



KINETIC TRUST LIMITED

28th

Annual Report

2019–2020

BOARD OF DIRECTORS	
Mr. Vinod Bansal	Director
Mr. Rajesh Arora	Director
Mr. Ashok Juneja	Director
Mr. Vinay Bhatia	Director
Mrs. Kiran Duggal	Director
Mr. Sanjeev Arora	Director
BANKERS	
State Bank of India	Bank of India
AUDITORS	
<u>STATUTORY AUDITORS</u>	LEGAL ADVISORS
M/s Sunita Agrawal & Co A-160, Upper Lobby Level, Boulevard, Crowne Plaza, Mayur Vihar, Phase-I Delhi 110092	Mr. Pramod Verma
<u>SECRETARIAL AUDITORS</u>	
M/s C Gaur and Associates 6-E, 6 th Floor, Gopala Tower, Rajendra Place, New Delhi 110008	
REGISTERED OFFICE	CORPORATE OFFICE
527-R, City Tower, IInd Floor, Model Town, Ludhiana-141002 TEL: 0161 5000524, 2428238 FAX: 0161 2430029	1406, Vikram Tower 16 Rajendra Place New Delhi-110008 Tel: 66402000-4, Email: info@ktl.co.in
SHARE TRANSFERS AND OTHER COMMUNICATIONS	INVESTOR'S GRIEVANCES
Shares Department M/s Link Intime India (P) Ltd. 44, Community Centre, IInd Floor, Naraina Industrial Area Phase-1, Near PVR Naraina, New Delhi-110028 Tel: 011-41410592,93,94 Email: bharatb@linkintime.com.in	Mr. Ved Prakash Company Secretary & Compliance Officer, Kinetic Trust Limited 1406, Vikram Tower 16 Rajendra Place New Delhi-110008

CONTENTS

S No.	Particulars	Page No.
1.	Notice Annexure to Notice	2-9
2.	Director's Report.	10-13
3.	Annexure to Board's Report A. Secretarial Audit Report B. AOC-2 C. Particulars of Employees	14-15 16-17 17
4.	Management Discussion & Analysis Report	17-18
5.	Corporate Governance Report	19-28
6.	Auditor's Certificate on Corporate Governance	29
7.	Auditor's Report.	30-39
8.	Financial Statements	
a	Balance Sheet	40
b	Profit & Loss Account	41
c	Cash Flow Statement	42
d	Notes Forming Part of Balance Sheet and Profit & Loss A/c	43-47
e	Notes To Accounts & Significant Accounting Policies	48-55

FORWARD-LOOKING STATEMENT

This forward-looking statement includes comments with respect to our objectives and strategies and the results of our operations and business. This report and other statements – written and oral – that are periodically compiled and contain forward-looking statements that set out anticipated results based on the management’s plans and assumptions. We have tried wherever possible to identify such statements by using words such as ‘anticipates’, ‘estimates’, ‘expects’, ‘projects’, ‘intends’, ‘plans’, ‘believes’, ‘continue’ and words of similar substance in connection with any discussion of future performance.

We cannot guarantee that these forward-looking statements will be realized, although we believe we have been prudent in our assumptions. The achievement of results is subject to risks, uncertainties, numerous assumptions, and descriptions of opportunities, and inaccurate assumptions and both general and specific. Should known or unknown risks or uncertainties materialize, or should underlying assumptions prove inaccurate, our actual results could vary materially from those anticipated, estimated or projected. Readers should bear this in mind.

We undertake no obligation to publicly update any forward looking statements, whether as a result of new information, change circumstances, future events, changes in the company’s expectations or otherwise

KINETIC TRUST LIMITED

[Corporate Identification Number-L67120PB1992PLC012532]

Regd. Office: 527R, City Tower, Second Floor, Model Town, Ludhiana- 141002(Pb) India

Corporate Office: 1406, Vikram Tower, Rajendra Place- 110008

Tel.: 66402000-4; Fax: 25860460 Email: info@kti.co.in

NOTICE

Notice is hereby given that the 28th Annual General Meeting of the Members of Kinetic Trust Limited will be held Wednesday, the 30th September 2020 at 12.30 p.m. through Video Conferencing (VC)/Other Audio-Visual Means (OAVM). The venue of the meeting shall be deemed to be the Registered Office of the Company, 527R, City Tower, Second Floor, Model Town, Ludhiana- 141002(PB) India. The following business will be transacted at the meeting:

Ordinary Business:**Item No. 1: Adoption of Audited Financial statements**

To receive, consider and adopt the Audited Financial Statements at 31st March, 2020 together with the reports of the Board of Directors and Auditors thereon.

Item No. 2: Reappointment of Directors

To appoint a Director in place of Mr. Rajesh Arora who retires by rotation and, being eligible, offers himself for re-appointment.

Item No. 3: Ratification of appointment of Statutory Auditors of the company

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 section 139 and 142 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules 2014, including any statutory re-enactment(s) or modification(s) thereof for the time being in force, the Company hereby ratifies the appointment of M/s Sunita Agrawal & Co, Chartered Accountants, (FRN: 515225C) as Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the 29th AGM of the Company to be held in the year 2021, at a remuneration to be decided by the Board of Directors in consultation with the Auditors.”

Notes:

1. In view of the global COVID-19 pandemic, the Ministry of Corporate Affairs (MCA) has vide General Circular No. 20/2020 dated May 5, 2020 read with General Circular Nos. 14/2020 dated April 8,

2020 and 17/2020 dated April 13, 2020 and Circular number SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated May 12, 2020, issued by the Securities and Exchange Board of India (SEBI) (collectively referred to as Circulars), has allowed companies to conduct the Annual General Meeting (AGM) through Video Conferencing (VC) or Other Audio Visual Means (OAVM) without the physical presence of the Members at a common venue. In compliance with the Circulars, the AGM of the Company is being held through VC/OAVM.

2. The relative Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 ("Act") setting out material facts concerning the business under Item Nos. 2 of the Notice, is annexed hereto. The relevant details, pursuant to Regulations 26(4) and 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment/re-appointment at this Annual General Meeting ("AGM") are also annexed
3. As the AGM shall be conducted through VC/ OAVM, the facility for appointment of Proxy by the Members is not available and hence, Proxy Form, Attendance Slip and Route Map are not annexed to this Notice.
4. Corporate Members intending to send their authorized representatives to attend the AGM are requested to send a certified copy of the Board Resolution to the Company, authorizing them to attend and vote on their behalf at the AGM.
5. Members attending the AGM through VC/OAVM shall be reckoned for the purpose of quorum for the AGM as per Section 103 of the Companies Act, 2013 (Act).
6. Pursuant to applicable provisions of Section 91 of the Companies Act, 2013, the Register of Members & Share Transfer Books of the company shall remain closed from 24th September, 2020 up to 30th September, 2020, both days inclusive.
7. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. The said form can be downloaded from the Company's website www.ktl.co.in (under 'Investors' section). Members are requested to submit the said details to their depository participants ("DPs") in case the shares are held by them in electronic form and to Link In time India (P) Ltd. in case the shares are held by them in physical form.
8. To support the 'Green Initiative', Members who have not yet registered their email addresses are requested to register the same with their DPs in case the shares are held by them in electronic form and with Link Intime India (P) Ltd. in case the shares are held by them in physical form.
9. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their DPs in case the shares are held by them in electronic form and to the Company's Registrars and Transfer Agents, Link Intime India (P) Ltd. in case the shares are held by them in physical form.
10. Members holding shares in physical form are requested to consider converting their holdings to dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio management. Members can contact the Company or Link Intime India (P) Ltd. for assistance in this regard.
11. Members holding shares in physical form, in identical order of names, in more than one folio are requested to send to the Company or Link Intime India (P) Ltd. the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.
12. In case of joint holders attending the AGM, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.

13. Members seeking any information with regard to the accounts, are requested to write to the Company at an early date, so as to enable the Management to keep the information ready at the AGM.
14. Notice of the AGM along with the Annual Report 2019-20 is being sent by electronic mode to those Members whose email addresses are registered with the Company/Depositories. Members may note that the Notice and Annual Report 2019-20 will also be available on the Company's website viz. www.ktl.co.in.
15. Voting through electronic means
 - i. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and Regulation 44 of the SEBI Listing Regulations, the Members are provided with the facility to cast their vote electronically, through the e-voting services provided by Link Intime India (P) Ltd. on all the resolutions set forth in this Notice. The instructions for e-voting are given herein below.
 - ii. The Board of Directors has appointed Mr. Chetan Gaur, Practicing Company Secretary having Membership no as A37455 and Certificate of Practice no 19223, as the Scrutinizer to scrutinize the voting at the AGM and remote e-voting process in a fair and transparent manner.
 - iii. The facility for voting, either through electronic voting system or poll paper, shall also be made available at the AGM and the Members attending the AGM, who have not already cast their vote by remote e-voting, may exercise their right to vote at the AGM.
 - iv. 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.
 - v. A Member can vote either by remote e-voting or at the AGM. In case a Member votes by both the modes then the votes cast through remote e-voting shall prevail and the votes cast at the AGM shall be considered invalid.

Annexure "A" to the notice

The instructions for shareholders voting electronically are as under:

❖ Log-in to e-Voting website of Link Intime India Private Limited (LIPL)

1. Visit the e-voting system of LIPL. Open web browser by typing the following URL: <https://instavote.linkintime.co.in>.
2. Click on "Login" tab, available under 'Shareholders' section.
3. Enter your User ID, password and image verification code (CAPTCHA) as shown on the screen and click on "SUBMIT".
4. Your User ID details are given below:
 - a. **Shareholders holding shares in demat account with NSDL:** Your User ID is 8 Character DP ID followed by 8 Digit Client ID
 - b. **Shareholders holding shares in demat account with CDSL:** Your User ID is 16 Digit Beneficiary ID
 - c. **Shareholders holding shares in Physical Form (i.e. Share Certificate):** Your User ID is Event No + Folio Number registered with the Company
5. Your Password details are given below:

If you are using e-Voting system of LIPL: <https://instavote.linkintime.co.in> for the first time or if you are holding shares in physical form, you need to follow the steps given below:

Click on “Sign Up” tab available under ‘Shareholders’ section register your details and set the password of your choice and confirm (The password should contain minimum 8 characters, at least one special character, at least one numeral, at least one alphabet and at least one capital letter).

For Shareholders holding shares in Demat Form or Physical Form	
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (applicable for both demat shareholders as well as physical shareholders). <ul style="list-style-type: none"> Members who have not updated their PAN with depository Participant or in the company record are requested to use the sequence number which is printed on Ballot Form / Attendance Slip indicated in the PAN Field.
DOB/ DOI	Enter the DOB (Date of Birth)/ DOI as recorded with depository participant or in the company record for the said demat account or folio number in dd/mm/yyyy format.
Dividend Bank Details	Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio number. <ul style="list-style-type: none"> Please enter the DOB/ DOI or Dividend Bank Details in order to register. If the above mentioned details are not recorded with the depository participants or company, please enter Folio number in the Dividend Bank Details field as mentioned in instruction (iv-c).

If you are holding shares in demat form and had registered on to e-Voting system of LIPL: <https://instavote.linkintime.co.in>, and/or voted on an earlier voting of any company then you can use your existing password to login.

If Shareholders holding shares in Demat Form or Physical Form have forgotten password:

Enter User ID, select Mode and Enter Image Verification code (CAPTCHA). Click on “SUBMIT”.

Incase shareholder is having valid email address, Password will be sent to the shareholders registered e-mail address. Else, shareholder can set the password of his/her choice by providing the information about the particulars of the Security Question & Answer, PAN, DOB/ DOI, Dividend Bank Details etc. and confirm. (The password should contain minimum 8 characters, at least one special character, at least one numeral, at least one alphabet and at least one capital letter)

NOTE: The password is to be used by demat shareholders for voting on the resolutions placed by the company in which they are a shareholder and eligible to vote, provided that the company opts for e-voting platform of LIPL.

For shareholders holding shares in physical form, the details can be used only for voting on the resolutions contained in this Notice.

It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

❖ **Cast your vote electronically**

- After successful login, you will be able to see the notification for e-voting on the home page of INSTA Vote. Select/ View “Event No” of the company, you choose to vote.

7. On the voting page, you will see “Resolution Description” and against the same the option “Favour/Against” for voting.
Cast your vote by selecting appropriate option i.e. Favour/Against as desired.

Enter the number of shares (which represents no. of votes) as on the cut-off date under ‘Favour/Against’. You may also choose the option ‘Abstain’ and the shares held will not be counted under ‘Favour/Against’.
8. If you wish to view the entire Resolution details, click on the 'View Resolutions' File Link.
9. After selecting the appropriate option i.e. Favour/Against as desired and you have decided to vote, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “YES”, else to change your vote, click on “NO” and accordingly modify your vote.
10. Once you confirm your vote on the resolution, you will not be allowed to modify or change your vote subsequently.
11. You can also take the printout of the votes cast by you by clicking on “Print” option on the Voting page.

❖ **General Guidelines for shareholders:**

- Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to e-Voting system of LIPL: <https://instavote.linkintime.co.in> and register themselves as ‘**Custodian / Mutual Fund / Corporate Body**’.

They are also required to upload a scanned certified true copy of the board resolution /authority letter/power of attorney etc. together with attested specimen signature of the duly authorised representative(s) in PDF format in the ‘**Custodian / Mutual Fund / Corporate Body**’ login for the Scrutinizer to verify the same.

- During the voting period, shareholders can login any number of time till they have voted on the resolution(s) for a particular “Event”.
- Shareholders holding multiple folios/demat account shall choose the voting process separately for each of the folios/demat account.
- In case the shareholders have any queries or issues regarding e-voting, please refer the Frequently Asked Questions (“FAQs”) and Instavote e-Voting manual available at <https://instavote.linkintime.co.in>, under Help section or write an email to enotices@linkintime.co.in or Call us :- Tel : 022 - 49186000.

PROCESS AND MANNER FOR ATTENDING THE TWENTY-EIGHTH AGM THROUGH INSTAMEET

For a smooth experience of AGM proceedings, shareholders who are registered for the event are requested to download and install the Webex application in advance on the device that you would be using to attend the meeting by clicking on the link <https://www.webex.com/downloads.html/>. Shareholders also have an option to click on the URL provided to attend the meeting. Please read the instructions carefully and participate in the meeting. For any support, shareholders may also call the RTA on the dedicated number provided in the instructions.

1. Open the internet browser and launch the URL for InstaMeet <<<https://instameet.linkintime.co.in>>> and register with your following details: -
 - a. Demat Account No. or Folio No.: Enter your 16-digit Demat Account No. or Folio Number registered with the Company.
 - b. PAN: Enter your 10-digit Permanent Account Number.
 - c. Mobile No.:
 - d. Email ID:
2. Click “Go to Meeting”
3. Members can log in and join 30 minutes prior to the schedule time of the AGM and window for joining the meeting shall be kept open till the expiry of 15 minutes after the scheduled time. The Company shall provide VC/OAVM facility to Members to attend the AGM. The said facility will be available for 1000 Members on first come first served basis. This will not include large Members (i.e. Members with 2% or more shareholding), promoters, institutional investors, directors, key managerial personnel, chairpersons of the audit committee, nomination & remuneration committee and stakeholders’ relationship committee, auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

Instructions for Shareholders/Members to Speak during the AGM through InstaMeet:

1. Shareholders who would like to speak during the meeting must register their request mentioning their name, demat account number/folio number, email id, mobile number at info@ktl.co.in, at least 48 hours prior to the date of AGM i.e. on or before 12.30 p.m. (IST) on Monday, September 28, 2020.
2. Speakers will only be allowed to express their views/ask questions on first come first served basis during the meeting. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
3. Shareholders who would like to ask questions, may send the same in advance mentioning their name, demat account number/folio number, email id, mobile number at info@ktl.co.in, at least 48 hours prior to the date of AGM i.e. on or before 12.30 p.m. (IST) on Monday, September 28, 2020. The same will be replied by the Company suitably.
4. Shareholders will get confirmation on first come first served basis depending upon the provision made by the Company.
5. Shareholders will receive ‘speaking serial number’ once they mark attendance for the meeting. Shareholders are requested to speak only when Moderator of the meeting will announce the name and serial number for speaking.
6. Please remember ‘speaking serial number’ and start your conversation with panelist by switching on audio of your device.

7. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

Instructions for Shareholders to Vote during the AGM through InstaMeet:

Once the electronic voting is activated by the Scrutinizer/Moderator during the meeting, shareholders who have not exercised their vote through the remote e-voting can cast the vote as under: -

1. On the shareholders VC page, click on the link for e-Voting 'Cast your vote'.
2. Enter Demat Account No./Folio No. and OTP (received on the registered mobile number/ registered Email ID) received during registration for InstaMeet and click on 'Submit'.
3. After successful login, you will see 'Resolution Description' and against the same the option '**Favour/Against**' for voting.
4. Cast your vote by selecting appropriate option i.e. '**Favour/Against**' as desired. Enter the number of shares (which represents no. of votes) as on the cut-off date under '**Favour/Against**'.
5. After selecting the appropriate option i.e. '**Favour/ Against**' as desired and you have decided to vote, click on 'Save'. A confirmation box will be displayed. If you wish to confirm your vote, click on 'Confirm', else to change your vote, click on 'Back' and accordingly modify your vote.
6. Once you confirm your vote on the Resolution, you will not be allowed to modify or change your vote subsequently.

Note: Shareholders present at the AGM through InstaMeet facility and who have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting facility during the meeting from 12.30 p.m. (IST) till the expiry of 15 minutes after the AGM is over. Shareholders who have voted through remote e-voting prior to the AGM will be eligible to attend/participate in the AGM through InstaMeet. However, they will not be eligible to vote again during the meeting.

Shareholders are encouraged to join the AGM through Tablets/Laptops connected through broadband for better experience.

Shareholders are required to use Internet with a good speed (preferably 2 MBPS download stream) to avoid any disturbance during the currency of the AGM.

Please note that shareholders connecting from Mobile Devices or Tablets or through Laptops connecting via Mobile Hotspot may experience Audio/Visual loss due to fluctuation in their network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate such kind of glitches.

In case shareholders have any queries regarding e-voting, they can address them to instameet@linkintime.co.in or call on +91 (022) 4918 6175.

Other Instructions:

- (i) A copy of this notice has been placed on the website of the Company ktl.co.in and the website of <https://instavote.linkintime.co.in>.
- (ii) The voting period begins at 9:00 a.m. on Sunday, 27th September, 2020 and ends at 5:00 p.m. on Tuesday, 29th September, 2020. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 23rd September, 2020 may cast their vote electronically. The e-voting module shall be disabled by Linkintime for voting thereafter.
- (iii) The voting rights of members shall be in proportion to their shares in the paid up equity share capital of the Company as on cut-off date. 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.
- (iv) The Scrutinizer shall, immediately after the conclusion of voting at the general meeting, would count the votes cast at the meeting, 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 make, not later than three days of conclusion of the meeting, 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 counter sign the same.
- (v) The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.ctl.co.in immediately after the result is declared. The Company shall simultaneously forward the results to BSE Limited ("BSE") where the shares of the Company are listed.

For and on behalf of the Board of Directors

**Sd/-
Ved Prakash
Company Secretary
Membership: A47651**

Date: 7th September 2020

Place: New Delhi

DIRECTOR'S REPORT

DEAR SHAREHOLDERS

Your Board of Directors have pleasure in presenting 28th Annual Report of the company on the business and operations of the company along with Audited Financial Statements for the financial year ended March 31, 2020.

FINANCIAL RESULTS

The financial results of the company operations for the year under review and those of the previous years are as follows:

PARTICULARS	Amount in ` (Rs. Lacs)	
	CURRENT YEAR	PREVIOUS YEAR
Revenue from operations	13.3	18.33
Other Income	-	-
Profit (Loss)/before extraordinary Items and tax	(2.33)	5.38
Less extraordinary items	-	-
Profit/(loss) before tax	(2.33)	5.38
Dividend	-	-

PERFORMANCE OF THE COMPANY

The Directors of the company shall continue their endeavor to improve the trend of growth in the coming years.

AUDITORS

Pursuant to the provisions of section 139 and 142 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules 2014, including any statutory re-enactment(s) or modification(s) thereof for the time being in force, M/s. Sunita Aggarwal & Co, Chartered Accountants (FRN: 515225C), appointed as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the AGM of the Company to be held in the year 2024 at a remuneration to be decided by the Board of Directors in consultation with the Auditors.

DIRECTORS

All independent Directors have confirmed that they are complying with the requirement of Section 149(6) of the Companies Act, 2013 and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

Mr. Rajesh Arora, director of the company, retires by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment. Details of the Director seeking re-appointment are provided in the corporate governance report forming part of this report. The Board recommends his appointment for consideration of members of the company at the ensuing Annual General Meeting.

DIRECTOR'S RESPONSIBILITY STATEMENT

Pursuant to clause (c) of the provisions of Section 134(3) of the Companies Act, 2013, the Directors hereby confirm the responsibility for the integrity and objectivity of the Profit & Loss Account for the year ended 31st March, 2020 and the Balance Sheet as at that date ("Financial Statements") and confirm that:

1. In the preparation of the annual accounts for the year ended March 31, 2020 the applicable accounting standards read with requirements set out in the Companies Act, 2013 have been followed and there are no material departures from the same.
2. We have selected such accounting policies that are reasonable, prudent and applied them consistently and made judgments and estimates so as to give a true and fair view of the state of affairs of the company as at March 31st, 2020 and of the profit of the company for the year ended on that date.
3. We have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safe guarding the assets of the company and for preventing and detecting fraud and other irregularities.
4. We have prepared the annual returns of the company on a going concern basis.
5. We have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
6. We have devised proper systems to ensure compliance of all applicable laws and that such systems were adequate and operating effectively.

Based on the framework of internal financial controls and compliance systems established and maintained by the Company, work performed by the internal, statutory and secretarial auditors the reviews performed by management and the relevant board committees, including the audit committee, the board is of the opinion that the Company's internal financial controls were adequate and effective during the financial year 2019-20.

SECRETARIAL AUDITORS' REPORT

The Board of Directors has appointed Mr. Chetan Gaur, Company Secretary in whole time practice having Membership no A37455 and Certificate of practice no 19223, to conduct Secretarial Audit for the Financial Year 2019-20 under the provisions of Section 204 of the Companies Act, 2013. The Secretarial Auditors' Report (MR-3) enclosed herewith as Annexure-A which forms part of this report
4) .

REGISTRATION WITH RESERVE BANK OF INDIA AS NBFC

The company is registered with the Reserve Bank of India as a NBFC within the provisions of the NBFC (Reserve Bank of India) Directions, 1998.

INFORMATION PURSUANT TO THE PROVISIONS OF PARA 10 OF NON-BANKING FINANCIAL COMPANIES (RBI) DIRECTIONS, 1977.

Neither the Company has accepted any Public Deposits during the year nor the Company is holding prior Public Deposits, therefore the information called for is not applicable.

CORPORATE GOVERNANCE REPORT, MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The company is committed to maintain the higher standards of corporate governance. Your Directors adhered to the requirements set out in the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and have implemented all the prescribed requirements. Pursuant to Regulation 34(3) of the SEBI LODR. The Reports on Corporate Governance with auditors' certificate thereon and Management Discussion and Analysis have been incorporated in the Annual Report and form an integral part of the Board's report.

OTHER DISCLOSURES UNDER COMPANIES ACT, 2013

1. Number of Board Meetings

The Board met six times during the Financial Year, the details of the Board Meetings and attendance of the Directors are provided in the Corporate Governance Report that forms part of this Annual Report. The Intervening gap between any two meetings was within the period prescribed by the Companies Act, 2013. The dates are 16 May 2019; 13th June 2019; 14 August 2019; 15 November 2019; 4 January 2020 and 14 February 2020.

2. Composition of Audit Committee

The details pertaining to composition of audit committee are given in the Corporate Governance Report, which forms part of this Annual Report.

3. Related Party Transactions

All the related party transactions are entered on arm's length basis and in the ordinary course of business. The Company has complied with all the applicable provisions of the Act and SEBI LODR in this regard. The particulars of every contract or arrangements entered into by the Company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 including an arm's length transactions under third proviso thereto are disclosed in Form No. AOC -2 attached as Annexure B.

4. Particulars of Loans, Guarantees and Investments

The particulars of loans, guarantees and investments have been disclosed in the financial statements.

5. Fixed Deposits

Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

6. Comments on Auditor's Report

There is no adverse remark or comments in Statutory Auditor's report and therefore no comments are required in the Director's report.

7. Vigil Mechanism and Whistle Blower Policy

In pursuance of Section 177(9) of the Companies Act, 2013 and the SEBI LODR, the company has in place a Vigil Mechanism/Whistle Blower Policy for Directors and employees to report genuine concern. More details pertaining to the same are given in the Corporate Governance Report.

8. Nomination & Remuneration & Evaluation Policy

In Pursuant to provisions of Section 178 of the Companies Act, 2013 and SEBI LODR, the Board of Directors have approved Nomination & Remuneration & Evaluation policy for appointment, remuneration and evaluation of the Directors, key management personnel and senior management personnel. The details of

the Nomination, Remuneration Committee, Nomination & Remuneration & Evaluation Policy and annual evaluation carried out by the Board of Directors are given in the Corporate Governance Report.

9. Particular of Employees and Analysis of Remuneration.

Particular of employees and analysis of remuneration as required under Section 197(12) of the Companies Act, 2013 read with rule 5 of the Companies (Appointment and remuneration of Managerial Personnel) Rules 2014 are enclosed in Annexure- C.

10. Miscellaneous Disclosures

- i. The details about risk management have been given in the Management discussion and analysis.
- ii. There is no material change and commitments affecting the financial position of the company which has occurred between the end of the financial year and the date of the report.
- iii. The company does not have any subsidiary and joint venture companies.
- iv. There is no significant and material order passed during the year by the regulators, courts, tribunals which can impact the going concern status and the Company's operations in the future.
- v. During the year the company has not received any complain under the sexual harassment of women at work place (Prevention, Prohibition and Redressal), Act, 2013.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO

The company is a NBFC, therefore the information with regard to conservation of energy, technology absorption as required by the Companies (Accounts) Rules, 2014 relating to conservation of energy and technological absorption do not apply and hence no disclosure is being made in this report.

FOREIGN EXCHANGE EARNINGS AND OUTGO:

Particulars	Current Year (2019-2020)	Previous Year (2018-2019)
(a) Foreign Exchange Inflow	Nil	Nil
(b) Foreign Exchange Outflow	Nil	Nil

ACKNOWLEDGEMENTS

Directors wish to express their grateful appreciation for assistance and cooperation received from shareholders for their support, faith and confidence in the company. Your directors place on record their sincere appreciation for the guidance, support and co-operation of our auditors, the legal advisors and bankers.

For and on behalf of the Board of Directors

Sd/-

Rajesh Arora

Director

DIN: 00662396

Date: 14/08/2020

Place: New Delhi

Annexure “A” to Board’s Report

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31st March, 2020

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To,
The Members,
Kinetic Trust Limited

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Kinetic Trust Limited**. (Hereinafter called “**the Company**”). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company’s books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the company has, during the audit period covering the financial year ended on 31st March, 2020, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by **Kinetic Trust Limited** for the financial year ended on 31st March, 2020, according to the provisions of:

- i. The Companies Act, 2013 (the Act) and the rules made there under;
- ii. The Securities Contracts (Regulation) Act, 1956 (‘SCRA’) and the rules made there under;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (‘SEBI Act’):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
 - (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- vi. Prudential Regulations applicable to NBFCs.

I have also examined compliance with the applicable clauses of the following:

- i. Secretarial Standards issued by The Institute of Company Secretaries of India.
- ii. The Listing Agreements entered into by the Company with Bombay Stock Exchange.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above except to the extent as mentioned below:

1. Whereas in terms of Regulation 31 of SEBI Listing Regulations (LODR), the company was supposed to intimate Shareholding pattern to the Stock Exchange within 21 days of end of each quarter, however same had been complied after the said period for 1st and 2nd quarter respectively.
2. Whereas in terms of Regulation 7(3) of SEBI Listing Regulations (LODR), The company was supposed to furnish compliance certificate certifying maintenance of physical and electronic transfer facility within 30 days of end of each Half financial year to the stock exchange, however same had been complied for first half year ending 30th September 2019, after the prescribed period.
3. Whereas in terms of Regulation 34 of SEBI Listing Regulations (LODR), The Company was supposed to furnish Annual Report to the Stock Exchange within 21 working Days of it being approved and adopted in Annual General Meeting, however same had been complied after the prescribed period.
4. Whereas in terms of Regulation 44 listing regulations (LODR), Voting results of the Annual General Meeting had to be published within 48 hours of the conclusion of AGM, but same were published after the said period.

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

I further report that there are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

I further report that during the audit period the company has not undertaken any events/ actions in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. which in our opinion have a major bearing on the company's affairs.

Signature:

Place: New Delhi
Date: 31st July 2020

Name of the Company Secretary in Practice: Chetan Gaur
s/d
ACS No: 37455
COP No: 19223
UDIN: A037455B000538912

Annexure “B” to Board’s Report

Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm’s length transactions under third proviso thereto.

Details of material contracts or arrangement or transactions at arm’s length basis

S. No.	Particulars	Details
a	Name of the related party	Arora and Bansal
	Nature of relationship	Two Directors of the company are Partners of the Firm Arora and Bansal
b	Nature of Contract/arrangement/transaction	Consultancy Services
c	Duration of the Contracts/arrangements/transaction	Yearly
d	Salient terms of the Contracts or arrangement or transaction including the value	Quarterly payments
e	Justification for entering into such contracts or arrangements or transaction	The transactions related to consultancy

		services are at arm's length.
f	Date of approval of Board	16 th May 2019
g	Amount paid as advances, if any	-

For Kinetic Trust Limited

Sd/-

(Rajesh Arora)

Director
DIN: 00662396

Annexure "C" to Board's Report

STATEMENT OF PARTICULARS OF EMPLOYEES PURSUANT TO SECTION 197 OF THE COMPANIES ACT, 2013 READ WITH RULE 5(2) COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

Details of employees in terms of remuneration:-

Name of Employee	Designation	Remuneration
Vinod Bansal	Director	NIL
Rajesh Arora	Director	NIL
Sanjeev Arora	Director	NIL
Ashok Kumar Juneja	Director	NIL
Vinay Bhatia	Director	NIL
Kiran Duggal	Director	NIL

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

This Annual Report 2019-20 of Kinetic Trust Limited is made up of the strategic report which includes Report of Board of Directors, Management Discussion and analysis; and the corporate governance report, the financial statements, notes and additional information as required under the Companies Act, 2013 ('THE ACT') and the Securities and Exchange Board of India (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 ('LISTING REGULATIONS').

CAUTIONARY STATEMENT

Statements in this Annual Report, particularly those that relate to Management Discussion and Analysis, describing the Company's objectives, projections, estimates and expectations, may constitute 'forward-looking statements' within the meaning of applicable laws and regulations. Although the expectations are based on reasonable assumptions, the actual results might differ.

The year 2019-20 was witnessed several past pace events, punctuated by significant and unpredictable political and economic changes. With global economic recoveries still remaining subdued, the popular disclosure over relentless news of unconventional monetary policy support has now started to pave way for a prudent physical fiscal policy in countries like USA, UK and Japan.

ENVIRONMENT AND SAFETY

The company is conscious of the need for clean and safe environment.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

The Company has proper and adequate systems of internal controls commensurate with its size and nature of operations that provides reasonable assurance that all assets are safeguarded, transactions are authorized, recorded and reported properly and applicable statutes and corporate policies are duly complied with. The Internal Audit function reviews the execution of all ongoing projects involving significant expenditure to ensure that project management controls are adequate.

The Audit committee of the Board of Directors is actively engaged in reviewing and overseeing adequacy and effectiveness of internal control systems, financial disclosures and suggests improvements for strengthening them, and reviewing your Company's risk management policies, so that vision and mission of the Company can be achieved.

CAUTIONARY STATEMENT

Statement in this Management Discussion and Analysis describing the company's objective, projections, estimates, expectations or predictions may be "forward looking statements" within the meaning of applicable laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the company's operations, economic conditions, changes in the Government regulations, tax laws and other statutes and other incidental factors.

For and on behalf of the Board
Sd/-
Rajesh Arora
Director
DIN: 00662396

CORPORATE GOVERNANCE REPORT

(Forming part of Director's Report for the year ended 31st March 2020)

In accordance with the provisions of the SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 (hereinafter referred to as 'SEBI Listing Regulations, 2015'), which were made applicable with effect from 1 December 2015, given below are the corporate governance policies and practices of Kinetic Trust Ltd. ('the Company' or 'KTL') for the year 2019-20.

This Report, therefore, states compliance as per requirements of the Companies Act, 2013 and SEBI Listing Regulations, 2015, as applicable to the Company. As will be seen, the Company's corporate governance practices and disclosures have gone well beyond complying with the statutory and regulatory requirements stipulated in the applicable laws, including SEBI Listing Regulations, 2015.

COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

The company believes that good corporate governance is essential to achieve long term corporate goals and enhance Stakeholders value. The commitment of the Kinetic Trust Limited to the highest standards of good corporate governance practices predates SEBI and the provisions of the recent SEBI Listing Regulations, 2015. Ethical dealings, transparency, fairness, disclosure, accountability and compliance of law in all facets of operations, leading to best standards of corporate governance.

BOARD OF DIRECTORS

Composition, Category and Attendance at Meeting

The Board of Directors of the company consists of eminent persons with considerable professional expertise and experience in business and industry, finance, management and legal. The Board comprises of 6 Directors including one woman director and composition of Board of Directors of the company is in conformity with regulation 17(1) of the SEBI LODR, 2015 and applicable provisions of the Companies Act, 2013.

In keeping with the commitment of the Management to the principle of integrity and transparency in business operations for good corporate governance, the Company's policy is to have an appropriate blend of executive and independent directors to maintain the independence of the Board and to separate the Board functions of governance and management.

Composition

As on 31 March 2019, the Board of the Company consisted of six directors, of whom one was executive, two were non-executive independent, two were non-executive and one was non-executive and non-independent woman director). The Board has no institutional nominee director.

Category	No. of Directors	%
Promoters/ Executive Directors/Woman Director	4	60%
Independent Non-executive Directors	2	40%

Number of Meetings of the Board

During the financial year 2019-20, the Board of Directors met six times. The gap between any two meetings has been less than one hundred and twenty days.

DIRECTORSHIPS AND MEMBERSHIPS OF BOARD COMMITTEES

Details of directorships and memberships in various committees as held by the directors of the Company are

given in Table 1.

Table 1: Number of directorships/committee positions of directors as on 31st March 2020

Name of Director	Category of Directorships	No. of Board Meetings attended	Last AGM attended	No. of other Directorships held in public companies	No. of other committee Memberships
Vinod Bansal	Non- Executive	6	Yes	-	1
Rajesh Arora	Non- Executive	6	Yes	-	2
Ashok Juneja	Chairman, Non-Executive Director, Independent	6	Yes	1	3
Vinay Bhatia	Independent Non- Executive	6	Yes	-	3
Kiran Duggal	Non-Executive, Woman Director	4	Yes	-	-
Sanjeev Arora	Whole-time Director	6	Yes	-	-

REVIEW OF LEGAL COMPLIANCE REPORTS

During the year, the Board periodically reviewed compliance reports with respect to the various laws applicable to the Company, as prepared and placed before it by the Management.

CODE OF CONDUCT

Regulation 17(5) of the SEBI Listing Regulations, 2015 requires listed companies to lay down a Code of Conduct for its directors and senior management, incorporating duties of directors as laid down in the Companies Act, 2013.

As required under clause 49 of the erstwhile Listing Agreement (now corresponding to regulation 17(5) of the SEBI Listing Regulations, 2015), the Board has adopted a Code of Conduct for all Directors and Senior Management of the Company and the same has been placed on [http:// www.ktl.co.in](http://www.ktl.co.in)

All Directors and Senior Management personnel have affirmed compliance with the Code for 2019-20. A declaration to this effect signed by the Director is given in this Annual Report.

MAXIMUM TENURE OF INDEPENDENT DIRECTORS

The maximum tenure of independent directors is in accordance with the Companies Act, 2013 and regulation 25(2) of the SEBI Listing Regulations, 2015.

FORMAL LETTER OF APPOINTMENT TO INDEPENDENT DIRECTORS

The Company issues a formal letter of appointment to independent directors in the manner as provided in the Companies Act, 2013. As per regulation 46(2) of SEBI Listing Regulations, 2015, the terms and conditions of appointment of independent directors are placed on the Company's website www.ktl.co.in

PERFORMANCE EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and SEBI Listing Regulations, 2015, the Board has carried out an annual performance evaluation of its own performance, and that of its Committees and individual directors.

During the year under review, SEBI vide its circular dated 5 January 2017 came out with a Guidance Note of Board Evaluation, which was to be adopted by the Company, as considered appropriate. The performance evaluation criteria for the Board, Committees of the Board, Chairperson and Directors were accordingly modified by the Board at its meeting held on 12th February 2018, as approved and recommended by the Nomination and Remuneration Committee.

REMUNERATION POLICY

The Board, on the recommendation of the Nomination and Remuneration Committee, has framed a Remuneration Policy providing (a) criteria for determining qualifications, positive attributes and independence of directors and (b) a policy on remuneration for directors, key managerial personnel and other employees. The Remuneration Policy is placed on <http://www.ktl.co.in>

FAMILIARIZATION PROGRAMMES

With a view to familiarizing the independent directors with the Company's operations, as required under regulation 25(7) of the SEBI Listing Regulations, 2015, the Company has held various familiarization programmes for the independent directors throughout the year on an ongoing and continuous basis.

The details of such familiarization programmes are placed on <http://www.ktl.co.in>

WHISTLE BLOWER POLICY/VIGIL MECHANISM

Pursuant to section 177(9) of the Companies Act, 2013 and clause 49 of the erstwhile Listing Agreement (now corresponding to regulation 22 of the SEBI Listing Regulations, 2015).

The Whistle Blower Policy/Vigil mechanism provides a mechanism for the director/employee to report, without fear of victimization, any unethical behavior, suspected or actual fraud, violation of the Code of Conduct etc. which are detrimental to the organization's interest. The mechanism protects whistle blower from any kind of discrimination, harassment, victimization or any other unfair employment practice. The Company affirms that no employee has been denied access to the Audit Committee.

The directors in all cases and employees in appropriate or exceptional cases will have direct access to the Chairman of the Audit Committee. The said Policy is placed on the Company's website www.ktl.co.in

RELATED PARTY TRANSACTIONS

All related party transactions (RPTs), which were entered into by the Company during the year under review, were on arms' length basis and in the ordinary course of business and did not attract provisions of section 188 of the Companies Act, 2013 and were also not material RPTs under regulation 23 of the SEBI Listing Regulations, 2015.

During the year 2019-20, as required under section 177 of the Companies Act, 2013 and regulation 23 of the SEBI Listing Regulations, 2015, all RPTs were placed before Audit Committee for approval.

A statement showing the disclosure of transactions with related parties as required under Accounting Standard 18 is set out separately in this Annual Report.

There were no material transactions entered into with related parties, during the year under review, which may have had any potential conflict with the interests of the Company.

A Policy on materiality of RPTs and also on dealing with RPTs has been formulated by the Board and is placed on <http://www.ktl.co.in>

DISCLOSURES

Suitable disclosures have been made in the financial statements, together with the Management's explanation in the event of any treatment being different from that prescribed in the Accounting Standards.

COMMITTEE OF THE BOARD

AUDIT COMMITTEE

Constitution and composition

All members of the Audit Committee are independent, non-executive directors and are 'financially literate' as required by regulation 18(1)(c) of the SEBI Listing Regulations, 2015. Moreover, the Chairman and members of the Audit Committee have 'accounting or related financial management expertise'.

Meetings, attendance and topics discussed

During 2019-20, the Audit Committee met five times. The meetings were scheduled well in advance and not more than one hundred and twenty days elapsed between any two meetings.

In addition to the members of the Audit Committee, these meetings were attended by the heads of finance, internal audit functions and the statutory auditor of the Company and those executives who were considered necessary for providing inputs to the Committee.

Table 2: Composition of the Audit Committee and attendance record of members for 2019-20

Name of Director	Designation	Nature of Directorship	No. of Audit Committee attended
Ashok Juneja	Chairman	Chairman, Non-Executive Director	4/4
Vinod Bansal	Member	Non- Executive	4/4
Vinay Bhatia	Member	Independent Non- Executive	4/4

NOMINATION & REMUNERATION COMMITTEE:

The appointment and remuneration committee has been duly constituted. However, the Directors are not paid any remuneration as on date. The company has formed the committee under the provisions of section 178 of the Companies Act, 2013 and Companies (Meetings of Board and its Powers) Rules, 2014 and SEBI LODR.

Table 3: Composition of the Nomination and Remuneration Committee and attendance record of members for 2019-20.

Name of Director	Designation	Nature of Directorship	No. of Nomination & Remuneration attended
Vinay Bhatia	Chairman	Independent Non-Executive	4/4
Rajesh Arora	Member	Promoter/ Non-Executive	4/4
Ashok Juneja	Member	Non-Executive Director	4/4

SHAREHOLDERS/INVESTORS GRIEVANCE COMMITTEE

The Company has a shareholders/investors grievance committee of directors to look into the redressal of complaints of investors such as transfer or credit of shares, non-receipt of dividend / notices / annual reports, etc. The nomenclature of the said committee was changed to stakeholders' relationship committee in the light of provisions of the Act and revised clause 49 of the Listing Agreement.

I Meeting of the stakeholders' relationship committee was held during the year on March 31, 2020.

II The Stakeholders' Relationship Committee is duly constituted.

III Name, designation and address of Compliance Officer:

Mr. Ved Prakash
Compliance Officer,
Kinetic Trust Limited
1406, Vikram Tower
16 Rajendra Place
New Delhi-110008

Table 4: Composition of the Stake Holders Relationship Committee is as under:

Name of Director	Designation	Nature of Directorship
Vinay Bhatia	Chairman	Independent Non- Executive
Rajesh Arora	Member	Promoter/ Non-Executive
Ashok Juneja	Member	Non-Executive Director

DISCLOSURES

The company has provided consultancy services to its associate firm. The company has not entered into any other transaction of material nature with the promoters, the Directors or the management, their subsidiaries or relatives, etc., that may have any potential conflict with the interests of the company.

The company has complied with the requirements of the stock exchanges, SEBI and other statutory authorities on all matters related to capital markets during the last three years. There were no penalties imposed nor any

strictures passed on the company by the stock exchanges, SEBI or any other statutory authority relating to the above.

GENERAL BODY MEETING

Location and Time of General Body Meeting:

The details of location, date and time of AGMs held during last three years are given as under:

Financial Year	Date	TIME	VENUE
2016-17	28.09.2017	12.30 P. M	527R, City Tower 2 nd Floor, Ludhiana
2017-18	28.09.2018	12.30 P. M	527R, City Tower 2 nd Floor, Ludhiana
2018-19	28.09.2019	12.30 P.M	527R, City Tower 2 nd Floor, Ludhiana

a. Special Resolutions:

Details of special resolution passed by the Company in any of its previous three AGMs:

Financial Year	Date	TIME	Details of special resolutions(s) passed at the Annual General Meetings
2016-17	28.09.2017	12.30 P.M.	No special resolutions were passed
2017-18	28.09.2018	12.30 P.M.	No special resolutions were passed
2018-19	28.09.2019	12.30 P.M.	No special resolutions were passed

b. Postal Ballot:

No Postal Ballot was conducted during the year 2019-20.

MEANS OF COMMUNICATION

The un-audited quarterly results are published in the newspapers and are not being sent to each household of shareholders and are displayed at the website of the Company. The results are usually published in the following newspapers:

1. Business Standard Hindi
2. Business Standard English

The Limited Review Reports of the financial results for the respective quarters were obtained from the statutory Auditors of the Company and also filed with the Stock Exchange(s).

GENERAL SHAREHOLDER INFORMATION

(a) Forthcoming Annual general Meeting:

Date	30.09.2020
Time	12:30 P.M.
Venue	Via Audio-Video/Video Conferencing mode

(b) Financial Year

The Company's financial year is from 1st April to 31st March.

(c) Date of Book Closure & Dividend payment Date:

The Book Closure will be from 24th September, 2020 up to 30th September, 2020 (both days inclusive). The company has not declared any dividend.

(d) Listing on Stock Exchange:

The Equity shares of the Company are listed on:

- Bombay Stock Exchange Ltd.

(e) Registrar and Transfer Agents:

The Link Intime Private Limited is the Registrar and Share Transfer Agent (RTA) of the Company. The Shareholders/ Investors are requested to contract for all correspondence/ queries at the following address:

Unit: M/s Link Intime India Private Limited
Address: 44, Community Centre, IInd Floor,
Naraina Industrial Area
Phase-1, Near PVR Naraina,
New Delhi-110028
Tel. No.: 011-41410592,93,94
Email: bharatb@linkintime.co.in

(f) Listing Fees as applicable have been paid.

(g) Address for Correspondence:

- (i) All work related to Shares Registry, both in physical and electronic form, is handled by the Company's Registrar & Transfer Agent at the following address:

M/s Link Intime India Private Limited
44, Community Centre, IInd Floor,
Naraina Industrial Area,
Phase-1, Near PVR Naraina
New Delhi-110028

- (ii) Mr. Ved Prakash is the Compliance Officer of the Company and Investors' complaint may also be addressed to her at the following address:

M/s Kinetic Trust Limited
1406, Vikram Tower,
16, RajendraPlace,
New Delhi-110008.

(h) Distribution of Shareholding as on 31st March, 2020:

Shareholding position as on 31st March 2020

	HOLDERS	SHARES
PHYSICAL	751	3139900
NSDL	94	85710
CDSL	99	134390
Total	944	3360000

- (i) **Directors Seeking Re-appointment: Mr. Rajesh Arora**
- Mr. Rajesh Arora was appointed as director of the company on 12th August, 1992. He is one of the Key Promoters of the company.
- Directorship in other Companies:** - Kinsoft Solutions Private Limited
A & B Corporate Consultants Private Limited

OTHER REQUIREMENTS UNDER SEBI (LISTING OBLIGATIONS & DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

(a) Non-Executive Chairman's Office & Tenure of Independent Directors

The Chairman of the Board and all Independent Directors are appointed/re-appointed in accordance with guidelines determined by the Board from time to time. The Board of Directors elects Non-Executive Chairman among them for every meeting. Hence the provision of Non-Executive Director's office is not applicable to the Company.

An independent director shall hold office for a term up to five consecutive years on the Board of a company and shall be eligible for reappointment for another term of up to five consecutive years on passing of a special resolution by the company.

Provided that a person who has already served as an independent director for five years or more in a company as on October 1, 2014 shall be eligible for appointment, on completion of his present term, for one more term of up to five years only.

Provided further that an independent director, who completes his above mentioned term shall be eligible for appointment as independent director in the company only after the expiration of three years of ceasing to be an independent director in the company.

(b) Shareholders' Rights

The Quarterly, Half-Yearly and Annual Financial Results of the Company are published in English language in newspapers having nation-wide circulation and also in regional language newspaper of the region where registered office of the Company is situated.

(c) Whistle-Blower Policy

The Company intends to promote a policy for employees to have an open access to the respective Functional Heads, Chief Executives and/or Managing Director so as to ensure ethical and fair conduct of the business of the Company.

CODE OF CONDUCT

The Board has laid down a Code of Conduct which is applicable to all its Directors and other Management Personnel of the Company.

RISK MANAGEMENT

The company has laid down procedures to inform board members about the risk assessment and minimization procedures. The board annually discusses the significant business risks identified by the management and the mitigation process being taken up. Further, a risk management committee comprising senior management is in place for review of risk management on a periodical basis, the summary of decisions of which shall be reviewed by the business committee on a periodical basis. A detailed note on the risk identification and mitigation is included in management discussion & analysis, annexed to the director's report.

CEO/ CFO CERTIFICATION

As required by 17(3) of the SEBI LODR, the Certificate duly signed by the Director and the Head Finance and Accounts of the Company, was placed before the Board of Directors at its meeting held on 16th may 2019. The same is being included in this annual report.

**For and on behalf of the Board
Sd/-**

Date: 14/08/2020
Place: New Delhi

**Rajesh Arora
Director
DIN: 0066839**

DECLARATION OF CODE OF CONDUCT

This is to confirm that the board has laid down a Code of Conduct for all board members and senior management of the company. It is further confirmed that all directors and senior management personnel of the company have affirmed compliance with the Code of Conduct of the company for the year ended 31st March, 2019, as envisaged in clause 49 of the Listing Agreement with stock exchanges (now corresponding to regulation 17(5) of the SEBI Listing Regulations, 2015).

Date: 14/08/2020
Place: New Delhi

**For and on behalf of the Board
Sd/-**

Rajesh Arora

CEO/CFO CERTIFICATION
(Under Regulation 17(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

I certify that:–

- a) I have reviewed the financial statements and the cash flow statement for the year 2019-2020 and that to the best of my knowledge and belief:
- These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - These statements together present a true and fair view of the Bank's affairs and are in compliance with existing accounting standards, applicable laws and regulations;
- b) There are, to the best of my knowledge and belief, no transactions entered into by the Bank during the year 2019-2020 which are fraudulent, illegal or violative of the Bank's code of conduct;
- c) I accept responsibility for establishing and maintaining internal controls and that I have evaluated the effectiveness of the internal control systems of the Bank and I have disclosed to the auditors, deficiencies in the design or operation of the internal control, if any, of which I am aware of and the steps I have taken or propose to take to rectify these deficiencies.
- d) I have indicated to the Auditors:
- Significant changes in internal control over the financial reporting during the year 2019-2020:
 - Significant changes in accounting policies during the year 2019-2020 and that the same have been disclosed in notes to the financial statements; and
 - There are no instances of significant fraud of which I have become aware and the involvement therein of the management or an employee having a significant role in the Bank's internal control system over the financial reporting

For Kinetic Trust Limited

Sd/-

**Ranjan Kumar
(CFO)**

**The Board of Directors
Kinetic Trust Limited
Ludhiana**

Re: Auditor's Certificate on Corporate Governance

We have examined the compliance of conditions of corporate governance by Kinetic Trust Limited for the year ended 31stMarch 2020, as stipulated in Regulations 34(3) of the SEBI (Listing Obligations & Disclosure Requirements).

The compliance of conditions of corporate governance is the responsibility of the Management. Our examination was limited to a review of the procedures and implementation thereof, adopted by the company for ensuring the compliance of the conditions of corporate governance. It is neither an audit nor an expression of opinion on the financial statements of the company.

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Directors and the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned SEBI LODR.

We state that there are no investors grievances pending for a period exceeding one month against the company as per the records maintained by the shareholder's/ Investor's grievance committee.

We further state that such compliance is neither an assurance as to the future viability of the company nor the efficiency or effectiveness with which the management has conducted the affairs of the company.

**For C Gaur & Associates
Company Secretaries**

Sd/-

Membership: A37455

UDIN: A037455B000672298

Date: 13/08/2020

Place: New Delhi

INDEPENDENT AUDITOR'S REPORT

To
The Members
M/s KINETIC TRUST LIMITED

Report on the Audit of Standalone Financial Statements

Opinion

We have audited the accompanying Financial Statements of **M/s KINETIC TRUST LIMITED**, which comprise the Balance Sheet as at **31st March 2020**, the Statement of Profit & Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Cash Flow Statement for the period then ended and a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone 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 31st March, 2020, and its loss, total comprehensive income, the changes in equity and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit of the standalone financial statements in accordance with the Standards on Auditing specified under section 143(10) of the Act (SAs). Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India (ICAI) together with the independence requirements that are relevant to our audit of the standalone financial statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the standalone financial statements of the current period. These matters were addressed in the context of our audit of the standalone financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. However, there are no key audit matters to be reported separately for the current period.

Information Other than the Standalone Financial Statements and Auditor's Report thereon

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexures to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon.

Our opinion on the standalone financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the standalone financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the standalone financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India. 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 were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors is responsible for overseeing the Company's financial reporting process.

Auditor's Responsibility for the audit of Standalone Financial Statements

Our objectives are to obtain reasonable assurance about whether the standalone financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters,

the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the standalone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on other Legal & Regulatory requirements

- 1) As required by the Companies (Auditor's Report) Order, 2016 issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Companies Act, 2013, and on the basis of such checks of the books and records of the company as we considered appropriate and according to the information and explanations given to us, we give in the Annexure -A, a statement specified in paragraph 3 and 4 of the said order.
- 2) As required by Section 143 (3) of the Act, we 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 purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Statement of Profit and Loss including Other Comprehensive Income, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act.
 - (e) On the basis of the written representations received from the directors as on 31st March, 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2020 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". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting and
 - (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197(16) of the Act, as amended:

In our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the company to its directors during the year is in accordance with the provisions of section 197 of the Act.

(h) With respect to the 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 does not have any pending litigations which would impact its financial position.

(ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

(iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

3) As required by the Non –Banking Financial Companies Auditor's Report (Reserve Bank) directions and on the basis of such checks of the books and records of the company as we considered appropriate and according to the information and explanations given to us, we give our observations as under:-

a)

(i) The Company is registered as NBFC with the Reserve Bank of India as required U/S 45-A of the Reserve Bank of India Act, 1934 and the Certificate of the registration has been granted.

(ii) The company is entitled to hold COR issued by Bank in terms its assets and income patterns as on 31 March of the applicable year.

(iii) This company is classified as Loan Company, therefore this clause is not applicable to the company.

(iv) This company is not classified as NBFC – Micro Finance Institutions, therefore this clause is not applicable to the company.

(v) As the Company is not accepting/holding public deposits, clause 'B' of paragraph 3 of the NBFC Auditor's Report (Reserve Bank) Directions, 2008 is not applicable to this company.

b)

(i) The Board of Directors has passed a resolution for the non-acceptance of any public deposits.

(ii) The Company has not accepted any public deposits during the relevant year.

(iii) The Company has complied with the prudential norms relating to income recognition, accounting standards, assets classification and provisioning for bad & doubtful debts as applicable to it.

(iv) As the Company is not a “Systematically Important Non Deposit Taking NBFC”, Sub-clause 'IV' of paragraph C of the NBFC Auditor's Report (Reserve Bank) Directions, 2008 is not applicable to this company.

c) The company has not received any specific direction from banks, clause 'D' of the paragraph 3 of NBFC Auditor's Report (Reserve Bank) Directions, 1998 is not applicable to the company.

For Sunita Agrawal & Co

**Chartered Accountants
FRN: 515225C**

**Sunita Agrawal
M. No.:095196
UDIN: 20095196AAAAEI2998**

**Place: New Delhi
Date: 12.06.2020**

ANNEXURE – A, TO THE INDEPENDENT AUDITOR’S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF “KINETIC TRUST LIMITED - REPORT UNDER THE COMPANIES (AUDITOR’S REPORT) ORDER, 2016.

In terms of the information and explanations sought by us and given by the company and the books and records examined by us in the normal course of audit and to the best of our knowledge and belief, we state that: -

- 1)
 - a) The company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
 - b) The Company has a regular programme of physical verification of its fixed assets at reasonable intervals and no material discrepancies were noticed on such verification.
 - c) According to information & explanation given to us and on the basis of our examination of the records of the company, all the immovable properties are held in the name of the company during the year under references.
- 2) The company is NBFC, primarily in financial services. Accordingly, the company holds investment in securities and no discrepancies found by the management of the company.
- 3) As explained to us, the company had not granted any loans, secured or unsecured, to any companies, firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Act.
- 4) 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, investments, guarantees and security during the year under reference.
- 5) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits in contravention of Directives issued by Reserve Bank of India and the provisions of section 73 to 76 or any other relevant provisions of the Act and the rules framed there under, wherever applicable.
- 6) The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Companies Act 2013.
- 7)

- a) According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted / accrued in the books of account in respect of undisputed statutory dues including provident fund, investor education protection fund, employees' state insurance, income tax, sales tax, service tax, custom duty, excise duty, cess and other statutory dues have been regularly deposited during the year by the Company with the appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in respect of income tax, service tax, sales tax, custom duty, excise duty, cess and other statutory dues were in arrears, as at 31st March 2020 for a period of more than six months from the date they became payable.

- b) According to the information and explanations given to us, there are no material dues of income tax, service tax, sales tax, custom duty, excise duty, cess and other statutory dues which have not been deposited with the appropriate authorities on account of any dispute.
- 8) 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.
- 9) 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.
- 10) Based upon the audit procedures performed and according to the information and explanations given to us, no fraud by the company or any fraud on the company by its officers or employees has been noticed or reported during the course of our audit, that causes the financial statements to be materially misstated.
- 11) According to the information and explanations given to us and based on our examination of the records of the company, no managerial remuneration has been paid or provided by the company. Accordingly, paragraph 3(xi) of the Order is not applicable.
- 12) 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.
- 13) According to the information and explanations given to us and based upon the audit procedures performed and according to the information and explanations given to us, all transactions with related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial statements etc. as required by the applicable accounting standards.
- 14) 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 under review.
- 15) 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 any

non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.

The company is already registered under section 45-IA of the Reserve Bank of India Act, 1934.

For Sunita Agrawal & Co
Chartered Accountants
FRN: 515225C

Sunita Agrawal
M. No.:095196
UDIN: 20095196AAAAEI2998

Place: New Delhi
Date: 12.06.2020

ANNEXURE – B, TO THE INDEPENDENT AUDITOR’S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF “KINETIC TRUST LIMITED”.

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

"We have audited the internal financial controls over financial reporting of “KINETIC TRUST LIMITED” as of 31st March 2020 in conjunction with our audit of the standalone financial statements 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 to 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 preparation 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 Controls 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

was 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 auditor's judgement, 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 of the company.

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 generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) 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

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the 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 system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2020, 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.

For Sunita Agrawal & Co
Chartered Accountants
FRN: 515225C

Sunita Agrawal
M. No.:095196
UDIN: 20095196AAAAEI2998

Place: New Delhi
Date: 12.06.2020

KINETIC TRUST LIMITED
BALANCE SHEET AS AT 31.03.2020

(Currency : Indian Rupees)

	Particulars	Note No.	As at 31.03.2020	As at 31.03.2019
A	Assets			
	(1) Financial Assets			
(a)	Cash & Cash Equivalents	1	32,133	30,429
(b)	Bank Balance other than (a) above			
(c)	Derivative financial Instruments			
(d)	Receivables			
(i)	Trade Receivables	2	8,383,988	7,215,267
(ii)	Other Receivables		-	-
(c)	Loans	3	33,526,406	33,186,406
(d)	Investments	4	2,100,000	2,100,000
(g)	Other Financial assets			
	(2) Non-Financial Assets			
(a)	Inventories		-	-
(b)	Current Tax Assets (Net)		-	-
(c)	Deffered Tax Assets (Net)		-	-
(d)	Investment Property		-	-
(e)	Biological assets other than bearer plants		-	-
(f)	Property, Plant & Equipments	5	2,452,104	2,469,049
(g)	Capital Work - In - Progress		-	-
(h)	Intangible assets under development		-	-
(i)	Goodwill		-	-
(j)	Other Intangible assets		-	-
(k)	Other Non-Financial Assets	6	501,599	1,287,869
	Total Assets		46,996,230	46,289,020
B	Liabilities and Equity			
	Liabilities			
	(1) Financial Liabilities			
(a)	Derivative Financial Instruments			
(b)	Payables			
	(I) Trade Payables	7		
(i)	Total outstanding dues of micro enterprises and small enterprises		-	-
(ii)	Total outstanding dues of creditors other than micro enterprises and small enterprises		3,673,438	1,708,351
	(II) Other Payables	8		
(i)	Total outstanding dues of micro enterprises and small enterprises		-	-
(ii)	Total outstanding dues of creditors other than micro enterprises and small enterprises		4,447,707	4,376,330
(c)	Debt Securities			
(d)	Borrowings(Other than Debt Securities)	9	350,000	350,000
(e)	Deposits			
(f)	Sub-ordinated Liabilities			
(g)	Other financial liabilities			
	(2) Non Financial Liabilities			
(a)	Current Tax Liabilities (Net)	10	-	1,099,887
(b)	Provisions	11	125,731	121,205
(c)	Deferred Tax Liabilities (Net)	12	33,521	34,701
(d)	Other Non-Financial Liabilities		-	-
	(3) Equity			
(a)	Equity Share Capital	13	33,600,000	33,600,000
(b)	Other Equity			
(i)	Revaluation Reserve		129,200	129,200
(ii)	Statutory Reserve		463,599	463,599
(iii)	Retained Earnings		4,173,033	4,405,748
	Total Liabilities and Equity		46,996,230	46,289,020
			0	0

Notes referred to above and notes attached there to form an integral part of Balance Sheet
This is the Balance Sheet referred to in our Report of even date.

For Sunita Agrawal & Co.
Chartered Accountants
FRN:-515225C

FOR KINETIC TRUST LIMITED

Sunita Agrawal
Partner
M.No.- 095196
UDIN | 20095196AAAAEI2998

VINOD BANSAL
DIRECTOR
DIN- 00044111

RAJESH ARORA
DIRECTOR
DIN- 00662396

Date:- 12.06.2020
Place : New Delhi

Ved Prakash
Company Secretary

KINETIC TRUST LIMITED
STATEMENT OF PROFIT AND LOSS
FOR THE YEAR PERIOD ENDED ON 31.03.2020

(Currency : Indian Rupees)

Sr. No.	Particulars	Note No.	For the Period Ended 31.03.2020	For the Year Ended 31.03.2019
	Revenue from Operations	14		
(i)	Interest Income		1,330,800	1,833,696
(ii)	Sale of service		-	-
I	Total Revenue from operations		1,330,800	1,833,696
II	Other Income		-	-
III	Total Income (I+II)		1,330,800	1,833,696
	Expenses:			
	Finance Costs	15	2,901	1,177
	Contingent Provision against Standard Assets		4,526	17,454
	Employee Benefits Expenses	16	619,500	559,300
	Depreciation and Amortization Expenses	17	16,946	16,946
	Other Expenses	18	920,821	700,526
IV	Total Expenses (IV)		1,564,694	1,295,403
V	Profit/(Loss) Before Exceptional and Extraordinary Items and Tax	(III-IV)	(233,894)	538,293
VI	Exceptional & Exceptional Items		-	-
VII	Profit/(Loss) Before Tax		(233,894)	538,293
VIII	Tax Expense:			
	(1) Current Tax Expense Relating to Current Year		-	149,676
	(2) Deferred Tax		(1,180)	(11,351)
	Total Tax Expense		(1,180)	138,325
IX	Profit/(Loss) for the Period (VII-VIII)		(232,714)	399,967
X	Other Comprehensive Income			
	A (i) Items that will not be reclassified to profit or loss		-	-
	(ii) Income Tax relating to Items that will not be reclassified to Profit or Loss		-	-
	B (i) Items that will be reclassified to Profit or Loss		-	-
	(ii) Income Tax relating to items that will be reclassified to Profit or Loss		-	-
	Total Other Comprehensive Income For The Period		-	-
XI	Total Comprehensive Income For The Period (IX+X) (Comprising Profit/(loss) and Other Comprehensive Income for the period)		(232,714)	399,967
XIV	Earning per equity share	19		
	Basic Earning Per Share of FV of Rs 10, Rs 10 Paid Up		(0.07)	0.12
	Basic Earning Per Equity Share (Excluding Exceptional Items)		(0.07)	0.12
	Diluted Earning Per Share of FV of Rs 10, Rs 10 Paid Up .		(0.07)	0.12

Notes referred to above and notes attached there to form an integral part of Balance Sheet
This is the Balance Sheet referred to in our Report of even date.

For Sunita Agrawal & Co.
Chartered Accountants
FRN:-515225C

FOR KINETIC TRUST LIMITED

Sunita Agrawal
Partner
M.No.- 095196
UDIN : 20095196AAAAEI2998

VINOD BANSAL
DIRECTOR
DIN- 00044111

RAJESH ARORA
DIRECTOR
DIN- 00662396

Date:- 12.06.2020
Place : New Delhi

Ved Prakash
Company Secretary

KINETIC TRUST LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED ON 31.03.2020

	Particulars	For the Year Ended 31.03.2020		For the Year Ended 31.03.2019
A.	CASH FLOW FROM OPERATING ACTIVITIES			
	Profit before Tax	(233,894)		538,293
	<u>Add Back</u>			
	Provision Against Standard Assets	4,526		-
	Depreciation	16,946		16,946
		(212,422)		555,239
	<u>Deduct:</u>			
	Interest Income	1,330,800		1,833,696
		1,330,800		1,833,696
	Operating Profit before working capital changes	(1,543,222)		(1,278,457)
	Changes in Working Capital			
	(Increase)/Decrease in Trade and Other Receivable	(1,168,721)		325,284
	Increase/ (Decrease) in Current Liabilty and Provisions	2,036,464		919,303
	Increase/ (Decrease) in Current Tax Liabilty	(1,099,887)		-
	(Increase)/Decrease in Non Financial Assets	786,270		-
		554,126		1,244,587
	Cash Generated from Operations	(989,096)		(33,870)
	<u>Deduct:</u>			
	Current Tax	-		149,676
	NET CASH INFLOW FROM OPERATING ACTIVITIES ----	(989,096)		(183,547)
B.	CASH FLOW FROM INVESTING ACTIVITIES			
	<u>Outflow</u>			
	Purchase of Fixed Assets	-		-
	Increase/(Decrease) in Investment	-		-
		-		-
	<u>Inflow</u>			
	Interest Income	1,330,800		1,833,696
	NET CASH USED IN INVESTING ACTIVITIES ----'B'	1,330,800		1,833,696
C.	CASH FLOW FROM FINANCING ACTIVITIES			
	(Increase)/Decrease in Loan and Advance	(340,000)		(1,668,061)
		(340,000)		(1,668,061)
	NET CASH FROM FINANCING ACTIVITIES ----'C'	(340,000)		(1,668,061)
	NET INCREASE/(DECREASE) IN CASH OR CASH EQUIVALENTS (A+B+C)	1,704		(17,913)
	Cash/Cash Equivalents at commencement of the year	30,429		48,342
	Cash/Cash Equivalents at the end of the year	32,133		30,429

As per our Report of even date attached to the Balance Sheet.

For Sunita Agrawal & Co.

Chartered Accountants

FRN:-515225C

FOR KINETIC TRUST LIMITED

Sunita Agrawal

Partner

M.No.- 095196

UDIN : 20095196AAAAEI2998

VINOD BANSAL

DIRECTOR

DIN- 00044111

RAJESH ARORA

DIRECTOR

DIN- 00662396

Date:- 12.06.2020

Place : New Delhi

Ved Prakash
Company Secretary

KINETIC TRUST LIMITED
STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED ON 31.03.2020

Note -13 Equity Share Capital

(A) Equity Share Capital

(i) Detail of Share Capital

Amount In Rs.

Sr. No.	Particulars	As at 31.03.2020		As at 31.03.2019	
		Number of shares	Amount	Number of shares	Amount
1	Authorised Equity shares of Rs. 10 each with voting rights	3,500,000	35,000,000	3,500,000	35,000,000
2	Issued Equity shares of Rs. 10 each with voting rights	3,360,000	33,600,000	3,360,000	33,600,000
3	Subscribed and fully paid up Equity shares of Rs. 10 each with voting rights	3,360,000	33,600,000	3,360,000	33,600,000

(ii) Reconciliation of number of shares outstanding at the beginning and at the end of the reporting year

Amount In Rs.

Sr. No.	Particulars	As at 31.03.2020		As at 31.03.2019	
		No. of Shares	Amount. (Rs)	No. of Shares	Amount. (Rs)
	Equity Shares				
	Shares outstanding at the beginning of the year	3,360,000	33,600,000	3,360,000	33,600,000
	Add : Issued during the year for cash	-	-	-	-
	Less:- Buy Back or any other changes	-	-	-	-
	Shares outstanding at the end of the year	3,360,000	33,600,000	3,360,000	33,600,000

(iii) Details of shares held by each shareholder :

Sr. No.	Class of shares / Name of shareholder	As at 31.03.2020		As at 31.03.2019	
		Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
1	<u>Equity shares with voting rights</u>				
	DD Securities Ltd.	-	-	455,000	13.54%
	Aditya Financial Consultant Pvt.Ltd.	-	-	420,000	12.50%
	Master Flow Pvt. Ltd.	274,000	8.15%	274,000	8.15%
	Striker Finvest Pvt. Ltd.	-	-	240,000	7.14%
	Sarbjit Singh	545,600	16.24%	-	-
	Ranjan Kumar	517,000	15.39%	-	-
	Dinesh Chandra Arya	340,000	10.12%	-	-
	Vikram Gupta	330,000	9.82%	-	-
	Anil Singh	290,100	8.63%	-	-
		2,296,700	68.35%	1,389,000	41.34%

B. Other Equity

Amount In Rs.

Particulars	Share Application Money Pending	RESERVES AND SURPLUS				Total
		Revaluation Reserve	Security Premium Reserves	Statutory Reserve	Retained Earnings	
Balance as at 31.03.2018	-	129,200	-	383,605	4,085,773	4,598,579
Profit for the year					399,968	399,968
Transfer from Retained Earning				79,994		79,994
Transfer To Statutory Reserve					79,994	79,994
Balance as at 31.03.2019	-	129,200	-	463,599	4,405,748	4,998,547
Profit for the year					(232,714)	(232,714)
Transfer from Retained Earning				-		-
Transfer To Statutory Reserve					-	-
Balance as at 31.03.2020	-	129,200	-	463,599	4,173,033	4,765,832

KINETIC TRUST LIMITED
BALANCE SHEET AS ON 31.03.2020

Note : 1 Cash & Cash Equivalents

Amount In Rs.				
Sr. No	Particulars		As at 31.03.2020	As at 31.03.2019
1	Cash-in-Hand			
	Cash Balance		317	1,403
	Sub Total (A)		317	1,403
2	Bank Balance			
	Bank Of India		12,784	13,374
	State Bank of India		19,032	15,652
	Sub Total (B)		31,816	29,026
3	Cheques on Hand	Sub Total ©	-	-
	Total in Rs. [A + B + C]		32,133	30,429

Note : 2 Trade Receivables

Amount In Rs.				
Sr. No	Particulars		As at 31.03.2020	As at 31.03.2019
1	Outstanding for more than six months			
	Unsecured, Considered Good :			
	Exalt Fin Cap Ltd.		3,500,000	3,500,000
	Kinsoft Solutions Pvt. Ltd.		10,050	10,050
	Vishamber Sahai Fin Pvt. Ltd.		3,204,600	2,432,400
	Sanksons Paper Pvt. Ltd.		1,059,378	697,578
	Rector Finlease Pvt. Ltd.		348,000	348,000
	Chilka Fintrade Pvt. Ltd.		261,960	198,240
2	Outstanding for Less Than Six Months			
	Link Intime India Pvt Ltd.		-	28,999
	Total in Rs.		8,383,988	7,215,267

Note : 3 Loans

Amount In Rs.				
Sr. No	Particulars		As at 31.03.2020	As at 31.03.2019
I)	Security Deposit			
	Unsecured, Considered Good :			
	D.E.S.U.		3,000	3,000
	BSE - Fee Deposited under Protest		630,000	-
II)	Other Loans & Advances			
	Unsecured :-			
	Considered Good :			
	Hindson Warehousing		204,603	204,603
	Kinsoft Solutions Pvt. Ltd.		33,000	33,000
	Santosh Kumar Diwedi		50,000	50,000
	Vinay Pal Jain		1,105,380	1,105,380
	Hindustan Rasayan Pvt. Ltd.		1,935,423	1,935,423
III)	Others			
	<i>Advance Recoverable in cash or in kind or for value to be considered good</i>			
	Vishamber Sahai Financiers Pvt. Ltd.		14,300,000	14,300,000
	Chilka Fin Trade Pvt. Ltd.		1,180,000	1,180,000
	Sanksons Paper Pvt. Ltd.		6,410,000	6,700,000
	Rector Finlease Pvt. Ltd.		5,800,000	5,800,000
	Matrix E-services Pvt. Ltd.		1,875,000	1,875,000
	Total in Rs.		33,526,406	33,186,406

Note : 4 Investment

Amount In Rs.				
Sr. No	Particulars		As at 31.03.2020	As at 31.03.2019
1	Investment in Equity Instrument			
	Unquoted Investment			
	Chilka Fin Trade Pvt. Ltd (1,00,000 shares of Rs. 10 each)		1,000,000	1,000,000
	Vishamber Sahai Fin Pvt. Ltd. (30,000 shares of Rs. 10 each)		1,100,000	1,100,000
	Total in Rs.		2,100,000	2,100,000

Note : 6 Other Non-Financial Assets

Amount In Rs.				
Sr. No	Particulars		As at 31.03.2020	As at 31.03.2019
1	Income Tax Refund		125,532	65,437
2	Self Assessment Tax		-	18,600
3	Tax Deducted at Source		133,080	1,133,632
4	GST Input Receivable		242,988	70,200
	Total in Rs.		501,599	1,287,869

KINETIC TRUST LIMITED
BALANCE SHEET AS ON 31.03.2020

Note : 7 Trades Payable

Amount In Rs.

Sr. No	Particulars	As at 31.03.2020	As at 31.03.2019
1	Due to micro enterprises and small enterprises	-	-
2	Due to other than micro enterprises and small enterprises	-	-
	Matrix Processing House	835,982	835,982
	Vikram Tower Maintenance Group	140,196	140,196
	Arora & Bansal	2,697,260	732,173
		3,673,438	1,708,351
	Total in Rs.	3,673,438	1,708,351

Note : 8 Other Payables

Amount In Rs.

Sr. No	Particulars	As at 31.03.2020	As at 31.03.2019
	Due to micro enterprises and small enterprises	-	-
	Due to other than micro enterprises and small enterprises	-	-
1	Audit Fee payable	191,251	146,251
2	Director Sitting Fee Payable	78,000	78,000
3	Electricity Expenses Payable	5,100	7,120
4	Salary Payable	334,678	291,178
5	Expenses Payable	491,921	509,667
6	Jay Ess Worlds Travels	1,076,993	1,076,993
7	Arora and Bansal (Advance against Property)	2,100,000	2,100,000
8	TDS Payable	60,550	7,907
9	Bonus Payable	-	50,000
10	Vinod Bansal	109,214	109,214
		4,447,707	4,376,330
	Total in Rs.	4,447,707	4,376,330

Note : 9 Borrowings (Other than Debt Securities)

Amount In Rs.

Sr. No	Particulars	As at 31.03.2020	As at 31.03.2019
1	Other Loans & Advances	-	-
	Advances ESCROW	350,000	350,000
	Total in Rs.	350,000	350,000

Note : 10 Current Tax Liabilities (Net)

Amount In Rs.

Sr. No	Particulars	As at 31.03.2020	As at 31.03.2019
1	Others	-	-
	Provision for Income Tax	-	1,099,887
	Total in Rs.	-	1,099,887

Note : 11 Provisions

Amount In Rs.

Sr. No	Particulars	As at 31.03.2020	As at 31.03.2019
1	Others	-	-
	Provision Against Standard Assets	125,731	121,205
	Total in Rs.	125,731	121,205

Note- 12 Deferred Tax Liabilities (Net)

Amount In Rs.

Sr. No	Particulars	As at 31.03.2020	As at 31.03.2019
	Deffered Tax Assets	-	-
	Deffered Tax Assets due to Depreciation	-	-
	Deffered Tax Assets due to Business Loss	-	-
	Deffered Tax Assets due to OCI	-	-
	Deffered Tax Assets due to Revenue Exp.	-	-
	Gross Deffered Tax Assets	-	-
	Deffered Tax Liabilities	-	-
	Deffered Tax Liabilities due to Depreciation	33,521	34,701
	Deffered Tax Liabilities due to Business Loss	-	-
	Deffered Tax Liabilities due to OCI	-	-
	Gross Deffered Tax Liabilities	33,521	34,701
	Net Closing Deffered Tax Liabilities	33,521	34,701
	Less:- Opening Net Deffered Tax Liabilities	34,701	46,052
	Deffered Tax (Income)/Exp. During The Year	(1,180)	(11,351)

KINETIC TRUST LIMITED
BALANCE SHEET AS ON 31.03.2020

NOTE-5 PROPERTY, PLANT & EQUIPMENTS

Amount In Rs.

S. No.	Particulars	Gross block			Accumulated depreciation and impairment			Net Block			
		As at 31.03.2019	Additions	Disposals during the year	As at 31.03.2020	As at 31.03.2019	Addition for the year	Deduction for the year	As at 31.03.2020	As at 31.03.2020	As at 31.03.2019
I	<u>TANGIBLE ASSETS</u>										
	Office Building-1406 Vikram Tower	2,868,250			2,868,250	410,557	15,206		425,763	2,442,487	2,457,693
	Plant & Equipment	366,320			366,320	354,964	1,740		356,704	9,616	11,356
	TOTAL (A)	3,234,570	-	-	3,234,570	765,521	16,946	-	782,467	2,452,104	2,469,049
	<u>INTANGIBLE ASSETS</u>										
	TOTAL (B)	-	-	-	-	-	-	-	-	-	-
	CAPITAL WORK-IN-PROGRESS										
	TOTAL (C)	-	-	-	-	-	-	-	-	-	-
	TOTAL (A+B+C)	3,234,570	-	-	3,234,570	765,521	16,946	-	782,467	2,452,104	2,469,049

The Cost of Office Building includes Rs. 22,12,000/- on account of revaluation of office premises at 1406, Vikram Tower, Rajendra Place, New Delhi. Depreciation has been charged only on the original cost of such premises.

KINETIC TRUST LIMITED
BALANCE SHEET AS ON 31.03.2020

<i>Note : 14 Revenue from Operations</i>				
Sr. No	Particulars	For the Period Ended 31.03.2020		For the Year Ended 31.03.2019
	FEES AND SERVICE CHARGES			
	Interest Income (NBFC)	1,330,800		1,833,696
	Total in Rs.	1,330,800		1,833,696
<i>Note : 15 Financial Cost</i>				
Sr. No	Particulars	For the Period Ended 31.03.2020		For the Year Ended 31.03.2019
1	Bank Charges	1,821		1,177
2	Interest Exp.	1,080		-
	Total in Rs.	2,901		1,177
<i>Note : 16 Employment Benefit Expenses</i>				
Sr. No	Particulars	For the Period Ended 31.03.2020		For the Year Ended 31.03.2019
1	Salary	619,500		509,300
2	Bonus to Staff	-		50,000
	Total in Rs.	619,500		559,300
<i>Note : 17 Depreciation & Amortised Cost</i>				
Sr. No	Particulars	For the Period Ended 31.03.2020		For the Year Ended 31.03.2019
1	Depreciation	16,946		16,946
	Total in Rs.	16,946		16,946
<i>Note : 18 Other Expenses</i>				
Sr. No	Particulars	For the Period Ended 31.03.2020		For the Year Ended 31.03.2019
1	Advertisement & Publicity	98,770		44,920
2	Legal & Professional	317,639		36,083
3	Telephone Expense	3,341		5,464
4	Statutory Audit Fee	50,000		15,000
5	Electricity Expense	140,090		144,790
6	Listing Fee	300,000		250,000
7	Property Tax	-		62,088
8	Filing Fees	-		1,200
9	Misc. Exp	3,516		140,981
10	Printing & Stationery	6,018		-
11	Postage & Courier Expense	1,447		-
	Total in Rs.	920,821		700,526
<i>Note-19 Earnings Per Equity Share</i>				
Particulars		For the Period Ended 31.03.2020		For the Year Ended 31.03.2019
Net Profit for The Year		-232,714		399,967
Weighted average number of equity shares outstanding during the year		3,360,000		3,360,000
Basic Earnings Per Share		(0.07)		0.12
BASIC EARNINGS PER EQUITY SHARE (EXCLUDING EXTRAORDINARY ITEMS)				
Net Profit For the Year (Excluding Extraordinary Items)		-232,714		399,967
Weighted average number of equity shares outstanding during the year		3,360,000		3,360,000
		-0.07		0.12
DILUTED EARNINGS PER EQUITY SHARE				
Net profit for the year		-232,714		399,967
Weighted average number of equity shares outstanding during the year		3,360,000		3,360,000
Diluted Earning Per Share		-0.07		0.12

KINETIC TRUST LIMITED

Corporate Information:

Kinetic Trust Limited ("the Company") is a public company incorporated on 12th August, 1992 in India and regulated by the Reserve Bank of India (RBI) as Loan Company - Not accepting public deposit - Non Banking Finance Company (LC-ND-NBFC) engaged in corporate loan financing. Apart from NBFC business the company also provides various services like consultancy services, advisory services etc. for its clients.

NOTE :- 20. SIGNIFICANT ACCOUNTING POLICIES

1. Basis of Preparation of Financial Statements

These financial statements are prepared in accordance with Indian Accounting Standard (Ind AS), under the historical cost convention on the accrual basis, and the provisions of the Companies Act, 2013 ("the Act") (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and relevant amendment rules issued there after. Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

2 . USE OF ESTIMATES

IND AS enjoins management to make estimates and assumptions related to financial statements, cost incurred in the transaction including same to complete the transaction and revenue that affect reported amount of assets, liabilities, revenue, expenses and contingent liabilities pertaining to the year. Actual result may differ from such estimates. Any revision in accounting estimates is recognized prospectively in the period of change and material revision, including its impact on financial statements, is reported in the notes to accounts in the year of incorporation of revision. Revisions to Accounting estimates are recognized in the period in which the estimates are revised and any future periods effected pursuant to such revision.

ACCOUNTING CONVENTION: The Financial statements have been prepared in accordance with the historical cost convention and generally accepted accounting principles. A summary of the important accounting policies, which have been followed consistently, is set out below.

PROPERTY, PLANT & EQUIPMENT: Property, Plant & Equipment are stated at cost of acquisition inclusive of freight & incidental expenses less depreciation thereof.

DEPRECIATION: Depreciation on owned Assets has been charged on straight line method as per life and in the manner prescribed in Schedule-II of the Companies Act 2013. No Depreciation has been charged on additions of Rs. 22.12 lacs, on account of revaluation of the office premises during the year 1993-94.

INVESTMENTS: Investments are valued at cost.

(e) **REVENUE RECOGNITION:**

(i) Income from consultancy and advisory services is accounted for on accrual basis.

(ii) In respect of other heads of income except dividends, the company follows the practice of accounting such income on accrual basis.

(iii) Sales and Purchase of the company consists of the sale and purchase of shares in the secondary market and has been accounted for on accrual basis.

(iv) All the expenses have been accounted for on mercantile basis.

PROVISION FOR TAXATION: Provision for Taxation is computed as per total income returnable under the Income Tax Act, 1961.

DEFERRED TAX: Deferred Tax Liability is provided pursuant to Indian Accounting Standard [IND AS-12 “Income Taxes”]. Deferred Tax Asset and Deferred Tax Liability are calculated by applying tax rates and tax laws that have been enacted or substantively enacted by the Balance Sheet date. Deferred Tax Assets arising mainly on account of brought forward losses and unabsorbed depreciation under tax laws, are recognized, only if there is virtual certainty of its realization, supported by convincing evidence. Deferred Tax Assets on account of other timing differences are recognized only to the extent there is reasonable certainty of its realization.

OTHER ACCOUNTING POLICIES: These are consistent with the generally accepted accounting policies.

3. PROPERTY, PLANTS AND EQUIPMENTS

Property, Plant and Equipment are stated at cost less accumulated depreciation and accumulated losses, if any. Cost includes expenses directly attributable to bringing the Asset to their location and conditions necessary for it to be capable of operating in the manner intended by the management. Subsequent cost are included in the asset's carrying amount or recognized as separate asset, as appropriate, only when it is probable that is future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of any component accounted for as a separate asset is derecognized when replaced. All other repairs and maintenance are charged to profit or loss during the reporting period in which they are incurred. Internally manufactured property, plant and equipment are capitalized at factory cost, including excise duty, wherever applicable.

Assets in the course of construction are capitalized in capital work in progress account. At the point when an asset is capable of operating in the manner intended by the management, the cost of erection/ construction is transferred to the appropriate category of property, plant and equipment cost (net of income and including pre-operative cost / expenses) associated with the commissioning of an asset are capitalized until the period of commissioning has been completed and the asset is ready of its intended use. Property, Plant and Equipment are eliminated from financial statement, either on disposal or when retired from active use. Losses arising in the case of retirement of Property, plant and equipment and gains or losses arising from disposal of property, plant and equipment are recognized in Statement of Profit and Loss in the year of occurrence.

On transition to Ind AS, the Company has elected to continue with the carrying value of all of its property, plant and equipment recognized as at 1st April, 2016 measured

as per the previous GAAP and use that carrying value as the deemed cost of the property, plant and equipment.

Depreciation methods, estimated useful lives and residual value. Depreciation is calculated using the Straight Line Method (SLM) to allocate as per the rate provided in the Schedule II to Companies Act, 2013 having regard to carrying amount of Property, Plant & Equipment as on 01.04.2014, residual value (as prescribed) and remaining useful lives of these assets.

Depreciation on Property, plant and equipment, purchased during current financial year, is provided on SLM Method as per Schedule-II of Companies Act, 2013 having regard to original cost, residual value (as prescribed) and prescribed useful lives of these assets. Intangible Assets if any have been amortized on the basis of straight line method over the useful life.

The assets residual values, useful lives and methods of depreciation are reviewed at each financial year end and adjusted prospectively, if appropriate. Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in the statement of profit and loss within other gains / (losses).

Depreciation on impaired assets is provided on the basis of their residual useful life.

4 INVESTMENTS PROPERTY

Property that is held for long-term rentals yields or for capital appreciation or both, and that is not occupied by the Company, is classified as investment property. Investment property is measured initially at its cost, including related transaction costs and where applicable borrowing costs. Subsequent expenditure is capitalized to the asset's carrying amount only when it is probable that future economic benefits associated with the expenditure will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance costs are expensed when incurred. When part of an investment property is replaced, the carrying amount of the replaced part is derecognized. Investment properties are depreciated using the Straight Line Method (SLM) over their estimated useful lives. The useful life has been determined based on technical evaluation performed by the management's expert. The Residual Life, useful lives and depreciation method of investment properties are reviewed, and adjusted on Prospective basis as appropriate, at each financial year end. The effects of any revision are included in the Statement of Profit and Loss when the changes arise.

However, on transition to Ind AS, the Company has no any Investment Property.

5. INTANGIBLE ASSETS: Intangible Assets have been amortized on the basis of straight line method over the useful life. Intangible Property, Plant & Equipment relating to computer software has been taken under the block computer and related equipment during earlier years and has not been classified under the head intangible Property, Plant & Equipment.

a) Intangible Assets are initially recognized at:

In case the assets are acquired separately then at cost.

In case the assets are acquired in a business combination then at fair value.

In case the assets are internally generated then at capitalized development cost subject to satisfaction of criteria of recognition (identify ability, control and future economic benefit) laid down from clause 11 to17 of IND AS 38.

Following initial recognition, intangible assets are carried at cost less any accumulated amortization and accumulated impairment loss. Research costs are recognized as expense in the period in which it is incurred.

b) Intangible assets with finite useful life are assessed for impairment whenever there is an indication that the intangible assets may be impaired. Intangible assets with infinite useful life including goodwill are tested for impairment annually.

c) Intangible assets with finite useful life are amortized over the useful economic life on a straight line basis. In case of Patents and Trade Marks the useful life is taken to be 10 years and in case of Software, the useful life is taken as 5 years.

6. IMPAIRMENT OF ASSETS.

Company comes in operation from the financial year 1992-93 and in the view of management of the company, no impairment of assets is required.

IMPAIRMENT OF NON-FINANCIAL ASSETS

- a) An asset is deemed impairable when recoverable value is less than its carrying cost and the difference between the two represents provisioning exigency.
- b) Recoverable value is the higher of the 'Value in Use' and fair value as reduced by cost of disposal.
- c) Test of impairment of PPE, investment in subsidiaries / associates / joint venture and goodwill are undertaken under Cash Generating Unit (CGU) concept. For Intangible Assets and Investment Properties it is undertaken in asset specific context.
- d) Test of impairment of assets are generally undertaken based on indication of impairment, if any, from external and internal sources of information outlined in para 12 of Ind AS-36. Non-financial assets other than goodwill that suffered impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

NOTE: - 21 NOTES ON ACCOUNTS ATTACHED TO AND FORMING PART OF THE BALANCE SHEET AS ON 31.03.2020

1. The previous year figures have been regrouped/ rearranged wherever necessary to make them comparable with the figures of current year.

Particulars	Current Year	Previous Year
2. Directors Emoluments:		
Salary (Director)	Nil	Nil
Sitting Fee	Nil	Nil
3. Provision for taxation	Nil	1,49,676/-
4. Dividend	Nil	Nil
5. Foreign Exchange- Inflow	Nil	Nil
Outflow	Nil	Nil

- | | | | |
|-----|--|------------|------------|
| 6. | Director Traveling (Local)
(Foreign) | Nil
Nil | Nil
Nil |
| 7 | Quoted Investments (Rs. In Lacs)
-As per Balance Sheet
-Market Value as on B/S date | Nil
Nil | Nil
Nil |
| 8. | The company has no subsidiaries. | | |
| 9. | The balances of sundry debtors, creditors and loans and advances are subject to confirmation. | | |
| 10. | Related Party Disclosure:
Related party disclosure as required by Ind AS -24 "Related Party Disclosures" are given below: | | |

Directors:-

Mr. Sanjeev Arora (WTD)
 Mr. Vinod Bansal
 Mr. Rajesh Arora
 Mr. Ashok Juneja
 Mr. Vinay Bhatia
 Mrs. Kiran Duggal
 Ms. Radhika Jhunjunwala (From 16.05.2019 to 03.12.2019)

Associates Company/ Firm:-

M/s Arora & Bansal
 M/s City Heights Developers & Promoters P. Ltd.
 M/s Blake Townships Pvt. Ltd.
 M/s Kinsoft Solutions Pvt Ltd.
 M/s A & B corporate consultants Pvt. Ltd.

 M/s Jade Townplanners P. Ltd.
 M/s Swatantra Consultants P. Ltd.
 M/s ACE Innovators P. Ltd.
 M/s Coral Townplanners P. Ltd.
 M/s Dolphin E-Services P. Ltd.
 M/s Cantel Communications P. Ltd.
 M/s Matrix E- services Pvt. Ltd.

Transaction with Related Party :-

Name	Nature of Transaction	Transaction During the year	Balance as on 31.03.2020	Balance as on 31.03.2019
ACE	Consultancy	Nil	8,35,982/-	8,35,982/-

Innovators P. Ltd. (Matrix Processing House)	Services		Cr.	Cr.
Kinsoft Solutions Ltd.	Trade Receivable	Nil	10,050/- Dr.	10,050/- Dr.
Arora Bansal	Payment & Receipt	2,90,000/- 22,55,086/-	26,97,259/-	7,32,173/- Dr.
Arora Bansal	Advance Against Property	Nil	21,00,000/- Cr.	21,00,000/- Cr.
Kinsoft Solutions Ltd.	Loan & Advance	Nil	33,000/- Dr.	33,000/- Dr.
Matrix Services Pvt. Ltd.	Loan & Advances	Nil	18,75,000/- Dr.	18,75,000/- Dr.
Vinod Bansal	Exp. Payable	Nil	1,09,214/-	1,09,214/-

11. The Company is registered with the Reserve Bank of India as a NBFC within the provisions of the NBFC (Reserve Bank of India) Directions, 1998.
12. In the opinion of the management of the company the aggregate value of current assets, loans & advances if realized in the ordinary course of the business shall not be less than the amount at which these are stated in the Balance Sheet and the provision for all known liabilities are adequate.
13. **Deferred Tax**

Deferred tax has been calculated in accordance with the provisions of Indian Accounting Standard (IND AS- 12 "Income Tax"). The details are as under:

Particulars	As at 31.03.2020 (Rs.)	As at 31.03.2019 (Rs.)
(A) Deferred Tax Liability on account of		
i. Depreciation	33,521	34,701
ii. Misc. Expenditure	Nil	Nil
Total (A)	33,521	34,701
(B) Deferred Tax Asset on account of		
i. Unabsorbed Depreciation	Nil	Nil
ii. Misc. Expenditure	Nil	Nil
iii. Provisions	NIL	NIL
Total (B)	NIL	Nil
Net Deferred Tax Liabilities / (Assets) (A-B)	33,521	34,701

Reversal of Deferred Tax (Net) amounting to Rs. 1,180/- has been credited to Profit and Loss Account for the year-ended 31.03.2020.

16. **Segmental Reporting**

Indian Accounting Standard –108 ‘Operating Segments’, the company has one segment only therefore the segment reporting is not applicable to the company.

17. **Micro, Small And Medium Enterprises**

The Company has not received any information from its suppliers regarding their status under the Micro, Small and Medium Enterprises Development Act 2006, which came into effect from 2nd October, 2006 and hence disclosure, if any, relating to amounts unpaid as on 31st March, 2020 together with interest paid or payable as required under the Act, have not been given.

18. The category of the company is Non-Banking Financial Company-Non Deposit (NBFC-ND), hence CRAR & concentration norms as prescribed by RBI are not applicable to the company.

19. Net Owned Fund (NOF) of the company is Rs. 3,83,65,832/- which is as per the requirement in the new guidelines issued by RBI on 10th Nov, 2014.

21. Leverage ratio of 7 is applicable to the company being a NBFC-ND (below asset size of Rs 500 crores) w.e.f. 10.11.2014 as new guidelines issued by RBI. The company is in compliance with the norms throughout the period under report and has not contravened this norms at any time during the financial year 2019-20.

22. There is change in the management or constitution of the company during the financial year 2019-20.

The company is not rated by any approved credit rating agency till date. Being a
23. NBFC-ND credit rating is not applicable to the company.

24. Classification of assets in compliance with the revised norms dated 10.11.2014 shall be as under:-

Category	Mar' 2015	Mar'2016	Mar'2017	Mar'2018 & thereafter
Non-Performing Assets (NPA) For Loan Assets	Overdue => 6 months	Overdue => 5 months	Overdue => 4 months	Overdue => 3 months
Non-Performing Assets (NPA) For Hire purchase & Leased assets	Overdue => 12 months	Overdue => 9 months	Overdue => 6 months	Overdue => 3 months
Sub-Standard Assets	NPA for 18 months	NPA => 16 months	NPA => 14 months	NPA => 12 months

Doubtful Assets

Sub-Std 18 months	for	Sub-Std 16 months	for	Sub-Std months	for 14	Sub-Std for 12
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25. Previous Years figures have been regrouped and/or rearranged wherever found necessary to conform to this year's classification.
26. During the Financial year the provision of Section 135 related to the Corporate Social Responsibility of the Companies Act, 2013 is not applicable on the company.

For Sunita Agrawal & Co.
Chartered Accountants
FRN:-515225C

FOR KINETIC TRUST LIMITED

Sunita Agrawal
Partner
M.No.- 095196
UDIN : 20095196AAAAEI2998

VINOD BANSAL
DIRECTOR
DIN- 00044111

RAJESH ARORA
DIRECTOR
DIN- 00662396

Date:- 12.06.2020
Place : New Delhi

Ved Prakash
Company Secretary