

# SHREE GLOBAL TRADEFIN LIMITED

Regd. Off: 35, Ashok Chambers, Broach Street, Devji Ratansey Marg, Masjid, Mumbai – 400 009.  
Tel. 022 – 2348 0526 email : [sgtl2008@gmail.com](mailto:sgtl2008@gmail.com) CIN : L27100MH1986PLC041252 Website : [www.sgtl.in](http://www.sgtl.in)

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**Date: 29/08/2018**

**The Deputy General Manager**  
Department of Corporate Services  
The Bombay Stock Exchange Limited  
27th Floor, P.J. Towers, Dalal Street,  
Mumbai - 400 001

**Sub: Submission of Annual Report for the financial year 2017-2018**

Dear Sir/Madam,

Pursuant to Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, please find enclosed herewith the Annual Report of the Company for the financial year 2017-2018 which is approved and adopted by the members in 32<sup>nd</sup> Annual General Meeting of the Company held on Wednesday, 29<sup>th</sup> August, 2018 at 11.00 a.m. at The Qube, CTS No. 1498 A/2, Asan Pada Road, Opp. Hotel Sunshine, Marol, Andheri East, Mumbai 400059, Maharashtra.

Kindly take note of the same and acknowledge receipt.

**Thanking you,  
Yours faithfully,  
For Shree Global Tradefin Limited**

*Vishesh*  
**Vishesh Sohoni**  
Chief Financial Officer





**SHREE GLOBAL  
TRADEFIN LIMITED**

*32<sup>nd</sup>*

*Annual Report*  
*2017-2018*



# SHREE GLOBAL TRADEFIN LIMITED

CIN: L27100MH1986PLC041252

## CORPORATE INFORMATION

### BOARD OF DIRECTORS & KEY MANAGERIAL PERSONNAL

|   |   |
|---|---|
| Mr. Rajesh R. Gupta<br>(DIN: 00028379)                                      | <i>Chairman &amp; Managing Director</i> |
| Mr. Ravindra Deshpande<br>(DIN: 01003990)                                   | Non-executive Director                  |
| Mr. Mohan Krishnamoorthy<br>(DIN: 02542406)                                 | Independent Director                    |
| Mrs. Uniza Shaikh<br>(DIN: 06975961)<br>(Resigned w.e.f. 4th June, 2018)    | Independent Director                    |
| Ms. Mohinder Anand<br>(DIN: 08156946)<br>(Appointed w.e.f. 26th June, 2018) |   |

### Chief Financial Officer

Mr. Viresh Sohoni

### Statutory Auditor

M/s Todarwal & Todarwal LLP  
12, Maker Bhavan No. 03,  
1st Floor, 21, New Marine Lines,  
Mumbai- 400020, Maharashtra

### Internal Auditor

M/s Vijay Shah & Co.  
1001 B Wing, Veena Vihar, Mahavir Nagar,  
Kandivali – West,  
Mumbai- 400067, Maharashtra.

### Company Secretary

Mrs. Priyanka Agrawal

### Secretarial Auditor

M/s K.C. Nevatia & Associates  
Suravi House, Ground Floor,  
53-A, Pali Village, Off: 16<sup>th</sup> Road,  
Bandra (West), Mumbai – 400050,  
Maharashtra

### CORPORATE IDENTIFICATION NUMBER

L27100MH1986PLC041252

### BANKERS

Union Bank of India

Punjab and Maharashtra Co-operative Bank Ltd.

### REGISTERED OFFICE & WORKS

35, Ashok Chambers, Broach Street, Devji Ratansey Marg,  
Masjid Bunder, Mumbai-400 009 Maharashtra

## 32<sup>nd</sup> Annual General Meeting

Date: 29<sup>th</sup> August, 2018 Time: 11.00 AM.

### Venue

Registered Office :  
The Qube, CTS No. 1498 A/2, Asan Pada  
Road, Opp. Hotel Sunshine, Marol, Andheri  
East, Mumbai 400059, Maharashtra

### REGISTRAR & SHARE TRANSFER AGENT BIGSHARE SERVICES PRIVATE LIMITED

1<sup>st</sup> Floor, Bharat Tin Works Building,  
Opp. Vasant Oasis, Makwana Road,  
Marol, Andheri (E), Mumbai - 400059,  
Phone : 022 - 6263 8200  
Fax : 022 - 6263 8299  
E-Mail : [investor@bigshareonline.com](mailto:investor@bigshareonline.com)

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## NOTICE

**NOTICE** is hereby given that the Thirty Second Annual General Meeting of the Members of **Shree Global Tradefin Limited** will be held on **Wednesday, 29<sup>th</sup> August, 2018 at 11.00 a.m.** at The Qube, CTS No. 1498 A/2, Asan Pada Road, Opp. Hotel Sunshine, Marol, Andheri East, Mumbai 400059, Maharashtra, to transact the following business:

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the Financial year ended 31<sup>st</sup> March, 2018, the reports of the Board of Directors and Auditors thereon.
2. To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the Financial year ended 31<sup>st</sup> March, 2018 and Auditors Report thereon.
3. To appoint a Director in place of Mr. Ravindra Deshpande (DIN: 01003990), who retires by rotation and being eligible offers himself for re-appointment.
4. To Ratify the appointment of Statutory Auditor 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 resolution passed by the Members of the Company at the 30th Annual General Meeting held on 29th September, 2016 and pursuant to the provisions of Sections 139, 142 and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the consent of the Members of the Company be and is hereby accorded for ratification of the appointment of M/s Todarwal & Todarwal LLP, Chartered Accountants (ICAI Registration No: 111009W/W/100231) as the Statutory Auditor of the Company, to hold office from the conclusion of Thirty second Annual General Meeting until the conclusion of Thirty third Annual General Meeting of the Company to be held in the year 2019, on such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors.

**”RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds and things as may be necessary for the purpose of giving effect to this resolution.”

### SPECIAL BUSINESS:

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

**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 read with Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time, Ms. Mohinder Anand (DIN: 08156946), who was appointed as an Additional Independent Director by the Board of Directors with effect from 26th June, 2018 and who holds office till the date of Annual General Meeting in terms of Section 161 of the Companies Act, 2013 and in respect of whom

the Company has received notice in writing under section 160 of the Companies Act, 2013 from a Member proposing her candidature for the office of Director of the Company, be and is hereby appointed as an Director of the Company.

**RESOLVED FURTHER THAT** pursuant to the provisions of section 149, 152 and other applicable provisions, if any, of the Act and the Companies (Appointment and Qualifications of Directors) Rules, 2014, read with Schedule IV to the Act, as amended from time to time, the appointment of Ms. Mohinder Anand, who meets the criteria for independence as provided in Section 149(6) of the Act and Regulation 16(1)(b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and who has submitted a declaration to that effect, and who is eligible for appointment as an Independent Director of the Company, not liable to retire by rotation, for a term of five years commencing from 26th June, 2018 to 25th June, 2023, be and is hereby approved.

**By Order of the Board of Directors**

**Date: 26<sup>th</sup> June, 2018**  
**Place: Mumbai**

**Priyanka Agrawal**  
**Company Secretary**

### NOTES:

1. **A member entitled to attend and vote at the Annual General Meeting (the “Meeting”) is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company.**
2. **The instrument appointing proxy, in order to be effective, must be received by the Company at the Registered Office not later than 48 hours before the commencement of the Meeting. Members / Proxies are requested to sign the attendance slip annexed to the proxy form and hand it over at the gate of the venue of the Meeting.**
3. A person can act as a proxy on behalf of members not exceeding 50 (fifty) and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
4. The proxy form should be in writing and be signed by the appointer or his/her attorney duly authorized in writing or, if the appointer is a body corporate, be under its seal or be signed by an officer or an attorney duly authorised by it.
5. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
6. The information regarding the Director who is proposed to be re-appointed, as required to be provided under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings issued, is annexed hereto. (Refer Note No. 20)

## SHREE GLOBAL TRADEFIN LIMITED

7. An explanatory Statement setting out details relating to the special business to be transacted at the Annual General meeting pursuant to Section 102(1) of the Companies Act, 2013, is annexed hereto.
8. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company or to the Registrar and Share Transfer Agent.
9. Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of Companies Act, 2013 and Register of Contracts or arrangements in which directors are interested maintained under section 189 of the Companies Act, 2013 will be available for inspection by the members at the Annual General Meeting.
10. The business set out in the Notice will be transacted through remote E-voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in this Notice under Note No. 18.
11. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
12. The Register of Members and Share Transfer Books of the Company will remain closed from **Wednesday, 22<sup>nd</sup> August, 2018 to Wednesday, 29<sup>th</sup> August, 2018 (both days inclusive)** in terms of the provisions of Section 91 of the Companies Act, 2013.
13. In line with the Green Initiative of the Ministry of Corporate Affairs, hard copy of the Annual Report containing the Balance Sheet, the Statement of Profit and Loss, the Cash Flow Statement etc. will be sent to those shareholders who have not registered their e-mail addresses. Shareholders who have registered their e-mail addresses will be sent the soft copies by e-mail. However, a shareholder continues to retain the right to request the Company for a hard copy of the Report.
14. Relevant documents referred to in the accompanying Notice and the Explanatory Statement, the Statutory Registers, the Audited Standalone and Consolidated Financial Statements, the Directors' Report and the Auditor's Report, will remain open for inspection at the Registered Office of the Company on all working days between 09:00 a.m. to 5:00 p.m. excluding Saturdays, Sundays and public holidays upto the date of the AGM. The Audited Financial Statements, the Directors' Report and the Auditor's Report will be placed on the Company's website on [www.sgtl.in](http://www.sgtl.in)
15. Members desiring any information as regards to Accounts are requested to write 7 days in advance to the Company before the date of the meeting to enable the Management to keep full information ready.
16. Members are requested to notify any changes in their address to the Company's Registrar & Share Transfer Agent, M/s. Bigshare Services Pvt. Ltd., 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri East, Mumbai 400059.
17. Members are requested to quote their Folio No. or DP ID / Client ID, in case shares are in physical / dematerialized form, as the case may be, in all correspondence with the Company / Registrar and Share Transfer Agent.
18. **Information and other instructions relating to e-voting are as under:**
  - a. Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Company is pleased to provide to its members facility to exercise their right to vote on resolutions proposed to be passed in the Meeting by electronic means. The members may cast their votes using an electronic voting system from a place other than the venue of the Meeting ('**Remote e-voting**').
  - b. The facility for voting through ballot shall be made available at the Meeting and the members attending the Meeting who have not cast their vote by remote e-voting shall be able to vote at the Meeting through '**Ballot**'.
  - c. The members who have cast their vote by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote again. Please note that if a Member casts vote by both the modes, then votes cast through e-voting shall prevail and voting at the Meeting will be treated invalid.
  - d. The Company has engaged the services of Central Depository Services Limited ("CDSL") as the Agency to provide E-Voting facility.
  - e. The Board of Directors of the Company has appointed K. C. Nevatia, Practicing Company Secretary (Membership No. FCS 3963, CP No. 2348), as the Scrutinizer, to scrutinize the voting and remote e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for same purpose.
  - f. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the member / beneficial owner (in case of electronic shareholding) as on the cut-off date i.e. **Wednesday, 22<sup>nd</sup> August, 2018**.
  - g. 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, i.e. **22<sup>nd</sup> August, 2018** only shall be entitled to avail the facility of remote e-voting /Ballot.
  - h. The Scrutinizer, after scrutinizing the votes cast at the meeting (**Ballot**) and through remote e-voting, will, not later than three days of conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company [www.sgtl.in](http://www.sgtl.in). The results shall simultaneously be communicated to the Stock Exchange.
  - i. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Meeting, i.e. **29<sup>th</sup> August, 2018**.

- j. Once the vote on a resolution is cast by a member, the member shall not be allowed to change it subsequently or cast the vote again.

**The instructions for shareholders voting electronically are as under:**

- i) The voting period begins on **25<sup>th</sup> August, 2018** at 10.00 a.m. and ends on **28<sup>th</sup> August, 2018** at 5.00 p.m. During this period, Shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of **22<sup>nd</sup> August, 2018** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii) Shareholders who have already voted prior to the meeting date through remote e-voting would not be entitled to vote at the meeting venue.
- iii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com) during the voting period.
- iv) Click on "Shareholders" tab.
- v) Now Enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- vi) Next enter the Image Verification as displayed and Click on Login.
- vii) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- viii) If you are a first time user follow the steps given below:

| For Members holding shares in Demat Form and Physical Form |  |
|--|--|
| PAN  | <p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN Field.</li> <li>• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN Field.</li> </ul> |
| DOB  | Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.  |

|                       |   |
|-----------------------|---|
| Dividend Bank Details | <p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <ul style="list-style-type: none"> <li>• Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or Company please enter the Member ID / folio number in the Dividend Bank details field as mentioned in instruction (v).</li> </ul> |
|-----------------------|---|

- ix) After entering these details appropriately, click on "**SUBMIT**" tab.
- x) Members holding shares in physical form will then directly reach the Company selection screen. However, Members holding shares in demat form will now reach '**Password Creation**' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xii) Click on the EVSN for "**SHREE GLOBAL TRADEFIN LIMITED**" on which you choose to vote.
- xiii) On the voting page, you will see "**RESOLUTION DESCRIPTION**" and against the same the option "**YES/NO**" for voting. Select the option **YES or NO** as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xiv) Click on the "**RESOLUTIONS FILE LINK**" if you wish to view the entire Resolution details.
- xv) After selecting the resolution you have decided to vote on, click on "**SUBMIT**". A confirmation box will be displayed. If you wish to confirm your vote, click on "**OK**", else to change your vote, click on "**CANCEL**" and accordingly modify your vote.
- xvi) Once you "**CONFIRM**" your vote on the resolution, you will not be allowed to modify your vote.
- xvii) You can also take out print of the voting done by you by clicking on "**Click here to print**" option on the Voting page.
- xviii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xix) **Note for Non-Individual Shareholders and Custodians :**

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
19. The route map of the venue of the Annual General Meeting is given in this Annual Report.
20. Pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the following

## SHREE GLOBAL TRADEFIN LIMITED

information is furnished in respect of Director seeking re-appointment

### Details of Director seeking re-appointment

Disclosure required under Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 in respect of Director seeking re-appointment :-

|   |   |
|---|---|
| <b>Name of Director</b>   | Ravindra Deshpande  |
| <b>Date of Birth</b>  | 26/09/1950  |
| <b>Age</b>  | 67 Years  |
| <b>DIN</b>  | 01003990  |
| <b>Date of first appointment on the Board</b>   | 08/06/2015  |
| <b>A Brief Resume of the Director &amp; Nature of his Expertise in Specific Functional Areas;</b>   | Mr. Ravindra Deshpande has done, B.E.(Civil) from Visvesvaraya National Institute of Technology, Nagpur. He is having vast experience of more than 35 years in construction industry. He has expertise in the area of project planning, project execution, liaisoning with Government and other authorities for project approval, drafting of tender documents, project implementation and co-ordination with respect to several commercial and residential construction projects. He has also worked with some of the major real estate companies such as CIDCO Ltd., Godrej Properties Limited, Unitech Ltd., V.M.Jog Constructions Ltd. at senior level. Apart from this, he is also having exposure in the areas of legal and management activities related to construction industry. |
| <b>Qualification</b>  | B.E   |
| <b>Disclosure of Relationships Between Directors Inter-Se;</b>  | None  |
| <b>Names of Listed Entities in which the person also holds the Directorship and the Membership/ Chairmanship of Committees of the Board</b> | <u>Directorship</u><br>1. Shree Global Tradefin Limited<br><u>\$ Membership of Committees-</u><br>Shree Global Tradefin Limited-<br>Member of Audit Committee & Stakeholders Relationship Committee<br><u>\$Chairmanship of Committees-</u><br>None   |
| <b>No. of Shares held in the Company</b>  | Nil   |
| <b>No. of Board meetings attended during last Financial Year</b>  | Seven   |
| <b>Terms and conditions of appointment</b>  | Non-Executive Director, liable to retire by rotation.   |

\$ Includes only Audit Committee and Shareholders' / Investors' Grievance Committee

**By Order of the Board of Directors**

**Date: 26<sup>th</sup> June, 2018  
Place: Mumbai**

**Priyanka Agrawal  
Company Secretary**

## STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 ("the Act")

The following Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice.

### Item No. 5

The Board of Directors, based on the recommendation of the Nomination and Remuneration Committee, vide its resolutions dated 26<sup>th</sup> June, 2018 appointed Ms. Mohinder Anand as an Additional Independent Woman Director of the Company with effect from 26<sup>th</sup> June, 2018, who holds office upto the date of this AGM.

Ms. Mohinder Anand have given declaration to the Board of Directors of the Company that she meets the criteria of independence as required under section 149 of the Companies Act, 2013 along with consent to act as Director of the Company. In the opinion of the Board of Directors, she fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder for her appointment as Independent Director of the Company and she is independent of the management.

The aforementioned Director is not disqualified from being appointed as Director in terms of section 164 of the Companies Act, 2013.

In terms of section 160 of the Companies Act, 2013, the Company has received notice in writing from a member proposing the candidature of Ms. Mohinder Anand to be re-appointed as Independent Director as per the relevant provisions of the Companies Act, 2013.

The Board of Directors recommends the passing of the ordinary resolution as set out in Item No. 5 of the Notice for your approval.

Except Ms. Mohinder Anand being appointee, and her relatives, none of the other Directors and Key Managerial Personnel of the Company and their relatives are concerned or interested financially or otherwise, in the resolution.

Pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard 2, issued by the Institute of Company Secretaries of India, please refer Note No. 20 of the Notice for the details of the above Independent Director.

**By Order of the Board of Directors**

**Date: 26<sup>th</sup> June, 2018  
Place: Mumbai**

**Priyanka Agrawal  
Company Secretary**

## DIRECTORS' REPORT

Dear Members,

Your Directors are pleased to present the Company's Thirty Second Annual Report and the Company's Audited Financial Statement for the financial year ended 31<sup>st</sup> March, 2018.

### FINANCIAL PERFORMANCE

The Company's financial performance, for the year ended 31<sup>st</sup> March, 2018 is summarized below:

(In ₹)

| Particulars                                   | Standalone            |                     | Consolidated          |                     |
|---|-----------------------|---------------------|-----------------------|---------------------|
|   | Current Year          | Previous Year       | Current Year          | Previous Year       |
|   | 2017-18               | 2016-17             | 2017-18               | 2016-17             |
| Revenue from operations                       | 2,42,76,54,340        | 47,35,12,128        | 2,42,76,54,340        | 47,35,12,128        |
| Other Income                                  | 62,631                | 29,58,584           | 62,631                | 29,58,584           |
| <b>Total Income</b>                           | <b>2,42,77,16,971</b> | <b>47,64,70,712</b> | <b>2,42,77,16,971</b> | <b>47,64,70,712</b> |
| Expenses                                      | 2,48,71,28,114        | 51,29,54,551        | 2,48,71,28,114        | 51,29,54,551        |
| Profit/(Loss) before tax                      | (5,94,11,143)         | (3,64,83,839)       | (5,94,11,143)         | (3,64,83,839)       |
| Tax expenses                                  | -                     | -                   | -                     | -                   |
| Profit/(Loss) after tax                       | (5,94,11,143)         | (3,64,83,839)       | (5,94,11,143)         | (3,64,83,839)       |
| Share of Profit/(Loss) of associate           | -                     | -                   | 2,27,53,946           | 2,39,30,051         |
| Profit/(Loss) for the Period                  | (5,94,11,143)         | (3,64,83,839)       | (3,66,57,197)         | (1,25,53,788)       |
| Other comprehensive income (net of tax)       | (63,97,36,677)        | 31,08,83,980        | (63,96,66,446)        | 31,08,22,102        |
| <b>Total Comprehensive Income of the Year</b> | <b>(69,91,47,820)</b> | <b>27,44,00,141</b> | <b>(67,63,23,643)</b> | <b>29,82,68,314</b> |

#### On Standalone Basis

The Company has a net loss of ₹5,94,11,143 for the year under review as against ₹3,64,83,839 loss in the last year. The total Income of the Company was ₹2,42,77,16,971 as against ₹47,64,70,712 during the last year.

#### On Consolidated Basis

The Company has consolidated net loss of ₹3,66,57,197 for the year under review as against ₹1,25,53,788 loss in the last year. The total consolidated income of the Company was ₹2,42,77,16,971 for the year under review as against ₹47,64,70,712 during the last year.

#### APPLICABILITY OF INDIAN ACCOUNTING STANDARD (Ind AS)

Your Company had adopted IND AS with effect from 1<sup>st</sup> April, 2017 pursuant to Ministry of Corporate Affairs notification dated 16<sup>th</sup> February, 2015 notifying the Companies (Indian Accounting Standards) Rules, 2015 as amended by the Companies (Indian Accounting Standards) (Amendment) Rules, 2016 and the relevant provisions of the Companies Act, 2013 ("the Act") and guidelines issued by the Securities and Exchange Board of India ("SEBI"). Your Company has published Ind AS Financials for the year ended 31<sup>st</sup> March, 2017 along with comparable as on 31<sup>st</sup> March, 2017.

## MANAGEMENT DISCUSSION AND ANALYSIS

The core business of the Company is Trading in Iron & Steel products. The Management discussions and analysis is given hereunder:-

- Industry structure and development:** Company is engaged in trading activity primarily having vast potential & now being getting attention of the organised sector.
- Opportunities and threats:** Sustained economic growth in the country may affect the business of the Company and sector overall. However, the Company is taking proper steps to mitigate the business risk.
- Segment-wise performance:** The Company is operating on only one broad segment and hence separate segmental reporting is not applicable. The Company has no activity outside India.
- Outlook:** The outlook for 2018-2019 has to be viewed in the context overall economic scenario etc.
- Risk and concerns:** The Company is exposed to general market risk and is initiating adequate step.
- Internal control system:** The Company maintains adequate internal control systems, which provide adequate safeguards and proper monitoring of the transactions.
- Discussion on financial performance with respect to operating performance:** The operating performance of the Company has been discussed in Directors Report under the head 'Financial Performance' in the current year.
- Human resources and industrial relations:** During the year under review the Employee/Industrial relations remained cordial.
- Cautionary Statement:** The Management Discussion and Analysis describe Company's projections, expectations or predictions and are 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 include economic conditions affecting demand and supply and price conditions in domestic and international market, changes in Government regulations, tax regimes, economic developments and other related and incidental factors.

## CONSOLIDATED FINANCIAL STATEMENTS

The Consolidated Financial Statements of the Company and its associate, prepared in accordance with the Companies Act, 2013 and applicable Indian Accounting Standards along with all relevant documents and the Auditors' Report form part of this Annual Report. The Consolidated Financial Statements presented by the Company include the financial results of its associate.

The Financial Statements as stated above are also available on the website of the Company at [www.sgtl.in](http://www.sgtl.in)

## SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

At the beginning of the year, we had 5 associates. As on 31<sup>st</sup> March, 2018, we have 1 associate Company "Indrajit



## SHREE GLOBAL TRADEFIN LIMITED

**Properties Private Limited**". The following companies have ceased to be the associate companies during the year under review.

1. Emetalsteel.Com Private Limited
2. Halan Properties Private Limited
3. Triumph Trade & Properties Developers Private Limited
4. Vidarbha Power Private Limited

In accordance with Section 129(3) of the Companies Act, 2013, we have prepared the consolidated financial statements of the Company, which form part of this Annual Report. Further, a statement containing the salient features of the financial statement of our associate in the prescribed format AOC-1 is appended as "**Annexure A**" to the Board's report. The statement also provides details of the performance and financial position of the associate.

### SHARE CAPITAL

During the financial year under review, there is no change in the capital structure of the Company and accordingly, the issued, subscribed and paid-up share capital of the company stand at ₹1,13,95,05,465 as on 31<sup>st</sup> March, 2018

### DIVIDEND

In view of the losses incurred by the Company, your Directors have not recommended any dividend for the year ended 31<sup>st</sup> March, 2018.

### TRANSFER TO RESERVES

It is not proposed to transfer any amount to reserves out of the profits earned during financial year 2017-18.

### DEPOSITS

During the year under review, your Company neither accepted any deposits nor there were any amounts outstanding at the beginning of the year which were classified as 'Deposits' in terms of Section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposit) Rules, 2014 and hence, the requirement for furnishing of details of deposits which are not in compliance with the Chapter V of the Companies Act, 2013 is not applicable.

### MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There have been no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of this report.

### CHANGE IN THE NATURE OF BUSINESS

During the year under review, there are no changes in the nature of the business of the company.

### DIRECTORS AND KEY MANAGERIAL PERSONNEL

#### MR. RAJESH R. GUPTA (DIN 00028379)

Mr. Rajesh R. Gupta, Chairman and Managing Director (DIN: 00028379), whose tenure as Managing Director expired on 31<sup>st</sup> December, 2017 was re-appointed as Managing Director (designated as Chairman & Managing Director) for a period of

three years w.e.f 1<sup>st</sup> January, 2018 to 31<sup>st</sup> December, 2020 in the Annual General Meeting held on 13<sup>th</sup> July, 2017.

#### MR. RAVINDRA DESHPANDE (DIN 01003990)

In accordance with the provisions of Companies Act, 2013 and the Articles of Association of the Company, Mr. Ravindra Deshpande (DIN 01003990), Director of the Company, retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for reappointment.

#### MRS. PRIYANKA AGRAWAL

The Board appointed Mrs. Priyanka Agrawal as the Company Secretary of the Company w.e.f 21<sup>st</sup> September, 2017, to fill in the vacancy caused by the resignation of Mr. Jitendra Sharma.

#### MR. JITENDRA SHARMA

Mr. Jitendra Sharma resigned as the Company Secretary of the Company w.e.f 20<sup>th</sup> September, 2017. The Board places on record its sincere appreciation for his valuable guidance & contribution to the company.

### DIRECTORS' RESPONSIBILITY STATEMENT

Your Directors state that:

1. in the preparation of the annual accounts for the year ended 31<sup>st</sup> March, 2018, the applicable accounting standards have been followed and there are no material departures from the same;
2. the Directors have selected such accounting policies and applied them consistently and made judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company as at 31<sup>st</sup> March, 2018 and of the profit & loss of the Company for the year ended on that date;
3. the Directors have taken proper and sufficient care for the 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 fraud and other irregularities;
4. the Directors have prepared the annual accounts on a 'going concern' basis;
5. the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively; and
6. the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

### DISCLOSURE RELATED TO BOARD AND COMMITTEES

#### Board of Directors & Meetings

The Board consist of four directors Mr. Rajesh R. Gupta, Chairman & Managing Director, Mr. Ravindra Deshpande, Non Executive Director, Mr. Mohan Krishnamoorthy, Independent Director and Mrs. Uniza Shaikh, Independent Woman Director.

Seven meetings of the Board of Directors were held during the Financial Year 2017-18 on 13<sup>th</sup> April, 2017, 26<sup>th</sup> May, 2017, 24<sup>th</sup> July, 2017, 12<sup>th</sup> September, 2017, 21<sup>st</sup> September, 2017, 07<sup>th</sup> November, 2017 and 09<sup>th</sup> February, 2018. In respect of such

meetings proper notices were given and the proceedings were properly recorded and signed in the Minutes book maintained for the purpose. No circular resolutions were passed by the Company during the financial year under review.

#### **Audit Committee**

The Audit Committee comprises of Mr. Mohan Krishnamoorthy as the Chairman and Mr. Ravindra Deshpande and Mrs. Uniza Shaikh as the Members.

During the financial year 2017-2018, five meetings of Audit Committee were held on 13<sup>th</sup> April, 2017, 26<sup>th</sup> May, 2017, 12<sup>th</sup> September, 2017, 07<sup>th</sup> November, 2017 and 09<sup>th</sup> February, 2018. All the recommendations made by the Audit Committee are accepted and implemented by the Board of Directors. More details on the committee are given in the Corporate Governance Report.

#### **Nomination and Remuneration Committee**

The Nomination and Remuneration Committee comprises of Mr. Mohan Krishnamoorthy as the Chairman and Mr. Ravindra Deshpande and Mrs. Uniza Shaikh as the Members.

During the financial year 2017-2018, four meetings of Nomination and Remuneration Committee were held on 13<sup>th</sup> April, 2017, 26<sup>th</sup> May, 2017, 21<sup>st</sup> September, 2017 and 09<sup>th</sup> February, 2018.

#### **Stakeholders Relationship Committee**

The Stakeholders Relationship Committee is entrusted with the responsibility of redressing the shareholders'/ investors' complaints with respect to transfer of shares, non-receipt of Annual Report, non-receipt of dividend etc. The Stakeholders Relationship Committee comprises of Mr. Mohan Krishnamoorthy as the Chairman and Mr. Ravindra Deshpande and Mrs. Uniza Shaikh as the Members.

#### **Performance Evaluation of the Board and it's Committee(s)**

The Board has carried out an annual performance evaluation of its own performance and that of its Committees and individual directors. The manner in which the evaluation has been carried out has been explained in the Corporate Governance Report.

#### **Meeting of Independent Directors**

During the year under review, the Independent Directors had, in accordance with the provisions of Schedule IV (Code for Independent Directors) of the Companies Act, 2013 and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, met separately on 09<sup>th</sup> February, 2018 and discussed and reviewed, inter alia, the performance of Non Independent Directors and the Board as a whole after taking into consideration the views of Executive and Non- Executive Directors.

- a) Review the performance of Non Independent Directors, and the Board of Directors as a whole;
- b) Review the performance of the Chairman of the Company, taking into account the views of the Executive and Non-Executive Directors.
- c) Assess the quality, content and timeliness of flow of information between the Company management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

All the Independent Directors were present at this meeting. The observations made by the Independent Directors have been adopted and put into force.

#### **Declaration by Independent Directors**

The Independent Directors have submitted the Declaration of Independence, as required pursuant to section 149(7) of the Companies Act, 2013, stating that they meet the criteria of independence as provided in sub-section 149(6) of Companies Act, 2013.

#### **Familiarization Programme for Independent Directors**

The Company has formulated a Programme for Familiarization of Independent Directors with regard to their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates etc. However during the year under review, there was no change in the nature of business of the company which would have necessitated a fresh Familiarization Programme for Independent Directors.

#### **VARIOUS COMPANY'S POLICIES**

In accordance with the provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Companies Act, 2013 the Company has formulated and implemented the following policies. All the Policies are available on Company's website ([www.sgtl.in](http://www.sgtl.in)) under the heading "Policies". The policies are reviewed periodically by the Board and updated based on need and requirements.

#### **Whistle Blower & Vigil Mechanism Policy**

The Company has formulated Whistle Blower Policy & established Vigil Mechanism for the directors and employees of the Company to report, serious and genuine unethical behavior, actual or suspected fraud and violation of the Company's code of conduct or ethics policy. It also provides adequate safeguards against victimization of persons, who use such mechanism and makes provision for direct access to the chairperson of the Audit Committee in appropriate or exceptional cases. None of the employees of the Company has been denied access to the Audit Committee.

Mr. Rajesh Gupta, Chairman and Managing Director of the company, has been designated as Vigilance and Ethics Officer for various matters related to Vigil Mechanism.

#### **Policy for Related Party Transactions**

The policy regulates all transactions taking place between the Company and its related parties in accordance with the applicable provisions.

#### **Code of conduct for Director(s) and Senior Management Personnel**

The Policy is aimed to formulate a Code of Conduct for the Directors and Senior Management Personnel to establish highest standard of their ethical, moral and legal conduct in the business affairs.

#### **Risk Management Policy**

The Risk Management policy is formulated and implemented by the company in compliance with the provisions of the Companies Act, 2013. The policy helps to identify the various elements of risks faced by the company, which in the opinion of the Board threatens the existence of the Company.

### **Remuneration Policy**

The Remuneration policy provides guidelines to the Nomination & Remuneration Committee relating to the Appointment, Removal & Remuneration of Directors and KMP. It also provides criteria for determining qualifications, positive attributes and independence of a director.

### **Policy for Determination of Materiality of an Event or Information**

In pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the company has adopted this policy for determination of materiality based events on the criteria mentioned in the said regulation.

### **Policy on Preservation of Documents**

In pursuant to Regulation 9 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has adopted the policy on preservation of the documents.

### **Code of Conduct for Prevention of Insider Trading**

The Policy provides framework for dealing with the securities of Company in mandated manner.

### **PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES**

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1), 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are annexed hereto marked as “**Annexure B**” and forms part of this report.

### **PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEE GIVEN AND SECURITIES PROVIDED**

During the year under review, there are no investments made, loans given or guarantees or security provided by the Company in accordance with Section 186 of the Companies Act, 2013.

### **PARTICULARS OF CONTRACTS AND ARRANGEMENTS WITH RELATED PARTY**

The Company did not enter into any transactions or arrangements or contracts with any of the related party during the financial year ended 31<sup>st</sup> March, 2018 pursuant to section 188 of the Companies Act, 2013.

### **CORPORATE GOVERNANCE**

The Company has taken adequate steps to ensure that all mandatory provisions of Corporate Governance as prescribed under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are complied with. The report on Corporate Governance as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 forms an integral part of this Report. The requisite certificate from the Auditors of the Company confirming compliance with the conditions of corporate governance is annexed hereto marked as “**Annexure C**” and forms part of this report.

## **AUDITORS AND AUDITORS' REPORT**

### **Statutory Auditor**

Pursuant to the provisions of Section 139 of Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, as amended, M/s Todarwal & Todarwal LLP, Chartered Accountants (ICAI Registration No: 111009W), the Statutory Auditors of the Company, hold office upto the conclusion of Thirty Fifth (35<sup>th</sup>) Annual General Meeting. The Company has received a certificate from the said Auditors that they are eligible to hold office as the Auditors of the Company and are not disqualified for being so appointed.

Further, the provision of ratification of appointment of Statutory Auditor every year has been omitted by the Companies (Amendment) Act, 2017. Therefore ratification of Auditor is not required, although your company is proposing ratification of auditor in ensuing Annual General Meeting for the financial year 2018-19.

The Auditors' Report for the financial year 2017-18 does not contain any qualification, reservation or adverse remark. The Auditors' Report is enclosed with the financial statement in this Annual Report.

### **Secretarial Auditor**

As required under provisions of Section 204 of the Companies Act, 2013, the report in respect of the Secretarial Audit carried out by M/s. K. C Nevatia & Associates, a firm of Company Secretaries, in Form MR-3 for the FY 2017-18 forms part to this report. The said report does not contain any adverse observation or qualification or modified opinion requiring explanation or comments from the Board under Section 134(3) of the Companies Act, 2013. The Secretarial Audit Report is annexed hereto marked as “**Annexure D**” and forms part of this Report.

### **INTERNAL FINANCIAL CONTROLS**

The Internal Financial Controls with reference to financial statements as designed and implemented by the Company are adequate. During the year under review, no material or serious observation has been received from the Statutory Auditors and the Internal Auditors of the Company on the inefficiency or inadequacy of such controls

### **DISCLOSURE RELATING TO EQUITY SHARES WITH DIFFERENTIAL RIGHTS**

The Company has not issued any equity shares with differential rights during the year under review and hence no information as per provisions of Rule 4(4) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

### **DISCLOSURE RELATING TO SWEAT EQUITY SHARES**

The Company has not issued any sweat equity shares during the year under review and hence no information as per provisions of Rule 8(13) of the Companies (Share Capital and Debenture) Rules, 2014 is furnished.

**DISCLOSURE RELATING TO EMPLOYEE STOCK OPTION SCHEME AND EMPLOYEE STOCK PURCHASE SCHEME**

The Company has not issued any shares pursuant to Employee Stock Option Scheme and Employee Stock Purchase Scheme during the year under review and hence no information as per provisions of Companies Act, 2013 is furnished.

**FRAUD REPORTING**

During the year under review, no instances of fraud were reported by the Statutory Auditors of the Company

**DISCLOSURE OF ORDERS PASSED BY REGULATORS OR COURTS OR TRIBUNAL**

No significant and material orders have been passed by any Regulator or Court or Tribunal which can have impact on the going concern status and the Company's operations in future.

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

The Information on conservation of energy, technology absorption, foreign exchange earnings and out go, in accordance with provisions of section 134(3)(m) of the Companies Act, 2013, read with Rule 8 of Companies (Account) Rules, 2014 is not required since the Company is not a manufacturing Company.

**SEXUAL HARASSMENT OF WOMEN AT THE WORKPLACE**

Your director's further state that during the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

**DEMATERIALIZATION OF SHARES**

As on 31st March 2018, there were approximately 1,13,91,62,100 Equity Shares dematerialized through depositories viz. National Securities Depository Limited and Central Depository Services (India) Limited, which represents about 99.97 % of the total issued, subscribed and paid-up capital of the Company.

**LISTING FEES**

The listing fees payable for the financial year 2018-2019 have been paid to Bombay Stock Exchange within due date.

**EXTRACT OF THE ANNUAL RETURN**

The Extract of the Annual Return for the Financial Year 2017-18 is enclosed with this report pursuant to section 92 (3) of the Companies Act, 2013 as a "Annexure E" and forms part of this report.

**ACKNOWLEDGEMENT:**

Your Directors place on record their sincere appreciation and gratitude for the assistance and generous support extended by all Government authorities, Financial Institutions, Banks, Customers and Vendors during the year under review. Your Directors wish to express their immense appreciation for the devotion, commitment and contribution shown by the employees of the company while discharging their duties.

**For and on behalf of the Board**

**Rajesh R. Gupta**

**Chairman & Managing Director**

**DIN: 00028379**

**Date : 25<sup>th</sup> May, 2018**

**Place: Mumbai**

Part B: Associates and Joint Ventures  
AOC 1

| Name of Associates/Joint Ventures                  | Latest Audited Balance Sheet Date | Shares of Associate/Joint Ventures held by the company on the year end |   |                    | Networth       | Description of how there is significant influence | Reason why the associate/Joint Ventures is not consolidated | Net worth attributable to shareholding as per latest audited Balance Sheet | Profit/Loss for the year    |                                 |
|--|-----------------------------------|--|---|--------------------|----------------|---|---|--|-----------------------------|---------------------------------|
|  |                                   | No.  | Amount of Investment in Associates/Joint Ventures | Extent of Holding% |                |   |   |  | Considered in Consolidation | Not Considered in Consolidation |
| Indrajit Properties Private Limited (Consolidated) | 31 <sup>st</sup> March, 2018      | 21,472   | 1,76,300  | 42.94              | 2,69,47,84,593 | Due to percentage of Shareholding                 | -   | 4,66,92,350  | 2,27,53,946                 | -                               |

For and on behalf of the Board

**Rajesh R. Gupta**  
Managing Director  
DIN : 00028379

**Ravindra Deshpande**  
Director  
DIN : 01003990

**Viresh Sohoni**  
Chief Financial Officer

**Priyanka Agrawal**  
Company Secretary  
ACS 45692

Date: 25th May, 2018  
Place : Mumbai

## ANNEXURE - B

**DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014**

- (i) The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2017-18 and ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2017-18 are as under:

| Sr. No | Name of Director/ KMP and Designation                              | Remuneration of Director/ KMP for Financial year 2017-18 (in ₹) | % increase in Remuneration in the Financial Year 2017-18 | Ratio of Remuneration of each Director to median remuneration of employees |
|--------|--|---|--|--|
| 1.     | Mr. Rajesh R. Gupta<br>Chairman & Managing Director                | 80,00,004   | 214.47 %   | 26.68  |
| 2.     | Mr. Ravindra Deshpande<br>Non Executive Director                   | Nil   | Nil  | Nil  |
| 3.     | Mr. Mohan Krishnamoorthy<br>Non Executive Independent Director     | Nil   | Nil  | Nil  |
| 4.     | Mrs. Uniza Shaikh<br>Non Executive Independent Director            | Nil   | Nil  | Nil  |
| 5.     | Mr. Viresh Sohoni<br>Chief Financial Officer                       | 17,40,863   | 13.71 %  | Not Applicable   |
| 6.     | Mr. Jitendra K. Sharma<br>Company Secretary and Compliance Officer | 85,000  | *  | Not Applicable   |
| 7.     | Mrs. Priyanka Agrawal<br>Company Secretary and Compliance Officer  | 4,32,503  | **   | Not Applicable   |

\* Details not given as Mr. Jitendra Sharma was a Company Secretary only for part of the financial year 2017-18.

\*\* Details not given as Mrs. Priyanka Agrawal was a Company Secretary only for part of the financial year 2017-18.

- ii. The median remuneration of employees of the Company during the financial year was ₹ 2,99,829.
- iii. In the financial year, there was a decrease of (2.12) % in the median remuneration of employees.
- iv. There were 11 permanent employees on the rolls of Company as on 31<sup>st</sup> March, 2018.
- v. Average percentage increase made in the salaries of employees other than the managerial personnel in the last financial year i.e. 2017-18 was 6.67% whereas 141% increase in the managerial remuneration for the same financial year.
- vi. It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

## Particulars of Employees

Information as per Rule 5(2) & 5(3) of Chapter XIII, the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014

## Top Ten Employees in terms of remuneration drawn during the year

| Sr. No. | Name              | Designation / Nature of Duties | Remuneration | Qualification   | Experience (in years) | Date of Commencement of Employment | Age (in years) | Last Employment Held                      |
|---------|-------------------|--------------------------------|--------------|-----------------|-----------------------|------------------------------------|----------------|---|
| 1       | Rajesh R. Gupta   | Chairman & Managing Director   | 8,000,004    | B.COM           | 35                    | 01/05/2014                         | 53             | Lloyds Steels Industries Limited          |
| 2       | Viresh Sohoni     | Chief Financial Officer        | 1,740,863    | B.COM           | 24                    | 02/02/1998                         | 46             | J. B. Palekar & Co. Chartered Accountants |
| 3       | Nandakumar Patkar | Manager- Accounts              | 749,501      | B.COM           | 24                    | 21/03/1994                         | 49             | Lloyds Capital Services Limited           |
| 4       | L. N. Sharma      | Officer                        | 9,626        | B.COM           | 41                    | 01/01/1987                         | 63             | Shrinivas mill                            |
| 5       | Jitendra K Sharma | Company Secretary              | 85,000       | B.COM, ACS      | 4                     | 01/12/2014                         | 32             | -   |
| 6       | Sejal Parkar      | Assistant- Accounts            | 299,829      | B.COM           | 26                    | 13/11/2006                         | 42             | Prakash Roadlines Limited                 |
| 7       | Ashok G. Pavlekar | Assistant                      | 241,745      | B.A             | 39                    | 01/01/1988                         | 60             | R. N. Gupta & Co.                         |
| 8       | Deepak Chawan     | Senior Assistant               | 358,721      | B.A             | 33                    | 10/10/1988                         | 45             | -   |
| 9       | Prakash Gurav     | Assistant P & A                | 285,247      | B.A             | 32                    | 05/01/1990                         | 50             | S.N.D.T College                           |
| 10      | Laxman Kamble     | Assistant                      | 229,612      | B.A             | 37                    | 04/05/1989                         | 60             | Diamond Market                            |
| 11      | Priyanka Agrawal  | Company Secretary              | 432,503      | B.COM, ACS, LLB | 2                     | 21/09/2017                         | 35             | Duli Trade & Commodities Private Limited  |

## Notes:

## Details of Employees who were :

(A) Employed throughout the Financial Year under review and in receipt of remuneration for the Financial Year in the aggregate of not less than ₹ 1,02,00,000 per annum- **None**

(B) Employed for the part of the Financial Year under review and in receipt of remuneration at the rate of not less than ₹ 8,50,000/- per month : **None**

There was no employee either throughout the financial year or part thereof who was in receipt of remuneration which in the aggregate was in excess of that drawn by the Managing Director or Whole-time Director and who held by himself or alongwith his spouse or dependent children two percent or more of the Equity Shares of the Company.

None of the above employees is a relative of any Director of the Company.

## Annexure - C

## Annexure - D

**AUDITORS' CERTIFICATE REGARDING COMPLIANCE  
OF CONDITIONS OF CORPORATE GOVERNANCE**

Form No. MR-3

To the Members of

**Shree Global Tradefin Limited**

We have examined the compliance of conditions of corporate governance by Shree Global Tradefin Limited ('the Company') for the year ended 31<sup>st</sup> March, 2018, as prescribed in Regulations 17 to 27, 46 (2) (b) to (i) and para C, D and E of Schedule V of Chapter IV of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR).

We state that the compliance of conditions of Corporate Governance is the responsibility of the management, and our examination was limited to procedures and implementation thereof adopted by the Company for ensuring the compliance of the conditions of the 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, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned LODR.

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 TODARWAL & TODARWAL LLP  
Chartered Accountants  
Firm Reg No.: 111009W/ W100231**

**Raunak Todarwal  
Partner  
Membership No. 165030**

**Date: 25<sup>th</sup> May, 2018  
Place: Mumbai**

**SECRETARIAL AUDIT REPORT**

For the Company's Financial Year from 1<sup>st</sup> April, 2017 to 31<sup>st</sup> March, 2018

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

To,  
The Members,  
**Shree Global Tradefin Limited**  
Mumbai

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Shree Global Tradefin Limited** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conduct / statutory compliances and expressing our opinion thereon.

Based on our verification of **Shree Global Tradefin Limited'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, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended **31<sup>st</sup> March, 2018**, 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.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on **31<sup>st</sup> March, 2018** according to the provisions of:

1. The Companies Act, 2013 (the Act) and the rules made thereunder;
2. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings were not attracted to the Company during the financial year under report;
3. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder.
4. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder.
5. 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, 2015;



## SHREE GLOBAL TRADEFIN LIMITED

- c. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
6. Employees Provident Fund and Miscellaneous Provisions Act, 1952
7. Employers Liability Act, 1938
8. Equal Remuneration Act, 1976
9. Indian Contract Act, 1872
10. Income Tax Act, 1961 to the extent of Tax Deducted at Source under various Sections and T.D.S. Returns filed.
11. Indirect Tax Laws relating to collections, deductions, wherever applicable, payments made and returns filed.
12. Indian Stamp Act, 1899
13. The Maharashtra Stamp Act, 1958
14. Maternity Benefits Act, 1961
15. Minimum Wages Act, 1948
16. Negotiable Instruments Act, 1881
17. Payment of Bonus Act, 1965
18. Payment of Gratuity Act, 1972
19. Payment of Wages Act, 1936 and other applicable labour laws
20. Companies (Indian Accounting Standards) Rules, 2015

We 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 Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

We further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Director, Non- Executive Director and Independent Directors. No Change took place in the composition of Board of Directors and Committees thereof during the financial year under review.

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.

All the Board/Committee decisions are taken unanimously.

We 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.

We further report that during the audit period, there were no instances of:

- (i) Public / Rights / Debentures / Sweat Equity/ Preferential issue of share.

- (ii) Redemption / Buy-Back of securities.
- (iii) Major decisions taken by the Members in pursuance to Section 180 of the Companies Act, 2013.
- (iv) Merger / Amalgamation / Reconstruction etc.
- (v) Foreign technical collaborations.

**For K. C. Nevatia & Associates**  
Company Secretaries

K. C. Nevatia  
Proprietor

Place : Mumbai

FCS No.: 3963

Date : 25<sup>th</sup> May, 2018

C P No.: 2348

This report is to be read with our letter of even date which is annexed and forms an integral part of this report.

To,

The Members

**Shree Global Tradefin Limited**

Our report of even date is to be read along with this letter.

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, Rules, Regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For K. C. Nevatia & Associates**  
Company Secretaries

K. C. Nevatia  
Proprietor

Place : Mumbai

FCS No.: 3963

Date : 25<sup>th</sup> May, 2018

C P No.: 2348

## Form No. MGT-9

## EXTRACT OF ANNUAL RETURN

as on the financial year ended on 31<sup>st</sup> March, 2018

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

## I. REGISTRATION AND OTHER DETAILS:

|    |  |  |
|----|--|--|
| 1. | <b>CIN</b>   | L27100MH1986PLC041252  |
| 2. | <b>Registration Date</b>   | 15/10/1986   |
| 3. | <b>Name of the Company</b>   | Shree Global Tradefin Limited  |
| 4. | <b>Address of the Registered office and contact details.</b>                     | 35, Ashok Chambers, Broach Street, Devji Ratansey Marg, Masjid Bunder , Mumbai - 400 009<br>Tel: 022 23480526  |
| 5. | <b>Category/Sub Category of the Company</b>                                      | Company Limited by Shares/Indian Non Government Company  |
| 6. | <b>Whether Listed Company (Yes/No)</b>   | Yes (Listed on BSE)  |
| 7. | <b>Name, Address and Contact details of Registrar and Transfer Agent, if any</b> | <b>Bigshare Services Private Limited</b><br>1 <sup>st</sup> Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri East, Mumbai 400059, Maharashtra.<br>Phone: 022-62638200, Fax: 022-62638299.<br>Email Id : investor@bigshareonline.com |

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

| Sl. No | Name and Description of main products / services | NIC Code of the Product/ service | % to total turnover of the company |
|--------|--|----------------------------------|------------------------------------|
| 1      | Trading in Sponge Iron & Steel                   | 24102                            | 100%                               |

## III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES: -

| Sr No. | Name and Address of the Company     | CIN/GLN               | Holding/ Subsidiary/ Associate of the Company | % of Shares held | Applicable Section |
|--------|-------------------------------------|-----------------------|---|------------------|--------------------|
| 1      | Indrajit Properties Private Limited | U40100MH2011PTC215074 | Associate                                     | 42.94            | 2(6)               |

**SHREE GLOBAL TRADEFIN LIMITED**
**IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)**
**i) Category-wise Share Holding**

| Category of Shareholders  | No of Shares held at the beginning of the year |          |                     |                   | No. of Shares held at the end of the Year |          |                     |                   | % Change during the Year |
|---|--|----------|---------------------|-------------------|---|----------|---------------------|-------------------|--------------------------|
|   | Demat  | Physical | Total               | % of Total Shares | Demat                                     | Physical | Total               | % of Total Shares |                          |
| <b>A. Promoter</b>  |  |          |                     |                   |   |          |                     |                   |                          |
| <b>1. Indian</b>  |  |          |                     |                   |   |          |                     |                   |                          |
| a. Individual/HUF   | 43,53,330                                      | 0        | 43,53,330           | 0.38204           | 43,53,330                                 | 0        | 43,53,330           | 0.38204           | 0.00000                  |
| b. Central Govt.  | 0  | 0        | 0                   | 0.00000           | 0   | 0        | 0                   | 0.00000           | 0.00000                  |
| c. State Govt.  | 0  | 0        | 0                   | 0.00000           | 0   | 0        | 0                   | 0.00000           | 0.00000                  |
| d. Bodies Corp.   | 77,04,59,000                                   | 0        | 77,04,59,000        | 67.61345          | 77,04,59,000                              | 0        | 77,04,59,000        | 67.61345          | 0.00000                  |
| e. Bank/FI  | 0  | 0        | 0                   | 0.00000           | 0   | 0        | 0                   | 0.00000           | 0.00000                  |
| f. Any Other  | 0  | 0        | 0                   | 0.00000           | 0   | 0        | 0                   | 0.00000           | 0.00000                  |
| <b>Sub Total-A(1)</b>   | <b>77,48,12,330</b>                            | <b>0</b> | <b>77,48,12,330</b> | <b>67.99549</b>   | <b>77,48,12,330</b>                       | <b>0</b> | <b>77,48,12,330</b> | <b>67.99549</b>   | <b>0.00000</b>           |
| <b>2. Foreign</b>   |  |          |                     |                   |   |          |                     |                   |                          |
| a. NRI Individuals  | 0  | 0        | 0                   | 0.00000           | 0   | 0        | 0                   | 0.00000           | 0.00000                  |
| b. Other Individuals  | 0  | 0        | 0                   | 0.00000           | 0   | 0        | 0                   | 0.00000           | 0.00000                  |
| c. Body Corporates  | 0  | 0        | 0                   | 0.00000           | 0   | 0        | 0                   | 0.00000           | 0.00000                  |
| d. Bank/FI  | 0  | 0        | 0                   | 0.00000           | 0   | 0        | 0                   | 0.00000           | 0.00000                  |
| e. Any Other  | 0  | 0        | 0                   | 0.00000           | 0   | 0        | 0                   | 0.00000           | 0.00000                  |
| <b>Sub Total-A(2)</b>   | <b>0</b>                                       | <b>0</b> | <b>0</b>            | <b>0.00000</b>    | <b>0</b>                                  | <b>0</b> | <b>0</b>            | <b>0.00000</b>    | <b>0.00000</b>           |
| <b>Total Shareholders of Promoters (1+2)</b>                                    | <b>77,48,12,330</b>                            | <b>0</b> | <b>77,48,12,330</b> | <b>67.99549</b>   | <b>77,48,12,330</b>                       | <b>0</b> | <b>77,48,12,330</b> | <b>67.99549</b>   | <b>0.00000</b>           |
| <b>B. Public Shareholding</b>   |  |          |                     |                   |   |          |                     |                   |                          |
| <b>1. Institution</b>   |  |          |                     |                   |   |          |                     |                   |                          |
| a. Mutual Funds   | 0  | 0        | 0                   | 0.00000           | 0   | 0        | 0                   | 0.00000           | 0.00000                  |
| b. Bank/FI  | 0  | 0        | 0                   | 0.00000           | 0   | 0        | 0                   | 0.00000           | 0.00000                  |
| c. Central Govt.  | 0  | 0        | 0                   | 0.00000           | 0   | 0        | 0                   | 0.00000           | 0.00000                  |
| d. State Govt.  | 0  | 0        | 0                   | 0.00000           | 0   | 0        | 0                   | 0.00000           | 0.00000                  |
| e. Venture Capital  | 0  | 0        | 0                   | 0.00000           | 0   | 0        | 0                   | 0.00000           | 0.00000                  |
| f. Insurance Co.  | 0  | 0        | 0                   | 0.00000           | 0   | 0        | 0                   | 0.00000           | 0.00000                  |
| g. FIs  | 0  | 0        | 0                   | 0.00000           | 0   | 0        | 0                   | 0.00000           | 0.00000                  |
| h. Foreign portfolio Corporate  | 0  | 0        | 0                   | 0.00000           | 0   | 0        | 0                   | 0.00000           | 0.00000                  |
| i. Foreign Venture Capital Fund   | 0  | 0        | 0                   | 0.00000           | 0   | 0        | 0                   | 0.00000           | 0.00000                  |
| j. Others   | 0  | 0        | 0                   | 0.00000           | 0   | 0        | 0                   | 0.00000           | 0.00000                  |
| <b>Sub Total-B(1)</b>   | <b>0</b>                                       | <b>0</b> | <b>0</b>            | <b>0.00000</b>    | <b>0</b>                                  | <b>0</b> | <b>0</b>            | <b>0.00000</b>    | <b>0.00000</b>           |
| <b>2. Non-Institution</b>   |  |          |                     |                   |   |          |                     |                   |                          |
| a. Body Corp  | 18,61,33,690                                   | 0        | 18,61,33,690        | 16.33460          | 18,60,41,670                              | 0        | 18,60,41,670        | 16.32653          | -0.00808                 |
| <b>b. Individual</b>  |  |          |                     |                   |   |          |                     |                   |                          |
| i. Individual Shareholders holding nominal share capital upto ₹ 2 Lakh          | 32,83,340                                      | 3,43,365 | 36,26,705           | 0.31827           | 33,08,265                                 | 3,43,365 | 36,51,630           | 0.32046           | 0.00219                  |
| ii. Individual Shareholders holding nominal share capital in excess of ₹ 2 Lakh | 17,36,53,742                                   | 0        | 17,36,53,742        | 15.23940          | 17,36,77,234                              | 0        | 17,36,77,234        | 15.24146          | 0.00206                  |
| <b>c. Others</b>  |  |          |                     |                   |   |          |                     |                   |                          |
| i. NRI (Rep)  | 59,790   | 0        | 59,790              | 0.00525           | 59,839                                    | 0        | 59,839              | 0.00525           | 0.00000                  |
| ii. NRI (Non Rep)   | 0  | 0        | 0                   | 0.00000           | 60,000                                    | 0        | 60,000              | 0.00527           | 0.00527                  |
| iii. Foreign National   | 0  | 0        | 0                   | 0.00000           | 0   | 0        | 0                   | 0.00000           | 0.00000                  |

| Category of Shareholders                               | No of Shares held at the beginning of the year |                  |                       |                   | No. of Shares held at the end of the Year |                  |                       |                   | % Change during the Year |
|--|--|------------------|-----------------------|-------------------|---|------------------|-----------------------|-------------------|--------------------------|
|  | Demat  | Physical         | Total                 | % of Total Shares | Demat                                     | Physical         | Total                 | % of Total Shares |                          |
| iv. OCB  | 0  | 0                | 0                     | 0.00000           | 0   | 0                | 0                     | 0.00000           | 0.00000                  |
| v. Trust   | 0  | 0                | 0                     | 0.00000           | 0   | 0                | 0                     | 0.00000           | 0.00000                  |
| vi. In Transit   | 1,30,708                                       | 0                | 1,30,708              | 0.01147           | 1,14,262                                  | 0                | 1,14,262              | 0.01003           | -0.00144                 |
| vii. Unclaimed Suspense Account                        | 10,88,500                                      | 0                | 10,88,500             | 0.09552           | 10,88,500                                 | 0                | 10,88,500             | 0.09552           | 0.00000                  |
| <b>Sub Total-B(2)</b>                                  | <b>36,43,49,770</b>                            | <b>3,43,365</b>  | <b>36,46,93,135</b>   | <b>32.00451</b>   | <b>36,43,49,770</b>                       | <b>3,43,365</b>  | <b>36,46,93,135</b>   | <b>32.00451</b>   | <b>0.00000</b>           |
| <b>Net Total(1+2)</b>                                  | <b>36,43,49,770</b>                            | <b>3,43,365</b>  | <b>36,46,93,135</b>   | <b>32.00451</b>   | <b>36,43,49,770</b>                       | <b>3,43,365</b>  | <b>36,46,93,135</b>   | <b>32.00451</b>   | <b>0.00000</b>           |
| <b>C. Shares held by Custodian for GDRs &amp; ADRs</b> |  |                  |                       |                   |   |                  |                       |                   |                          |
| Promoter & Promoter Group                              | 0  | 0                | 0                     | 0.00000           | 0   | 0                | 0                     | 0.00000           | 0.00000                  |
| Public   | 0  | 0                | 0                     | 0.00000           | 0   | 0                | 0                     | 0.00000           | 0.00000                  |
| <b>Grand Total (A+B+C)</b>                             | <b>1,13,80,73,600</b>                          | <b>14,31,865</b> | <b>1,13,95,05,465</b> | <b>100.00000</b>  | <b>1,13,80,73,600</b>                     | <b>14,31,865</b> | <b>1,13,95,05,465</b> | <b>100.00000</b>  | <b>0.00000</b>           |

ii) **Shareholding of Promoters:**

| Sr No | Shareholder's Name                   | Shareholding at the beginning of the Year |                                  |   | Shareholding at the end of the Year |                                  |   | % Change in Shareholding during the Year |
|-------|--------------------------------------|---|----------------------------------|---|-------------------------------------|----------------------------------|---|--|
|       |                                      | No. of Shares                             | % of total Shares of the Company | % of Shares pledged/ encumbered to total Shares | No. of Shares                       | % of total Shares of the Company | % of Shares pledged/ encumbered to total Shares |  |
| 1     | Teamwork Properties Developments LLP | 38,65,55,000                              | 33.92                            | 0.00  | 38,65,55,000                        | 33.92                            | 0.00  | 0.00                                     |
| 2     | Blossom Trade & Interchange LLP      | 38,39,04,000                              | 33.69                            | 0.00  | 38,39,04,000                        | 33.69                            | 0.00  | 0.00                                     |
| 3     | Abha M Gupta                         | 43,53,330                                 | 0.38                             | 0.00  | 43,53,330                           | 0.38                             | 0.00  | 0.00                                     |

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

| Sr. No                             | Shareholding at the beginning of the Year |                                  | Cumulative Shareholding during the Year |                                  |
|------------------------------------|---|----------------------------------|---|----------------------------------|
|                                    | No. of Shares                             | % of total Shares of the Company | No. of Shares                           | % of total Shares of the Company |
| No change in Promoter Shareholding |   |                                  |   |                                  |

(iv) **Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):**

| Sl. No. | Shareholder's Name                       | Date     | Reason                                     | Shareholding at the beginning of the year |                                  | Cumulative Share holding during the year |                                  |
|---------|--|----------|--|---|----------------------------------|--|----------------------------------|
|         |  |          |  | No. of Shares                             | % of total shares of the company | No of shares                             | % of total shares of the company |
| 1       | Pragya Realty Developers Private Limited | 01-04-17 | At the beginning of the year               | 11,69,05,465                              | 10.26                            | 11,69,05,465                             | 10.26                            |
|         |  | 31-03-18 | At the end of the year                     | -   | -                                | 11,69,05,465                             | 10.26                            |
| 2       | Ravi Agarwal                             | 01-04-17 | At the beginning of the year               | 2,45,50,000                               | 2.15                             | 2,45,50,000                              | 2.15                             |
|         |  | 07-09-17 | Transfer of Shares due to Partition of HUF | 2,47,87,500                               | 2.18                             | 4,93,37,500                              | 4.33                             |
|         |  | 05-02-18 | Gift of Shares                             | 2,34,47,240                               | 2.06                             | 7,27,84,740                              | 6.39                             |
|         |  | 31-03-18 | At the end of the year                     | -   | -                                | 7,27,84,740                              | 6.39                             |

**SHREE GLOBAL TRADEFIN LIMITED**

| Sl. No. | Shareholder's Name                                 | Date     | Reason                                     | Shareholding at the beginning of the year |                                  | Cumulative Share holding during the year |                                  |
|---------|--|----------|--|---|----------------------------------|--|----------------------------------|
|         |  |          |  | No. of Shares                             | % of total shares of the company | No of shares                             | % of total shares of the company |
| 3       | Aristo Realty Developers Limited                   | 01-04-17 | At the beginning of the year               | 4,52,26,000                               | 3.97                             | 4,52,26,000                              | 3.97                             |
|         |  | 29-12-17 | Shares Sold                                | 46,000                                    | 0.01                             | 4,51,80,000                              | 3.96                             |
|         |  | 31-03-18 | At the end of the year                     | -   | -                                | 4,51,80,000                              | 3.96                             |
| 4       | Kiran B Agarwal                                    | 01-04-17 | At the beginning of the year               | 2,45,85,000                               | 2.16                             | 2,45,85,000                              | 2.16                             |
|         |  | 31-03-18 | At the end of the year                     | -   | -                                | 2,45,85,000                              | 2.16                             |
| 5       | Pooja Agarwal                                      | 01-04-17 | At the beginning of the year               | 2,44,00,000                               | 2.14                             | 2,44,00,000                              | 2.14                             |
|         |  | 31-03-18 | At the end of the year                     | -   | -                                | 2,44,00,000                              | 2.14                             |
| 6       | Cheerful Trade & Realty Developers Private Limited | 01-04-17 | At the beginning of the year               | 80,11,965                                 | 0.70                             | 80,11,965                                | 0.70                             |
|         |  | 31-03-18 | At the end of the year                     | -   | -                                | 80,11,965                                | 0.70                             |
| 7       | Shine Star Build-Cap Private Limited               | 01-04-17 | At the beginning of the year               | 61,50,000                                 | 0.54                             | 61,50,000                                | 0.54                             |
|         |  | 31-03-18 | At the end of the year                     | -   | -                                | 61,50,000                                | 0.54                             |
| 8       | Pace Stock Broking Services Private Limited        | 01-04-17 | At the beginning of the year               | 45,50,000                                 | 0.40                             | 45,50,000                                | 0.40                             |
|         |  | 31-03-18 | At the end of the year                     |   |                                  | 45,50,000                                | 0.40                             |
| 9       | Monica Subodh Shah                                 | 01-04-17 | At the beginning of the year               | 39,00,000                                 | 0.34                             | 39,00,000                                | 0.34                             |
|         |  | 31-03-18 | At the end of the year                     | -   | -                                | 39,00,000                                | 0.34                             |
| 10      | Anuj Miglani                                       | 01-04-17 | At the beginning of the year               | 36,29,000                                 | 0.32                             | 36,29,000                                | 0.32                             |
|         |  | 31-03-18 | At the end of the year                     | -   | -                                | 36,29,000                                | 0.32                             |
| 11      | Ravi Agarwal - HUF                                 | 01-04-17 | At the beginning of the year               | 2,47,87,500                               | 2.18                             | 2,47,87,500                              | 2.18                             |
|         |  | 07-09-17 | Transfer of Shares due to Partition of HUF | 2,47,87,500                               | 2.18                             | 0  | 0.00                             |
|         |  | 31-03-18 | At the end of the year                     | -   | -                                | 0  | 0.00                             |
| 12      | K D Agarwala & Son- HUF                            | 01-04-17 | At the beginning of the year               | 2,34,47,240                               | 2.06                             | 2,34,47,240                              | 2.06                             |
|         |  | 07-09-17 | Transfer of Shares due to Partition of HUF | 2,34,47,240                               | 2.06                             | 0  | 0.00                             |
|         |  | 31-03-18 | At the end of the year                     | -   | -                                | 0  | 0.00                             |

**(v) Shareholding of Directors and Key Managerial Personnel:**

| Sr. No  | For each of the Directors and KMP | Shareholding at the beginning of the Year |                                  | Shareholding at the end of the Year |                                  |
|---|-----------------------------------|---|----------------------------------|-------------------------------------|----------------------------------|
|   | Name of the Director/KMP          | No. of Shares                             | % of total Shares of the Company | No. of Shares                       | % of total Shares of the Company |
| Directors and Key Managerial Personnel are not holding any shares |                                   |   |                                  |                                     |                                  |

**V. INDEBTEDNESS**

Indebtedness of the Company including interest outstanding/accrued but not due for payment

| Particulars  | Secured Loans<br>excluding Deposits | Unsecured<br>Loans | Deposits | Total<br>Indebtedness |
|--|-------------------------------------|--------------------|----------|-----------------------|
| <b>Indebtedness at the beginning of the financial year</b> |                                     |                    |          |                       |
| 1. Principal Amount  | -                                   | -                  | -        | -                     |
| 2. Interest due but not paid                               | -                                   | -                  | -        | -                     |
| 3. Interest accrued but not due                            | -                                   | -                  | -        | -                     |
| <b>Total of (1+2+3)</b>                                    | -                                   | -                  | -        | -                     |
| <b>Change in Indebtedness during the financial year</b>    |                                     |                    |          |                       |
| +Addition  | -                                   | -                  | -        | -                     |
| -Reduction   | -                                   | -                  | -        | -                     |
| Net Change   | -                                   | -                  | -        | -                     |
| <b>Indebtedness at the end of the financial year</b>       |                                     |                    |          |                       |
| 1. Principal Amount  | -                                   | -                  | -        | -                     |
| 2. Interest due but not paid                               | -                                   | -                  | -        | -                     |
| 3. Interest accrued but not due                            | -                                   | -                  | -        | -                     |
| <b>Total of (1+2+3)</b>                                    | -                                   | -                  | -        | -                     |

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

| Sr<br>No. | Particulars of Remuneration   | Name of MD/WTD/<br>Manager           | Total            |
|-----------|---|--------------------------------------|------------------|
|           |   | Rajesh R. Gupta<br>Managing Director |                  |
| 1         | Gross Salary  |                                      |                  |
|           | (a) Salary as per provisions contained in section 17(1) of the Income Tax Act | 78,56,004                            | 78,56,004        |
|           | (b) Value of perquisites u/s 17(2) of Income Tax Act                          |                                      |                  |
|           | (c) Profits in lieu of salary u/s 17(3) of Income tax Act                     | -                                    | -                |
| 2         | Stock Option  | -                                    | -                |
| 3         | Sweat Equity  | -                                    | -                |
| 4         | Commission<br>- As % of profit<br>- Others, specify                           | -                                    | -                |
| 5         | Others, please specify Provident Fund & other Funds                           | 1,44,000                             | 1,44,000         |
|           | Performance Bonus   | -                                    | -                |
|           | Total (A)   | <b>80,00,004</b>                     | <b>80,00,004</b> |
|           | <b>Ceiling as per the Act</b>   | <b>₹ 1,20,00,00,000 per annum</b>    |                  |

**SHREE GLOBAL TRADEFIN LIMITED**
**B. Remuneration to other directors:**

| Sl. No   | Particulars of Remuneration                     | Name of the Directors       |                     | Total Amount |
|----------|---|-----------------------------|---------------------|--------------|
| <b>1</b> | <b>Independent Directors</b>                    | <b>Mohan Krishnamoorthy</b> | <b>Uniza Shaikh</b> |              |
|          | (a) Fee for attending Board/ Committee meetings | -                           | -                   | -            |
|          | (b) Commission                                  | -                           | -                   | -            |
|          | (c) Others, please specify                      | -                           | -                   | -            |
|          | <b>Total (1)</b>                                | -                           | -                   | -            |
| <b>2</b> | <b>Other Non Executive Directors</b>            | <b>Ravindra Deshpande</b>   |                     |              |
|          | (a) Fee for attending Board/ Committee meetings | -                           | -                   | -            |
|          | (b) Commission                                  | -                           | -                   | -            |
|          | (c) Others, please specify.                     | -                           | -                   | -            |
|          | <b>Total (2)</b>                                | -                           | -                   | -            |
|          | <b>Total (B)=(1+2)</b>                          | -                           | -                   | -            |
|          | <b>Total Managerial Remuneration</b>            | -                           | -                   | -            |
|          | <b>Overall Ceiling as per the Act.</b>          | <b>Not Applicable</b>       |                     |              |

**C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD**

| Sr. No | Particulars of Remuneration   | Name of Key Managerial Personnel |                                       |   |
|--------|---|----------------------------------|---------------------------------------|---|
|        |   | CFO<br>Viresh Sohoni             | *Company Secretary<br>Jitendra Sharma | **Company Secretary<br>Priyanka Agrawal |
| 1      | Gross Salary  |                                  |                                       |   |
|        | (a) Salary as per provisions contained in section 17(1) of the Income Tax Act | 15,62,153                        | 77,900                                | 4,03,314                                |
|        | (b) Value of perquisites u/s 17(2) of Income Tax Act                          | -                                | -                                     | -                                       |
|        | (c) Profits in lieu of salary u/s 17(3) of Income tax Act                     | -                                | -                                     | -                                       |
| 2      | Stock Option  | -                                | -                                     | -                                       |
| 3      | Sweat Equity  | -                                | -                                     | -                                       |
| 4      | Commission<br>- As % of profit<br>- Others, specify                           | -                                | -                                     | -                                       |
| 5      | Others, please specify Provident Fund & other Funds                           | 1,78,710                         | 7,100                                 | 29,189                                  |
| 6      | Performance Bonus   | -                                | -                                     | -                                       |
|        | <b>Total C</b>  | <b>17,40,863</b>                 | <b>85,000</b>                         | <b>4,32,503</b>                         |

\*Mr. Jitendra Sharma resigned as the Company Secretary of the Company w.e.f 20<sup>th</sup> September, 2017.

\*\* Mrs. Priyanka Agrawal was appointed as the Company Secretary of the Company w.e.f 21<sup>st</sup> September, 2017.

**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES (under the Companies Act):**

| Type                               | Section of the Companies Act | Brief Description | Details of penalty/ punishment/ Compounding fees imposed | Authority (RD, NCLT, Court) | Appeal made if any (give details) |
|------------------------------------|------------------------------|-------------------|--|-----------------------------|-----------------------------------|
| <b>A.COMPANY</b>                   |                              |                   |  |                             |                                   |
| Penalty                            | -                            | -                 | -  | -                           | -                                 |
| Punishment                         | -                            | -                 | -  | -                           | -                                 |
| Compounding                        | -                            | -                 | -  | -                           | -                                 |
| <b>B.DIRECTORS</b>                 |                              |                   |  |                             |                                   |
| Penalty                            | -                            | -                 | -  | -                           | -                                 |
| Punishment                         | -                            | -                 | -  | -                           | -                                 |
| Compounding                        | -                            | -                 | -  | -                           | -                                 |
| <b>C.OTHER OFFICERS IN DEFAULT</b> |                              |                   |  |                             |                                   |
| Penalty                            | -                            | -                 | -  | -                           | -                                 |
| Punishment                         | -                            | -                 | -  | -                           | -                                 |
| Compounding                        | -                            | -                 | -  | -                           | -                                 |

**REPORT ON CORPORATE GOVERNANCE FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2018****COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE**

The Company's philosophy on Corporate Governance envisages the attainment of the highest levels of transparency, accountability and equity, in all facets of its operation, and all its interactions with the stakeholders including shareholders, employees, customers, government and suppliers.

Your Company is in compliance with the requirements on Corporate Governance as they stood during FY 2017-18.

A report on the compliances of Corporate Governance requirements under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and the practices/ procedures followed by your Company for the year ended 31<sup>st</sup> March, 2018 is detailed below:

**BOARD OF DIRECTORS AND ITS COMMITTEES****1. Composition and Category of Directors / Attendance at Meetings/Directorships and Committee Memberships in other companies as on 31<sup>st</sup> March, 2018**

Your Company has the combination of Executive and Non-Executive Directors in conformity with Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

The present strength of the Board of Directors is a mix of three Non-Executive Directors including a woman director, and one Executive Director. Of the three Non-Executive Directors, two Directors are Independent Directors.

The Chairman of the Board is an Executive Director.

As per the declarations received by the Company from each of the Directors, none of them are disqualified under Section 164(2) of the Companies Act, 2013.

The Independent Directors of the Company are in compliance with the provisions of Regulation 16(1)(b) of the Listing Regulations. Further, disclosures have been made by the Directors regarding their Chairmanships/ Memberships of the mandatory Committees of the Board and that the same are within the maximum permissible limit as stipulated under Regulation 26(1) of the Listing Regulations.

The composition of Board of Directors as on 31<sup>st</sup> March, 2018 and other relevant details is as follows:

| Sr. No | Name and Designation (DIN)   | Category                      | Attendance in FY 2017-18         |     | Number of Directorships in other Companies |        | Committee Membership and Chairmanship in other Companies\$ |            | Shareholding in the Company |
|--------|--|-------------------------------|----------------------------------|-----|--|--------|--|------------|-----------------------------|
|        |  |                               | Board Meetings (7 Meetings held) | AGM | Private                                    | Public | Chairmanship   | Membership |                             |
| 1.     | Mr. Rajesh R. Gupta<br>Chairman & Managing Director<br>(DIN: 00028379) | Executive                     | 5                                | Yes | -  | 1      | -  | -          | -                           |
| 2.     | Mr. Ravindra Deshpande<br>Director<br>(DIN: 01003990)                  | Non –Executive                | 7                                | Yes | 2  | -      | -  | -          | -                           |
| 3.     | Mr. Mohan Krishnamoorthy<br>Director<br>(DIN: 02542406)                | Non Executive and Independent | 7                                | Yes | -  | -      | -  | -          | -                           |
| 4.     | Mrs. Uniza Shaikh<br>Director<br>(DIN: 06975961)                       | Non Executive and Independent | 7                                | No  | -  | -      | -  | -          | -                           |

**Note:**

\$ Includes only Audit Committee and Shareholders' / Investors' Grievance Committee in all public limited companies (whether listed or not) and excludes private limited companies, foreign companies and Section 8 companies.

There is no relationship between the Directors inter-se.



## 2. No. of Board Meetings and dates of Board Meetings

The Board oversees the entire functioning of the Company and is involved in strategic decision-making on a collective basis.

Your Board meets at least four times a year and the interval between any such two meetings has not been more than 120 days. The Company Secretary under the direction of the Chairman and in consultation with Chief Financial Officer prepares the agenda for the meetings along with the notes thereto and circulates it to the Directors, along with the notice of the meeting. During the financial year 2017-18, meetings of the Board of Directors were held on 13<sup>th</sup> April, 2017, 26<sup>th</sup> May, 2017, 24<sup>th</sup> July, 2017, 12<sup>th</sup> September, 2017, 21<sup>st</sup> September, 2017, 07<sup>th</sup> November, 2017 and 09<sup>th</sup> February, 2018.

Additionally, a separate meeting of Independent Directors was held on 09<sup>th</sup> February, 2018.

### Procedure of Board/ Committee Meeting

The agenda papers with relevant notes and material documents relating to matters for perusal of the Board/ Committee are circulated in advance, so as to facilitate discussion and informed decision-making in the meeting.

The routine business brought to the relevant meetings includes, inter alia, the following:

- Quarterly results.
- Financial results for the relevant period along with limited review/audit report thereon.
- Minutes of various committee meetings of the Company.
- Review of Internal Audit Report/s.
- Shareholding pattern as per Regulation 31 of the Listing Regulations.
- Statement of shareholder grievance received/ disposed during each quarter.

### Familiarisation Programme for Independent Directors

Whenever any person joins the Board of the Company as an Independent Director, an induction programme is arranged for him / her wherein he / she is familiarized with the Company, their roles, rights and responsibilities in the Company, the code of conduct to be adhered, nature of the industry in which the Company operates, meeting with the senior management team members, etc.

The detail of such familiarization programmes is disclosed on the Company's website at [www.sgtl.in](http://www.sgtl.in).

## 3. Board Committees

The Board Committees play a vital role in strengthening the Corporate Governance practices and focus effectively on the issues and ensure expedient resolution of the

diverse matters. The Committees also make specific recommendations to the Board on various matters when required. All observations, recommendations and decisions of the Committees are placed before the Board for information or for approval. The Board of Directors has, from time to time, constituted the following Committees, namely:

### Audit Committee

The composition of the Audit Committee as on 31<sup>st</sup> March, 2018 is as follows:

| Name of Members          | Category                  |
|--------------------------|---------------------------|
| Mr. Mohan Krishnamoorthy | Independent Director      |
| Mrs. Uniza Shaikh        | Independent Director      |
| Mr. Ravindra Deshpande   | Non- Independent Director |

The Company Secretary acts as Secretary to the Audit Committee. During the year under review, the Audit Committee met five times on 13<sup>th</sup> April, 2017, 26<sup>th</sup> May, 2017, 12<sup>th</sup> September, 2017, 07<sup>th</sup> November, 2017 and 09<sup>th</sup> February, 2018.

The attendance of members of the Audit Committee at the committee meetings held during the year ended 31<sup>st</sup> March, 2018 is as follows:

| Name of Members          | Number of Meetings |          |
|--------------------------|--------------------|----------|
|                          | Held               | Attended |
| Mr. Mohan Krishnamoorthy | 5                  | 5        |
| Mrs. Uniza Shaikh        | 5                  | 5        |
| Mr. Ravindra Deshpande   | 5                  | 5        |

The Chairman of the Audit Committee was present at the last Annual General Meeting held on 13<sup>th</sup> July, 2017.

The time interval between any two Audit Committee meetings was not more than 120 days.

### Powers of the Audit Committee

- a. To investigate any activity within its terms of reference
- b. To seek information from any employee
- c. To obtain outside legal or other professional advice
- d. To secure attendance of outsiders with relevant expertise, if it considers necessary

### Role of the Audit Committee, inter alia, includes the following

- a. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible
- b. Recommending the appointment, remuneration and terms of appointment of statutory auditors including cost auditors of the Company

- c. Approving payment to statutory auditors, including cost auditors, for any other services rendered by them
- d. Reviewing with the management, the annual financial statements and auditors report thereon before submission to the Board for approval, with particular reference to:
- Matters required to be included in the Directors' Responsibility Statement to be included in the Board's Report in terms of clause (c) of sub-section 3 of Section 134 of the Companies Act, 2013;
  - Changes, if any, in accounting policies and practices and reasons for the same;
  - Major accounting entries involving estimates based on the exercise of judgment by the management;
  - Significant adjustments made in financial statements arising out of audit findings;
  - Compliance with listing and other legal requirements relating to financial statements;
  - Disclosure of any related party transactions; and
  - Modified opinions in draft audit report.
- e. Reviewing, with the management, the quarterly financial statements before submission to the Board for approval
- f. Monitoring and reviewing with the management, the statement of uses/ application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter
- g. Reviewing and monitoring the auditors independence and performance, and effectiveness of audit process
- h. Approval or any subsequent modification of transactions of the Company with related parties
- i. Scrutiny of inter-corporate loans and investments
- j. Valuation of undertakings or assets of the Company, wherever it is necessary
- k. Evaluation of internal financial controls and risk management systems
- l. Reviewing, with the management, the performance of statutory auditors and internal auditors, adequacy of internal control systems Formulating the scope, functioning, periodicity and methodology for conducting the internal audit
- m. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit
- n. Discussion with internal auditors of any significant findings and follow-up thereon
- o. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board
- p. Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post audit discussion to ascertain any area of concern
- q. To look into the reasons for substantial defaults, if any, in the payment to depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors
- r. To review the functioning of the Whistle Blower mechanism
- s. Approval of appointment of the CFO (i.e. the whole time Finance Director or any other person heading the finance function or discharging that function) after assessing qualifications, experience and background, etc. of the candidate
- t. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.
- u. Reviewing the following information:
- The Management Discussion and Analysis of financial condition and results of operations;
  - Statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
  - Management letters/letters of internal control weaknesses issued by the statutory auditors;
  - Internal audit reports relating to internal control weaknesses; and
  - Reviewing the appointment, removal and terms of remuneration of the Chief internal auditor / internal auditor(s)
  - Statement of deviations:
    - (a) quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1).
    - (b) annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7).

The Chairman of the Audit Committee was present at the last Annual General Meeting held on 13<sup>th</sup> July, 2017.

## SHREE GLOBAL TRADEFIN LIMITED

### Nomination and Remuneration Committee

The composition of this Committee as on 31<sup>st</sup> March, 2018 is as follows:

| Name of Members          | Category                  |
|--------------------------|---------------------------|
| Mr. Mohan Krishnamoorthy | Independent Director      |
| Mrs. Uniza Shaikh        | Independent Director      |
| Mr. Ravindra Deshpande   | Non- Independent Director |

During the year under review, the Committee meetings were held four times on 13<sup>th</sup> April, 2017, 26<sup>th</sup> May, 2017, 21<sup>st</sup> September, 2017 and 09<sup>th</sup> February, 2018.

The attendance of members of Nomination and Remuneration Committee at the committee meetings held during the year ended 31<sup>st</sup> March, 2018 is as follows:

| Name of Members          | Number of Meetings |          |
|--------------------------|--------------------|----------|
|                          | Held               | Attended |
| Mr. Mohan Krishnamoorthy | 4                  | 4        |
| Mrs. Uniza Shaikh        | 4                  | 4        |
| Mr. Ravindra Deshpande   | 4                  | 4        |

### Terms of Reference of the Committee, inter alia, includes the following:

- To identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and to recommend to the Board their appointment and/or removal
- To carry out evaluation of every Director's performance
- To formulate the criteria for determining qualifications, positive attributes and independence of a Director, and recommend to the Board a policy, relating to the remuneration for the Directors, Key Managerial Personnel and other employees
- To formulate the criteria for evaluation of Independent Directors and the Board
- To decide whether to extend or continue the term of appointment of Independent Director, on the basis of the report of performance evaluation of independent directors.
- To devise a policy on Board diversity
- To recommend/review remuneration of the Managing Director(s) and Whole-time Director(s) based on their performance and defined assessment criteria
- To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable;

### Appointment and Remuneration Policy for Directors, Key Managerial Personnel and Senior Management

The Nomination and Remuneration Committee ("NRC") has adopted a policy which, inter alia, deals with the manner of selection of Board of Directors, Managing Director/ Executive Director, other Key Managerial Personnel and their remuneration. The details of the policy disclosed on the website of the company at [www.sgtl.in](http://www.sgtl.in).

### Stakeholders Relationship Committee

The composition of this Committee as on 31<sup>st</sup> March, 2018 is as follows:

| Name of Members          | Category                  |
|--------------------------|---------------------------|
| Mr. Mohan Krishnamoorthy | Independent Director      |
| Mrs. Uniza Shaikh        | Independent Director      |
| Mr. Ravindra Deshpande   | Non- Independent Director |

Mr. Mohan Krishnamoorthy, Non Executive Director is heading the Committee and Mrs. Priyanka Agrawal, the Company Secretary, is the Compliance Officer under the Listing Regulations.

During the year under review, no meetings of the Committee were held.

The Committee has been constituted to specifically look into the matter of the redressal of stakeholders', security holders' and investors' complaints and grievances, including but not limited to those relating to transfer/ transmission of shares, non-receipt of dividends, non receipt of Annual Report and any other grievance that a shareholder or investor may have against the Company.

The details of shareholders' complaints received and disposed of during the year under review is as follows:

| Number of Investor Complaints                  |     |
|--|-----|
| Pending at the beginning of the financial year | Nil |
| Received during the financial year             | Nil |
| Disposed off during the financial year         | Nil |
| Pending at the end of the financial year       | Nil |

#### 4. **Directors' Appointment, Tenure and Remuneration**

In terms of Section 152 read with Section 149(13) of the Companies Act, 2013, Mr. Ravindra Deshpande is liable to retire by rotation. The said Director has offered himself for reappointment and resolution for his reappointment, is incorporated in the Notice of the ensuing Annual General Meeting. The brief profile and other information as required under Regulation 36(3) of the Listing Regulations relating to Mr. Ravindra Deshpande forms part of the Notice of ensuing Annual General Meeting.

The remuneration paid for the financial year ended 31<sup>st</sup> March, 2018 to Mr. Rajesh R. Gupta as the Managing Director of the Company is in accordance with the terms and conditions of his appointment.

The tenure of office of Mr. Rajesh R. Gupta, Chairman and Managing Director is for three years w.e.f. 01<sup>st</sup> January, 2018. There is no provision for notice period and payment of severance fees.

Details of remuneration / commission paid to Executive and Non-Executive Directors for the year ended 31<sup>st</sup> March, 2018 is as follows:

| Name                          | Basic Salary | Allowances | Performance Incentive | Perquisite | Sitting Fee | Commission | Total     |
|-------------------------------|--------------|------------|-----------------------|------------|-------------|------------|-----------|
| <b>Executive Director</b>     |              |            |                       |            |             |            |           |
| Mr. Rajesh R. Gupta           | 80,00,004    | -          | -                     | -          | -           | -          | 80,00,004 |
| <b>Non Executive Director</b> |              |            |                       |            |             |            |           |
| Mr. Ravindra Deshpande        | -            | -          | -                     | -          | -           | -          | -         |
| Mr. Mohan Krishnamoorthy      | -            | -          | -                     | -          | -           | -          | -         |
| Mrs. Uniza Shaikh             | -            | -          | -                     | -          | -           | -          | -         |

## 5. Board Evaluation

Pursuant to the provisions of the Companies Act, 2013 and in compliance with the requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Committees. A structured questionnaire was prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance.

A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgement, safeguarding the interest of the Company and its minority shareholders etc. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non Independent Directors was carried out by the Independent Directors who also reviewed the performance of the Key Managerial Personnel. The Directors expressed their satisfaction with the evaluation process.

## DISCLOSURES

### 1. Disclosures on materially significant related party transactions that may have potential conflict with the interests of listed entity at large;

There were no transactions with related parties pursuant to section 188 of Companies Act, 2013.

The policy on dealing with related party transaction is placed on the Company's website at [www.sgtl.in](http://www.sgtl.in).

### 2. Details of non-compliance by the listed entity, penalties, strictures imposed on the listed entity by stock exchange(s) or the board or any statutory authority, on any matter related to capital markets, during the last three years :

Neither there were any non-compliances, nor any penalties or strictures have been imposed on your Company by the Stock Exchanges or SEBI or any statutory authority, on any matter related to capital markets, during the last three years.

### 3. Details of establishment of vigil mechanism, whistle blower policy, and affirmation that no personnel has been denied access to the audit committee:

The Company has formulated Whistle Blower Policy & established Vigil Mechanism in the Board Meeting held on 27<sup>th</sup> September, 2014 for the directors and employees of the Company to report, serious and genuine unethical behavior, actual or suspected fraud and violation of the Company's code of conduct or ethics policy.

During the year under review no personnel have either approached the Audit Committee or been denied access to the Audit Committee.

### 4. Details of Compliance with mandatory requirements and adoption of the non-mandatory requirements of this clause:

The company has complied with all the mandatory requirements. As regards the Non-Mandatory requirements they are complied with to the extent possible.

### 5. Web link where policy for determining material subsidiaries is disclosed

Not Applicable

### 6. Weblink where policy on dealing with Related Party Transactions

<http://www.sgtl.in/pdf/Policy%20on%20Related%20Party%20Transaction.pdf>

### 7. Disclosure of Commodity Price Risks and Commodity Hedging Activities:

Not Applicable

## SHREE GLOBAL TRADEFIN LIMITED

### DISCLOSURE OF COMPLIANCE WITH CORPORATE GOVERNANCE REQUIREMENTS UNDER LISTING REGULATIONS

#### GENERAL SHAREHOLDERS INFORMATION

##### 1. General Body Meeting

| Financial Year Ended         | Date                             | Time       | Venue  | Brief Description of Special Resolution   |
|------------------------------|----------------------------------|------------|--|---|
| 31 <sup>st</sup> March, 2017 | 13 <sup>th</sup> July, 2017      | 10.30 a.m. | The Qube, CTS No. 1498 A/2, Asan Pada Road, Opp. Hotel Sunshine, Marol, Andheri East, Mumbai 400059, Maharashtra | Revision of Remuneration of Mr. Rajesh R. Gupta, Managing Director of the Company w.e.f 1 <sup>st</sup> April, 2017 to 31 <sup>st</sup> December, 2017.<br><br>To re-appoint Mr. Rajesh R. Gupta (DIN: 00028379) as the Managing Director [designated as Chairman & Managing Director] of the Company |
| 31 <sup>st</sup> March, 2016 | 29 <sup>th</sup> September, 2016 | 11.00 a.m. | The Qube, CTS No. 1498 A/2, Asan Pada Road, Opp. Hotel Sunshine, Marol, Andheri East, Mumbai 400059, Maharashtra | Sub-division of Equity Shares from the Face Value of ₹5/- per share to Face Value of ₹1/- per share.<br><br>Alteration of the Capital Clause of Memorandum of Association of the Company.   |
| 31 <sup>st</sup> March, 2015 | 29 <sup>th</sup> September, 2015 | 10.30 a.m. | Orchid', 1 <sup>st</sup> Floor, Centre 1, Cuffe Parade, Mumbai 400005, Maharashtra                               | No Special resolution was passed.   |

##### Postal Ballot

During financial year 2017-18, no ordinary or special resolutions were passed through postal ballot. No special resolution is proposed to be conducted through postal ballot.

##### 2. Company's Means of Communication

|                                     |  |
|-------------------------------------|--|
| Website                             | Information like quarterly / half yearly / annual financial results and press releases on significant developments in the Company that have been made available from time to time, are hosted on the Company's website <a href="http://www.sgtl.in">www.sgtl.in</a> and have also been submitted to the Stock Exchange to enable them to put them on its website and communicate to its members. |
| Quarterly/ Annual Financial Results | The quarterly / half-yearly / annual financial results are published in Business Standard (English) and Mumbai Lakshadweep (Marathi) newspapers. The results are also uploaded by BSE on its website <a href="http://www.bseindia.com">www.bseindia.com</a> .  |
| Stock exchange                      | All periodical information, including the statutory filings and disclosures, are filed with BSE. The filings required to be made under the Listing Regulations, including the Shareholding pattern and Corporate Governance Report for each quarter are also filed on BSE Listing Centre.  |

##### 3. Other Information

|   |  |
|---|--|
| <b>CIN</b>  | L27100MH1986PLC041252  |
| <b>Registered Office address</b>                      | 35, Ashok Chambers, Broach Street, Devji Ratansey Marg, Masjid Bunder, Mumbai-400009, Maharashtra.   |
| <b>Date, Time and Venue of Annual General Meeting</b> | 29 <sup>th</sup> August, 2018 at 11 a.m.<br><b>Address:</b><br>The Qube, CTS No. 1498 A/2, Asan Pada Road, Opp. Hotel Sunshine, Marol, Andheri East, Mumbai 400059, Maharashtra. |
| <b>Financial Year</b>                                 | The financial year of the Company starts from April 1 <sup>st</sup> and ends on March 31 <sup>st</sup> of the succeeding year  |
| <b>Rate of dividend and dividend declaration date</b> | No Dividend was declared during the financial year 2017-18.  |
| <b>Dates of Book Closure</b>                          | 22 <sup>nd</sup> August, 2018 to 29 <sup>th</sup> August, 2018 (Both days inclusive)   |
| <b>Dividend History</b>                               | None   |
| <b>Listing on stock exchanges</b>                     | The Equity Shares of the Company are listed on BSE Limited.<br><b>Address:-</b><br>Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001.                                      |
| <b>Listing fees</b>                                   | The listing fees of BSE for FY 2018-19 has been paid   |
| <b>Stock code</b>                                     | The BSE scrip code of equity shares is 512463  |
| <b>ISIN Number</b>                                    | INE080101025   |

|   |   |
|---|---|
| <b>Custodian fees</b>   | The custodian fees is payable to each of the depositories based on the number of folios as on 31 <sup>st</sup> March, 2018. The custodian fees to CDSL and NSDL has been paid.  |
| <b>Suspension of trading in securities</b>  | There was no suspension of trading in securities of the Company during the year under review.   |
| <b>Registrar and Transfer agents</b>  | Bigshare Services Private Limited<br>1 <sup>st</sup> Floor, Bharat Tin Works Building,<br>Opp. Vasant Oasis, Makwana Road,<br>Marol, Andheri East,<br>Mumbai 400059.<br>Phone : 022- 6263 8200<br>Fax : 022- 6263 8299<br>E-mail : investor@bigshareonline.com  |
| <b>Share Transfer system</b>  | For shares held in physical form, all requisite documents for share transfer should be sent to the Registrar and Transfer agents of the Company. The share transfers in physical form will be generally approved within 10 days from the date of receipt subject to all documents being in order. For shares held in dematerialised form, kindly contact your depository participant with whom your demat account is held.  |
| <b>Information on Deviation from Accounting Standards, if any</b>                           | There has been no deviation from the Accounting Standards in preparation of annual accounts for the financial year 2017-18.   |
| <b>Outstanding GDRs/ ADRs/ Warrants/ Convertible Instruments and their impact on Equity</b> | As on 31 <sup>st</sup> March, 2018, the Company does not have any outstanding GDRs / ADRs /Warrants / Convertible Instruments, including stock options.   |
| <b>Commodity price risk or foreign exchange risk and hedging activities</b>                 | Not Applicable  |
| <b>Plant locations</b>  | The Company does not have any plants  |
| <b>Tentative calendar of the Board Meetings for FY 2018-19</b>                              | <b>For the quarter ended June 30, 2018</b><br>- On or before 14 <sup>th</sup> August, 2018<br><b>For the quarter and half year ended September 30, 2018</b> –<br>On or before 14 <sup>th</sup> November, 2018<br><b>For the quarter ended December 31, 2018</b> –<br>On or before 14 <sup>th</sup> January, 2018<br><b>For the quarter and year ended March 31, 2019</b> -<br>On or before 30 <sup>th</sup> May, 2019<br><b>Annual General Meeting</b> -<br>On or before 30 <sup>th</sup> September, 2019 |

#### 4. Reconciliation of Share Capital Audit

As stipulated by SEBI, a qualified Practicing Chartered Accountant carries out the Reconciliation of Share Capital to reconcile the total capital held with the National Security Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. The Audit is carried out every quarter and the report thereon is submitted to the Stock Exchange. The report, inter alia, confirms that the number of shares issued, listed on the Stock exchange and that held in demat and physical mode are in agreement with each other.

#### 5. Market Price Data

The market price data and the volume of your Company's shares traded on BSE during the year ended 31<sup>st</sup> March, 2018 are as follows:

| <b>The monthly movement of Equity Share Price on Bombay Stock Exchange</b> |                            |            |                   |
|--|----------------------------|------------|-------------------|
| <b>2017-2018</b>   | <b>Share Price (In ₹ )</b> |            | <b>BSE Sensex</b> |
| <b>Months</b>  | <b>High</b>                | <b>Low</b> | <b>Close</b>      |
| April  | 2.49                       | 2.17       | 29,918.40         |
| May  | 2.75                       | 2.08       | 31,145.80         |
| June   | 3.19                       | 2.84       | 30,921.61         |
| July   | 3.00                       | 2.76       | 32,514.94         |
| August   | 3.00                       | 2.76       | 31,730.49         |
| September  | 2.99                       | 2.66       | 31,283.72         |
| October  | 2.66                       | 2.20       | 33,213.13         |
| November   | 4.04                       | 2.41       | 33,149.35         |
| December   | 4.78                       | 2.90       | 34,056.83         |
| January  | 2.76                       | 2.12       | 35,965.02         |
| February   | 2.02                       | 1.49       | 34,184.04         |
| March  | 1.68                       | 1.37       | 32,968.68         |

#### 6. Distribution of Shareholding as on 31<sup>st</sup> March, 2018

| <b>Shareholding of Nominal Value (INR)</b> | <b>Number of Shareholders</b> | <b>Percentage (%)</b> | <b>Number of Shares Held</b> | <b>Percentage (%)</b> |
|--|-------------------------------|-----------------------|------------------------------|-----------------------|
| 1 – 500                                    | 931                           | 53.44                 | 2,15,843                     | 0.02                  |
| 501 – 1,000                                | 223                           | 12.80                 | 1,98,561                     | 0.02                  |
| 1,001 – 2,000                              | 167                           | 9.59                  | 2,62,796                     | 0.02                  |
| 2,001 – 3,000                              | 150                           | 8.61                  | 3,87,108                     | 0.04                  |
| 3,001 – 4,000                              | 38                            | 2.18                  | 1,35,235                     | 0.01                  |
| 4,001 – 5,000                              | 47                            | 2.70                  | 2,27,099                     | 0.02                  |
| 5,001 – 10,000                             | 70                            | 4.02                  | 4,94,562                     | 0.04                  |
| 10,001 and above                           | 116                           | 6.66                  | 1,13,75,84,261               | 99.83                 |
| <b>Total</b>                               | <b>1,742</b>                  | <b>100.00</b>         | <b>1,13,95,05,465</b>        | <b>100.00</b>         |

**SHREE GLOBAL TRADEFIN LIMITED**

**7. Shareholding pattern as on 31<sup>st</sup> March, 2018**

| Category                             | Category of Shareholder  | Number of Shareholders* | Total Number of Shares | Total Shareholding as a Percentage of Total Number of Shares |
|--------------------------------------|--|-------------------------|------------------------|--|
| <b>PROMOTER &amp; PROMOTER GROUP</b> |  |                         |                        |  |
| Indian                               | Promoter   | 3                       | 77,48,12,330           | 68.00  |
|                                      | Promoter Group   | -                       | -                      | -  |
|                                      | <b>Total (Promoter &amp; Promoter Group)</b>                   | <b>3</b>                | <b>77,48,12,330</b>    | <b>68.00</b>   |
| <b>PUBLIC</b>                        |  |                         |                        |  |
| Institutions                         | Mutual Funds   | -                       | -                      | -  |
|                                      | Financial Institutions/ Banks                                  | -                       | -                      | -  |
|                                      | Foreign Portfolio Investor/<br>Foreign Institutional Investors | -                       | -                      | -  |
|                                      | <b>Total (Institutions)</b>                                    | <b>-</b>                | <b>-</b>               | <b>-</b>   |
| Non-institutions                     | Bodies Corporate   | 34                      | 18,60,41,670           | 16.33  |
|                                      | Individuals  | 1,658                   | 17,73,28,864           | 15.56  |
|                                      | Clearing Members   | 13                      | 1,14,262               | 0.01   |
|                                      | Non Resident Indian (Repat)                                    | 7                       | 59,839                 | 0.00   |
|                                      | Non Resident Indian (Non Repat)                                | 1                       | 60,000                 | 0.00   |
|                                      | Hindu Undivided Family   | -                       | -                      | -  |
|                                      | Trusts   | -                       | -                      | -  |
|                                      | Unclaimed Account  | 1                       | 10,88,500              | 0.10   |
|                                      | <b>Total (Non-Institutions)</b>                                | <b>1,714</b>            | <b>36,46,93,225</b>    | <b>32.00</b>   |
|                                      | <b>Total (Public)</b>  | <b>1,714</b>            | <b>36,46,93,225</b>    | <b>32.00</b>   |
|                                      | <b>GRAND TOTAL</b>   | <b>1,717</b>            | <b>1,13,95,05,465</b>  | <b>100</b>   |

\* Consolidated in terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2017/128 dated December 19, 2017.

**8. Top Ten Shareholders across all categories as on 31<sup>st</sup> March, 2018**

| Sr. No | Name of Shareholders                               | No. of Shares | Percentage of Holding |
|--------|--|---------------|-----------------------|
| 1      | Teamwork Properities Developments LLP              | 38,65,55,000  | 33.92                 |
| 2      | Blossom Trade and Interchange LLP                  | 38,39,04,000  | 33.69                 |
| 3      | Pragya Realty Developers Private Limited           | 11,69,05,465  | 10.26                 |
| 4      | Ravi Agarwal                                       | 7,27,84,740   | 6.39                  |
| 5      | Aristo Realty Developers Limited                   | 4,36,80,000   | 3.83                  |
| 6      | Kiran B Agarwal                                    | 2,45,85,000   | 2.16                  |
| 7      | Pooja Agarwal                                      | 2,44,00,000   | 2.14                  |
| 8      | Cheerful Trade & Realty Developers Private Limited | 80,11,965     | 0.70                  |
| 9      | Shine Star Build Cap Private Limited               | 61,50,000     | 0.54                  |
| 10     | Pace Stock Broking Services Private Limited        | 45,50,000     | 0.40                  |

**9. Status of dematerialisation of shares**

As on 31<sup>st</sup> March, 2018, all except 3,43,365 equity shares of the Company are held in dematerialised form. The breakup of the equity shares held in dematerialised and physical form as on 31<sup>st</sup> March, 2018 is as follows:

| Particulars  | No. of shares         | Percent of equity |
|--------------|-----------------------|-------------------|
| NSDL         | 1,10,87,44,694        | 97.30             |
| CDSL         | 3,04,17,406           | 2.67              |
| Physical     | 3,43,365              | 0.03              |
| <b>Total</b> | <b>1,13,95,05,465</b> | <b>100</b>        |

#### 10. Disclosures with respect to Demat Suspense Account/ Unclaimed Suspense Account

As per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the listed entity shall disclose the following details in its annual report, as long as there are shares in the unclaimed suspense account. The details of Shree Global TradeFin Limited unclaimed suspense account are as follows:-

| Sr. No | Particulars   | Demat                  |                         |
|--------|---|------------------------|-------------------------|
|        |   | Number of Shareholders | Number of equity shares |
| 1      | Aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year; | 2,177                  | 10,88,500               |
| 2      | Number of shareholders who approached listed entity for transfer of shares from suspense account during the year;       | -                      | -                       |
| 3      | Number of shareholders to whom shares were transferred from suspense account during the year;                           | -                      | -                       |
| 4      | Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year        | 2,177                  | 10,88,500               |

The voting rights on the shares in the unclaimed suspense accounts as on 31<sup>st</sup> March, 2018 shall remain frozen till the rightful owners of such shares claim the shares.

#### 11. Disclosure by Key Managerial Personnel about related party transactions:

There was no related party transactions during the financial year ended 31<sup>st</sup> March, 2018. The Company has laid down a policy for dealing with Related Party Transactions. This policy is displayed on the website of the Company, viz, [www.sgtl.in](http://www.sgtl.in)

#### 12. Disclosure of Accounting Treatment

The applicable Accounting Standards as issued by the Institute of Chartered Accountants of India and notified by the Central Government under Companies (Accounting Standards) Rules, 2006 as amended from time to time, have been followed in preparation of the financial statements of the company.

#### 13. Proceeds from public issues, rights issues, preferential issues etc.

The company has not made any capital issues during the financial year.

#### 14. Matters related to Capital Markets

The company has complied with the requirements of the Stock Exchanges, SEBI and other statutory authorities on all matters relating to capital markets during the last three years. No penalties or strictures have been imposed on the company by any Stock Exchange or SEBI or any statutory authority, on any matter relating to capital markets, during the last three years.

#### 15. Management Discussion & Analysis Report

The Management Discussion & Analysis Report is a part of Director's Report.

#### 16. Green Initiative

Pursuant to section 101 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 as amended the Company can send Notice of Annual General Meeting, financial statements and other Communication in electronics forms. This Company is sending the Annual Report including the Notice of Annual General Meeting, Audited Standalone and Consolidated Financial Statements, Directors Report, Auditors Report along with their annexure etc. for the financial year 2017-18 in the electronic mode to the shareholders who have registered their E-mail Ids with the Company and/or their respective Depository Participates (DPs).

Shareholders who have not registered their e-mail addresses so far are requested to register their e-mail addresses. Those holding shares in demat form can register their e-mail addresses with their concerned DPs. Shareholders who hold shares in physical form are requested to register their e-mail addresses with the Company, by sending a letter, duly signed by the first/sole holder quoting details of Folio No.

#### 17. Address for Correspondence

For transfer/dematerialisation of shares and any other query relating to the shares of the Company.

##### Bigshare Services Private Ltd

1<sup>st</sup> Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri East, Mumbai-400059.  
Tel No.:- 022-6263 8200; Fax No:- 022-6263 8299.  
E-mail: [investor@bigshareonline.com](mailto:investor@bigshareonline.com).

Any query on Annual Report

##### Secretarial Department:

35, Ashok Chambers, Broach Street, Devji Ratansey Marg, Masjid Bunder, Mumbai 400009. Tel. No. 022-2348 0526 E mail: [sgtl2008@gmail.com](mailto:sgtl2008@gmail.com).

#### 18. CEO and CFO Certification

The Managing Director and CFO of the Company have given the certification on financial reporting and internal controls to the Board in terms of Regulation 17(8) of



SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the requisite certificate from the Managing Director and CFO of the Company is annexed thereto marked as **Annexure “F”** and forms part of this report.

**Annexure -F**  
**CEO/CFO CERTIFICATE**  
**[Regulation 17(8)]**

**19. Compliances under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

The Company has complied with corporate governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**20. Certificate on Compliance with Code of Conduct**

This Code has been laid down with a view to promote good corporate governance and exemplary personal conduct and is applicable to all the Directors and Senior Managerial Personnel of the Company. This Code is also available on the website of the Company [www.sgtl.in](http://www.sgtl.in).

**Declaration of compliance of the Code of Conduct in terms of Schedule V (D) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is given hereunder:**

In terms of Regulation 26 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as per ‘affirmation of compliance’ letters received from the Directors and the members of senior managerial personnel of the Company, I hereby declare that members of board of directors and senior management personnel have affirmed compliance with the code of conduct of board of directors and senior management during the financial year 2017-18.”

**For and on behalf of the Board**

**Date : 25<sup>th</sup> May, 2018**  
**Place: Mumbai**

**Rajesh R. Gupta**  
**Chairman & Managing Director**

To,

The Board of Directors

**Shree Global Tradefin Limited**

We hereby certify that we have reviewed the Financial Statements and the Cash Flow Statement for the financial year ended 31<sup>st</sup> March, 2018 and that to the best of our knowledge and belief:

1. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
2. These statements together present a true and fair view of the Company's affairs and are in compliance with existing Accounting Standards, applicable laws and regulations.
3. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the aforesaid period which are fraudulent, illegal or violative of the Company's Code of Conduct.
4. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal control systems, if any, of which we are aware, and that we have taken the required steps to rectify these deficiencies.
5. We have indicated to the Auditors and the Audit Committee that:
  - (a) There have been no significant changes in internal control over financial reporting during the year.
  - (b) There have been no significant changes in accounting policies during the year.
  - (c) There have been no instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

**Rajesh R. Gupta**  
**Managing Director**  
**Date : 25<sup>th</sup> May, 2018**  
**Place: Mumbai**

**Viresh Sohoni**  
**Chief Financial Officer**

**INDEPENDENT AUDITOR'S REPORT****TO THE MEMBERS OF M/S SHREE GLOBAL TRADEFIN LIMITED****Report on the Ind AS Financial Statements**

We have audited the accompanying Ind AS financial statements of M/S Shree Global TradeFin Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2018, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement, and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

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

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these Ind AS financial statements that give a true and fair view of the state of affairs (financial position), profit or loss (financial performance including other comprehensive income), and cash flows, and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015 (As Amended).

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 Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

**Auditor's Responsibility**

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

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

We conducted our audit of the Ind AS financial statements in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Ind AS financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence, on a test basis, about the amounts and disclosures in the Ind AS financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the Ind AS financial statements that give a true and fair view in order to design

audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's management, as well as evaluating the overall presentation of the Ind AS financial statements.

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

**Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the Ind AS 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 including the Ind AS:

- (a) in the case of the Balance Sheet, of the state of affairs (financial position) of the Company as at March 31, 2018;
- (b) in the case of the Statement of Profit and Loss, of the loss (financial performance including other comprehensive income) for the year ended on that date;
- (c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date; and
- (d) in the case of the Statement of Changes in Equity, of the changes in equity for the year ended on that date.

**Other Matters**

The financial statements of the Company for the year ended March 31, 2018 have been prepared under the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act, read with Companies (Indian Accounting Standards) Rules, 2015 (As Amended). The comparative figures have also been reinstated in accordance with the Ind AS. A reconciliation statement, which reconciles the figures of the comparatives from erstwhile Accounting Standard to Ind AS has been prepared and presented as a part of the Ind AS financial statement.

**Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act 2013, we give in the 'Annexure A', a statement on the matters specified in paragraphs 3 and 4 of the 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 Company has no branch office and hence the company is not required to conduct audit under section 143 (8) of the Act;

## SHREE GLOBAL TRADEFIN LIMITED

- d) The Balance Sheet, the Statement of Profit and Loss(including Other Comprehensive Income), the Cash flow statement, and the Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
- e) In our opinion, the aforesaid Ind AS financial statements comply with the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act, read with the Companies (Accounts) Rules, 2014 (As Amended) ;
- f) On the basis of the written representations received from the directors as on 31 March 2018 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2018 from being appointed as a director in terms of Section 164 (2) of the Act;
- g) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in “**Annexure B**”; and
- 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 has disclosed the impact, if any, of pending litigations on its financial position in its financial statements.
  - ii. The Company has made provision, as required under any law or accounting standards, for material foreseeable losses, if any, on long term contracts including derivative contracts.
  - iii. During the year, no amounts were required to be transferred to the Investor Education and Protection Fund by the Company. The question of delay in transferring such sums does not arise.
  - iv. The Company has provided requisite disclosures in its financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8th November, 2016 to 30th December, 2016 and these are in accordance with the books of accounts maintained by the Company.

**For Todarwal & Todarwal LLP**  
**Chartered Accountants**  
**ICAI Reg No: 111009W/W100231**

**Raunak Todarwal**  
**Partner**  
**M.No.: 165030**

**Dated: 25<sup>th</sup> May, 2018**  
**Place : Mumbai**

### **Annexure - A to Independent Auditor’s Report**

The ‘Annexure A’ referred to in Independent Auditor’s Report to the Members of the Company on the Financial Statements for the year ended 31<sup>st</sup> March 2018, we report that:

- (i) (a) According to the information and explanation given to us and based on the records produced before us, we are of the opinion that the Company is maintaining proper records showing full particulars including quantitative details and situation of fixed assets.
  - (b) According to the information and explanation given to us, fixed assets were physically verified by the management according to designed to cover all the locations which in our opinion, is reasonable having regard to the size of the company and the nature of its assets.
  - (c) According to the information and explanation given to us and based on the records produced before us, the title deeds of immovable properties are held in the name of the company.
- (ii) According to the information and explanation given to us Inventory has been physically verified by the management during the year. No material discrepancies were noticed that would have an impact over the Financial Statements.
  - (iii) According to the information and explanation given to us, the Company has not granted any secured or unsecured loans to companies, firms, parties covered in the register maintained under Section 189 of the Act.
  - (iv) According to the information and explanation given to us, we are of the opinion that in respect of loans, investments, guarantees, and security, provisions of section 185 and 186 of the Companies Act, 2013 have been complied with.
  - (v) According to the information and explanation given to us, the company has not accepted any deposits within the meaning of Section 73 to 76 of the Act and the rules framed there under.
  - (vi) In the opinion of the Management the Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, in respect of trading activity and hence such records have not been maintained by the Company.
  - (vii) (a) According to the books and records as produced and audited by us in accordance with generally accepted auditing practices in India and also Management representations, undisputed statutory dues in respect of Provident fund, Employees’ State Insurance, Income Tax, Sales Tax, Wealth tax, Service tax, Custom duty, Excise duty, Value Added Tax, Cess and other statutory dues, if any, applicable to it, has been regularly deposited with the appropriate authorities.

- (b) According to the information and explanation given to us and the record produced before us, the disputed amount payable in case of Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Value Added Tax or cess is as follows:

| Nature of Statute    | Nature of Dues          | Amount (₹)     | Period to which the amount relates | Forum where dispute is pending |
|----------------------|-------------------------|----------------|------------------------------------|--------------------------------|
| Income Tax Act, 1961 | Tax, Penalty & Interest | 10,53,26,852   | FY – 2006-07                       | CIT Appeals                    |
|                      |                         | 72,03,66,459   | FY – 2007-08                       |                                |
|                      |                         | 1,44,50,69,328 | FY – 2008-09                       |                                |
|                      |                         | 1,20,04,94,687 | FY – 2009-10                       |                                |
|                      |                         | 23,46,219      | FY – 2010-11                       | Income Tax Appellate Tribunal  |
|                      |                         | 61,28,640      | FY – 2008-09                       | CIT Appeals                    |
|                      | 1,05,41,757             | FY – 2009-10   |                                    |                                |

- (viii) In our opinion and according to the information and explanation given to us and the books of accounts verified by us, the company does not have any loan taken from any financial institution, bank, Government or dues to debenture holders.
- (ix) According to the information and explanation given to us and the record produced before us, the company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or by way of any term loan during the year.
- (x) During the course of our examination of the books of account carried in accordance with the generally accepted auditing standards in India, we have neither come across any instance of fraud on or by the Company by its officers or employees, either noticed or reported during the year, nor have we been informed of such case by the Management.
- (xi) According to the information and explanation given to us and based on the record produced before us, managerial remuneration has been paid during the year as per the provisions of section 197 read with Schedule V of the Act.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company as specified in the Nidhi Rules, 2014. Hence the provision of this clause is not applicable to the company.
- (xiii) According to the information and explanation given to us and the record produced before us, all transactions with the 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 Indian Accounting Standards.
- (xiv) According to the information and explanation given to us and the record produced before us, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Hence the provision of this clause is not applicable to the company.

- (xv) As per the information and explanation given to us and the record produced before us, the company has not entered into any non-cash transactions with directors or persons connected with him.

- (xvi) The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

**For Todarwal & Todarwal LLP**  
**Chartered Accountants**  
**ICAI Reg No: 111009W/W100231**

**Raunak Todarwal**  
**Partner**  
**M.No.: 165030**

**Dated: 25<sup>th</sup> May, 2018**  
**Place : Mumbai**

**Annexure – B to the Independent Auditors’ Report**

**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 M/S Shree Global Tradefin Limited (“the Company”) as of 31 March 2018 in conjunction with our audit of the 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

## SHREE GLOBAL TRADEFIN LIMITED

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 judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

### **Meaning of Internal Financial Controls over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised 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 31 March 2018, 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 Todarwal & Todarwal LLP**  
**Chartered Accountants**  
**ICAI Reg No: 111009W/W100231**

**Raunak Todarwal**  
**Partner**  
**M.No.: 165030**

**Dated: 25<sup>th</sup> May, 2018**  
**Place : Mumbai**

BALANCE SHEET AS AT 31<sup>ST</sup> MARCH, 2018

(In ₹)

| Particulars                   |                                      | Note No. | As at 31st March, 2018 | As at 31st March, 2017 (Restated) | As at 1st April, 2016 (Restated) |
|-------------------------------|--------------------------------------|----------|------------------------|-----------------------------------|----------------------------------|
| <b>ASSETS</b>                 |                                      |          |                        |                                   |                                  |
| (1)                           | <b>Non-Current Assets</b>            |          |                        |                                   |                                  |
|                               | (a) Property, Plant and Equipment    | 4        | 24,584                 | 44,429                            | 64,274                           |
|                               | (b) Financial Assets                 |          |                        |                                   |                                  |
|                               | (i) Investments                      | 5        | 2,48,12,45,421         | 3,28,25,68,305                    | 3,21,85,63,239                   |
|                               | (ii) Trade receivables               | 6        | 8,94,31,960            | 8,94,31,960                       | 6,48,29,746                      |
|                               | (c) Other Non-current Assets         | 7        | 1,34,77,84,000         | 1,35,51,52,440                    | 1,35,56,72,440                   |
|                               | <b>Total Non Current Assets</b>      |          | <b>3,91,84,85,965</b>  | <b>4,72,71,97,134</b>             | <b>4,63,91,29,699</b>            |
| (2)                           | <b>Current Assets</b>                |          |                        |                                   |                                  |
|                               | (a) Financial Assets                 |          |                        |                                   |                                  |
|                               | (i) Cash and Cash Equivalent         | 8        | 1,32,330               | 7,56,246                          | 5,38,910                         |
|                               | (b) Other Current Assets             | 9        | 22,67,301              | 20,85,849                         | 40,92,304                        |
|                               | <b>Total Current Assets</b>          |          | <b>23,99,631</b>       | <b>28,42,095</b>                  | <b>46,31,214</b>                 |
|                               | <b>TOTAL ASSETS</b>                  |          | <b>3,92,08,85,596</b>  | <b>4,73,00,39,229</b>             | <b>4,64,37,60,913</b>            |
| <b>EQUITY AND LIABILITIES</b> |                                      |          |                        |                                   |                                  |
| <b>Equity</b>                 |                                      |          |                        |                                   |                                  |
|                               | (a) Equity Share Capital             | 10       | 1,13,95,05,465         | 1,13,95,05,465                    | 1,13,95,05,465                   |
|                               | (b) Other Equity                     | 11       | 2,77,58,79,870         | 3,47,50,27,690                    | 3,20,06,27,549                   |
|                               | <b>Total Equity</b>                  |          | <b>3,91,53,85,335</b>  | <b>4,61,45,33,155</b>             | <b>4,34,01,33,014</b>            |
| <b>Liabilities</b>            |                                      |          |                        |                                   |                                  |
| (1)                           | <b>Non Current Liabilities</b>       |          |                        |                                   |                                  |
|                               | (a) Provisions                       | 12       | 28,30,432              | 19,94,593                         | 24,74,277                        |
|                               | (b) Other Non-Current Liabilities    | 13       | 18,25,237              | 11,20,03,332                      | 30,08,11,564                     |
|                               | <b>Total Non Current Liabilities</b> |          | <b>46,55,669</b>       | <b>11,39,97,925</b>               | <b>30,32,85,841</b>              |
| (2)                           | <b>Current Liabilities</b>           |          |                        |                                   |                                  |
|                               | (a) Provisions                       | 14       | 8,44,592               | 15,08,149                         | 3,42,058                         |
|                               | <b>Total Current Liabilities</b>     |          | <b>8,44,592</b>        | <b>15,08,149</b>                  | <b>3,42,058</b>                  |
|                               | <b>TOTAL EQUITY AND LIABILITIES</b>  |          | <b>3,92,08,85,596</b>  | <b>4,73,00,39,229</b>             | <b>4,64,37,60,913</b>            |

See accompanying notes 1 to 31 are integral part of these Financial Statements

As per our Report of Even Date

**For TODARWAL & TODARWAL LLP**  
Chartered Accountants  
Firm Reg. No. 111009W/ W100231

**For and on behalf of the Board of Directors**  
**Shree Global Tradefin Limited**

**Raunak Todarwal**  
Partner  
Membership No. 165030

**Rajesh R. Gupta**  
Managing Director  
DIN : 00028379

**Ravindra Deshpande**  
Director  
DIN : 01003990

**Viresh Sohoni**  
Chief Financial Officer

**Priyanka Agrawal**  
Company Secretary  
ACS - 45692

Place : Mumbai  
Date : 25<sup>th</sup> May, 2018

# SHREE GLOBAL TRADEFIN LIMITED

## STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2018

(In ₹)

| Particulars |   | Note No. | For the Year ended<br>31st March, 2018 | For the Year ended<br>31st March, 2017 |
|-------------|---|----------|--|--|
|             | <b>INCOME</b>   |          |  |  |
| I           | Revenue from Operations   | 15       | 2,42,76,54,340                         | 47,35,12,128                           |
| II          | Other Income  | 16       | 62,631                                 | 29,58,584                              |
| III         | <b>Total Income (I+II)</b>  |          | <b>2,42,77,16,971</b>                  | <b>47,64,70,712</b>                    |
|             | <b>EXPENSES</b>   |          |  |  |
| IV          | (a) Purchases of Stock-in-trade   | 17       | 2,41,51,07,916                         | 47,24,80,712                           |
|             | (b) Employee Benefit Expenses   | 18       | 1,40,30,441                            | 78,43,927                              |
|             | (c) Finance Cost  | 19       | 30                                     | 1,96,86,219                            |
|             | (d) Depreciation and Amortisation Expense   | 20       | 19,845                                 | 19,845                                 |
|             | (e) Other Expenses  | 21       | 5,79,69,882                            | 1,29,23,848                            |
|             | <b>Total Expenses (IV)</b>  |          | <b>2,48,71,28,114</b>                  | <b>51,29,54,551</b>                    |
| V           | <b>PROFIT /(LOSS) BEFORE EXCEPTIONAL ITEMS AND TAX (III-IV)</b>   |          | <b>(5,94,11,143)</b>                   | <b>(3,64,83,839)</b>                   |
| VI          | Exceptional Items   |          | -                                      | -                                      |
| VII         | <b>PROFIT / (LOSS) BEFORE TAX (V-VI)</b>  |          | <b>(5,94,11,143)</b>                   | <b>(3,64,83,839)</b>                   |
| VIII        | <b>Tax Expenses:</b>  |          |  |  |
|             | (1) Current Tax   |          | -                                      | -                                      |
|             | (2) Deferred Tax  |          | -                                      | -                                      |
| IX          | <b>PROFIT / (LOSS) FROM ORDINARY ACTIVITIES AFTER TAX (VII-VIII)</b>                                    |          | <b>(5,94,11,143)</b>                   | <b>(3,64,83,839)</b>                   |
| X           | <b>OTHER COMPREHENSIVE INCOME</b>   |          |  |  |
|             | (a) (i) Items that will be reclassified subsequently to the statement of profit and loss                |          | -                                      | -                                      |
|             | (ii) Income tax on items that will be reclassified subsequently to the statement of profit and loss     |          | -                                      | -                                      |
|             | (b) (i) Items that will not be reclassified subsequently to the statement of profit and loss            |          | (63,97,36,677)                         | 31,08,83,980                           |
|             | (ii) Income tax on items that will not be reclassified subsequently to the statement of profit and loss |          | -                                      | -                                      |
| XI          | <b>TOTAL OTHER COMPREHENSIVE INCOME/(LOSSES)</b>  |          | <b>(63,97,36,677)</b>                  | <b>31,08,83,980</b>                    |
| XII         | <b>TOTAL COMPREHENSIVE INCOME OF THE YEAR (IX+X)</b>  |          | <b>(69,91,47,820)</b>                  | <b>27,44,00,141</b>                    |
| XIII        | <b>EARNING PER EQUITY SHARES:</b>   |          |  |  |
|             | (1) Basic (in ₹)  |          | (0.05)                                 | (0.03)                                 |
|             | (2) Diluted (in ₹)  |          | (0.05)                                 | (0.03)                                 |

See accompanying notes 1 to 31 are integral part of these Financial Statements

As per our Report of Even Date

**For TODARWAL & TODARWAL LLP**

**Chartered Accountants**

**Firm Reg. No. 111009W/ W100231**

**Raunak Todarwal**

**Partner**

**Membership No. 165030**

**Place : Mumbai**

**Date : 25<sup>th</sup> May, 2018**

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

**Shree Global Tradefin Limited**

**Rajesh R. Gupta**

**Managing Director**

**DIN : 00028379**

**Ravindra Deshpande**

**Director**

**DIN : 01003990**

**Viresh Sohoni**

**Chief Financial Officer**

**Priyanka Agrawal**

**Company Secretary**

**ACS - 45692**

CASH FLOW STATEMENT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2018.

|             |   | (In ₹)                                     |  |
|-------------|---|--|--|
| Particulars |   | Year Ended<br>31 <sup>st</sup> March, 2018 | Year Ended<br>31 <sup>st</sup> March, 2017 |
| <b>A</b>    | <b>CASH FLOW FROM OPERATING ACTIVITIES</b>                              |  |  |
|             | Net Profit/(Loss) Before Tax  | (5,94,11,143)                              | (3,64,83,839)                              |
|             | <b>Adjustments for:</b>   |  |  |
|             | (Profit)/Loss on Sale of Investment                                     | 5,32,90,529                                | (25,89,959)                                |
|             | Actuarial Gain/(Loss)   | 5,57,533                                   | (21,084)                                   |
|             | Depreciation  | 19,845                                     | 19,845                                     |
|             | <b>Operating Profit Before Working Capital Changes</b>                  | <b>(55,43,236)</b>                         | <b>(3,90,75,037)</b>                       |
|             | <b>Change in operating assets and liabilities</b>                       |  |  |
|             | (Increase)/Decrease in Trade and other Receivables                      | -  | (2,46,02,214)                              |
|             | (Increase) / Decrease in Other Non Current Assets                       | 73,68,440                                  | 5,20,000                                   |
|             | (Increase) / Decrease in Other Current Assets                           | (1,81,452)                                 | 20,06,455                                  |
|             | Increase/(Decrease) in Other Non-Current Liabilities                    | (11,01,78,095)                             | (18,88,08,232)                             |
|             | Increase/(Decrease) in Short-term Provisions                            | (6,63,557)                                 | 11,66,091                                  |
|             | Increase/(Decrease) in Long-term Provisions                             | 8,35,839                                   | (4,79,684)                                 |
|             | <b>Cash Generated from Operations</b>                                   | <b>(10,83,62,061)</b>                      | <b>(24,92,72,621)</b>                      |
|             | Direct Taxes Paid (Net of Refunds)                                      | -  | -  |
|             | <b>Net cash inflow (outflow) from operating activities</b>              | <b>(10,83,62,061)</b>                      | <b>(24,92,72,621)</b>                      |
| <b>B</b>    | <b>CASH FLOW FROM INVESTING ACTIVITIES :</b>                            |  |  |
|             | Sale of Investment  | 10,77,38,145                               | 24,94,89,957                               |
|             | <b>Net cash inflow (outflow) from investing activities</b>              | <b>10,77,38,145</b>                        | <b>24,94,89,957</b>                        |
| <b>C</b>    | <b>CASH FLOW FROM FINANCING ACTIVITIES :</b>                            |  |  |
|             | Interest & Financial Charges Paid                                       | -  | -  |
|             | Proceeds / (Repayments) in Borrowing                                    | -  | -  |
|             | <b>Net cash inflow / (outflow) from financing activities</b>            | <b>-</b>                                   | <b>-</b>                                   |
|             | <b>Net Increase / (Decrease) in Cash &amp; Cash Equivalents (A+B+C)</b> | <b>(6,23,916)</b>                          | <b>2,17,336</b>                            |
|             | Cash & Cash Equivalents as on 01 <sup>st</sup> April, 2017              | 7,56,246                                   | 5,38,910                                   |
|             | Cash & Cash Equivalents as on 31 <sup>st</sup> March, 2018              | 1,32,330                                   | 7,56,246                                   |
|             | <b>Net Increase / (Decrease) in Cash &amp; Cash Equivalents</b>         | <b>(6,23,916)</b>                          | <b>2,17,336</b>                            |

| <b>Components of Cash and Cash Equivalents</b> |   |                 |                 |
|--|---|-----------------|-----------------|
| (a)  | Cash on Hand                                    | 48,399          | 49,306          |
| (b)  | Balance with Schedule Bank in : Current account | 83,931          | 7,06,940        |
|  | <b>Total Cash and Cash Equivalents</b>          | <b>1,32,330</b> | <b>7,56,246</b> |

**Notes :**

- Cash Flow Statement has been prepared following the indirect method as set out in Ind AS -7 specified under Section 133 of the Companies Act, 2013 except in case of interest paid / received, purchase and sale of Investments which have been considered on the basis of actual movements of cash with necessary adjustments in the corresponding assets and liabilities.
- Cash and Cash Equivalents represent Cash & Bank balances.

See accompanying notes 1 to 31 are integral part of these Financial Statements

As per our Report of Even Date

**For TODARWAL & TODARWAL LLP**

**Chartered Accountants**

**Firm Reg. No. 111009W/ W100231**

**Raunak Todarwal**

**Partner**

**Membership No. 165030**

**Place : Mumbai**

**Date : 25<sup>th</sup> May, 2018**

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

**Shree Global TradeFin Limited**

**Rajesh R. Gupta**

**Managing Director**

**DIN : 00028379**

**Ravindra Deshpande**

**Director**

**DIN : 01003990**

**Viresh Sohoni**

**Chief Financial Officer**

**Priyanka Agrawal**

**Company Secretary**

**ACS - 45692**



# SHREE GLOBAL TRADEFIN LIMITED

## STATEMENT OF CHANGE IN EQUITY FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2018

### A. Equity Share Capital

(In ₹)

| Particulars                     | Note No. | Equity Share capital |
|---------------------------------|----------|----------------------|
| As at 01st April 2016           |          | 1,13,95,05,465       |
| Changes in equity share capital |          | -                    |
| As at 31st March, 2017          | 10       | 1,13,95,05,465       |
| Changes in equity share capital |          | -                    |
| As at 31st March, 2018          |          | 1,13,95,05,465       |

### B. Other Equity

(In ₹)

| Particulars                                      | Note No. | Reserves and Surplus |                 |                            |                |                            | Total          |
|--|----------|----------------------|-----------------|----------------------------|----------------|----------------------------|----------------|
|  |          | Capital Reserve      | General Reserve | Securities Premium Reserve | Surplus        | Other Comprehensive Income |                |
| As at 01st April 2016                            |          | 76,42,26,318         | 5,13,18,434     | 2,55,43,77,807             | (16,92,95,010) | -                          | 3,20,06,27,549 |
| Profit/ (Loss) for the year                      |          | -                    | -               | -                          | (3,64,83,839)  | -                          | (3,64,83,839)  |
| Increase/ (Decrease) in Fair Value of Investment |          | -                    | -               | -                          | -              | 31,09,05,064               | 31,09,05,064   |
| Actuarial Gain/ (Loss) for the year              |          | -                    | -               | -                          | -              | (21,084)                   | (21,084)       |
| As at 31st March, 2017                           | 11       | 76,42,26,318         | 5,13,18,434     | 2,55,43,77,807             | (20,57,78,849) | 31,08,83,980               | 3,47,50,27,690 |
| Profit/ (Loss) for the year                      |          | -                    | -               | -                          | (5,94,11,143)  | -                          | (5,94,11,143)  |
| Increase/ (Decrease) in Fair Value of Investment |          | -                    | -               | -                          | -              | (64,02,94,210)             | (64,02,94,210) |
| Actuarial Gain/ (Loss) for the year              |          | -                    | -               | -                          | -              | 5,57,533                   | 5,57,533       |
| As at 31st March, 2018                           |          | 76,42,26,318         | 5,13,18,434     | 2,55,43,77,807             | (26,51,89,992) | (32,88,52,697)             | 2,77,58,79,870 |

See accompanying notes 1 to 31 are integral part of these Financial Statements

As per our Report of Even Date

**For TODARWAL & TODARWAL LLP**

**Chartered Accountants**

**Firm Reg. No. 111009W/ W100231**

**Raunak Todarwal**

**Partner**

**Membership No. 165030**

**Place : Mumbai**

**Date : 25<sup>th</sup> May, 2018**

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

**Shree Global Tradefin Limited**

**Rajesh R. Gupta**

**Managing Director**

**DIN : 00028379**

**Ravindra Deshpande**

**Director**

**DIN : 01003990**

**Viresh Sohoni**

**Chief Financial Officer**

**Priyanka Agrawal**

**Company Secretary**

**ACS - 45692**

Notes to Financial Statement as at and for the year ended 31<sup>st</sup> March, 2018**1. Background**

Shree Global Tradefin Limited was incorporated in 1986 having its registered office in 35, Ashok Chambers, Broach Street, Devji Ratansey Marg, Masjid Bunder, Mumbai 400009. The Company is engaged into the trading of iron and steel.

**2. Significant Accounting Policies**

This note provides a list of the significant accounting policies adopted in the preparation of these financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

**a) Statement of Compliance/Adoption of Ind AS for first time**

In accordance with the notification issued by the ministry of corporate affairs, the company has adopted Indian Accounting Standards (referred to as "Ind-AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 with effect from April 1, 2017 previous period have been restated to Ind-AS.

For all periods up to and including the year ended 31<sup>st</sup> March 2017, the Company prepared its Standalone financial statements in accordance with requirements of the Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 ("Previous GAAP"). These are the first financial statements of the Company that is prepared in accordance with Ind-AS as notified under the Companies (Indian Accounting Standards) Rules, 2015 read with Section 133 of the Companies Act, 2013. The date of transition to Ind AS is 1<sup>st</sup> April 2016.

These Standalone Financial Statements have been prepared in accordance with Ind-AS as notified under the Companies (Indian Accounting Standards) Rules, 2015 read with Section 133 of the Companies Act, 2013.

**b) Basis of preparation****i) Compliance with Ind AS:**

The financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

The financial statements up to year ended 31 March 2017 were prepared in accordance with the accounting standards notified under the Companies (Accounting Standards)

Rules, 2006 (as amended) and other relevant provisions of the Act.

These financial statements are the first financial statements of the Company under Ind AS, refer note 31 for an explanation of how the transition from previous GAAP to Ind AS has affected the company's financial position, financial performance and cash flows.

**ii) Historical cost convention :**

The financial statements have been prepared on a historical cost basis, except for the following:

- Certain financial assets and liabilities that are measured at fair value, wherever applicable;
- Defined benefit plans – plan assets measured at fair value;

**c) Segment reporting**

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The Company has identified Managing Director and Chief Financial Officer as chief operating decision maker. Refer note 25 for segment information presented.

**d) Foreign currency translation**

**i) Functional and presentation currency:** Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The financial statements are presented in Indian National rupee (₹), which is the Company's functional and presentation currency.

**ii) Transactions and balances:** Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions. Exchange differences arising from foreign currency fluctuations are dealt with on the date of payment/receipt. Assets and Liabilities related to foreign currency transactions remaining unsettled at the end of the period/ year are translated at the period/ year end rate. The exchange difference is credited / charged to Profit & Loss Account in case of revenue items and capital items.

Forward exchange contracts entered into, to hedge foreign currency risk of an existing asset/ liability. The premium or discount arising at the inception of forward exchange contract is amortised and recognized as

## SHREE GLOBAL TRADEFIN LIMITED

an expense/ income over the life of the contract. Exchange differences on such contracts, except the contracts which are long-term foreign currency monetary items, are recognized in the statement of profit and loss in the period in which the exchange rates change. Any profit or loss arising on cancellation or renewal of such forward exchange contract is also recognized as income or as expense for the period.

### e) Revenue Recognition

Revenue is measured at the fair value of the consideration received or receivable. Amounts disclosed as revenue are inclusive of excise duty and net of returns, trade allowances, rebates, sales incentive, rebate granted, value added taxes. Sale of products is presented gross of manufacturing taxes like excise duty wherever applicable. Revenue from sale of by-products are included in revenue. The Company recognizes revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and specific criteria have been met for each of the company's activities as described below.

**Sale of products:** Revenue from the sale of manufactured and traded goods is recognized when the goods are delivered and titles have been passed, significant risks transferred, effective control over the goods no longer exists with the company, amount of revenue / costs in respect of the transactions can reliably be measured and probable economic benefits associated with the transactions will flow to the company.

**Measurement of revenue:** Revenue from sales is based on the price specified in the sales contracts, net of all discounts and returns at the time of sale.

### Other Revenue

#### 1) Customs duty

Customs duty/incentive entitlement eligible is accounted on accrual basis. Accordingly, import duty benefits against exports effected during the year are accounted on estimate basis as incentive till the end of the year in respect of duty free imports of raw material yet to be made.

#### 2) Interest income

Interest income is accrued on a time basis by reference to the principal outstanding and the effective interest rate.

#### 3) Other Income/ Miscellaneous Income

Other items of income are accounted as and when the right to receive such income arises

and it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably.

### f) Government grants

Grants from the government are recognized at fair value where there is a reasonable assurance that the grant will be received and the Company will comply with all attached conditions.

Government grants relating to income are deferred and recognized in the profit or loss over the period necessary to match them with the costs they are intended to compensate and presented within other income.

Government grants relating to the purchase of property, plant and equipment are included in non-current liabilities as deferred income and are credited to profit and loss on a straight line basis over the expected lives of the related assets and presented within other income.

The benefit of a government loan at a below-market rate of interest is treated as a government grant, measured as the difference between proceeds received and the fair value of the loan based on prevailing market interest rates.

### g) Income tax

Income tax expenses comprise current tax expense and the net changes in the deferred tax asset or liability during the year. Current & deferred taxes are recognized in the statement of Profit & Loss, except when they relate to items that are recognized in other comprehensive income or directly in equity, in which case, the current & deferred tax are also recognized in other comprehensive income or directly in equity, respectively.

#### (a) Current income tax

Income tax expense is the aggregate amount of Current tax. Current tax is the amount of income tax determined to be payable in respect of taxable income for an accounting period or computed on the basis of the provisions of Section 115JB of Income Tax Act, 1961 by way of minimum alternate tax at the prescribed percentage on the adjusted book profits of a year, when Income Tax Liability under the normal method of tax payable basis works out either a lower amount or nil amount compared to the tax liability u/s 115JA

#### (b) Deferred Tax

Deferred tax liabilities are recognized for all taxable temporary differences in accordance with Ind-AS 12. Deferred tax assets are

recognized to the extent it is probable that taxable profit will be available, against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilized. The carrying amount of deferred tax asset is reviewed at each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized.

Deferred tax assets and liabilities are measured at the tax rate that are expected to apply in the year when the assets are realized or the liability is settled based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax assets and liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities.

**h) Leases**

The Leases of property, plant and equipment where the Company, as lessee, has substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalized at the lease's inception at the fair value of the leased property or, if lower, the present value of the minimum lease payments. The corresponding rental obligations, net of finance charges, are included in borrowings or other financial liabilities as appropriate.

Each lease payment is allocated between the liability and finance cost. The finance cost is charged to the profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Leases in which a significant portion of the risks and rewards of ownership are not transferred to the Company as lessee are classified as operating leases. Payments made under operating leases are charged to Statement of profit and loss on a straight line basis over the period of the lease unless the payments are structured to increase in line with expected general inflation to compensate for the lessor's expected inflationary cost increases.

**i) Impairment of assets**

Property, plant and equipment are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable. Recoverable amount of assets to be held and used is the higher of fair value less cost of disposal or value

in use as envisaged in Ind-AS 36. If such assets are considered to be impaired, the impairment to be recognized is measured by the amount by which the carrying amount of the asset exceeds the recoverable value of the asset. Impairment loss is recognized in the statement of profit and loss except for properties previously revalued with revaluation taken to other comprehensive income. For such properties impairment loss is recognized in other comprehensive income up to the amount of any previous revaluation.

**j) Inventories**

The general practice adopted by the company for valuation of inventory is as under:-

|   |  |
|---|--|
| i) Raw Materials                          | *At lower of cost and net realizable value.  |
| ii) Stores and spares                     | At cost  |
| iii) Work-in-process/ semi-finished goods | At material cost plus labour and other appropriate portion of production and administrative overheads and depreciation |
| iv) Finished Goods/ Traded Goods          | At lower of cost and market value.   |
| v) Finished Goods at the end of trial run | At net realizable value.   |
| vi) Scrap material                        | At net realizable value.   |
| vii) Tools and equipments                 | At lower of cost and disposable value.   |

*\*Material and other supplies held for use in the production of the inventories are not written down below cost if the finished goods in which they will be incorporated are expected to be sold at or above cost.*

**k) Cash and cash equivalents**

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes cash on hand, deposits held at call with financial institutions, other short-term, highly liquid investments with original maturities of three months or less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value.

**l) Trade receivables**

Trade receivables are recognized initially at fair value and subsequently measured at amortised cost using effective interest method, less provision for impairment.

**m) Investments and other financial assets**

**a) Classification**

The Company classifies its financial assets in the following measurement categories:

## SHREE GLOBAL TRADEFIN LIMITED

- those to be measured subsequently at fair value (either through other comprehensive income, or through profit or loss), and
- those measured at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses will either be recorded in Statement of profit or loss or other comprehensive income. For investments in debt instruments, this will depend on the business model in which the investment is held. For investments in equity instruments, this will depend on whether the Company has made an irrevocable election at the time of initial recognition to account for equity investment at fair value through other comprehensive income.

The Company reclassifies debt investments when and only when its business model for managing those assets changes.

### b) Measurement

At initial recognition, the company measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

#### **Debt instruments:**

Subsequent measurement of debt instruments depends on the Company's business model for managing the asset and the cash flow characteristics of the asset. There are three measurement categories into which the Company classifies its debt instruments:

**Amortised cost:** Assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt investment that is subsequently measured at amortised cost and is not part of a hedging relationship is recognized in profit or loss when the asset is derecognized or impaired. Interest income from these financial assets is included in finance income using the effective interest rate method.

**Fair value through other comprehensive income (FVOCI):** Assets that are held for

collection of contractual cash flows and for selling the financial assets, where the assets' cash flows represent solely payments of principal and interest, are measured at fair value through other comprehensive income (FVOCI). Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest revenue and foreign exchange gains and losses which are recognized in profit and loss. When the financial asset is derecognized, the cumulative gain or loss previously recognized in OCI is reclassified from equity to profit or loss and recognized in other gains/(losses). Interest income from these financial assets is included in other income using the effective interest rate method.

**Fair value through profit or loss:** Assets that do not meet the criteria for amortised cost or FVOCI are measured at fair value through profit or loss. A gain or loss on debt investment that is subsequently measured at fair value through profit or loss is recognized in profit or loss and presented net in the statement of profit and loss in the period in which it arises. Interest income from these financial assets is included in other income.

#### **Equity instruments:**

The Company subsequently measures all equity investments at fair value. Where the company's management has elected to present fair value gains and losses on equity investments in other comprehensive income, there is no subsequent reclassification of fair value gains and losses to profit or loss. Dividends from such investments are recognized in profit or loss as other income when the Company's right to receive payments is established.

Changes in the fair value of financial assets at fair value through profit or loss are recognized in the other income. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

### c) Impairment of financial assets

The Company assesses on a forward looking basis the expected credit losses associated with its assets carried at amortised cost and FVOCI debt instruments. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Note 23 details how the Company determines whether there has been a significant increase in credit risk.

For trade receivables only, the Company applies the simplified approach permitted by Ind AS 109 Financial Instruments, which requires expected lifetime losses to be recognized from initial recognition of the receivables.

**d) De-recognition of financial assets**

Financial asset is derecognized only when:

- The Company has transferred the rights to receive cash flow from the financial asset or
- retains the contractual rights to receive the cash flows of the financial assets, but assumes a contractual obligation to pay cash flows to one or more recipients.

Where the entity has transferred an asset, the Company evaluates whether it has transferred substantially all risks and rewards of ownership of the financial asset. In such cases, the financial asset is derecognized. Where the entity has not transferred substantially all risks and rewards of ownership of the financial asset is not derecognized.

Where the entity has neither transferred a financial asset nor retains substantially all risks and rewards of ownership of the financial asset, the financial asset is derecognized if the Company has not retained control of the financial asset. Where the Company retains control of the financial asset, the asset is continued to be recognized to the extent of continuing involvement in the financial asset.

**Transition to Ind AS**

On transition to Ind AS, the Company has elected to continue with the carrying value of all its Investments and other financial assets recognized as at 1 April 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of the Investments and other financial assets

**n) Income recognition**

**Interest income**

Interest income from debt instruments is recognized using effective interest rate method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to the gross carrying amount of a financial asset. When calculating the effective interest rate, the company

estimates the expected cash flows by considering all the contractual terms of the financial instruments but does not consider the expected credit losses.

**o) Cost recognition**

Costs and expenses are recognized when incurred and have been classified according to their nature. The costs of the Company are broadly categorized in to material consumption, cost of trading goods, employee benefit expenses, depreciation and amortization, other operating expenses and finance cost. Employee benefit expenses include employee compensation, gratuity, leave encashment, contribution to various funds and staff welfare expenses. Other expenses broadly comprise manufacturing expenses, administrative expenses and selling and distribution expenses.

**p) Derivatives**

The derivative contracts to hedge risks which are not designated as hedges are accounted at fair value through profit or loss and are included in profit and loss account.

**q) Offsetting financial instruments**

Financial assets and liabilities are offset and the net amount is reported in the balance sheet where there is a legally enforceable right to offset the recognized amounts and there is an intention to settle on a net basis or realize the asset and settle the liability simultaneously. The legally enforceable right must not be contingent on future events and must be enforceable in the normal course of business and in the event of default, insolvency or bankruptcy of the Company or the counterparty.

**r) Property, plant and equipment**

Property, plant and equipment are carried at cost less accumulated depreciation and impairment loss, if any in accordance with Ind-AS 16. The Company reviews the fair value with sufficient frequency to ensure that the carrying amount does not differ materially from its fair value.

Cost excludes CENVAT credit, sales tax, service tax credit, Input credit under GST and such other levies / taxes. Depreciation on assets is claimed on such 'reduced' cost. All items of repairs and maintenance are recognized in the statement of profit and loss, except those meet the recognition principle as defined in Ind-AS 16. Any revaluation of an asset is recognized in other comprehensive income and shown as revaluation reserves in other equity

**Transition to Ind AS**

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

## SHREE GLOBAL TRADEFIN LIMITED

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

### **Depreciation/Amortisation methods, estimated useful lives and residual value**

Depreciation is calculated using the straight-line basis at the rates arrived at based on the useful lives prescribed in Schedule II of the Companies Act, 2013. The company follows the policy of charging depreciation on pro-rata basis on the assets acquired or disposed off during the year. Leasehold assets are amortised over the period of lease.

The residual values are not more than 5% of the original cost of the asset. The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period. An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount. Gains or losses on disposal are determined by comparing proceeds with carrying amount.

### **s) Intangible assets**

#### **i) Recognition**

Intangible assets are recognized only when future economic benefits arising out of the assets flow to the enterprise and are amortised over their useful life. Intangible assets purchased are measured at cost or fair value as of the date of acquisition, as applicable, less accumulated amortization and accumulated impairment, if any.

#### **ii) Amortization methods and periods**

The Company amortizes intangible assets on a straight line method over their estimated useful life not exceeding 5 years. Software is amortised over a period of three years.

#### **iii) Transition to Ind AS**

On transition to Ind AS, the company has elected to continue with the carrying value of all of intangible assets recognized as at 1 April 2016 measured as per the previous GAAP and use that carrying value as the deemed cost of intangible assets.

### **t) Trade and other payables**

These amounts represent liabilities for goods and services provided to the company prior to the end of financial year which are unpaid. The amounts are unsecured and are presented as current liabilities unless payment is not due within 12 months after the reporting period. They are recognized initially at their fair value and subsequently measured at amortised cost using the effective interest method.

### **u) Borrowings**

Borrowings are initially recognized at fair value, net of transaction cost incurred. Borrowings are subsequently measured at amortised cost. Any difference between the proceeds (net of transaction costs) and the redemption amount is recognized in profit or loss over the period of the borrowings using the effective interest method. Fees paid on the establishment of loan facilities are recognized as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalized as a prepayment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are removed from the balance sheet when the obligation specified in the contract is discharged, cancelled or expired. The difference between the carrying amount of a financial liability that has been extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognized in profit or loss.

Where the terms of a financial liability are renegotiated and the entity issues equity instruments to a creditor to extinguish all or part of the liability (debt for equity swap), a gain or loss is recognized in profit or loss, which is measured as the difference between the carrying amount of the financial liability and the fair value of the equity instrument issued.

### **v) Borrowing costs**

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset as defined in Ind-AS 23 are capitalized during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing cost eligible for capitalization. Any related foreign currency fluctuations on account of qualifying asset under construction is capitalized and added to the cost of asset concerned. Other borrowing costs are expensed as incurred.

### **w) Employee benefits**

#### **i) Short-term obligations**

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the

end of the period in which the employees render the related service are recognized in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

**ii) Other long-term employee benefit obligations**

The liabilities for earned leave are not expected to be settled wholly within 12 months after the end of the period in which the employees render the related service. They are therefore measured at the present value of expected future payments to be made in respect of services provided by employees up to the end of the reporting period using the projected unit credit method. The benefits are discounted using the market yields at the end of the reporting period that have terms approximating to the terms of the related obligations.

Remeasurements as a result of the experience adjustments and changes in actuarial assumptions are recognized in profit or loss.

The obligations are presented as current liabilities in the balance sheet if the entity does not have an unconditional right to defer settlement for at least twelve months after the reporting period, regardless of when the actual settlement is expected to occur.

**iii) Post-employment obligations**

The Company operates the following post-employment schemes:

- (a) Defined benefit plans such as gratuity; and
- (b) Defined contribution plans such as provident fund and superannuation fund.

**Gratuity obligations**

The liability or assets recognized in the balance sheet in respect of gratuity plans is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by actuaries using the projected unit credit method.

The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows by reference to market yields at the end of the reporting

period on government bonds that have terms approximating to the terms of the related obligation.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of profit and loss.

Remeasurement gains and losses arising from experience adjustments and changes in actuarial assumptions are recognized in the period in which they occur, directly in other comprehensive income. They are included in retained earnings in the statement of changes in equity and in the balance sheet.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognized immediately in profit or loss.

**Defined contribution plans**

The company pays provident fund contributions to publicly administered funds as per local regulations. The Company has no further payment obligations once the contributions have been paid. The contributions are accounted for as defined contribution plans and the contributions are recognized as employee benefit expense when they are due.

**iv) Bonus plans**

The Company recognizes a liability and an expense for bonuses. The Company recognizes a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

**x) Contributed equity**

Equity shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

**y) Dividends**

Provision is made for the amount of any dividend declared, being appropriately authorized and no longer at the discretion of the entity, on or before the end of the reporting period but not distributed at the end of the reporting period.

**z) Earnings per share**

**i) Basic Earnings Per Share:**

Basic earnings per share are calculated by dividing:



## SHREE GLOBAL TRADEFIN LIMITED

- The profit attributable to owners of the company.
- By the weighted average number of equity shares outstanding during the financial year.

### ii) Diluted Earnings Per Share:

Diluted earnings per share adjust the figures used in the determination of basic earnings per share to take into account:

- The after income tax effect of interest and other financing costs associated with dilutive potential equity shares, and
- The weighted average number of additional equity shares that would have been outstanding assuming the conversion of all dilutive potential equity shares.

### aa) Custom duty and its benefits

Customs Duty payable on imported raw materials, components and stores and spares is recognized to the extent assessed by the customs department.

Customs duty entitlement eligible under pass book scheme / DEPB is accounted on accrual basis. Accordingly, import duty benefits against exports effected during the year are accounted on estimate basis as incentive till the end of the year in respect of duty free imports of raw material yet to be made.

### ab) The Treatment of expenditure during construction period

All expenditure and interest cost during the project construction period, are accumulated and shown as Capital Work-in- Progress until the project/assets commences commercial production. Assets under construction are not depreciated. Expenditure/Income arising out of trial run is part of pre-operative expenses included in Capital Work-in-Progress.

### ac) Fair value measurement

The Company reviews the fair value of Land with sufficient frequency to ensure that the carrying amount does not differ materially from its fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The Company uses valuation techniques that are appropriate in circumstances and for which sufficient data is available to measure fair value, maximizing the use of relevant absorbable inputs and minimizing the use of un-absorbable inputs. External valuers are appointed for valuing land. The selection criteria for these valuers include market knowledge, reputation,

independence and whether professional standards are maintained.

### ad) Amortization of expenses

- Equity Issue expenses: Expenditure incurred in equity issue is being treated as Deferred and Revenue Expenditure to be amortised over a period of 10 years;
- Debenture Issue Expenses: Debenture Issue expenditure is amortised over the period of 10 years.
- Deferred Revenue Expenses: Deferred Revenue expenses are amortised over a period of 5 years.

### ae) Research and development expenses

Research and Development costs (other than cost of fixed assets acquired) are expensed in the year in which they are incurred.

### af) Investment in Associates:

Investments in associates are recognized at fair value.

### ag) Accounting for Provisions, Contingent Liabilities & Contingent Assets

In conformity with Ind-AS 37, 'Provisions, Contingent Liabilities and Contingent Assets', issued by the ICAI. A provision is recognized when the Company has a present obligation as a result of past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits and compensated absences) are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date adjusted to reflect the current best estimates. Contingent liabilities are not recognized in the financial statements. A contingent asset is neither recognised nor disclosed in financial statements.

### ah) Provision for doubtful debts

The management reviews on a periodical basis the outstanding debtors with a view to determine as to whether the debtors are good, bad or doubtful after taking into consideration all the relevant aspects. On the basis of such review and in pursuance of other prudent financial considerations the management determines the extent of provision to be made in the accounts.

### ai) Rounding of amounts

All amounts disclosed in the financial statements and notes have been rounded off to the nearest Rupee as per the requirement of Schedule III, unless otherwise stated.

**aj) Standards issued but not yet effective**

The standard issued, but not yet effective up to the date of issuance of the Company's financial statements are disclosed below:

**Ind AS 115, Revenue from contract with Customers:**

On March 28, 2018, Ministry of Corporate Affairs has notified the Ind AS 115, Revenue from Contract with Customers. The core principle of the new standard is that revenue should be recognized when a customer obtains control of a promised good or service and thus has the ability to direct the use and obtain the benefits from the good or service in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods and services. Further, the new standard requires enhanced disclosures about the nature, amount, timing and uncertainty of revenue and cash flows arising from the entity's contracts with customers. The Company will adopt the standard on April 1, 2018 and the effect on adoption of Ind AS 115 is expected to be insignificant.

**Ind AS 21, Foreign currency transactions and advance consideration:**

On March 28, 2018, MCA has notified the Companies (Indian Accounting Standards) Amendment Rules, 2018 containing Ind AS 21, Foreign currency transactions and advance consideration which clarifies the date of the transaction for the purpose of determining the exchange rate to use on initial recognition of the related asset, expense or income, when an entity has received or paid advance consideration in a foreign currency. This amendment will come into force from April 1, 2018. The Company has evaluated the effect of this on the financial statements and the impact is not material.

**3. Critical estimates and Judgments**

The preparation of these financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities, disclosures relating to contingent liabilities as at the date of the financial statements and the reported amounts of income and expense for the periods presented. Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and future periods are affected. Key sources of estimation of uncertainty at the date of the financial statements, which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of impairment of investments, useful lives of property, plant and equipment, valuation of deferred tax assets, provisions and contingent liabilities.

**Impairment of Investments**

The Company reviews its carrying value of investments carried at amortised cost annually, or more frequently when there is indication for impairment. If the recoverable amount is less than its carrying amount, the impairment loss is accounted for.

**Useful lives of property, plant and equipment**

The Company reviews the useful life of property, plant and equipment at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods.

# SHREE GLOBAL TRADEFIN LIMITED

## Notes to Financial Statement as at and for the year ended 31<sup>st</sup> March, 2018

### Note: 4 Property, Plant and Equipment

(In ₹)

| Particulars                                  | Gross carrying amount |           |           | Accumulated depreciation/amortisation |                       |               |              | Net carrying amount   |                       |                       |
|--|-----------------------|-----------|-----------|---------------------------------------|-----------------------|---------------|--------------|-----------------------|-----------------------|-----------------------|
|  | As at 1st April, 2016 | Additions | Deletions | As at 31st March 2017                 | As at 1st April, 2016 | For the Year  | On disposals | As at 31st March 2017 | As at 31st March 2017 | As at 31st March 2016 |
| <b>Owned Assets</b>                          |                       |           |           |                                       |                       |               |              |                       |                       |                       |
| Furniture & Fixture                          | 17,600                | -         | -         | 17,600                                | 46                    | 1,672         | -            | 1,718                 | 15,882                | 17,554                |
| Computers                                    | 88,337                | -         | -         | 88,337                                | 41,617                | 18,173        | -            | 59,790                | 28,547                | 46,720                |
| <b>Total - Property, Plant and Equipment</b> | <b>1,05,937</b>       | <b>-</b>  | <b>-</b>  | <b>1,05,937</b>                       | <b>41,663</b>         | <b>19,845</b> | <b>-</b>     | <b>61,508</b>         | <b>44,429</b>         | <b>64,274</b>         |

(In ₹)

| Particulars                                  | Gross carrying amount |           |           | Accumulated depreciation/amortisation |                       |               |              | Net carrying amount   |                       |                       |
|--|-----------------------|-----------|-----------|---------------------------------------|-----------------------|---------------|--------------|-----------------------|-----------------------|-----------------------|
|  | As at 1st April, 2017 | Additions | Deletions | As at 31st March 2018                 | As at 1st April, 2017 | For the Year  | On disposals | As at 31st March 2018 | As at 31st March 2018 | As at 31st March 2017 |
| <b>Owned Assets</b>                          |                       |           |           |                                       |                       |               |              |                       |                       |                       |
| Furniture & Fixture                          | 17,600                | -         | -         | 17,600                                | 1,718                 | 1,672         | -            | 3,390                 | 14,210                | 15,882                |
| Computers                                    | 88,337                | -         | -         | 88,337                                | 59,790                | 18,173        | -            | 77,963                | 10,374                | 28,547                |
| <b>Total - Property, Plant and Equipment</b> | <b>1,05,937</b>       | <b>-</b>  | <b>-</b>  | <b>1,05,937</b>                       | <b>61,508</b>         | <b>19,845</b> | <b>-</b>     | <b>81,353</b>         | <b>24,584</b>         | <b>44,429</b>         |

### Note 5 Investments - Non Current

(In ₹)

| Particulars |   | As at 31st March, 2018 | As at 31st March, 2017 | As at 01st April, 2016 ~ |
|-------------|---|------------------------|------------------------|--------------------------|
| <b>A)</b>   | <b>INVESTMENTS MEASURED AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME</b>  |                        |                        |                          |
| (I)         | <b>In Equity Shares of Associate Companies Unquoted, Fully Paid Up</b>  |                        |                        |                          |
| (i)         | <b>Halan Properties Private Limited</b><br>(Nil Equity Shares of ₹ 10/- Each)<br>(Previous Year 4,90,000 Equity Shares of ₹ 10/- Each)                        |                        | -                      | 2,94,00,000              |
| (ii)        | <b>Indrajit Properties Private Limited</b><br>( 21,472 Equity Shares of ₹ 10/- Each)<br>(Previous Year 21,472 Equity Shares of ₹10 Each)                      | 1,69,26,99,352         | 1,69,26,99,352         | 1,76,300                 |
| (iii)       | <b>Triumph Trade &amp; Properties Developers Private Limited</b><br>( Nil Equity Shares of ₹ 10/- Each)<br>(Previous Year 1,99,494 Equity Shares of ₹10 Each) |                        | -                      | -                        |
|             | <b>Total (I)</b>  | <b>1,69,26,99,352</b>  | <b>1,73,97,74,292</b>  | <b>2,95,76,300</b>       |
| (II)        | <b>In Equity Shares of Other Companies Quoted, Fully Paid Up</b>  |                        |                        |                          |
| (i)         | <b>ACI Infocom Limited</b><br>(96,000 Equity Shares of ₹ 1/- Each)<br>(Previous Year 96,000 Equity Shares of ₹1 Each)   | 3,10,080               | 6,64,320               | 0                        |
| (ii)        | <b>Lloyds Finance Limited</b><br>10,000 Equity Shares of ₹ 10/- Each<br>(Previous Year 10,000 Equity Shares of ₹10 Each)                                      |                        | -                      | -                        |
| (iii)       | <b>Lloyds Metals &amp; Energy Limited *</b><br>(2,88,90,380 Equity Shares of ₹ 1/- Each)<br>(Previous Year 2,88,90,380 Equity Shares of ₹1 Each)              | 44,20,22,814           | 44,20,22,814           | 37,13,87,198             |

Notes to Financial Statement as at and for the year ended 31<sup>st</sup> March, 2018

## Note 5 Investments - Non Current

(In ₹)

| Particulars |  | As at 31st<br>March, 2018        | As at 31st<br>March, 2017        | As at 01st<br>April, 2016 ~      |
|-------------|--|----------------------------------|----------------------------------|----------------------------------|
| (iv)        | <b>Ushdev International Limited *</b><br>(1,31,00,000 Equity Shares of ₹ 1/- Each)<br>(Previous Year 1,31,00,000 Equity Shares of ₹1 Each)   | 2,00,43,000                      | 22,46,65,000                     | 23,29,00,000                     |
| (v)         | <b>Uttam Value Steels Limited **</b><br>(76,79,21,586 Equity Shares of ₹ 1/- Each)<br>(Previous Year 93,80,01,435 Equity Shares of ₹1 Each)  | 15,35,84,317                     | 62,84,60,961                     | 1,62,31,91,481                   |
| (vi)        | <b>Lloyds Steels Industries Limited **</b><br>(13,77,68,192 Equity Shares of ₹ 1/- Each)<br>(Previous Year 13,77,68,194 Equity Shares of ₹1 Each)  | 17,22,10,243                     | 24,66,05,067                     | 96,10,12,610                     |
|             | <b>Total (II)</b>  | <b>78,81,70,455</b>              | <b>1,54,24,18,163</b>            | <b>3,18,84,91,289</b>            |
|             | <b>TOTAL OF INVESTMENTS MEASURED AT FAIR VALUE THROUGH OCI - TOTAL (A)</b>   | <b>2,48,08,69,807</b>            | <b>3,28,21,92,455</b>            | <b>3,21,80,67,589</b>            |
| <b>B)</b>   | <b>INVESTMENTS MEASURED AT COST</b><br><b>In Equity Shares of Other Companies Unquoted, Fully Paid Up</b>  |                                  |                                  |                                  |
| i)          | <b>Meta Copper &amp; Alloys Limited</b><br>31,50,000 Equity Shares of ₹10/- Each<br>(Previous Year 31,50,000 Equity Shares of ₹10 Each)<br>Less: Provision for Diminution in Value of Investment | 3,15,00,000<br><br>(3,15,00,000) | 3,15,00,000<br><br>(3,15,00,000) | 3,15,00,000<br><br>(3,15,00,000) |
| ii)         | <b>The City Co-Op Bank Limited</b><br>(10 Equity Shares of ₹25/- Each)<br>(Previous Year 10 Equity Shares of ₹25 Each)   | 250                              | 250                              | 250                              |
| iii)        | <b>The Kapol Co-Op Bank Limited</b><br>60 Equity Shares of ₹10/- Each<br>(Previous Year 60 Equity Shares of ₹10/- Each)  | 600                              | 600                              | 600                              |
| iv)         | <b>EmetalSteel.Com Private Limited</b><br>9,500 Equity Shares of ₹10/- Each<br>(Previous Year 21,980 Equity Shares of ₹10/- Each)  | 0                                | 0                                | 0                                |
| v)          | <b>Vidarbha Power Private Limited</b><br>9,500 Equity Shares of ₹10/- Each<br>(Previous Year 11,980 Equity Shares of ₹10/- Each)   | 0                                | 0                                | 1,19,800                         |
|             | <b>TOTAL OF INVESTMENTS MEASURED AT COST - TOTAL (B)</b>   | <b>850</b>                       | <b>850</b>                       | <b>1,20,650</b>                  |
|             | <b>TOTAL INVESTMENTS IN EQUITY INSTRUMENTS (A + B)</b>   | <b>2,48,08,70,657</b>            | <b>3,28,21,93,305</b>            | <b>3,21,81,88,239</b>            |
| <b>C)</b>   | <b>INVESTMENTS IN LLP</b><br>Freelance Infraelex LLP (Refer Note No.29)  | <b>3,74,764</b>                  | <b>3,75,000</b>                  | <b>3,75,000</b>                  |
|             | <b>TOTAL INVESTMENT IN LLP (C)</b>   | <b>3,74,764</b>                  | <b>3,75,000</b>                  | <b>3,75,000</b>                  |
|             | <b>Aggregate amount of Investments Total(A+B+C)</b>  | <b>2,48,12,45,421</b>            | <b>3,28,25,68,305</b>            | <b>3,21,85,63,239</b>            |

\* Full Pledged

\*\* Partial Pledged

~ Figures shown as on 01st April 2016 is valued at Cost

# SHREE GLOBAL TRADEFIN LIMITED

## Notes to Financial Statement as at and for the year ended 31<sup>st</sup> March, 2018

| Particulars  | As at 31st March, 2018 | As at 31st March, 2017 | As at 01st April, 2016 |
|--|------------------------|------------------------|------------------------|
| Aggregate amount of quoted investments                     | 78,81,70,455           | 1,54,24,18,163         | 3,18,84,91,289         |
| Market Value of quoted investments                         | 78,81,70,455           | 1,54,24,18,163         | 1,57,77,67,068         |
| Aggregate amount of unquoted Investments                   | 1,69,30,74,966         | 1,74,01,50,142         | 3,00,71,950            |
| Aggregate provision for diminution in value of investments | 3,15,00,000            | 3,15,00,000            | 3,15,00,000            |

| Particulars  | As at 31st March, 2018 | As at 31st March, 2017 | As at 01st April, 2016 |
|--|------------------------|------------------------|------------------------|
| <b>Category-wise Non Current Investments</b>                               |                        |                        |                        |
| Financial assets carried out at amortised cost                             | -                      | -                      | -                      |
| Financial assets measured at cost  | 3,75,614               | 3,75,850               | 3,21,85,63,239         |
| Financial assets measured at fair value through other Comprehensive Income | 2,48,08,69,807         | 3,28,21,92,455         | -                      |
| Financial assets measured at fair value through Profit & Loss              | -                      | -                      | -                      |
| <b>Total Non Current Investment</b>  | <b>2,48,12,45,421</b>  | <b>3,28,25,68,305</b>  | <b>3,21,85,63,239</b>  |

| Particulars  | As at 31st March, 2018 | As at 31st March, 2017 | As at 01st April, 2016 ~ |
|--|------------------------|------------------------|--------------------------|
| <b>Details of Cost of Investments which are measured at Fair Value</b>   |                        |                        |                          |
| <b>(I) In Equity Shares of Associate Companies Unquoted, Fully Paid Up</b>   |                        |                        |                          |
| <b>(i) Halan Properties Private Limited</b><br>(Nil Equity Shares of ₹ 10/- Each)<br>(Previous Year 4,90,000 Equity Shares of ₹ 10/- Each)                         | -                      | 2,94,00,000            | 2,94,00,000              |
| <b>(ii) Indrajit Properties Private Limited</b><br>(21,472 Equity Shares of ₹ 10/- Each)<br>(Previous Year 21,472 Equity Shares of ₹10 Each)                       | 1,76,300               | 1,76,300               | 1,76,300                 |
| <b>(iii) Triumph Trade &amp; Properties Developers Private Limited</b><br>(Nil Equity Shares of ₹ 10/- Each)<br>(Previous Year 1,99,494 Equity Shares of ₹10 Each) | -                      | -                      | -                        |
| <b>Total (I)</b>   | <b>1,76,300</b>        | <b>2,95,76,300</b>     | <b>2,95,76,300</b>       |
| <b>(II) In Equity Shares of Other Companies Quoted, Fully Paid Up</b>  |                        |                        |                          |
| <b>(i) ACI Infocom Limited</b><br>(96,000 Equity Shares of ₹ 1/- Each)<br>(Previous Year 96,000 Equity Shares of ₹1 Each)  | -                      | -                      | -                        |
| <b>(ii) Lloyds Finance Limited</b><br>10,000 Equity Shares of ₹ 10/- Each<br>(Previous Year 10,000 Equity Shares of ₹10 Each)                                      | -                      | -                      | -                        |
| <b>(iii) Lloyds Metals &amp; Energy Limited *</b><br>(2,88,90,380 Equity Shares of ₹ 1/- Each)<br>(Previous Year 2,88,90,380 Equity Shares of ₹1 Each)             | 24,44,87,198           | 37,13,87,198           | 37,13,87,198             |
| <b>(iv) Ushdev International Limited *</b><br>(1,31,00,000 Equity Shares of ₹ 1/- Each)<br>(Previous Year 1,31,00,000 Equity Shares of ₹1 Each)                    | 23,29,00,000           | 23,29,00,000           | 23,29,00,000             |
| <b>(v) Uttam Value Steels Limited **</b><br>(76,79,21,586 Equity Shares of ₹ 1/- Each)<br>(Previous Year 93,80,01,435 Equity Shares of ₹1 Each)                    | 1,23,10,63,723         | 1,62,31,91,481         | 1,62,31,91,481           |
| <b>(vi) Lloyds Steels Industries Limited **</b><br>(13,77,68,192 Equity Shares of ₹ 1/- Each)<br>(Previous Year 13,77,68,194 Equity Shares of ₹1 Each)             | 96,10,12,611           | 96,10,12,611           | 96,10,12,611             |
| <b>Total (II)</b>  | <b>2,66,94,63,532</b>  | <b>3,18,84,91,290</b>  | <b>3,18,84,91,290</b>    |
| <b>Total Cost of Investments which are measured at Fair Value (I+II)</b>   | <b>2,66,96,39,832</b>  | <b>3,21,80,67,590</b>  | <b>3,21,80,67,590</b>    |

\* Full Pledged

\*\* Partial Pledged

~ Figures shown as on 01st April 2016 is valued at Cost

Notes to Financial Statement as at and for the year ended 31<sup>st</sup> March, 2018

## Note 6 Trade Receivables - Non Current

(In ₹)

| Particulars                         | As at 31st March, 2018 | As at 31st March, 2017 | As at 01st April, 2016 |
|-------------------------------------|------------------------|------------------------|------------------------|
| <b>Unsecured, considered Good</b>   |                        |                        |                        |
| Outstanding for more than six month | 8,94,31,960            | 6,48,29,746            | 6,48,29,746            |
| Others                              | -                      | 2,46,02,214            | -                      |
| <b>Total - Trade Receivables</b>    | <b>8,94,31,960</b>     | <b>8,94,31,960</b>     | <b>6,48,29,746</b>     |

## Note 7 Other Non-current Assets

(In ₹)

| Particulars   | As at 31st March, 2018 | As at 31st March, 2017 | As at 01st April, 2016 |
|---|------------------------|------------------------|------------------------|
| <b>Unsecured, considered good</b>                                   |                        |                        |                        |
| <b>Advances other than capital advances</b>                         |                        |                        |                        |
| Advances Recoverable in cash or in kind or for value to be received | 1,34,77,84,000         | 1,35,51,52,440         | 1,35,56,72,440         |
| <b>Total Other Non Current Assets</b>                               | <b>1,34,77,84,000</b>  | <b>1,35,51,52,440</b>  | <b>1,35,56,72,440</b>  |

## Note 8 Cash and Cash Equivalents

(In ₹)

| Particulars                                   | As at 31st March, 2018 | As at 31st March, 2017 | As at 01st April, 2016 |
|---|------------------------|------------------------|------------------------|
| <b>Cash and Cash Equivalents:</b>             |                        |                        |                        |
| Cash in hand                                  | 48,399                 | 49,306                 | 42,963                 |
| Balance with Schedule Bank In Current Account | 83,931                 | 7,06,940               | 4,95,947               |
| <b>Total - Cash and Cash Equivalents</b>      | <b>1,32,330</b>        | <b>7,56,246</b>        | <b>5,38,910</b>        |

## Note 9 Other Current Assets

(In ₹)

| Particulars   | As at 31st March, 2018 | As at 31st March, 2017 | As at 01st April, 2016 |
|---|------------------------|------------------------|------------------------|
| Advances Recoverable in cash or in kind or for value to be received | 17,720                 | 25,815                 | 32,270                 |
| Advance Income Tax/Refund Due (Net)                                 | 19,85,034              | 19,85,034              | 19,85,034              |
| Other Receivable  | 75,000                 | 75,000                 | 75,000                 |
| Recoverable CGST/SGST   | 1,89,547               | -                      | 20,00,000              |
| <b>Total - Other Current Assets</b>                                 | <b>22,67,301</b>       | <b>20,85,849</b>       | <b>40,92,304</b>       |

## Note 10 Equity Share Capital

(In ₹)

| Particulars  | As at 31st March, 2018 | As at 31st March, 2017 | As at 01st April, 2016 |
|--|------------------------|------------------------|------------------------|
| <b>AUTHORIZED</b>  |                        |                        |                        |
| Equity Shares:   |                        |                        |                        |
| 7,50,00,00,000 Equity Shares of ₹1/- Each  | 7,50,00,00,000         | 7,50,00,00,000         | 7,50,00,00,000         |
| <i>(In 2017- 7,50,00,00,000 Equity Shares of ₹1/- each, and in 2016 - 1,50,00,00,000 Equity Shares of ₹5/- each)</i> |                        |                        |                        |
| <b>Total</b>   | <b>7,50,00,00,000</b>  | <b>7,50,00,00,000</b>  | <b>7,50,00,00,000</b>  |
| <b>ISSUED, SUBSCRIBED &amp; PAID-UP CAPITAL</b>  |                        |                        |                        |
| 1,13,95,05,465 Equity Shares of ₹1/- each  | 1,13,95,05,465         | 1,13,95,05,465         | 1,13,95,05,465         |
| <i>(In 2017- 1,13,95,05,465 Equity Shares of ₹1/- each, and in 2016 - 22,79,01,093 Equity Shares of ₹5/- each)</i>   |                        |                        |                        |
| <b>Total - Equity Share Capital</b>  | <b>1,13,95,05,465</b>  | <b>1,13,95,05,465</b>  | <b>1,13,95,05,465</b>  |

## (A) Movement in Equity Share Capital:

(In ₹)

| Particulars                                      | Number of shares      | Amount                |
|--|-----------------------|-----------------------|
| <b>Balance at April 1, 2016</b>                  | <b>22,79,01,093</b>   | <b>1,13,95,05,465</b> |
| Movement during the year refer note no. 10(a)(1) | 91,16,04,372          | -                     |
| <b>Balance at March 31, 2017</b>                 | <b>1,13,95,05,465</b> | <b>1,13,95,05,465</b> |
| Movement during the year                         | -                     | -                     |
| <b>Balance at March 31, 2018</b>                 | <b>1,13,95,05,465</b> | <b>1,13,95,05,465</b> |

Note no. 10(a) (1) : The Company Sub-divided its Equity Shares from face value of ₹5/- per share to ₹1 per share during the year 2016-17.

## (B) Terms/Rights attached to equity shares

The Company has only one class of equity shares having a face value of ₹1/- each. Each holder of equity share is entitled to one vote per share. The company declares and pays dividends in Indian Rupees. In the event of liquidation of the company, the equity shareholders will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(C) The Company has not issued any share as fully paid up without payment being received in cash or as bonus shares nor any share has been bought back by the Company in last 5 years.

# SHREE GLOBAL TRADEFIN LIMITED

## Notes to Financial Statement as at and for the year ended 31<sup>st</sup> March, 2018

### (D) Details of the shareholders holding more than 5% shares in the Company

| Name of Shareholder                             | As at 31 st March, 2018 |           | As at 31 st March, 2017 |           | As at 01st April, 2016 |           |
|---|-------------------------|-----------|-------------------------|-----------|------------------------|-----------|
|   | No. of Shares           | % holding | No. of Shares           | % holding | No. of Shares          | % holding |
| <b>Equity shares of ₹1/- each fully paid up</b> |                         |           |                         |           |                        |           |
| Teamwork Properties Developments LLP            | 38,65,55,000            | 33.92     | 38,65,55,000            | 33.92     | 7,73,11,000            | 33.92     |
| Blossom Trade & Interchange LLP                 | 38,39,04,000            | 33.69     | 38,39,04,000            | 33.69     | 7,67,80,800            | 33.69     |
| Pragya Realty Developers Private Limited        | 11,69,05,465            | 10.26     | 11,69,05,465            | 10.26     | 2,33,81,093            | 10.26     |
| Ravi Agarwal                                    | 7,27,84,740             | 6.38      | -                       | -         | -                      | -         |

### Note 11 Other Equity (In ₹)

| Particulars                                | As at 31st March, 2018 | As at 31st March, 2017 | As at 01st April, 2016 |
|--|------------------------|------------------------|------------------------|
| <b>Reserves and surplus</b>                |                        |                        |                        |
| <b>(a) Capital Reserve</b>                 |                        |                        |                        |
| As per Last Financial Statement            | 76,42,26,318           | 76,42,26,318           | 76,42,26,318           |
| <b>(b) General Reserve</b>                 |                        |                        |                        |
| As per Last Financial Statement            | 5,13,18,434            | 5,13,18,434            | 5,13,18,434            |
| <b>(c) Securities Premium Account</b>      |                        |                        |                        |
| As per Last Financial Statement            | 2,55,43,77,807         | 2,55,43,77,807         | 2,55,43,77,807         |
| <b>(d) Retained Earnings</b>               |                        |                        |                        |
| As per last Financial Statement            | (20,57,78,849)         | (16,92,95,010)         | (11,59,66,432)         |
| Add: Profit for the year                   | (5,94,11,143)          | (3,64,83,839)          | (5,33,28,578)          |
| <b>Closing Balance</b>                     | <b>(26,51,89,992)</b>  | <b>(20,57,78,849)</b>  | <b>(16,92,95,010)</b>  |
| <b>(e) Other Comprehensive Income</b>      |                        |                        |                        |
| As per last Financial Statement            | 31,08,83,980           | -                      | -                      |
| Add: Movement in OCI (Net) during the year | (63,97,36,677)         | 31,08,83,980           | -                      |
| <b>Closing Balance</b>                     | <b>(32,88,52,697)</b>  | <b>31,08,83,980</b>    | <b>-</b>               |
| <b>Total - Other Equity</b>                | <b>2,77,58,79,870</b>  | <b>3,47,50,27,690</b>  | <b>3,20,06,27,549</b>  |

### Note 12 Provisions - Long Term (In ₹)

| Particulars                            | As at 31st March, 2018 | As at 31st March, 2017 | As at 01st April, 2016 |
|--|------------------------|------------------------|------------------------|
| <b>Provision for employee benefits</b> |                        |                        |                        |
| Gratuity                               | 24,73,283              | 16,10,380              | 24,74,277              |
| Leave Provision                        | 3,57,149               | 3,84,213               | -                      |
| <b>Total - Long Term Provisions</b>    | <b>28,30,432</b>       | <b>19,94,593</b>       | <b>24,74,277</b>       |

### Note 13 Other Non Current Liabilities (In ₹)

| Particulars                                  | As at 31st March, 2018 | As at 31st March, 2017 | As at 01st April, 2016 |
|--|------------------------|------------------------|------------------------|
| (a) Sundry Creditor for expenses             | 6,44,892               | -                      | -                      |
| (b) Advance from Customer                    | -                      | 10,57,56,817           | 28,50,06,852           |
| (c) Statutory Dues                           | 7,14,909               | 2,15,579               | 3,79,852               |
| (d) Other Payables                           | 4,65,436               | 60,30,936              | 1,54,24,860            |
| <b>Total - Other Non Current Liabilities</b> | <b>18,25,237</b>       | <b>11,20,03,332</b>    | <b>30,08,11,564</b>    |

### Note 14 Provisions -Current (In ₹)

| Particulars                            | As at 31st March, 2018 | As at 31st March, 2017 | As at 01st April, 2016 |
|--|------------------------|------------------------|------------------------|
| <b>Provision for employee benefits</b> |                        |                        |                        |
| Bonus                                  | 1,12,063               | 1,03,617               | 1,44,058               |
| Gratuity                               | 5,28,762               | 11,65,198              | -                      |
| Compensated Absences                   | 5,767                  | 41,334                 | -                      |
| Provision for Expenses                 | 1,98,000               | 1,98,000               | 1,98,000               |
| <b>Total - Provisions</b>              | <b>8,44,592</b>        | <b>15,08,149</b>       | <b>3,42,058</b>        |

### Note 15 Revenue from Operations (In ₹)

| Particulars                                     | 2017-18               | 2016-17             |
|---|-----------------------|---------------------|
| <b>Sale of Products (including excise duty)</b> |                       |                     |
| Traded Goods                                    | 2,42,76,54,340        | 47,35,12,128        |
| <b>Total - Revenue from Operations</b>          | <b>2,42,76,54,340</b> | <b>47,35,12,128</b> |

### Note 16 Other Income (In ₹)

| Particulars                       | 2017-18       | 2016-17          |
|-----------------------------------|---------------|------------------|
| <b>Other Non-Operating Income</b> |               |                  |
| Other Receipts                    | -             | 15,466           |
| Sundry Balance Written back       | 62,631        | 3,53,159         |
| Profit on Sale of Shares          | -             | 25,89,959        |
| <b>Total - Other Income</b>       | <b>62,631</b> | <b>29,58,584</b> |

### Note 17 Purchase of Traded Goods (In ₹)

| Particulars                            | 2017-18               | 2016-17             |
|--|-----------------------|---------------------|
| <b>Purchase of Trade goods</b>         |                       |                     |
| Steel & Related Products               | 2,41,51,07,916        | 47,24,80,712        |
| <b>Total -Purchase of Traded Goods</b> | <b>2,41,51,07,916</b> | <b>47,24,80,712</b> |

### Note 18 Employee benefits expense (In ₹)

| Particulars  | 2017-18            | 2016-17          |
|--|--------------------|------------------|
| Salaries and Wages                                       | 1,18,79,090        | 68,51,890        |
| Contributions to Provident and other Funds               | 5,91,347           | 6,04,401         |
| Staff Welfare Expenses                                   | 88,830             | 1,07,419         |
| Gratuity & Leave Encashment Expenses (Refer Note No. 22) | 14,71,174          | 2,80,217         |
| <b>Total - Employee Benefit Expenses</b>                 | <b>1,40,30,441</b> | <b>78,43,927</b> |

### Note 19 Finance Costs (In ₹)

| Particulars                                | 2017-18   | 2016-17            |
|--|-----------|--------------------|
| <b>Interest Expense:</b>                   |           |                    |
| (i) Interest                               | 30        | 321                |
| (ii) Interest Arrears under Amnesty Scheme | -         | 1,96,85,898        |
| <b>Total - Finance Cost</b>                | <b>30</b> | <b>1,96,86,219</b> |

Notes to Financial Statement as at and for the year ended 31<sup>st</sup> March, 2018

## Note 20 Depreciation (In ₹)

| Particulars                     | 2017-18       | 2016-17       |
|---------------------------------|---------------|---------------|
| Depreciation (Refer Note No.4 ) | 19,845        | 19,845        |
| <b>Total - Depreciation</b>     | <b>19,845</b> | <b>19,845</b> |

## Note 21 Other Expenses (In ₹)

| Particulars                                | 2017-18            | 2016-17            |
|--|--------------------|--------------------|
| <b>Administrative Expenses</b>             |                    |                    |
| Advertisement & Publicity                  | 31,867             | 22,744             |
| Bank Charges                               | 11,412             | 11,022             |
| Demat Charges                              | 1,961              | 1,263              |
| Electricity Charges                        | 14,900             | 17,800             |
| Fees & Subscription                        | 5,72,802           | 5,16,993           |
| General Expenses                           | 27,032             | 14,760             |
| Travelling & Conveyance                    | 5,15,898           | 3,93,967           |
| Legal , Professional & Consultancy Charges | 27,88,562          | 22,16,139          |
| Loss on sale of shares (net)               | 5,32,90,529        | -                  |
| Loss in Investment in LLP                  | 236                | -                  |
| Postage Charges                            | 11,530             | 52,583             |
| Printing & Stationary                      | 86,038             | 77,527             |
| Rent                                       | 2,53,095           | 2,57,455           |
| Pledge & Transaction Charges               | 94,783             | 96,034             |
| Repairs & Maintenance to others            | 19,477             | 68,408             |
| Stamp duty Expenses                        | 10,300             | 9,824              |
| Telephone Expenses                         | 39,460             | 40,262             |
| Vat Arrears                                | -                  | 88,97,063          |
| Sundry Debit Balance Written Off           | -                  | 4                  |
| Payment to Auditors (refer Note 21(a))     | 2,00,000           | 2,30,000           |
| <b>Total - Administrative Expenses</b>     | <b>5,79,69,882</b> | <b>1,29,23,848</b> |
| <b>Total - Other Expenses</b>              | <b>5,79,69,882</b> | <b>1,29,23,848</b> |

## Note 21(a) Payment to auditor (In ₹)

| Particulars                       | As at 31st March, 2018 | As at 31st March, 2017 |
|-----------------------------------|------------------------|------------------------|
| <b>(a) To statutory auditors</b>  |                        |                        |
| - Statutory Audit Fees            | 1,50,000               | 1,50,000               |
| - Tax Audit                       | 50,000                 | 50,000                 |
| - Certifications & Other Fees     | -                      | 30,000                 |
| <b>Total - Payment to auditor</b> | <b>2,00,000</b>        | <b>2,30,000</b>        |

## 22. Disclosure as required by the Ind AS -24 "Employee Benefit" is given below:

Defined benefit plan: The Company operates one defined benefit plan, viz., gratuity benefit, for its employees. The Gratuity plan provides for a lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 days basic salary payable for each completed year of service. The company does not have any fund for gratuity liability and the same is accounted for as provision.

Under the other long term employee benefit plan, the company extends benefit of compensated absences to the employees, whereby they are eligible to carry forward their entitlement of earned leave for encashment upon retirement / separation or during tenure of service. The Plan is not funded by the company.

The details of defined benefit obligations are as under:

(In ₹)

| S. No. | Particulars                               | 31 <sup>st</sup> March, 2018 |                     | 31 <sup>st</sup> March, 2017 |                     |
|--------|---|------------------------------|---------------------|------------------------------|---------------------|
|        |   | Gratuity                     | Compensated Absence | Gratuity                     | Compensated Absence |
| 1.     | Obligation as at beginning of the year    | 27,75,578                    | 4,25,547            | 24,74,277                    | 3,86,535            |
| 2.     | Current service cost                      | 1,89,837                     | (1,20,438)          | 1,56,118                     | 8,774               |
| 3.     | Interest cost                             | 1,94,290                     | 29,788              | 1,91,756                     | 29,956              |
| 4.     | Benefits paid                             | (6,87,174)                   | -                   | -                            | (67,375)            |
| 5.     | Remeasurements                            | 5,29,514                     | 28,019              | (46,573)                     | 67,657              |
| 6.     | <b>Obligation as at Close of the year</b> | <b>30,02,045</b>             | <b>3,62,916</b>     | <b>27,75,578</b>             | <b>4,25,547</b>     |
| 7.     | Current portion                           | 5,28,762                     | 5,767               | 11,65,198                    | 41,334              |
| 8.     | Non-current portion                       | 24,73,283                    | 3,57,149            | 16,10,380                    | 3,84,213            |
|        | <b>Total</b>                              | <b>30,02,045</b>             | <b>3,62,916</b>     | <b>27,75,578</b>             | <b>4,25,547</b>     |

(In ₹)

| S. No. | Particulars          | 31 <sup>st</sup> March, 2018 |                     | 31 <sup>st</sup> March, 2017 |                     |
|--------|----------------------|------------------------------|---------------------|------------------------------|---------------------|
|        |                      | Gratuity                     | Compensated Absence | Gratuity                     | Compensated Absence |
| 1.     | Current service cost | 1,89,837                     | (1,20,438)          | 1,56,118                     | 8,774               |
| 2.     | Interest cost        | 1,94,290                     | 29,788              | 1,91,756                     | 29,956              |
|        | <b>Total</b>         | <b>3,84,127</b>              | <b>(90,650)</b>     | <b>3,47,874</b>              | <b>38,730</b>       |

Amount recognized in other comprehensive income: (In ₹)

| S. No. | Particulars    | 31 <sup>st</sup> March, 2018 |                     | 31 <sup>st</sup> March, 2017 |                     |
|--------|----------------|------------------------------|---------------------|------------------------------|---------------------|
|        |                | Gratuity                     | Compensated Absence | Gratuity                     | Compensated Absence |
| 1.     | Remeasurements | 5,29,514                     | 28,019              | (46,573)                     | 67,657              |
|        | <b>Total</b>   | <b>5,29,514</b>              | <b>28,019</b>       | <b>(46,573)</b>              | <b>67,657</b>       |

Due to its defined benefit plans, the Company is exposed to the following significant risks:

**Changes in Bond Yields**

A decrease in bond yields will increase plan liability.



## SHREE GLOBAL TRADEFIN LIMITED

### Notes to Financial Statement as at and for the year ended 31<sup>st</sup> March, 2018

#### Salary Risk

The present value of the defined benefit plans liability is calculated by reference to the future salaries of the plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

Existing assumptions:

| S. No. | Particulars             | As at 31 <sup>st</sup> March, 2018 | As at 31 <sup>st</sup> March, 2017 | As at 01 <sup>st</sup> April, 2016 |
|--------|-------------------------|------------------------------------|------------------------------------|------------------------------------|
|        |                         | Gratuity                           | Gratuity                           | Gratuity                           |
| 1.     | Discount rate           | 7.25%                              | 7.75%                              | 7.75%                              |
| 2.     | Rate of salary increase | 5.50%                              | 5.00%                              | 5.00%                              |
| 3.     | Withdrawal rate         | 1.00%                              | 1.00%                              | 1.00%                              |
| 4.     | Mortality rate          | Indian Assured Lives (2006-08)     | Indian Assured Lives (2006-08)     | Indian Assured Lives (2006-08)     |
| 5.     | Retirement age          | 60 Years                           | 60 Years                           | 60 Years                           |

Note: The Company regularly assesses these assumptions with the projected long-term plans and prevalent industry standards.

The impact of sensitivity due to changes in the significant actuarial assumptions on the defined benefit obligations is given in the table below:

(In ₹)

| Particulars        | Change in assumption | 31 <sup>st</sup> March, 2018 |                     | 31 <sup>st</sup> March, 2017 |                     |
|--------------------|----------------------|------------------------------|---------------------|------------------------------|---------------------|
|                    |                      | Gratuity                     | Compensated Absence | Gratuity                     | Compensated Absence |
| Discount Rate      | +1%                  | 28,65,145                    | 3,31,913            | 26,56,930                    | 3,84,577            |
|                    | -1%                  | 31,56,164                    | 3,98,058            | 29,10,754                    | 4,72,539            |
| Salary Growth Rate | +1%                  | 31,57,317                    | 3,98,321            | 28,60,073                    | 4,73,013            |
|                    | -1%                  | 28,61,753                    | 3,31,147            | 26,99,699                    | 3,74,609            |

The above sensitivity analysis is determined based on a method that extrapolates the impact on the net defined benefit obligations, as a result of reasonable possible changes in the significant actuarial assumptions. Further, the above sensitivity analysis is based on a reasonably possible change in a particular under-lying actuarial assumption, while assuming all other assumptions to be constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated.

Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments:

(In ₹)

| Particulars              | As at 31 <sup>st</sup> March, 2018 |             | As at 31 <sup>st</sup> March, 2017 |             | As at 01 <sup>st</sup> April, 2016 |                |
|--------------------------|------------------------------------|-------------|------------------------------------|-------------|------------------------------------|----------------|
|                          | Carrying amount                    | Fair value  | Carrying amount                    | Fair value  | Carrying amount                    | Fair value     |
| <b>Financial Assets</b>  |                                    |             |                                    |             |                                    |                |
| <b>Measured at cost:</b> |                                    |             |                                    |             |                                    |                |
| <b>Non-current</b>       |                                    |             |                                    |             |                                    |                |
| Investments              | 3,75,614                           | 3,75,614    | 3,75,850                           | 3,75,850    | 3,21,85,63,239                     | 3,21,85,63,239 |
| Trade Receivables        | 8,94,31,960                        | 8,94,31,960 | 8,94,31,960                        | 8,94,31,960 | 6,48,29,746                        | 6,48,29,746    |

The table below summarizes the maturity profile and duration of the gratuity liability:

(In ₹)

| Particulars                          | As at 31 <sup>st</sup> March, 2018 | As at 31 <sup>st</sup> March, 2017 | As at 01 <sup>st</sup> April, 2016 |
|--------------------------------------|------------------------------------|------------------------------------|------------------------------------|
|                                      | Gratuity                           | Gratuity                           | Gratuity                           |
| Within one year                      | 2,27,490                           | 2,09,077                           | 1,42,820                           |
| Within one-three years               | 2,55,917                           | 2,33,956                           | 2,19,927                           |
| Within three-five years              | 2,62,760                           | 2,03,893                           | 1,95,644                           |
| Above five years                     | 22,55,878                          | 21,28,652                          | 19,15,886                          |
| <b>Total</b>                         | <b>30,02,045</b>                   | <b>27,75,578</b>                   | <b>24,74,277</b>                   |
| Weighted average duration (in years) | 4 YRS                              | 3 YRS                              | 3 YRS                              |

#### 23. Financial instrument and risk management

##### Fair values

- The carrying amounts of trade payables, other financial liabilities (current), borrowings (current), trade receivables, cash and cash equivalents, other bank balances and loans are considered to be the same as fair value due to their short term nature.
- Borrowings (non-current) consists of loans from banks and government authorities, other financial liabilities (noncurrent) consists of interest accrued but not due on deposits other financial assets consists of employee advances where the fair value is considered based on the discounted cash flow.
- The fair value of forward foreign exchange contracts is calculated as the present value determined using forward exchange rates, currency basis spreads between the respective currencies and interest rate curves.

The fair value of financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

Notes to Financial Statement as at and for the year ended 31<sup>st</sup> March, 2018

| Particulars                        | As at 31st March, 2018 |                    | As at 31st March, 2017 |                    | As at 01st April, 2016 |                       |
|------------------------------------|------------------------|--------------------|------------------------|--------------------|------------------------|-----------------------|
|                                    | Carrying amount        | Fair value         | Carrying amount        | Fair value         | Carrying amount        | Fair value            |
| <b>Current</b>                     |                        |                    |                        |                    |                        |                       |
| Cash and Cash Equivalent           | 1,32,330               | 1,32,330           | 7,56,246               | 7,56,246           | 5,38,910               | 5,38,910              |
| <b>Total Financial assets</b>      | <b>8,99,39,904</b>     | <b>8,99,39,904</b> | <b>9,05,64,056</b>     | <b>9,05,64,056</b> | <b>3,28,39,31,895</b>  | <b>3,28,39,31,895</b> |
| <b>Financial Liabilities</b>       |                        |                    |                        |                    |                        |                       |
| <b>Measured at cost:</b>           |                        |                    |                        |                    |                        |                       |
| <b>Non-current</b>                 |                        |                    |                        |                    |                        |                       |
| Borrowings                         | -                      | -                  | -                      | -                  | -                      | -                     |
| Trade Payables                     | -                      | -                  | -                      | -                  | -                      | -                     |
| Other Financial Liabilities        | -                      | -                  | -                      | -                  | -                      | -                     |
| <b>Current</b>                     |                        |                    |                        |                    |                        |                       |
| Borrowings                         | -                      | -                  | -                      | -                  | -                      | -                     |
| Trade Payables                     | -                      | -                  | -                      | -                  | -                      | -                     |
| Other Financial Liabilities        | -                      | -                  | -                      | -                  | -                      | -                     |
| <b>Total Financial liabilities</b> | <b>-</b>               | <b>-</b>           | <b>-</b>               | <b>-</b>           | <b>-</b>               | <b>-</b>              |

**24. Financial risk and capital risk management****1) Financial Risk**

The business activities of the Company expose it to a variety of financial risks, namely market risks (that is, foreign exchange risk, interest rate risk and price risk), credit risk and liquidity risk. The Company's risk management strategies focus on the un-predictability of these elements and seek to minimise the potential adverse effects on its financial performance.

The financial risk management for the Company is driven by the Company's senior management and internal/ external experts subject to necessary supervision.

The Company does not undertake any speculative transactions either through derivatives or otherwise. The senior management is accountable to the Board of Directors and Audit Committee. They ensure that the Company's financial risk-taking activities are governed by appropriate financial risk governance frame work, policies and procedures. The Board of Directors periodically reviews the exposures to financial risks, and the measures taken for risk mitigation and the results thereof.

**2) Foreign currency Risk**

Foreign exchange risk arises on all recognised monetary assets and liabilities and on highly probable forecasted transactions which are denominated in a currency other than the functional currency of the Company. The Company does not have any foreign currency trade payables and receivables.

The foreign exchange risk management policy of the Company requires it to manage the foreign

exchange risk by transacting as far as possible in the functional currency.

No Forward contracts were entered into by the company either during the year or previous years since the company has very minimum exposure to foreign currency risk as stated in above table.

## i. Foreign currency sensitivity

| Particulars                              | Change in currency exchange rate | Effect on profit before tax | Effect on equity (OCI) |
|--|----------------------------------|-----------------------------|------------------------|
| <b>For the year ended March 31, 2018</b> |                                  |                             |                        |
| USD                                      | +5%                              | Nil                         | --                     |
|  | -5%                              | Nil                         | --                     |
| Others                                   | +5%                              | Nil                         | --                     |
|  | -5%                              | Nil                         | --                     |
| <b>For the year ended March 31, 2017</b> |                                  |                             |                        |
| USD                                      | +5%                              | Nil                         | --                     |
|  | -5%                              | Nil                         | --                     |
| Others                                   | +5%                              | Nil                         | --                     |
|  | -5%                              | Nil                         | --                     |

The sensitivity disclosed in the above table is mainly attributable to, in case of to foreign exchange gains / (losses) on trade payables and trade receivables. The above sensitivity analysis is based on a reasonably possible change in the under-lying foreign currency against the respective functional currency while assuming all other variables to be constant.

Based on the movements in the foreign exchange rates historically and the prevailing market

# SHREE GLOBAL TRADEFIN LIMITED

## Notes to Financial Statement as at and for the year ended 31<sup>st</sup> March, 2018

conditions as at the reporting date, the Company's management has concluded that the above mentioned rates used for sensitivity are reasonable benchmarks.

ii. Price risk

The company uses surplus fund in operations and for further growth of the Company. Hence, there is no price risk associated with such activity.

iii. Credit risk

Credit risk refers to the risk of default on its obligation by the counter-party the risk of deterioration of creditworthiness of the counter-party as well as concentration risks of financial assets, and thereby exposing the Company to potential financial losses. The Company is exposed to credit risk mainly with respect to trade receivables.

### Trade receivables

The Trade receivables of the Company are typically noninterest bearing un-secured. As there is no independent credit rating of the customers available with the Company, the management reviews the credit-worthiness of its customers based on their financial position, past experience and other factors. The credit risk related to the trade receivables is managed / mitigated by concerned team based on the Company's established policy and procedures and by setting appropriate payment terms and credit period. The credit period provided by the Company to its customers depend upon the contractual terms with the customers.

The ageing analysis of trade receivables as at the reporting date is as follows:

(In ₹)

| Particulars                            | Less than six months | More than six months |
|--|----------------------|----------------------|
| Trade Receivables as at March 31, 2018 | -                    | 8,94,31,960          |
| Trade Receivables as at March 31, 2017 | 2,46,02,214          | 6,48,29,746          |
| Trade Receivables as at April 1, 2016  | -                    | 6,48,29,746          |

The Company performs on-going credit evaluations of its customers' financial condition and monitors the credit-worthiness of its customers to which it grants credit in its ordinary course of business. The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amount due or there are some disputes which in the opinion of the management is not in the Company's favour. Where the financial asset

has been written-off, the Company continues to engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognised in profit and loss.

iv. Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. Accordingly, as a prudent liquidity risk management measure, the Company closely monitors its liquidity position and deploys a robust cash management system.

Based on past performance and current expectations, the Company believes that the Cash and cash equivalents and cash generated from operations will satisfy its working capital needs, capital expenditure, investment requirements, commitments and other liquidity requirements associated with its existing operations, through at least the next twelve months.

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments:-

(In ₹)

| Particulars                        | As at March 31, 2018 |                    |
|------------------------------------|----------------------|--------------------|
|                                    | Less than one year   | More than one year |
| Trade payables                     | -                    | -                  |
| Other financial liabilities        | -                    | -                  |
| <b>Total Financial liabilities</b> | -                    | -                  |

| Particulars                        | As at March 31, 2017 |                    |
|------------------------------------|----------------------|--------------------|
|                                    | Less than one year   | More than one year |
| Trade payables                     | -                    | -                  |
| Other financial liabilities        | -                    | -                  |
| <b>Total Financial liabilities</b> | -                    | -                  |

| Particulars                        | As at April 1, 2016 |                    |
|------------------------------------|---------------------|--------------------|
|                                    | Less than one year  | More than one year |
| Trade payables                     | -                   | -                  |
| Other financial liabilities        | -                   | -                  |
| <b>Total Financial liabilities</b> | -                   | -                  |

### 3) Capital Risk

The Company's objective while managing capital is to safeguard its ability to continue as a going concern (so that it is enabled to provide returns and create value for its shareholders, and benefits for other stakeholders), support business stability and growth, ensure adherence to the covenants and restrictions imposed by lenders and/ or relevant laws and regulations, and maintain an optimal and efficient capital structure so as to reduce

Notes to Financial Statement as at and for the year ended 31<sup>st</sup> March, 2018

the cost of capital. However, the key objective of the Company's capital management is to, ensure that it maintains a stable capital structure with the focus on total equity, uphold investor; creditor and customer confidence, and ensure future development of its business activities. In order to maintain or adjust the capital structure, the Company may issue new shares, declare dividends, return capital to shareholders, etc.

The Company manages its capital structure and makes adjustments to it, in light of changes in economic conditions or its business requirements.

**25. Segment reporting under Ind AS – 108**

The Company is engaged in the business of Trading and there are no separate reportable segments as per Indian Accounting Standard (AS-108) "Segment Reporting". The Company's operations are within India.

**26. Related party transactions under Ind AS -24****Names of related parties and nature of relationships:**

| Names of the Related Parties                      | Nature of Relationship                 |
|---|--|
| <b>i) Key Managerial Personnel</b>                |  |
| Mr. Rajesh R. Gupta                               | Managing Director                      |
| Mr. Viresh Sohoni                                 | CFO                                    |
| Mrs. Priyanka Agrawal                             | Company Secretary & Compliance Officer |
| <b>ii) Non-whole-time Directors</b>               |  |
| Mr. Ravindra Deshpande                            | Non-Executive Director                 |
| Mr. Mohan Krishnamoorthy                          | Independent Director                   |
| Mrs. Uniza Shaikh                                 | Independent Director                   |
| <b>iii) Relatives of Key Managerial Personnel</b> |  |
| Mr. Madhur Gupta                                  | Son of Mr. Rajesh Gupta                |
| Mrs. Renu Gupta                                   | Spouse of Mr. Rajesh Gupta             |
| Mrs. Priyanka Maheshwari                          | Daughter of Mr. Rajesh Gupta           |

**Details of transactions during the year where related party relationship existed:**

| Names of the related parties | Nature of Transactions | Year ended 31 March 2018 | Year ended 31 March 2017 |
|------------------------------|------------------------|--------------------------|--------------------------|
| Mr. Rajesh R. Gupta          | Remuneration           | 80,00,004                | 25,44,000                |
| Mr. Viresh Sohoni            | Remuneration           | 17,40,863                | 15,30,940                |
| Mrs. Priyanka Agrawal        | Remuneration           | 4,32,503                 | -                        |
| Mr. Ravindra Deshpande       | Sitting Fees           | -                        | -                        |
| Mr. Mohan Krishnamoorthy     | Sitting Fees           | -                        | -                        |
| Mrs. Uniza Shaikh            | Sitting Fees           | -                        | -                        |

**27. Earnings per share (EPS)**

(In ₹)

| Particulars   | Year ended 31 <sup>st</sup> March, 2018 | Year ended 31 <sup>st</sup> March, 2017 |
|---|---|---|
| Profit for the year   | (5,94,11,143)                           | (3,64,83,839)                           |
| Weighted average number of equity shares in calculating Basic and Diluted EPS | 1,13,95,05,465                          | 1,13,95,05,465                          |
| Face Value per share ₹  | 1                                       | 1                                       |
| Basic and Diluted Earnings per Share (EPS) ₹                                  | (0.05)                                  | (0.03)                                  |

**28. Contingent Liability**

(In ₹)

| Particulars         | As at 31 <sup>st</sup> March, 2018 | As at 31 <sup>st</sup> March, 2017 | As at 01 <sup>st</sup> April, 2016 |
|---------------------|------------------------------------|------------------------------------|------------------------------------|
| Sales Tax           | -                                  | -                                  | 25,88,00,729                       |
| Income Tax          | 3,62,68,43,672                     | 3,49,02,73,942                     | 3,49,98,88,912                     |
| Investments Pledged | 2,21,22,17,717                     | 2,78,31,15,426                     | 3,18,86,67,590                     |

Tax Liability is under dispute

**29. Details of investments in the Freelance Infraelex LLP**

(In ₹)

| Sl. No.      | Name of the Partners                     | Share in Profit | Capital Investment | Share of Profit/ (Loss) | Closing Balance |
|--------------|--|-----------------|--------------------|-------------------------|-----------------|
| 1            | Shree Global Tradefin Limited            | 75.00%          | 3,75,000           | (236)                   | 3,74,764        |
| 2            | Duli Trade & Commodities Private Limited | 23.00%          | 1,15,000           | (72)                    | 1,14,928        |
| 3            | Blossom Trade & Interchange LLP          | 1.00%           | 5,000              | (3)                     | 4,997           |
| 4            | Teamwork Properties Developments LLP     | 1.00%           | 5,000              | (3)                     | 4,997           |
| <b>Total</b> |  | <b>100.00%</b>  | <b>5,00,000</b>    | <b>(314)</b>            | <b>4,99,686</b> |

**30. Approval of Financial Statements**

The financial statements were approved for issue by the Board of Directors on 25<sup>th</sup> May, 2018.

# SHREE GLOBAL TRADEFIN LIMITED

## Notes to Financial Statement as at and for the year ended 31<sup>st</sup> March, 2018

### 31. Reconciliation between previous GAAP and Ind AS ( as at 31 March 2017 and 1 April 2016)

Ind AS 101 requires an entity to reconcile equity, total comprehensive income for prior periods.

The following tables represent the reconciliations from previous GAAP to Ind AS.

(In ₹)

| Particulars                          | Notes | As at 31 <sup>st</sup> March 2017 |                                |                             | As at 1 <sup>st</sup> April 2016 |                                |                             |
|--------------------------------------|-------|-----------------------------------|--------------------------------|-----------------------------|----------------------------------|--------------------------------|-----------------------------|
|                                      |       | Previous GAAP*                    | Effect of transition to Ind AS | As per Ind AS balance sheet | Previous GAAP*                   | Effect of transition to Ind AS | As per Ind AS balance sheet |
| <b>I. ASSETS</b>                     |       |                                   |                                |                             |                                  |                                |                             |
| <b>Non-Current Assets</b>            |       |                                   |                                |                             |                                  |                                |                             |
| (a) Property, Plant and Equipment    | 4     | 44,429                            | -                              | 44,429                      | 64,274                           | -                              | 64,274                      |
| (b) Financial Assets                 |       |                                   |                                |                             |                                  |                                |                             |
| (i) Investments                      | 5     | 2,97,16,63,240                    | 31,09,05,065                   | 3,28,25,68,305              | 3,21,85,63,240                   | -                              | 3,21,85,63,240              |
| (ii) Trade receivables               | 6     | 8,94,31,960                       | -                              | 8,94,31,960                 |                                  |                                |                             |
| (c) Other Non-current Assets         | 7     | 1,35,51,52,440                    | -                              | 1,35,51,52,440              | 1,35,56,72,440                   | -                              | 1,35,56,72,440              |
| <b>Total Non Current Assets</b>      |       | <b>4,41,62,92,069</b>             | <b>31,09,05,065</b>            | <b>4,72,71,97,134</b>       | <b>4,57,42,99,954</b>            | <b>-</b>                       | <b>4,57,42,99,954</b>       |
| <b>Current Assets</b>                |       |                                   |                                |                             |                                  |                                |                             |
| (a) Financial Assets                 |       |                                   |                                |                             |                                  |                                |                             |
| (i) Cash and Cash Equivalent         | 8     | 7,56,246                          | -                              | 7,56,246                    | 5,38,910                         | -                              | 5,38,910                    |
| (b) Other Current Assets             | 9     | 20,85,849                         | -                              | 20,85,849                   | 40,92,304                        | -                              | 40,92,304                   |
| <b>Total Current Assets</b>          |       | <b>28,42,095</b>                  | <b>-</b>                       | <b>28,42,095</b>            | <b>46,31,214</b>                 | <b>-</b>                       | <b>46,31,214</b>            |
| <b>TOTAL ASSETS</b>                  |       | <b>4,41,91,34,164</b>             | <b>31,09,05,065</b>            | <b>4,73,00,39,229</b>       | <b>4,57,89,31,168</b>            | <b>-</b>                       | <b>4,57,89,31,168</b>       |
| <b>II. EQUITY AND LIABILITIES</b>    |       |                                   |                                |                             |                                  |                                |                             |
| <b>Equity</b>                        |       |                                   |                                |                             |                                  |                                |                             |
| (a) Equity Share Capital             | 10    | 1,13,95,05,465                    | -                              | 1,13,95,05,465              | 1,13,95,05,465                   | -                              | 1,13,95,05,465              |
| (b) Other Equity                     | 11    | 3,16,41,22,625                    | 31,09,05,065                   | 3,47,50,27,690              | 3,20,06,27,549                   | -                              | 3,20,06,27,549              |
| <b>Total Equity</b>                  |       | <b>4,30,36,28,090</b>             | <b>31,09,05,065</b>            | <b>4,61,45,33,155</b>       | <b>4,34,01,33,014</b>            | <b>-</b>                       | <b>4,34,01,33,014</b>       |
| <b>Liabilities</b>                   |       |                                   |                                |                             |                                  |                                |                             |
| <b>Non Current Liabilities</b>       |       |                                   |                                |                             |                                  |                                |                             |
| (a) Provisions                       | 12    | 19,94,593                         | -                              | 19,94,593                   | 24,74,277                        | -                              | 24,74,277                   |
| (b) Other Non-Current Liabilities    | 13    | 11,20,03,332                      | -                              | 11,20,03,332                | 30,08,11,565                     | -                              | 30,08,11,565                |
| <b>Total Non Current Liabilities</b> |       | <b>11,39,97,925</b>               | <b>-</b>                       | <b>11,39,97,925</b>         | <b>30,32,85,842</b>              | <b>-</b>                       | <b>30,32,85,842</b>         |
| <b>Current Liabilities</b>           |       |                                   |                                |                             |                                  |                                |                             |
| (a) Provisions                       | 14    | 15,08,149                         | -                              | 15,08,149                   | 3,42,058                         | -                              | 3,42,058                    |
| <b>Total Current Liabilities</b>     |       | <b>15,08,149</b>                  | <b>-</b>                       | <b>15,08,149</b>            | <b>3,42,058</b>                  | <b>-</b>                       | <b>3,42,058</b>             |
| <b>TOTAL EQUITY AND LIABILITIES</b>  |       | <b>4,41,91,34,164</b>             | <b>31,09,05,065</b>            | <b>4,73,00,39,229</b>       | <b>4,64,37,60,914</b>            | <b>-</b>                       | <b>4,64,37,60,914</b>       |

\* The previous GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purposes of this note.

Notes to Financial Statement as at and for the year ended 31<sup>st</sup> March, 2018

## Reconciliation of total comprehensive income for the year ended 31 March 2017

(In ₹)

| Particulars |   | Notes | Previous GAAP*       | Adjustments         | Ind AS               |
|-------------|---|-------|----------------------|---------------------|----------------------|
|             | <b>INCOME</b>   |       |                      |                     |                      |
| I           | (a) Revenue from Operations   | 15    | 47,35,12,128         | -                   | 47,35,12,128         |
| II          | (b) Other Income  | 16    | 29,58,584            | -                   | 29,58,584            |
| III         | <b>Total Income (I+II)</b>  |       | <b>47,64,70,712</b>  | <b>-</b>            | <b>47,64,70,712</b>  |
|             | <b>EXPENSES</b>   |       |                      |                     |                      |
| IV          | (a) Purchases of Stock-in-trade   | 17    | 47,24,80,712         | -                   | 47,24,80,712         |
|             | (b) Employee Benefit Expenses   | 18    | 78,65,012            | (21,085)            | 78,43,927            |
|             | (c) Finance Cost  | 19    | 1,96,86,219          | -                   | 1,96,86,219          |
|             | (d) Depreciation and Amortisation Expense   | 20    | 19,845               | -                   | 19,845               |
|             | (e) Other Expenses  | 21    | 1,29,23,848          | -                   | 1,29,23,848          |
|             | <b>Total Expenses(IV)</b>   |       | <b>51,29,75,636</b>  | <b>(21,085)</b>     | <b>51,29,54,551</b>  |
| V           | <b>PROFIT /(LOSS) BEFORE EXCEPTIONAL ITEMS AND TAX (III-IV)</b>   |       | <b>(3,65,04,924)</b> | <b>21,085</b>       | <b>(3,64,83,839)</b> |
| VI          | Exceptional Items   |       | -                    | -                   | -                    |
| VII         | <b>PROFIT / (LOSS) BEFORE TAX (V-VI)</b>  |       | <b>(3,65,04,924)</b> | <b>21,085</b>       | <b>(3,64,83,839)</b> |
| VIII        | <b>Tax Expenses:</b>  |       |                      |                     |                      |
|             | (1) Current Tax   |       | -                    | -                   | -                    |
|             | (2) Deferred Tax  |       | -                    | -                   | -                    |
|             | (3) Deferred Tax Reversals  |       | -                    | -                   | -                    |
| IX          | <b>PROFIT / (LOSS) FROM ORDINARY ACTIVITIES AFTER TAX (VII-VIII)</b>                                    |       | <b>(3,65,04,924)</b> | <b>21,085</b>       | <b>(3,64,83,839)</b> |
|             | <b>OTHER COMPREHENSIVE INCOME</b>   |       |                      |                     |                      |
| X           | (a) (i) Items that will be reclassified subsequently to the statement of profit and loss                |       | -                    | -                   | -                    |
|             | (ii) Income tax on items that will be reclassified subsequently to the statement of profit and loss     |       | -                    | -                   | -                    |
|             | (b) (i) Items that will not be reclassified subsequently to the statement of profit and loss            |       | -                    | 31,08,83,980        | 31,08,83,980         |
|             | (ii) Income tax on items that will not be reclassified subsequently to the statement of profit and loss |       | -                    | -                   | -                    |
| XI          | <b>TOTAL OTHER COMPREHENSIVE INCOME/(LOSSES)</b>  |       | <b>-</b>             | <b>31,08,83,980</b> | <b>31,08,83,980</b>  |
| XII         | <b>TOTAL COMPREHENSIVE INCOME OF THE YEAR (IX+X)</b>  |       | <b>(3,65,04,924)</b> | <b>31,09,05,065</b> | <b>27,44,00,141</b>  |

See accompanying notes 1 to 31 are integral part of these Financial Statements

As per our Report of Even Date

**For TODARWAL & TODARWAL LLP**

Chartered Accountants

Firm Reg. No. 111009W/ W100231

Raunak Todarwal

Partner

Membership No. 165030

Place : Mumbai

Date : 25<sup>th</sup> May, 2018**For and on behalf of the Board of Directors**

Shree Global Tradefin Limited

Rajesh R. Gupta

Managing Director

DIN : 00028379

Ravindra Deshpande

Director

DIN : 01003990

Viresh Sohoni

Chief Financial Officer

Priyanka Agrawal

Company Secretary

ACS - 45692

# SHREE GLOBAL TRADEFIN LIMITED

## INDEPENDENT AUDITORS REPORT ON CONSOLIDATED FINANCIAL STATEMENTS

### TO THE MEMBERS OF SHREE GLOBAL TRADEFIN LIMITED

#### Report on the Consolidated Financial Statements

We have audited the accompanying consolidated Ind AS Financial Statements of Shree Global Tradefin Limited ('the Holding Company') for the year ended as on 31<sup>st</sup> March 2018 comprising the Consolidated Balance Sheet as at 31<sup>st</sup> March 2018, the Consolidated Statement of Profit and Loss (including Consolidated Other Comprehensive Income), the Consolidated Cash Flow Statement, the Consolidated Statement of Changes in Equity for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as 'the Consolidated Financial Statements'). The Consolidated Ind AS Financial Statement of the Holding Company comprises of its Associate (collectively referred to as 'the Group'),

#### Management's Responsibility for the Consolidated Financial Statement

The Holding Company's Board of Directors is responsible for the preparation of the Consolidated Ind AS Financial Statements in terms of the requirements of the Companies Act, 2013 ('the Act') that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Companies Act, 2013 (hereinafter referred to as 'the Act') read with Companies (Indian Accounting Standards) Rules, 2015.

The Boards of Directors of the Company is responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the 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 consolidated Ind AS financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Consolidated Ind AS Financial Statements by the Directors of the Holding Company, as aforesaid.

#### Auditor's Responsibility

Our responsibility is to express an opinion on these Consolidated Ind AS Financial Statements based on our audit. While conducting the audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Consolidated Ind AS Financial Statements are free from material misstatement.

An audit involves performing procedures to obtain audit

evidence about the amounts and the disclosures in the Consolidated Ind AS Financial Statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Consolidated Ind AS Financial Statements, whether due to fraud or error. In making those risk assessments; the auditor considers internal financial control relevant to the Holding Company's preparation of the Consolidated Ind AS Financial Statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on whether the Holding Company has an adequate internal financial controls system over financial reporting in place and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the Consolidated Ind AS Financial Statements.

We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated Ind AS Financial Statements.

#### Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated Ind AS 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 consolidated state of affairs of the Group, its Associate as at March 31, 2018, and their consolidated loss, their consolidated cash flows, and their consolidated statement of changes in equity for the year ended on that date.

#### Other Matters

We have audited the financial statements / consolidated financial statements of the Associate as considered in the preparation of the consolidated Ind AS financial statements. Our opinion on the Consolidated Ind AS Financial Statements, in so far as it relates to the amounts and disclosures included in respect of the Associate and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, in so far as it relates to the aforesaid Associate, is based on the audit done by us of the Associate.

#### Report on Other Legal and Regulatory Requirements

As required by sub-section (3) of Section 143 of the Act, we report, to the extent applicable, that:

1. 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 of the aforesaid consolidated financial statements;
2. In our opinion proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors;
3. The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Consolidated Other Comprehensive Income), and the Consolidated Cash Flow Statement, and Consolidated Statement of Changes in Equity dealt with by this Report are in

- agreement with the relevant books of account, working and records maintained for the purpose of preparation of the consolidated financial statements;
4. In our opinion the aforesaid Consolidated Ind AS Financial Statements comply with the Indian Accounting Standards specified under Section 133 of the Act, read with Rules mentioned aforesaid;
  5. In our opinion and based on the information and explanations given to us, there are no financial transaction or matters which have any adverse effect on the functioning of the company.
  6. On the basis of the written representations received from the directors of the Holding Company and its Associate as on March 31, 2018 taken on record by the Board of Directors of the Holding Company and its Associate, none of the directors of the Group is disqualified as on March 31, 2018 from being appointed as a director in terms of sub-section (2) of the Section 164 of the Act; and
  7. There are no qualifications, reservation or adverse remark relating to the maintenance of accounts and other matters connected herewith.
  8. The company has adequate internal financial controls system in place and there is an operating effectiveness of such controls. A report giving our responsibilities and opinion has been annexed herewith (**Annexure A**).
  9. With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
    - a) The Consolidated Ind AS Financial Statements disclose the impact of pending litigations on the consolidated financial position of the Group, Refer Note 28s to the consolidated financial statements;
    - b) Provision has been made in the consolidated financial statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long term contracts including derivative contracts.
    - c) There were no amounts, which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, and its subsidiary companies, Associate companies and jointly controlled companies incorporated in India.
    - d) The Company has provided requisite disclosures in the consolidated financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8th November, 2016 to 30th December, 2016. Based on audit procedures and relying on the management representation we report that the disclosures are in accordance with books of account maintained by the Company and as produced to us by the Management.

For **Todarwal & Todarwal LLP**  
Chartered Accountants  
ICAI Reg No : 111009W / W100231

Raunak Todarwal  
Partner  
M. No. : 165030

Dated : 25<sup>th</sup> May, 2018  
Place: Mumbai



## SHREE GLOBAL TRADEFIN LIMITED

### **Annexure – A to the Independent Auditors’ Report Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 (“the Act”)**

In conjunction with our audit of the Consolidated Ind AS Financial Statements of the Company as of and for the year ended 31 March 2018, we have audited the internal financial controls over financial reporting of Shree Global Tradefin Limited (“the Holding Company”) and its associate company, which is a company incorporated in India, as of that date.

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

The Respective Board of Directors of the Holding Company and its associate company, which are companies incorporated in India, are 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 judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

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

#### **Meaning of Internal Financial Controls over Financial Reporting**

A company’s internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with 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 authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised 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 Holding Company and its associate company, which is a company incorporated in India, have, 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 31<sup>st</sup> March 2018, 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 ICAI.

For **Todarwal & Todarwal LLP**  
Chartered Accountants  
ICAI Reg No : 111009W / W100231

Raunak Todarwal  
Partner  
M. No. : 165030

Dated : 25<sup>th</sup> May, 2018  
Place: Mumbai

CONSOLIDATED BALANCE SHEET AS AT 31<sup>ST</sup> MARCH, 2018

(In ₹)

| Particulars                   |                                      | Note No. | As at 31st March, 2018 | As at 31st March, 2017 (Restated) |
|-------------------------------|--------------------------------------|----------|------------------------|-----------------------------------|
| <b>ASSETS</b>                 |                                      |          |                        |                                   |
| (1)                           | <b>Non-Current Assets</b>            |          |                        |                                   |
|                               | (a) Property, Plant and Equipment    | 4        | 24,584                 | 44,429                            |
|                               | (b) Financial Assets                 |          |                        |                                   |
|                               | (i) Investments                      | 5        | 2,52,79,37,771         | 3,30,64,36,478                    |
|                               | (ii) Trade receivables               | 6        | 8,94,31,960            | 8,94,31,960                       |
|                               | (c) Other Non-current Assets         | 7        | 1,34,77,84,000         | 1,35,51,52,440                    |
|                               | <b>Total Non Current Assets</b>      |          | <b>3,96,51,78,315</b>  | <b>4,75,10,65,307</b>             |
| (2)                           | <b>Current Assets</b>                |          |                        |                                   |
|                               | (a) Financial Assets                 |          |                        |                                   |
|                               | (i) Cash and Cash Equivalent         | 8        | 1,32,330               | 7,56,246                          |
|                               | (b) Other Current Assets             | 9        | 22,67,301              | 20,85,849                         |
|                               | <b>Total Current Assets</b>          |          | <b>23,99,631</b>       | <b>28,42,095</b>                  |
|                               | <b>TOTAL ASSETS</b>                  |          | <b>3,96,75,77,946</b>  | <b>4,75,39,07,402</b>             |
| <b>EQUITY AND LIABILITIES</b> |                                      |          |                        |                                   |
| <b>Equity</b>                 |                                      |          |                        |                                   |
|                               | (a) Equity Share Capital             | 10       | 1,13,95,05,465         | 1,13,95,05,465                    |
|                               | (b) Other Equity                     | 11       | 2,82,25,72,220         | 3,49,88,95,863                    |
|                               | <b>Total Equity</b>                  |          | <b>3,96,20,77,685</b>  | <b>4,63,84,01,328</b>             |
| <b>Liabilities</b>            |                                      |          |                        |                                   |
| (1)                           | <b>Non Current Liabilities</b>       |          |                        |                                   |
|                               | (a) Provisions                       | 12       | 28,30,432              | 19,94,593                         |
|                               | (b) Other Non-Current Liabilities    | 13       | 18,25,237              | 11,20,03,332                      |
|                               | <b>Total Non Current Liabilities</b> |          | <b>46,55,669</b>       | <b>11,39,97,925</b>               |
| (2)                           | <b>Current Liabilities</b>           |          |                        |                                   |
|                               | (a) Provisions                       | 14       | 8,44,592               | 15,08,149                         |
|                               | <b>Total Current Liabilities</b>     |          | <b>8,44,592</b>        | <b>15,08,149</b>                  |
|                               | <b>TOTAL EQUITY AND LIABILITIES</b>  |          | <b>3,96,75,77,946</b>  | <b>4,75,39,07,402</b>             |

See accompanying notes 1 to 32 are integral part of these Financial Statements

As per our Report of Even Date

For TODARWAL &amp; TODARWAL LLP

Chartered Accountants

Firm Reg. No. 111009W/ W100231

Raunak Todarwal

Partner

Membership No. 165030

Place : Mumbai

Date : 25<sup>th</sup> May, 2018

For and on behalf of the Board of Directors

Shree Global Tradefin Limited

Rajesh R. Gupta

Managing Director

DIN : 00028379

Ravindra Deshpande

Director

DIN : 01003990

Viresh Sohoni

Chief Financial Officer

Priyanka Agrawal

Company Secretary

ACS - 45692

**SHREE GLOBAL TRADEFIN LIMITED**
**CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2018**

(In ₹)

| Particulars |   | Note No. | For the Year ended<br>31st March, 2018 | For the Year ended<br>31st March, 2017 |
|-------------|---|----------|--|--|
|             | <b>INCOME</b>   |          |  |  |
| I           | Revenue from Operations   | 15       | 2,42,76,54,340                         | 47,35,12,128                           |
| II          | Other Income  | 16       | 62,631                                 | 29,58,584                              |
| III         | <b>Total Income (I+II)</b>  |          | <b>2,42,77,16,971</b>                  | <b>47,64,70,712</b>                    |
|             | <b>EXPENSES</b>   |          |  |  |
| IV          | (a) Purchases of Stock-in-trade   | 17       | 2,41,51,07,916                         | 47,24,80,712                           |
|             | (b) Employee Benefit Expenses   | 18       | 1,40,30,441                            | 78,43,927                              |
|             | (c) Finance Cost  | 19       | 30                                     | 1,96,86,219                            |
|             | (d) Depreciation and Amortisation Expense   | 20       | 19,845                                 | 19,845                                 |
|             | (e) Other Expenses  | 21       | 5,79,69,882                            | 1,29,23,848                            |
|             | <b>Total Expenses(IV)</b>   |          | <b>2,48,71,28,114</b>                  | <b>51,29,54,551</b>                    |
| V           | <b>PROFIT / (LOSS) BEFORE EXCEPTIONAL ITEMS AND TAX (III-IV)</b>  |          | <b>(5,94,11,143)</b>                   | <b>(3,64,83,839)</b>                   |
| VI          | Exceptional Items   |          | -                                      | -                                      |
| VII         | <b>PROFIT / (LOSS) BEFORE TAX (V-VI)</b>  |          | <b>(5,94,11,143)</b>                   | <b>(3,64,83,839)</b>                   |
| VIII        | <b>Tax Expenses:</b>  |          |  |  |
|             | (1) Current Tax   |          | -                                      | -                                      |
|             | (2) Deferred Tax  |          | -                                      | -                                      |
| IX          | <b>PROFIT / (LOSS) FROM ORDINARY ACTIVITIES AFTER TAX (VII-VIII)</b>                                    |          | <b>(5,94,11,143)</b>                   | <b>(3,64,83,839)</b>                   |
|             | Add: Share in Profit of Associates  |          | 2,27,53,946                            | 2,39,30,051                            |
| X           | <b>PROFIT / (LOSS) FOR THE PERIOD</b>   |          | <b>(3,66,57,197)</b>                   | <b>(1,25,53,788)</b>                   |
|             | <b>OTHER COMPREHENSIVE INCOME</b>   |          |  |  |
|             | (a) (i) Items that will be reclassified subsequently to the statement of profit and loss                |          | -                                      | -                                      |
|             | (ii) Income tax on items that will be reclassified subsequently to the statement of profit and loss     |          | -                                      | -                                      |
|             | (b) (i) Items that will not be reclassified subsequently to the statement of profit and loss            |          | (63,96,66,446)                         | 31,08,22,102                           |
|             | (ii) Income tax on items that will not be reclassified subsequently to the statement of profit and loss |          | -                                      | -                                      |
| XI          | <b>TOTAL OTHER COMPREHENSIVE INCOME/(LOSSES)</b>  |          | <b>(63,96,66,446)</b>                  | <b>31,08,22,102</b>                    |
| XII         | <b>TOTAL COMPREHENSIVE INCOME OF THE YEAR (IX+X)</b>  |          | <b>(67,63,23,643)</b>                  | <b>29,82,68,314</b>                    |
| XIII        | <b>EARNING PER EQUITY SHARES:</b>   |          |  |  |
|             | (1) Basic (in ₹)  |          | (0.03)                                 | (0.01)                                 |
|             | (2) Diluted (in ₹)  |          | (0.03)                                 | (0.01)                                 |

See accompanying notes 1 to 32 are integral part of these Financial Statements

As per our Report of Even Date

**For TODARWAL & TODARWAL LLP**
**Chartered Accountants**
**Firm Reg. No. 111009W/ W100231**
**Raunak Tadarwal**
**Partner**
**Membership No. 165030**
**Place : Mumbai**
**Date : 25<sup>th</sup> May, 2018**
**For and on behalf of the Board of Directors**
**Shree Global Tradefin Limited**
**Rajesh R. Gupta**
**Managing Director**
**DIN : 00028379**
**Ravindra Deshpande**
**Director**
**DIN : 01003990**
**Viresh Sohoni**
**Chief Financial Officer**
**Priyanka Agrawal**
**Company Secretary**
**ACS - 45692**

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2018.

|             |  | (In ₹)                                     |  |
|-------------|--|--|--|
| Particulars |  | Year Ended 31 <sup>st</sup><br>March, 2018 | Year Ended 31 <sup>st</sup><br>March, 2017 |
| <b>A</b>    | <b>CASH FLOW FROM OPERATING ACTIVITIES</b>                             |  |  |
|             | Net Profit/(Loss) Before Tax   | (5,94,11,143)                              | (3,64,83,839)                              |
|             | <b>Adjustments for:</b>  |  |  |
|             | (Profit)/Loss on Sale of Investment                                    | 5,32,90,529                                | (25,89,959)                                |
|             | Actuarial Gain/(Loss)  | 5,57,533                                   | (21,084)                                   |
|             | Depreciation   | 19,845                                     | 19,845                                     |
|             | <b>Operating Profit Before Working Capital Changes</b>                 | <b>(55,43,236)</b>                         | <b>(3,90,75,037)</b>                       |
|             | <b>Change in operating assets and liabilities</b>                      |  |  |
|             | (Increase)/Decrease in Trade and Other Receivables                     | -  | (2,46,02,214)                              |
|             | (Increase) / Decrease in Other Non Current Assets                      | 73,68,440                                  | 5,20,000                                   |
|             | (Increase) / Decrease in Other Current Assets                          | (1,81,452)                                 | 20,06,455                                  |
|             | Increase/(Decrease) in Other Non-Current Liabilities                   | (11,01,78,095)                             | (18,88,08,232)                             |
|             | Increase/(Decrease) in Short-term Provisions                           | (6,63,557)                                 | 11,66,091                                  |
|             | Increase/(Decrease) in Long-term Provisions                            | 8,35,839                                   | (4,79,684)                                 |
|             | <b>Cash Generated from Operations</b>                                  | <b>(10,83,62,061)</b>                      | <b>(24,92,72,621)</b>                      |
|             | Direct Taxes Paid (Net of Refunds)                                     | -  | -  |
|             | <b>Net cash inflow (outflow) from operating activities</b>             | <b>(10,83,62,061)</b>                      | <b>(24,92,72,621)</b>                      |
| <b>B</b>    | <b>CASH FLOW FROM INVESTING ACTIVITIES :</b>                           |  |  |
|             | Sale of Investment   | 10,77,38,145                               | 24,94,89,957                               |
|             | <b>Net cash inflow (outflow) from investing activities</b>             | <b>10,77,38,145</b>                        | <b>24,94,89,957</b>                        |
| <b>C</b>    | <b>CASH FLOW FROM FINANCING ACTIVITIES :</b>                           |  |  |
|             | Interest & Financial Charges Paid                                      | -  | -  |
|             | Proceeds /( Repayments ) in Borrowing                                  | -  | -  |
|             | <b>Net cash inflow /(outflow) from financing activities</b>            | <b>-</b>                                   | <b>-</b>                                   |
|             | <b>Net Increase /(Decrease) in Cash &amp; Cash Equivalents (A+B+C)</b> | <b>(6,23,916)</b>                          | <b>2,17,336</b>                            |
|             | Cash & Cash Equivalents as on 01 <sup>st</sup> April, 2017             | 7,56,246                                   | 5,38,910                                   |
|             | Cash & Cash Equivalents as on 31 <sup>st</sup> March, 2018             | 1,32,330                                   | 7,56,246                                   |
|             | <b>Net Increase / (Decrease) in Cash &amp; Cash Equivalents</b>        | <b>(6,23,916)</b>                          | <b>2,17,336</b>                            |
|             | <b>Components of Cash and Cash equivalents</b>                         |  |  |
| (a)         | Cash on Hand   | 48,399                                     | 49,306                                     |
| (b)         | Balance with Schedule Bank in : Current account                        | 83,931                                     | 7,06,940                                   |
|             | <b>Total Cash and Cash Equivalents</b>                                 | <b>1,32,330</b>                            | <b>7,56,246</b>                            |

**Notes :**

- Cash Flow Statement has been prepared following the indirect method as set out in Ind AS -7 specified under Section 133 of the Companies Act, 2013 except in case of interest paid / received, purchase and sale of Investments which have been considered on the basis of actual movements of cash with necessary adjustments in the corresponding assets and liabilities.
- Cash and Cash Equivalents represent Cash & Bank balances.

See accompanying notes 1 to 32 are integral part of these Financial Statements  
As per our Report of Even Date

**For TODARWAL & TODARWAL LLP**  
**Chartered Accountants**  
**Firm Reg. No. 111009W/ W100231**

**Raunak Todarwal**  
**Partner**  
**Membership No. 165030**

**Place : Mumbai**  
**Date : 25<sup>th</sup> May, 2018**

**For and on behalf of the Board of Directors**  
**Shree Global TradeFin Limited**

**Rajesh R. Gupta**  
**Managing Director**  
**DIN : 00028379**

**Ravindra Deshpande**  
**Director**  
**DIN : 01003990**

**Viresh Sohoni**  
**Chief Financial Officer**

**Priyanka Agrawal**  
**Company Secretary**  
**ACS - 45692**

# SHREE GLOBAL TRADEFIN LIMITED

## STATEMENT OF CHANGE IN EQUITY FOR THE YEAR ENDED 31ST MARCH, 2018

### A. Equity Share Capital

(In ₹)

| Particulars                              | Note No. | Equity Share capital  |
|--|----------|-----------------------|
| <b>As at 01<sup>st</sup> April 2016</b>  | 10       | <b>1,13,95,05,465</b> |
| Changes in equity share capital          |          | -                     |
| <b>As at 31<sup>st</sup> March, 2017</b> |          | <b>1,13,95,05,465</b> |
| Changes in equity share capital          |          | -                     |
| <b>As at 31<sup>st</sup> March, 2018</b> |          | <b>1,13,95,05,465</b> |

### B. Other Equity

(In ₹)

| Particulars                                      | Note No. | Reserves and Surplus |                    |                            |                       |                            | Total                 |
|--|----------|----------------------|--------------------|----------------------------|-----------------------|----------------------------|-----------------------|
|  |          | Capital Reserve      | General Reserve    | Securities Premium Reserve | Surplus               | Other Comprehensive Income |                       |
| <b>As at 01<sup>st</sup> April 2016</b>          | 11       | <b>76,42,26,318</b>  | <b>5,13,18,434</b> | <b>2,55,43,77,807</b>      | <b>(16,92,95,010)</b> | -                          | <b>3,20,06,27,549</b> |
| Profit/ (Loss) for the year                      |          | -                    | -                  | -                          | (1,25,53,788)         | -                          | (1,25,53,788)         |
| Increase/ (Decrease) in Fair Value of Investment |          | -                    | -                  | -                          | -                     | 31,08,43,186               | 31,08,43,186          |
| Actuarial Gain/ (Loss) for the year              |          | -                    | -                  | -                          | -                     | (21,084)                   | (21,084)              |
| <b>As at 31<sup>st</sup> March, 2017</b>         |          | <b>76,42,26,318</b>  | <b>5,13,18,434</b> | <b>2,55,43,77,807</b>      | <b>(18,18,48,798)</b> | <b>31,08,22,102</b>        | <b>3,49,88,95,863</b> |
| Profit/ (Loss) for the year                      |          | -                    | -                  | -                          | (3,66,57,197)         | -                          | (3,66,57,197)         |
| Increase/ (Decrease) in Fair Value of Investment |          | -                    | -                  | -                          | -                     | (64,02,23,979)             | (64,02,23,979)        |
| Actuarial Gain/ (Loss) for the year              |          | -                    | -                  | -                          | -                     | 5,57,533                   | 5,57,533              |
| <b>As at 31<sup>st</sup> March, 2018</b>         |          | <b>76,42,26,318</b>  | <b>5,13,18,434</b> | <b>2,55,43,77,807</b>      | <b>(21,85,05,995)</b> | <b>(32,88,44,344)</b>      | <b>2,82,25,72,220</b> |

See accompanying notes 1 to 32 are integral part of these Financial Statements

As per our Report of Even Date

**For TODARWAL & TODARWAL LLP**

**Chartered Accountants**

**Firm Reg. No. 111009W/ W100231**

**Raunak Todarwal**

**Partner**

**Membership No. 165030**

**Place : Mumbai**

**Date : 25<sup>th</sup> May, 2018**

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

**Shree Global Tradefin Limited**

**Rajesh R. Gupta**

**Managing Director**

**DIN : 00028379**

**Ravindra Deshpande**

**Director**

**DIN : 01003990**

**Viresh Sohoni**

**Chief Financial Officer**

**Priyanka Agrawal**

**Company Secretary**

**ACS - 45692**

**Notes to Consolidated Financial Statement as at and for the year ended 31<sup>st</sup> March, 2018****1. Background**

Shree Global Tradefin Limited was incorporated in 1986 having its registered office in 35, Ashok Chambers, Broach Street, Devji Ratansey Marg, Masjid Bunder, Mumbai 400009. The Company is engaged into the trading of iron and steel.

**2. Significant Accounting Policies**

This note provides a list of the significant accounting policies adopted in the preparation of these Consolidated financial statements. These policies have been consistently applied to all the years presented, unless otherwise stated.

**a) Statement of Compliance/Adoption of Ind AS for first time**

In accordance with the notification issued by the ministry of corporate affairs, the company has adopted Indian Accounting Standards (referred to as "Ind-AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 with effect from April 1, 2017 previous period have been restated to Ind-AS.

For all periods up to and including the year ended 31<sup>st</sup> March 2017, the Company prepared its Consolidated financial statements in accordance with requirements of the Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 ("Previous GAAP"). These are the first Consolidated financial statements of the Company that is prepared in accordance with Ind-AS as notified under the Companies (Indian Accounting Standards) Rules, 2015 read with Section 133 of the Companies Act, 2013. The date of transition to Ind AS is 1<sup>st</sup> April 2016.

These Consolidated Financial Statements have been prepared in accordance with Ind-AS as notified under the Companies (Indian Accounting Standards) Rules, 2015 read with Section 133 of the Companies Act, 2013.

**b) Basis of preparation****i) Compliance with Ind AS:**

The Consolidated financial statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under section 133 of the Companies

Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act.

The Consolidated financial statements up to year ended 31 March 2017 were prepared in accordance with the accounting standards notified under the Companies (Accounting Standards) Rules, 2006 (as amended) and other relevant provisions of the Act.

These Consolidated financial statements are the first Consolidated financial statements of the Company under Ind AS, refer note 33 for an explanation of how the transition from previous GAAP to Ind AS has affected the company's financial position, financial performance and cash flows.

**ii) Historical cost convention:**

The Consolidated financial statement have been prepared on a historical cost basis, except for the following:

- Certain financial assets and liabilities that are measured at fair value, wherever applicable;
- Defined benefit plans – plan assets measured at fair value;

**c) Basis of Consolidation**

The consolidated financial statements relate to the Company, its Subsidiary companies, Associate companies and Jointly controlled entities (collectively referred hereinunder as the "Group"). The consolidated financial statements have been prepared on the following basis:

The financial statements of the Group Companies are consolidated on a line-by-line basis and intra-group balances and transactions including unrealized gain / loss from such transactions are eliminated upon consolidation. These financial statements are prepared by applying uniform accounting policies in use at the Group. Non-controlling interests which represent part of the net profit or loss and net assets of subsidiaries that are not, directly or indirectly, owned or controlled by the Company, are excluded.

## SHREE GLOBAL TRADEFIN LIMITED

### Notes to Consolidated Financial Statement as at and for the year ended 31<sup>st</sup> March, 2018

Associates are entities over which the Group has significant influence but not control. Investments in associates are accounted for using the equity method of accounting. The investment is initially recognized at cost, and the carrying amount is increased or decreased to recognize the investor's share of the profit or loss of the investee after the acquisition date. The Group's investment in associates includes goodwill identified on acquisition.

#### d) Other Significant Accounting Policies

These are set out under "Significant Accounting Policies" as given in the Company's standalone financial statements.

### 3. Critical estimates and Judgments

The preparation of these Consolidated financial statement in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities, disclosures relating to contingent liabilities as at the date of the Consolidated financial statement and the reported amounts of income and expense for the periods presented. Estimates and underlying assumptions

are reviewed on an ongoing basis. Revisions to accounting estimates are recognized in the period in which the estimates are revised and future periods are affected. Key sources of estimation of uncertainty at the date of the Consolidated financial statement, which may cause a material adjustment to the carrying amounts of assets and liabilities within the next financial year, is in respect of impairment of investments, useful lives of property, plant and equipment, valuation of deferred tax assets, provisions and contingent liabilities.

#### Impairment of Investments

The Company reviews its carrying value of investments carried at amortised cost annually, or more frequently when there is indication for impairment. If the recoverable amount is less than its carrying amount, the impairment loss is accounted for.

#### Useful lives of property, plant and equipment

The Company reviews the useful life of property, plant and equipment at the end of each reporting period. This reassessment may result in change in depreciation expense in future periods.

Notes to Consolidated Financial Statement as at and for the year ended 31<sup>st</sup> March, 2018

## Note: 4 Property, Plant and Equipment

(In ₹)

| Particulars                                  | Gross carrying amount |           |           | Accumulated depreciation/amortisation |                       |               |              | Net carrying amount   |                       |                       |
|--|-----------------------|-----------|-----------|---------------------------------------|-----------------------|---------------|--------------|-----------------------|-----------------------|-----------------------|
|  | As at 1st April, 2016 | Additions | Deletions | As at 31st March 2017                 | As at 1st April, 2016 | For the Year  | On disposals | As at 31st March 2017 | As at 31st March 2017 | As at 31st March 2016 |
| <b>Owned Assets</b>                          |                       |           |           |                                       |                       |               |              |                       |                       |                       |
| Furniture & Fixture                          | 17,600                | -         | -         | 17,600                                | 46                    | 1,672         | -            | 1,718                 | 15,882                | 17,554                |
| Computers                                    | 88,337                | -         | -         | 88,337                                | 41,617                | 18,173        | -            | 59,790                | 28,547                | 46,720                |
| <b>Total - Property, Plant and Equipment</b> | <b>1,05,937</b>       | <b>-</b>  | <b>-</b>  | <b>1,05,937</b>                       | <b>41,663</b>         | <b>19,845</b> | <b>-</b>     | <b>61,508</b>         | <b>44,429</b>         | <b>64,274</b>         |

(In ₹)

| Particulars                                  | Gross carrying amount |           |           | Accumulated depreciation/amortisation |                       |               |              | Net carrying amount   |                       |                       |
|--|-----------------------|-----------|-----------|---------------------------------------|-----------------------|---------------|--------------|-----------------------|-----------------------|-----------------------|
|  | As at 1st April, 2017 | Additions | Deletions | As at 31st March 2018                 | As at 1st April, 2017 | For the Year  | On disposals | As at 31st March 2018 | As at 31st March 2018 | As at 31st March 2017 |
| <b>Owned Assets</b>                          |                       |           |           |                                       |                       |               |              |                       |                       |                       |
| Furniture & Fixture                          | 17,600                | -         | -         | 17,600                                | 1,718                 | 1,672         | -            | 3,390                 | 14,210                | 15,882                |
| Computers                                    | 88,337                | -         | -         | 88,337                                | 59,790                | 18,173        | -            | 77,963                | 10,374                | 28,547                |
| <b>Total - Property, Plant and Equipment</b> | <b>1,05,937</b>       | <b>-</b>  | <b>-</b>  | <b>1,05,937</b>                       | <b>61,508</b>         | <b>19,845</b> | <b>-</b>     | <b>81,353</b>         | <b>24,584</b>         | <b>44,429</b>         |

## Note 5 Investments- Non Current

(In ₹)

| Particulars |   | As at 31st March, 2018 | As at 31st March, 2017 |
|-------------|---|------------------------|------------------------|
| <b>A)</b>   | <b>INVESTMENTS MEASURED AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME</b>  |                        |                        |
| (I)         | <b>In Equity Shares of Associate Companies Unquoted, Fully Paid Up</b>  |                        |                        |
| (i)         | <b>Halan Properties Private Limited</b><br>(Nil Equity Shares of ₹ 10/- Each)<br>(Previous Year 4,90,000 Equity Shares of ₹ 10/- Each)                        | -                      | 4,50,80,000            |
| (ii)        | <b>Indrajit Properties Private Limited</b><br>( 21,472 Equity Shares of ₹ 10/- Each)<br>(Previous Year 21,472 Equity Shares of ₹10 Each)                      | 1,73,93,91,702         | 1,71,65,67,525         |
| (iii)       | <b>Triumph Trade &amp; Properties Developers Private Limited</b><br>( Nil Equity Shares of ₹ 10/- Each)<br>(Previous Year 1,99,494 Equity Shares of ₹10 Each) | -                      | 19,94,940              |
|             | <b>Total (I)</b>  | <b>1,73,93,91,702</b>  | <b>1,76,36,42,465</b>  |
| (II)        | <b>In Equity Shares of Other Companies Quoted, Fully Paid Up</b>  |                        |                        |
| (i)         | <b>ACI Infocom Limited</b><br>(96,000 Equity Shares of ₹ 1/- Each)<br>(Previous Year 96,000 Equity Shares of ₹1 Each)   | 3,10,080               | 6,64,320               |
| (ii)        | <b>Lloyds Finance Limited</b><br>10,000 Equity Shares of ₹ 10/- Each)<br>(Previous Year 10,000 Equity Shares of ₹10 Each)                                     | -                      | -                      |
| (iii)       | <b>Lloyds Metals &amp; Energy Limited *</b><br>(2,88,90,380 Equity Shares of ₹ 1/- Each)<br>(Previous Year 2,88,90,380 Equity Shares of ₹1 Each)              | 44,20,22,814           | 44,20,22,814           |



# SHREE GLOBAL TRADEFIN LIMITED

## Notes to Consolidated Financial Statement as at and for the year ended 31<sup>st</sup> March, 2018

### Note 5 Investments- Non Current

(In ₹)

| Particulars |  | As at<br>31st March, 2018        | As at<br>31st March, 2017        |
|-------------|--|----------------------------------|----------------------------------|
| (iv)        | <b>Ushdev International Limited *</b><br>(1,31,00,000 Equity Shares of ₹ 1/- Each)<br>(Previous Year 1,31,00,000 Equity Shares of ₹1 Each)   | 2,00,43,000                      | 22,46,65,000                     |
| (v)         | <b>Uttam Value Steels Limited **</b><br>(76,79,21,586 Equity Shares of ₹ 1/- Each)<br>(Previous Year 93,80,01,435 Equity Shares of ₹1 Each)  | 15,35,84,317                     | 62,84,60,961                     |
| (vi)        | <b>Lloyds Steels Industries Limited **</b><br>(13,77,68,192 Equity Shares of ₹ 1/- Each)<br>(Previous Year 13,77,68,194 Equity Shares of ₹1 Each)  | 17,22,10,243                     | 24,66,05,067                     |
|             | <b>Total (II)</b>  | <b>78,81,70,455</b>              | <b>1,54,24,18,163</b>            |
|             | <b>TOTAL OF INVESTMENTS MEASURED AT FAIR VALUE THROUGH OCI - TOTAL (A)</b>   | <b>2,52,75,62,157</b>            | <b>3,30,60,60,628</b>            |
| <b>B)</b>   | <b>INVESTMENTS MEASURED AT COST</b>  |                                  |                                  |
|             | <b>In Equity Shares of Other Companies Unquoted, Fully Paid Up</b>   |                                  |                                  |
| i)          | <b>Meta Copper &amp; Alloys Limited</b><br>31,50,000 Equity Shares of ₹10/- Each<br>(Previous Year 31,50,000 Equity Shares of ₹10 Each)<br>Less: Provision for Diminution in Value of Investment | 3,15,00,000<br><br>(3,15,00,000) | 3,15,00,000<br><br>(3,15,00,000) |
| ii)         | <b>The City Co-Op Bank Limited</b><br>(10 Equity Shares of ₹25/- Each)<br>(Previous Year 10 Equity Shares of ₹25 Each)   | 250                              | 250                              |
| iii)        | <b>The Kapol Co-Op Bank Limited</b><br>60 Equity Shares of ₹10/- Each<br>(Previous Year 60 Equity Shares of ₹10/- Each)  | 600                              | 600                              |
| iv)         | <b>EmetalSteel.Com Private Limited</b><br>9,500 Equity Shares of ₹10/- Each<br>(Previous Year 21,980 Equity Shares of ₹10/- Each)  | 0                                | 0                                |
| v)          | <b>Vidarbha Power Private Limited</b><br>9,500 Equity Shares of ₹10/- Each<br>(Previous Year 11,980 Equity Shares of ₹10/- Each)   | 0                                | 0                                |
|             | <b>TOTAL OF INVESTMENTS MEASURED AT COST - TOTAL (B)</b>   | <b>850</b>                       | <b>850</b>                       |
|             | <b>TOTAL INVESTMENTS IN EQUITY INSTRUMENTS (A+B)</b>   | <b>2,52,75,63,007</b>            | <b>3,30,60,61,478</b>            |
| <b>C)</b>   | <b>INVESTMENTS IN LLP</b>  |                                  |                                  |
|             | Freelance Infraelex LLP (Refer Note No.29)   | 3,74,764                         | 3,75,000                         |
|             | <b>TOTAL INVESTMENT IN LLP (C)</b>   | <b>3,74,764</b>                  | <b>3,75,000</b>                  |
|             | <b>Aggregate amount of Investments Total(A+B+C)</b>  | <b>2,52,79,37,771</b>            | <b>3,30,64,36,478</b>            |

\* Full Pledged

\*\* Partial Pledged

Notes to Consolidated Financial Statement as at and for the year ended 31<sup>st</sup> March, 2018

(In ₹)

| Particulars  | As at<br>31st March, 2018 | As at<br>31st March, 2017 |
|--|---------------------------|---------------------------|
| Aggregate amount of quoted investments                     | 78,81,70,455              | 1,54,24,18,163            |
| Market Value of quoted investments                         | 78,81,70,455              | 1,54,24,18,163            |
| Aggregate amount of unquoted Investments                   | 1,73,97,67,316            | 1,76,40,18,315            |
| Aggregate provision for diminution in value of investments | 3,15,00,000               | 3,15,00,000               |

| Particulars  | As at<br>31st March, 2018 | As at<br>31st March, 2017 |
|--|---------------------------|---------------------------|
| <b>Category-wise Non Current Investments</b>                               |                           |                           |
| Financial assets carried out at amortised cost                             | -                         | -                         |
| Financial assets measured at cost  | 3,75,614                  | 3,75,850                  |
| Financial assets measured at fair value through other Comprehensive Income | 2,52,75,62,157            | 3,30,60,60,628            |
| Financial assets measured at fair value through Profit & Loss              | -                         | -                         |
| <b>Total Non Current Investment</b>  | <b>2,52,79,37,771</b>     | <b>3,30,64,36,478</b>     |

| Particulars  | As at 31st March,<br>2018 | As at 31st March,<br>2017 |
|--|---------------------------|---------------------------|
| <b>(I) Details of Cost of Investments which are measured at Fair Value<br/>In Equity Shares of Associate Companies Unquoted, Fully Paid Up</b>                     |                           |                           |
| <b>(i) Halan Properties Private Limited</b><br>(Nil Equity Shares of ₹ 10/- Each)<br>(Previous Year 4,90,000 Equity Shares of ₹ 10/- Each)                         | -                         | 2,94,00,000               |
| <b>(ii) Indrajit Properties Private Limited</b><br>(21,472 Equity Shares of ₹ 10/- Each)<br>(Previous Year 21,472 Equity Shares of ₹10 Each)                       | 1,76,300                  | 1,76,300                  |
| <b>(iii) Triumph Trade &amp; Properties Developers Private Limited</b><br>(Nil Equity Shares of ₹ 10/- Each)<br>(Previous Year 1,99,494 Equity Shares of ₹10 Each) | -                         | -                         |
| <b>Total (I)</b>   | <b>1,76,300</b>           | <b>2,95,76,300</b>        |
| <b>(II) In Equity Shares of Other Companies Quoted, Fully Paid Up</b>  |                           |                           |
| <b>(i) ACI Infocom Limited</b><br>(96,000 Equity Shares of ₹ 1/- Each)<br>(Previous Year 96,000 Equity Shares of ₹1 Each)  | -                         | -                         |
| <b>(ii) Lloyds Finance Limited</b><br>10,000 Equity Shares of ₹ 10/- Each<br>(Previous Year 10,000 Equity Shares of ₹10 Each)                                      | -                         | -                         |
| <b>(iii) Lloyds Metals &amp; Energy Limited *</b><br>(2,88,90,380 Equity Shares of ₹ 1/- Each)<br>(Previous Year 2,88,90,380 Equity Shares of ₹1 Each)             | 24,44,87,198              | 37,13,87,198              |
| <b>(iv) Ushdev International Limited *</b><br>(1,31,00,000 Equity Shares of ₹ 1/- Each)<br>(Previous Year 1,31,00,000 Equity Shares of ₹1 Each)                    | 23,29,00,000              | 23,29,00,000              |
| <b>(v) Uttam Value Steels Limited **</b><br>(76,79,21,586 Equity Shares of ₹ 1/- Each)<br>(Previous Year 93,80,01,435 Equity Shares of ₹1 Each)                    | 1,23,10,63,723            | 1,62,31,91,481            |
| <b>(vi) Lloyds Steels Industries Limited **</b><br>(13,77,68,192 Equity Shares of ₹ 1/- Each)<br>(Previous Year 13,77,68,194 Equity Shares of ₹1 Each)             | 96,10,12,611              | 96,10,12,611              |
| <b>Total (II)</b>  | <b>2,66,94,63,532</b>     | <b>3,18,84,91,290</b>     |
| <b>Total Cost of Investments which are measured at Fair Value (I+II)</b>   | <b>2,66,96,39,832</b>     | <b>3,21,80,67,590</b>     |

\* Full Pledged

\*\* Partial Pledged

# SHREE GLOBAL TRADEFIN LIMITED

## Notes to Consolidated Financial Statement as at and for the year ended 31<sup>st</sup> March, 2018

### Note 6 Trade Receivables - Non Current

(In ₹)

| Particulars                         | As at 31st March, 2018 | As at 31st March, 2017 |
|-------------------------------------|------------------------|------------------------|
| <b>Unsecured, considered Good</b>   |                        |                        |
| Outstanding for more than six month | 8,94,31,960            | 6,48,29,746            |
| Others                              | -                      | 2,46,02,214            |
| <b>Total - Trade Receivables</b>    | <b>8,94,31,960</b>     | <b>8,94,31,960</b>     |

### Note 7 Other Non-current Assets

(In ₹)

| Particulars   | As at 31st March, 2018 | As at 31st March, 2017 |
|---|------------------------|------------------------|
| <b>Unsecured, considered good</b>                                   |                        |                        |
| <b>Advances other than capital advances</b>                         |                        |                        |
| Advances Recoverable in cash or in kind or for value to be received | 1,34,77,84,000         | 1,35,51,52,440         |
| <b>Total Other Non Current Assets</b>                               | <b>1,34,77,84,000</b>  | <b>1,35,51,52,440</b>  |

### Note 8 Cash and Cash Equivalents

(In ₹)

| Particulars                                   | As at 31st March, 2018 | As at 31st March, 2017 |
|---|------------------------|------------------------|
| <b>Cash and Cash Equivalents :</b>            |                        |                        |
| Cash in hand                                  | 48,399                 | 49,306                 |
| Balance with Schedule Bank In Current Account | 83,931                 | 7,06,940               |
| <b>Total - Cash and Cash Equivalents</b>      | <b>1,32,330</b>        | <b>7,56,246</b>        |

### Note 9 Other Current Assets

(In ₹)

| Particulars   | As at 31st March, 2018 | As at 31st March, 2017 |
|---|------------------------|------------------------|
| Advances Recoverable in cash or in kind or for value to be received | 17,720                 | 25,815                 |
| Advance Income Tax/Refund Due (Net)                                 | 19,85,034              | 19,85,034              |
| Other Receivable  | 75,000                 | 75,000                 |
| Recoverable CGST/SGST   | 1,89,547               | -                      |
| <b>Total - Other Current Assets</b>                                 | <b>22,67,301</b>       | <b>20,85,849</b>       |

### Note 10 Equity Share Capital

(In ₹)

| Particulars   | As at 31st March, 2018 | As at 31st March, 2017 |
|---|------------------------|------------------------|
| <b>AUTHORIZED</b>   |                        |                        |
| Equity Shares:  |                        |                        |
| 7,50,00,00,000 Equity Shares of ₹1/- Each<br>(In 2017- 7,50,00,00,000 Equity Shares of ₹1/- each , and in 2016 - 1,50,00,00,000 Equity Shares of ₹5/- each) | 7,50,00,00,000         | 7,50,00,00,000         |
| <b>Total</b>  | <b>7,50,00,00,000</b>  | <b>7,50,00,00,000</b>  |

### Note 10 Equity Share Capital

(In ₹)

| Particulars   | As at 31st March, 2018 | As at 31st March, 2017 |
|---|------------------------|------------------------|
| <b>ISSUED, SUBSCRIBED &amp; PAID-UP CAPITAL</b>   |                        |                        |
| 1,13,95,05,465 Equity Shares of ₹1/- each<br>(In 2017- 1,13,95,05,465 Equity Shares of ₹1/- each , and in 2016 - 22,79,01,093 Equity Shares of ₹5/- each) | 1,13,95,05,465         | 1,13,95,05,465         |
| <b>Total - Equity Share Capital</b>   | <b>1,13,95,05,465</b>  | <b>1,13,95,05,465</b>  |

### (A) Movement in Equity Share Capital:

(In ₹)

| Particulars                                      | Number of shares      | Amount                |
|--|-----------------------|-----------------------|
| <b>Balance at April 1, 2016</b>                  | <b>22,79,01,093</b>   | <b>1,13,95,05,465</b> |
| Movement during the year refer note no. 10(a)(1) | 91,16,04,372          | -                     |
| <b>Balance at March 31, 2017</b>                 | <b>1,13,95,05,465</b> | <b>1,13,95,05,465</b> |
| Movement during the year                         | -                     | -                     |
| <b>Balance at March 31, 2018</b>                 | <b>1,13,95,05,465</b> | <b>1,13,95,05,465</b> |

Note no. 10(a)(1):

The Company Sub-divided its Equity Shares from face value of ₹5/- per share to ₹1 per share during the year 2016-17.

### (B) Terms/Rights attached to equity shares

The Company has only one class of equity shares having a face value of ₹1/- each. Each holder of equity share is entitled to one vote per share. The company declares and pays dividends in Indian Rupees. In the event of liquidation of the company, the equity shareholders will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

### (C) The Company has not issued any share as fully paid up without payment being received in cash or as bonus shares nor any share has been bought back by the Company in last 5 years.

### (D) Details of the shareholders holding more than 5% shares in the Company

| Name of Shareholder                             | As at 31 st March, 2018 |           | As at 31 st March, 2017 |           |
|---|-------------------------|-----------|-------------------------|-----------|
|   | No. of Shares           | % holding | No. of Shares           | % holding |
| <b>Equity shares of ₹1/- each fully paid up</b> |                         |           |                         |           |
| Teamwork Properties Developments LLP            | 38,65,55,000            | 33.92     | 38,65,55,000            | 33.92     |
| Blossom Trade & Interchange LLP                 | 38,39,04,000            | 33.69     | 38,39,04,000            | 33.69     |
| Pragya Realty Developers Private Limited        | 11,69,05,465            | 10.26     | 11,69,05,465            | 10.26     |
| Ravi Agarwal                                    | 7,27,84,740             | 6.38      | -                       | -         |

Notes to Consolidated Financial Statement as at and for the year ended 31<sup>st</sup> March, 2018

## Note 11 Other Equity (In ₹)

| Particulars                                | As at 31st March, 2018 | As at 31st March, 2017 |
|--|------------------------|------------------------|
| <b>Reserves and surplus</b>                |                        |                        |
| <b>(a) Capital Reserve</b>                 |                        |                        |
| As per Last Financial Statement            | 76,42,26,318           | 76,42,26,318           |
| <b>(b) General Reserve</b>                 |                        |                        |
| As per Last Financial Statement            | 5,13,18,434            | 5,13,18,434            |
| <b>(c) Securities Premium Account</b>      |                        |                        |
| As per Last Financial Statement            | 2,55,43,77,807         | 2,55,43,77,807         |
| <b>(d) Retained Earnings</b>               |                        |                        |
| As per last Financial Statement            | (18,18,48,798)         | (16,92,95,010)         |
| Add: Profit for the year                   | (3,66,57,197)          | (1,25,53,788)          |
| <b>Closing Balance</b>                     | <b>(21,85,05,995)</b>  | <b>(18,18,48,798)</b>  |
| <b>(e) Other Comprehensive Income</b>      |                        |                        |
| As per last Financial Statement            | 31,08,83,980           | -                      |
| Add: Movement in OCI (Net) during the year | (63,97,36,677)         | 31,08,83,980           |
| <b>Closing Balance</b>                     | <b>(32,88,52,697)</b>  | <b>31,08,83,980</b>    |
| <b>Total - Other Equity</b>                | <b>2,82,25,63,867</b>  | <b>3,49,89,57,741</b>  |

## Note 12 Provisions - Long Term (In ₹)

| Particulars                            | As at 31st March, 2018 | As at 31st March, 2017 |
|--|------------------------|------------------------|
| <b>Provision for employee benefits</b> |                        |                        |
| Gratuity                               | 24,73,283              | 16,10,380              |
| Leave Provision                        | 3,57,149               | 3,84,213               |
| <b>Total - Long Term Provisions</b>    | <b>28,30,432</b>       | <b>19,94,593</b>       |

## Note 13 Other Non Current Liabilities (In ₹)

| Particulars                                  | As at 31st March, 2018 | As at 31st March, 2017 |
|--|------------------------|------------------------|
| (a) Sundry Creditor for expenses             | 6,44,892               | -                      |
| (b) Advance from Customer                    | -                      | 10,57,56,817           |
| (c) Statutory Dues                           | 7,14,909               | 2,15,579               |
| (d) Other Payables                           | 4,65,436               | 60,30,936              |
| <b>Total - Other Non Current Liabilities</b> | <b>18,25,237</b>       | <b>11,20,03,332</b>    |

## Note 14 Provisions -Current (In ₹)

| Particulars                            | As at 31st March, 2018 | As at 31st March, 2017 |
|--|------------------------|------------------------|
| <b>Provision for employee benefits</b> |                        |                        |
| Bonus                                  | 1,12,063               | 1,03,617               |
| Gratuity                               | 5,28,762               | 11,65,198              |
| Compensated Absences                   | 5,767                  | 41,334                 |
| Provision for Expenses                 | 1,98,000               | 1,98,000               |
| <b>Total - Provisions</b>              | <b>8,44,592</b>        | <b>15,08,149</b>       |

## Note 15 Revenue from Operations (In ₹)

| Particulars                                     | 2017-18               | 2016-17             |
|---|-----------------------|---------------------|
| <b>Sale of Products (including excise duty)</b> |                       |                     |
| Traded Goods                                    | 2,42,76,54,340        | 47,35,12,128        |
| <b>Total - Revenue from Operations</b>          | <b>2,42,76,54,340</b> | <b>47,35,12,128</b> |

## Note 16 Other Income (In ₹)

| Particulars                       | 2017-18       | 2016-17          |
|-----------------------------------|---------------|------------------|
| <b>Other Non-Operating Income</b> |               |                  |
| Other Receipts                    | -             | 15,466           |
| Sundry Balance Written back       | 62,631        | 3,53,159         |
| Profit on Sale of Shares          | -             | 25,89,959        |
| <b>Total - Other Income</b>       | <b>62,631</b> | <b>29,58,584</b> |

## Note 17 Purchase of Traded Goods (In ₹)

| Particulars                            | 2017-18               | 2016-17             |
|--|-----------------------|---------------------|
| <b>Purchase of Trade goods</b>         |                       |                     |
| Steel & Related Products               | 2,41,51,07,916        | 47,24,80,712        |
| <b>Total -Purchase of Traded Goods</b> | <b>2,41,51,07,916</b> | <b>47,24,80,712</b> |

## Note 18 Employee benefits expense (In ₹)

| Particulars   | 2017-18            | 2016-17          |
|---|--------------------|------------------|
| Salaries and Wages  | 1,18,79,090        | 68,51,890        |
| Contributions to Provident and other Funds                  | 5,91,347           | 6,04,401         |
| Staff Welfare Expenses                                      | 88,830             | 1,07,419         |
| Gratuity & Leave Encashment Expenses<br>(Refer Note No. 22) | 14,71,174          | 2,80,217         |
| <b>Total - Employee Benefit Expenses</b>                    | <b>1,40,30,441</b> | <b>78,43,927</b> |

## Note 19 Finance Costs (In ₹)

| Particulars                                | 2017-18   | 2016-17            |
|--|-----------|--------------------|
| <b>Interest Expense:</b>                   |           |                    |
| (i) Interest                               | 30        | 321                |
| (ii) Interest Arrears under Amnesty Scheme | -         | 1,96,85,898        |
| <b>Total - Finance Cost</b>                | <b>30</b> | <b>1,96,86,219</b> |

## Note 20 Depreciation (In ₹)

| Particulars                    | 2017-18       | 2016-17       |
|--------------------------------|---------------|---------------|
| Depreciation (Refer Note No.4) | 19,845        | 19,845        |
| <b>Total - Depreciation</b>    | <b>19,845</b> | <b>19,845</b> |

## Note 21 Other Expenses (In ₹)

| Particulars                    | 2017-18  | 2016-17  |
|--------------------------------|----------|----------|
| <b>Administrative Expenses</b> |          |          |
| Advertisement & Publicity      | 31,867   | 22,744   |
| Bank Charges                   | 11,412   | 11,022   |
| Demat Charges                  | 1,961    | 1,263    |
| Electricity Charges            | 14,900   | 17,800   |
| Fees & Subscription            | 5,72,802 | 5,16,993 |
| General Expenses               | 27,032   | 14,760   |
| Travelling & Conveyance        | 5,15,898 | 3,93,967 |

# SHREE GLOBAL TRADEFIN LIMITED

## Notes to Consolidated Financial Statement as at and for the year ended 31<sup>st</sup> March, 2018

|  |                    |                    |
|--|--------------------|--------------------|
| Legal , Professional & Consultancy Charges | 27,88,562          | 22,16,139          |
| Loss on sale of shares (net)               | 5,32,90,529        | -                  |
| Loss in Investment in LLP                  | 236                | -                  |
| Postage Charges                            | 11,530             | 52,583             |
| Printing & Stationary                      | 86,038             | 77,527             |
| Rent                                       | 2,53,095           | 2,57,455           |
| Pledge & Transaction Charges               | 94,783             | 96,034             |
| Repairs & Maintenance to others            | 19,477             | 68,408             |
| Stamp duty Expenses                        | 10,300             | 9,824              |
| Telephone Expenses                         | 39,460             | 40,262             |
| Vat Arrears                                | -                  | 88,97,063          |
| Sundry Debit Balance Written Off           | -                  | 4                  |
| Payment to Auditors (refer Note 21(a))     | 2,00,000           | 2,30,000           |
| <b>Total - Administrative Expenses</b>     | <b>5,79,69,882</b> | <b>1,29,23,848</b> |
| <b>Total - Other Expenses</b>              | <b>5,79,69,882</b> | <b>1,29,23,848</b> |

### Note 21(a) Payment to auditor

(In ₹)

| Particulars                       | As at 31st March, 2018 | As at 31st March, 2017 |
|-----------------------------------|------------------------|------------------------|
| <b>(a) To statutory auditors</b>  |                        |                        |
| - Statutory Audit Fees            | 1,50,000               | 1,50,000               |
| - Tax Audit                       | 50,000                 | 50,000                 |
| - Certifications & Other Fees     | -                      | 30,000                 |
| <b>Total - Payment to auditor</b> | <b>2,00,000</b>        | <b>2,30,000</b>        |

## 22. Disclosure as required by the Ind AS -24 "Employee Benefit" is given below:

Defined benefit plan: The Company operates one defined benefit plan, viz., gratuity benefit, for its employees. The Gratuity plan provides for a lump sum payment to vested employees at retirement, death while in employment or on termination of employment of an amount equivalent to 15 days basic salary payable for each completed year of service. The company does not have any fund for gratuity liability and the same is accounted for as provision.

Under the other long term employee benefit plan, the company extends benefit of compensated absences to the employees, whereby they are eligible to carry forward their entitlement of earned leave for encashment upon retirement / separation or during tenure of service. The Plan is not funded by the company.

The details of defined benefit obligations are as under:

(In ₹)

| S. No. | Particulars                               | 31 <sup>st</sup> March, 2018 |                     | 31 <sup>st</sup> March, 2017 |                     |
|--------|---|------------------------------|---------------------|------------------------------|---------------------|
|        |   | Gratuity                     | Compensated Absence | Gratuity                     | Compensated Absence |
| 1.     | Obligation as at beginning of the year    | 27,75,578                    | 4,25,547            | 24,74,277                    | 3,86,535            |
| 2.     | Current service cost                      | 1,89,837                     | (1,20,438)          | 1,56,118                     | 8,774               |
| 3.     | Interest cost                             | 1,94,290                     | 29,788              | 1,91,756                     | 29,956              |
| 4.     | Benefits paid                             | (6,87,174)                   | -                   | -                            | -67,375             |
| 5.     | Remeasurements                            | 5,29,514                     | 28,019              | (46,573)                     | 67,657              |
| 6.     | <b>Obligation as at Close of the year</b> | <b>30,02,045</b>             | <b>3,62,916</b>     | <b>27,75,578</b>             | <b>4,25,547</b>     |
| 7.     | Current portion                           | 5,28,762                     | 5,767               | 11,65,198                    | 41,334              |
| 8.     | Non-current portion                       | 24,73,283                    | 3,57,149            | 16,10,380                    | 3,84,213            |
|        | <b>Total</b>                              | <b>30,02,045</b>             | <b>3,62,916</b>     | <b>27,75,578</b>             | <b>4,25,547</b>     |

(In ₹)

| S. No. | Particulars          | 31 <sup>st</sup> March, 2018 |                     | 31 <sup>st</sup> March, 2017 |                     |
|--------|----------------------|------------------------------|---------------------|------------------------------|---------------------|
|        |                      | Gratuity                     | Compensated Absence | Gratuity                     | Compensated Absence |
| 1.     | Current service cost | 1,89,837                     | (1,20,438)          | 1,56,118                     | 8,774               |
| 2.     | Interest cost        | 1,94,290                     | 29,788              | 1,91,756                     | 29,956              |
|        | <b>Total</b>         | <b>3,84,127</b>              | <b>(90,650)</b>     | <b>3,47,874</b>              | <b>38,730</b>       |

Amount recognized in other comprehensive income:

(In ₹)

| S. No. | Particulars    | 31 <sup>st</sup> March, 2018 |                     | 31 <sup>st</sup> March, 2017 |                     |
|--------|----------------|------------------------------|---------------------|------------------------------|---------------------|
|        |                | Gratuity                     | Compensated Absence | Gratuity                     | Compensated Absence |
| 1.     | Remeasurements | 5,29,514                     | 28,019              | (46,573)                     | 67,657              |
|        | <b>Total</b>   | <b>5,29,514</b>              | <b>28,019</b>       | <b>(46,573)</b>              | <b>67,657</b>       |

Due to its defined benefit plans, the Company is exposed to the following significant risks:

Changes in Bond Yields

A decrease in bond yields will increase plan liability.

Salary Risk

The present value of the defined benefit plans liability is calculated by reference to the future salaries of the plan participants. As such, an increase in the salary of the plan participants will increase the plan's liability.

Notes to Consolidated Financial Statement as at and for the year ended 31<sup>st</sup> March, 2018

Existing assumptions:

| S. No. | Particulars             | As at 31 <sup>st</sup> March, 2018 | As at 31 <sup>st</sup> March, 2017 |
|--------|-------------------------|------------------------------------|------------------------------------|
|        |                         | Gratuity                           | Gratuity                           |
| 1.     | Discount rate           | 7.25%                              | 7.75%                              |
| 2.     | Rate of salary increase | 5.50%                              | 5.00%                              |
| 3.     | Withdrawal rate         | 1.00%                              | 1.00%                              |
| 4.     | Mortality rate          | Indian Assured Lives (2006-08)     | Indian Assured Lives (2006-08)     |
| 5.     | Retirement age          | 60 Years                           | 60 Years                           |

Note: The Company regularly assesses these assumptions with the projected long-term plans and prevalent industry standards.

The impact of sensitivity due to changes in the significant actuarial assumptions on the defined benefit obligations is given in the table below:

(In ₹)

| Particulars        | Change in assumption | 31 <sup>st</sup> March, 2018 |                     | 31 <sup>st</sup> March, 2017 |                     |
|--------------------|----------------------|------------------------------|---------------------|------------------------------|---------------------|
|                    |                      | Gratuity                     | Compensated Absence | Gratuity                     | Compensated Absence |
| Discount Rate      | +1%                  | 28,65,145                    | 3,31,913            | 26,56,930                    | 3,84,577            |
|                    | -1%                  | 31,56,164                    | 3,98,058            | 29,10,754                    | 4,72,539            |
| Salary Growth Rate | +1%                  | 31,57,317                    | 3,98,321            | 28,60,073                    | 4,73,013            |
|                    | -1%                  | 28,61,753                    | 3,31,147            | 26,99,699                    | 3,74,609            |

The above sensitivity analysis is determined based on a method that extrapolates the impact on the net defined benefit obligations, as a result of reasonable possible changes in the significant actuarial assumptions. Further, the above sensitivity analysis is based on a reasonably possible change in a particular under-lying actuarial assumption, while assuming all other assumptions to be constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated.

The table below summarizes the maturity profile and duration of the gratuity liability:

(In ₹)

| Particulars                          | As at 31 <sup>st</sup> March, 2018 | As at 31 <sup>st</sup> March, 2017 |
|--------------------------------------|------------------------------------|------------------------------------|
|                                      | Gratuity                           | Gratuity                           |
| Within one year                      | 2,27,490                           | 2,09,077                           |
| Within one-three years               | 2,55,917                           | 2,33,956                           |
| Within three-five years              | 2,62,760                           | 2,03,893                           |
| Above five years                     | 22,55,878                          | 21,28,652                          |
| <b>Total</b>                         | <b>30,02,045</b>                   | <b>27,75,578</b>                   |
| Weighted average duration (in years) | 4 YRS                              | 3 YRS                              |

## 23. Financial instrument and risk management

## Fair values

- The carrying amounts of trade payables, other financial liabilities (current), borrowings (current), trade receivables, cash and cash equivalents, other bank balances and loans are considered to be the same as fair value due to their short term nature.
- Borrowings (non-current) consists of loans from banks and government authorities, other financial liabilities (non-current) consists of interest accrued but not due on deposits other financial assets consists of employee advances where the fair value is considered based on the discounted cash flow.
- The fair value of forward foreign exchange contracts is calculated as the present value determined using forward exchange rates, currency basis spreads between the respective currencies and interest rate curves.

The fair value of financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

# SHREE GLOBAL TRADEFIN LIMITED

## Notes to Consolidated Financial Statement as at and for the year ended 31<sup>st</sup> March, 2018

Set out below, is a comparison by class of the carrying amounts and fair value of the Company's financial instruments:

(In ₹)

| Particulars                        | As at 31st March, 2018 |                    | As at 31st March, 2017 |                    |
|------------------------------------|------------------------|--------------------|------------------------|--------------------|
|                                    | Carrying amount        | Fair value         | Carrying amount        | Fair value         |
| <b>Financial Assets</b>            |                        |                    |                        |                    |
| <b>Measured at cost:</b>           |                        |                    |                        |                    |
| <b>Non-current</b>                 |                        |                    |                        |                    |
| Investments                        | 3,75,614               | 3,75,614           | 3,75,850               | 3,75,850           |
| Trade Receivables                  | 8,94,31,960            | 8,94,31,960        | 8,94,31,960            | 8,94,31,960        |
| <b>Current</b>                     |                        |                    |                        |                    |
| Cash and Cash Equivalent           | 1,32,330               | 1,32,330           | 7,56,246               | 7,56,246           |
| <b>Total Financial assets</b>      | <b>8,99,39,904</b>     | <b>8,99,39,904</b> | <b>9,05,64,056</b>     | <b>9,05,64,056</b> |
| <b>Financial Liabilities</b>       |                        |                    |                        |                    |
| <b>Measured at cost:</b>           |                        |                    |                        |                    |
| <b>Non-current</b>                 |                        |                    |                        |                    |
| Borrowings                         | -                      | -                  | -                      | -                  |
| Trade Payables                     | -                      | -                  | -                      | -                  |
| Other Financial Liabilities        | -                      | -                  | -                      | -                  |
| <b>Current</b>                     |                        |                    |                        |                    |
| Borrowings                         | -                      | -                  | -                      | -                  |
| Trade Payables                     | -                      | -                  | -                      | -                  |
| Other Financial Liabilities        | -                      | -                  | -                      | -                  |
| <b>Total Financial liabilities</b> | <b>-</b>               | <b>-</b>           | <b>-</b>               | <b>-</b>           |

### 24. Financial risk and capital risk management

#### 1) Financial Risk

The business activities of the Company expose it to a variety of financial risks, namely market risks (that is, foreign exchange risk, interest rate risk and price risk), credit risk and liquidity risk. The Company's risk management strategies focus on the un-predictability of these elements and seek to minimise the potential adverse effects on its financial performance.

The financial risk management for the Company is driven by the Company's senior management and internal/ external experts subject to necessary supervision.

The Company does not undertake any speculative transactions either through derivatives or otherwise. The senior management is accountable to the Board of Directors and Audit Committee. They ensure that the Company's financial risk-taking activities are governed by appropriate financial risk governance frame work, policies and procedures. The Board of Directors periodically reviews the exposures to financial risks, and the measures taken for risk mitigation and the results thereof.

#### 2) Foreign currency Risk

Foreign exchange risk arises on all recognised monetary assets and liabilities and on highly probable forecasted transactions which are denominated in a currency other than the functional currency of the Company. The Company does not have any foreign currency trade payables and receivables.

The foreign exchange risk management policy of the Company requires it to manage the foreign exchange risk by transacting as far as possible in the functional currency.

No Forward contracts were entered into by the company either during the year or previous years since the company has very minimum exposure to foreign currency risk as stated in above table.

##### i. Foreign currency sensitivity

| Particulars                              | Change in currency exchange rate | Effect on profit before tax | Effect on equity (OCI) |
|--|----------------------------------|-----------------------------|------------------------|
| <b>For the year ended March 31, 2018</b> |                                  |                             |                        |
| USD                                      | +5%                              | Nil                         | -                      |
|  | -5%                              | Nil                         | -                      |

Notes to Consolidated Financial Statement as at and for the year ended 31<sup>st</sup> March, 2018

| Particulars                              | Change in currency exchange rate | Effect on profit before tax | Effect on equity (OCI) |
|--|----------------------------------|-----------------------------|------------------------|
| Others                                   | +5%                              | Nil                         | -                      |
|  | -5%                              | Nil                         | -                      |
| <b>For the year ended March 31, 2017</b> |                                  |                             |                        |
| USD                                      | +5%                              | Nil                         | -                      |
|  | -5%                              | Nil                         | -                      |
| Others                                   | +5%                              | Nil                         | -                      |
|  | -5%                              | Nil                         | -                      |

The sensitivity disclosed in the above table is mainly attributable to, in case of to foreign exchange gains / (losses) on trade payables and trade receivables. The above sensitivity analysis is based on a reasonably possible change in the under-lying foreign currency against the respective functional currency while assuming all other variables to be constant.

Based on the movements in the foreign exchange rates historically and the prevailing market conditions as at the reporting date, the Company's management has concluded that the above mentioned rates used for sensitivity are reasonable benchmarks.

ii. Price risk

The company uses surplus fund in operations and for further growth of the company. Hence, there is no price risk associated with such activity.

iii. Credit risk

Credit risk refers to the risk of default on its obligation by the counter-party the risk of deterioration of creditworthiness of the counter-party as well as concentration risks of financial assets, and thereby exposing the Company to potential financial losses. The Company is exposed to credit risk mainly with respect to trade receivables.

**Trade receivables**

The Trade receivables of the Company are typically noninterest bearing un-secured. As there is no independent credit rating of the customers available with the Company, the management reviews the credit-worthiness of its customers based on their financial position, past experience and other factors. The credit risk related to the trade receivables is managed / mitigated by concerned

team based on the Company's established policy and procedures and by setting appropriate payment terms and credit period. The credit period provided by the Company to its customers depend upon the contractual terms with the customers.

The ageing analysis of trade receivables as at the reporting date is as follows:

(In ₹)

| Particulars                            | Less than six months | More than six months |
|--|----------------------|----------------------|
| Trade Receivables as at March 31, 2018 | -                    | 8,94,31,960          |
| Trade Receivables as at March 31, 2017 | 2,46,02,214          | 6,48,29,746          |

The Company performs on-going credit evaluations of its customers' financial condition and monitors the credit-worthiness of its customers to which it grants credit in its ordinary course of business. The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amount due or there are some disputes which in the opinion of the management is not in the Company's favour. Where the financial asset has been written-off, the Company continues to engage in enforcement activity to attempt to recover the receivable due. Where recoveries are made, these are recognised in profit and loss.

iv. Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they become due. Accordingly, as a prudent liquidity risk management measure, the Company closely monitors its liquidity position and deploys a robust cash management system.

Based on past performance and current expectations, the Company believes that the Cash and cash equivalents and cash generated from operations will satisfy its working capital needs, capital expenditure, investment requirements, commitments and other liquidity requirements associated with its existing operations, through at least the next twelve months.



## SHREE GLOBAL TRADEFIN LIMITED

### Notes to Consolidated Financial Statement as at and for the year ended 31<sup>st</sup> March, 2018

The table below summarises the maturity profile of the Company's financial liabilities based on contractual undiscounted payments:-

(In ₹)

| Particulars                        | As at March 31, 2018 |                    |
|------------------------------------|----------------------|--------------------|
|                                    | Less than one year   | More than one year |
| Trade payables                     | -                    | -                  |
| Other financial liabilities        | -                    | -                  |
| <b>Total Financial liabilities</b> | -                    | -                  |

(In ₹)

| Particulars                        | As at March 31, 2017 |                    |
|------------------------------------|----------------------|--------------------|
|                                    | Less than one year   | More than one year |
| Trade payables                     | -                    | -                  |
| Other financial liabilities        | -                    | -                  |
| <b>Total Financial liabilities</b> | -                    | -                  |

### 3) Capital Risk

The Company's objective while managing capital is to safeguard its ability to continue as a going concern (so that it is enabled to provide returns and create value for its shareholders, and benefits for other stakeholders), support business stability and growth, ensure adherence to the covenants and restrictions imposed by lenders and/ or relevant laws and regulations, and maintain an optimal and efficient capital structure so as to reduce the cost of capital. However, the key objective of the Company's capital management is to, ensure that it maintains a stable capital structure with the focus on total equity, uphold investor, creditor and customer confidence, and ensure future development of its business activities. In order to maintain or adjust the capital structure, the Company may issue new shares, declare dividends, return capital to shareholders, etc.

The Company manages its capital structure and makes adjustments to it, in light of changes in economic conditions or its business requirements.

### 25. Segment reporting under Ind AS – 108

The Company is engaged in the business of Trading and there are no separate reportable segments as per Indian Accounting Standard (AS-108) "Segment Reporting". The Company's operations are within India.

### 26. Related party transactions under Ind AS -24

#### Names of related parties and nature of relationships:

| Names of the Related Parties                      | Nature of Relationship                 |
|---|--|
| <b>i) Key Managerial Personnel</b>                |  |
| Mr. Rajesh R. Gupta                               | Managing Director                      |
| Mr. Viresh Sohoni                                 | CFO                                    |
| Mrs. Priyanka Agrawal                             | Company Secretary & Compliance Officer |
| <b>ii) Non-whole-time Directors</b>               |  |
| Mr. Ravindra Deshpande                            | Non-Executive Director                 |
| Mr. Mohan Krishnamoorthy                          | Independent Director                   |
| Mrs. Uniza Shaikh                                 | Independent Director                   |
| <b>iii) Relatives of Key Managerial Personnel</b> |  |
| Mr. Madhur Gupta                                  | Son of Mr. Rajesh Gupta                |
| Mrs. Renu Gupta                                   | Spouse of Mr. Rajesh Gupta             |
| Mrs. Priyanka Maheshwari                          | Daughter of Mr. Rajesh Gupta           |

#### Details of transactions during the year where related party relationship existed:

| Names of the related parties | Nature of Transactions | Year ended 31 <sup>st</sup> March 2018 | Year ended 31 <sup>st</sup> March 2017 |
|------------------------------|------------------------|--|--|
| Mr. Rajesh Gupta             | Remuneration           | 80,00,004                              | 25,44,000                              |
| Mr. Viresh Sohoni            | Remuneration           | 17,40,863                              | 15,30,940                              |
| Mrs. Priyanka Agrawal        | Remuneration           | 4,32,503                               | -                                      |
| Mr. Ravindra Deshpande       | Sitting Fees           | -                                      | -                                      |
| Mr. Mohan Krishnamoorthy     | Sitting Fees           | -                                      | -                                      |
| Mrs. Uniza Shaikh            | Sitting Fees           | -                                      | -                                      |

### 27. Earnings per share (EPS)

(In ₹)

| Particulars   | Year ended 31 <sup>st</sup> March, 2018 | Year ended 31 <sup>st</sup> March, 2017 |
|---|---|---|
| Profit for the year   | <b>(3,66,57,197)</b>                    | <b>(1,25,53,788)</b>                    |
| Weighted average number of equity shares in calculating Basic and Diluted EPS | 1,13,95,05,465                          | 1,13,95,05,465                          |
| <b>Face Value per share ₹</b>   | 1                                       | 1                                       |
| <b>Basic and Diluted Earnings per Share (EPS) ₹</b>                           | <b>(0.03)</b>                           | <b>(0.01)</b>                           |

Notes to Consolidated Financial Statement as at and for the year ended 31<sup>st</sup> March, 2018

## 28. Contingent Liability (In ₹)

| Particulars         | As at 31 <sup>st</sup> March, 2018 | As at 31 <sup>st</sup> March, 2017 |
|---------------------|------------------------------------|------------------------------------|
| Sales Tax           | -                                  | -                                  |
| Income Tax          | 3,62,68,43,672                     | 3,49,02,73,942                     |
| Investments Pledged | 2,21,22,17,717                     | 2,78,31,15,426                     |

Tax Liability is under dispute.

## 29. Details of investments in the Freelance Infralex LLP (In ₹)

| Sl. No. | Name of the Partners          | Share in Profit | Capital Investment | Share of Profit/ (Loss) | Closing Balance |
|---------|-------------------------------|-----------------|--------------------|-------------------------|-----------------|
| 1       | Shree Global Tradefin Limited | 75.00%          | 3,75,000           | (236)                   | 3,74,764        |

| Sl. No.      | Name of the Partners                     | Share in Profit | Capital Investment | Share of Profit/ (Loss) | Closing Balance |
|--------------|--|-----------------|--------------------|-------------------------|-----------------|
| 2            | Duli Trade & Commodities Private Limited | 23.00%          | 1,15,000           | (72)                    | 1,14,928        |
| 3            | Blossom Trade & Interchange LLP          | 1.00%           | 5,000              | (3)                     | 4,997           |
| 4            | Teamwork Properties Developments LLP     | 1.00%           | 5,000              | (3)                     | 4,997           |
| <b>Total</b> |  | <b>100.00%</b>  | <b>5,00,000</b>    | <b>(314)</b>            | <b>4,99,686</b> |

## 30. Enterprises consolidated as Associates in accordance with Indian Accounting Standard 28- Investments in Associates and Joint Ventures

| Name of Enterprise                  | Country of Incorporation | Proportion of Ownership Interest |
|-------------------------------------|--------------------------|----------------------------------|
| Indrajit Properties Private Limited | India                    | 42.94%                           |

## 31. Additional Information, as required under Schedule III to the Companies Act, 2013, of enterprise consolidated as Subsidiary/Associates/Joint Ventures

| Name of Enterprise                                   | Net Assets i.e. Total Assets Minus Total Liabilities |                | Share in Profit or Loss             |               | Share in Other Comprehensive Income             |                | Share in Total Comprehensive Income             |                |
|--|--|----------------|-------------------------------------|---------------|---|----------------|---|----------------|
|  | As % of Consolidated Net Assets                      | Amount (in ₹)  | As % of Consolidated Profit or Loss | Amount (in ₹) | As % of Consolidated Other Comprehensive Income | Amount (in ₹)  | As % of Consolidated Total Comprehensive Income | Amount (in ₹)  |
| <b>Parent</b>  |  |                |                                     |               |   |                |   |                |
| Shree Global Tradefin Limited                        | 98.82  | 3,91,53,85,335 | (162.07)                            | (5,94,11,143) | (100.01)  | (63,97,36,677) | 103.62  | (65,34,99,466) |
| <b>Associates (Investments as per equity method)</b> |  |                |                                     |               |   |                |   |                |
| Indrajit Properties Private Limited                  | 1.18   | 4,66,92,350    | 62.07                               | 2,27,53,946   | 0.01  | 70,231         | (3.62)  | 2,28,24,177    |

## 32. Approval of Financial Statements

The financial statements were approved for issue by the Board of Directors on 25<sup>th</sup> May, 2018.

See accompanying notes 1 to 32 are integral part of these Financial Statements

As per our Report of Even Date

**For TODARWAL & TODARWAL LLP**  
Chartered Accountants  
Firm Reg. No. 111009W/ W100231

**For and on behalf of the Board of Directors**  
Shree Global Tradefin Limited

Raunak Todarwal  
Partner  
Membership No. 165030

**Rajesh R. Gupta**  
Managing Director  
DIN : 00028379

**Ravindra Deshpande**  
Director  
DIN : 01003990

**Viresh Sohoni**  
Chief Financial Officer

**Priyanka Agrawal**  
Company Secretary  
ACS - 45692

Place : Mumbai  
Date : 25<sup>th</sup> May, 2018

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## SHREE GLOBAL TRADEFIN LIMITED

**Regd. Off:-** 35, Ashok Chambers, Broach Street, Devji Ratansey Marg, Masjid Bunder, Mumbai – 400 009.  
**Tel.** 022 – 2348 0526 **email :** sgtl2008@gmail.com **CIN :** L27100MH1986PLC041252 **Website :** www.sgtl.in

Dear Shareholder(s),

### **Sub: Mandatory updates of PAN and Bank details against your shareholding and Mandatory Dematerialization of Shares**

Pursuant to SEBI Circular SEBI/HO/MIRSD/DOP1/CIR/P/2018/73 dated 20<sup>th</sup> April 2018, shareholders whose ledger folios do not have or have incomplete details with respect to their PAN and Bank Account particulars are mandatorily required to furnish these details to the Issuer Company/RTA for registration under their folio. Accordingly, your folio needs to be updated with the PAN/Complete Bank details so that the investments held by you are in compliance with the aforementioned circular.

You are hence requested to submit the following documents within 21 days of receipt of this communication:

- The form which has been provided overleaf of this letter, duly filled in and signed by all the shareholders.
- Self-attested copy of PAN Card of all the holders.
- Cancelled cheque leaf of first named holder (in absence of cheque leaf, provide self attested first page of passbook)
- Self-attested copy address proof such as any one of Aadhaar Card/Bank Passbook or Statement/Utility Bill/Driving License/Voter ID Card / Passport as required for update of details:

In case if you have any queries or need any assistance in this regard, please contact:

|   |  |
|---|--|
| Mrs. Priyanka Agrawal<br>Company Secretary,<br>Shree Global Tradefin Limited,<br>35, Ashok Chambers, Broach Street,<br>Devji Ratansey Marg, Masjid Bunder,<br>Mumbai 400 009.<br>Tel +91 22 23480526<br>E-mail : sgtl2008@gmail.com | Bigshare Services Private Limited,<br>Unit: Shree Global Tradefin Limited.,<br>1 <sup>st</sup> Floor, Bharat Tin Works Building,<br>Opp. Vasant Oasis, Makwana Road,<br>Marol, Andheri (East),<br>Mumbai - 400059<br>Tel. +91 22 62638200<br>E-mail: investor@bigshareonline.com |
|---|--|

Further, in case of change in your address, bank details etc., please inform about the same to our RTA in writing alongwith necessary supporting documents for up-dation in the system.

SEBI has amended Regulation 40 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015. Gazette Notification dated 8<sup>th</sup> June 2018 has mandated that transfer of securities would be carried out in dematerialized form only with effect from 5<sup>th</sup> December 2018. Accordingly, the shareholders who are having their shares in physical form are advised to dematerialize the same in line with the SEBI Regulations **on or before 5<sup>th</sup> December, 2018.**

Thanking You,  
Yours faithfully,

**For Shree Global Tradefin Limited,**

**Sd/  
Priyanka Agrawal  
Company Secretary**

# SHREE GLOBAL TRADEFIN LIMITED

Ref No.

To,  
Bigshare Services Pvt. Ltd.,  
1<sup>st</sup> Floor, Bharat Tin Works Building,  
Opp. Vasant Oasis, Makwana Road,  
Marol, Andheri (East)  
Mumbai 400 059

Dear Sir/Madam,

## Unit : Shree Global Tradefin Limited

I/We hereby furnish our PAN and Bank mandate details for update in your records. I/We enclose herewith:

- 1) Self-attested copy of PAN Cards of all the holders,
- 2) Original cancelled cheque leaf/first page of attested bank passbook and
- 3) Self attested copy address proof such as any one of Aadhaar Card/Bank Passbook or Statement/Utility Bill/Driving License/ Voter ID Card/Passport as required for update of details:

|           |  |
|-----------|--|
| Folio No  |  |
| Mobile No |  |
| E-mail id |  |

| Bank Account Details (for electronic credit of Dividends)             |        |         |
|---|--------|---------|
| Name of the Bank  |        |         |
| Name of the Branch  |        |         |
| Account No. (as appearing in your cheque book)                        |        |         |
| Account Type (Please tick as applicable)                              | Saving | Current |
| 9 Digit MICR No. (as appearing on the MICR Cheque issued by the bank) |        |         |
| 11 Digit IFSC Code  |        |         |

|                 | Name | PAN | Signature |
|-----------------|------|-----|-----------|
| First Holder :  |      |     |           |
| Joint Holder 1: |      |     |           |
| Joint Holder 2: |      |     |           |

Date :

Place :

NB: The above details will not be updated if the supporting documents are not attached and not duly signed by all the shareholders.

## SHREE GLOBAL TRADEFIN LIMITED

Regd. Off:- 35, Ashok Chambers, Broach Street, Devji Ratansey Marg, Masjid Bunder, Mumbai – 400 009.  
Tel. 022 – 2348 0526 email : sgtl2008@gmail.com CIN : L27100MH1986PLC041252 Website : www.sgtl.in

Dear Shareholder,

### Sub: Registration of E-mail ID for servicing of documents by the Company under the Companies Act, 2013 – A Green Initiative by Ministry of Corporate Affairs, Govt. of India

Ministry of Corporate Affairs (“MCA”) vide its circular no. 17/2011 and 18/2011 dated 21<sup>st</sup> April, 2011 and 29<sup>th</sup> April, 2011 respectively has notified a “Green Initiative in the Corporate Governance”, by allowing paperless compliances by Companies. In terms of the said circulars, the Companies are permitted to send Annual Reports and various notices / documents to the shareholders through electronic mode to the registered e-mail addresses of shareholders.

The “Green Initiative” proved a welcome step for benefits of society at large for creating sustainable greener environment and your Company continues to fully support the above initiative.

As a step forward to implement the above initiative, we propose to send documents such as notices of general meeting(s), annual reports and other shareholder communications to you by electronic mode. Hence, we appeal all the shareholders, who have yet to register their e-mail id, to register / update the same at the earliest in any of the following manner:

- By registering with your Depository Participant (“DP”) in case the Company’s shares are held in demat form.
- By sending an e-mail to Bigshare Services Private Limited, Registrar and Share Transfer Agent (“RTA”) at 1<sup>st</sup> Floor, Bharat Tin Works Building, Opp. Vasant Oasis, Makwana Road, Marol, Andheri East, Mumbai – 400072.
- By returning the duly filled in form to the RTA, in case the Company’s shares are held in physical form.

Please note that these documents shall be available on Company’s website [www.sgtl.in](http://www.sgtl.in) and shall also be kept open for inspection by the Members at the registered office of the Company during office hours.

The Shareholders will also be entitled to receive Annual Reports / other communications, free of cost, upon receipt of a requisition from you, any time, as a member of the Company.

We are sure, that as a responsible citizen, you will whole heartedly support and co-operate with the Company in implementing this initiative of the MCA.

Best Regards,

For Shree Global Tradefin Limited

Priyanka Agrawal  
Company Secretary

— — — — — Tear Here — — — — —

### E-COMMUNICATION REGISTRATION FORM

To,

Date:

**Bigshare Services Private Limited**  
1st Floor, Bharat Tin Works Building,  
Opp. Vasant Oasis, Makwana Road,  
Marol, Andheri East,  
Mumbai 400059.

#### UNIT – SHREE GLOBAL TRADEFIN LIMITED

Dear Sir,

### Sub: Registration of E-mail ID for serving of Notices / Annual Reports through electronic mode by Company

We hereby register our E-mail ID for the purpose of receiving the notices, Annual Reports and other documents / information in electronic mode to be sent by the Company.

|                                      |   |  |
|--------------------------------------|---|--|
| Folio No. / DP ID / Client ID        | : |  |
| E-mail ID                            | : |  |
| Name of the First / Sole Shareholder | : |  |
| Signature                            | : |  |

Note: Shareholder(s) are requested to notify the Company as and when there is any change in the e-mail address.



# SHREE GLOBAL TRADEFIN LIMITED

Regd. Off:- 35, Ashok Chambers, Broach Street, Devji Ratansey Marg, Masjid Bunder, Mumbai – 400 009.  
Tel. 022 – 2348 0526 email : sgtl2008@gmail.com CIN : L27100MH1986PLC041252 Website : www.sgtl.in

## Form No. MGT-11

### Proxy Form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies  
(Management and Administration) Rules, 2014]

Name of the Company : **SHREE GLOBAL TRADEFIN LIMITED**  
Registered Office : 35, Ashok Chambers, Broach Street, Devji Ratansey Marg, Masjid Bunder, Mumbai – 400009, Maharashtra.

Name of the member(s):

Registered Address:

E-mail Id:

Folio No./Client Id:

DP ID:

I/We, being the member(s) of ..... Shares of the above named Company, hereby appoint,

1. Name:

Address:

E-mail Id:

Signature: ....., or failing him

2. Name:

Address:

E-mail Id:

Signature: ....., or failing him

3. Name:

Address:

E-mail Id:

Signature: .....



As my/our Proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 32<sup>nd</sup> Annual General Meeting of the Company, to be held on the Wednesday, 29<sup>th</sup> August, 2018 at 11.00 a.m. at The Qube, CTS No. 1498 A/2, Asan Pada Road, Opp. Hotel Sunshine, Marol, Andheri East, Mumbai 400059, Maharashtra and at any adjournment thereof in respect of such resolutions as are indicated below:

\*\* I wish my above Proxy to vote in the manner as indicated in the box below:

| Sr. No | RESOLUTIONS  | For | Against |
|--------|--|-----|---------|
| 1.     | Receive, consider and adopt the Audited Standalone Financial Statement of the Company for the year ended 31 <sup>st</sup> March, 2018, the reports of the Board of Directors and Auditors thereon. |     |         |
| 2.     | Receive, consider and adopt the Audited Consolidated Financial Statement of the Company for the year ended 31 <sup>st</sup> March, 2018 and Auditors Report thereon.                               |     |         |
| 3.     | Appointment of a Director in place of Mr. Ravindra Deshpande (DIN:01003990), who retires by rotation and being eligible offers himself for re-appointment.   |     |         |
| 4.     | Ratification of Re-appointment of M/s Todarwal & Todarwal LLP, Chartered Accountants (ICAI Registration No: 111009W/W100231) as the Statutory Auditors of the Company                              |     |         |
| 5.     | Appointment of Ms. Mohinder Anand as an Independent Woman Director of the Company with effect from 26 <sup>th</sup> June, 2018 to 25 <sup>th</sup> June, 2023.                                     |     |         |

Signed this..... day of ..... 2018

Signature of Shareholder(s)



Signature of Proxy holder(s)

**Notes:**

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. A Proxy need not be a member of the Company.
3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
- \*\*4. This is only optional. Please put a '✓' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
5. Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
6. In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

## SHREE GLOBAL TRADEFIN LIMITED

**Regd. Off:** 35, Ashok Chambers, Broach Street, Devji Ratansey Marg, Masjid Bunder, Mumbai – 400 009.  
**Tel.:** 022 – 2348 0526 **email :** sgtl2008@gmail.com **CIN :** L27100MH1986PLC041252 **Website :** www.sgtl.in

### 32<sup>ND</sup> Annual General Meeting

#### ATTENDANCE SLIP

(To be handed at the entrance of the Meeting Hall)

|             |  |
|-------------|--|
| DP ID *     |  |
| Client ID * |  |

|               |  |
|---------------|--|
| Folio No.     |  |
| No. of Shares |  |

(To be handed over at the entrance of the Meeting Hall)

I, Certify that I am a registered Member/ Proxy for the registered Member of the Company, I hereby record my presence at the 32<sup>nd</sup> Annual General Meeting of the Company held at The Qube, CTS No. 1498 A/2, Asan Pada Road, Opp. Hotel Sunshine, Marol, Andheri East, Mumbai 400059, Maharashtra on **Wednesday, 29<sup>th</sup> August, 2018 at 11.00 a.m.**

Full Name of Member (in BLOCK LETTERS) \_\_\_\_\_

Name of the Proxy (in BLOCK LETTERS) \_\_\_\_\_

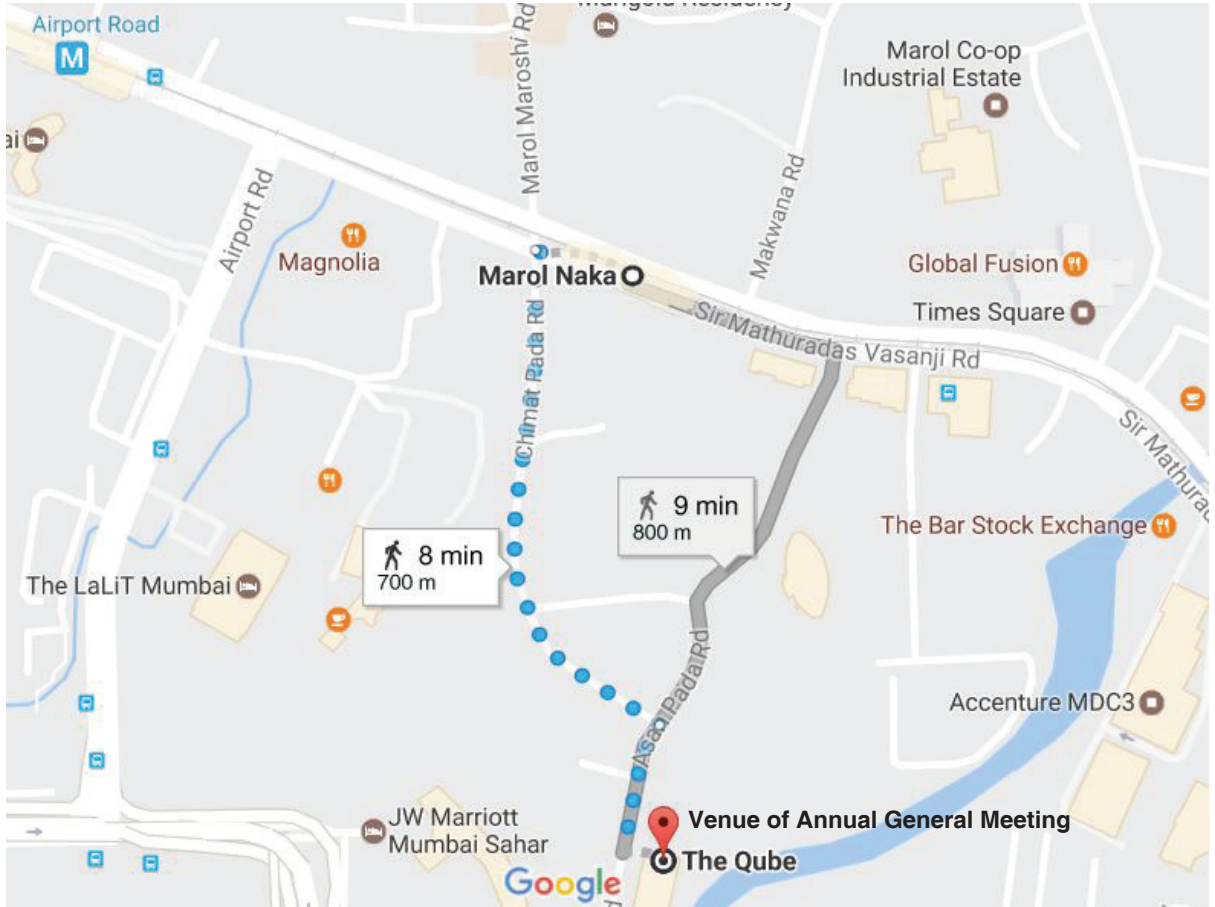
(To be filled in if the Proxy attends instead of Member/s)

Member's/Proxy's Signature \_\_\_\_\_

\* Applicable for investors holding shares in electronic form.

# ROUTE MAP

The Qube, CTS No. 1498 A/2, Asan Pada Road, Opp Hotel Sunshine, Marol, Andheri East, Mumbai 400059, Maharashtra





**BY- COURIER**

If undelivered please return to :

**BIGSHARE SERVICES PRIVATE LIMITED**

**(Unit : SHREE GLOBAL TRADEFIN LIMITED)**

1st Floor, Bharat Tin Works Building,  
Opp. Vasant Oasis, Makwana Road,  
Marol, Andheri (East), Mumbai -400 059

Phone : 022-6263 8200

Fax : 022-6263 8299

E-Mail : investor@bigshareonline.com