

**26<sup>TH</sup>**

**ANNUAL REPORT**

---

**2016 - 2017**

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**MyMoney<sup>TM</sup>**  
**SECURITIES LIMITED**

**BOARD OF DIRECTORS**

Mr. Vineet Gupta - Non-Executive Chairman  
Sh. Vikas Seth - Managing Director  
Sh. Sanjai Seth - Whole-Time Director  
Mr. Rajnish Khanna - Independent Director  
Smt. Rajni Seth - Non-Executive Director

**AUDIT COMMITTEE**

Mr. Rajnish Khanna – Chairman  
Mr. Sanjai Seth – Member  
Mr. Vineet Gupta – Member

**STAKEHOLDERS RELATIONSHIP COMMITTEE**

Mr. Rajnish Khanna – Chairman  
Mr. Sanjai Seth – Member  
Mr. Vineet Gupta – Member

**NOMINATION AND REMUNERATION COMMITTEE**

Mr. Rajnish Khanna – Chairman  
Mrs. Rajni Seth – Member  
Mr. Vineet Gupta – Member

**RISK MANAGEMENT COMMITTEE**

Mr. Rajnish Khanna – Chairman  
Mrs. Rajni Seth – Member  
Mr. Sanjai Seth – Member

**COMPANY SECRETARY & COMPLAINE OFFICER**

Mr. Varun Kalra

**CHIEF FINANCIAL OFFICER**

Mr. Pawan Chawla

**STATUTORY AUDITORS**

M/s ADIWISE M.K. & ASSOCIATES  
301, Vardman Plaza, Plot No. 3  
F-Block LSC, Bhera Enclave  
New Delhi-110087

**INTERNAL AUDITOR**

M/s Narang & Associate  
1059, B-II, Kewal Ganj,  
Rohtak - 124001

**BANKERS**

Canara Bank  
O.B.C.

**BRANCH OFFICE**

Ground Floor, Gopal mansion, Cinema Road  
(Behind Metro Cinema), Dhobi Talao, Mumbai – 400020

**REGISTERED OFFICE**

10-A Under Hill Lane, Civil Lines  
Delhi-110 054  
Ph. 011-23937870, 23930655, Telefax : 011-23924241  
Email : [mymoney@vsnl.com](mailto:mymoney@vsnl.com)

**REGISTRAR AND SHARE TRANSFER AGENT**

Mas Services Ltd.  
T-34, 2nd Floor  
Okhla Industrial Area Phase-II  
New Delhi-110 020  
Ph. 011-26387281-83  
Email : [info@masserv.com](mailto:info@masserv.com)

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# **MyMoney™**

## **SECURITIES LIMITED**

CIN: L67120DL1992PLC047890

Email id: mymoney@vsnl.com contact No. 23924241, 23930655,

Regd. Office: 10-A, UNDER HILL LANE, CIVIL LINES, DELHI - 110054

### **NOTICE**

**NOTICE** is hereby given that the 26<sup>th</sup> Annual General Meeting of My Money Securities Limited will be held on Friday 29<sup>th</sup> September, 2017 at 11.00 A.M. at 10-A, Under Hill Lane, Civil Lines Delhi-110 054 to transact the following business:

#### **AS ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2017, including the audited Balance sheet as at March 31, 2017, the statement of Profit and Loss for the year ended on that date and the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mrs. Rajni Seth (DIN:00350604) who retires by rotation and being eligible offers herself for the re-appointment.
3. To ratify the appointment of auditors and to fix their remuneration and in this regard to consider, and if thought fit, to pass with or without modification(s) the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) and the Companies (Audit and Auditors) Rules, 2014 (“Rules”) (including any statutory modification or re-enactment thereof, for the time being in force), and pursuant to the recommendations of the Audit Committee and the Board of Directors, appointment of M/s Adiwise M.K. & Associates, Chartered Accountants, New Delhi (Firm Registration no. 007180N), as the Statutory Auditor of the company, be & is hereby ratified to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the next AGM of the Company to be held in the year 2018.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to fix such remuneration as may be determined by the Audit Committee in consultation with the Auditors, in addition to reimbursement of all out-of-pocket expenses as may be incurred in connection with the audit of the accounts of the Company.”

**By order of the Board  
For My Money Securities Ltd.**

**Sd/-  
(VIKAS SETH)  
Managing Director  
DIN: 00383194  
ADD: 10-A, Under Hill Lane,  
Civil Lines Delhi-110 054**

**Place : Delhi  
Date : 14/08/2017**

#### **Notes:**

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT ONE OR MORE PROXY (IES) TO ATTEND AND VOTE ON POLL AT THE MEETING INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER.** An instrument appointing a proxy, i.e Form MGT-11 (Enclosed), in order to be valid /effective must be duly filled in all respects and should be lodged with Company at its registered office at least 48 hours before the commencement of the meeting. Proxies shall not have any right to speak at the meeting
2. Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty (50) members and holding in the aggregate not more than ten percent (10%) of the total Share Capital of the Company carrying voting rights. A member holding more than ten percent (10%), of the total Share Capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other member.
3. Bodies Corporate members are requested to send a certified copy of the Board resolution authorizing their representative/s to attend and vote at the meeting pursuant to provisions of section 113 of the Companies Act, 2013.

4. The Register of Director's and their Shareholding, Register of Contracts with related Party and contracts and Bodies in which directors are interested and Registers of Proxies would be available for Inspection by the Members at the meeting
5. The Register of Members and Share Transfer Books of the Company will remain closed from Saturday 23<sup>rd</sup> September, 2017 to Friday 29<sup>th</sup> September, 2017 (both days inclusive) in connection with the Annual General Meeting.
6. Section 20 of the Companies Act, 2013 permits service of documents on members by a company through electronic mode. Accordingly, as a part of the Green Initiative, electronic copy of the Annual Report for FY 2016-17 is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a physical copy of the same. Further, in terms of SEBI Circular No. CIR/ CFD/ DIL/ 7/2011 dated 05.10.2011 and Clause 32 of the listing agreement read with SEBI (LODR) Regulations, 2015, the physical copies of Abridged Annual Report is being sent through permitted mode to all other members who have not registered their email address(es). Members may also note that the Annual Report for FY 2016-17 will also be available on the Company's website [www.mymoneyviews.com](http://www.mymoneyviews.com) for download.
7. 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 their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company at the Registered office of the Company at 10-A, Under Hill lane, Civil lines, Delhi-110054 or its Registrar and Share Transfer Agent M/s. Mas Services Limited, T-34, 2<sup>nd</sup> Floor, Okhla Industrial Area Phase-II, New Delhi-110 020.
8. Queries on accounts and operations of the Company, if any, may be sent to the Company Secretary seven days in advance of the meeting so as to enable the Management to keep the information ready at the meeting.
9. All transfer deeds, requests for change of address, bank particulars /mandates /ECS mandates, PAN should be lodged with Company's Registrar and Share Transfer Agent M/s. Mas Services Limited, in case of shares held in physical form on or before Friday, 22<sup>nd</sup> September, 2017. The above details in respect of the shares held in electronic form should be sent to the respective Depository Participants by the members well in time.
10. Under Section 72 of the Companies Act, 2013, members are entitled to make nomination in respect of shares held by them in physical mode. Members desirous of making nominations are requested to send their request in Form No. SH.13 to the Company's Registrar and Share Transfer Agent.
11. As a measure of economy, Members are requested to bring their copy of Annual Report to the meeting. Members / Proxies should bring the attendance slip duly filled in and signed for attending the meeting.
12. The Company is providing facility for voting by electronic means. The business set out in the Notice can be transacted through such voting. The facility for voting through polling paper would also be made available at the Meeting and the members attending the Meeting who have not cast their vote by e-voting shall be able to vote at the Meeting.
13. The members who have cast their vote by e-voting may also attend the Meeting but shall not be entitled to cast their vote again.
14. The Notice of the 26<sup>th</sup> AGM along with the Annual Report 2016-17 is being sent in physical form by the permitted mode.
15. Members may also note that the notice of 26<sup>th</sup> AGM and the Annual Report 2016-17 will be available on the Company's website, [www.mymoneyviews.com](http://www.mymoneyviews.com).
16. Corporate members intending to send their authorised representatives to attend the Meeting are requested to send to Mas services Ltd a certified true copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
- 17. Voting through Electronic Means**
  - I. In Compliance with provisions of Section 108 of the Companies Act 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the companies (Management and Administration) Amendment Rules 2015 and Regulation 44 SEBI (LODR) Regulation, 2015 the Company is pleased to provide to its members the facility to exercise their right to vote on resolution proposed to be considered at the Annual General Meeting (AGM) of the Company by electronic means and the business may be transacted through the e-voting services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
  - II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.

- III. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
  - IV. The remote e-voting period shall commence on Tuesday, 26<sup>th</sup> September, 2017 (9.00 A.M.) and ends on Thursday, 28<sup>th</sup> September, 2017 (5.00 P.M.). During this period members of the Company, holding shares either in physical or in dematerialized form, as on the cut-off date of Friday, 22<sup>nd</sup> September, 2017, may cast their vote by remote e-voting. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change subsequently.
  - V. The process and manner for remote e-voting are as under.
- I. In case of Members receiving e-mail from NSDL (For those members whose e-mail addresses are registered with Company/Depositories):**
- a. Open e-mail and open PDF file viz. "MMSL-remote e-Voting.pdf" with your client ID or Folio No. as password containing your user ID and password for remote e-voting. Please note that the password is an initial password.
  - b. Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>.
  - c. Click on Shareholder-Login.
  - d. Put user ID and password as initial password noted in step (i) above. Click Login.
  - e. Password change menu appears. Change the password with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
  - f. Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
  - g. Select "EVEN" of "My Money Securities Limited".**
  - h. Now you are ready for remote e-voting as Cast Vote page opens.
  - i. Cast your vote by selecting appropriate option and click on "Submit" and also "Confirm" when prompted.
  - j. Upon confirmation, the message "Vote cast successfully" will be displayed.
  - k. Once you have voted on the resolution, you will not be allowed to modify your vote.
  - l. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through e-mail to [cs.sarikajain@yahoo.in](mailto:cs.sarikajain@yahoo.in) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
- II. In case of Members receiving Physical copy of Notice of 26<sup>th</sup> Annual General Meeting (for members whose email IDs are not registered with the Company/Depository Participants(s) or requesting physical copy)**
- a. Initial password is provided in the Postal Ballot form as enclosed herewith.
  - b. Please follow all steps from Sl. No. (b) to Sl. No. (l) above, to cast vote.
- III. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members and remote e-voting user manual for Members available at the downloads section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800-222-990.
- IV. If you are already registered with NSDL for remote e-voting then you can use your existing user ID and password/PIN for casting your vote.
- V. 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).
- VI. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 22<sup>nd</sup> September, 2017.
- VII. Any person, who acquires shares and becomes member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. Friday 22<sup>nd</sup> September, 2017, may also obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) or RTA, MAS Services Limited. at [info@masserv.com](mailto:info@masserv.com)  
However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or contact NSDL at the following toll free no.: 1800-222-990.
- VIII. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- IX. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.

- X. Ms. Sarika Jain, Practicing Company Secretary (Membership No. FCS-8185 & CP No. 8992), Proprietor M/s. Sarika Jain & Associates, Company Secretaries has been appointed for as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
- XI. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- XII. The Scrutinizer shall after the conclusion of voting at the AGM, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- XIII. The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company [www.mymoneyviews.com](http://www.mymoneyviews.com) and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the stock exchange i.e. BSE Limited.

### ANNEXURE TO THE NOTICE

#### **DETAILS OF DIRECTORS SEEKING APPOINTMENT/ REAPPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING IN PURSUANCE TO REGULATION 36(3) OF CHAPTER IV- RELATING TO DOCUMENTS & INFORMATION TO SHAREHOLDERS OF THE SEBI(LISTING OBLIGATIONS & DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

The details pertaining to appointment or re-appointment of the Directors as required to be provided pursuant to Regulation 36(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 are as follows:

<b>Name of the Director</b>	<b>Mrs. RAJNI SETH</b>
<b>Director Identification Number (DIN)</b>	<b>00350604</b>
<b>Date of Birth</b>	22/03/1939
<b>Date of Appointment</b>	14/08/1994
<b>Profile of Director</b>	She has over 20 experience in administration work. She has done the schooling from St. Xavier's, Mumbai and B.A. IInd year from Mumbai University.
<b>Expertise in specific functional area</b>	Administration and personal relations.
<b>Qualification</b>	B.A. IInd year from Mumbai University.
<b>List of outside Directorship held as on 31<sup>st</sup> March, 2017 (Excluding Private Limited Companies and Foreign Companies)</b>	Nil
<b>Chairman/Member of the Committee of Board of Directors of the Company as on 31<sup>st</sup> March, 2017</b>	Two
<b>No of Shares held in the Company as on 31<sup>st</sup> March, 2017</b>	7,90,300
<b>Relationship between directors Interest.</b>	Mr. Vikas Seth- Son Mr. Sanjai Seth- Son

**By order of the Board  
For My Money Securities Ltd.**

**Sd/-  
(VIKAS SETH)  
Managing Director  
DIN: 00383194  
ADD: 10-A, Under Hill Lane,  
Civil Lines Delhi-110 054**

**Place : Delhi  
Date : 14/08/2017**

## DIRECTOR'S REPORT

To  
The Members,

Your Directors have pleasure in presenting the 26<sup>th</sup> Annual Report of the Company with the Audited Financial Statements of Accounts and the Auditor's Report of the Company for the period ended 31<sup>st</sup> March, 2017. The Summarized Financial Results for the period ended 31<sup>st</sup> March, 2017 are as under.

### 1. PERFORMANCE HIGHLIGHTS

The performance highlights of the company for FY 2016-17 are furnished as under:-

S. NO.	PARTICULARS	YEAR ENDED 31 <sup>ST</sup> MARCH, 2017	YEAR ENDED 31 <sup>ST</sup> MARCH, 2016
1	Revenue from Operations	65,83,743	63,60,622
	Other Income	14,37,721	14,25,739
	<b>Total Income</b>	<b>80,21,464</b>	<b>77,86,361</b>
2	<b>Total Expenditure</b>	<b>70,97,037</b>	<b>69,09,069</b>
3	<b>Profit (+) / Loss (-) before Depreciation and Tax</b>	<b>9,24,427</b>	<b>8,77,292</b>
4	Depreciation/ Amortisation	2,79,873	2,71,085
5	<b>Profit (+)/ Loss (-) before Tax</b>	<b>6,44,554</b>	<b>6,06,207</b>
6	Current tax	2,06,100	1,75,970
7	Deferred tax Liability/(Assets)	(6,932)	(12,582)
8	Earlier year Tax Expenses	5,504	11,768
9	<b>Net Profit (+)/ Loss (-) after Tax</b>	<b>4,39,882</b>	<b>4,31,051</b>
10	<b>EPS (Basic) &amp; (Diluted)</b>	<b>0.044</b>	<b>0.043</b>

### 2. REVIEW OF OPERATIONS:

Your Company being a member of National Stock Exchange (NSE) and Metropolitan Stock Exchange of India Ltd. (MSEI-CURRENCYSEGMENT) is in broking business and total Revenue for the Financial Year 2016-17 stood at Rs.80,21,464/- net profit after tax is Rs.4,39,882/- as against the revenue of previous Financial Year which was Rs. 77,86,361/- net profit after tax was Rs. 4,31,051/- .Your company continued to retain its clients despite competitive and digitization in this rapidly-growing market.

The business has sustained margins notwithstanding rise in input costs including salaries and other marketing expenses going up with inflation. Business continues to be successful despite of several economic constraints.

### 3. DIVIDEND

As the Company wants to invest its profits for the growth and expansion of the Company therefore, the Board of Directors has decided not to declare any dividend for this financial year.

### 4. NUMBER OF MEETINGS OF THE BOARD

The Board of Directors duly met five times on 30<sup>th</sup> May, 2016, 13<sup>th</sup> August 2016, , 14<sup>th</sup> November, 2016, , 14<sup>th</sup> February, 2017, and 16<sup>th</sup> March, 2017 in respect of which notices were given and the proceedings were recorded and signed in the Minutes Books maintained for the purpose.

### 5. SUBSIDIARIES

The company is not having any subsidiary company. Therefore, no information is required to be furnished under Section 129 of the Companies Act, 2013 read with relevant rules.

### 6. COMMITTEES OF THE BOARD

Currently, the Board is having four committees namely as Audit Committee, Stakeholders Relationship Committee, Nomination & Remuneration Committee and Risk Management Committee consists of independent directors.

The Composition of the committees as per the applicable provisions of the Act and Rules are as follows:

S.No.	Name of Committee	Name of Members of Committee
1	Audit Committee	Mr. Rajnish Khanna, Independent Director Mr. Vineet Gupta, Independent Director Mr. Sanjai Seth, Whole Time Director Mr. Pawan Chawla, CFO
2	Risk Management Committee	Mr. Rajnish Khanna, Independent Director Mrs. Rajni Seth, Director Mr. Vineet Gupta, Independent Director
3	Nomination & Remuneration Committee	Mr. Rajnish Khanna, Independent Director Mrs. Rajni Seth, Director Mr. Sanjai Seth, Whole Time Director
4	Stakeholders Grievances Committee	Mr. Rajnish Khanna, Independent Director Mr. Vineet Gupta, Independent Director Mr. Sanjai Seth, Whole Time Director

**7. DISCLOSURE AS PER SECRETRIAL STANDARDS:**

**a. DISCLOSURE AS PER SECRETRIAL STANDARD 1**

**Board Meeting**

S.No.	Date of Meeting	Name of Directors/ KMP Present	Name of Director Absent
1	30 <sup>th</sup> May, 2016	Mr. Sanjai Seth Mr. Vikas Seth Mrs. Rajni Seth Mr. Rajnish Khanna Mr. Varun Kalra Mr. Pawan Chawla	Mr. Vineet Gupta
2	13 <sup>th</sup> August, 2016	Mr. Sanjai Seth Mr. Vikas Seth Mrs. Rajni Seth Mr. Rajnish Khanna Mr. Varun Kalra Mr. Pawan Chawla	Mr. Vineet Gupta
3	14 <sup>th</sup> November, 2016	Mr. Sanjai Seth Mr. Vikas Seth Mrs. Rajni Seth Mr. Rajnish Khanna Mr. Varun Kalra Mr. Pawan Chawla Mr. Vineet Gupta	Nil
4	14 <sup>th</sup> February, 2017	Mr. Vineet Gupta Mr. Sanjai Seth Mr. Vikas Seth Mrs. Rajni Seth Mr. Rajnish Khanna Mr. Varun Kalra Mr. Pawan Chawla	Nil
5	16 <sup>TH</sup> March, 2017	Mr. Vineet Gupta Mr. Sanjai Seth Mr. Vikas Seth Mrs. Rajni Seth Mr. Rajnish Khanna Mr. Varun Kalra Mr. Pawan Chawla	Nil

**Audit Committee**

S.No.	Date of Meeting	Name of Member Present	Name of Member Absent
1	30 <sup>th</sup> May, 2016	Mr. Rajnish Khanna, Mr. Sanjai Seth	Mr. Vineet Gupta
2	13 <sup>th</sup> August, 2016	Mr. Rajnish Khanna, Mr. Sanjai Seth	Mr. Vineet Gupta
3	14 <sup>th</sup> November, 2016	Mr. Rajnish Khanna, Mr. Sanjai Seth Mr. Vineet Gupta	Nil
4	14 <sup>th</sup> February, 2017	Mr. Rajnish Khanna, Mr. Sanjai Seth Mr. Vineet Gupta	Nil

**Risk Management Committee**

S.No.	Date of Meeting	Name of Member Present	Name of Member Absent
1	30 <sup>th</sup> May, 2016	Mr. Rajnish Khanna, Mr. Sanjai Seth Mrs. Rajni Seth	Nil
2	13 <sup>th</sup> August, 2016	Mr. Rajnish Khanna, Mr. Sanjai Seth Mrs. Rajni Seth	Nil
3	14 <sup>th</sup> November, 2016	Mr. Rajnish Khanna, Mr. Sanjai Seth Mrs. Rajni Seth	Nil
4	14 <sup>th</sup> February, 2017	Mr. Rajnish Khanna, Mr. Sanjai Seth Mrs. Rajni Seth	Nil

**Nomination & Remuneration Committee**

S.No.	Date of Meeting	Name of Member Present	Name of Member Absent
1	14 <sup>th</sup> July, 2016	Mr. Rajnish Khanna Mrs. Rajni Seth	Mr. Vineet Gupta

**Stakeholders Grievances Committee**

S.No.	Date of Meeting	Name of Member Present	Name of Member Absent
1	30 <sup>th</sup> May, 2016	Mr. Rajnish Khanna Mr. Sanjai Seth	Mr. Vineet Gupta
2	13 <sup>th</sup> August, 2016	Mr. Rajnish Khanna Mr. Sanjai Seth	Mr. Vineet Gupta
3	14 <sup>th</sup> November, 2016	Mr. Rajnish Khanna Mr. Sanjai Seth Mr. Vineet Gupta	Nil
4	14 <sup>th</sup> February, 2017	Mr. Rajnish Khanna Mr. Sanjai Seth Mr. Vineet Gupta	Nil

**b. DISCLOSURE AS PER SECRETRIAL STANDARD 2**

**Location and time of Last Three General Meetings:**

Year	Venue	Type of Meeting	Date	Time
2016-17	10-A, Under Hill Lane, Civil Lines, New Delhi-110054	Annual General Meeting	30/09/2016	11:00 AM
2015-16	10-A, Under Hill Lane, Civil Lines, New Delhi-110054	Annual General Meeting	30/09/2015	11:00 AM
2014-15	10-A, Under Hill Lane, Civil Lines, New Delhi-110054	Annual General Meeting	30/09/2014	11.00 A.M.

### 8. EMPLOYEES' STOCK OPTION PLAN

Your company had not provided any employees stock options.

### 9. BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL OF THE COMPANY

The Board consists of executive & non- executive directors including independent directors who have wide and varied experience in different disciplines of corporate functioning.

In accordance with the provisions of Section 152 of the Companies Act, 2013 and that of Articles of Association of the Company, Mrs. Rajni Seth (DIN 00350604), Director of the Company retires by rotation at this AGM of the Company and being eligible, they offer herself for re-appointment.

The Company has received declarations from all the Independent Directors confirming that they meet with the criteria of independence as prescribed both under Section 149 (6) of the Companies Act, 2013 and as per Listing Agreement with the BSE.

### 10. STATUTORY AUDITORS

Your Directors requested to ratify the appointment of M/s Adiwise M.K. & Associates, Chartered Accountants, New Delhi (Firm Registration no. 007180N) , as Statutory Auditor to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the next AGM of the Company to be held in the year 2018 (subject to ratification of the appointment by the members at every Annual General Meeting held after this Annual General Meeting)..

The company has received a certificate from M/s Adiwise M.K. & Associates, Chartered Accountants, New Delhi (Firm Registration no. 007180N) to the effect that their ratification would be in accordance with the provisions of section 141 of the Companies Act, 2013, read with Companies (Audit and Auditors) Rules 2014.

### 11. AUDITOR'S REPORT

Comments of the Auditors in their report and their notes forming part of the Accounts, are self explanatory and need no comments. There is no qualification, reservation or adverse remark or disclaimer made by the auditor in his report for the period under review.

### 12. MANAGEMENT VISION

Your Directors noted with satisfaction the performance of the Company in the current year. The outlook remains encouraging and it is expected that positive trend will continue in furthering the growth of the company.

### 13. SECRETARIAL AUDIT AND THE APPOINTMENT OF THE SECRETARIAL AUDITORS

The company has appointed M/s Sarika Jain & Associates, Company Secretaries (**Certificate of Practice No. 8992**) to hold the office of the Secretarial Auditors and to conduct the Secretarial Audit Report, as required under Section 204 of the Companies Act, 2013 and the Rules thereunder. The Secretarial Audit Report for the FY 2016-17 is being attached as **Annexure A** with the Directors Report which is explanatory.

### 14. COMMENTS OF SECRETRIAL AUDITOR REPORT

Comments of the Secretarial Auditors in their report and their notes forming part of the Accounts, are self-explanatory and need no comments except the following qualification, reservation made by the secretarial auditor in her report for the period under review.

Qualification	Management Reply
Delay in filing the Form MGT 14 (for Approval of Accounts for quarter ending 30-6-2016, Approval of Directors Responsibility Statement and Board Report, Re-appointment of Secretarial Auditor and re-appointment of Internal Auditor).	The delay was inadvertent and due to following reasons: a. Non Working of MCA Website. b. Non-Availability of Director who was authorized to affix DSC on the form.
Delay in filing the Form MGT 14 (for Approval of Accounts for quarter ending 31-12-2016).	The delay was inadvertent and due to following reasons: a. Non Working of MCA Website. b. Non-Availability of Director who was authorized to affix DSC on the form.