

**28<sup>TH</sup>**

**ANNUAL REPORT**

---

**2018 - 2019**

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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 & COMPLAINEE 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 Rakesh Sharma Associates  
316, Dhaka Chambers,  
2068/39, Naiwala,  
Karol Bagh, New Delhi - 110005

**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 : [mymoneyviewsatoutlook.com](mailto:mymoneyviewsatoutlook.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: mymoneyviews@outlook.com, Contact No.: 23924241, 23930655,

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

**NOTICE**

**NOTICE** is hereby given that the 28<sup>th</sup> Annual General Meeting of My Money Securities Limited will be held on Friday, 27<sup>th</sup> September, 2019 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, 2019, including the audited Balance sheet as at March, 31, 2019, 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.

**AS SPECIAL BUSINESS :**

3. **To appoint Mr. Sandeep Gupta as an Independent Director and in this regard, pass the following resolution as an Ordinary Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Sandeep Gupta (DIN: 00411271), who qualifies for being appointed as an Independent Director and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a term of 5 (five) consecutive years, that is, up to 27th September, 2024."

4. **To appoint Mr. Ranjan Srinath as an Independent Director and in this regard, pass the following resolution as an Ordinary Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Sections 149 and 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Ranjan Srinath, who qualifies for being appointed as an Independent Director and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation and to hold office for a term of 5 (five) consecutive years, that is, up to 27th September, 2024."

**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 : 14/08/2019**

**ENCLS :-** Copy of Audited Financial Statements for the Year ended 31st day of March, 2019 attached along with all enclosures.

**NOTES:**

The statement pursuant to Section 102(1) of the Companies Act, 2013 setting out the material facts in respect of the business under Item Nos. 3 & 4 set out above and the details under the Listing Agreement with Stock Exchanges in respect of Directors proposed to be appointed/re-appointed at the Annual General Meeting, is annexed hereto.

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 21st September, 2019 to Friday 27<sup>th</sup> September, 2019 (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 2018-19 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 2018-19 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, 20th September, 2019. 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 28<sup>th</sup> AGM along with the Annual Report 2018-19 is being sent in physical form by the permitted mode.
15. Members may also note that the notice of 28<sup>th</sup> AGM and the Annual Report 2018-19 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 Regulations 44 of SEBI (LODR) Regulations, 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, 24<sup>th</sup> September, 2019 (9.00 A.M.) and ends on Thursday, 26<sup>th</sup> September, 2019 (5.00 P.M.). During this period members of the Company, holding shares either in physical or in dematerialized form, as on the cut of date of Friday, 20<sup>th</sup> September, 2019, 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 28<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 i.e. Friday 20th September, 2019.
- 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 20th September, 2019, 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.

**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 : 14/08/2019**

**ANNEXURE TO THE NOTICE**

**EXPLANATORY STATEMENT:**

As required under Section 102 of the Companies Act, 2013, the following statement sets out all material facts concerning each item of special business mentioned under Item Nos. 3 & 4 of the accompanying Notice:

**Item No. 3**

In accordance with the provisions of Section 149 read with Schedule IV to the Act, appointment of an Independent Director requires approval of members. Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors has proposed that Mr. Sandeep Gupta (DIN: 00411271), be appointed as an Independent Director on the Board of the Company. The appointment of Mr. Sandeep Gupta, shall be effective upon approval by the members in the Meeting.

The Company has received a notice in writing from a member under Section 160 of the Act proposing the candidature of Mr. Sandeep Gupta for the office of Director of the Company. Mr. Sandeep Gupta is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. The Company has received a declaration from Mr. Sandeep Gupta that he meets the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). In the opinion of the Board, Mr. Sandeep Gupta fulfils the conditions for his appointment as an Independent Director as specified in the Act and the Listing Regulations Mr. Sandeep Gupta is independent of the management and possesses appropriate skills, experience and knowledge.

Details of Mr. Sandeep Gupta are provided in the "Annexure" to the Notice pursuant to the provisions of (i) the Listing Regulations and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India. Copy of draft letter of Mr. Sandeep Gupta setting out the terms and conditions of appointment is available for inspection by the members at the registered office of the Company.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 3 of the Notice. This statement may also be regarded as an appropriate disclosure under the Listing Regulations.

The Board recommends the Ordinary Resolution set out at Item No. 3 of the Notice for approval by the members.

**Item No. 4**

In accordance with the provisions of Section 149 read with Schedule IV to the Act, appointment of an Independent Director requires approval of members. Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors has proposed that Mr. Ranjan Srinath, be appointed as an Independent Director on the Board of the Company. The appointment of Mr. Ranjan Srinath, shall be effective upon approval by the members in the Meeting.

The Company has received a notice in writing from a member under Section 160 of the Act proposing the candidature of Mr. Ranjan Srinath for the office of Director of the Company. Mr. Ranjan Srinath is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. The Company has received a declaration from Mr. Ranjan Srinath that he meets the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). In the opinion of the Board, Mr. Ranjan Srinath fulfils the conditions for his appointment as an Independent Director as specified in the Act and the Listing Regulations Mr. Ranjan Srinath is independent of the management and possesses appropriate skills, experience and knowledge.

Details of Mr. Ranjan Srinath are provided in the "Annexure" to the Notice pursuant to the provisions of (i) the Listing Regulations and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India. Copy of draft letter of Mr. Ranjan Srinath setting out the terms and conditions of appointment is available for inspection by the members at the registered office of the Company.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice. This statement may also be regarded as an appropriate disclosure under the Listing Regulations.

The Board recommends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the members.

**DETAILS OF DIRECTORS SEEKING APPOINTMENT/ REAPPOINTMENT AT THE FORTHCOMING ANNUAL GENERAL MEETING IN PURSUANCE TO CLAUSE 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:

Name of the Director	Mr. SANDEEP GUPTA	Mr. RANJAN SRINATH
Director Identification Number (DIN)	00411271	Applied
Date of Birth	21/07/1964	04/05/1959
Date of Appointment	-	-
Profile of Director	Over 30 years of Business experience in Manufacturing, trading, exports and imports.	Over 35 years of Banking experience in various fields.
Expertise in specific functional area	Textile and watches	Treasury, Dealing with stressed Assets.
Qualification	Graduate	M.B.A
Remuneration last drawn (including sitting fees, if any)	N.A.	N.A.
List of outside Directorship held as on 31 <sup>st</sup> March, 2019 (Excluding Private Limited Companies and Foreign Companies)	Nil	Nil
Chairman/Member of the Committee of Board of Directors of the Company as on 31 <sup>st</sup> March, 2019	N.A.	N.A.
No of Shares held in the Company as on 31 <sup>st</sup> March, 2019	10	Nil
Relationship between directors Interest.	Mr. Vineet Gupta - Brother	N.A.
Number of meetings of the Board attended during the year	Nil	Nil

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 : 14/08/2019



## DIRECTOR'S REPORT

To

*The Members,*

Your Directors have pleasure in presenting the 28<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, 2019. The Summarized Financial Results for the period ended 31<sup>st</sup> March, 2019 are as under.

### **1. PERFORMANCE HIGHLIGHTS:**

The financial statements of the company are prepared in accordance with the Indian Accounting Standards (referred to as 'Ind AS') prescribed under section 133 of the Companies Act, 2013, read with the Companies (Indian Accounting Standards) Rules, as amended from time to time. Significant accounting policies used in the preparation of the financial statements are disclosed in the notes to the consolidated financial statements.

The performance highlights of the company for FY 2018-19 are furnished as under:-

S. NO.	PARTICULARS	YEAR ENDED 31 <sup>ST</sup> MARCH, 2019	YEAR ENDED 31 <sup>ST</sup> MARCH, 2018
1	Revenue from Operations	20,92,995	60,22,013
	Other Income	24,04,325	20,77,604
	<b>Total Income</b>	<b>44,97,320</b>	<b>80,99,617</b>
2	<b>Total Expenditure</b>	<b>1,71,26,288</b>	<b>1,22,77,304</b>
3	<b>Profit (+) / Loss (-) before Depreciation and Tax</b>	<b>(1,26,28,968)</b>	<b>(41,77,687)</b>
4	Depreciation/ Amortisation	(2,25,267)	(2,05,947)
5	<b>Profit (+)/ Loss (-) before Tax</b>	<b>(1,28,54,235)</b>	<b>(43,83,634)</b>
6	Current tax	NIL	18,581
7	Deferred tax Liability/(Assets)	(18,30,004)	(12,76,630)
8	Earlier year Tax Expenses	NIL	1,485
9	<b>Net Profit (+)/ Loss (-) after Tax</b>	<b>(1,10,24,231)</b>	<b>(31,27,070)</b>
10	<b>EPS (Basic) &amp; (Diluted)</b>	<b>(1.1024)</b>	<b>(0.3127)</b>

### **2. REVIEW OF OPERATIONS:**

Your Company being a member of National Stock Exchange of India Ltd (NSE) and Metropolitan Stock Exchange of India Ltd. (MSEI-Currency Segment) is in broking business and total Revenue for the Financial Year 2018-19 stood at Rs.44,97,320/-. net loss is Rs.1,10,24,231/- as against the revenue of previous Financial Year which was Rs.80,99,617/- net loss was Rs. 31,27,070/- .

The business margins are strained due to rise in input costs including salaries and other marketing expenses going up with inflation. Business is in stress due to severe economic condition and market volatility.

### **3. DIVIDEND**

The company cannot give dividend due to loss during the year.

### **4. NUMBER OF MEETINGS OF THE BOARD**

The Board of Directors duly met six times on 30<sup>th</sup> May, 2018, 30<sup>th</sup> June, 2018, 14<sup>th</sup> August 2018, 14<sup>th</sup> November, 2018, 14<sup>th</sup> February, 2019 and 18<sup>th</sup> March, 2019, 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 or joint venture or associate. Therefore, there is not requirement to furnish any information as required 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. Sanjai Seth, Whole Time Director
3	Nomination & Remuneration Committee	Mr. Rajnish Khanna, Independent Director Mrs. Rajni Seth, Director Mr. Vineet Gupta, Independent 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 SECRETARIAL STANDARDS:**

The company confirms the compliance of applicable Secretarial Standards throughout the year.

**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 pursuant to Regulation 17 (1A) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 and that of Articles of Association of the Company, Mrs. Rajni Seth Director of the Company retires by rotation at this AGM of the Company and being eligible, they offer herself for re-appointment.

In accordance with the provisions of Section 149 read with Schedule IV to the Act, read with the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 and that of Articles of Association of the Company, the Board of Directors has proposed that Mr. Sandeep Gupta (DIN: 00411271) and Mr. Ranjan Srinath be appointed as Independent Directors on the Board of the Company for a period of 5 years. The appointment of Mr. Sandeep Gupta and Mr. Ranjan Srinath, shall be effective upon approval by the members in the Meeting.

The Company has received a declaration from Mr. Sandeep Gupta and Mr. Ranjan Srinath that they meets the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

As stipulated under the Regulation 36(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, brief resume of the Director proposed to be re-appointed and appointed are given in the Notice .

**10. STATUTORY AUDITORS**

M/s Adiwise M.K. Associates, Chartered Accountants, New Delhi (Firm Registration no. 007180N) were appointed as Statutory Auditors of your Company at the Annual General Meeting held on 30th September, 2016, for a term of five consecutive years. As per the provisions of Section 139 of the Companies Act, 2013, the appointment of Auditors is required to be ratified by Members at every Annual General Meeting. In accordance with the Companies Amendment Act, 2017, enforced on 7th May, 2018 by the Ministry of Corporate Affairs, the appointment of Statutory Auditors is not required to be ratified at every Annual General Meeting.