DIRECTORS**

|                    |                        |
|--------------------|------------------------|
| Mr. Rajesh Gupta   | Managing Director      |
| Mr. Yash Pal Gupta | Non-Executive Director |
| Mrs. Prachi Gupta  | Non-Executive 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 Arvind Kushwaha & 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**

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

**REGISTRAR AND SHARE TRANSFER AGENT**

M/s. Indus Portfolio Private Limited  
G-65, Bali Nagar  
New Delhi – 110015

## NOTICE TO THE MEMBERS

**Notice** is hereby given that the **35<sup>th</sup> Annual General Meeting (AGM)** of the Members of **Akashdeep Metal Industries Limited** will be held on Saturday, 21<sup>st</sup> September, 2019 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 2019, together with the Reports of the Auditors' and Directors' thereon.
2. To appoint a Director in place of Mr. Yash Pal Gupta (DIN: 00013872), who retires by rotation and, being eligible, offers himself for re-appointment.
3. To re-appoint M/s. T.K. Gupta & Associates, as Statutory Auditors of the Company, and to fix their remuneration; and 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, 141 and Section 142 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), M/s. T.K. Gupta & Associates, Chartered Accountants, (Firm Registration No. 011604N) be and are hereby reappointed as Statutory Auditors of the Company to hold office for a period of 5 (Five) consecutive years from the conclusion of this Annual General Meeting till the conclusion of the 40<sup>th</sup> Annual General Meeting of the Company, on such remuneration as set out in the Explanatory Statement annexed to the Notice convening this Meeting

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

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

**Date: 24.08.2019**  
**Place: Delhi**

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

## **NOTES:**

- a) The relevant Explanatory Statement pursuant to Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 setting out material facts concerning the business under Item No. 3 of this Notice, is annexed hereto. The relevant details, pursuant to Regulations 26(4) and 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/re-appointment at this Annual General Meeting (“AGM”) are also annexed.
- 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 AND DULY SIGNED, MUST BE DEPOSITED AT THE COMPANY'S REGISTERED OFFICE, 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 3(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 7 (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, 15<sup>th</sup> September 2019 to Saturday, 21<sup>st</sup> September 2019 (both days inclusive) for the purpose of the Annual General Meeting.
- f) M/s. Indus Portfolio Private Limited having its registered office at G-65, Bali Nagar, New Delhi – 110015 was appointed the RTA of the Company at the meeting of Board of Directors dated 20<sup>th</sup> October, 2018 in place of M/s Mas Services Limited. Members, who are holding shares in physical form are requested to address all their future queries to the new Registrar and Transfer Agent **Indus Portfolio Private Limited** at G-65, Bali Nagar, New Delhi – 110015.

- g) Members, who are holding shares in physical form are requested to address all correspondence concerning registration of transfers, transmission, sub-division, consolidation of shares or any other share related matters to the Company's Registrar and Share Transfer Agent **Indus Portfolio Private Limited** at G-65, Bali Nagar, New Delhi – 110015.
- h) 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 **Indus Portfolio Private Limited** at G-65, Bali Nagar, New Delhi – 110015
  - Shares in Dematerialize Form to their respective depositories.
- i) **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.
- j) Members/proxies/authorised representatives should bring duly filled attendance slips sent herewith for handing over at the venue of the meeting.
- k) 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.
- 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 for the financial year 2018-19, the Notice of 35<sup>th</sup> AGM and instructions for e-voting along with attendance slip and proxy form in Electronic Mode to the Members who have registered their E-mail IDs either with the Registrar and Transfer Agents or company 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 and Notice of AGM duly circulated to the members of the Company, is also available on the Company's website at [www.akashdeepmetal.in](http://www.akashdeepmetal.in).
- m) In case of joint holders attending the AGM, only such joint holder whose name appears as first holder in the order of names as per Register of Members of the Company 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) 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 the depository participant(s) and Members holding shares in physical form are requested to submit their PAN to Registrar and Share Transfer Agent **Indus Portfolio Private Limited** at G-65, Bali Nagar, New Delhi – 110015.

- p) Transfer of Shares (held in Physical Form): In terms of regulation 40(7) read with Schedule VII of SEBI (Listing Obligation and 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 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 Company/ 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.
- q) The Route-map to the venue of the 35th Annual General Meeting is provided at the last page of the Annual Report.
- r) **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. The Company is providing e-voting facility to its members to enable them to cast their vote electronically. The Company has engaged the services of National Securities Depository Limited (NSDL) as the Authorised Agency to provide e-voting facilities.
  - iii. The Board of Directors has appointed **Mr. Ravi Shankar** a Practicing Company Secretary of M/s Ravi Shankar & Associates (COP No. 18568), email id [contact@csravi.in](mailto:contact@csravi.in) as the Scrutinizer for conducting the e-voting process in a fair and transparent manner
  - iv. 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.
  - v. 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.
  - vi. 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.
  - vii. The Remote e-voting shall commence on on Wednesday, 18<sup>th</sup> September 2019 (9:00 a.m. IST) and ends on Friday, 20<sup>th</sup> September 2019 (5:00 p.m. IST). During this period Shareholders of the company holding shares either in physical form or in dematerialized form, as on the cut-off date of Saturday, 14<sup>th</sup> September 2019, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter.
  - viii. The Remote e-voting shall not be allowed beyond the said date and time.
  - ix. A person whose name appears in the Register of Members / Beneficial Owners as on the cut-off date of Saturday, 14<sup>th</sup> September 2019 shall be entitled to avail the facility of remote e-voting as well as voting at the meeting.

x. Declaration of Result of e-voting:

- a) The voting rights of the Members shall be in proportion to the paid-up value of their shares in the equity capital of the Company as on the cut-off date.
- b) The Scrutinizer shall immediately after the conclusion of e-voting, first count the votes casted thereafter unblock the votes cast through remote e-voting in the presence of at least two (2) witnesses not in the employment of the Company and make not later than two working days of the conclusion of the meeting, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman of the Company or a person authorized by him in writing who should countersign the same.
- c) The Scrutinizer's decision on the validity of the vote shall be final and binding.
- d) The Results on resolutions shall be declared on or after the AGM of the Company and the resolutions will be deemed to be passed on the AGM date subject to receipt of the requisite number of votes in favour of the resolutions.
- e) The result declared along with the Scrutinizer's report shall be placed on the website of the Company ([www.akashdeepmetal.in](http://www.akashdeepmetal.in)) and on the website of NSDL within 2 (two) days of declaration of Result and communicated to the Stock Exchanges where the Company shares are listed.

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

xi. The members are requested to carefully read the instructions for e-voting before casting their vote.

xii. Any person, who acquires Shares of the Company and become Member of the Company after dispatch of the Notice and holding Shares as on the cut-off date for Remote e-voting i.e. Saturday, 14<sup>th</sup> September 2019 may obtain the login ID and password by sending a request at [www.evoting.nSDL.com](http://www.evoting.nSDL.com). 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.

**PROCEDURE FOR E-VOTING:**

The details of the process and manner for remote e-voting are explained herein below:

Step 1: Log-in to NSDL e-voting system at <https://www.evoting.nSDL.com/>

Step 2: Cast your vote electronically on NSDL e-voting system.

**Details on Step 1 are mentioned below:**

How to Log-in to NSDL e-voting website?

1. Visit the e-voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nSDL.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nSDL.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-voting and you can proceed to Step 2 i.e. cast your vote electronically.
4. Your User ID details are given below:

| <b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b> | <b>Your User ID is:</b>  |
|---|--|
| a) For Members who hold shares in demat account with NSDL.            | 8 Character DP ID followed by 8 Digit Client ID<br>For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.    |
| b) For Members who hold shares in demat account with CDSL.            | 16 Digit Beneficiary ID<br>For example if your Beneficiary ID is 12***** then your user ID is 12*****.   |
| c) For Members holding shares in Physical Form.                       | EVEN Number followed by Folio Number registered with the company<br>For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***. |

5. Your password details are given below:

- a) If you are already registered for e-voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you by NSDL. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
  - i) If your email ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL in your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the pdf file. The password to open the pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The pdf file contains your 'User ID' and your 'initial password'.
  - ii) If your email ID is not registered, your 'initial password' would have been communicated to you on your postal address.

6. If you are unable to retrieve or have not received the "initial password" or have forgotten your password:

- a) Click on **"Forgot User Details/Password?"** (If you are holding shares in your demat account with NSDL or CDSL) option available on <https://www.evoting.nsdl.com>.
- b) **"Physical User Reset Password?"** (If you are holding shares in physical mode) option available on <https://www.evoting.nsdl.com>.



c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address.

d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

7. After entering your password, click on Agree to “Terms and Conditions” by selecting on the check box.

8. Now, you will have to click on “Login” button.

9. After you click on the “Login” button, Home page of e-voting will open.

### **Details on Step 2 are mentioned below:**

How to cast your vote electronically on NSDL e-voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-voting. Click on e-voting. Then, click on Active Voting Cycles.

2. After click on Active Voting Cycles, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.

3. Select “EVEN” of the Company **AKASHDEEP METAL INDUSTRIES LIMITED**

4. Now you are ready for e-voting as the Voting page opens

5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.

6. Upon confirmation, the message “Vote cast successfully” will be displayed.

7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority letter etc., with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by email to [contact@csravi.in](mailto:contact@csravi.in) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot UserDetails/Password?” or “Physical User Reset Password?” option available on <https://www.evoting.nsdl.com> to reset the password.

3. 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 Saturday, 14<sup>th</sup> September 2019.

4. 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.

5. In case of any queries, you may refer to the FAQs for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call toll free no.:

1800-222-990 or send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or contact the Company or the Registrar and the Share Transfer Agent of the Company.

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

**Date: 24.08.2019**  
**Place: Delhi**

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

**EXPLANATORY STATEMENT PURSUANT TO SUB REGULATION (5) OF REGULATION 36 OF SEBI (LISTING OBLIGATION AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

**ITEM NO. 3:**

M/s. T.K. Gupta & Associates were appointed in the 34<sup>th</sup> Annual General Meeting of the Company to fill the casual vacancy caused due to the resignation of M/s. Prakash & Santosh, Chartered Accountants (Firm Registration No. 000454C). The tenure of M/s T.K. Gupta & Associates expires at the 35<sup>th</sup> Annual General meeting.

M/s. T.K. Gupta & Associates, Chartered Accountants, (Firm Registration No. 011604N) are re-appointed as Statutory Auditors of the Company for a further term of five years i.e. from the conclusion of this AGM till the Conclusion of the 40<sup>th</sup> AGM on such remuneration as set out in the Explanatory Statement annexed to the Notice convening this Meeting

**M/s. T.K. Gupta and Associates, Chartered Accountants,** have provided their business profile and consent to the said re-appointment and confirmed that their re-appointment, if made, would be in accordance with section 139 read with section 141 of the Act. M/s. T.K. Gupta and Associates a leading Chartered Accountancy Firm was established in the year 1992 and provides service as Statutory Auditor to more than 3 (Three) Listed Companies and 115 (One Hundred and Fifteen) unlisted Companies. The registered office of the firm is situated at 4228/1, Ansari Road Daryaganj Delhi- 110002. M/s. T.K. Gupta & Associates is peer reviewed by Peer Review Board of Institute of Chartered Accountants of India with registration no. 10882. M/s. T.K. Gupta and Associates renders comprehensive professional services which include audit, management consultancy, tax consultancy, accounting services, manpower management, secretarial services etc. It is a professionally managed firm. The team consists of distinguished chartered accountants, corporate financial advisors and tax consultants. Based upon the business profile, experience and excellent credentials of the Audit Firm, your Directors proposed the appointment of M/s. T.K. Gupta & Associates as Statutory Auditors of the Company.

It is proposed that the Statutory Auditors **M/s T.K. Gupta and Associates, Chartered Accountants** be paid remuneration as below towards the Audit fees and the Limited Review fees, which is in accordance with the provisions of Section 142 of the Act read with the Companies (Audit and Auditors) Rules, 2014.

a. Annual Statutory Audit and Limited Review fee- Rs. 45,000 plus applicable GST, administrative charges and out of pocket expenses

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 of Directors of your Company recommends that the Resolution under Item No. 03 be passed in the interest of your Company.

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

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

**Date: 24.08.2019**  
**Place: Delhi**

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>Director Identification Number(DIN)</b>                               | 00013872   |
| <b>Father's Name</b>   | Late Sh. Gopal Dass  |
| <b>Date of Birth (Age in years)</b>                                      | 30/08/1955<br>(64 years)   |
| <b>Original date of appointment</b>                                      | 02/05/2018   |
| <b>Qualifications</b>  | Graduate   |
| <b>Experience and expertise in specific functional area</b>              | More than 22 years of experience in the field of Stock broking and other financial services.   |
| <b>Terms and conditions of re-appointment and Remuneration</b>           | As per the Nomination and Remuneration Policy  |
| <b>Remuneration last drawn</b>   | NIL  |
| <b>No. of Board meetings attended during the year</b>                    | 7 (Seven)  |
| <b>Relationship with other Directors or KMPs</b>                         | Brother of Mr. Rajesh Gupta, Managing Director of the company.   |
| <b>Directorship in other Entities</b>                                    | 1. Share India Fincap Private Limited<br>2. Algowire Systems Private Limited<br>3. Anmol Financial Services Limited<br>4. AlgoTrade Securities Private Limited |
| <b>Directorship in other listed Entities</b>                             | NIL  |
| <b>Membership/Chairmanship of committees in public limited companies</b> | NIL  |
| <b>Shareholding in the Company</b>                                       | 7.38%  |

## 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 35<sup>th</sup> Annual Report of your Company together with the Audited Financial Statements for the financial year ended 31<sup>st</sup> March 2019.

### 1. Financial Highlights

The financial performance of your Company for the year ended 31<sup>st</sup> March 2019 is summarized below:-

**Amount in Rupees**

| Particulars   | Standalone For the year ended |                    | Consolidated For the year ended |                      |
|---|-------------------------------|--------------------|---------------------------------|----------------------|
|   | 31 March 2019                 | 31 March 2018      | 31 March 2019                   | 31 March 2018        |
| Revenue from Operations                                     | 4,223,376                     | 423,090,850        | 41,533,974.76                   | 40,642,246           |
| Other Income  | 2,149,806                     | -                  | 8,588,242.22                    | 429,463,510          |
| <b>Total Revenue</b>  | <b>6,373,182</b>              | <b>423,090,850</b> | <b>50,122,216.98</b>            | <b>470,105,756</b>   |
| Less: Purchases   | -                             | 418,805,310        | -                               | 418,805,310          |
| Less: Employee Benefits Expenses                            | 1,300,557                     | 1,030,225          | 3,455,437.20                    | 3,291,730            |
| Less: Other Expenses  | 1,005,497.73                  | 1,600,572          | 10,170,843.93                   | 12,949,473.04        |
| <b>Profit Before Finance Cost, Depreciation &amp; Taxes</b> | <b>4,067,127.27</b>           | <b>1,654,743</b>   | <b>36,495,935.85</b>            | <b>35,059,242.96</b> |
| Less: Finance Cost  | 7,316                         | 119,420            | 15,235,896.30                   | 13,878,589           |
| Less: Depreciation and Amortization                         | 31,050                        | 21,386             | 1,095,870.46                    | 1,030,466            |
| <b>Profit/ Loss Before Tax</b>                              | <b>4,028,761.27</b>           | <b>1,513,937</b>   | <b>20,164,169.10</b>            | <b>20,150,187.96</b> |
| Less: Current Tax   | 1,071,999                     | 545,014            | 5,987,707                       | 5,469,019            |

|                                   |                     |                  |                      |                      |
|-----------------------------------|---------------------|------------------|----------------------|----------------------|
| Less: Deferred Tax                | 5,448.29            | (130,436)        | 772,819.60           | 1,102,999            |
| <b>Profit/ Loss After Tax</b>     | <b>2,962,210.56</b> | <b>1,099,359</b> | <b>14,949,281.70</b> | <b>13,578,169.96</b> |
| Earnings per Share (Basic) (Rs.)  | 0.35                | 0.31             | 1.76                 | 3.79                 |
| Earnings per Share(Diluted) (Rs.) | 0.35                | 0.31             | 1.76                 | 3.79                 |

## 2. State of Company's Affairs

During the year under review, the total income of the Company was Rs. 63.73 Lakhs as against Rs. 4,230.91 Lakhs in the previous year. The Company earned Net profit of Rs. 29.62 Lakhs in the current financial year as against a profit of Rs. 10.99 Lakhs in the previous financial year. 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 415.34 Lakhs for the year ended 31<sup>st</sup> March, 2019 and Consolidated Net Profit of Rs. 149.50 Lakhs.

## 4. Capital Structure

There was no change in the Company's issued, subscribed and paid-up equity share capital during the year under review.

The Authorised Share Capital of your Company is 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.

## 5. Reserves & Surplus

Your Company has transferred the following sum to the Reserves for the financial Year ended March 31, 2019:

|  |               |                  |                        |
|--|---------------|------------------|------------------------|
| Statutory Reserve Fund (SRF) @ 20 % of Net profit under Section 45 –IC of the RBI Act, 1934: | Rs.592,442.11 | provided towards | Statutory Reserve Fund |
| Transfer to Reserves   | Rs.592,442.11 |                  |                        |

## 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, 2019.

## 7. Material Changes and Commitments, if any, affecting the Financial Position of the Company between the end of the financial year and the date of the report.

The members of the company have accorded its approval through postal ballot to sale, transfer or dispose the shares held by the Company in its Wholly Owned Subsidiary Company i.e Anmol Financial Services Limited. Subsequently Anmol Financial Services Limited will cease to be subsidiary of Akashdeep Metal Industries Limited subject to the approval of RBI in terms of RBI Directions made in this behalf.

## 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, no entity became or ceased to be the subsidiary of the company. M/s Anmol Financial Services Limited is the wholly owned subsidiary of the company. 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

| Particulars   | For the Year ended 31 <sup>st</sup> March 2019 | For the Year ended 31 <sup>st</sup> March 2018 |
|---|--|--|
| Revenue from Operations                                     | 37,310,598.76                                  | 36,359,811.42                                  |
| Other Income  | 6,438,436.22                                   | 10,655,094.51                                  |
| <b>Total Revenue</b>  | <b>43,749,034.98</b>                           | <b>47,014,905.93</b>                           |
| Less: Employee Benefits Expenses                            | 2,154,880.20                                   | 2,195,505.00                                   |
| Less: Other Expenses  | 9,165,347.24                                   | 11,703,303.15                                  |
| <b>Profit Before Finance Cost, Depreciation &amp; Taxes</b> | <b>32,428,807.54</b>                           | <b>33,116,097.78</b>                           |
| Less: Finance Cost  | 15,228,580.30                                  | 13,759,050.99                                  |
| Less: Depreciation and Amortization                         | 1,064,820.46                                   | 1,009,080.58                                   |
| <b>Profit/ Loss Before Tax</b>                              | <b>16,135,406.78</b>                           | <b>18,347,966.21</b>                           |
| Less: Current Tax   | 4,915,708                                      | 4,92,4005.00                                   |
| Less: Deferred Tax/ Liabilities                             | 767,371.32                                     | 3,794.88                                       |
| <b>Profit/ Loss After Tax</b>                               | <b>11,987,070.10</b>                           | <b>13,427,756.09</b>                           |
| Earnings per Share (Basic) (Rs.)                            | 2.07   | 2.31   |
| Earnings per Share(Diluted) (Rs.)                           | 2.07   | 2.31   |



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

There have been no changes in the nature of business of your Company during the financial year 2018-19.

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

During the year under review, Mr. Mohit Chauhan was appointed as Company Secretary and Compliance Officer of the Company in the Board meeting dated 1<sup>st</sup>September, 2018 and consequently Mr. Ankit ceased to be the Company Secretary and Compliance Officer of the Company w.e.f. 1<sup>st</sup> September, 2018.

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 given by Independent Directors**

The Non-Executive Independent Directors of the Company have given declaration stating that they continue to confirm the criteria set out for Independent Director under Section 149(6) of the Companies Act, 2013 and Regulation 16 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

## **13. Policy on Director's Appointment and Policy on Remuneration**

In adherence to section 178(1) of the Companies Act, 2013, the Board of Directors of the company regularly review the policy on director's appointment and remuneration including criteria for determining qualifications, positive attributes, independence of a director and other matter provided under section 178(3), based on the recommendations of the Nomination and Remuneration Committee.

The Nomination and Remuneration Committee consists of 3(Three) Members i.e.

1. Mrs. Shallu Jain – Chairperson
2. Mr. Ram Pal Kasana – Member
3. Mr. Rajesh Gupta – Member

A copy of relevant policy is placed on the website of the company at [www.akashdeepmetal.in](http://www.akashdeepmetal.in)

## **14. Number of Meetings of the Board of Directors and Committee Meetings**

### **I. Board Meetings**

There were 8 (eight) Meetings held by Board of Directors during the Financial Year 2018-19. Dates of the Board meeting are as under:

| <b>Sl. No.</b> | <b>Date of the Board Meeting</b> | <b>Sl. No.</b> | <b>Date of the Board Meeting</b> |
|----------------|----------------------------------|----------------|----------------------------------|
| 1)             | 02.05.2018                       | 2)             | 30.05.2018                       |
| 3)             | 13.08.2018                       | 4)             | 01.09.2018                       |

|    |            |    |            |
|----|------------|----|------------|
| 5) | 20.10.2018 | 6) | 12.11.2018 |
| 7) | 21.01.2019 | 8) | 12.02.2019 |

Number of Meetings attended by the Board of Directors

| <b>Sl. No.</b> | <b>Name of Director</b> | <b>No. of Board Meetings Attended</b> |
|----------------|-------------------------|---------------------------------------|
| 1.             | Mr. Rajesh Gupta        | 7                                     |
| 2.             | Mr. Yash Pal Gupta      | 7                                     |
| 3.             | Mrs. Prachi Gupta       | 7                                     |
| 4.             | Mrs. Shallu Jain        | 1                                     |
| 5.             | Mr. Ram Pal Kasana      | 1                                     |
| 6.             | Mr. Deepak Kumar Jain   | 1                                     |
| 7.             | Mr. Surender Kumar Jain | 1                                     |
| 8.             | Mrs. Kavita Jain        | 1                                     |
| 9.             | Mr. Atul Aggarwal       | 1                                     |
| 10.            | Mr. Saurabh Madan       | 1                                     |

## **II. Audit Committee Meeting**

There were 5 (Five) Meetings held by the members of Audit Committee during the Financial Year 2018-19. Date of the Audit Committee meeting is here as under:

| <b>Sl. No.</b> | <b>Date of the Meeting</b> |
|----------------|----------------------------|
| 1)             | 30.05.2018                 |
| 2)             | 13.08.2018                 |
| 3)             | 01.09.2019                 |
| 4)             | 12.11.2018                 |
| 5)             | 12.02.2019                 |

Number of Meeting attended by the Members of Audit Committee

| <b>Sl. No.</b> | <b>Name of Director</b> | <b>Designation</b> | <b>No. of Board Meetings Attended</b> |
|----------------|-------------------------|--------------------|---------------------------------------|
| 1.             | Mrs. Shallu Jain        | Chairperson        | 3                                     |
| 2.             | Mr. Ram Pal Kasana      | Member             | 2                                     |
| 3.             | Mr. Rajesh Gupta        | Member             | 5                                     |

### **III. Nomination and Remuneration Committee Meeting**

There were 2 (Two) Meetings held by the members of Nomination and Remuneration Committee during the Financial Year 2018-19. Dates of the Nomination and Remuneration Committee meeting are as under:

| <b>Sl. No.</b> | <b>Date of the Meeting</b> |
|----------------|----------------------------|
| 1)             | 02.05.2018                 |
| 2)             | 01.09.2019                 |

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

| <b>Sl. No.</b> | <b>Name of Director</b> | <b>Designation</b> | <b>No. of Board Meetings Attended</b> |
|----------------|-------------------------|--------------------|---------------------------------------|
| 1.             | Mrs. Shallu Jain        | Chairperson        | 1                                     |
| 2.             | Mr. Ram Pal Kasana      | Member             | 1                                     |
| 3.             | Mr. Rajesh Gupta        | Member             | 2                                     |

### **IV. Stakeholders Relationship Committee Meeting**

There were 4 (Four) Meetings were held by members of Stakeholders Relationship Committee during the Financial Year 2018-19. Dates of the Stakeholders Relationship Committee meeting are as under:

| <b>Sl. No.</b> | <b>Date of the Meeting</b> |
|----------------|----------------------------|
| 1)             | 30.05.2018                 |
| 2)             | 13.08.2018                 |

|    |            |
|----|------------|
| 3) | 20.10.2018 |
| 4) | 21.01.2019 |

Number of Meeting attended by the Members of Stakeholders Relationship Committee

| Sl. No. | Name of Director    | Designation | No. of Board Meetings Attended |
|---------|---------------------|-------------|--------------------------------|
| 1.      | Mrs. Yash Pal Gupta | Chairperson | 4                              |
| 2.      | Mr. Ram Pal Kasana  | Member      | 1                              |
| 3.      | Mr. Rajesh Gupta    | Member      | 4                              |

#### **15. 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 2018-19 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.

#### **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. Ram Pal Kasana–Member
3. Mr. Rajesh Gupta –Member

**Stakeholders Relationship Committee:**

1. Mrs. Shallu Jain– Chairperson
2. Mr. Ram Pal Kasana –Member
3. Mr. Rajesh Gupta –Member

**Nomination and Remuneration Committee**

1. Mrs. Shallu Jain– Chairperson
2. Mr. Ram Pal Kasana –Member
3. Mr. Rajesh Gupta –Member

**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 on your 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 2018-19.

**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.

There are no Related Party Transactions as 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. Accordingly details of Related Party Transactions have not been provided.

For Further Details, your attention is drawn to the Related Party disclosures set out in Note no.28 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 the details forming part of extract of annual return of the company in form MGT 9 is appended as Annexure III.

An extract of the Annual Return in MGT 9 is also placed on the website of the Company [www.akashdeepmetal.in](http://www.akashdeepmetal.in).

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

At the 34<sup>th</sup> Annual General Meeting of the Company, M/s T.K. Gupta & Associates, Chartered Accountants were appointed as Statutory Auditors to fill the casual vacancy caused by the resignation of M/s Prakash Santosh & Associates, Chartered Accountants. The term of M/s T.K. Gupta & Associates as Statutory Auditor of the Company expires at this Annual General Meeting. It is proposed to re-appoint M/s T.K. Gupta & Associates, Chartered Accountants as Statutory Auditor of the Company for a further period of 5 years i.e. from the conclusion of 35<sup>th</sup> Annual General Meeting till the conclusion of 40<sup>th</sup> Annual General Meeting. M/s. T.K. Gupta & Associates, Chartered Accountants have confirmed their eligibility and qualification required under the act for holding the office, as Statutory Auditors of the Company.

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.

#### **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 Arvind Kushwaha & Associates, Company Secretaries as the Secretarial Auditor of the Company to conduct the Secretarial Audit for the financial year 2018-19. The Secretarial Audit Report for the financial year ended March 31, 2019, is annexed to this Report as “**Annexure-IV**”.

The Secretarial Auditor’s Report for the financial year 2018-19, 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 Sunil K Varshney & Associates, Chartered Accountants (FRN. 061031N) 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. Business 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 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, 17(A), 18, 19, 20, 21, 22, 23, 24, (24A), 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.

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 this Report for the Financial Year-2018-19 and Certification from auditors or practicing company secretaries regarding compliance of conditions of corporate governance are also not required to be annexed with this 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 2019.

### **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 2019, 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 31st March 2019 and of the profit and loss of the Company for the financial year ended 31st March 2019;
- 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**

Your Company has paid the annual listing fees for the financial year 2018-19 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 2018-2019:

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: 24.08.2019  
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   | 150,538,218.91                          |
| 7. Total assets   | 336,633,102.07                          |
| 8. Total Liabilities  | 128,078,633.16                          |
| 9. Investments  | 40,302,984.23                           |
| 10. Turnover  | 37,310,598.76                           |
| 11. Profit before taxation  | 16,135,406.78                           |
| 12. Provision for taxation  | 4,148,336.68                            |
| 13. Profit/ Loss after taxation   | 11,987,070.10                           |
| 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. 2018-2019**

*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, 2019*

| 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       | Rajesh Gupta         | Managing Director           | 548,387                        | PERMANENT  | LLB<br>1 Year                                 | 02-05-2018                         | 55<br>Years              | N.A.  | 12.84%  | Yes, Relative of Mr. Yash Pal Gupta and Mrs. Prachi Gupta   |
| 2       | Rajiv Tandon         | Chief Financial Officer     | 384,000                        | PERMANENT  | GRADUATE<br>1 Year                            | 02-05-2018                         | 50<br>Years              | N.A.  | Nil   | No  |
| 3       | Mohit Chauhan        | Company Secretary           | 193,654                        | PERMANENT  | Company Secretary<br>8 Months                 | 07-08-2018                         | 28<br>Years              | N.A.  | Nil   | No  |
| 4       | Nidhi Jain*          | Chief Financial Officer     | 40,000                         | PERMANENT  | MSC<br>4 Years                                | 12-05-2018                         | 49<br>Years              | N.A.  | Nil   | No  |

|   |                |                   |        |           |                               |            |             |      |     |    |
|---|----------------|-------------------|--------|-----------|-------------------------------|------------|-------------|------|-----|----|
| 5 | Ankit*         | Company Secretary | 27,500 | PERMANENT | Company Secretary<br>4 Months | 02-05-2018 | 28<br>Years | N.A. | Nil | No |
| 6 | Vikas Verma*   | Accountant        | 25,000 | PERMANENT | MBA<br>4 Years                | 01.05.2014 | 31<br>Years | N.A. | Nil | No |
| 7 | Sarita Pandey* | Company Secretary | 20,000 | PERMANENT | Company Secretary<br>1 Year   | 16.03.2017 | 27<br>Years | N.A. | Nil | No |

\*Ms. Sarita Pandey, Mrs. Nidhi Jain and Mr. Vikas Verma have tendered their resignation on May 02, 2018. Mr. Mohit Chauhan was appointed as Company Secretary w.e.f September 01, 2018 and consequently Mr. Ankit ceased to be the Company Secretary w.e.f . September 01, 2018.

**Date: 24.08.2019**  
**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**

**ANNEXURE-II (b)**

**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**

| <b>Rule 5<br/>(1)</b> | <b>Particulars</b>  | <b>Details</b>          |                              |                           |                            |                      |
|-----------------------|---|-------------------------|------------------------------|---------------------------|----------------------------|----------------------|
| (i)                   | The Ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2018-2019                    | <b>Name of Director</b> | <b>Designation</b>           | <b>Remuneration</b>       | <b>Ratio to the Median</b> |                      |
|                       |   | Rajesh Gupta            | Chairman & Managing Director | 548,387                   | 13.7:1                     |                      |
|                       |   | Yash Pal Gupta          | Director                     | NIL                       | N.A.                       |                      |
|                       |   | Shallu Jain             | Independent Director         | NIL                       | N.A.                       |                      |
|                       |   | Ram Pal Kasana          | Independent Director         | NIL                       | N.A.                       |                      |
|                       |   | Prachi Gupta            | 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 2018-2019 | <b>Name</b>             | <b>Designation</b>           | <b>Remuneration (Rs.)</b> |                            | <b>% of increase</b> |
|                       |   |                         |                              | <b>2018-2019</b>          | <b>2017-2018</b>           |                      |
|                       |   | Rajesh Gupta            | Chairman & Managing Director | 548,387                   | Nil                        | N.A.                 |
|                       |   | Yash Pal Gupta          | Director                     | Nil                       | Nil                        | N.A.                 |
|                       |   | Shallu Jain             | Independent Director         | Nil                       | Nil                        | N.A.                 |
|                       |   | Ram Pal Kasana          | Independent Director         | Nil                       | Nil                        | N.A.                 |
|                       |   | Prachi Gupta            | Director                     | Nil                       | Nil                        | N.A.                 |
|                       |   | Rajiv Tandon            | Chief Financial Officer      | 352,000                   | Nil                        | N.A.                 |
| Mohit Chauhan         | Company Secretary   | 187,887                 | Nil                          | N.A.                      |                            |                      |
| (iii)                 | The percentage increase in the median remuneration of employees in the financial year 2018-2019   | 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. |

Note: 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 (Non Executive Director), Mr. Rajiv Tandon (Chief Financial Officer) and Mr. Mohit Chauhan (Company Secretary & Compliance Officer) have 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.

**Date: 24.08.2019**  
**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**



**Annexure III  
FORM NO. MGT 9  
EXTRACT OF ANNUAL RETURN**

**as on financial year ended on 31.03.2019**

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

**I REGISTRATION & OTHER DETAILS:**

|     |  |  |
|-----|--|--|
| i   | CIN  | L28998DL1983PLC017150  |
| ii  | Registration Date  | 20-12-1983   |
| iii | Name of the Company  | Akashdeep Metal Industries Limited   |
| iv  | Category/Sub-category of the Company                                       | Public Limited Company/Non Banking Finance Company (NBFC)  |
| v   | Address of the Registered office & contact details                         | 14, Dayanand Vihar, Backside Ground floor, Vikas Marg Extn., Delhi - 110092  |
| vi  | Whether listed company   | Yes  |
| vii | Name , Address & contact details of the Registrar & Transfer Agent, if any | Indus Portfolio Private Limited<br>G-65, Bali Nagar, New Delhi - 110015<br>Phone No. +91-11-47671214; Fax No. +91-11-47641222<br>Email: cs.anamika@indusinvest.com; website: www.indusinvest.com |

**II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

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

| Sl. No | Name and Description of main products/services              | NIC Code of the Product /service | % to total turnover of the Company |
|--------|---|----------------------------------|------------------------------------|
| 1      | Sale of Shares & other Securities [other financial vehicle] | 64300                            | 33.23                              |
| 2      | Interest on Loans & Advances [Financial Leasing]            | 64910                            | 66.27                              |

**III PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES**

| Sl. No | Name & Address of the Company    | CIN/GLN               | HOLDING/ SUBSIDIARY/ ASSOCIATE | % OF SHARES HELD | APPLICABLE SECTION |
|--------|----------------------------------|-----------------------|--------------------------------|------------------|--------------------|
| 1      | ANMOL FINANCIAL SERVICES LIMITED | U74899DL1995PLC071602 | SUBSIDIARY                     | 100.00%          | 2(87)(ii)          |



|  |                  |                  |                  |              |                  |               |                  |              |               |
|--|------------------|------------------|------------------|--------------|------------------|---------------|------------------|--------------|---------------|
| b) Banks/FI  | 0                | 0                | 0                | 0            | 0                | 0             | 0                | 0            | 0             |
| C) Cenntal govt  | 0                | 0                | 0                | 0            | 0                | 0             | 0                | 0            | 0             |
| d) State Govt.   | 0                | 0                | 0                | 0            | 0                | 0             | 0                | 0            | 0             |
| e) Venture Capital Fund  | 0                | 0                | 0                | 0            | 0                | 0             | 0                | 0            | 0             |
| f) Insurance Companies   | 0                | 0                | 0                | 0            | 0                | 0             | 0                | 0            | 0             |
| g) FIIS  | 0                | 0                | 0                | 0            | 0                | 0             | 0                | 0            | 0             |
| h) Foreign Venture Capital Funds   | 0                | 0                | 0                | 0            | 0                | 0             | 0                | 0            | 0             |
| i) Others (specify)  | 0                | 0                | 0                | 0            | 0                | 0             | 0                | 0            | 0             |
| <b>SUB TOTAL (B)(1):</b>   | <b>0</b>         | <b>0</b>         | <b>0</b>         | <b>0</b>     | <b>0</b>         | <b>0</b>      | <b>0</b>         | <b>0</b>     | <b>0</b>      |
| <b>(2) Non Institutions</b>  |                  |                  |                  |              |                  |               |                  |              |               |
| a) Bodies corporates   | 0                | 0                | 0                | 0            | 0                | 0             | 0                | 0            | 0             |
| i) Indian  | 365,298          | 0                | 365,298          | 4.30         | 832,963          | 0             | 832,963          | 9.80         | 5.50          |
| ii) Overseas   | 0                | 0                | 0                | 0            | 0                | 0             | 0                | 0            | 0             |
| b) Individuals   |                  |                  |                  |              |                  |               |                  |              |               |
| i) Individual shareholders holding nominal share capital upto Rs.1 lakhs           | 158,370          | 63,530           | 221,900          | 2.61         | 374,451          | 450           | 374,901          | 4.41         | 1.80          |
| ii) Individuals shareholders holding nominal share capital in excess of Rs.1 lakhs | 1,709,643        | 5,404,121        | 7,113,764        | 83.67        | 627,750          | 30,030        | 657,780          | 7.73         | -75.94        |
| c) Others (specify)  |                  |                  |                  |              |                  |               |                  |              |               |
| i) Clearing Member   | 16,689           | 0                | 16,689           | 0.19         | 447,886          | 0             | 447,886          | 5.27         | 5.08          |
| <b>SUB TOTAL (B)(2):</b>   | <b>2,250,000</b> | <b>5,467,651</b> | <b>7,717,651</b> | <b>90.77</b> | <b>2,283,050</b> | <b>30,480</b> | <b>2,313,530</b> | <b>27.21</b> | <b>-63.56</b> |
| <b>Total Public Shareholding (B)= (B)(1)+(B)(2)</b>                                | <b>2,250,000</b> | <b>5,467,651</b> | <b>7,717,651</b> | <b>90.77</b> | <b>2,283,050</b> | <b>30,480</b> | <b>2,313,530</b> | <b>27.21</b> | <b>-63.56</b> |
| <b>C. Shares held by Custodian for GDRs &amp; ADRs</b>                             | <b>0</b>         | <b>0</b>         | <b>0</b>         | <b>0</b>     | <b>0</b>         | <b>0</b>      | <b>0</b>         | <b>0</b>     | <b>0</b>      |
| <b>Grand Total (A+B+C)</b>   | <b>3,034,970</b> | <b>5,467,651</b> | <b>8,502,621</b> | <b>100</b>   | <b>8,472,141</b> | <b>30,480</b> | <b>8,502,621</b> | <b>100</b>   |               |

**(ii) Shareholding of Promoters**

| Sl. No. | Shareholders' Name         | Shareholding at the beginning of the year (As on 01.04.2018) |                                  |  | Shareholding at the end of the year (As on 31.03.2019) |                                  |  | % change during the year |
|---------|----------------------------|--|----------------------------------|--|--|----------------------------------|--|--------------------------|
|         |                            | No. of shares  | % of total shares of the company | % of shares pledged/encumbered to total shares | No. of shares  | % of total shares of the company | % of shares pledged/encumbered to total shares |                          |
| 1       | Surendra Kumar Jain        | 27,950   | 0.33%                            | -  | 0  | 0.00%                            | -  | -0.33%                   |
| 2       | Deepak Kumar Jain          | 27,510   | 0.32%                            | -  | 0  | 0.00%                            | -  | -0.32%                   |
| 3       | Kavita Jain                | 24,500   | 0.29%                            | -  | 0  | 0.00%                            | -  | -0.29%                   |
| 4       | Manoj Kumar Jain           | 27,510   | 0.32%                            | -  | 0  | 0.00%                            | -  | -0.32%                   |
| 5       | Nidhi Jain                 | 24,500   | 0.29%                            | -  | 0  | 0.00%                            | -  | -0.29%                   |
| 6       | Chandra Bhan Agarwal       | 13,000   | 0.15%                            | -  | 0  | 0.00%                            | -  | -0.15%                   |
| 7       | Meera Rani Agarwal         | 10,000   | 0.12%                            | -  | 0  | 0.00%                            | -  | -0.12%                   |
| 8       | Kapil Agarwal              | 20,000   | 0.24%                            | -  | 0  | 0.00%                            | -  | -0.24%                   |
| 9       | Nitin Agarwal              | 10,000   | 0.12%                            | -  | 0  | 0.00%                            | -  | -0.12%                   |
| 10      | D.M. International Pvt.Ltd | 600,000  | 7.06%                            | -  | 0  | 0.00%                            | -  | -7.06%                   |
| 11      | Rajesh Kumar Gupta         | 0  | 0.00%                            | -  | 1,092,150  | 12.84%                           | -  | 12.84%                   |
| 12      | Yash Pal Gupta             | 0  | 0.00%                            | -  | 627,308  | 7.38%                            | -  | 7.38%                    |
| 13      | Saroj Gupta                | 0  | 0.00%                            | -  | 600,923  | 7.07%                            | -  | 7.07%                    |

|    |   |                 |              |   |                  |               |   |               |
|----|---|-----------------|--------------|---|------------------|---------------|---|---------------|
| 14 | Rekha Gupta                                   | 0               | 0.00%        |   | 598,476          | 7.04%         |   | 7.04%         |
| 15 | Suman Gupta                                   | 0               | 0.00%        |   | 578,969          | 6.81%         |   | 6.81%         |
| 16 | Rajesh Kumar HUF                              | 0               | 0.00%        |   | 538,025          | 6.33%         |   | 6.33%         |
| 17 | Saurabh Gupta                                 | 0               | 0.00%        |   | 353,074          | 4.15%         |   | 4.15%         |
| 18 | Parveen Gupta HUF                             | 0               | 0.00%        |   | 336,891          | 3.96%         |   | 3.96%         |
| 19 | Parveen Gupta                                 | 0               | 0.00%        |   | 201,247          | 2.37%         |   | 2.37%         |
| 20 | Subash Rani                                   | 0               | 0.00%        |   | 152,181          | 1.79%         |   | 1.79%         |
| 21 | Sachin Gupta HUF                              | 0               | 0.00%        |   | 148,804          | 1.75%         |   | 1.75%         |
| 22 | Yash Pal HUF                                  | 0               | 0.00%        |   | 136,369          | 1.60%         |   | 1.60%         |
| 23 | Sachin Gupta                                  | 0               | 0.00%        |   | 109,207          | 1.28%         |   | 1.28%         |
| 24 | Rachit Gupta                                  | 0               | 0.00%        |   | 77,835           | 0.92%         |   | 0.92%         |
| 25 | Agam Gupta                                    | 0               | 0.00%        |   | 70,625           | 0.83%         |   | 0.83%         |
| 26 | Tripti Gupta                                  | 0               | 0.00%        |   | 65,670           | 0.77%         |   | 0.77%         |
| 27 | Prachi Gupta                                  | 0               | 0.00%        |   | 58,544           | 0.69%         |   | 0.69%         |
| 28 | Sonam Gupta                                   | 0               | 0.00%        |   | 57,672           | 0.68%         |   | 0.68%         |
| 29 | Rachit Gupta HUF                              | 0               | 0.00%        |   | 57,333           | 0.67%         |   | 0.67%         |
| 30 | Rohin Gupta                                   | 0               | 0.00%        |   | 50,337           | 0.59%         |   | 0.59%         |
| 31 | Gopal Dass Gupta HUF                          | 0               | 0.00%        |   | 50,308           | 0.59%         |   | 0.59%         |
| 32 | Roheen Gupta HUF                              | 0               | 0.00%        |   | 45,410           | 0.53%         |   | 0.53%         |
| 33 | Saurabh Gupta HUF                             | 0               | 0.00%        |   | 41,358           | 0.49%         |   | 0.49%         |
| 34 | Prerna Gupta                                  | 0               | 0.00%        |   | 39,076           | 0.46%         |   | 0.46%         |
| 35 | Share India Commodity Brokers Private Limited | 0               | 0.00%        |   | 101,299          | 1.19%         |   | 1.19%         |
|    | <b>Total</b>                                  | <b>7,84,970</b> | <b>9.24%</b> | - | <b>61,89,091</b> | <b>72.78%</b> | - | <b>63.54%</b> |

\* Equity Shares held by Mr. Rajesh Gupta and his PACs has been categorised as Promoter and Promoter Group for the Year ended on March31, 2019. The final report for Change in Control has been filled by Manager to Offer on 2nd April, 2018

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

|         |                              | Share holding at the beginning of the Year |                                  | Cumulative Share holding during the year |                                  |
|---------|------------------------------|--|----------------------------------|--|----------------------------------|
| Sl. No. | Promoters Name               | No. of Shares                              | % of total shares of the company | No of shares                             | % of total shares of the company |
| 1       | Surendra Kumar Jain          | 27,950                                     | 0.33%                            | -  | -                                |
| 2       | Deepak Kumar Jain            | 27,510                                     | 0.32%                            | -  | -                                |
| 3       | Kavita Jain                  | 24,500                                     | 0.29%                            | -  | -                                |
| 4       | Manoj Kumar Jain             | 27,510                                     | 0.32%                            | -  | -                                |
| 5       | Nidhi Jain                   | 24,500                                     | 0.29%                            | -  | -                                |
| 6       | Chandra Bhan Agarwal         | 13,000                                     | 0.15%                            | -  | -                                |
| 7       | Meera Rani Agarwal           | 10,000                                     | 0.12%                            | -  | -                                |
| 8       | Kapil Agarwal                | 20,000                                     | 0.24%                            | -  | -                                |
| 9       | Nitin Agarwal                | 10,000                                     | 0.12%                            | -  | -                                |
| 10      | D.M. International Pvt. Ltd. | 600,000                                    | 7.06%                            | -  | -                                |
| 11      | Rajesh Kumar Gupta           | -  | -                                | 1,092,150                                | 12.84                            |
| 12      | Yash Pal Gupta               | -  | -                                | 627,308                                  | 7.38                             |
| 13      | Saroj Gupta                  | -  | -                                | 600,923                                  | 7.07                             |
| 14      | Rekha Gupta                  | -  | -                                | 598,476                                  | 7.04                             |
| 15      | Suman Gupta                  | -  | -                                | 578,969                                  | 6.81                             |
| 16      | Rajesh Kumar HUF             | -  | -                                | 538,025                                  | 6.33                             |
| 17      | Saurabh Gupta                | -  | -                                | 353,074                                  | 4.15                             |
| 18      | Parveen Gupta HUF            | -  | -                                | 336,891                                  | 3.96                             |
| 19      | Parveen Gupta                | -  | -                                | 201,247                                  | 2.37                             |
| 20      | Subash Rani                  | -  | -                                | 152,181                                  | 1.79                             |
| 21      | Sachin Gupta HUF             | -  | -                                | 148,804                                  | 1.75                             |
| 22      | Yash Pal HUF                 | -  | -                                | 136,369                                  | 1.6                              |
| 23      | Sachin Gupta                 | -  | -                                | 109,207                                  | 1.28                             |
| 24      | Rachit Gupta                 | -  | -                                | 77,835                                   | 0.92                             |
| 25      | Agam Gupta                   | -  | -                                | 70,625                                   | 0.83                             |

|    |   |   |   |         |      |
|----|---|---|---|---------|------|
| 26 | Tripti Gupta                                  | - | - | 65,670  | 0.77 |
| 27 | Prachi Gupta                                  | - | - | 58,544  | 0.69 |
| 28 | Sonam Gupta                                   | - | - | 57,672  | 0.68 |
| 29 | Rachit Gupta HUF                              | - | - | 57,333  | 0.67 |
| 30 | Rohin Gupta                                   | - | - | 50,337  | 0.59 |
| 31 | Gopal Dass Gupta HUF                          | - | - | 50,308  | 0.59 |
| 32 | Roheen Gupta HUF                              | - | - | 45,410  | 0.53 |
| 33 | Saurabh Gupta HUF                             | - | - | 41,358  | 0.49 |
| 34 | Prerna Gupta                                  | - | - | 39,076  | 0.46 |
| 35 | Share India Commodity Brokers Private Limited | - | - | 101,299 | 1.19 |

\*Equity Shares held by Mr. Rajesh Gupta and his PACs has been categorised as Promoter and Promoter Group for the Year ended on March31, 2019. The final report for Change in Control has been filled by Manager to Offer on 2nd April, 2018

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

| Sl. No |                                     |                                    | Shareholding at the beginning of the year |                                  | Increase/Decrease in Shareholding |                                  | Cumulative Shareholding during the year |                                  |
|--------|-------------------------------------|------------------------------------|---|----------------------------------|-----------------------------------|----------------------------------|---|----------------------------------|
|        | For Each of the Top 10 Shareholders | Name of Shareholder                | No.of shares                              | % of total shares of the company | No of shares                      | % of total shares of the company | No. of shares                           | % of total shares of the company |
| 1      |                                     | PUNE STOCK BROKING PRIVATE LIMITED | -   | 0.00%                            | 447,226                           | 5.26%                            | 447,226                                 | 5.26%                            |
| 2      |                                     | Anisha Impex Limited               | -   | 0.00%                            | 415,000                           | 4.88%                            | 415,000                                 | 4.88%                            |
| 3      |                                     | Puja Malik                         | 300,000                                   | 3.53%                            | -                                 | 0.00%                            | 300,000                                 | 3.53%                            |
| 4.     |                                     | Yogya Enterprises Limited          | -   | 0.00%                            | 202,800                           | 2.39%                            | 202,800                                 | 2.39%                            |
| 5.     |                                     | Sangeeta Pareekh                   | 730,000                                   | 8.59%                            | -569,000                          | 6.69%                            | 161,000                                 | 1.90%                            |
| 6.     |                                     | Share India Securities Limited     | 16,189                                    | 0.19%                            | 93,061                            | 1.09%                            | 109,250                                 | 1.28%                            |
| 7.     |                                     | Bhikamchand Rajesh HUF             | -   | 0.00%                            | 102,000                           | 1.20%                            | 102,000                                 | 1.20%                            |

|     |  |                           |   |       |        |       |        |       |
|-----|--|---------------------------|---|-------|--------|-------|--------|-------|
| 8.  |  | DEEPAK JAYANTILAL<br>SHAH | - | 0.00% | 30,030 | 0.35% | 30,030 | 0.35% |
| 9.  |  | BANAS FINANCE<br>LIMITED  | - | 0.00% | 30,000 | 0.35% | 30,000 | 0.35% |
| 10. |  | YATISH H GOLECHA          | - | 0.00% | 25,000 | 0.29% | 25,000 | 0.29% |

**(v) Shareholding of Directors & Key Managerial Personnel:**

| Sl. No |                                   |                        | Shareholding at the beginning of the year |                                  | Increase/Decrease in Shareholding |                                  | Cumulative Shareholding during the year |                                  |
|--------|-----------------------------------|------------------------|---|----------------------------------|-----------------------------------|----------------------------------|---|----------------------------------|
|        | For Each of the Directors and KMP | Name of Director / KMP | No.of shares                              | % of total shares of the company | No of shares                      | % of total shares of the company | No of shares                            | % of total shares of the company |
| 1      |                                   | Rajesh Gupta           | -   | 0.00%                            | 1,092,150*                        | 12.84%                           | 1,092,150                               | 12.84%                           |
| 2      |                                   | Yash Pal Gupta         | -   | 0.00%                            | 627,308*                          | 7.38%                            | 627,308                                 | 7.38%                            |
| 3      |                                   | Shalu Jain             | -   | -                                | -                                 | -                                | -                                       | -                                |
| 4      |                                   | Ram Pal Kasana         | -   | -                                | -                                 | -                                | -                                       | -                                |
| 5      |                                   | Prachi Gupta           | -   | 0.00%                            | 58,544*                           | 0.69%                            | 58,544                                  | 0.69%                            |
| 6      |                                   | Mohit Chauhan          | -   | -                                | -                                 | -                                | -                                       | -                                |
| 7      |                                   | Rajiv Tandon           | -   | -                                | -                                 | -                                | -                                       | -                                |

\*Mr. Rajesh Gupta was appointed as Managing Director of the company w.e.f. May 02, 2018. However Mr. Rajesh Gupta was holding 307,180 shares in the company as on April 01, 2018 as the shareholder of the company. Mrs. Prachi Gupta and Mr.YashPal Gupta were appointed as Directors of the Company w.e.f. May 02, 2018. However Mrs. Prachi Gupta and Mr. YashPal Gupta were holding 58,544 and 627,308 shares respectively in the company as on April 01, 2018 as the shareholders of the company.



**V INDEBTEDNESS**

| Indebtedness of the Company including interest outstanding /accrued but not due for payment |                                     |                    |         |                       |
|---|-------------------------------------|--------------------|---------|-----------------------|
|   | Secured Loans<br>excluding deposits | Unsecured<br>Loans | Deposit | Total<br>Indebtedness |
| <b>Indebtness at the beginning<br/>of the financial year</b>                                |                                     |                    |         |                       |
| i) Principal Amount   |                                     |                    |         |                       |
| ii) Interest due but not paid   |                                     |                    |         |                       |
| iii) Interest accrued but not<br>due  |                                     |                    |         |                       |
| <b>Total (i+ii+iii)</b>   |                                     |                    |         |                       |
| <b>Change in Indebtedness<br/>during the financial year</b>                                 |                                     |                    |         |                       |
| Additions   | NIL                                 |                    |         |                       |
| Reduction   |                                     |                    |         |                       |
| <b>Net Change</b>   |                                     |                    |         |                       |
| <b>Indebtedness at the end of<br/>the financial year</b>                                    |                                     |                    |         |                       |
| i) Principal Amount   |                                     |                    |         |                       |
| ii) Interest due but not paid   |                                     |                    |         |                       |
| iii) Interest accrued but not<br>due  |                                     |                    |         |                       |
| <b>Total (i+ii+iii)</b>   |                                     |                    |         |                       |

**VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

| A. Remuneration to Managing Director, Whole Time Director and/or Manager |                             |                                     |              |
|--|-----------------------------|-------------------------------------|--------------|
| Sl.No  | Particulars of Remuneration | Name of the MD/WTD/Manager          |              |
|  |                             | Rajesh Gupta<br>(Managing Director) | Total Amount |
| 1  | Gross salary                |                                     |              |

|   |   |                |                |
|---|---|----------------|----------------|
|   | (a) Salary as per provisions contained in section 17(1) of the Income Tax, 1961 | 548387         | 548387         |
|   | (b) Value of perquisites u/s 17(2) of the Income tax Act, 1961                  | -              | -              |
|   | (c ) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961  | -              | -              |
| 2 | Stock Option  | -              | -              |
| 3 | Sweat Equity  | -              | -              |
| 4 | Commission  | -              | -              |
|   | - as % of profit  | -              | -              |
|   | - others (specify)  | -              | -              |
| 5 | Others, please specify  | -              | -              |
|   | <b>Total (A)</b>  | <b>548,387</b> | <b>548,387</b> |
|   | <b>Ceiling as per the Act</b>   | <b>148,110</b> | <b>148,110</b> |

\*The consent of the members was obtained in the 34th AGM for remuneration of Rs 50,000/- per month to Mr. Rajesh Gupta, Managing Director which is in excess of the limits prescribed under the Companies Act, 2013

**B. Remuneration to other directors:**

| Sl.No    | Particulars of Remuneration                        | Name of the Directors |
|----------|--|-----------------------|
| <b>1</b> | <b>Independent Directors</b>                       | <b>NIL</b>            |
|          | (a) Fee for attending board and committee meetings |                       |
|          | (b) Commission                                     |                       |
|          | (c ) Others, please specify                        |                       |
|          | <b>Total (1)</b>                                   |                       |
| <b>2</b> | <b>Other Executive/Non Executive Directors</b>     |                       |
|          | (a) Fee for attending board / committee meetings   |                       |
|          | (b) Commission                                     |                       |
|          | (c ) Others, please specify-Salary                 |                       |

|  |                                       |  |
|--|---------------------------------------|--|
|  | <b>Total (2)</b>                      |  |
|  | <b>Total (B)=(1+2)</b>                |  |
|  | <b>Total Managerial Remuneration</b>  |  |
|  | <b>Overall Ceiling as per the Act</b> |  |

**C. Remuneration to key managerial personnel other than MD/MANAGER/WTD**

| Sl. No. | Particulars of Remuneration   | Key Managerial Personnel |                   |                       |                    |                      | Total          |
|---------|---|--------------------------|-------------------|-----------------------|--------------------|----------------------|----------------|
|         |   | Company Secretary        | Company Secretary | Company Secretary     | CFO                | CFO                  |                |
| 1       | <b>Gross salary</b>   | <b>Sarita Pandey*</b>    | <b>Ankit*</b>     | <b>Mohit Chauhan*</b> | <b>Nidhi Jain*</b> | <b>Rajiv Tandon*</b> |                |
|         | (a) Salary as per provisions contained in section 17(1) of the Income Tax, 1961 | 20,000                   | 27,500            | 187,887               | 40,000             | 352,000              | 627,387        |
|         | (b) Value of perquisites u/s 17(2) of the Income tax Act, 1961                  | 0                        | 0                 | 0                     | 0                  | 0                    | 0              |
|         | (c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961   | 0                        | 0                 | 0                     | 0                  | 0                    | 0              |
| 2       | Stock Option  | 0                        | 0                 | 0                     | 0                  | 0                    | 0              |
| 3       | Sweat Equity  | 0                        | 0                 | 0                     | 0                  | 0                    | 0              |
| 4       | Commission  | 0                        | 0                 | 0                     | 0                  | 0                    | 0              |
|         | - as % of profit  | 0                        | 0                 | 0                     | 0                  | 0                    | 0              |
|         | - others (specify)  | 0                        | 0                 | 0                     | 0                  | 0                    | 0              |
| 5       | Others, please specify  | 0                        | 0                 | 0                     | 0                  | 0                    | 0              |
|         | <b>Total</b>  | <b>20,000</b>            | <b>27,500</b>     | <b>187,887</b>        | <b>40,000</b>      | <b>352,000</b>       | <b>627,387</b> |

\*Ms. Sarita Pandey and Mrs. Nidhi Jain tendered their resignation from their respective post i.e. Company Secretary and Compliance Officer and Chief Financial Officer of the Company with effect from May 02, 2018. Mr. Rajiv Tandon and Mr. Ankit were appointed as Chief Financial Officer and Company Secretary and Compliance Officer of the Company w.e.f. May 02, 2018. Mr. Mohit Chauhan was appointed as Company Secretary and Compliance Officer in place of Mr. Ankit w.e.f. September 01, 2018.

**VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES**

| Type                                | Section of the Companies Act | Brief Description | Details of Penalty / Punishment / Compounding fees imposed | Authority (RD / NCLT / COURT) | Appeal made, if any (give Details) |
|-------------------------------------|------------------------------|-------------------|--|-------------------------------|------------------------------------|
| <b>A. COMPANY</b>                   |                              |                   |  |                               |                                    |
| Penalty                             |                              |                   | <b>NIL</b>   |                               |                                    |
| Punishment                          |                              |                   |  |                               |                                    |
| Compounding                         |                              |                   |  |                               |                                    |
| <b>B. DIRECTORS</b>                 |                              |                   |  |                               |                                    |
| Penalty                             |                              |                   | <b>NIL</b>   |                               |                                    |
| Punishment                          |                              |                   |  |                               |                                    |
| Compounding                         |                              |                   |  |                               |                                    |
| <b>C. OTHER OFFICERS IN DEFAULT</b> |                              |                   |  |                               |                                    |
| Penalty                             |                              |                   | <b>NIL</b>   |                               |                                    |
| Punishment                          |                              |                   |  |                               |                                    |
| Compounding                         |                              |                   |  |                               |                                    |

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**Form No. MR-3**  
**Secretarial Audit Report**  
**For the Financial Year Ended at March 31, 2019**

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

To,  
The Members,

**AKASHDEEP METAL INDUSTRIES LIMITED**  
14, Dayanand Vihar, Backside Ground Floor  
Vikas Marg Ext. Delhi East Delhi 110092

We have conducted the secretarial audit of the compliance 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 my 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 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 March 31, 2019 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 March 31, 2019 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws Framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial borrowings: **(Not Applicable to the Company during the Audit period 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, 2018;
  - (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 has 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; **(Not applicable as the company is not registered as Registrar to issue and Share Transfer Agent);**
  - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable as there was no reportable event during the period 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 be buy-back any of its securities during the financial year under review);**
  - (i) Reserve Bank of India Act, 1934
- (vi) The management has identified and confirmed the following laws as specifically applicable to the company:
- a. Income Tax Act, 1961 and Rules;
  - b. The Information Technology Act, 2000;
  - c. The Indian Stamp Act, 1899 r/w India Stamp (Delhi Amendment) Act, 2001;
  - d. Cyber laws;
  - e. The Employee's Provident Fund and Miscellaneous Provisions Act, 1952;
  - f. Employee's State Insurance Act, 1948
  - g. Master Direction – Non Banking Financial Company – Systematically Important Non-Deposit taking company and Deposit taking company (Reserve Bank) Directions, 2016
  - h. Master Direction – Information Technology Framework for the NBFC Sector
  - i. Master Direction – Monitoring of frauds in NBFCs (Reserve Bank) Directions, 2016
  - j. Master Direction – Non Banking Financial Companies Auditor's Report (Reserve Bank) Directions, 2016

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

- (i) Secretarial Standards with regard to meeting of board of Directors (SS-1) and General Meetings (SS-2) issued by the Institute of Company Secretaries of India;
- (ii) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Listing Agreements entered into by the company with BSE Limited;

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

**We further report that**

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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.

All the decisions of the Board and Committees thereof were carried out with requisite majority;

**We further report that** based on review of compliance mechanism established by the Company, we are of the opinion 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:-

- As informed, the Company has responded appropriately to notices / observation letter received from various statutory / regulatory authorities including initiating action for corrective measures, wherever found necessary.

Note: Our Secretarial Audit Report of even date, for the financial year 2018-19 is to be read along with letter which is annexed as "Annexure-A" and forms an integral part of this report.

**For Arvind Kushwaha & Associates**  
**Company Secretaries**  
**Firm Registration No.: S2016PB407000**

**Date 24.08.2019**  
**Place : Delhi**

**Arvind Kushwaha**  
**Proprietor**  
**ACS No.: 45635**  
**CP No.: 16758**

**Annexure-A**

**To  
The Members,**

**AKASHDEEP METAL INDUSTRIES LIMITED**

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

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

**Management's Responsibility**

1. It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

**Auditor's Responsibility**

2. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.
3. We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.
4. Wherever required, we have obtained the management's representation about the compliance of laws, rules and regulations and happening of events etc.

**Disclaimer**

5. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the company.
6. We have not verified the correctness and appropriateness of financial records and books of account of the company.

**For ArvindKushwaha& Associates  
Company Secretaries  
Firm Registration No.: S2016PB407000**

**Date: 24.08.2018  
Place: Delhi**

**ArvindKushwaha**

**Proprietor  
ACS No.: 45635  
CP No.: 16758**



## **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

### **INDUSTRY OVERVIEW**

During the year under review, NBFCs continued to grow their share in the financial services industry. Data published by the RBI in its Financial Stability Report dated 31 December 2018 show that NBFCs have outperformed scheduled commercial banks (SCBs) on growth in advances, asset quality and profitability. This growth momentum of NBFCs should result in their share in the financial service sector increasing in the near future.

NBFCs have carved the niche business areas for them within the financial sector space and bring the much needed diversity to the financial sector. NBFCs play an important role to promote financial inclusion agenda of the government by catering to financial needs of people belonging to weaker section of the society.

During the year 2018-19 your company on standalone basis earned a net profit of Rs. 29.62 lakhs as against a profit of Rs. 10.99 lakhs in the previous financial year. Revenue from operations of your company (excluding other income) was Rs 42.23 Lakhs as against Rs. 42.82 Lakhs in the previous year.

### **OPPORTUNITIES**

The macro economic developments in India as well as the rest of the world augur well for the growth of financial services in India and offer immense opportunities in FY 20 and beyond as under:

- The financialisation of Indian household savings, low credit penetration and increasing consumption are already presenting newer opportunities for financial services.
- As per IMF report, the projected growth in the Indian economy of around 7.2% in FY20 would continue to throw up vast opportunities for us to grow various diversified businesses. Even as we maintain a near term conservative outlook, our long term view for Indian markets remain steadfast.
- Emerging trends in technology and move towards formal and cashless economy have also opened up new client segments which firms like ours can exploit for future growth.

### **THREATS**

With the non-banking finance company (NBFCs) sector having come under serious financial pressure over the past few quarters, the government has come up with a proposal for laws and regulations that will give regulator more control. Consequently, the Finance Bill, 2019 proposes to amend the Reserve Bank of India Act, 1934 to give RBI a bigger role in the management of NBFCs in adverse situations.

The Reserve Bank of India has talked about strengthening the regulatory vigil on the sector in general and on the asset liability management (ALM) framework in particular in its latest report. The default by IL&FS on repayment of commercial papers shook the industry, making debt investors wary on investing in them.

## **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 2019-20.

## **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 a policy of assessing the risk and managing its business. The Company is operating on a well-defined plan and strategy; hence we believe, we are prepared to face any change in regulatory environment.

## **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 system and their adequacy.

## **HUMAN RESOURCE**

Human resource is an essential element for any company. Infact a company's performance depends on how well its employees' perform . In an increasing competitive market for talent, your company continues to focus on attracting and retaining right talent. It is committed to provide right opportunities to employees to realize their potential. As on 31<sup>st</sup> March, 2019 your company has three employees.

## **CAUTIONERY 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 such other factors over which the Company does not have any direct control.

### **DETAILS OF SIGNIFICANT CHANGES**

The details of significant changes in financial ratios, along with detailed explanation thereof as per the SEBI (LODR) Amendment Regulations, 2018

| <b>Particulars</b>           | <b>FY 2019</b> | <b>FY 2018</b> | <b>Variation</b> | <b>Reason</b>   |
|------------------------------|----------------|----------------|------------------|---|
| <b>Key Financial Ratio</b>   |                |                |                  |   |
| Debtors Turnover*            | 0.12           | 0.12           | -3.33%           | -   |
| Inventory Turnover           | -              | -              | -                | -   |
| Interest Coverage Ratio*     | 257.83         | 13.64          | 1790.39%         | Finance cost for FY 19 only includes bank charges, resultantly interest coverage ratio has improved significantly   |
| Current ratio                | 32.38          | 115.60         | -71.99%          | Deviation in the ratio has been due to income tax provisions. Since the Company's profitability has increased significantly in FY 2019, resultantly its tax provision has also increased. The Company has sufficient liquidity cushion. |
| Debt Equity Ratio            | -              | -              | -                | -   |
| Operating Profit Margin (%)* | 44.66%         | 38.07%         | 17.31%           | -   |
| Net Profit Margin(%)         | 70.14%         | 25.67%         | 173.22%          | Although margins from core operations have remained stable but PAT margin has grown due to higher net other income in FY 19   |
| Return on Net Worth^         | 1.45%          | 0.55%          | 165.40%          | Sizeable increment in PAT margin have resulted in higher return on net worth and hence leading to such a variation.   |

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

**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: 24.08.2019  
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. 28 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 Obligation & Disclosure Requirements) Regulations, 2015, compliance with the corporate governance provisions as specified in regulations 17, 17(A), 18, 19, 20, 21, 22, 23, 24, 24(A), 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; or

(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 networth 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 31st March, 2019.

**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**

**Rajesh Gupta**  
Managing Director  
DIN: 00006056

Date: 24.08.2019  
Place: Delhi

Add: 25, Hargovind Enclave, Delhi-110092

## INDEPENDENT AUDITOR'S REPORT

**To the Members of AKASHDEEP METAL INDUSTRIES LIMITED**

**Report on the Audit of the Standalone Financial Statements**

### **Opinion**

We have audited the Standalone Financial Statements of **AKASHDEEP METAL INDUSTRIES LIMITED**, which comprise the Balance Sheet as at **31st March 2019**, and the Statement of Profit & Loss and Statement of Cash Flows for the year then ended, and notes to the Standalone Financial Statements, including a summary of significant accounting policies and other explanatory information.

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 Companies Act, 2013 ('the Act') in the manner so required and give a true and fair view in conformity with the Accounting Standards prescribed under section 133 of the Act read with the Companies (Accounting Standards) Rules, 2006, as amended, ("AS") and other accounting principles generally accepted in India, of the state of affairs of the company as at March 31st, 2019, the Profit and its Cash Flows for the year ended on that date.

### **Basis for opinion**

We conducted our audit of the Standalone Financial Statements in accordance with the Standards on Auditing specified under section 143 (10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the company in accordance with the code of ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant to our audit of the Standalone Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code Of Ethics. 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.

### **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our opinion thereon, and we do not provide a separate opinion on these matters.

|  | <b><u>How the matter was addressed in our audit</u></b>   |
|--|---|
| <p><b><u>Revenue Recognition</u></b></p> <p>1. As per the company's revenue recognition policy.</p> <p>Income is recognized on accrual basis on performing assets and on realization basis in respect of nonperforming assets as per the prudential norms prescribed by Reserve Bank of India.</p> | <p>1. In assessing the same we performed following procedures:</p> <p>We understand management's process for recognizing revenue by undertaking a walkthrough to identify and test the design and implementation of key controls, data flows and input sensitivities.</p> |

|   |   |
|---|---|
| <p><b>Refer Notes nos. 4 &amp; 11 to the Balance Sheet.</b></p> | <p>- Provisioning was revalidated wherever required manually to confirm the system generated figures.</p> |
|---|---|

**Other Information – Other than the Standalone Financial Statements and Auditors Report Thereon**

The Company’s Board of Directors is responsible for other information. The other Information comprises the information included in the Management Discussion and Analysis, Board’s Report including Annexures to Board’s Report, Business Responsibility Report, Corporate Governance, Chairman’s Statement and Shareholder’s Information, but does not include the standalone financial statements and our auditor’s report thereon. The Board’s Report including Annexures to Board’s Report, Business Responsibility Report, Corporate Governance, Chairman’s Statement and Shareholder’s Information is expected to be made available to us after the date of this auditor’s report.

Our Opinion on the Standalone financial statements does not cover the other Information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Standalone financial statements or our knowledge obtained in the course of our audit, or otherwise appears to be materially misstated.

**Management’s Responsibility for Standalone Financial Statements**

The Company’s Board of directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance, Cash Flows of the Company in accordance with the AS and other accounting principles accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate Internal Financial Controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Standalone financial statements, management is responsible for assessing the Company’s ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

### **Auditor's Responsibilities for the Audit of the Standalone Financial Statements**

Our objectives are to obtain reasonable assurance about whether the Standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud involve collusion, forgery, Intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors report. However future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Standalone financial Statements, including the disclosures, and whether the Standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.



We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonable be expected to outweigh the public interest benefits of such communication.

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

1. As required by The Companies (Auditors Report) order 2016, the order issued by Central Government of India in terms of sub section (11) of section 143 of the Act, we give in the “**Annexure-A**”, a statement the matters specified in paragraph 3 and 4 of the said 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 appears from our examination of those books.
  - c) The Balance Sheet, the Statement of Profit and Loss and the statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
  - d) In our opinion, the aforesaid Standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - e) On the basis of written representations received from the directors as on 31 March, 2019, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2019, 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 & the operating effectiveness of such controls, refer to our separate report in ‘**Annexure-B**’. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the company's internal financial controls with reference to financial statements.
  - g) The Auditor's Report as required by Non-Banking Financial Company –Non-Systemically Important Non-Deposit taking Company (Reserve Bank) Directions, 2016 has been annexed in ‘**Annexure-C**’.

- h) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of the Section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the company to its directors during the year is in accordance with the provisions of section 197 and Schedule V of the Act.

- i) With respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit & Auditors) Rules 2014, as amended in our opinion and to our best of our information and according to the explanations given to us:

I. The Company has pending litigation with Income Tax Authorities and the possible impact of which has been disclosed in financial statements.

II. The company does not have any long-term contracts including derivative contracts which require provision under any law or accounting Standard for material foreseeable losses.

III. There was no amount which was required to be transferred to the Investor Education and Protection Fund.

**FOR M/s T.K. GUPTA AND ASSOCIATES  
CHARTERED ACCOUNTANTS  
FRN: 011604N**

**Place: -New Delhi**

**Date:30.05.2019**

**CA. KRITI BINDAL  
(PARTNER)  
M. NO. 516627**

**Annexure-A to the Independent Auditor's Report of Even Date on the Standalone Financial Statements of AKASHDEEP METAL INDUSTRIES LIMITED**

**A statement as required on the matter specified in the paragraph 3 & 4 of The Companies (Auditors Report) Order 2016, the order issued by Central government of India in terms of sub section (11) of section 143 of the Act,**

- (i) (a). The company has maintained proper records showing full particulars Including quantitative details & situation of its fixed assets.

(b). All the assets have been physically verified by the management during the year, which in our opinion is reasonable having regard to the size of the company & the nature of its assets. No discrepancy was noticed on such verification.

(c). According to the information and explanations given to us and based on audit procedures conducted by us, the company does not held any immovable property.
- (ii) As the company is a Non-Banking Finance Company, accordingly, reporting under clause 3(ii) of the order is not applicable to the company.
- (iii) According to the information & explanation given to us & based on audit procedures conducted by us, the Company has granted loans to one party covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act').

  - a) In our opinion, the rate of interest and other terms and conditions on which the loans had been granted to these parties are not, prima facie, prejudicial to the interest of the Company.
  - b) In our opinion, schedule of repayment of principal has been stipulated and repayments and receipts are regular as per stipulations.
  - c) There are no overdue amounts for more than 90 days in respect of the loan granted to party listed in the register maintained under section 189 of the Act.
- (iv) According to the Information & explanation given to us and based on the audit procedure conducted by us, we are of the opinion that company has complied with the provisions of Section 185 of the Companies Act and Section 186 is not applicable to the Company.
- (v) The company is Non-Banking Financial Institution, therefore provisions of Sec 73 to 76 of the Act and the provisions made thereunder are not applicable.
- (vi) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records u/s 148 of the Act, in respect of services carried out by the company.
- (vii) (a) The company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, Employees State Insurance, Income Tax, Sales-Tax, Goods and Service Tax, duty of customs, Duty of Excise, Value Added Tax, Cess & any other statutory dues applicable to it & there are no undisputed dues outstanding as on **31.03.2019** for a period of more than six months from the date they became payable.

(b) According to the information & explanations given to us and based on the audit procedure conducted by us, we are of the opinion that there was only one due of Income Tax that have not been deposited on account of any dispute.

| <b>Nature of Statute</b> | <b>Nature of Dues</b> | <b>Amount (in Rs.)</b> | <b>Period to which the amount relates</b> | <b>Forum where dispute is pending</b> |
|--------------------------|-----------------------|------------------------|---|---------------------------------------|
| Income Tax Act, 1961     | Income Tax            | 2,29,580               | A.Y 2018-19                               | CPC                                   |

- (viii) In our opinion & according to the information & explanation given to us and based on the audit procedure conducted by us, we are of the opinion that the company has not taken any Loans or Borrowings from a Financial Institution, Banks or Government not issued any debenture. Therefore clause (viii) of para 3 of the order is not applicable to the Company.
- (ix) The company has not raised any money by way of term loans & public offer during the year and hence reporting under clause 3 (ix) of the Order is not applicable to the Company.
- (x) As per the information & explanations given to us, no fraud by the company or no fraud on the company by its officer or employees has been noticed or reported during the year.
- (xi) In our opinion and according to the information & explanation given to us, the company has paid/provided managerial remuneration in accordance with the requisite approvals mandated by the provision of Sec 197 read with Schedule V to the Act.
- (xii) The company is not a Nidhi Company; hence reporting under clause 3 (xii) of the order is not applicable to the company.
- (xiii) According to the information and explanation given to us and based on the audit procedure conducted by us, the company has complied with section 177 & Sec 188 of Companies Act 2013 in respect to all transactions, with the related parties & details have been disclosed in the financial statements etc. as required by the applicable accounting standards.
- (xiv) The company has not made any preferential allotment/ private placement of shares or partly Convertible debenture during the year under review.
- (xv) According to the information and explanation given to us and based on the audit procedure conducted by us, we are of the opinion that the company has not entered into any Non-cash transaction with directors or persons connected with him.
- (xvi) The company is an Investment & Credit Company (NBFC) and is registered u/s 45 IA of the Reserve Bank of India Act, 1934. Company has obtained registration vide Reg. Cert. No. B-14.00270 dated 04/03/1998 issued by RBI

**For M/s T.K. GUPTA &  
ASSOCIATES  
CHARTERED ACCOUNTANTS  
FRN NO.: 011604N**

**PLACE: NEW DELHI  
DATE: 30.05.2019**

**CA. KRITI BINDAL  
(PARTNER)  
M. NO. 516627**

**Annexure-B to the Independent Auditor's Report of Even Date on the Standalone Financial Statements of AKASHDEEP METAL INDUSTRIES LIMITED**

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

To The Members of **AKASHDEEP METAL INDUSTRIES LIMITED**

We have audited the internal financial controls over financial reporting of **AKASHDEEP METAL INDUSTRIES LIMITED** as of **31<sup>st</sup> March, 2019** in conjunction with our audit of the Standalone 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. 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, assessing the risk that a material weakness exists, and testing and valuating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

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

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that

transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

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

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

### **Opinion**

In our opinion, the Company has, in all material aspects, an adequate internal financial controls system over financial reporting and such financial controls over financial reporting were operating effectively as at 31st March, 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For M/s T.K. GUPTA & ASSOCIATES  
CHARTERED ACCOUNTANTS  
FRN NO.: 011604N**

**PLACE: NEW DELHI  
DATE: 30.05.2019**

**CA. KRITI BINDAL  
(PARTNER)  
M. No. 516627**

**AUDITOR'S REPORT**

To

The Board of Directors of

**AKASHDEEP METAL INDUSTRIES LIMITED**

We have examined the books of accounts and other relevant documents/records of **AKASHDEEP METAL INDUSTRIES LIMITED** as on 31.03.2019 for the purpose of audit and report on the basis of explanation and information given to us and in terms of Non-Banking financial Companies Auditors Report (Reserve Bank) Directions, 2008 on the following matters:

- i. The Company has been incorporated on December 20<sup>th</sup>, 1983 and has applied for the registration as provided in section 45-IA of the Reserve Bank of India Act 1934.
- ii. The company is holding certificate of registration vide Reg. Cert. No. B-14.00270 dated 04/03/1998 issued by RBI and is entitled to continue to hold such certificate as on 31st March 2019.
- iii. The Company is meeting the requirement of Net Owned Fund as specified by RBI.
- iv. The company has passed the Board Resolution for non-acceptance of any public deposit on **2<sup>nd</sup> May, 2018.**
- v. The company has not accepted any public deposit during the financial year 2018-2019.
- vi. The Company has complied with the Prudential Norms relating to income recognition, accounting standards, asset classification, provisioning for bad and doubtful debts and concentration of credit/investments as applicable to it in terms of the directions issued by the Reserve Bank of India in terms of Non-Banking Financial Companies (NBFC) Prudential Norms (Reserve Bank) Directions, 1998. (Revised on 22nd Feb 2019, vide notification no. DNBR (PD) CC.No.097/03.10.001/2018-19).

**FOR T.K. GUPTA & ASSOCIATES  
CHARTERED ACCOUNTANTS  
R. NO. 011604N**

**PLACE : NEW DELHI**

**DATE: 30.05.2019**

**CA. KRITI BINDAL  
(PARTNER)  
M. No. 516627**

**STANDALONE BALANCE SHEET AS ON 31.03.2019**

| PARTICULARS   | NOTE NO. | AS AT 31.03.2019       | AS AT 31.03.2018       |
|---|----------|------------------------|------------------------|
| <b>I. EQUITY AND LIABILITIES</b>                    |          |                        |                        |
| <b>1. Shareholder's Funds</b>                       |          |                        |                        |
| a. Share Capital                                    | 2        | 8,50,26,210.00         | 8,50,26,210.00         |
| b. Reserve & Surplus                                | 3        | 11,85,81,702.56        | 11,56,19,492.00        |
| c. Money received against share warrants            |          |                        | -                      |
| <b>2. Share Application Money Pending Allotment</b> |          | -                      | -                      |
| <b>3. Non-current liabilities</b>                   |          |                        |                        |
| a. Long-term borrowings                             |          | -                      | -                      |
| b. Deferred tax liabilities (Net)                   |          | -                      | -                      |
| c. Other Long term liabilities                      |          |                        | -                      |
| d. Long-term provisions                             | 4A       | 1,35,576.00            | 1,43,466.00            |
| <b>4. Current Liabilities</b>                       |          |                        |                        |
| a. Short-term borrowings                            |          | -                      |                        |
| b. Trade payables                                   | 5        | 53,000.00              | 68,300.00              |
| c. Other current Liabilities                        | 6        | 1,10,984.00            | 2,23,515.00            |
| d. Short-term provision                             | 4B       | 10,71,999.00           | 20,182.00              |
| <b>Total</b>  |          | <b>20,49,79,471.56</b> | <b>20,11,01,165.00</b> |
| <b>II. ASSETS</b>                                   |          |                        |                        |
| <b>1. Non- current assets</b>                       |          |                        |                        |
| a. Property, Plant & Equipments                     |          |                        |                        |
| - Tangible assets                                   | 7        | -                      | 85,747.00              |
| - Intangible assets                                 |          |                        |                        |
| - Capital work-in-Progress                          |          |                        |                        |
| - Intangible assets under development               |          |                        |                        |
| b. Non- current Investments                         | 8        | 16,48,25,691.00        | 16,48,25,691.00        |
| c. Deferred tax assets (net)                        | 9        | 1,27,172.29            | 1,21,724.00            |
| d. Receivables under Finance Activity               |          | -                      | -                      |
| e. Long-term loans and advances                     |          | -                      | -                      |
| f. Other non-current assets                         |          | -                      | -                      |
| <b>2. Current Assets</b>                            |          |                        |                        |
| a. Current Investment                               |          | -                      | -                      |
| b. Inventories                                      |          | -                      | -                      |
| c. Trade receivables                                |          | -                      | -                      |
| d. Cash and cash equivalents                        | 10       | 22,40,625.00           | 1,72,709.00            |
| e. Receivables under finance activity               | 11       | 3,65,91,348.00         | 3,58,66,552.00         |
| Short term loans and advances                       |          | -                      | -                      |
| Other current assets                                | 12       | 11,94,635.27           | 28,742.00              |
| <b>Total</b>  |          | <b>20,49,79,471.56</b> | <b>20,11,01,165.00</b> |

See Accompanying notes forming part of the Financial Statements

**RAJESH GUPTA**  
(Managing Director)  
DIN NO. 00006056

**YASHPAL GUPTA**  
(Director)  
DIN NO. 00013872

**MOHIT CHAUHAN**  
(Company Secretary)  
M.No. 53839

**RAJIV TANDON**  
Chief Financial Officer

**AUDITOR'S REPORT**  
**AS PER OUR REPORT OF EVEN DATE ANNEXED**  
**FOR T.K. GUPTA & ASSOCIATES**  
**CHARTERED ACCOUNTANTS**  
**FIRM REGN NO. 011604N**

**PLACE : NEW DELHI**  
**DATED : 30.05.2019**

**CA. KRITI BINDAL (PARTNER)**  
**M.NO. 516627**



**STANDALONE STATEMENT OF PROFIT AND LOSS AS ON 31.03.2019**

| PARTICULARS  | NOTE<br>NO. | FOR THE YEAR<br>ENDED<br>31.03.2019 | FOR THE YEAR<br>ENDED<br>31.03.2018 |
|--|-------------|-------------------------------------|-------------------------------------|
| I. Revenue From operations   | 13          | 42,23,376.00                        | 42,82,435.00                        |
| II. Other Income   | 14          | 21,49,806.00                        | 41,88,08,415.00                     |
| <b>III. Total Revenue (I+II)</b>   |             | <b>63,73,182.00</b>                 | <b>42,30,90,850.00</b>              |
| <b>IV. Expenses:</b>   |             |                                     |                                     |
| Purchases  |             | -                                   | 41,88,05,310.00                     |
| Employee benefits expenses   | 15          | 13,00,557.00                        | 10,96,225.00                        |
| Finance costs  | 16          | 7,316.00                            | 1,19,538.00                         |
| Depreciation and amortization expenses                                   | 7           | 31,050.00                           | 21,386.00                           |
| Other Expenses   | 17          | 10,63,963.73                        | 15,34,454.00                        |
| Provisions, Loan Loss & Other Charges                                    | 18          | (58,466.00)                         |                                     |
| <b>Total Expenses</b>  |             | <b>23,44,420.73</b>                 | <b>42,15,76,913.00</b>              |
| V. Profit before exceptional and extraordinary items and tax (III-IV)    |             | 40,28,761.27                        | 15,13,937.00                        |
| VI. Exceptional Items  |             | -                                   | -                                   |
| VII. Profit before extraordinary items and tax (V-VI)                    |             | 40,28,761.27                        | 15,13,937.00                        |
| VIII. Extraordinary Items  |             | -                                   | -                                   |
| IX. Profit before tax (VII- VIII)  |             | 40,28,761.27                        | 15,13,937.00                        |
| X. Tax Expenses  |             |                                     |                                     |
| (1) Current Tax  |             | 10,71,999.00                        | 5,45,014.00                         |
| (2) Wealth Tax   |             |                                     |                                     |
| (3) Deferred Tax/(Liabilities)   |             | 5,448.29                            | (1,30,436.00)                       |
| XI. Profit (loss) for the period from Continuing Operations (IX-X)       |             | 29,62,210.56                        | 10,99,359.00                        |
| XII. Profit/(loss) from discontinuing operations                         |             | -                                   | -                                   |
| XIII. Tax expense of discontinuing operations                            |             | -                                   | -                                   |
| XIV. Profit/(loss) from Discontinuing Operations (after tax) (XII- XIII) |             | 29,62,210.56                        | 10,99,359.00                        |
| XV. Profit (Loss) for the period (XI+XIV)                                |             | 29,62,210.56                        | 10,99,359.00                        |
| XVI. Earnings per equity share:  |             |                                     |                                     |
| (1) Basis  |             | 0.35                                | 0.31                                |
| (2) Diluted  |             | 0.35                                | 0.31                                |

**Rajesh Gupta**  
MANAGING DIRECTOR  
DIN: 00006056

**Yash Pal Gupta**  
DIRECTOR  
DIN: 00013872

**Mohit Chauhan**  
COMPANY SECRETARY  
M.No. 53839

**RAJIV TANDON**  
CHIEF FINANCIAL OFFICER

**Auditors Report**  
**AS PER OUR REPORT OF EVEN DATE ANNEXED**  
**For T.K. Gupta & Associates**  
**CHARTERED ACCOUNTANTS**  
**FIRM REGN No. 011604N**

**PLACE: New Delhi**  
**DATED : 30.05.2019**

**CA. KRITI BINDAL**  
**(PARTNER)**  
**M.No. 516627**

**STANDALONE CASH FLOW STATEMENT AS ON 31.03.2019**

| <b>Particulars</b>   | <b>2018-19<br/>Amount (Rs.)</b> | <b>2017-18<br/>Amount (Rs.)</b> |
|--|---------------------------------|---------------------------------|
| <b>A Cash flows from operating activities</b>                |                                 |                                 |
| Profit After taxation  | 29,62,210.56                    | 10,99,359.00                    |
| <i>Adjustments for:</i>                                      |                                 |                                 |
| Profit on sale of investment                                 | (21,18,006.00)                  | -                               |
| Depreciation   | 85,747.00                       | 21,386.00                       |
| Interest Paid  | -                               | 1,19,420.00                     |
| Provision for Gratuity                                       | 50,576.00                       | -                               |
| Provision for NPA  | (58,466.00)                     | -                               |
| Direct tax paid  | (20,182.00)                     |                                 |
| Provision for Tax  | 10,71,999.00                    | 5,45,014.00                     |
| Changes in DTA   | (5,448.29)                      | (1,30,436.00)                   |
| <i>Working capital changes:</i>                              |                                 |                                 |
| (Increase) / Decrease in trade and other receivables         | -                               |                                 |
| Increase / (Decrease) in trade payables                      | (15,300.00)                     | 1,050.00                        |
| Increase/(Decrease) in Short Term Loans & Advances           | -                               | (12,47,207.00)                  |
| (Increase) / Decrease in other Current Assets                | (11,65,893.27)                  | 5,80,720.00                     |
| (Increase) / Decrease in other Non-Current Assets            |                                 | (6,231.00)                      |
| Increase / (Decrease) in other Current Liabilities           | (1,12,531.00)                   | 1,91,512.00                     |
| <br><i>Net cash flow from operating activities</i>           | <br><b>6,74,706.00</b>          | <br><b>2,31,811.00</b>          |
| <b>B Cash flows from investing activities</b>                |                                 |                                 |
| Long Term receivables  | -                               |                                 |
| Proceeds from sale of Investment                             | 21,18,006.00                    | (16,48,25,691.00)               |
| Changes in Long-Term Loans and Advances                      | (7,24,796.00)                   |                                 |
| <i>Net cash used in investing activities</i>                 | <b>13,93,210.00</b>             | <b>(16,48,25,691.00)</b>        |
| <b>C Cash flows from financing activities</b>                |                                 |                                 |
| Proceeds from long-term borrowings                           | -                               |                                 |
| Issue of Share Preferential basis                            |                                 | 16,48,25,691.00                 |
| Interest payment on loans and Bank Charges                   | -                               | (1,19,420.00)                   |
| <i>Net cash flow from financing activities</i>               | <b>-</b>                        | <b>16,47,06,271.00</b>          |
| <br><b>Net increase in cash and cash equivalents (A+B+C)</b> | <br><b>20,67,916.00</b>         | <br><b>1,12,390.59</b>          |
| <br><b>Cash and cash equivalents at beginning of period</b>  | <br><b>1,72,709.00</b>          | <br><b>60,319.00</b>            |
| <br><b>Cash and cash equivalents at end of period</b>        | <br><b>22,40,625.00</b>         | <br><b>1,72,709.59</b>          |

**RAJESH GUPTA  
MANAGING DIRECTOR  
DIN NO. 00006056**

**YASHPAL GUPTA  
DIRECTOR  
DIN NO. 00013872**

**MOHIT CHAUHAN  
COMPANY SECRETARY  
M.No. 53839**

**RAJIV TANDON  
CHIEF FINANCIAL OFFICER**

**AUDITOR'S REPORT  
AS PER OUR REPORT OF EVEN DATE ANNEXED  
FOR T.K. GUPTA & ASSOCIATES  
CHARTERED ACCOUNTANTS  
FIRM REGN NO. 011604N**

**PLACE : NEW DELHI  
DATED : 30.05.2019**

**CA. KRITI BINDAL (PARTNER)  
M.NO. 516627**

## STANDALONE NOTES FORMING PART OF FINANCIAL STATEMENTS

Note -1

### 1. Corporate Overview

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.

### 2. Significant Accounting Policies

#### 2.1 Basis of Preparation of Financial Statements

The financial statements are prepared under the historical cost convention in accordance with the Generally Accepted Accounting Principles in India including Accounting Standards prescribed under section 133 of the Companies Act 2013 read with Rule 7 of the Companies (Accounts) Rules 2014 & the provision of the Companies Act. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

The accounting policies adopted in the preparation of financial statements are consistent with those of previous year.

#### 2.2 Use of estimates

The preparation of financial statements requires estimates and assumption to be made that affect the reported amount of assets & liabilities on the reported amount of revenues & expenses during the reporting period. Difference believes the actual results & estimates are recognised in the period in which the results are known/materialised.

#### 2.3 Property, Plant and Equipment

Tangible Fixed Assets:

Fixed Assets are stated at cost , less accumulated depreciation /amortization and impairment losses,if any. The cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use . Any trade discounts and rebates are deducted in arriving at the purchase price.

Depreciation/Amortization

Depreciation on fixed assets is provided on "Written Down Value" based on useful life as prescribed under schedule II of the Companies Act 2013.

With respect to the following assets, accounting policy has undergone a change which has been specified as follows:

The life assumed for Computer & Printers was 6 years. However the same has now been accounted for with due regard to Schedule II of the Companies Act 2013.

The life assumed for Furniture & Fixture was 15 years. However the same has now been accounted for with due regard to Schedule II of the Companies Act 2013.

The ownership rights of resorts has been completely amortised since the asset do not exist now.

#### **2.4 Investment:**

All the investments are classified as long term investment by the management and are valued at cost in term of 'Non Banking Financial Companies Prudential Norms (Reserve Bank) Direct, 1998' and provision is made to recognize any deal in the value of investment other then temporary. The profit / loss on the sale of investment is dealt with at the time of actual sale / redemption.

#### **2.5 Employees Benefits: -**

##### **(i) Leave Encashment**

No Leave encashment benefits are paid / provided in its entirety in the accounts for the year.

##### **(ii) Provident Fund**

Provision for provident fund is not made as 'The Employees' Provident Funds and Miscellaneous Provisions Act, 1952' is not applicable to the company.

##### **(iii) Gratuity**

Gratuity liability is a defined benefit obligation and is provided on the basis of an actuarial valuation which has been carried out using the Project Unit Credit Method as per AS-15 to determine the Present Value of Defined Benefit Obligations and the related Current Service Cost and, where applicable, Past Service Cost made at the end of each financial year. The valuations do not affect the ultimate cost of the plan, only the timing of when the benefit costs are recognized. Actuarial gain/loss are immediately taken to Statement of Profit & Loss and are not deferred.

(iv)'Other Employee Benefits are accounted for on accrual basis.

#### **2.6 Hypothecation stock**

Hypothecation stock is valued at stated agreement value and it is inclusive of all the installments whether due or not due during the year.

#### **2.7 Provision, Contingent Liabilities & Contingent Assets**

Provision are recognised only when the company has present or legal or constructive obligation as a result of past events, for which it is probable that an outflow of economic benefits will be required to settle the transaction & a reliable estimate can be made for the amount of obligation.

Contingent Assets are not recognised in the financial statement.

Provision for Standard and Sub-Standard Assets have been created in accordance with Non-Banking Financial (Non - Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007.

#### **2.8 Recognition of Income :**

Income from Hypothecation Stock

Finance Charges are arrived at by amortizing the installments containing the finance charges equally over the period of contract.

Finance charges are accounted for as and when due in line with the prudential norms for income recognition introduced for Non-Banking Financial Companies by the Reserve Bank of India vide its notification No. DFC No. 119/DG (SPT)-98 dated January 31st 1998 and revised on 22nd Feb 2007, vide notification no DNBS. 192/DG(VL)-2007, income on non-performing assets is accounted for on receipt basis.

Compensation charges/additional Finance charges on amounts given to borrowers incidental to hypothecation and on delayed payment of installment by borrowers are accounted for on completion of hypothecation transaction.

No income is recognized in respect of non-performing assets, if any, as per the prudential norms for income recognition introduced for Non Banking financial Corporation by Reserve Bank of India vide its notification No. DFC. No. 119/DG/(SPT)-98 date 31-01-1998 and revised on 22nd Feb 2007, vide notification no DNBS. 192/DG(VL)-2007 .

#### Other Income

Income from dividend on shares of corporate bodies and units of mutual funds shall be taken into account on cash basis. However, the income from dividend on shares of corporate bodies shall be taken into account on accrual basis when such dividend has been declared by the corporate body in its annual general meeting and the applicable NBFC's right to receive payment is established

### **2.9 Accounting for Investments**

(a) Classification of Investments shall be classified into current and long term at the time of making each investment

(b) There shall be no such transfer on ad-hoc basis

(c) Such transfer, if warranted, shall be effected only at the beginning of each half year, on April 1 or October 1, with the approval of the Board;

(d) The investments shall be transferred scrip-wise, from current to longterm or vice-versa, at book value or market value, whichever is lower

(e) The depreciation, if any, in each scrip shall be fully provided for and appreciation is ignored

(f) The depreciation in one scrip is not set off against appreciation in another scrip, at the time of such inter-class transfer, even in respect of the scrips of the same category.

(g) Quoted current investments for each category shall be valued at cost or market value whichever is lower.

(h) Unquoted equity shares in the nature of current investments are valued at cost or breakup value, whichever is lower.

### **2.10 Classification of Assets and provisioning: -**

Non-performing Assets, as defined by the RBI notification no. DFS 125/ED(G) – 98 dated May 12, 1998 and revised on 22nd Feb 2007, vide notification no DNBS. 192/DG(VL)-2007 are those hypothecation transaction where installments are overdue more than six months and provisions of Rs. 13,34,662 /- (Previous Year Rs.14,52,566/-) have been made in consonance with prudential norms.

### **2.11 Leases:**

Leases in which the company does not transfer substantially all risks & benefits of ownership of the asset are classified as operating leases. Lease payment on an operating lease is recognised in the Statement of Profit & Loss on a straight line basis over the lease term.

### **2.12 Earnings per share**

Basic earnings per share is computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the profit after tax by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The diluted potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value which is the average market value of the outstanding shares. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

### **2.13 Cash and cash equivalents**

Cash and cash equivalents comprise cash at bank and on hand, including cheques on hand and short - term investments with an original maturity of three months or less.

### **2.14 Investments**

Long-term investments (excluding investment properties), are carried individually at cost less provision for diminution, other than temporary, in the value of such investments.

**NOTE :2 SHARE CAPITAL**

| Particulars  | AS AT 31.03.2019 | AS AT 31.03.2018 |
|--|------------------|------------------|
| <b>Authorised Share Capital</b><br>(8510000 Equity Share of Rs. 10 each)                                 | 8,51,00,000.00   | 8,51,00,000.00   |
| <b>Issued &amp; Subscribed Share Capital</b><br>(8502621 Equity Share of Rs. 10 each)<br>(Fully Paid up) | 8,50,26,210.00   | 8,50,26,210.00   |
| <b>Paid up Share Capital</b><br>(8502621 Equity Share of Rs. 10 each)<br>(Fully Paid up)                 | 8,50,26,210.00   | 8,50,26,210.00   |

(a) Reconciliation of number of equity shares outstanding at the beginning and at the end of the year.

| Particulars   | AS AT 31.03.2019    | AS AT 31.03.2018    |
|---|---------------------|---------------------|
| <b>Number of shares outstanding as at the beginning of the year</b> | 85,02,621.00        | 30,98,500.00        |
| Add:<br>Number of shares allotted during the year.                  | -                   | 54,04,121.00        |
| <b>Number of shares outstanding as at the end of the year</b>       | <b>85,02,621.00</b> | <b>85,02,621.00</b> |

(b) **Terms/Rights attached to Equity Shares**

The Company has only one class of shares i.e. equity shares having a par value of Rs. 10 per share. All these Shares have same rights & preferences with respect to payment of dividend, repayment of capital and voting.

(c) **Details of Shareholding :** more than 5% Shares in the company

| S.No. | Name of the Shareholder     | Number of shares held in the company | % of Total Shareholding |
|-------|-----------------------------|--------------------------------------|-------------------------|
| 1     | Rajesh Kumar Gupta          | 10,92,150                            | 12.84%                  |
| 2     | Yash Pal Gupta              | 6,27,308                             | 7.38%                   |
| 3     | Saroj Gupta                 | 6,00,923                             | 7.07%                   |
| 4     | Rekha Gupta                 | 5,98,476                             | 7.04%                   |
| 5     | Suman Gupta                 | 5,78,969                             | 6.81%                   |
| 6     | Rajesh Kumar (H.U.F.)       | 5,38,025                             | 6.33%                   |
| 7     | Pune Stock Broking Pvt.Ltd. | 4,47,226                             | 5.26%                   |

**NOTE : 3 RESERVES AND SURPLUS**

| PARTICULARS  | AS AT 31.03.2019       | AS AT 31.03.2018       |
|--|------------------------|------------------------|
| <b>Securities Premium</b>  |                        |                        |
| Balance at the beginning of the year                                   | 11,07,84,481.00        | 11,07,84,481.00        |
| Add: Premium on issue of Equity Shares                                 | -                      | -                      |
| Closing Balance  | <b>11,07,84,481.00</b> | <b>11,07,84,481.00</b> |
| <b>Statutory Reserve u/s 45 IC of RBI Act</b>                          |                        |                        |
| Balance at the beginning of the year                                   | 9,12,707.00            | 9,12,707.00            |
| Add. Amount transferred from surplus in the Statement of Profit & Loss | 5,92,442.11            |                        |
| Closing Balance  | 15,05,149.11           | 9,12,707.00            |
| <b>Surplus in the Statement of Profit &amp; Loss</b>                   |                        |                        |
| Balance at the beginning of the year                                   | 39,22,304.00           | 30,98,283.00           |
| Add: Profit for the year   | 29,62,210.56           | 10,99,359.00           |
| Less: Transferred to Statutory Reserve                                 | 5,92,442.11            | 2,19,872.00            |
| Less: Transferred to Contingent provision against                      | -                      | 55,466.00              |
| Closing Balance  | 62,92,072.45           | 39,22,304.00           |
| <b>Total Reserve &amp; Surplus</b>                                     | <b>11,85,81,702.56</b> | <b>11,56,19,492.00</b> |

**NOTE :4 PROVISIONS****4A LONG TERM PROVISIONS**

| <b>PARTICULARS</b>                      | <b>AS AT 31.03.2019</b> | <b>AS AT 31.03.2018</b> |
|---|-------------------------|-------------------------|
| <b>Provision for Employess Benefits</b> |                         |                         |
| Provision for Gratuity                  | 50,576.00               | -                       |
| <b>Provision For Others</b>             |                         |                         |
| Provision for Standard Assets           | 85,000.00               | 1,43,466.00             |
| <b>Total</b>                            | <b>1,35,576.00</b>      | <b>1,43,466.00</b>      |

**4B Short Term Provisions**

| <b>PARTICULARS</b>          | <b>AS AT 30.06.2018</b> | <b>AS AT 31.03.2018</b> |
|-----------------------------|-------------------------|-------------------------|
| <b>Provision For Others</b> |                         |                         |
| Provision for Taxation      | 10,71,999.00            | 20,182.00               |
| <b>Total</b>                | <b>10,71,999.00</b>     | <b>20,182.00</b>        |

**NOTE : 5 TRADE PAYABLE**

| <b>PARTICULARS</b> | <b>AS AT 31.03.2019</b> | <b>AS AT 31.03.2018</b> |
|--------------------|-------------------------|-------------------------|
| Trade Payable      | 53,000.00               | 68,300.00               |
| <b>Total</b>       | <b>53,000.00</b>        | <b>68,300.00</b>        |

**NOTE : 6 OTHER CURRENT LIABILITIES**

| <b>PARTICULARS</b> | <b>AS AT 31.03.2019</b> | <b>AS AT 31.03.2018</b> |
|--------------------|-------------------------|-------------------------|
| Expenses Payable   | 1,10,984.00             | 2,23,515.00             |
| <b>Total</b>       | <b>1,10,984.00</b>      | <b>2,23,515.00</b>      |

**NOTE : 8 INVESTMENTS**

| <b>PARTICULARS</b>  | <b>AS AT 31.03.2019</b> | <b>AS AT 31.03.2018</b> |
|---|-------------------------|-------------------------|
| <b>Non-Current Investment</b>   |                         |                         |
| <b>Unquoted Equity Shares</b>   |                         |                         |
| 5801625 Equity Shares of Rs. 10 each of wholly-owned subsidiary<br>Anmol Financial Services Limited | 16,48,25,691.00         | 16,48,25,691.00         |
| <b>Total</b>  | <b>16,48,25,691.00</b>  | <b>16,48,25,691.00</b>  |

**NOTE : 9 DEFERRED TAX ASSETS (NET)**

| <b>PARTICULARS</b>        | <b>AS AT 31.03.2019</b> | <b>AS AT 31.03.2018</b> |
|---------------------------|-------------------------|-------------------------|
| Deferred Tax Assets       | 1,21,724.00             | (8,712.00)              |
| Add: Current year DTA     | 5,448.29                | 1,30,436.00             |
| Deferred Tax Assets (NET) | <b>1,27,172.29</b>      | <b>1,21,724.00</b>      |

**NOTE : 10 CASH AND CASH EQUIVALENTS**

| <b>PARTICULARS</b>          | <b>AS AT 31.03.2019</b> | <b>AS AT 31.03.2018</b> |
|-----------------------------|-------------------------|-------------------------|
| Cash in hand                | 71,714.00               | 63,014.00               |
| <b>Bank Balance in C/A</b>  |                         |                         |
| HDFC Bank Limited           | -                       | 99,882.00               |
| Kotak Mahindra Bank Limited | 21,68,911.00            | 9,813.00                |
| <b>Total</b>                | <b>22,40,625.00</b>     | <b>1,72,709.00</b>      |

**NOTE : 11 RECEIVABLES UNDER FINANCE ACTIVITY**

| <b>PARTICULARS</b>               | <b>AS AT 31.03.2019</b> | <b>AS AT 31.03.2018</b> |
|----------------------------------|-------------------------|-------------------------|
| <b>CURRENT</b>                   |                         |                         |
| <b>Unsecured Considered Good</b> |                         |                         |
| <b>Standard Assets</b>           |                         |                         |
| Others                           | 2,26,00,000.00          | 3,16,59,300.00          |
| Related Parties                  | 1,14,00,000.00          | -                       |
| Interest Accrued thereon         | 25,91,348.00            | 42,07,252.00            |
| <b>Total</b>                     | <b>3,65,91,348.00</b>   | <b>3,58,66,552.00</b>   |

**NOTE : 12 OTHER CURRENT ASSETS**

| <b>PARTICULARS</b>                        | <b>AS AT 31.03.2019</b> | <b>AS AT 31.03.2018</b> |
|---|-------------------------|-------------------------|
| Advance Tax                               | 5,46,000.00             | -                       |
| Prepaid Expenses                          | 1,808.00                | -                       |
| Share India Securities Ltd. (Trading A/c) | 2,00,216.27             | -                       |
| Income tax refundable                     | 28,742.00               | 28,742.00               |
| TDS Receivable                            | 4,17,869.00             | -                       |
| <b>Total</b>                              | <b>11,94,635.27</b>     | <b>28,742.00</b>        |



**NOTE : 13 REVENUE FROM OPERATIONS**

| PARTICULARS                  | FOR THE YEAR ENDED  | FOR THE YEAR ENDED  |
|------------------------------|---------------------|---------------------|
|                              | 31.03.2019          | 31.03.2018          |
| Interest on Loans & Advances | 42,23,376.00        | 42,82,435.00        |
| <b>Total</b>                 | <b>42,23,376.00</b> | <b>42,82,435.00</b> |

**NOTE : 14 OTHER INCOME**

| PARTICULARS                         | FOR THE YEAR ENDED  | FOR THE YEAR ENDED     |
|-------------------------------------|---------------------|------------------------|
|                                     | 31.03.2019          | 31.03.2018             |
| Expenses Written off                | 31,800.00           | -                      |
| Profit from sale of shares          | -                   | 41,88,04,765.00        |
| Profit on sale of Shares (Intraday) | 21,18,006.00        | -                      |
| Dividend                            | -                   | 3,650.00               |
| <b>Total</b>                        | <b>21,49,806.00</b> | <b>41,88,08,415.00</b> |

**NOTE : 15 EMPLOYEE BENEFITS EXPENSES**

| PARTICULARS                        | FOR THE YEAR ENDED  | FOR THE YEAR ENDED  |
|------------------------------------|---------------------|---------------------|
|                                    | 31.03.2019          | 31.03.2018          |
| Director Remuneration              | 5,48,387.00         | -                   |
| Bonus                              | 37,847.00           | -                   |
| Staff Welfare                      | 11,440.00           | 10,225.00           |
| Provision for gratuity             | 50,576.00           | -                   |
| Salaries & Wages                   | 6,52,307.00         | 10,20,000.00        |
| Independent directors sitting fees | -                   | 66,000.00           |
| <b>Total</b>                       | <b>13,00,557.00</b> | <b>10,96,225.00</b> |

**NOTE : 16 FINANCE COSTS**

| PARTICULARS             | FOR THE YEAR ENDED | FOR THE YEAR ENDED |
|-------------------------|--------------------|--------------------|
|                         | 31.03.2019         | 31.03.2018         |
| <b>Interest Expense</b> |                    |                    |
| Interest paid           | -                  | 1,19,420.00        |
| Bank Charges            | 7,316.00           | 118.00             |
| <b>Total</b>            | <b>7,316.00</b>    | <b>1,19,538.00</b> |

**NOTE : 17 OTHER EXPENSES**

| PARTICULARS                                    | FOR THE YEAR ENDED  | FOR THE YEAR ENDED  |
|--|---------------------|---------------------|
|  | 31.03.2019          | 31.03.2018          |
| <b>Audit Fee</b>                               |                     |                     |
| Statutory Audit fees                           | 53,100.00           | 52,800.00           |
| Computer maintainance                          | 6,880.00            | 8,000.00            |
| Conveyance expenses                            | 10,590.00           | 11,350.00           |
| Demat charges                                  | 1,180.00            | 859.00              |
| Fee and subscription                           | 16,625.00           | 23,808.00           |
| Filing Fee for Increase of Authourized Capital | -                   | 4,39,677.00         |
| Filling fees                                   | 9,000.00            | 32,400.00           |
| Income tax Paid                                | 47,906.00           | -                   |
| Interest paid on Income Tax                    | 16,972.00           | 28,645.00           |
| Bad Debt                                       | 12,730.00           | -                   |
| Listing Fee for BSE Limited                    | 2,95,000.00         | 2,87,500.00         |
| Meeting Expenses                               | 4,885.00            | 6,160.00            |
| Miscellaneous Expenses                         | 12,105.00           | 10,725.00           |
| Newspaper and Periodicals                      | 3,449.73            | 3,319.00            |
| Ownership Rights of Resorts written off        | 54,697.00           | -                   |
| Payment to RTA, NSDL and CDSL                  | 2,21,410.00         | 57,250.00           |
| Penalty of BSE Limited                         | 11,800.00           | -                   |
| Postage and stamps                             | 6,790.00            | 21,924.00           |
| Preferential Issue Fee for BSE Limited         | -                   | 2,12,400.00         |
| Printing and stationery                        | 63,868.00           | 48,395.00           |
| Professional charges                           | 1,03,380.00         | 1,12,895.00         |
| Publication charges                            | 1,02,622.00         | 94,789.00           |
| Short and excess recovery                      | 2,307.00            | -                   |
| Stamp Duty for increase Authourized Capital    | -                   | 78,900.00           |
| STT (Sale Delivery)                            | -                   | 658.00              |
| Website Maintenance Expenses                   | 6,667.00            | 2,000.00            |
| <b>Total</b>                                   | <b>10,63,963.73</b> | <b>15,34,454.00</b> |

**NOTE : 18 PROVISION, LOAN LOSSES & OTHER CHARGES**

| PARTICULARS                   | FOR THE YEAR ENDED | FOR THE YEAR ENDED |
|-------------------------------|--------------------|--------------------|
|                               | 31.03.2019         | 31.03.2018         |
| Provision for Standard Assets | (58,466.00)        | -                  |
| <b>Total</b>                  | <b>(58,466.00)</b> | <b>-</b>           |

**NOTE: 19** In the opinion of the Board of Directors, the Current Assets, Loans and Advances have a value on realization in the ordinary course of business at least equal to the amount at which these are stated.

**NOTE : 20** Revised Guidelines of the Reserve Bank of India vide their notifications dated 2nd January 1998, 31st January 1998, and 12th May 1998 and revised on 22nd Feb 2007, vide notification no DNBS. 192/DG(VL)-2007 and DNBS PD CC No. 207/03.02.002/2011-11 dt. 17 Jan 2011 in respect of income recognition and assets classification has been duly incorporated in the audited statement of accounts.

**NOTE : 21 Employee Benefits**

**Defined Benefit Plan**

Gratuity liability is a defined benefit obligation and is provided on the basis of an actuarial valuation which has been carried out using the Project Unit Credit Method as per AS-15 to determine the Present Value of Defined Benefit Obligations and the related Current Service Cost and, where applicable, Past Service Cost made at the end of each financial year. The valuations do not affect the ultimate cost of the plan, only the timing of when the benefit costs are recognized. Actuarial gain/loss are immediately taken to Statement of Profit & Loss and are not deferred.

Other Disclosures of Defined Benefit Plan (Gratuity) as required under AS-15 are as under:

**KEY ACTUARIAL ASSUMPTIONS**

| PARTICULARS                         | RATE     |
|-------------------------------------|----------|
| Mortality Rate                      |          |
| Discount Rate                       | 7.54% pa |
| Rate of escalation in Salary (p.a.) | 7% pa    |

**Reconciliation of Opening & Closing Balance of Defined Benefit Obligation Unfunded**

|                             | Current Year |
|-----------------------------|--------------|
| At the benefit of year      | 0            |
| Expenditure during the year | 47744        |
| At the end of the Year      | 47744        |

**Reconciliation of Opening & Closing Balance of Fair Value of Plan at NIL NA**

**Expenditure Recognition during the year**

|   | Current Year |
|---|--------------|
| Current Service Cost                        | 47744        |
| Interest Cost                               | -            |
| Expected Return on plan asset               | -            |
| Past Service Cost (Vested Employees)        | -            |
| Past Service Cost (Unvested Employees)      | -            |
| Actuarial (Gain)/Loss on Benefit Obligation | -            |
| Benefits paid                               | -            |
| Actuarial (Gain)/Loss on plan assets        | -            |
| Net Cost                                    | 47744        |

**NOTE : 22** There is no employee drawing remuneration in excess of Rs. 1,02,00,000/- during the year ended 31st March, 2019 or Rs. 8,50,000/- per month (Previous Year – NIL).

**NOTE: 23 Segment Reporting**

There are no reportable segment apart for Finance as per Accounting Standard (AS-17) on Segment Reporting.

**NOTE: 24 Contingent Liability**

The Company has statutory dues of Income Tax raised under section 143(1)(a) amounting to Rs. 2,29,580/- against which response has been submitted by the Company under section 154 of the Income Tax Act, 1961.

**NOTE : 25 INCOME TAXES :**

(i) Provision for current tax is made on the basis of taxable Income as per the applicable provisions of the Income tax Act, 1961.

**(ii) Accounting for Taxes on Income AS-22**

Deferred Income Taxes reflects the impact of current year timing difference between taxable income & income as per Profit & Loss A/c. Deferred Tax Asset are recognized only to the extent that there is reasonable certainty that difficult future taxable income will be available.

The breakup of Net Deferred Tax Assets is as under:

| PARTICULARS                               | YEAR ENDED 31.03.2019 | YEAR ENDED 31.03.2018 |
|---|-----------------------|-----------------------|
| Timing Difference of                      |                       |                       |
| (I) Depreciation                          | 25,522.00             | 28,857.00             |
| (II) Gratuity                             | 50,576.00             | -                     |
| (III) Provision for Standard Assets       | (58,466.00)           | -                     |
| (IV) Preliminary Expenses Written off     | -                     | (5,84,782.00)         |
| <b>Timing Difference</b>                  | <b>17,632.00</b>      | <b>(5,55,925.00)</b>  |
| <b>Deferred Tax Assets/ (Liabilities)</b> |                       |                       |
| Opening Balance                           | 1,21,724.00           | (8,712.00)            |
| Add: Created during the Year              | 5,448.29              | 1,30,436.00           |
| <b>Closing Balance</b>                    | <b>1,27,172.29</b>    | <b>1,21,724.00</b>    |

**Note : 26 Auditors Remunerations**  
Statutory Audit

**2018-19** 53,100.00 **2017-18** 52,800.00

**53,100.00** **52,800.00**

**NOTE: 27 Details of Foreign Exchange Earning and Out go-**

| Particulars                   | As at 31.03.2019 | As at 31.03.2018 |
|-------------------------------|------------------|------------------|
| (i) Foreign Exchange Outgo    | Nil              | Nil              |
| (ii) Foreign Exchange Earning | Nil              | Nil              |

**Note: 28 Related Party Disclosures**

As per Accounting standard 18 on Related Party disclosures

(i) List of related parties

| <b>Key Management Personnel</b> | <b>Relative of Key Management Personnel and Director</b> | <b>Enterprise in which Key Management Personnel and their relatives and company are able to exercise significant influence in the Enterprises.</b> |
|---------------------------------|--|--|
| Rajesh Gupta                    | Aastha Gupta   | Share India Fincap Private Limited   |
| Rajiv Tandon                    | Rekha Gupta  | AlgoTrade Securities Private Limited   |
| Mohit Chauhan                   | Parveen Gupta  | Anmol Financial Services Limited   |
|                                 | Agam Gupta   | Share India Commodity Brokers Private Limited  |
|                                 | Prachi Gupta   | SHARE INDIA SECURITIES (IFSC)PVT.LTD.  |
|                                 | Yash Pal Gupta   | ALGOWIRE SYSTEMS Private Limited   |
|                                 | Rachit Gupta   | N.R Merchants Private Limited  |
|                                 | Subhash Rani   | Share India Securities Limited   |
|                                 |  | Ever-Style Services Private Limited  |
|                                 |  | Ananya Infraventures Private Limited   |
|                                 |  | Modtech Infraventures Private Limited  |
|                                 |  | AlgoWire Trading Technologies Private Limited  |
|                                 |  | Share India Insurance Brokers Private Limited  |
|                                 |  | Share India Capital Services Private Limited   |

(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:

(In Rupees)

| Nature of Transaction                          | 2018-19        |                         | 2017-18 |
|--|----------------|-------------------------|---------|
|  | Transactions   | Balance at the year End |         |
| <b>Director's Remuneration</b>                 |                |                         |         |
| Rajesh Gupta                                   | 5,48,387.00    |                         | NIL     |
| <b>Loan Provided</b>                           |                |                         |         |
| <b>Enterprises Covered in AS-18</b>            |                |                         |         |
| Share India Securities Limited                 | 1,08,00,000.00 | NIL                     | NIL     |
| Anmol Financial Services Limited               | 19,50,000.00   | NIL                     | NIL     |
| Share India Fincap Private Limited             | 1,14,00,000.00 | 1,15,31,553.00          | NIL     |
| <b>Interest Received During the Year</b>       |                |                         |         |
| Share India Securities Limited                 | 10,62,388.00   | NIL                     | NIL     |
| Anmol Financial Services Limited               | 1,90,659.00    | NIL                     | NIL     |
| Share India Fincap Private Limited             | 1,46,170.00    | NIL                     | NIL     |
| <b>Remuneration to Key Managerial Personal</b> |                |                         |         |
| Rajiv Tandon - CFO                             | 3,84,000.00    |                         | NIL     |
| Mohit Chauhan - Company Secretary              | 1,93,654.00    |                         | NIL     |

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

**Note: 29 Micro and Medium Scale Business Entities:**

There are no Micro, Small and Medium Enterprises, to whom the company owes dues which are outstanding for more than 45 days as at 31<sup>st</sup> March, 2019. This information as required to be disclosed under the Micro, Small and Medium Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the company.

**Note 30: Annex to Balance Sheet**

The Annexure to Balance Sheet in terms of (Non-Banking Financial Company – Non-Systemically Important Non-Deposit taking Company (Reserve Bank) Directions, 2016, has been annexed to Balance Sheet as Annex 1.

**Note: 31 Previous Year Figure**

Previous year figures have been regrouped/reclassified wherever necessary to correspond with the current year's classification/disclosure.

**FOR AKASHDEEP METAL INDUSTRIES LIMITED**

**RAJESH GUPTA  
MANAGING DIRECTOR  
DIN NO. 00006056**

**YASHPAL GUPTA  
DIRECTOR  
DIN NO. 00013872**

**MOHIT CHAUHAN  
COMPANY SECRETARY  
M.No. 53839**

**RAJIV TANDON  
CHIEF FINANCIAL OFFICER**

**AUDITOR'S REPORT  
AS PER OUR REPORT OF EVEN DATE ANNEXED  
FOR T.K. GUPTA & ASSOCIATES  
CHARTERED ACCOUNTANTS  
FIRM REGN NO. 011604N**

**PLACE : NEW DELHI  
DATED : 30.05.2019**

**CA. KRITI BINDAL (PARTNER)  
M.NO. 516627**

Akashdeep Metal Industries Limited  
CIN: L28998DL1983PLC017150  
Standalone Notes forming part of financial statements

Note 7: Property, Plant & Equipments

| Particulars                 | Useful Lives as stated in the Act (years) | Gross block          |                           |                                   |                       | Accumulated depreciation |                       |  |                       | Net block             |                       |
|-----------------------------|---|----------------------|---------------------------|-----------------------------------|-----------------------|--------------------------|-----------------------|--|-----------------------|-----------------------|-----------------------|
|                             |   | As at 1st April 2018 | Additions during the year | Sold/ adjustments during the year | As at 31st March 2019 | As at 1st April 2018     | Provided for the year | Deletions/ adjustments during the year | As at 31st March 2019 | As at 31st March 2019 | As at 31st March 2018 |
|                             |   |                      |                           |                                   |                       |                          |                       |  |                       |                       |                       |
| <b>Owned</b>                |   |                      |                           |                                   |                       |                          |                       |  |                       |                       |                       |
| Computer and printer        | 3Years                                    | 1,33,885             | -                         | -                                 | 1,33,885              | 1,02,912                 | 30,973                | -                                      | 1,33,885              | 0                     | 30,973                |
| Furniture and fixture       | 15 Years                                  | 29,366               | -                         | -                                 | 29,366                | 29,289                   | 77                    | -                                      | 29,366                | (0)                   | 77                    |
| Ownership rights of resorts | 99 Years                                  | 71,250               | -                         | -                                 | 71,250                | 16,553                   | -                     | 54,697                                 | 71,250                | -                     | 54,697                |
| <b>Total</b>                |   | <b>2,34,501</b>      | <b>-</b>                  | <b>-</b>                          | <b>2,34,501</b>       | <b>1,48,754</b>          | <b>31,050</b>         | <b>54,697</b>                          | <b>2,34,501</b>       | <b>0</b>              | <b>85,747</b>         |

## **INDEPENDENT AUDITOR'S REPORT**

**To the Members of AKASHDEEP METAL INDUSTRIES LIMITED**

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

#### **Opinion**

We have audited the accompanying Consolidated Financial Statements of **AKASHDEEP METAL INDUSTRIES LIMITED**, which comprise the Balance Sheet as at **31st March 2019**, and the Statement of Profit & Loss and Statement of Cash Flows for the year then ended, and notes to the Consolidated Financial Statements, including a summary of significant accounting policies and other explanatory information.

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 Companies Act, 2013( "the Act") in the manner so required and give a true and fair view in conformity with the Accounting Standards prescribed under section 133of the Act read with the Companies ( Accounting Standards) Rules, 2006, as amended, ("AS") and other accounting principles generally accepted in India, of the state of affairs of the company as at March 31st, 2019, the Profit and its Cash Flows for the year ended on that date.

#### **Basis for opinion**

We conducted our audit of the Consolidated Financial Statements in accordance with the Standards on Auditing specified under section 143 (10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the company in accordance with the code of ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant to our audit of the Consolidated Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code Of Ethics. 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.

#### **Key Audit Matters**

Key audit matter is those matter that, in our professional judgment, were of most signification in our audit of the Consolidated financial statements of the current period. These matters were addressed in the context of our opinion thereon, and we do not provide a separate opinion on these matters.

| <b><u>Key Audit Matters</u></b>  | <b><u>How the matter was addressed in our audit</u></b>   |
|--|---|
| <b><u>Revenue Recognition</u></b><br><b>1.</b> As per the company's revenue recognition policy.<br><br>- Income is recognized on accrual basis on performing assets and on realization basis in respect of nonperforming assets as per the | <b>1.</b> In assessing the same we performed following procedures:<br><br>- We understand management's process for recognizing revenue by undertaking a walkthrough to identify and test the design and |

|   |   |
|---|---|
| <p>prudential norms prescribed by Reserve Bank of India.<br/> <b>Refer Notes no. 4 &amp; 11 to the Balance Sheet.</b></p> | <p>implementation of key controls, data flows and input sensitivities.</p> <ul style="list-style-type: none"> <li>- Provisioning was revalidated wherever required manually to confirm the system generated figures.</li> </ul> |
|---|---|

**Other Information – Other than the Consolidated Financial Statements and Auditors Report Thereon**

The Company’s Board of Directors is responsible for other information. The other Information comprises the information included in the Management Discussion and Analysis, Board’s Report including Annexures to Board’s Report, Business Responsibility Report, Corporate Governance, Chairman’s Statement and Shareholder’s Information, but does not include the standalone financial statements and our auditor’s report thereon. The Board’s Report including Annexures to Board’s Report, Business Responsibility Report, Corporate Governance, Chairman’s Statement and Shareholder’s Information is expected to be made available to us after the date of this auditor’s report.

Our Opinion on the consolidated financial statements does not cover the other Information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materiality inconsistent with the Consolidated financial statements or our knowledge obtained in the course of our audit, or otherwise appears to be materiality misstated.

**Management’s Responsibility for Consolidated Financial Statements**

The Company’s Board of directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Consolidated Financial Statements that give a true and fair view of the financial position, financial performance, Cash Flows of the Company in accordance with the AS and other accounting principles accepted in India. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies ;making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate Internal Financial Controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Consolidated financial statements, management is responsible for assessing the Company’s ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the Company's financial reporting process.

### **Auditor's Responsibilities for the Audit of the Consolidated Financial Statements**

Our objectives are to obtain reasonable assurance about whether the Consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Consolidated financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial Statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the consolidated financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.



We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonable be expected to outweigh the public interest benefits of such communication.

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

1. 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 appears from our examination of those books.
- c) The Consolidate Balance Sheet, the Consolidate Statement of Profit and Loss and the Consolidate statement of Cash Flow dealt with by this Report are in agreement with the relevant 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 written representations received from the directors as on 31 March, 2019, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2019, from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Holding Company, its subsidiary companies, and the operating effectiveness of such controls, refer to our separate Report in "**Annexure A**".
- g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of the Section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the company to its directors during the year is in accordance with the provisions of section 197 of the Act.

**h)** With respect to the other matters to be included in the Auditor's Report in accordance with rule 11 of the Companies (Audit & Auditors) Rules 2014, as amended in our opinion and to our best of our information and according to the explanations given to us:

**I.** The Company has pending litigation with Income Tax Authorities and the possible impact of which has been disclosed in financial statements.

**II.** The company does not have any long-term contracts including derivative contracts which require provision under any law or accounting Standard for material foreseeable losses.

**III.** There was no amount which was required to be transferred to the Investor Education and Protection Fund.

**FOR M/s T.K. GUPTA AND ASSOCIATES  
CHARTERED ACCOUNTANTS  
FRN: 011604N**

**Place: -NEW DELHI**

**Date: 30.05.2019**

**CA. KRITI BINDAL  
(PARTNER)  
M. NO. 516627**

**Annexure-A to the Independent Auditor's Report of Even Date on the Consolidated Financial Statements of AKASHDEEP METAL INDUSTRIES LIMITED**

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

To The Members of **AKASHDEEP METAL INDUSTRIES LIMITED**

We have audited the internal financial controls over financial reporting of **AKASHDEEP METAL INDUSTRIES LIMITED** as of **31<sup>st</sup> March, 2019** in conjunction with our audit of the Consolidated 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. 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 authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

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

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

### **Opinion**

In our opinion, the Company has, in all material aspects, an adequate internal financial controls system over financial reporting and such financial controls over financial reporting were operating effectively as at 31st March, 2019, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For M/s T.K. GUPTA & ASSOCIATES  
CHARTERED ACCOUNTANTS  
FRN NO.: 011604N**

**PLACE: NEW DELHI  
DATE: 30.05.2019**

**CA. KRITI BINDAL  
(PARTNER)  
M. No. 516627**

**CONSOLIDATED BALANCE SHEET AS ON 31.03.2019**

| PARTICULARS  | NOTE NO. | AS AT 31.03.2019       | AS AT 31.03.2018       |
|--|----------|------------------------|------------------------|
| <b>I. EQUITY AND LIABILITIES</b>                     |          |                        |                        |
| <b>1. Shareholder's Funds</b>                        |          |                        |                        |
| a. Share Capital                                     | 2        | 8,50,26,210.00         | 8,50,26,210.00         |
| b. Reserve & Surplus                                 | 3        | 16,23,10,480.47        | 14,61,23,967.96        |
| c. Money received against share warrants             |          |                        | -                      |
| <b>2. Share Application Money Pending Allotment</b>  |          |                        |                        |
|  |          |                        | -                      |
| <b>3. Non-current liabilities</b>                    |          |                        |                        |
| a. Long-term borrowings                              | 4A       | 6,55,74,029.82         | 5,97,91,189.08         |
| b. Deferred tax liabilities (Net)                    |          | -                      | 5,57,913.00            |
| c. Other Long term liabilities                       |          |                        | -                      |
| d. Long-term provisions                              | 5A       | 9,03,041.72            | 9,57,569.00            |
| <b>4. Current Liabilities</b>                        |          |                        |                        |
| a. Short-term borrowings                             | 4B       | 4,75,95,204.20         | 4,39,86,295.67         |
| b. Trade payables                                    | 6        | 53,000.00              | 68,300.00              |
| c. Other current Liabilities                         | 7        | 61,16,523.55           | 63,06,159.19           |
| d. Short-term provision                              | 5B       | 92,08,392.87           | 66,88,418.00           |
| <b>Total</b>   |          | <b>37,67,86,882.63</b> | <b>34,95,06,021.90</b> |
| <b>II. ASSETS</b>                                    |          |                        |                        |
| <b>1. Non- current assets</b>                        |          |                        |                        |
| a. Fixed assets                                      |          |                        |                        |
| i. Tangible assets                                   | 8        | 3,43,74,319.88         | 3,34,80,984.00         |
| ii. Intangible assets                                |          | -                      | -                      |
| iii. Capital work-in-Progress                        |          | -                      | -                      |
| iv. Intangible assets under development              |          | -                      | -                      |
| b. Non- current Investments                          | 9        | 4,03,02,984.23         | 3,98,84,039.28         |
| c. Deferred tax assets (net)                         | 10       | 14,52,136.80           | -                      |
| d. Receivables under Finance Activity                | 11A      | 3,27,86,667.00         | 3,97,05,192.00         |
| e. Long-term loans and advances                      | 12       | 1,78,75,797.21         | 1,80,76,652.49         |
| f. Other non-current assets                          |          |                        |                        |
| <b>2. Current Assets</b>                             |          |                        |                        |
| a. Current Investment                                |          |                        | -                      |
| b. Inventories                                       |          |                        | -                      |
| c. Trade receivables                                 |          |                        | -                      |
| d. Cash and cash equivalents                         | 13       | 26,82,965.45           | 33,58,386.00           |
| e. Receivables under finance activity                | 11B+C    | 23,86,33,638.59        | 20,74,14,463.13        |
| f. Short term loans and advances                     |          | -                      | -                      |
| g. Other current assets                              | 14       | 86,78,373.47           | 75,86,305.00           |
| <b>Total</b>   |          | <b>37,67,86,882.63</b> | <b>34,95,06,021.90</b> |
| <b>III. Contingent Liabilities &amp; Commitments</b> |          |                        |                        |
|  |          | -                      | -                      |

See Accompanying notes forming part of the Financial Statements

**RAJESH GUPTA**  
DIRECTOR  
DIN NO. 00006056

**YASHPAL GUPTA**  
DIRECTOR  
DIN NO. 00013872

**MOHIT CHAUHAN**  
COMPANY SECRETARY  
M.No. 53839

**RAJIV TANDON**  
Chief Financial Officer

**AUDITOR'S REPORT**  
**AS PER OUR REPORT OF EVEN DATE ANNEXED**  
**FOR T.K. GUPTA & ASSOCIATES**  
**CHARTERED ACCOUNTANTS**  
**FIRM REGN NO. 011604N**

**PLACE : NEW DELHI**  
**DATED : 30.05.2019**

**CA. KRITI BINDAL (PARTNER)**  
**M.NO. 516627**

**CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31.03.2019**

| PARTICULARS  | NOTE<br>NO. | FOR THE YEAR          | FOR THE YEAR           |
|--|-------------|-----------------------|------------------------|
|  |             | ENDED<br>31.03.2019   | ENDED<br>31.03.2018    |
| I. Revenue From operations   | 15          | 4,15,33,974.76        | 4,06,42,246.00         |
| II. Other Income   | 16          | 85,88,242.22          | 42,94,63,510.00        |
| <b>III. Total Revenue (I+II)</b>   |             | <b>5,01,22,216.98</b> | <b>47,01,05,756.00</b> |
| Purchases  |             | -                     | 41,88,05,310.00        |
| IV. Expenses:  |             |                       |                        |
| Employee benefits expenses   | 17          | 34,55,437.20          | 32,91,730.00           |
| Finance costs  | 18          | 1,52,35,896.30        | 1,38,78,589.00         |
| Depreciation and amortization expenses                                   | 8           | 10,95,870.46          | 10,30,466.00           |
| Other Expenses   | 19          | 87,76,776.50          | 1,31,85,987.04         |
| Provisions, Loan Loss & Other Charges                                    | 20          | 13,94,067.43          | (2,36,514.00)          |
| <b>Total Expenses</b>  |             | <b>2,99,58,047.89</b> | <b>44,99,55,568.04</b> |
| V. Profit before exceptional and extraordinary items and tax (III-IV)    |             | 2,01,64,169.10        | 2,01,50,187.96         |
| VI. Exceptional Items  |             | -                     | -                      |
| VII. Profit before extraordinary items and tax (V-VI)                    |             | 2,01,64,169.10        | 2,01,50,187.96         |
| VIII. Extraordinary Items  |             | -                     | -                      |
| IX. Profit before tax (VII- VIII)  |             | 2,01,64,169.10        | 2,01,50,187.96         |
| X. Tax Expenses:   |             |                       |                        |
| (1) Current Tax  |             | 59,87,707.00          | 54,69,019.00           |
| (2) Wealth Tax   |             |                       |                        |
| (2) Deferred Tax/(Liabilities)   |             | 7,72,819.60           | 11,02,999.00           |
| XI. Profit (loss) for the period from Continuing Operations (VII-VIII)   |             | 1,49,49,281.70        | 1,35,78,169.96         |
| XII. Profit/(loss) from discontinuing operations                         |             | -                     | -                      |
| XIII. Tax expense of discontinuing operations                            |             | -                     | -                      |
| XIV. Profit/(loss) from Discontinuing Operations (after tax) (XII- XIII) |             | 1,49,49,281.70        | 1,35,78,169.96         |
| XV. Profit (Loss) for the period (XI+XIV)                                |             | 1,49,49,281.70        | 1,35,78,169.96         |
| XVI. Earnings per equity share:  |             |                       |                        |
| (1). Basic   |             | 1.76                  | 3.79                   |
| (2) Diluted  |             | 1.76                  | 3.79                   |

See Accompanying notes forming part of the Financial Statements

**RAJESH GUPTA**  
DIRECTOR  
DIN NO. 00006056

**YASHPAL GUPTA**  
DIRECTOR  
DIN NO. 00013872

**MOHIT CHAUHAN**  
COMPANY SECRETARY  
M. NO. 53839

**RAJIV TANDON**  
Chief Financial Officer

**AUDITOR'S REPORT**  
**AS PER OUR REPORT OF EVEN DATE ANNEXED**  
**FOR T.K. GUPTA & ASSOCIATES**  
**CHARTERED ACCOUNTANTS**  
**FIRM REGN NO. 011604N**

**PLACE : NEW DELHI**  
**DATED : 30.05.2019**

**CA. KRITI BINDAL (PARTNER)**  
**M.NO. 516627**

**CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31.03.2019**

| Particulars  | For the year ended<br>31 March 2019 | For the year ended<br>31 March 2018 |
|--|-------------------------------------|-------------------------------------|
| <b>A Cash flow from operating activities</b>                               |                                     |                                     |
| Net Profit/Loss After tax  | 1,49,49,280.66                      | 1,45,27,115                         |
|  | 1,49,49,280.66                      | 1,45,27,115.09                      |
| Adjustment for:  |                                     |                                     |
| Profit on sale of investment   | (21,18,006.00)                      | -                                   |
| Depreciation   | 1150567.46                          | 10,30,467                           |
| Interest Paid  | -                                   | 1,19,420                            |
| Provision for Gratuity   | 50,576.00                           | (1,15,674)                          |
| Provision for NPA  | 13,94,067.42                        | 1,70,382                            |
| Direct tax paid  | (20,182.00)                         | (9,42,776)                          |
| Changes in DTA   | (7,72,819.61)                       | (1,30,436)                          |
| Provision for Gratuity   | (22,715.80)                         |                                     |
| Profit on sale of Property   | (1,12,795.00)                       |                                     |
| Investment Income  | (63,25,641.22)                      | 1,37,59,051                         |
| Finance & Interest expense   | 1,52,28,580.30                      | (3,795)                             |
| Profit on sale of Property, Plant and Equipment                            |                                     | (1,00,74,360)                       |
| <b>Operating profit before working capital changes</b>                     | <b>2,34,00,912.21</b>               | <b>1,83,39,394</b>                  |
| <b>Change in working capital</b>   |                                     |                                     |
| (Increase) / Decrease in trade and other receivables                       | -                                   | (8,31,88,206.79)                    |
| Increase / (Decrease) in trade payables                                    | (15,300.00)                         | 1,050                               |
| Increase/(Decrease) in Short Term Loans & Advances                         | -                                   | (12,47,207)                         |
| (Increase) / Decrease in other Current Assets                              | (11,65,893.27)                      | 5,80,720                            |
| (Increase) / Decrease in other Non-Current Assets                          |                                     | (6,231)                             |
| Increase / (Decrease) in other Current Liabilities                         | (1,12,531.00)                       | 1,91,512                            |
| (Increase) / Decrease in trade and other receivables                       | (3,04,94,378.46)                    |                                     |
| Increase in Short Term Borrowings  | 3,26,42,661.53                      | (2,15,039)                          |
| (Increase) / Decrease in other Current Assets                              | 73,825.00                           | (43,85,377)                         |
| Increase / (Decrease) in other Current Liabilities                         | (2,91,10,857.28)                    | 1,63,78,063                         |
| <b>Net change in working capital</b>                                       | <b>(2,81,82,473)</b>                | <b>(7,18,90,715)</b>                |
| Cash generation from operation   | (47,81,561)                         | (5,35,51,321)                       |
| Add: Provision for Tax   | 59,87,707.00                        | 54,69,019                           |
| Less: Direct tax paid  | (49,24,005.00)                      | (13,11,633)                         |
| <b>Net cash generated from operating activities</b>                        | <b>(37,17,859)</b>                  | <b>(4,93,93,935)</b>                |
| <b>B Cash flow from investing activities</b>                               |                                     |                                     |
| Proceeds from sale of Investment   | 21,18,006.00                        | (16,48,25,691)                      |
| Changes in Long-Term Loans and Advances                                    | (7,24,796.00)                       |                                     |
| Long Term receivables  | 69,18,525.00                        | (1,18,78,736)                       |
| Purchase of property, plant and equipment                                  | -                                   |                                     |
| Proceeds from sale of Investment   | 59,06,696.27                        |                                     |
| Proceeds from sale of property, plant and equipment                        | 2,97,000.00                         | 8,72,70,335                         |
| Purchase of property, plant and equipment                                  | -22,28,108.00                       |                                     |
| Acquisition of investments   | 0.00                                |                                     |
| Changes in Long-Term Loans and Advances                                    | 200855.28                           | 3,25,103                            |
|  | <b>1,24,88,179</b>                  | <b>(8,91,08,989)</b>                |
| <b>C Cash flow from financing activities</b>                               |                                     |                                     |
| <b>Issue of Shares on Preferential Basis</b>                               |                                     | 16,48,25,691                        |
| Proceeds from long-term borrowings   | 57,82,840.74                        | (95,42,670)                         |
| Interest payment on loans and Bank Charges                                 | -15228580.3                         | (1,38,78,471)                       |
| <b>Net cash generated from financing activities</b>                        | <b>(94,45,740)</b>                  | <b>14,14,04,550</b>                 |
| <b>Net increase in cash and cash equivalents (A+B+C)</b>                   | <b>(6,75,420)</b>                   | <b>29,01,626</b>                    |
| Cash and cash equivalents at the beginning of the year                     | 33,58,386.00                        | 4,56,761                            |
| <b>Cash and cash equivalents at the end of the year*</b>                   | <b>26,82,966</b>                    | <b>33,58,386</b>                    |
| <b>Reconciliation of cash and cash equivalents with the balance sheet:</b> |                                     |                                     |
| * Comprises:   |                                     |                                     |
| (a) Cash in hand   | 1,15,414.00                         | 82,718                              |
| (b) Balances with banks  | 25,67,551.45                        | 32,75,668                           |
|  | <b>26,82,965</b>                    | <b>33,58,386</b>                    |

See accompanying notes forming part of the financial statements

**RAJESH GUPTA**  
DIRECTOR  
DIN NO. 00006056

**YASHPAL GUPTA**  
DIRECTOR  
DIN NO. 00013872

**MOHIT CHAUHAN**  
COMPANY SECRETARY  
M.No. 53839

**RAJIV TANDON**  
Chief Financial Officer

**AUDITOR'S REPORT**  
AS PER OUR REPORT OF EVEN DATE ANNEXED  
FOR T.K. GUPTA & ASSOCIATES  
CHARTERED ACCOUNTANTS  
FIRM REGN NO. 011604N

PLACE : NEW DELHI  
DATED : 30.05.2019

**CA. KRITI BINDAL (PARTNER)**  
M.NO. 516627

## CONSOLIDATED NOTES FORMING PART OF FINANCIAL STATEMENTS

### Note No.1

#### 1. Corporate Overview

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.

#### 2. Significant Accounting Policies

##### 2.1 Basis of Preparation of Financial Statements

"The financial statements are prepared under the historical cost convention in accordance with the Generally Accepted Accounting Principles in India including Accounting Standards prescribed under section 133 of the Companies Act 2013 read with Rule 7 of the Companies (Accounts) Rules 2014 & the provision of the Companies Act. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use"

The accounting policies adopted in the preparation of financial statements are consistent with those of previous year.

##### 2.2 Use of estimates

The preparation of financial statements requires estimates and assumption to be made that affect the reported amount of assets & liabilities on the reported amount of revenues & expenses during the reporting period. Difference between the actual results & estimates are recognised in the period in which the results are known/materialised.

##### 2.3 Property, Plant and Equipment

Tangible Fixed Assets:

Fixed Assets are stated at cost , less accumulated depreciation /amortization and impairment losses,if any. The cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use . Any trade discounts and rebates are deducted in arriving at the purchase price.

Depreciation/Amortization

Depreciation on fixed assets is provided on "Written Down Value" based on useful life as prescribed under schedule II of the Companies Act 2013.

With respect to the following assets, accounting policy has undergone a change which has been specified as follows:

The life assumed for Computer & Printers was 6 years. However the same has now been accounted for with due regard to Schedule II of the Companies Act 2013.

The life assumed for Furniture & Fixture was 15 years. However the same has now been accounted for with due regard to Schedule II of the Companies Act 2013.

The ownership rights of resorts has been completely amortised since the asset do not exist now.



## **2.4 Investment:**

All the investments are classified as long term investment by the management and are valued at cost in term of 'Non Banking Financial Companies Prudential Norms (Reserve Bank) Direct, 1998' and provision is made to recognize any deal in the value of investment other than temporary. The profit / loss on the sale of investment is dealt with at the time of actual sale / redemption.

## **2.5 Employees Benefits: -**

### **(i) Leave Encashment**

No Leave encashment benefits are paid / provided in its entirety in the accounts for the year.

### **(ii) Provident Fund**

Provision for provident fund is not made as 'The Employees' Provident Funds and Miscellaneous Provisions Act, 1952' is not applicable to the company.

### **(iii) Gratuity**

Gratuity liability is a defined benefit obligation and is provided on the basis of an actuarial valuation which has been carried out using the Project Unit Credit Method as per AS-15 to determine the Present Value of Defined Benefit Obligations and the related Current Service Cost and, where applicable, Past Service Cost made at the end of each financial year. The valuations do not affect the ultimate cost of the plan, only the timing of when the benefit costs are recognized. Actuarial gain/loss are immediately taken to Statement of Profit & Loss and are not deferred.

(iv) Other Employee Benefits are accounted for on accrual basis.

## **2.6 Hypothecation stock**

Hypothecation stock is valued at stated agreement value and it is inclusive of all the installments whether due or not due during the year.

## **2.7 Provision, Contingent Liabilities & Contingent Assets**

Provision are recognised only when the company has present or legal or constructive obligation as a result of past events, for which it is probable that an outflow of economic benefits will be required to settle the transaction & a reliable estimate can be made for the amount of obligation.

Contingent Assets are not recognised in the financial statement.

Provision for Standard and Sub-Standard Assets have been created in accordance with Non-Banking Financial (Non - Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007.

## **2.8 Recognition of Income :**

Income from Hypothecation Stock

Finance Charges are arrived at by amortizing the installments containing the finance charges equally over the period of contract.

Finance charges are accounted for as and when due in line with the prudential norms for income recognition introduced for Non-Banking Financial Companies by the Reserve Bank of India vide its

notification No. DFC No. 119/DG (SPT)-98 dated January 31st 1998 and revised on 22nd Feb 2007, vide notification no DNBS. 192/DG(VL)-2007, income on non-performing assets is accounted for on receipt basis.

Compensation charges/additional Finance charges on amounts given to borrowers incidental to hypothecation and on delayed payment of installment by borrowers are accounted for on completion of hypothecation transaction.

No income is recognized in respect of non-performing assets, if any, as per the prudential norms for income recognition introduced for Non Banking financial Corporation by Reserve Bank of India vide its notification No. DFC. No. 119/DG/(SPT)-98 date 31-01-1998 and revised on 22nd Feb 2007, vide notification no DNBS. 192/DG(VL)-2007 .

#### Other Income

Income from dividend on shares of corporate bodies and units of mutual funds shall be taken into account on cash basis. However, the income from dividend on shares of corporate bodies shall be taken into account on accrual basis when such dividend has been declared by the corporate body in its annual general meeting and the applicable NBFC's right to receive payment is established

### **2.9 Accounting for Investments**

- (a) Classification of Investments shall be classified into current and Non-Current at the time of making each investment
- (b) There shall be no such transfer on ad-hoc basis
- (c) Such transfer, if warranted, shall be effected only at the beginning of each half year, on April 1 or October 1, with the approval of the Board;
- (d) The investments shall be transferred scrip-wise, from current to longterm or vice-versa, at book value or market value, whichever is lower
- (e) The depreciation, if any, in each scrip shall be fully provided for and appreciation is ignored
- (f) The depreciation in one scrip is not set off against appreciation in another scrip, at the time of such inter-class transfer, even in respect of the scrips of the same category.
- (g) Quoted current investments for each category shall be valued at cost or market value whichever is lower.
- (h) Unquoted equity shares in the nature of current investments are valued at cost or breakup value, whichever is lower.

### **2.10 Classification of Assets and provisioning: -**

Non-performing Assets, as defined by the RBI notification no. DFS 125/ED(G) – 98 dated May 12, 1998 and revised on 22nd Feb 2007, vide notification no DNBS. 192/DG(VL)-2007 are those hypothecation transaction where installments are overdue more than six months and provisions of Rs. 14,49,271/- (Previous Year -Rs. 1,17,904/-) have been made in consonance with prudential norms.

### **2.11 Leases:**

Leases in which the company does not transfer substantially all risks & benefits of ownership of the asset are classified as operating leases. Lease payment on an operating lease is recognised in the Statement of Profit & Loss on a straight line basis over the lease term.

### **2.12 Earnings per share**

Basic earnings per share is computed by dividing the net profit after tax by the weighted average number of equity shares outstanding during the period. Diluted earnings per share is computed by dividing the profit after tax by the weighted average number of equity shares considered for deriving

basic earnings per share and also the weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares. The diluted potential equity shares are adjusted for the proceeds receivable had the shares been actually issued at fair value which is the average market value of the outstanding shares. Dilutive potential equity shares are deemed converted as of the beginning of the period, unless issued at a later date. Dilutive potential equity shares are determined independently for each period presented.

### **2.13 Cash and cash equivalents**

Cash and cash equivalents comprise cash at bank and on hand, including cheques on hand and short - term investments with an original maturity of three months or less.

### **2.14 Investments**

Non-Current investments (excluding investment properties), are carried individually at cost less provision for diminution, other than temporary, in the value of such investments.

**NOTE :2 SHARE CAPITAL**

| Particulars  | AS AT 31.03.2019 | AS AT 31.03.2018 |
|--|------------------|------------------|
| <b>Authorised Share Capital</b><br>(8510000 Equity Share of Rs. 10 each)                                 | 8,51,00,000.00   | 8,51,00,000.00   |
| <b>Issued &amp; Subscribed Share Capital</b><br>(8502621 Equity Share of Rs. 10 each)<br>(Fully Paid up) | 8,50,26,210.00   | 8,50,26,210.00   |
| <b>Paid up Share Capital</b><br>(8502621 Equity Share of Rs. 10 each)<br>(Fully Paid up)                 | 8,50,26,210.00   | 8,50,26,210.00   |

(a) Reconciliation of number of equity shares outstanding at the beginning and at the end of the year.

| Particulars   | AS AT 31.03.2019    | AS AT 31.03.2018    |
|---|---------------------|---------------------|
| <b>Number of shares outstanding as at the beginning of the year</b> | 85,02,621.00        | 85,02,621.00        |
| Add:<br>Number of shares allotted during the year.                  | -                   | -                   |
| <b>Number of shares outstanding as at the end of the year</b>       | <b>85,02,621.00</b> | <b>85,02,621.00</b> |

(b) **Terms/Rights attached to Equity Shares**

The Company has only one class of equity shares having a par value of Rs. 10 per share. All these Shares have some rights & preferences with respect to payment of dividend, repayment of capital and voting.

(c) **Details of Shareholding :** more than 5% Shares in the company

| Name of the Shareholder       | Number of shares held in the company | % of Total Shareholding |
|-------------------------------|--------------------------------------|-------------------------|
| 1 Rajesh Kumar Gupta          | 10,92,150                            | 12.84%                  |
| 2 Yash Pal Gupta              | 6,27,308                             | 7.38%                   |
| 3 Saroj Gupta                 | 6,00,923                             | 7.07%                   |
| 4 Rekha Gupta                 | 5,98,476                             | 7.04%                   |
| 5 Suman Gupta                 | 5,78,969                             | 6.81%                   |
| 6 Rajesh Kumar (H.U.F.)       | 5,38,025                             | 6.33%                   |
| 7 Pune Stock Broking Pvt.Ltd. | 4,47,226                             | 5.26%                   |

**NOTE : 3 RESERVES AND SURPLUS**

| PARTICULARS  | AS AT 31.03.2019       | AS AT 31.03.2018       |
|--|------------------------|------------------------|
| <b><u>Securities Premium Account</u></b>                               |                        |                        |
| Balance at the beginning of the year                                   | 11,07,84,481.00        | 11,07,84,481.00        |
| Add: Premium on issue of Equity Shares                                 | -                      | -                      |
| Closing Balance  | <b>11,07,84,481.00</b> | <b>11,07,84,481.00</b> |
| <b><u>Statutory Reserve u/s 45 IC of RBI Act</u></b>                   |                        |                        |
| Balance at the beginning of the year                                   | 9,12,707.00            | 6,92,835.00            |
| Add. Amount transferred from surplus in the Statement of Profit & Loss | 26,64,665.52           | 2,19,872.00            |
| Closing Balance  | 35,77,372.52           | 9,12,707.00            |
| Capital Reserve  | 3,17,64,921.81         | 3,05,27,691.00         |
| <b><u>Surplus in the Statement of Profit &amp; Loss</u></b>            |                        |                        |
| Balance at the beginning of the year                                   | 38,99,088.96           | 30,98,283.00           |
| Add: Profit for the year   | 1,49,49,281.70         | 1,35,78,169.96         |
| Less: Transferred to Statutory Reserve                                 | 26,64,665.52           | 2,19,872.00            |
| Less: Transferred to Contingent provision against Standard Assets      | -                      | 3,43,752.00            |
| Less: Capital Profit   | -                      | (1,22,13,740.00)       |
| Closing Balance  | 1,61,83,705.14         | 38,99,088.96           |
| <b>Total Reserve &amp; Surplus</b>                                     | <b>16,23,10,480.47</b> | <b>14,61,23,967.96</b> |

**NOTE 4: BORROWINGS****4A LONG TERM BORROWINGS**

| <b>PARTICULARS</b>                                 | <b>AS AT 31.03.2019</b> | <b>AS AT 31.03.2018</b> |
|--|-------------------------|-------------------------|
| <b>Unsecured</b>                                   |                         |                         |
| Loan from Director & Relatives                     | 5,71,84,681.00          | 5,00,73,528.00          |
| Interest Accrued on Loan from Director & Relatives | 77,67,099.00            | 96,67,021.00            |
| <b>SECURED</b>                                     |                         |                         |
| <b>Term Loan from Bank</b>                         |                         |                         |
| Loan - Ciaz  | -                       | 50,640.08               |
| Loan - Toyota                                      | 6,22,249.82             |                         |
| <b>Total</b>                                       | <b>6,55,74,029.82</b>   | <b>5,97,91,189.08</b>   |

**4B SHORT TERM BORROWINGS**

| <b>PARTICULARS</b>   | <b>AS AT 31.03.2019</b> | <b>AS AT 31.03.2018</b> |
|--|-------------------------|-------------------------|
| <b>Secured</b>   |                         |                         |
| Kotak Mahindra Bank O/D  | 1,03,92,529.20          | 1,49,52,542.67          |
| (Secured against hypothecation of book debts and personal guarantee and mortgage of House Property 25, Hargobind Enclave, Delhi-92 of director Mr. Rajesh Kumar & Praveen Gupta) |                         |                         |
| <b>UNSECURED</b>   |                         |                         |
| Loan from Director & Relatives   | 1,71,15,000.00          | 1,77,87,742.00          |
| Interest Accrued on Loan from Director & Relatives   | 63,89,618.00            | 66,46,011.00            |
| Invest Care Real Estate Growth LLP   | 46,00,000.00            | 46,00,000.00            |
| Sunstar Share Brokers Pvt.Ltd.   | 90,98,057.00            | -                       |
| <b>Total</b>   | <b>4,75,95,204.20</b>   | <b>4,39,86,295.67</b>   |
| <b>Note: There is no default, continuing or otherwise, as at the balance sheet date, in repayment of any of the above loans.</b>   |                         |                         |

**NOTE :5 PROVISIONS****5A LONG TERM PROVISIONS**

| <b>PARTICULARS</b>                      | <b>AS AT 31.03.2019</b> | <b>AS AT 31.03.2018</b> |
|---|-------------------------|-------------------------|
| <b>Provision for Employess Benefits</b> |                         |                         |
| Provision for Gratuity                  | 7,47,167.20             | 7,19,307.00             |
| <b>Provision For Others</b>             |                         |                         |
| Provision for Standard Assets           | 1,55,874.52             | 2,38,262.00             |
| <b>Total</b>                            | <b>9,03,041.72</b>      | <b>9,57,569.00</b>      |

**5B Short Term Provisions**

| <b>PARTICULARS</b>                  | <b>AS AT 30.06.2018</b> | <b>AS AT 31.03.2018</b> |
|-------------------------------------|-------------------------|-------------------------|
| <b>Provision For Others</b>         |                         |                         |
| Provision for Taxation              | 59,87,707.00            | 49,44,187.00            |
| Provision for Standard Assets       | 4,36,752.25             | 4,09,569.00             |
| Provision for Non Performing Assets | 27,83,933.62            | 13,34,662.00            |
| <b>Total</b>                        | <b>92,08,392.87</b>     | <b>66,88,418.00</b>     |

**NOTE : 6 TRADE PAYABLES**

| <b>PARTICULARS</b> | <b>AS AT 31.03.2019</b> | <b>AS AT 31.03.2018</b> |
|--------------------|-------------------------|-------------------------|
| Trade Payable      | 53,000.00               | 68,300.00               |
| <b>Total</b>       | <b>53,000.00</b>        | <b>68,300.00</b>        |

**NOTE : 7 OTHER CURRENT LIABILITIES**

| <b>PARTICULARS</b>                           | <b>AS AT 31.03.2019</b> | <b>AS AT 31.03.2018</b> |
|--|-------------------------|-------------------------|
| <b>CURRENT MATURITIES OF LONG TERM DEBTS</b> |                         |                         |
| <b>SECURED</b>                               |                         |                         |
| <b>Term Loan from Bank</b>                   |                         |                         |
| Kotak Mahindra Bank Ltd. (II)                |                         |                         |
| Loan - Ciaz                                  | 50,640.08               | 2,87,376.01             |
| Loan - Toyota                                | 3,13,675.00             |                         |
| <b>INTEREST ACCRUED BUT NOT DUE</b>          |                         |                         |
| Interest Accrued but not due to Bank         | 5,810.47                | 2,105.18                |
| <b>OTHER PAYABLES</b>                        |                         |                         |
| Tax Deducted at Source Payable               | 8,05,128.00             | 9,42,096.00             |
| Expenses Payable                             | 49,41,270.00            | 50,74,582.00            |
| <b>Total</b>                                 | <b>61,16,523.55</b>     | <b>63,06,159.19</b>     |

NOTE :8

**PROPERTY, PLANT & EQUIPMENTS**

| ASSETS                     | GROSS BLOCK           |                     | SALE                | COST AS ON 31-03-2019 | DEPRECIATION UP TO 01-04-2018 | DEPRECIATION DURING THE YEAR | DEDUCTIONS / ADJUSTMENTS DURING THE YEAR | DEPRECIATION ON THE ASSETS SOLD DURING THE YEAR | DEP. UP TO 31-03-2019 | NET BLOCK               | NET BLOCK               |
|----------------------------|-----------------------|---------------------|---------------------|-----------------------|-------------------------------|------------------------------|--|---|-----------------------|-------------------------|-------------------------|
|                            | COST AS ON 01/04/2018 | ADDITION            |                     |                       |                               |                              |  |   |                       | W.D.V. AS ON 31-03-2019 | W.D.V. AS ON 31-03-2018 |
| LAND                       | 3,08,70,887.00        |                     |                     | 3,08,70,887.00        | -                             |                              | -  |   | -                     | 3,08,70,887.00          | 3,08,70,887.00          |
|                            | -                     |                     |                     |                       | -                             |                              |  |   |                       |                         | -                       |
| SCOOTER                    | 1,84,894.00           |                     |                     | 1,84,894.00           | 1,56,383.52                   | 9,516.62                     |  |   | 1,65,900.14           | 18,993.86               | 32,659.74               |
|                            | -                     |                     |                     |                       | -                             |                              |  |   | -                     |                         | -                       |
| CAR                        | 1,00,91,461.00        | 22,28,108.00        | 16,19,058.00        | 1,07,00,511.00        | 76,06,902.76                  | 10,46,483.60                 |  | 14,34,853.49                                    | 72,18,532.88          | 34,81,978.12            | 24,75,357.19            |
|                            | -                     |                     |                     |                       | -                             |                              |  |   |                       |                         | -                       |
| COMPUTER                   | 3,45,092.00           |                     |                     | 3,45,092.00           | 3,04,788.96                   | 38,842.15                    |  |   | 3,43,631.11           | 1,460.89                | 45,357.70               |
|                            | -                     |                     |                     |                       | -                             |                              |  |   |                       |                         | -                       |
| OFFICE EQP.                | 34,125.00             |                     | -                   | 34,125.00             | 33,258.47                     | 866.53                       |  |   | 34,125.00             | -                       | 862.72                  |
|                            | -                     |                     |                     |                       | -                             |                              |  |   |                       |                         | -                       |
| AIR CONDITIONER            | 20,000.00             | -                   | -                   | 20,000.00             | 18,915.44                     | 84.56                        |  |   | 19,000.00             | 1,000.00                | 1,085.05                |
|                            | -                     |                     |                     |                       | -                             |                              |  |   |                       |                         | -                       |
| FURNITURE & FIXTURES       | 29,366.00             |                     |                     | 29,366.00             | 29,289.00                     | 77.00                        |  |   | 29,366.00             | -                       | 77.00                   |
|                            | -                     |                     |                     |                       | -                             |                              |  |   |                       |                         | -                       |
| OWNERSHIP RIGHTS OF RESORT | 71250                 |                     |                     | 71,250.00             | 16,553.00                     |                              | 54,697.00                                |   | 71,250.00             | -                       | 54,697.00               |
|                            | -                     |                     |                     |                       | -                             |                              |  |   |                       |                         | -                       |
| <b>Total</b>               | <b>4,15,46,459.00</b> | <b>22,28,108.00</b> | <b>16,19,058.00</b> | <b>4,21,55,509.00</b> | <b>81,20,249.15</b>           | <b>10,95,793.46</b>          | <b>-</b>                                 | <b>14,34,853.49</b>                             | <b>77,81,189.12</b>   | <b>3,43,74,319.88</b>   | <b>3,34,80,983.40</b>   |

**NOTE : 9 INVESTMENTS**

| PARTICULARS   | AS AT 31.03.2019      | AS AT 31.03.2018      |
|---|-----------------------|-----------------------|
| <b>Non-Current Investment</b>   |                       |                       |
| <b>Investment in Equity Shares (Quoted)</b>   | 14,755.00             | 80,015.00             |
| Reliance Power Ltd.<br>(1300 Shares @ Rs. 61.55)<br>(Market Value as on 31.03.2019 @ Rs.11.35- Rs 14,755) |                       |                       |
| <b>Investment in Mutual Fund (Quoted)</b>   |                       |                       |
| <b>AXIS Short Term Fund</b>   | 60,00,000.00          | 60,00,000.00          |
| 340703.89 units @ Rs. 17.61<br>(Market Value as on 31.03.2018 @ Rs. 18.8476 - Rs. 6421450.72)             |                       | -                     |
| <b>Reliance Short Term Fund</b>   | 1,43,04,024.28        | 1,43,04,024.28        |
| 466603.95 units @ Rs. 30.6556<br>(Market Value as on 31.03.2018 @ Rs. 32.6356 - Rs. 15227901.50)          | -                     | -                     |
| <b>SBI Shot Term Debt Fund</b>  | 5,000.00              | -                     |
| 249.85688 units @ 20.0332<br>(Market Value as on 31.03.2019 @ Rs. 21.39 - Rs. 5344.44)                    | -                     | -                     |
| <b>Equity Based Fund</b>  |                       |                       |
| 12157.02 units @ Rs. 164.516  | -                     | 20,00,000.00          |
| <b>SBI Magnum Multi Cap Fund G</b>  | 50,00,000.00          | 50,00,000.00          |
| 102628.10 units @ Rs. 48.72<br>(Market Value as on 31.03.2019 @ 48.67 Rs. 4994909.63 )                    |                       |                       |
| <b>SBI Magnum Multi Cap Fund G</b>  | 25,00,000.00          | 25,00,000.00          |
| 54399.62 units @ Rs. 45.96<br>(Market Value as on 31.03.2019 @ 48.67 Rs. 2647629.70 )                     |                       |                       |
| <b>AXIS Focused 25</b>  | 24,89,980.00          | 25,00,000.00          |
| 99400.40 units @ Rs. 25.05<br>(Market Value as on 31.03.2019 @ 27.10 Rs. 2693750.81 )                     |                       |                       |
| <b>AXIS Focused 25</b>  | 50,00,000.00          | 50,00,000.00          |
| 201126.31 units @ Rs. 24.86<br>(Market Value as on 31.03.2019 @ 27.10 Rs. 5450522.93 )                    |                       |                       |
| <b>SBI Multiplier Fund(Large &amp; Midcap)</b>  | 24,89,224.95          | 25,00,000.00          |
| 11550.869 units @ Rs. 215.50<br>(Market Value as on 31.03.2019 @ 222.21 Rs. 2566718.60)                   |                       |                       |
| <b>ESSEL Multicap Fund</b>  | 25,00,000.00          |                       |
| 250000 units @ Rs.10.00<br>(Market Value as on 31.03.2019 @ 10.62 Rs. 26,55,000.00)                       |                       |                       |
| <b>Total</b>  | <b>4,03,02,984.23</b> | <b>3,98,84,039.28</b> |

**NOTE : 10 DEFERRED TAX ASSETS (NET)**

| PARTICULARS               | AS AT 31.03.2019    | AS AT 31.03.2018   |
|---------------------------|---------------------|--------------------|
| Deferred Tax Assets       | 6,79,317.00         | 5,45,087.00        |
| Add: Current year DTA     | 7,72,819.60         | 1,34,230.00        |
| Deferred Tax Assets (NET) | <b>14,52,136.60</b> | <b>6,79,317.00</b> |

**NOTE : 11 RECEIVABLES UNDER FINANCE ACTIVITY**

| PARTICULARS  | AS AT 31.03.2019       | AS AT 31.03.2018       |
|--|------------------------|------------------------|
| <b>Non Current</b>   |                        |                        |
| <b>11A Secured</b>   |                        |                        |
| Hypothecation Stock  | 4,29,70,750.00         | 5,32,57,400.00         |
| (Hypothecated to Kotak Mahindra Bank against the Overdraft limit.) |                        |                        |
| Less: Unmatured Finance Charges                                    | 1,01,84,083.00         | 1,35,52,208.00         |
| <b>Total</b>   | <b>3,27,86,667.00</b>  | <b>3,97,05,192.00</b>  |
| <b>Current</b>   |                        |                        |
| <b>11B Secured</b>   |                        |                        |
| Hypothecation Stock  | 8,79,71,493.59         | 7,99,21,568.13         |
| (Hypothecated to Kotak Mahindra Bank against the Overdraft limit.) |                        |                        |
| Less: Unmatured Finance Charges                                    | 1,63,46,522.00         | 1,96,33,986.00         |
|  | <b>7,16,24,971.59</b>  | <b>6,02,87,582.13</b>  |
| <b>CURRENT</b>   |                        |                        |
| <b>11C Unsecured Considered Good</b>                               |                        |                        |
| <b>Standard Assets</b>   |                        |                        |
| Other than Related Parties   | 3,79,71,690.00         | 6,59,19,630.00         |
| Related Parties  | 12,64,45,629.00        | 7,70,00,000.00         |
| Interest Accrued thereon   | 25,91,348.00           | 42,07,251.00           |
|  | <b>16,70,08,667.00</b> | <b>14,71,26,881.00</b> |
| <b>Total (11B+C)</b>   | <b>23,86,33,638.59</b> | <b>20,74,14,463.13</b> |

**NOTE : 12 LOANS AND ADVANCES****Long Term Loans and Advances**

| <b>PARTICULARS</b>                                 | <b>AS AT 31.03.2019</b> | <b>AS AT 31.03.2018</b> |
|--|-------------------------|-------------------------|
| <b>Unsecured, Considered Good Capital Advances</b> |                         |                         |
| Property Application                               | 1,78,10,209.00          | 1,78,10,209.00          |
| <b>Other Advances</b>                              |                         |                         |
| Share India (Shares)A/c                            | 6.75                    | 37.03                   |
| India Infoline Finance Ltd.                        | 410.00                  | 2,46,235.00             |
| <b>Security Deposits</b>                           |                         |                         |
| Electricity Security-BSES                          | 18,000.00               | 18,000.00               |
| Telephone Security                                 | 2,171.46                | 2,171.46                |
| Central Depository Services Limited                | 45,000.00               | -                       |
| <b>Total</b>                                       | <b>1,78,75,797.21</b>   | <b>1,80,76,652.49</b>   |

**NOTE : 13 CASH AND CASH EQUIVALENTS**

| <b>PARTICULARS</b>            | <b>AS AT 31.03.2019</b> | <b>AS AT 31.03.2018</b> |
|-------------------------------|-------------------------|-------------------------|
| Cash in hand                  | 1,15,414.00             | 82,718.00               |
| <b>Bank Balance in C/A</b>    |                         |                         |
| Balance with Current Accounts | 25,67,551.45            | 32,75,668.00            |
| <b>Total</b>                  | <b>26,82,965.45</b>     | <b>33,58,386.00</b>     |

**NOTE : 14 OTHER CURRENT ASSETS**

| <b>PARTICULARS</b>                        | <b>AS AT 31.03.2019</b> | <b>AS AT 31.03.2018</b> |
|---|-------------------------|-------------------------|
| Advance Tax                               | 54,68,836.00            | 57,66,242.00            |
| Prepaid Insurance                         | 10,526.00               | 86,764.00               |
| Share India Securities Ltd. (Trading A/c) | 2,00,216.27             | -                       |
| Income tax refundable                     | 25,80,926.20            | 14,60,745.00            |
| TDS Receivable                            | 4,17,869.00             | 2,72,554.00             |
| <b>Total</b>                              | <b>86,78,373.47</b>     | <b>75,86,305.00</b>     |

**NOTE : 15 REVENUE FROM OPERATIONS**

| <b>PARTICULARS</b>           | <b>FOR THE YEAR ENDED<br/>31.03.2019</b> | <b>FOR THE YEAR ENDED<br/>31.03.2018</b> |
|------------------------------|--|--|
| Interest on Loans & Advances | 4,15,33,974.76                           | 4,06,42,246.00                           |
| <b>Total</b>                 | <b>4,15,33,974.76</b>                    | <b>4,06,42,246.00</b>                    |

**NOTE : 16 OTHER INCOME**

| <b>PARTICULARS</b>                   | <b>FOR THE YEAR ENDED<br/>31.03.2019</b> | <b>FOR THE YEAR ENDED<br/>31.03.2018</b> |
|--------------------------------------|--|--|
| Expenses Written off                 | 31,800.00                                | 2,42,735.00                              |
| Commission on Bank Guarantee         | -  | 2,00,000.00                              |
| Profit from sale of shares           | 58,57,942.50                             | 42,34,29,480.00                          |
| Profit on sale of Shares (Interaday) | 21,18,006.00                             | -  |
| Dividend                             | -  | 3,650.00                                 |
| Profit on sale of Mutual Funds       | 4,67,698.72                              | 54,49,645.00                             |
| Profit on sale of Car                | 1,12,795.00                              | -  |
| Other Income                         | -  | 1,38,000.00                              |
| <b>Total</b>                         | <b>85,88,242.22</b>                      | <b>42,94,63,510.00</b>                   |

**NOTE : 17 EMPLOYEE BENEFITS EXPENSES**

| <b>PARTICULARS</b>                 | <b>FOR THE YEAR ENDED<br/>31.03.2019</b> | <b>FOR THE YEAR ENDED<br/>31.03.2018</b> |
|------------------------------------|--|--|
| Director Remuneration              | 5,48,387.00                              | -  |
| Bonus                              | 1,76,860.00                              | 1,86,134.00                              |
| Staff Welfare                      | 2,42,463.00                              | 1,55,670.00                              |
| Provision for gratuity             | 27,860.20                                | (1,15,674.00)                            |
| Salaries & Wages                   | 24,59,867.00                             | 29,99,600.00                             |
| Independent directors sitting fees | -  | 66,000.00                                |
| <b>Total</b>                       | <b>34,55,437.20</b>                      | <b>32,91,730.00</b>                      |



**NOTE : 18 FINANCE COST**

| PARTICULARS   | FOR THE YEAR ENDED    | FOR THE YEAR ENDED    |
|---------------|-----------------------|-----------------------|
|               | 31.03.2019            | 31.03.2018            |
| Interest paid | 1,51,50,140.10        | 1,37,90,002.00        |
| Bank Charges  | 85,756.20             | 88,587.00             |
|               |                       | -                     |
| <b>Total</b>  | <b>1,52,35,896.30</b> | <b>1,38,78,589.00</b> |

**NOTE : 19 OTHER EXPENSES**

| PARTICULARS   | FOR THE YEAR ENDED  | FOR THE YEAR ENDED    |
|---|---------------------|-----------------------|
|   | 31.03.2019          | 31.03.2018            |
| <b>Audit Fee</b>  |                     |                       |
| Statutory Audit fees  | 1,12,100.00         | 1,00,000.00           |
| Advertisement Expenses                                      | 5,88,537.00         | 6,64,500.00           |
| Bad Debts   | 24,47,742.00        | 61,74,884.00          |
| Business Promotion  | -                   | 4,74,000.00           |
| Car Insurance   | 94,310.00           | 1,00,449.00           |
| Civil Reports Expenses                                      | 2,564.00            | -                     |
| Commission on Business                                      | 19,48,500.00        | 15,50,000.00          |
| Computer maintainance                                       | 6,880.00            | 8,000.00              |
| Conveyance expenses   | 1,03,423.00         | 1,22,005.00           |
| Diminution in the value of Investment (Reliance Power Ltd.) | 65,260.00           | -                     |
| Demat charges   | 1,180.00            | 859.00                |
| Electricity Charges   | 3,43,036.00         | 1,76,641.00           |
| General Charges   | 80,831.00           | 1,34,047.00           |
| Fee and subscription  | 16,625.00           | 23,808.00             |
| Filing Fee for Increase of Authourized Capital              | -                   | 5,18,577.00           |
| Filling fees  | 9,000.00            | -                     |
| Income tax Paid   | 57,906.00           | 32,400.00             |
| Interest on TDS   | -                   | 1,000.00              |
| Interest paid on Income Tax                                 | 16,972.00           | 28,645.00             |
| Listing Fee for BSE Limited                                 | 2,95,000.00         | 2,87,500.00           |
| Meeting Expenses  | 4,885.00            | 6,160.00              |
| Miscellaneous Expenses                                      | 12,104.34           | 10,725.00             |
| Newspaper and Periodicals                                   | 49,705.00           | 44,885.40             |
| Ownership Rights of Resorts written off                     | 54,697.00           | -                     |
| Office Rent   | 10,08,000.00        | 12,60,000.00          |
| Payment to RTA, NSDL and CDSL                               | 2,21,410.00         | 57,250.00             |
| Penalty of BSE Limited                                      | 11,800.00           | -                     |
| Postage and stamps  | 1,53,304.00         | 1,79,410.00           |
| Preferential Issue Fee for BSE Limited                      | -                   | 2,12,400.00           |
| Printing and stationery                                     | 2,54,027.00         | 2,97,821.00           |
| Professional charges  | 1,72,755.00         | 1,68,680.00           |
| Publication charges   | 1,16,860.00         | 94,789.00             |
| ROC Charges   | 13,800.00           | 3,000.00              |
| Running & Maintenance Expenses                              | 2,67,379.34         | 2,01,551.00           |
| Short and excess recovery                                   | 2,170.07            | 23.56                 |
| STT (Sale Delivery)   | 38,962.78           | 31,874.12             |
| Telephone Expenses  | 50,605.97           | 66,277.96             |
| Travelling Expenses   | 1,47,778.00         | 1,51,825.00           |
| Website Maintenance Expenses                                | 6,667.00            | 2,000.00              |
|   |                     |                       |
| <b>Total</b>  | <b>87,76,776.50</b> | <b>1,31,85,987.04</b> |

**NOTE 20: Provisions, Loan Loss & Other Charges**

| PARTICULARS                         | FOR THE YEAR ENDED  | FOR THE YEAR ENDED   |
|-------------------------------------|---------------------|----------------------|
|                                     | 31.03.2019          | 31.03.2018           |
| Provision for Standard Assets       | (55,204.25)         | -                    |
| Provision for Non-Performing Assets | 14,49,271.68        | (1,17,904.00)        |
| Income Reversal                     | -                   | (1,18,610.00)        |
| <b>Total</b>                        | <b>13,94,067.43</b> | <b>(2,36,514.00)</b> |

**NOTE 21: Cost of Control**

| <b>PARTICULARS</b>                  | <b>AS AT 31.03.2019</b> | <b>AS AT 31.03.2018</b> |
|-------------------------------------|-------------------------|-------------------------|
| Investment in Subsidiary            | 16,48,25,691.00         | 16,48,25,691.00         |
| Capital                             | 5,80,16,250.00          | 5,80,16,250.00          |
| Pre-acquisition Profit              | 13,85,74,362.81         | 13,73,37,132.00         |
| <b>Goodwill / (Capital reserve)</b> | <b>(3,17,64,921.81)</b> | <b>(3,05,27,691.00)</b> |

**NOTE 22: Share of Profit**

| <b>PARTICULARS</b> | <b>AS AT 31.03.2019</b> | <b>AS AT 31.03.2018</b> |
|--------------------|-------------------------|-------------------------|
| Share of Profit    | 1,19,87,070.10          | 12,14,016.09            |
| <b>Total</b>       | <b>1,19,87,070.10</b>   | <b>12,14,016.09</b>     |

**NOTE: 23**

In the opinion of the Board of Directors, the Current Assets, Loans and Advances have a value on realization in the ordinary course of business at least equal to the amount at which these are stated.

**NOTE : 24**

Revised Guidelines of the Reserve Bank of India vide their notifications dated 2nd January 1998, 31st January 1998, and 12th May 1998 and revised on 22nd Feb 2007, vide notification no DNBS. 192/DG(VL)-2007 and DNBS PD CC No. 207/03.02.002/2011-11 dt. 17 Jan 2011 in respect of income recognition and assets classification has been duly incorporated in the audited statement of accounts.

**NOTE: 25 Segment Reporting**

There are no reportable segment other than apart for Finance as per Accounting Standard (AS-17) on Segment Reporting.

**NOTE: 26 Contingent Liability**

The Company has statutory dues of Income Tax raised under section 143(1)(a) amounting to Rs. 2,29,580/- against which response has been submitted by the Company under section 154 of the Income Tax Act, 1961.

The wholly owned subsidiary of the Company 'Anmol Financial Services Limited' has statutory dues of Income Tax raised as follows under the Income Tax Act, 1961.

| <b>Amount (in Rs. )</b> | <b>Period to which the amount relates</b> | <b>Forum where dispute is pending</b> |
|-------------------------|---|---------------------------------------|
| 1,50,083/-              | AY 2008-09                                | Jurisdictional Assessing Officer      |
| 2,06,410/-              | AY 2009-10                                | CPC                                   |
| 3,78,860/-              | AY 2010-11                                | CPC                                   |
| 7,94,630/-              | AY 2013-14                                | Jurisdictional Assessing Officer      |
| 44530/-                 | AY 2015-16                                | Jurisdictional Assessing Officer      |

**NOTE : 27 INCOME TAXES :**

(i) Provision for current tax is made on the basis of taxable Income as per the applicable provisions of the Income tax Act, 1961.

**(ii) Accounting for Taxes on Income AS-22**

Deferred Income Taxes reflects the impact of current year timing difference between taxable income & income as per Profit & Loss A/c. Deferred Tax Asset are recognized only to the extent that there is reasonable certainty that difficult future taxable income will be available.

The breakup of Net Deferred Tax Assets is as under:

| <b>PARTICULARS</b>                        | <b>AS AT 31.03.2019</b> | <b>AS AT 31.03.2018</b> |
|---|-------------------------|-------------------------|
| Timing Difference of                      |                         |                         |
| (I) Depreciation                          | 1,33,774.00             | 1,28,402.71             |
| (II) Gratuity                             | 27,861.00               | (83,250.00)             |
| (III) Provision for Standard Assets       | (55,205.00)             | 2,88,286.02             |
| (IV) Provision for NPAs                   | 14,49,271.68            | (1,17,903.80)           |
| (V) Income Reversal on NPA                | 9,45,332.24             | (1,18,610.29)           |
| (IV) Preliminary Expenses Written off     | -                       | (5,84,782.00)           |
| <b>Timing Difference</b>                  | <b>25,01,033.92</b>     | <b>(4,87,857.36)</b>    |
| <b>Deferred Tax Assets/ (Liabilities)</b> |                         |                         |
| Opening Balance                           | 6,79,317.00             | 5,45,087.00             |
| Add: Created during the Year              | 7,72,819.48             | 1,34,230.00             |
| <b>Closing Balance</b>                    | <b>14,52,136.48</b>     | <b>6,79,317.00</b>      |

**NOTE : 28 Employee Benefits****Defined Benefit Plan**

Gratuity liability is a defined benefit obligation and is provided on the basis of an actuarial valuation which has been carried out using the Project Unit Credit Method as per AS-15 to determine the Present Value of Defined Benefit Obligations and the related Current Service Cost and, where applicable, Past Service Cost made at the end of each financial year. The valuations do not affect the ultimate cost of the plan, only the timing of when the benefit costs are recognized. Actuarial gain/loss are immediately taken to Statement of Profit & Loss and are not deferred.

Other Disclosures of Defined Benefit Plan (Gratuity) as required under AS-15 are as under:

**KEY ACTUARIAL ASSUMPTIONS**

| PARTICULARS                         | RATE     |
|-------------------------------------|----------|
| Materiality Rate                    |          |
| Discount Rate                       | 7.54% pa |
| Rate of escalation in Salary (p.a.) | 7% pa    |

**Reconciliation of Opening & Closing Balance of Defined Benefit Obligation Unfunded**

|                              | Current Year |
|------------------------------|--------------|
| At the beginning of the year | 696591       |
| Expenditure during the year  | 21915        |
| At the end of the Year       | 718506       |

**Reconciliation of Opening & Closing Balance of Fair Value of Plan at NIL NA**

Expenditure Recognition during the year

|   | Current Year |
|---|--------------|
| Current Service Cost                        | 127802       |
| Interest Cost                               | 52941        |
| Expected Return on plan asset               | -            |
| Past Service Cost (Vested Employees)        | -            |
| Past Service Cost (Unvested Employees)      | -            |
| Actuarial (Gain)/Loss on Benefit Obligation | -158828      |
| Benefits paid                               | -            |
| Actuarial (Gain)/Loss on plan assets        | -            |
| Net Cost                                    | 21915        |

**NOTE : 29** There is no employee drawing remuneration in excess of Rs. 1,02,00,000/- during the year ended 31st March, 2019 or Rs. 8,50,000/- per month (Previous Year – NIL).

**Note : 30 Auditors Remunerations**

Statutory Audit

**2018-19**

1,12,100.00

**2017-18**

1,00,000.00

**1,12,100.00**

**1,00,000.00**

**NOTE: 31 Details of Foreign Exchange Earning and Out go-**

| Particulars                   | As at 31.03.2019 | As at 31.03.2018 |
|-------------------------------|------------------|------------------|
| (i) Foreign Exchange Outgo    | Nil              | Nil              |
| (ii) Foreign Exchange Earning | Nil              | Nil              |

**Note: 32 Related Party Disclosures**

As per Accounting standard 18 on Related Party disclosures

(i) List of related parties

| Key Managerial 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 Gupta             | Subhash Rani                         | Share India Securities Limited  |
| Rajiv Tondon             | Rekha Gupta                          |   |
| Mohit Chauhan            | Suman Gupta                          | Share India Fincap Private Limited  |
| Parveen Gupta            | Saroj Gupta                          | Alogowire Trading Technologies Pvt Ltd.   |
| Yashpal Gupta            | Saurabh Gupta                        | Aggarwal Finance Co.  |
| Swati Sharma             | Agam Gupta                           | Skyveil Trade Solutions LLP   |
|                          | Rachit Gupta                         | Share India Commodity Brokers P. Ltd.   |
|                          | Rohin Gupta                          |   |
|                          | Sachin Gupta                         | Everstyle Services Private Limited  |
|                          | Sukriti Gupta                        | Ananya Infraventures Private Ltd.   |
|                          | Sonam Gupta                          | Share India Securities (IFSC) Private Limited   |
|                          | Prachi Gupta                         | Algowire Systems Private Limited  |
|                          | Prerna Gupta                         | N.R Merchants Private Limited   |
|                          | Tripti Gupta                         | Modtech Infracentures Pvt. Ltd.   |
|                          | Aastha Gupta                         | Share India Insurance Brokers Private Ltd.  |
|                          |                                      | Share India Capital Services Private Ltd.   |

(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:

(In Rupees)

| <u>Nature of Transaction</u>                          | <u>2018-19</u>      |                            | <u>2017-18</u>  |
|---|---------------------|----------------------------|-----------------|
|   | <u>Transactions</u> | <u>Balances at the End</u> |                 |
| <b><u>Director's Remuneration</u></b>                 |                     |                            |                 |
| Rajesh Gupta  | 5,48,387.00         | -                          | Nil             |
| <b><u>Loan Provided</u></b>                           |                     |                            |                 |
| <b><u>Enterprises Covered in AS-18</u></b>            |                     |                            |                 |
| Share India Securities Limited                        | 1,08,00,000.00      | -                          | Nil             |
| Share India Fincap Private Limited                    | 1,14,00,000.00      | 1,15,31,553.00             | Nil             |
| <b><u>Interest Received During the Year</u></b>       |                     |                            |                 |
| Share India Securities Limited                        | 10,62,388.00        | -                          | Nil             |
| Share India Fincap Private Limited                    | 1,46,170.00         | -                          | Nil             |
| <b><u>Remuneration to Key Managerial Personal</u></b> |                     |                            |                 |
| Rajiv Tondon - CFO                                    | 3,84,000.00         | -                          | Nil             |
| Mohit Chauhan - Company Secretary                     | 1,93,654.00         | -                          | Nil             |
| <b><u>Loan taken from</u></b>                         |                     |                            |                 |
| <b><u>Relative of Key Management Personnel</u></b>    |                     |                            |                 |
| Rohin Gupta   | Nil                 | Nil                        | 26,16,203.00    |
| Rachit Gupta  | Nil                 | Nil                        | 28,59,114.00    |
| Prerna Gupta  | Nil                 | Nil                        | 20,41,211.00    |
| Aastha Gupta  | Nil                 | Nil                        | 5,00,000.00     |
| <b><u>Enterprise covered under AS-18</u></b>          |                     |                            |                 |
| Share India Securities Ltd                            | Nil                 | Nil                        | 6,50,00,000.00  |
| Skyveil Trade Solutions LLP                           | Nil                 | Nil                        | 6,00,00,000.00  |
| Share India Fincap Private Limited                    | 1,85,00,000.00      | -                          | 11,08,25,000.00 |
| <b><u>Loan Given</u></b>                              |                     |                            |                 |
| <b><u>Enterprise covered under AS-18</u></b>          |                     |                            |                 |
| Modtech Infraventure Private Limited                  | Nil                 | Nil                        | 2,84,00,000.00  |
| Share India Securities Ltd                            | 4,55,00,000.00      | 5,40,70,027.00             | 8,60,00,000.00  |
| Share India Commodities Brokers Pvt Ltd               | Nil                 | Nil                        | 2,76,00,000.00  |
| Skyveil Trade Solutions LLP                           | Nil                 | Nil                        | 6,00,00,000.00  |
| Share India Fincap Private Limited                    | Nil                 | Nil                        | 11,08,25,000.00 |
| <b><u>Key Management Personnel</u></b>                |                     |                            |                 |
| Director- Rajesh Gupta                                | 75,00,000.00        | 75,00,000.00               | Nil             |
| <b><u>Relative of Key Management Personnel</u></b>    |                     |                            |                 |
| Rohin Gupta   | 40,00,000.00        | 40,00,000.00               | 17,00,000.00    |
| Rachit Gupta  | 75,00,000.00        | 75,00,000.00               | 20,00,000.00    |
| Prerna Gupta  | -                   | -                          | 13,60,000.00    |
| Sachin Gupta  | 25,00,000.00        | 25,00,000.00               | Nil             |
| Sonam Gupta   | 30,00,000.00        | 30,00,000.00               | Nil             |
| Tripti Gupta  | 50,00,000.00        | 50,00,000.00               | Nil             |
| <b><u>Remuneration</u></b>                            |                     |                            |                 |
| <b><u>Key Management Personnel</u></b>                |                     |                            |                 |
| Swati Sharma  | 5,52,573.00         | -                          | Nil             |
| <b><u>Relative of Key Management Personnel</u></b>    |                     |                            |                 |
| Tripti Gupta  | 2,76,000.00         | -                          | 2,58,000.00     |
| <b><u>Rent</u></b>                                    |                     |                            |                 |
| <b><u>Relative of Key Management Personnel</u></b>    |                     |                            |                 |
| Rekha Gupta   | 5,04,000.00         | -                          | 4,80,000.00     |
| Suman Gupta   | 5,04,000.00         | -                          | 4,80,000.00     |

|   |              |     |              |
|---|--------------|-----|--------------|
| <b>Interest Paid</b>                        |              |     |              |
| <b>Relative of Key Management Personnel</b> |              |     |              |
| Sachin Gupta                                | 7,58,959.00  | -   | 6,91,231.00  |
| Rachit Gupta                                | 8,24,147.00  | -   | 7,21,349.00  |
| Prerna Gupta                                | 7,49,619.00  | -   | 6,87,021.00  |
| Rohin Gupta                                 | 12,63,586.00 | -   | 12,26,491.00 |
| Prachi Gupta                                | 6,95,498.00  | -   | 6,33,588.00  |
| Rekha Gupta                                 | 3,42,650.00  | -   | 3,20,474.00  |
| Agam Gupta                                  | 24,38,263.00 | -   | 8,88,356.00  |
| Suman Gupta                                 | 1,97,644.00  | -   | 1,80,977.00  |
| Saroj Gupta                                 | 3,76,289.00  | -   | 3,43,496.00  |
| Tripti Gupta                                | 14,44,303.00 | -   | 4,16,450.00  |
| Sonam Gupta                                 | 2,58,813.00  | -   | 2,36,987.00  |
| Aastha Gupta                                | 56,037.00    | -   | 153.00       |
| Saurabh Gupta                               | 77,753.00    | -   |              |
| <b>Enterprise covered under AS-18</b>       |              |     |              |
| Share India Fincap Private Limited          | 51,551.00    | -   | Nil          |
| <b>Key Management Personnel</b>             |              |     |              |
| Director-Rajesh Gupta                       | 7,53,277.00  | -   | 3,59,951.00  |
| Director-Yash Pal Gupta                     | 1,24,349.00  | -   | 2,13,932.00  |
| Director-Parveen Gupta                      | 5,29,986.00  | -   | Nil          |
| <b>Interest Received</b>                    |              |     |              |
| <b>Enterprise covered under AS-18</b>       |              |     |              |
| Share India Fincap Private Limited          | 50,77,808.00 | -   | 48,06,602.00 |
| Skywell Trade Solutions LLP                 | 8,52,953.00  | -   | 16,26,575.00 |
| Share India Commodity & Brokers Pvt ITd     | 34,17,338.00 | -   |              |
| <b>Key Management Personnel</b>             |              |     |              |
| Director-Rajesh Gupta                       | 4,27,192.00  | -   | Nil          |
| <b>Relative of Key Management Personnel</b> |              |     |              |
| Sachin Gupta                                | 9,041.00     | -   | Nil          |
| Rohin Gupta                                 | 2,78,466.00  | -   | Nil          |
| Tripti Gupta                                | 1,64,247.00  | -   | Nil          |
| Sonam Gupta                                 | 88,603.00    | -   | Nil          |
| Rachit Gupta                                | 27,123.00    | -   | Nil          |
| <b>Loan taken</b>                           |              |     |              |
| <b>Key Management Personnel</b>             |              |     |              |
| Director-Rajesh Gupta                       | 43,85,000.00 | Nil | Nil          |
| Director-Yash Pal Gupta                     | 15,00,000.00 | Nil | Nil          |
| Director-Parveen Gupta                      | 31,05,000.00 | Nil | Nil          |
| <b>Relative of Key Management Personnel</b> |              |     |              |
| Rachit Gupta                                | 5,50,000.00  | Nil | Nil          |
| Saurabh Gupta                               | 12,00,000.00 | Nil | Nil          |
| <b>Loan Repaid/Renewed</b>                  |              |     |              |
| <b>Relative of Key Management Personnel</b> |              |     |              |
| Agam Gupta                                  | 46,60,000.00 | Nil | Nil          |
| Rohin Gupta                                 | 60,00,000.00 | Nil | Nil          |
| Tripti Gupta                                | 31,60,000.00 | Nil | Nil          |

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

**Note: 33 Micro and Medium Scale Business Entities:**

There are no Micro, Small and Medium Enterprises, to whom the company owes dues which are outstanding for more than 45 days as at 31st March, 2019. This information as required to be disclosed under the Micro, Small and Medium Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the company.

**Note 34: Annex to Balance Sheet**

The Annexure to Balance Sheet in terms of (Non-Banking Financial Company – Non-Systemically Important Non-Deposit taking Company (Reserve Bank) Directions, 2016, has been annexed to Balance Sheet as Annex 1.

**Note: 35 Previous Year Figure**

Previous year figures have been regrouped/reclassified wherever necessary to correspond with the current year's classification/disclosure.

**FOR AKASHDEEP METAL INDUSTRIES LIMITED**

**RAJESH GUPTA  
DIRECTOR  
DIN NO. 00006056**

**YASHPAL GUPTA  
DIRECTOR  
DIN NO. 00013872**

**MOHIT CHAUHAN  
COMPANY SECRETARY  
M. NO. 53839**

**RAJIV TANDON  
Chief Financial Officer**

**AUDITOR'S REPORT  
AS PER OUR REPORT OF EVEN DATE ANNEXED  
FOR T.K. GUPTA & ASSOCIATES  
CHARTERED ACCOUNTANTS  
FIRM REGN NO. 011604N**

**PLACE : NEW DELHI  
DATED : 30.05.2019**

**CA. KRITI BINDAL (PARTNER)  
M.NO. 516627**

**Akashdeep Metal Industries Limited**

CIN: L28998DL1983PLC017150

Regd. Office: 14, DayanandVihar, 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>User ID</b> | <b>Password</b> |
|---|----------------|-----------------|
|   |                |                 |

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, 18<sup>th</sup> September 2019</b> |
| <b>End of e-voting</b>          | <b>Upto 5.00 p.m. (IST) on Friday, 20<sup>th</sup> September 2019</b>    |

The cut-off date for the purpose of e-voting is Saturday, 14<sup>th</sup> September 2019

Note: Members are requested to please read the instructions and notes given in AGM notice for ('electronic voting', 'procedure and Instructions for e-voting & ballot poll' and 'other information') carefully before casting their votes.

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

**Akashdeep Metal Industries Limited**

CIN: L28998DL1983PLC017150

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

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 **Thirty Fifth (35<sup>th</sup>) Annual General Meeting** of the Company at 14, Dayanand Vihar, Delhi – 110092 at 4:00 P.M. on Saturday, 21<sup>st</sup> September, 2019.

|                          |           |
|--------------------------|-----------|
| 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 FORTY EIGHT HOURS 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]*

|                        |                      |        |
|------------------------|----------------------|--------|
| 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 **35<sup>th</sup> Annual General Meeting** of the Company, to be held on **Saturday 21<sup>st</sup> September 2019 at 04:00 p.m** at 14, DayanandVihar, 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 2019, together with the Reports of the Auditors' and Directors' thereon.  |           |         |
| 2.                        | To appoint a Director in place of Mr. Yash Pal Gupta (DIN: 00013872), who retires by rotation and, being eligible, offers himself for re-appointment   |           |         |
| 3.                        | To re-appoint M/s T.K. Gupta & Associates, Chartered Accountants (Firm Registration No. 011604N) as the Statutory Auditors of the Company to hold office from the conclusion of the 35 <sup>th</sup> Annual General Meeting until the conclusion of the 40 <sup>th</sup> Annual general Meeting and to authorize the Board to fix their remuneration |           |         |

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2019

|                                      |
|--------------------------------------|
| Affix Re.<br>1/-<br>Revenue<br>Stamp |
|--------------------------------------|

Signature of the member

Signature of the Proxy Holder(s)

**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 35 <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 35TH ANNUAL GENERAL MEETING OF AKASHDEEP METAL INDUSTRIES LIMITED TO BE HELD AT 14, DAYANAND VIHAR, DELHI – 110092**

