

29th

Annual

Report

2021-2022

**LEAD FINANCIAL
SERVICES LIMITED**

LEAD FINANCIAL SERVICES LIMITED

BOARD OF DIRECTORS

Padam Chandra Bindal
Chairman

Suman Bindal
Director

Pradeep Kumar Jain
Director

Jitender Kumar Sharma
Director

BANKERS

Punjab National Bank, Gurudwara
Road, Karol Bagh, New Delhi-110005

STATUTORY AUDITORS

B G G & Associates
Chartered Accountants, New Delhi

REGISTERED OFFICE

Lead Financial Services Limited
CIN: L74140DL1993PLC053485
101, Sita Ram Mansion, 718/21, Joshi Road, Karol Bagh,
New Delhi-110005 Tel. 23549822
E-mail: lead_financial@rediffmail.com
Website: www.leadfinancialservices.in

REGISTRAR & SHARE TRANSFER AGENT

Beetal Financial & Computer Services Private
Limited, Beetal House, 3rd Floor, 99,
Madangir, Behind LSC Near Dada
Harsukhdas Mandir, New Delhi-110062
Tel: 011-29961281, 29961282, Fax: 011-29961284,
E-Mail ID: beetalrta@gmail.com,
Website: www.beetalfinancial.com

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NOTICE OF 29TH ANNUAL GENERAL MEETING

Notice is hereby given that the 29th Annual General Meeting of the members of **Lead Financial Services Limited** (hereinafter referred as “the Company”) will be held on Monday, the 26th day of September, 2022 at 11:00 a.m. through Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”), to transact the following business:

Ordinary Business

1. To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2022 together with the Reports of the Auditors and Board of Directors thereon and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2022 together with the Reports of the Auditors and Board of Directors thereon, as circulated to the members, be and are hereby received, considered and adopted.”

2. To consider the appoint director in place of Mr. Padam Chandra Bindal (DIN: 00004769), who retires by rotation and being eligible, offers himself for re-appointment and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Padam Chandra Bindal (DIN: 00004769), who retires by rotation and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

3. **Re-Appointment of Auditors and to fix their Remuneration**

To consider and, if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, **M/s B G G & Associates**, Chartered Accountants (Firm Registration No. 016874N), be and is hereby re-appointed as Statutory Auditors of the Company,

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to hold office from the conclusion of this Annual General Meeting (“AGM”) till the conclusion of the 34th AGM to be held in the year 2027, at such remuneration, as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

By Order of the Board of Directors
For Lead Financial Services Limited

Padam Chandra Bindal
(Chairman)
DIN: 00004769

Place: New Delhi

Date: 20/08/2022

NOTES:

1. The Ministry of Corporate Affairs, Government of India (the “MCA”) vide its General Circulars No. 14/2020, No. 17/2020, No. 20/2020, No. 02/2021 and No. 02/2022 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021 and May 5, 2022, respectively (hereinafter, collectively referred as the “MCA Circulars”) read with the SEBI Circulars No. SEBI/HO/CFD/CMD1/CIR/P/2020/79, No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 and No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 12, 2020, January 15, 2021 and May 13, 2022, respectively, (hereinafter, collectively referred as the “SEBI Circulars” and together with the MCA Circulars referred as the “Circulars”) has allowed companies to conduct their annual general meetings through Video Conferencing (“VC”) or Other Audio Visual Means (“OAVM”), thereby, dispensing with the requirement of physical attendance of the members at their AGMs and accordingly, the **29th Annual General Meeting** (the “AGM” or the “29th AGM” or the “Meeting”) of **Lead Financial Services Limited** will be held through VC or OAVM in compliance with the Circulars, the relevant provisions of the Companies Act, 2013 (as amended) (the “Act”) and the rules made thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) (“SEBI Listing Regulations”).
2. Members attending the AGM through VC or OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act. The registered office of the Company shall be deemed to be the venue for the AGM.

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3. Keeping the convenience of the Members who may be positioned in different time zones, the Meeting has been scheduled at 11:00 a.m. (IST). The Company has enabled the Members to participate at the 29th AGM through VC/ OAVM facility. The instructions for participation by Members are given in the subsequent pages. Participation at the AGM through VC/ OAVM shall be allowed on a first-come-first-served basis.
4. In terms of the circulars, the requirement of sending proxy forms to holders of securities as per provisions of Section 105 of the act read with Regulation 44(4) of the SEBI Listing Regulations, has been dispensed with. Therefore, the facility to appoint proxy by the members will not be available and consequently, the proxy form and attendance slip are not annexed to this notice convening the 29th AGM (the “notice”).

However, in pursuance of Section 113 of the Act and Rules framed thereunder, the corporate members are entitled to appoint authorized representatives for the purpose of voting through remote e-Voting or for the participation and e-Voting during the AGM, through VC or OAVM. Institutional Shareholders (i.e., other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF / JPG Format) of the relevant Board Resolution / Power of Attorney / appropriate Authorization Letter together with attested specimen signature(s) of the duly authorized signatory(ies) who are authorized to vote, through e-mail at lead_financial@rediffmail.com. Further details in this regard are also given separately and form part of this Notice.

5. Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
6. The Company has provided the facility to Members to exercise their right to vote by electronic means both through remote-voting and e-voting during the AGM. The process and instructions for remote e-voting are provided in the subsequent paragraphs. Such remote e-voting facility is in addition to e-voting that will take place at the 29th AGM being held through VC/ OAVM.
7. The Register of Members and the Share Transfer books of the Company will remain closed from Tuesday, 20th September, 2022 to Monday, 26th September, 2022 (both days inclusive).
8. In line with the MCA and SEBI Circulars, the notice of the 29th AGM along with the Annual Report 2021-22 are being sent only by electronic mode to those Members whose e-mail addresses are registered with the Company/ Depositories. Members may please note that this Notice and Annual Report 2021-22 will also be available on the Company's website at www.leadfinancialservices.in, website of the Stock Exchange i.e. BSE Limited at www.bseindia.com.

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9. Members who have not registered their e-mail address are requested to register the same in respect of shares held in electronic form with the Depository through their Depository Participant(s) and in respect of shares held in physical form, by email to the Company's Registrar and Share Transfer Agent **beetalrta@gmail.com** or to the company at **lead_financial@rediffmail.com**.
10. In order to enhance the ease of doing business for investors in the securities market, SEBI vide its Circular No. SEBI/ HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 3, 2021, read together with the SEBI Circular No. SEBI/ HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/687 dated December 14, 2021 (hereinafter, collectively referred as the "SEBI KYC Circulars") mandated furnishing of PAN, full KYC details and Nomination by the holders of physical securities. In view of the same, the concerned shareholders are requested to furnish the requisite documents/ information at the earliest. Any service request can be processed only after receiving PAN, KYC and nomination details from holder(s)/ claimant(s).

Further, Non-availability of the same on or after April 1, 2023 will result in freezing of the folios of such shareholders pursuant to the aforesaid SEBI KYC circular and after December 31, 2025, the securities continue to remain frozen will be referred by the RTA/ Company to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and/ or Prevention of Money Laundering Act, 2002. Accordingly, Members are hereby requested to comply with the SEBI KYC Circulars.

11. Pursuant to Regulation 40 of the SEBI Listing Regulations, the securities of listed companies can be transferred only in the dematerialized mode w.e.f. April 1, 2019, except in case of transmission or transposition of securities. In this regard, it has been clarified by SEBI that the said amendments do not prohibit an investor from holding the shares in physical mode and the investor has the option of holding shares in physical mode even after April 1, 2019. However, any investor desirous of transferring shares which are held in physical mode after April 1, 2019 could do so only after the shares are dematerialized.

Further, As per SEBI Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022, listed companies shall issue the securities in dematerialized form only, while processing investor service request pertaining to issuance of duplicate share certificate, claim from Unclaimed Suspense Account, renewal/exchange of securities certificates, endorsement, sub-division /splitting/ consolidation of share certificates, transmission and transposition. The securities holder/claimant are, accordingly, required to submit duly filled-up Form ISR-4 which can be downloaded from the Company's website, i.e. www.leadfinancialservices.in and on the website of the Company's Registrar and Share Transfer Agent.

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In view of above, members holding shares in physical form are requested to consider converting their holding to dematerialized form.

12. The Information pursuant to regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, **and pursuant to Clause 1.2.5 of the Secretarial Standards on General Meetings (SS-2)** and the provisions of Companies Act, 2013, of the person seeking appointment/re-appointment/change in terms, are as under:

Particulars	Name of Directors
	Mr. Padam Chandra Bindal
Date of Birth	05/06/1960
Date of first Appointment on Board	28/11/1994
Age	62 Years
Brief Profile/ Experience/Expertise in specific functional area	Mr. Padam Chandra Bindal has more than three decades of experience in finance, capital markets and administration.
Qualifications	M.Com., FCA
Equity Shares hold in the Company as on 31.03.2022 <ul style="list-style-type: none"> • Number of Shares • Percentage 	-195200 -5.92%
Other Directorships held in other Company (including listed as well as unlisted entities).	-Bindal Corporate Advisory Services Private Limited -Privy Capital Limited
Membership/ Chairmanship of committees of other companies (including listed as well as unlisted entities).	Nil
Terms and conditions of appointment/re-appointment	Terms and Conditions of appointment are as per the Remuneration and Nomination Policy of the Company
Remuneration last drawn, if any	NIL
Number of Board meetings attended during the year ended 31.03.2022	7
Inter se relationship with other	Mr. Padam Chandra Bindal and Mrs. Suman Bindal are

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Directors or KMP (as defined under the Companies Act and Rules thereunder)	relatives.
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13. All documents referred to in the Notice will also be available electronically for inspection without any fee by the members from the date of circulation of this Notice up to and during the AGM. Members seeking to inspect such documents can send an email to **lead_financial@rediffmail.com** from their registered e-mail addresses mentioning their names and folio numbers /demat account numbers.
14. The Registers maintained under section 170 and 189 as per the provisions of the Companies Act 2013 shall be available for inspection electronically by members during the AGM. The members seeking to inspect such documents may send an email to the Company at **lead_financial@rediffmail.com**.
15. In case of joint holders attending the AGM, the Member whose name appears as the first holder/higher in the order of names as per the Register of Members of the Company will be entitled to vote.
16. The Company has availed the services of Beetal Financial & Computer Services (P) Limited, Registrar and Share Transfer Agent as the authorized agency for conducting of the AGM through VC/ OAVM including e-voting facility and Central Depository Services (India) Limited ("CDSL") to provide remote e-voting and e-voting facilities, for security and enabling the members to cast their vote in a secure manner.
17. The Company has, in compliance with Rule 20 of the Companies (Management and Administration) Rules, 2014, appointed M/s Pooja Anand & Associates, Company Secretaries in practice, as Scrutinizer (as consented to be appointed as scrutinizer) for conducting the remote e-voting and e-voting Process in a fair and transparent manner.
18. The Scrutinizer, immediately after the conclusion of voting at the AGM, unblock the votes cast through e-voting (votes cast through remote e-voting and votes cast through e-voting during the AGM) and shall, within two working days from conclusion of the AGM, make a consolidated scrutinizer's report of the votes cast in favour or against, if any, and submit the same to the Chairman of the meeting or a person authorized by him in writing, who shall counter sign the same.

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19. The Chairman or the authorized person shall declare the results. The results declared shall be available on the website of the Company and shall simultaneously be communicated to the Stock Exchange.
20. Members are requested to intimate immediately any change in their address/email Id or other mandates to their Depository Participants with whom they are maintaining their Demat accounts. The Company or its Registrar and Transfer Agent cannot change mandates for shares in electronic form.
21. Non-resident Indian Members are requested to inform Registrar and Share Transfer Agent or the concerned Depository Participant immediately for the change in the residential status on return to India for permanent settlement and the particulars of the NRE account with a bank in India, if not furnished the details earlier.
22. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company. The nomination form can be obtained from the Company's Registrar and Share Transfer Agent.
23. Shareholders seeking any information or clarification on the accounts are requested to send written queries to the Company through email i.e. lead_financial@rediffmail.com, at least 7 days before the date of the meeting, to enable the management to keep the required information available at the meeting.

24. Instructions for remote e-voting and joining the e-AGM are as follows:

A. Voting through electronic means:

1. As you are aware, in view of the situation arising due to COVID-19 global pandemic, the general meetings of the companies shall be conducted as per the guidelines issued by the Ministry of Corporate Affairs (MCA) vide Circular No. 14/2020 dated April 8, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 02/2021 dated January 13, 2021 and Circular No. 02/2022 dated May 5, 2022 (hereinafter, collectively referred as the "MCA Circulars") read with the SEBI Circulars No. SEBI/HO/CFD/CMD1/CIR/P/2020/79, No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 and No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 12, 2020, January 15, 2021 and May 13, 2022, respectively, (hereinafter, collectively referred as the "SEBI Circulars" and together with the MCA Circulars referred as the "Circulars"). The forthcoming 29th AGM will thus be held through video

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conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing AGM through VC/OAVM.

2. Pursuant to the provisions of Section 108 of the Companies Act, 2013 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), and applicable Circulars the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to 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 AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.
5. Pursuant to MCA Circulars, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
6. In line with MCA Circulars the Notice calling the 29th AGM has been uploaded on the website of the Company at **www.leadfinancialservices.in**. The Notice can also be accessed from the websites of the Stock Exchange i.e. BSE Limited at www.bseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.