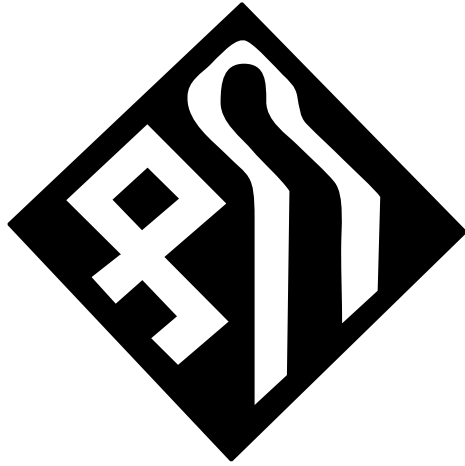


**SHRIYAM**  
**BROKING INTERMEDIARY LIMITED**



**21<sup>ST</sup>**  
**ANNUAL REPORT**  
**2015-2016**

# SHRIYAM

## BROKING INTERMEDIARY LIMITED

### BOARD OF DIRECTORS

Shri Bhupendra Shroff	-	Independent Director
Shri Makhanlal Chaturvedi	-	Independent Director
Shri R. Sundaresan	-	Non Independent Non Executive Director
Shri Viraf Katrak	-	Non Independent Non Executive Director
Shri Yogendra Chaturvedi	-	Non Executive Director
Shri Suresh Chaturvedi	-	Executive Director

---

Shri Gaurav Chaturvedi - Chief Finance Officer (CFO)

Contents	Page No.
Notice of Annual General Meeting	1
Director's Report	2
Independent Auditors' Report	10
Balance Sheet	14
Statement of Profit & Loss	15
Cash Flow Statement	16
Notes on Financial Statement	17

### AUDITORS

Rajen Damani & Associates

### BANKERS

HDFC Bank Ltd.

### REGISTERED OFFICE

712 - 713, Tulsiani Chambers, 212,  
Nariman Point, Mumbai - 400021.

Tel. No.:- 022-40090500/40090600

Fax No.:- 022-40090621

## NOTICE

Notice is hereby given that the Twenty First Annual General Meeting of **SHRIYAM BROKING INTERMEDIARY LIMITED** will be held on Tuesday, 13<sup>th</sup> September 2016 at 10 A.M. at the Registered office of the company at 712-713, Tulsiani Chambers, 212, Nariman Point, Mumbai-400021 to transact with or without modification(s), as may be permissible the following business:

### AS ORDINARY BUSINESS:

1. To receive, consider and adopt the Directors Report and Audited Balance-Sheet, Statement of Profit & Loss and Cash Flow Statement for the year ended 31<sup>st</sup> March 2016 and Auditors Report thereon.
2. To appoint Director in place of Mr. Yogendra Chaturvedi and Mr. R. Sundaresan who retires by rotation and being eligible offer themselves for re-appointment.
3. To re-appoint M/s. Rajen Damani & Associates, Chartered Accountants, Mumbai (Registration No. 116762W), to hold office from the conclusion of this Annual General Meeting, until the conclusion of Twenty Second Annual General Meeting to be held, subject to ratification at every Annual General Meeting at such remuneration as shall be fixed by the Board of Directors of the Company.

### SPECIAL BUSINESS:

4. To consider and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED that pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force) read with Schedule IV to the Companies Act, 2013, Mr. Viraf Katrak (holding DIN 00004818), Director of the Company, be and is hereby appointed as an Independent Director of the Company to hold office for five consecutive years for a term up to the conclusion of the 26<sup>th</sup> Annual General Meeting of the Company in the calendar year 2021.”

### Notes for the Members Attention:-

1. A member entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a member.

### **Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 setting out all material facts relating to special business:**

#### Item no. 4

Mr. Viraf Katrak aged 62 years, B. Com., I.I.B was appointed as a Director on 8th August 1995. He has 24 years Experience in banking including 7 years in Merchant Broking. He holds Directorship in Brijcap Investment Private Limited.

In terms of Section 149 and any other applicable provisions of the Companies Act, 2013, Mr. Viraf Katrak being eligible and offering himself for appointment, is proposed to be appointed as an Independent Director to hold office for five consecutive years for a term up to the conclusion of the 26<sup>th</sup> Annual General Meeting of the Company in the calendar year 2021.

Except Mr. Viraf Katrak, being appointee, none of the Directors of the Company or their relatives are in any way concerned or interested, financially or otherwise, in the resolution set out at Item No. 4.

The Board commends the Ordinary Resolutions set out at Item No. 4 of the Notice for approval by the shareholders.

**By Order of the Board,**

**Place : Mumbai  
Dated: 27<sup>th</sup> May 2016**

**Suresh Chaturvedi  
Executive Director**

## DIRECTORS REPORT

To,

The members of

**Shriyam Broking Intermediary Limited**

Mumbai

Your Directors have pleasure in presenting the Twenty First Annual Report of your company together with Audited Statement of Accounts for the year ended 31<sup>st</sup> March 2016.

### 1. Financial Results (Amount in Rs.)

	2015-2016	2014-2015
Gross Revenue	137,52,461	198,75,764
Expenditure	121,88,427	85,00,818
Profit/(Loss) before Depreciation and Preliminary Expenses written off	15,64,034	113,74,946
<b>Less:</b> Depreciation and Preliminary Expenses written off	10,16,118	10,68,763
Profit/(Loss) before Taxation	5,47,916	103,06,183
<b>Less:</b> Provision for taxation		
Current Tax	-	22,00,000
Deferred Tax	5,07,813	(238,827)
Current Tax Expense relating to prior years	(8,26,776)	-
Profit/(Loss) after Taxation	8,66,879	83,45,010
Surplus / (deficit) brought forward from previous years	32,09,11,990	31,31,33,165
Less: Adjustment related to Fixed Ass	-	(566,185)
Profit available for appropriation	32,17,78,869	32,09,11,990
Appropriations	-	-
Balance carried to Balance Sheet	32,17,78,869	32,09,11,990

### 2. Dividend:

With a view to further conserve the financial resources of the company, your Directors have not recommended any dividend.

### 3. Performance:

Your company has started its operations again and will be achieving full scale operations during the current year. In view of the earlier cooling period the activities of the broking company was at a low level and hence the results were not comparable to the previous years.

### 4. Directors:

Mr. Yogendra Chaturvedi and Mr. R Sundaresan, Directors retire by rotation at the forthcoming Annual General Meeting and being eligible, offers themselves for re-appointment.

During the year designation of Mr. Yogendra Chaturvedi was changed from Whole time director to director.

All independent directors have given declaration that they meet the criteria of independence as laid under section 149(6) of the Companies Act, 2013.

### 5. Remuneration Policy

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration.

### 6. Appointments/Resignations of the Key Managerial Personnel

Mr. Suresh Chaturvedi, Whole Time Directors & Mr. Gaurav Chaturvedi, Chief Financial Officer of the Company are the Key Managerial Personnel as per the provisions of the Companies Act, 2013.

### 7. Meetings of the Board and attendance by each Director:-

During the year Four Meetings of the Board of Directors were held on 22<sup>nd</sup> May 2015, 6<sup>th</sup> August 2015, 10<sup>th</sup> November 2015 and 4<sup>th</sup> February 2016.

Details of number of Meetings attended by each Director:

Sr. No.	Name of the Director	No. of meeting attended
1	Mr. R. Sundaresan	2
2	Mr. Viraf Katrak	4
3	Mr. Yogendra Chaturvedi	4
4	Mr. Makhan Lal Chaturvedi	4
5	Mr. Suresh Chaturvedi	4
6	Mr. Bhupendra Shroff	1

### 8. Directors' Responsibility Statement: -

To the best of their knowledge and belief and according to the information and explanations obtained by them, your Directors make the following statements in terms of Section 134(3)(c) of the Companies Act, 2013:

- a) that in the preparation of the annual financial statements for the year ended March 31, 2016, the applicable accounting standards been followed along with proper explanation relating to material departures, if any;
- b) that such accounting policies as mentioned in Notes to the Financial Statements have been selected and applied consistently and judgments and estimates have been made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at March 31, 2016 and of the profit of the Company for the year ended on that date;

- c) that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) that the annual financial statements have been prepared on a going concern basis;
- e) that proper internal financial controls were in place and that the financial controls were adequate and were operating effectively.
- f) that systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

#### 9. Extract of Annual Return

The details forming part of the extract of the Annual Return in form MGT-9 as required under section 92 of the Companies Act 2013, is included in this Report as Annexure –I and forms as integral part of this Report.

#### 10. Statutory Auditors and Auditors' Report: -

Chartered Accountants, Statutory Auditors the retiring auditors, during the Annual General Meeting held on 9.09.2015, were appointed for a period of 5 years until the conclusion of Twenty Second Annual General Meeting to be held after that meeting, subject to ratification at every Annual General Meeting in terms of Section 139 of the Companies Act 2013. They have confirmed their eligibility and willingness for the next term from the conclusion of ensuing annual general meeting to the conclusion of next annual general meeting. The Board of Directors, therefore, recommends ratification of appointment for F.Y. 2016-17 of M/S Rajen Damani & Associates, Chartered Accountants, as statutory auditors of the company for the approval of Shareholders.

The notes to the Financial Statement referred to in the Auditors' Report are self-explanatory and, therefore, do not call for any further comments.

#### 11. Audit Committee

The Audit Committee comprises of Mr. R. Sundaresan, Mr. Bhupendra Shroff and Mr. Makhanlal Chaturvedi. All the recommendations made by the Audit Committee were accepted by the Board. During the year four meetings of the members of audit committee were held.

#### 12. Deposits:

The Company has not accepted any deposits from the public. Hence no information is required to be appended to this report.

#### 13. Particulars of loans, guarantees or investments by the Company –

Details of Loans, guarantees or investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to Financial Statements.

#### 14. Related Party Transactions:

There was no contract or arrangements made with related parties as defined under Section 188 of the Companies Act, 2013 during the year under review.

#### 15. Statutory Information:

##### i. Personnel:

None of the employees are paid remuneration above the limit stipulated in Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

##### ii. Conservation of Energy, Technology Absorption and foreign Exchange earnings and outgo

- (i) Provisions pertaining to conservation of Energy and Technology Absorption are not applicable or not relevant to the working of Company. The Directors keep themselves acquainted with ongoing seminars and research papers.
- (ii) The Company has neither earned nor spent any amount by way of Foreign Exchange.

#### 16. Acknowledgement:

Your Directors express their appreciation of the co-operation and assistance received from the Bankers, Exchanges, Business constituents and Holding company – Shardul Securities Limited during the year under review.

Your Directors also wish to place on record their deep sense of appreciation for the commitment displayed by all executives, officers and staff, resulting in the successful performance during the year.

**For and on behalf of the Board**

**Place: Mumbai**      **Suresh Chaturvedi**      **R. Sundaresan**  
**Date: 27<sup>th</sup> May 2016**      **Executive Director**      **Director**

#### Regd Office:

712-713, Tulsiani Chambers,  
 212, Nariman Point,  
 Mumbai 400 021.

**Annexure –I**  
**Form No. MGT-9**

**EXTRACT OF ANNUAL RETURN as on the financial year ended on 31.03.2016**

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

**I. REGISTRATION AND OTHER DETAILS:**

i)	CIN	U67120MH1994PLC081401
ii)	Registration Date	23/09/1994
iii)	Name of the Company	Shriyam Broking Intermediary Limited
iv)	Category / Sub-Category of the Company	Company Limited by shares/ Indian non-government company
v)	Address of the Registered office and contact details	712-713, Tulsiani Chambers, 212, Nariman Point, Mumbai 400 021. Tel. No. 022-40090500/40090600. Fax : 022-40090621
vi)	Whether listed company	No
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	NA

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

(All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Nil	Nil	Nil

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -**

Sr. No.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% of shares held	Applicable Section
1	Shardul Securities Ltd. G-12, Tulsiani Chambers, 212, Nariman Point Mumbai 400 021	L50100MH1985PLC036937	Holding Company	100	Section 2 (46)

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

Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year[As on 31-March-2015]				No. of Shares held at the end of the year[As on 31-March-2016]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoter s</b>	-	-	-	-	-	-	-	-	-
(1) Indian	-	-	-	-	-	-	-	-	-
a) Individual/ HUF	-	-	-	-	-	-	-	-	-
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	Nil	10000000	10000000	100	Nil	10000000	10000000	100	No Change
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
<b>Total shareholding of Promoter (A)</b>	Nil	10000000	10000000	100	Nil	10000000	10000000	100	No Change

Category of Shareholders	No. of Shares held at the beginning of the year[As on 31-March-2015]				No. of Shares held at the end of the year[As on 31-March-2016]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>B. Public Shareholding</b>	-	-	-	-	-	-	-	-	-
1. Institutions	-	-	-	-	-	-	-	-	-
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt(s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(1):-</b>									
<b>2. Non-Institutions</b>	-	-	-	-	-	-	-	-	-
a) Bodies Corp.	-	-	-	-	-	-	-	-	-
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	-	-	-	-	-	-	-	-
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	-	-	-	-	-	-	-	-
c) Others (specify)	-	-	-	-	-	-	-	-	-
Non Resident Indians	-	-	-	-	-	-	-	-	-
Overseas Corporate Bodies	-	-	-	-	-	-	-	-	-
Foreign Nationals	-	-	-	-	-	-	-	-	-
Clearing Members	-	-	-	-	-	-	-	-	-
Trusts	-	-	-	-	-	-	-	-	-
Foreign Bodies - D R	-	-	-	-	-	-	-	-	-
<b>Sub-total (B)(2):-</b>	-	-	-	-	-	-	-	-	-
Total Public Shareholding (B)=(B)(1)+ (B)(2)	-	-	-	-	-	-	-	-	-
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	-	-	-	-	-	-	-	-	-
<b>Grand Total (A+B+C)</b>	Nil	10000000	10000000	100	Nil	10000000	10000000	100	No Change

**B) Shareholding of Promoter-**

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Shardul Securities Limited	99,99,992	100	Nil	99,99,992	100	Nil	Nil
2	*Devesh Chaturvedi	2	Nil	Nil	2	Nil	Nil	Nil
3	*Yogendra Chaturvedi	2	Nil	Nil	2	Nil	Nil	Nil
4	*Viraf Katrak	2	Nil	Nil	1	Nil	Nil	Nil
5	*R Sundaresan	2	Nil	Nil	1	Nil	Nil	Nil
6	*Suresh Chaturvedi	0	Nil	Nil	1	Nil	Nil	Nil
7	*Sanjeev Chaturvedi	0	Nil	Nil	1	Nil	Nil	Nil
	Total	10000000	100	100	10000000	100	100	Nil

\*Holding shares as nominee shareholder on behalf of Shardul Securities Limited.

**C) Change in Promoters' Shareholding (please specify, if there is no change)**

SN	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	10000000	100	10000000	100
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment /transfer / bonus/ sweat equity etc.):	-	-		
	At the end of the year	10000000	100	10000000	100

**D) Shareholding Pattern of top ten Shareholders:**

(Other than Directors, Promoters and Holders of GDRs and ADRs):

SN	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	-	-	-	-
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	-	-	-	-
	At the end of the year	-	-	-	-



**E) Shareholding of Directors and Key Managerial Personnel:**

Sl. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year/ at the end of the year.					Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	Date	Increase/ Decrease in shareholding	Reason	No. of shares	% of total shares of the company
A	Directors:							
1	*Yogendra Chaturvedi	2	Nil	01/04/2015	-	Nil Movement during the year		
		2	Nil	31/03/2016			2	Nil
2	*Viraf Katrak	2	Nil	01/04/2015	1	One share transferred during the year		
		2	Nil	31/03/2016			1	Nil
3	*R Sundaresan	2	Nil	01/04/2015	1	One share transferred during the year		
		2	Nil	31/03/2016			1	Nil
4	*Suresh Chaturvedi	Nil	Nil	01/04/2015	1	One share acquired during the	1	
		Nil	Nil	31/03/2016			1	Nil
5	Makhanlal Chaturvedi	Nil	Nil	01/04/2015	0	Nil Movement during the		
		Nil	Nil	31/03/2016			Nil	Nil
6	Bhupendra Shroff	Nil	Nil	01/04/2015	0	Nil Movement during the		
		Nil	Nil	31/03/2016			Nil	Nil
B	Key Managerial Personnel							
1	**Gaurav Chaturvedi	Nil	Nil	01/04/2015	0	Nil Movement during the year	Nil	Nil
		Nil	Nil	31/03/2016			Nil	Nil

\*Holding shares as nominee shareholder on behalf of Shardul Securities Limited.

\*\*Gaurav Chaturvedi has been appointed as the CFO of the company with effect from 1<sup>st</sup> April 2015.

**V. INDEBTEDNESS** -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>				

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Change in Indebtedness during the financial year</b>				
* Addition	-	-	-	-
* Reduction	-	-	-	-
<b>Net Change</b>	-	-	-	-
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
<b>Total (i+ii+iii)</b>				

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-**
**A. Remuneration to Managing Director, Whole-time Directors and/or Manager: (Amount in Rs)**

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager	
		Suresh Chaturvedi	*Yogendra Chaturvedi
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	9,15,000	12,69,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	Nil	Nil
2	Stock Option	Nil	Nil
3	Sweat Equity	Nil	Nil
4	Commission - as % of profit - others, specify	Nil	Nil
5	Others, please specify	Nil	Nil
	Total (A)	9,15,000	12,69,000
	Ceiling as per the Act	**42,00,000	

\* Designation of Mr. Yogendra Chaturvedi was Changed from Whole Time Director to Director with effect from 5<sup>th</sup> February 2016

\*\* As per Section II of Part II of Schedule V to the Companies Act, 2013.

**B. Remuneration to other directors (Amount in Rs.)**

SN.	Particulars of Remuneration	Name of Directors					Total Amount
		Mr. Bhupendra Shroff	Mr. R Sundaresan	Mr. Makhantal Chaturvedi	Mr. Viraf Katrak	*Mr. Yogendra Chaturvedi	
1	Independent Directors						
	Fee for attending board committee meetings	250	-	1000	-	-	1250
	Commission	-	-	-	-	-	-
	Others, please specify	-	-	-	-	-	-
	Total (1)	250	-	1000	-	-	1250

SN.	Particulars of Remuneration	Name of Directors					Total Amount
		Mr. Bhupendra Shroff	Mr. R Sundaresan	Mr. Makhanlal Chaturvedi	Mr. Viraf Katrak	*Mr. Yogendra Chaturvedi	
2	Other Non-Executive Directors						
	Fee for attending board committee meetings	-	500	-	1000	-	1500
	Commission	-	-	-	--	-	-
	Others, please specify	-	-	-	-	-	-
	Total (2)	-		-		-	1500
	Total (B)=(1+2)	-	500	-	1000	-	2750
	Total Managerial Remuneration						21,86,750
	Overall Ceiling as per the Act						**42,00,000

\* Mr. Yogendra Chaturvedi became Non-Executive Director from 05<sup>th</sup> Feb 2016.

\*\* As per Section II of Part II of Schedule V to the Companies Act, 2013.

#### C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
				Mr. Gaurav Chaturvedi	
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	5,37,000	5,37,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
2	Stock Option	-	-	-	-
3	Sweat Equity	-	-	-	-
4	Commission	-	-	-	-
	- as % of profit	-	-	-	-
	others, specify...	-	-	-	-
5	Others, please specify	-	-	-	-
	Total	-	-	5,37,000	5,37,000

#### VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority (RD/NCLT/ COURT)	Appeal made, if any (give Details)
<b>A. COMPANY</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
<b>B. DIRECTORS &amp; OTHER OFFICERS IN DEFAULT</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

## **INDEPENDENT AUDITOR'S REPORT**

To

**The Members of,**

**SHRIYAM BROKING INTERMEDIARY LTD.**

### **Report on the Financial Statements**

We have audited the accompanying financial statements of **SHRIYAM BROKING INTERMEDIARY LTD** ("The Company"), which comprises of the Balance Sheet as at March 31, 2016, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

### **Management's Responsibility for the Financial Statements**

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ('the act') with respect to the preparation and presentation of these of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with rule 7 of Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that are operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

### **Auditors' Responsibility**

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable

assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view, in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

### **Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the company as at 31<sup>st</sup> March, 2016, its profit and its cash flows for the year ended on that date.

### **I. Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2016 (the "Order"), issued by the Central Government of India in terms of section (11) of section 143 of the Act, we give in the Annexure A, a statement on the matters specified in paragraphs 3 & 4 of the Order.
2. As required by section 143(3) of the Act, we further report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
  - b) In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books;
  - c) The Balance Sheet, Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account;

- d) In our opinion, the aforesaid financial statements comply with the applicable Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules 2014;
- e) On the basis of written representations received from the directors as on March 31, 2016, and taken on record by the Board of Directors, none of the directors are disqualified as on March 31, 2016, from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate report in 'Annexure B'; and
- g) With respect to other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has disclosed the impact of pending litigation on its financial position in its financial statements as referred to in Note 22 to the financial statements.
  - ii. The Company has made provision, as required under the applicable law or accounting standards, or material foreseeable losses, if any, and as required on long-term contracts including derivative contracts.
  - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company

**For Rajen Damani & Associates**  
Chartered Accountants.  
Firm Registration No.116762W

**CA Rajen J. Damani**  
Partner  
Membership No. : 034375

Place: Mumbai  
Date: 27<sup>th</sup> May, 2016

### **Annexure A to the Auditors' Report**

The Annexure referred to in the Independent Auditors Report to the members of the Company on the Financial Statements for the year ended 31<sup>st</sup> March, 2016, we report that:

- i. In respect of its Fixed Assets:
  - a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets ;
  - b) As explained to us, fixed assets have been physically verified by the management at regular intervals; as informed to us no material discrepancies were noticed on such verification;
  - c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- ii. In respect of its Inventories:
  - a) As explained to us, the inventories, which are held in dematerialized & physical forms, have been verified by the management with the supporting evidence during the year. In our opinion, the frequency of verification is reasonable.
  - b) Based on our examination of inventory records, we are of the opinion that the company is maintaining proper records of inventory. As explained to us, no material discrepancies have been noticed on verification between the dematerialized stocks or physical stocks and the book records.
- iii. The company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Act.
- iv. In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 of the Act with respect to the loans and investments made.
- v. The company has not accepted any deposits from the public.
- vi. The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the services rendered by the Company.
- vii. (a) According to the information and explanations given to us and based on the records of the company examined by us, the company is regular

in depositing the undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income-tax, Sales-tax, Wealth Tax, Service Tax, duty of custom, duty of excise, value added tax, cess and other material statutory dues, as applicable, with the appropriate authorities in India ;

- (b) According to the information and explanations given to us and based on the records of the company examined by us, there are no dues of Income Tax, Wealth Tax, Service Tax, Sales Tax, Customs Duty and Excise Duty which have not been deposited on account of any disputes.
- viii. The Company does not have any loans or borrowings from any financial institution, banks, government or debenture holders during the year. Accordingly paragraph 3(viii) of the order is not applicable.
- ix. The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly paragraph 3(ix) of the order is not applicable.
- x. According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- xi. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid / provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act.
- xii. In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly paragraph 3(xii) of the order is not applicable.
- xiii. According to the information and explanations given to us and based on our examination of the records of the Company, transactions with related parties are in Compliance with Sections 177 and 188 of the Act, where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.

- xv. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly paragraph 3(xv) of the order is not applicable.
- xvi. The Company is not required to be registered under Section 45-IA of the Reserve Bank Of India Act, 1934.

**For Rajen Damani & Associates**  
Chartered Accountants.  
Firm Registration No.116762W

**CA Rajen J. Damani**

Partner

Place: Mumbai  
Date: 27<sup>th</sup> May, 2016

Membership No. : 034375

#### **Annexure B to the Auditors' Report**

Report on the Internal Financial Controls under Clause (i) of Sub- section 3 of Section 143 of the Companies Act, 2013

We have audited the internal financial controls over financial reporting of **Shriyam Broking Intermediary Limited** (the Company) as of 31st March, 2016 in conjunction with over audit of the financial statement of the company for the year ended on that date.

#### **Management's Responsibility for Internal Financial Controls**

The Company's management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence of the Company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparations of reliable financial information, as required under the Companies Act, 2013.

### Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Control over Financial Reporting (the 'Guidance Note') and the Standards on Auditing, issued by ICAI and deemed to be prescribed under Section 143(10) of the Companies Act, 2013 to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting were established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the company's internal financial controls system over financial reporting.

### Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with the generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that:

- Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company.

- Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with the generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with the authorizations of the Management and directors of the Company.
- Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the Company's assets that could have a material effect on the financial statements.

### Inherent Limitations of Internal Financial Controls over Financial Reporting

Due to the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluations of the internal financial controls over financial reporting to future periods are subject to the risk that internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

### Opinion

In our opinion, the company has, in all material respects, an adequate internal financial controls systems over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2016, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note of Audit of Internal Financial Controls Over Financial Reporting issued by the Institute Of Chartered Accountants Of India.

For **Rajen Damani & Associates**  
Chartered Accountants.  
Firm Registration No.116762W

**CA Rajen J. Damani**

Partner

Membership No. : 034375

Place: Mumbai

Date: 27<sup>th</sup> May, 2016

## Balance Sheet as at 31st March, 2016

(Amount in Rs.)

Particulars	Note No.	As at 31st March, 2016	As at 31st March, 2015
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders' Funds</b>			
a) Share Capital	1	100,000,000	100,000,000
b) Reserves and Surplus	2	321,778,869	320,911,990
		<b>421,778,869</b>	420,911,990
<b>Non-Current Liabilities</b>			
a) Deferred Tax Liability (Net)	3	3,163,570	2,655,757
		<b>3,163,570</b>	2,655,757
<b>Current Liabilities</b>			
a) Trade Payables	4	33,817,695	57,331,831
b) Other Current Liabilities	5	2,072,000	2,081,872
		<b>35,889,695</b>	59,413,703
<b>TOTAL</b>		<b>460,832,134</b>	482,981,450
<b>ASSETS</b>			
<b>Non-Current Assets</b>			
a) Fixed Assets	6		
(i) Tangible Assets		49,189,707	50,146,520
(ii) Intangible Assets		17,550,000	17,550,000
		<b>66,739,707</b>	67,696,520
b) Non-Current Investments	7	217,423,997	151,323,429
c) Long-Term Loans and Advances	8	38,468,060	87,030,435
		<b>255,892,057</b>	238,353,864
<b>Current Assets</b>			
a) Inventories	9	92,216,544	-
b) Trade Receivables	10	2,545,744	4,674,954
c) Cash and Cash Equivalents	11	41,114,193	14,421,848
d) Short-Term Loans and Advances	12	2,323,889	157,834,264
		<b>138,200,370</b>	176,931,066
<b>TOTAL</b>		<b>460,832,134</b>	482,981,450
Significant Accounting Policies Notes on Financial Statement	A to M 1 to 30		

As per our report of even date  
**For RAJEN DAMANI & ASSOCIATES**  
 Chartered Accountants  
 (FRN 116762W)

**CA Rajen J. Damani**  
 Partner  
 M No. 034375

Place : Mumbai  
 Date : 27th May, 2016

**For and on behalf of the Board of Directors**

**R. Sundaresan** (Director)

**Viraf Katrak** (Director)

**Yogendra Chaturvedi** (Director)

**Makhan Lal Chaturvedi** (Director)

**Suresh Chaturvedi** (Executive Director)

**Gaurav Chaturvedi** (CFO)



**Statement of Profit and Loss for the year ended 31st March, 2016**

(Amount in Rs.)

Particulars	Note No.	For the year ended 31st March, 2016	For the year ended 31st March, 2015
<b>INCOME</b>			
Revenue from Operations	13	2,492,761	14,813,249
Other Income	14	11,259,700	5,062,515
<b>Total Revenue</b>		<b>13,752,461</b>	<b>19,875,764</b>
<b>EXPENDITURE</b>			
(a) Employee Benefits Expense	15	5,458,353	2,535,735
(b) Finance Costs	16	1,101,773	747,554
(c) Depreciation and Amortisation Expense		1,016,118	1,068,763
(d) Other Expenses	17	5,628,301	5,217,529
<b>Total Expenses</b>		<b>13,204,545</b>	<b>9,569,581</b>
<b>Profit / (Loss) before Exceptional and Extraordinary Items and Tax</b>		<b>547,916</b>	<b>10,306,183</b>
Exceptional Items		-	-
<b>Profit / (Loss) before Extraordinary Items and Tax</b>		<b>547,916</b>	<b>10,306,183</b>
Extraordinary Items		-	-
<b>Profit / (Loss) before Tax</b>		<b>547,916</b>	<b>10,306,183</b>
<b>Tax Expense:</b>			
(a) Current Tax		-	2,200,000
(b) Deferred Tax Liability / ( Asset )		507,813	(238,827)
(c) Current Tax Expense relating to prior years		(826,776)	-
		<b>(318,963)</b>	<b>1,961,173</b>
<b>Profit / (Loss) for the year</b>		<b>866,879</b>	<b>8,345,010</b>
<b>Earnings per equity share of the face value of Rs. 10 each :</b>	18		
(a) Basic		0.09	0.83
(b) Diluted		0.09	0.83
Significant Accounting Policies	A to M		
Notes on Financial Statement	1 to 30		

As per our report of even date  
**For RAJEN DAMANI & ASSOCIATES**  
Chartered Accountants  
(FRN 116762W)

**CA Rajen J. Damani**  
Partner  
M No. 034375

Place : Mumbai  
Date : 27th May, 2016

**For and on behalf of the Board of Directors**

**R. Sundaresan** (Director)  
**Viraf Katrak** (Director)  
**Yogendra Chaturvedi** (Director)  
**Makhan Lal Chaturvedi** (Director)  
**Suresh Chaturvedi** (Executive Director)  
**Gaurav Chaturvedi** (CFO)

## CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2016

(Amount in Rs.)

	As at 31st March, 2016		As at 31st March, 2015	
<b>A Cash flow from operating Activities</b>				
<b>Net Profit before tax, Extraordinary and prior period items</b>		<b>547,916</b>		10,306,183
Adjustment for :				
Non cash items				
Depreciation	1,016,118		1,068,763	
Profit/(Loss) on sale of Investment	(1,772,987)		(8,024,217)	
Rent Income	(2,800,000)		(4,800,000)	
Dividend received from Investments	(8,390,710)	(11,947,579)	(254,960)	(12,010,414)
Operating profit before working capital changes		(11,399,663)		(1,704,231)
Adjustment for:				
Trade & Receivables	2,129,210		(4,617,913)	
Inventories	(92,216,544)		-	
Trade Payable	(23,524,008)		55,332,840	
		(113,611,342)		50,714,927
Cash (used) in/ generated from operations		(125,011,005)		49,010,696
Direct Taxes paid		(985,849)		(2,491,681)
Cash inflow/( outflow ) before extraordinary and prior period items		(125,996,854)		46,519,015
extraordinary and prior period items		-		-
Net Cash from/(Used) in operation activities		(125,996,854)		46,519,015
<b>B Cash flow from investment activities</b>				
Purchase of fixed assets	(59,305)		-	
Purchase of Investments	(785,968,322)		(43,581,969)	
Sale of Investments	721,640,741		212,161,797	
Rent Income	2,800,000		4,800,000	
Dividend received on investments	8,390,710		254,960	
Loan & Advances(Long Term)	50,375,000		(47,003,471)	
Loan & Advances(Short Term)	155,510,375		(157,524,788)	
Net Cash (used) in investment activities		152,689,199		(30,893,471)
<b>C Cash flow from financial activities</b>				
Unsecured Loan	-		(7,500,000)	
Net cash from /(used ) in financial activities		-		(7,500,000)
<b>Net increase / (decrease) in cash and cash equivalents</b>		<b>26,692,345</b>		8,125,544
Cash and cash equivalents as at 1st April 2015		14,421,848		6,296,304
Cash and cash equivalents as at 31st March 2016		41,114,193		14,421,848

As per our report of even date

**For RAJEN DAMANI & ASSOCIATES**

Chartered Accountants  
(FRN 116762W)

**CA Rajen J. Damani**

Partner  
M No. 034375

Place : Mumbai  
Date : 27th May, 2016

**For and on behalf of the Board of Directors**

**R. Sundaresan** (Director)

**Viraf Katrak** (Director)

**Yogendra Chaturvedi** (Director)

**Makhan Lal Chaturvedi** (Director)

**Suresh Chaturvedi** (Executive Director)

**Gaurav Chaturvedi** (CFO)

## Notes on Financial Statements for the year ended 31st March, 2016

### Significant Accounting Policies

#### (A) Basis of preparation of Financial Statements:

- i) The financial statements have been prepared under the historical cost convention in accordance with the generally accepted accounting principles and the provisions of the Companies Act, 2013.
- ii) All income and expenditure items having a material bearing on the financial statements are recognized on accrual basis.

#### (B) Revenue Recognition:

- i) Brokerage: Brokerage income is accounted in the year in which they fall due and is exclusive of service tax.
- ii) Dividends: Dividend is accounted in the year in which it is received.

#### (C) Use of Estimates:

The preparation of the financial statements in conformity with the Generally Accepted Accounting Principles requires the management to make estimates and assumptions that affect the reported amounts of assets and liabilities and the disclosure of contingent liabilities on the date of financial statements and the reported amount of revenues and expenses during the reporting period. Differences between the actual results and estimates are recognized in the period in which the results are known or materialized.

#### (D) Income:

Profit or Losses from investments are recognized on trade dates on first in first out basis as per AS 13 on Accounting for Investment.

#### (E) Fixed Assets:

Stock Exchange Membership card right have been shown as Fixed Assets and stated at cost.

All Other Fixed Assets have been stated at cost less accumulated depreciation. All cost attributable to the acquisition of Fixed Assets, till the assets is put to use are capitalized.

Intangible assets are amortised over a period of 5 years.

#### (F) Depreciation:

No depreciation is provided on Stock Exchange Membership Card. Depreciation on Fixed Assets is provided based on useful life of the assets as prescribed in Schedule II to the Companies Act, 2013.

#### (G) Preliminary Expenses:

Preliminary Expenses are amortised over a period of 5 years.

#### (H) Investments:

Long-term investments are valued at cost. Provision for diminution is made scrip wise to recognise a decline, other than temporary.

#### (I) Derivative Trading :

- i) Premium paid on purchase of options is considered at Cost. The options outstanding at the year end are valued at cost or market value whichever is lower.
- ii) Additional liability, if any accrued till end of the year on options sold is booked as expense.
- iii) Loss or Profit on settlement of futures during the year is charged / credited to Statement of Profit & Loss.
- iv) Loss arising on account of mark to market of the un-expired Futures at the year end is charged to Statement of Profit & Loss.

#### (J) Impairment of Assets:

An Asset is treated as impaired when the carrying cost of an asset exceeds its recoverable value and impairment loss is charged to Statement of Profit and Loss in the year in which asset is identified as impaired. The impairment loss recognized in the prior accounting period is reversed if there has been a change in estimates of recoverable amount.

#### (K) Provisions, Contingent Liabilities and Contingent Assets:

Provisions involving substantial degree of estimation in measurement are recognized when there is a present obligation as a result of past events and it is probable that there will be outflow of resources. Contingent liabilities, if material, are not recognized but are disclosed in the notes. Contingent assets are neither recognised nor disclosed in the financial statements but disclosed in Director's Report.

#### (L) Provision for Current and Deferred Tax:

Provision for current tax is made after taking into consideration benefits admissible under the provisions of Income Tax Act, 1961. Deferred Tax resulting from "timing difference" between book and taxable profits accounted for using the tax rates and laws that have been enacted or substantially enacted as on the Balance Sheet Date.

#### (M) Employee Benefits:

Short term employee benefits are recognized as an expense at the undiscounted amount in statement of profit and loss of the year in which the related service is rendered.

Post employment and other long-term employee benefits are recognized as an expense in the statement of profit and loss for the year in which the employee has rendered services. The expenses are recognized at the present value of the amounts payable determined using actuarial valuation techniques. Actuarial gains and losses in respect of post employment and other long-term benefits are charged to statement of profit and loss.

## Notes on Financial Statements for the year ended 31st March, 2016

**Note 1 - Share Capital**
**(Amount in Rs)**

	Particulars	As at 31st March, 2016	As at 31st March, 2015
(A)	<b>SHARE CAPITAL:</b>		
	<b><u>Authorised Share Capital</u></b>		
	1,00,00,000 Equity Shares of Rs. 10 each (1,00,00,000)	100,000,000	100,000,000
		100,000,000	100,000,000
	<b><u>Issued, Subscribed and Paid up</u></b>		
	1,00,00,000 Equity Shares of Rs. 10 each (1,00,00,000)	100,000,000	100,000,000
		100,000,000	100,000,000
	Figures in bracket represent previous year figures		

**(B) The reconciliation of the number of Equity Shares outstanding at the beginning and at the end of the year**

Particulars	2015-16	2014-15
No. of Shares outstanding at the beginning of the year	1,00,00,000	1,00,00,000
No. of Shares outstanding at the end of the year	1,00,00,000	1,00,00,000

**(C) Par value per share:**

The par value of Equity Share is Rs.10/-.

**(D) Details of shares in the Company held by each shareholder holding more than 5% shares:**
**Equity Shares:**

Sr. No.	Name of Shareholder	As at 31st March, 2016		As at 31st March, 2015	
		No. of Shares held	% of Holding	No. of Shares held	% of Holding
(i)	Shardul Securities Limited	10,000,000	100	10,000,000	100

**Note 2 - Reserves & Surplus**
**(Amount in Rs)**

Particulars	As at 31st March, 2016	As at 31st March, 2015
<b>Surplus / (Deficit) in the statement of Profit and Loss</b>		
Balance as per the last financial statement	320,911,990	313,133,165
Add : Profit / (Loss) for the year	866,879	8,345,010
Less : Adjustement related to Fixed Assets	-	566,185
<b>TOTAL</b>	<b>321,778,869</b>	<b>320,911,990</b>

## Notes on Financial Statements for the year ended 31st March, 2016

## Note 3 - Deferred Tax Liability

(Amount in Rs)

Particulars	As at 31st March, 2016	As at 31st March, 2015
Related to Fixed Assets	3,163,570	2,655,757
<b>TOTAL</b>	<b>3,163,570</b>	<b>2,655,757</b>

## Note 4- Trade Payables

(Amount in Rs)

Sr. No	Particulars	As at 31st March, 2016	As at 31st March, 2015
i)	Micro, Small and Medium Enterprises	-	-
ii)	Others	33,817,695	57,331,831
	<b>TOTAL</b>	<b>33,817,695</b>	<b>57,331,831</b>

## Note 5 - Other Current Liabilities

(Amount in Rs)

Sr. No	Particulars	As at 31st March, 2016	As at 31st March, 2015
i)	Related to Expenditure	1,675,000	1,684,872
ii)	Other Payables	397,000	397,000
	<b>TOTAL</b>	<b>2,072,000</b>	<b>2,081,872</b>

## Note 6 - FIXED ASSETS

(Amount in Rs)

Description	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	As at 1st April, 2015	Additions	Deductions/ Adjustments	As at 31st March, 2016	Upto 31st March, 2015	For the Year	Deductions/ Adjustments	Upto 31st March, 2016	As at 31st March, 2016	As at 31st March, 2015
<b>Tangible Assets</b>										
Office Premises	53,305,758	-	-	53,305,758	3,512,002	839,325	-	4,351,327	48,954,431	49,793,756
Computers	267,686	-	-	267,686	166,281	61,427	-	227,708	39,978	101,405
Furniture and Fixtures	1,368,501	-	-	1,368,501	1,368,501	-	-	1,368,501	-	-
Vehicles	787,186	-	-	787,186	638,887	108,940	-	747,827	39,359	148,299
Office Equipment	2,061,194	59,305	-	2,120,499	1,958,134	6,426	-	1,964,560	155,939	103,060
<b>TOTAL</b>	<b>57,790,325</b>	<b>59,305</b>	<b>-</b>	<b>57,849,630</b>	<b>7,643,805</b>	<b>1,016,118</b>	<b>-</b>	<b>8,659,923</b>	<b>49,189,707</b>	<b>50,146,520</b>
<b>INTANGIBLE ASSETS</b>										
Stock Exchange Membership Card	17,550,000	-	-	17,550,000	-	-	-	-	17,550,000	17,550,000
<b>TOTAL</b>	<b>17,550,000</b>	<b>-</b>	<b>-</b>	<b>17,550,000</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>17,550,000</b>	<b>17,550,000</b>
<b>GRAND TOTAL</b>	<b>75,340,325</b>	<b>59,305</b>	<b>-</b>	<b>75,399,630</b>	<b>7,643,805</b>	<b>1,016,118</b>	<b>-</b>	<b>8,659,923</b>	<b>66,739,707</b>	<b>67,696,520</b>
PREVIOUS YEAR	75,340,325	-	-	75,340,325	5,755,670	1,068,763	819,372	7,643,805	67,696,520	-

Note :

- Office premises includes 10 shares of Rs. 50 each of Tulsiani Chambers Premises Co operative Society Limited.

## Note 7 - Non-current investments

(Amount in Rs)

Sr. No	Particulars	As at 31st March 2016		As at 31st March 2015	
		No of Shares	Value	No of Shares	Value
<b>A</b>	<b>Investments in equity shares - Unquoted</b>				
	Antique Finance Pvt Ltd	14,019,275	65,569,500	14,019,275	65,569,500
	<b>SubTotal (A)</b>		<b>65,569,500</b>		<b>65,569,500</b>

### Notes on Financial Statements for the year ended 31st March, 2016

Sr. No	Particulars	As at 31st March 2016		As at 31st March 2015	
		No of Shares	Value	No of Shares	Value
<b>B</b>	<b>Trade Investments in equity shares - Quoted</b>				
	Eq Share of Automative Axles Ltd	34,000	19,601,000	-	-
	Eq Share of Cipla Ltd	5,000	2,527,275	-	-
	Eq Share of Glaxosmithkline Pharma Ltd	5,000	18,170,000	-	-
	Eq Shares of HDFC Bank Ltd	42,000	43,581,969	42,000	43,581,969
	Equity Share of Raj oil Ltd	17,000	28,560	17,000	28,560
	Equity Share of Reliance communication Ltd	14,833	8,094,346	14,833	8,094,346
	Equity Share of Reliance Industries Ltd	24,400	32,331,912	25,400	33,656,991
	Equity Share of Reliance Power Ltd	1,970	392,063	1,970	392,063
	Eq Share of Sanofi India Ltd	3,000	12,465,000	-	-
	Eq Share of Syngene International Ltd	38,500	14,662,372	-	-
	<b>SubTotal (B)</b>		<b>151,854,497</b>		85,753,929
	<b>Total (A+B)</b>		<b>217,423,997</b>		151,323,429
	<b>Market value of Quoted Investments</b>		<b>139,661,015</b>		68,610,811

#### Note 8 - Long - Term Loans and Advances (Unsecured and Considered Good)

(Amount in Rs)

Sr. No	Particulars	As at 31st March, 2016	As at 31st March, 2015
i)	Security Deposits	36,052,965	86,427,965
ii)	Income Tax (Net of Provisions)	2,415,095	602,470
	<b>TOTAL</b>	<b>38,468,060</b>	87,030,435

#### Note 9 - Inventories

(Amount in Rs)

Sr. No	Particulars	As at 31st March, 2016	As at 31st March, 2015
i)	Stock in Trade	92,216,544	-
	<b>TOTAL</b>	<b>92,216,544</b>	-

#### Note 10 - Trade Receivable

(Unsecured and Considered Good)

(Amount in Rs)

Sr. No	Particulars	As at 31st March, 2016		As at 31st March, 2015	
i)	Over six months			-	
ii)	Others	2,545,744		4,674,954	
		2,545,744		4,674,954	
	Less : Provision for Doubtful Debts	-	2,545,744	-	4,674,954
	<b>TOTAL</b>		<b>2,545,744</b>		4,674,954

## Notes on Financial Statements for the year ended 31st March, 2016

### Note 11- Cash and Cash Equivalents

(Amount in Rs)

Sr. No	Particulars	As at 31st March, 2016	As at 31st March, 2015
	<b>Cash and Cash Equivalents</b>		
i)	Cash on Hand	2,763	85
ii)	Balances with Banks :		
	In Current Accounts	16,111,430	1,921,763
	In Fixed Deposits*	25,000,000	12,500,000
	<b>TOTAL</b>	<b>41,114,193</b>	<b>14,421,848</b>

\* Includes deposits with maturity of more than 12 months.

### Note 12 - Short - Term Loans and Advances (Unsecured and Considered Good)

(Amount in Rs)

Sr. No	Particulars	As at 31st March, 2016	As at 31st March, 2015
i)	Prepaid Expenses	270,461	122,453
ii)	Interest receivable	1,730,964	43,991
iii)	Deposits	100,000	100,000
iv)	Others	222,464	157,567,820
	<b>TOTAL</b>	<b>2,323,889</b>	<b>157,834,264</b>

### Note 13 - Revenue from Operations

(Amount in Rs)

Sr. No	Particulars	For the Year Ended 31st March, 2016	For the Year Ended 31st March, 2015
i)	Brokerage	6,714,607	6,567,799
ii)	Interest ( Net)	1,988,677	221,233
iii)	Profit/ (loss) on dealing in securities (Net)	(7,983,510)	-
iv)	Net Profit on Sale of Investments :	1,772,987	8,024,217
	<b>TOTAL</b>	<b>2,492,761</b>	<b>14,813,249</b>

### Note 14 - Other Income

(Amount in Rs)

Sr. No	Particulars	For the Year Ended 31st March, 2016	For the Year Ended 31st March, 2015
i)	Dividend Income	8,390,710	254,960
ii)	Rent Income	2,800,000	4,800,000
iii)	Interest on Income Tax Refund	64,764	-
iv)	Miscellaneous Income	4,226	7,555
	<b>TOTAL</b>	<b>11,259,700</b>	<b>5,062,515</b>

## Notes on Financial Statements for the year ended 31st March, 2016

**Note 15 - Employee Benefits Expense**
**(Amount in Rs)**

Sr. No	Particulars	For the Year Ended 31st March, 2016	For the Year Ended 31st March, 2015
i)	Salaries and Wages	5,146,422	2,389,500
ii)	Contribution to Provident and Other Funds	145,083	74,585
iii)	Staff Welfare Expenses	280	12,607
iv)	Gratuity	166,568	59,043
	<b>TOTAL</b>	<b>5,458,353</b>	<b>2,535,735</b>

**Note 16 - Finance Cost**
**(Amount in Rs)**

Sr. No	Particulars	For the Year Ended 31st March, 2016	For the Year Ended 31st March, 2015
i)	Interest Paid	-	274,192.00
ii)	Demat Charges	479,735	472,682
iii)	Bank Charges	622,038	680
	<b>TOTAL</b>	<b>1,101,773</b>	<b>747,554</b>

**Note 17 - Other Expenses**
**(Amount in Rs)**

Sr. No	Particulars	For the Year Ended 31st March, 2016	For the Year Ended 31st March, 2015
(A)	<b>Payment to Auditors</b>		
i)	Audit Fees	70,000	70,000
ii)	Tax Audit Fees	20,000	20,000
iii)	Certification Charges	10,000	10,000
(B)	<b>Operating / Administrative and General Expenses</b>		
i)	Rent Rates and Taxes	2,273,944	2,622,656
ii)	Repair and maintenance :		
	(a) Equipments	107,865	96,420
	(b) Office Premises	89,185	145,468
iii)	Insurance	48,578	59,406
iv)	Travelling and Conveyance	269,534	8,953
v)	Telephone and lease line charges	379,690	365,827
vi)	Directors Sitting Fees	2,750	4,750
vii)	Stamp Duty Charges	702,960	715,068
ix)	Printing & Stationary	58,804	45,721
x)	Electricity Charges	494,626	387,525
xi)	Securities Transaction Tax	188,795	44,588
xii)	Fees & Subscription	224,977	193,768
xiii)	Professional Fees	399,746	141,270
xiv)	Miscellaneous Expenses	41,844	31,403
xv)	Transaction Charges	236,582	239,427
xvi)	Exchange General Charges	8,421	15,279
	<b>TOTAL</b>	<b>5,628,301</b>	<b>5,217,529</b>



## Notes on Financial Statements for the year ended 31st March, 2016

### Note 18 - Earnings Per Equity Share

Particulars	For the Year Ended 31st March, 2016	For the Year Ended 31st March, 2015
(A) Net Profit / (Loss) After Tax before extra-ordinary items (Net of Tax) Attributable to Equity Shareholders for Basic EPS and Diluted EPS (Amount in Rs.)	866,879	8,345,010
Add : Extra-ordinary Items (Net of Tax)	-	-
Net Profit /(Loss) After Tax Attributable to Equity Shareholders for BasicEPS and Diluted EPS(Amount in Rs)	866,879	8,345,010
(B) Weighted Average Number of Equity Shares Outstanding During the Year for Basic EPS and Diluted EPS (in Nos.)	10,000,000	10,000,000
(C) Basic and Diluted Earning per share of Rs. 10 each (in Rs.)		
Before Extra-ordinary items	0.09	0.83
After Extra-ordinary items	0.09	0.83
(D) Face Value per Equity Share (in Rs.)	10	10

### Note 19

As the company is engaged in Share/ Stock Broking services, information required under paragraph 5 of part II of Schedule III of the Companies Act, 2013 is not applicable to the Company.

### Note 20

Balances of Trade Receivables and Trade Payables are subject to confirmation.

### Note 21

The profit or loss on account of dealing errors such as incorrect punching of prices or client/ custodial codes is considered as business expenditure, it is the company's policy not to carry out any speculative activities.

### Note 22

#### Contingent Liabilities:

- i. The Income-Tax assessments of the company have been completed up to the assessment year 2013-14. The disputed demand outstanding up to the said assessment year is Rs. 6.87 lacs against which company has paid Rs. 1.11 lacs under protest. Based on the decision of the Appellate Authorities and the interpretations of the relevant provisions, the company has been legally advised that the demand is likely to be either deleted or substantially reduced and accordingly no provision has been made.

### Note 23

The Company has followed Accounting Standard 15 (Revised), Accounting for Retirement Benefits.

Contribution to Provident Fund is charged to the statement of Profit and Loss as per applicable law / rules.

The Company has taken Group Gratuity Scheme of Life Insurance Corporation of India for gratuity payable to the employee. Liability for the year end obligation, based on an actuarial valuation as per the projected unit credit method as at the reporting date, is charged to the Statement of Profit and Loss. And accordingly Provision for the gratuity liability amounting to Rs 1.67 lacs has been made during the year by the company based on the valuation report of the Life insurance Corporation (Actuarial Valuer).

The company belongs to an industry which faces a high attrition rate and hence the leave balance accrued is either availed or fully paid off.

## Notes on Financial Statements for the year ended 31st March, 2016

### Note 24 Related Party Disclosures:

List of related parties with whom transactions have taken place during the year:

**I. Holding Company:**

Shardul Securities Ltd.

**II. Group Companies / Associates :**

A to Z Broking Services Pvt. Ltd.

Pradeep Sandeep Trading & Investments Pvt. Ltd.

**III. Key Management Personnel:**

Shri Suresh Chaturvedi – Whole time Director

Shri Yogendra Chaturvedi – Whole time Director (up to 04/02/2016)

Shri Gaurav Chaturvedi – CFO

**IV. Transaction during the year with related parties. Reimbursement of expenses has not been treated as related party transaction:**

(Rs. In lacs)

Nature of Transaction	Holding company	Group Companies/ Associates	Key Management Personnel	Total
<b>Loan paid:</b>				
During the year	-	-	-	-
	(75.00)	(-)	(-)	(75.00)
<b>Trade Payables:</b>				
As at 31.03.2016	1345.76	-	-	1345.76
	(384.51)	(-)	(-)	(384.51)
<b>Payment for remuneration and services:</b>				
Paid during the year	-	-	27.21	27.21
	(-)	(-)	(12.93)	(12.93)
<b>Income from Trading Activities:</b>				
Received/ (Paid) during the year (Net)	5.50	-	-	5.50
	(8.10)	(0.25)	(-)	(8.35)
<b>Expenses for Trading Activities:</b>				
Compensation paid during the year	-	20.10	-	20.10
	(-)	(24.15)	(-)	(24.15)
Interest paid during the year	-	-	-	-
	(2.74)	(-)	(-)	(2.74)

(Figure in bracket indicates figure of previous year)

**Significant related party transaction during the year:**

- i. Payment for remuneration and services includes Rs. 9.15 lacs as salary paid to Shri Suresh Chaturvedi, Rs.12.69 lacs as salary paid to Shri Yogendra Chaturvedi and Rs. 5.37 lacs paid to Shri Gaurav Chaturvedi.
- ii. Expenses for Trading Activities include Rs.19.50 lacs paid to Shriyam Commodities Intermediary Pvt. Ltd. and Rs. 0.60 lacs paid to A to Z Broking Service Pvt. Ltd. as compensation.

## Notes on Financial Statements for the year ended 31st March, 2016

### Note 25

#### Segment

In the opinion of the management, the company is mainly engaged in the business of Broking activities and all other activities of the company revolve around the main business, there are no separate reportable segments.

### Note 26

#### Payment to Auditors:

(Rs.in Lacs)

	Current Year	Previous Year
Audit Fees	0.70	0.70
Tax Audit Fees	0.20	0.20
Certification Charges	0.10	0.10
<b>Total</b>	<b>1.00</b>	1.00

### Note 27

#### Directors Remuneration:

(Rs.in Lacs)

Salary to Director as under:	Current Year	Previous Year
Shri Suresh Chaturvedi	9.15	8.00
Shri Yogendra Chaturvedi (Included under the head payment to employees)	12.69	-

### Note 28

There is no dues to Micro, Small & Medium Enterprises for the year under review.

### Note 29

The previous year's figures have been regrouped / re-arranged wherever necessary.

As per our report of even date

#### For RAJEN DAMANI & ASSOCIATES

Chartered Accountants  
(FRN 116762W)

#### CA Rajen J. Damani

Partner  
M No. 034375

Place : Mumbai  
Date : 27th May, 2016

#### For and on behalf of the Board of Directors

**R. Sundaresan** (Director)

**Viraf Katrak** (Director)

**Yogendra Chaturvedi** (Director)

**Makhan Lal Chaturvedi** (Director)

**Suresh Chaturvedi** (Executive Director)

**Gaurav Chaturvedi** (CFO)







*If Undelivered, please return to :*

**SHRIYAM BROKING INTERMEDIARY LIMITED**

712-713, Tulsiani Chambers,  
212, Nariman Point, Mumbai 400 021