



## **Independent Auditors' Report**

To the Members of

**V.K.BAJAJ INVESTMENT PRIVATE LIMITED**

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

We have audited the accompanying financial statements of **V.K.BAJAJ INVESTMENT PRIVATE LIMITED** ("the Company"), which comprise the Balance Sheet as at 31<sup>st</sup> March, 2016, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

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

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

### **Auditors' Responsibility**

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

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



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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers the internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

### **Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2016 and its profit and its cash flows for the year ended on that date.

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

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure 'A' statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Companies Act, 2013, we report that:
  - a. we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.



- b. in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- c. the balance sheet, the statement of profit and loss and the cash flow statement dealt with by this Report are in agreement with the books of account;
- d. in our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
- e. on the basis of the written representations received from the directors as on 31 March 2016 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2016 from being appointed as a director in terms of Section 164 (2) of the Act;
- f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in Annexure 'B' ; and
- g. with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. There is no pending litigation hence its impact on financial positions needs not to be disclosed.
  - ii. the Company has made necessary provision in its financial statements under the applicable law or accounting standards, wherever required;
  - iii. There is no amount which is required to be transferred to the Investor Education and protection funds by the Company. Hence there is no question of delay arise.

**For A.K Maheshwari & Associates**  
Chartered Accountants  
Firms Registration No. 500106N

  
(Tushar Jain)  
Partner

Membership No. 524134

Place: Ghaziabad  
Date:- 24/06/2016

## Annexure 'A' to Independent Auditors' Report

Referred to in Paragraph 1 under the heading of "report on other legal and regulatory requirements" of our report of even date

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1. (a) The company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.  
  
(b) The company has a phased programme of physical verification of its fixed assets which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. In accordance with such programme, the management has physically verified its fixed assets during the year and no material discrepancies were noticed by them.  
  
(c) There is no immovable properties in the company therefore, sub clause 3 i(c) is not applicable.
2. According to the information and explanations given to us, physical verification of inventories is conducted by the management at periodic intervals. The procedures followed by the company for physical verification of inventories are reasonable and adequate in relation to the size of the company and the nature of its business. The company is maintaining proper records of inventory and no material discrepancies were noticed on physical verification as compared to book records.
3. The Company has granted unsecured loan to companies covered in the register maintained under section 189 of the Companies Act 2013.
  - a) As per information and explanation given to us ,the terms and conditions of the grant of such loans are not prejudicial to the company's interest;
  - b) As per records produced before us ,the schedule of repayment of principal and payment of interest has been stipulated and the repayments or receipts are in regular time;
  - c) As per records produced before us, there is no amount is overdue for more than ninety days.
4. The Company has not made any transaction in respect of loans covered under section 185 of the Companies Act 2013 and in respect of loans, investments and security covered under section 186 of the Companies Act, 2013, the provisions of the said section 186 have been duly complied.
5. The Company has not accepted any deposits from the public and consequently, the directives issued by Reserve Bank of India, the provisions of sections 73 to 76 of the



Companies Act, 2013 and rules framed there under are not applicable.

6. In accordance with the information given by the management the maintenance of cost records has not been prescribed by the Central Government under section 148 (1) of the Companies Act, 2013.
7. (a) According to the information and explanations given to us and on the basis of our examination of the books of account, the company is regular in depositing the undisputed statutory dues including provident fund, employees' state insurance, income tax, sales tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues as applicable with the appropriate authorities. According to the information and explanations given to us, there was no undisputed amounts payable in respect of the above dues which were outstanding as at 31st March, 2016 for a period of more than six months from the date of their becoming payable.  
  
(b) According to the information and explanations given to us, there is no amounts payable in respect of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues which have not been deposited on account of any disputes.
8. The company has not defaulted during the year, in repayment of any loans or borrowing to a financial institution, bank, Government or dues to debenture holders.
9. According to the information and explanations given to us, during the year the Company has raised term loans. The aforesaid term loans were applied for the purposes for which they are raised.
10. According to the information and explanations given to us, no fraud by the company or no fraud by the Company's officers or employees has been noticed or reported during the year.
11. The company has not paid managerial remuneration during the year therefore, clause 3 (xi) is not applicable.
12. The company is not the Nidhi Company and hence clause 3 (xii) is not applicable.
13. The transactions with the related parties made by the Company are in compliance with sections 177 and 188 of Companies Act 2013 where applicable and the details have been disclosed in the Financial Statements, as required by the applicable accounting standards.
14. The company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year and hence clause 3 (xiv) is not applicable.
15. During the year, the company has not entered into any non-cash transactions with



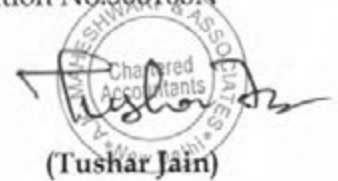
directors or persons connected with him and hence clause 3 (xiv) is not applicable.

16. The company is register under section 45- IA of the Reserve Bank of India Act, 1934.

**For A.K Maheshwari & Associates**

Chartered Accountants

Firms Registration No. 500106N



**(Tushar Jain)**

Partner

Membership No. 524134

Place: Ghaziabad

Date:- 24/06/2016

## **Annexure 'B' to Independent Auditors' Report**

**Referred to in Paragraph 2 (f) under the heading of "report on other legal and regulatory requirements" of our report of even date**

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

We have audited the internal financial controls over financial reporting of V.K.BAJAJ INVESTMENT PRIVATE LIMITED ("the Company") as of March 31, 2016 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 internal policies & procedures, accounting records and essential components on the internal control over financial reporting criteria established by the Company as per Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the ICAI. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

### **Auditors' Responsibility**

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness.

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

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



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

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

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

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

### **Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, based on the Company's internal policies & procedures and accounting records and implementation of essential components on the internal controls over financial reporting.

**For A.K Maheshwari & Associates**

Chartered Accountants

Firms Registration No. 500106N



Place: Ghaziabad

Date:- 24<sup>th</sup> June 2016

Membership No. 524134

**V.K.BAJAJ INVESTMENT PRIVATE LIMITED**
**CIN- U65993UP1980PTC004974**
**Balance Sheet as at 31st March 2016**
**(Amount in Rupees)**

Particulars		Note No.	As At 31st March 2016	As At 31st March 2015
1		2	3	4
<b>I. EQUITY AND LIABILITIES</b>				
<b>1 SHAREHOLDERS' FUND</b>				
(a) Share capital		2	4,89,35,300	4,89,35,300
(b) Reserves and surplus		3	4,71,55,807	4,10,14,555
<b>2 NON-CURRENT LIABILITIES</b>				
(a) Long Term borrowing		4	6,83,00,000	1,90,00,000
(b) Long-term provisions		5	1,46,560	4,480
<b>3 CURRENT LIABILITIES</b>				
(a) Other current liabilities		6	31,61,058	6,76,245
(b) Short-term provisions		7	-	1,08,659
<b>TOTAL</b>			<b>16,76,98,725</b>	<b>10,97,39,239</b>
<b>II. ASSETS</b>				
<b>NON-CURRENT ASSETS</b>				
<b>1 (a) Fixed assets</b>				
(i) Tangible assets		8	7,236	7,236
(b) Non-Current Investments		9	12,54,67,395	2,70,70,311
(c) Long-term loans and advances		10	3,77,36,236	1,65,65,021
<b>2 CURRENT ASSETS</b>				
(a) Inventories		11	6,12,409	6,12,409
(b) Trade Receivables		12	3,45,242	6,38,65,018
(c) Cash and cash equivalents		13	4,41,153	13,94,858
(d) Short-term loans and advances		14	30,89,054	2,24,386
<b>TOTAL</b>			<b>16,76,98,725</b>	<b>10,97,39,239</b>

See accompanying notes to the financial statements

1 to 21

 As per our report of even date  
 For A.K.MAHESHWARI & ASSOCIATES

Chartered Accountants

Firm Regn No: 500106N





(Tushar Jain)

Partner

(M.N.-524134)

Place : Ghaziabad

Date : 24th June 2016

(A.K.BAJAJ)

Director

DIN- 00026247

(V.K.BAJAJ)

Director

DIN- 00026236

**V.K.BAJAJ INVESTMENT PRIVATE LIMITED****CIN- U65993UP1980PTC004974****Statement of Profit and loss for the year ended 31st March 2016****(Amount in Rupees)**

PARTICULARS		Note No.	For the year ended 31.03.2016	For the year ended 31.03.2015
I.	Revenue From Operations	15	5,74,14,543	13,49,11,062
II.	Other income	16	54,56,039	1,08,23,135
III.	<b>Total Revenue (I + II)</b>		<b>6,28,70,582</b>	<b>14,57,34,197</b>
IV.	Expenses:			
	Purchases (Stock- in- Trade)		3,37,45,627	12,94,53,149
	Change in Inventories/ stock-in-trade	17	-	(6,12,409)
	Finance Cost	18	44,73,663	36,75,336
	Employee Benefits Expenses	19	9,15,099	4,37,842
	Depreciation and amortization expenses	8	-	19,711
	Other expense	20	1,76,67,369	12,81,217
	<b>Total expenses</b>		<b>5,68,01,758</b>	<b>13,42,54,846</b>
V.	<b>Profit/(Loss) before Tax</b>		<b>60,68,824</b>	<b>1,14,79,351</b>
VI	Tax expense:			
	(i) Current tax		2,33,880	8,48,500
	(ii) Mat credit entitlement		-	-
	(iii) Prior period tax adjustments		(3,06,309)	4,150
VII	<b>Profit/(Loss) after Tax</b>		<b>61,41,253</b>	<b>1,06,26,701</b>
	Less: Transferred to Statutory Reserve		12,28,260	21,25,400
	<b>Profit carried to Balance Sheet</b>		<b>49,12,993</b>	<b>85,01,301</b>
VIII	Earnings per equity share:			
	(1) Basic		10.04	17.37
	(2) Diluted		10.04	17.37

See accompanying notes to the financial statements

1 to 21

As per our report of even date

For A.K.MAHESHWARI &amp; ASSOCIATES

Chartered Accountants

Firm Regn No. 500106N



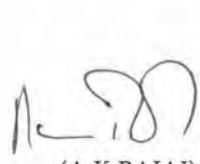
(Tushar Jain)

Partner


(M.N.-524134)

Place : Ghaziabad

Date : 24th June 2016



(A.K.BAJAJ)  
Director  
DIN- 00026247



(V.K.BAJAJ)  
Director  
DIN- 00026236

S.No.	Particulars	31st March, 2016		31st March, 2015	
A.	<b>Cash flow from Operating activities</b>				
	<u>Net Profit before tax</u>	60,68,824		1,14,79,351	
	Adjustments for :				
	Depreciation	-		19,711	
	Contingent provisions against Standard Assets	88,500		-	
	Provision for Leave encashment	53,580		4,480	
	Interest - Received	(2,30,54,836)		(73,98,383)	
	(Profit)/loss on Sale of Investments - Net	1,62,30,183		(20,65,439)	
	Dividend Received	(54,51,803)	(60,65,552)	(87,57,697)	(67,17,976)
	<u>Operating profit before working capital changes</u>				
	<u>Change in working capital</u>				
	Adjustments for :				
	Trade Receivable and other Receivables	6,06,55,107		(83,27,358)	
	Inventories	-		(6,12,409)	
	Trade payables & other current liabilities	24,84,813	6,31,39,920	6,34,790	(83,04,977)
	<u>Cash generated from operations</u>		5,70,74,369		(1,50,22,953)
	Direct tax paid		(23,03,556)		(7,43,991)
	Cash Flow before extraordinary items		5,47,70,813		(1,57,66,944)
	<b>Net cash from operating activities :</b>		<b>5,47,70,814</b>		<b>(1,57,66,943)</b>
B.	<b>Cash flow from Investing activities</b>				
	Interest received	2,30,50,946		73,98,383	
	Profit/ (loss) on Sale of Investments - Net	(1,62,30,183)		20,65,439	
	Investment (Purchase)/ Sale Net	(9,83,97,084)		(46,42,649)	
	Loan given to company	(1,89,00,000)		(1,64,93,000)	
	Dividend Received	54,51,803		87,57,697	
			(10,50,24,519)	-	(29,14,130)
	<b>Net cash used in investing activities</b>		<b>(10,50,24,519)</b>		<b>(29,14,130)</b>
C.	<b>Cash flow from Financing activities</b>				
	Loan received during the year	4,93,00,000	4,93,00,000	1,90,00,000	1,90,00,000
	<b>Net cash used in financing activities</b>		<b>4,93,00,000</b>		<b>1,90,00,000</b>
	Net increase/(decrease) in cash and cash equivalents		(9,53,705)		3,18,926
	Cash and cash equivalents (Opening Balance)		13,94,859		10,75,932
	Cash and cash equivalents (Closing Balance)		4,41,154		13,94,859

See accompanying notes to the financial statements

1 to 21

As per our report of even date  
For A.K.MAHESHWARI & ASSOCIATES  
Chartered Accountants  
Firm Regn No. 500106N



(Tushar Jain)  
Partner  
(M.N.-524134)  
Place : Ghaziabad  
Date : 24th June 2016



(A.K.BAJAJ)  
Director  
DIN- 00026247



(V.K.BAJAJ)  
Director  
DIN- 00026236

## **NOTE: '1' SIGNIFICANT ACCOUNTING POLICIES**

### **a) Basis of Preparation of Financial Statements**

The financial statements have been prepared in accordance with Indian generally Accepted Accounting Principles (GAAP) under the historical cost convention on the accrual basis. GAAP comprises mandatory accounting standards as prescribed under section 133 of the Companies Act, 2013 ('Act') read with Rule 7 of the Companies (Accounts) Rules, 2014 and the provisions of the Act (to the extent notified). 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.

Further, the Company follows prudential norms for Income Recognition, assets classification and provisioning for Non-performing assets as well as contingency provision for Standard assets as prescribed by The Reserve Bank of India (RBI) for Non-Banking Financial Companies.

### **b) Use of estimates**

The preparation of financial statements requires the management of the company to make estimates and assumptions that affect the reported balances of assets and liabilities, disclosure of contingent liabilities and reported amount of income and expenses during the year. Examples of such estimates include provisions for doubtful debts, employee benefits and provision for income tax. Actual results could differ from these estimates. Any revision in accounting estimates is recognized prospectively in the year of revision.

### **c) Fixed Assets**

Fixed assets are stated at their original cost of acquisition inclusive of inward freight, duties, taxes and incidental expenses relating to acquisition and installation net of grants received, if any.

### **d) Depreciation/Amortization**

Depreciation is provided on WDV method as per Schedule II of the Companies Act, 2013.

### **e) Impairment**

The carrying amount of assets is reviewed at each Balance Sheet date to ascertain if there is any indication of impairment based on internal/external factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the greater of the asset's net selling price and value in use. In assessing value in use the estimated future cash flows are discounted to their present value at the weighted cost of capital.

### **f) Investment**

Investments are classified into current and long term investments. Investments that are readily realizable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long term investments. Current investments are stated at the lower of cost and fair value determined on an individual basis. Long term investments, including interests in joint-venture companies, are carried at cost. A provision for diminution in value is made to recognize a decline other than temporary in the value of long term investments.

Profit or loss is recognized in the statement of Profit & Loss on disposal of an investments, the difference between the carrying amount and the disposal proceeds, net of expenses. When disposing of a part of the holding of an individual investment, the carrying amount to be allocated to that part is determined on the basis of the average carrying amount of the total holding of the investment.

### **g) Revenue Recognition**

The Company follows the mercantile system of accounting and recognizes income & expenditure on accrual basis. However dividend income is accounted for as and when the same is received.



**h) Taxes on Income**

The current charge for income tax is ascertained on the basis of assessable profits computed in accordance with the provisions of the Income Tax Act, 1961.

Minimum Alternative Tax ("MAT") paid in accordance with tax laws, which gives rise to future economic benefits in the form of adjustment of future income tax liability, is considered as an asset if there is convincing evidence that the company will pay normal tax in future. MAT credit entitlement can be carried forward and utilized for a period of ten years from the year in which it is availed. Accordingly, it is recognized as an asset in the Balance Sheet when it is probable that the future economic benefit associated with it will flow to the company and the asset can be measured reliably.

**i) Earnings Per Share**

In determining earnings per share, the company considers the net profit after tax and includes the post-tax effect of any extraordinary / exceptional item. The number of shares used in computing basic earnings per share is the weighted average number of shares outstanding during the period. The number of shares used in computing diluted earnings per share comprises the weighted average number of shares considered for deriving basic earnings per share, and also the weighted average number of equity shares that could have been issued on the conversion of all dilutive potential equity shares.

**j) Lease:**

Payments under operating lease arrangements are recognized as per the terms of the lease.



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2 (a) **SHARE CAPITAL**

The authorised, issued, subscribed and fully paid up share capital of equity shares having a par value of Rs100 each as follows:

SHARE CAPITAL	As at 31 March 2016		As at 31 March 2015	
	Number	In Rs.	Number	In Rs.
<b>Authorised</b>				
Equity Shares of Rs 100 each	5,00,000	5,00,00,000	5,00,000	5,00,00,000
5% Redeemable Preference Shares Rs.100/- each	15,000	15,00,000	15,000	15,00,000
<b>TOTAL</b>	<b>5,15,000</b>	<b>5,15,00,000</b>	<b>5,15,000</b>	<b>5,15,00,000</b>
<b>Issued</b>				
Equity Shares of Rs 100 each	4,89,353	4,89,35,300	4,89,353	4,89,35,300
	4,89,353	4,89,35,300	4,89,353	4,89,35,300
<b>Subscribed &amp; fully Paid up</b>				
Equity Shares of Rs 100 each fully paid	4,89,353	4,89,35,300	4,89,353	4,89,35,300
<b>TOTAL</b>	<b>4,89,353</b>	<b>4,89,35,300</b>	<b>4,89,353</b>	<b>4,89,35,300</b>

Equity Shares :- The company has one class of equity shares having a par value fo Rs 100 each. Each shareholder is eligible for one vote per share held.

2 (b) **Reconciliation of number of equity shares**

PARTICULARS	EQUITY SHARES			
	As at 31 March 2016		As at 31 March 2015	
	Number	In Rs.	Number	In Rs.
Shares outstanding at the beginning of the year	4,89,353	4,89,35,300	39,353	39,35,300
Shares Issued during the year	-	-	4,50,000	4,50,00,000
Shares bought back during the year	-	-	-	-
Any other movement (please specify)	-	-	-	-
Shares outstanding at the end of the year	4,89,353	4,89,35,300	4,89,353	4,89,35,300

2 (c) The Company is wholly-owned subsidiary of Amrit Banaspati Company Limited (ABCL).

2 (d) **Details of equity shares held by shareholders holding more than 5% of aggregate shares in the company**

NAME OF SHAREHOLDERS	EQUITY SHARES			
	As at 31 March 2016		As at 31 March 2015	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
M/s.Amrit Banaspati Co. Ltd.	4,89,353	100	4,89,353	100
<b>Total</b>	<b>4,89,353</b>	<b>100</b>	<b>4,89,353</b>	<b>100</b>



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### 3 RESERVES AND SURPLUS

Reserves and surplus consist of following reserves:

RESERVES & SURPLUS	As at 31 March 2016	As at 31 March 2015
	In Rs.	In Rs.
<b>a. CAPITAL RESERVE</b>		
Opening Balance	10,07,945	10,07,945
(+) Current Year Transfer	-	-
(-) Written Back in Current Year	-	-
Closing Balance	10,07,945	10,07,945
<b>b. SECURITIES PREMIUM ACCOUNT</b>		
Opening Balance	4,50,000	4,50,000
Add: Securities premium credited on Share issue	-	-
Closing Balance	4,50,000	4,50,000
<b>c. STATUTORY RESERVE U/S 45-IC OF RBI ACT, 1934</b>		
Opening Balance	82,99,130	61,73,730
(+) Current Year Transfer	12,28,260	21,25,400
(-) Written Back in Current Year	-	-
Closing Balance	95,27,390	82,99,130
<b>d. PREFERENCE SHARE REDEMPTION RESERVE</b>		
Opening Balance	10,00,000	10,00,000
(+) Current Year Transfer	-	-
(-) Written Back in Current Year	-	-
Closing Balance	10,00,000	10,00,000
<b>e. SURPLUS IN STATEMENT OF PROFIT AND LOSS</b>		
Opening Balance	3,02,57,480	2,17,64,708
(+) Net Profit/(Net Loss) for the current year	49,12,993	85,01,301
(-) Depreciation Under Schedule II of Companies Act, 2013	-	8,530
Closing Balance	3,51,70,473	3,02,57,480
<b>TOTAL</b>	<b>4,71,55,807</b>	<b>4,10,14,555</b>

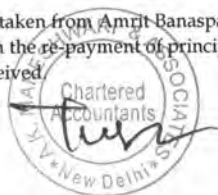
### 4 LONG TERM BORROWING

Long term borrowing consist of the following :

LONG TERM BORROWING	As at 31 March 2016	As at 31 March 2015
	In Rs.	In Rs.
<b>(a) Secured Loans</b>		
- Loan from Kotak Mahindra Investment Ltd. (Refer Note 4(a))	3,75,00,000	-
<b>(b) Unsecured Loans</b>		
- Loan from related Party (Refer Note 4(b))	3,08,00,000	1,90,00,000
<b>TOTAL</b>	<b>6,83,00,000</b>	<b>1,90,00,000</b>

4 (a) The Company has taken secured loan by way of pledge of its investments. And rate of interest @ 10.50 % pa. payable monthly. Refer note no. 9 of non current investments for securities pledged against the aforesaid secured loans.

4 (b) The unsecured loan is taken from Amit Banaspati Company Limited (Holding company) @ of 10.5% p.a. Interest will be paid along with the repayment of principal amount. The principal amount is repayable on or after 24 months from the date loan received.



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5 **LONG TERM PROVISIONS**

Long Term Provisions consist of the following :

LONG TERM PROVISIONS	As at 31 March 2016 In Rs.	As at 31 March 2015 In Rs.
(a) Provision for Leave Encashment	58,060	4,480
(b) Contingent provisions against Standard Assets	88,500	-
<b>TOTAL</b>	<b>1,46,560</b>	<b>4,480</b>

6 **OTHER CURRENT LIABILITIES**

Other current liabilities consist of the following :

OTHER CURRENT LIABILITIES	As at 31 March 2016 In Rs.	As at 31 March 2015 In Rs.
(a) Interest accrued but not due on borrowings	28,17,709	2,48,548
(b) Interest accrued and due on borrowings	-	3,37,315
(c) Other Payables	3,43,349	90,382
<b>TOTAL</b>	<b>31,61,058</b>	<b>6,76,245</b>

OTHER PAYABLES	As at 31 March 2016 In Rs.	As at 31 March 2015 In Rs.
(a) Audit fees payable	22,900	17,978
(b) T.D.S Payable	3,20,449	72,404
<b>TOTAL</b>	<b>3,43,349</b>	<b>90,382</b>

7 **SHORT TERM PROVISIONS**

Short Term Provisions consist of the following :

SHORT TERM PROVISIONS	As at 31 March 2016 In Rs.	As at 31 March 2015 In Rs.
(a) Income Tax-A/Y 2015-16 (Net of TDS Rs. 8,48,500)	-	1,08,659
<b>TOTAL</b>	<b>-</b>	<b>1,08,659.19</b>



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V.K.BAJAJ INVESTMENT PRIVATE LIMITED

8 FIXED ASSETS

Fixed assets consist of the following :

	Fixed Assets	Gross Block				Accumulated Depreciation				Net Block		
		Balance as at 1 April 2015	Additions	Deletion/ Adjustments	Balance as at 31st March 2016	Balance as at 1 April 2015	Depreciation charge for the year	Adjustment s	On disposals	Balance as at 31st March 2016	Balance as at 31st March 2016	Balance as at 31 March 2015
a	Tangible Assets (Not Under Lease)											
	Computer	1,44,716	-	-	1,44,716	1,37,480	-	-	-	1,37,480	7,236	7,236
	Total	1,44,716	-	-	1,44,716	1,37,480	-	-	-	1,37,480	7,236	7,236
	Previous Year	1,44,716	-	-	1,44,716	1,09,239	19,711	8,530	-	1,37,480	7,236	



# 9 **NON-CURRENT INVESTMENTS**

Non-current Investments consist of the following :

NON-CURRENT INVESTMENTS	As at 31 March 2016 In Rs.	As at 31 March 2015 In Rs.
(Other than Trade Investment) <b>QUOTED (AT COST)</b> <b>INVESTMENT IN EQUITY INSTRUMENTS</b>		
(i) 56777 (Previous year 56777) Equity Shares of Rs.10/- each * fully paid up of Amrit Corp. Limited	7,94,311	7,94,311
(ii) 203240 (Previous year 203240) Equity Shares of Rs.10/- each fully paid up of Amrit Agro Industries Ltd.	27,76,500	27,76,500
<b>TOTAL</b>	<b>35,70,811</b>	<b>35,70,811</b>
<b>UNQUOTED (AT COST)</b> <b>INVESTMENT IN EQUITY INSTRUMENTS</b>		
(i) 13300 (Previous year 13300) Equity Shares of Rs.10/- each fully paid up of M/s.Amrit Learning Limited	1,99,500	1,99,500
<b>TOTAL</b>	<b>1,99,500</b>	<b>1,99,500</b>
<b>QUOTED (AT COST)</b> <b>INVESTMENT IN MUTUAL FUNDS</b>		
(i) 1056 (Previous year Nil) units of Rs. 2000/- each fully paid up of Kotak Floater Short Term Regular Plan Growth	25,97,084	-
(ii) 1210618 (Previous year Nil) units of Rs. 10/- each fully paid up of Franklin India High Growth Companies Fund. *	2,94,00,000	-
(iii) 1292355 (Previous year Nil) units of Rs. 10/- each fully paid up of ICICI Prudential Multicap Fund - Dividend *	2,94,00,000	-
(iv) 140976 (Previous year 140976) units of Rs. 10/- each fully paid up of HDFC Mid Cap Opportunities Fund Growth *	50,00,000	50,00,000
(v) 830000 (Previous year 830000) units of Rs. 10/- each fully paid up of HDFC FMP 1184D Jan 2015 Series 33 Regular Growth	83,00,000	83,00,000
(vi) 67118 (Previous year 67118) units of Rs. 10/- each fully paid up UTI Mid Cap Fund Growth*	50,00,000	50,00,000
(vii) 500000 (Previous year 500000) units of Rs. 10/- each fully paid up Sundaram Value Fund SR 1-3 yrs regular Div Payout*	50,00,000	50,00,000
<b>TOTAL</b>	<b>8,46,97,084</b>	<b>2,33,00,000</b>
<b>INVESTMENT IN PMS</b>		
(i) Investment through ICICI Prudential PMS India Real Estate Securities - In Mayurpankh Properties Pvt Ltd - NCD	3,70,00,000	-
<b>GRAND TOTAL</b>	<b>12,54,67,395</b>	<b>2,70,70,311</b>

Aggregate Market value of Mutual Fund Units

7,87,60,898

2,42,95,295

Aggregate Market value of quoted Shares

2,10,52,695

2,91,83,161

\* These investments are pledged against secured loan from Kotak Mahindra Investment Limited

# 10 **LONG-TERM LOANS AND ADVANCES**

Long term loans & advances consist of the following :

LONG-TERM LOANS AND ADVANCES	As at 31 March 2016 In Rs.	As at 31 March 2015 In Rs.
<b>Secured, considered good</b>		
a. Rent Security (Rent)	6,000	6,000
b. Advance Tax & TDS-A/Y 2014-15 (Net of Provision Rs 30,82,640)	59,021	59,021
c. Advance Tax & TDS-A/Y 2016-17	22,71,215	-
<b>Unsecured, considered good</b>		
a. Loan to Amrit Digvijay Infra Tech Pvt Ltd.	1,89,00,000	1,65,00,000
b. Loan to Amrit Learning Limited	65,00,000	-
c. Loan to Richmond Power Private Limited	1,00,00,000	-
<b>TOTAL</b>	<b>3,77,36,236</b>	<b>1,65,65,021</b>



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# 11 INVENTORIES

Inventories consist of the following :

INVENTORIES	As at 31 March 2016 In Rs.	As at 31 March 2015 In Rs.
Stock-in-Trade Closing Stock*	6,12,409	6,12,409
<b>TOTAL</b>	<b>6,12,409</b>	<b>6,12,409</b>

\* As taken, valued and certified by the mangagement

# 12 TRADE RECEIVABLES

Trade receivables consist of the following :

TRADE RECEIVABLES	As at 31 March 2016 In Rs.	As at 31 March 2015 In Rs.
Trade receivables outstanding for a period less than six months from the date they are due for payment Unsecured, considered good	3,45,242	6,38,65,018
<b>TOTAL</b>	<b>3,45,242</b>	<b>6,38,65,018</b>

# 13 CASH AND CASH EQUIVALENTS

Cash and cash equivalents consist of the following:

CASH AND CASH EQUIVALENTS	As at 31 March 2016 In Rs.	As at 31 March 2015 In Rs.
a. Balances with banks	4,34,318	13,90,522
b. Cash on hand	6,835	4,336
<b>- TOTAL</b>	<b>4,41,153</b>	<b>13,94,858</b>

# 14 SHORT TERM LOAN & ADVANCES

Short Term Loan & Advances consist of the following:

SHORT TERM LOAN & ADVANCES	As at 31 March 2016 In Rs.	As at 31 March 2015 In Rs.
Unsecured, considered good unless otherwise stated		
a. Share India Securities Ltd.	-	619
b. Interest Accrued	30,82,763	2,23,767
c. Prepaid Expense	6,291	-
<b>TOTAL</b>	<b>30,89,054</b>	<b>2,24,386</b>



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**15 REVENUE FROM OPERATIONS**

Revenue from operations consist of the following

PARTICULARS	For the year ended 31 March 2016	For the year ended 31 March 2015
	In Rs.	In Rs.
Sale of stock-in trade	3,38,46,841	12,24,98,203
Income from trading in securities	5,16,756	50,14,476
Interest Income	2,30,50,946	73,98,383
<b>TOTAL</b>	<b>5,74,14,543</b>	<b>13,49,11,062</b>

**16 OTHER INCOME**

Other income consist of the following

PARTICULARS	For the year ended 31 March 2016	For the year ended 31 March 2015
	In Rs.	In Rs.
Dividend Income	54,51,803	87,57,697
Profit on Redemption of Units (Net)	-	20,65,439
Interest on income tax Refund	3,890	-
Misc	346	-
<b>TOTAL</b>	<b>54,56,039</b>	<b>1,08,23,135</b>

**17 DETAILS OF CHANGES IN INVENTORY/ STOCK-IN-TRADE**

Changes in inventory/ stock-in-trade at the end of the year

PARTICULARS	As at 31 March 2016	As at 31 March 2015
	In Rs.	In Rs.
<u>Inventory/ Stock in Trade</u>		
Opening Stock	6,12,409	-
Closing Stock	6,12,409	6,12,409
<b>TOTAL</b>	<b>-</b>	<b>(6,12,409)</b>

**18 FINANCE COST**

Finance cost consist of the following

PARTICULARS	For the year ended 31 March 2016	For the year ended 31 March 2015
	In Rs.	In Rs.
Interest on unsecured loan	28,54,623	36,69,863
Interest paid to Kotak Bank	16,19,040	5,473
<b>TOTAL</b>	<b>44,73,663</b>	<b>36,75,336</b>

**19 EMPLOYEE BENEFITS EXPENSE**

Employee benefits expense consist of the following

PARTICULARS	For the year ended 31 March 2016	For the year ended 31 March 2015
	In Rs.	In Rs.
Salary	8,06,400	4,05,131
Ex-Gratia	3,000	17,005
Provision for Leave Encashment	53,580	4,480
Staff Welfare expenses	52,119	11,226
<b>TOTAL</b>	<b>9,15,099</b>	<b>4,37,842</b>



20 OTHER EXPENSES

Other expenses consist of the following

PARTICULARS	For the year ended 31 March 2016	For the year ended 31 March 2015
	In Rs.	In Rs.
Payment to Auditors		
- Statutory Audit fee (Including Service tax)	17,175	12,360
- Tax Audit fee (Including Service tax)	5,725	5,618
- Reimbursement to Auditors	561	-
- Other services	2,362	-
Fees & Subscription	3,865	9,694
Legal & Professional charges	8,863	12,000
PMS Management Fee	7,57,811	11,11,041
Printing & Stationery	1,225	120
Postage & Telegram	750	511
Travelling & Conveyance	-	34,236
Charges for outsourcing work (Data Processing)	27,334	26,964
Office Rent	36,904	36,407
Bank charges	2,734	536
Trading Expenses	4,75,883	-
Security Transaction Tax	2,193	15,062
Loss on Redemption of Mutual Fund Units	1,62,30,183	-
Contingent provisions against Standard Assets	88,500	-
Misc Expenses	5,301	16,668
<b>TOTAL</b>	<b>1,76,67,369</b>	<b>12,81,217</b>



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**NOTE: '21' Notes of Accounts**

- a) Balance confirmations have been received from major parties, except some parties whose outstanding are not material and some of whom are in dispute and are under litigation with the company. The balances of such parties have been incorporated in the financial statements at the value as per books of accounts. The company, to the extent stated, has considered them as good and necessary provisions have been made in respect of debtors/advances under litigation and where recovery is considered doubtful.
- b) In accordance with accounting standard AS-22 issued by the Institute of Chartered Accountants of India, there are no material deferred tax assets or liabilities. Accordingly, no deferred tax asset or liabilities have been recognized in the books of account.

**c) (i) Related party disclosure**

Key Management Personnel (KMP)	Mr. N.K Bajaj Director Mr. A.K Bajaj Director Mr. V.K Bajaj Director
KMP having substantial interest	Amrit Digjivay Infra-Tech Private Limited Amrit Learning Limited
Holding Company	Amrit Banaspati Company Limited
Fellow Subsidiary	Kamal Apparels Private Limited

**(ii). Transactions with related parties**

Type of Transaction	Holding Company		Fellow Subsidiary		KMP having substantial interest		Total	
	2015-16	2014-15	2015-16	2014-15	2015-16	2014-15	2015-16	2014-15
Rent Paid & Data Processing paid	-	-	64,238	63,371	-	-	64,238	63,371
Interest paid /accrued	28,54,623	36,69,863	-	-	-	-	28,54,623	36,69,863
Interest received /accrued	-	-	-	-	24,44,927	2,48,630	24,44,927	2,48,630
Loan given	-	-	-	-	89,00,000	1,65,00,000	89,00,000	1,65,00,000
Loan taken	1,18,00,000	7,90,00,000	-	-	-	-	1,18,00,000	7,90,00,000
Loan Re-payment made	-	6,00,00,000	-	-	-	-	-	6,00,00,000
<b>Balance as on 31.03.2016</b>								
Loan given	-	-	-	-	2,54,00,000	1,65,00,000	2,54,00,000	1,65,00,000
Loan taken	3,08,00,000	1,90,00,000	-	-	-	-	3,08,00,000	1,90,00,000
Interest payable	28,17,709	5,85,863	-	-	-	-	28,17,709	5,85,863
Interest receivable	-	-	-	-	24,24,201	2,23,767	24,24,201	2,23,767
Rent Security Given	-	-	6,000	6,000	-	-	6,000	6,000



*[Handwritten signature]*

**d) Comparative Figures**

The figures of previous year have been regrouped/reclassified, wherever necessary, to conform to the current period's classification.

**For A.K.MAHESHWARI & ASSOCIATES  
CHARTERED ACCOUNTANTS  
Firm Regn. No.500106 N**



**PLACE: Ghaziabad  
DATED: 24<sup>th</sup> June 2016**

**(TUSHAR JAIN)  
PARTNER  
M. No. 524134**

**(A.K. BAJAJ)  
DIRECTOR  
DIN- 00026247**

**(V.K. BAJAJ)  
DIRECTOR  
DIN- 00026236**