

# Annual Report

2019-2020



THIRTY ENLIGHTENING YEARS

**SKP** SECURITIES LTD

creating prosperity

## CNBC TV 18 Best Regional Financial Advisor Award (East) 2018-2019



Mr. Nikunj Pachisia, Director, receiving the award from Mr. U. K. Sinha, Former Chairman, SEBI

## Financial Education & Inclusion Initiatives



Thought Leadership



### **Board of Directors**

- Kishore Bhimani – *Independent,  
Non-Executive Director  
(retired w.e.f. 27th  
July 2019)*
- Ravi Todi – *Independent,  
Non-Executive Director*
- Paritosh Sinha – *Independent,  
Non-Executive Director*
- Santanu Ray – *Independent,  
Non-Executive Director*
- Saurabh Sonthalia – *Independent,  
Non-Executive Director*
- Manju Pachisia – *Non-Independent /  
Non-Executive Director*
- Nikunj Pachisia – *Whole-time Director*
- Naresh Pachisia – *Managing Director*

### **Chief Financial Officer**

Anil Shukla

### **Company Secretary**

Alka Khetawat

### **Statutory Auditors**

M/s. G. P. Agrawal & Co.  
Chartered Accountants  
Unit 606, 6th Floor, Diamond Heritage,  
16, Strand Road, Kolkata - 700 001

### **Registrar & Share Transfer Agent**

Maheshwari Datamatics (P) Ltd.  
23, R. N. Mukherjee Road, 5th Floor  
Kolkata 700 001  
Phone: (033) 2243 5029  
Fax : (033) 2248 4787  
Email: mdpldc@yahoo.com  
Website : www.mdpl.in

### **Registered Office & Correspondence Address**

Chatterjee International Centre, Level 21  
33A, Jawaharlal Nehru Road  
Kolkata - 700 071  
Phone : (033) 4007 7000  
Fax : (033) 4007 7007  
E-mail : cs@skpsecurities.com  
Website : www.skpsecurities.com  
CIN: L74140WB1990PLC049032

### **Audit Committee**

Santanu Ray (*Chairman*)  
Ravi Todi  
Naresh Pachisia

### **Nomination & Remuneration Committee**

Saurabh Sonthalia (*Chairman*)  
Ravi Todi  
Paritosh Sinha  
Naresh Pachisia

### **Stakeholders Relationship Committee**

Santanu Ray (*Chairman*)  
Paritosh Sinha  
Naresh Pachisia

### **Corporate Social Responsibility Committee**

Paritosh Sinha (*Chairman*)  
Manju Pachisia  
Naresh Pachisia

### **Bankers**

HDFC Bank Ltd.  
Axis Bank Ltd.  
State Bank of India

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**SKP SECURITIES LTD**  
creating prosperity

**Our Logo**  
symbolizes our Corporate Personality

**SQUARE:** The solid shape symbolizes SKP as structurally grounded with a strong, stable and balanced foundation having an eye on basics. It also denotes integrity that lies in its pragmatic approach, on which society in general and clients in particular can depend upon, for right direction and peace of mind.

**GREY:** The formal colour of maturity and responsibility, like that of grey hair, depicts a safe, toned down and responsible SKP from which a new positive emerges that lends a steady effect on others. The dynamic yet subtle, conservative yet independent, conventional yet neutral, impartial yet practical approach of SKP, makes it trustworthy. It also creates a sense of calm & composure for its clients, providing them relief from an otherwise chaotic world.

**BLUE:** The calm, peaceful and harmonious blue reflects the sincerity and compassion of SKP reiterating that it cares about what it does for its clients. It redefines the facets of depth, loyalty, reliability and devotion amidst an aura of integrity, faithfulness and credibility. The corporate blue reflects the power of its strength and authority that emanates from its enthusiastic desire and determined spirits to be idealistic and judicious. Its controlled, clean and orderly, yet open & flexible approach, underlines its clarity of communication to its clients of being with them till eternity. It is a symbol of our maturity, confidence and success.

**CONCEPT:** The conventional but youthful & smart typeface symbolizes our capability to understand customer needs across age groups. The tagline symbolizes our vision.

**The SKP Vision**

Bringing happiness through prosperity solutions

**Core Values @ SKP**

Customers First  
Ethics  
Education  
Efficiency  
Empowerment  
Ownership

**SEBI**

registered  
Stock Broker  
Research Analyst  
Merchant Banker  
Portfolio Manager  
Investment Adviser  
Depository Participant

**AMFI**

registered  
Mutual Funds Advisor

**OUR SERVICES**

Broking  
Distribution  
Private Wealth  
Investment Banking  
Institutional Equities

**OUR CLIENT SEGMENTS**

Banks  
Mutual Funds  
Insurance Companies  
Corporates & Business Houses  
Charitable / Educational / Health Institutions  
Non-Profit Organisations  
Individuals from all socio-economic strata

**ISO 9001 : 2015**

## NOTICE

Notice is hereby given that the Thirtieth Annual General Meeting (AGM) of SKP Securities Limited will be held on Saturday, 26th September 2020, at 10.30 A.M. through Video Conferencing / Other Audio Visual Means (VC/OAVM) facility to transact the following business:

### ORDINARY BUSINESS:

1. To receive, consider and adopt Audited Financial Statements of the Company for Financial Year ended 31st March 2020, together with Reports of the Board of Directors and Statutory Auditors thereon.
2. To appoint a Director in place of Mrs. Manju Pachisia (DIN: 00233821), Non-Executive / Non-Independent Director, who retires by rotation and being eligible offers herself for re-appointment.

### SPECIAL BUSINESS:

3. **To consider and approve the re-appointment of Mr. Nikunj Pachisia (DIN: 06933720) as a Whole-time Director of the Company, fix his remuneration, and in this regard, if thought fit, to pass the following as a Special Resolution:**

**“RESOLVED THAT** pursuant to the provisions of Section 196, 197, 198, 203 and other applicable provisions, if any, read with Schedule V of the Companies Act, 2013 (the Act), the Companies (Appointment and Remunerations of Managerial Personnel) Rules, 2014 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment(s) thereof from time to time), the approval of the Members of the Company be and are hereby accorded to approve the re-appointment and terms of remuneration of Mr. Nikunj Pachisia (DIN: 06933720) as Whole time Director of the Company, for a period of three years with effect from 1st August 2020 to 31st July 2023, and increase his salary from Rs. 24,00,000/- to Rs. 30,00,000/- per annum computed in the manner as laid down in section 198 of the Act and as recommended by the Nomination and Remuneration Committee and approved by the Board of Directors in its meeting held on 27th June 2020, on the terms and conditions set out in explanatory statement annexed to the Notice convening this meeting, including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during his tenure within the overall limits as provided under the Act with liberty to the Board of Directors to alter and vary the terms and conditions of the said re-appointment and/or remuneration as it may deem fit and in such manner as may be agreed to between the Board and Mr. Pachisia.”

**“RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**Note:**

*M/s. G.P. Agrawal & Co., (FRN No: 302082E) Chartered Accountants, Kolkata, were appointed as Statutory Auditors of the Company for a period of five consecutive years at the 27th AGM held on 29th July 2017, to hold office from the conclusion of the said meeting till the conclusion of the 32nd AGM of the Company to be held in the year 2022. Requirement for the annual ratification of Auditors' appointment at the AGM has been omitted pursuant to Companies (Amendment) Act 2017 notified on 7th May 2018. The Auditors have given a confirmation to the effect that they are eligible to continue with their appointment and have not been disqualified in any manner from continuing as Statutory Auditor. In view of the above, ratification of the Members for continuance of their appointment at this AGM is not being sought.*

By Order of the Board  
For **SKP Securities Limited**

Date: 27th June 2020

**SKP Securities Limited**

CIN: L74140WB1990PLC049032

Chatterjee International Centre, Level-21

33A, Jawaharlal Nehru Road

Kolkata – 700 071

Email : [cs@skpsecurities.com](mailto:cs@skpsecurities.com)

Website: [www.skpsecurities.com](http://www.skpsecurities.com)

Sd/-

**Alka Khetawat**  
Company Secretary  
ACS:47322

## **IMPORTANT NOTES:**

1. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 (the Act) setting out material facts concerning the Special Business under item no. 3 of the accompanying Notice is annexed hereto.
2. In view of the outbreak of the COVID-19 Pandemic, social distancing norm to be followed and the continuing restriction on movement of persons at several places and pursuant to General Circular No. 14/2020, 17/2020, 20/2020 dated 8th April 2020, 13th April 2020 and 5th May 2020 respectively, issued by the Ministry of Corporate Affairs and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020 issued by the Securities and Exchange Board of India, the 30th AGM of the Company is being conducted through VC/OAVM Facility, which does not require physical presence of Members at a common venue. The deemed venue for the 30th AGM shall be the Registered Office of the Company.
3. In terms of the MCA Circulars since the physical presence of Members has been dispensed with, there is no requirement of appointment of proxies. Accordingly, the facility of appointment of proxies by Members under Section 105 of the Act will not be available for 30th AGM.
4. Corporate Members intending to authorize their representatives to participate and vote at the meeting are requested to send a certified copy of the Board Resolution/authorization letter to the Company.
5. Notice of the AGM and Annual Report will be available on the Company's website [www.skpsecurities.com](http://www.skpsecurities.com), on the website of BSE Limited at [www.bseindia.com](http://www.bseindia.com) and on the website of CDSL [www.evotingindia.com](http://www.evotingindia.com).
6. Attendance of the Members participating in the AGM through VC/OAVM Facility shall be counted for the purpose of reckoning the quorum under section 103 of the Act.
7. Central Depository Services (India) Limited (CDSL) will be providing facility for voting through remote e-voting, for participation in 30th AGM through VC/OAVM and e-voting during AGM.
8. Members may join the AGM through VC/OAVM Facility by following the procedure as mentioned below which shall be kept open for the Members 15 minutes before the time scheduled to start the AGM and the Company may close the window for joining the facility 15 minutes after the scheduled time.
9. Members may note that VC/OAVM facility, provided by CDSL, allow participation of at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on account of first come first served basis.
10. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended) read with MCA and SEBI Circular, the Company is providing remote e-voting facility to its Members in respect of the business to be transacted at the AGM and facility for those Members participating in the AGM to cast vote through e-voting system during AGM.

11. Pursuant to MCA and SEBI Circular, in view of the prevailing situation, the Notice of the 30th AGM and the Annual Report for the year 2019-20, are being sent only by email to the Members. Therefore, those Members whose email address is not registered with the Company or with Depository Participants and who wish to receive the Notice and the Annual Report and all other communication sent by the Company from time to time can get their email address registered.
12. The facility for voting during the AGM will also be made available. Members present in the AGM through VC and who have not cast their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through the e-voting system during the AGM.
13. The Register of Members and Share Transfer Book of the Company will remain closed from 19th September 2020 to 26th September 2020 (both days inclusive).
14. Additional Information, pursuant to Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) in respect of the Directors seeking appointment/reappointment at the AGM, forms part of this Notice.
15. Members wishing to claim dividends that remain unclaimed are requested to correspond with the Company’s Registrar and Share Transfer Agent (RTA) or with the Company Secretary, at the Company’s registered office. Members are requested to note that dividends that are not claimed within seven years from the date of transfer to the Company’s Unpaid Dividend Account, will be transferred to the Investor Education and Protection Fund (IEPF). Shares on which dividend remains unclaimed for seven consecutive years shall be transferred to the IEPF as per Section 124 of the Act, read with applicable IEPF Rules.  

Members whose shares, unclaimed dividend, etc have been transferred to the IEPF Authority, may claim the shares or apply for refund by making an application to IEPF Authority in Form IEPF-5 (available on [www.iepf.gov.in](http://www.iepf.gov.in)) as per the procedure prescribed in the IEPF Rules.
16. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company and those Members who hold shares singly in dematerialized form are advised to make nomination through their Depository Participants.
17. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore requested to submit the PAN to their Depository Participants. Members holding shares in physical form can submit their PAN to the Company or its RTA.
18. Members holding shares in physical form are requested to notify/send to the Company’s RTA immediately, details of any change in their email ids/address/mandate/bank details. Members who hold shares in dematerialized form are requested to inform any change in their email ids/address/mandate/bank details to their respective depository participants.
19. Relevant documents referred in the accompanying Notice and in the Statements are available for inspection by the Members at the Company’s Registered Office between 11:00 A.M. to 1:00 P.M. on all working days except Saturdays, till the conclusion of the ensuing AGM.
20. Mr. Atul Kumar Labh, Practicing Company Secretary (FCS: 4848, CP: 3238) of A. K. Labh & Co., Company Secretaries, Kolkata, has been appointed as the Scrutinizer to scrutinise the voting and e-voting process in a fair and transparent manner.
21. The Scrutinizer will submit his report to the Chairman of the Company or to any other person



authorized by the Chairman after the completion of the scrutiny of the e-voting (votes casted during the AGM and votes casted through remote e-voting), not later than 48 hours from the conclusion of the AGM. The result declared along with the Scrutinizer's report shall be communicated to the stock exchanges, CDSL, RTA and will also be displayed on the Company's website [www.skpsecurities.com](http://www.skpsecurities.com)

22. Since the AGM will be held through VC/OAVM Facility, route map, proxy form and attendance slip are not attached to this Notice.
23. **A. Instructions for Members for Remote e-Voting are as under:**
  - a. The remote e-Voting period will commence on 23rd September 2020 (9.00 A.M.) and ends on 25th September 2020 (5.00 P.M.). During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 18th September 2020, may cast their vote by remote e-Voting. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. Members who have already voted prior to the meeting date would not be entitled to vote at the meeting.
  - b. Members should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
  - c. Click on "Shareholders/Members" module.
  - d. Now enter your User ID
    - i. For CDSL: 16 digits beneficiary ID,
    - ii. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
    - iii. Members holding shares in Physical Form should enter Folio No. registered with Company.
  - e. Next enter the Image Verification as displayed and Click on Login.
  - f. If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
  - g. If you are a first time user follow the steps given below:

For Shareholders holding shares in Demat Form and Physical Form	
PAN	Please enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)  Members who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number which is printed on Postal Ballot / Attendance Slip indicated in the PAN field.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.  If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- h. After entering these details appropriately, click on "SUBMIT" tab.
- i. Members holding shares in physical form will then directly reach the Company selection

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

- j. For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- k. Click on the EVSN of SKP Securities Limited on which you choose to vote.
- l. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- m. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- n. After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- o. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- p. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- q. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- r. Members can also cast their vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

**B. Process for those Members whose email addresses are not registered with the Depositories for obtaining login credentials for e-Voting for resolutions proposed in Notice:**

- a. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
- b. For Demat shareholders - please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to Company/RTA email id.

**C. Instructions for Members for participating in 30th AGM through VC/OAVM are as under:**

- a. Members will be provided with a facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. Members may access the same at <https://www.evotingindia.com>.

com under shareholders/members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/members login where the EVSN of Company will be displayed.

- b. Members are encouraged to join the Meeting through Laptops / IPads for better experience.
- c. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
- d. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- e. Members who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 15 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [cs@skpsecurities.com](mailto:cs@skpsecurities.com). Members who do not wish to speak during the AGM but have queries may send their queries in advance 15 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at [cs@skpsecurities.com](mailto:cs@skpsecurities.com). These queries will be replied to by the company suitably by email.
- f. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

**D. Instructions For Members for e-voting during 30th AGM are as under:**

- a. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for Remote e-voting.
- b. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
- c. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
- d. Shareholders who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
- e. Note for Non – Individual Shareholders and Custodians
  - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.

- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [cs@skpsecurities.com](mailto:cs@skpsecurities.com), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call 1800225533.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call 1800225533.

By Order of the Board  
For **SKP Securities Limited**

Date: 27th June 2020

**SKP Securities Limited**  
CIN: L74140WB1990PLC049032  
Chatterjee International Centre, Level-21  
33A, Jawaharlal Nehru Road  
Kolkata – 700 071  
Email : [cs@skpsecurities.com](mailto:cs@skpsecurities.com)  
Website: [www.skpsecurities.com](http://www.skpsecurities.com)

Sd/-  
**Alka Khetawat**  
Company Secretary  
ACS:47322

**EXPLANATORY STATEMENT UNDER SECTION 102(1) OF THE  
COMPANIES ACT, 2013**

**Item No. 3**

Mr. Nikunj Pachisia (33) has been serving SKP Securities Ltd. since 2010; as a Whole time Director since 2014. He carries 11 years' experience in capital markets across Equity Research, Institutional Equities, Investment/Merchant Banking, Broking & DP Services, Investment/Wealth Advisory, Portfolio Management and Distribution of Financial Products.

He is a BBA from George Washington University, USA and is actively associated with CII and FBN (Family Business Network International).

He was re-appointed as the Whole Time Director of your company for a period of three years with effect from 1st August 2017 till 31st July 2020 and the said appointment was approved by the Members at the 27th Annual General Meeting of the Company held on 29th July 2017.

The Nomination and Remuneration Committee in its meeting held on 27th June 2020, has made an assessment of his contribution to the growth of the Company and recommended to the Board his re-appointment including his remuneration. The Board of Directors at its meeting held on 27th June 2020, re-appointed Mr. Pachisia, as a Whole time Director for a further period of three years with effect from 1st August 2020 to 31st July 2023, subject to approval of the Members of the Company.

The terms and conditions of re-appointment are as under:

A. Salary – Rs.30,00,000 (Rupees Thirty Lacs Only) per annum

B. Perquisites :

Gratuity: The Company shall pay gratuity as per the Company's rules

Leave, Life and Health Insurance benefit : He shall be entitled to these benefits as per the Company's rules

Membership of two Clubs

Payment of electric and maintenance bill of his residence.

Brief Profile, expertise/experience, disclosure as required under Regulation 36 of Listing Regulations is given as an Annexure to the Notice.

Save and except Mr. Naresh Pachisia, Mr. Nikunj Pachisia and Mrs. Manju Pachisia, none of the other Directors/ Key Managerial Personnel of the Company are in any way concerned or interested financially or otherwise, in the aforesaid resolution set out at item no. 3 of the accompanying notice.

The Board recommends the passing of the Special Resolution as set out in item No. 3 of the accompanying notice for approval by the Members of the Company.



**ANNEXURE TO THE NOTICE**  
**Details of Directors seeking appointment/re-appointment at the forthcoming AGM**  
**in pursuance of Regulation 36 of SEBI (LODR) Regulations, 2015**

<b>Particulars</b>	<b>Mrs. Manju Pachisia</b>	<b>Mr. Nikunj Pachisia</b>
Status of Directorship	Non-Executive / Non-Independent Director	Executive Director
Director Identification Number (DIN)	00233821	06933720
Date of Birth	14.09.1965	04.02.1987
Date of appointment	01.08.2014	01.08.2014
Qualification	Associate Financial Planner (AFP), IRDA Certified Insurance Advisor, holds Certificate in Psychological Counseling	Bachelor of Business Administration
Expertise in specific functional areas	A practicing psychological counsellor, carries long financial markets' experience as part of Promoter Group of SKP	11 years' experience in financial markets
Directorship in other companies as on 31.03.2020	Nil	1. SKP Commodities Limited, 2. SKP Insurance Advisors Private Limited 3. SKP Risk Advisors Private Limited
Chairman / Member of Committee	Member – 1 Chairman – Nil	Member – Nil Chairman – Nil
Number of shares held in the company as on 31.03.2020	2,37,040	1,30,281
No. of the Board Meetings attended during the year	4	4
Relationship with other Board Members or KMP	Related to Mr. Naresh Pachisia and Mr. Nikunj Pachisia	Related to Mr. Naresh Pachisia and Mrs. Manju Pachisia

## REPORT OF THE BOARD OF DIRECTORS

### To The Members,

Your Directors have pleasure in presenting the Thirtieth Annual Report of SKP Securities Limited for the Financial Year ended 31st March 2020.

### FINANCIAL HIGHLIGHTS

(In ₹ Lacs)

Particulars	Consolidated*		Standalone	
	2020	2019	2020	2019
Revenue from Operations and other Income	1118.39	1206.47	1108.14	1201.03
Total Expenses	1120.76	961.78	1106.42	958.12
Profit Before Tax	(2.37)	244.69	1.72	242.91
Tax Expenses	30.66	60.27	30.66	59.80
Profit attributable to the owners of Company	(33.03)	184.42	(28.94)	183.11
Other Comprehensive Income	(3.64)	(2.52)	(3.64)	(2.52)
Total Comprehensive Income	(36.67)	181.90	(32.58)	180.59
Retained Earnings : Opening Balance	1986.51	1814.61	1983.56	1812.97
Less : Used for Buyback of Shares	(484.42)	-	(484.42)	-
Less : Transfer to General Reserve	-	(10.00)	-	(10.00)
Add: Capital Reserve Consolidation of Subsidiary	1.14	-	-	-
Retained Earnings : Closing Balance	1466.56	1986.51	1466.56	1983.56

*\*Though the company has disinvested its subsidiary during the year and there was no subsidiary, associate, joint venture at the end of the year, yet as per the requirement of Ind AS 110, Consolidated Financial Accounts have been prepared.*

### PERFORMANCE HIGHLIGHTS

After witnessing significant structural changes in financial markets and regulations during Financial Year 2018-2019, which had a game changing and painful impact on the businesses that your Company is engaged in, Financial Year 2019-2020 was also a challenging year.

Although political stability continued post Elections 2019, the economy kept on slowing down, and so did corporate earnings in general. High/Multiple taxes on Equity made equity as an asset class, relatively less attractive for investors, given the risks involved. Reduction in Corporate Tax Rate was welcomed by the stock market, which peaked during January 2020. But this was limited to a handful of large cap heavy weights in pivotal indices. Before the broader market could move significantly, Covid-19 Pandemic struck. Equity market made a new bottom in recent years by end-March 2020, amidst confidence shattering uncertainty and volatility. Crises of confidence in Debt Market, started during FY19, continued unabated with sequentially heightened credit risk, accentuated by Covid-19 Pandemic. Global macro-economic scenario, already disturbed by anti-globalisation moves and trade wars, started hurtling towards the worst recession in a century. India would be no exception.

Such market conditions were not conducive for the confidence of equity investors. Fixed income investors, already taking a flight to safety during the year, fled to maximum safety by year-end. All these lead to lower business volumes for your Company, in both, its Broking and Distribution Services. However, Institutional Equities vertical grew on the back of relentless pursuit for research-backed value add to clients. The company made a soft launch of its Merchant Banking Services. Uncertain market conditions were not conducive for commencing Portfolio Management Services, which also underwent regulatory changes by year-end. Your Company has also registered with SEBI as a Registered Investment Advisor. Due to the year-end sharp collapse of financial markets, the value of proprietary investments in mutual funds had to be marked down significantly in compliance with accounting standards, making a meaningful impact on company's profits. In this back drop, your Directors express satisfaction on the company's performance.

### **DIVIDEND AND RESERVES**

Your Directors neither recommend any dividend for the Financial Year 2019-2020, nor recommend any transfer to General Reserve, in view of inadequacy of profits.

### **SHARE BUY BACK**

As reported in previous year, with an objective to return non-operational surplus cash available with the Company to Shareholders and improve performance ratios like Return on Equity, Earnings per Share, etc. the Board of Directors at their meeting held on 27th April 2019, and in compliance with Securities & Exchange Board of India (Buy Back of Securities) Regulations, 2018, approved a proposal to Buy-Back upto 9,95,000 fully paid up equity shares of the Company having a face value ₹ 10/- each representing 24.99% and 24.96% of the fully paid up equity share capital and free reserve of the Company as per latest Audited Standalone and Consolidated Audited Financials for the year ended 31st March 2019, respectively from all existing shareholders/beneficial owners of the Company on a proportionate basis through Tender Offer Route at a price of ₹ 70/- per share payable in cash for an aggregate consideration of ₹ 6,96,50,000/-. The Shareholders of the Company approved the aforesaid proposal of Buyback of equity shares through the Postal Ballot that concluded on 22nd June 2019, and the record date for this purpose was fixed as 5th July 2019. The Company concluded the Buyback procedure and 9,95,000 equity shares were extinguished on 20th November 2019.

### **AWARDS AND RECOGNITION**

For the third time, your Company has received the "Best Regional Financial Advisor Award (East) 2019" from CNBC TV18. We have been nominated for this award in all its ten editions.

### **FUTURE OUTLOOK**

Covid-19 Pandemic is a health crisis. Measures taken to contain it, like prolonged Lockdown in several countries including India, travel bans, norms to maintain social distancing, etc. have converted it into an economic crises globally, the kind of which the world has never witnessed. It has become so uncertain that even RBI has not been able to forecast India's GDP figure for the Current Financial Year viz. FY21. Businesses and Companies across sectors are also finding it difficult to provide future performance guidance. Financial Markets will take a cue from intensity, spread and duration of Covid-19 Pandemic, measures being taken to contain it, stimulus packages being offered by the Government, RBI and major central banks globally and emergence of a vaccine and cure. Liquidity and solvency issues will keep the debt market on guard and equity markets are likely to be extremely volatile amidst uncertainty.

Such uncertainties make investors move towards safety. Generally, this means lower brokerage

and distribution income for your Company. However, with a diversified range of services on offer and a vigilant eye on containing costs, your Directors remain cautiously optimistic of coming out of this crisis, relatively stronger.

## **STATE OF THE COMPANY'S AFFAIRS**

Detailed information on the operations of the Company, business environment and future expectations are provided in the Management Discussion and Analysis Report, in compliance with Regulations 34(2)(e) of SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015, ("Listing Regulations") which is annexed and marked as **Annexure A** to this report.

## **SUBSIDIARIES, JOINT VENTURES AND ASSOCIATES COMPANIES**

During the year, your Company divested its wholly owned subsidiary viz. SKP Insurance Advisors Private Limited, which was in the business of providing advisory services and was acquired as a wholly owned subsidiary of the Company, to expand its insurance advisory business. However, the plans could not materialize due to changes in insurance sector. Therefore, the Board, in its meeting held on 25th January 2020, approved the disinvestment of the entire holding in the subsidiary, pursuant to approval by the Audit Committee in its meeting held on 24th January 2020. Thus the Company does not have any subsidiary as on 31st March 2020.

Further, your Company does not have any Joint Venture or Associate Company.

## **CONSOLIDATED FINANCIAL STATEMENTS**

The Consolidated Financial Statements of the Company for the financial year ended 31st March 2020, have been prepared in accordance with Section 129(3) of the Companies Act, 2013 ('the Act') and in accordance with the requirement of Ind AS 110 which requires consolidation of accounts of the Company if it had subsidiary at any time during the year irrespective of whether such subsidiary existed at the end of the Financial year.

Since there was no subsidiary as at the end of the Financial Year, there is no requirement of AOC-1.

In accordance with section 136 of the Act, the Audited Financial Statements, including the Consolidated Financial Statements and related information of the Company are available on our website [www.skpsecurities.com](http://www.skpsecurities.com). These documents will also be available for inspection till the date of the AGM during business hours at our Registered Office.

## **CORPORATE GOVERNANCE**

Your Company has complied with the Corporate Governance requirements under the Act and as stipulated under the provisions of Listing Regulations. A Detailed report on Corporate Governance together with Statutory Auditor Certificate confirming compliance of Corporate Governance requirements under Regulation 34 of Listing Regulations, forms an integral part of this Report which is annexed and marked as **Annexure B** to this Report.

## **DIRECTORS**

**Mr. Kishore Bhimani** retired as Non-Executive Independent Director effective 27th July 2019, after serving on the Board for a period of 14 years.

**Mr. Saurabh Sonthalia** was appointed as an Additional Independent Director of the Company by the Board of Directors at their meeting held on 10th November 2018 and his appointment was regularized as Non Executive Independent Director at the last AGM held on 27th July 2019.

**Mr. Ravi Todi** was re-appointed as an Non Executive Independent Director for a second term of five consecutive years effective from conclusion of 29th AGM up to the conclusion of 34th AGM to be held in the calendar year 2024 at the last AGM held on 27th July 2019.

**Mrs. Manju Pachisia** a Non-Executive/Non-Independent Director of the Company shall retire by rotation at the ensuing AGM of the Company in accordance with the provisions of Section 152(6) of the Act, being eligible seeks reappointment. The Board recommends her re-appointment.

#### **KEY MANAGERIAL PERSONNEL**

During the year there were no changes in Key Managerial Personnel.

#### **NOMINATION AND REMUNERATION POLICY**

Your Company has a well defined policy for appointment of Directors, Key Managerial Personnel, Senior Management Personnel and other employees of the Company including their remuneration. The policy can be accessed at [www.skpsecurities.com](http://www.skpsecurities.com).

#### **INDEPENDENT DIRECTORS' DECLARATION**

The Company has received necessary declarations from all Independent Directors, in accordance with the provisions of section 149(7) of the Act, stating that they meet the criteria of Independence as laid down in Section 149(6) of the Act and Regulation 25 of Listing Regulations..

In accordance with the provisions of the Act, none of the Non-Executive Independent Directors are liable to retire by rotation.

#### **FAMILIARIZATION PROGRAM FOR INDEPENDENT DIRECTORS**

Your Company conducts a Familiarization Program whenever new Director(s) is/are appointed. The program aims to provide insight into the Company to enable Independent Directors to understand its business and processes in depth and to assist them in performing their role as Independent Director of the Company. Details of Familiarization Program for Independent Directors are provided in the Corporate Governance Report and are also available on Company's website [www.skpsecurities.com](http://www.skpsecurities.com).

#### **ANNUAL EVALUATION OF THE BOARD, ITS COMMITTEES AND INDIVIDUAL DIRECTORS**

In terms of the provisions of the Act and Listing Regulations, the Board of Directors has carried out an evaluation process of its own performance, the performance of its various committees and individual Directors. A structured questionnaire is prepared for assessment based on various aspects, which, among other parameters, include composition of Board and its Committees, conducting of Meetings, effectiveness of Governance Practices etc. The detailed criteria applied in the evaluation process are explained in the Corporate Governance Report.

Further, Independent Directors, at their meeting held on 26th October 2019, reviewed the performance of the Board and the non Independent Directors.

#### **BOARD & COMMITTEE MEETINGS**

During the year under review, the Board met four times on 27th April 2019, 27th July 2019, 26th October 2019 and 25th January 2020. The intervening gap between the meetings was within the period prescribed under the Act.



At present, the Board of Directors has the following four committees:

- i) Audit Committee
- ii) Nomination and Remuneration Committee
- iii) Stakeholders Relationship Committee
- iv) Corporate Social Responsibility Committee

The details of composition of the Board, its various Committees, brief terms of reference, meetings held and attendance of the Directors are provided in the Corporate Governance Report.

## **AUDITORS' AND AUDIT REPORT**

### **Statutory Auditor**

M/s. G.P. Agrawal & Co., (FRN No: 302082E) Chartered Accountants, Kolkata, were appointed as Statutory Auditors of the Company for a period of five consecutive years at the 27th Annual General Meeting held on 29th July 2017, to hold office from the conclusion of the said meeting till the conclusion of the 32nd Annual General Meeting of the Company to be held in the Calendar year 2022. The requirement for the annual ratification of Auditors appointment at the AGM has been omitted pursuant to Companies (Amendment) Act 2017 notified on 7th May 2018.

The Auditors have given a confirmation to the effect that they are eligible to continue with their appointment and have not been disqualified in any manner from continuing as Statutory Auditor.

The Auditors' Report for the Financial Year ended 31st March 2020, does not contain any qualification, reservation or adverse remark. Further, the Auditors of the Company have not reported any fraud as specified under Section 143(12) of the Act. The Auditors' Report is enclosed with the financial statements in this Report.

### **Secretarial Auditor**

Mr. Anil Murarka, Practicing Company Secretary (FCS:3150, CP No:1857) Proprietor of M/s. A. Murarka & Co., Kolkata, was appointed to conduct the Secretarial Audit of the Company for the Financial Year 2019-2020, pursuant to the provisions of Section 204 of the Act, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the SEBI (LODR) Regulations, 2015. The Secretarial Audit Report is annexed and marked as **Annexure C**. The said report does not contain any observation or qualification or adverse remark requiring explanation.

## **EXTRACT OF THE ANNUAL RETURN**

The extract of the Annual Return in Form MGT- 9 in accordance with Section 92(3) of the Act read with the Companies (Management and Administration) Rules, 2014 is annexed and marked as **Annexure D** to this report. Further, the Annual Return would be placed on the website of the Company and can be accessed at [www.skpsecurities.com](http://www.skpsecurities.com).

## **CORPORATE SOCIAL RESPONSIBILITY(CSR)**

Your Company had constituted a CSR Committee in compliance with Section 135 of the Act. On the recommendation of the CSR Committee, the Board has approved the CSR Policy of the Company and the web link for the same is <http://www.skpsecurities.com/index.php/investor/policies>. The annual report on CSR activities is annexed and marked as **Annexure E** to this report.

## RELATED PARTY TRANSACTIONS

All transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on arm's length basis and are in compliance with the applicable provisions of the Act and Listing Regulations details of which are provided in notes to financial statements which forms an integral part of this Report.

All new related party transactions are first placed before the Audit Committee and thereafter placed before the Board for their consideration and approval. A prior omnibus approval of the Audit Committee is obtained on an annual basis for the transactions which are of foreseen and repetitive nature. The policy on materiality of Related Party Transaction and dealing with Related Party Transaction as approved by the Board can be accessed on Company's website [www.skpsecurities.com](http://www.skpsecurities.com)

Particulars of contracts or arrangements with related parties referred to in Section 188(1) of the Act read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014 in Form AOC-2 is not applicable for the Financial Year 2019-2020.

## PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Your Company did not provide any Loans or Guarantees in terms of provisions of Section 186 of the Act. The details of Investments made are provided in Notes to the Financial Statements which forms an integral part of this Annual Report.

## PARTICULARS OF EMPLOYEES

Information sought under Section 197(12) of the Act read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed and marked as **Annexure F** to this Report.

## RISK MANAGEMENT

Risks are an integral part of business and your Company is committed to manage risks in a proactive and efficient manner. Your Company has implemented an integrated Risk Management framework through which it reviews and assesses significant risks on a regular basis to help ensure that there is a robust system of risk controls and mitigation in place. Senior management periodically reviews this risk management framework to keep updated and address emerging challenges. In the opinion of the Board, at present there are no risks which threaten the existence of the Company.

## VIGIL MECHANISM / WHISTLE BLOWER POLICY

Your Company has a well established Whistle Blower Policy as part of vigil mechanism for Directors and Employees to raise their concerns about unethical behavior, actual or suspected fraud or violation of Company's code of conduct etc. in compliance with provisions of Section 177(10) of the Act and Regulation 22 of Listing Regulations. This mechanism also provides for adequate safeguards against victimization of Directors, Employees who avail of the mechanism and also provides for direct access to the Chairman of the Audit Committee.

During the year under review, none of the Directors/Employees were denied access to the Chairman of the Audit Committee and that no complaints were received during the year. The web link of the said Policy is <http://www.skpsecurities.com/index.php/investor/policies>.

## **DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

All women who are associated with the Company either as permanent, temporary or contractual employees or trainees etc. are covered under the above policy. Your Company has zero tolerance towards sexual harassment at workplace. No complaints relating to sexual harassment were received during the year.

## **TRANSFER OF UNPAID AND UNCLAIMED AMOUNTS TO INVESTOR EDUCATION & PROTECTION FUND AUTHORITY (IEPF)**

Pursuant to the provisions of Section 124 of the Act read with IEPF Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended, all unpaid or unclaimed dividends have been transferred by the Company to IEPF after completion of seven years. Further, shares on which dividend had remained unpaid or unclaimed by Members for seven consecutive years or more are also transferred to the demat account of IEPF Authority.

## **INTERNAL FINANCIAL CONTROLS**

The Company has an Internal Control System, commensurate with size, scale and complexity of its operations to ensure proper recording of financial and operational information and compliances of various internal controls and other regulatory and statutory compliances. During the year under review, no material or serious observation has been received from the Internal Auditor of the Company for inefficiency or inadequacy of such controls.

Audit Committee in consultation with the Internal Auditor formulates the scope, functioning, periodicity and methodology for conducting the Internal Audit. Based on the Internal Audit Report corrective actions in the respective area are undertaken and controls are strengthened.

## **ENERGY CONSERVATION, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO**

Information sought under the provisions of Section 134(3)(m) of the Act read with Rule 8 of the Companies (Accounts) Rules, 2014 is annexed and marked as **Annexure G** to this Report.

## **POLICIES**

The details of the policies approved and adopted by the Board are annexed and marked as **Annexure H** to this report.

## **DIRECTOR'S RESPONSIBILITY STATEMENT**

Pursuant to the provisions of Section 134(3)(c) read with Section 134(5) of the Act, the Board of Directors, to the best of its knowledge and ability, confirm that:

- a) in the preparation of the annual accounts for the financial year ended 31st March 2020, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b) the Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31st March 2020, and of the profit and loss of the Company for that period;
- c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

- d) the Directors have prepared the annual accounts on a going concern basis;
- e) the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively;
- f) the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

### GENERAL DISCLOSURES

Your Company complies with all the applicable Secretarial Standards issued by the Institute of Companies Secretaries of India.

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

1. No equity shares with differential rights as to dividend, voting or otherwise, or shares (including sweat equity shares) under any scheme were issued to employees of the Company.
2. No Deposits covered under Chapter V of the Act, were accepted.
3. Neither the Managing Director nor Whole-time Director of the Company received any remuneration or commission from SKP Insurance Advisors Private Limited, subsidiary of the Company which was fully disinvested during the year.
4. No significant or material orders was passed by any regulatory authority or courts or tribunals impacting the going concern status and Company's operation in future.
5. No other material changes and commitments have occurred after the close of financial year till date of this Report which affects the financial position of the Company.

### GRATITUDE & ACKNOWLEDGEMENT

Your Directors expresses its deep gratitude to clients, business associates, principals, bankers, regulators, exchanges, depositories, and shareholders for their valuable contribution towards the progress of the Company. Your Directors particularly wish to place on record their sincere appreciation of the best efforts put in by the employees at all levels, but for which, the Company could not have achieved what it did during the year under review.

#### For and on behalf of the Board

**Registered Office:**

Chatterjee International Centre  
Level-21, 33A, Jawaharlal Nehru Road  
Kolkata – 700 071

Date: 27th June 2020

**Naresh Pachisia**  
*Managing Director*  
DIN: 00233768

**Nikunj Pachisia**  
*Whole-time Director*  
DIN: 06933720

## **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

### **INDUSTRY STRUCTURE AND DEVELOPMENTS**

Your Company is primarily engaged in stock broking and distribution of financial products. Both are facing competitive, taxation and regulatory headwinds, some of which are game changers.

### **OPPORTUNITIES AND THREATS**

A growing economy (till Covid-19 Pandemic struck, the effects of which are likely to last for a couple of years) leading to higher investible surplus with families and under penetration of company's services, provide business opportunities for the Company in its existing services and for it to move into more value added services like Merchant Banking, Portfolio Management and Investment Advisory. Its research coverage of corporates on one hand and dealing with institutional investors on the other is also creating an opportunity to render corporate advisory and investment banking services. Large broking and distribution houses promoted by financial conglomerates from India and abroad, generally having their proprietary products to offer to customers and the new gen discount broking and robo advisory services, pose a threat to the Company. Game changing structural pricing and regulatory changes in the broking and distribution industry also pose a threat. Covid-19 Pandemic and measures taken to control it, poses a major threat to the economy and financial markets, and resultantly, to the business of the company.

### **BUSINESS REVIEW**

Your Company has witnessed a satisfactory growth and overall improvement in performance over the years, although it has been quite lackluster during FY19 and FY20, as compared to previous years. Your company is re-engineering its business strategy as required, making strategic related diversifications to meet the emerging challenges and keeping a sharp eye on improving efficiency and reducing costs to perform better, going forward.

### **RISK AND CONCERNS**

Efforts are being continuously made to make the Company withstand and grow within the highly competitive environment. Superior risk management measures have been put in place to reduce risk in broking business. Prudent asset allocation and selection of investment avenues dilutes risks in proprietary investments. However, marked-to-market valuation of investments in compliance with accounting standards can have a meaningful impact on company's bottom line, beyond reasonable control of the management. A comprehensive risk evaluation methodology and processes for early identification and mitigation of all kinds of risks are also in place. The Company has proactively encountered the challenges posed by Covid-19 Pandemic to ensure safety of its employees and business continuity. However, due to uncertainties associated with Covid-19 Pandemic, it could have a prolonged impact on the economy and financial markets, adversely affecting the financial well being of company's clients, posing a business risk for the Company. However, the Company is prepared to meet such long term challenges as well.

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

The scope of work for Internal Auditors, which is reviewed and expanded as required, addresses issues related to internal control systems particularly those related to regulatory compliance and risk management. Pre-audit and post-audit checks and reviews ensure that audit observations are acted upon. Audit Committee of the Board of Directors reviews the Internal Audit Reports and adequacy of internal controls and make suitable recommendations regularly.

### **FINANCIAL PERFORMANCE**

A snapshot of financial performance is furnished in Report of Board of Directors.



## FUTURE OUTLOOK

Uncertainties about global macro economic conditions, prospects of trade wars coupled with a slowing domestic economy and falling corporate earnings were already providing headwinds to equity markets. Covid-19 Pandemic has posed an unprecedented challenge. A dovish stance of central bankers globally and in India to beat the resultant emerging recession, will give the much required liquidity push, providing the tail winds to both, equity and bond markets, already resulting in market recovery. However, the short to medium term business outlook remains quite uncertain, given the risks posed by the Pandemic, although, increased financialisation of savings coupled with increased penetration and strategic diversification initiatives in related areas by your company, will help. A clear picture of the future outlook will emerge only once there is a clarity on the economic uncertainties related to Covid-19 Pandemic.

## HUMAN RESOURCE MANAGEMENT

We are committed to make SKP a preferred place to work with a career growth oriented professional environment and a sense of ownership. As at 31st March 2020, the Company had 38 employees.

## PREVENTION OF SEXUAL HARASSMENT

As a good corporate citizen, SKP is committed to a gender friendly workplace. It seeks to enhance equal opportunities for men and women, prevent/stop/redress sexual harassment at workplace and institute good employment practices.

SKP maintains an open door for reportees and encourages employees to report any harassment or other unwelcome and offensive conduct. The Company has a policy for prevention, prohibition and redressal of complaints/grievances on the Sexual harassment of women at work place. The policy is communicated to all employees in an appropriate and meaningful manner.

## Details of Significant changes (i.e.25% or more as compared to immediately preceding financial year) in Key Financial Ratios along-with detailed explanation thereof:

- i) **Debtors Turnover Ratio** : Debtors turnover ratio has decreased by 89% mainly because of increase in Debtors. The Debtors were high as ₹ 206.11 lacs was receivable from Clearing Corporation of Stock exchange on account of settlement of trades which was in ordinary course of business and were settled on due dates.
- ii) **Interest Service Coverage Ratio** : Though interest expense has reduced by around 50% and despite reduction in debt, Interest Service Coverage ratio has decreased from 8.76 to 1.11 mainly because of decrease in Profit before tax. The decrease in Profit which was on account of diminution in the Fair Market value of proprietary investments because of Covid 19 pandemic.
- iii) **Debt Equity Ratio** : Debt Equity Ratio has increased from 14.04% to 36.02% mainly because of reduction in Equity on account of Buyback of shares.
- iv) **Operating Profit Margin (%) and Net Profit Margin (%)** : Despite maintaining the topline and keeping overall cost under control the Operating Profit Margin(%) and Net Profit Margin (%) has come down by 93% and 117% mainly because of fall in Fair Market value of Investments because of Covid 19 pandemic.
- v) **Return on Net worth** : Return on Net worth has decreased mainly because of diminution in the Fair Market value of proprietary investment though cost was kept under control.

### For and on behalf of the Board

Place: Kolkata  
Date : 27th June 2020

**Naresh Pachisia**  
*Managing Director*  
DIN: 00233768

**Nikunj Pachisia**  
*Whole-time Director*  
DIN: 06933720

## **INDEPENDENT AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE**

To the Members  
**SKP Securities Limited**  
Chatterjee International Centre  
Level-21, 33A, Jawaharlal Nehru Road  
Kolkata – 700 001

We, have examined the compliance of conditions of Corporate Governance by SKP Securities Limited ('the Company') for the financial year 31st March 2020, as prescribed under Regulations 17 to 27 and clause (b) to (i) of regulation 46(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

The compliance of conditions of Corporate Governance is the responsibility of the Management of the Company. Our examination was limited to a review of the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of Corporate Governance. It is neither an audit nor an expression of the opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, and the representation made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance under Listing Regulations.

We, further state that such compliance is neither an assurance as to the future viability of the Company or the efficiency or effectiveness with which the management has conducted the affairs of the Company.

This certificate is issued solely for the purpose of complying with Listing Regulations and may not be suitable for any other purpose.

**For G. P. Agrawal & Co.**  
*Chartered Accountants*  
F.R. No.302082E

**CA. Sunita Kedia**  
Membership No. 60162  
Partner  
UDIN: 20060162AAAABK9843

Place: Kolkata  
Date: 27th June 2020

## Annexure B

## CORPORATE GOVERNANCE REPORT

(Pursuant to Regulation 34(3) read with Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

## COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

Your Company is committed to good Corporate Governance practices with the object of increasing benefits for all Stakeholders of the Company viz. Shareholders, Customers, Business Partners, Vendor Partners, Employees and Society on four key elements – transparency, fairness, disclosure and accountability.

## BOARD OF DIRECTORS

The composition of the Board of Directors of the Company is governed by the provisions of the Companies Act, 2013 (the Act) and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations). Your Company believes that a well informed and Independent Board is necessary to ensure highest level of Corporate Governance. As on 31st March 2020, the Board comprised of seven Directors, out of which there are two Executive Directors (One Managing Director and One Whole time Director) and five Non-Executive Directors including four Independent Directors. In compliance with the requirements of the Act and Listing Regulations, the Company has One Woman Director on its Board.

The Board of Directors of the Company consists of persons of eminence, having good experience in Financial Markets, Corporate Finance, Corporate Law etc. Brief profiles of all Directors are available on the Company's website www.skpsecurities.com. During the year under review, four meetings of the Board of Directors were held on 27th April 2019, 27th July 2019, 26th October 2019 and 25th January 2020. Interval between two consecutive meetings was within the maximum prescribed limit of 120 days.

## Details of Directorships held by Company's Directors as on 31st March 2020:

Name of Directors	DIN No.	Designation/Category of Directorship	No. of other Directorships held	No. of Committee positions *	
				Chairman	Member
Naresh Pachisia	00233768	Promoter, Managing Director	5	Nil	4
Nikunj Pachisia	06933720	Promoter, Whole-time Director	3	Nil	Nil
Manju Pachisia	00233821	Promoter, Non-Executive	Nil	Nil	Nil
Ravi Todi	00080388	Independent, Non-Executive	10	Nil	2
Paritosh Sinha	00963537	Independent, Non-Executive	11	Nil	1
Santanu Ray	00642736	Independent, Non-Executive	9	5	3
Saurabh Sonthalia	01355617	Independent, Non-Executive	1	Nil	Nil

- Only Membership/Chairmanship of Audit Committee and Stakeholders' Relationship Committee have been considered.
- Mr. Naresh Pachisia, Mr. Nikunj Pachisia, Mrs. Manju Pachisia are related to each other.

**Attendance of Directors at Board Meetings and at last Annual General Meeting:**

Name of Director	Number of Board Meeting held during the year	Number of Board Meetings attended	Attendance at last AGM
Naresh Pachisia	4	4	Yes
Nikunj Pachisia	4	4	Yes
Manju Pachisia	4	4	Yes
Kishore Bhimani*	4	1	Yes
Ravi Todi	4	4	Yes
Paritosh Sinha	4	4	Yes
Santanu Ray	4	4	Yes
Saurabh Sonthalia	4	4	Yes

\*Mr. Kishore Bhimani retired from the Board w.e.f. 27th July 2019

**Details of Directorships on the Boards of other Listed Companies as on 31st March 2020:**

Sl. No	Name of Person	Sl. No.	Name of the other listed entities where the person is a director	Category of Directorship
1	Naresh Pachisia	1	Linc Pen & Plastics Ltd.	Independent Director
		2	Gillanders Arbuthnot & Co. Ltd.	Independent Director
2	Nikunj Pachisia		–	–
3	Manju Pachisia		–	–
4	Ravi Todi		–	–
5	Paritosh Sinha		–	–
6	Santanu Ray	1	Century Plyboards (India) Ltd.	Independent Director
		2	La Opala R G Limited	Independent Director
		3	Star Cement Limited	Independent Director
		4	Shyam Century Ferrous Limited	Independent Director
		5	Genesis Exports Limited	Additional Independent Director
		6	Bharat Road Network Limited	Independent Director
7	Saurabh Sonthalia		–	–

**Skills/Expertise/Competencies of the Board Members**

In its strategic endeavor to benefit from Members on the Board, Board of Directors of SKP consider skills, expertise, competencies, experience and leadership of potential Board Members, primarily in the following and related areas:

- Financial Markets
- Corporate Finance/Accounts
- Corporate Law/Governance
- Entrepreneurship/Business Management

The following chart reflects the broad areas in which skills, expertise, competencies and/or experience are currently available with the Board of Directors of the company. However, the

absence of a mark against the Member name does not necessarily mean that the Member does not possess corresponding qualification or skill.

Name of Director	Category	Financial Market	Corporate Finance/Accounts	Corporate Law/Governance	Entrepreneurship / Business Management
Naresh Pachisia	Managing Director	✓	✓	✓	✓
Nikunj Pachisia	Whole-time Director	✓	✓	✓	✓
Manju Pachisia	Non-Executive Director	✓		✓	
Ravi Todi	Independent Director	✓	✓	✓	✓
Paritosh Sinha	Independent Director			✓	✓
Santanu Ray	Independent Director	✓	✓	✓	✓
Saurabh Sonthalia	Independent Director	✓	✓	✓	✓

#### **Confirmation of Independence**

In the opinion of the Board, all the Independent Directors fulfills the conditions specified in the Listing Regulations and are independent of the management.

#### **Details of Shareholding of Non-Executive Directors as on 31st March 2020:**

Sl. No	Non-Executive Directors	No. of Shares	% to paid up capital
1	Manju Pachisia	2,37,040	6.96
2	Ravi Todi	Nil	-
3	Paritosh Sinha	Nil	-
4	Santanu Ray	Nil	-
5	Saurabh Sonthalia	Nil	-

*Note: Non Executive Directors are not paid any compensation other than sitting fees.*

#### **FAMILIARIZATION PROGRAM**

Details of Familiarization Program imparted to Independent Directors can be accessed at the Company's website [www.skpsecurities.com](http://www.skpsecurities.com).

#### **PERFORMANCE EVALUATION AND INDEPENDENT DIRECTORS' MEETING**

Evaluation process for the Performance of the Board, its various committees and individual directors is carried out in a transparent and confidential manner. A structured questionnaire is prepared and each Director provides their respective feedback on various parameters.

During the year under review, Independent Directors, in accordance with Regulation 25(3) of the Listing Regulations and Schedule IV of the Act, met exclusively on 26th October 2019, without the presence of Executive Directors, Non Executive Promoter Directors or Managerial Personnel, to review the Performance of Non-Independent Directors, Board as a whole and also assessed the quality, quantity and timeliness of flow of information between Company Management and the Board.



**Composition and Attendance of Independent Directors are given below:**

Name of Director	Designation	Number of Meetings held during the year	Number of Meetings attended
Santanu Ray	Chairman	1	1
Ravi Todi	Member	1	1
Paritosh Sinha	Member	1	1
Saurabh Sonthalia	Member	1	1

**CODE OF CONDUCT AND ETHICS FOR DIRECTORS AND SENIOR EXECUTIVES**

In compliance with the Listing Regulations, your Board has adopted a Code of Conduct and Ethics for its Directors and Senior Management Personnel of the Company which can be accessed on the Company's website [www.skpsecurities.com](http://www.skpsecurities.com). The purpose of this code is to promote conduct of business ethically in an efficient and transparent manner.

All Directors and Senior Management Personnel have confirmed compliance with the Code for the Financial Year ended 31st March 2020. A declaration to this effect, duly signed by the Managing Director of the Company is annexed and marked as **Annexure I** to this report.

**CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING**

In compliance with the Listing Regulations, your Board has adopted a Code of Conduct for Prevention of Insider Trading which can be accessed at Company's website [www.skpsecurities.com](http://www.skpsecurities.com). The code lays down guidelines which includes procedures to be followed and disclosures to be made while dealing with the shares of the Company.

**BOARD COMMITTEES**

The Company has constituted various committee(s) in compliance with the provisions of the Act and Listing Regulations. The Company Secretary acts as the Secretary to all Committees. The Chairman of each Committee places the recommendation of their respective Committees before the Board.

**AUDIT COMMITTEE**

The Audit Committee is constituted in compliance with the provisions of Section 177 of the Act and Regulation 18 of Listing Regulations. During the year under review, four meetings of the Committee were held on 25th April 2019, 26th July 2019, 25th October 2019 and 24th January 2020.

Brief Terms of Reference of the Audit Committee are as under:

- Review and recommend the Quarterly and Annual Financial Results of the Company;
- Review quarterly reports of the Internal Auditor;
- Review weaknesses in internal controls reported by Internal and Statutory Auditors;
- Review the Related Party Transactions;
- Evaluating the Internal Financial Controls and Risk Management Systems of the Company;
- Review of the Whistle Blower Mechanism of the Company;
- Any other matter referred to by the Board of Directors.

**Composition and Attendance at Audit Committee Meetings is given below:**

Name of Director	Category	Designation	Number of Meetings held	Number of Meetings attended
Santanu Ray	Non-Executive, Independent	Chairman	4	4
Ravi Todi	Non-Executive, Independent	Member	4	4
Naresh Pachisia	Executive Director	Member	4	4

**NOMINATION AND REMUNERATION COMMITTEE**

The Nomination and Remuneration Committee is constituted in compliance with the provisions of Section 178 of the Act and Regulation 19 of Listing Regulations. During the year under review, one meeting of the Committee was held on 27th April 2019.

Brief Terms of Reference of the Nomination and Remuneration Committee are as under:

- Selecting eligible candidates for Board membership and recommending to the Board;
- Oversight of the Company's nomination process for senior management;
- Formulate the criteria for determining qualifications, positive attributes and independence of a director and recommending to the Board a policy relating to the remuneration of Directors, Key Managerial Personnel and other employees;
- Formulate Criteria for Evaluation of Independent Directors and the Board;
- Any other matter referred to by the Board of Directors.

**Composition and Attendance at Nomination and Remuneration Committee Meeting is given below:**

Name of Director	Category	Designation	Number of Meetings held	Number of Meetings attended
Saurabh Sonthalia*	Non-Executive, Independent	Chairman	1	1
Ravi Todi	Non-Executive, Independent	Member	1	1
Kishore Bhimani*	Non-Executive, Independent	Member	1	1
Paritosh Sinha	Non-Executive, Independent	Member	1	1
Naresh Pachisia	Executive Director	Member	1	1

\* *The Committee was reconstituted on 27th April 2019 by appointing Mr. Saurabh Sonthalia, Independent Director as Member and Chairmam while Mr. Kishore Bhimani, Independent Director, on his retirement from the Board resigned from the Committee w.e.f. 27th April 2019.*

In accordance with Section 178 of the Act, the Committee has framed a Nomination and Remuneration Policy of the Company which can be accessed at the website of the Company [www.skpsecurities.com](http://www.skpsecurities.com)

**Details of Remuneration to the Directors:**

**A. Executive Directors**

Nomination and Remuneration Committee decides the Compensation Package of Executive Directors. The Committee ensures that the Compensation Package is in accordance with the

applicable laws and in-line with the Company's objective, shareholder's interest, industry standards and have an adequate balance between fixed and variable components.

**Details of Remuneration paid to Executive Directors for the year 2019-2020:** (₹ in Lacs)

Name of Director	Salary	Commission Paid/Payable	Total	Service Contract Period
Naresh Pachisia	50.00	–	50.00	3 Years ending March 2021
Nikunj Pachisia	24.00	–	24.00	3 Years ending July 2020

**B. Non Executive Directors**

Non-Executive Directors are paid sitting fees for each meeting of the Board or its Committee attended by them. Commission, if any is payable out of profits of the Company as approved by the Board of Directors within the limits prescribed under the Act.

**Sitting Fees paid during the year 2019-2020 are as under:** (₹ in Lacs)

Name of Director	Commission Paid/Payable	Sitting Fees				Total
		Board Meeting	Audit Committee Meeting	Nomination and Remuneration Committee Meeting	Independent Directors Meeting	
Kishore Bhimani*	Nil	0.25	–	0.025	–	0.275
Ravi Todi	Nil	1.00	0.20	0.025	0.05	1.275
Manju Pachisia	Nil	1.00	–	–	–	1.00
Paritosh Sinha	Nil	1.00	–	0.025	0.05	1.075
Santanu Ray	Nil	1.00	0.20	–	0.05	1.25
Saurabh Sonthalia	Nil	1.00	–	0.025	0.05	1.075

\*Mr. Kishore Bhimani retired from the Board w.e.f 27th July 2019.

**STAKEHOLDERS' RELATIONSHIP COMMITTEE**

The Stakeholders' Relationship Committee was constituted in accordance with the provisions of Section 178(5) of the Act and Regulation 20 of the Listing Regulations. During the year under review, three meetings of the Committee were held on 25th April 2019, 1st August 2019 and 26th December 2019.

Brief Terms of Reference of the Stakeholders Relationship Committee are as under:

- Review the redressal mechanism of grievances of security holders;
- Consider and resolve investor complaints relating to transfer of shares, non-receipt of duplicate certificates, non-receipt of annual report and non-receipt of declared dividends;
- Review any other matters connected with transfer of securities of the Company.

**Composition and Attendance at Stakeholders Relationship Committee Meeting is given below:**

Name of Director	Category	Designation	Number of Meetings held	Number of Meetings attended
Santanu Ray*	Non-Executive, Independent	Chairman	3	3
Paritosh Sinha	Non-Executive, Independent	Member	3	3
Kishore Bhimani*	Non-Executive, Independent	Chairman	3	1
Ravi Todi	Non-Executive, Independent	Member	3	1
Naresh Pachisia	Executive Director	Member	3	3

\* *The Committee was reconstituted on 25th April 2019 by appointing Mr. Santanu Ray, Independent Director as Chairman and Mr. Paritosh Sinha, Independent Director as Member while Mr. Kishore Bhimani and Mr. Ravi Todi Independent Directors, resigned from the Committee w.e.f. 25th April 2019.*

Ms. Alka Khetawat, Company Secretary of the Company is the Compliance Officer as required under Regulation 6 of the Listing Regulations. With reference to Regulation 46 of Listing Regulations the Company has designated exclusive email ID as cs@skpsecurities.com for investors to register their grievances, if any. The Company has displayed the said email ID on its website for the knowledge of investors.

**Details of Shareholders' Complaints received and resolved during the year ended 31st March 2020:**

A	Number of complaints pending at the beginning of the year	Nil
B	Number of complaints received from shareholders	Nil
C	Number of complaints redressed	Nil
D	Number of complaints pending at the end of the year	Nil

### **CORPORATE SOCIAL RESPONSIBILITY COMMITTEE**

The Corporate Social Responsibility Committee was constituted in accordance with the provisions of Section 135 of the Act. During the year under review, one meeting of the Committee was held on 27th April 2019.

Brief terms of reference of the Corporate Social Responsibility Committee are as under:

- Formulate and recommend to the Board, a Corporate Social Responsibility Policy which will indicate the activities to be undertaken by the Company as per the Act;
- Review and recommend the amount of expenditure to be incurred on the activities to be undertaken by the Company;
- Monitoring Corporate Social Responsibility Policy of the Company from time to time;
- Any other matter referred to by the Board of Directors.

**Composition and Attendance at Corporate Social Responsibility Committee Meeting is given below:**

Name of Director	Category	Designation	Number of Meetings held	Number of Meetings attended
Paritosh Sinha	Non-Executive, Independent	Chairman	1	1
Kishore Bhimani*	Non-Executive, Independent	Chairman	1	1
Manju Pachisia	Non-Executive, Independent	Member	1	1
Naresh Pachisia	Executive Director	Member	1	1

\**The Committee was reconstituted on 27th April 2019 by appointing Mr. Paritosh Sinha, Independent Director as Member and Chairman in place of Mr. Kishore Bhimani, Independent Director who resigned from the Committee w.e.f. 27th April 2019.*

## GENERAL BODY MEETINGS

### Location and time of the last three Annual General Meetings held:

Financial Year	Location of the Meeting	Date	Time
2018-19	Merchants' Chamber of Commerce & Industry, 15B, Hemanta Basu Sarani, Kolkata-700001	27.07.2019	10.15 A.M
2017-18		28.07.2018	10.00 A.M
2016-17		29.07.2017	10.00 A.M

### Special Resolution passed in previous three Annual General Meetings:

Financial Year	Special Resolution(s) passed	Details of Special Resolutions passed in the AGM
2018-19	Yes	Re-appointment of Mr. Ravi Todi as a Non Executive Independent Director
2017-18	Yes	Re-appointment of Mr. Naresh Pachisia as Managing Director of the Company and fix his Salary
2016-17	Yes	Re-appointment of Mr. Nikunj Pachisia as Whole-time Director of the Company and fix his Salary

### Extra – Ordinary General Meetings:

No Extra – Ordinary General Meeting was held during the year 2019-2020.

### Special Resolution passed last year through Postal Ballot:

During the year under review, one Special Resolution has been passed through the exercise of Postal Ballot. A snapshot of the voting results of the postal ballot is as below:

Date of Postal Ballot Notice : 27th April 2019

Voting Period : 23rd May 2019- 21st June 2019

Date of Declaration of Results : 22nd June 2019

Name of Resolution	Type	No. of votes polled	Votes cast in favour		Votes cast against	
			No. of votes	%	No. of votes	%
Buyback of upto 9,95,000 equity shares of the Company of Face Value of Rs. 10/- each fully paid up at a price of Rs. 70/- each through Tender Offer Method	Special Resolution	3872735	3872734	99.99997%	1	0.00003%

The Board of Director appointed M/s A K Labh & Co, Practicing Company Secretaries (FCS: 4848, C.P. No: 3238) as the scrutinizer for conducting the postal ballot process (Physical & E-voting) in a fair and transparent manner. The Company successfully completed the process of obtaining approval of its shareholders for Special Resolution detailed above through Postal Ballot.

As on date, the Company does have any immediate proposal for passing any resolution through Postal Ballot. Further, none of the businesses proposed to be transacted at the 30th Annual General Meeting of the Company require passing a resolution through Postal Ballot.

## MEANS OF COMMUNICATION

The quarterly, half yearly and annual results of the Company are published in two newspapers viz. 'Business Standard' and 'Dainik Jugasankha' and are also displayed on Company's website [www.skpsecurities.com](http://www.skpsecurities.com). The Company submits to BSE all compliances, disclosures and communications through BSE's Listing Centre.

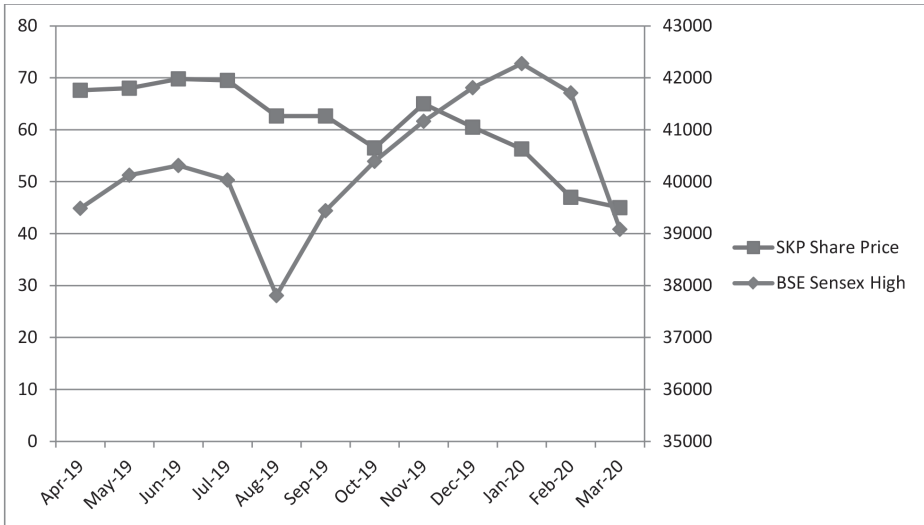
## GENERAL SHAREHOLDERS INFORMATION

<b>i.</b>	<b>AGM (through Video Conferencing/ Other Audio Visual Means) (Date/Time/Venue)</b>	Saturday, 26th September 2020, 10.30 A.M. (Deemed Venue for Meeting: Registered Office Chatterjee International Centre, Level 21, 33A, Jawaharlal Nehru Road, Kolkata – 700071)
<b>ii.</b>	<b>Financial Year</b>	1st April 2019 to 31st March 2020
<b>iii.</b>	<b>Dividend Payment Date</b>	N.A.
<b>iv.</b>	<b>Book Closure Date</b>	19th September 2020 to 26th September 2020
<b>v.</b>	<b>Listing on Stock Exchange</b>	BSE Ltd. Phiroze Jeejeebhoy Towers, Dalal Street Mumbai-400001
<b>vi.</b>	<b>Listing Fees</b>	Annual Listing Fees for the year 2020-21 has been paid to BSE Ltd.
<b>vii.</b>	<b>Stock Code</b>	531169
<b>viii.</b>	<b>ISIN No.</b>	INE709B01016

## ix. Market Price Data and Performance of BSE Sensex during Financial Year 2019-2020:

Month	Market Price Data			Performance of BSE Sensex	
	Share Price (Rs)		Number of Shares Traded	Company's Market Price (Close) Per Share (Rs)	Sensex Points (Close)
	High	Low			
April	67.60	47.55	16886	65.30	39031.55
May	68.00	63.05	11852	68.00	39714.20
June	69.80	64.60	33423	67.55	39394.64
July	69.50	62.65	3602	62.65	37481.12
August	62.65	62.65	104	62.65	37332.79
September	62.65	56.60	402	59.40	38667.33
October	56.50	48.55	1574	51.00	40129.05
November	65.00	51.50	2940	61.75	40793.81
December	60.50	52.35	27647	55.00	41253.74
January	56.30	47.00	3402	47.00	38297.29
February	47.00	43.25	209	46.00	29468.49
March	45.00	42.00	210	42.00	31588.72

**Performance in comparison to BSE Sensex (Monthly High)**



#Source BSE Website

**x. Registrar & Share Transfer Agent**

M/s. Maheshwari Datamatics Pvt. Ltd.  
CIN: U20221WB1982PTC034886  
23, R.N Mukherjee Road, 5th Floor,  
Kolkata – 700 001  
Phone: (033) 2248-2248/2243-5029  
Fax: (033) 2248-4787  
Email: mdpldc@yahoo.com  
Website: www.mdpl.in

**xi. Share Transfer System**

In terms of the Listing Regulations, securities of Listed Companies can only be transferred in dematerialized form except where the claim is lodged for transmission or transposition of shares. Shareholders are advised to dematerialize shares held by them in physical form.



**xii. Distribution of Shareholding as on 31st March 2020:**

Shareholding Range			No. of Shareholders	%age	No of Shares	%age
1	to	500	997	91.30	111347	3.27
501	to	1000	34	3.11	29373	0.86
1001	to	2000	17	1.55	23791	0.69
2001	to	3000	11	1.00	27111	0.79
3001	to	4000	8	0.73	27733	0.81
4001	to	5000	2	0.18	9213	0.27
5001	to	10000	9	0.82	65967	1.93
10001	to	Above	14	1.28	3109865	91.34
<b>Grand Total:</b>			<b>1092</b>	<b>100.00</b>	<b>3404400</b>	<b>100.00</b>

**xiii. Shareholding Pattern as on 31st March 2020:**

Category	No. of shares held	% of Shareholding
Indian Promoters	2422600	71.16
Foreign Promoters	130281	3.82
Banks, FIs, Insurance Companies	-	-
FIIIs	-	-
Private Corporate Bodies	172258	5.05
Indian Public	641340	18.85
NRIs / OCBs	2749	0.10
Others	35172	1.02
<b>Total</b>	<b>3404400</b>	<b>100.00</b>

**xiv. Dematerialization of Shares**

Electronic/Physical	Mode of Holding %
CDSL	87.86
NSDL	10.02
Physical	2.12
<b>Total</b>	<b>100.00</b>

**xv. Outstanding GDR/ADRs/Warrants**

Nil

**xvi. Commodity and Foreign Exchange Risk**

The Company does not deal in commodity and also has no significant international transaction involving foreign currency. Hence it is not exposed to commodity and foreign exchange risk.

**xvii. Address for Correspondence**

SKP Securities Limited  
 CIN: L74140WB1990PLC049032  
 Chatterjee International Center, Level-21  
 33A, Jawaharlal Nehru Road  
 Kolkata-700071  
 Ph. No: (033) 4007 7000  
 Fax: (033) 4007 7007  
 Email: [cs@skpsecurities.com](mailto:cs@skpsecurities.com)  
 Website: [www.skpsecurities.com](http://www.skpsecurities.com)

xviii. The Company does not have any debt instrument or any fixed deposit program or any scheme or proposal involving mobilization of fund whether in India or Abroad and hence the requirement of obtaining credit rating is not applicable to the Company.

xix. **OTHER DISCLOSURES:**

- There are no materially significantly Related Party Transactions of the Company which have potential conflict of interest of the Company at large.
- Pursuant to Section 177 of the Act and Listing Regulations, the Company has a Whistle Blower Policy for establishing a Vigil Mechanism for Directors and employees to report genuine concerns regarding unethical behaviors, actual or suspected fraud or violation of the Company's code of conduct and ethics policy. We affirm that no employee of the Company was denied access to the Audit Committee. The said policy has been hosted on the website of the Company [www.skpsecurities.com](http://www.skpsecurities.com).
- The Company has complied with all the regulations of Stock Exchange, SEBI or other statutory and regulatory authorities on matters related to capital markets and no penalties/strictures has been passed during the last three years.
- Your Company has complied with all the applicable Corporate Governance requirements specified in Regulations 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 of Listing Regulations.
- The Policy for determining Material Subsidiary and Related Party Transactions are available on Company's website [www.skpsecurities.com](http://www.skpsecurities.com)
- Your Company has complied with all the mandatory requirements of Listing Regulations. It has fulfilled the following non-mandatory requirements as prescribed in Part E of Schedule II of the Listing Regulations:
  - The Internal Auditor reports directly to the Audit Committee
  - The Auditors have provided an unmodified opinion on the financial statements
- Certificate from Mr. Naresh Pachisia, Managing Director and Mr. Anil Shukla, Chief Financial Officer, in terms of Regulations 17 of Listing Regulations was placed before the Board of Directors of the Company and the same is annexed and marked as **Annexure J** to this report.
- No funds have been raised/ utilized through Preferential Allotment or Qualified Institutional Placement as specified under regulation 32(7A).
- During the year under review, no instance of sexual harassment was reported.
- A certificate from Statutory Auditor, regarding compliance with the conditions of Corporate Governance, as stipulated with Listing Regulations, is annexed to the Directors Report and forms part of Annual Report.
- Your Company has obtained a certificate from a Practicing Company Secretary that none of the Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Board/Ministry of Corporate Affairs or any such statutory authority, which forms part of this report.
- All recommendations of the Committees have been accepted by the Board.
- Mr. Kishore Bhimani, Independent Director, retired from the Board of Directors of the Company effective 27th July 2019 and there is no material reason.
- The Company has paid ₹1.00 Lacs for Statutory Audit Fee, ₹ 0.30 lacs for Tax Audit Fee and ₹ 0.25 Lacs for other services, to the Statutory Auditors.

**For and on behalf of the Board**

**Naresh Pachisia**  
*Managing Director*  
DIN: 00233768

**Nikunj Pachisia**  
*Whole-time Director*  
DIN: 06933720

Place: Kolkata  
Date: 27th June 2020

## Annexure C

**CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS**

*(Pursuant to Regulation 34(3) and Schedule V Para C Clause (10)(i) of the SEBI  
(Listing Obligations and Disclosure Requirements) Regulations, 2015)*

To,  
The Members of  
**SKP SECURITIES LIMITED**  
Chatterjee International Centre,  
Level 21, 33A, Jawaharlal Nehru Road,  
Kolkata-700 071

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **SKP Securities Limited** having CIN: L74140WB1990PLC049032 and having its Registered Office at Chatterjee International Centre, Level 21, 33A, Jawaharlal Nehru Road, Kolkata 700071 (hereinafter referred as “the Company”), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our knowledge and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to us by the Company & its Officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending 31st March 2020 have been debarred or disqualified from being appointed or continuing as Directors of Companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such Statutory Authority.

Sr. No.	Name of Directors	DIN	Date of Appointment
1.	Naresh Pachisia	00233768	18.05.1990
2.	Nikunj Pachisia	06933720	01.08.2014
3.	Manju Pachisia	00233821	01.08.2014
4.	Ravi Todi	00080388	29.10.2011
5.	Paritosh Sinha	00963537	30.07.2016
6.	Santanu Ray	00642736	05.05.2018
7.	Saurabh Sonthalia	01355617	10.11.2018

Ensuring the eligibility of the appointment / continuity of every Director on the Board is the responsibility of the Management of the Company. Our responsibility is to express an opinion on these, based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

**Note:**

**This Report is based on the documents received online from the Company. Physical verification of the documents could not be carried out due to COVID- 19 situation.**

For A MURARKA & CO  
Company Secretaries

(ANIL KUMAR MURARKA)  
FCS No. 3150 /CoP No. 1857  
UDIN:F003150B000380560

Place: Kolkata  
Date: 27th June 2020

**Form No. MR-3**  
**SECRETARIAL AUDIT REPORT**  
**FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2020**

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

To,  
The Members,  
**SKP SECURITIES LIMITED**  
Chatterjee International Centre  
Level 21, 33A, Jawaharlal Nehru Road  
Kolkata – 700 071

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **SKP Securities Limited** (hereinafter called “the Company”). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company’s books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the period covered by our audit i.e. 1st April, 2019 to 31st March, 2020 (herein after referred to as “Audit Period”) complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, 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 the Company for the financial year ended on 31st March, 2020 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made there under;
- (iii) The Depositories Act, 1996 and Regulations and Bye-laws framed thereunder;
- (iv) The following Regulations and Guidelines prescribed under Securities and Exchange Board of India Act, 1992 (‘SEBI Act’):-
  - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - c) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
  - d) 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;
  - e) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;

- (v) During the period under Audit, provisions of the following Regulations and Guidelines were not applicable to the Company:
- The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 and The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
  - The Securities and Exchange Board of India (Issue of Capital and Disclosures Requirements) Regulations, 2018;
  - The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
  - The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
  - The 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;
- (vi) I report that, having regard to the compliance system prevailing in the Company and as per information provided by the management, the Company has complied with the following laws specifically applicable to the Company:
- The Securities and Exchange Board of India (Stock Brokers and Sub Brokers) Regulations, 1992;
  - The Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996;
  - The Securities and Exchange Board of India (Research Analysts) Regulations, 2014;
  - The Securities and Exchange Board of India (Certification of Associated Persons in the Securities Markets) Regulations, 2007;
  - The Securities and Exchange Board of India (Prohibition of Fraudulent & Unfair Trade Practices relating to Securities Market) Regulations, 2003;
  - The Securities and Exchange Board of India (Mutual Funds) Regulations, 1996.
  - The Securities and Exchange Board of India (Portfolio Managers) Regulations, 1993.
  - The Securities and Exchange Board of India (Merchant Bankers) Regulations, 1992.
  - The Securities and Exchange Board of India (Investment Advisors) Regulations, 2013.
- We have also examined the compliance with the applicable clauses of the following:
- Secretarial Standard on meetings of Board of Directors (SS-1) and Secretarial Standard on General Meetings (SS-2) issued by The Institute of Company Secretaries of India; and
  - The Listing Agreement entered into by the Company with the Bombay Stock Exchange.
- During the Audit Period, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. as mentioned above.

**We further report that:**

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

- b) Adequate notice is given to all the Directors to schedule the Board Meetings. Agenda and detailed notes on agenda were sent at least seven days in advance. A system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- c) All decision at Board Meeting and Committee Meetings are carried out unanimously as recorded in the minutes of the meetings of the Board of Directors or Committees of the Board as the case may be.

**We further report** based on the information provided by the Company and also on review of quarterly compliance reports by the Company Secretary and taken on record by the Board of Directors of the Company that there are adequate systems and processes in the Company commensurate with the size and its operations to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**We further report** that during the Audit Period, the Company had following specific events:

- (i) The Shareholders of the Company passed a Special Resolution on 22nd June, 2019 through Postal Ballot voting including voting by electronic means for buyback of 9,95,000 (Nine Lakhs Ninety Five Thousands) Equity Shares of face value of ₹ 10/- (Rupees Ten) each of the Company at a price of ₹ 70/- (Rupees Seventy) each through Tender Offer Route. The issued and paid up Share Capital of the Company stands at ₹ 3,40,44,000/- (Rupees Three Crores Forty Lakhs Forty Four Thousand only) divided into 34,04,400 (Thirty Four Lakhs Four Thousand Four Hundred) Equity Shares of ₹ 10/- (Rupees Ten) each after cancellation of 9,95,000 (Nine Lakhs Ninety Five Thousand) Equity Shares of the Company. The Company has filed requisite detail with SEBI & BSE and has also filed Form No. SH-11 with MCA.
- (ii) The promoter of the Company “Mr. Naresh Pachisia” has completed the sale of 27,600 Equity Shares representing 0.8107% of the paid up Equity Share Capital of the Company through Open Market Sale in accordance with SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/43/2018 dated February 22, 2018 to achieve Minimum Public Shareholding. Consequently, the Company has complied with the Minimum Public Shareholding requirements as mandated under rule 19(2)(b) and 19A of the Securities Contracts (Regulation) Rules, 1957, as amended r/w Regulation 38 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

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

**Note: This Report is based on the documents received online from the Company. Physical verification of the documents could not be carried out due to COVID-19 situation.**

For **A MURARKA & CO**  
Company Secretaries

Sd/-  
**(ANILKUMARMURARKA)**  
FCS No. 3150  
CoP No. 1857  
UDIN: F003150B000380351

Place: Kolkata  
Date: 27th June, 2020

**ANNEXURE-A**

To,  
The Members,  
**SKP SECURITIES LIMITED**  
Chatterjee International Centre,  
Level 21, 33A, Jawaharlal Nehru Road,  
Kolkata – 700 071

Our Secretarial Audit Report of even date for the financial year ended 31st March,2020 is to be read along with this letter.

- a) Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
- b) We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of secretarial records. The verification was done on test basis of the soft copy of papers, information, documents etc. provided online by the Company to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
- c) We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
- d) We have not verified the compliances as regard to payment of statutory dues, since the same has been covered by the Statutory Auditor.
- e) We have not examined any other specific laws except as mentioned herein above.
- f) Wherever required, we have obtained Management's Representation about the compliance of laws, rules, regulations, standards, guidelines and happening of events etc.
- g) The compliance of the provisions of corporate and other applicable Laws, Rules, Regulations, Standards and Guidelines etc. is the responsibility of management. Our examination was limited to the verification of procedures on test basis of the soft copy of papers, information, documents etc. provided online by the Company.
- h) The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For **A MURARKA & CO**  
Company Secretaries

Sd/-  
**(ANIL KUMAR MURARKA)**  
FCS No. 3150  
CoP No. 1857  
UDIN: F003150B000380351

Place: Kolkata  
Date: 27th June, 2020



**Form No. MGT-9**  
**EXTRACT OF ANNUAL RETURN**  
**as on the financial year ended on 31st March, 2020**

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

**I. REGISTRATION AND OTHER DETAILS**

i)	CIN	L74140WB1990PLC049032	
ii)	Registration Date	18.05.1990	
iii)	Name of the Company	SKP Securities Limited	
iv)	Category of the Company	Public Limited Company	
v)	Sub-Category of the Company	Company having Share Capital	
vi)	Address of the Registered Office and Contact Details	Chatterjee International Centre, Level-21 33A, Jawaharlal Nehru Road, Kolkata- 700071 Phone: (033) 40077000, Fax:- (033) 40077007 Email id: cs@skpsecurities.com Website: www.skpsecurities.com	
vii)		Whether listed Company	Yes
viii)		Name, Address and Contact details of Registrar and Transfer Agent (RTA), if any	Maheshwari Datamatics Private Limited 23, R. N. Mukherjee Road, 5th Floor, Kolkata - 700001 Phone: (033) 22482248/22435029, Fax:- (033) 22484787 Email id: mdpldc@yahoo.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:-

Sr. No.	Name and Description of main products /services	NIC Code of the Product/service	% to total turnover of the company
1	Financial Services	0808	100

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

Sr. No.	Name and Address of the Company	CIN	Holding/Subsidiary/Associate	% of shares held	Applicable Section
N.A.	N.A.	N.A.	N.A.	N.A.	N.A.

**IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)**
**i. Category-wise Share Holding :**

Category of Shareholders	No. of Shares held at the beginning of the year (as on 01.04.2019)				No. of Shares held at the end of the year (as on 31.03.2020)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>(A) Promoters</b>									
<b>1 Indian</b>									
a) Individuals/ Hindu Undivided Family	3,299,000	-	3,299,000	74.99	2,422,600	-	2,422,600	71.16	(3.82)
b) Central Government	-	-	-	-	-	-	-	-	-
c) State Government(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corporate(s)	-	-	-	-	-	-	-	-	-
e) Financial Institutions/ Banks	-	-	-	-	-	-	-	-	-
f) Any Other	-	-	-	-	-	-	-	-	-
<b>Sub Total(A)(1)</b>	<b>3,299,000</b>	<b>-</b>	<b>3,299,000</b>	<b>74.99</b>	<b>2,422,600</b>	<b>-</b>	<b>2,422,600</b>	<b>71.16</b>	<b>(3.82)</b>
<b>2 Foreign</b>									
a) Non-Residents Individuals	-	-	-	-	-	-	130,281	3.83	3.83
b) Other Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corporate(s)	-	-	-	-	-	-	-	-	-
d) Financial Institutions/ Banks	-	-	-	-	-	-	-	-	-
e) Any Other	-	-	-	-	-	-	-	-	-
<b>Sub Total(A)(2)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>130,281</b>	<b>-</b>	<b>130,281</b>	<b>3.83</b>	<b>3.83</b>
<b>Total Shareholding of Promoters (A) = (A)(1) + (A)(2)</b>	<b>3299000</b>	<b>-</b>	<b>3299000</b>	<b>74.99</b>	<b>2552881</b>	<b>-</b>	<b>2552881</b>	<b>74.99</b>	<b>0.00</b>
<b>(B) Public Shareholding</b>									
<b>1 Institutions</b>									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Financial Institutions / Banks	-	-	-	-	-	-	-	-	-
c) Central Government	-	-	-	-	-	-	-	-	-
d) State Government(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) Foreign Institutional Investors	-	-	-	-	-	-	-	-	-

Category of Shareholders	No. of Shares held at the beginning of the year (as on 01.04.2019)				No. of Shares held at the end of the year (as on 31.03.2020)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
h) Foreign Venture Capital Investors	-	-	-	-	-	-	-	-	-
i) Any Others(Specify)	-	-	-	-	-	-	-	-	-
Alternate Investment Funds	-	-	-	-	-	-	-	-	-
Foreign Portfolio Investors	-	-	-	-	-	-	-	-	-
Provident Funds/Pension Funds	-	-	-	-	-	-	-	-	-
Qualified Foreign Investor	-	-	-	-	-	-	-	-	-
<b>Sub-Total (B)(1)</b>	-	-	-	-	-	-	-	-	-
<b>2 Non-Institutions</b>									
<b>a) Bodies Corporate</b>									
i) Indian	228,285	-	228,285	5.19	172,258	-	172,258	5.06	(0.13)
ii) Overseas	-	-	-	-	-	-	-	-	-
<b>b) Individuals</b>									
i) Individual shareholders holding nominal share capital up to ₹ 2 lakh	278,123	76,731	354,854	8.07	211,901	64,830	276,731	8.13	0.06
ii) Individual shareholders holding nominal share capital in excess of ₹ 2 lakh	466,400	16,700	483,100	10.98	347,909	16,700	364,609	10.71	(0.27)
<b>c) Others(Specify)</b>									
a) Non-Resident Indian	6,006	-	6,006	0.14	2,749	-	2,749	0.08	(0.06)
b) Qualified Foreign Investor	-	-	-	-	-	-	-	-	-
c) Custodian of Enemy Property	-	-	-	-	-	-	-	-	-
d) Foreign Nationals	-	-	-	-	-	-	-	-	-
e) Clearing Members	771	-	771	0.02	205	-	205	0.01	(0.01)
f) Trust	-	-	-	-	-	-	-	-	-
g) Foreign Bodies-DR	-	-	-	-	-	-	-	-	-
h) Foreign Portfolio Investors	-	-	-	-	-	-	-	-	-
i) NBFCs registered with RBI	-	-	-	-	-	-	-	-	-
j) Employee Trusts	-	-	-	-	-	-	-	-	-

Category of Shareholders		No. of Shares held at the beginning of the year (as on 01.04.2019)				No. of Shares held at the end of the year (as on 31.03.2020)				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
k)	Domestic Corporate Unclaimed Shares Account	-	-	-	-	-	-	-	-	-
l)	Investor Education and Protection Fund Authority	27,384	-	27,384	0.62	34,967	-	34,967	1.03	0.40
	<b>Sub-Total (B)(2)</b>	<b>1,006,969</b>	<b>93,431</b>	<b>1,100,400</b>	<b>25.01</b>	<b>769,989</b>	<b>81,530</b>	<b>851,519</b>	<b>25.01</b>	<b>(0.00)</b>
<b>(B)</b>	<b>Total Public Shareholding (B)= (B)(1)+(B)(2)</b>	<b>1,006,969</b>	<b>93,431</b>	<b>1,100,400</b>	<b>25.01</b>	<b>769,989</b>	<b>81,530</b>	<b>851,519</b>	<b>25.01</b>	<b>(0.00)</b>
<b>(C)</b>	<b>Shares held by Custodians for GDRs &amp; ADRs</b>	-	-	-	-	-	-	-	-	-
	<b>GRAND TOTAL (A)+(B)+(C)</b>	<b>4,305,969</b>	<b>93,431</b>	<b>4,399,400</b>	<b>100.00</b>	<b>3,322,870</b>	<b>81,530</b>	<b>3,404,400</b>	<b>100.00</b>	<b>-</b>

**B. Shareholding of Promoters :**

Sl No.	Share holder's Name	Shareholding at the beginning of the year (as on 01.04.2019)			Share holding at the end of the year (as on 31.03.2020)			% Change in share holding during the year	PAN
		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	Naresh Pachisia	2,289,000	52.03	-	1,754,954	51.55	-	(0.48)	AEYPP3776Q
2	Naresh Pachisia and Sons (HUF)	380,000	8.64	-	300,325	8.82	-	0.18	AADHN1170M
3	Manju Pachisia	300,000	6.82	-	237,040	6.96	-	0.14	AEMPP8051J
4	Nikunj Pachisia	165,000	3.75	-	130,281	3.83	-	0.08	AMNPP2582R
5	Vaibhav Pachisia	165,000	3.75	-	130,281	3.83	-	0.08	CBTPP7187F
	<b>Total</b>	<b>3,299,000</b>	<b>74.99</b>	<b>-</b>	<b>2,552,881</b>	<b>74.99</b>	<b>-</b>	<b>0.00</b>	

**C. Change in Promoters' Shareholding :**

Sl. No.	Name	Shareholding at the beginning (01.04.2019) / end of the year (31.03.2020)		Cumulative Shareholding during the year (01.04.2019 to 31.03.2020)		PAN
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company	
1	<b>Naresh Pachisia</b>					AEYPP3776Q
	01/04/2019	2,289,000	52.029	-	-	
	08/11/2019 - Transfer	(740,500)	16.831	1,548,500	35.198	
	15/11/2019 - Transfer	234,054	5.320	1,782,554	40.518	
	29/11/2019 - Transfer	(988)	0.029	1,781,566	52.331	
	13/12/2019 - Transfer	(26,612)	0.781	1,754,954	51.549	
	31/03/2020	1,754,954	51.549	1,754,954	51.549	
2	<b>Naresh Pachisia and Sons (HUF)</b>					AADHN1170M
	01/04/2019	380,000	8.637	-	-	
	08/11/2019 - Transfer	(9,000)	2.045	290,000	6.591	
	15/11/2019 - Transfer	10,325	0.234	300,325	6.826	
	31/03/2020	300,325	8.821	300,325	8.821	
3	<b>Manju Pachisia</b>					AEMPP8051J
	01/04/2019	300,000	6.819	-	-	
	08/11/2019 - Transfer	(71,500)	1.625	228,500	5.193	
	15/11/2019 - Transfer	8,540	0.194	237,040	5.388	
	31/03/2020	237,040	6.962	237,040	6.962	
4	<b>Nikunj Pachisia</b>					AMNPP2582R
	01/04/2019	165,000	3.750	-	-	
	08/11/2019 - Transfer	(40,000)	0.909	125,000	2.841	
	15/11/2019 - Transfer	5,281	0.120	130,281	2.961	
	31/03/2020	130,281	3.826	130,281	3.826	
5	<b>Vaibhav Pachisia</b>					CBTPP7187F
	01/04/2019	165,000	3.750	-	-	
	15/11/2019 - Transfer	(34,719)	0.789	130,281	2.961	
	31/03/2020	130,281	3.826	130,281	3.826	

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

Sl. No.	Name	Shareholding at the beginning (01.04.2019) / end of the year (31.03.2020)		Cumulative Shareholding during the year (01.04.2019 to 31.03.2020)		PAN / Folio No. / DP ID
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company	
1	<b>Pushpa Devi Bangur</b>					ADAPB2153Q
	01/04/2019	291,942	6.636	-	-	
	08/11/2019 - Transfer	(291,942)	6.636	0	0.000	
	15/11/2019 - Transfer	200,955	4.567	200,955	4.567	
	31/03/2020	200,955	5.902	200,955	5.902	
2	<b>Credwyn Holdings India (P) Ltd.</b>					AABCC0552H
	01/04/2019	190,395	4.327	-	-	
	08/11/2019 - Transfer	(190,395)	4.327	0	0.000	
	15/11/2019 - Transfer	131,056	2.979	131,056	2.979	
	20/12/2019 - Transfer	26,352	0.774	157,408	4.623	
	31/03/2020	157,408	4.623	157,408	4.623	
3	<b>Purushottam Dass Bangur</b>					ADJPB1725D
	01/04/2019	60,000	1.363	-	-	
	31/03/2020	60,000	1.762	60,000	1.762	
4	<b>Investor Education and Protection Fund Authority, Ministry of Corporate Affairs*</b>					IN30070810656671
	01/04/2019	27,384	0.622	-	-	
	23/08/2019 - Transfer	2,671	0.060	30,055	0.683	
	30/08/2019 - Transfer	111	0.002	30,166	0.685	
	21/02/2020 - Transfer	4,801	0.140	34,967	1.025	
	31/03/2020	34,967	1.027	34,967	1.027	
5	<b>Hemant Bangur</b>					ADEPB7059D
	01/04/2019	45,497	1.034	-	-	
	08/11/2019 - Transfer	(45,497)	1.034	0	0.000	
	15/11/2019 - Transfer	200,955	4.567	200,955	4.567	
	31/03/2020	200,955	5.902	200,955	5.902	
6	<b>Vinita Bangur</b>					AAPPR4217B
	01/04/2019	45,497	1.034	-	-	
	08/11/2019 - Transfer	(45,497)	1.034	0	0.000	
	15/11/2019 - Transfer	31,318	0.711	31,318	0.711	
	31/03/2020	31,318	0.919	31,318	0.919	

Sl. No.	Name	Shareholding at the beginning (01.04.2019) / end of the year (31.03.2020)		Cumulative Shareholding during the year (01.04.2019 to 31.03.2020)		PAN / Folio No. / DP ID
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company	
7	<b>Surajkavri Kasat</b>					S00567
	01/04/2019	16,700	0.379	-	-	
	31/03/2020	16,700	0.490	16,700	0.490	
8	<b>Pooja Bhagwat</b>					CADPB3709E
	01/04/2019	13,264	0.301	-	-	
	31/03/2020	13,264	0.389	13,264	0.389	
9	<b>Dhannal Goyal*</b>					AGUPG6055F
	01/04/2019	5,071	0.115	-	-	
	05/07/2019 - Transfer	5,636	0.128	10,707	0.243	
	25/10/2019 - Transfer	288	0.006	10,995	0.249	
	14/02/2020 - Transfer	50	0.001	11,045	0.324	
	28/02/2020 - Transfer	9	0.000	11,054	0.324	
	31/03/2020	11,054	0.324	11,054	0.324	
10	<b>Kolloi Raychaudhuri*</b>					ADHPR5045C
	01/04/2019	10,000	0.227	-	-	
	31/03/2020	10,000	0.293	10,000	0.293	

\* Not in the list of Top 10 Shareholders as on 01/04/2019. The same has been reflected above since the Shareholder was one of the Top 10 Shareholders as on 31/03/2020.

**(v) Shareholding of Directors and Key Managerial Personnel**

Sl. No.	Particulars	Shareholding at the beginning (01.04.2019) / end of the year (31.03.2020)		Cumulative Shareholding during the year (01.04.2019 to 31.03.2020)	
		No. of Shares	% of total shares of the company	No. of shares	% of total shares of the company
1	<b>Naresh Pachisia</b>				
	01/04/2019	2,289,000	52.029	-	-
	08/11/2019 - Transfer	(740,500)	16.831	1,548,500	35.198
	15/11/2019 - Transfer	234,054	5.320	1,782,554	40.518
	29/11/2019 - Transfer	(988)	0.029	1,781,566	52.331
	13/12/2019 - Transfer	(26,612)	0.781	1,754,954	51.549
	31/03/2020	1,754,954	51.549	1,754,954	51.549



Sl. No.	Particulars	Shareholding at the beginning (01.04.2019) /end of the year (31.03.2020)		Cumulative Shareholding during the year (01.04.2019 to 31.03.2020)	
		No. of Shares	% of total shares of the company	No. of shares	% of total shares of the company
2	<b>Manju Pachisia</b>				
	01/04/2019	300,000	6.819	-	-
	08/11/2019 - Transfer	(71,500)	1.625	228,500	5.193
	15/11/2019 - Transfer	8,540	0.194	237,040	5.388
	31/03/2020	237,040	6.962	237,040	6.962
3	<b>Nikunj Pachisia</b>				
	01/04/2019	165,000	3.750		
	08/11/2019 - Transfer	(40,000)	0.909	125,000	2.841
	15/11/2019 - Transfer	5,281	0.120	130,281	2.961
	31/03/2020	130,281	3.826	130,281	3.826
4	<b>Ravi Todi</b>				
	01/04/2019	-	-	-	-
	31/03/2020	-	-	-	-
5	<b>Kishore Bhimani</b>				
	01/04/2019	-	-	-	-
	31/03/2020	-	-	-	-
6	<b>Paritosh Sinha</b>				
	01/04/2019	-	-	-	-
	31/03/2020	-	-	-	-
7	<b>Santanu Ray</b>				
	01/04/2019	-	-	-	-
	31/03/2020	-	-	-	-
8	<b>Saurabh Sonthalia</b>				
	01/04/2019	-	-	-	-
	31/03/2020	-	-	-	-
<b>Key Managerial Personnel:-</b>					
1	<b>Naresh Pachisia</b>				
	01/04/2019	2,289,000	52.029	-	-
	08/11/2019 - Transfer	(740,500)	16.831	1,548,500	35.198
	15/11/2019 - Transfer	234,054	5.320	1,782,554	40.518
	29/11/2019 - Transfer	(988)	0.029	1,781,566	52.331
	13/12/2019 - Transfer	(26,612)	0.781	1,754,954	51.549
	31/03/2020	1,754,954	51.549	1,754,954	51.549

Sl. No.	Particulars	Shareholding at the beginning (01.04.2019) /end of the year (31.03.2020)		Cumulative Shareholding during the year (01.04.2019 to 31.03.2020)	
		No. of Shares	% of total shares of the company	No. of shares	% of total shares of the company
2	<b>Nikunj Pachisia</b>				
	01/04/2019	165,000	3.750	-	-
	08/11/2019 - Transfer	(40,000)	0.909	125,000	2.841
	15/11/2019 - Transfer	5,281	0.120	130,281	2.961
	31/03/2020	130,281	3.826	130,281	3.826
3	<b>Anil Shukla</b>				
	01/04/2019	-	-	-	-
	31/03/2020	-	-	-	-
4	<b>Alka Khetawat</b>				
	01/04/2019	-	-	-	-
	31/03/2020	-	-	-	-

\* Mr. Naresh Pachisia, Managing Director and Mr. Nikunj Pachisia, Whole time Director has been included in the list of Director as well as in KMP.

## V. INDEBTEDNESS

**Indebtedness of the Company including interest outstanding/accrued but not due for payment** (₹ in Lacs)

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	41.36	-	-	41.36
ii) Interest due but not paid	0.09	-	-	0.09
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>41.45</b>	<b>-</b>	<b>-</b>	<b>41.45</b>
<b>Change in Indebtedness during the financial year</b>				
• Addition	-	-	-	-
• Reduction	(19.09)	-	-	(19.09)
<b>Net Change</b>	<b>(19.09)</b>	<b>-</b>	<b>-</b>	<b>(19.09)</b>
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	22.36	-	-	22.36
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>	<b>22.36</b>	<b>-</b>	<b>-</b>	<b>22.36</b>

## VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

### A. Remuneration to Managing Director, Whole-time Directors and/or Manager (₹ in Lacs)

Sl. no.	Particulars of Remuneration	Name of the Managing Director	Name of the Whole time Director	Total
		Naresh Pachisia	Nikunj Pachisia	
1	Gross salary			
(a)	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	50.00	24.00	74.00
(b)	Value of perquisites u/s 17(2) Income-tax Act, 1961	–	–	–
(c)	Profits in lieu of salary under section 17(3) Income- tax Act, 1961	–	–	–
2	Stock Option	–	–	–
3	Sweat Equity	–	–	–
4	Commission as % of profit	–	–	–
5	Others, please specify	–	–	–
	<b>Total</b>	50.00	24.00	74.00
	Ceiling as per the Act	Remuneration paid to Directors is within the limit specified under section 197, 198 of the Companies Act, 2013		

### B. Remuneration to other Directors:

1. Non-Executive Independent Directors (₹ in Lacs)						
Name of Directors	Board Meeting Fees	Committee Meeting Fees		Independent Directors Meeting Fees	Commission	Total
		AC	NRC			
Kishore Bhimani*	0.25	-	0.025	-	–	0.275
Ravi Todi	1.00	0.20	0.025	0.05	–	1.275
Paritosh Sinha	1.00	-	0.025	0.05	–	1.075
Santanu Ray	1.00	0.20	-	0.05	–	1.250
Saurabh Sonthalia	1.00	-	0.025	0.05	–	1.075
<b>Total (1)</b>	<b>4.25</b>	<b>0.40</b>	<b>0.100</b>	<b>0.20</b>	<b>–</b>	<b>4.95</b>
2. Non-Executive Non Independent Director						
Manju Pachisia	1.00	–	–	–	–	1.00
<b>Total (2)</b>	<b>1.00</b>	<b>–</b>	<b>–</b>	<b>–</b>	<b>–</b>	<b>1.00</b>
<b>Total (1+2)</b>	<b>5.25</b>	<b>0.40</b>	<b>0.100</b>	<b>0.20</b>	<b>–</b>	<b>5.95</b>
Ceiling as per the Act	Remuneration paid to the Directors is within the limit specified under section 197, 198 of the Companies Act, 2013					

\* Mr. Kishore Bhimani retired from the Board w.e.f. 27th July 2019.

**C. Remuneration to Key Managerial Personnel other than MD/Manger/WTD: (₹ in Lacs)**

Sl. no.	Particulars	Name of the Chief Financial Officer	Name of the Company Secretary	Total
		Anil Shukla	Alka Khetawat	
1	Gross salary (Excluding Committee)			
(a)	Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	17.00	4.00	21.00
(b)	Value of perquisites u/s 17(2) Income-tax Act, 1961	–	–	–
(c)	Profits in lieu of salary under section 17(3) Income-tax Act, 1961	–	–	–
2	Stock Option	–	–	–
3	Sweat Equity	–	–	–
4	Commission as % of profit	–	–	–
5	Others, please specify	–	–	–
	<b>Total</b>	<b>17.00</b>	<b>4.00</b>	<b>21.00</b>

**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES FOR THE YEAR ENDED 31ST MARCH, 2020**

S. No	Particulars	Section of the Companies Act	Brief Description	Details of Penalty/ punishment/ compounding fees imposed	Authority (RD/ NCLT/ Court)	Appeal made, if any
<b>A.</b>	<b>Company</b>					
	(i) Penalty	–	–	–	–	–
	(ii) Punishment	–	–	–	–	–
	(iii) Compounding	–	–	–	–	–
<b>B.</b>	<b>Directors</b>					
	(i) Penalty	–	–	–	–	–
	(ii) Punishment	–	–	–	–	–
	(iii) Compounding	–	–	–	–	–
<b>C.</b>	<b>Other Officers in Default</b>					
	(i) Penalty	–	–	–	–	–
	(ii) Punishment	–	–	–	–	–
	(iii) Compounding	–	–	–	–	–

**For and on behalf of the Board**

**Naresh Pachisia**  
Managing Director  
DIN: 00233768

**Nikunj Pachisia**  
Whole-time Director  
DIN:06933720

Place: Kolkata  
Date: 27th June 2020

**Annexure E**

**ANNUAL REPORT ON CORPORATE SOCIAL  
RESPONSIBILITY ACTIVITIES**

Sl. No.	Particulars				Remarks		
1	A Brief outline of the Company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and project or programs				The Company has framed the CSR Policy in compliance with the provisions of the Companies Act 2013 read with the Companies (Social Responsibilities) Rules, 2014 and the same is hosted on the Company's website www.skpsecurities.com		
2	The Composition of the CSR Committee				Mr. Paritosh Sinha*	Non-Executive, Independent Director	Chairman
					Mrs. Manju Pachisia	Non-Executive, Non Independent Director	Member
					Mr. Naresh Pachisia	Executive Director	Member
3	Average net profit of the Company for last three financial years.				₹ 369.11 Lacs		
4	Prescribed CSR Expenditure (two percent of the amount as in item 3 above).				₹ 7.38 Lacs		
5	Details of CSR spent during the financial year:						
	a) Total amount spent for the financial year				₹ 2.00 Lacs (From last year unspent amount ₹ 2.38 Lacs)		
	b) Amount unspent, if any				₹ 7.76 Lacs (Last Year 0.38 Lacs+Current Year ₹ 7.38 Lacs)		
	c) Manner in which the amount spent during the financial year is detailed below: (₹ in Lacs)						
Sl. No	CSR Projects / Activities	Sector	Location (District & State)	Amount outlay (budget) project or program wise	Amount spent on the project or program	Cumulative expenditure upto to the reporting period	Amount spent: Self or through implementing agency
1	Prime Minister's Citizen Assistance and Relief in Emergency Situations Fund	Health Care	India	2.00	2.00	2.00	Implementing Agency

\*Appointed w.e.f 27th April 2019

**6. Reasons for not spending the prescribed CSR expenditure:**

SKP has just embarked on the journey of ascertained CSR programs, however it considers social responsibility as part of its business activities and endeavors to utilize allocable CSR budget for the benefit of society. Since the Company was not able to identify CSR Partners/activities it was not able to spend the budgeted amount. The CSR Committee has been continuously focused on providing social benefits to the society in its true sense and the Company assures to spend the entire unspent amount of current year along with the budgeted expenditure for next year in the financial year 2020-2021.

**7. Our CSR Responsibilities:**

We hereby confirm that the CSR Policy, as approved by the Board, has been implemented and the CSR Committee monitors the implementation of the projects and activities in compliance with our CSR objectives of the Company.

**For and on behalf of the Board**

**Paritosh Sinha**

*Director*

DIN: 00963537

Chairman, CSR Committee

**Naresh Pachisia**

*Managing Director*

DIN: 00233768

Member, CSR Committee

Place: Kolkata

Date: 27th June 2020

**Annexure F**

**Information pursuant to section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014**

- A. Ratio of Remuneration of each Director to the Median Remuneration of all employees of your Company for the financial year 2019-2020 is as follows:

Name of Director	Remuneration (₹ in Lacs)	Ratio of Remuneration of Director to the Median Remuneration
Naresh Pachisia	50.00	11.14
Nikunj Pachisia	24.00	5.35

**Note:** Apart from the above mentioned Directors, none of other Directors have been paid remuneration except fee for attending meetings.

- B. Details of percentage increase in remuneration of each Director, Chief Financial Officer & Company Secretary in the financial year 2019-2020 are as follows: (₹ in Lacs)

Name	Designation	Remuneration (₹)		Increase %
		2019-20	2018-19	
Naresh Pachisia	Managing Director	50.00	50.00	Nil
Nikunj Pachisia	Whole time Director	24.00	24.00	Nil
Anil Shukla	Chief Financial Officer	17.00	17.00	Nil
Alka Khetawat	Company Secretary	4.00	3.00	33.33

- C. Percentage increase in the median remuneration of all employees in the financial year 2019-2020: Nil
- D. Number of permanent employees on rolls of the Company as on 31st March 2020: 38
- E. Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.
- The salaries of other than Managerial Personnel has increased by 4.92 % while salaries of Managerial Personnel has increased by 1.06% which is in line with increase in salary of the non-Managerial Personnel.
- F. 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 your Company.
- G. There were no employee who received remuneration in excess of limit prescribed under Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

**For and on behalf of the Board**

**Naresh Pachisia**  
Managing Director  
DIN: 00233768

**Nikunj Pachisia**  
Whole-time Director  
DIN:0693372

Place: Kolkata  
Date: 27th June 2020



**Annexure G**

**CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION,  
FOREIGN EXCHANGE EARNINGS AND OUTGO**

Information on conservation of energy, technology absorption, foreign exchange earnings and outgo required to be disclosed under Section 134(3)(m) of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014, are provided hereunder:

**A. CONSERVATION OF ENERGY**

Your Company is engaged in the financial services sector; hence its operations do not account for substantial energy consumptions. Accordingly, the Company is not required to furnish information in Form A under the head Conservation of Energy. Several environment friendly measures to conserve energy have been adopted by the Company such as:

- Power shutdown of idle monitors.
- Minimizing air-conditioning usage.
- Shutting off all the lights when not in use.
- Educating and making the employees aware to save power.

**B. TECHNOLOGY ABSORPTION**

1	Efforts made towards technology absorption	Management keeps itself abreast of the technological advancements in the industry and ensures continued and sustained efforts towards absorption as well as development of the same to meet business needs and objectives
2	Benefits derived like Product improvement, cost reduction, product development or import substitution	The technological absorption has resulted in improvement in services. However, the benefits derived from the technological advancements are not quantifiable
3	In case of imported technology (imported during the last 3 years, reckoned from the beginning of the financial year) following information may be furnished:	
	(a) Technology imported	Nil
	(b) Year of import	Nil
	(c) Has technology been fully absorbed?	Nil
	(d) If not fully absorbed, areas where this has not taken place, reasons therefore and future plans of action	Nil
4	The expenditure incurred on Research and Development	The Company is engaged in financial services and so there were no activities in the nature of research and development in the business. However, we conduct financial and equity research which is not in the nature of research and development

**C. FOREIGN EXCHANGE EARNINGS AND OUTGO**

During the period under review Foreign Exchange Earning of the Company was ₹ 1.19 lacs and outgo was ₹ 7.66 lacs

**For and on behalf of the Board**

Place: Kolkata  
Date: 27th June 2020

**Naresh Pachisia**  
Managing Director  
DIN: 00233768

**Nikunj Pachisia**  
Whole-time Director  
DIN:0693372

**Annexure H**

**CORPORATE POLICIES**

SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, has mandated the formulation of certain policies for all listed Companies. All our Corporate Governance policies are available on our Company's website i.e www.skpsecurities.com

<b>Name of the Policy</b>	<b>Brief Description</b>	<b>Web link</b>
Code of Conduct for Board Members and Senior Management Personnel	This Code is intended to provide and help in recognizing and dealing with ethical issues, provide mechanism to report unethical conduct The policy has been revised and adopted effective from 01.04.2019 in line with Listing Regulations	<a href="http://www.skpsecurities.com/index.php/investor/policies">http://www.skpsecurities.com/index.php/investor/policies</a>
Code of Conduct for Prohibition of Insider Trading	The policy provides the framework in dealing with securities of the Company The policy has been revised and adopted effective from 01.04.2019 in line with SEBI (Prohibition of Insider Trading Regulation), 2018	<a href="http://www.skpsecurities.com/index.php/investor/policies">http://www.skpsecurities.com/index.php/investor/policies</a>
Nomination and Remuneration Policy	The policy formulates the criteria for determining the remuneration of the Directors, Key Managerial Personnel and other employees	<a href="http://www.skpsecurities.com/index.php/investor/policies">http://www.skpsecurities.com/index.php/investor/policies</a>
Policy for determining Material Subsidiary	The Policy was frame to determine Material Subsidiary of the Company. The Policy has been revised and adopted effective from 01.04.2019 in line with Listing Regulations	<a href="http://www.skpsecurities.com/index.php/investor/policies">http://www.skpsecurities.com/index.php/investor/policies</a>
Policy on Board Diversity	The policy provides details on Board Diversity	<a href="http://www.skpsecurities.com/index.php/investor/policies">http://www.skpsecurities.com/index.php/investor/policies</a>
Policy on Materiality of an Event	The policy applies to disclosures of material events affecting its Company	<a href="http://www.skpsecurities.com/index.php/investor/policies">http://www.skpsecurities.com/index.php/investor/policies</a>
Preservation of Documents and Archival Policy	The Policy deals with the retention and archival of corporate records	<a href="http://www.skpsecurities.com/index.php/investor/policies">http://www.skpsecurities.com/index.php/investor/policies</a>

<b>Name of the Policy</b>	<b>Brief Description</b>	<b>Web link</b>
Policy on Related Party transaction	The Policy regulates all transactions between the Company and its related parties. The policy has been revised and adopted effective from 01.04.2019 in line with Listing Regulations	<a href="http://www.skpsecurities.com/index.php/investor/policies">http://www.skpsecurities.com/index.php/investor/policies</a>
Whistle Blower Policy (Vigil Mechanism)	The Company has adopted a whistle blower mechanism for its Directors / Employees to report concern about unethical behaviour, actual or suspected fraud	<a href="http://www.skpsecurities.com/index.php/investor/policies">http://www.skpsecurities.com/index.php/investor/policies</a>
Corporate Social Responsibility Policy	This policy outlines the Company's strategy to bring about a positive impact on society through programs relating to education, healthcare, environment, hunger, poverty. The policy was adopted on 05.05.2019	<a href="http://www.skpsecurities.com/index.php/investor/policies">http://www.skpsecurities.com/index.php/investor/policies</a>

**Annexure I**

**DECLARATION - CODE OF CONDUCT**

The Board has laid down the Code of Conduct for all the Board Members and Senior Management of the Company, which is hosted on the Company's website [www.skpsecurities.com](http://www.skpsecurities.com). All the Board Members and Senior Management Personnel of the Company, for the Financial Year ended 31st March 2020, have affirmed compliance with the Code of Conduct.

**For SKP Securities Limited**

Place: Kolkata  
Date: 27th June 2020

**Naresh Pachisia**  
*Managing Director*  
DIN: 00233768

## Annexure J

## MD/CFO Certification

[Regulation 33(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

The Board of Directors  
**SKP Securities Limited**

We the undersigned, in our respective capacities as Managing Director and Chief Financial Officer of SKP Securities Limited to the best of our knowledge and belief certify that:

- A. We have reviewed the Audited Financial Statements for the Financial Year ended 31st March 2020 and that to the best of our knowledge and belief:
1. These statements do not contain any false or misleading statement or figures and do not omit any material fact which may make the statements or figures contained therein misleading.
  2. These statements together present a true and fair view of the Company and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the Financial Year which are fraudulent, illegal or violative of the Company's Code of Conduct.
- C. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- D. We have indicated to the Auditors and the Audit Committee:
1. that there have been no significant changes, in internal control over financial reporting during year.
  2. that there have been no significant changes, in accounting policies during the year.
  3. that there have been no instances of significant fraud of which we have become aware and the involvement therein, of the management or an employee having significant role in the Company's internal control systems over financial reporting.

Place: Kolkata  
Dated: 27th June 2020

**Naresh Pachisia**  
*Managing Director*  
DIN: 00233768

**Anil Shukla**  
*Chief Financial Officer*  
PAN: AKLPS0016P

# INDEPENDENT AUDITOR'S REPORT

**Independent Auditor's Report**  
**To The Members of SKP Securities Limited**  
**CIN: L74140WB1990PLC049032**

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

### **Opinion**

We have audited the accompanying Standalone Financial Statements of **SKP Securities Limited** ("the Company"), which comprise the Balance Sheet as at 31st March, 2020, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended and notes to the Standalone Financial Statements, including a summary of the significant accounting policies and other explanatory information (herein after referred to as "standalone financial statements").

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 principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2020, and its losses, total comprehensive loss, changes in equity and its cash flows for the year then ended.

### **Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. 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 ethical requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **Emphasis of Matter**

We draw attention to note no. 33.16 of the financial statements regarding impact of COVID-19 pandemic. The situation continues to be uncertain and the Company is evaluating the situation on an ongoing basis with respect to the challenges faced.

Our opinion is not modified in respect of this matter.

### **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 audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report:

<b>Key Audit Matter</b>	<b>How our audit addressed the key audit matter</b>
<p>Accuracy of recognition, measurement, presentation and disclosures of Investments and other related balances (Note 7 to the Standalone financial statements)</p> <p>Investments include investments made by the Company in equity shares and mutual funds.</p> <p>These investments constitute 17% of the Company's total assets.</p> <p>The valuation of each category of the aforesaid securities is to be done as per the provisions of Ind AS which involves collection of data/information from various sources such as Account statements of mutual funds, Demat statement, financial statements of unlisted companies etc. Considering the complexities and extent of judgement involved in the valuation, this has been determined as Key Audit Matter.</p> <p>Refer Note No. 7 to the standalone financial statements</p>	<p>Our Procedure:</p> <p>We have verified these investments with reference to the provisions of Ind AS as also internal policies and procedure of the Company as follows:</p> <ol style="list-style-type: none"> <li>a. carried out evaluation of the design and operating effectiveness of the internal controls and performed substantive audit procedures.</li> <li>b. Assessed and evaluated the process adopted for collection of information from various sources for determining fair value of these investments.</li> <li>c. Verified compliance with the presentation and disclosure requirements as per Ind AS and the Act. This test was conducted for the entire population.</li> </ol>
<p><b>Modified Audit Procedures carried out in light of COVID-19 outbreak:</b></p> <p>Due to COVID-19 pandemic, Nation-wide lockdown and travel restrictions imposed by Central / State Government / Local Authorities during the period of our audit, the audit could not be conducted by visiting the registered office.</p> <p>As we could not gather audit evidence in person/ physically/ through discussions and personal interactions with the officials at the registered office, we have identified such modified audit procedures as a Key Audit Matter.</p> <p>Accordingly, our audit procedures were modified to carry out the audit remotely.</p>	<p>Due to the outbreak of COVID-19 pandemic that caused nationwide lockdown and other travel restrictions imposed by the Central and State Governments/local administration during the period of our audit, we could not travel to the Registered Office and carry out the audit processes physically at that office.</p> <p>Wherever physical access was not possible, necessary records/ reports/ documents/ certificates were made available to us by the company through digital medium, emails and remote access to their back office software. To this extent, the audit process was carried out on the basis of such documents, reports and records made available to us which were relied upon as audit evidence for conducting the audit and reporting for the current period.</p>

	<p>Accordingly, we modified our audit procedures as follows:</p> <ol style="list-style-type: none"><li>a. Conducted verification of necessary records/ documents electronically through remote access/emails wherever physical access was not possible.</li><li>b. Carried out verification of scanned copies of the documents, deeds, certificates and the related records made available to us through emails and remote access over secure network of the company.</li><li>c. Making enquiries and gathering necessary audit evidence through discussions over phone calls/conference calls, emails and similar communication channels.</li><li>d. Resolution of our audit observations telephonically/through email instead of a face-to-face interaction with the designated officials.</li></ol>
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#### **Information Other than the Standalone financial statements and Auditor’s Report Thereon**

The Company’s Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board’s Report including Annexure to Board’s Report and Shareholder’s Information, but does not include the standalone financial statements and our auditor’s report thereon.

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 during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

#### **Responsibilities of Management and those charged with Governance for the 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, total comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Ind AS. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and

prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone 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.

That Board of Directors are also responsible for overseeing the company's financial reporting process.

### **Auditor's Responsibility 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 may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control 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 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 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.



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 reasonably be expected to outweigh the public interest benefits of such communication.

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

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure A", a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. A. As required by section 143 (3) of the Act, we report that:
  - i. 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.
  - ii. 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.
  - iii. The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, the Statement of Changes in Equity and the Statement of Cash flow dealt with by this Report are in agreement with the relevant books of account.
  - iv. In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - v. On the basis of the written representations received from the Directors as on 31st March, 2020 taken on record by the Board of Directors, none of the directors are disqualified as on 31st March, 2020 from being appointed as a director in terms of section 164(2) of the Act.
  - vi. 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", our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

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.

- vii. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
- a. The Company has disclosed the impact of pending litigations on its financial position in its standalone financial statements –Refer Note No. 33.1 to the standalone financial statements.
  - b. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.
  - c. There has been no delay in transferring amounts, required to be transferred to be transferred to the Investor Education and Protection Fund by the Company.
- B. With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

**For G. P. Agrawal & Co.**  
Chartered Accountants  
Firm's Registration No. - 302082E

**(CA. Sunita Kedia)**  
Partner  
Membership No. 060162

Place: Kolkata  
Date: 27th June, 2020

### **“Annexure A” to the Independent Auditor’s Report**

Statement referred to in paragraph ‘Report on Other Legal and Regulatory Requirements’ of our report of even date to the members of **SKP Securities Limited** on the standalone financial statements for the year ended 31st March, 2020.

- (i) a) The Company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets.
  - b) The fixed assets have been physically verified by the management during the year. Based on our review, no material discrepancies were noticed in respect of fixed assets physically verified during the year and in our opinion the periodicity of such physical verification is reasonable having regard to the size of the Company and nature of its assets.
  - c) The title deeds of immovable properties are held in the name of the Company.
- (ii) As the Company has no inventory, provisions of clause (ii) of para 3 of the said order is not applicable to the Company.
- (iii) The Company has not granted any loan, secured or unsecured, to companies, firms, limited liability partnerships or other parties covered in the register maintained under section 189 of the Act. Therefore, clauses (iii) (a), (b) and (c) of paragraph 3 of the said order are not applicable to the Company.
- (iv) According to the information and explanations given to us and as per records examined by us, there are no loans, guarantees and securities granted in respect of which provisions of Section 185 and 186 of the Act are applicable. Based on our audit procedures performed and according to information and explanations given by the management, the Company has complied with provisions of section 186 of the Act in respect of investments.
- (v) The Company has not accepted any deposit within the meaning of section 73 to 76 or any other relevant provisions of the Act and the rules framed there under. The directives issued by the Reserve Bank of India are not applicable to the Company.
- (vi) The provisions regarding maintenance of the cost records under Section 148(1) of the Act are not applicable to the Company.
- (vii)(a) According to the information and explanations given to us and based on the examination of the records of the Company as provided to us, the Company is regular in depositing undisputed statutory dues including provident fund, employees’ state insurance, income tax, goods and service tax, customs duty, cess and other statutory dues, to the extent applicable, with appropriate authorities and no undisputed amounts payable in respect of the aforesaid dues were outstanding as at 31st March, 2020 for a period of more than six months from the date of becoming payable.

- (b) The disputed statutory dues aggregating to ₹ 11.10 Lacs that have not been deposited on account of matters pending before appropriate authorities are as under:

Name of the Statute	Nature of dues	Period to which pertain	Amount (₹ in Lacs)	Forum where the dispute is pending
Finance Act, 1994	Service Tax	2006-2007 to 2008-2009	4.37	Customs, Excise & Service Tax Appellant Tribunal
Income Tax Act, 1961	Income Tax	2013-14	0.42	Commissioner of Income Tax (Appeals)
Income Tax Act, 1961	Income Tax	2016-17	6.31	Commissioner of Income Tax (Appeals)
	Total		11.10	

**Note:** ₹ 1.96 Lacs have been deposited under protest with Appellant authority in respect of disputed service tax.

- (viii) The Company has not defaulted in repayment of loans or borrowings to bank. The Company has not taken any loan from financial institutions or Government and has not issued any debentures.
- (ix) Based upon the audit procedures performed and the information and explanations given by the management, the Company has not raised any money by way of initial public offer or further public offer (including debt instruments) or term loans during the year. Therefore, clause (ix) of paragraph 3 of the said order is not applicable to the Company.
- (x) Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.
- (xi) According to the information and explanations give to us and based on our examination of the records of the Company, the Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- (xii) The provisions of clause 3 (xii) of the Order regarding Nidhi Company are not applicable to the Company and hence not commented upon.
- (xiii) Based upon the audit procedures performed and the information and explanations given by the management, transactions with the related parties are in compliance with sections 177 and 188 of the Act wherever applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) Based upon the audit procedures performed and the information and explanations given by the management, the Company has not made any preferential allotment or private

placement of shares or fully or partly convertible debentures during the year. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.

- (xv) Based upon the audit procedures performed and the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with them. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
- (xvi) The provisions of Section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

**For G. P. Agrawal & Co.**  
Chartered Accountants  
Firm's Registration No. - 302082E

**(CA. Sunita Kedia)**  
Partner  
Membership No. 060162

Place: Kolkata  
Date: 27th June, 2020

**“Annexure B” to the Independent Auditor’s Report****Report on the Internal Financial Controls under Clause (i) of sub-section 3 of section 143 of the Companies Act, 2013 (“the Act”)**

We have audited the internal financial controls over financial reporting of **SKP Securities Limited** (“the Company”) as of 31st March, 2020 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 (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to Company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

**Auditor’s Responsibility**

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

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

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 31st March, 2020, 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 ICAI.

**For G. P. Agrawal & Co.**

Chartered Accountants  
Firm's Registration No. - 302082E

**(CA. Sunita Kedia)**

Partner  
Membership No. 060162

Place: Kolkata  
Date: 27th June, 2020

**BALANCE SHEET AS AT 31ST MARCH 2020**

(₹ in Lacs)

Particulars		Note No.	As at 31st March, 2020	As at 31st March, 2019
<b>I.</b>	<b>ASSETS</b>			
(1)	<b>Financial Assets</b>			
	(a) Cash and Cash Equivalents	4	19.71	53.71
	(b) Bank Balances other than (a) above	5	1,151.84	249.57
	(c) Receivables			
	(i) Trade Receivables	6	403.70	209.03
	(d) Investments	7	493.68	1,743.12
	(e) Other Financial Assets	8	333.18	607.12
	<b>Total Financial Assets</b>		<b>2,402.11</b>	<b>2,862.55</b>
(2)	<b>Non - Financial Assets</b>			
	(a) Current Tax Assets (Net)	16(ii)	9.63	-
	(b) Deferred Tax Assets (Net)	9	-	14.65
	(c) Property, Plant and Equipment	10	388.98	408.84
	(d) Right of Use Assets	11	50.71	-
	(e) Other Non Financial Assets	12	80.19	36.11
	<b>Total Non Financial Assets</b>		<b>529.51</b>	<b>459.60</b>
	<b>Total Assets</b>		<b>2,931.62</b>	<b>3,322.15</b>
<b>II.</b>	<b>EQUITY AND LIABILITIES</b>			
(1)	<b>Financial Liabilities</b>			
	(a) Payables			
	(i) Trade Payables	13		
	Total outstanding dues of micro enterprises and small enterprises		-	-
	Total outstanding dues of creditors other than micro enterprises and small enterprises		543.29	216.78
	(b) Borrowings (other than Debt Securities)	14	22.36	41.45
	(c) Other Financial Liabilities	15	181.62	128.02
	<b>Total Financial Liabilities</b>		<b>747.27</b>	<b>386.25</b>
(2)	<b>Non - Financial Liabilities</b>			
	(a) Current Tax Liabilities (Net)	16(i)	-	15.14
	(b) Deferred Tax Liabilities (Net)	9	7.16	-
	(c) Provisions	17	10.89	8.56
	(d) Other Non Financial Liabilities	18	11.04	8.29
	<b>Total Non Financial Liabilities</b>		<b>29.09</b>	<b>31.99</b>
(3)	<b>Equity</b>			
	(a) Equity Share Capital	19	340.44	439.94
	(b) Other Equity	20	1,814.82	2,463.97
	<b>Total Equity</b>		<b>2,155.26</b>	<b>2,903.91</b>
	<b>Total Equity and Liabilities</b>		<b>2,931.62</b>	<b>3,322.15</b>
	Corporate Information	1		
	Significant Accounting Policies & Estimates	2-3		
	Other Disclosures	33		

The accompanying notes 1 to 33 are an integral part of the standalone financial statements.

 As per our Report of even date attached  
 For **G. P. AGRAWAL & CO.**  
*Chartered Accountants*  
 Firm's Registration Number - 302082E

**CA. Sunita Kedia**  
 Partner  
 (Membership No. 60162)

 Place of Signature: Kolkata  
 Date: 27th June, 2020

**For and on behalf of the Board**
**Naresh Pachisia**  
*Managing Director*  
 DIN:00233768

**Anil Shukla**  
*Chief Financial Officer*  
 PAN: AKLPS0016P

**Nikunj Pachisia**  
*Whole-time Director*  
 DIN: 06933720

**Alka Khetawat**  
*Company Secretary*  
 Membership No. 47322



**STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2020**

(₹ in Lacs)

Particulars	Note No.	For the Year ended 31st March, 2020	For the Year ended 31st March, 2019
<b>Revenue From Operations</b>			
Interest Income	21	110.36	89.99
Brokerage and Fee Income	22	980.98	959.47
Net Gain on Fair Value Changes	23	11.01	149.05
<b>I. Total Revenue from Operations</b>		<b>1,102.35</b>	<b>1,198.51</b>
<b>II. Other Income</b>	24	5.79	2.52
<b>III. Total Income</b>		<b>1,108.14</b>	<b>1,201.03</b>
<b>IV. Expenses:</b>			
Finance Costs	25	15.93	31.31
Brokerage and Fee Expense	26	224.63	157.75
Net Loss on Fair Value Changes	27	80.83	-
Employee Benefits Expenses	28	374.98	346.77
Depreciation and Amortisation Expenses	29	60.36	28.26
Other Expenses	30	349.69	394.03
<b>Total Expenses</b>		<b>1,106.42</b>	<b>958.12</b>
<b>V. Profit/(Loss) before Tax</b>		<b>1.72</b>	<b>242.91</b>
<b>VI. Tax expense</b>			
Current tax	31	8.85	58.45
Deferred tax	31	21.81	1.35
		30.66	59.80
<b>VII. Profit/(Loss) for the Year</b>		<b>(28.94)</b>	<b>183.11</b>
<b>VIII. Other Comprehensive Income</b>			
Items that will not be reclassified to Profit or Loss			
Remeasurements of Defined Benefits Plan		(5.04)	(3.49)
Income tax relating to above item		1.40	0.97
Other Comprehensive Income for the Year, Net of Tax		(3.64)	(2.52)
<b>IX. Total Comprehensive Income for the Year</b>		<b>(32.58)</b>	<b>180.59</b>
<b>X. Earnings per Equity Share</b> (Nominal Value per Share ₹ 10/- each)			
- Basic (₹)	32	(0.72)	4.16
- Diluted (₹)	32	(0.72)	4.16
Weighted Number of shares used in computing Earnings Per Equity Share		4,037,829	4,399,400
Corporate Information	1		
Significant Accounting Policies & Estimates	2-3		
Other Disclosures	33		

The accompanying notes 1 to 33 are an integral part of the standalone financial statements.

As per our Report of even date attached  
For **G. P. AGRAWAL & CO.**  
Chartered Accountants  
Firm's Registration Number - 302082E

**CA. Sunita Kedia**  
Partner  
(Membership No. 60162)

Place of Signature: Kolkata  
Date: 27th June, 2020

**For and on behalf of the Board**

**Naresh Pachisia**  
Managing Director  
DIN:00233768

**Nikunj Pachisia**  
Whole-time Director  
DIN: 06933720

**Anil Shukla**  
Chief Financial Officer  
PAN: AKLPS0016P

**Alka Khetawat**  
Company Secretary  
Membership No. 47322

**STATEMENT OF CHANGES IN EQUITY FOR YEAR ENDED 31ST MARCH 2020**
**(a) EQUITY SHARE CAPITAL**

(₹ in Lacs)

Particulars	Balance at the beginning of the year	Changes in equity share capital during the year	Balance at the end of the year
For the year ended 31st March 2019	439.94	–	439.94
For the year ended 31st March 2020	439.94	(99.50)	340.44

**(b) OTHER EQUITY**

(₹ in Lacs)

Particulars	Reserves and Surplus				Total
	General Reserve	Securities Premium	Capital Redemption Reserve	Retained Earnings	
<b>Balance as at 1st April, 2018</b>	<b>117.20</b>	<b>231.65</b>	<b>121.56</b>	<b>1,812.97</b>	<b>2,283.38</b>
Profit/(Loss) for the Year	–	–	–	183.11	183.11
Other Comprehensive Income (net of tax)	–	–	–	(2.52)	(2.52)
Transfer to/ from General Reserve/Retained Earnings	10.00	–	–	(10.00)	–
<b>Balance as at 31st March, 2019</b>	<b>127.20</b>	<b>231.65</b>	<b>121.56</b>	<b>1,983.56</b>	<b>2,463.97</b>
<b>Balance as at 1st April, 2019</b>	<b>127.20</b>	<b>231.65</b>	<b>121.56</b>	<b>1,983.56</b>	<b>2,463.97</b>
Profit/(Loss) for the Year	–	–	–	(28.94)	(28.94)
Other Comprehensive Income (Net of Tax)	–	–	–	(3.64)	(3.64)
Utilised for buy back of shares (Refer note 19(f))	–	(231.65)	–	(384.92)	(616.57)
Transfer to/from Capital Redemption Reserve	–	–	99.50	(99.50)	–
<b>Balance as at 31st March, 2020</b>	<b>127.20</b>	<b>–</b>	<b>221.06</b>	<b>1,466.56</b>	<b>1,814.82</b>

The accompanying notes 1 to 33 are an integral part of the standalone financial statements.

 As per our Report of even date attached  
 For **G. P. AGRAWAL & CO.**  
*Chartered Accountants*  
 Firm's Registration Number - 302082E

**CA. Sunita Kedia**  
 Partner  
 (Membership No. 60162)

 Place of Signature: Kolkata  
 Date: 27th June, 2020

**For and on behalf of the Board**
**Naresh Pachisia**  
*Managing Director*  
 DIN:00233768

**Anil Shukla**  
*Chief Financial Officer*  
 PAN: AKLPS0016P

**Nikunj Pachisia**  
*Whole-time Director*  
 DIN: 06933720

**Alka Khetawat**  
*Company Secretary*  
 Membership No. 47322

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2020**

(₹ in Lacs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
<b>A CASH FLOW FROM OPERATING ACTIVITIES</b>		
<b>Profit Before Tax</b>	<b>1.72</b>	<b>242.91</b>
Adjustments to reconcile Profit Before Tax to Cash Flow provided by		
<b>Operating Activities :</b>		
Finance Costs	15.93	31.31
Dividend Income	(0.05)	(0.05)
Depreciation & Amortisation Expense	60.36	28.26
Profit on Sale of Investments	(11.01)	(74.39)
Net Loss/(Gain) on Fair Value Changes	80.83	(74.66)
Bad Debts written off	-	0.97
<b>Operating Profit before Working Capital changes</b>		
<b>Adjustments to reconcile</b>		
<b>Operating Profit to Cash Flow provided by changes in</b>		
<b>Working Capital :</b>	<b>147.78</b>	<b>154.35</b>
Increase/(Decrease) in Trade Payables, Other Liabilities and Provisions	328.55	(186.30)
Decrease/(Increase) in Trade Receivables, Loans, Advances and Other Assets	(867.08)	161.09
<b>Cash Generated from Operations</b>	<b>(390.75)</b>	<b>129.14</b>
Less: Tax Expense	(33.62)	(83.44)
<b>Net Cash Generated / (Used) - Operating Activities</b>	<b>(424.37)</b>	<b>45.70</b>
<b>B CASH FLOW FROM INVESTING ACTIVITIES</b>		
Additions to Property, Plant and Equipment	(38.21)	(3.54)
Purchase of Investments	(2,011.60)	(2,344.65)
Sale of Investments	3,179.00	2,619.53
Sale of Subsidiary	12.22	-
Dividend Income	0.05	0.05
<b>Net Cash Generated / (Used) - Investing Activities</b>	<b>1,141.46</b>	<b>271.39</b>
<b>C CASH FLOW FROM FINANCING ACTIVITIES</b>		
Buyback of Shares	(696.50)	-
Expenses on Buyback	(19.57)	-
Repayment of Long Term Borrowings	(19.00)	(108.23)
Proceeds from/(Repayment of) Short Term Borrowings (Net)	(0.09)	(106.03)
Finance Cost	(15.93)	(31.31)
<b>Net Cash Generated / (Used) - Financing Activities</b>	<b>(751.09)</b>	<b>(245.57)</b>
<b>Net Increase/(Decrease) in Cash &amp; Cash Equivalents (A+B+C)</b>	<b>(34.00)</b>	<b>71.52</b>
<b>Opening Cash and Cash Equivalents</b>	<b>53.71</b>	<b>(17.81)</b>
<b>Closing Cash and Cash Equivalents</b>	<b>19.71</b>	<b>53.71</b>

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2020 (Contd.)**

**Notes:**

1) The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in the Indian Accounting Standard (Ind AS) - 7 on Statement of Cash Flows.

(₹ in Lacs)

Particulars	As on 31.03.2020	As on 31.03.2019
2) Cash and Cash Equivalents at the end of the year consists of:		
a) Balance with Banks on Current Accounts	14.50	48.64
b) Cash on Hand	5.12	4.89
c) Stamps on Hand	0.09	0.18
Closing Cash and Cash Equivalents (Refer Note 4)	19.71	53.71
Closing Cash and Cash Equivalents for the purpose of Cash Flow Statement	19.71	53.71

- 3) Cash and Cash Equivalents do not include any amount which is not available to the Company for its use.
- 4) Consideration for Sale of Shares of Subsidiary has been fully discharged by means of Cash.
- 5) Changes in liabilities arising from financial liabilities, movement in assets and liabilities arising from financing activities does not increase any non cash charges.
- 6) Figure in brackets represent cash outflow from respective activities.

The accompanying notes 1 to 33 are an integral part of the standalone financial statements.

As per our Report of even date attached  
For **G. P. AGRAWAL & CO.**  
*Chartered Accountants*  
Firm's Registration Number - 302082E

**CA. Sunita Kedia**  
Partner  
(Membership No. 60162)

Place of Signature: Kolkata  
Date: 27th June, 2020

**For and on behalf of the Board**

<b>Naresh Pachisia</b> <i>Managing Director</i> DIN:00233768	<b>Nikunj Pachisia</b> <i>Whole-time Director</i> DIN: 06933720
<b>Anil Shukla</b> <i>Chief Financial Officer</i> PAN: AKLPS0016P	<b>Alka Khetawat</b> <i>Company Secretary</i> Membership No. 47322

## **NOTE NO. 1**

### **1. Company Overview**

SKP Securities Limited ('the Company') incorporated on 18th May, 1990, is a Public Limited Company domiciled in India and has its Registered Office at Chatterjee International Centre, Level 21, 33A, Jawaharlal Nehru Road, Kolkata - 700 071. Its shares are listed on BSE Ltd. The Company is engaged in the business of providing stock broking services, depository services, distribution of mutual funds, merchant banking and advisory services.

The Company is registered with Securities and Exchange Board of India (SEBI) as a member of National Stock Exchange of India Limited (NSE) and BSE Ltd., as a Depository Participant on National Securities Depository Limited (NSDL), Central Depository Services (India) Ltd. (CDSL) and as Research Analysts, Merchant Banker, Portfolio Manager and Investment Adviser. It is also registered with Association of Mutual Fund of India (AMFI) as a Mutual Fund Adviser.

Financial Statements for the year ended 31st March, 2020 were approved for issue by the Board of Directors on 27th June, 2020.

## **NOTE NO. 2**

### **2. Significant accounting policies**

#### **2.1 Statement of Compliance with Ind AS**

These financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) specified under Section 133 of the Companies Act, 2013 ('the Act') read with Companies (Indian Accounting Standards) Rules, 2015. The financial statements have also been prepared in accordance with the relevant presentation requirements of the Act. The Company adopted Ind AS from 1st April, 2017.

#### **2.2 Basis of preparation**

These financial statements are prepared in accordance with the historical cost convention on the accrual basis, except for certain items that are measured at fair values, as explained in the accounting policies. Historical cost is generally based on the fair value of the consideration in exchange for goods and services.

The Company is covered in the definition of Non-Banking Financial Company as defined in Companies (Indian Accounting Standards) (Amendment) Rules, 2016. As per the format prescribed under Division III of Schedule III to the Companies Act, 2013 on 11 October 2013, the Company presents the Balance Sheet, the Statement of Profit and Loss and the Statement of Changes in Equity in the order of liquidity. A Maturity Analysis of Recovery or Settlement of Assets and Liabilities within 12 months after the reporting date and more than 12 months after the reporting date is presented in note no. 33.14.

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

All amount disclosed in the financial statements including notes thereon have been rounded off to the nearest lac.

#### **2.3 Use of estimates**

The preparation of financial statements in conformity with Ind AS requires management to make judgements, estimates and assumptions that affect the application of the accounting policies and the reported amounts of assets and liabilities, the disclosure of contingent assets

and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the year. Actual results could differ from those estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, they are recognised in the period of the revision and future periods, if the revision affects both current and future periods.

#### 2.4 Property, Plant and Equipment (PPE) and Depreciation

- a) Property, Plant and Equipment are stated at cost of acquisition less accumulated depreciation and impairment, if any. For this purpose, cost includes deemed cost which represents the carrying value of PPE recognised as at 1st April, 2016 measured as per the previous GAAP.
- b) Cost is inclusive of inward freight, non-refundable taxes and duties and directly attributable costs of bringing an asset to the location and condition of its intended use. Expenses capitalised also include applicable borrowing costs for qualifying assets, if any. All upgradation / enhancements are charged off as revenue expenditure unless they bring similar significant additional benefits.
- c) The cost and related accumulated depreciation are derecognised from the financial statements upon sale or retirement of the asset and the resultant gains or losses are recognized in the Statement of Profit and Loss.
- d) Depreciation of these assets commences when the assets are ready for their intended use which is generally on commissioning. Depreciation on items of PPE is provided on a straight line basis to allocate their cost, net of their residual value over the estimated useful life of the respective asset as specified in Schedule II to the Act which in the view of the management best represents the period for which the asset is expected to be used:
- e) The Estimated Useful Lives of PPE of the Company are as follows:
 

Freehold Premises	60 years
Office equipment	5 years
Furniture and fixtures	10 years
Computers, Servers and other Information Technology Equipments	3 to 6 years
Vehicles	8 years
- f) Assets' residual values, useful lives and methods of depreciation are reviewed at each financial year end and adjusted prospectively, if appropriate. The residual life is considered as 5% of the value of PPE.

#### 2.5 Impairment of Assets

As at each balance sheet date, the Company assesses whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, if any, an impairment loss is recognized for the amount by which the carrying amount of the asset exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use.

If at the balance sheet date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the impairment loss previously recognized is reversed such that the asset is recognized at its recoverable amount but not exceeding written down value which would have been reported if the impairment loss had not been recognized.

## **2.6 Revenue recognition**

Revenue is measured based on the consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties. The Company recognizes revenue when it transfers control over a product or service to customers in accordance with Ind AS 115.

The Company recognizes revenue to depict the transfer of promised goods or services to customers in amounts that reflect the payment to which the Company expects to be entitled in exchange for those goods or services by applying the following steps:

Step -1- Identify the contract with a customer;

Step -2- Identify the performance obligations in the contract;

Step -3- Determine the transaction price;

Step -4- Allocate the transaction price to the performance obligations in the contract;

Step -5- Recognize the revenue when (or as) the Company satisfies a performance obligation.

*The Company is engaged in the business of providing stock broking services, depository services, distribution of mutual funds, wealth and other advisory services. The recognition criteria is as follows:*

### **a) Broking Services**

Income from broking activities and transactions in respect of dealing in shares and securities are recognised as the performance obligations are satisfied viz is on the date of settlement on the respective stock exchange.

### **b) Distribution Services**

Brokerage/commission from mutual funds and on distribution of third party products are recognised when the Company's right to receive the same is established.

### **c) Depository and Advisory Services**

Income from Depository and Advisory services are recognised as the performance obligations are satisfied on the basis of agreement entered into with the clients and when the Company's right to receive the income is established or as mutually agreed.

### **d) Interest income**

Interest income is recorded on accrual basis using the effective interest rate (EIR) method.

### **e) Dividend Income**

Dividend income is recognised when the Company's right to receive the dividend is established.

## **2.7 Foreign Currency Transactions**

The functional and presentation currency of the Company is Indian Rupee.

Transactions in foreign currency are accounted for at the exchange rate prevailing on the transaction date. Gains/ losses arising on settlement as also on translation of monetary items are recognised in the Statement of Profit and Loss.

## **2.8 Borrowing costs**

Borrowing costs that are directly attributable to the acquisition and/or construction of a qualifying asset are capitalized as part of the cost of such asset till such time that is required

to complete and prepare the asset to get ready for its intended use. A qualifying asset is one that necessarily takes a substantial period of time to get ready for its intended use.

All other borrowing costs are charged to the Statement of Profit and Loss in the period in which they are incurred.

## 2.9 Provisions, contingent liabilities and contingent assets

- a) Provisions are recognized only when there is a present obligation, as a result of past events and when a reliable estimate of the amount of obligation can be made at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates. Provisions are discounted to their present values, where the time value of money is material.
- b) Contingent liability is disclosed for possible obligations which will be confirmed only by future events not wholly within the control of the Company or present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.
- c) Contingent assets are neither recognized nor disclosed except when realisation of income is virtually certain, related asset is disclosed.
- d) Provisions, contingent liabilities and contingent assets are reviewed at each balance sheet date.

## 2.10 Employee benefits

### a) Short-term employee benefits

Short-term employee benefits in respect of salaries and wages, including non-monetary benefits are recognised as an expense at the undiscounted amount in the Statement of Profit and Loss for the year in which the related service is rendered.

### b) Defined contribution plans

Company's Contributions to Provident Fund are charged to the Statement of Profit and Loss in the year when the contributions to the respective funds are due.

### c) Defined benefit plans

Gratuity is in the nature of a defined benefit plan. The cost of providing benefits under the defined benefit obligation is calculated on the basis of actuarial valuations carried out at reporting date by independent Actuary using the projected unit credit method. Service costs and net interest expense or income is reflected in the Statement of Profit and Loss. Gain or Loss on account of re-measurements are recognised immediately through other comprehensive income in the period in which they occur.

## 2.11 Financial instruments, Financial assets, Financial liabilities and Equity instruments

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the relevant instrument and are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities measured at fair value through profit or loss) are added to or deducted from the fair value on initial recognition of financial assets or financial liabilities.

### i) Financial Assets

#### (a) Recognition

Financial assets include Investments, Trade receivables, Advances, Security Deposits, Cash and cash equivalents. Such assets are initially recognised at transaction price



when the Company becomes party to contractual obligations. The transaction price includes transaction costs unless the asset is being fair valued through the Statement of Profit and Loss.

**(b) Classification**

Management determines the classification of an asset at initial recognition depending on the purpose for which the assets were acquired. The subsequent measurement of financial assets depends on such classification.

Financial assets are classified as those measured at:

- 1) Amortised cost, where the financial assets are held solely for collection of cash flows arising from payment of principal and/or interest.
- 2) Fair value through other comprehensive income (FVTOCI), where the financial assets are held not only for collection of cash flows arising from payments of principal and interest but also from the sale of such assets. Such assets are subsequently measured at fair value, with unrealised gains and losses arising from changes in the fair value being recognised in other comprehensive income.
- 3) Fair value through profit or loss (FVTPL), where the assets does not meet the criteria for categorization as at amortized cost or as FVTOCI. Such assets are subsequently measured at fair value, with unrealised gains and losses arising from changes in the fair value being recognised in the Statement of Profit and Loss in the period in which they arise.

Trade receivables, Advances, Security Deposits, Cash and cash equivalents etc. are classified for measurement at amortised cost while investments may fall under any of the aforesaid classes. However, in respect of particular investments in equity instruments that would otherwise be measured at fair value through profit or loss, an irrevocable election at initial recognition may be made to present subsequent changes in fair value through other comprehensive income.

**(c) Impairment**

The Company assesses at each reporting date whether a financial asset (or a group of financial assets) such as investments, trade receivables, advances and security deposits held at amortised cost and financial assets that are measured at fair value through other comprehensive income are tested for impairment based on evidence or information that is available without undue cost or effort.

The Company recognizes loss allowances using the expected credit loss (ECL) model and ECL impairment loss allowance are measured at an amount equal to lifetime ECL.

Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.

**(d) De-recognition**

Financial assets are derecognised when the right to receive cash flows from the assets has expired, or has been transferred, and the Company has transferred substantially all of the risks and rewards of ownership. If the asset is one that is measured at:

- (i) Amortised cost, the gain or loss is recognised in the Statement of Profit and Loss;
- (ii) Fair value through other comprehensive income, the cumulative fair value

adjustments previously taken to reserves are reclassified to the Statement of Profit and Loss unless the asset represents an equity investment in which case the cumulative fair value adjustments previously taken to reserves is reclassified within equity.

**ii) Financial liabilities**

Borrowings, trade payables and other financial liabilities are initially recognised at the value of the respective contractual obligations. They are subsequently measured at amortised cost.

Financial liabilities are derecognised when the liability is extinguished, that is, when the contractual obligation is discharged, cancelled and on expiry.

**iii) Equity instruments**

Equity instruments are recognised at the value of the proceeds, net of direct costs of the capital issue.

**iv) Offsetting of financial instruments**

Financial assets and liabilities are offset and the net amount is included in the Balance Sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

**v) Dividend distribution**

Dividends paid (including income tax thereon) is recognised in the period in which the interim dividends are approved by the Board of Directors, or in respect of the final dividend when approved by shareholders.

**vii) Fair value measurement**

The Company measures financial instruments at fair value at each Balance Sheet date.

For some assets and liabilities, observable market transactions or market information might be available. For other assets and liabilities, observable market transactions and market information might not be available. However, the objective of a fair value measurement in both cases is the same—to estimate the price at which an orderly transaction to sell the asset or to transfer the liability would take place between market participants at the measurement date under current market conditions.

In determining the fair value of financial instruments, the Company uses a variety of methods and assumptions that are based on market conditions and risks existing at each Balance Sheet date.

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

- Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.
- Level 3: Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

## 2.12 Taxes

Taxes on income comprises of current taxes and deferred taxes. Current tax in the Statement of Profit and Loss is provided as the amount of tax payable in respect of taxable income for the period using tax rates and tax laws enacted during the period, together with any adjustment to tax payable in respect of previous years.

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities and the amounts used for taxation purposes (tax base), at the tax rates and tax laws enacted or substantively enacted by the end of the reporting period.

Deferred tax assets are recognized for deductible temporary differences, the carry forward of unused tax credits and any unused tax losses to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised.

Unrecognised deferred tax assets are re-assessed at each balance sheet date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Income tax, in so far as it relates to items disclosed under other comprehensive income or equity, are disclosed separately under other comprehensive income or equity, as applicable.

## 2.13 Earnings per Share

- a) Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) by the weighted-average number of equity shares outstanding during the period.
- b) For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted-average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

The number of equity shares and potential dilutive equity shares are adjusted retrospectively for all periods presented for any share split and bonus shares issues including for changes effected prior to the approval of the financial statements by the Board of Directors.

## 2.14 Leases

The Company has adopted IND AS 116 “Leases” with the date of initial application being 1st April, 2019, using the Modified Retrospective Method. On transition to IND AS 116, Right of Use assets as at 1st April, 2019 for lease previously classified as operating lease were recognised and measured at an amount equal to lease liabilities and there is no impact on the retained earnings on account of the above information. Accordingly, previous period information has not been reinstated.

### a. Where the Company is the lessee

The Company’s lease asset classes primarily consist of land and buildings. The Company assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset

for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (a) the contract involves the use of an identified asset, (b) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (c) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a right-of use asset ("ROU") and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short- term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements includes the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-Use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of Use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates. Lease liabilities are re-measured with a corresponding adjustment to the related right of use asset if the Company changes its assessment if whether it will exercise an extension or a termination option.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

**b. Where the Company is the lessor**

Leases for which the Company is a lessor is classified as a finance or operating lease. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

When the Company is an intermediate lessor, it accounts for its interests in the head lease and the sublease separately. The sublease is classified as a finance or operating lease by reference to the right-of-use asset arising from the head lease.

For operating leases, rental income is recognized on a straight line basis over the term of the relevant lease.

### **2.15 Cash and cash equivalents**

Cash and cash equivalents in the Balance Sheet comprise cash on hand, cheques on hand, balance with banks on current accounts and short term, highly liquid investments with an original maturity of three months or less and which carry insignificant risk of changes in value.

For the purpose of the Cash Flow Statement, Cash and cash equivalents consist of Cash and cash equivalents, as defined above and net of outstanding book overdrafts as they are considered an integral part of the Company's cash management.

### **2.16 Cash Flow Statement**

Cash flows are reported using the indirect method, whereby profit/loss before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing flows. The cash flows from operating, investing and financing activities of the Company are segregated.

## **NOTE NO. 3**

### **3.1 Critical Accounting Estimates**

#### **(i) Estimation of Defined benefit obligations**

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each financial year end.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans, the actuary considers the interest rates of government bonds.

The mortality rate is based on publicly available mortality tables. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates.

#### **(ii) Provisions and Contingent Liabilities**

The Company has ongoing litigations with various regulatory authorities and third parties. Where an outflow of funds is believed to be probable and are liable estimate of the outcome of the dispute can be made based on management's assessment of specific circumstances of each dispute and relevant external advice, management provides for its best estimate of the liability. Such accruals are by nature complex and can take number of years to resolve and can involve estimation uncertainty. Information about such litigations is provided in notes to the financial statements.

**NOTE NO: 4 CASH AND CASH EQUIVALENTS**

(₹ in Lacs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
<b>Balances with Banks</b>		
In current accounts	14.50	48.64
Cash on hand	5.12	4.89
Stamps on hand	0.09	0.18
<b>Total</b>	<b>19.71</b>	<b>53.71</b>

**NOTE NO: 5 BANK BALANCES OTHER THAN(4) ABOVE**

(₹ in Lacs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
<b>Earmarked balances with Banks</b>		
Unpaid Dividend	2.14	3.49
Current deposits*	265.92	145.36
<b>Fixed deposit pledged as security/margin deposit</b>		
Current portion of original maturity period more than 12 months	883.78	100.72
<b>Total</b>	<b>1,151.84</b>	<b>249.57</b>

\* Balance with banks in Client Money Account not available for use of the Company

**NOTE NO: 6 TRADE RECEIVABLES**

(₹ in Lacs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
<b>Carried at amortized cost</b>		
Receivable considered good - Unsecured	403.70	209.03
<b>Total</b>	<b>403.70</b>	<b>209.03</b>

Trade Receivables are interest bearing and are generally on terms of 1 to 7 days

(₹ in Laacs)

**NOTE NO: 7 INVESTMENTS**

Investments	As at 31st March, 2020				As at 31st March, 2019				Total		
	Amor- tised cost	At Fair Value			Amortised Cost	At Fair Value				Sub - Total	
		Through Other Com- prehensive Income	Through Profit or Loss	Designated at Fair Val- ue through Profit or Loss		Through Profit or Loss	Designated at Fair Value through Profit or Loss	Others At Cost			
Mutual Funds	-	491.68	-	-	-	1,729.12	-	-	1,729.12	-	1,729.12
<b>Equity Instruments:</b>											
Subsidiary	-	-	-	-	-	-	-	-	-	12.00	12.00
Other	-	2.00	-	-	-	2.00	-	-	2.00	-	2.00
<b>Total - Gross (A)</b>	-	<b>493.68</b>	-	<b>493.68</b>	-	<b>1,731.12</b>	-	-	<b>1,731.12</b>	<b>12.00</b>	<b>1,743.12</b>
(i) Investments outside India	-	-	-	-	-	-	-	-	-	-	-
(ii) Investments in India	-	493.68	-	493.68	-	1,731.12	-	-	1,731.12	12.00	1,743.12
<b>Total (B)</b>	-	<b>493.68</b>	-	<b>493.68</b>	-	<b>1,731.12</b>	-	-	<b>1,731.12</b>	<b>12.00</b>	<b>1,743.12</b>
Less: Allowance for Impairment Loss (C)	-	-	-	-	-	-	-	-	-	-	-
<b>Total : Net D= (A)-(C)</b>	-	<b>493.68</b>	-	<b>493.68</b>	-	<b>1,731.12</b>	-	-	<b>1,731.12</b>	<b>12.00</b>	<b>1,743.12</b>

Refer Note 7(i) for Details

**NOTE NO. : 7 (i)**
**(i) INVESTMENTS**

Particulars	Face value	Number of Units	As at 31st March, 2020 (₹ in Lacs)	Number of Units	As at 31st March, 2019 (₹ in Lacs)
<b>Mutual Funds (All Direct Growth Plans)</b>					
<b>(At fair value through Profit or Loss)</b>					
<b>Quoted - Fully paid up</b>					
Axis Banking & PSU Debt Fund	1000	-	-	5,653	100.04
Axis Small Cap Fund	10	64,053	22.76	-	-
DSP Black Rock Balanced Fund	10	32,960	8.59	-	-
Franklin India Equity Hybrid Fund	10	61,027	64.50	65,219	84.38
HDFC Balance Advantage Fund	10	22,807	35.85	22,807	47.69
HDFC Hybrid Equity Fund	10	99,875	44.43	118,887	67.41
ICICI Prudential Equity & Debt Fund	10	77,167	88.10	92,044	132.62
ICICI Prudential Small Cap Fund	10	74,934	14.05	-	-
IDFC Banking & PSU Debt Fund	10	-	-	462,392	75.03
IDFC Bond Fund - STP	10	-	-	189,729	75.03
Kotak Hybrid Equity Plan	10	-	-	566,783	82.94
Mirae Asset Emerging Bluechip Fund	10	55,063	24.85	55,063	31.06
Mirae Asset Hybrid Equity Plan	10	504,469	67.58	566,783	89.26
Nippon India Equity Hybrid Fund (Formerly Reliance Hybrid Fund)	10	113,427	43.37	147,909	87.46
Nippon India Equity Hybrid Fund Segregated Portfolio 1 (Formerly Reliance Hybrid Fund-Segregated Portfolio 1)	10	147,909	0.08	-	-
Nippon India Equity Hybrid Fund Segregated Portfolio 2	10	113,427	-	-	-
Reliance Pharma Fund	10	-	-	14,722	23.53
SBI Equity Hybrid Plan	10	-	-	69,096	89.73
Tata Mid Cap Growth Fund	10	17,132	19.68	-	-
Aditya Birla Sun Life Overnight Fund	1,000	-	-	376	3.86
DSP Overnight Fund	1,000	-	-	241	2.45
HDFC Overnight Fund	1,000	-	-	5,351	151.01
HDFC Short Term Debt Fund	10	252,700	57.84	480,058	100.00
ICICI Prudential Liquid Fund	10	-	-	4,548	12.57
ICICI Prudential Overnight Fund	10	-	-	245,249	251.08
ICICI Prudential Constant Maturity Gilt Fund	10	-	-	387,183	59.36
IDFC Overnight Fund	1,000	-	-	16,024	162.26
SBI Overnight Fund	1,000	-	-	11	0.35



NOTE NO. : 7 (i) (cond.)

(i) NON-CURRENT INVESTMENTS

Particulars	Face value	Number of Units	As at 31st March, 2020 (₹ in Lacs)	Number of Units	As at 31st March, 2019 (₹ in Lacs)
<b>Equity Instruments</b>					
<b>In a subsidiary (At cost)</b>					
<b>Unquoted - Fully paid up</b>					
SKP Insurance Advisors Private Limited	10	–	–	20,000	12.00
<b>In Others (At Fair Value through Profit or Loss)</b>					
<b>Unquoted - Fully Paid Up :</b>					
Calcutta Stock Exchange Ltd.	1	250	2.00	250	2.00
<b>Total</b>			<b>493.68</b>		<b>1,743.12</b>
Aggregate amount of Quoted Investments			491.68		1,729.12
Aggregate Market Value of Quoted Investments			491.68		1,729.12
Aggregate amount of Unquoted Investments			2.00		14.00
Aggregate amount of Impairment in Value of Investments			–		–

Out of the investment in units of mutual funds, units worth ₹ 480.43 lacs (Previous Year ₹ 136.01 lacs) are pledged/under lien with Banks, Clearing Corporation and others for overdraft/Margin facility. Total Outstanding in Overdraft Account against pledge/lien of these units as on 31st March, 2020 is ₹ Nil (Previous Year - ₹ 0.09 lacs).

NOTE NO: 8 OTHER FINANCIAL ASSETS

(₹ in Lacs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Security Deposits	134.16	295.41
<b>Fixed Deposit pledged as Security/Margin Deposit</b>		
Original Maturity Period more than 12 months	150.00	293.00
Interest Accrued but not due on Fixed Deposits	46.92	16.94
Other Recoverables	2.10	1.77
<b>Total</b>	<b>333.18</b>	<b>607.12</b>

NOTE NO: 9 DEFERRED TAX ASSETS (NET)

As at 31st March, 2020

(₹ in Lacs)

Particulars	Opening Balance	Recognized in Profit & Loss	Recognized in OCI	Closing Balance
<b>Tax effect of items constituting deferred tax assets</b>				
MAT credit entitlement	25.67	(19.81)	–	5.86
	<b>25.67</b>	<b>(19.81)</b>	<b>–</b>	<b>5.86</b>
<b>Tax effect of items constituting deferred tax liabilities</b>				
Property, Plant and Equipment	5.40	5.50	–	10.90
Investment	5.62	(3.50)	–	2.12
	<b>11.02</b>	<b>2.00</b>	<b>–</b>	<b>13.02</b>
<b>Net deferred tax assets/income</b>	<b>14.65</b>	<b>(21.81)</b>	<b>–</b>	<b>(7.16)</b>

As at 31st March, 2019

Particulars	Opening Balance	Recognized in Profit & Loss	Recognized in OCI	Closing Balance
<b>Tax effect of items constituting deferred tax assets</b>				
Property, Plant and Equipment	16.00	(21.40)	–	(5.40)
Investment	–	(5.62)	–	(5.62)
MAT Credit Entitlement	–	25.67	–	25.67
<b>Tax effect of items constituting deferred tax liabilities</b>				
	–	–	–	–
<b>Net deferred tax assets/income</b>	<b>16.00</b>	<b>(1.35)</b>	<b>–</b>	<b>14.65</b>

**NOTE NO.10. PROPERTY, PLANT AND EQUIPMENT**

(₹ in Laacs)

Description of Assets	Gross Block			Accumulated Depreciation			Net Block		
	As at 1st April, 2019	Additions	Sales/ Adjustment	As at 31st March, 2020	As at 1st April, 2019	For the year		Sales/ Adjustment	As at 31st March, 2020
Freehold Premises	320.56	-	-	320.56	14.72	5.08	-	19.80	300.76
Office Equipments	6.51	3.69	-	10.20	3.90	1.12	-	5.02	5.18
Furniture and Fixtures	11.74	-	-	11.74	8.05	0.31	-	8.36	3.38
Computers, Servers and other Information Technology Equipments	11.31	3.97	-	15.28	4.81	2.71	-	7.52	7.76
Vehicles	129.67	-	-	129.67	39.47	18.30	-	57.77	71.90
<b>Total</b>	<b>479.79</b>	<b>7.66</b>	<b>-</b>	<b>487.45</b>	<b>70.95</b>	<b>27.52</b>	<b>-</b>	<b>98.47</b>	<b>388.98</b>

(₹ in Laacs)

**PREVIOUS YEAR**

Description of Assets	Gross Block			Accumulated Depreciation			Net Block		
	As at 1st April, 2018	Additions	Sales/ Adjustment	As at 31st March, 2019	As at 1st April, 2018	For the year		Sales/ Adjustment	As at 31st March, 2019
Freehold Premises	320.56	-	-	320.56	9.64	5.08	-	14.72	305.84
Office Equipments	6.29	0.22	-	6.51	2.72	1.18	-	3.90	2.61
Furniture and Fixtures	11.74	-	-	11.74	7.60	0.45	-	8.05	3.69
Computers, Servers and other Information Technology Equipments	7.99	3.32	-	11.31	2.62	2.19	-	4.81	6.50
Vehicles	129.67	-	-	129.67	20.11	19.36	-	39.47	90.20
<b>Total</b>	<b>476.25</b>	<b>3.54</b>	<b>-</b>	<b>479.79</b>	<b>42.69</b>	<b>28.26</b>	<b>-</b>	<b>70.95</b>	<b>408.84</b>

Aggregate Depreciation has been included under Depreciation Expense in the Statement of Profit and Loss.

**NOTE NO: 11 RIGHT OF USE ASSETS**

(₹ in Lacs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
<b>Leasehold Premises</b>		
a) Balance as per Last Account	–	–
b) Adjustment due to adoption of Ind AS 116	83.55	–
c) Addition / Deletion during the Year	–	–
d) Amortization for the Year	(32.84)	–
e) <b>Closing Balance</b>	<b>50.71</b>	–

**NOTE NO: 12 OTHER FINANCIAL ASSETS**

(₹ in Lacs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
<b>Unsecured, considered good</b>		
Capital Advances	5.00	5.00
<b>Advances other than capital advances</b>		
Deposit against income tax appeal and other litigation	2.40	2.40
Other advances	38.14	9.51
<b>Others</b>		
Goods & Service Tax input credit	-	13.37
Prepaid Expenses	34.65	5.83
<b>Total</b>	<b>80.19</b>	<b>36.11</b>

**NOTE NO: 13 TRADE PAYABLES**

(₹ in Lacs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Total outstanding dues of micro enterprises and small enterprises (Refer note 33(2))	–	–
Total outstanding dues of creditors other than micro enterprises and small enterprises	543.29	216.78
<b>Total</b>	<b>543.29</b>	<b>216.78</b>

The company has not received any Memorandum (as required to be filed by the suppliers with the notified authority under the Micro, Small and Medium Enterprises Development Act, 2006) claiming their status as on 31 March 2020 as micro, small and medium enterprises. Consequently, the amount due to micro and small enterprises as per requirement of Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 is Nil (31st March 2019 - Nil).

**NOTE NO: 14 BORROWINGS**

(₹ in Lacs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
<b>Secured</b>		
<b>Vehicle Loan</b>		
From Banks	22.36	41.36
<b>Loan Payable on demand</b>		
Bank Overdraft - Secured (Secured against pledge of units of Mutual Funds)	–	0.09
<b>Total</b>	<b>22.36</b>	<b>41.45</b>

**a) Nature of Security**

Vehicle Loans are secured by way of Hypothecation of Vehicle Purchased. The Loan carries interest at the rate of 8% p.a.

**NOTE NO: 15 OTHER FINANCIAL LIABILITIES**

(₹ in Lacs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Lease Liabilities	53.00	-
Unpaid & Unclaimed Dividends**	2.14	3.50
Other Payables		
Security Deposits	49.00	47.86
Accrued expenses	75.80	75.48
Others	1.68	1.18
<b>Total</b>	<b>181.62</b>	<b>128.02</b>

\*\* There are no amounts due and outstanding to be credited to Investor Education &amp; Protection Fund.

**NOTE NO: 16 (i) CURRENT TAX LIABILITIES (NET)**

(₹ in Lacs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Provision for Taxation	-	224.35
Less : Tax Deducted at Source and Advance Tax	-	209.21
<b>Total</b>	<b>-</b>	<b>15.14</b>

**NO: 16 (ii) CURRENT TAX ASSETS(NET)**

(₹ in Lacs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Tax Deducted at Source and Advance Tax	241.43	-
Less : Provision for Taxation	231.80	-
<b>Total</b>	<b>9.63</b>	<b>-</b>

**NOTE NO: 17 PROVISIONS**

(₹ in Lacs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Provision for employee benefits (Refer note 33(3))		
Gratuity	10.89	8.56
<b>Total</b>	<b>10.89</b>	<b>8.56</b>

**NOTE NO: 18 OTHER NON FINANCIAL LIABILITIES**

(₹ in Lacs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Statutory Dues	11.04	8.29
<b>Total</b>	<b>11.04</b>	<b>8.29</b>

**NOTE NO: 19 EQUITY SHARE CAPITAL**

(₹ in Lacs)

	Particulars	No. of shares	As at 31st March, 2020	No. of shares	As at 31st March, 2019
(a)	<b>Authorised</b>				
	Equity Shares of par value ₹ 10/- each	1,00,00,000	1,000.00	1,00,00,000	1,000.00
			<b>1,000.00</b>		<b>1,000.00</b>
(b)	<b>Issued, subscribed and fully paid up</b>				
	Equity Shares of par value ₹ 10/- each	34,04,400	340.44	43,99,400	439.94
			<b>340.44</b>		<b>439.94</b>

(c) The Company has only one class of shares referred to as Equity Shares having a par value of ₹ 10/-. The holders of equity shares are entitled to receive Dividend as declared from time to time and are entitled to one vote per share.

(d) In the event of liquidation of the Company, the holders of Equity Shares will be entitled to receive remaining assets of the Company in proportion to the number of Equity Shares held by them, after distribution of all preferential dues. However, no such preferential dues currently exists.

(e) The Company declares and pays Dividend in Indian Rupees. The holders of Equity Shares are entitled to receive Dividend as declared from time to time and are entitled to one vote per share.

(f) Pursuant to approval of the Board of Directors at their meeting held on 27th April, 2019 and shareholders by way of Postal Ballot on 22nd June 2019, the Company made Public Announcement on 24th June 2019 and Post Buyback Public Announcement on 15th November, 2019, for Buyback of 9,95,000 Fully Paid Up Equity Shares of Face Value of ₹ 10/- each from all the existing Shareholders/Beneficial Owners of the Company as on the Record Date i.e. 5th July 2019, on proportionate basis through Tender Offer route, subject to compliance with the provisions of Section 68, 69, 70 and other applicable provisions, if any, of the Companies Act, 2013, the Companies Share Capital and Debenture Rules, 2014 to the extent applicable, and in compliance with Securities & Exchange Board of India (Buy Back of Securities) Regulations, 2018 at a Buy Back Price of ₹ 70/- per Equity Share payable in cash, for an aggregate maximum amount of ₹ 696.50 lacs representing 24.99% and 24.96% of the Fully Paid Up Equity Share Capital and Free Reserves of the Company as per latest Audited Standalone and Consolidated Financial Results for the year ended 31st March 2019 (the last Audited Financial Statement available as at the date of Meeting of Board of Directors approving the Buyback). The Company concluded the Buyback procedure and 9,95,000 Equity Shares were extinguished on 20th November 2019.

This has resulted in Total Cash Outflow of ₹ 716.07 Lacs (including expenses of ₹ 19.57 lacs which has been utilized from Share Premium Account (₹ 231.65 Lacs) and Retained Earnings (₹ 484.42 Lacs) pursuant to provisions of the Act. Further, Capital Redemption Reserve of ₹ 99.50 Lacs representing the Nominal Value of shares bought back has been created out of Retained Earnings Account. Consequent to such Buy back, Equity Share Capital of the Company has been reduced to ₹ 340.04 Lacs.

**(g) Reconciliation of number and amount of equity shares outstanding:**

(₹ in Lacs)

Particulars	No. of shares	As at 31st March, 2020	No. of shares	As at 31st March, 2019
At the beginning of the year	4,399,400	439.94	4,399,400	439.94
Less: Buy back of shares	995,000	99.50	-	-
At the end of the year	3,404,400	340.44	4,399,400	439.94

**(h) Shareholders holding more than 5 % of the equity shares in the Company:**

Name of the shareholder	As at 31st March, 2020		As at 31st March, 2019	
	No. of shares held	% of holding	No. of shares held	% of holding
Naresh Pachisia	1,754,954	51.55	2,289,000	52.03
Naresh Pachisia & Sons (HUF)	300,325	8.82	380,000	8.64
Manju Pachisia	237,040	6.96	300,000	6.82
Pushpa Devi Bangur	200,955	5.90	291,942	6.63

- (i) The aggregate number of Equity Shares bought back in immediately preceding last five years ended on 31st March, 2020 – 22,10,600 equity shares (Previous Period of Five Years ended on 31st March, 2019 – 12,15,600 Equity Shares).

**NOTE NO: 20 OTHER EQUITY**

(₹ in Lacs)

Particulars	As at 31st March, 2020		As at 31st March, 2019	
<b>(a) General Reserve</b>				
Balance as per Last Account	127.20		117.20	
Add: Transferred from Retained earnings	–		10.00	
<b>Closing balance</b>		<b>127.20</b>		<b>127.20</b>
<b>(b) Securities Premium</b>				
Balance as per Last Account	231.65		231.65	
Less: Utilised for Buy Back of Shares	(231.65)		–	
<b>Closing balance</b>		–		<b>231.65</b>
<b>(c) Capital Redemption Reserve</b>				
Balance as per Last Account	121.56		121.56	
Add: Transferred from General Reserve (Refer note 19(f))	99.50		–	
<b>Closing balance</b>		<b>221.06</b>		<b>121.56</b>
<b>(d) Retained Earnings</b>				
Balance as per Last Account	1,983.56		1,812.97	
Add: Net Profit for the Year	(28.94)		183.11	
Add: Other Comprehensive Income/(Loss) for the Year*	(3.64)		(2.52)	
Less: Utilised for Buy Back of Shares (Refer note 19(f))	(365.35)		–	
Less: Transferred to Capital Redemption Reserve Account (Refer Note No 19(f))	(99.50)		–	
Less : Expenses on Buy Back	(19.57)		–	
Less: Transfer to General Reserve	–		(10.00)	
<b>Closing balance</b>		<b>1,466.56</b>		<b>1,983.56</b>
		<b>1,814.82</b>		<b>2,463.97</b>

\* Represents Remeasurements of Defined Benefit Plans.

Notes:

- General Reserve - General Reserve is a free reserve and can be utilised for any general purpose like issue of bonus shares, payment of dividend, buy back of shares etc.
- Securities Premium - The amount received in excess of the Par Value has been classified as Securities Premium.
- Capital Redemption Reserve - Capital Redemption Reserve represents Reserve created upon Buy Back of Shares by the Company. This Reserve is not distributable to shareholders and can be used to pay bonus share issued.
- Retained Earnings - Retained Earnings represents the amount of Accumulated Earnings of the Company.

**NOTE NO: 21 INTEREST INCOME**

(₹ in Lacs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
Interest Income on Financial Assets carried at Amortised Costs		
On Fixed Deposits	65.33	27.59
On Margin Deposits	3.17	6.76
On Late Payment from Clients	41.86	55.64
<b>TOTAL</b>	<b>110.36</b>	<b>89.99</b>

**NOTE NO: 22 BROKERAGE AND FEE INCOME**

(₹ in Lacs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
Distribution Services	243.55	394.09
Broking Services	695.96	522.89
Depository Services	26.72	28.76
Advisory Services	14.75	13.73
<b>TOTAL</b>	<b>980.98</b>	<b>959.47</b>

**NOTE NO: 23 NET GAIN ON FAIR VALUE CHANGES**

(₹ in Lacs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
<b>Net Gain on Financial Instruments at Fair Value through Profit or Loss</b>		
<b>Investments</b>		
Profit on Sale of Investments (Realised)	11.01	74.39
Fair Value Gain on Investments (Unrealised)	–	74.66
<b>TOTAL</b>	<b>11.01</b>	<b>149.05</b>

**NOTE NO: 24 OTHER INCOME**

(₹ in Lacs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
<b>Other Non-Operating Income</b>		
Miscellaneous Income	0.53	0.61
Liabilities Written Back	5.21	1.86
Dividend on Long Term Investments	0.05	0.05
<b>Total</b>	<b>5.79</b>	<b>2.52</b>

**NOTE NO: 25 FINANCE COST**

(₹ in Lacs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
<b>Interest Expenses</b>		
On Long Term Borrowings	2.63	9.35
On Short Term Borrowings	7.02	14.83
On Delayed Payment of Advance Tax	–	7.12
Other Borrowing Cost	–	0.01
<b>Interest on Lease Liabilities</b> (Refer Note No. 33.9b)	6.28	–
<b>Total</b>	<b>15.93</b>	<b>31.31</b>

**NOTE NO: 26 BROKERAGE & FEE EXPENSES**

(₹ in Lacs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
Brokerage and Fee	91.83	98.48
Broker Note Stamp	97.83	39.23
Transaction Charges	34.97	20.04
<b>Total</b>	<b>224.63</b>	<b>157.75</b>

**NOTE NO: 27 NET LOSS ON FAIR VALUE CHANGES**

(₹ in Lacs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
<b>Net Loss on Financial Instruments at Fair Value through Profit or Loss</b>		
<b>Investments</b>		
Fair Value Loss on Investments (Unrealised)	80.83	-
<b>TOTAL</b>	<b>80.83</b>	<b>-</b>

**NOTE NO: 28 EMPLOYEE BENEFITS EXPENSES**

(₹ in Lacs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
Salaries and Allowances	351.75	329.33
Contribution to Provident & Other funds	5.94	5.16
Staff Welfare Expenses	17.29	12.28
<b>Total</b>	<b>374.98</b>	<b>346.77</b>

**NOTE NO: 29 DEPRECIATION AND AMORTISATION EXPENSES**

(₹ in Lacs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
Depreciation (Refer Note no. 10)	27.52	28.26
Amortisation (Refer Note no. 11)	32.84	-
<b>Total</b>	<b>60.36</b>	<b>28.26</b>



**NOTE NO: 30 OTHER EXPENSES**

(₹ in Lacs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
Connectivity Charges	17.34	16.54
Computer Expense	21.16	18.05
Corporate Social Responsibility Expense (Refer Note No. 33.2)	2.00	5.00
Director's Sitting Fees	5.68	6.13
Electricity Expense	17.64	18.76
Insurance Expense	0.68	0.74
Legal & Professional Fees	38.95	71.80
Meetings & Seminar Expense	48.22	43.77
Rent	3.74	63.82
Rates and taxes	3.59	3.48
Repairs - Others	19.14	13.56
Research Expense	20.88	14.01
Bad Debt written off	-	0.97
Payment to Auditors		
As Auditor for Statutory Audit	1.00	1.00
For Tax Audit	0.30	0.30
For Other Services	0.25	0.25
Subscription	18.59	19.31
Service Charges	13.27	6.42
Travelling Expense	55.71	34.73
Vehicle Expense	6.72	8.12
Miscellaneous Expense	54.83	47.27
<b>Total</b>	<b>349.69</b>	<b>394.03</b>

**NOTE NO: 31 INCOME TAX**

(₹ in Lacs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
<b>Income Tax Expense reported in Statement of Profit and Loss</b>		
Current Tax	8.85	58.45
Deferred tax	21.81	1.35
<b>Tax Expense reported in Other Comprehensive Income</b>	(1.40)	(0.97)
	<b>29.26</b>	<b>58.83</b>
A Reconciliation of the Income Tax Provision to the amount computed by applying Statutory Income Tax Rate to the Income before Income Taxes is as follows:		
Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
<b>Profit before Income Taxes</b>	1.72	242.92
Effective MAT Rate	16.69%	20.00%
Computed Expected Tax Expense	0.29	48.58
Tax effect on Net Amount transferred to Other Equity at the time of adoption of Ind AS	8.01	9.60
Others	22.36	1.62
Net Tax effect on Other Comprehensive Income	(1.40)	(0.97)
	<b>29.26</b>	<b>58.83</b>

**NOTE NO: 32 EARNINGS PER SHARE**

(₹ in Lacs)

	Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
a)	Amount used as the numerator (₹ in lakh)		
	Profit for the Year - (A)	(28.94)	183.11
b)	Weighted average number of equity shares outstanding used as the denominator for computing		
	Basic Earnings Per Share* - (B)	4,037,829	4,399,400
c)	Weighted average number of equity shares outstanding used as the denominator for computing		
	Diluted Earnings Per Share* - (C)	4,037,829	4,399,400
d)	Nominal Value of Equity Shares (₹)	10.00	10.00
e)	Basic Earnings Per Share (₹) (A/B)	(0.72)	4.16
f)	Diluted Earnings Per Share (₹) (A/C)	(0.72)	4.16

\*The weighted average number of shares takes into account the weighted average effect of changes in number of shares due to Buy Back.

**NOTE NO: 33 OTHER DISCLOSURES**
**1. Contingent liabilities and commitments (to the extent not provided for)**

(₹ in Lacs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
<b>I. Contingent liabilities:</b>		
<b>Claims against the Company not acknowledged as debts:</b>		
Service tax demand -under appeal	6.33	6.33
Income tax demand- under appeal	6.73	0.42
	<b>13.06</b>	<b>6.75</b>
<b>II. Commitments</b>		
Estimated amount of contract remaining to be executed on Capital account and not provided for	17.50	17.50
Advance paid against above	5.00	5.00

The amounts shown in (I) above represent the best possible estimates arrived at on the basis of available information. Uncertainties and timing of cash flows are dependent on outcome of different legal processes which have been invoked by the Company or the claimants, as the case may be and, therefore, cannot be estimated accurately. The Company does not expect any reimbursement in respect of above Contingent Liabilities.

In the opinion of the management, no provision is considered necessary for the disputes mentioned above on the ground that there are fair chances of successful outcome of the appeals.

**2. Corporate Social Responsibility**

The Ministry of Corporate Affairs has notified Section 135 of the Companies Act, 2013 on Corporate Social Responsibility with effect from 1 April 2014. As per the provisions of the said section, the Company has undertaken the following CSR Initiatives during the Financial Year 2019-20. CSR initiatives majorly includes supporting under privileged in education, sanitation, health, medical treatments, etc and various other charitable, noble aids.

- a) Gross amount required to be spent by the Company during the year ₹ 7.05 lacs (Previous year ₹ 7.38 lacs)
- b) Amount spent during the Year ended 31 March 2020 on : (₹ in lacs)

Particulars	Amount Paid	Yet to be Paid	Total
PM CARES Fund	2.00	–	2.00
<b>TOTAL</b>	<b>2.00</b>	<b>–</b>	<b>2.00</b>

Amount spent during the year ended 31 March 2019 on : (₹ in lacs)

Particulars	Amount Paid	Yet to be Paid	Total
Installation of 4 Nos. of Eco Clean Bio Toilets in slum area	2.00	–	2.00
Construction of Vivekanada Sabha Griha - a multipurpose hall for imparting education and character building for students and general public	2.00	–	2.00
Adoption of ten numbers of Ekal Vidyalaya (one teacher school) for one year in tribal areas	1.00	–	1.00
<b>TOTAL</b>	<b>5.00</b>	<b>–</b>	<b>5.00</b>

### 3 Employee Benefits :

As per Indian Accounting Standard - 19 “ Employee Benefits”, the disclosures of Employee Benefits are as follows:

#### a) Defined Contribution Plan :

The Company has no legal and constructive obligation to pay or make any contribution towards Employees Provident Fund (EPF) and ESIC for employees as salaries of employees are above the statutory limit. However, the company makes contribution of Administrative Charges for maintaining EPF account of employees.

#### b) Defined Benefit Plans:

##### Description of Plans

- i. The Gratuity Plan is governed by Payment of Gratuity Act, 1972. Under this Act, an employee, who has completed five years of service is entitled to specific benefit. The Gratuity Plan provides a lumpsum payment to employees at retirement, death, incapacitation or termination of employment. The level of benefits provided depends on the member’s length of service and salary at retirement age, etc.

Gratuity Benefits are funded in nature. The company has opted for a Group Gratuity cum Life Assurance Scheme of Aditya Birla Sun Life Insurance Company Limited. The liabilities arising in the Defined Benefit schemes are determined in accordance with the advice of independent, professionally qualified Actuaries, using the projected unit credit method at the year end.

The following tables summarise the components of Net Benefit Expense recognised in the Statement of Profit and Loss and the funded status and amounts recognised in the Balance Sheet for the said plan.

ii) Details of funded post retirement plans are as follows:

(₹ in Lacs)

Particulars	Gratuity	
	For the year ended 31st March, 2020	For the year ended 31st March, 2019
<b>I. Components of Employer Expense</b>		
<b>I.1 Expenses recognised in the Statement of Profit and Loss:</b>		
Current service cost	5.53	4.37
Interest cost	0.32	0.70
<b>Expense recognised in the Statement of Profit and Loss</b>	<b>5.85</b>	<b>5.07</b>
<b>I.2 Remeasurements recognised in Other comprehensive income</b>		
Actuarial gain / (loss) arising from:		
- changes in experience adjustments	3.89	(3.95)
(Returns)/loss on plan assets excluding amounts included in Net interest cost	(8.93)	0.46
<b>Components of defined benefit costs recognised in Other comprehensive income</b>	<b>(5.04)</b>	<b>(3.49)</b>
<b>Total defined benefit cost recognised in Profit and Loss and Other comprehensive income</b>	<b>0.81</b>	<b>1.58</b>
<b>II. Change in present value of defined benefit obligation:</b>		
Present value of defined benefit obligation at the beginning of the year	65.89	57.01
Interest expense	4.88	4.14
Current service cost	5.53	4.37
Benefits paid	(1.66)	(3.58)
Actuarial gain / (loss) arising from:		
- changes in experience adjustments	(3.89)	3.95
<b>Present value of Defined Benefit Obligation at the end of the year</b>	<b>70.75</b>	<b>65.89</b>
<b>III Change in fair value of plan assets during the year:</b>		
Plan assets at the beginning of the year	57.33	38.39
Interest income	4.56	3.44
Employers' contributions	8.56	18.62
Benefits paid	(1.66)	(3.58)
Re-measurement (Returns on plan assets excluding amounts included in interest income)	(8.93)	0.46
<b>Fair Value of Plan Assets at the end of the year</b>	<b>59.86</b>	<b>57.33</b>
<b>IV. Net Asset / (Liability) recognised in the Balance Sheet at the end of the year</b>		
Present Value of Defined Benefit Obligation	70.75	65.89
Fair Value of Plan Assets	59.86	57.33
Funded Status [Surplus/(Deficit)]	10.89	8.56

(₹ in Lacs)

Particulars	Gratuity	
	As at 31st March, 2020	As at 31st March, 2019
<b>Net Asset / (Liability) recognised in Balance Sheet</b>		
Current liability	10.89	8.55
Non-current liability	–	–
<b>V. Actuarial Assumptions:</b>		
Discount Rate (% p.a.)	6.70%	7.50%
Expected return on Plan Assets (% p.a.)	7.50%	7.50%
Expected Rate of Salary increase (% p.a.)	0% for first 2 years and 4% thereafter	5.00%
Retirement/Superannuation Age (Year)	58	58
Mortality Rates	IALM 2006-2008 Ultimate	IALM 2006-2008 Ultimate
<b>VI. Major Category of Plan Assets as a % of the Total Plan Assets as at the year end:</b>		
Administered by Insurance Companies	100%	100%
<b>VII. Maturity Profile of Defined Benefit Obligation Expected cash flows (valued on undiscounted basis):</b>		
Year 1	21.03	1.29
Year 2	2.55	20.68
Year 3	1.26	4.47
Year 4	9.51	1.37
Year 5	2.21	10.44
Next 5 years	35.32	41.22
<b>Total expected payment</b>	<b>71.88</b>	<b>79.47</b>
The average duration of the defined benefit plan obligation at the end of the balance sheet date (in years)	8 years	8 years
<b>VIII. Sensitivity analysis on Present value of Defined Benefit Obligations:</b>		
<b>Discount rates</b>		
1% Increase	(4.75)	(4.64)
1% Decrease	5.56	5.39
<b>Expected rates of salary increases</b>		
1% Increase	3.80	4.53
1% Decrease	(3.41)	(4.02)
Sensitivity analyses above has been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring as at the Balance Sheet Date.		
All Sensitivities are calculated using the same actuarial method as for the disclosed present value of the defined benefits obligation at year end.		
<b>IX. Experience adjustments on Present value of Defined Benefit Obligation and Plan Assets are as follows:</b>	<b>As at 31st March, 2020</b>	<b>As at 31st March, 2019</b>
Present value of Defined Benefit Obligation	70.75	65.89
Fair value of Plan Assets	59.86	57.33
(Deficit)/Surplus	10.89	8.56
Experience adjustment of Obligations [(Gain)/Loss]	3.89	(3.95)

**iii) Risks related to defined benefit plans:**

The main risks to which the Company is exposed in relation to operating defined benefit plans are

- i) **Investment risk:** As the plan assets include significant investment in units of mutual funds, the company is exposed to risk of impact arising because of changes in Net Asset Value of mutual funds.
- ii) **Mortality risk:** The assumptions adopted by the Company make allowances for future improvements in life expectancy. However, if life expectancy improves at a faster rate than assumed, this would result in greater payments from the plan and consequently increase in the plan's liabilities. In order to minimise this risk, mortality assumptions are reviewed on a regular basis.
- iii) **Interest Rate Risk:** The present value of Defined Benefit Plans liability is determined using the discount rate based on the market yields prevailing at the end of reporting period on Government bonds. A decrease in yields will increase the fund liabilities and vice-versa.
- iv) **Salary cost inflation risk:** The present value of the defined benefit plan liability is calculated with reference to the future salaries of participants under the Plan. Increase in salary due to adverse inflationary pressures might lead to higher liabilities.

**iv) Asset - liability management and funding arrangements**

Trustees are responsible for determining the investment strategy of plan assets. The overall investment policy and strategy for Company's funded defined benefit plan is guided by the objective of achieving an investment return which, together with the contribution paid is sufficient to maintain reasonable control over various funding risks of the plan.

- i) The following are the assumptions used to determine the Benefit Obligation
  - a) **Discount Rate:** The Yield on Government Bonds are considered as the Discount Rate. The Tenure has been considered taking into account past long term trend of employees' Average Remaining Service Life which reflects the Average Estimated Term of the Post - Employment Benefit Obligations.
  - b) **Rate of Escalation in Salary :** The estimates of Rate of Escalation in Salary, considered in Actuarial Valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the Actuary.
  - c) **Rate of Return on Plan Assets:** Rate of Return for the Year was the Average Yield of the Portfolio in which Company's Plan Assets are invested over a Tenure equivalent to the Entire Life of the Related Obligation.
  - d) **Attrition Rate :** Attrition Rate considered is the Management's Estimate based on the past long- term trend of Employee Turnover in the Company.
- ii) The Gratuity and Provident Fund expenses have been recognised under " Contribution to Provident and Other Funds" under " Salaries and Allowances" under Note No. 28.

**4. Operating Segment information**

The Company is primarily engaged in a single business segment of Broking & Dealing in Securities and related services. All the activities of the company revolves around the main business. As such there are no separate reportable segments as per Ind AS - 108 "Operating Segment".

The Company earns its entire "revenue from external customers" in India being Company's country of domicile. All the assets are located in India. During the year, revenue from none of the customer amounted to more than 10% of the total revenue (31st March 2019 - Nil).

**5 Disclosure as per IND AS 115 Revenue from Contract with Customers**

The table below presents disaggregate revenues from contracts with customers for the year ended 31 March 2020 and 31st March 2019. The Company believes that this disaggregation best depicts how the nature, amount, timing and uncertainty of revenue and cash flows are affected by market and other economic factors.

**Nature of Services**

- (a) Income from Broking Services and transactions in respect of dealing in shares and securities are recognised as the performance obligations are satisfied viz. on the date of settlement on the respective stock exchange.
- (b) Income from Advisory Services are recognised when the Company's right to receive the income is established or as mutually agreed.
- (c) Income from Depository Services is recognised as the performance obligations are satisfied on the basis of agreement entered into with the clients and when the Company's right to receive the income is established.
- (d) Income from Distribution Services in the form of Brokerage/Commission/Fees on distribution of third party products like Mutual Funds, Fixed Deposits, etc. are recognised when the Company's right to receive the same is established.
- (e) Interest Income Late Payments from clients is recorded on accrual basis using the Effective Interest Rate (EIR) method.

**Disaggregated Revenue Information**

(₹ in Lacs)

Types of services	2019-20	2018-19
Distribution services	243.55	394.09
Broking services	695.96	522.89
Depository services	26.72	28.76
Advisory services	14.75	13.73
Interest Income on Late Payment from Clients	41.86	55.64
<b>Total revenue from contract with customers</b>	<b>1,022.84</b>	<b>1,015.11</b>

(₹ in Lacs)

Types of customers	2019-20	2018-19
Institutional Customers	581.11	642.21
Retail customers	441.73	372.90
<b>Total revenue from contract with customers</b>	<b>1,022.84</b>	<b>1,015.11</b>

Institutional Customers includes Institutional Broking Clients and Mutual Fund Houses while Retail Customers include Retail, HNI/Corporate Clients of Broking, advisory and other services provided by the Company.

(₹ in Lacs)

Timing of goods or service	2019-20	2018-19
Services transferred at a point in time	1,022.84	1,015.11
<b>Total revenue from contract with customers</b>	<b>1,022.84</b>	<b>1,015.11</b>

(₹ in Lacs)

Contract Balances	31-03-2020	31-03-2019
Trade receivables (Refer Note 6)	403.70	209.03
Trade payables (Refer Note 13)	543.29	216.78

**Nature, timing of satisfaction of the performance obligation and significant payment terms.**

- (i) Income from services rendered as a broker is recognised upon rendering of the services.
- (ii) Interest is earned on delayed payments from clients.
- (iii) Interest income is recorded on accrual basis using the effective interest rate (EIR) method.
- (iv) Income from services rendered as a depository participant is recognised upon rendering of the services, in accordance with the terms of contract.

The above services are point in time in nature, and no performance obligation remains once the transaction is executed.

**6. Related party disclosures:**

**a) Name of the related parties and description of relationship :**

**i) Subsidiary Company** : SKP Insurance Advisors Private Limited  
(Control exists) (ceased w.e.f. 01.01.2020)

**ii) Key Managerial Personnel** : Naresh Pachisia, Managing Director  
(KMP) : Nikunj Pachisia, Whole time Director

**iii) Other related parties**

Close relatives of KMP

Naresh Pachisia : Manju Pachisia (Wife)  
: Nikunj Pachisia (Son)  
: Kanupriya Pachisia (Son's wife)  
: Vaibhav Pachisia (Son)

**Significant influence entities:** Naresh Pachisia & Sons (HUF)  
: Nikunj Pachisia (HUF)  
: SKP Commodities Limited  
: SKP Insurance Advisors Private Limited (w.e.f. 01.01.2020)  
: SKP Risk Advisors Private Limited (w.e.f. 09.08.2019)

**b) Transactions with Related parties:**

(₹ in Lacs)

Nature of transaction / Name of the related party	Subsidiaries	Significant influence entities	KMP	Close relatives of KMP	Total
<b>i) Compensation/Remuneration of KMP</b>					
Naresh Pachisia	—	—	50.00	—	50.00
			(50.00)	—	(50.00)
Nikunj Pachisia	—	—	24.00	—	24.00
			(24.00)	—	(24.00)
<b>ii) Rendering of services</b>					
Brokerage Earned	—	0.04	0.18	0.02	0.24
		(0.04)	(0.22)	(0.02)	(0.28)
Demat Charges Received	—	0.01	0.05	0.02	0.08
		(0.02)	(0.05)	(0.02)	(0.09)
PMS Fees	—	—	0.20	—	0.20
		—	(—)	—	(—)
<b>iii) Receiving of services</b>					
SKP Insurance Advisors Pvt. Ltd.	—	8.50	—	—	8.50
	(9.38)	—	—	—	(9.38)
SKP Risk Advisors Private Ltd.	—	3.00	—	—	3.00
	—	(—)	—	—	(—)
SKP Commodities Ltd.	—	—	—	—	—
	—	(12.00)	—	—	(12.00)
<b>iii) Sale of Shares</b>					
Naresh Pachisia	—	—	12.16	—	12.16
	—	—	(—)	—	(—)
Nikunj Pachisia	—	—	0.06	—	0.06
	—	—	(—)	—	(—)
<b>iv) Outstanding balances</b>					
	—	—	—	—	—
	—	—	—	—	—



**c) Details of Remuneration paid/payable to KMP:**

(₹ in Lacs)

Particulars	Naresh Pachisia		Nikunj Pachisia		Total	
	31st March, 2020	31st March, 2019	31st March, 2020	31st March, 2019	31st March, 2020	31st March, 2019
<b>Short-term employee benefits:</b>						
Salary	50.00	50.00	24.00	24.00	74.00	74.00
<b>Post-employment benefits:</b>						
Contribution to Provident Fund and other Funds	–	–	–	–	–	–

d) Transactions with related parties have been entered at an amount which are not materially different from those on normal commercial terms.

e) Remuneration of Directors is determined by the Nomination and Remuneration Committee of the Board of Directors considering the performance of individuals and market trends.

f) Figures in brackets pertain to previous year.

**7 Disclosure under Regulation 34(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

There are no transactions which are required to be disclosed under Schedule V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**8 Details of Loans, Guarantee and Investments covered under section 186 (4) of the Companies Act, 2013 :**

The particulars of Investments made are given under “Investments” in Note No. 7.

There is no Loan or Guarantee given.

**9 Lease Disclosure**

a) The Company has adopted IND AS 116 “Leases” with the Date of Initial Application being 1st April, 2019, using the Modified Retrospective Method. On transition to IND AS 116, Right of Use Assets as at 1st April, 2019 for lease previously classified as Operating Lease were recognised and measured at an amount equal to Lease Liabilities and there is no impact on the Retained Earnings on account of the above information. Accordingly, previous period information has not been reinstated.

b) Lease Liabilities is being measured by discounting the lease payments using Incremental Borrowing Rate i.e., 9.00% p.a.

c) The adoption of IND AS 116 resulted in recognition of ‘Right of Use’ asset of ₹ 83.55 Lacs and also Financial Lease Obligation amounting to ₹ 83.55 Lacs.

d) Changes in Carrying Value of Right of Use (ROU) Assets is as follows:

(₹ in Lacs)

Particulars	As at 31st March, 2020
Balance as at 1st April, 2019	–
Recognised on account of adoption of Ind AS 116 as at 1st April, 2019	83.55
Additions during the years	–
Depreciation for the Year	(32.84)
<b>Balance as at 31st March, 2020</b>	<b>50.71</b>

**e) Movement in Lease Liabilities:** (₹ in Lacs)

Particulars	As at 31st March, 2020
Balance as at 1st April, 2019	-
Recognised on account of adoption of Ind AS 116 as at 1st April, 2019	83.55
Additions during the Year	-
Finance Cost accrued during the Year	6.28
Payment of Lease Liabilities for the Year	(36.83)
<b>Balance as at 31st March, 2020</b>	<b>53.00</b>

**f) The Breakup of Current and Non-current Lease Liabilities as at March 31, 2020 is as follows:** (₹ in Lacs)

Particulars	As at 31st March, 2020
Current Lease Liabilities	30.71
Non-Current Lease Liabilities	22.29

**g) The details of Contractual Maturities of Lease Liabilities as at March 31, 2020 on an undiscounted basis are as follows :** (₹ in Lacs)

Particulars	As at 31st March, 2020
Less than One Year	34.21
One to Five Years	23.13
More than Five years	-
	<b>57.34</b>

**h) Amount Recognised in Statement of Profit and Loss:** (₹ in Lacs)

Particulars	As at 31st March, 2020
Interest on Lease Liabilities	6.28
Expenses relating to Shorter Term and Low Value Leases	3.74
	<b>10.02</b>

**i) Amount recognised in Statement of Cash Flows:**

Particulars	As at 31st March, 2020
Total Cash Outflow of Leases including Cash Outflow for Short Term and Low Value Leases	40.57
	<b>40.57</b>

**j) The Company does not face significant liquidity risk with regard to its Lease Liabilities as the Current Assets are sufficient to meet the obligations related to Lease Liabilities as and when they fall due.**
**10 Dividend remitted in Foreign Currency :**

The Company has not remitted any amount in Foreign Currency on account of Dividend during the Current Year or Previous Year.

## 11. Financial instruments - Accounting, Classification and Fair value measurements

### A. Financial instruments by category

As at 31st March, 2020

(₹ in Lacs)

Sl. No.	Particulars	Refer Note No.	Total Fair Value	Carrying value			
				Amortized cost	FVTOCI	FVTPL	Total
<b>(1)</b>	<b>Financial assets</b>						
(a)	Investments	7	493.68	–	–	493.68	493.68
(b)	Trade and other receivables	6	403.70	403.70	–	–	403.70
(c)	Cash and cash equivalents	4	19.71	19.71	–	–	19.71
(d)	Bank balances other than cash and cash equivalents	5	1,151.84	1,151.84	–	–	1,151.84
(e)	Other financial assets	8	333.18	333.18	–	–	333.18
	<b>Total</b>		<b>2,402.11</b>	<b>1,908.43</b>	<b>–</b>	<b>493.68</b>	<b>2,402.11</b>
<b>(2)</b>	<b>Financial liabilities</b>						
(a)	Borrowings	14	22.36	22.36	–	–	22.36
(b)	Trade and other payables	13	543.29	543.29	–	–	543.29
(c)	Other financial liabilities	15	181.62	181.62	–	–	181.62
	<b>Total</b>		<b>747.27</b>	<b>747.27</b>	<b>–</b>	<b>–</b>	<b>747.27</b>

As at 31st March, 2019

(₹ in Lacs)

Sl. No.	Particulars	Refer Note No.	Total Fair Value	Carrying value			
				Amortized cost	FVTOCI	FVTPL	Total
<b>(1)</b>	<b>Financial assets</b>						
(a)	Investments	7	1,731.12	–	–	1,731.12	1,731.12
(b)	Trade and other receivables	6	209.03	209.03	–	–	209.03
(c)	Cash and cash equivalents	4	53.71	53.71	–	–	53.71
(d)	Bank balances other than cash and cash equivalents	5	249.57	249.57	–	–	249.57
(e)	Other financial assets	8	607.12	607.12	–	–	607.12
	<b>Total</b>		<b>2,850.55</b>	<b>1,119.43</b>	<b>–</b>	<b>1,731.12</b>	<b>2,850.55</b>
<b>(2)</b>	<b>Financial liabilities</b>						
(a)	Borrowings	14	22.45	41.45	–	–	41.45
(b)	Trade and other payables	13	216.78	216.78	–	–	216.78
(c)	Other financial liabilities	15	147.02	128.02	–	–	128.02
	<b>Total</b>		<b>386.25</b>	<b>386.25</b>	<b>–</b>	<b>–</b>	<b>386.25</b>

### B. Fair value hierarchy

The Fair Value of the Financial Assets and Financial Liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

**Level 1:** Quoted Prices (unadjusted) in active markets for identical assets or liabilities.

**Level 2:** Inputs other than Quoted Prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

**Level 3:** Inputs for assets or liabilities that are not based on observable market data (unobservable inputs). Fair Value of Cash and Cash Equivalents, Other Bank Balances, Trade and Other Receivables, Loans and Other Current Financial Assets, Short Term Borrowings from banks and financial institutions, Trade and Other Payables and Other Current Financial Liabilities is considered to be equal to the carrying amounts of these items due to their short term nature.

Where such items are Non-current in nature, the same has been classified as Level 3 and Fair Value determined using Adjusted Net Asset Value Method. Similarly, Unquoted Equity Instruments where most recent information to measure Fair Value is insufficient, or if there is a wide range of possible Fair Value measurements, cost has been considered as the best estimate of Fair Value.

Fair Value of Investment in Mutual Funds has been determined based on quotes from Mutual Funds/ Asset Management Companies during the Year.

There has been no change in the valuation methodology for Level 3 inputs during the year. The Company has not classified any material financial instruments under Level 3 of the Fair Value hierarchy. There were no transfers between Level 1 and Level 2.

The following tables provide the Fair Value hierarchy of Company's Assets and Liabilities measured at Fair Value on a recurring basis:

(i) Financial assets measured at fair value on a recurring basis as at 31st March, 2020:

(₹ in Lacs)

Sl. No.	Particulars	Refer Note No.	Level 1	Level 2	Level 3	Total
A.	<b>Financial assets</b>	7				
	Investments		491.68	–	2.00	493.68
	<b>Total financial assets</b>		<b>491.68</b>	<b>–</b>	<b>2.00</b>	<b>493.68</b>
B.	<b>Financial liabilities</b>	14				
	Borrowings		–	–	22.36	22.36
	<b>Total financial liabilities</b>		<b>–</b>	<b>–</b>	<b>22.36</b>	<b>22.36</b>

(ii) Financial assets measured at fair value on a recurring basis as at 31st March, 2019:

(₹ in Lacs)

Sl. No.	Particulars	Refer Note No.	Level 1	Level 2	Level 3	Total
A.	<b>Financial assets</b>	7				
	Investments		1,729.12	–	2.00	1,731.12
	<b>Total financial assets</b>		<b>1,729.12</b>	<b>–</b>	<b>2.00</b>	<b>1,731.12</b>
B.	<b>Financial liabilities</b>	14				
	Borrowings		–	–	41.45	41.45
	<b>Total financial liabilities</b>		<b>–</b>	<b>–</b>	<b>41.45</b>	<b>41.45</b>

Description of significant unobservable inputs to valuation:

The following table shows the valuation technique and inputs for financial instruments:

Particulars	As at 31st March, 2020	As at 31st March, 2019
Investments in equity shares	Adjusted net asset method	

## **12. Financial risk management objectives and policies**

The Company's activities expose it to Credit Risk, Liquidity Risk and Market Risk. The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's Risk Management Framework. This note explains the sources of risk which the Company is exposed to and how it manages the risk and the related impact in Financial Statements.

### **(a) Credit risk**

Credit Risk is the risk that a counterparty will not meet its obligations under financial instrument or a customer contract leading to a financial loss. The Company is exposed to Credit Risk from its operating activities primarily Trade Receivable and Security Deposit with exchanges and from its financing activities including deposits placed with bank and financial institutions and other financial instruments/assets. Credit Risk from balances with bank and other financial instrument is managed in accordance with company's policies. Surplus funds are parked only in approved investment categories with well defined limits, which is periodically reviewed by the Board of Directors of the Company.

Credit Risk from balances with bank and other financial instruments is managed in accordance with Company's policies according to which surplus funds are parked only in approved investment categories with well defined limits, periodically reviewed by the Board of Directors of the Company.

Credit Risk arising from short term Liquid Funds, other balances with banks and other cash equivalents is limited and no collaterals are held against these because the counterparties are banks and recognised financial institutions with high credit ratings assigned by credit rating agencies

Other Financial Assets measured at Amortized Cost include Advances to Employees, Security Deposits and others. Credit Risk related to these Financial Assets are managed by monitoring the recoverability of such amounts continuously, while at the same time an Internal Control System is in place to ensure that the amounts are within Defined Limits.

Customer Credit Risk is managed as per company's established policies, procedures and controls related to Credit Risk Management. Credit Quality of the Customer is assessed based on previous track record and funds & securities held in customers' account and Individual Credit Limits are defined according to this assessment. Outstanding Customer Receivables are regularly monitored. An Impairment Analysis is performed at each Balance Sheet Date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. Assets are written off when there is no reasonable expectation of recovery. The Company continues to engage with parties whose balances are written off and attempts to enforce repayment. Recoveries made are recognized in Statement of Profit and Loss. Maximum exposure to Credit Risk at the Balance Sheet Date is the carrying value of each class of financial assets disclosed under Note No.6.

The Company assesses and manages Credit Risk of Financial Assets on the basis of assumptions, inputs and factors specific to the class of financial asset. The Company provides for Expected Credit Loss on Cash and Cash Equivalents, Other Bank Balances, Investments, Loans, Trade Receivables and Other Financial Assets based on twelve months' Expected Credit Loss/Life Time Expected Credit Loss/ fully provided for. Life Time Expected Credit Loss is provided for Trade Receivables.

The ageing analysis of the receivables are:

(₹ in Lacs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Upto 6 months	358.09	167.28
6 to 12 months	11.40	4.50
More than 12 months	34.21	37.25
<b>Total</b>	<b>403.70</b>	<b>209.03</b>

**(b) Liquidity risk**

Liquidity Risk is defined as the risk that the company will not be able to settle or meet its obligation on time or at reasonable price. Prudent Liquidity Risk Management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. Due to the nature of the business, the Company maintains flexibility in funding by maintaining availability under committed facilities. Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Company takes into account the liquidity of the market in which it operates.

Tables below summarise Company's Financial Liabilities into relevant maturity groupings based on their Contractual Maturities.

(₹ in Lacs)

Particulars	Less than 1 year	1-5 years	More than 5 years	Total
<b>31st March, 2020</b>				
Borrowings (excluding interest)	20.57	1.79	–	22.36
Trade payables	543.29	–	–	543.29
Other financial liabilities	159.33	22.29	–	181.62
<b>Total</b>	<b>723.19</b>	<b>24.08</b>	<b>–</b>	<b>747.27</b>
<b>31st March, 2019</b>				
Borrowings (excluding interest)	19.09	22.36	–	41.45
Trade payables	216.78	–	–	216.78
Other financial liabilities	128.02	–	–	128.02
<b>Total</b>	<b>363.89</b>	<b>22.36</b>	<b>–</b>	<b>386.25</b>

**(c) Market risk**

Market Risk is the risk that the Fair Value of Future Cash Flows of a financial instrument will fluctuate because of change in market prices. Market Risk comprises of Currency Risk, Interest Rate Risk and Other Price Risk such as Equity Price Risk, Bond Price Risk, etc.

**Foreign Currency Risk**

Foreign Currency Risk is the risk of impact related to Fair Value of Future Cash Flows if an exposure in Foreign Currency, which fluctuates due to change in Foreign Currency Rate. The Company has no significant international transactions and is not exposed to Foreign Currency Risk.

### Interest Rate Risk

Interest Rate Risk is the risk that the Fair Value of Future Cash Flows of a financial instrument will fluctuate because of change in Interest Rate in the markets.

#### i) Liabilities

The Company's Fixed Rate Borrowings are carried at Amortised Cost. They are, therefore, not subject to Interest Rate Risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

The Company has no variable rate borrowings.

#### ii) Assets

The company's fixed deposits, interest bearing security deposits and loans are carried at fixed rate. They are therefore, not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

### Price risk

Price Risk is the risk that the Fair Value of financial instrument will fluctuate due to change in market traded price.

The Company's exposure to price risk arises from investments held and classified as FVTPL. To manage the price risk arising from investments in mutual funds, the Company diversifies its investment portfolio.

## 13. Capital Management

### (a) Risk management

For the purpose of the Company's capital management, capital includes issued equity capital, securities premium and all other equity reserves attributable to the equity shareholders of the Company. The Company's objective when managing capital is to safeguard its ability to continue as a going concern so that it can continue to provide returns to shareholders and other stake holders and maintain an optimal capital structure to reduce the Cost of Capital.

The Company manages its capital structure and makes adjustments in light of changes in financial condition and requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders (buy back its shares) or issue new shares.

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. The Company has complied with these covenants.

No changes were made in the objectives, policies or processes for managing capital during the year ended 31st March, 2020 and 31st March, 2019.

(₹ in Lacs)

Particulars	31st March, 2020	31st March, 2019
Net debt	2.54	-
Total equity	2,155.26	2,903.91
<b>Net debt to equity ratio</b>	0.0012	-

\* Net debt = non-current borrowings + current borrowings + current maturities of non-current borrowings + interest accrued – cash and cash equivalents.

**(b) Dividend**

No Dividend has been proposed during the previous two financial years

**14. Maturity Analysis of Assets and Liabilities:**

The table below shows an analysis of assets and liabilities analysed according to when they are expected to be recovered or settled. (₹ in lacs)

Particulars	31st March, 2020			31st March, 2019		
	Within 12 Months	After 12 Months	Total	Within 12 Months	After 12 Months	Total
<b>I Financial Assets</b>						
(a) Cash and Cash Equivalents	19.71	–	19.71	53.71	–	53.71
(b) Bank Balances other than (a) above	1,151.84	–	1,151.84	249.57	–	249.57
(c) Receivables	–	–	–	–	–	–
(i) Trade Receivables	403.70	–	403.70	209.03	–	209.03
(d) Investments	57.84	435.84	493.68	742.94	1,000.18	1,743.12
(e) Other Financial Assets	49.02	284.16	333.18	18.71	588.41	607.12
	<b>1,682.11</b>	<b>720.00</b>	<b>2,402.11</b>	<b>1,273.96</b>	<b>1,588.59</b>	<b>2,862.55</b>
<b>II Non - Financial Assets</b>						
(a) Current Tax Assets (Net)	9.63	–	9.63	–	–	–
(b) Defferred Tax Assets (Net)	–	–	–	–	14.65	14.65
(c) Property, Plant and Equipment	–	388.98	388.98	–	408.84	408.84
(d) Right of Use Assets	–	50.71	50.71	–	–	–
(e) Other Non Financial Assets	75.19	5.00	80.19	31.11	5.00	36.11
	<b>84.82</b>	<b>444.69</b>	<b>529.51</b>	<b>31.11</b>	<b>428.49</b>	<b>459.60</b>
<b>TOTAL ASSETS</b>	<b>1,768.22</b>	<b>1,163.40</b>	<b>2,931.62</b>	<b>1,305.52</b>	<b>2,016.63</b>	<b>3,322.15</b>
<b>I Financial Liabilities</b>						
(a) Payables						
(i) Trade Payables						
Total Outstanding Dues to micro enterprises and small enterprises	–	–	–	–	–	–
Total Outstanding Dues to creditors other than micro enterprises and small enterprises	543.29	–	543.29	216.78	–	216.78
(b) Borrowings (other than Debt Securities)	20.57	1.79	22.36	19.09	22.36	41.45
(c) Other Financial Liabilities	159.33	22.29	181.62	128.02	–	128.02
	<b>723.19</b>	<b>24.08</b>	<b>747.27</b>	<b>363.89</b>	<b>22.36</b>	<b>386.25</b>
<b>II Non - Financial Liabilities</b>						
(a) Current Tax Liabilities (Net)	–	–	–	15.14	–	15.14
(b) Defferred Tax Liabilities	–	7.16	7.16	–	–	–
(c) Provisions	10.89	–	10.89	8.56	–	8.56
(d) Other Non Financial Liabilities	11.04	–	11.04	8.29	–	8.29
	<b>21.93</b>	<b>7.16</b>	<b>29.09</b>	<b>31.99</b>	<b>–</b>	<b>31.99</b>
<b>TOTAL LIABILITIES</b>	<b>745.12</b>	<b>31.24</b>	<b>776.36</b>	<b>395.88</b>	<b>22.36</b>	<b>418.24</b>



## 15 Recent Accounting Pronouncements:

### New and revised standards adopted by the Company

The Company has adopted IND AS 116 “Leases” with the Date of Initial Application being 1st April, 2019, using the Modified Retrospective Method. On transition to IND AS 116, Right of Use Assets as at 1st April, 2019 for lease previously classified as Operating Lease were recognised and measured at an amount equal to Lease Liabilities and there is no impact on Retained Earnings on account of the above information. Accordingly, previous period information has not been reinstated.

The adoption of IND AS 116 resulted in recognition of ‘Right of Use Asset’ of ₹ 83.55 Lacs and also Financial Lease Obligation amounting to ₹ 83.55 Lacs.

Ministry of Corporate Affairs (“MCA”) notifies new Standards or amendments to the existing standards. There is no such notification which would have been applicable from April 1, 2020.

- 16 Covid-19 Pandemic has caused major macroeconomic disruption and slowdown, adversely affecting financial markets and investors in India and globally. The Company has evaluated the impact of this pandemic on its business operations. Except for sharp fall in Fair Market Value of its Proprietary Investments, there is no other significant impact on its Financial Results for the year ended 31-03-2020. However, the Company envisages adverse impact on company’s business in the ensuing year and will continue to closely monitor the evolving situation and take remedial measures.
- 17 The previous year’s including figures as at the date of transition have been reworked, regrouped, rearranged and reclassified wherever necessary. Amounts and other disclosures for the preceding year including figures as at the Date of Transition are included as an integral part of the current year financial statements and are to be read in relation to the amounts and other disclosures relating to the Current Year.

As per our Report of even date attached  
For **G. P. AGRAWAL & CO.**  
*Chartered Accountants*  
Firm’s Registration Number - 302082E

**CA. Sunita Kedia**  
Partner  
(Membership No. 60162)

Place of Signature: Kolkata  
Date: 27th June, 2020

### For and on behalf of the Board

**Naresh Pachisia**  
*Managing Director*  
DIN: 00233768

**Anil Shukla**  
*Chief Financial Officer*  
PAN: AKLPS0016P

**Nikunj Pachisia**  
*Whole-time Director*  
DIN: 06933720

**Alka Khetawat**  
*Company Secretary*  
Membership No. 47322

# INDEPENDENT AUDITOR'S REPORT

**To The Members of SKP Securities Limited**

**CIN : L74140WB1990PLC049032**

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

## **Opinion**

We have audited the accompanying Consolidated Financial Statements of **SKP Securities Limited** ("the Company"), which comprise the Balance Sheet as at 31st March, 2020, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year then ended and notes to the Consolidated Financial Statements including a summary of the significant accounting policies and other explanatory information (herein after referred to as "consolidated financial statements").

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 Indian Accounting Standards specified under Section 133 of the Act, read with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2020, and its losses, total comprehensive loss, changes in equity and its cash flows for the year ended on that date.

## **Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under section 143(10) of the Act. 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 ethical requirements that are relevant to our audit of the consolidated financial statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

## **Emphasis of Matter**

We draw attention to note no. 33.16 of the financial statements regarding impact of COVID-19 pandemic. The situation continues to be uncertain and the Company is evaluating the situation on an ongoing basis with respect to the challenges faced.

Our opinion is not modified in respect of this matter.

## **Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance

in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

<b>Key Audit Matter</b>	<b>How our audit addressed the key audit matter</b>
<p>Accuracy of recognition, measurement, presentation and disclosures of Investments and other related balances</p> <p>Investments include investments made by the Company in various quoted and unquoted equity shares and mutual funds. These investments constitute 17% of the Company's total assets. The valuation of each category of the aforesaid securities is to be done as per the provisions of Ind AS which involves collection of data/information from various sources such as Account statements of mutual funds, Demat statement, financial statements of unlisted companies etc. Considering the complexities and extent of judgement involved in the valuation, this has been determined as Key Audit Matter. Refer Note 7 to the consolidated financial statements</p>	<p>Our Procedure:</p> <p>We have verified these investments with reference to the provisions of Ind AS as also internal policies and procedure of the Company as follows:</p> <ol style="list-style-type: none"> <li>a. carried out evaluation of the design and operating effectiveness of the internal controls and performed substantive audit procedures.</li> <li>b. Assessed and evaluated the process adopted for collection of information from various sources for determining fair value of these investments</li> <li>c. Verified compliance with the presentation and disclosure requirements as per Ind AS and the Act. This test was conducted for the entire population.</li> </ol>
<p><b>Modified Audit Procedures carried out in light of COVID-19 outbreak:</b></p> <p>Due to COVID-19 pandemic, Nation-wide lockdown and travel restrictions imposed by Central / State Government / Local Authorities during the period of our audit, the audit could not be conducted by visiting the corporate office.</p> <p>As we could not gather audit evidence in person/ physically/ through discussions and personal interactions with the officials at the registered office, we have identified such modified audit procedures as a Key Audit Matter.</p> <p>Accordingly, our audit procedures were modified to carry out the audit remotely.</p>	<p>Due to the outbreak of COVID-19 pandemic that caused nationwide lockdown and other travel restrictions imposed by the Central and State Governments/local administration during the period of our audit, we could not travel to the Corporate Office and carry out the audit processes physically at the respective offices.</p> <p>Wherever physical access was not possible, necessary records/ reports/ documents/ certificates were made available to us by the company through digital medium, emails and remote access to their backoffice Software. To this extent, the audit process was carried out on the basis of such documents, reports and records made available to us which were relied upon as audit evidence for conducting the audit and reporting for the current period.</p>

Key Audit Matter	How our audit addressed the key audit matter
	<p>Accordingly, we modified our audit procedures as follows:</p> <ol style="list-style-type: none"> <li>a. Conducted verification of necessary records/documents electronically through remote access/emails wherever physical access was not possible.</li> <li>b. Carried out verification of scanned copies of the documents, deeds, certificates and the related records made available to us through emails and remote access over secure network of the company.</li> <li>c. Making enquiries and gathering necessary audit evidence through Video Conferencing, dialogues and discussions over phone calls/conference calls, emails and similar communication channels.</li> <li>d. Resolution of our audit observations telephonically/through email instead of a face-to-face interaction with the designated officials.</li> </ol>

### Other Matters

We did not audit the financial statements of SKP Insurance Advisors Pvt. Ltd. (ceased to be subsidiary w.e.f. 01.01.2020), a subsidiary, whose financial statements reflect total revenues of ₹ 10.66 Lacs. However, the total assets of the subsidiary have not been considered in the consolidated financial statements as it was no longer the subsidiary on the reporting date of the financial statements. These financial statements have been audited by other auditor whose report has been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of the subsidiary, and our report in terms of sub-sections (3) and (11) of section 143 of the Act, in so far as it relates to the aforesaid subsidiary, is based solely on the report of the other auditor.

Our opinion is not modified in respect of this matter.

### Information Other than the Consolidated financial statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexure to Board's Report and Shareholder's Information, but does not include the consolidated financial statements and our auditor's report thereon.

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 materially inconsistent with the consolidated financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information; we are required to report that fact. We have nothing to report in this regard.

### **Responsibilities of Management and those charged with Governance for the Consolidated Financial Statements**

The Holding Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to preparation of these consolidated financial statements that give a true and fair view of the consolidated financial position, consolidated financial performance, consolidated total comprehensive income, consolidated changes in equity and consolidated cash flows of the Group in accordance with the Ind AS and other accounting principles generally accepted in India. The respective Board of Directors of the companies included in the Group are responsible for maintenance of the adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group 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, the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of the Group 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 Group and or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group are also responsible for overseeing the financial reporting process of the Group.

### **Auditor's Responsibility 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 control 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.
- Obtain sufficient appropriate audit evidence regarding the financial information of such entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditor, such other auditor remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in para (a) of the section titled 'Other Matters' in this audit report.

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 reasonably be expected to outweigh the public interest benefits of such communication.

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

1. A. As required by section 143 (3) of the Act, we report that:

- i) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.

- ii) In our opinion, proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of other auditors.
  - iii) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss including (including Other Comprehensive Income), Consolidated Statement of Changes in Equity and the Consolidated Statement of Cash Flows dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
  - iv) In our opinion, the aforesaid consolidated financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - v) On the basis of the written representations received from the Directors as on 31st March, 2020 taken on record by the Board of Directors, none of the directors are disqualified as on 31st March, 2020 from being appointed as a director in terms of section 164(2) of the Act.
  - vi) 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 A”. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company’s internal financial controls over financial reporting.
  - vii) With respect to the other matters to be included in the Auditor’s Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
    - a. The Company has disclosed the impact of pending litigations on its financial position in its consolidated financial statements – Refer Note No. 33.1 to the consolidated financial statements.
    - b. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.
    - c. There has been no delay in transferring amounts, required to be transferred to be transferred to the Investor Education and Protection Fund by the Company.
- B) With respect to the other matters to be included in the Auditor’s Report in accordance with the requirements of 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.

For **G.P. Agrawal & Co.**  
Chartered Accountants  
Firm’s Registration No. - 302082E

(**CA. Sunita Kedia**)  
Partner

Place of Signature: Kolkata  
Date: 27th June, 2020

Membership No. 060162

## **Annexure A” to the Independent Auditor’s Report**

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

We have audited the internal financial controls over financial reporting of SKP Securities Limited (“the Company”) as of 31st March, 2020 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 respective Board of Directors of the Holding Company and its subsidiary are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the respective Companies considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

#### **Auditor’s Responsibility**

Our responsibility is to express an opinion on the internal financial controls over financial reporting of the Holding Company and its subsidiary companies based on our audit and reports of other auditors. We conducted our audit in accordance with the Guidance Note issued by the ICAI and the Standards on Auditing, prescribed under Section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. 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 consolidated financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditor in terms of their reports referred to in the Other Matter paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the internal financial controls system over financial reporting of the Holding Company and its subsidiary.



### **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 and to the best of our information and according to the explanations given to us, the Holding Company and its subsidiary have in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2020, based on the internal control over financial reporting criteria established by the respective companies considering the essential components of internal control stated in the Guidance Note issued by the ICAI.

### **Other Matters**

Our aforesaid report under section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting, in so far as it relates to three subsidiary is based solely on the corresponding reports of auditors of such company.

For **G.P. Agrawal & Co.**  
Chartered Accountants  
Firm's Registration No. - 302082E

(**CA. Sunita Kedia**)  
Partner  
Membership No. 060162

Place of Signature: Kolkata  
Date: 27th June, 2020

**CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2020**

(₹ in Lacs)

Particulars		Note No.	As at 31st March, 2020	As at 31st March, 2019
<b>I. ASSETS</b>				
<b>(1) Financial Assets</b>				
(a)	Cash and Cash Equivalents	4	19.71	65.41
(b)	Bank Balances other than (a) above	5	1,151.84	249.57
(c)	Receivables			
(i)	Trade Receivables	6	403.70	209.05
(d)	Investments	7	493.68	1,731.12
(e)	Other Financial Assets	8	333.18	607.12
	<b>Total Financial Assets</b>		<b>2,402.11</b>	<b>2,862.27</b>
<b>(2) Non - Financial Assets</b>				
(a)	Current Tax Assets (Net)	16(ii)	9.63	–
(b)	Deferred Tax Assets (Net)	9	–	14.65
(c)	Property, Plant and Equipment	10	388.98	408.84
(d)	Right of Use Assets	11	50.71	–
(e)	Other Non Financial Assets	12	80.19	36.11
	<b>Total Non Financial Assets</b>		<b>529.51</b>	<b>459.60</b>
	<b>Total Assets</b>		<b>2,931.62</b>	<b>3,321.87</b>
<b>II. EQUITY AND LIABILITIES</b>				
<b>(1) Financial Liabilities</b>				
(a)	Payables			
(i)	Trade Payables	13		
	Total outstanding dues of micro enterprises and small enterprises		–	–
	Total outstanding dues of creditors other than micro enterprises and small enterprises		543.29	216.78
(b)	Borrowings (other than Debt Securities)	14	22.36	41.45
(c)	Other Financial Liabilities	15	181.62	128.64
	<b>Total Financial Liabilities</b>		<b>747.27</b>	<b>386.87</b>
<b>(2) Non - Financial Liabilities</b>				
(a)	Current Tax Liabilities (Net)	16(i)	–	10.15
(b)	Deferred Tax Liabilities (Net)	9	7.16	–
(c)	Provisions	17	10.89	8.56
(d)	Other Non Financial Liabilities	18	11.04	8.29
	<b>Total Non Financial Liabilities</b>		<b>29.09</b>	<b>27.00</b>
<b>(3) Equity</b>				
(a)	Equity Share Capital	19	340.44	439.94
(b)	Other Equity	20	1,814.82	2,468.06
	<b>Total Equity</b>		<b>2,155.26</b>	<b>2,908.00</b>
	<b>Total Equity and Liabilities</b>		<b>2,931.62</b>	<b>3,321.87</b>
	Corporate Information	1		
	Significant Accounting Policies & Estimates	2-3		
	Other Disclosures	33		

The accompanying notes 1 to 33 are an integral part of the standalone financial statements.

As per our Report of even date attached

 For **G. P. AGRAWAL & CO.**
*Chartered Accountants*

Firm's Registration Number - 302082E

**CA. Sunita Kedia**

Partner

(Membership No. 60162)

Place of Signature: Kolkata

Date: 27th June, 2020

**For and on behalf of the Board**
**Naresh Pachisia**  
*Managing Director*  
 DIN:00233768

**Anil Shukla**  
*Chief Financial Officer*  
 PAN: AKLPS0016P

**Nikunj Pachisia**  
*Whole-time Director*  
 DIN: 06933720

**Alka Khetawat**  
*Company Secretary*  
 Membership No. 47322

**CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH, 2020**

(₹ in Lacs)

	Particulars	Note No.	For the Year ended 31st March, 2020	For the Year ended 31st March, 2019
<b>I.</b>	<b>Revenue From Operations</b>			
	Interest Income	21	110.36	89.99
	Brokerage and Fee Income	22	988.72	960.86
	Net Gain on Fair Value Changes	23	10.80	149.05
	<b>Total Revenue from Operations</b>		<b>1,109.88</b>	<b>1,199.90</b>
<b>II.</b>	Other Income	24	8.51	6.57
<b>III.</b>	<b>Total Income</b>		<b>1,118.39</b>	<b>1,206.47</b>
<b>IV.</b>	<b>Expenses:</b>			
	Finance Costs	25	15.93	31.31
	Brokerage and Fee Expense	26	224.63	157.75
	Net Loss on Fair Value Changes	27	81.24	-
	Employee Benefits Expenses	28	384.86	359.61
	Depreciation and Amortisation Expenses	29	60.36	28.25
	Other Expenses	30	353.74	384.86
	<b>Total Expenses</b>		<b>1,120.76</b>	<b>961.78</b>
<b>V.</b>	<b>Profit/(Loss) before Tax</b>		<b>(2.37)</b>	<b>244.69</b>
<b>VI.</b>	<b>Tax expense</b>			
	Current tax	31	8.85	58.92
	Deferred tax		21.81	1.35
			<b>30.66</b>	<b>60.27</b>
<b>VII.</b>	<b>Profit/(Loss) for the Year</b>		<b>(33.03)</b>	<b>184.42</b>
<b>VIII.</b>	<b>Other Comprehensive Income</b>			
	Items that will not be reclassified to Profit or Loss			
	Remeasurements of Defined Benefits Plan		(5.04)	(3.49)
	Income tax relating to above item		1.40	0.97
	Other Comprehensive Income for the Year, Net of Tax		(3.64)	(2.52)
<b>IX.</b>	<b>Total Comprehensive Income for the Year</b>		<b>(36.67)</b>	<b>181.90</b>
<b>X.</b>	<b>Earnings per Equity Share</b> (Nominal Value per Share ₹ 10/- each)			
	- Basic (₹)	32	(0.82)	4.16
	- Diluted (₹)		(0.82)	4.16
	Weighted Number of shares used in computing Earnings Per Equity Share		4,037,829	4,399,400
	Corporate Information	1		
	Significant Accounting Policies & Estimates	2-3		
	Other Disclosures	33		

The accompanying notes 1 to 33 are an integral part of the standalone financial statements.

As per our Report of even date attached

For **G. P. AGRAWAL & CO.**

Chartered Accountants

Firm's Registration Number - 302082E

**CA. Sunita Kedia**

Partner

(Membership No. 60162)

Place of Signature: Kolkata

Date: 27th June, 2020

**For and on behalf of the Board**

**Naresh Pachisia**  
Managing Director  
DIN:00233768

**Nikunj Pachisia**  
Whole-time Director  
DIN: 06933720

**Anil Shukla**  
Chief Financial Officer  
PAN: AKLPS0016P

**Alka Khetawat**  
Company Secretary  
Membership No. 47322

**STATEMENT OF CHANGES IN EQUITY FOR YEAR ENDED 31ST MARCH 2020**
**(a) EQUITY SHARE CAPITAL**

(₹ in Lacs)

Particulars	Balance at the beginning of the year	Changes in equity share capital during the year	Balance at the end of the year
For the year ended 31st March 2019	439.94	–	439.94
For the year ended 31st March 2020	439.94	(99.50)	340.44

**(b) OTHER EQUITY**

(₹ in Lacs)

Particulars	Reserves and Surplus					Total
	General Reserve	Securities Premium	Capital Reserve	Capital Redemption Reserve	Retained Earnings	
<b>Balance as at 1st April 2018</b>	<b>117.20</b>	<b>231.65</b>	<b>1.14</b>	<b>121.56</b>	<b>1,814.61</b>	<b>2,286.16</b>
Profit for the year	–	–	–	–	184.42	184.42
Other Comprehensive Income (net of tax)	–	–	–	–	(2.52)	(2.52)
Transfer to/ from General Reserve/ Retained Earnings	10.00	–	–	–	(10.00)	–
<b>Balance as at 31st March 2019</b>	<b>127.20</b>	<b>231.65</b>	<b>1.14</b>	<b>121.56</b>	<b>1,986.51</b>	<b>2,468.06</b>
<b>Balance as at 1st April 2019</b>	<b>127.20</b>	<b>231.65</b>	<b>1.14</b>	<b>121.56</b>	<b>1,986.51</b>	<b>2,468.06</b>
Profit for the year	–	–	–	–	(33.03)	(33.03)
Other Comprehensive Income (net of tax)	–	–	–	–	(3.64)	(3.64)
Utilised for buy back of shares (Refer Note 19(f))	–	(231.65)	–	–	(384.92)	(616.57)
Transfer to/from Capital Redemption Reserve	–	–	–	99.50	(99.50)	–
Transfer to/ from General Reserve/ Retained Earnings	–	–	(1.14)	–	1.14	–
<b>Balance as at 31st March, 2020</b>	<b>127.20</b>	<b>–</b>	<b>–</b>	<b>221.06</b>	<b>1,466.56</b>	<b>1,814.82</b>

The accompanying notes 1 to 33 are an integral part of the consolidated financial statements.

As per our Report of even date attached

 For **G. P. AGRAWAL & CO.**
*Chartered Accountants*

Firm's Registration Number - 302082E

**CA. Sunita Kedia**

Partner

(Membership No. 60162)

Place of Signature: Kolkata

Date: 27th June, 2020

**For and on behalf of the Board**
**Naresh Pachisia**  
*Managing Director*  
 DIN:00233768

**Anil Shukla**  
*Chief Financial Officer*  
 PAN: AKLPS0016P

**Nikunj Pachisia**  
*Whole-time Director*  
 DIN: 06933720

**Alka Khetawat**  
*Company Secretary*  
 Membership No. 47322

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2020**

(₹ in Lacs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
<b>A CASH FLOW FROM OPERATING ACTIVITIES</b>		
<b>Profit Before Tax</b>	<b>(2.37)</b>	<b>244.69</b>
Adjustments to reconcile Profit Before Tax to Cash Flow provided by		
<b>Operating Activities :</b>		
Finance Costs	15.93	31.31
Dividend Income	(0.05)	(0.05)
Depreciation & Amortisation Expense	60.36	28.25
Profit on Sale of Investments	(10.80)	(74.39)
Net Loss/(Gain) on Fair Value Changes	81.24	(74.66)
Bad Debts written off	3.88	0.97
<b>Operating Profit before Working Capital changes</b>		
<b>Adjustments to reconcile</b>		
<b>Operating Profit to Cash Flow provided by changes in</b>		
<b>Working Capital :</b>	<b>148.19</b>	<b>156.12</b>
Increase/(Decrease) in Trade Payables, Other Liabilities and Provisions	327.93	(187.29)
Decrease/(Increase) in Trade Receivables, Loans, Advances and		
Other Assets	(870.94)	161.07
<b>Cash Generated from Operations</b>	<b>(394.82)</b>	<b>129.90</b>
Less: Tax Expense	(28.63)	(84.52)
<b>Net Cash Generated / (Used) - Operating Activities</b>	<b>(423.45)</b>	<b>45.38</b>
<b>B CASH FLOW FROM INVESTING ACTIVITIES</b>		
Additions to Property, Plant and Equipment	(38.21)	(3.54)
Purchase of Investments	(2,011.60)	(2,344.65)
Sale of Investments	3,178.60	2,619.53
Dividend Income	0.05	0.05
<b>Net Cash Generated / (Used) - Investing Activities</b>	<b>1,128.84</b>	<b>271.39</b>
<b>C CASH FLOW FROM FINANCING ACTIVITIES</b>		
Buyback of Shares	(696.50)	-
Expenses on Buyback	(19.57)	-
Repayment of Long Term Borrowings	(19.00)	(108.23)
Proceeds from/(Repayment of) Short Term Borrowings (Net)	(0.09)	(106.03)
Finance Cost	(15.93)	(31.31)
<b>Net Cash Generated / (Used) - Financing Activities</b>	<b>(751.09)</b>	<b>(245.57)</b>
<b>Net Increase/(Decrease) in Cash &amp; Cash Equivalents (A+B+C)</b>	<b>(45.70)</b>	<b>71.20</b>
<b>Opening Cash and Cash Equivalents</b>	<b>65.41</b>	<b>(5.79)</b>
<b>Closing Cash and Cash Equivalents</b>	<b>19.71</b>	<b>65.41</b>

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2020 (Contd.)**

**Notes:**

- 1) The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in the Indian Accounting Standard (Ind AS) - 7 on Statement of Cash Flows. (₹ in Lacs)

Particulars	As on 31.03.2020	As on 31.03.2019
2) Cash and Cash Equivalents at the end of the year consists of:		
a) Balance with Banks on Current Accounts	14.50	60.31
b) Cash on Hand	5.12	4.92
c) Stamps on Hand	0.09	0.18
Closing Cash and Cash Equivalents (Refer Note 4)	19.71	65.41
Closing Cash and Cash Equivalents for the purpose of Cash Flow Statement	19.71	65.41

- 3) Cash and Cash Equivalents do not include any amount which is not available to the Company for its use.  
 4) Changes in liabilities arising from financial liabilities, movement in assets and liabilities arising from financing activities does not increase any non cash charges.  
 5) Figure in brackets represent cash outflow from respective activities.

The accompanying notes 1 to 33 are an integral part of the standalone financial statements.

As per our Report of even date attached  
 For **G. P. AGRAWAL & CO.**  
*Chartered Accountants*  
 Firm's Registration Number - 302082E

**CA. Sunita Kedia**  
 Partner  
 (Membership No. 60162)

Place of Signature: Kolkata  
 Date: 27th June, 2020

**For and on behalf of the Board**

<b>Naresh Pachisia</b> Managing Director DIN:00233768	<b>Nikunj Pachisia</b> Whole-time Director DIN: 06933720
<b>Anil Shukla</b> Chief Financial Officer PAN: AKLPS0016P	<b>Alka Khetawat</b> Company Secretary Membership No. 47322

## **NOTE NO. 1**

### **1. Company Overview**

SKP Securities Limited ('the Company') incorporated on 18th May, 1990, is a Public Limited Company domiciled in India and has its Registered Office at Chatterjee International Centre, Level 21, 33A, Jawaharlal Nehru Road, Kolkata - 700 071. Its shares are listed on BSE Ltd. SKP Securities Limited together with its subsidiary is hereinafter referred to as 'the Group'. The Group is engaged in the business of providing stock broking services, depository services, distribution of mutual funds, merchant banking, wealth advisory services.

The Company is registered with Securities and Exchange Board of India (SEBI) as a member of National Stock Exchange of India Limited (NSE), and BSE Ltd., as a Depository Participants on National Securities Depository Limited (NSDL), Central Depository Services (India) Ltd. (CDSL) and as Research Analysts, Merchant Banker Portfolio Manager and Investment Adviser. It is also registered with Association of Mutual Fund of India (AMFI).

The Group's consolidated financial statements are approved for issue by the Company's Board of Directors on 27th June, 2020.

## **NOTE NO. 2**

### **2. Significant accounting policies**

#### **2.1 Statement of Compliance with Ind AS**

These consolidated financial statements have been prepared in accordance with Indian Accounting Standards (Ind AS) specified under Section 133 of the Companies Act, 2013 ('the Act') read with Companies (Indian Accounting Standards) Rules, 2015. The financial statements have also been prepared in accordance with the relevant presentation requirements of the Act. The Company adopted Ind AS from 1st April, 2017.

#### **2.2 Basis of preparation**

The consolidated financial statements are prepared in accordance with the historical cost convention on accrual basis, except for certain items that are measured at fair values, as explained in the accounting policies. Historical cost is generally based on the fair value of the consideration in exchange for goods and services.

The Company is covered in the definition of Non-Banking Financial Company as defined in Companies (Indian Accounting Standards) (Amendment) Rules, 2016. As per the format prescribed under Division III of Schedule III to the Companies Act, 2013 on 11 October 2013, the Company presents the Balance Sheet, the Statement of Profit and Loss and the Statement of Changes in Equity in the order of liquidity. A maturity analysis of recovery or settlement of assets and liabilities within 12 months after the reporting date and more than 12 months after the reporting date is presented in note no. 33.14

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

All amount disclosed in the financial statements including notes thereon have been rounded off to the nearest lacs as per the requirement of Schedule III to the Act, unless stated otherwise.

### 2.3 Use of estimates

The preparation of financial statements in conformity with Ind AS requires management to make judgements, estimates and assumptions that affect the application of the accounting policies and the reported amounts of assets and liabilities, the disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the year. Actual results could differ from those estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, they are recognised in the period of the revision and future periods if the revision affects both current and future periods.

### 2.4 Basis of Consolidation

The Consolidated Financial Statements (CFS) includes the financial statements of the Company and its subsidiary/ies.

Subsidiaries are entities controlled by the Group.

Control is assessed annually with reference to the voting power (usually arising from equity shareholdings and potential voting rights) and other rights (usually contractual) enjoyed by the Group in its capacity as an investor that provides it the power and consequential ability to direct the investee's activities and significantly affect the Group's returns from its investment. Such assessment requires the exercise of judgement and is disclosed by way of a note to the Financial Statements.

The assets, liabilities, income and expenses of subsidiary/ies are aggregated and consolidated, line by line, from the date control is acquired by any Group entity to the date it ceases. Profit or loss and each component of other comprehensive income are attributed to the Group as owners and to the non-controlling interests. The Group presents the non-controlling interests in the Balance Sheet within equity, separately from the equity of the Group as owners. Impairment loss, if any, to the extent the carrying amount exceeds the recoverable amount is charged off to the Statement of Profit and Loss as it arises and is not reversed.

All intra group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

### 2.5 Property, plant and equipment (PPE) and Depreciation

- a) Property, plant and equipment are stated at cost of acquisition less accumulated depreciation and impairment, if any. For this purpose, cost includes deemed cost which represents the carrying value of PPE recognised as at 1st April, 2016 measured as per the previous GAAP.
- b) Cost is inclusive of inward freight, non-refundable taxes and duties and directly attributable costs of bringing an asset to the location and condition of its intended use. Expenses capitalised also include applicable borrowing costs for qualifying assets, if any. All upgradation / enhancements are charged off as revenue expenditure unless they bring similar significant additional benefits.



- c) The cost and related accumulated depreciation are derecognised from the financial statements upon sale or retirement of the asset and the resultant gains or losses are recognized in the Statement of Profit and Loss.
- d) Depreciation of these assets commences when the assets are ready for their intended use which is generally on commissioning. Depreciation on items of PPE is provided on a straight line basis to allocate their cost, net of their residual value over the estimated useful life of the respective asset as specified in Schedule II to the Act which in the view of the management best represents the period for which the asset is expected to be used:
- e) The estimated useful lives of PPE of the Group are as follows:
- |  |              |
|--|--------------|
| Premises   | 60 years     |
| Office equipment   | 5 years      |
| Furniture and fixtures   | 10 years     |
| Computers, Servers and other Information Technology Equipments | 3 to 6 years |
| Vehicles   | 8 years      |
- f) The assets' residual values, useful lives and methods of depreciation are reviewed at each financial year end and adjusted prospectively, if appropriate. The residual life is considered as 5% of the value of PPE.

## 2.6 Impairment of Assets

As at each balance sheet date, the Group assesses whether there is an indication that an asset may be impaired. If any indication exists, or when annual impairment testing for an asset is required, if any, an impairment loss is recognized for the amount by which the carrying amount of the asset exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use.

If at the balance sheet date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the impairment loss previously recognized is reversed such that the asset is recognized at its recoverable amount but not exceeding written down value which would have been reported if the impairment loss had not been recognized.

## 2.7 Revenue recognition

With effect from 1st April, 2018, the Group has adopted Ind AS 115 "Revenue from Contracts with Customers" using the cumulative catch-up transition method, applied to contracts there were not completed as of 1st April, 2018. Accordingly, the comparatives have not been retrospectively adjusted. The effect on adoption of Ind AS 115 was insignificant.

Revenue is measured based on the consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties. The Company recognizes revenue when it transfers control over a product or service to customers in accordance with Ind AS 115.

The Group recognizes revenue to depict the transfer of promised goods or services to customers in amounts that reflect the payment to which the Group expects to be entitled in exchange for those goods or services by applying the following steps:

Step -1- Identify the contract with a customer;

Step -2- Identify the performance obligations in the contract;

Step -3- Determine the transaction price;

Step -4- Allocate the transaction price to the performance obligations in the contract;

Step -5- Recognize the revenue when (or as) the Company satisfies a performance obligation.

The Group is engaged in the business of providing stock broking services, depository services, distribution of mutual funds, wealth and other advisory services. The recognition criteria is as follows:

**a) Broking Services**

Income from broking activities and transactions in respect of dealing in shares and securities are recognised as the performance obligations are satisfied viz is on the date of settlement on the respective stock exchange.

**b) Distribution Services**

Brokerage/commission from mutual funds and on distribution of third party products are recognised when the Company's right to receive the same is established.

**c) Depository and Advisory Services**

Income from Depository and Advisory services are recognised as the performance obligations are satisfied on the basis of agreement entered into with the clients and when the Company's right to receive the income is established or as mutually agreed.

**d) Interest income**

Interest income is recorded on accrual basis using the effective interest rate (EIR) method.

**e) Dividend Income**

Dividend income is recognised when the Company's right to receive the dividend is established.

## 2.8 Foreign Currency Transactions

The functional and presentation currency of the Group is Indian Rupee.

Transactions in foreign currency are accounted for at the exchange rate prevailing on the transaction date. Gains/ losses arising on settlement as also on translation of monetary items are recognised in the Statement of Profit and Loss.

## 2.9 Borrowing costs

Borrowing costs that are directly attributable to the acquisition and/or construction of a qualifying asset are capitalized as part of the cost of such asset till such time that is required to complete and prepare the asset to get ready for its intended use. A qualifying asset is one that necessarily takes a substantial period of time to get ready for its intended use.

All other borrowing costs are charged to the Statement of Profit and Loss in the period in which they are incurred.

## **2.10 Provisions, contingent liabilities and contingent assets**

- a) Provisions are recognized only when there is a present obligation, as a result of past events and when a reliable estimate of the amount of obligation can be made at reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates. Provisions are discounted to their present values, where the time value of money is material.
- b) Contingent liability is disclosed for possible obligations which will be confirmed only by future events not wholly within the control of the Company or present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made.
- c) Contingent assets are neither recognized nor disclosed except when realisation of income is virtually certain, related asset is disclosed.
- d) Provisions, contingent liabilities and contingent assets are reviewed at each balance sheet date.

## **2.11 Employee benefits**

### **a) Short-term employee benefits**

Short-term employee benefits in respect of salaries and wages, including non-monetary benefits are recognised as an expense at the undiscounted amount in the Statement of Profit and Loss for the year in which the related service is rendered.

### **b) Defined contribution plans**

Contributions to Provident Fund are charged to the Statement of Profit and Loss in the year when the contributions to the respective funds are due.

### **c) Defined benefit plans**

Gratuity is in the nature of a defined benefit plan. The cost of providing benefits under the defined benefit obligation is calculated on the basis of actuarial valuations carried out at reporting date by independent Actuary using the projected unit credit method. Service costs and net interest expense or income is reflected in the Statement of Profit and Loss. Gain or Loss on account of remeasurements are recognised immediately through other comprehensive income in the period in which they occur.

## **2.12 Financial instruments, Financial assets, Financial liabilities and Equity instruments**

Financial assets and financial liabilities are recognised when the Companies in the group becomes a party to the contractual provisions of the relevant instrument and are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities measured at fair value through profit or loss) are added to or deducted from the fair value on initial recognition of financial assets or financial liabilities.

### **i) Financial Assets**

#### **(a) Recognition**

Financial assets include Investments, Trade receivables, Advances, Security Deposits,

Cash and cash equivalents. Such assets are initially recognised at transaction price when the Companies in the group becomes party to contractual obligations. The transaction price includes transaction costs unless the asset is being fair valued through the Statement of Profit and Loss.

**(b) Classification**

Management determines the classification of an asset at initial recognition depending on the purpose for which the assets were acquired. The subsequent measurement of financial assets depends on such classification.

Financial assets are classified as those measured at:

- 1) amortised cost, where the financial assets are held solely for collection of cash flows arising from payments of principal and/ or interest.
- 2) fair value through other comprehensive income (FVTOCI), where the financial assets are held not only for collection of cash flows arising from payments of principal and interest but also from the sale of such assets. Such assets are subsequently measured at fair value, with unrealised gains and losses arising from changes in the fair value being recognised in other comprehensive income.
- 3) fair value through profit or loss (FVTPL), where the assets does not meet the criteria for categorization as at amortized cost or as FVTOCI. Such assets are subsequently measured at fair value, with unrealised gains and losses arising from changes in the fair value being recognised in the Statement of Profit and Loss in the period in which they arise.

Trade receivables, Advances, Security Deposits, Cash and cash equivalents etc. are classified for measurement at amortised cost while investments may fall under any of the aforesaid classes. However, in respect of particular investments in equity instruments that would otherwise be measured at fair value through profit or loss, an irrevocable election at initial recognition may be made to present subsequent changes in fair value through other comprehensive income.

**(c) Impairment**

The Group assesses at each reporting date whether a financial asset (or a group of financial assets) such as investments, trade receivables, advances and security deposits held at amortised cost and financial assets that are measured at fair value through other comprehensive income are tested for impairment based on evidence or information that is available without undue cost or effort.

Loss allowances are recognised using the expected credit loss (ECL) model and ECL impairment loss allowance are measured at an amount equal to lifetime ECL.

Until the asset meets write-off criteria, the Group does not reduce impairment allowance from the gross carrying amount.

**(d) De-recognition**

Financial assets are derecognised when the right to receive cash flows from the assets has expired, or has been transferred, and the Group has transferred substantially all of the risks and rewards of ownership. If the asset is one that is measured at:

- (i) amortised cost, the gain or loss is recognised in the Statement of Profit and Loss;

- (ii) fair value through other comprehensive income, the cumulative fair value adjustments previously taken to reserves are reclassified to the Statement of Profit and Loss unless the asset represents an equity investment in which case the cumulative fair value adjustments previously taken to reserves is reclassified within equity.

iii) **Financial liabilities**

Borrowings, trade payables and other financial liabilities are initially recognised at the value of the respective contractual obligations. They are subsequently measured at amortised cost.

Financial liabilities are derecognised when the liability is extinguished, that is, when the contractual obligation is discharged, cancelled and on expiry.

iv) **Equity instruments**

Equity instruments are recognised at the value of the proceeds, net of direct costs of the capital issue.

v) **Offsetting of financial instruments**

Financial assets and liabilities are offset and the net amount is included in the Balance Sheet where there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

vi) **Dividend distribution**

Dividends paid (including income tax thereon) is recognised in the period in which the interim dividends are approved by the Board of Directors, or in respect of the final dividend when approved by shareholders.

vii) **Fair value measurement**

The Group measures financial instruments at fair value at each Balance Sheet date.

For some assets and liabilities, observable market transactions or market information might be available. For other assets and liabilities, observable market transactions and market information might not be available. However, the objective of a fair value measurement in both cases is the same—to estimate the price at which an orderly transaction to sell the asset or to transfer the liability would take place between market participants at the measurement date under current market conditions.

In determining the fair value of financial instruments, the Group uses a variety of methods and assumptions that are based on market conditions and risks existing at each balance sheet date.

The Group uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3: Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

### 2.13 Taxes

Taxes on income comprises of current taxes and deferred taxes. Current tax in the Statement of Profit and Loss is provided as the amount of tax payable in respect of taxable income for the period using tax rates and tax laws enacted during the period, together with any adjustment to tax payable in respect of previous years.

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities and the amounts used for taxation purposes (tax base), at the tax rates and tax laws enacted or substantively enacted by the end of the reporting period.

Deferred tax assets are recognized for deductible temporary differences, the carry forward of unused tax credits and any unused tax losses to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised.

Unrecognised deferred tax assets are re-assessed at each balance sheet date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Income tax, in so far as it relates to items disclosed under other comprehensive income or equity, are disclosed separately under other comprehensive income or equity, as applicable.

### 2.14 Earnings per Share

- a) Basic earnings per share is calculated by dividing the net profit or loss for the period attributable to equity shareholders (after deducting attributable taxes) by the weighted-average number of equity shares outstanding during the period.
- b) For the purpose of calculating diluted earnings per share, the net profit or loss for the period attributable to equity shareholders and the weighted-average number of shares outstanding during the period are adjusted for the effects of all dilutive potential equity shares.

The number of equity shares and potential dilutive equity shares are adjusted retrospectively for all periods presented for any share split and bonus shares issues including for changes effected prior to the approval of the financial statements by the Board of Directors.

### 2.15 Leases

The Company has adopted IND AS 116 “Leases” with the date of initial application being 1st April, 2019, using the modified retrospective method. On transition to IND AS 116, Right of Use assets as at 1st April, 2019 for lease previously classified as operating lease were recognised and measured at an amount equal to lease liabilities and there is no impact on the retained earnings on account of the above information. Accordingly, previous period information has not been reinstated.

#### a. Where the Company is the lessee

The Company’s lease asset classes primarily consist of land and buildings. The Company

assesses whether a contract contains a lease, at inception of a contract. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Company assesses whether: (a) the contract involves the use of an identified asset, (b) the Company has substantially all of the economic benefits from use of the asset through the period of the lease and (c) the Company has the right to direct the use of the asset.

At the date of commencement of the lease, the Company recognizes a Right of Use asset (“ROU”) and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and low value leases. For these short-term and low value leases, the Company recognizes the lease payments as an operating expense on a straight-line basis over the term of the lease.

Certain lease arrangements include the options to extend or terminate the lease before the end of the lease term. ROU assets and lease liabilities includes these options when it is reasonably certain that they will be exercised.

The right-of-use assets are initially recognized at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or prior to the commencement date of the lease plus any initial direct costs less any lease incentives. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Right-of-use assets are depreciated from the commencement date on a straight-line basis over the shorter of the lease term and useful life of the underlying asset. Right of use assets are evaluated for recoverability whenever events or changes in circumstances indicate that their carrying amounts may not be recoverable. For the purpose of impairment testing, the recoverable amount (i.e. the higher of the fair value less cost to sell and the value-in-use) is determined on an individual asset basis unless the asset does not generate cash flows that are largely independent of those from other assets. In such cases, the recoverable amount is determined for the Cash Generating Unit (CGU) to which the asset belongs.

The lease liability is initially measured at amortized cost at the present value of the future lease payments. The lease payments are discounted using the interest rate implicit in the lease or, if not readily determinable, using the incremental borrowing rates. Lease liabilities are re-measured with a corresponding adjustment to the related right of use asset if the Company changes its assessment it will exercise an extension or a termination option.

Lease liability and ROU asset have been separately presented in the Balance Sheet and lease payments have been classified as financing cash flows.

**b. Where the Company is the lessor**

Leases for which the Company is a lessor is classified as a finance or operating lease. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

When the Company is an intermediate lessor, it accounts for its interests in the head lease

and the sublease separately. The sublease is classified as a finance or operating lease by reference to the right-of-use asset arising from the head lease.

For operating leases, rental income is recognized on a straight-line basis over the term of the relevant lease.

### **2.16 Cash and cash equivalents**

Cash and cash equivalents in the Balance sheet comprise cash on hand, cheques on hand, balance with banks on current accounts and short term, highly liquid investments with an original maturity of three months or less and which carry insignificant risk of changes in value.

For the purpose of the Cash Flow Statement, Cash and cash equivalents consist of Cash and cash equivalents, as defined above and net of outstanding book overdrafts as they are considered an integral part of the Group's cash management.

### **2.17 Cash Flow Statement**

Cash flows are reported using the indirect method, whereby profit/loss before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing flows. The cash flows from operating, investing and financing activities of the Group are segregated.

## **NOTE NO. 3**

### **3.1 Critical accounting estimates**

#### **(i) Estimation of Defined benefit obligations**

The cost of the defined benefit gratuity plan and the present value of the gratuity obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each financial year end.

The parameter most subject to change is the discount rate. In determining the appropriate discount rate for plans, the actuary considers the interest rates of government bonds.

The mortality rate is based on publicly available mortality tables. Those mortality tables tend to change only at interval in response to demographic changes. Future salary increases and gratuity increases are based on expected future inflation rates.

#### **(ii) Provisions and Contingent Liabilities**

The Group has ongoing litigations with various regulatory authorities and third parties. Where an outflow of funds is believed to be probable and are liable estimate of the outcome of the dispute can be made based on management's assessment of specific circumstances of each dispute and relevant external advice, management provides for its best estimate of the liability. Such accruals are by nature complex and can take number of years to resolve and can involve estimation uncertainty. Information about such litigations is provided in notes to the financial statements.



**NOTE NO: 4 CASH AND CASH EQUIVALENTS**

(₹ in Lacs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
<b>Balances with Banks</b>		
In current accounts	14.50	60.31
Cash on hand	5.12	4.92
Stamps on hand	0.09	0.18
<b>Total</b>	<b>19.71</b>	<b>65.41</b>

**NOTE NO: 5 BANK BALANCES OTHER THAN(4) ABOVE**

(₹ in Lacs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
<b>Earmarked balances with Banks</b>		
Unpaid Dividend	2.14	3.49
Current deposits*	265.92	145.36
<b>Fixed deposit pledged as security/margin deposit</b>		
Current portion of original maturity period more than 12 months	883.78	100.72
<b>Total</b>	<b>1,151.84</b>	<b>249.57</b>

\* Balance with banks in Client Money Account not available for use of the Company

**NOTE NO: 6 TRADE RECEIVABLES**

(₹ in Lacs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
<b>Carried at amortized cost</b>		
Receivable considered good - Unsecured,	403.70	209.05
<b>Total</b>	<b>403.70</b>	<b>209.05</b>

Trade Receivables are interest bearing and are generally on terms of 1 to 7 days

(₹ in Laacs)

Investments	As at 31st March, 2020				As at 31st March, 2019				
	Amortised cost	At Fair Value		Total	Amortised Cost	At Fair Value		Total	
		Through Other Comprehensive Income	Through Profit or Loss			Designated at Fair Value through Profit or Loss	Through Other Comprehensive Income		Through Profit or Loss
Mutual Funds	-	-	491.68	-	-	-	1,729.12	-	1,729.12
<b>Equity Instruments:</b>									
Other	-	-	2.00	-	-	-	2.00	-	2.00
<b>Total - Gross (A)</b>	-	-	<b>493.68</b>	-	-	-	<b>1,731.12</b>	-	<b>1,731.12</b>
(i) Investments outside India	-	-	-	-	-	-	-	-	-
(ii) Investments in India	-	-	493.68	-	-	-	1,731.12	-	1,731.12
<b>Total (B)</b>	-	-	<b>493.68</b>	-	-	-	<b>1,731.12</b>	-	<b>1,731.12</b>
Less: Allowance for Impairment Loss (C)	-	-	-	-	-	-	-	-	-
<b>Total : Net D= (A)-(C)</b>	-	-	<b>493.68</b>	-	-	-	<b>1,731.12</b>	-	<b>1,731.12</b>

Refer Note 7(i) for Details

**NOTE NO. : 7 (i)**

**(i) NON-CURRENT INVESTMENTS**

Particulars	Face value	Number of Units	As at 31st March, 2020 (₹ in Lacs)	Number of Units	As at 31st March, 2019 (₹ in Lacs)
<b>Mutual Funds (All Direct Growth Plans)</b>					
<b>(At fair value through profit or loss)</b>					
<b>Quoted - Fully paid up</b>					
Axis Banking & PSU Debt Fund	1000	-	-	5,653	100.04
Axis Small Cap Fund	10	64,053	22.76	-	-
DSP Black Rock Balanced Fund	10	32,960	8.59	-	-
Franklin India Equity Hybrid Fund	10	61,027	64.50	65,219	84.38
HDFC Balance Advantage Fund	10	22,807	35.85	22,807	47.69
HDFC Hybrid Equity Fund	10	99,875	44.43	118,887	67.41
ICICI Prudential Equity & Debt Fund	10	77,167	88.10	92,044	132.62
ICICI Prudential Small Cap Fund	10	74,934	14.05	-	-
IDFC Banking & PSU Debt Fund	10	-	-	462,392	75.03
IDFC Bond Fund - STP	10	-	-	189,729	75.03
Kotak Hybrid Equity Plan	10	-	-	566,783	82.94
Mirae Asset Emerging Bluechip Fund	10	55,063	24.85	55,063	31.06
Mirae Asset Hybrid Equity Plan	10	504,469	67.58	566,783	89.26
Nippon India Equity Hybrid Fund (Formerly Reliance Hybrid Fund)	10	113,427	43.37	147,909	87.46
Nippon India Equity Hybrid Fund Segregated Portfolio 1 (Formerly Reliance Hybrid Fund-Segregated Portfolio 1)	10	147,909	0.08	-	-
Nippon India Equity Hybrid Fund Segregated Portfolio 2	10	113,427	-	-	-
Reliance Pharma Fund	10	-	-	14,722	23.53
SBI Equity Hybrid Plan	10	-	-	69,096	89.73
Tata Mid Cap Growth Fund	10	17,132	19.68	-	-
Aditya Birla Sun Life Overnight Fund	1,000	-	-	376	3.86
DSP Overnight Fund	1,000	-	-	241	2.45
HDFC Overnight Fund	1,000	-	-	5,351	151.01
HDFC Short Term Debt Fund	10	252,700	57.84	480,058	100.00
ICICI Prudential Liquid Fund	10	-	-	4,548	12.57
ICICI Prudential Overnight Fund	10	-	-	245,249	251.08
ICICI Prudential Constant Maturity Gilt Fund	10	-	-	387,183	59.36
IDFC Overnight Fund	1,000	-	-	16,024	162.26
SBI Overnight Fund	1,000	-	-	11	0.35

**NOTE NO. : 7 (i) (cond.)**

<b>Equity Instruments</b>					
Others (At fair value through Profit or Loss)					
<b>Unquoted - Fully paid up :</b>					
Calcutta Stock Exchange	1	250	2.00	250	2.00
<b>Total</b>			<b>493.68</b>		<b>1,731.12</b>
Aggregate amount of quoted investments			491.68		1,729.12
Aggregate market value of quoted investments			491.68		1,729.12
Aggregate amount of unquoted investments			2.00		2.00
Aggregate amount of impairment in value of investments			-		-

Out of the investment in units of mutual funds, units worth ₹ 480.43 lacs (Previous Year ₹ 136.01 lacs) are pledged/under lien with Banks, Clearing Corporation and others for overdraft/Margin facility. Total outstanding in overdraft account against pledge/lien of these units as on 31st March, 2020 is ₹ Nil (Previous Year - ₹ 0.09 lacs).

**NOTE NO: 8 OTHER FINANCIAL ASSETS**

(₹ in Lacs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
<b>Carried at amortized cost</b>		
Security Deposits	134.16	295.41
<b>Fixed Deposit pledged as Security/Margin Deposit</b>		
Original Maturity Period more than 12 months	150.00	293.00
Interest Accrued but not due on Fixed Deposits	46.92	16.94
Other Recoverables	2.10	1.77
<b>Total</b>	<b>333.18</b>	<b>607.12</b>

**NOTE NO: 9 DEFERRED TAX ASSETS (NET)**

As at 31st March, 2020

(₹ in Lacs)

Particulars	Opening Balance	Recognized in Profit & Loss	Recognized in OCI	Closing Balance
<b>Tax effect of items constituting deferred tax assets</b>				
MAT credit entitlement	25.67	(19.81)	-	5.86
	<b>25.67</b>	<b>(19.81)</b>	-	<b>5.86</b>
<b>Tax effect of items constituting deferred tax liabilities</b>				
Property, plant and equipment including right of use assets net of lease	5.40	5.50	-	10.90
Investment	5.62	(3.50)	-	2.12
	<b>11.02</b>	<b>2.00</b>	-	<b>13.02</b>
<b>Net deferred tax assets/income</b>	<b>14.65</b>	<b>(21.81)</b>	-	<b>(7.16)</b>

As at 31st March, 2019

Particulars	Opening Balance	Recognized in Profit & Loss	Recognized in OCI	Closing Balance
<b>Tax effect of items constituting deferred tax assets</b>				
Property, plant and equipment	16.00	(21.40)	-	(5.40)
Investment		(5.62)	-	(5.62)
MAT Credit Entitlement		25.67	-	25.67
<b>Tax effect of items constituting deferred tax liabilities</b>				
	-	-	-	-
<b>Net deferred tax assets/income</b>	<b>16.00</b>	<b>(1.35)</b>	-	<b>14.65</b>

**NOTE NO.10. PROPERTY, PLANT AND EQUIPMENT**

(₹ in Laacs)

Description of Assets	Gross Block			Accumulated Depreciation			Net Block	
	As at 1st April, 2019	Additions	Sales/ Adjustment	As at 31st March, 2020	As at 1st April, 2019	For the year		Sales/ Adjustment
Freehold Premises	320.56	-	-	320.56	14.72	5.08	19.80	300.76
Office Equipments	6.51	3.69	-	10.20	3.90	1.12	5.02	5.18
Furniture and Fixtures	11.74	-	-	11.74	8.05	0.31	8.36	3.38
Computers, Servers and other Information Technology Equipments	11.31	3.97	-	15.28	4.81	2.71	7.52	7.76
Vehicles	129.67	-	-	129.67	39.47	18.30	57.77	71.90
<b>Total</b>	<b>479.79</b>	<b>7.66</b>	<b>-</b>	<b>487.45</b>	<b>70.95</b>	<b>27.52</b>	<b>98.47</b>	<b>388.98</b>

**PREVIOUS YEAR**

(₹ in Laacs)

Description of Assets	Gross Block			Accumulated Depreciation			Net Block	
	As at 1st April, 2018	Additions	Sales/ Adjustment	As at 31st March, 2019	As at 1st April, 2018	For the year		Sales/ Adjustment
Freehold Premises	320.56	-	-	320.56	9.64	5.08	-	305.84
Office Equipments	6.29	0.22	-	6.51	2.72	1.18	-	2.61
Furniture and Fixtures	11.74	-	-	11.74	7.60	0.45	-	3.69
Computers, Servers and other Information Technology Equipments	7.99	3.32	-	11.31	2.62	2.19	-	6.50
Vehicles	129.67	-	-	129.67	20.11	19.36	-	90.20
<b>Total</b>	<b>476.25</b>	<b>3.54</b>	<b>-</b>	<b>479.79</b>	<b>42.69</b>	<b>28.26</b>	<b>-</b>	<b>408.84</b>

Aggregate Depreciation has been included under Depreciation Expense in the Statement of Profit and Loss.

**NOTE NO: 11 RIGHT OF USE ASSETS**

(₹ in Lacs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
<b>Leasehold Premises</b>		
a) Balance as per Last Account	–	–
b) Adjustment due to adoption of Ind AS 116	83.55	–
c) Addition / Deletion during the Year	–	–
d) Amortization for the Year	(32.84)	–
e) <b>Closing Balance</b>	<b>50.71</b>	–

**NOTE NO: 12 OTHER FINANCIAL ASSETS**

(₹ in Lacs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
<b>Unsecured, considered good</b>		
Capital Advances	5.00	5.00
<b>Advances other than capital advances</b>		
Deposit against income tax appeal and other litigation	2.40	2.40
Other advances	38.14	9.51
<b>Others</b>		
Goods & Service Tax input credit	–	13.37
Prepaid Expenses	34.65	5.83
<b>Total</b>	<b>80.19</b>	<b>36.11</b>

**NOTE NO: 13 TRADE PAYABLES**

(₹ in Lacs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Total outstanding dues of micro enterprises and small enterprises (Refer note 28(2))	–	–
Total outstanding dues of creditors other than micro enterprises and small enterprises	543.29	216.78
<b>Total</b>	<b>543.29</b>	<b>216.78</b>

The company has not received any Memorandum (as required to be filed by the suppliers with the notified authority under the Micro, Small and Medium Enterprises Development Act, 2006) claiming their status as on 31 March 2020 as micro, small and medium enterprises. Consequently, the amount due to micro and small enterprises as per requirement of Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 is Nil (31st March 2019 - Nil).

**NOTE NO: 14 BORROWINGS**

(₹ in Lacs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
<b>Secured</b>		
<b>Vehicle Loan</b>		
From Banks	22.36	41.36
<b>Loan Payable on demand</b>		
Bank Overdraft - Secured (Secured against pledge of units of Mutual Funds)	–	0.09
<b>Total</b>	<b>22.36</b>	<b>41.45</b>

**a) Nature of Security**

Vehicle Loans are secured by way of Hypothecation of Vehicle Purchased. The Loan carries interest at the rate of 8% p.a.

**NOTE NO: 15 OTHER FINANCIAL LIABILITIES**

(₹ in Lacs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Lease Liabilities	53.00	-
Unpaid & Unclaimed Dividends**	2.14	3.50
Other Payables		
Security Deposits	49.00	47.86
Accrued expenses	75.80	76.10
Others	1.68	1.18
<b>Total</b>	<b>181.62</b>	<b>128.64</b>

\*\* There are no amounts due and outstanding to be credited to Investor Education & Protection Fund.

**NOTE NO: 16 (i) CURRENT TAX LIABILITIES (NET)**

(₹ in Lacs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Provision for Taxation	-	224.81
Less : Tax Deducted at Source and Advance Tax	-	214.66
<b>Total</b>	<b>-</b>	<b>10.15</b>

**NO: 16 (ii) CURRENT TAX ASSETS(NET)**

(₹ in Lacs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Tax Deducted at Source and Advance Tax	241.43	-
Less : Provision for Taxation	231.80	-
<b>Total</b>	<b>9.63</b>	<b>-</b>

**NOTE NO: 17 PROVISIONS**

(₹ in Lacs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Provision for employee benefits (Refer note 33(3))		
Gratuity	10.89	8.56
<b>Total</b>	<b>10.89</b>	<b>8.56</b>

**NOTE NO: 18 OTHER NON FINANCIAL LIABILITIES**

(₹ in Lacs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Statutory Dues	11.04	8.29
<b>Total</b>	<b>11.04</b>	<b>8.29</b>

**NOTE NO: 19 EQUITY SHARE CAPITAL**

(₹ in Lacs)

	Particulars	No. of shares	As at 31st March, 2020	No. of shares	As at 31st March, 2019
(a)	<b>Authorised</b>				
	Equity shares of par value ₹ 10/- each	1,00,00,000	1,000.00	1,00,00,000	1,000.00
			<b>1,000.00</b>		<b>1,000.00</b>
(b)	<b>Issued, subscribed and fully paid up</b>				
	Equity shares of par value ₹ 10/- each	34,04,400	340.44	43,99,400	439.94
			<b>340.44</b>		<b>439.94</b>

- (c) The Company has only one class of shares referred to as equity shares having a par value of ₹ 10/-. The holders of equity shares are entitled to receive dividend as declared from time to time and are entitled to one vote per share.
- (d) In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company in proportion to the number of equity shares held by them, after distribution of all preferential dues. However, no such preferential dues exists currently.
- (e) The Company declares and pays dividend in Indian Rupees. The holders of equity shares are entitled to receive dividend as declared from time to time and are entitled to one vote per share.
- (f) Pursuant to approval of the Board of Directors at their meeting held on 27th April, 2019 and shareholders by way of Postal Ballot on 22nd June 2019, the Company made Public announcement on 24th June 2019 and Post Buy back Public Announcement on 15th November, 2019, for Buyback of 9,95,000 fully paid up equity shares of face value of ₹ 10/- each from all the existing shareholders/beneficial owners of the Company as on the Record Date i.e 5th July 2019, on proportionate basis through Tender Offer route, subject to compliance with the provisions of Section 68, 69, 70 and other applicable provisions, if any, of the Companies Act, 2013, the Companies Share Capital and Debenture Rules, 2014 to the extent applicable, and in compliance with Securities & Exchange Board of India (Buy Back of Securities) Regulations, 2018 at a Buy Back price of ₹ 70/- per equity share payable in cash, for an aggregate maximum amount of ₹ 6,96,50,000/- representing 24.99% and 24.96% of the fully paid up equity share capital and free reserve of the Company as per latest Audited Consolidated and Consolidated Audited Financials for the year ended 31st March, 2019 (the last audited Financial Statement available as at the date of meeting of Board of Directors approving the Buyback). The Company concluded the Buyback procedure and 9,95,000 equity shares were extinguished on 20th November, 2019.

This has resulted in total cash outflow of ₹ 716.07 Lacs (including expenses of ₹ 19.57 lacs which has been utilized from, Share Premium Account (₹ 231.65 Lacs) and Retained Earned (₹ 484.42 Lacs) pursuant to the provisions of Act. Further, Capital Redemption Reserve of ₹ 99.50 Lacs representing the nominal value of shares bought back has been created out of Retained Earning Account. Consequent to such Buy back, equity share Capital of the Company has been reduced to ₹ 340.04 Lacs).

**(g) Reconciliation of number and amount of equity shares outstanding:**

(₹ in Lacs)

Particulars	No. of shares	As at 31st March, 2020	No. of shares	As at 31st March, 2019
At the beginning of the year	4,399,400	439.94	4,399,400	439.94
Less: Buy back of shares	9,95,000	99.50	—	—
At the end of the year	3,404,400	340.44	4,399,400	439.94



(h) Shareholders holding more than 5 % of the equity shares in the Company:

Name of the shareholder	As at 31st March, 2020		As at 31st March, 2019	
	No. of shares held	% of holding	No. of shares held	% of holding
Naresh Pachisia	1,754,954	51.55	2,289,000	52.03
Naresh Pachisia & Sons (HUF)	300,325	8.82	380,000	8.64
Manju Pachisia	237,040	6.96	300,000	6.82
Pushpa Devi Bangur	200,955	5.90	291,942	6.63

- (i) The aggregate number of Equity Shares bought back in immediately preceding last five years ended on 31st March, 2020 – 22,10,600 equity shares (Previous Period of Five Years ended on 31st March, 2019 - 12,15,600 Equity Shares).

**NOTE NO: 20 OTHER EQUITY**

(₹ in Lacs)

Particulars	As at 31st March, 2020		As at 31st March, 2019	
<b>(a) General Reserve</b>				
Balance as per last Account	127.20		117.20	
Add: Transferred from Retained Earnings	–		10.00	
<b>Closing balance</b>		<b>127.20</b>		<b>127.20</b>
<b>(b) Securities Premium</b>				
Balance as per last account	231.65		231.65	
Less: Utilised for Buy Back of Shares	231.65		–	
<b>Closing balance</b>		–		<b>231.65</b>
<b>(c) Capital Reserve</b>				
Capital reserve on consolidation of subsidiary	1.14		1.14	
Less : Transferred to Retained Earning	(1.14)		–	
<b>Closing balance</b>		–		<b>1.14</b>
<b>(d) Capital Redemption Reserve</b>				
Balance as per last account	121.56		121.56	
Add: Transferred from General Reserve (Refer note 19(f))	99.50		–	
<b>Closing balance</b>		<b>221.06</b>		<b>121.56</b>
<b>(e) Retained Earnings</b>				
Balance as per Last Account	1,986.51		1,814.61	
Add: Net Profit for the Year	(33.03)		184.42	
Add: Other Comprehensive Income/(Loss) for the Year*	(3.64)		(2.52)	
Add: Capital Reserve on consolidation of Subsidiary	1.14		–	
Less: Utilised for Buy Back of Shares (Refer note 19(f))	(365.35)		–	
Less: Transferred to Capital Redemption Reserve Account (Refer Note No 19(f))	(99.50)		–	
Less : Expenses on Buy Back	(19.57)		–	
Less: Transfer to General Reserve	–		(10.00)	
<b>Closing Balance</b>		<b>1,466.56</b>		<b>1,986.51</b>
<b>Total</b>		<b>1,814.82</b>		<b>2,468.06</b>

\* Represents Remeasurement of defined benefits plans.

Notes:

- General Reserve - General Reserve is a free reserve and can be utilised for any general purpose like issue of bonus shares, payment of dividend, buy back of shares etc.
- Securities Premium - The amount received in excess of the Par Value has been classified as Securities Premium.
- Capital Redemption Reserve - Capital Redemption Reserve represents reserve created upon Buy Back of Shares by the Company. This reserve is not distributable to shareholders and can be used to pay bonus share issued.
- Retained Earnings - Retained Earnings represents the amount of Accumulated Earnings of the Company.

**NOTE NO: 21 INTEREST INCOME**

(₹ in Lacs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
<b>Interest Income on Financial Assets carried at Amortised Costs</b>		
On Fixed Deposits	65.33	27.59
On Margin Deposits	3.17	6.76
On Late Payment from Clients	41.86	55.64
<b>TOTAL</b>	<b>110.36</b>	<b>89.99</b>

**NOTE NO: 22 BROKERAGE AND FEE INCOME**

(₹ in Lacs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
Distribution services	243.56	394.10
Broking services	695.96	522.89
Depository services	26.72	28.76
Advisory services	22.48	15.11
<b>TOTAL</b>	<b>988.72</b>	<b>960.86</b>

**NOTE NO: 23 NET GAIN ON FAIR VALUE CHANGES**

(₹ in Lacs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
<b>Net Gain on Financial Instruments at Fair Value through Profit or Loss</b>		
<b>Investments</b>		
Profit on sale of Investments (Realised)	10.79	74.39
Profit on Divestment of Subsidiary (Realised)	0.01	–
Fair Value Gain on Investment (Unrealised)	–	74.66
<b>TOTAL</b>	<b>10.80</b>	<b>149.05</b>

**NOTE NO: 24 OTHER INCOME**

(₹ in Lacs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
<b>Other Non-Operating Income</b>		
Miscellaneous income	0.53	4.16
Liabilities written back	5.21	2.36
Dividend on long Term Investments	0.05	0.05
Referral Fees	2.72	–
<b>Total</b>	<b>8.51</b>	<b>6.57</b>

**NOTE NO: 25 FINANCE COST**

(₹ in Lacs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
<b>Interest Expenses</b>		
On Long Term Borrowings	2.63	9.35
On Short Term Borrowings	7.02	14.83
On Delayed Payment of Advance Tax	–	7.12
Other Borrowing Cost	–	0.01
<b>Interest on Lease Liabilities</b> (Refer Note No. 33.9b)	6.28	–
<b>Total</b>	<b>15.93</b>	<b>31.31</b>

**NOTE NO: 26 BROKERAGE & FEE EXPENSES**

(₹ in Lacs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
Brokerage and Fee	91.83	98.48
Broker Note Stamp	97.83	39.23
Transaction Charges	34.97	20.04
<b>Total</b>	<b>224.63</b>	<b>157.75</b>

**NOTE NO: 27 NET LOSS ON FAIR VALUE CHANGES**

(₹ in Lacs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
<b>Net Loss on Financial Instruments at Fair Value through Profit or Loss</b>		
<b>Investments</b>		
Fair Value Loss on Investments (Unrealised)	81.24	–
<b>TOTAL</b>	<b>81.24</b>	<b>–</b>

**NOTE NO: 28 EMPLOYEE BENEFITS EXPENSES**

(₹ in Lacs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
Salaries and Allowances	361.63	342.17
Contribution to Provident & Other funds	5.94	5.16
Staff Welfare Expenses	17.29	12.28
<b>Total</b>	<b>384.86</b>	<b>359.61</b>

**NOTE NO: 29 DEPRECIATION AND AMORTISATION EXPENSES**

(₹ in Lacs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
Depreciation (Refer Note no. 10)	27.52	28.25
Amortisation (Refer Note no. 11)	32.84	–
<b>Total</b>	<b>60.36</b>	<b>28.25</b>

**NOTE NO: 30 OTHER EXPENSES**

(₹ in Lacs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
Connectivity Charges	17.34	16.54
Computer Expense	21.16	18.05
Corporate Social Responsibility Expense (Refer Note 33.2)	2.00	5.00
Director's Sitting Fees	5.68	6.13
Electricity Expense	17.64	18.76
Insurance Expense	0.68	0.74
Legal & Professional Fees	38.97	62.45
Meetings & Seminar Expense	48.22	43.77
Rent	3.74	63.82
Rates and taxes	3.64	3.53
Repairs - Others	19.14	13.56
Research Expense	20.88	14.01
Bad Debt written off	3.88	0.97
Payment to Auditors		
As Auditor for Statutory Audit	1.00	1.12
For Tax Audit	0.30	0.30
For Other Services	0.34	0.25
Subscription	18.59	19.31
Service Charges	13.27	6.42
Travelling Expense	55.71	34.73
Vehicle Expense	6.72	8.12
Miscellaneous Expense	54.84	47.28
<b>Total</b>	<b>353.74</b>	<b>384.86</b>

**NOTE NO: 31 INCOME TAX**

(₹ in Lacs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
<b>Current Tax</b>		
Current Tax	8.85	58.92
Deferred tax	21.81	1.35
<b>Tax Expense reported in Other Comprehensive Income</b>	<b>(1.40)</b>	<b>(0.97)</b>
	<b>29.26</b>	<b>59.30</b>

A Reconciliation of the Income Tax Provision to the amount computed by applying Statutory Income Tax Rate to the Income before Income Taxes is as follows:

(₹ in Lacs)

Particulars	Year ended 31st March, 2020	Year ended 31st March, 2019
Profit before Income Taxes	(2.37)	244.69
Effective MAT Rate	16.69%	20.00%
Computed Expected Tax Expense	(0.40)	49.04
Tax effect on Net Amount transferred to Other Equity at the time of adoption of Ind AS	8.01	9.60
Others	23.05	1.63
Net Tax effect on Other Comprehensive Income	(1.40)	(0.97)
	<b>29.26</b>	<b>59.30</b>

**NOTE NO: 32 EARNINGS PER SHARE**

(₹ in Lacs)

Particulars		Year ended 31st March, 2020	Year ended 31st March, 2019
a)	Amount used as the numerator (₹ in lakh) Profit for the Year - (A)	(33.03)	183.11
b)	Weighted average number of equity shares outstanding used as the denominator for computing Basic Earnings Per Share* - (B)	4,037,829	4,399,400
c)	Weighted Average Number of Equity Shares outstanding used as the Denominator for Computing Diluted Earnings Per Share* - (C)	4,037,829	4,399,400
d)	Nominal Value of Equity Shares (₹)	10.00	10.00
e)	Basic Earnings Per Share (₹) (A/B)	(0.82)	4.16
f)	Diluted Earnings Per Share (₹) (A/C)	(0.82)	4.16

\*The weighted average number of shares takes into account the weighted average effect of changes in number of shares due to Buy Back of shares.

**NOTE NO: 33 OTHER DISCLOSURES**

**1. Contingent liabilities and commitments (to the extent not provided for)**

(₹ in Lacs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
<b>I. Contingent liabilities:</b>		
<b>Claims against the Company not acknowledged as debts:</b>		
Service tax demand -under appeal	6.33	6.33
Income tax demand- under appeal	6.73	0.42
	<b>13.06</b>	<b>6.75</b>
<b>II. Commitments</b>		
Estimated amount of contract remaining to be executed on Capital account and not provided for	17.50	17.50
Advance paid against above	5.00	500

The amounts shown in (I) above represent the best possible estimates arrived at on the basis of available information. Uncertainties and timing of cash flows are dependent on outcome of different legal processes which have been invoked by the Company or the claimants, as the case may be and, therefore, cannot be estimated accurately. The Company does not expect any reimbursement in respect of above Contingent Liabilities.

In the opinion of the management, no provision is considered necessary for the disputes mentioned above on the ground that there are fair chances of successful outcome of the appeals.

**2. Corporate Social Responsibility**

The Ministry of Corporate Affairs has notified Section 135 of the Companies Act, 2013 on Corporate Social Responsibility with effect from 1 April 2014. As per the provisions of the said section, the Company has undertaken the following CSR Initiatives during the Financial Year 2019-20. CSR initiatives majorly includes supporting under privileged in education, sanitation, health, medical treatments, etc and various other charitable, noble aids.

- a) Gross amount required to be spent by the Company during the year ₹ 7.05 lacs (Previous year ₹ 7.38 lacs)
- b) Amount spent during the Year ended 31 March 2020 on : (₹ in lacs)

Particulars	Amount Paid	Yet to be Paid	Total
PM CARES Fund	2.00	–	2.00
<b>TOTAL</b>	<b>2.00</b>	<b>–</b>	<b>2.00</b>

Amount spent during the year ended 31 March 2019 on : (₹ in lacs)

Particulars	Amount Paid	Yet to be Paid	Total
Installation of 4 Nos. of Eco Clean Bio Toilets in slum area	2.00	–	2.00
Construction of Vivekanada Sabha Griha - a multipurpose hall for imparting education and character building for students and general public	2.00	–	2.00
Adoption of ten numbers of Ekal Vidyalaya (one teacher school) for one year in tribal areas	1.00	–	1.00
<b>TOTAL</b>	<b>5.00</b>	<b>–</b>	<b>5.00</b>

### 3. Employee Benefits :

As per Indian Accounting Standard - 19 “ Employee Benefits”, the disclosures of Employee Benefits are as follows:

#### a) Defined Contribution Plan :

The Company has no legal and constructive obligation to pay or make any contribution towards Provident Fund and ESIC for employees as salaries of employees are above the statutory limit. However, the company makes contribution of Administrative Charges for maintaining Provident Fund Account of the employees.

#### b) Defined Benefit Plans:

##### Description of Plans

- i. The Gratuity Plan is governed by Payment of Gratuity Act, 1972. Under this Act, an employee, who has completed five years of service is entitled to specific benefit. The Gratuity Plan provides a lumpsum payment to employees at retirement, death, incapacitation or termination of employment. The level of benefits provided depends on the member’s length of service and salary at retirement age, etc.

Gratuity Benefits are funded in nature. The company has opted for a Group Gratuity cum Life Assurance Scheme of Aditya Birla Sun Life Insurance Company Limited. The liabilities arising in the Defined Benefit schemes are determined in accordance with the advice of independent, professionally qualified Actuaries, using the projected unit credit method at the year end.

The following tables summarise the components of Net Benefit Expense recognised in the Statement of Profit and Loss and the funded status and amounts recognised in the Balance Sheet for the said plan.

ii) Details of funded post retirement plans are as follows:

(₹ in Lacs)

Particulars	Gratuity	
	For the year ended 31st March, 2020	For the year ended 31st March, 2019
<b>I. Components of Employer Expense</b>		
<b>I.1 Expenses recognised in the Statement of Profit and Loss:</b>		
Current service cost	5.53	4.37
Interest cost	0.32	0.70
<b>Expense recognised in the Statement of Profit and Loss</b>	<b>5.85</b>	<b>5.07</b>
<b>I.2 Remeasurements recognised in Other comprehensive income</b>		
Actuarial gain / (loss) arising from:		
- changes in experience adjustments	3.89	(3.95)
(Returns)/loss on plan assets excluding amounts included in Net interest cost	(8.93)	0.46
<b>Components of defined benefit costs recognised in Other comprehensive income</b>	<b>(5.04)</b>	<b>(3.49)</b>
<b>Total defined benefit cost recognised in Profit and Loss and Other comprehensive income</b>	<b>0.81</b>	<b>1.58</b>
<b>II. Change in present value of defined benefit obligation:</b>		
Present value of defined benefit obligation at the beginning of the year	65.89	57.01
Interest expense	4.88	4.14
Current service cost	5.53	4.37
Benefits paid	(1.66)	(3.58)
Actuarial gain / (loss) arising from:		
- changes in experience adjustments	(3.89)	3.95
<b>Present value of Defined Benefit Obligation at the end of the year</b>	<b>70.75</b>	<b>65.89</b>
<b>III Change in fair value of plan assets during the year:</b>		
Plan assets at the beginning of the year	57.33	38.39
Interest income	4.56	3.44
Employers' contributions	8.56	18.62
Benefits paid	(1.66)	(3.58)
Re-measurement (Returns on plan assets excluding amounts included in interest income)	(8.93)	0.46
<b>Fair Value of Plan Assets at the end of the year</b>	<b>59.86</b>	<b>57.33</b>
<b>IV. Net Asset / (Liability) recognised in the Balance Sheet as at the year end:</b>		
Present Value of Defined Benefit Obligation	70.75	65.89
Fair Value of Plan Assets	59.86	57.33
Funded Status [Surplus/(Deficit)]	10.89	8.56

(₹ in Lacs)

Particulars	Gratuity	
	As at 31st March, 2020	As at 31st March, 2019
<b>Net Asset / (Liability) recognised in Balance Sheet</b>		
Current liability	10.89	8.55
Non-current liability	–	–
<b>V. Actuarial Assumptions:</b>		
Discount Rate (% p.a.)	6.70%	7.50%
Expected return on Plan Assets (% p.a.)	7.50%	7.50%
Expected Rate of Salary increase (% p.a.)	0% for first 2 years and 4% thereafter	5.00%
Retirement/Superannuation Age (Year)	58	58
Mortality Rates	IALM 2006-2008 Ultimate	IALM 2006-2008 Ultimate
<b>VI. Major Category of Plan Assets as a % of the Total Plan Assets as at the year end:</b>		
Administered by Insurance Companies	100%	100%
<b>VII. Maturity Profile of Defined Benefit Obligation Expected cash flows (valued on undiscounted basis):</b>		
Year 1	21.03	1.29
Year 2	2.55	20.68
Year 3	1.26	4.67
Year 4	9.51	1.37
Year 5	2.21	10.44
Next 5 years	35.32	41.22
<b>Total expected payment</b>	<b>71.88</b>	<b>79.67</b>
The average duration of the defined benefit plan obligation at the end of the balance sheet date (in years)	8 years	8 years
<b>VIII. Sensitivity analysis on Present value of Defined Benefit Obligations:</b>		
<b>Discount rates</b>		
1% Increase	(4.75)	(4.64)
1% Decrease	5.56	5.39
<b>Expected rates of salary increases</b>		
1% Increase	3.80	4.53
1% Decrease	(3.41)	(4.02)
Sensitivity analyses above has been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring as at the Balance Sheet Date.		
All sensitivities are calculated using the same actuarial method as for the disclosed present value of the defined benefits obligation at year end.		
<b>IX. Experience adjustments on Present value of Defined Benefit Obligation and Plan Assets are as follows:</b>	<b>As at 31st March, 2020</b>	<b>As at 31st March, 2019</b>
Present value of Defined Benefit Obligation	70.75	65.89
Fair value of Plan Assets	59.86	57.33
(Deficit)/Surplus	10.89	8.56
Experience adjustment of Obligations [(Gain)/Loss]	3.89	(3.95)



**iii) Risks related to defined benefit plans:**

The main risks to which the Company is exposed in relation to operating defined benefit plans are

- i) **Investment risk:** As the plan assets include significant investment in units of mutual funds, the company is exposed to risk of impact arising because of changes in Net Asset Value of mutual funds.
- ii) **Mortality risk:** The assumptions adopted by the Company make allowances for future improvements in life expectancy. However, if life expectancy improves at a faster rate than assumed, this would result in greater payments from the plan and consequently increase in the plan's liabilities. In order to minimise this risk, mortality assumptions are reviewed on a regular basis.
- iii) **Interest Rate Risk:** The present value of Defined Benefit Plans liability is determined using the discount rate based on the market yields prevailing at the end of reporting period on Government bonds. A decrease in yields will increase the fund liabilities and vice-versa.
- iv) **Salary cost inflation risk:** The present value of the defined benefit plan liability is calculated with reference to the future salaries of participants under the Plan. Increase in salary due to adverse inflationary pressures might lead to higher liabilities.

**iv) Asset - liability management and funding arrangements**

The trustees are responsible for determining the investment strategy of plan assets. The overall investment policy and strategy for Company's funded defined benefit plan is guided by the objective of achieving an investment return which, together with the contribution paid is sufficient to maintain reasonable control over various funding risks of the plan.

- i) The following are the assumptions used to determine the Benefit Obligation
  - a) **Discount Rate:** The Yield on Government Bonds are considered as the Discount Rate. The Tenure has been considered taking into account past long term trend of employees' Average Remaining Service Life which reflects the Average Estimated Term of the Post - Employment Benefit Obligations.
  - b) **Rate of Escalation in Salary :** The estimates of Rate of Escalation in Salary, considered in Actuarial Valuation, take into account inflation, seniority, promotion and other relevant factors including supply and demand in the employment market. The above information is certified by the Actuary.
  - c) **Rate of Return on Plan Assets:** Rate of Return for the Year was the Average Yield of the Portfolio in which Company's Plan Assets are invested over a tenure equivalent to the Entire Life of the Related Obligation.
  - d) **Attrition Rate :** Attrition Rate considered is the Management's Estimate based on the past long- term trend of employee turnover in the Company.
- ii) The Gratuity and Provident Fund expenses have been recognised under " Contribution to Provident and Other Funds" under " Salaries and Allowances" under Note No. 28.

**4. Operating Segment information**

The Company is primarily engaged in a single business segment of Broking & Dealing in Securities and related services. All the activities of the company revolves around the main business. As such there are no separate reportable segments as per Ind AS - 108 "Operating Segment".

The Company earns its entire "revenue from external customers" in India being Company's country of domicile. All the assets are located in India. During the year, revenue from none of the customer amounted to more than 10% of the total revenue (31st March 2019 - Nil).

**5. Disclosure as per IND AS 115 Revenue from Contract with Customers**

The table below presents disaggregate revenues from contracts with customers for the years ended 31 March 2019 and 31 March 2018. The Company believes that this disaggregation best depicts how the nature, amount, timing and uncertainty of revenue and cash flows are affected by market and other economic factors.

**Nature of Services**

- (a) Income from Broking Services and transactions in respect of dealing in shares and securities are recognised as the performance obligations are satisfied viz. on the date of settlement on the respective stock exchange.
- (b) Income from Advisory Services are recognised when the Company's right to receive the income is established or as mutually agreed.
- (c) Income from Depository Services is recognised as the performance obligations are satisfied on the basis of agreement entered into with the clients and when the Company's right to receive the income is established.
- (d) Income from Distribution Services in the form of Brokerage/Commission/Fees on distribution of third party products like Mutual Funds, Fixed Deposits, etc. are recognised when the Company's right to receive the same is established.
- (e) Interest Income Late Payments from clients is recorded on accrual basis using the Effective Interest Rate (EIR) method.

**Disaggregated revenue information**

(₹ in Lacs)

Types of services	2019-20	2018-19
Distribution services	243.55	394.10
Broking services	695.96	522.89
Depository services	26.72	28.76
Advisory services	22.48	15.11
Interest Income	41.86	55.64
<b>Total revenue from contract with customers</b>	<b>1,030.57</b>	<b>1,016.50</b>

(₹ in Lacs)

Types of customers	2019-20	2018-19
Financial Institutional	581.11	642.21
Retail customers	449.46	374.29
<b>Total revenue from contract with customers</b>	<b>1,030.57</b>	<b>1,016.50</b>

Institutional Customers includes Institutional Broking Clients and Mutual Fund Houses while Retail Customers include Retail, HNI/Corporate Clients of Broking, advisory and other services provided by the Company.

(₹ in Lacs)

Timing of goods or service	2019-20	2018-19
Services transferred at a point in time	1,030.57	1,016.50
<b>Total revenue from contract with customers</b>	<b>1,030.57</b>	<b>1,016.50</b>

(₹ in Lacs)

Contract Balances	31-03-2020	31-03-2019
Trade receivables (Refer Note 6)	403.11	209.03
Trade payables (Refer Note 13)	542.79	216.78

**Nature, timing of satisfaction of the performance obligation and significant payment terms.**

- (i) Income from services rendered as a broker is recognised upon rendering of the services.
- (ii) Interest is earned on delayed payments from clients.
- (iii) Interest income is recorded on accrual basis using the effective interest rate (EIR) method.
- (iv) Income from services rendered as a depository participant is recognised upon rendering of the services, in accordance with the terms of contract.

The above services are point in time in nature, and no performance obligation remains once the transaction is executed.

**6. Related party disclosures:**

**a) Name of the related parties and description of relationship :**

**i) Key Managerial Personnel :** Naresh Pachisia, Managing Director  
(KMP) : Nikunj Pachisia, Whole time Director

**ii) Other related parties**

Close relatives of KMP

Naresh Pachisia : Manju Pachisia (Wife)  
: Nikunj Pachisia (Son)  
: Kanupriya Pachisia (Son's wife)  
: Vaibhav Pachisia (Son)

**iii) Significant influence entities:** Naresh Pachisia & Sons (HUF)

: Nikunj Pachisia (HUF)  
: SKP Commodities Limited  
: SKP Insurance Advisors Private Limited (w.e.f. 01.01.2020)  
: SKP Risk Advisors Private Limited (w.e.f. 09.08.2019)

**b) Transactions with Related parties:**

(₹ in Lacs)

Nature of transaction / Name of the related party	Significant influence entities	KMP	Close relatives of KMP	Total
<b>i) Compensation/Remuneration of KMP</b>				
Naresh Pachisia	–	50.00	–	50.00
	–	(50.00)	–	(50.00)
Nikunj Pachisia	–	24.00	–	24.00
	–	(24.00)	–	(24.00)
<b>ii) Rendering of services</b>				
Brokerage Earned	0.04	0.18	0.02	0.24
	(0.04)	(0.22)	(0.02)	(0.28)
Demat Charges Received	0.01	0.05	0.02	0.08
	(0.02)	(0.05)	(0.02)	(0.09)
PMS Fees	–	0.20	–	0.20
	–	(–)	–	(–)
<b>iii) Receiving of services</b>				
SKP Insurance Advisors Pvt. Ltd.	8.50	–	–	8.50
	–	–	–	–
SKP Risk Advisors Private Ltd.	3.00	–	–	3.00
	(–)	–	–	(–)
SKP Commodities Ltd.	–	–	–	–
	(12.00)	–	–	(12.00)
<b>iii) Sale of Shares</b>				
Naresh Pachisia	–	12.16	–	12.16
	–	–	–	–
Nikunj Pachisia	–	0.06	–	0.06
	–	–	–	–
<b>iv) Outstanding balances</b>				
	–	–	–	–
	–	–	–	–

**c) Details of Remuneration paid/payable to KMP:**

(₹ in Lacs)

Particulars	Naresh Pachisia		Nikunj Pachisia		Total	
	31st March, 2020	31st March, 2019	31st March, 2020	31st March, 2019	31st March, 2020	31st March, 2019
<b>Short-term employee benefits:</b>						
Salary	50.00	50.00	24.00	24.00	74.00	74.00
<b>Post-employment benefits:</b>						
Contribution to Provident Fund and other Funds	–	–	–	–	–	–

d) Transactions with related parties have been entered at an amount which are not materially different from those on normal commercial terms.

e) Remuneration of Directors is determined by the Nomination and Remuneration Committee of the Board of Directors considering the performance of individuals and market trends.

f) Figures in brackets pertain to previous year.

**7. Disclosure under Regulation 34(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

There are no transactions which are required to be disclosed under Schedule V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**8. Details of Loans, Guarantee and Investments covered under section 186 (4) of the Companies Act, 2013 :**

The particulars of Investments made are given under “Investments” in Note No. 7.

There is no Loan or Guarantee given.

**9. Lease Disclosure**

a) The Company has adopted IND AS 116 “Leases” with the Date of Initial Application being 1st April, 2019, using the Modified Retrospective Method. On transition to IND AS 116, Right of Use Assets as at 1st April, 2019 for lease previously classified as Operating Lease were recognised and measured at an amount equal to Lease Liabilities and there is no impact on the Retained Earnings on account of the above information. Accordingly, previous period information has not been reinstated.

b) Lease Liabilities is being measured by discounting the lease payments using Incremental Borrowing Rate i.e., 9.00% p.a.

c) The adoption of IND AS 116 resulted in recognition of ‘Right of Use’ asset of ₹ 83.55 Lacs and also Financial Lease Obligation amounting to ₹ 83.55 Lacs

d) Changes in Carrying Value of Right of Use (ROU) Assets is as follows: (₹ in Lacs)

Particulars	As at 31st March, 2020
Balance as at 1st April, 2019	–
Recognised on account of adoption of Ind AS 116 as at 1st April, 2019	83.55
Additions during the years	–
Depreciation for the Year	(32.84)
<b>Balance as at 31st March, 2020</b>	<b>50.71</b>

**e) Movement in Lease Liabilities:**

(₹ in Lacs)

Particulars	As at 31st March, 2020
Balance as at 1st April, 2019	-
Recognised on account of adoption of Ind AS 116 as at 1st April, 2019	83.55
Additions during the Year	-
Finance Cost accrued during the Year	6.28
Payment of Lease Liabilities for the Year	(36.83)
<b>Balance as at 31st March, 2020</b>	<b>53.00</b>

**f) The Breakup of Current and Non-current Lease Liabilities as at March 31, 2020 is as follows:**

(₹ in Lacs)

Particulars	As at 31st March, 2020
Current Lease Liabilities	30.71
Non-Current Lease Liabilities	22.29

**g) The details of Contractual Maturities of Lease Liabilities as at March 31, 2020 on an undiscounted basis are as follows :**

(₹ in Lacs)

Particulars	As at 31st March, 2020
Less than One Year	34.21
One to Five Years	23.13
More than Five years	-
	<b>57.34</b>

**h) Amount Recognised in Statement of Profit and Loss:**

(₹ in Lacs)

Particulars	As at 31st March, 2020
Interest on Lease Liabilities	6.28
Expenses relating to Shorter Term and Low Value Leases	3.74
	<b>10.02</b>

**i) Amount recognised in Statement of Cash Flows:**

Particulars	As at 31st March, 2020
Total Cash Outflow of Leases including Cash Outflow for Short Term and Low Value Leases	40.57
	<b>40.57</b>

**j) The Company does not face a significant liquidity risk with regard to its Lease Liabilities as the Current Assets are sufficient to meet the obligations related to Lease Liabilities as and when they fall due.**

**10. Dividend remitted in Foreign Currency :**

The Company has not remitted any amount in Foreign Currency on account of Dividend during the Current Year or Previous Year.

## 11. Financial instruments - Accounting, Classification and Fair value measurements

### A. Financial instruments by category

As at 31st March, 2020

(₹ in Lacs)

Sl. No.	Particulars	Refer Note No.	Total Fair Value	Carrying value			
				Amortized cost	FVTOCI	FVTPL	Total
<b>(1)</b>	<b>Financial assets</b>						
(a)	Investments	7	493.68	–	–	493.68	493.68
(b)	Trade and other receivables	6	403.70	403.70	–	–	403.70
(c)	Cash and cash equivalents	4	19.71	19.71	–	–	19.71
(d)	Bank balances other than cash and cash equivalents	5	1,151.84	1,151.84	–	–	1,151.84
(e)	Other financial assets	8	333.18	333.18	–	–	333.18
	<b>Total</b>		<b>2,402.11</b>	<b>1,908.43</b>	<b>–</b>	<b>493.68</b>	<b>2,402.11</b>
<b>(2)</b>	<b>Financial liabilities</b>						
(a)	Borrowings	14	22.36	22.36	–	–	22.36
(b)	Trade and other payables	13	543.29	543.29	–	–	543.29
(c)	Other financial liabilities	15	181.62	181.62	–	–	181.62
	<b>Total</b>		<b>747.27</b>	<b>747.27</b>	<b>–</b>	<b>–</b>	<b>747.27</b>

As at 31st March, 2019

(₹ in Lacs)

Sl. No.	Particulars	Refer Note No.	Total Fair Value	Carrying value			
				Amortized cost	FVTOCI	FVTPL	Total
<b>(1)</b>	<b>Financial assets</b>						
(a)	Investments	7	1,731.12	–	–	1,731.12	1,731.12
(b)	Trade and other receivables	6	209.05	209.05	–	–	209.05
(c)	Cash and cash equivalents	4	65.41	65.41	–	–	65.41
(d)	Bank balances other than cash and cash equivalents	5	249.57	249.57	–	–	249.57
(e)	Other financial assets	8	607.12	607.12	–	–	607.12
	<b>Total</b>		<b>2,862.27</b>	<b>1,131.15</b>	<b>–</b>	<b>1,731.12</b>	<b>2,862.27</b>
<b>(2)</b>	<b>Financial liabilities</b>						
(a)	Borrowings	14	41.45	22.45	–	–	22.45
(b)	Trade and other payables	13	216.78	216.78	–	–	216.78
(c)	Other financial liabilities	15	128.64	128.64	–	–	128.64
	<b>Total</b>		<b>386.87</b>	<b>367.87</b>	<b>–</b>	<b>–</b>	<b>367.87</b>

### B. Fair value hierarchy

The Fair Value of the Financial Assets and Financial Liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

**Level 1:** Quoted Prices (unadjusted) in active markets for identical assets or liabilities.

**Level 2:** Inputs other than Quoted Prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

**Level 3:** Inputs for assets or liabilities that are not based on observable market data (unobservable inputs). Fair Value of Cash and Cash Equivalents, Other Bank Balances, Trade and Other Receivables, Loans and Other Current Financial Assets, Short Term Borrowings from banks and financial institutions, Trade and Other Payables and Other Current Financial Liabilities is considered to be equal to the carrying amounts of these items due to their short term nature.

Where such items are Non-current in nature, the same has been classified as Level 3 and Fair Value determined using Adjusted Net Asset Value Method. Similarly, Unquoted Equity Instruments where most recent information to measure Fair Value is insufficient, or if there is a wide range of possible Fair Value measurements, cost has been considered as the best estimate of Fair Value.

Fair Value of Investment in Mutual Funds has been determined based on quotes from Mutual Funds/ Asset Management Companies during the Year.

There has been no change in the valuation methodology for Level 3 inputs during the year. The Company has not classified any material financial instruments under Level 3 of the Fair Value hierarchy. There were no transfers between Level 1 and Level 2.

The following tables provide the Fair Value hierarchy of Company's Assets and Liabilities measured at Fair Value on a recurring basis:

(i) Financial assets measured at fair value on a recurring basis as at 31st March, 2020:

(₹ in Lacs)

Sl. No.	Particulars	Refer Note No.	Level 1	Level 2	Level 3	Total
A.	<b>Financial assets</b>	7				
	Investments		491.68	–	2.00	493.68
	<b>Total financial assets</b>		<b>491.68</b>	<b>–</b>	<b>2.00</b>	<b>493.68</b>
B.	<b>Financial liabilities</b>	14				
	Borrowings		–	–	22.36	22.35
	<b>Total financial liabilities</b>		<b>–</b>	<b>–</b>	<b>22.36</b>	<b>22.35</b>

(ii) Financial assets measured at fair value on a recurring basis as at 31st March, 2019:

(₹ in Lacs)

Sl. No.	Particulars	Refer Note No.	Level 1	Level 2	Level 3	Total
A.	<b>Financial assets</b>	7				
	Investments		1,729.12	–	2.00	1,731.12
	<b>Total financial assets</b>		<b>1,729.12</b>	<b>–</b>	<b>2.00</b>	<b>1,731.12</b>
B.	<b>Financial liabilities</b>	14				
	Borrowings		–	–	41.45	41.45
	<b>Total financial liabilities</b>		<b>–</b>	<b>–</b>	<b>41.45</b>	<b>41.45</b>

Description of significant unobservable inputs to valuation:

The following table shows the valuation technique and inputs for financial instruments:

Particulars	As at 31st March, 2020	As at 31st March, 2019
Investments in equity shares	Adjusted net asset method	

## 12. Financial risk management objectives and policies

The Company's activities expose it to Credit Risk, Liquidity Risk and Market Risk. The Company's Board of Directors has overall responsibility for the establishment and oversight of the Company's Risk Management Framework. This note explains the sources of risk which the Company is exposed to and how it manages the risk and the related impact in Financial Statements.

### (a) Credit risk

Credit Risk is the risk that a counterparty will not meet its obligations under financial instrument or a customer contract leading to a financial loss. The Company is exposed to Credit Risk from its operating activities primarily Trade Receivable and Security Deposit with exchanges and from its financing activities including deposits placed with bank and financial institutions and other financial instruments/assets. Credit Risk from balances with bank and other financial instrument is managed in accordance with company's policies. Surplus funds are parked only in approved investment categories with well defined limits, which is periodically reviewed by the Board of Directors of the Company.

Credit Risk from balances with bank and other financial instruments is managed in accordance with Company's policies according to which surplus funds are parked only in approved investment categories with well defined limits, periodically reviewed by the Board of Directors of the Company.

Credit Risk arising from short term Liquid Funds, other balances with banks and other cash equivalents is limited and no collaterals are held against these because the counterparties are banks and recognised financial institutions with high credit ratings assigned by credit rating agencies

Other Financial Assets measured at Amortized Cost include Advances to Employees, Security Deposits and others. Credit Risk related to these Financial Assets are managed by monitoring the recoverability of such amounts continuously, while at the same time an Internal Control System is in place to ensure that the amounts are within Defined Limits.

Customer Credit Risk is managed as per company's established policies, procedures and controls related to Credit Risk Management. Credit Quality of the Customer is assessed based on previous track record and funds & securities held in customers' account and Individual Credit Limits are defined according to this assessment. Outstanding Customer Receivables are regularly monitored. An Impairment Analysis is performed at each Balance Sheet Date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. Assets are written off when there is no reasonable expectation of recovery. The Company continues to engage with parties whose balances are written off and attempts to enforce repayment. Recoveries made are recognized in Statement of Profit and Loss. Maximum exposure to Credit Risk at the Balance Sheet Date is the carrying value of each class of financial assets disclosed under Note No. 6.

The Company assesses and manages Credit Risk of Financial Assets on the basis of assumptions, inputs and factors specific to the class of financial asset. The Company provides for Expected Credit Loss on Cash and Cash Equivalents, Other Bank Balances, Investments, Loans, Trade Receivables and Other Financial Assets based on twelve months' Expected Credit Loss/Life Time Expected Credit Loss/ fully provided for. Life Time Expected Credit Loss is provided for Trade Receivables.



The ageing analysis of the receivables are:

(₹ in Lacs)

Particulars	As at 31st March, 2020	As at 31st March, 2019
Upto 6 months	358.09	167.30
6 to 12 months	11.40	4.50
More than 12 months	34.21	37.25
<b>Total</b>	<b>403.70</b>	<b>209.05</b>

**(b) Liquidity risk**

Liquidity Risk is defined as the risk that the company will not be able to settle or meet its obligation on time or at reasonable price. Prudent Liquidity Risk Management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities to meet obligations when due. Due to the nature of the business, the Company maintains flexibility in funding by maintaining availability under committed facilities. Management monitors rolling forecasts of the Company's liquidity position and cash and cash equivalents on the basis of expected cash flows. The Company takes into account the liquidity of the market in which it operates.

Tables below summarise Company's Financial Liabilities into relevant maturity groupings based on their Contractual Maturities.

(₹ in Lacs)

Particulars	Less than 1 year	1-5 years	More than 5 years	Total
<b>31st March, 2020</b>				
Borrowings (excluding interest)	20.57	1.79	–	22.36
Trade payables	543.29	–	–	543.29
Other financial liabilities	159.33	22.29	–	181.62
<b>Total</b>	<b>723.19</b>	<b>24.08</b>	<b>–</b>	<b>747.27</b>
<b>31st March, 2019</b>				
Borrowings (excluding interest)	19.09	22.36	–	41.45
Trade payables	216.78	–	–	216.78
Other financial liabilities	128.64	–	–	128.64
<b>Total</b>	<b>364.51</b>	<b>22.36</b>	<b>–</b>	<b>386.87</b>

**(c) Market risk**

Market Risk is the risk that the Fair Value of Future Cash Flows of a financial instrument will fluctuate because of change in market prices. Market Risk comprises of Currency Risk, Interest Rate Risk and Other Price Risk such as Equity Price Risk, Bond Price Risk, etc.

**Foreign Currency Risk**

Foreign Currency Risk is the risk of impact related to Fair Value of Future Cash Flows if an exposure in Foreign Currency, which fluctuates due to change in Foreign Currency Rate. The Company has no significant international transactions and is not exposed to Foreign Currency Risk.

**Interest Rate Risk**

Interest Rate Risk is the risk that the Fair Value of Future Cash Flows of a financial instrument will fluctuate because of change in Interest Rate in the markets.

**i) Liabilities**

The Company's Fixed Rate Borrowings are carried at Amortised Cost. They are, therefore, not subject to Interest Rate Risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

The Company has no variable rate borrowings.

**ii) Assets**

The company's fixed deposits, interest bearing security deposits and loans are carried at fixed rate. They are therefore, not subject to interest rate risk as defined in Ind AS 107, since neither the carrying amount nor the future cash flows will fluctuate because of a change in market interest rates.

**Price risk**

Price Risk is the risk that the Fair Value of financial instrument will fluctuate due to change in market traded price.

The Company's exposure to price risk arises from investments held and classified as FVTPL. To manage the price risk arising from investments in mutual funds, the Company diversifies its investment portfolio.

**13. Capital Management****(a) Risk management**

For the purpose of the Company's capital management, capital includes issued equity capital, securities premium and all other equity reserves attributable to the equity shareholders of the Company. The Company's objective when managing capital is to safeguard its ability to continue as a going concern so that it can continue to provide returns to shareholders and other stake holders and maintain an optimal capital structure to reduce the Cost of Capital.

The Company manages its capital structure and makes adjustments in light of changes in financial condition and requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders (buy back its shares) or issue new shares.

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. The Company has complied with these covenants.

No changes were made in the objectives, policies or processes for managing capital during the year ended 31st March, 2020 and 31st March, 2019.

(₹ in Lacs)

Particulars	31st March, 2020	31st March, 2019
Net debt	2.54	–
Total equity	2,155.26	2,903.91
<b>Net debt to equity ratio</b>	0.0012	–

\* Net debt = non-current borrowings + current borrowings + current maturities of non-current borrowings + interest accrued – cash and cash equivalents.

**(b) Dividend**

No Dividend has been proposed during the previous two financial years

**14. Maturity Analysis of Assets and Liabilities:**

The table below shows an analysis of assets and liabilities analysed according to when they are expected to be recovered or settled. (₹ in lacs)

Particulars	31st March, 2020			31st March, 2019		
	Within 12 Months	After 12 Months	Total	Within 12 Months	After 12 Months	Total
<b>I Financial Assets</b>						
(a) Cash and Cash Equivalents	19.71	–	19.71	65.41	–	65.41
(b) Bank Balances other than (a) above	1,151.84	–	1,151.84	249.57	–	249.57
(c) Receivables	–	–	–	–	–	–
(i) Trade Receivables	403.70	–	403.70	209.03	–	209.03
(d) Investments	57.84	435.84	493.68	742.94	988.18	1,731.12
(e) Other Financial Assets	49.02	284.16	333.18	18.71	588.41	607.12
	<b>1,682.11</b>	<b>720.00</b>	<b>2,402.11</b>	<b>1,286.13</b>	<b>1,576.14</b>	<b>2,862.27</b>
<b>II Non - Financial Assets</b>						
(a) Deferred Tax Assets (Net)	–	–	–	–	14.65	14.65
(b) Property, Plant and Equipment	–	388.98	388.98	–	408.84	408.84
(c) Right of Use Assets	–	50.71	50.71	–	–	–
(d) Other Non Financial Assets	75.19	5.00	80.19	31.11	5.00	36.11
	<b>75.19</b>	<b>444.69</b>	<b>519.88</b>	<b>31.11</b>	<b>428.49</b>	<b>459.60</b>
<b>TOTAL ASSETS</b>	<b>1,758.59</b>	<b>1,163.40</b>	<b>2,921.99</b>	<b>1,317.24</b>	<b>2,004.43</b>	<b>3,321.87</b>
<b>I Financial Liabilities</b>						
(a) Payables						
(i) Trade Payables						
Total Outstanding Dues to micro enterprises and small enterprises	–	–	–	–	–	–
Total Outstanding Dues to creditors other than micro enterprises and small enterprises	543.29	–	543.29	216.78	–	216.78
(b) Borrowings (other than Debt Securities)	20.57	1.79	22.36	19.09	22.36	41.45
(c) Other Financial Liabilities	159.33	22.29	181.62	128.02	–	128.02
	<b>723.19</b>	<b>24.08</b>	<b>747.27</b>	<b>364.51</b>	<b>22.36</b>	<b>386.87</b>
<b>II Non - Financial Liabilities</b>						
(a) Provisions	10.89	–	10.89	8.56	–	8.56
(b) Current Tax Liabilities (Net)	–	–	–	–	–	–
(c) Other Non Financial Liabilities	11.04	–	11.04	8.29	–	8.29
	<b>21.93</b>	<b>–</b>	<b>21.93</b>	<b>16.85</b>	<b>–</b>	<b>16.85</b>
<b>TOTAL LIABILITIES</b>	<b>745.12</b>	<b>24.08</b>	<b>769.20</b>	<b>381.36</b>	<b>22.36</b>	<b>403.72</b>

**15. Recent Accounting Pronouncements:**

**New and revised standards adopted by the Company**

The Company has adopted IND AS 116 “Leases” with the Date of Initial Application being 1st April, 2019, using the Modified Retrospective Method. On transition to IND AS 116, Right of Use Assets as

at 1st April, 2019 for lease previously classified as Operating Lease were recognised and measured at an amount equal to Lease Liabilities and there is no impact on Retained Earnings on account of the above information. Accordingly, previous period information has not been reinstated.

The adoption of IND AS 116 resulted in recognition of 'Right of Use Asset' of ₹ 83.55 Lacs and also Financial Lease Obligation amounting to ₹ 83.55 Lacs.

Ministry of Corporate Affairs (MCA) notifies new standards or amendments to the existing standards. There is no such notification which would have been applicable from April 1, 2020.

- 16/ Covid-19 Pandemic has caused major macroeconomic disruption and slowdown, adversely affecting financial markets and investors in India and globally. The Company has evaluated the impact of this pandemic on its business operations. Except for sharp fall in Fair Market Value of its Proprietary Investments, there is no other significant impact on its Financial Results for the year ended 31-03-2020. However, the Company envisages adverse impact on company's business in the ensuing year and will continue to closely monitor the evolving situation and take remedial measures.
17. In accordance with Indian Accounting Standard 110 "Consolidated Financial Statements" of the group include the Financial Statements of the Holding Company and its subsidiaries.

Subsidiary considered in the Financial Statement as follows	Country of Incorporation	% of voting power as on	
		31st March 2020	31st March 2019
SKP Insurance Advisors Pvt. Ltd.	India*	—	100%

\* The Company has disinvested its only Subsidiary Company SKP Insurance Advisors Pvt. Ltd. on 01.01.2020.

18. The previous year's including figures as at the Date of Transition have been reworked, regrouped, rearranged and reclassified wherever necessary. Amounts and other disclosures for the preceding year including figures as at the Date of Transition are included as an integral part of the current year financial statements and are to be read in relation to the amounts and other disclosures relating to the Current Year.

As per our Report of even date attached  
For **G. P. AGRAWAL & CO.**

*Chartered Accountants*

Firm's Registration Number - 302082E

**CA. Sunita Kedia**

Partner

(Membership No. 60162)

Place of Signature: Kolkata

Date: 27th June, 2020

**For and on behalf of the Board**

**Naresh Pachisia**

*Managing Director*

DIN:00233768

**Anil Shukla**  
*Chief Financial Officer*

PAN: AKLPS0016P

**Nikunj Pachisia**

*Whole-time Director*

DIN: 06933720

**Alka Khetawat**  
*Company Secretary*

Membership No. 47322





## SKP Annual General Meeting 2019



## The SKP Hall of Fame Awards Ceremony 2019



## Celebrations @ SKP





