

SRI AMARNATH FINANCE LIMITED

33rd ANNUAL REPORT

(2017-2018)

Dear Shareholders,

Your Directors have pleasure in presenting the Thirty Third Annual Report on the business and operations of the Company together with the audited financial statements for the financial year ended March 31, 2018.

SRI AMARNATH FINANCE LIMITED
ANNUAL REPORT 2017-2018

SAVE PAPER, SAVE TREES, SAVE THE EARTH.

Many Shareholders have already asked for paperless annual reports.
Join them and save paper.
Just drop us an e-mail.

The Companies Act, 2013, as a part of Green Initiative, allows companies to go for paperless compliances by sending Notice, Annual Report and other related documents by e-mail to its Shareholders. Many of the Shareholders have registered their e-mail address and we thank them for the same. Shareholders, who have not registered their e-mail address so far or wish to change their e-mail address, may, as a support to this initiative, register their e-mail address by sending an e-mail to 'amarnath01finance@gmail.com', quoting their Name, Folio No. / DP ID / Client ID and e-mail address to be registered with us for enabling us to send documents in electronic form.

Also, registering your e-mail address with us will ensure that we directly connect with you and no important communication from our side is missed by you as a Shareholder of the Company.

CONTENTS

<i>Corporate Information</i>	<i>01-04</i>
<i>Notice</i>	<i>05-23</i>
<i>Director's Report</i>	<i>24-35</i>
<i>Extract of Annual Return</i>	<i>36-50</i>
<i>Corporate Governance Report</i>	<i>51-70</i>
<i>Management Discussion Analysis</i>	<i>71-73</i>
<i>Independent Directors Declaration</i>	<i>74-83</i>
<i>Secretarial Audit Report</i>	<i>84-87</i>
<i>AOC-2</i>	<i>88-89</i>
<i>Auditor's Report</i>	<i>90-97</i>
<i>Balance Sheet</i>	<i>98-98</i>
<i>Profit & Loss Account</i>	<i>99-99</i>
<i>Cash Flow Statements</i>	<i>100-100</i>
<i>Accounting Policies and Notes On Accounts</i>	<i>101-120</i>
<i>Attendance Slip</i>	<i>121-121</i>
<i>Proxy Form</i>	<i>122-122</i>

SRI AMARNATH FINANCE LIMITED

CORPORATE INFORMATION

CIN	:	L74899DL1985PLC020194	
BOARD OF DIRECTORS	:	Rakesh Kapoor	Director
	:	Manish Kapoor	Director
	:	Rajesh Sabharwal	Director
	:	Nishi Seth	Director
	:	Rajesh Singal	Director
	:	Harlin Arora	Director
	:	Pooja Bedi	Director
	:	Sujan Mal Mehta	Director
	:	Priti Jain	Director
CHIEF FINANCE OFFICER	:	Parveen Kumar	
COMPANY SECRETARY	:	Bhawana Tuli	
STATUTORY AUDITORS	:	M/s Vinod Vishal & Co. (Chartered Accountants) R-22/205, IInd Floor, Khaneja Complex, Shakarpur, Delhi-110092.	
INTERNAL AUDITOR	:	M/s. R Garg & Company, Chartered Accountant,	
SECRETARIAL AUDITOR	:	M/sAnurag Gupta & Associates, Company Secretaries	
REGISTRAR AND TRANSFER AGENT	:	BigshareServices Pvt. Ltd. 4E/8, First Floor, Jhandewalan, Extension, NewDelhi-110017	
BANKERS	:	Bank of Baroda 856, Mohan Mansion, Chandni Chowk, New Delhi-110006	

REGISTERED OFFICE: 4883-81, Second Floor, Main Road,
KuchUstad Dag, Chandni Chowk,
Delhi-110006

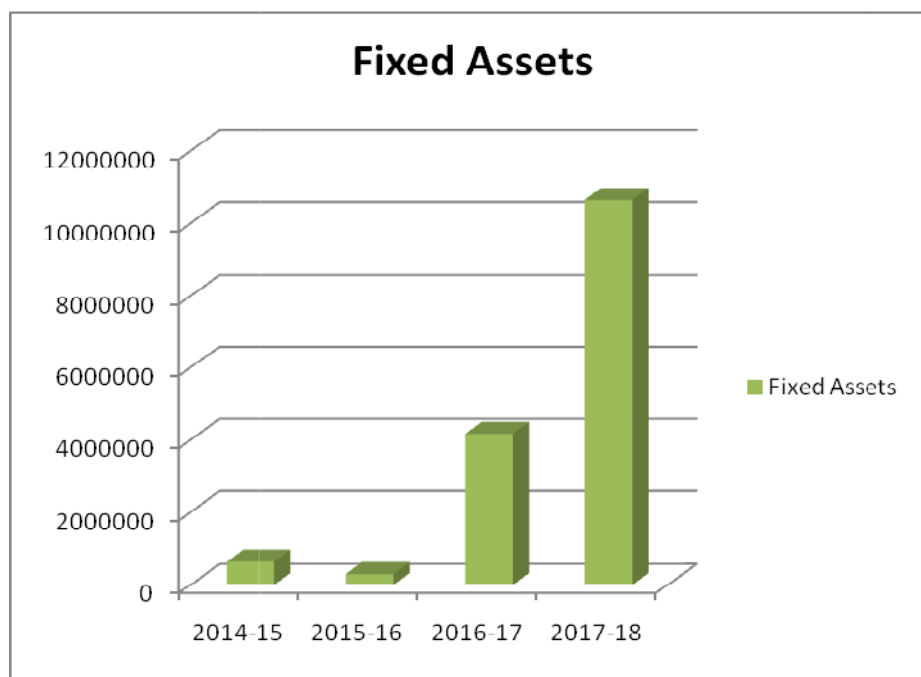
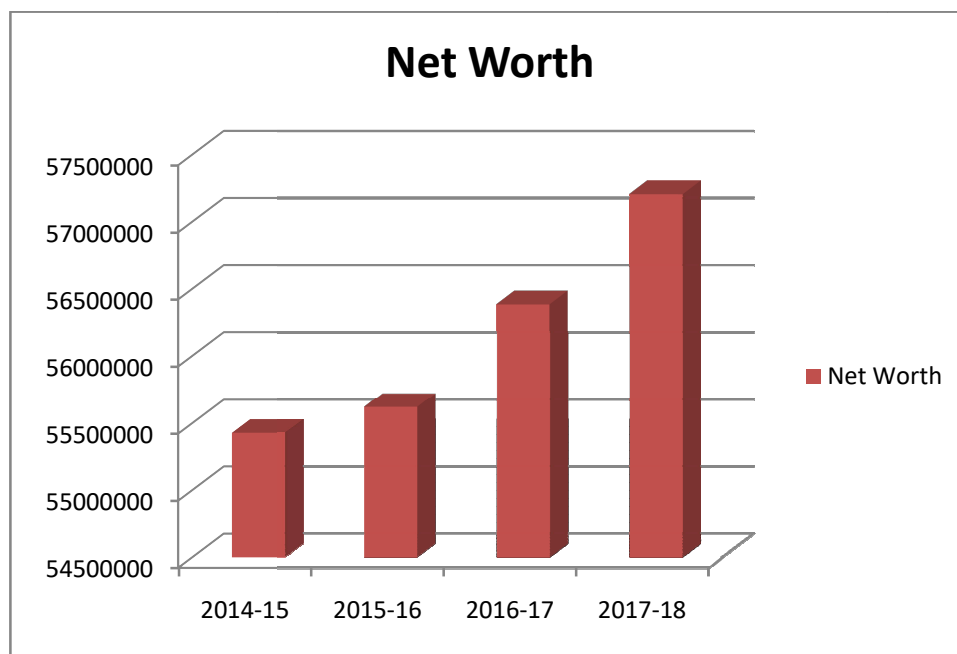
EMAIL : amarnath01finance@gmail.com

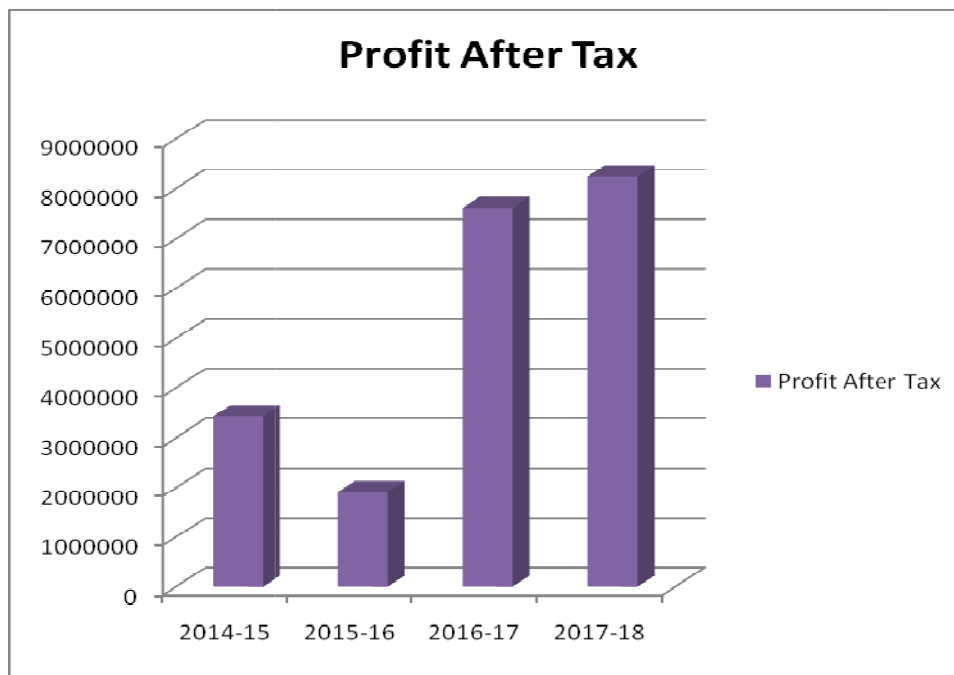
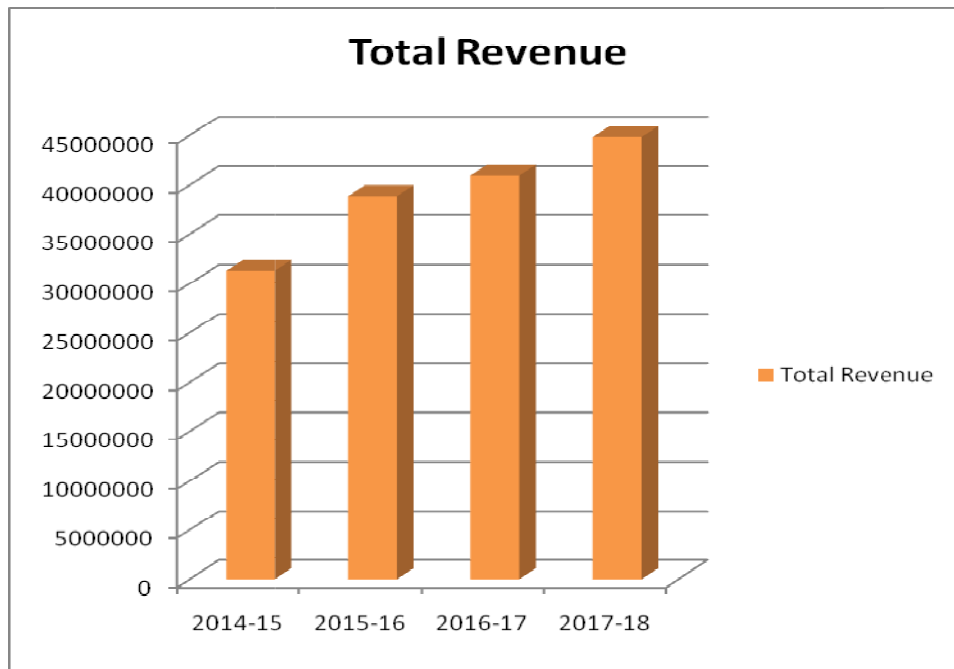
**INVESTORS HELPDESK
& EMAIL :** Bhawana Tuli
amarnath01finance@gmail.com

WEBSITE : www.shriamarnathfinance.in

CONTACT NO. : 01123953204, 23392222

KEY PERFORMANCE INDICATORS





SRI AMARNATH FINANCE LIMITED

Regd. Off. 4883 – 84, Second Floor, Main Road, Kucha Ustad Dag,

Chandni Chowk, Delhi – 110006

CIN: L74899DL1985PLC020194

E-mail: sriamarnath@hotmail.com, amarnath01finance@gmail.com

Web-site: www.sriamarnathfinance.in

Ph.:01123953204, 23392222

NOTICE

Dear Member(s)

Notice is hereby given that Thirty Third Annual General Meeting of the members of Sri Amarnath Finance Limited will be held on **Tuesday, September 25, 2018 at 11:00 A.M. at NiskanSankirtan Mandal, 19/32 Moti Nagar New Delhi-110015** to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the financial statement consisting of Balance Sheet as on March 31, 2018, the statement of Profit and Loss, Cash Flow Statement for the year ended on March 31, 2018 along with the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of **Mr. Manish Kapoor (DIN: 00025655)**, a Non Executive & Non Independent Director, who retires by rotation at this AGM and being eligible, offers himself for re-appointment.
3. To ratify the appointment of the Statutory Auditors and fix their remuneration and to pass the following resolution as an **Ordinary Resolution** with or without modification(s):

“RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder and pursuant to the resolution passed by the members at the Annual General Meeting held on 23rd September 2015, the appointment of M/s. Vinod Vishal & Co Chartered Accountants (Firm Registration No.-009112N), as the auditors of the Company be and is hereby ratified.”

"RESOLVED FURTHER THAT in accordance with the Section 139 of the Companies Act, 2013, as amended vide Companies (Amendment) Act, 2017, effective May 7, 2018, the Company, be and hereby affirms that the appointment of M/s. Vinod Vishal & Co Chartered Accountants (Firm Registration No.-009112N), as the Statutory Auditors of the Company, shall not require any annual ratification by the members for the remaining period of their appointment from the conclusion of Thirty Third Annual General Meeting till the conclusion of Thirty Fifth Annual General Meeting of the Company."

"RESOLVED FURTHER THAT the Board of Directors of the Company (including the Audit Committee thereof], be and are hereby authorized to decide and finalize the remuneration of the Statutory Auditors, for the relevant year(s) during the aforesaid term of their appointment."

SPECIAL BUSINESS

4. Approval of Related Party Transactions under Regulation 23 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 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 in supersession of the resolution passed at the Annual General Meeting held on September 19, 2017 in this regard and pursuant to the provisions of Regulation 23(4) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 governing the Related Party Transactions and the other applicable provisions amended from time to time, and the applicable provisions of the Companies Act, 2013 and the rules framed thereunder, if any, as may be applicable including any statutory modification or re-enactment thereof, consent of the Members of the Company be and is hereby accorded for the transactions hitherto entered or to be entered into by the Company in the ordinary course of business and at arm's length price with the Related Parties of the Company, which exceeds the threshold limit of 10 percent of annual consolidated turnover of the Company for the financial year 2018-2019 and for every financial year thereafter, upto the maximum limits as set out in the table here under:

Limits as set out for Investment / Loans / Guarantees														
Name(s) of the related party	R M Dress Creations Private Limited	B.R.K. FincapL LP	Gangajal Apparels LLP	B R K Overseas Private Limited	Gemini Media-Tech LLP	BRK Infotech & Developers Private Limited	BR Kapoor and Sons Private Limited	Mr. Rakesh Kapoor	Mr. Karan Kapoor	Mr. Manish Kapoor	Mr. Raghu Kapoor	Mr. Rishabh Kapoor	Mrs. Ramesh Kumari Kapoor	Mr. Uday Kapoor
Relationship with the Related Party	Private Company in which Director is Director/Member	A firm in which director or his relative is partner	A firm in which director or his relative is partner	Private Company in which Director is Director/Member	A firm in which director or his relative is partner	Private Company in which Director is Director/Member	Private Company in which Director is Director/Member	Director	Relative of Director	Director	Relative of Director	Relative of Director	Relative of Director	Relative of Director
Maximum limits of Investment upto	Rs. 15 Crores	Rs. 15 Crores	Rs. 15 Crores	Rs. 15 Crores	Rs. 15 Crores	Rs. 15 Crores	Rs. 15 Crores	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Giving of Loans	Rs. 15 Crores	Rs. 15 Crores	Rs. 15 Crores	Rs. 15 Crores	Rs. 15 Crores	Rs. 15 Crores	Rs. 15 Crores	Rs. 10 Crores	Rs. 10 Crores	Rs. 10 Crores	Rs. 10 Crores	Rs. 10 Crores	Rs. 10 Crores	Rs. 10 Crores

Corporate Guarantees issued / to be issued on their behalf	Rs. 15 Crores	Rs. 15 Crores	Rs. 15 Crores	Rs. 15 Crores	Rs. 15 Crores	Rs. 15 Crores	Rs. 15 Crores	Rs. 10 Crores	Rs. 10 Crores	Rs. 10 Crores	Rs. 10 Crores	Rs. 10 Crores	Rs. 10 Crores	Rs. 10 Crores
Period of transaction	For The Financial Year 2018-19													

“RESOLVED FURTHER THAT approval of Company be accorded to the Board of Directors of the Company (including any Committee thereof) to do all acts, deeds, matters and things as may be considered necessary, proper or desirable to give effect to this resolution.”

5. To appoint Mr. Rajesh Sabharwal (DIN: 08065166) as an Independent Director for a term of upto 5 years by passing the following resolution, with or without modification[s], as an ORDINARY RESOLUTION:

"RESOLVED THAT pursuant to the recommendation of the Nomination and Remuneration Committee, and approval of the Board of Directors and subject to the provisions of Sections 149, 150, 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. Rajesh Sabharwal (DIN: 08065166), who was appointed as an Additional Director of the Company w. e. f. February 14, 2018, to be designated as an Independent Director, and whose term of office expires at this Annual General Meeting, be and is hereby appointed as an Independent Director of the Company to hold office for a term of upto 5 (five) consecutive years on the Board of the Company from 14th February, 2018 to 13th February, 2023."

"RESOLVED FURTHER THAT the Board or any Committee thereof, be and is hereby authorized to do all such things, deeds, matters and acts, as may be required to give effect to this resolution and to do all things incidental and ancillary thereto."

6. To appoint Ms. Pooja Bedi (DIN: 0008193642) as an Independent Director for a term of upto 5 years by passing the following resolution, with or without modification[s], as an ORDINARY RESOLUTION:

"RESOLVED THAT pursuant to the recommendation of the Nomination and Remuneration Committee, and approval of the Board of Directors and subject to the provisions of Sections 149, 150, 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), Ms. Pooja Bedi (DIN: 0008193642), who was