

# NOTICE TO THE 31<sup>ST</sup> ANNUAL GENERAL MEETING

Notice is hereby given that the 31st Annual General Meeting of Apollo Finvest (India) Limited will be held on Wednesday, 27th September, 2017, at Golden Gate Banquet, Prime Business Park, Shop No. 2, D. J. Road, Vile Parle (West) Near Railway Station, Mumbai-400 056 at 11:30 A.M. to transact the following businesses:

### **ORDINARY BUSINESS:**

- To receive, consider and adopt the Audited Balance Sheet as at March 31, 2017 and Profit and Loss Account for the year ended on that date together with the Report of Directors' and Auditors' thereon.
- To Appoint M/s. GMJ & Co., Chartered Accountants (Firm Registration No. 103429W) as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting till the conclusion of the Annual General Meeting to be held in Year 2022 and to fix their remuneration and in this regard to consider and if thought fit, to pass the following resolution, with or without modification(s):

"RESOLVED THAT pursuant to the provisions of section 139, 142 and Audit and Auditors Rules, 2014, (the rules), (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) M/s. GMJ & Co., Chartered Accountants (Firm Registration No. 103429W), who have offered themselves for Appointment and have confirmed their eligibility to be appointed as Auditors, in terms of provisions of section 141 of the Act, and rule 4 of the rules, be and are hereby appointed as Statutory Auditors of the company for period of 5 Years to hold office from the conclusion of this Annual General Meeting until the conclusion of the Annual General Meeting to be held in Year 2022 of the Company on such remuneration as may be agreed upon by the Audit committee/ Board of Directors in consultation with the Auditors.

> By Order of the Board of Directors, Apollo Finvest (India) Limited

Date: 4th August, 2017 Place: Mumbai

CIN: L51900MH1985PLC036991

SD/-

## **Registered Office:**

Unit No. 803, Morya Blue Moon, 8th Floor, Veera Desai Industrial Estate. New Link Road, Opp. Laxmi Industrial Estate,

# Anju R. Innani **Managing Director** DIN: 00123259

Andheri(West), Mumbai, Maharashtra, 400053

# NOTES:

- A MEMBER ENTITLED TO ATTEND AND VOTE, IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER.
- Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details such as bank account number, name of the bank and branch details, IFSC code, mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their depository participant (DP). Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrars and Transfer Agents, Link Intime India Private Limited to provide efficient and better services.
- Members holding shares in physical form are requested to intimate such changes to Link Intime India Private Limited. The Securities and Exchange Board of India ("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 with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to Link Intime India Private Limited.
- Members holding shares in physical form are requested to consider converting their holdings to dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio management. Members can contact the Company or Link Intime India Private Limited for assistance in this regard.
- Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or Link Intime India Private Limited, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such members after making requisite changes.

- 6. In case of joint holders attending the AGM, the member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
- 7. The instrument appointing the proxy, in order to be effective, must be deposited at the Company's Registered Office, duly completed and signed, not less than **Forty-Eight Hours** before the meeting. Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, as applicable. A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
- 8. Pursuant to the provision of Section 91 of Companies Act 2013, the register of members and share transfer books will remain closed from 21st September, 2017 to 27th September, 2017.
- 9. Additional information pursuant to Regulations of SEBI (Listing Obligation and Disclosures Requirements) Regulation, 2015 in respect of Directors seeking appointment/re-appointment at the AGM is furnished and forms a part of the Notice.
- 10. Members desirous of obtaining any information as regards accounts and operations of the Company are requested to address their queries to the Registered Office of the Company in writing at least seven days in advance before the date of the Meeting, to enable the Company to keep the necessary information ready.
- 11. In terms of Section 101 and 136 of the Companies Act, 2013 read together with the Rules made thereunder, the listed companies may send the notice of the annual general meeting and the annual report, including Financial Statements, Board Report, etc. by electronic mode. The company is accordingly forwarding soft copies of the above referred documents to all those members who have registered their email ids with their respective depository participants or with the share transfer agent of the Company.
- 12. Members are requested to bring their copy of Annual Report to the Meeting.
- 13. Members are requested to bring the Attendance Slip sent herewith duly filled for attending the Meeting.

### PROCESS FOR MEMBERS OPTING FOR E-VOTING

Pursuant to the provisions of Section 108 of the Companies Act, 2013, Rule 20 and Rule 21 of Companies (Management and Administration) Rules, 2014, the Company is pleased to provide members facility to exercise their right to vote at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting services provided by Central Depository Services Limited (CDSL). It is hereby clarified that it is not mandatory for a member to vote using the e-voting facility, and a member may avail of the facility at his/ her/it discretion, subject to compliance with the instructions prescribed below:

# THE PROCEDURE/INSTRUCTIONS FOR E-VOTING ARE AS UNDER:-

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 24<sup>th</sup> September, 2017 at 09:00 A.M. and ends on 26<sup>th</sup> September, 2017 at 05:00 P. M. During this period shareholder's of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 20<sup>th</sup> September, 2017 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) The shareholders should log on to the e-voting website **www.evotingindia.com**.
- (iii) Click on "Shareholders / Members" tab.
- (iv) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to <u>www.evotingindia.com</u> and voted on an earlier voting of any company, then your existing password is to be used.



(vii) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form				
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)				
	<ul> <li>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/ Address Stickers indicated in the PAN field.</li> </ul>				
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.				
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records in order to login.				
	<ul> <li>Please enter the Date of Birth or Dividend Bank Details 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 (iv).</li> </ul>				

- (viii) After entering these details appropriately, click on "SUBMIT" tab.
- (ix) 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.
- (x) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi) Click on the EVSN for the relevant <Apollo Finvest (India) Limited> on which you choose to vote.
- (xii) 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.
- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) 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.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xvii) If a demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xix) Note for Non Individual shareholders and Custodians
  - a) Non Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and custodians are required to log on to www.evotingindia.com and register themselves as Corporate and custodians respectively.
  - b) They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a>.
  - c) After receiving the login details they have to create a compliance user using the admin login and password. The Compliance user would be able to link the account(s) which they wish to vote on.
  - d) The list of accounts should be mailed to helpdesk.evoting@cdslindia.comand on approval of the accounts they would be able to cast their vote
  - e) They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.

- f) 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 <a href="www.evotingindia.com">www.evotingindia.com</a> under help section or write an email to <a href="helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a>.
- 1. You can also update your mobile number and e-mail id in the user profile details of the folio which may be used for sending future communication(s).
- 2. Mr. Suhas Ganpule, a Practicing Company Secretary, (Membership No. 12122; Certificate of Practice No. 5722) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- 3. The Scrutinizer's Report shall be placed on the Company's website <u>www.apollofinvest.com</u> and on the website of CDSL within 3 (three) days of passing of the resolutions at the AGM of the Company and communicated to the Stock Exchanges.
- 4. The members are requested to:
  - \* Intimate to the Registrars/ Company, changes if any, in their registered address at an early date along with the pin code number;
  - \* Quote Registered Folio/ Client ID & DP ID in all their correspondence;
  - \* Dematerialize the shares held in physical form at the earliest as trading in the Equity Shares of the Company shall be only in dematerialized form for all the investors.

## **DIRECTORS' REPORT**

Dear Members.

Your Directors are pleased to present the 31st Annual Report along with the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2017.

### 1. FINANCIAL SUMMARY (Amount in Rupees)

Particulars	For the year ended	1 1
	31st March,2017	31st March,2016
Gross Sales and other Income	1,18,51,244	1,86,90,675
Profit before Depreciation and Tax	(2,43,471)	1,09,72,287
Less: Depreciation	(7,31,086)	(6,98,482)
Profit before Tax	(9,74,557)	1,02,73,805
Less: Tax Expenses	(21,09,708)	(16,69,421)
Net Profit after tax	11,35,151	86,04,384

For the financial year ended 31st March, 2017, your company has earned a profit after tax of Rs. 11,35,151 (Eleven Lakhs Thirty Five Thousand One Hundred and Fifty One) as compared to Rs. 86,04,384 (Eighty Six Lakhs Four Thousand Three Hundred and Eighty Four) in the previous year as a result of which the networth of the company has increased to Rs. 15,52,74,454 as compared to Rs 15,41,39,302 in the previous year.

#### 2. DIVIDEND:

With a view to strengthen the financial position and the future growth of the Company, your Directors have not recommended payment of dividend for the financial year ended 31st March, 2017.

### 3. ADEQUACY OF INTERNAL FINANCIAL CONTROLS

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. To maintain its objectivity and independence, the Internal Audit function reports to the Chairman of the Audit Committee and to the Chairman & Managing Director of the Company.

### 4. FIXED DEPOSITS

The Company has not accepted any deposits within the meaning of Section 73(1) and 74 of the Companies Act, 2013 read with the Companies (Acceptance of Deposits) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for time being in force.

# 5. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Information regarding Loans, guarantees and investments covered under the provisions of Section 186 of the Companies Act, 2013 is given in detail in the Note "11" of Financial Statements.

# 6. STATEMENT ON DECLARATION GIVEN BY THE INDEPENDENT DIRECTORS UNDER SECTION 149(6) OF THE COMPANIES ACT, 2013

The Company has received declarations from all the Independent Directors confirming that they meet the criteria of Independence as prescribed under the provisions of the Companies Act, 2013 read with the Schedules and Rules issued thereunder as well as Regulation 16 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 (including any Statutory modification(s) or re-enactment(s) thereof for the time being in force.

## 7. DETAILS OF SUBSIDIARY/JOINT VENTURE/ASSOCIATES COMPANY-

Pursuant to provisions of Companies Act, 2013 Company does not have any Subsidiary/ Joint Venture and Associate Companies.

# 8. NUMBER OF MEETINGS OF BOARD AND COMMITTEES:

The details of the Meeting of Board of Directors and Committees, convened during the Financial Year 2016-2017 are given in the Corporate Governance Report which forms the part of this Annual Report.

## 9. FORMAL ANNUAL EVALUATION OF THE PERFORMANCE OF BOARD, ITS COMMITTEES AND DIRECTORS

Pursuant to the provisions of the Companies Act, 2013 read with the Rules issued there under, Regulation 17(10) of the SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015, the evaluation of the Annual Performance of the Directors/ Board/ Committees was carried out for the Financial Year 2016- 2017.

The Details of evaluation process are set out in the Corporate Governance Report which forms the part of this Annual Report.

### 10. DIRECTORS AND KEY MANAGERIAL PERSONNEL

Mr. Akash Sanjay Valia was appointed as Director in casual vacancy in place of Ms. Preeti P. Jain on 4<sup>th</sup> April, 2016 by the Board of Directors by way of Circular Resolution. He was further appointed as Independent Director by the members in the 30<sup>th</sup> AGM held on 2<sup>nd</sup> September, 2016.

Ms. Diksha Nangia was appointed as Chief Financial Officer (KMP) of the Company on 14th February, 2017.

Ms. Ruchi Namdharani was appointed as Compliance Officer of the Company on 10<sup>th</sup> May, 2017. Accordingly she was appointed as Whole Time Company Secretary in its Board Meeting held on 20<sup>th</sup> July, 2017.

### 11. CONTRACT OR ARRANGEMENT WITH RELATED PARTIES

All related party transactions that were entered into during the financial year were on arm's length basis and were in the ordinary course of the business as per the details given in AOC-2 annexed as Annexure "II". There are no materially significant related party transactions made by the company with the Promoters, Key Managerial Personnel or other designated persons which may have potential conflict of interest with the company at large.

## 12. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

- A Conservation of energy Sub-rule 3(A) of Rule 8 of the Companies (Accounts) Rules, 2014 pertaining to the Conservation of energy is not applicable to the Company.
- B. **Technology Absorption** Sub-rule 3(B) of Rule 8 of the Companies (Accounts) Rules, 2014 pertaining to the Technology Absorption is not applicable to the Company.
- C. Foreign exchange earnings and Outgo There were no foreign exchange earnings or out flows during the year.

### 13. STATUTORY AUDITORS

As per provision of Section 139 of Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, an Audit Firm functioning as Auditor for period of 10 years or more after the commencement of provisions of Section 139 of the Act, may be appointed as Auditor in the same Company for further period of 3 years from April 1, 2014. **M/s Shankarlal Jain & Associates** Chartered Accountants (FRN W100082) the retiring Auditors have completed the maximum tenure as Statutory Auditors of the Company as provided under the Companies Act, 2013 and relevant Rules thereunder..

The Board of Directors on the recommendation of the Audit Committee has approved and recommended to the Members, the appointment of **M/s. GMJ & Co.**, Chartered Accountants (Firm Registration No. 103429W) who have given a written consent to act as Statutory Auditors of your Company and have also confirmed that the said appointment would be in conformity with the provisions of sections 139 and 141 of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014.

The members are requested to appoint **M/s. GMJ & Co.**, Chartered Accountants (Firm Registration No. 103429W) as Statutory Auditors of the Company in place of retiring Auditors M/s Shankarlal Jain & Associates, Chartered Accountants, at the ensuing Annual General Meeting for a period of 5 years from conclusion of this Annual General Meeting until Conclusion of Annual General Meeting to be held in year 2022 and fix the remuneration.

# 14. QUALIFICATIONS GIVEN BY THE AUDITORS

The Auditors report does not contain any qualification, reservations or adverse remark.

As required under section 204 (1) of the Companies Act, 2013 the Company has obtained a Secretarial Audit Report. With respect to observations in the Secretarial Audit Report for appointment of Company Secretary;

Compliance Officer/ Company Secretary: The Company has not appointed Compliance Officer in accordance with SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 as per Section 203 of the Companies Act, 2013 and Rules made thereunder as on the year ended 31st March, 2017.

However, the Company has appointed **Ms. Ruchi Namdharani** as Company Secretary in the Board Meeting of the Company held on 20<sup>th</sup> July, 2017.

Company's clarification/ explanation on the observation is that the Company has already appointed Company Secretary in the Board Meeting of the Company held on 20<sup>th</sup> July, 2017.



## 15. FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS:

All new Independent Directors inducted into the Board attend an orientation programme. Further, at the time of appointment of Independent Director, the Company issues a formal letter of appointment outlining his/ her role, functions, duties and responsibility.

### 16. SECRETARIAL AUDIT

Pursuant to provisions of section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 the company has appointed S. G. and Associates, a firm of Company Secretaries in practice (Mumbai) to undertake the Secretarial Audit of the Company. The Secretarial Audit report is annexed herewith to this Report as Annexure "V".

### 17. SHARE CAPITAL

There was no public issue, rights issue, bonus issue or preferential issue etc. during the year. The Company has not issued shares with differential voting rights, sweat equity shares nor has it granted any stock options.

The Company has forfeited 9800 Partly Paid up Shares on which Allotment cum call money was unpaid, in its Board Meeting held on 21st April, 2016 and the same has been approved by The Bombay Stock Exchange.

### 18. DISCLOSURE OF REMUNERATION PAID TO DIRECTOR, KEY MANAGERIAL PERSONNEL AND EMPLOYEES

- a. The Company had no employee drawing salary/ remuneration in excess of Remuneration limits prescribed as per Rule 5(2) of the Appointment and Remuneration of Managerial Personnel Rules 2014.
- b. The Details with regards to the payment of Remuneration to the Directors and Key Managerial Personnel is provided in Form MGT-9 Extract of the Annual Return (appended as Annexure "I").

#### 19. MANAGERIAL REMUNERATION:

The Disclosure pursuant to Rule 5 (1) of the Companies (Appointment of Managerial Personnel) 2014 is as follows:

Name of the Director	Amount of remuneration to Key Managerial Personnel	Percentage increase in the remuneration	Ratio of remuneration of each Director/ to median remuneration of employees
Ms. Anju Innani	11,08,800	"Nil"	3.66
Mr. Akash Valia	27,600	NA	NA
Mr. Hardik Dedhia	27,600	101%	NA
Mr. Vishal Shah	27,600	146%	NA
Ms. Diksha Nangia	1,27,500	NA	0.42

- 1. The Independent Directors do not receive any remuneration except sitting fees.
- 2. There was no change in the remuneration of any other Key managerial Personnel or Director.
- 3. The percentage Increase in the median remuneration of the employees in the Financial Year was 5 % ( As compared to Previous year employee's median).
- 4. Ms. Diksha Nangia was appointed as CFO on 14.02.2017, so her remuneration is considered proportionally.
- 5. As on 31st March 2017, there were a total of 10 employees on the roll of the Company.
- 6. It is affirmed that the remuneration is as per the remuneration policy of the company.
- 7. Mr. Akash Valia was appointed as independent director on 04.04.2016.
- 8. Percentage increase in remuneration for Mr. Hardik Dedhia and Mr. Vishal Shah is due to difference in number of meetings attended as they were appointed in September 2015 and November 2015 respectively.

## 20. DIRECTORS' RESPONSIBILITY STATEMENT

In terms of clause (c) of sub-section (3) of section 134 of Companies Act, 2013 Directors, to the best of their knowledge and belief, state that:-

a) in the preparation of the annual accounts, the applicable Accounting Standards have been followed along with proper explanation relating to material departures;

- 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 at the end of the financial year and of the profit and loss of the Company for that period;
- the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of Companies Act, 2013 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; and
- 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.

## 21. CORPORATE SOCIAL RESPONSIBILITY:

The Company does not fall under the limits as prescribed under the Section 135 of Companies Act, 2013 and Rules made thereunder.

### 22. VIGIL MECHANISM / WHISTLE BLOWER POLICY:

The Company has prepared policy and has put in place Vigil Mechanism for directors and Employees of the Company.

### 23. PREVENTION OF INSIDER TRADING:

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The same is also available on website of the company in detail.

## 24. EXTRACT OF ANNUAL RETURN:

The extract of annual return as provided under sub-section (3) of section 92 of the Companies Act, 2013, in the prescribed Form MGT-9 is annexed to this Report as Annexure "I".

## 25. CORPORATE GOVERNANCE AND MANAGEMENT DISCUSSION & ANALYSIS REPORTS:

In Compliance with Regulation 27 of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 a separate Report on Corporate Governance along with Certificate from Auditors on its compliance, forms an integral part of this Report as Annexure "III".

Management Discussion & Analysis Report is annexed herewith in this Report as Annexure "IV".

# 26. RISK MANAGEMENT

Your Company recognizes that risk is an integral part of business and is committed to managing the risks in a proactive and efficient manner.

## 27. ACKNOWLEDGEMENT

Your Directors wish to extend their sincere gratitude for the assistance, guidance and co-operation the Company has received from all stakeholders. The Board further appreciates the dedicated services rendered by the employees of the Company.

For and on behalf of the Board of Directors

Anju R. Innani Managing Director DIN: 00123259

Place: Mumbai Date: 4<sup>th</sup> August, 2017



# **ANNEXURE I**

# Form No. MGT-9 EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31st March, 2017

[Pursuant to section 92(3) of the Companies Act, 2013 and rule12(1) of the Companies (Management and Administration) Rules, 2014]

# I. REGISTRATION AND OTHER DETAILS:

i)	Corporate identification number (CIN)	L51900MH1985PLC036991
ii)	Registration Date	29/07/1985
iii)	Name of the Company	APOLLO FINVEST (INDIA) LTD
iv)	Category / Sub Category of the Company	Public Company Non-Banking Financial Company Company limited by shares
v)	Address of the Registered office and contact details	Apollo Finvest (India) Limited
		Unit No. 803, Morya Blue Moon, 8th Floor, Veera Desai Industrial Estate, New Link Road, Opp. Laxmi Industrial Estate, Andheri (West), Mumbai, Maharashtra,400053 Tel No.:- (022) 62231667 / 62231668 E-mail:- info@apollofinvest.com. Website:- http://www.apollofinvest.com/
vi)	Whether shares listed on recognized Stock Exchange	Yes, Bombay Stock Exchange (Code: 512437)
vii)	Name, address and contact details of Registrar and Transfer Agent	Link Intime India Private Limited C-101,247 Park, L.B.S. Road, Vikhroli (West), Mumbai- 400083 TEL: 022-49186270/ 49186260 E-mail:- rnt.helpdesk@linkintime.co.in

# 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)

S	<ul> <li>Name and Description of main products /services</li> </ul>	NIC Code of the Product/service	% to total turnover of the company
1	Investment in shares / debentures, immovable properties, equity mutual funds, debt mutual funds, and giving loans etc	64990	100%

# III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

As the company does not have any holding/subsidiary and associate company, this information is not applicable.

# IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

# A) Category-wise Share Holding:

Category of Shareholders		No. of Shares held at the beginning of the year [As on 31-March-2016]		No. of Shares held at the end of the year [As on 31-March-2017]				% Change during the year		
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	-
A	Promoter s									
	Indian									
a)	Individual/ HUF	26,67,981	3,361	26,71,342	71.40	26,70,706	636	26,71,342	71.59	0.19
b)	Central Govt.	_	_	_	_					
c)	State Govt.(s)	_	_	_	_					
d)	Bodies Corp.	_	_	_	_					
e)	Banks / FI	_	_	_	_					
f)	Any other	_	_	_	_					
,	Total shareholding of Promoter (A)	26,67,981	3,361	26,71,342	71.40	26,70,706	636	26,71,342	71.59	0.19
В.	Public Shareholding									
1.	Institutions									
a)	Mutual Funds	_	700	700	0.02	_	700	700	0.02	_
b)	Banks / FI	_	600	600	0.02	_	600	600	0.02	_
c)	Central Govt.	_	_	_	_	_	_	_		_
d)	State Govt.(s)	_	_	_	_	_	_	_		
e)	Venture Capital Funds	_	_	_	_	_	_	_		
f)	Insurance Companies	_	_	_	_	_	_	_		
g)	FIIs	_	_	_	_	_		_	_	
9) h)	Foreign Venture Capital Funds	_	_	_	_	_		_		
i)					_					
')	Others (specify)  Sub-total (B)(1):-		1,300	1,300	0.04	_	1,300	1,300	0.04	
2.	Non-Institutions		1,300	1,300	0.04	_	1,300	1,300	0.04	
a) :\	Bodies Corp.	11 010	2.500	15 400	0.41	15.015	2 500	10.405	0.50	0.11
i)	Indian	11,810	3,590	15,400	0.41	15,815	3,590	19,405	0.52	0.11
ii)	Overseas	_	_	_	_					
b) i)	Individuals  Individual shareholders holding nominal share capital upto Rs. 2 lakh	4,75,573	4,85,313	9,60,886	25.69	4,71,759	4,74,313	9,46,072	25.36	(0.33)
ii)	Individual shareholders holding nominal share capital in excess of Rs. 2 lakh	_	_	_	_	_	_	_	_	
c)	Others (specify)									
i)	Non Resident Indians	17,237	59,492	76,729	2.05	15,801	58,992	74,793	02.00	(0.05)
ii)	Overseas Corporate Bodies	_	_	_	_	_	_	_	_	
iii)	Foreign Nationals	_	_	_	_	_	_	_	_	
iv)	Clearing Members	1,196	_	1,196	0.03	5,000	_	5,000	0.13	0.1
v)	Trusts	_	_	_	_	_		_	_	
vi)	Foreign Bodies - D R	_	_	_	_	_		_	_	
vii)	Market Maker	_	_		_	500	_	500	0.01	0.01
viii)	Hindu Undivided Family	14,155	_	14,155	0.38	12,796	_	12,796	0.34	(0.04)
	Sub-total (B)(2):-	5,19,971	5,48,395	10,68,366	28.55	5,21,671	5,36,895	10,58,566	28.37	(0.18)
	Total Public Shareholding									
С.	(B)=(B)(1)+ (B)(2)  Shares held by Custodian	5,19,971	5,49,695	10,69,666	28.59	5,21,671	5,38,195	10,59,866	28.41	(0.18)
	for GDRs & ADRs	_			_	_			-	
	Grand Total (A+B+C)	31,87,952	5,53,056	37,41,008	100	31,92,377	5,38,831	37,31,208	100	