

DIRECTORS' REPORT

To,
The Members,
SECMARK CONSULTANCY PRIVATE LIMITED

Your Directors are please to present the annual report on the business and operation of the company and audited financial statements for the financial year ended 31st March, 2017.

1. Financial Performance

The highlights of the financial results for the financial year 2016-17 are as under:

(In Rupees (Rs.))

Particulars	March 31, 2017	March 31, 2016
Income From Operations (net)	2,14,34,172.00	1,95,40,681.00
Other Income	0.00	0.00
Total Income	2,14,34,172.00	1,95,40,681.00
Depreciation and Amortization Exp.	8,44,928.00	2,74,753.00
Provision of Tax	14,68,057	17,71,337.00
Deferred Tax	0.00	0.00
Net Profit/(Loss)	1,91,21,187.00	1,74,94,591.00

2. Dividend

With a view to conserve reserves, your directors do not recommend any dividend for the financial year ended, 31st March, 2017.

3. Brief description of the Company's working during the year

During the year under review, the Company has reported net income from operations of Rs. 2,14,34,172/- which is higher than last year's net income from operation of Rs. 1,95,40,681/-. The net profit after tax reported for the year 2016-17 is of Rs. 1,91,21,187/- which is more than the last year net profit of Rs. 1,74,94,591/-.

4. Change in the nature of business

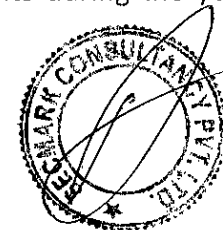
There is no Change in the nature of the business of the Company during the year.

5. Changes in shares capital

During the year under review, there is no change in the Authorized Share Capital and Paid-up Share Capital of the Company.

6. Deposit

The Company has neither accepted nor renewed any deposits during the year under review.



7. Particulars of Loans, Guarantee or Investments

The company has not given any loans, guarantees or made investment covered under the provisions of section 186 of the Companies Act, 2013 during the year 2016-17.

8. Internal Control

The Company has a well-established internal control system. The Company strives to maintain a dynamic system of internal controls over financial reporting to ensure reliable financial record-keeping, transparent financial reporting and disclosure and protection of physical and intellectual property.

9. Details of Holding, subsidiary and Associates

The Company is a subsidiary company of SecMark Holdings Private Limited.

10. Conservation of Energy, Technology Absorption and Foreign Exchange Earning and Outgo

- a. Conservation of Energy: Being there is business of Consultancy, so the conservation of energy is as per the quantum of usage.
- b. Technology absorption: Being there is business of Consultancy, so the technology absorption is as per the requirement of Regulatory.
- c. Foreign exchange Earnings and Outgo: During the year under the review, there is nil foreign exchange Earnings and Outgo of the Company.

11. Human Resource Relation

During the year under review, your Company enjoyed cordial relationship with employees at all levels.

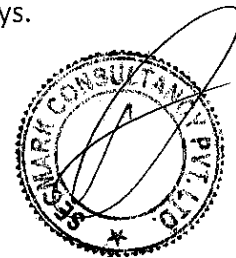
12. Directors

As per Provisions of Section 152 of the Companies Act, 2013, none of the Director of the Company is liable to retires by rotation.

There is no change in the present Board of Directors of the Company during the financial year.

13. Board Meetings

During the year 201-17, the Board of Directors met six times, 16.05.2016, 22.08.2016, 21.09.2016, 09.11.2016, 11.02.2017 and 09.03.2017. The interval between any two meetings was well within the maximum allowed gap of 120 days.



14. Director Remuneration

Member's attention is drawn to Financial Statements wherein the disclosure of remuneration paid to Directors is given during the year 2016-17. No Sitting fees have been paid to the directors.

15. Directors Responsibility Statement

On behalf of the Directors, I confirm that as required under clause (c) of sub-section (3) of section 134 of the Companies Act, 2013.

- a) Applicable accounting standards have been followed with explanation for any material departures;
- b) We have Selected accounting policies have been applied consistently to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company for that period;
- c) Proper and sufficient care has been taken for the maintenance of adequate accounting records for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) The annual accounts are prepared on a going concern basis; and
- e) We had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively. This will ensure legal compliance in all area of companies operations.

16. Related Party Transactions

All related party transactions that were entered into during the financial year were on an arm's length basis and were in the ordinary course of business. There are no materially significant related party transactions made by the Company with related party which may have a potential conflict with the interest of the Company at large. Thus, the disclosure in 'Form AOC-2' is not applicable.

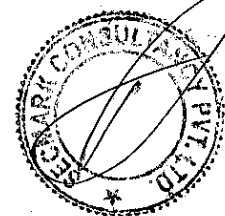
All Related Party Transactions are placed before the Board for approval. Prior omnibus approval of the Board is obtained on annual basis for the transactions which are of a foreseen and repetitive nature. Your Directors draw your attention to notes to the financial statements for detailed related party transaction.

17. Review of Auditors Report

The Directors are pleased to inform you that the Statutory Auditors of the Company have not made any adverse remarks in their Audit Report.

18. Auditors

Kiran Parikh & Co., Chartered Accountants, Mumbai Statutory Auditors the retiring auditors, during the Annual General Meeting held on 30.09.2016 were appointed for a period of 5 years, subject to ratification at every Annual General Meeting in terms of Section 139 of the Companies Act 2013. They have confirmed their eligibility and



willingness for the next term from the conclusion of ensuing annual general meeting to the conclusion of next annual general meeting. The Board of Directors, therefore, recommends ratification of appointment for F.Y. 2017-18 of Kiran Parikh & Co., Chartered Accountants, Mumbai as statutory auditors of the company for the approval of Shareholders.

19. Extract of Annual Return

As required pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014 an extract of annual return in MGT 9 as a part of this Annual Report as **ANNEXURE 'I'**.

20. Business Risk Management

The Company has implemented various policies from ground level to the top level management for identifying the risk, measuring the same and takes corrective measures for managing the risk.

21. Particulars of employees

Pursuant to Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company states that none of the employees of the Company who was in receipt of remuneration in excess of Rs. 60 Lacs, if employed throughout the year or Rs. 5 Lacs per month, if employed for part of the financial year or received remuneration in excess of that drawn by the MD/WTD/Manager & holding 2% or more of equity share capital of the Company (himself along with spouse & dependent children). Hence, the disclosures as required by above Rules are not given as none of the employees qualify for such disclosure.

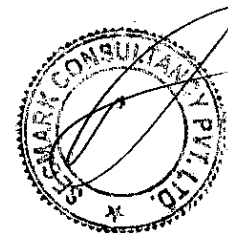
22. Corporate Social Responsibility

The provision of section 135 of Companies Act, 2013 for implementing Corporate Social Responsibility Policy, constitute committee and expenditure thereof is not applicable to the company since the company is not meeting with the criteria of net-worth, turnover or net profits mentioned therein.

23. Evaluation of Board Performance

The Board has set up certain parameters based on which the Board internally evaluated all the directors excluding the director being evaluated, and the Chair Person by other directors. The evaluation process included assessing the quality, quantity and timeliness of flow of information between the company management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

Manner of evaluation: A framework for evaluation has been prepared and based on the framework, questionnaire has been made including different specific topics of evaluation and setting out different parameters / criteria against which the different topics as to the Board and its committees, Chairman and non-independent directors, have been evaluated, both individually and collectively, based on inputs received from directors and internal sources.



24. Other Regulatory Requirement

The Company has been complied with all regulatory requirements of central government and state government and there were no significant and material orders passed by the Regulators or Courts or Tribunals during the year impacting the going concern status and the Company's operations in future.

25. Cost Audit Report

As per provision of section 148(3) of Companies Act, 2013 and rule 6(2) of Companies (Cost records and audit) Rules, 2014, the company is not required to appoint a cost auditor to audit the cost records of the company for cost audit report.

26. Secretarial Audit Report

The provisions of Section 204 of the Companies Act, 2013 and the rules made thereunder are not applicable to the Company since the Company is not covered under the said provisions presently.

27. Vigil Mechanism

Presently the company is not coming within the borrowing limit laid down by Section 177(9) read with Companies (Meetings of Board and its Powers) Rules, 2014 and other relevant criteria. Hence the company has not constituted any vigil mechanism.

28. Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

During the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at the Workplace (Prevention, Prohibition & Redressal) Act, 2013 and Rules there under.

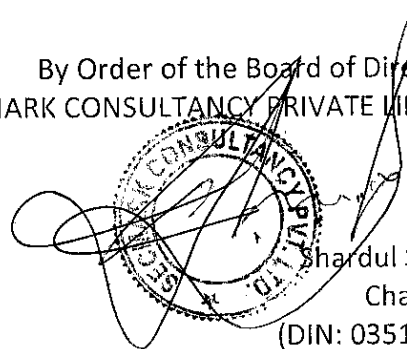
29. Acknowledgement and appreciation

The Directors take this opportunity to thank the customers, shareholders, suppliers, bankers, business partners/associates, financial institutions and Central and State Governments for their consistent support and encouragement to the Company. I am sure you will join our Directors in conveying our sincere appreciation to all employees of the Company for their hard work and commitment.

Date: 08.09.2017

Place: Mumbai.

By Order of the Board of Directors,
For, SECMARK CONSULTANCY PRIVATE LIMITED



Shardul Shah
Chairman
(DIN: 03510251)

Annexure I to Boards Report
Form No. MGT-9
EXTRACT OF ANNUAL RETURN
as on the financial year ended on
31st March, 2017

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

I. REGISTRATION AND OTHER DETAILS:

i) CIN	U67190MH2011PTC220404
ii) Registration Date	03/08/2011
iii) Name of the Company	SECMARK CONSULTANCY PRIVATE LIMITED
iv) Category/Sub-Category of the Company	Private Company Limited by Shares
v) Address of registered Office and Contact Details	B-3/4 JayGokul Dham S. V. ROAD, Borivali West, Mumbai-400092, Maharashtra.
vi) Whether Listed Company	-----NO-----
vii) Name, Address and Contact details of Registrar and Share Transfer Agent, if any	-----N.A.-----

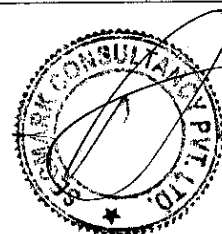
II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

S.N.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Other Services auxiliary to Financial Services n. e. c.	99715990	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

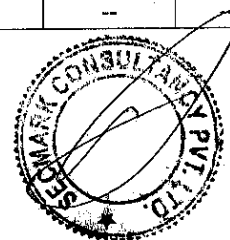
S.N.	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE
1	SecMark Holdings Private Limited	U67190MH2011PTC219498	Holding



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
A. Promoter s								
(1) Indian								
a) Individual/ HUF	--	--	--	--	--	--	--	--
b) Central Govt	--	--	--	--	--	--	--	--
c) State Govt(s)	--	--	--	--	--	--	--	--
d) Bodies Corp.	--	10000	10000	100	--	10000	10000	100
e) Banks / FI	--	--	--	--	--	--	--	--
f) Any other	--	--	--	--	--	--	--	--
Sub-total (A) (1):-	--	10000	10000	100	--	10000	10000	100
(2) Foreign								
a) NRIs-Individuals	--	--	--	--	--	--	--	--
b) Other-Individuals	--	--	--	--	--	--	--	--
c) Bodies Corp.	--	--	--	--	--	--	--	--
d) Banks/FI	--	--	--	--	--	--	--	--
e) Any Other...	--	--	--	--	--	--	--	--
Sub-total (A) (2):-	--	--	--	--	--	--	--	--
Total Shareholding of Promoter (A) = (A)(1)+(A)(2)	--	10000	10000	100	--	10000	10000	100
B. Other Shareholding								
1. Institutions								
a) Mutual Funds	--	--	--	--	--	--	--	--
b) Banks / FI	--	--	--	--	--	--	--	--
c) Central Govt	--	--	--	--	--	--	--	--
d) State Govt(s)	--	--	--	--	--	--	--	--
e) Venture Capital Funds	--	--	--	--	--	--	--	--
f) Insurance Companies	--	--	--	--	--	--	--	--
g) FIs	--	--	--	--	--	--	--	--
h) Foreign Venture Capital Funds	--	--	--	--	--	--	--	--
i) Others (specify)	--	--	--	--	--	--	--	--
Sub-total (B)(1):-	--	--	--	--	--	--	--	--
2. Non-Institutions								
a) Bodies Corp.	--	--	--	--	--	--	--	--
i) Indian	--	--	--	--	--	--	--	--
ii) Overseas	--	--	--	--	--	--	--	--
b) Individuals	--	--	--	--	--	--	--	--



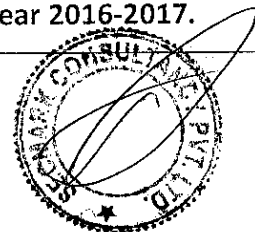
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	--	--	--	--	--	--	--	--	--
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	--	--	--	--	--	--	--	--	--
c) Others (specify)	--	--	--	--	--	--	--	--	--
Non Resident Indians	--	--	--	--	--	--	--	--	--
Overseas Corporate Bodies	--	--	--	--	--	--	--	--	--
Foreign Nationals	--	--	--	--	--	--	--	--	--
Clearing Members	--	--	--	--	--	--	--	--	--
Trusts	--	--	--	--	--	--	--	--	--
Foreign Bodies - D R	--	--	--	--	--	--	--	--	--
Sub-total (B)(2):-	--	--	--	--	--	--	--	--	--
Total Shareholding (B)=(B)(1)+ (B)(2)	--	--	--	--	--	--	--	--	--
C. Shares held by Custodian for GDRs & ADRs	--	--	--	--	--	--	--	--	--
Grand Total (A+B+C)	--	10000	10000	100	--	10000	10000	100	--

ii. Shareholding of Promoter-

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	SecMark Holdings Private Limited	10000	100%	--	10000	100%	--	--
	TOTAL	10000	100%	--	10000	100%	--	--

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

SN		Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	10000	100%		
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the	# there is no change in promoters' shareholding during the financial year 2016-2017.			



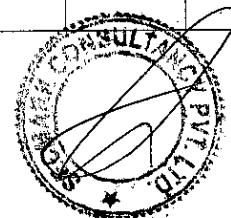
reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
At the end of the year	10000	100%		

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

Sl. No.	Name	Date	Shareholding		Increase/Decrease in share-holding	Reason	Cumulative Shareholding during the year (01-04-16 to 31-03-17)	
			No. of Shares at the beginning (01-04-16 / end of the year (31-03-17)	% of total shares of the Company			No. of Share	% of total shares of the Company
-----NIL-----								

v.) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	Name	Date	Shareholding		Increase/D ecrease in share-holding	Reason	Cumulative Shareholding during the year (01-04-16 to 31-03-17)	
			No. of Shares at the beginning (01-04-16 / end of the year (31-03-17)	% of total shares of the Company			No. of Share	% of total shares of the Company
1	Mrs. Indira Vijay Ramaiya	31-Mar-2017	--	--	--	--	--	--
2	Mrs. Ilaben Jasvantlal Shah	31-Mar-2017	--	--	--	--	--	--
3	Mr. Ravi Vijay Ramaiya	31-Mar-2017	--	--	--	--	--	--



4	Mr. Shardul Jasvantlal Shah	31-Mar-2017	--	--	--	--	--	--
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V. INDEBTEDNESS (Amt. in Rs.):

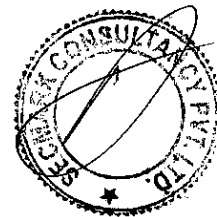
Indebtedness of the Company including interest outstanding/ accrued but not due for payment-

Particulars	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	0.00	4334045.00	0.00	4334045.00
ii) Interest due but not paid	0.00	0.00	0.00	0.00
iii) Interest accrued but not due	0.00	0.00	0.00	0.00
Total (i+ii+iii)	0.00	4334045.00	0.00	4334045.00
Change in Indebtedness during the financial year				
Addition	0.00	4497775.00	0.00	4497775.00
Reduction	0.00	0.00	0.00	0.00
Net Change	0.00	4497775.00	0.00	4497775.00
Indebtedness at the end of the financial year				
i) Principal Amount	0.00	8831820.00	0.00	8831820.00
ii) Interest due but not paid	0.00	0.00	0.00	0.00
iii) Interest accrued but not due	0.00	0.00	0.00	0.00
Total (i+ii+iii)	0.00	8831820.00	0.00	8831820.00

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. REMUNERATION TO MANAGING DIRECTOR, WHOLE-TIME DIRECTORS AND/OR MANAGER:

Sr. No	Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount
		---	---	---	---
-----N.A.-----					



B. REMUNERATION TO OTHER DIRECTORS:

Sl. No	Particulars of Remuneration	Fee for attending board / committee meetings	Commission	Others (salary)	Total Amount
1	Independent Directors	0.00	0.00	0.00	0.00
	Total (1)	0.00	0.00	0.00	0.00
2	Other Non-Executive Directors				
1.	Mrs. Indira Vijay Ramaiya	270000.00	0.00	0.00	270000.00
2.	Mrs. Ilaben Jasvantlal Shah	570000.00	0.00	0.00	570000.00
	TOTAL(2)	0.00	0.00	0.00	0.00
	Total (B)=(1+2)	840000.00	0.00	0.00	840000.00
	Total Managerial Remuneration	840000.00	0.00	0.00	840000.00
	Overall Ceiling as per the Act	-----N.A-----			

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

Sl. No	Particulars of Remuneration	Key Managerial Personnel			Total Amount
		CEO	Company Secretary	CFO	
-----N.A-----					

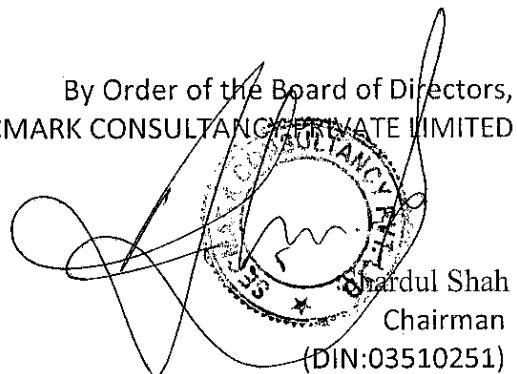
VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

There were no penalties, punishment or compounding of offences during the year ended March 31, 2017.

Date: 08.09.2017

Place: Mumbai.

By Order of the Board of Directors,
For, SECMARK CONSULTANCY PRIVATE LIMITED



Shardul Shah
Chairman
(DIN:03510251)

532/533 ARUN CHAMBERS,
TARDEO MAIN ROAD,
TARDEO, MUMBAI-400 007.
Tel. : 40054210
E mail : krparikh@hotmail.com

KIRAN PARIKH & CO.
(Regd.)
CHARTERED ACCOUNTANTS
* * * *

**INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF SECMARK CONSULTANCY PRIVATE LIMITED**

Report on the Financial Statements

We have audited the accompanying financial statements of SECMARK CONSULTANCY PRIVATE LIMITED, which comprise the Balance Sheet as at 31st March, 2017, the Statement of Profit and Loss for the year then ended, and a summary of the 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 of these financial statements that give a true and fair view of the financial position, financial performance of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

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

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



An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting 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 Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2017, and its profit for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act is not applicable to the company.
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 does not have any branch and therefore, Section 143 (8) of the Act is not applicable.
 - (d) The Balance Sheet and the Statement of Profit and Loss dealt with by this Report are in agreement with the books of account and with the accounts of the branches.
 - (e) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.



- (f) On the basis of the written representations received from the directors as on 31st March, 2017, taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2017 from being appointed as a director in terms of Section 164 (2) of the Act.
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company does not have any pending litigations which would impact its financial position
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For Kiran Parikh & Co
Chartered Accountants
FRN: 105189W



Partner
M. No. : 038218
Place: Mumbai
Date: 8th September, 2017



Annexure A to the Auditors' Report

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

1. (a) The Company has maintained proper records showing full particulars, including the quantitative details and situation of fixed assets.
(b) As informed, some of the fixed assets were physically verified during the period by the management in accordance with programme of verification, which in our opinion provides for physical verification of all the fixed assets at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
(c) Fixed assets disposed off during the period, in our opinion, do not constitute substantial part of Fixed Assets of the Company and such disposal has not affected the going concern status of the company.
2. The company does not any inventory at the end of the year
3. The Company has neither granted nor taken any loans, secured or unsecured, to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly, clauses 3(iii)(b) to (iii)(d) of paragraph of the Order are not applicable to the Company.
4. In our opinion and according to the information and explanations given to us, there is adequate internal control system commensurate with the size of the Company and the nature of its business with regard to purchase of inventories, fixed assets and with regard to sale of goods & services. We have not come across any major weakness in the internal control during the course of the audit.
5. The company has not accepted any deposits from the public.
6. The central Government has not prescribed maintenance of cost records under section 148(1) of the Companies Act, 2013.
7. (a) The Company has been generally regular in depositing undisputed dues, including Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income-tax, Sales Tax, Wealth Tax, Service Tax and other material statutory dues applicable to it with the appropriate authorities.
(b) There were no undisputed amounts payable in respect of Provident Fund, Investor Education and Protection Fund, Employees' State Insurance, Income-tax, Sales Tax, Wealth Tax, Service Tax and other material statutory dues in arrears as at March 31, 2017 for a period of more than six months from the date they become payable.
(c) According to the information and explanations given to us, there are no dues of Income-tax, Sales Tax, Service Tax and Custom Duty, which have not been deposited with the appropriate authorities on account of any dispute.
8. The Company has not defaulted in repayment of funds to financial institutions or banks or debenture holders.
9. The Company has not given any guarantees for loans taken by others from banks or financial institutions.
10. The Company did not have any term loans outstanding during the period ended 31st March 2017.



11. According to the information and explanations given to us, no fraud on or by the Company has been noticed or reported during the course of our audit.

For Kiran Parikh & Co..
Chartered Accountants
FRN No. : 105189W



Kiran Parikh
Partner
M No. 038218
Mumbai
Date: 8th September, 2017

Secmark Consultancy Pvt. Ltd.

Balance Sheet as at 31-Mar-2017

in ₹ (Rupees)

	Particulars	Note No.	as at 31-Mar-2017	as at 31-Mar-2016
I.	EQUITY AND LIABILITIES			
1	Shareholders' Funds		12125685	8678925
	(a) Share Capital	1	100000	100000
	(b) Reserves and Surplus	2	12025685	8578925
2	Current Liabilities		14120393	7175332
	(a) Short-Term Borrowings	3	8831820	4334045
	(b) Other Current Liabilities	4	3820517	2841287
	(c) Short term Provision		1468057	-
	Total		26246078	15854257
II.	ASSETS			
1	Non-Current Assets		5969523	764055
	(a) Fixed Assets	5		
	Tangible Assets		5969523	764055
2	Current Assets		20276555	15090202
	(a) Current investments	6	2386400	3000000
	(b) Trade receivables	7	1850979	2168600
	(c) Cash and Cash Equivalents	8	227708	640310
	(d) Short-Term Loans and Advances	9	6824080	1372000
	(e) Other Current Assets	10	8987389	7909292
	Total		26246078	15854257

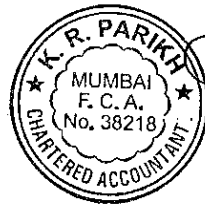
The Notes referred to above form an integral part of the Balance Sheet.

As per our report of even date

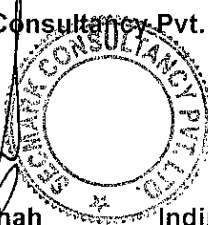
For Kiran Parikh & Co.
Chartered Accountants
Firm Registration No. 105189W

For and On behalf of the Board
Secmark Consultancy Pvt. Ltd.

CA Kiran Parikh
Partner
Membership No. 38218



Shardul Shah
Director



Indira Ramaiya
Director

I. V. Ramaiya

Place: Mumbai
Date: 08-09-2017

Secmark Consultancy Pvt. Ltd.

Statement of Profit and Loss for the year ended 31-Mar-2017

In ₹ (Rupees)

Particulars	Note No.		
I Revenue from Operations	11	21434172	19540681
II Other Income		-	-
III TOTAL REVENUE (I + II)		21434172	19540681
IV EXPENSES			
Employee Benefit Expenses	12	12284504	10156206
Finance Cost	13	402425	46616
Depreciation and Amortization Expenses	14	844928	274753
Other Expenses	15	2987498	3330624
TOTAL EXPENSES		16519355	13808199
V Profit before Exceptional and Extraordinary Items and Tax (III-IV)		4914817	5732483
VI Exceptional Items		-	-
VII Profit before Extraordinary Items and Tax		4914817	5732483
VIII Extraordinary Items		-	-
IX Profit Before Tax		4914817	5732483
X Tax Expense		-	-
Current Tax		1468057	-
Deferred Tax		-	-
XI Profit/(Loss) for the period from Continuing Operations(IX-X)		3446760	5732483
XII Profit/(Loss) from Discontinuing Operations		-	-
XIII Tax Expense of Discontinuing Operations		-	-
XIV Profit/(Loss) from Discontinuing Operations (after tax)(XII-XIII)		-	-
XV Profit(Loss) for the Period(XI+XIV)		3446760	5732483
XVI Earnings per Equity Share			
-Basic		-	-
-Diluted		-	-

The Notes referred to above form an integral part of the Balance Sheet.

As per our report of even date

For Kiran Parikh & Co.
Chartered Accountants
Firm Registration No. 105189W

CA Kiran Parikh
Partner
Membership No. 38218



For and On behalf of the Board
Secmark Consultancy Pvt. Ltd.

Shardul Shah
Director

I. V. Ramaiya
Director



Place: Mumbai
Date: 08-09-2017

Notes to and forming part of Balance Sheet as at 31-Mar-2017

1. Share Capital

1.1 Authorized, Issued, Subscribed and Paidup share capital

In ₹ (Rupees)

Particulars	as at 31-Mar-2017		as at 31-Mar-2016	
	Number of Shares	Amount	Number of Shares	Amount
Authorised Share Capital				
Equity Shares of ₹ 10.00 each	10000	100000	10000	100000
Total	10000	100000	10000	100000
Issued Share Capital				
Equity Shares of ₹ 10.00 each	10000	100000	10000	100000
Total	10000	100000	10000	100000
Subscribed and fully paid				
Equity Shares of ₹ 10.00 each	10000	100000	10000	100000
Total	10000	100000	10000	100000
Total	10000	100000	10000	100000

1.2 Reconciliation of share capital

Particulars	as at 31-Mar-2017		as at 31-Mar-2016	
	Number of Shares	Amount	Number of Shares	Amount
Equity Shares (Face Value ₹ 10.00)				
Shares outstanding at the beginning of the year	10000	100000	10000	100000
Shares Issued during the year				
Shares bought back during the year				
Shares outstanding at the end of the year	10000	100000	10000	100000

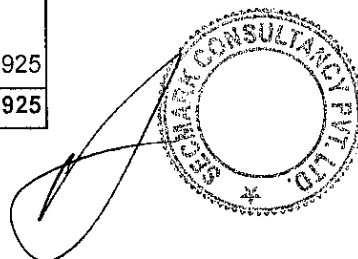
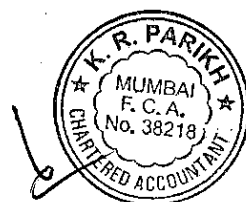
1.3 Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	as at 31st March , 2017		as at 31st March , 2016	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
Secmak Holdings Private Limited	10000	100	10000	100

2. Reserves and Surplus

In ₹ (Rupees)

Particulars	as at 31-Mar-2017	as at 31-Mar-2016
Surplus	12025685	8578925
Opening Balance	8578925	2846443
(+) Net profit/(Net loss) for the Current Year	4914817	5732483
(-) Profit & Loss A/c Res & Surplus		
(-) Provision for Tax	1468057	
Closing balance	12025685	8578925
Total	12025685	8578925



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3. Short-Term Borrowings

In ₹ (Rupees)

Particulars	as at 31-Mar-2017	as at 31-Mar-2016
Unsecured	8831820	4334045
Loans repayable on demand	4136279	1894100
Loans and advances from related parties	4186540	2624945
Other loans and advances	509000	-185000
Total	8831820	4334045

4. Other Current Liabilities

In ₹ (Rupees)

Particulars	as at 31-Mar-2017	as at 31-Mar-2016
Other Payables	3820517	2841287
Total	3820517	2841287

6. Current Investments

Particulars	as at 31-Mar-2017	as at 31-Mar-2016
Other current investments	2386400	3000000
FDR With IDFC Bk.- BKC-10000126553	1000000	1000000
FDR With IDFC Bk.- BKC-10000191170		1000000
FDR With IDFC Bk.- BKC-10000197977	1000000	1000000
FDR With IDFC Bk.- BKC-10000752467	368000	
FDR With IDFC Bk.- BKC-10000755956	18400	
Total	2386400	3000000

7. Trade receivables

In ₹ (Rupees)

Particulars	as at 31-Mar-2017	as at 31-Mar-2016
Outstanding for less than 6 months	1850979	2168600
Total	1850979	2168600

8. Cash and Cash Equivalents

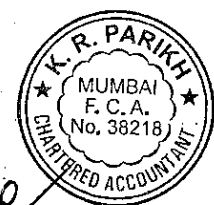
In ₹ (Rupees)

Particulars	as at 31-Mar-2017	as at 31-Mar-2016
Balances with banks	86616	72118
Ungrouped Balances With Banks	86616	72118
Cash on hand	141092	568192
Total	227708	640310

9. Short-Term Loans and Advances

In ₹ (Rupees)

Particulars	as at 31-Mar-2017	as at 31-Mar-2016
Loans and Advances	6824080	1372000
Total	6824080	1372000

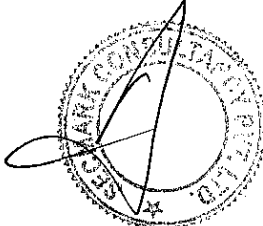


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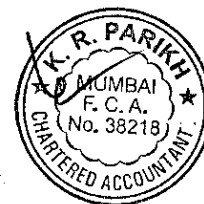
10 . Other Current Assets

In ₹ (Rupees)

Particulars	as at 31-Mar-2017	as at 31-Mar-2016
Advances	263337	61108
Interest Receivable on F D R	676717	294282
Pretti Bharajwaj		300
NTPC-Bonds-500 @ Rs. 1000/= 05.10.2015	500000	500000
Secmark Advisory Services Pvt. Ltd.	10000	10000
Secmark Holding Private Limited	8000	3000
TDR	3500000	5000000
TDS	4029335	2040602
Total	8987389	7909292



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11 . Revenue from Operations

In □ (Rupees)

Particulars	1-Apr-2016 to 31-Mar-2017	1-Apr-2015 to 31-Mar-2016
Sale of Services	20747636	19159641
Other Operating Revenues	686536	381040
Total	21434172	19540681

12 . Employee Benefit Expenses

In □ (Rupees)

Particulars	1-Apr-2016 to 31-Mar-2017	1-Apr-2015 to 31-Mar-2016
Salaries and Wages	11919634	9469018
Staff Welfare Exps.	364870	687188
Total	12284504	10156206

13 . Finance Costs

Particulars	1-Apr-2016 to 31-Mar-2017	1-Apr-2015 to 31-Mar-2016
Interest Expense	402425	46616
Interest - Bank OD A/c.	402425	46616
Total	402425	46616

14 . Depreciation and Amortization Expenses

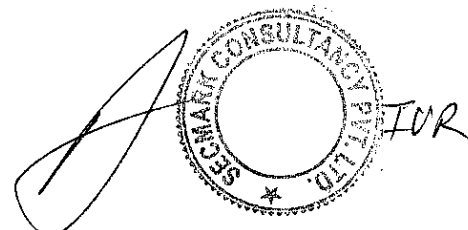
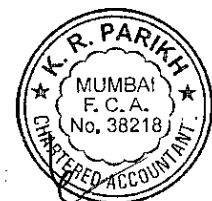
In □ (Rupees)

Particulars	1-Apr-2016 to 31-Mar-2017	1-Apr-2015 to 31-Mar-2016
Depreciation	844928	274753
Depreciation Air Conditioners	44474	9562
Depreciation Cameras & Biome	12024	
Depreciation Computer System	29172	72929
Depreciation Furniture & Fixtur	545635	
Depreciation Motor Car	54244	63816
Depreciation Scanner	8179	20446
Depreciation Server	151200	108000
Total	844928	274753

15 . Other Expenses

In □ (Rupees)

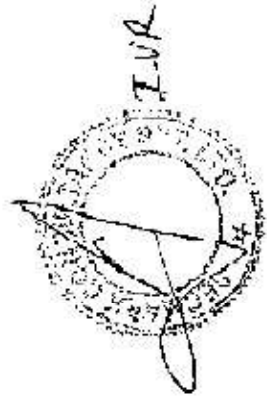
Particulars	1-Apr-2016 to 31-Mar-2017	1-Apr-2015 to 31-Mar-2016
Payment to Auditors	1500	15000
As Auditor	1500	15000
Consumption of stores and s	4772	50808
Purchases of Stores and Spa	4772	50808
Power and fuel	73029	61003
Electricity Expenses	73029	61003
Rates and taxes (excluding t	4085	
Miscellaneous expenses	2904113	3203813
Total	2987498	3330624



5. Fixed Assets

In (Rupees)

Particulars	Gross Block			Depreciation and Amortization			Net Block	
	Balance as at 01-04-2016	Addition	Disposals	Balance as at 31-03-2016	Depreciation for the Year	Balance as at 31-03-2016	Balance as at 31-03-2016	Balance as at 31-03-2017
Tangible Assets								
Vehicles	0	0	0	0	0	0	0	0
Motor Car	425442	0	0	425442	54244	118060	361626	307382
office Equipment	0	0	0	0	0	0	0	0
Air Conditioner	102990	208317	0	311307	44474	59286	88178	252021
Computer Scanner	50800	0	0	50800	37169	37169	13631	13631
Computer Server	360000	0	0	360000	144000	252000	252000	108000
Computer System	243927	40079	0	284006	56574	251881	48620	32125
Furniture & Fittings	0	5802000	0	5802000	545635	545635	0	5256365
Total	1183159	6060396	0	7233555	844927	1264031	764055	5969523



SECMARK CONSULTANCY PRIVATE LIMITED

SIGNIFICANT ACCOUNTING POLICIES

Basis of preparation of financial statements

The Financial Accounts have been prepared under the historical cost convention, in accordance with the Accounting Standards issued by the Central Government and the provisions of the Companies Act, 2013, as adopted consistently by the Company. All revenue/income and cost/expenditure having a material bearing on the financial statements are recognized on accrual basis as and when earned or incurred except recognition of dividend income.

Use of estimates

The preparation of financial statements in conformity with the generally accepted accounting principles in India requires management to make estimates and assumptions that affect the reported amounts of income and expenses of the period, assets and liabilities and disclosures relating to contingent liabilities as of the date of the financial statements. Actual results could differ from those estimates. Any revision to accounting estimates is recognized prospectively in future periods.

Fixed assets and depreciation

- Fixed assets are carried at cost of acquisition (including directly attributable costs such as freight, installation, etc.) or construction less depreciation. Borrowing costs directly attributable to acquisition or construction of those fixed assets, which necessarily take a substantial period of time to get ready for their intended use, are capitalized.
- Depreciation on assets is provided on the Written down Value Method as per the income tax rate. Depreciation on newly purchased asset is provided proportionately as per Income Tax Basis

Cash and cash equivalents

Cash and cash equivalents comprise of cash-in-hand and balance in bank in current accounts and deposit accounts.

Revenue recognition

- The Company derives its revenues primarily from management & consultancy services. Revenue is recognized at pre-determined rates as defined under contracts with clients and accounted for at the time of execution of transactions / events.
- Interest income is recognized using the time proportion method, based on the transactional interest rates.

Provision and contingent liabilities

The Company creates a provision when there is a present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Taxation

The current income tax charge is determined in accordance with the Income Tax Act, 1961 applicable to the Company.

Earnings per share

In determining earnings per share, the Company considers the net profit after tax. The number of equity shares used in computing basic earnings per share is the weighted average number of equity shares outstanding during the period.

DISCLOSURE ON SPECIFIED BANK NOTES

During the year, the company had specified Bank Notes(SBNs) or other denomination notes as defined in the MCA notification,G.S.R.308(E),dated March 31,2017.The details of SBNs and other denomination notes held and transacted during the period from 8th November 2016 to 30th December 2016 are as under.

Particulars	SBNs	Other denomination notes	Total
Closing cash in hand as on November 8, 2016	-	-	-
Add : Permitted receipts	-	-	-
Less : Permitted Payments	-	-	-
Less : Amount deposited in banks	-	-	-
Closing cash in hand as on December 30, 2016	-	-	-

NOTES TO THE ACCOUNTS

1. In the opinion of the Board the value of realization of Current Assets, Loans & Advances in the ordinary course of business would not be less than amount at which they are stated in the Balance Sheet. The provision for other known liabilities in adequate and not in excess of what is required

2. In the opinion of the Board, subject to the debts considered doubtful, Current Assets and Loans and Advances have a value on realization in the ordinary course of business at least equal to the amount at which they are stated in the Balance Sheet.
3. Previous year figures are regrouped and rearranged as per the current year's figure
4. Related party Disclosure Disclosures as required by the Accounting Standard 18 "Related Party Disclosure" are given below:

a) Key Managerial Personnel and relatives of such personnel:-

- i. Shardul Shah - Director
- ii. Vijay Ramaiya - Relative of Director

b) Transactions with related party:-

Sr No	Name of Party	Nature of Transaction	Amount in Rs as on 31/03/2017	Paid/ (received) during the period 2016-2017
1.	Shardul Shah	Loan	338540	
2.	Shardul Shah-Loan	Loan	1573000	
3.	Vijay Ramaiya	Loan	2275000	

**For and on Behalf of Board of
SecMark Consultancy Private Limited**


**Sd/-
Shardul Shah
Director
Place: Mumbai
Date: 08-09-2017**

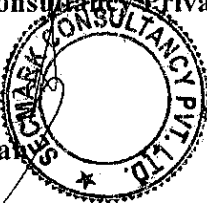
SECMARK CONSULTANCY PRIVATE LIMITED

Shareholding pattern as on 31st March, 2017

Sr. No.	Name of Shareholders	Class of Shares	Number of shares held	Amount (Rs.)
1	Secmark Holdings Private Limited	Equity	9,999	99,990
2	Mrs. Ilaben Jasvantlal Shah (nominee of Secmark Holdings Pvt. Ltd.)	Equity	1	10
Total			10,000	1,00,000

For and on Behalf of Board of
Secmark Consultancy Private Limited


Shardul Shah
Director


Indira Ramaiya
Director

Place: Mumbai
Date: 08-09-2017