

37th ANNUAL REPORT

2017-2018



KAUSHAL INVESTMENTS LIMITED

CONTENTS	Page No.
<i>Corporate Information</i>	1
<i>Notice of Thirty Seventh Annual General Meeting</i>	2 - 11
<i>Directors' Report</i>	12 - 17
<i>Management Discussion and Analysis Report</i>	18 - 19
<i>Annexures to Directors' Report</i>	20 - 45
<i>Independent Auditors' Report</i>	46 - 49
<i>Balance Sheet</i>	50
<i>Statement of Profit and Loss</i>	51
<i>Cash Flow Statement</i>	52 - 53
<i>Statement of change in Equity</i>	54
<i>Notes to Financial Statements</i>	55 - 88
<i>Independent Auditors' Report on the Consolidated Financial Statements</i>	89 - 92
<i>Consolidated Balance Sheet</i>	93
<i>Consolidated Statement of Profit and Loss</i>	94
<i>Consolidated Cash Flow Statement</i>	95 - 96
<i>Consolidated Statement of change in Equity</i>	97
<i>Notes to Consolidated Financial Statements</i>	98 - 145
<i>Attendance Slip along with Proxy Form</i>	

Registered Office (w.ef 14/02/2018)
 "Jajodia Tower" 3, Bentinck street 4th floor Room No.D-8 ,Kolkata-700001
 Tel: 91 33 2248 5664, Fax: 91 33 2243 9601
 E-mail: info@kaushalinvest.com
 Website: www.kaushalinvest.com

CORPORATE INFORMATION

Board of Directors

Ms Nidhi Sharma (Resigned on 29.08.2017)

Sri Jitendra Kumar Goyal

Sri Vidhu Bhushan Verma

Ms Pooja Agarwalla(Resigned on 29.08.2017)

Sri Mahesh Kumar kejriwal (Appointed on 29.08.2017)

Miss Ritu Agarwal (Appointed on 30.05.2018)

Managing Director

Non Executive Director

Non-Executive Independent Director

Non-Executive Independent Director

Non-Executive Independent Director

Non-Executive Additional Women Independent Director

Company Secretary Cum Compliance Officer

CS Anand Mishra (w.e.f 29.08.2017)

CS Rama Kant Mishra (Resigned on 28.08.2017)

Chief Financial Officer

Mr. Pankaj Marda

Banker

IDBI Bank Limited

Lenin Sarani, Esplanade Branch
Kolkata 700 013

ICICI Bank Limited

56B, Hemanta Basu Sarani,
Stephen House,
Ground Floor, Kolkata 700001

Statutory Auditors

T. C. Mahawar & Co.

Chartered Accountants

Arihant Enclave, Block A2

Flat No.203,2nd Floor,

493/B/57A, G.T road (South),

Shibpur, Howrah-711102

Secretarial Auditor

Anand Khandelia

7/1A, Grant Lane, 2nd Floor

Room No. 206, Kolkata-700012

Registrar & Transfer Agent

Niche Technologies Private Limited

D511, Bagree Market, 5th Floor

71, B.R.B. Basu Road

Kolkata 700001

Phone No. : 91 33 2235 7270/7271

Fax: 91 33 2215 6823

Email: nichetechpl@nichetechpl.com

Nomination & Remuneration Committee

Mr.Jitendra Kumar Goyal Chairman Non-Executive Independent Director

Mr.Vidhu Bhusan Verma Non-Executive Independent Director

Mr.Mahesh Kumar Kejriwal Non-Executive Independent Director

CORPORATE IDENTIFICATION NUMBER

CIN: L65993WB1981PLC033363

Audit committee

Mr. Jitendra Kumar Goyal

Mr.Vidhu Bhusan Verma

Mr.Mahesh Kumar Kejriwal

Chairman Non-Executive Independent Director

Non Executive-Independent Director

Non-Executive Independent Director

Stakeholders Relationship Committee

Mr.Jitendra Kumar Goyal

Mr.Vidhu Bhusan Verma

Mr.Mahesh Kumar Kejriwal

Chairman Non-Executive Independent Director

Non-Executive Independent Director

Non-Executive Independent Director

Annual General Meeting

Venue : Registered Office

Date : 28-09-2018

Day : Friday

Time : 3.00 PM.



KAUSHAL INVESTMENTS LIMITED

Regd. Office : Mercantile Building, 9/12 Lal Bazaar Street, 2nd Floor, Kolkata - 700001

E-mail : info@kaushalinvest.com ; Website : www.kaushalinvest.com

CIN : L65993WB198PLC033363

NOTICE OF THIRTY-SEVENTH ANNUAL GENERAL MEETING

NOTICE is hereby given that the 37th Annual General Meeting of the members of the Company will be held at its registered office at 3, Bentinck street, 4th floor , Room No. D-8, Kolkata-700001 on Friday, the 28th September, 2018 at 3.00 P.M. to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Accounts of the Company for the year ended 31st March, 2018 along with Director's Report and Auditor's Report thereon.
2. To appoint a Director in place of Mr. Jitendra Kumar Goyal (DIN : 00468744), who retires by rotation in terms of section 152(6) of the companies Act, 2013 and being eligible, offers himself for re-appointment.

3. Appointment of statutory auditor

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 139, 142 and 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, M/s C.K. CHANDAK & Co, Chartered Accountants (ICAI Firm Registration 326844E), be and are hereby appointed as the Statutory Auditors of the Company to fill the vacancy caused by the resignation of M/s T.C. MAHAWAR & Co., (ICAI Firm Registration 322294E) for a term of five years commencing from the conclusion of Thirty-Seventh Annual General Meeting up-to the conclusion of the Forty Two Annual General Meeting to be held in 2023 (subject to ratification of their appointment by the Members at every intervening Annual General Meeting held after this Annual General Meeting) on such remuneration plus service tax, out of pocket expenses etc. as may be mutually agreed upon by the Board of Directors and the auditors.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all acts and take all such steps as may be considered necessary, proper or expedient to give effect to this Resolution."

SPECIAL BUSINESS

4. **To Appoint Ms Ritu Agarwal (DIN- 08143534) as a Non-Executive additional Woman Independent Director of the Company;**

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

"RESOLVED THAT pursuant to the provisions of Section 149, 152 read with schedule IV and all other applicable provisions of the Companies Act, 2013 and the Companies(Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Regulation 25 of the securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Ms Ritu Agarwal (DIN- 08143534) who has submitted a declaration of independence under section 149(6) of the Companies Act, 2013 and is eligible for appointment and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013 signifying his intention to propose Ms. Ritu Agarwal as a candidate for the office of director of the company to hold office for a term of five years from term upto the conclusion of 42nd Annual General Meeting to be held in the calendar years 2023.

RESOLVED FURTHER THAT the Board of Directors of the Company and/ or Company Secretary of the Company be and is hereby authorized to do all acts and take all such steps as may be considered necessary, proper or expedient to give effect to this Resolution."

5. Approval of related party transactions to consider and if thought fit, to pass, with or without modification(s) the following resolution as an ordinary resolution :

RESOLVED that pursuant to the provisions of section 188 of the companies act, 2013 (Act) and other applicable provisions, if any, read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014, as amended from time to time, Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and pursuant to the consent of the Audit Committee and Board of Directors the approval of Shareholders be and is hereby accorded to the Board of Directors of the Company to enter into contract(s) / arrangement(s) / transaction(s), contracts (including any other transfer of resources, services or obligations) either to entered or to be entered into by the Company with related parties within the meaning of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as detailed in table forming part of the Explanatory statement annexed to this Notice.



RESOLVED FURTHER THAT the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company, to do all such acts, deeds, matters and things as may be necessary, expedient or desirable including any negotiation/renegotiation/modification/ratification/amendments to or termination thereof, of the subsisting arrangements / transactions / contracts or any future arrangements / transactions / contracts and to make or receive / pay monies or to perform all other obligations in terms of such arrangements / transactions / contracts with the Related parties.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby accorded to severally do or cause to be done all such acts, matters, deeds and things and to settle any queries, difficulties, doubts that may arise with regard to any of the transactions with the related parties and severally execute such contracts, agreements, documents and writings and to make such filings, as may be necessary, expedient or desirable for the purpose of giving full effect to this resolution, in the best interest of the Company.

**By Order of the Board
Kaushal Investments Limited**

Registered Office: Jitendra Kumar Goyal
3, Bentinck street, 4th floor, Director
Room No. D-8 (DIN : 00468744)
Kolkata-700001
CIN: L65993WB1981PLC033363
Phone: 91 33 2248 5664
E-mail: info@kaushalinvest.com
Website: www.kaushalinvest.com
Date: 30.05.2018

NOTES:

- 1. A Member entitled to attend and vote at the Meeting is also entitled to appoint a proxy to attend and vote instead of himself and the proxy need not be a Member of the Company. Proxy form is annexed to the notice.** A person can act as a proxy on behalf of members not exceeding fifty and holding in aggregate not more than ten percent of total share capital of the Company. A Member holding more than ten percent 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 proxy for any other person or Member. Proxies in order to be effective must be lodged with the Company's Registered Office at least 48 hours before the commencement of the Meeting.
2. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 in respect of the item of Special Business to be transacted at the meeting is annexed hereto.
3. The information as required to be provided in terms of Regulation 36(3) and 26(4) of the SEBI (Listing

Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulation") regarding the Directors who are proposed to be re-appointed is annexed.

4. The Register of Members and Share Transfer Books of the Company shall remain closed from 22nd September, 2018 to 28th September, 2018. (both days inclusive).
5. The Securities and Exchange Board of India (SEBI) has mandated by its Circular dated 20th April 2018 for submission of Permanent Account Number (PAN) and Bank details together with an original cancelled cheque leaf/attested Bank Pass Book showing the name of Account Holder to the Registrar and Share Transfer Agent (RTA) of the Company by all the security holders holding securities in physical form. To facilitate the above, a letter from the RTA enclosing a Form where the above particulars are to be provided is being sent with this Notice to the Members who hold the shares in physical form. The said Members are requested to promptly submit the required information and documents asked for to Niche Technologies Pvt Ltd, Registrar and Share Transfer Agent of the Company.
6. SEBI has recently amended Regulation 40 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 by its notification dated 8th June, 2018 providing that except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in dematerialized form with a Depository. This provision shall come into force on the one hundred and eightieth day from the date of publication of the notification in the Official Gazette. In view of the above, the Shareholders holding shares of the Company in physical mode are requested to get their shares dematerialized at an early date.
7. Corporate members intending to send their authorised representatives to attend the Meeting pursuant to Section 133 of the Companies Act, 2013 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.
8. 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.
9. Members are requested to send their queries, if any on the accounts or operations of the company, to reach the Compliance Officer at the Company's Registered Office, at least 7 (seven) working days prior to the meeting, so that the information can be complied in advance.
10. Members who have not registered their e-mail addresses so far are requested to register their e-mail addresses for receiving all communication including Annual Report, Notices, Circulars, etc. from the



Company electronically further.

11. Members/ Proxies/ Authorised Representatives are requested to bring the attendance slip(s) duly filled in for attending the AGM. Members who hold shares in dematerialized form are requested to write their DP ID and Client ID number and those who hold shares in physical form are requested to write their folio number on the attendance slip for attending the AGM and hand over the duly filled attendance slip(s) at the entrance to the venue.
12. Relevant documents referred to in the accompanying Notice and in the Explanatory Statements are open for inspection by the Members at the Company's Registered Office on all working days of the Company during business hours upto the date of the Meeting.
13. Members desirous of making a nomination in respect of their shareholding, as permitted by section 72 of the Companies Act, 2013, are requested to write to the Registrar and Transfer Agent of the Company for the prescribed form.
14. Members are requested to mention their Folio Number in all their correspondence with the Company in order to facilitate response to their queries promptly.
15. Members/Proxies are requested to kindly take note of the following:
 - (i) Copies of Annual Report will not be distributed at the venue of the meeting.
 - (ii) Attendance Slip, as sent herewith, is required to be produced at the venue duly filled in and signed, for attending the meeting.
 - (iii) Entry to the venue will be strictly on the basis of produce of duly completed and signed Attendance Slip; and
 - (iv) In all correspondences with the Company and/or the R & T Agent, Folio No. must be quoted.
16. Members who are holding shares in identical order of names in more than one folio are requested to write to the Company enclosing their share certificate to enable the Company to consolidate their holdings in one folio.
17. Niche Technologies Pvt. Ltd. is the Registrar and Share Transfer Agent (RTA) of the Company. All investor related communication may be addressed to the following address:

Niche Technologies Pvt. Ltd.
D-511 Bagree Market, 5th Floor
71, B.R.B. Basu Road
Kolkata 700001
Phone No. : 033 22357270/71
Telefax : 033 22156823
Email: nichetechpl@nichetechpl.com
18. The Ministry of Corporate Affairs (MCA) has come out with Circular Nos. 17/2011 dated 21/04/2011 & 18/2011 dated 29/04/2011 propagating "Green

Initiative" encouraging Corporates to serve documents through electronic mode. In view of the above, shareholders are requested to update their e-mail address with the RTA of the Company, if shares are held in physical form and with their Depository Participants (DP), if the shares are held in Dematerialized form.

Members may also note that the Notice of the 37th Annual General Meeting and the Annual Report for 2018 will also be available on the Company's website www.kaushalinvest.com for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office in Kolkata, West Bengal for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: info@kaushalinvest.com

19. Voting through electronic means

- I. In terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company has engaged the service of National securities Depository Limited (NSDL) to provide the facility of electronic voting (e-voting) in respect of the Resolutions proposed at this Annual General Meeting. The Board of Directors has appointed Mr. Anand Khandelia, Practicing Company Secretary, as the Scrutinizer for this purpose.
- II. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (..... obligations and Disclosure Requirements) Regulations, 2015 and the secretarial standard on general meeting (SS2) issued by the Institute of Company secretaries of India. the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
- III. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper.



IV. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

V. The remote e-voting period commences on 25th September, 2018 (9:00 a.m. IST) and ends on 27th September, 2018 (5:00 p.m. IST) During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 21st September, 2018, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter at 5.00 pm. 27th September. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

VI. The process and manner for remote e-voting are as under:

The way to vote electronically on NSDL, e-Voting system consists of "Two Steps" which are mentioned below :

Step 1 : Log-in to NSDL e-voting system at <https://www.evoting.nsdl.com/>

Step 2 : Cast your vote electronically on NSDL e-Voting system.

Details on Step-1 is mentioned below :

How to Log-into NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Logging" which is available under "Shareholders" section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once log in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is :
a) For Members who hold shares in demat account with NSDL	8 Character DP ID followed by 8 Digit Client ID for example if your DP ID is IN300

b) For Members who hold shares in demat account with CDSL.	*** and Client ID is 12***** then your user ID is IN300*** 12***** 16 Digit Beneficiary ID For example if your Beneficiary ID is 12*** ***** then your user ID is 12***** ***
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company for example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Your password details are given below :

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'Initial password' password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a.pdf file. Open the .pdf file. The password to open the.pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The.pdf file contains your 'User ID' and your 'Initial password'.
 - ii) If your email ID is not registered, your 'initial password' is communicated to you on your postal address.

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password :

- a) Click on **"Forgot User Details / Password?"** (If you are holding shares in your demat account with NSDL or CDSL) option available on **www.evoting.nsdl.com**.
- b) **"Physical User Reset Password?"** (if you are holding shares in physical mode) option available on **www.evoting.nsdl.com**.
- c) If you are still unable to get the password by aforesaid two options, you can send a request at **evoting@nsdl.co.in** mentioning your demat account number / folio number, your PAN, your name and your registered address.



7. After entering your password, tick on Agree to "Terms and conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button
9. After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 are given below :

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.
3. Select "EVEN" of company for which you wish to cast your vote.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
6. Upon confirmation, the message "Vote cast successfully" will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution / Authority letter, etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to akkhandelia@rediffmail.com with a copy marked to evoting@nsdl.co.in
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "**Forgot User Details/Password?**" or "**Physical User Reset Password?**" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently

Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no. : 1800-222-990 or send a request at evoting@nsdl.co.in

- VIII. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of **21st September, 2018**. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through polling paper.
- IX. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. of **21st September, 2018** may obtain the login ID and password by sending a request at evoting@nsdl.co.in or RTA at nichetechpl@nichetechpl.com
- X. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com or contact NSDL at 022 2499 4738 (Mr. Rajiv Ranjan) or at the toll free no. : 1800-222-990.
- XI. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- XII. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
- XIII. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of "Ballot Paper" for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- XIV. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than 48 (Forty Eight) hours of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.



- XV.** The Results declared alongwith the report of the Scrutinizer shall be placed on the website of the Company www.kaushalinvest.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the Calcutta Stock Exchange Limited, where the shares of the company are listed.
- XVI.** Subject to receipt of requisite number of votes, the resolutions set out in the Notice shall be deemed to be passed on the date of AGM.

**By Order of the Board
Kaushal Investments Limited**

Registered Office:

3, Bentinck street, 4th floor,
Room No. D-8
Kolkata-700 001

CIN: L65993WB1981PLC033363

Phone: 91 33 2237 4951

E-mail: info@kaushalinvest.com

Website: www.kaushalinvest.com

Date: 30.05.2018

Jitendra Kumar Goyal

Director
(DIN : 00468744)

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 ("THE ACT")

ITEM No.4:

The Board of Directors of the Company (the 'Board') on recommendation of the Nomination and Remuneration Committee, at its meeting held on 30th May 2018 has subjected to the approval of members, appointed Miss Ritu Agarwal as Non executive additional Independent Woman Director, to be ratified for a period of 5 (five) consecutive years for a term up to the conclusion of the 42nd Annual General Meeting of the Company in the calendar year 2023.

The matter regarding appointment of Miss Ritu Agarwal as Non-Executive additional Independent woman Director was placed before the Nomination & Remuneration Committee, which commends her appointment as an Independent Director up to the conclusion of 42nd AGM to be held in calendar year 2023, when she will retire as per the policy on retirement of directors adopted by the Company.

Miss Ritu Agarwal is a Cost & Management Accountant & Company Secretary. She passed the her Company Secretary in 2010 and Cost & Management Accountant in 2015 and hold a Bachelor's degree in Commerce. Her Directorship on the Board of the Company will also serve the purpose of women director in the Board further will help company to grow and make wise decision.

In the opinion of the Board, Miss Ritu Agarwal fulfils the conditions specified in the Act and the Rules made there under for appointment as Independent Director and she is

independent of the management. The Company has also received declaration from Ms. Ritu Agarwal that she meets with the criteria of independence as prescribed both under sub-Section (6) of Section 149 of the Act and under Listing Regulation

Miss Ritu Agarwal does not hold any shares in the company and is not disqualified from being appointed as Director in terms of Section 164 of the Act and has given her consent to act as Director.

Copy of the draft letter for appointment of Miss Ritu Agarwal as Non executive additional Independent Woman Director setting out the terms and conditions is available for inspection by members at the Registered Office of the Company.

The Company has received notices in writing from members along with the deposit of requisite amount under Section 160 of the Act proposing the candidature of Miss Ritu Agarwal for the office of Director of the Company.

Miss Ritu Agarwal is interested in the resolution set out respectively at Item No. 4 of the Notice with regard to his respective appointment.

The relatives of Miss Ritu Agarwal may be deemed to be interested in the resolutions set out respectively at Item No. 4 of the Notice, to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in this resolution.

The Board commends the Ordinary Resolution set out at Item Nos. 4 of the Notice for approval by the members.

Item No. 5 :

In terms of Regulation 23(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), all material related party transaction, i.e., transaction which individually or taken together exceeds 10% of the annual consolidated turnover of the listed entity as per the last audited financial statements, require approval of the shareholders and the related parties to the particular transaction shall abstain from voting on such resolutions.

However, in view of the business requirements of the Company the Board of Directors, based on the recommendations of the Audit Committee, has decided to get under mention list of related party transaction approved by the member in ensuing annual general meeting.



KAUSHAL INVESTMENTS LIMITED

Information required to be provided under Rule 15(3) of the Companies (Meeting of the Board and its Power) Rules, 2014 is as under :

Sl. No.	Name of Related Party	Nature of Relationship	Nature of Material Terms of Transaction	Aggregate maximum value of the contract or arrangement per financial year
1.	Varsha Goyal	Relative of KMP	Loans / Investments / Reimbursement of expenses / Interest / Advance / Sale / Purchase. The proposed contracts / arrangements / transactions of inter corporate loan(s) or any sale / Purchase transaction(s) or any security (ies) / or any form of debt and/ or a combination thereof are as per Related Party Transaction Policy of the Company so the same may be decided by the Board of Directors at relevant time as mutually agreed between the parties within the overall limits approved by the members.	Aggregate limit of Rs. Two Cr. for all these entity, severally and / or jointly.
2.	Renu Goyal			
3.	Sumit Goyal			
4.	Virendra Kumar Goyal			
5.	Shiv Kumar Marda			
6.	Prabhat Kumar Marda			
7.	Saroj Devi Marda			
8.	Meena Marda			
9.	ABM Finlease Private Limited	Entities where KMP and their relatives have significant influence / influence		
10.	Anjaniputra Promoters Private Limited			
11.	Ashok Vatika Agro Farms Private Limited			
12.	Aurelian Commercial LLP	LLP in which KMP is a Partner		
13.	Aurelian Trading LLP			
14.	Centuple Commercial LLP			
15.	Centuple Trading LLP			
16.	Daffodil Dealtrade Private Limited	Entities where KMP and their relatives have significant influence / influence		
17.	Decillion Finance Limited			
18.	Dignity Dealtrade Private Limited			
19.	Goyal Commercial Private Limited			
20.	Horizon Agro Processing Private Limited			
21.	Daulat Vintrade LLP	LLP in which company is a Partner		
22.	Icon Commotrade LLP			
23.	Littlestar Tracom LLP			
24.	Twinkle Vintrade LLP			
25.	Planet Dealtrade LLP			
26.	Merit Commosale LLP			
27.	Maruti Tie-up LLP			
28.	Laxmidhan Properties Private Limited	Entities where KMP and their relatives have significant influence /influence		
29.	Mayborn Investments Private Limited			
30.	Rambhakta Enterprise LLP	LLP in which company is a Partner		
31.	Shreyans Stockinvest Private Limited	Entities where KMP and their relatives have significant influence /influence		



KAUSHAL INVESTMENTS LIMITED

Information required to be provided under Rule 15(3) of the Companies (Meeting of the Board and its Power) Rules, 2014 is as under :

Sl. No.	Name of Related Party	Nature of Relationship	Nature of Material Terms of Transaction	Aggregate maximum value of the contract or arrangement per financial year
32.	Silverlake Tradelink LLP	LLP in which KMP is a Partner		
33.	Skylight Vintrade LLP			
34.	SMRK Investment & Finance Private Limited	Entities where KMP and their relatives have significant influence / influence		
35.	Spectrum Pestorgan Private Limited			
36.	Success Dealers LLP	LLP in which KMP is a Partner		
37.	Sumit Technisch & Enterprises Private Limited	Entities where KMP and their relatives have significant influence / influence		
38.	Turbo Consultants & Enterprises Private Limited			
39.	Varsha Goyal Benefit Trust	Trusts where KMP and their relatives have significant influence / influence		
40.	Sumit Goyal Benefit Trust			
41.	Vedik Holdings Private Limited	Entities where KMP and their relatives have significant influence / influence		
42.	Vibgyor Commotrade Private Limited			
43.	Yashoyog Commercial LLP	LLP in which KMP is a Partner		
44.	Yerrow Finance and Investments Private Limited	Entities where KMP and their relatives have significant influence / influence		
45.	Zigma Commosales Private Limited			
46.	G Jitendra HUF	HUF in which Director / KMP or his Relative is a Member		
47.	Y K Goyal HUF			
48.	Pankaj Marda HUF			
49.	S Marda HUF			
50.	Virendra Kumar Goyal HUF			
51.	Yashoyog Investments	Partnership in which KMP have significant influence/ influence		
52.	KVZ Enterprises			

The rate of interest on Loans as contemplated above shall not be lower than the 9% per annum.

Any other information relevant or important for the members to take a decision on the proposed resolution : NIL

The Audit Committee has approved the above said related party transactions and has noted that these transactions are in the ordinary course of business and are at arm's length.

The approval of the members is sought by way of Ordinary resolution under Regulation 23 of the Listing Regulations. Your Directors recommend the resolution for members' approval by an Ordinary Resolution.

Mr. Jitendra Kumar Goyal, Mr. Vidhu Bhushan Verma & Mr. Pankaj Marda are interested in the Resolution mentioned at item No. 5 of the Notice with regard to his appointment. Other than

Mr. Jitendra Kumar Goyal, Mr. Vidhu Bhushan Verma & Mr. Pankaj Marda and their relatives, no other Director, Key Managerial Personnel or their respective relatives are concerned or interested, financial or otherwise in the Resolution mentioned at Item No. 5 of the Notice.



ANNEXURE TO ITEMS 2 & 4 OF THE NOTICE

Detail of Director seeking re-appointment/appointment at the forthcoming Annual General Meeting in pursuance of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Name of the Director	Mr. Jitendra Kumar Goyal	Ms. Ritu Agarwal
Director Identification Number (DIN)	00468744	08143534
Date of Birth	03/11/1963	11/07/1988
Nationality	Indian	Indian
Date of Appointment on Board	28/05/2017	30/05/2018
Qualification	B.Com (Hons.)	Cost & Management Accountant & Company Secretary
Expertise in specific functional area	He has more than 25 years of experience and vast expertise in the field of finance, capital markets and related activities. He has been leading the company on almost all levels of the organization which helps him to understand and handle major functions of our company. Under his dynamic leadership and vast experience, we are able to deliver constant value to our customers time and gain. His continuation as a Director on the Board of the Company will help the Company to grow and make wise decisions.	She has experience in Accountancy, Statutory Compliance, Auditing, Direct Tax matters including Compliances.
Shareholding in Kaushal Investments Limited	NIL	NIL
List of Directorships held in other Listed Companies (excluding foreign, private and Section 8 Companies)	1. Scintilla Commercial & Credit Limited 2. Decillion Finance Limited 3. Virat Leasing Limited	1. Scintilla Commercial & Credit Limited
Memberships / Chairmanships of Audit and Stakeholders' Relationship Committees across Public companies including Kaushal Investments Limited	3- Membership 3 - Chairmanship	NIL
Relationships between the Directors inter-se	NIL	NIL

MAP SHOWING LOCATION OF THE VENUE OF THE 37th ANNUAL GENERAL MEETING

Venue: “Jajodia Tower” ,3 Bentinck street, 4th floor ,Room No.D-8 Kolkata-700 001



**DIRECTORS' REPORT**

To,
The Members,

Your directors have pleasure in presenting their Thirty-Seventh Annual Report on the business and operations of **Kaushal Investments Limited** (the "Company") together with the audited statement of accounts for the year ended 31st March, 2018.

Financial Highlights (Standalone and Consolidated)

The Company is performance during the year ended 31st March, 2018 compared to the previous financial year, is summarised below:

(₹ in'000)

Financial Result	Year Ended 31.03.2018	Year Ended 31.03.2017
Total Income	926.86	716.76
Less: Expenditure	2,031.71	967.64
Profit /(Loss) Before exceptional Items and Tax	(1104.31)	(250.89)
Less: Tax Expenses	11.60	183.12
Profit /(Loss) for the year	(115.91)	(434.01)
Other Comprehensive Income / (Loss)	1,276.16	7,484.77
Total Comprehensive Income for the year	160.25	7050.77

The consolidate performance of the group as per consolidated financial statement as under

(₹ in '000)

Financial Result	Year Ended 31.03.2018	Year Ended 31.03.2017
Total Income	19,824.03	716.76
Less: Expenditure	20,266.24	1,215.32
Profit /(Loss) Before share of associate and tax	(442.21)	(498.56)
Less: Tax Expenses	98.51	183.12
Profit /(Loss) for the year	(552.88)	(695.06)
Other Comprehensive Income / Loss	(18,443.48)	7,484.77
Total Comprehensive Income/(Loss) for the year	(18,986.36)	6,789.71
Profit/(Loss) for the year attributable to :-		
(a) Owners of the Parent	(542.66)	(695.06)
(b) Non-Controlling interests	(10.23)	-
Other Comprehensive Income/(Los) attributable to :		
(a) Owners of the parent	(21,701.75)	7,484.77
Total Comprehensive Income/(Loss) attributable to :-		
(a) Owners of the parent	(22,244.40)	6,789.71
(b) Non-controlling interests	3,258.05	-

Review of Operations

The Company earned Total Income of ₹ 926.86 thousand as compared of ₹ 716.76 thousand during previous year.

The Company earned a Net Profit of ₹ 160.25 thousand as compared to ₹ 7050.77 thousand during previous year.

**Material Changes & Commitments**

No material changes and/or commitments affecting the financial position of the Company occurred between the end of the financial year to which the attached financial statements relate to and up to the date of this report.

Dividend

Your directors do not to recommend any dividend for the Financial year ended on 31st March, 2018.

Transfer to Reserves

Your Directors propose to transfer nil amounts to the General Reserves.

Deposits

The Company has not accepted any public deposits as such, no amount on account of principal or interest on public deposits was outstanding as on the date of the balance sheet.

The Company has not accepted deposits from the public falling within the ambit of Section 73 of the Companies Act, 2013 and the Rules framed there under.

Share Capital

During the year under review the company has not altered its share capital.

Change in the nature of business, if any

There is no change in the nature of the business of the Company.

Statutory & Legal Matters

There has been no significant and/or material order(s) passed by any Regulators / Courts / Tribunals impacting the status. However there was a notice received by the company from the Calcutta Stock Exchange regarding issue related to shell company. All queries issued by the Calcutta Stock Exchange duly replied, the matter is under process.

Financial Liquidity

Cash and cash equivalent as on March 31, 2018 was Rs.62.98 thousand (Previous year 2364.28 thousand).

The Company's working capital management is based on a well-organized process of continuous monitoring and controls.

Subsidiary / Joint Ventures / Associates

Pursuant to section 134 of the Companies Act, 2013 and Rule 8(1) of Companies (Accounts) Rules 2014, the report on the performance and financial position of subsidiaries and associate included in the Consolidate Financial Statement of the Company. The Company is having a policy on determining materiality of subsidiaries which is available at <http://www.kaushalinvest.com/policy/Doc163749.Policy%20on%20Material%20Subsidiaries%20%20of%20Kaushal.pdf>. Your company has following subsidiary and associate companies and considered for the purpose of preparing of consolidate financial statement.

1. Aurelian Commercial Pvt. Ltd. - Wholly owned Subsidiary
2. Aurelian Trading Pvt. Ltd. - Wholly owned Subsidiary
3. Fastflow Commodeal Ltd. - Subsidiary (56.40%)
4. Lifestyle Vanijya LLP - Step down Subsidiary (wholly owned)
5. Ultra Dealers Pvt. Ltd. - Step down Subsidiary (Wholly owned)
6. Moti Finvest Ltd. - Step down Subsidiary (50.09%)
7. Indigo Dealers Pvt. Ltd. - Associate (43.06%)
8. Icon Commotrade Pvt. Ltd. - Associate (49.42%)

In compliance with IND-AS-110, your Company has prepared its consolidate financial statements, which forms parts of this annual report. Pursuant to the provision of section 129(3) of the Companies Act, 2013 a separate statement containing the salient feature of the subsidiary companies in the prescribed form AOC-1 is also included in the Board Report and is attached as Annexure I. The accounts of the subsidiary companies will be available at the website of the company www.kaushalinvest.com and kept open for inspection at the registered office of the Company.

Consolidated Financial Statements

The consolidated financial statements of the Company as on March 31, 2018 are prepared in compliance with the applicable provisions of the Companies Act, 2013, and as per applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The audited consolidated financial statements together with the Auditors' Report thereon form part of the Annual Report. The Net Worth of the consolidated entity as on March 31, 2018, stood at ₹ 193629.90 against ₹ 212706.97 at the end of the previous year.

Internal Financial Control

The Company has in place adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weaknesses in the design or operation were observed.

Risk Management

Although the company has long been following the principle of risk minimization as the norm in every industry, it has now become a compulsion. The Board members were informed about risk assessment and after which the Board formally adopted and implemented the necessary steps for monitoring the risk management plan for the company.

Directors and Key Managerial Personnel**Change in Director**

During the year under remained, at a meeting of The Board of Directors of the Company held on 30th May, 2018, on the recommendation of Nomination and Remuneration Committee, appointed Ms. Ritu Agarwal (DIN: 08143534) as an additional independent non executive woman director of the Company. Further, in the Board Meeting held on 29th August, 2017 the Board took note of



resignation of Ms. Pooja Agarwala as director and Ms. Nidhi Sharma as Managing Director of the company and place on record their valuable services rendered toward the company.

Directors coming up for retirement by rotation

In accordance with the provisions of the Companies Act, 2013, Mr. Jitendra Kumar Goyal (DIN : 00468744) retires by rotation at the ensuing Annual General Meeting and being eligible offers himself for re-appointment. Brief Profile of Mr. Jitendra Kumar Goyal, who is to be re-appointed is furnished in the notice of the ensuing Annual General Meeting as per Regulations 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Board of Directors of your Company recommends the re-appointment of Mr. Jitendra Kumar Goyal at the ensuing Annual General Meeting.

Independent Directors

None of the independent directors are liable to retire by rotation. In accordance with Section 149(7) of the Companies Act 2013, each Independent Director has given a written declaration to the Company confirming that he/she meets the criteria of Corporate Overview Financial Highlights Board & Management Reports Financial Statements 51 independence as mentioned under Section 149(6) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Meetings of Board of Directors

During the Financial Year 2017-18, six (6) meeting of the Board of Directors of the Company were held. The details of which are given in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013

Board Induction, Training and Familiarisation programme for Independent Directors

At the time of appointment of the Director, a formal letter of appointment is given to her which inter-alia explains the role, functions, and responsibilities expected from her as a Director of the Company. The Director is also explained in detail the various compliances required from her as a Director under the various provisions of the Companies Act 2013, Regulation 25 SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, SEBI (Prohibition of Insider Trading) Regulations, 2011, the Code of Conduct of the Company and other relevant regulations. The Director, upon appointment, is formally inducted to the Board. In order to familiarize the Independent Directors about the business drivers, they are updated through presentations at Board Meetings about the Financials of the company and also about the new product launches. They are also provided booklets about the business and operations of the company.

The Directors are also updated on the changes in relevant corporate laws relating to their roles and responsibilities

as Directors.

Meetings of Independent Directors

A separate meeting of the Independent Directors was held on 14th February, 2018. Mr. Vidhu Bhushan Verma was elected as the Lead Independent Director of the Company. Details of the separate meeting of the Independent Directors held and attendance of Independent Directors are provided in the Report on Corporate Governance forming part of this report.

Remuneration Policy of Director

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration. The Company's Remuneration Policy is available at [http://www.kaushalinvest.com / policy / DOC_211024.Nomination %20&%20 Remuneration %20 Policy%20of%20Kaushal%20doc.pdf](http://www.kaushalinvest.com/policy/DOC_211024.Nomination%20&%20Remuneration%20Policy%20of%20Kaushal%20doc.pdf)

Contracts and Arrangements with Related Party

All Related party transactions that were entered into during the financial year were on an arms length basis and in the ordinary course of business. During the year the Audit Committee had granted omnibus approval for transactions which were repetitive in nature for one financial year and all such omnibus approval were reviewed by audit committee on a quarterly basis. All related parties transactions were placed in meeting of Audit Committee and the Board of Directors for necessary review and approval. These transactions were in the Ordinary Course of Business of your Company and were at Arms Length Basis, details of which, as required to be provided under section 134(3)(h) of the Companies Act, 2013 are disclosed in Form AOC-2 as Annexure-II and forms part of this Annual Report.

The Policy on Related transactions as approved by the Board has been uploaded on the Company's Website and may be accessed at the link [http://www.kaushalinvest.com /policy/DOC_163619.KAUSHAL-RPT-policy.pdf](http://www.kaushalinvest.com/policy/DOC_163619.KAUSHAL-RPT-policy.pdf).

The details of the transactions with related parties during 2017-18 are provided in the accompanying financial statements.

Performance Evaluation

The Nomination and Remuneration Committee (NRC) of your Company has formulated and laid down criteria for performance Evaluation of the Board (including Committees) and every director (including Independent Directors and Chairman & Managing Director) pursuant to provision of Section 134, Section 149 read with Code of Independent Directors(Schedule IV)and section 178 of the Companies Act,2013 and Regulation 19(4) read with Part D of Schedule II of SEBI Listing Regulations,2015 covering inter-alia the following parameters namely:

- 1.Board Evaluation- degree of fulfillment of key responsibilities; Board culture and dynamics
- 2.Board Committee Evaluation-effectiveness of meetings; committee dynamics.



3. Individual Director Evaluation (including IDs)- contribution at Board Meetings.

Further, the Chairman and Executive Director is evaluated on key aspects of the role which includes inter alia effective leadership to the Board and adequate guidance to the CEOs.

Board Evaluation

The Securities Exchange Board of India (SEBI) vide its circular No. SEBI/HO/CFD/CMD/CIR/P/2017/004 dated 5th January 2017 had issued a guidance note on Board Evaluation which inter alia contains indicative criterion for evaluation of the Board of Directors, its Committees and the individual members of the Board.

The Board of Directors at its Meeting held on 5th April, 2017 had considered and adopted the indicative criterion for evaluation of the Board of Directors, the Committees of the Board and the individual directors as enumerated in the said Circular and amended the Board evaluation framework accordingly.

Pursuant to the new Evaluation Framework adopted by the Board, the Board evaluated the performance of the Board, its Committees and the Individual Directors for the financial year 2017-18. After the evaluation process was complete, the Board was of the view that the performance of the Board as a whole was adequate and fulfilled the parameters stipulated in the evaluation framework in its pro-growth activity and facing challenging operational, climatic and economic adversities during the year. The Board also ensured that the Committees functioned adequately and independently in terms of the requirements of the Companies Act, 2013 and the Listing Regulations and at the same time supported as well as coordinated with the Board to help in its decision making. The individual Directors' performance was also evaluated and the Board was of the view that the Directors fulfilled their applicable responsibilities and duties as laid down by the Listing Regulations and the Companies Act, 2013 and at the same time contributed with their valuable knowledge, experience and expertise to grab the opportunity and counter the adverse challenges faced by the Company during the year.

Whistle Blower Policy (Vigil Mechanism)

Your Company has formulated a codified Whistle Blower Policy incorporating the provision relating to Vigil Mechanism in terms of section 177 of the Companies Act, 2013 and Regulation 22 of SEBI Listing Regulations, 2015 in order to encourage Directors and Employees of your Company to escalate to the level of the Audit Committee any issue of concerns impacting and compromising with the interest of your company and its stakeholders in any way. Further refer **Annexure IV**.

Corporate Social Responsibility

The provisions of Companies Act, 2013 regarding Corporate Social Responsibility are not applicable to the Company.

Listing

The shares of the Company are listed on The Calcutta Stock Exchange Limited. The Company's shares are compulsorily traded in the dematerialized form. The ISIN allotted is INE612E01016.

Auditor and Auditors' Reports

Change in Auditors

Your Company's Auditors, M/s. T. C. Mahawar & Co., Chartered Accountants (FRN : 322294E), Kolkata, were appointed as Statutory Auditors of the Company from the conclusion of the Annual General Meeting held on 25.09.2017 until the conclusion of 41st Annual General Meeting to be held in the year 2022. But due to his preoccupation and lack of professional staff in other services he is resigning from the post of statutory auditor of the company in forthcoming AGM.

M/s. C. K. Chandak & Co. Chartered Accountants have been proposed to be appointed as statutory auditors of the Company at the ensuing Annual General Meeting for a period of five years from the conclusion of the ensuing 37th AGM till the conclusion of 42th AGM of the Company. The said firm has given its consent and declared that they are not disqualified to be appointed as statutory auditors.

Report of M/s. T. C. Mahawar & Co., Chartered Accountants, and statutory auditor's Report does not contain any qualifications, reservations or adverse remarks. The Auditor's Report is enclosed with the financial statements in this Annual Report.

Auditor's Certificate on Corporate Governance

As required by SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the auditor's certificate on corporate governance is enclosed as Annexure -IV to the Board's report

Secretarial Audit

Pursuant to the provisions of Section 204 of the Companies Act 2013, and the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, the Company has appointed Mr. Anand Khandelia, Practising Company Secretaries, as its Secretarial Auditor to undertake the Secretarial Audit for the financial year 2017-18. The Secretarial Audit Report certified by our Secretarial Auditors, in the specified form MR-3 is annexed and forms part of this report (**Annexure - III**).

The Report confirms that the Company had complied with the statutory provision listed under Form MR-3 and the Company also has proper board processes and compliance mechanism. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark.

Code of Conduct

The Board of Directors has approved a Code of Conduct which is applicable to the Members of the Board and all employees in the course of day to day business operations of the company. The code laid down by the Board is known



as “Code of Business Conduct” which forms an Appendix to the Code. The Code has been posted on the Company's website www.kaushalinvest.com.

All the Board Members, the Senior Management personnel and personnel one level below the Board have confirmed compliance with the Code. All Management Staff were given appropriate training in this regard.

Internal Financial Control and Their Adequacy

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. The scope and authority of the Internal Audit function is defined in the Internal Audit Manual. To maintain its objectivity and independence, the Internal Audit function reports to the Chairman of the Audit Committee of the Board & to the Director.

Loans, guarantees and investments

The Company has not given any loans or guarantees covered under the provisions of section 186 of the Companies Act, 2013. The detail of the investments made by the Company are given in the notes to the financial statements.

Conservation of Energy, Technology Absorption

Since the Company does not own any manufacturing facility, being an Investment Company, the particulars relating to conservation of energy and technology absorption stipulated in the Companies (Accounts) Rules, 2014 are not applicable.

Foreign Exchange Earning and Outgo

There is no foreign exchange earnings and outgo during the year under review.

Extract of Annual Return

The extract of Annual Return as for the financial year 2017-2018 in Form No. MGT-9 as required under Section 92(3) of the Companies Act, 2013 read with Rule 12 of the Companies (Management and Administration) Rules, 2014 is set out as an annexure to this Report. (**Annexure-V**).

Managerial Remuneration

The information required pursuant to Section 197(12) read with Rule 5(1) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company is attached here as **Annexure VI** and forms a part of the Director's Report.

Provisions of Sexual Harassment

The provisions of the Sexual Harassment of Women at the work place (Prevention, Prohibition and redressal) Act, 2013 is not attracted on the Company, However the Company has a voluntary policy towards Prevention of Sexual Harassment of Women employees of the Company and has set up a mechanism for registering and prompt redressal of complaints received from all permanent and temporary employees and staffs.

Director's Responsibility Statement

The Board of Directors acknowledges the responsibility for ensuring compliance with the provisions of section 134(3)(c) read with section 134(5) of the Companies Act, for the year ended on 31.03.2018 and state that :

- (i) in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- (ii) the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as 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 and loss of the Company for that period;
- (iii) the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- (iv) the directors have prepared the annual accounts on a going concern basis;
- (v) 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
- (vi) The directors have devised proper system to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

Key Managerial Personnel

Pursuant to the provisions of Sections 2(51), 203 of the Companies Act, 2013 read with The Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, the following are the Key Managerial Personnel as on 31st March, 2018.

- a) Mr. Jitendra Kumar Goyal
- b) Mr. Anand Mishra (Company Secretary)
- c) Mr. Pankaj Marda (Chief Financial Officer)

Prevention of Insider Trading :

Your Company has adopted a Code of Conduct for prevention of Insider Trading in compliance with the SEBI (Prohibition of Insider Trading) Regulations, 2015. All Directors, employees and other designated persons, who could have access to unpublished price sensitive information of the Company are governed by this Code.

The trading window for dealing with equity shares of the Company is duly closed during declaration of financial results and occurrence of any other material events as per the code. During the year under review there has been due compliance with the code.



Cautionary Note

The statements forming part of the Director's Report may contain certain forward looking remarks within the meaning of applicable securities laws and regulations. Many factors could cause the actual results, performances or achievements of the Company to be materially different from any future results, performances or achievements that may be expressed or implied by such forward looking statements

General Disclosures

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

- Issue of equity shares with differential rights as to dividend, voting or otherwise.
- Issue of Sweat equity shares.
- Your Company does not have any scheme of provision of money for the purchase of its own shares by employees or by trustees for the benefit of employees.
- There was no revision in the Financial Statements.
- There was no change in the nature of business.

Acknowledgement

Your Directors take the opportunity of placing their sincere appreciation to the Central Government, State Government, Banks, Financial Institutions, employees, associates, consultants and members of the company for their valuable guidance and support. The Board expects to receive there continued support in the future as well.

For and on behalf of the Board of Directors

Vidhu Bhushan Verma Jitendra Kumar Goyal

Place : Kolkata

Director

Director

Date : 30/05/2018

(DIN 00555238)

(DIN 00468744)



MANAGEMENT DISCUSSION & ANALYSIS REPORT

INDUSTRY TREND AND DEVELOPMENT

India's economic growth is estimated to high to 7.8 percent in the current fiscal year compared to 7.4 percent last year. However, acceleration in growth is conditional on the development of social and economic conditions of the Country. The Company's principal business being investment in shares and securities, the Company looks forward to increase activities in this segment. However the Management will continue to review the business strategy from time to time depending on the changes in the policy of Government and Reserve Bank of India. During the year under review favorable conditions prevailed in the market which have been reflected in the profitability of the Company.

OPPORTUNITIES AND THREATS

With the positive attitude of the Government and RBI, it appears that new opportunities may open up for sustained growth of Investment Companies. However, the Management is not complacent about the future growth of the Company and constantly reviews the ups and downs of the market particularly bearing in mind that the Company is a small sized investment company and there are plenty of obstacles which may hinder its growth.

OUTLOOK

As earlier stated, not only World Bank but other authorities also appear to be optimistic about the growth potential of India's economy. The financial results of the year under review have improved and it is expected that the current year may produce even better results barring unforeseen circumstances.

Your company is fully aware that the opportunities in the infrastructure and real estate will be many and diverse in nature. While this provides impetus for our sustainable growth, your company is also duly careful that amongst the multiple choices of attractive businesses available we always make the right choice. Your company's business model and its risk management policies and mechanism are being constantly reviewed and upgraded to ensure this.

RISK AND CONCERN

As stated earlier, the Company's business is very much dependent on economic and fiscal policies of Government and RBI. The Management critically examines the ups and downs of the Market and this is a matter of constant concern for the Management. The business strategy needs to be reviewed and corrected suitably to meet the changed situation.

INTERNAL CONTROL SYSTEM AND THERE ADEQUACY

The Company has proper and adequate system of internal control to ensure that all assets are safeguarded and protected against loss from unauthorized use or disposition and that transaction are authorized, recorded

and reported correctly. The Company has effective system in place for achieving efficiency in operations, optimum and affective utilization of resources, monitoring thereof and compliance with applicable laws. Comprehensive audit of functional areas and operations of the Company are undertaken to examine the adequacy of and compliance with policies, plans and statutory requirements. Significant observations and follow up actions thereon are reported to the Audit Committee. The Audit Committee reviews adequacy and effectiveness of the Company's internal control environment and monitors the implementation of audit recommendations.

The audit committee of the Board of Directors comprising of Independent Directors also review the system at regular intervals.

DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

The financial performance of the Company for the year under review is discussed in detail in the Directors Report.

The financial performance of the company has seen a negative growth. The Management expects to reduce the losses and maintain positive result in the coming quarters.

SEGMENT WISE OR PRODUCT WISE PERFORMANCE

The overall Revenue from operations has increased by more than 27 times as compared to the last financial year. However, during the financial year company has incurred loss due to fair value changes of investments in equity shares.

INDUSTRY STRUCTURE & DEVELOPMENTS

The Company continues the business of trading and investments in shares and securities and other forms of ancillary business strictly as per the Articles of Association of the company. The company has followed the all Regulatory Norms as have been applicable from time to time, and has complied with all the statutory obligations.

MATERIAL DEVELOPMENT IN HUMAN RESOURCE / INDUSTRIAL RELATIONS FRONT INCLUDING NUMBER OF PEOPLE EMPLOYED

The Management maintains healthy relation with its employees at all levels. However the number of employees in the company is low but with the positive growth attitude of the management towards growth, the management believes the employee base to grow.

HUMAN RESOURCE DEVELOPMENT

The Company continues to give priority to its human assets. The Company provides a fair and equitable work environment to all its employees. The Company is working continuously to create and nurture an atmosphere which is highly motivated and result orient.

CAUTIONARY STATEMENT

Statements made in this Management Discussion and Analysis describing the Company's current position and expectations for the future may be "forward looking statements" within the meaning of the applicable laws and



regulations. Actual results may differ substantially or materially from those expressed or implied. Important developments that could affect the Company's operation include the downtrend in the industry global or domestic or both, significant changes in political and economic environment in India.

**By Order of the Board of Directors
For Kaushal Investments Limited**

**Place : Kolkata
Date : 30/05/2018**

**Jitendra Kumar Goyal
Director
(DIN 00468744)**



Annexure - I

Statement containing the salient features of the financial statements of subsidiaries/ associate companies/ joint ventures

[Pursuant to the first proviso to Sub-section(3) of the Companies Act, 2013 read with Rule 5 of the Companies (Accounts) Rules, 2014 - AOC -1]

Part A : Subsidiaries

Sl. No.	Name of Subsidiary Company	Reporting Period	Reporting currency & Exchange rate	Share Capital (₹ in '000)	Reserves & Surplus (₹ in '000)	Total Liabilities (₹ in '000)	Total Assets (₹ in '000)	Investments (₹ in '000)	Turnover (₹ in '000)	Profit/ (Loss) Before Tax (₹ in '000)	Provision for Tax (₹ in '000)	Profit/ (Loss) After Tax (₹ in '000)	Proposed Dividend (₹ in '000)	% of share holding
1	Aurelian Commercial Private Limited	31.03.2018	INR	1260.00	6807.31	47.79	8115.10	7487.05	-	(15.25)	-	(15.25)	-	100
2	Aurelian Trading Private Limited	31.03.2018	INR	1260.00	6450.76	6.82	7717.57	7607.95	-	(17.15)	-	(17.15)	-	100
3.	Fastflow Commodeal Limited	31.03.2018	INR	2733.50	19213.99	16628.55	38576.04	21448.43	8450.00	(36.82)	-	(36.82)	-	56.40
4	Lifestyle Vanijiya LLP	31.03.2018	INR	7215.00	44154.29	31.86	51401.15	27188.15	2290.33	426.29	49.35	376.95	-	100
5.	Ultra Dealers Private Limited	31.03.2018	INR	7700.00	34679.62	10.12	42389.73	41427.09	279.67	256.15	-	256.15	-	100
6.	Moti Finvest Limited	31.03.2018	INR	11427.98	29402.68	41567.95	82398.61	13460.45	7877.16	48.88	37.20	11.68	-	50.09

A. Name of the Subsidiaries which are yet to commence operations :

NIL

B. Name of the Subsidiaries which have been liquidated or sold during the year :

NIL

C. Name of the Companies which ceased to be the subsidiaries pursuant to cessation of control by the parent as per IndAS 110 (refer notes to accounts no. 32)

1. Baba Amarnath Transport Private Limited
2. Dhanvarsha Vincom Private Limited
3. Dhankiran Commotrade Private Limited
4. Manikan Enterprise Private Limited
5. R P Suppliers Private Limited
6. Review Marketing Private Limited
7. Smooth Tradelink Private Limited
8. Softlink Commotrade Private Limited

**ANNEXURE - II**

Form No. AOC-2

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

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

1. Details of contracts or arrangements or transactions not at arms length basis.

There were no contracts or arrangements or transactions entered into during the year ended 31st March, 2018, which were not at arms length basis.

2. Details of material contracts or arrangements or transactions at arms length basis -

The details of material contracts or arrangements or transactions at arms length basis for the year ended 31st March, 2018 are as follows :

Sr. No.	Name(s) of the related party & Nature of relationship	Nature of Transactions	Transactions value (Rs. in '000)	Duration of Transactions	Salient terms of transactions	Date of approval by the board	Amount paid in advance (in INR)
1.	Centuple Commercial Limited (Entity where Key Management Personnel and their relative have significant influence/ influence)	Purchase of Investments	200	April 2017- March 2018	The related party transactions (RPTs) entered during the year were in the ordinary course of business and on arms length basis.	Since these RPTs are in the ordinary course of business and are at arms length basis, approval of the board is not applicable. However, necessary approvals were granted by the Audit committee from time to time.	NIL
2.	Decillion Finance Limited (Entity where Key Management Personnel and their relative have significant influence/influence)	Purchase of Investments	1,070				
		Sale of Investments	3,500				
3.	Goyal Commercial Private Limited (Entity where Key Management Personnel and their relative have significant influence / influence)	Purchase of Investments	20				
4.	Fastflow Commoddeal Limited (Subsidiary Company)	Purchase of Investments	50				
		Sale of Investments	298				
5.	Shreyans Stockinvest Private Limited (Entity where Key Management Personnel and their relative have significant influence/influence)	Purchase of Investments	50				



Annexure-III
Form No. Mr-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED
31st March, 2018

**[Pursuant to Section 204(1) of the Companies Act,
2013 and**

**Rule 9 of the Companies (Appointment and
Remuneration Personnel) Rules, 2014]**

To,
The Members,
Kaushal Investments Limited
"Jajodia Tower" 3 Bentinck Street,
4th floor, Room No. D-8, Kolkata-700001

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Kaushal Investments Limited** having registered office at "Jajodia Tower", 3, Bentinck Street, 4th Floor, Room No. A-8, Kolkata - 700 001. (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Auditors' Responsibility

Maintenance of Secretarial Records is the responsibility of the management of the Company. My responsibility is to express an opinion on existence of adequate Board process and compliance management system, commensurate to the size of the Company, based on these secretarial records as shown to me during the said audit and also based on the information furnished to me by the officers' and the agents of the Company during the said audit.

I have followed the audit practices and processes as were appropriate to the best of our understanding 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. I believe that the processes and practices, we followed, provide a reasonable basis for our opinion.

I have not verified the correctness, appropriateness and bases of financial records, books of accounts and decisions taken by the Board and by various committees of the Board during the period under scrutiny. I have checked the Board process and compliance management system to understand and to form an opinion as to whether there is an adequate system of seeking approval of respective committees of the Board, of the Board, of the members of the Company and of other authorities as per the provisions of various statutes as mentioned hereinafter.

Wherever required I have obtained the management representation about the compliance of the laws, rules

and regulations and happening of events, etc.

The Compliance of the provisions of Corporate and other applicable laws, rules, regulations and standards is the responsibility of the management. My examination was limited to the verification of compliance procedures on test basis.

My report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness or accuracy with which the management has conducted the affairs of the Company.

I Report, that I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2018 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) Secretarial standards issued by the Institute of Company secretaries of India.
- (iii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iv) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (v) Foreign Exchange Management Act, 1999 and the rules and regulations thereunder;
- (vi) 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
 - c) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - d) The Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015;
 - e) The SEBI (Delisting of Equity Shares) Regulations, 2009.
- (vii) Any other laws applicable specifically to the Company. During the period under review, provisions of the following regulations / guidelines / Standards were not applicable to the Company :
 - (a) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
 - (b) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
 - (c) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (d) The Securities and Exchange Board of India (Issue



KAUSHAL INVESTMENTS LIMITED

of Capital and Disclosure Requirements)
Regulation, 2009;

I further report that

- (a) the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place, if any, during the period under review were carried out in compliance with the provisions of the Act.
- (b) 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.
- (c) Majority decision is carried through while the dissenting members' views, if any are captured and recorded as part of the minutes.
- (d) 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.

Place: Kolkata

Date: 30.05.2018

(Anand Khandelia)

**Practicing Company Secretary
FCS No. 5803/ CP No. 5841**



Annexure-IV

REPORT OF THE DIRECTORS ON CORPORATE GOVERNANCE

CORPORATE GOVERNANCE

The Directors present the Company's Report on Corporate Governance for the year ended March 31, 2018.

COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

Your Company is always committed to good Corporate Governance and application of best management practices for safeguarding the interest of all stakeholders. Strict adherence to the principles of fairness, transparency, professionalism, accountability and propriety in total functioning of the Company, are pre-requisites for attaining sustainable growth in this competitive corporate world. Your company seeks to focus on regulatory compliances, complying with all the provisions of listing agreement and applicable Corporate Governance Norms with all the modifications within the prescribed time, thereby giving stress on essential pre-requisites of corporate governance.

A Report on compliance with the principles of Corporate Governance as prescribed in The Securities and Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "SEBI Regulations") is given below:

ETHICS POLICIES

We strive to conduct our business and strengthen our relationships in a manner that is dignified, distinctive and responsible. Therefore, we have adopted various codes and policies to carry out our duties in an ethical manner. Some of these codes and policies are:

- Code for Board of Directors and Board Committees
- Code of Business Conduct and Ethics for Directors / Management Personnel
- Code of Conduct for Prohibition of Insider Trading

BOARD OF DIRECTORS (BOARD)

Introduction

In keeping with the commitment of the management for the principle of integrity and transparency in business operations for good corporate governance, the Company's policy is to have an appropriate blend of executive and independent directors to maintain the independence of the Board. The main role of Board is to take right decision to safeguard and enhance shareholders value. The Board periodically evaluates the need for change in its composition and size and selects members to fill Board vacancies and nominating candidates for election by the members at the Annual General Meeting.

Composition and Category of Directors

The Board of Directors of your Company as on 31st March

2018 consisted of three Directors as under :

- One Non - Executive Director
- Two Non Executive Independent Director.

As above stated on 31st March, 2018 the Company's Board comprised of three directors out of which two are Non-Executive Independent Directors and one Non-Executive Director. Management of the Company is headed by Mr. Jitendra Kumar Goyal, Director subject to general supervision, control and direction of the Board. The Company has complied with the provisions of Section 149 of the Companies Act, 2013 and Regulation 18(1)(a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.



Attendance of each Director at the Board Meetings / last AGM, Directorship and Chairmanship / Membership in other Board / Board Committees

Name and category of the Directors on the Board, their attendance at Board Meetings held during the financial year ended 31st March 2018, number of Directorships and Committee Chairmanships / Memberships held by them in other public limited companies are given below. Other Directorships do not include alternate Directorships, Directorships in Private Limited Companies and Companies under Section 8 of the Companies Act, 2013 and of the Companies incorporated outside India. Chairmanship / Membership of Board Committees relates to only Audit and Stakeholders Relationship Committees.

Name of the Director & DIN No	Category	No of Board Meeting		Whether Attendance last AGM held on 25th September, 2017	Number of Director ship(s) held in India public listed companies (including Kaushal Investments Limited)*	No. of Committee Positions held in public listed companies (including Kaushal Investments Limited) **	
		Held during the tenure	Attended			As Chairman	As Member
Mr. Jitendra Kumar Goyal (DIN- 00468744)	Non-Executive Director	6	6	Yes	05	05	03
Mr. Vidhu Bhushan Verma (DIN 00555238)	Non-Executive/ Independent Director	6	6	Yes	03	02	04
Mr. Mahesh Kumar kejriwal (DIN:07382906)	Non-Executive/ Independent Director	6	6	Yes	03	02	04
Ms. Nidhi Sharma (DIn : 06393406)*	Managing Director	3	3	NA	01	-	-
Ms. Pooja Agarwalla (DIN : 06961133)*	Non-Executive/Independent Director	3	3	NA	02	-	03

* Ms. Nidhi Sharma & Ms. Pooja Agarwalla has resigned on 29.08.2017.

None of the Directors on the Board is a Member of more than 10 Committees or Chairman /Chairperson of more than 5 Committees across all the companies in which he / she is a Director. The Directors have made necessary disclosures regarding Committee positions held in other public limited companies in terms of Regulation 26(1) & (2) of SEBI (Listing Obligations and Disclosure Requirements)(Regulations, 2015.

The Board of Directors of the Company in the meeting held on 30th May, 2018, on the recommendation of Nomination and remuneration Committee, appointed Ms. Ritu Agarwal (DIN : 08143534) as an Additional Non Executive Independent Woman Director of the Company with effect from that date to hold office upto the date of ensuing Annual General Meeting. Your Company has received notices from shareholders along with requisite deposits proposing the candidature of Ms. Ritu Agarwal for her appointment as Director at the ensuing Annual General Meeting.



Number & Dates of Board Meetings

Six Board Meetings were held during the year and the gap between two meetings did not exceed 120 days. The dates on which the Board Meetings were held are as follows :

5th April 2017, 30th May 2017, 29th August 2017, 14th November 2017, 14th December 2017, and 14th February 2018.

Disclosure of relationships between Directors

No Director is related to any other Director on the Board in terms of the definition of 'relative' given under the Companies Act, 2013.

Familiarization Programmes for Board Members

At Kaushal Investments Limited, all the members of the Board of Directors are well-experienced professionals and are well acquainted with business knowledge of the industry. The Board members are provided necessary documents, reports and other presentations about the company and internal policies to enable them to familiarize with the Company's procedures and practices. Periodic presentations are made at the Board and Board Committee Meetings, on business and performance updates of the Company, global business environment, business strategy and risks involved. Detailed presentations on the Company's business segments were made at the separate meetings of the Independent Directors held during the year. The details of such familiarization programs for Independent Directors are posted on the website of the Company and can be accessed at www.kaushalinvest.com.

Agenda Papers Distributed in Advance

Agenda and notes on the agenda are circulated among the Directors, well in advance, in a structured format. All material information are incorporated in the agenda papers to facilitate meaningful and focused discussions at the meeting. Where it is not practical to attach any document to the agenda, the same is tabled before the meeting with specific reference to this effect in the agenda. In special and exceptional circumstances, additional or supplementary item(s) on the agenda are permitted.

Code and Policies

The Board has adopted all applicable codes and policies as per the requirement of the Companies Act, 2013, SEBI (Prohibition of Insider Trading Regulations, 2015 and the Listing Agreement /SEBI Listing Regulations. The requisite codes and policies are posted on the Company's website at www.kaushalinvest.com and references to these codes and policies have been given elsewhere in this Report.

Codes of Conduct

The Company has a code of conduct for all Directors including Independent Director Senior Management Executives of the Company in compliance with Regulation

17 SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015. In compliance with Regulation 17(5) (b) SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015 the Code of Conduct suitably lays down the duties of the Independent Director as laid down in the Companies Act, 2013.

All Board Members and Senior Management Personnel have affirmed compliance with the code on an annual basis. The same has also been posted on the website of the Company at www.kaushalinvest.com

Committees of the Board

As on 31st March 2018, the Company had three committees of the Board of Directors Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee.

The minutes of all Board and Committee meetings are placed before the Board and noted by the Directors at the Board meetings. The role, composition and terms of reference of Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee including the number of meetings held during the year ended and the related attendance are as follows:

Audit Committee

The Audit Committee of the Board comprises of one non-executive director and two Independent Directors. The Members of the Audit Committee have wide exposure and knowledge in area of finance and accounting. The role and terms of reference of the Audit Committee covers the areas mentioned under Regulation 18 of Listing Regulations and Section 177 of the Companies Act, 2013. The Audit Committee, inter alia, provides reassurance to the Board on the existence of an effective internal control environment.

Brief description of the items of reference of the Audit Committee are as follows :

1. 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;
2. Recommendation for appointment, remuneration and terms of appointment of statutory auditors of the company;
3. Approval of payment to statutory auditors for any other services rendered by them;
4. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to :
 - Matters required to be included in the Director's 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 management;
 - Significant adjustments made in the financial statements arising out of audit findings;
 - Compliance with listing and other legal requirements relating to financial statements;
 - Disclosure of any related party transactions;
 - Qualifications in the draft audit report;
5. Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
 6. 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 utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
 7. Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
 8. Approval or any subsequent modification of transactions of the company with related parties;
 9. Scrutiny of inter-corporate loans and investments;
 10. Valuation of undertakings or assets of the company, wherever it is necessary;
 11. Evaluation of internal financial controls and risk management systems;
 12. Reviewing, with the management, performance of statutory auditor internal adequacy of the internal control systems;
 13. 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;
 14. Discussion with internal auditors of any significant findings and follow up there on;
 15. 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;
 16. 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;
 17. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
 18. To review the functioning of the Vigil Mechanism and Whistle Blower mechanism;
 19. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience and background, etc. of the candidate;
 20. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.
 21. Reviewing the following information :
 - 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.

Composition, Name of Members and Chairperson

The Audit Committee of the Board as on 31st March, 2018 consisted of two Independent & one Non-Executive Directors. Mr. Jitendra Kumar Goyal is the Chairman and Mr. Vidhu Bhushan Verma & Mr. Mahesh Kumar Kejriwal are the other two members of the Committee. All the members of the Committee have accounting or related financial management expertise.

**Meeting and attendance during the year**

The particulars of meetings attended by the Members of the Audit Committee during the financial year ended 31st March, 2018 are given below :

Name of the Director	Category	No. of Meetings	
		Held during the year	Attended
Mr. Jitendra Kumar Goyal	Chairman-Non-Executive Director	4	4
Mr. Vidhu Bhushan Verma	Non-Executive Independent Director	4	4
Mr. Mahesh Kumar Kejriwal	Non-Executive Independent Director	3	3
Mr. Pooja Agarwalla**	Non-Executive Independent Director	1	1

* Mr. Mahesh Kumar Kejriwal appointed as committee member on 13.09.2017

**Ms. Pooja Agarwalla resigned on 29.08.2018

Four Meetings of the Audit Committee were held during the financial year ended 31st March 2018. The dates on which the Audit Committee Meetings were held are as follows :

29th May 2017, 13th September 2017, 14th December 2017 and 14th February 2018.

All the meetings were held in such time that the gap between any two meetings did not exceed four months; thereby complying with the Companies Act, 2013.

The representatives of Statutory Auditors are permanent invites to the Audit Committee Meeting.

Mr. Jitendra Kumar Goyal, the Chairman was duly present in Annual General Meeting held on September 25, 2017.

The Committee acts as a link between the management, auditors and the Board of Directors of the Company and has full access to financial information;

Nomination & Remuneration Committee

Brief description of terms of reference

- To identify persons who are qualified to become Directors and who may be appointed in senior

management in accordance with the criteria laid down an 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 an 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 devise a policy on Board diversity.
- To recommend / review remuneration of the Managing Director(s) an Whole-time Director(s) based on their performance and defined assessment criteria.

Composition, Name of Members and Chairperson

The Nomination and Remuneration Committee of the Board as on 31st March 2018 comprised of Mr. Jitendra Kumar Goyal, a Non-Executive Director, as a Chairman & Mr. Vidhu Bhushan Verma, Mr. Mahesh Kumar Kejriwal, Non-Executive Independent Directors as its Member.



Meetings and attendance during the year

The particulars of meetings attended by the Members of the Nomination and Remuneration Committee during the financial year ended 31st March 2018 are given below :

Name of the Director	Category	No. of Meetings	
		Held during the year	Attended
Mr. Jitendra Kumar Goyal	Chairman-Non-Executive Director	3	3
Mr. Vidhu Bhushan Verma	Non-Executive-Independent Director	3	3
Mr. Mahesh Kumar Kejriwal	Non-Executive-Independent Director	1	1
Ms. Pooja Agarwalla**	Non-Executive-Independent Director	2	2

Three Meetings of the Nomination & Remuneration Committee were held during the financial year ended 31st March 2018. The dates on which the Nomination & Remuneration Committee were held are as follows :

4th April, 2017, 28th August, 2017 and 14th February, 2018.

Mr. Jitendra Kumar Goyal, Chairman of the Committee was duly present at the Annual General Meeting held on September 25, 2017.

None of the Non-executive Directors held any shares in the Company.

Sitting fee has been waived and no sitting fee is presently paid to any director or any member of any committee of Directors.

Performance evaluation criteria for Independent Directors

The Nomination and Remuneration Committee at its Meeting held on 4th April, 2017 had considered and adopted the indicative criterion for evaluation of performance of the Board of Directors and the Independent Directors issued by Securities Exchange Board of India (SEBI) vide its Circular No. SEBI/HO/CFD/CMD/CIR/P/017/004 dated January 5, 2017 in terms of the requirements of the Companies Act, 2013 and SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.

Pursuant to the adoption of the new criterion for evaluation of performance of the Board of Directors and the Independent Directors, the Committee carried out the

process of evaluation of the performance of every Director in accordance with its terms of reference and the requirements of Companies Act, 2013.

The performance of the Independent Directors is evaluated on the basis of the following parameters :-

General -

(a) Qualifications, (b) Experience, (c) Knowledge and Competency, (d) Fulfillment of functions, (e) Ability to function as a team, (f) Initiative, (g) Availability and attendance, (h) Commitment, (i) Contribution and (j) Integrity.

Additional criteria for Independent Director -

(a) Independence and (b) Independent views and Judgment.

Meeting and attendance during the year

During the financial year ended 31st March 2018 one Meeting of the Independent Directors held on 14th February, 2018 and the attendances are as follows :

Name of the Director	Category	No. of Meetings	
		Held during the year	Attended
Mr. Vidhu Bhushan Verma	Non-Executive Independent Director	1	1
Mr. Mahesh Kumar Kejriwal	Non-Executive-Independent Director	1	1

Mr. Vidhu Bhushan Verma was elected as the Lead Independent Director. In the meeting the Directors reviewed the performance of Non-Independent Directors and the Board as a whole and further reviewed the performance of the Chairperson of the Company taking into account the views of Non-Executives Director and assessed the quality, quantity and the timeliness of flow of information between the Management and the Board.

**REMUNERATION OF DIRECTORS****Pecuniary Relationship of transactions of the Non-Executive Directors / Criteria of making payments to Non-Executive Directors**

The Company has no pecuniary relationship or transaction with its Non-Executive & Independent Directors nor any payment of sitting fees to them for attending Board Meetings, Committee Meetings and separate Meeting of Independent Directors. Even they did not get any Commission for their valuable services to the Company.

Remuneration package / Remuneration paid to Directors

Sitting fee has been waived and no sitting fee is presently paid to any director or any member of any committee of Directors.

STAKEHOLDERS RELATIONSHIP COMMITTEE**Brief Description of Terms of Reference**

- To approve all transfers (including transmission, transposition, remat) requests received.
- To review action taken on shareholder's grievances and to advise if any further action to be taken.
- To ensure that correspondence with the shareholders are promptly dealt with by the Company and no cases were pending as on 31st March, 2018.

Shares received for transfer are processed promptly,

Meetings and Attendance During the Year

During the financial year one Meeting of the Stakeholders' Relationship Committee were held on 14th February, 2018 and the attendances of Members are as follows :

The composition of the committee and attendance at its meeting is given below :

Name of the Director	Category	No. of Meetings	
		Held during the year	Attended
Mr. Jitendra Kumar Goyal	Chairman-Non-Executive Director	1	1
Mr. Vidhu Bhushan Verma	Non-Executive Independent Director	1	1
Mr. Mahesh Kumar Kejriwal	Non-Executive Independent Director	1	1
Mr. Pooja Agarwalla**	Non-Executive Independent Director	0	0

*Mr. Mahesh Kumar Kejriwal appointed as committee member on 29.09.2018

**Ms. Pooja Agarwalla resigned on 29.08.2018.

Shares received for transfer are processed promptly, approved by the Committee and ratified at the following Board Meeting.

The Company did not receive any complaint from any shareholder during the year and no complaint was pending as on 31.03.2017.

The Company has a designated email ID info@kaushalinvest.co.in for Grievance Redressal purpose where complaint can be lodged by the Shareholders.

approved by the Committee and ratified at the following Board Meeting.

Composition of the Committee

Stakeholder Relationship Committee of the Board as at 31st March 2018 consisted Mr. Jitendra Kumar Goyal a Non-Executive Director, as Chairman and Mr. Vidhu Bhushan Verma and Mr. Mahesh Kumar Kejriwal, Non-Executive Independent Directors were the other Members of the Committee.

Name and Designation of Compliance Officer

Mr. Anand Mishra, Company Secretary is the Compliance Officer for redressal of Shareholder's/Investor's complaints. The Company has a designated Email ID info@kaushalinvest.com for Grievance Redressal purpose where complaint can be lodged by the Shareholders.

Details of Shareholder's /Investor's Complaints

During the Financial Year ended 31st March 2018, Nil Complaints were received from the Shareholders / Investors.

The details are as under :	
Opening as on 1st April 2017	Nil
Received during the year	Nil
Resolved during the year	Nil
Closing / Pending as on 31st March 2018	Nil



SUBSIDIARY COMPANY AND ASSOCIATE COMPANIES

The Company does not have material Indian subsidiary whose turnover or networth (i.e. paid up capital and free reserves) exceeds 20% of the consolidated turnover or networth respectively, of the listed holding company and its subsidiaries in the immediately preceding accounting year.

As on March 31, 2018 the Company has the following subsidiary and associate companies considered for consolidated :

1. Aurelian Commercial Private Limited - Wholly owned Subsidiary
2. Aurelian Trading Private Limited - Wholly owned Subsidiary
3. Fastflow Commedeal Limited - Subsidiary (56.40%)
4. Lifestyle Vanijya LLP - Step down Subsidiary (wholly owned)
5. Ultra Dealers Private Limited - Step down Subsidiary (wholly owned)
6. Moti Finvest Limited - Step down Subsidiary (50.09%)
7. Indigo Dealers Private Limited - Associate (43.06%)
8. Icon Commotrade Private Limited - Associate (49.42%)

During the year under review following companies are subsidiaries and form part of the inventories :-

1. Softlink Commotrade Private Limited - Subsidiary (62.50%)
2. Baba Amarnath Transport Private Limited - Subsidiary (50.72%)
3. Dhanvarsha Vincom Private Limited - Subsidiary (60.00%)
4. Dhankiran Commotrade Private Limited - Subsidiary (72.12%)
5. Manikan Enterprise Private Limited - Subsidiary (60.00%)
6. Smooth Tradelink Private Limited - Subsidiary (90.00%)
7. Review Marketing Private Limited - Subsidiary (68.81%)
8. RP Suppliers Private Limited - Subsidiary (90.00%)

But, the mentioned subsidiaries are not taken into consideration while preparing the Consolidated Financial Statements as there is a presumption that a majority of voting rights result in control thus the company assessed the following in order to determine that it has no control over the investees.

- (i) Although the parent holds existing rights but it doesn't give it the current ability to direct the relevant activities

GENERAL BODY MEETINGS

The location and time of the last three Annual General Meetings :

Financial Year ended	Date	Time	Venue
31.03.2015	30.09.2015	4.00 p.m	P-3, New C.I.T. Road, Tiretti, Kolkata - 700073.
31.03.2016	29.09.2016	1.00 p.m	Oswal Chamber, Eitma, 5 th floor, 2 Church Lane, Kolkata-700001
31.03.2017	25.09.2017	2.00 pm	Mercantile Building, 9/12, Lal bazaar street, Block-E, 2 nd Floor, Kolkata-700001

of the investee that is the activities that significantly affect the investee's returns.

Since the investment is held for strategic purpose but it doesn't provide to establish operating and capital decisions of the investee, and appointing and remunerating an investee's key management personnel or service providers and terminating their services or employment.

- (ii) Parent is abstained from any decision making rights in the investee thus it is not exposed to variable returns from its involvement that have the potential to vary as a result of the investee's performance.

The Subsidiaries of the Company are managed by its board while the Company monitors performance of the subsidiaries in the following manner:

- The Financial Statements are regularly presented by the subsidiary Companies;
- All major investments/transactions are reviewed on quarterly basis and / or as and when need arises.
- The Financial Statements including particulars of investments made by all the significant transaction of all the unlisted subsidiary companies are reviewed by the audit committee.

The Minutes of the subsidiary companies as well as statement of significant transactions and arrangements entered into by the subsidiary companies are placed before the Board Meeting for their review.

COMPLIANCE OFFICER

The Company has designated Mr. Anand Mishra, Company Secretary of the company as Compliance Officer .

Mr. Anand Mishra, Company Secretary

Address : "Jajodia Tower" 3 Bentinck Street, 4th floor, Room No D-8 Kolkata-700001

Phone Nos. : (033) 2248-5664

Fax : (033) 2243-9601

Email : info@kaushualinvest.co.in

Website : www.kaushualinvest.co.in

CORPORATE SOCIAL RESPONSIBILITY

Provision of Section 135 of the Companies Act, 2013 i.e. Corporate Social Responsibility is not applicable to the company.

**SPECIAL RESOLUTION PASSED IN THE PREVIOUS THREE ANNUAL GENERAL MEETINGS**

AGM held on	Special Resolution Passed
30.09.2015	Appointment of Ms. Nidhi Sinha as managing Director of the company
29.09.2016	None
25.09.2017	None

No Resolution was passed through Postal Ballot during the year ended 31st March 2018.

No Special Resolution is proposed to be conducted through Postal Ballot.

Remote e-voting and Ballot Voting at the Annual General Meeting

The Company has arranged for remote e-voting facility to the Shareholders to vote on the Resolutions proposed at the 37th Annual General Meeting ('AGM'). The Company has engaged NSDL to provide e-voting facility to all the Members. Members whose names appear on the Register of Members as on the cut-off date i.e. 21st September, 2018 shall be eligible to participate in the e-voting.

The facility for voting through Ballot Paper will also be made available at the AGM and the Members who have not already cast their vote by remote e-voting can exercise their voting through Ballot Paper at the AGM.

MEANS OF COMMUNICATION

The Company regularly interacts with the Shareholders through multiple ways of communication such as Results announcement, Annual Report, and through Company's website and specific communications.

Quarterly Results / Newspapers wherein Results normally published

The unaudited quarterly and annual audited results are regularly published in a leading English Daily Newspaper (Business Standard) and a Bengali Daily Newspaper (Kalantar / Ekdin) in the form prescribed by the Stock Exchanges in the Listing Regulations.

The Quarterly Results, Shareholding Pattern and all other corporate communication are communicated to Stock exchange and available on company website.

Website

The Company's corporate website www.kaushalinvest.com contains comprehensive information about the company. It also contains annual reports, quarterly / half-yearly financial results, notices, shareholding patterns amongst others which are available for reference or download.

Annual Report

The Annual Report containing inter alia audited Annual Accounts, Consolidated Financial Statements, Reports of the Auditors and Directors, Chairman's Statement, Management Discussion and Analysis Report and other important information is circulated to the members and displayed on the Company's website.

GENERAL SHAREHOLDER INFORMATION**37th Annual General Meeting**

Date and Time : 28th September, 2018 (Friday) at 3.00 P.m.

Venue : 3, Bentinck Street, 4th Floor, Room No. D - 8, Kolkata - 700 001.

Financial Year : 1st April, 2017 to 31st March, 2018

Book Closure

The Register of Members and Share Transfer Register will remain closed from Saturday, 22nd September, 2018 to Friday, 28th September, 2018 (both days inclusive).

Financial calendar

Financial year: April 1, 2017 to March 31, 2018

The Board Meetings for approval of financial results for financial year 2017-18 were held on the following dates:

First quarter results	September 14, 2017
Second quarter results	December 14, 2017
Third quarter results	February 14, 2018
Fourth quarter and annual results	May 30, 2018

The tentative dates of the Board meetings for consideration of quarterly and annual financial results for the financial year 2017-18 are as follows:

First quarter results	On or before August 14, 2018
Second quarter results	On or before November 14, 2018
Third quarter results	On or before February 14, 2019
Fourth quarter and annual results	On or before May 30, 2019

Name and address of Stock Exchange / Payment of annual Listing Fee

The Company's Shares are listed at the below mentioned Stock Exchange and the Annual Listing Fees for the year 2018-2019 have been paid.

Name and Address of Stock Exchange

1. The Calcutta Stock Exchange Limited
7, Lyons Range, Kolkata - 700 001

Demat ISIN Number for NSDL & CDSL

INE : 612E01016

**KAUSHAL INVESTMENTS LIMITED****Registered Office:**

"Jajodia Tower" 3 Bentinck Street, Room No.D-8
4th Floor, Kolkata-700001

Registrar and Share Transfer Agent (RTA)**M/s. Niche Technologies Pvt. Ltd.**

D-511, Bagri Market, 71, B.R.B.B. Road,
Kolkata-700 001

Tel. : (033) 2235-7271; 2235-7270; 2235-3070; 2234-3576

Fax : (033) 2215-6823

E-mail : nichetechpl@nichetechpl.com

Share Transfer System

The requests for transfer of shares held in physical mode should be lodged at the Corporate Office of the Company's Registrar & Share Transfer Agents, M/s. Niche Technologies Pvt. Ltd. (Registered with SEBI), D-511, Bagri Market, 71, B.R.B.B. Road, Kolkata - 700001 or at the Registered Office of the Company. Share Transfers are registered and returned in the normal course within an average period of 14 days, if the transfer documents are found technically in order and complete in all service to the Shareholders. Review is also conducted on the response to the Shareholders pertaining to their communication and grievances, if any.

Distribution of Shareholding as on 31st March, 2018

Share Holding	Shareholder's Number	Percentage of Shareholders	No of Shares	Percentage of Shares
1 to 500	418	88.3721	11,775	0.3750
501 to 1000	5	1.0571	4,600	0.1465
1001 to 5000	23	4.8626	58,520	1.8637
5001 to 10000	0	0.0000	0	0.0000
10001 to 50000	6	1.2685	1,26,660	4.0338
50001 to 100000	3	0.6342	2,58,445	8.2307
100001 and above	18	3.8055	26,80,000	85.3503
Total	473	100.00	31,40,000	100.00

Shareholding Pattern as on 31st March, 2018

Category	No. of Shares	% of holding
Promoter & Promoter Group	0	0
Bodies Corporate	2735025	87.103
Individuals	404975	12.897
NRI / OCBs	0	0
Trust	0	0
Clearing Members		
Total	3140000	100.000

Dematerialization of shares and liquidity

The Company's Shares form part of the SEBI's Compulsory Demat segment for all Shareholders / investors. The Company has established connectivity with both the Depositories viz. National Securities Depository Limited [NSDL] and Central Depository Services (India) Limited [CDSL] through the Registrar, M/s. Niche Technologies Pvt. Ltd. D-511, Bagri Market, 71, B.R.B.B. Road, Kolkata - 700001. Requests for dematerializations of shares are processed and confirmations are given to the respective Depositories within the prescribed time. 98.38% Shares of the Company are in dematerialized form.

Outstanding GDRs/ADRs/warrants or any convertible instruments, conversion date and likely impact on equity

The Company has not issued any GDRs or ADRs or Warrants or any convertible instruments

Company Address for correspondence

Any assistance regarding Share transfers and transmission, change of address, non-receipt of share certificate / duplicate share certificate, demat and other matters for redressal of all share-related complaints and grievances, the Members are requested to write to or contact the Registrar & Share Transfer Agents or the Share Department of the Company for all their queries or any other matter relating to their shareholding in the Company at the addresses given below :



i) The Company's Registered Office at :

Kaushal Investments Limited

(CIN) : L65993WB1981PLC033363

"Jajodia Tower" 3 Bentinck Street, Room No. D-8

4th Floor, Kolkata - 700001

Tel. : 033-2248-5664

E-mail : www.kaushalinvest.com

ii) Registered and Share Treansfer Agents

Ms/. Niche Technologies Pvt. Ltd.

D-511, Bagri Market, 71, B.R.B.B. Road, Kolkata - 700 001

Tel. : (033) 2235-7171; 2235-7170; 2235-3070; 2234-3576

Fax : (033) 2215-6823, E-mail : nichetechpl@nichetechpl.com

In case of any difficulty, the Compliance Officer at the Registered Office of the Company may be contacted.

Other Disclosures

Disclosures on materially significant related party transactions having potential conflict : Nil.

Compliance of Laws & Regulations relating to Capital Markets

The Company has complied with all the mandatory requirements of the Stock Exchanges, SEBI and other statutory authorities on all matters related to capital markets during the financial year.

Whistle Blower Policy / Vigil Mechanism

The Company has a Whistle Blower Policy, which is available at the Company's website at the web link at http://www.kaushalinvest.com/Whistle_blower_policy.html and no personnel has been denied access to the Audit Committee.

Accounting treatment in preparation of financial statements

The Company followed the guidelines as laid down in the IND - AS, prescribed by the Institute of Chartered Accountants of India, for the preparation of the financial statements and there is no deviation from it in general.

The Company has adopted a policy for determining material subsidiaries and the same is disclosed at the Company's website at www.kaushalinvest.com

The Company's Remuneration Policy was adopted by the Nomination & Remuneration Committee and has been attached in Director's Report.

Director and CFO certification

The Director in CFO certification as required by Regulation 17(8) of SEBI(Listing and Disclosure Requirement) Regulations, 2015 is enclosed at the end of the Report.

Report on Corporate Governance

The Quarterly Compliance Report has been submitted to the Stock Exchanges where the Company's equity shares are listed in the prescribed format as per SEBI Regulation duly signed by the Company Secretary / Director of the

Company.

Compliance

Details of compliance with mandatory requirements and adoption of the non-mandatory requirements of this Clause are as below:

Mandatory requirements

The Company was fully compliant with mandatory requirements of Listing Regulation

Corporate Governance Compliance Certificate

The Company has obtained Compliance Certificate from M/s T.C Mahawar & Co., Chartered Accountants regarding compliance of conditions on Corporate Governance and the same is attached to this report.

For Kaushal Investments Limited

Jitendra Kumar Goyal

Director

(DIN :00468744)

Place : Kolkata

Date : 30/05/2018

CERTIFICATE OF COMPLIANCE OF THE CODE OF CONDUCT OF THE COMPANY

This is to confirm that a code of conduct for the Board Members and Senior Management Personnel of the Company has been adopted by the Board and the same was also circulated and posted on the website of the Company. The Company received declarations affirming Compliance of the Code from the persons concerned for the period ended 31st March, 2018 and the same has also been noted by the Board.

For Kaushal Investments Limited

Jitendra Kumar Goyal

Director

(DIN :00468744)

Place : Kolkata

Date : 30/05/2018



DIRECTOR & CFO CERTIFICATION

The Board of Directors

M/s Kaushal Investments Limited

Re: Financial Statement for the Financial Year 2017-2018
Certification

We, Jitendra Kumar Goyal, Executive Director and Pankaj Marda, Chief Financial Officer of M/s Kaushal Investments Limited on the review of Financial Statements and Cash Flow Statement for the year ended 31st March, 2018 and that to the best of our knowledge and belief, hereby certify that:

1. These statements do not contain any materially untrue statements 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 year ended 31st March, 2018 which is fraudulent, illegal or violative of Company's Code of Conduct.
4. We accept responsibility of establishing and maintaining internal control systems of the Company pertaining to the financial reporting and we have disclosed to the auditors and the Audit Committee those deficiencies in the design and operation of such internal controls of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
5. We have indicated to the Auditors and the Audit Committee:
 - i. There have been no significant changes in internal control over financial reporting during the period.
 - ii. There have been no significant changes in accounting policies during the period.
 - iii. There have been no instances of significant fraud of which we have become aware and the involvement therein, of management or an employee having significant role in the Company's internal control systems over financial reporting.

For and on behalf of the Board

Place: Kolkata
Date: 30.05.2018

Jitendra Kumar Goyal
Director
DIN : 00468744

Pankaj Marda
CFO
PAN : AFCPM7576A

**CERTIFICATE OF THE AUDITORS IN RESPECT OF
COMPLIANCE OF CORPORATE GOVERNANCE**

To the Members of

M/s. Kaushal Investment Limited

1. This certificate is issued in accordance with the terms of our engagement.
2. We, T. C. Mahawar & Co. Chartered Accountants, the statutory auditors of Kaushal Investments Limited ("the Company") have examined the compliance of conditions of Corporate Governance by the Company, for the year ended on March 31, 2018, as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Listing Regulations)

Management's Responsibility

3. The compliance of conditions of Corporate Governance is the responsibility of the Management. This responsibility includes preparation and maintenance of all relevant supporting records and documents and the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of the Corporate Governance stipulated in Listing Regulations.

Auditor's Responsibility

4. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring compliance with the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
5. We have examined the books of account and other relevant records and documents maintained by the Company for the purposes of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.
6. We have carried out an examination of the relevant records of the Company in accordance with the Guidance Note on Certification of Corporate Governance issued by the Institute of the Chartered Accountants of India (the ICAI), the Standards on Auditing specified under Section 143(10) of the Companies Act 2013, in so far as applicable for the purpose of this certificate and as per the Guidance Note on Reports or Certificates for Special Purposes issued by the ICAI which requires that I comply with the ethical requirements of the Code of Ethics issued by the ICAI.

Opinion

7. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C and D of Schedule V of the Listing Regulations during the year ended March 31, 2018.
8. We 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.

Place : Kolkata
Date: 28/05/2018

For T. C. Mahawar & Co.
Chartered Accountants
FRN. 322294E

CA Tikam Chand Mahawar
Proprietor
Membership No. 056212



**ANNEXURE V
FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN**

as on financial year ended on 31.03.2018
[Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the
Companies (Management & Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS :

1. CIN	L65993WB1981PLC033363
2. Registration Date	16-Feb-1981
3. Name of the Company	KAUSHAL INVETSMENTS LIMITED
4. Category/Sub-category of the Company	Public Company/Limited by shares
5. Address of the Registered Office & contact details	Jajodia Tower, 3 Bentinck Street, 4th Floor, Room No.D-8, Kolkata-700001 E-mail – info@kaushalinvest.com Website –www.kaushalinvest.com Contact No. – 033-2248-5664
6. Whether listed company	Yes
7. Name, Address & contact details of the Registrar & Transfer Agent, if any	Niche Technologies Private Limited D511, Bagree Market, 5th Floor 71, B.R.B. Basu Road, Kolkata - 700001 Phone No. : 91 33 2235 7270 / 7271 Fax : 91 33 2215 6823 E-mail : nichetechpl@nichetechpl.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.	Investment Activities	64990	99.82%

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

Sl. No.	Name of the Company	Address of the Company	CIN / LLPIN	Holding/ Subsidiary/ Associate	% of shares held	Applicable section
1	Aurelian Commercial Private Limited	Mercantile Building, 9/12 Lal Bazar Street, Block -E, 2nd Floor, Kolkata - 700001	U51909WB2012PTC187862	Subsidiary	100.00%	2(87) of Companies Act, 2013
2	Aurelian Trading Private Limited	Mercantile Building, 9/12 Lal Bazar Street, Block -E, 2nd Floor, Kolkata - 700001	U51909WB2012PTC187998	Subsidiary	100.00%	2(87) of Companies Act, 2013
3	Fastflow Commodeal Limited	Mercantile Building, 9/12 Lal Bazar Street, Block -E, 2nd Floor, Kolkata - 700001	U51909WB2010PLC144526	Subsidiary	56.40%	2(87) of Companies Act, 2013
4	Lifestyle Vanijya LLP	Mercantile Building, 9/12 Lal Bazar Street, Block -E, 2nd Floor, Kolkata - 700001	AAG-0514	Step Down Wholly Owned Subsidiary	100.00%	2(87) of Companies 2013
5	Ultra Dealers Private Limited	Mercantile Building, 9/12 Lal Bazar Street, Block -E, 2nd Floor, Kolkata - 700001	U51109WB2008PTC122435	Step Down Wholly Owned Subsidiary	100.00%	2(87) of Companies 2013
6	Moti Finvest Limited	3, Bentinck Street, 4th Floor, Room No. D-8, Kolkata - 700001	U65922WB1996PLC081615	Step Down Subsidiary	50.09%	2(87) of Companies 2013
7	Indigo Dealers Private Limited	C/o. Shri Hanuman Prasad Agrawal, 493/B/1 G.T. Road (South), Panchsheel Appartment, Block-G Howrah-711102	U51109WB2008PTC124848	Associate	43.06%	2(6) of Companies Act, 2013
8	Icon Commotrade Limited	Mercantile Building, 9/12 Lal Bazar Street, Block -E, 2nd Floor, Kolkata - 700001	U52190WB2010PLC145355	Associate	49.42%	2(6) of Companies Act, 2013



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	
A. PROMOTERS									
(1) Indian									
A) Individual / HUF									
B) Central Government									
C) State Government									
D) Bodies Corporate									
E) Banks/Financial Institutions									
F) Any Other									
Sub-Total (A) (1)	0	0	0	0.000	0	0	0	0.000	0.000
(2) Foreign									
A) NRIs - Individuals									
b) Other - Individuals									
c) Bodies Corporate									
d) Banks / Financial Institutions									
e) Any Other									
Sub-Total (A) (2)	0	0	0	0.000	0	0	0	0.000	0.000
Total Shareholding of Promoter (A) = (A) (1) + (A) (2)	0	0	0	0.000	0	0	0	0.000	0.000
B. PUBLIC SHAREHOLDING									
(1) Institutions									
a) Mutual Funds									
b) Banks/Financial Institutions									
c) Central Governments									
d) State Governments									
e) Venture Capital Funds									
f) Insurance Companies									
g) Foreign Institutional									
h) Foreign Venture Capital									
i) Others (Specify)									
Sub-Total (B) (1)	0	0	0	0.000	0	0	0	0.000	0.000


KAUSHAL INVESTMENTS LIMITED

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	
(2) Non-Institutions									
A) Body Corporate									
i) Indian	2900025	0	2900025	92.357	2735025	0	2735025	87.103	-5.254
ii) Overseas									
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 Lakh	26170	50850	77020	2.453	24020	50850	74870	2.384	-0.069
ii) Individual Shareholders holding nominal share capital in excess of Rs. 1	162955	0	162955	5.190	330105	0	330105	10.513	-5.323
c) Others Specify									
1. NRI									
2. Overseas Corporate Bodies									
3. Foreign Nationals									
4. Clearing Members									
5. Trusts									
6. Foreign Bodies - D.R.									
Sub-Total (B) (2)	3089150	50850	3140000	100.000	3089150	50850	3140000	100.000	0.000
Total Public Shareholding (B) = (B) (1) + (B) (2)	3089150	50850	3140000	100.000	3089150	50850	3140000	100.000	0.000
C. Shares held by Custodian for GDRs & ADRs									
GRAND TOTAL (A+B+C)	3089150	50850	3140000	100.000	3089150	50850	3140000	100.000	0.000

(ii). Shareholding of Promoters

SI No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% of 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	
	TOTAL	0	0.000	0.000	0	0.000	0.000	0.000

(iii). Change in Promoter's Shareholding

SI No.	Shareholder's Name	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
	TOTAL	0	0.000	0.000	0.000



KAUSHAL INVESTMENTS LIMITED

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

SI No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of Shares	% of total shares of the company	No. of Shares	% of total shares of the company
1	BURS FINANCIAL ADVISORY SERVICES PRIVATE				
	a) At the Beginning of the Year	150000	4.777		
	b) Changes during the year		[NO CHANGES DURING THE YEAR]		
	c) At the End of the Year			150000	4.777
2	CHANDRIKA DEALCOM PRIVATE LIMITED				
	a) At the Beginning of the Year	150000	4.777		
	b) Changes during the year		[NO CHANGES DURING THE YEAR]		
	c) At the End of the Year			150000	4.777
3	GAJMURTI AGENCY PRIVATE LIMITED				
	a) At the Beginning of the Year	150000	4.777		
	b) Changes during the year		[NO CHANGES DURING THE YEAR]		
	c) At the End of the Year			150000	4.777
4	J.N.B. SIDHU FINANCE PVT LTD.				
	a) At the Beginning of the Year	150000	4.777		
	b) Changes during the year		[NO CHANGES DURING THE YEAR]		
	c) At the End of the Year			150000	4.777
5	KAMALRAJ TRADERS AND FOODS PVT. LTD.				
	a) At the Beginning of the Year	150000	4.777		
	b) Changes during the year		[NO CHANGES DURING THE YEAR]		
	c) At the End of the Year			150000	4.777
6	KOTHSONS FINANCE & CONSULTANCY PRIVATE LIMITED				
	a) At the Beginning of the Year	150000	4.777		
	b) Changes during the year		[NO CHANGES DURING THE YEAR]		
	c) At the End of the Year			150000	4.777
7	KRIPA DEALTRADE PRIVATE LIMITED				
	a) At the Beginning of the Year	150000	4.777		
	b) Changes during the year		[NO CHANGES DURING THE YEAR]		
	c) At the End of the Year			150000	4.777
8	KUDRAT HOLDINGS PRIVATE LIMITED				
	a) At the Beginning of the Year	150000	4.777		
	b) Changes during the year		[NO CHANGES DURING THE YEAR]		
	c) At the End of the Year			150000	4.777
9	MANGALSIDHI DISTRIBUTORS PRIVATE LIMITED				
	a) At the Beginning of the Year	0	0.000		
	b) Changes during the year				
	Date Reason				
	05/05/2017 Transfer	150000	4.777	150000	4.777
	c) At the End of the Year			150000	
9	MANIMAYA SALES PRIVATE LIMITED				
	a) At the Beginning of the Year	150000	4.777		
	b) Changes during the year		[NO CHANGES DURING THE YEAR]		
	c) At the End of the Year			150000	4.777
10	MEGACITY MANAGEMENT ADVISORY SERVICES PR				
	a) At the Beginning of the Year	150000	4.777		
	b) Changes during the year		[NO CHANGES DURING THE YEAR]		
	Date Reason				
	23/06/2017 Transfer	-150000	4.777	0	0.000
	c) At the End of the Year			0	0.000
	TOTAL	1500000	47.771	1500000	47.771



KAUSHAL INVESTMENTS LIMITED

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

SI No.	Shareholder's Name	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
	TOTAL	0	0.00	0	0.00

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

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

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

Sl. No.	Particulars of Remuneration	Name of MD/WTD/Manager				Total Amount (in Rs.)
		Nidhi Sharma, Managing Director (resigned on 29.08.2017)	----	----		—
1	Gross salary	1,59,168				1,59,168
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961					
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961					
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961					
2	Stock Option					
3	Sweat Equity					
4	Commission					
	- as % of profit					
	- others, specify...					
5	Others, please specify					
	Total(A)	1,59,168				1,59,168
	Ceiling as per the Act					



KAUSHAL INVESTMENTS LIMITED

B. Remuneration to other directors

Sl. No.	Particulars of Remuneration	Name of the Director				Total Amount (in Rs.)
	Ceiling as per the Act	-----	----	----	—	—
1	Independent Directors	NIL				
	Fee for attending board committee meetings					
	Commission					
	Others, please specify					
	Total (1)					
2	Other Non-Executive Directors					
	Fee for attending board committee meetings					
	Commission					
	Others, please specify					
	Total (2)					
	Total (B)=(1+2)					
	Total Managerial Remuneration					
	Overall Ceiling as per the Act					

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

Sl. No.	Particulars of Remuneration	Key Managerial Personnel				Total Amount (in Rs.)
		CEO	CS Rama Kant Mishra (resigned on 28th August, 2017)	CS Anand Mishra (Appointed on 29th August, 2017)	CFO Pankaj Marda	
1	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961		43,200/-	60,067/-	1,80,000/-	283,267/-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961					-
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961		---	---	---	
2	Stock Option		---	---	---	
3	Sweat Equity					
4	Commission		---	---	---	
	- as % of profit		---	---	---	
	others, specify...		---	---	---	
5	Others, please specify		---	---	---	
	Total		43,200/-	60,067/-	1,80,000/-	283,267/-



VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES :

	Type	Section of the Companies Act	Brief Description	Details of Penalty/ Punishment/Compounding fees imposed	Authority [RD/ NCLT/COURT]	Appeal made, if any (give Details)
A. COMPANY	Penalty			NIL		
	Punishment					
	Compounding					
B. DIRECTORS	Penalty					
	Punishment					
	Compounding					
C. OTHER OFFICERS IN DEFAULT	Penalty					
	Punishment					
	Compounding					

**Annexure VI****PARTICULARS OF EMPLOYEES PURSUANT TO SECTION 134(3)(q) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES****(APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014****(1) REMUNERATION PAID TO DIRECTORS.**

SL No.	Name of The Director	Title	Remuneration in F.Y 2017-18 ()	Remuneration in F.Y 2016-17 ()	Shares/Stock Held	% Increase of Remm in 16-17 Against 15-16	Ratio of Remuneration to Mre (including Md)	Ratio of Remuneration to Mre (excluding Md)	Ratio of Remuneration to Revenues in 2017 (note - 1)	Ratio of Remuneration to Net Profit 2017 (note - 1)
1	Ms. Nidhi Sharma (resigned on 29.08.2017)	Managing Director	159168	325383	Nil	Nil	1.64:1	3.07:1	0.343:1	1.99:1
2.	Mr. Vidhu Bhushan Verma	Director	0.00	Nil	Nil	Nil	0.00	0.00	0.00	0.00
3.	Mr. Jitendra Kumar Goyal	Director	0.00	Nil	Nil	Nil	0.00	0.00	0.00	0.00

(2) REMUNERATION PAID TO KMP

SL No.	Name of The KMP	Title	Remuneration in F.Y 2016-17 ()	Remuneration in F.Y 2015-16 ()	Shares/Stock Held	% Increase of Remm in 16-17 Against 15-16	Ratio of Remuneration to Mre (including Md)	Ratio of Remuneration to Mre (excluding Md)	Ratio of Remuneration to Revenues in 2017 (note - 1)	Ratio of Remuneration to Net Profit 2017 (note - 1)
1	Mr. Pankaj Marda	CFO	1,80,000	1,20,000	Nil	Nil	0.93:1	1.74:1	0.194:1	1.12:1
2	Mr. Rama Kant Mishra	Company Secretary, (resigned On 28 th August, 2017)	103680	55,800	Nil	Nil	0.53:1	1:1	0.112:1	0.65:1
3.	Mr. Anand Mishra	Company Secretary (Appointed on 29th August 2017)	60067	Nil	Nil	Nil	0.46:1	0.87:1	0.097:1	0.56:1

NOTES :

- A. Calculation based on annualized salary.
- B. Salary includes bonus amount.
- C. No remuneration is paid to any Non Executive director during the period
- D. The Median Remuneration of Employees (MRE) including Managing Directors (MD) was 1,93,680 in the financial year 2017-18.
- E. The Median Remuneration of Employees (MRE) excluding Managing Directors (MD) was 1,03,680 in the financial year 2017-18.
- F. The number of permanent employees in the rolls of the company as on 31.03.2017 and 31.03.2018 were 2 and 2 respectively.
- G. The revenue during the Financial year 2017-18 has increased by 29 times compared to Financial year 2016-17 and net profit decreased by 97 times.
- H. The aggregate remuneration of employees excluding Managing Director increased by 64 %, and, the aggregate remuneration of employees including Managing Director decreased by 10.57%.
- I. The Company being listed in CSE and at CSE the market capitalization stands at Rs.1,25,60000 (Divided into 31,40,000 Equity Shares @ Rs. 4.00 each). The shares of the company were last traded on 28/12/2001. The growth in market capitalization remained stagnant.
- J. The company has a Nomination & Remuneration Policy in place, and it is strictly followed for fixation and payment of remuneration to the managerial personnel and other employees of the company. The policy has been developed with adherence to the Companies Act, 2013 and all other statutes as applicable.
- K. During the Financial year 2017-18 no employee received remuneration in excess of the highest paid Director.



INDEPENDENT AUDITORS' REPORT

To,
The Members of
KAUSHAL INVESTMENTS LIMITED

Report on the Standalone Ind AS Financial Statements

We have audited the accompanying standalone Ind AS financial statements of KAUSHAL INVESTMENTS LIMITED (the Company'), which comprise the balance sheet as at 31st March 2018, the Statement of profit and loss (including Other Comprehensive Income), the Statement of cash flows 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 Standalone Financial Statements

The Company's Board of Directors are responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone 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) prescribed under Section 133 of the Act.

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 judgements and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Ind AS financial statements that give a true and fair view and are free from material misstatements, whether due to fraud or error.

Auditor's Responsibility

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

In conducting 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 Standalone 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 financial statements are free from material misstatements.

An audit involves performing procedures to obtain audit evidences about the amounts and the disclosures in the Standalone Ind AS financial statements. The procedures selected depend on the auditor's judgement, including the assessment of the risks of material misstatements in the Standalone 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 Standalone 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 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 Standalone Ind AS financial statements.

We believe that the audit evidences we have obtained are sufficient and appropriate to provide a basis for our audit opinion on the standalone 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 standalone 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 of the state of affairs (financial position) of the Company as at 31st March 2018 and its loss (financial performance including other comprehensive income) its cash flows and the Changes in Equity for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by Section 143 (3) of the Act, we report that :
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b. In our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c. The Balance sheet, the Statement of Profit and Loss, the cash flow statement and Statement of changes in equity dealt with by this Report are in agreement with the books of accounts;
 - d. In our opinion, the aforesaid standalone Ind AS financial statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act.
 - e. On the basis of the written representations received



from the directors as on 31st March 2018 taken on record by the Board of Directors, none of the directors are disqualified as on 31st March 2018 from being appointed as a director in terms of Section 164 (2) of the Act;

- f. With respect to the adequacy of internal financial controls over financial reporting of the Company and the operating effectiveness of such control, refer to the separate Report in “**Annexure A**” and
- g. 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 in its standalone Ind AS financial statements
 - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any. However the Company does not have any ongoing long-term contracts including derivative contracts as on the Balance sheet date.
 - iii. There are no such amounts appearing in the books which are required to be transferred to the Investor Education and Protection Fund by the Company.
2. 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 Act, we give in the “Annexure B”, a statement on the matters specified in the paragraph 3 and 4 of the order

For **T. C. Mahawar & Co.**
Chartered Accountants
FRN.322294E

(**CA Tikam Chand Mahawar**)
Proprietor
Membership No : 056212

Place : Howrah
Date : 30.05.2018

ANNEXURE “A” TO THE INDEPENDENT AUDITORS' REPORT

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

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 **KAUSHAL INVESTMENTS LIMITED** (“the Company”) as of March 31, 2018 in conjunction with our audit of the Standalone Ind AS financial statements of the Company as of and 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. 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.

Auditor's 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 control over financial reporting included obtaining an understanding of



KAUSHAL INVESTMENTS LIMITED

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 Standalone Ind AS 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 authorizations of management and directors of the company; and
3. provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

Opinion

In our opinion, to the best of our information and according to explanation given to us, 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 March 31, 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 T. C. Mahawar & Co.
Chartered Accountants
FRN.322294E

(CA Tikam Chand Mahawar)

Place : Howrah
Date : 30.05.2018

Proprietor

Membership No : 056212

ANNEXURE 'B' TO THE INDEPENDENT AUDITOR'S REPORT

(Referred to in paragraph 2 under "Report on Other Legal and Regulatory Requirements' section of our report of even date)

The Annexure referred to in Independent Auditor's Report to the members of KAUSHAL INVESTMENTS LIMITED on accounts of the Company for the year ended on March 31, 2018.

In our opinion and to the best of our information and according to the explanations given to us we certify that:

- (i) Based on our scrutiny of the Company's books of accounts and other records and according to the information and explanations received by us from the management, we are of the opinion that the question of commenting on the maintenance of proper records of fixed assets, physical verification of fixed assets and title of fixed assets does not arise since the company had no fixed assets as on 31.03.2018.
- (ii) Physical verification of inventory has been conducted at reasonable intervals by the management and no material discrepancies were noticed, and they have been properly dealt with in the books of accounts.
- (iii) According to the information and explanation given to us, the Company has granted unsecured loans repayable on demand to parties covered in the register maintained under section 189 of the Companies Act, 2013, in respect of which:
 - a) The terms and conditions of the grant of such loans are, in our opinion, prima facie, not prejudicial to the Company's interest.
 - b) The schedule of repayment of principal and payment of interest has been stipulated and repayments or receipts of principal amounts and interest have been regular as per stipulation.
 - c) There is no amount overdue for more than 90 days as at the balance sheet date.



- (iv) In our opinion and according to information and explanation given to us, the Company has complied with the provision of section 185 and 186 of the Companies Act, 2013 in respect of the loans provided & investments, as applicable.
- (v) According to the information and explanation given to us, the Company has not accepted any deposit from the public within the meaning of the Act and the rules made thereunder. Hence clause (v) of the order is not applicable.
- (vi) Maintenance of cost records under sub-section (1) of section 148 of the Companies Act, 2013 was not applicable during the financial year.
- (vii) According to the information and explanation given to us, in respect of statutory dues:
- a) The company is regular in depositing undisputed statutory dues including, income-tax, service tax, value added tax, cess and any other statutory dues to the appropriate authorities and the extent of the arrears of outstanding statutory dues as on the last day of the financial year concerned were not for a period of more than six months from the date they became payable.
- b) No dues of income tax, or sales tax or service tax or duty of customs or duty of excise or value added tax have not been deposited on account of any dispute.
- (viii) In our opinion and according to the information and explanations given to us, the company has not defaulted in repayment of loans or borrowing to a banks and financial institution. The Company has not issued any debentures and does not have any loans or borrowings from Government.
- (ix) In our opinion and according to the information and explanations given to us, the Company has not raised money by way of initial public offer or further public offer (including debt instruments) or term Loans and hence reporting under clause (ix) is not applicable.
- (x) To the best of our knowledge and according to the information and explanation given to us, no fraud by the company or no material fraud on the Company by its officers or employees has been noticed or reported during the year.
- (xi) The managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.
- (xii) The Company is not a Nidhi Company as defined under the provisions of the Companies Act 2013, and that the Nidhi Rules, 2014 were not applicable on the company.
- (xiii) In our opinion and according to the information and explanations given to us the transaction with the related party are in compliance with sections 177 and 188 of Companies Act, 2013, where applicable, have been disclosed in the standalone Ind AS financial statement etc. as required by the applicable Indian Accounting Standards.
- (xiv) During the year the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and reporting under clause (xiv) of CARO 2016 is not applicable to the Company.
- (xv) In our opinion and according to the information and explanations given to us during the year, the company has not entered into any non-cash transactions with directors or directors of the subsidiary company or persons connected with him and hence the provisions of section 192 of Companies Act, 2013 were not attracted.
- (xvi) According to the information and explanations given to us, the provisions of Section 45-IA of the Reserve Bank of India Act, 1934 are not applicable to the Company.

For **T. C. Mahawar & Co.**
Chartered Accountants
FRN.322294E

(CA Tikam Chand Mahawar)
Proprietor
Membership No : 056212

Place : Howrah
Date : 30.05.2018



BALANCE SHEET

as at 31 March 2018, 2017 and April 1, 2016

(₹ in '000)

Particulars	Notes	As at 31st March 2018		As at 31st March 2017		As at 31st March 2016	
I. ASSETS							
(1) Non-current assets							
(a) Investments in subsidiaries and associates	4	29,539.53		29,540.03		3,774.00	
(b) Financial assets							
(i) Investments	5	4,265.64		5,044.42		23,620.78	
(ii) Other financial assets	6	13,645.08		12,817.86		3,419.22	
(b) Deferred tax assets (net)	7	-	47,450.25	-	47,402.31	2,366.54	33,180.54
(2) Current assets							
(a) Inventories	8	3,039.00		2,989.00		-	
(b) Financial assets							
(i) Trade and other receivables	9	2,015.00		384.00		-	
(ii) Cash and cash equivalents	10	62.98		364.28		156.27	
(iii) Other financial assets	11	-		-		6.74	
(d) Current tax assets (net)	12	91.91	5,208.90	-	3,737.28	19.64	182.65
Total Assets			52,659.15		51,139.59		33,363.19
II. EQUITY AND LIABILITIES							
(1) Equity							
(a) Share Capital	13	31,400.00		31,400.00		31,400.00	
(b) Other Equity	14	2,965.07	34,365.07	2,804.83	34,204.83	(4,245.94)	27,154.06
(2) Non-current liabilities							
(a) Deferred tax Liabilities (net)	7	674.21	674.21	752.35	752.35	-	-
(2) Current liabilities							
(a) Financial liabilities							
(i) Borrowings	15	17,438.96		9,572.32		1,678.45	
(ii) Trade payables	16	-		2,530.00		4,500.00	
(iii) Other financial liabilities	17	180.90		4,007.61		30.68	
(b) Current tax liabilities (net)	18	-	17,619.86	72.49	16,182.42	-	6,209.13
Total Equity and Liabilities			52,659.15		51,139.59		33,363.19
Corporate Information	1						
Significant accounting policies and estimates	2 & 3						
Other disclosures	28						
The accompanying notes 1 to 28 are an integral part of the Standalone Financial Statements							

As per our report of even date attached

For and on behalf of the Board of Directors

For **T.C. MAHAWAR & CO.**

Chartered Accountants

FRN 322294E

(CA Tikam Chand Mahawar)

Proprietor
Membership No. 056212

Place : Kolkata
Date : 30.05.2018

Anand Mishra
Company Secretary
PAN : APOPM6684D

Pankaj Marda
Chief Financial Officer
PAN : AFCPM7576A

Vidhu Bhushan Verma
Director
DIN : 00555238

Jitendra Kumar Goyal
Director
DIN : 00468744



STATEMENT OF PROFIT AND LOSS for the year ended 31st March, 2018 and 2017

(₹ in '000)

Particulars	Notes	Year ended 31st March, 2018	Year ended 31st March, 2017
I Revenue from operations	19	-	715.92
II Other Income	20	926.86	0.83
III Total Income(I+II)		926.86	716.76
IV Expenses:			
Purchase of stock in trade	21	50.00	3,205.00
Changes in inventories	22	(50.00)	(2,989.00)
Employee benefit expense	23	449.50	502.62
Finance cost	24	1,312.46	69.49
Other expenses	25	269.21	179.53
Total Expenses (IV)		2,031.17	967.64
V Profit/(Loss) before exceptional items and tax (III - IV)		(1,104.31)	(250.89)
VI Exceptional Items	-	-	-
VII Profit/(Loss) before tax (V - VI)		(1,104.31)	(250.89)
VIII Tax expense :	26		
Current tax		11.60	120.03
Deferred tax		-	63.09
Total tax expense		11.60	183.12
IX Profit/(Loss) for the year (VII - VIII)		(1,115.91)	(434.01)
X Other Comprehensive Income / Loss	27		
(A) (i) Items that will not be reclassified to profit or loss			-
a) Fair value changes of Investments in equity shares		1,198.02	10,540.57
(ii) Income tax relating to items that will not be recycled to profit or loss		(78.13)	3,055.80
Total other Comprehensive Income / Loss		1,276.16	7,484.77
XI Total Comprehensive Income for the year (IX + X)		160.25	7,050.77
<i>(Comprising of profit/(Loss) and other comprehensive income for the year)</i>			
XII Earnings per equity share (Nominal value per share Rs 10/-)			
Basic and diluted (Refer Note no 28 (4))		(0.36)	(0.14)
Number of shares used in computing earnings per share			
Basic and diluted (Refer Note no 28 (4))		3,140,000	3,140,000
Corporate Information	1		
Significant accounting policies and estimates	2 & 3		
Other disclosures	28		
The accompanying notes 1 to 28 are an integral part of the Standalone Financial Statements			

As per our report of even date attached

For and on behalf of the Board of Directors

For **T.C. MAHAWAR & CO.**

Chartered Accountants

FRN 322294E

(CA Tikam Chand Mahawar)

Proprietor

Membership No. 056212

Place : Kolkata

Date : 30.05.2018

Anand Mishra
Company Secretary
PAN : APOPM6684D

Pankaj Marda
Chief Financial Officer
PAN : AFCPM7576A

Vidhu Bhushan Verma
Director
DIN : 00555238

Jitendra Kumar Goyal
Director
DIN : 00468744



CASH FLOW STATEMENT

for the year ended 31st March 2018

(₹ in '000)

Particulars	Year ended 31st March, 2018		Year ended 31st March, 2017	
A. CASH FLOW FROM OPERATING ACTIVITIES				
Profit/(Loss) before exceptional items and tax		(1,104.31)		(250.89)
<i>Adjustments to reconcile Profit/(Loss) before exceptional items and tax to net cash flow provided by operating activities</i>				
Finance costs	1,312.46		69.49	
Interest income	(919.14)		(0.73)	
Dividend	(6.07)		(0.10)	
		387.25		68.66
Operating profit/loss before working capital changes		(717.06)		(182.23)
<i>Adjustments to reconcile operating profit/(Loss) to cash flow provided by changes in working capital</i>				
(Increase) / Decrease in Inventories	(50.00)		(2,989.00)	
(increase) / Decrease in trade and other receivables	(1,631.00)		(384.00)	
(Increase) /Decrease in other financial Assets	-		6.74	
(Increase) / Decrease in other current assets	(91.91)		19.64	
Increase / (Decrease) in Trade Payables (Current & Non current)	(2,530.00)		(1,970.00)	
Increase / (Decrease) in other Financial & other current liabilities	(3,899.20)		4,049.42	
		(8,202.11)		(1,267.20)
Cash generated from operations		(8,919.17)		(1,449.42)
Tax Expense		11.60		120.03
Net cash generated from operating activities	A	(8,930.77)		(1,569.45)
B. CASH FLOW FROM INVESTING ACTIVITIES				
Sale (Purchase) of Investments	962.80		2,699.65	
Income from Investment	1,014.50		651.25	
Dividend	6.07		0.10	
Interest received	919.14		0.73	
Net cash used in investing activities	B	2,902.51		3,351.74
C. CASH FLOW FROM FINANCING ACTIVITIES				
Loans Borrowed (net of repayment)	7,866.64		7,893.87	
Interest Expense	(1,312.46)		(69.49)	
Net cash (used in) financing activities	C	6,554.18		7,824.38
Net decrease/ Increase in cash and cash equivalents (A+B+C)		525.92		9,606.66
Opening cash and cash equivalents		13,182.14		3,575.49
Closing cash and cash equivalents for the purpose of Cash Flow Statement		13,708.07		13,182.14

Notes:

- 1) The above Cash Flow Statement has been prepared under the " Indirect Method " as set out in the Indian Accounting Standard (Ind AS)-7 on Statement of Cash Flows
- 2) Cash and cash equivalents do not include any amount which is not available to the Company for its use
- 3) Cash and cash equivalents as at the Balance Sheet date consists of:

**CASH FLOW STATEMENT** for the year ended 2018

(₹ in '000)

Particulars	As at 31st March 2018	As at 31st March 2017
Balances with banks		
On current accounts	24.32	303.82
Cash on hand	38.67	60.47
Closing cash and cash equivalents (Refer Note No 10)	62.99	364.28
Add : Deposits with banks (with more than 12 months maturity) and interest accrued there upon. (Refer note no 6)	13645.08	12817.86
Closing cash and cash equivalents for the purpose of cash flow statement	13708.07	13182.14

As per our report of even date attached

For and on behalf of the Board of Directors

For **T.C. MAHAWAR & CO.**
Chartered Accountants
FRN 322294E

(CA Tikam Chand Mahawar)
Proprietor
Membership No. 056212
Place : Kolkata
Date : 30.05.2018

Anand Mishra
Company Secretary
PAN : AOPM6684D

Pankaj Marda
Chief Financial Officer
PAN : AFCPM7576A

Vidhu Bhushan Verma
Director
DIN : 00555238

Jitendra Kumar Goyal
Director
DIN : 00468744

**KAUSHAL INVESTMENTS LIMITED****Statement of changes in Equity for the year ended 31st March 2018**

(a) Equity Share Capital :

(₹ in '000)

For the year ended 31st March, 2018			For the year ended 31st March, 2017		
Balance as at 1st April, 2017	Changes in equity share Capital during the year	Balance as at 31st March, 2018	Balance as at 1st April, 2016	Changes in equity share capital during the year	Balance as at 31st March, 2017
31,400.00	-	31,400.00	31,400.00	-	31,400.00

(b) Other Equity :

(₹ in '000)

	Reserves and Surplus Retained Earnings	Other Comprehensive Income	Total other equity
Balance as at 1st April, 2017	2,804.83	-	2,804.83
Changes in equity during the year ended 31st March, 2018			
Loss for the year	(1,115.91)	-	(1,115.91)
Other Comprehensive income / loss for the year		1,276.16	1,276.16
Transfer from / to other Comprehensive Income / retained earnings	1,276.16	(1,276.16)	-
Balance as at 31st March, 2018	2,965.07	-	2,965.07

(b) Other Equity :

(₹ in '000)

	Reserves and Surplus Retained Earnings	Other Comprehensive Income	Total other equity
Balance as at 1st April, 2016	(4,245.94)	-	(4,245.94)
Changes in equity during the year ended 31st March, 2017			
Loss for the year	(434.01)	-	(434.01)
Other Comprehensive income / loss for the year		7,484.77	7,484.77
Transfer from / to other Comprehensive Income / retained earnings	7,484.77	(7,484.77)	-
Balance as at 31st March, 2017	2,804.83	-	2,804.83

The accompanying notes 1 to 28 are an integral part of the standalone financial statements

As per our report of even date attached

For and on behalf of the Board of Directors

For **T. C. MAHAWAR & CO.**

Chartered Accountants

FRN 322294E

Vidhu Bhushan Verma

Director

DIN : 00555238

Jitendra Kumar Goyal

Director

DIN : 00468744

Anand Mishra

Company Secretary

PAN : APOPM6684D

Pankaj Marda

Chief Financial Officer

PAN : AFCPM7576A

(CA Tikam Chand Mahawar)

Proprietor

Membership No. 056212

Place : Kolkata

Date : 30-05-2018



NOTES FORMING PART OF THE INDIVIDUAL FINANCIAL STATEMENTS

Note No : 1 Corporate Information

Corporate information

KAUSHAL INVESTMENTS LIMITED ("the Company") is a public limited company incorporated and domiciled in India. The registered office of the Company is situated at 3, Bentinck Street, 4th Floor, Room No. D8, Kolkata - 700 001. The Company's shares are listed on the CSE, (Calcutta Stock Exchange).

The Company is into the business of Investment in Shares and Securities and other Investment activities.

The financial statements for the year ended 31st March, 2018 was approved for issue by the Board of Directors of the Company on 30th May, 2018 and is subject to the adoption by the shareholders in the ensuing Annual General Meeting

Note No. : 2 Significant accounting policies

2.1 Statement of Compliance with Ind AS

In accordance with the notification dated 16th February, 2015, 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 (as amended) with effect from 1st April, 2017 with restatement of previous year figures presented in this financial statements. Accordingly, the financial statements have been prepared in accordance with Ind AS prescribed under Section 133 of the Companies Act, 2013 ("Act") read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and the Companies (Indian Accounting Standards) (Amendment) Rules, 2016.

The Company has adopted all the applicable Ind AS and the adoption was carried out in accordance with Ind AS-101 First time adoption of Indian Accounting Standards.

The transition was carried out from Generally Accepted Accounting Principles in India which comprised of applicable Accounting Standards specified under section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014, other pronouncements of the Institute of Chartered Accountants of India (ICAI), relevant applicable provisions of the Companies Act, 1956, and the Companies Act, 2013 to the extent applicable and the applicable guidelines issued by the Securities and Exchange Board of India (SEBI) ("Previous GAAP").

These financial statements for the year ended 31st March, 2018 are the first financial statements of the Company prepared in accordance with Ind AS. The date of transition to Ind AS is 1st April, 2016. Reconciliations and descriptions of the effect of the transition have been summarized in Note No 28.

All the Ind AS issued and notified by the Ministry of Corporate Affairs under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) till the

financial statements are approved for issue by the Board of Directors has been considered in preparing these financial statements.

2.2 Basis of preparation

These financial statements have been prepared in accordance with Ind AS under the historical cost basis except for the following:

i) Certain financial assets and financial liabilities - measured at fair value .

Historical cost is generally based on the fair value of the consideration in exchange for goods and services.

All assets and liabilities have been classified as current or non-current as per the Company's normal operating cycle and other criteria set out in Schedule III to the Companies Act, 2013. The Company has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

The financial statements including notes thereon are presented in Indian Rupees ("Rupees" or "Rs."), which is the Company's functional and presentation currency. All amounts disclosed in the financial statements including notes thereon have been rounded off to the nearest thousand as per the requirement of Schedule III to the Act, unless stated otherwise.

2.3 Revenue recognition

Revenue is recognised to the extent it is probable that economic benefits would flow to the Company and the revenue can be reliably measured, regardless of when the revenue proceeds is received from customers.

Revenue is measured at the fair value of the consideration received/receivable taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the Government.

The specific recognition criteria for revenue recognition are as follows:

A) Interest income

Interest income is included in "Other Income" in the Statement of Profit and Loss.

Interest Income is accrued on a time proportion basis, by reference to the principal outstanding and the effective interest rate applicable.

Interest accrued before acquisition of interest bearing investment: Subsequent receipt of Interest is allocated between pre-acquisition and post-acquisition periods.

B) Dividend Income

Dividend income is recognised when the Company's right to receive the dividend is established i.e. in case of interim dividend, on the date of declaration by the Board of Directors; whereas in case of final dividend, on the date of approval by the shareholders.



C) Income from Investments

Income from investments in Equity / Preference which are included within FVTOCI Category (Fair value through Other Comprehensive income) are recognised in OCI (Other comprehensive income) except the dividend on such investments which are recognised in Statement of Profit and Loss

D) All other income are accounted for on accrual basis.

2.4 Expenses

All expenses are accounted for on accrual basis.

2.5 Inventories

Inventories are valued at lower of cost and net realisable value.

2.6 Provisions, contingent liabilities and contingent assets

a) A provision is recognized if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are not recognised for future operating losses.

If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at current pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

When discounting is used, the increase in the passage of time is recognized as finance costs.

The expense relating to provision is presented in the Statement of Profit and Loss, net of any reimbursement.

b) A contingent liability is not recognised in the financial statements, however, is disclosed, unless the possibility of an outflow of resources embodying economic benefits is remote.

If it becomes probable that an outflow of future economic benefits will be required for an item dealt with as a contingent liability, a provision is recognized in the financial statements of the period (except in the extremely rare circumstances where no reliable estimate can be made).

c) A contingent asset is not recognised in the financial statements, however, is disclosed, where an inflow of economic benefits is probable.

When the realisation of income is virtually certain, then the related asset is no longer a contingent asset, and is recognised as an asset.

d) Provisions, contingent liabilities and contingent assets are reviewed at each balance sheet date.

2.7 Employee benefits

a) Short-term employee benefits

Short-term employee benefits in respect of salaries and wages, including non-monetary benefits are recognised

as an expense at the undiscounted amount in the Statement of Profit and Loss for the year in which the related service is rendered.

b) Defined contribution plans

The Company has no obligation towards contribution to any defined contribution plan

c) Defined benefit plans

The Company has no obligation hence doesn't operate any defined benefit plan, which requires contributions to be made to the recognised fund

2.8 Financial instruments

Financial assets and financial liabilities are recognised in the Balance sheet when the Company becomes a party to the contractual provisions of the instrument. The Company determines the classification of its financial assets and financial liabilities at initial recognition based on its nature and characteristics.

a) Financial assets

i) Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

The financial assets include equity , trade and other receivables, loans and advances, cash and bank balances and other derivative financial instruments

ii) Subsequent measurement

For the purpose of subsequent measurement, financial assets are classified in the following categories:

- 1) At amortised cost,
- 2) At fair value through other comprehensive income (FVTOCI), and
- 3) At fair value through profit or loss (FVTPL).

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if both the following conditions are met:

- 1) The asset is held within a business model whose objective is to hold the asset for collecting contractual cash flows, and
- 2) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR

Equity investments

All equity investments in the scope of Ind AS 109 are measured at fair value other than Investments in



Subsidiaries and Associates which are measured at cost.

Equity instruments included within the FVTPL category, if any, are measured at fair value with all changes recognized in profit or loss. The Company may make an irrevocable election to present in OCI subsequent changes in the fair value. The Company makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an equity instrument at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in OCI. There is no recycling of the amounts from OCI to profit or loss, even on sale of investment.

However, the Company may transfer the cumulative gain or loss within equity.

iii) De-recognition

The Company derecognises a financial asset only when the contractual rights to the cash flows from the asset expires or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset

b) Financial liabilities

(i) Initial recognition and measurement

All financial liabilities are recognised initially at fair value

The financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, derivative financial instruments etc.

(ii) Subsequent measurement

For the purpose of subsequent measurement, Financial liabilities are classified in two categories:

- 1) Financial liabilities at amortised cost, and
- 2) Derivative instruments at fair value through profit or loss (FVTPL)

C) Offsetting of financial instruments

Financial assets and financial liabilities including derivative instruments are offset and the net amount is reported in the Balance sheet, if there is currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis or to realise the assets and settle the liabilities simultaneously

d) Fair value measurement

Fair value is a market-based measurement, not an entity-specific measurement. Under Ind AS, fair valuation of financial instruments is guided by Ind AS 113 "Fair Value Measurement".

For some assets and liabilities, observable market transactions or market information might be available. For other assets and liabilities, observable market transactions and market information might not be available. However, the objective of a fair value measurement in both cases is the same to estimate the price at which an orderly transaction to sell the asset or to transfer the liability would take place between market

participants at the measurement date under current market conditions (i.e. an exit price at the measurement date from the perspective of a market participant that holds the asset or owes the liability).

Three widely used valuation techniques specified in the said Ind AS are the market approach, the cost approach and the income approach which have been dealt with separately in the said Ind AS.

Each of the valuation techniques stated as above proceeds on different fundamental assumptions, which have greater or lesser relevance, and at times there is no relevance of a particular methodology to a given situation. Thus, the methods to be adopted for a particular purpose must be judiciously chosen. The application of any particular method of valuation depends on the company being evaluated, the nature of industry in which it operates, the company's intrinsic strengths and the purpose for which the valuation is made.

In determining the fair value of financial instruments, the Company uses a variety of methods and assumptions that are based on market conditions and risks existing at each balance sheet date.

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3: Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs)

f) Share capital

An equity instrument is a contract that evidences residual interest in the assets of the Company after deducting all of its liabilities. Incremental costs directly attributable to the issuance of new equity shares are recognized as a deduction from equity, net of any tax effects

2.9 Impairment of Assets

Financial assets

An impairment loss is recognized for the amount by which the carrying amount of the asset exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units).

In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation



model is used. These calculations are corroborated by valuation multiples, quoted share prices for publicly traded companies or other available fair value indicators.

If at the balance sheet date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the impairment loss previously recognized is reversed such that the asset is recognized at its recoverable amount but not exceeding written down value which would have been reported if the impairment loss had not been recognized.

2.10 Taxes

Income tax expense comprises current tax and deferred tax and is recognized in the Statement of Profit and Loss except to the extent it relates to items directly recognized in Equity or in OCI.

a) Current income tax

Current income tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities using the tax rates and tax laws that are enacted or substantively enacted by the balance sheet date and applicable for the period.

Current tax items in correlation to the underlying transaction relating to OCI and Equity are recognized in OCI and in Equity respectively.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

The Company offsets current tax assets and current tax liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis or to realise the assets and settle the liabilities simultaneously

b) Deferred income tax

Deferred income tax is recognized using the balance sheet approach. Deferred income tax assets and liabilities are recognized for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount in financial statements, except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profits or loss at the time of the transaction.

Deferred tax assets are recognized for deductible temporary differences, the carry forward of unused tax credits and any unused tax losses to the extent that 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 utilised.

The carrying amount of deferred tax assets is reviewed at

each balance sheet date 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 assets to be utilised.

Unrecognised deferred tax assets are re-assessed at each balance sheet date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

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

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off deferred tax assets against deferred tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

2.11 Earnings per Share

a) Basic earnings per share are computed by dividing the net profit/(loss) after tax by the weighted average number of equity shares outstanding during the year.

b) Diluted earnings per share are computed by dividing the net profit/(loss) after tax by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares which could be issued on the conversion of all dilutive potential equity shares.

2.12 Segment Reporting

Company is into a single line of business and doesn't have any Reportable Segment, hence Reporting requirements as per Ind AS 108 is not applicable

2.13 Cash and cash equivalents

Cash and cash equivalents in the Balance sheet comprise cash on hand, cheques on hand, balance with banks on current accounts and short term, highly liquid investments with an original maturity of three months or less and which carry insignificant risk of changes in value.

For the purpose of the Cash Flow Statement, Cash and cash equivalents consist of Cash and cash equivalents, as defined above and net of outstanding book overdrafts as they are considered an integral part of the Company's cash management

2.14 Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit/loss before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing flows. The cash flows from operating, investing and financing activities of the Company are segregated



2.15 Recent Accounting Pronouncements

During March 2017, the Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) (Amendments) Rules, 2017, notifying amendments to Ind AS 7 - Statement of cash flows.

These amendments are in accordance with the recent amendments made by International Accounting Standards Board (IASB) to IAS 7 - Statement of cash flows respectively. The amendments are applicable to the Company from 1st April, 2017

Standards issued but not effective.

Ind AS 115:- Revenue from contracts with customers

The Company is in the process of assessing the detailed impact of Ind AS 115. Presently, the Company believes that there will be no material impact on its financial statements with the application of Ind AS 115.

The Company intends to adopt the standard using the modified retrospective approach which means that the cumulative impact of the adoption will be recognised in retained earnings if any as of 1st April 2018 and that comparatives will not be restated.

Note No. : 3 Use of critical estimates, judgements and assumptions

The preparation of the financial statements requires the use of accounting estimates, which, by definition would seldom equal the actual results. Management also needs to exercise judgement and make certain assumptions in applying the Company's accounting policies and preparation of financial statements.

The use of such estimates, judgements and assumptions affect the reported amounts of revenue, expenses, assets and liabilities including the accompanying disclosures and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in the future periods.

Estimates and judgements are continuously evaluated. They are based on historical experience and other factors including expectations of future events that may have a financial impact on the Company and that are believed to be reasonable under the circumstances

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the balance sheet date that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are described below.

The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

In the process of applying the Company's accounting policies, management has made the following judgements, which have most significant effect on the amounts recognised in the financial statements

i) Recognition of deferred tax assets for carried forward tax losses and unused tax credit

Deferred tax assets are recognised for unused losses (carry forward of prior years' losses) and unused tax credit to the extent that it is probable that taxable profit would be available against which the losses could be utilised. Significant management judgment is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

ii) Estimated fair value of unlisted securities

The fair values of financial instruments that are not traded in an active market and cannot be measured based on quoted prices in active markets is determined using valuation techniques including Net Asset Value method .

The Group uses its judgement to select a variety of method / methods and make assumptions that are mainly based on market conditions existing at the end of each financial year.

The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility.

Changes in assumptions about these factors could effect the reported fair value of financial instruments.



NOTES FORMING PART OF THE INDIVIDUAL FINANCIAL STATEMENTS for the year ended 31st March 2018

Particulars	As at 31st March 2018			As at 31st March 2017			As at 1st April 2016	
	Face Value	Number of Shares	As at 31st March 2018	Number of Shares	As at 31st March 2017	Number of Shares	As at 1st April 2016	
Note No. : 4 Investments in Subsidiaries and Associates								
A. Investments carried at cost								
(a) Equity Investments in Subsidiary company - (Unquoted)								
Aurelian Commercial Pvt Ltd	10	126,000	8,424.53	126,000	8,424.53	-	-	
Aurelian Trading Pvt Ltd	10	126,000	8,029.50	126,000	8,029.50	-	-	
Fastflow Commodore Limited	10	39,200	392.00	39,200	392.00	-	-	
Preference shares								
Fastflow Commodore Limited	10	100,000	10,000.00	100,000	10,000.00	-	-	
(a) Total			26,846.03		26,846.03			
(b) Equity Investments in Associates - (Unquoted)								
Indigo Dealers Pvt Ltd	10	163,400	1,634.00	163,400	1,634.00	163,400	1,634.00	
Tirupati Tie-up Pvt Ltd	10	-	-	-	-	214,000	2,140.00	
Icon Commotrade Pvt Ltd	10	14,750	1,059.50	14,800	1,060.00	-	-	
(b) Total			2,693.50		2,694.00		3,774.00	
TOTAL (a+b)			29,539.53		29,540.03		3,774.00	
Note No. : 5 Investments (Non - Current)								
(i) Equity instruments								
(1) Designated at fair value through other comprehensive income								
Fully paid up (Quoted)								
Bihar Alloy & Steels Ltd.	10	-	-	-	-	100	0.10	
Daewoo Motors Ltd.	10	-	-	-	-	125	0.19	
Ispat Industries Ltd.	10	-	-	-	-	40	0.04	
Mangalore Chemicals & Fert. Ltd.	10	-	-	-	-	200	8.20	
Solarson Industries Ltd.	10	-	-	-	-	1000	1.00	
Standard Medical & Pharmaceuticals Ltd.	10	-	-	-	-	250	0.25	
Woolcombers of India Ltd.	10	-	-	-	-	400	4.16	
Xpro India Ltd. (including bonus)	10	-	-	-	-	163	6.72	
Krishna Phoschem Ltd	10	4,000	130.00	4,000.00	140.60	-	0.00	
Ujivan Financial Services Ltd	10	89	30.75	89.00	37.68	-	0.00	

NOTES FORMING PART OF THE INDIVIDUAL FINANCIAL STATEMENTS for the year ended 31st March 2018



Particulars	As at 31st March 2018			As at 31st March 2017			As at 1st April 2016	
	Face Value	Number of Shares	As at 31st March 2018	Number of Shares	As at 31st March 2017	Number of Shares	As at 1st April 2016	
D.P. Abhushan Ltd.	10	8,000	570.80	-	-	-	-	
Dixon Technologies (I) Ltd.	10	16	52.66	-	-	-	-	
RKEC Projects Ltd.	10	6,000	774.00	-	-	-	-	
Salasar Techno Engineering Ltd.	10	143	47.52	-	-	-	-	
TOTAL (A)			1,605.72		178.28		20.65	
(2) Designated at Fair value through Other Comprehensive Income (OCI) Fully paid up (Unquoted)								
Aurelian Commercial Pvt Ltd	10	-	-	-	-	25000	1,583.65	
Aurelian Trading Pvt Ltd	10	-	-	-	-	20000	1,266.78	
D.L.Millar & Co. Ltd.	2	-	-	-	-	4850	9.70	
Fasflow Commodore Limited	10	-	-	-	-	700	195.65	
Mahindra Housing Finance Ltd.	10	-	-	-	-	200	2.00	
Goldmoon Comtrade Pvt Ltd	10	-	-	-	-	7,500	615.03	
Hariom Dealmark Pvt Ltd	10	-	-	-	-	1,000	250.00	
Horizon Agro Processing Pvt Ltd	10	-	-	-	-	670	47.48	
Icon Comtrade Pvt Ltd	10	-	-	-	-	5,000	364.04	
Littlestar Tracom Pvt Ltd	10	1,500	127.79	1,500	128.12	1,500	128.14	
Mayborn Investments Pvt Ltd	10	4,200	340.20	29,200	2,394.40	107575	8,787.30	
Moti Finvest Ltd	10	-	-	-	-	115000	3,313.02	
Merit Commosales Pvt Ltd	10	-	-	-	-	6,000	512.87	
Manikan Devcon Pvt Ltd	10	3,000	519.15	3,000	518.13	6000	1,171.68	
Nexus Dealtrade Pvt Ltd	10	-	-	-	-	5150	686.37	
Nexus Vinimay Pvt Ltd	10	-	-	-	-	2400	115.16	
Prakash Estates Pvt Ltd	10	24,000	1,113.84	24,000	1,264.56	24000	1,259.04	
Shreyans stockinvest Pvt Ltd	100	700	510.19	700	512.18	700	626.18	
Silverlake Tradelinks Pvt Ltd	10	575	48.75	575	48.75	575	654.50	
Skylight Vintrade Pvt Ltd	10	-	-	-	-	5000	48.76	
Success Dealers Pvt Ltd	10	-	-	-	-	5000	683.62	
Venus Comtrade Pvt Ltd	10	-	-	-	-	5000	1,250.00	



NOTES FORMING PART OF THE INDIVIDUAL FINANCIAL STATEMENTS for the year ended 31st March 2018

Particulars	(₹ in '000)			(₹ in '000)		
	As at 31st March 2018	Number of Shares	Face Value	As at 31st March 2017	Number of Shares	As at 1st April 2016
TOTAL (B)	2,659.92			4,866.14		23,570.98
(ii) Investment in Preference Shares Designated at fair value through Other Comprehensive Income (OCI) Fully paid up (Unquoted)						
Dignity Dealtrade Pvt Ltd	-	10		-	2,915	29.15
TOTAL (C)	-			-		29.15
TOTAL (D) (A+B+C)	4,265.64			5,044.42		23,620.78
Aggregate investment carried at Fair value (Quoted)	1,605.72			178.28		20.65
Aggregate investment carried at Fair value (Unquoted)	2,659.92			4,866.14		23,600.13
Aggregate investment designated at fair value through other comprehensive income	4,265.64			5,044.42		23,620.78
Aggregate market value of equity shares (Quoted)	1,605.72			178.28		10.06



NOTES FORMING PART OF THE INDIVIDUAL FINANCIAL STATEMENTS

for the year ended 31st March 2018

Note No. : 6 Other financial assets

(₹ in '000)

Particulars	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Non - Current			
Deposit with bank with original maturity for more than 12 months	12,500.00	12,500.00	3,300.00
	12,500.00	12,500.00	3,300.00
Current			
Interest accrued on deposits	1,145.08	317.86	119.22
	13,645.08	12,817.86	3,419.22

Note No. : 7 Deferred tax Assets/Liabilities (net)

As at 31st March 2018

(₹ in '000)

Particulars	Opening Balance	Recognised in Profit or loss	Reclassified from equity to profit or loss	Recognised in Other Comprehensive Income	Closing Balance
Tax effect of items constituting deferred tax liabilities					
Depreciation	-	-	-	-	-
Investment	-	-	-	-	-
Tax effect of items constituting deferred tax assets					
Investments	(752.35)	-	-	78.14	(674.21)
	(752.35)	-	-	78.14	(674.21)
Net deferred tax (Asset) Liabilities/ (Income) Expense	752.35	-	-	(78.14)	674.21
As at 31st March 2017					
Tax effect of items constituting deferred tax liabilities					
Investment	-	-	-	-	-
	0	-	-	-	-
Tax effect of items constituting deferred tax assets					
Unused short term capital loss (recognised in Profit or loss)	63.09		(63.09)		-
Investments	2,303.45	-	-	(3,055.80)	(752.35)
	2,366.54	-	-	(3,055.80)	(752.35)
Net deferred tax (Asset) Liabilities/ (Income) Expense	(2,366.54)	-	63.09	3,055.80	752.35



NOTES FORMING PART OF THE INDIVIDUAL FINANCIAL STATEMENTS

for the year ended 31st March 2018

Note No. : 8 INVENTORIES

Inventories carried at Cost or Net reliazable value (which ever is lower)

(₹ in '000)

Particulars	Face value	NOS	As at 31st March 2018	NOS	As at 31st March 2017	NOS	As at 1st April 2016
Equity - Unquoted							
Daffodil Dealtrade Pvt Ltd	10	10,000	100.00	10,000	100.00	--	-
Dignity Dealtrade Pvt Ltd	10	10,000	100.00	10,000	100.00	--	-
Daulat Vintrade Pvt Ltd	10	2,500	25.00	2,500	25.00	-	-
Maruti Tie Up Ltd	10	5,000	50.00	5,000	50.00	--	-
Merit Commosales Pvt Ltd	10	15,500	155.00	15,500	155.00	--	-
Planet Dealtrade Pvt Ltd	10	7,500	75.00	7,500	75.00	-	-
Raab Fincom Pvt Ltd	10	70,000	140.00	70,000	140.00	-	-
Risewell Credit Pvt Ltd	10	107,000	1,070.00	107,000	1,070.00	--	-
Twinkle Vintrade Pvt Ltd	10	4,400	44.00	4,400	44.00	--	-
Vibgyor Commotrade Pvt Ltd	10	10,000	100.00	10,000	100.00	--	-
Zigma Commosales Pvt Ltd	10	5,000	50.00	5,000	50.00	-	-
Baba Amarnath Transport Pvt Ltd	10	35,000	350.00	35,000	350.00	-	-
Dhanvarsha Vincom Pvt Ltd	10	6,000	60.00	6,000	60.00	--	-
Dhankiran Commotrade Pvt Ltd	10	7,500	75.00	7,500	75.00	-	-
Manikan Enterprise Pvt Ltd	10	9,000	90.00	9,000	90.00	--	-
RP Suppliers Pvt Ltd	10	9,000	90.00	9,000	90.00	-	-
Review Marketing Pvt Ltd	10	9,000	90.00	9,000	90.00	--	-
Smooth Tradelink Pvt Ltd	10	7,500	75.00	7,500	75.00	--	-
Softlink Commotrade Pvt Ltd	10	25,000	250.00	25,000	250.00	--	-
Mayborn Investments Pvt. Ltd.	100	500	50.00	-	-	-	-
TOTAL			3,039.00		2,989.00		-

**NOTES FORMING PART OF THE INDIVIDUAL FINANCIAL STATEMENTS**

for the year ended 31st March 2018

Note No. : 9 Trade and other receivables (carried at cost)**Current (Unsecured, considered good)**

(₹ in '000)

Particulars	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Trade Receivables (see note)	2,015.00	384.00	-
Other Receivables	-	-	-
	2,015.00	384.00	-

Note :

Allowances for doubtful debt is not considered necessary hence no allowances are made Since trade receivables are outstanding for a period less than six months from the due date for payment hence fair value approximates transaction value Further there is no finance cost embedded in the above receivables

Note No. : 10 Cash and cash equivalents

(₹ in '000)

Particulars	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Balances with banks			
On current accounts	24.32	303.82	126.69
Cash on hand	38.67	60.47	29.58
	62.98	364.28	156.27

Note No. : 11 Other financial assets**Current (Unsecured, considered good)**

(₹ in '000)

Particulars	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Advance to CDSL for 2015-2016 and 2016-2017	-	-	6.74
	-	-	6.74

Above Advances are considered good and payable on demand hence fair value approximates transaction value (cost)

Note No. : 12 Current tax assets (net)**Current (Unsecured, considered good)**

(₹ in '000)

Particulars	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Advance Income Tax (including TDS)	91.91	-	95.13
Less : Provision for Income Tax	-	-	75.48
	91.91	-	19.64

**NOTES FORMING PART OF THE INDIVIDUAL FINANCIAL STATEMENTS**

for the year ended 31st March 2018

Note No. : 13 Share capital (₹ in '000) (₹ in '000) (₹ in '000)

Particulars	As at 31st March 2018		As at 31st March 2017		As at 1st April 2016	
	No of Shares	Amount	No of Shares	Amount	No of Shares	Amount
(a) Authorised						
Equity shares of par value 10 /- each	3,500,000	35,000.00	3,500,000	35,000.00	3,500,000	35,000.00
(b) Issued, subscribed and fully paid up						
Equity shares of par value 10 /- each	3,140,000	31,400.00	3,140,000	31,400.00	3,140,000	31,400.00
		31,400.00		31,400.00		31,400.00

(c) Reconciliation of number and amount of equity shares outstanding

(₹ in '000)

Particulars	As at 31st March 2018		As at 31st March 2017	
	No of Shares	RS	No of Shares	RS
At the beginning of the year	3,140,000	31,400.00	3,140,000	31,400.00
At the end of the year	3,140,000	31,400.00	3,140,000	31,400.00

- (d) The Company has only one class of equity shares. The holders of equity shares are entitled to receive dividend as declared from time to time and are entitled to one vote per share
- (e) In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential dues. The distribution will be in proportion to the number of equity shares held by the shareholders.
- (f) The company is neither a holding company nor a subsidiary company
- (g) Shareholders holding more than 5 % of the equity shares in the Company
None of the shareholder of the Company is holding more than 5% shares.
- (h) There are no shares reserved for issue under options and contracts / commitments for the sale of shares/ disinvestments
- (i) For the period of 5 years immediately preceding the date as at which the Balance Sheet is prepared

Name of the Shareholder	As at 31st March 2018 No of Shares	As at 31st March 2017 No of Shares	As at 1st April 2016 No of Shares
(a) Aggregate number and class of shares allotted as fully paid up pursuant to contract(s) without payment being received in cash	NIL	NIL	NIL
(b) Aggregate number and class of shares allotted as fully paid by way of bonus shares	NIL	NIL	NIL
(c) Aggregate number and class of shares bought back	NIL	NIL	NIL

- (j) There were no securities issued having a term for conversion into equity / preference shares.
- (k) There are no calls unpaid in respect of Equity Shares issued by the Company
- l) There are no forfeited shares by the Company



NOTES FORMING PART OF THE INDIVIDUAL FINANCIAL STATEMENTS

for the year ended 31st March 2018

Note No. : 14 Other equity

(₹ in '000)

Particulars	As at 31st March 2018		As at 31st March 2017		As at 1st April 2016	
(c) Retained Earnings						
Balance as per last account	2,804.83	-	(4,245.94)	-	-	(4,245.94)
Add : Net Profit for the Year	(1,115.91)		(434.01)			
Add : Transfer from Other Comprehensive Income	1,276.16	2,965.07	7,484.77	2,804.83	-	-
(d) Other Comprehensive Income						
Balance as per last account	-	-	-	-	-	-
Add : Other Comprehensive Income for the Year	1,276.16	-	7,484.77	-	-	-
Less : Transfer to retained earnings	(1,276.16)	-	(7,484.77)	-	-	-
		2,965.07		2,804.83	-	(4,245.94)

Note No. : 15 Borrowings (Current)

(i) Current

(₹ in '000)

Particulars	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Secured			
Overdraft (The IDBI Bank Ltd)	10,807.55	9,572.32	1,678.45
Loan (others)	6,631.42	-	-
	17,438.96	9,572.32	1,678.45

(Figures in Notes are in '000)

Note : Bank overdraft are payable on demand and repayable in short term hence fair value approximates transaction value

Bank overdraft (OD/00026) of Rs 10807.55 secured against pledge of fixed deposit of Rs 12500.00

Note No. : 16 Trade Payable (current)

Non-Current

(₹ in '000)

Particulars	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Trade Payables (for Investments)	-	2,530.00	4,500.00
	-	2,530.00	4,500.00

Note : Trade payables are of short duration hence transaction value approximates fair value (Less than one year)

Note No. : 17 Other Financial liabilities

(₹ in '000)

Particulars	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Liabilities for Expenses	162.38	7.61	30.68
Advance received	18.52	4,000.00	-
	180.90	4,007.61	30.68

Note No. : 18 Current tax liabilities (net)

(₹ in '000)

Particulars	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Provision for taxation	-	151.03	-
Less : Advance tax	-	78.54	-
	-	72.49	-



NOTES FORMING PART OF THE INDIVIDUAL FINANCIAL STATEMENTS

for the year ended 31st March 2018

Note No. : 19 Revenue from operations

(₹ in '000)

Particulars	Year ended 31st March, 2018		Year ended 31st March, 2017	
(a) Sales (trading)	-	-	224.00	-
(b) Interest Income	-	-	491.92	715.92
Revenue from operations	-		715.92	

Note No. : 20 Other Income

(₹ in '000)

Particulars	Year ended 31st March, 2018		Year ended 31st March, 2017	
Interest income on fixed deposit	919.14		-	
Dividend	6.07	925.21	0.10	0.10
Others				
Interest on IT Refund	-		0.73	
Misc Income	1.65	1.65	-	0.73
	926.86		0.83	

Note No. : 21 Purchase of Stock in trade

(₹ in '000)

Particulars	Year ended 31st March, 2018		Year ended 31st March, 2017	
(a) Shares & Securities		50.00		3,205.00
		50.00		3,205.00

Note No. : 22 Changes in Inventories

(₹ in '000)

Particulars	Year ended 31st March, 2018		Year ended 31st March, 2017	
Opening Stock				
Shares & Securities (A)	2,989.00	-	-	-
Closing Stock				
Shares & Securities (B)	3,039.00	(50.00)	2,989.00	(2,989.00)
		(50.00)		(2,989.00)

Note No. : 23 Employee benefit expense

(₹ in '000)

Particulars	Year ended 31st March, 2018		Year ended 31st March, 2017	
Managing director's remuneration	159.17		325.38	
Salaries and bonus	290.33	449.50	177.24	502.62

Note No. : 24 Finance cost

(₹ in '000)

Particulars	Year ended 31st March, 2018		Year ended 31st March, 2017	
Interest Expense (Bank)		388.67		69.49
Interest Expense for loan		923.70		
		1,312.46		69.49



NOTES FORMING PART OF THE INDIVIDUAL FINANCIAL STATEMENTS

for the year ended 31st March 2018

Note No. : 25 Other expenses

(₹ in '000)

Particulars	Year ended 31st March, 2018		Year ended 31st March, 2017	
Payments to auditor				
As auditor for statutory audit	16.50		5.00	
Other charges	23.00	39.50	1.00	6.00
Annual custody charges		10.35	-	
Advertisement		13.60		19.45
Bank charges		18.35		1.12
Demat charges		0.18		2.43
Depository Charges		10.35		21.63
Travelling & conveyances		2.83		-
Filing fees		19.20		4.80
Listing fees		-		28.63
General Expenses		2.95		1.75
Interest on Income tax		5.67		-
Professional fees		75.16		32.73
Rent		7.50		-
Printing & Stationery		23.02		23.12
Postage & Telegram		8.35		6.27
RTA fees		26.44		25.86
Trade license		3.25		3.25
Professional tax		2.50		2.50
		269.21		179.53

Note No. : 26 Tax expense

(₹ in '000)

Particulars	Year ended 31st March, 2018		Year ended 31st March, 2017	
Current tax	-		120.03	
Taxation for earlier years	11.60		-	
Deferred tax (refer note no 7)	-		63.09	
		11.60		183.12
		11.60		183.12

Note No. : 27 Other comprehensive income

(₹ in '000)

Particulars	Year ended 31st March, 2018		Year ended 31st March, 2017	
Items that will not be reclassified to profit or loss				
Fair value changes of Investments in equity shares	183.52		9,889.32	
Gain on sale of Investments (Realised Gain)	1,014.50		651.25	
Less: Income tax relating to items that will not be reclassified to profit or loss	(78.13)	1,276.16	3,055.80	7,484.77
Total other Comprehensive Income		1,276.16		7,484.77



NOTES FORMING PART OF THE INDIVIDUAL FINANCIAL STATEMENTS

for the year ended 31st March 2018

Note No. : 28 Other disclosures

1. Contingent liabilities and commitments (to the extent not provided for)

a) Contingent liabilities :

There are no contingent liabilities on the Company hence there are no claims against the Company not acknowledged as debts.

b) Commitments :

There are no capital commitments contracted by the Company during the period under review.

Note No. : 28 Other disclosures (Continued)

2) There are no Micro, Small and Medium Enterprises, to whom the Company owes dues, which are outstanding for more than 45 days as at 31st March, 2018, March 2017 & April 2016. This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the Company.

3) Disclosures as required by Indian Accounting Standard (Ind AS) 37:- Provisions, Contingent liabilities and Contingent assets

(i) Nature of provision

Provision for contingencies

Provision for contingencies represent provision towards various claims made/anticipated in respect of duties and taxes and other litigation claims against the Company based on the Management's assessment

(ii) Movement in provision:-

Particulars	Duties & Taxes	Other Litigation Claims	Total
Balance as at 1st April, 2017		NIL	
Provided during the year		NIL	
Used during the year			
Reversed during the year			
Balance as at 31st March, 2018		NIL	
Non-current		NIL	
Current			
Balance as at 1st April, 2016		NIL	
Provided during the year		NIL	
Used during the year			
Reversed during the year			
Balance as at 31st March, 2017		NIL	
Non-current		NIL	
Current			

**NOTES FORMING PART OF THE INDIVIDUAL FINANCIAL STATEMENTS**

for the year ended 31st March 2018

Note No. : 28 Other disclosures (*Continued*)

(4) Earnings per share - The numerators and denominators used to calculate Basic / Diluted earnings per share (₹ in '000)

Particulars		2017-2018	2016-2017
(a) Amount used as the numerator			
Profit after Tax -	(A)	(1,115.91)	(434.01)
(b) Weighted average number of equity shares outstanding used as the denominator for computing Basic Earnings Per Share	(B)	3,140,000	3,140,000
Add: Weighted average number of dilutive potential equity shares		-	-
(c) Weighted average number of equity shares outstanding used as the denominator for computing Basic Earnings Per Share	(C)	3140000	3140000
(d) Nominal value of equity shares (Rs)		10.00	10.00
Basic earnings per share	(A)/(B)	(0.36)	(0.14)
Diluted earnings per share	(A)/(c)	(0.36)	(0.14)



NOTES FORMING PART OF THE INDIVIDUAL FINANCIAL STATEMENTS

for the year ended 31st March 2018

Note No. : 28 Other disclosures (Continued)

5) Related party disclosures :

(a) Name of the related parties and description of relationship

(i) Subsidiary Company : (Control exists)

- (1) Aurelian Commercial Private Limited (Wholly owned Subsidiary)
- (2) Aurelian Trading Private Limited (Wholly owned Subsidiary)
- (3) Fastflow Commodeal Limited (Subsidiary)
- (4) Lifestyle Vanijya LLP (Step down wholly owned Subsidiary)
- (5) Moti Finvest Limited (Step down Subsidiary)
- (6) Ultra Dealers Private Limited (Step down wholly owned Subsidiary)

(ii) Associate Company : (Significant influence can be exercised)

- (1) Icon Commotrade Private Limited (Step Down Associate)
- (2) Indigo Dealers Private Limited

(iii) Key Mangerial Personel (KMP)

- (1) Jitendra Kumar Goyal - (Director)
- (2) Vidhu Bhushan Verma - (Director)
- (3) Mahesh Kumar Kejriwal - (Director) w.e.f 29th August 2017
- (4) Ritu Agarwal - (Independent Director) w.e.f 30th May 2018
- (5) Anand Mishra - (Company Secretary) w.e.f 29th August 2017
- (6) Pankaj Marda - (Chief Financial Officer)
- (7) Nidhi Sharma - (Director) Upto 29th August 2017
- (8) Pooja Agarwalla (Director) Upto 29th August 2017
- (9) Rama Kant Mishra - (Company Secretary) Upto 28th August 2017

(iv) Close members/Relatives of KMP

- (1) Shiv Kumar Marda (Father of Pankaj Marda)
- (2) Prabhat Kumar Marda (Brother of Pankaj Marda)
- (3) Saroj Devi Marda (Mother of Pankaj Marda)
- (4) Meena Marda (Wife of Pankaj Marda)
- (5) Renu Goyal (Wife of Jitendra Kumar Goyal)
- (6) Sumit Goyal (Son of Jitendra Kumar Goyal)
- (7) Varsha Goyal (Daughter of Jitendra Kumar Goyal)
- (8) Virendra Kumar Goyal (Brother of Jitendra Kumar Goyal)

(v) Other Significant Influence Entities

- (1) Baba Amarnath Transport Pvt Ltd
- (2) Dhanvarsha Vincom Pvt Ltd
- (3) Dhankiran Commotrade Pvt Ltd
- (4) Manikan Enterprises Pvt Ltd
- (5) R P Suppliers Pvt Ltd
- (6) Review Marketing Pvt Ltd
- (7) Smooth Tradelink Pvt Ltd
- (8) Softlink Commotrade Pvt Ltd

Entities where KMP(s) and their relative(s) have Significant Influence

- (9) ABM Finlease Private Limited
- (10) Anjaniputra Promoters Private Limited
- (11) Ashok Vatika Agro Farms Private Limited
- (12) Centuple Commercial Limited
- (13) Daffodil Dealtrade Private Limited
- (14) Decillion Finance Limited
- (15) Dignity Dealtrade Private Limited
- (16) G Jitendra Huf
- (17) Goyal Commercial Pvt Ltd
- (18) Horizon Agro Processing Private Limited
- (19) Laxmidhan Properties Private Limited
- (20) Mahavat Holdings Pvt Ltd
- (21) Mayborn Investments Pvt Ltd
- (22) Merit Commosales Private Limited
- (23) Naseeb Holdings Pvt Ltd
- (24) Pankaj Marda Huf
- (25) Planet Dealtrade Private Limited
- (26) Rambhakta Enterprises LLP
- (27) S Marda & Sons HUF
- (28) Scintila Commercial & Credit Limited
- (29) Shreyans Stockinvest Pvt Ltd
- (30) Silverlake Tradelink Private Limited
- (31) Skylight Vintrade Private Limited
- (32) SMRK Investment & Finance Private Limited
- (33) Spectrum Pestorgan Private Limited
- (34) Success Dealers Private Limited
- (35) Sumit Goyal Benefit Trust
- (36) Sumit Technisch & Engineering Pvt Ltd
- (37) Suncity Dealers Private Limited
- (38) Tubro Consultants & Enterprises Private Limited
- (39) Twinkle Vintrade Private Limited
- (40) Varsha Goyal Benefit Trust
- (41) Vedik Holdings Pvt Ltd
- (42) Vibgyor Commotrade Private Limited
- (43) Virendra Kumar Goyal HUF
- (44) Y K Goyal & Sons HUF
- (45) Yarrow Finance And Investments Private Limited
- (46) Yashoyog Commercial LLP
- (47) Zigma Commosales Private Limited



NOTES FORMING PART OF THE INDIVIDUAL FINANCIAL STATEMENTS for the year ended 31st March 2018

Note No. : 28 Other Disclosures (Continued....)

(b) Transactions with related party

INFORMATION ON RELATED PARTY TRANSACTIONS AS REQUIRED BY IND AS 24.

The following table summarises related party transactions and balances included in the financial statements of the Company for the year ended as at March 31, 2018, March 31, 2017 and April 1, 2016 : (₹ in '000)

Nature of the transaction/ Name of the related party	Subsidiary	Associate	Significant influence	Key managerial personel (KMP)	Close members of KMP	Total
(i) Compensation / Remuneration of KMP						
Anand Mishra				69		69
				-		-
Pankaj Marda				180		180
				90		90
Rama Kant Mishra				56		56
(ii) Loan received : Balance as at 31st March						
Mayborn Investments Private Limited			678			678
			-			-
			(-)			(-)
Shreyans Stockinvest Private Limited			7			7
			-			-
			(-)			(-)
SMRK Investment & Finance Private Limited			5,813			5,813
			-			-
			(-)			(-)
(iii) Advances provided to /repayment by :						
Decillion Finance Limited						
Advance received from Kaushal Investments Ltd (during the year)			1,000			1,000
Advance repayment to Kaushal Investments Ltd (during the year)			1,000			1,000
Balance as at 31st March 2018			-			-
Advance received from Kaushal Investments Ltd (during the year)			-			-
Advance repayment to Kaushal Investments Ltd (during the year)			-			-
Balnace as at 31st March 2017			-			-
Balance as at 1st April 2016			(-)			(-)
Rambhakta Enterprise LLP						
Advance received from Kaushal Investments Ltd (during the year)			2,000			2,000
Advance repayment to Kaushal Investments Ltd (during the year)			2,000			2,000
Balance as at 31st March 2018			-			-
Advance received from Kaushal Investments Ltd (during the year)			-			-
Advance repayment to Kaushal Investments Ltd (during the year)			-			-
Balnace as at 31st March 2017			-			-
Balance as at 1st April 2016			(-)			(-)
Scintilla Commercial & Credit Limited						
Advance received from Kaushal Investments Ltd (during the year)			50			50
Advance repayment to Kaushal Investments Ltd (during the year)			50			50
Balance as at 31st March 2018			-			-
Advance received from Kaushal Investments Ltd (during the year)			-			-
Advance repayment to Kaushal Investments Ltd (during the year)			-			-
Balnace as at 31st March 2017			-			-
Balance as at 1st April 2016			(-)			(-)



NOTES FORMING PART OF THE INDIVIDUAL FINANCIAL STATEMENTS for the year ended 31st March 2018

Note No. : 28 Other Disclosures (Continued....)

(b) Transactions with related party

INFORMATION ON RELATED PARTY TRANSACTIONS AS REQUIRED BY IND AS 24.

The following table summarises related party transactions and balances included in the financial statements of the Company for the year ended as at March 31, 2018, March 31, 2017 and April 1, 2016 : (₹ in '000)

Nature of the transaction/ Name of the related party	Subsidiary	Associate	Significant influence	Key managerial personnel (KMP)	Close members of KMP	Total
(iv) Advances accepted from/ repayment to :						
Decillion Finance Limited						
Advance given to Kaushal Investments Ltd (during the year)						
Advance repayment by Kaushal Investments Ltd (during the year)			4,000			4,000
Balance as at 31st March 2018						
Advance given to Kaushal Investments Ltd (during the year)			5,000			5,000
Advance repayment by Kaushal Investments Ltd (during the year)			1,000			1,000
Balance as at 31st March 2017			4,000			4,000
Balance as at 1st April 2016			-			-
Goyal Commercial Private Limited						
Advance given to Kaushal Investments Ltd (during the year)			20			20
Advance repayment by Kaushal Investments Ltd (during the year)			20			20
Balance as at 31st March 2018			-			-
Advance given to Kaushal Investments Ltd (during the year)			-			-
Advance repayment by Kaushal Investments Ltd (during the year)			-			-
Balance as at 31st March 2017			-			-
Balance as at 1st April 2016			(-)			(-)
Scintilla Commercial & Credit Limited						
Advance given to Kaushal Investments Ltd (during the year)			500			500
Advance repayment by Kaushal Investments Ltd (during the year)			500			500
Balance as at 31st March 2018			-			-
Advance given to Kaushal Investments Ltd (during the year)			-			-
Advance repayment by Kaushal Investments Ltd (during the year)			-			-
Balance as at 31st March 2017			-			-
Balance as at 1st April 2016			(-)			(-)
Spectrum Pestorgan Private Limited						
Advance given to Kaushal Investments Ltd (during the year)			3			3
Advance repayment by Kaushal Investments Ltd (during the year)			3			3
Balance as at 31st March 2018			-			-
Advance given to Kaushal Investments Ltd (during the year)			-			-
Advance repayment by Kaushal Investments Ltd (during the year)			-			-
Balance as at 31st March 2017			-			-
Balance as at 1st April 2016			(-)			(-)
Tubro Consultants & Enterprises Private Limited						
Opening balance			-			-
Advance given to Kaushal Investments Ltd (during the year)			110			110
Advance repayment by Kaushal Investments Ltd (during the year)			92			92
Balance as at 31st March 2018			19			19
Opening balance			3			3
Advance given to Kaushal Investments Ltd (during the year)			12			12
Advance repayment by Kaushal Investments Ltd (during the year)			14			14



NOTES FORMING PART OF THE INDIVIDUAL FINANCIAL STATEMENTS for the year ended 31st March 2018

Note No. : 28 Other Disclosures (Continued....)

(b) Transactions with related party

INFORMATION ON RELATED PARTY TRANSACTIONS AS REQUIRED BY IND AS 24.

The following table summarises related party transactions and balances included in the financial statements of the Company for the year ended as at March 31, 2018, March 31, 2017 and April 1, 2016 : (₹ in '000)

Nature of the transaction/ Name of the related party	Subsidiary	Associate	Significant influence	Key managerial personnel (KMP)	Close members of KMP	Total
Closing as at 31st March 2017						
Balance as at 1st April 2016			(3)			(3)
(v) INVESTMENTS						
Icon commotrade Limited						
Opening		1,060				
Purchases		15				
Sales		15				
Closing as at 31st March 2018		1,060				
Opening		50				
Purchases		1,010				
Salse		-				
Closing as at 31st March 2017		1,060				
Balance as at 1st April 2016		(50)				
Mayborn Investments Private Limited						
Opening			1,840			
Purchases			1,000			
Sales			2,500			
Closing as at 31st March 2018			340			
Opening			1,973			
Purchases			873			
Salse			1,006			
Closing as at 31st March 2017			1,840			
Balance as at 1st April 2016			(1,973)			
(vi) TRADE PAYABLES						
Lifestyle Vanijya LLP						
Opening Balance	810					810
Purchase of shares	-					-
Amount paid	810					810
Closing as at 31st March 2018	-					-
Purchase of shares	1,130					1,130
Amount paid	320					320
Closing as at 31st March 2017	(810)					(810)
Balance as at 1st April 2016	-					-
Fastflow Commodeal Limited						
Opening Balance	-					-
Purchase of shares	50					50
Amount paid	50					50
Closing as at 31st March 2018	-					-
Purchase of shares	-					-
Amount paid	-					-
Closing as at 31st March 2017	-					-



NOTES FORMING PART OF THE INDIVIDUAL FINANCIAL STATEMENTS for the year ended 31st March 2018

Note No. : 28 Other Disclosures (Continued....)

(b) Transactions with related party

INFORMATION ON RELATED PARTY TRANSACTIONS AS REQUIRED BY IND AS 24.

The following table summarises related party transactions and balances included in the financial statements of the Company for the year ended as at March 31, 2018, March 31, 2017 and April 1, 2016 : (₹ in '000)

Nature of the transaction/ Name of the related party	Subsidiary	Associate	Significant influence	Key managerial personnel (KMP)	Close members of KMP	Total
Balance as at 1st April 2016			(-)			(-)
Centuple Commercial Limited						
Opening Balance			200			200
Purchase of shares			-			-
Amount paid			200			200
Closing as at 31st March 2018						
Purchase of shares			200			200
Amount paid			-			-
Closing as at 31st March 2017			200			200
Balance as at 1st April 2016			(-)			(-)
Decillion Finance Limited						
Opening Balance			1,070			1,070
Purchase of shares			-			-
Amount paid			1,070			1,070
Closing as at 31st March 2018			-			-
Purchase of shares			1,330			1,330
Amount paid			260			260
Closing as at 31st March 2017			1,070			1,070
Balance as at 1st April 2016			(-)			(-)
Goyal Commercial Private Limited						
Opening Balance			75			75
Purchase of shares			20			20
Amount paid			95			95
Closing as at 31st March 2018			-			-
Opening Balance			285			285
Purchase of shares			710			710
Amount paid			920			920
Closing as at 31st March 2017			75			75
Balance as at 1st April 2016			(285)			(285)
Shreyans Stockinvest Private Limited						
Opening Balance			50			50
Purchase of shares			-			-
Amount paid			50			50
Closing as at 31st March 2018			-			-
Purchase of shares			50			50
Amount paid			-			-
Closing as at 31st March 2017			50			50
Balance as at 1st April 2016			(-)			(-)
(vii) TRADE RECEIVABLES						
Icon Commotrade Limited						
Opening Balance		23				23



NOTES FORMING PART OF THE INDIVIDUAL FINANCIAL STATEMENTS for the year ended 31st March 2018

Note No. : 28 Other Disclosures (Continued....)

(b) Transactions with related party

INFORMATION ON RELATED PARTY TRANSACTIONS AS REQUIRED BY IND AS 24.

The following table summarises related party transactions and balances included in the financial statements of the Company for the year ended as at March 31, 2018, March 31, 2017 and April 1, 2016 : (₹ in '000)

Nature of the transaction/ Name of the related party	Subsidiary	Associate	Significant influence	Key managerial personnel (KMP)	Close members of KMP	Total
(vii) TRADE RECEIVABLES						
Icon Commotrade Limited						
Sale of shares						
Amount received		23				23
Closing as at 31st March 2018		-				-
Sale of shares		921				921
Amount received		898				898
Closing as at 31st March 2017		23				23
Balance as at 1st April 2016		(-)				(-)
Decillion Finance Limited						
Opening Balance			-			-
Sale of shares			3,500			3,500
Amount received			3,500			3,500
Closing as at 31st March 2018			-			-
Sale of shares			4,500			4,500
Amount received			4,500			4,500
Closing as at 31st March 2017			-			-
Balance as at 1st April 2016			(-)			(-)
Fastflow Commodeal Limited						
Opening Balance	298					298
Sale of shares	-					-
Amount received	298					298
Closing as at 31st March 2018	-					-
Sale of shares	298					298
Amount received	-					-
Closing as at 31st March 2017	298					298
Balance as at 1st April 2016	(-)					(-)

Figures in italics represents comparative figures of previous year

Figures in brackets represents figures as at 1st April 2016.

Details of Remuneration paid / payable to KMP

Particulars	Year ended 31st March 2018					Total
	Jitendra Kumar Goyal (Director)	Vidhu Bhushan Verma (Director)	Mahesh Kumar Kejriwal (Director)	Anand Mishra (CS)	Pankaj Marda (CFO)	
Short-term employee benefits						
Salary				69	180	249
Commission	-	-	-	-	-	-
Perquisites	-	-	-	-	-	-
Post-employment benefits	-	-	-	-	-	-
Contribution to Provident Fund, Gratuity and other Funds*	-	-	-	-	-	-

* The said amount does not includes amount in respect of gratuity and leave as the same are not ascertainable

**NOTES FORMING PART OF THE INDIVIDUAL FINANCIAL STATEMENTS** for the year ended 31st March 2018

Notes forming part of the Individual Financial Statements

Note No. : 28 Odisclosures (Continued....)

5) Related party disclosures (Cont.)

(b) Transactions with related party (Contd...)

Details of Remuneration paid / payable to KMP

(₹ in '000)

Year ended 31st March 2018						
Particulars	Jitendra Kumar Goyal (Director)	Vidhu Bhushan Verma (Director)	Mahesh Kumar Kejriwal (Director)	Ramakant Mishra (CS)	Pankaj Marda (CFO)	Total
Short-term employee benefits						
Salary				56	90	146
Commission	-	-	-	-	-	-
Perquisites	-	-	-	-	-	-
Post-employment benefits	-	-	-	-	-	-
Contribution to Provident Fund, Gratuity and other Funds*	-	-	-	-	-	-

* The said amount does not includes amount in respect of gratuity and leave as the same are not ascertainable

- (a) The transactions with related parties have been entered at an amount which are not materially different from those on normal commercial terms. The sales to and purchases from related parties are made on terms equivalent to those that prevail in arm's length transactions.
- (b) The amounts outstanding are unsecured and will be settled in cash. No guarantees have been given or received. No expense has been recognised in current year and previous year for bad or doubtful debts in respect of the amounts owed by related parties
- (c) The remuneration of directors is determined by the Nomination & Remuneration Committee having regard to the performance of individuals and market trends.
- (d) Figures in brackets represents figures as at 1st April 2016
- (e) The above mentioned assessment is undertaken each financial year through examining the financial position of related parties, the market in which related party operate and the accounting policy of the Company.

**NOTES FORMING PART OF THE INDIVIDUAL FINANCIAL STATEMENTS**

for the year ended 31st March 2018

Note No. : 28 Other disclosures (Continued)**6) Financial instruments - Accounting, Classification and Fair value measurements**

This section gives an overview of the significance of financial instruments for the Company and provides additional information on balance sheet items that contain financial instruments.

The details of significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised in respect of each class of financial asset, financial liability and equity instrument are disclosed in Note 2 to the financial statements.

A) Financial instruments by category

As at 31st March, 2018

(₹ in '000)

Particulars	Refer Note No	Total Fair Value	Cost	Deemed Cost	Carrying Value			Total
					Amortized cost	FVTOCI	FVTPL	
1) Financial assets								
(i) Investments in subsidiaries and associates	4	-	29,539.53	-	29,539.53	-	-	29,539.53
(ii) Non Current Investments	5	4,265.64	-	-	-	4,265.64	-	4,265.64
(iii) Other financial assets (Non-current)	6	13,645.08	-	-	13,645.08	-	-	13,645.08
(iv) Trade and other receivables	9	2,015.00	-	-	2,015.00	-	-	2,015.00
(v) Cash and cash equivalents	10	62.98	-	-	62.98	-	-	62.98
(vi) Other financial assets (Current)	11	-	-	-	-	-	-	-
TOTAL		19,988.71	29,539.53	-	45,262.59	4,265.64	-	49,528.24
2) Financial Liabilities								
(i) Borrowings	15	17,438.96	-	-	17,438.96	-	-	17,438.96
(ii) Trade Payables	16	-	-	-	-	-	-	-
(iii) Other financial liabilities	17	180.90	-	-	180.90	-	-	180.90
TOTAL		17,619.86	-	-	17,619.86	-	-	17,619.86



NOTES FORMING PART OF THE INDIVIDUAL FINANCIAL STATEMENTS

for the year ended 31st March 2018

As at 31st March, 2017

(₹ in '000)

Particulars	Refer Note No	Total Fair Value	Cost	Deemed Cost	Carrying Value			Total
					Amortized cost	FVTOCI	FVTPL	
1) Financial assets								
(i) Investments in subsidiaries and associates	4	-	29,540.03	-	29,540.03	-	-	29,540.03
(ii) Non Current Investments	5	5,044.42	-	-	-	5,044.42	-	5,044.42
(iii) Other financial assets (Non-current)	6	12,817.86	-	-	12,817.86	-	-	12,817.86
(iv) Trade and other receivables	9	384.00	-	-	384.00	-	-	384.00
(v) Cash and cash equivalents	10	364.28	-	-	364.28	-	-	364.28
(vi) Other financial assets (Current)	11	-	-	-	-	-	-	-
TOTAL		18,610.56	29,540.03	-	43,106.17	5,044.42	-	48,150.59
2) Financial Liabilities								
(i) Borrowings	15	9,572.32	-	-	9,572.32	-	-	9,572.32
(ii) Trade Payables	16	2,530.00	-	-	2,530.00	-	-	2,530.00
(iii) Other financial liabilities	17	4,007.61	-	-	4,007.61	-	-	4,007.61
TOTAL		16,109.93	-	-	16,109.93	-	-	16,109.93

As at 1st April, 2016

Particulars	Refer Note No	Total Fair Value	Cost	Deemed Cost	Carrying Value			Total
					Amortized cost	FVTOCI	FVTPL	
1) Financial assets								
(i) Investments in subsidiaries and associates	4	-	3,774.00	-	3,774.00	-	-	3,774.00
(ii) Non Current Investments	5	23,620.78	-	-	-	23,620.78	-	23,620.78
(iii) Other financial assets (Non-current)	6	3,419.22	-	-	3,419.22	-	-	3,419.22
(iv) Trade and other receivables	9	-	-	-	-	-	-	-
(v) Cash and cash equivalents	10	156.27	-	-	156.27	-	-	156.27
(vi) Other financial assets (Current)	11	6.74	-	-	6.74	-	-	6.74
TOTAL		27,203.00	3,774.00	-	7,356.23	23,620.78	-	30,977.00
2) Financial Liabilities								
(i) Borrowings	15	1,678.45	-	-	1,678.45	-	-	1,678.45
(ii) Trade Payables	16	4,500.00	-	-	4,500.00	-	-	4,500.00
(iii) Other financial liabilities	17	30.68	-	-	30.68	-	-	30.68
TOTAL		6,209.13	-	-	6,209.13	-	-	6,209.13

**NOTES FORMING PART OF THE INDIVIDUAL FINANCIAL STATEMENTS** for the year ended 31st March 2018

Note No. : 28 Other disclosures (Continued)

B. Fair value hierarchy

(1) The fair value of the financial assets and financial liabilities are 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

(2) The Company uses the following fair value hierarchy for determining and disclosing the fair value of financial instruments:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities. This category consists of investment in quoted equity shares

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3: Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part, using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data. This level of hierarchy includes Company's investment in equity shares which are unquoted or for which quoted prices are not available at the reporting dates

(i) **Financial assets measured at fair value on a recurring basis as at 31st March, 2018:** (₹ in '000)

Particulars	Refer Note No	Level 1	Level 2	Level 3	Total
1) Financial assets					
At FVTOCI					
(i) Investments in Equity Instruments	5	1605.72	-	2,659.92	4,265.64
TOTAL FINANCIAL ASSETS		1605.72	-	2,659.92	4,265.64

(ii) **Financial assets measured at fair value on a recurring basis as at 31st March, 2017:** (₹ in '000)

Particulars	Refer Note No	Level 1	Level 2	Level 3	Total
1) Financial assets					
At FVTOCI					
(i) Investments in Equity Instruments	5	178.28	-	4,866.14	5,044.42
TOTAL FINANCIAL ASSETS		178.28	-	4,866.14	5,044.42

(iii) **Financial assets measured at fair value on a recurring basis as at 1st April, 2016:** (₹ in '000)

Particulars	Refer Note No	Level 1	Level 2	Level 3	Total
1) Financial assets					
At FVTOCI					
(i) Investments in Equity Instruments	5	20.65	-	23,570.98	23,591.63
(ii) Investments in Preference shares	5	-	-	29.15	29.15
TOTAL FINANCIAL ASSETS		20.65	-	23,600.13	23,620.78

There have been no transfer between Level 1 and Level 3 either during the year ended 31st March 2018 or during the year ended 31st March 2017

The following methods and assumptions were used to estimate the fair values

(i) Investments carried at fair value are generally based on market price quotations. However in cases where quoted prices are not available then different valuation technique have been used by the management for different investments.

These investments in equity instruments are not held for trading. Instead, they are held for long term strategic purpose.

The Company has chosen to designate this investments in equity instrument at FVOCI since, it provides a more meaningful presentation.

Cost of certain investments in equity instruments have been considered as an appropriate estimate of fair value because of wide range of possible fair value measurements and cost represents the best estimate of fair value within that range.

(ii) Fair value of cash and cash equivalents, bank balances other than cash and cash equivalents, trade and other receivables, loans and other current & Non-current financial assets, and other current financial liabilities approximate their carrying amounts due to the short term maturities of these instruments

(iii) Management uses its best judgement in estimating the fair value of its financial instruments. However, there are inherent limitations in any estimation technique. Therefore, for substantially all financial instruments, the fair value estimates presented above are not necessarily indicative of the amounts that the Company could have realised or paid in sale transactions as of respective dates. As such, fair value of financial instruments subsequent to the reporting dates may be different from the amounts reported at each reporting date.



NOTES FORMING PART OF THE INDIVIDUAL FINANCIAL STATEMENTS

for the year ended 31st March 2018

Note No. : 28 Other disclosures (Continued)

7) Financial risk management objectives and policies

The Company's principal financial liabilities are Borrowings and Trade payables characterised with repayable in short period and beside that there exists no other financial liabilities.

The Company's principal financial assets include Trade receivables, Cash and cash equivalents, Investments in equity shares & other financial assets that derive directly from its operations.

The Company is not generally exposed to credit risk as most of its Trade receivables are repayed in short period.

However it is still exposed to liquidity risk and market risk. The company's Senior management oversees the management of these risks, and the appropriate financial risk governance framework for the Company. The senior management provides assurance that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives.

The Board of Directors reviewed policies for managing each of these risks, which are summarized below :

(A) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises of interest rate risk, credit risks and other risks, such as regulatory risk and commodity price risk.

(I) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's obligations towards Bank overdraft with floating interest rates, but since it is for short duration it doesn't cast significant risk owing to this exposure.

(II) Regulatory risk

Risk is inherent in every business activity and business activity such as investments in shares and securities are no exception. The sector in which Company operates displays strong security characteristics and is subject to cyclical price movements. The company is exposed to risks from various sects of Regulator which governs the operation carried out by the Company. by way of SEBI'S Policy , Rules and Regulations , other Government polices , law of the land , Taxation etc which effects the financial performance of the company.

(III) Credit risk

Credit risk is the risk that counter party will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The impairment for financial assets are based on assumptions about risk of default and expected loss rates. The Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, existing market conditions as well as forward looking estimates at the end of each balance sheet date. Financial assets are written off when there is no reasonable expectation of recovery, however, the Company continues to attempt to recover the receivables. Where recoveries are made, these are recognised in the Statement of Profit and Loss Based on Company's past history and the model under which company operates doesn't cast significant credit risk leading to impairment of its financial assets.

(iv) Trade receivables

Trade receivables are non-interest bearing and do not involve Significant financing cost , hence Transaction value approximates fair value for Trade receivables. An impairment analysis is performed at each balance sheet date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively Based on Company's past history and the model under which it works where it obtains most of the revenue generated from operation in advance , Company dosent provide for allowances for expected credit loss during the period under review.

The ageing analysis of the receivables has been considered from the date the invoice falls due

(₹ in '000)

Particulars	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Upto 6 months	2,015.00	384.00	-
6 to 12 months	-	-	-
More than 12 months	-	-	-
	2,015.00	384.00	-

**NOTES FORMING PART OF THE INDIVIDUAL FINANCIAL STATEMENTS**

for the year ended 31st March 2018

(8) Balances with banks

Credit risk from balances with banks is managed in accordance with the Company's policy

Liquidity risk

The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank overdrafts and other short term loans and advances.

Note No. : 28 Other disclosures (Continued)**9) Capital Management****(a) Risk management**

The Company's capital management is intended to create value for shareholders by facilitating the meeting of long term and short term goals of the Company. The Company determines the amount of capital required on the basis of annual business plan coupled with long term and short term Strategic investments and expansion plans. The funding needs are met through equity, cash generated from operations, short term borrowings and through use of bank overdrafts.

For the purpose of the Company's capital management, capital includes issued equity capital, securities premium and all other equity reserves attributable to the equity shareholders of the Company. The Company's objective when managing capital is to safeguard its ability to continue as a going concern so that it can continue to provide returns to shareholders and other stake holders.

The Company manages its capital structure and makes adjustments in light of changes in the financial condition and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders (buy back its shares) or issue new shares. In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. The Company has complied with these covenants and there have been no breaches in the financial covenants of any interest-bearing loans and borrowings.

The Company monitors the capital structure on the basis of net debt to equity ratio and maturity profile of the overall debt portfolio of the company. Net debt includes interest bearing borrowings less cash and cash equivalents, other bank balances (including non-current earmarked (balances) and current investments if any.

The table below summarises the capital, net debt and net debt to equity ratio of the Company.

(₹ in '000)

Particulars	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Equity share capital	31400.00	31400.00	31400.00
Other Equity	2,965.07	2,804.83	(4,245.94)
Total Equity (A)	34,365.07	34,204.83	27,154.06
Non current borrowings	-	-	-
Short term borrowings	17,438.96	9,572.32	1,678.45
Gross Debt (B)	17,438.96	9,572.32	1,678.45
TOTAL CAPITAL (A+B)	51,804.04	43,777.14	28,832.51
Gross Debt as above	17,438.96	9,572.32	1,678.45
Less : Current Investments	-	-	-
Less : Cash and cash equivalents	62.98	364.28	156.27
Less : Other balances with banks (including non-current earmarked balances)	13,645.08	12,817.86	3,419.22
NET DEBT C	3,730.90	(3,609.82)	(1,897.04)
NET DEBT TO EQUITY	0.11	(0.12)	(0.07)

Net debt to equity as at March 31, 2018 and March 31, 2017 has been computed based on average equity and as on April 1, 2016, it is based on closing equity



NOTES FORMING PART OF THE INDIVIDUAL FINANCIAL STATEMENTS

for the year ended 31st March 2018

Note No. : 28 Other disclosures (Continued)

10) Explanation of transition to Ind AS

(A) These financial statements, for the year ended 31st March, 2018, are the first financial statements, the Company has prepared in accordance with Ind AS. Accordingly, the Company has prepared financial statements which comply with Ind AS applicable for year ended 31st March, 2018, together with the comparative figures for the year ended 31st March, 2017, as described in the summary of significant accounting policies [Refer Note No.2]. In preparing these financial statements, the Company's opening balance sheet was prepared as at 1st April, 2016, i.e. the date of transition to Ind AS.

This note explains the principal adjustments made by the Company and an explanation on how the transition from the previous GAAP to Ind AS has affected its financial statements, including the Balance Sheet as at 1st April, 2016 and the financial statements for the year ended 31st March, 2017.

Set out below are the applicable Ind AS 101 optional exemptions and mandatory exceptions applied in the transition from the previous GAAP To Ind A

(B) The Company has elected to apply previous GAAP carrying amount of its investments in its associates as deemed cost as at the date of transition. Under Ind AS 109, at initial recognition of a financial asset, an entity may make an irrevocable election to present subsequent changes in the fair value of an investment in an equity instrument in other comprehensive income. Ind AS 101 allows such designation of previously recognized financial assets, as 'FVTOCI' on the basis of the facts and circumstances that existed at the date of transition to Ind AS.

Accordingly, the Company has designated its investments in certain equity instruments at fair value through other comprehensive income on the basis of the facts and circumstances that existed as at the date of transition to Ind AS.

(C) The estimates as at 1st April, 2015 and as at 31st March 2016 are consistent with those made for the same dates in accordance with Indian GAAP (after adjustments to reflect any differences in accounting policies).

(D) Ind AS 101 requires the de-recognition requirements of Ind AS 109 to be applied prospectively to transactions occurring on or after the date of transition. Therefore, the Company has not recognized financial assets and liabilities under Ind AS which were derecognized under the previous GAAP as a result of a transaction that occurred before the date of transition

(E) The Company has applied the requirements in Ind AS 109 at the date of transition to Ind AS



NOTES FORMING PART OF THE INDIVIDUAL FINANCIAL STATEMENTS

for the year ended 31st March 2018

Note No. : 28 Other disclosures (Continued)

11. Disclosures as required by Ind AS - 101 - First Time Adoption of Indian Accounting Standards - Reconciliation between Previous GAAP and Ind AS

(a) Reconciliation of equity as at 1st April, 2016 (at the transition date)

(₹ in '000)

Particulars	Foot note	Previous GAAP		Adjustments		Ind AS	
I. ASSETS							
(1) Non-current assets							
(a) Investments in subsidiaries and associates		-		3,774.00		3,774.00	
(b) Financial assets							
(i) Investments	A	34,849.32		(11,228.54)		23,620.78	
(ii) Other financial assets	D	-		3,419.22		3,419.22	
(b) Deferred tax assets (net)	C	-	34,849.32	2,366.54	(1,668.78)	2,366.54	33,180.54
(2) Current assets							
(a) Financial assets							
(i) Cash and cash equivalents	D	3,575.49		(3,419.22)		156.27	
(iii) Other financial assets		6.74				6.74	
(b) Current tax assets (net)		19.64	3,601.87	-	(3,419.22)	19.64	182.65
Total Assets			38,451.19		(5,088.00)		33,363.19
II. EQUITY AND LIABILITIES							
(1) Equity							
(a) Share Capital		31,400.00		-		31,400.00	
(b) Other Equity	E	842.06	32,242.06	(5,088.00)	(5,088.00)	(4,245.94)	27,154.06
(3) Current liabilities							
(a) Financial liabilities							
(i) Borrowings		1,678.45				1,678.45	
(ii) Trade payables		4,500.00				4,500.00	
(iii) Other financial liabilities		30.68	6,209.13			30.68	6,209.13
Total Equity and Liabilities			38,451.19		(5,088.00)		33,363.19



NOTES FORMING PART OF THE INDIVIDUAL FINANCIAL STATEMENTS

for the year ended 31st March 2018

Note No. : 28 Other disclosures (Continued)

11. Disclosures as required by Ind AS - 101 - First Time Adoption of Indian Accounting Standards - Reconciliation between Previous GAAP and Ind AS (Continued...)

(b) Reconciliation of equity as at 31st March, 2017

(₹ in '000)

Particulars	Foot note	Previous GAAP		Adjustments		Ind AS	
I. ASSETS							
(1) Non-current assets							
(a) Investments in subsidiaries and associates		-		29,540.03		29,540.03	
(b) Financial assets							
(i) Investments	A	32,149.67		(27,105.25)		5,044.42	
(ii) Other financial assets	D	12,817.86	44,967.53	-	2,434.78	12,817.86	47,402.31
(2) Current assets							
(a) Inventories		2,989.00		-		2,989.00	
(b) Financial assets				-			
(i) Trade and other receivables		384.00		-		384.00	
(ii) Cash and cash equivalents	D	364.28	3,737.28	-		364.28	3,737.28
Total Assets			48,704.81		2,434.78		51,139.59
II. EQUITY AND LIABILITIES							
(1) Equity							
(a) Share Capital		31,400.00		-		31,400.00	
(b) Other Equity	E	1,122.39	32,522.39	1,682.43	1,682.43	2,804.83	34,204.83
(2) Non-current liabilities							
(a) Deferred tax Liabilities (net)	C	-	-	752.35	752.35	752.35	752.35
(3) Current liabilities							
(a) Financial liabilities							
(i) Borrowings		9,572.32		-		9,572.32	
(ii) Trade payables		2,530.00				2,530.00	
(iii) Other financial liabilities		4,007.61				4,007.61	
(b) Current tax liabilities (net)		72.49	16,182.42			72.49	16,182.42
Total Equity and Liabilities			48,704.81		2,434.78		51,139.59



NOTES FORMING PART OF THE INDIVIDUAL FINANCIAL STATEMENTS

for the year ended 31st March 2018

Note No. : 28 Other disclosures (Continued)

12. Disclosures as required by Ind AS - 101 - First Time Adoption of Indian Accounting Standards - Reconciliation between Previous GAAP and Ind AS

(A) Reconciliation of Statement of Profit and Loss for the year ended 31st March, 2017 (₹ in '000)

Particulars	Foot note	Previous GAAP	Adjustments	Ind AS
I Revenue from operations		715.92	-	715.92
II Other Income	A	652.08	(651.25)	0.83
III Total Income(I+II)		1,368.01	(651.25)	716.76
IV Expenses:				
Purchase of stock in trade		3,205.00	-	3,205.00
Changes in inventories		(2,989.00)	-	(2,989.00)
Employee benefits expense		502.62	-	502.62
Finance costs		69.49	-	69.49
Other expenses		179.53	-	179.53
Total Expenses (IV)		967.64	-	967.64
V Profit/(Loss) before exceptional items and tax (III - IV)		400.36	(651.25)	(250.89)
VI Exceptional Items		-	-	-
VII Profit/(Loss) before tax (V - VI)		400.36	(651.25)	(250.89)
VIII Tax expense :				
(1) Current tax	B	120.03	-	120.03
(2) Deferred tax	C	-	63.09	63.09
Total tax expense		120.03	63.09	183.12
IX Profit/(Loss) for the year (VII - VIII)		280.33	(714.34)	(434.01)
X Other Comprehensive Income / Loss	A,C,F			
(A)(i) Items that will not be reclassified to profit or loss				
(a) Fair value changes of Investments in equity shares		-	10,540.57	10,540.57
(ii) Income tax relating to items that will not be recycled to profit or loss		-	3,055.80	3,055.80
Total other Comprehensive Income / Loss		-	7,484.77	7,484.77
XI Total Comprehensive Income for the year (IX + X)		280.33	6,770.43	7,050.77

(Comprising of profit/(Loss) and other comprehensive income for the year)



NOTES FORMING PART OF THE INDIVIDUAL FINANCIAL STATEMENTS for the year ended 31st March 2018

Note No. : 28 Other disclosures (Continued)

Disclosures as required by IND AS - 101-First Time Adoption of Indian Accounting Standards - Reco and INDAS (Continued....)

(B) Footnotes to the reconciliation of equity as at 1st April, 2016 and 31st March, 2017 and Statement of Profit and Loss for the year ended 31st March, 2017

(A) Investments

Investments in equity instruments

Under the previous GAAP, investment in equity instruments were classified as long term investments or current investment based on the intended holding period and realisability. The Company accounted for long term investments in equity shares as investment measured at cost less provision for other than temporary diminution in the value of investments, if any.

Under Ind AS, the Company has the option to designate such investments either as FVTOCI or FVTPL investments. Further, in case of a subsidiary, the Company has the option to account for investment in shares either at cost/deemed cost or FVTOCI or FVTPL as at the transition date.

As per the aforesaid alternatives, the Company has designated investments in the subsidiaries & associates cost i.e. the previous GAAP carrying amount as at the date of transition.

In case of other long term investments in equity instruments , the company has irrevocably designated investments as FVTOCI investments as at the transition date. IND AS requires FVTOCI investments to be measured at fair value.

Difference in fair value of investments as per Ind AS and carrying value of investments as per PREVIOUS GAAP aggregating to ₹7454.54 with corresponding deferred tax income of ₹2366.54 as at the date of transition and subsequent changes of ₹9889.32 with corresponding deferred tax expense of ₹3055.80 for the year ended 31st March, 2017 have been recognised in retained earnings and Other Comprehensive Income respectively. Further income from sale of such equity instruments of ₹651.25 have been recognised in other comprehensive income (being realized gain)

(B) Current tax

Current tax liabilities have been accounted for on account of various transitional adjustments as stated above as at the date of transition with corresponding impact either to Retained earnings or Other Comprehensive Income in correlation to the underlying transactions.

(C) Deferred tax

Previous GAAP required deferred tax accounting using the income statement approach, which focuses on differences between taxable profits and accounting profits for the year. Ind AS 12 requires entities to account for deferred taxes using the balance sheet approach, which focuses on temporary differences between the carrying amount of an asset or liability in the balance sheet and its tax base. The application of Ind AS 12 approach has resulted in

recognition of deferred tax on new temporary differences which were not required under the previous GAAP.

In addition, the various transitional adjustments lead to temporary differences and consequently deferred tax adjustments have been recognized in correlation to the underlying transaction in retained earnings.

Due to recognition of fair value changes in equity investments as at the date of transition Deferred tax asset has been recognised of ₹2366.54 (₹63.09 being DTA on account of past unused losses) Further as at 31st March, 2017 Deferred tax liability of ₹752.35 has been recognised due to fair value changes in equity investments and reversal of DTA of ₹63.09 on account of absorption of past unused losses.

(D) Cash and cash equivalent, Other financial liabilities (non current) and Cash flow statement.

Bank deposits having maturity more than 12 months has been classified as Other Financial Assets under Non-Current Investments of ₹3419.22 (including accrued interest) as on the date of transition April 1st 2016 and ₹12817.86 (including accrued interest) as on 31st March 2017

Apart from the above, the transition from the previous GAAP to Ind AS has not had a material impact on Cash Flow Statement Reconciliation have been provided as a part of cash flow statement

(E) Retained earnings

Retained earnings as at the transition date has been adjusted consequent to the above Ind AS transitional adjustments

(F) Total comprehensive income and other comprehensive income

Under the previous GAAP, the Company did not present total comprehensive income and other comprehensive income. Hence, it has reconciled the previous GAAP profit to profit as per Ind AS. Further, the previous GAAP profit is reconciled to other comprehensive income and total comprehensive income as per Ind AS.

The previous year's including figures as on the date of transition have been reworked, regrouped, rearranged and reclassified wherever necessary. Amounts and other disclosures for the preceding year including figures as at the date of transition are included as an integral part of the current year financial statements and are to be read in relation to the amounts and other disclosures relating to the current year

As per our report of even date attached

For and on behalf of the Board of Directors

For T.C MAHAWAR & CO
Chartered Accountant
FRN 322294E

Vidhu Bhusan verma
Director
DIN : 00555238

Jitendra Kumar Goyal
Director
DIN : 00468744

(CA Tikam Chand Mahawar)
Proprietor
Membership No. 056212

Anand Mishra
Company Secretary
PAN : APOPM6684D

Pankaj Marda
Chief Financial Officer
PAN : AFCPM7576A

Place : Kolkata
Date : 30-05-2018



INDEPENDENT AUDITOR'S REPORT

To the Members of
KAUSHAL INVESTMENTS LIMITED

Report on the Consolidated Ind AS Financial Statements

We have audited the accompanying consolidated Ind AS financial statements of **KAUSHAL INVESTMENTS LIMITED** (hereinafter referred to as 'the parent'), and its subsidiaries ("the parent and its subsidiaries together referred to as "the Group") its associates which comprising the consolidated balance sheet as at 31st March 2018, the Consolidated Statement of Profit and Loss including Other Comprehensive Income, the Consolidated Cash Flow Statement, the Consolidated Statement Of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as the "Consolidated Ind AS financial statements").

Management's Responsibility for the Consolidated Ind AS Financial Statements

The Parent's Board of Directors is responsible for the preparation of these consolidated Ind AS financial statements in terms of the requirements of the Companies Act, 2013 (hereinafter refer to as 'the Act') that give a true and fair view of consolidated financial position, consolidated financial performance including other comprehensive income, consolidated cash flows and consolidated statement of changes in equity of the Group, including its Associates in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS)prescribed under Section 133 of the Act as applicable. The respective Board of Directors of the Company included in the Group and of its subsidiaries and associates are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgements 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 financial statements that give a true and fair view and are free from material misstatements, 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 Parent , 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 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 consolidated Ind AS financial statements are free from material misstatements.

An audit involves performing procedures to obtain audit evidences 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 misstatements 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 Parent'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. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Parent's Board Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidences obtained by us and the audit evidence obtained by the other auditors referred to in the 'Other Matter' paragraph below, 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, and based on the consideration of reports of the other auditors on separate financial statements of the subsidiaries and associates referred to below in Other Matters paragraph, 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 associates as at 31st March 2018 and their consolidated Loss, Consolidated total comprehensive loss, **their** Consolidated cash flows and Consolidated statement of changes in equity for the year ended on that date.

Other Matter

We did not audit the financial statements of six subsidiaries included in the Consolidated financial results, whose



financial statement reflect total assets of ₹ 2,30,598 ('000) as at 31st March, 2018, total revenue of ₹ 1,88,97 ('000), total profit after tax of ₹ 575.55 ('000), total comprehensive loss of ₹ (19791.50) ('000), for the year ended on that date, and financial statements of two associates in which the Group's share of net loss is ₹ (12.53) ('000) and total comprehensive income is ₹ 1,502 ('000) for the year ended 31st March 2018, as considered in the consolidated Ind AS financial statement. These financial statements have been audited by other auditors whose report have been furnished to us by the Management and our opinion on the consolidated Ind AS financial statement in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and our report in terms of Sub-Section (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries and associates, is based solely on the report of the other auditors.

Our opinion is not modified in respect of the matter.

There has been a change in Group Structure during the previous year ended 31st March 2017, in accordance with Ind AS 110 'Consolidated Financial Statements' and as per the definition and criteria to assess control over the Subsidiaries, Following Eight Companies were de-recognised from the status of being Subsidiaries on 1st April 2016. These Eight Companies were acquired on 1st April 2016 and were consolidated during the previous year ended 31st March 2017 under previous GAAP. (1) Baba Amarnath Transport Pvt Ltd, (2) Dhanvarsha Vincom Pvt Ltd, (3) Dhankiran Commotrade Pvt Ltd, (4) Manikan Enterprises Pvt Ltd, (5) RP Suppliers Pvt Ltd, (6) Review Marketing Pvt. Ltd., (7) Smooth Tradelink Pvt. Ltd., (8) Softlink Commotrade Pvt. Ltd. Pursuant to de-recognition of the above mentioned Companies, following assets, liabilities, income, expenses and minority interest (under previous GAAP) of the said Companies were not included in the Consolidated Ind AS financial statement during the previous year ended 31st March 2017. Total Assets : ₹ 3,11,546.87 ('000), Total Liabilities : ₹ 35,539.27 ('000), Total Income : ₹ 2,70,994.26 ('000), Total Expenses: ₹ 2,70,137.96 ('000), Minority interest : ₹ 1,93,80.27 ('000).

The figures mentioned above are the figures as stated in the separate financial statements of the respective subsidiaries and have been audited by other auditors whose report have been furnished to us by the Management.

Our opinion on the consolidated Ind AS financial statements above, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statement certified by the Management.

Report on Other Legal and Regulatory Requirements

As required by Section 143 (3) of the Act, based on our

audit and other financial information of subsidiaries and associate companies incorporated in India, referred in the Other Matters paragraph above we report, to the extent applicable, 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 of the aforesaid consolidated Ind AS financial statements.
- b. In our opinion proper books of account as required by law relating to preparation of the aforesaid consolidated Ind AS financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors.
- c. The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including other comprehensive income) the Consolidated Cash Flow Statement and the Consolidated Statements of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated Ind AS financial statements.
- d. In our opinion, the consolidated Ind AS financial statements comply with the Indian Accounting Standards prescribed under Section 133 of the Act.
- e. On the basis of the written representations received from the directors of the Parent as on 31st March 2018 taken on record by the Board of Directors of the parent and the reports of the statutory auditors of its subsidiary companies and associate companies incorporated in India, none of the directors of the Group companies and its associate companies are disqualified as on 31st March 2018 from being appointed as a director in terms of Section 164 (2) of the Act;

With respect to the adequacy of the internal financial controls over financial reporting and the operating effectiveness of such controls refer to our separate audit report in "Annexure A" which is based on the Auditor's Reports of the Holding Company, Subsidiary company and Associate Company incorporated in India. Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Parent's /Subsidiary Company's /Associate Company's incorporated in India internal financial controls over financial reporting.

- f. 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 Consolidated Ind AS financial statements, disclose the impact of pending litigations on the consolidated financial position of the Group in its consolidated Ind AS financial statements as of March 31, 2018.



- ii. The Group has made provisions in its consolidated Ind AS financial statements, as required under the applicable law or accounting standards, for material foreseeable losses on long-term contracts including derivative contracts.
- iii. There are no such amounts appearing in the books which are required to be transferred to the Investor Education and Protection Fund by the parent and its subsidiary companies and associate companies.

For **T. C. Mahawar & Co.**
Chartered Accountants
FRN.322294E

(CA Tikam Chand Mahawar)
Proprietor
Membership No : 056212

Place : Howrah
Date : 30.05.2018

ANNEXURE-A TO THE INDEPENDENT AUDITOR'S REPORT

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

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 consolidated Ind AS financial statement of the Company as of and for the year ended 31st March, 2018, we have audited the internal financial controls over financial reporting with reference to financial statement of KAUSHAL INVESTMENTS LIMITED (“hereinafter referred to as “Parent”) and its subsidiary companies, its associate companies as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the Parent, its subsidiary companies and its associate companies are responsible for establishing and maintaining internal financial controls based on the Internal Control with reference to Financial Statement 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. 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 internal financial controls over financial reporting of the parent, its subsidiary companies and its associate companies based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.



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

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditors of the subsidiary companies and associate companies in terms of their report referred to in the Other Matters Paragraph is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting of the parent, its subsidiary companies and its associate companies which are incorporated in India.

Meaning of Internal Financial Controls over Financial Reporting

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

1. pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
2. provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
3. Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion and to the best of our information and according to explanations given to us, and based on the consideration of the reports of the other auditors referred to in the Other Matters Paragraph below, the Parent, its Subsidiary companies and its Associate companies 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 March 31, 2018, based on the internal control over financial reporting criteria established by the respective Companies 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".

Other Matters

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal controls over financial reporting insofar as it relates to 6 Subsidiary Companies and 2 Associate Companies which are company incorporated in India, is based solely on the corresponding reports of the auditors of such companies incorporated in India.

Our opinion is not modified in respect of the above matters.

For **T. C. Mahawar & Co.**
Chartered Accountants
FRN.322294E

(CA Tikam Chand Mahawar)
Proprietor
Membership No : 056212

Place : Howrah
Date : 30.05.2018



CONSOLIDATED BALANCE SHEET as at 31 March 2018, 2017 and April 1, 2016 (Rs. in '000)

Particulars	Note No.	As at 31st March 2018		As at 31st March 2017		As at 31st March 2016	
I. ASSETS							
(1) Non-current assets							
(a) Equity accounted investments	4	42,711.97		41,222.50		34,101.65	
(b) Financial assets							
(i) Investments	5	94,978.14		135,441.20		23,620.78	
(ii) Other financial assets	6	13,645.08		12,817.86		3,419.22	
(b) Deferred tax assets (net)	7	7,482.58	158,817.78	-	189,481.56	2,366.54	63,508.18
(2) Current assets							
(a) Inventories	8	21,758.81		29,872.51		-	
(b) Financial assets							
(i) Trade and other receivables	9	2,640.00		4,772.40		-	
(ii) Cash and cash equivalents	10	12,182.19		1,855.83		156.27	
(iii) Loans	11	70,702.83		30,730.58		-	
(iii) Other financial assets	12	90.00		50.00		6.74	
(d) Current tax assets (net)	13	182.37		-		19.64	
(e) Other current assets	14	332.44	107,888.63	361.83	67,643.15	-	182.65
Total Assets			266,706.41		257,124.71		63,690.83
II. EQUITY AND LIABILITIES							
(1) Equity							
(a) Share Capital	15	31,400.00		31,400.00		31,400.00	
(b) Other Equity	16	139,953.50	171,353.50	159,030.57	190,430.57	26,081.70	57,481.70
Equity attributable to equity shareholders of the parent							
(c) Non controlling interest		22,276.39	22,276.39	22,276.39	22,276.39	-	-
Total Equity			193,629.90		212,706.97		57,481.70
(2) Non-current liabilities							
(a) Deferred tax Liabilities (net)	7	-	-	752.35	752.35	-	-
(2) Current liabilities							
(a) Financial liabilities							
(i) Borrowings	17	72,525.92		9,578.97		1,678.45	
(ii) Trade payables	18	-		29,753.00		4,500.00	
(iii) Other financial liabilities	19	269.88		4,108.28		30.68	
(b) Current tax liabilities (net)	20	-		152.47		-	
(c) Provisions	21	162.41		72.68		-	
(d) Other Current Liabilities	22	118.30	73,076.51	-	43,665.40	-	6,209.13
Total Equity and Liabilities			266,706.41		257,124.71		63,690.83
Corporate Information	1						
Significant accounting policies and estimates	2 & 3						
Other disclosures	32 & 33						
The accompanying notes 1 to 33 are an integral part of the Consolidated Financial Statements							

As per our report of even date attached

For and on behalf of the Board of Directors

For T.C. MAHAWAR & CO.
Chartered Accountants
FRN 322294E

Vidhu Bhushan Verma
Director
DIN : 00555238

Jitendra Kumar Goyal
Director
DIN : 00468744

(CA Tikam Chand Mahawar)
Proprietor
Membership No. 056212
Place : Kolkata
Date : 30.05.2018

Anand Mishra
Company Secretary
PAN : APOPM6684D

Pankaj Marda
Chief Financial Officer
PAN : AFCPM7576A



CONSOLIDATED STATEMENT OF PROFIT AND LOSS

for the year ended 31st March, 2018 and 2017

(₹ in '000)

Particulars	Note No	Year ended 31st March, 2018	Year ended 31st March, 2017
I Revenue from operations	23	18,598.25	715.92
II Other Income	24	1,225.78	0.83
III Total Income(I+II)		19,824.03	716.76
IV Expenses:			
Purchase of stock in trade	25	8,105.00	3,205.00
Changes in inventories	26	8,113.70	(2,989.00)
Employee benefit expense	27	1,038.37	502.62
Finance cost	28	2,519.57	69.49
Other expenses	29	489.60	427.21
Total Expenses (IV)		20,266.24	1,215.32
V Profit/(Loss) before share of associate and tax (III - IV)		(442.21)	(498.56)
VI Share of Profit/(Loss) of an associate	-	(12.53)	(13.38)
VII Profit/(loss) before tax (V - VI)		(454.74)	(511.94)
VIII Tax expense :	30		
Current tax		98.15	120.03
Deferred tax		-	63.09
Total tax expense		98.15	183.12
IX Profit/(Loss) for the year (VII - VIII)		(552.88)	(695.06)
X Other Comprehensive Income / Loss	31		
(A) (i) Items that will not be reclassified subsequently to the consolidated statement of profit and loss			-
a) Fair value changes of Investments in equity shares		(28,170.41)	10,540.57
b) Share of equity accounted investees		1,502.01	
(ii) Income tax relating to items that will not be reclassified subsequently to the consolidated statement of Profit and Loss		(8,234.93)	3,055.80
Total other Comprehensive Income / (Loss)		(18,433.48)	7,484.77
XI Total Comprehensive Income / (Loss) for the year (IX + X)		(18,986.36)	6,789.71
(Comprising of profit and other comprehensive income / (Loss) for the year)			
Profit/(Loss) for the year attributable to :-			
(a) Owners of the parent		(542.66)	(695.06)
(b) Non-controlling interests		(10.23)	-
Other Comprehensive Income / (Loss) attributable to :-			
(a) Owners of the parent		(21,701.75)	7,484.77
(b) Non-controlling interests		3,268.27	-
Total Comprehensive Income/(Loss) attributable to :-			
(a) Owners of the parent		(22,244.40)	6,789.71
(b) Non-controlling interests		3,258.05	-
XII Earnings per equity share (Nominal value per share Rs 10 /-)			
Basic and diluted (Refer Note no 33 (4))		(0.18)	(0.22)
Number of shares used in computing earnings per share			
Basic and diluted (Refer Note no 33 (4))		3,140,000	3,140,000
Corporate Information	1		
Significant accounting policies and estimates	2 & 3		
Other disclosures	32 & 33		
The accompanying notes 1 to 33 are an integral part of the Consolidated Financial Statements			

As per our report of even date attached

For **T.C. MAHAWAR & CO.**
Chartered Accountants
FRN 322294E

(**CA Tikam Chand Mahawar**)
Proprietor
Membership No. 056212

Place : Kolkata
Date : 30.05.2018

Vidhu Bhushan Verma
Director
DIN : 00555238

Anand Mishra
Company Secretary
PAN : APOPM6684D

For and on behalf of the Board of Directors

Jitendra Kumar Goyal
Director
DIN : 00468744

Pankaj Marda
Chief Financial Officer
PAN : AFCPM7576A



CONSOLIDATED CASH FLOW STATEMENT for the year ended 31st March 2018 (₹ in '000)

Particulars	Year ended 31st March, 2018		Year ended 31st March, 2017	
A. CASH FLOW FROM OPERATING ACTIVITIES				
Profit/(Loss) before exceptional items and tax		(454.74)		(511.94)
<i>Adjustments to reconcile profit before exceptional items and tax to net cash flow provided by operating activities</i>				
Finance costs	2,519.57		69.49	
Interest received	(5,219.86)		(492.66)	
Dividend	(285.59)		(0.10)	
Share of loss of an associate	(12.53)		13.38	
Loss on sale of associate	-		247.68	
		(2,998.41)		(162.21)
Operating profit/loss before working capital changes		(3,453.15)		(674.15)
<i>Adjustments to reconcile operating profit to cash flow provided by changes in working capital</i>				
(Increase) / Decrease in Inventories	8,113.70		(29,872.51)	
(Increase) / Decrease in trade and other receivables	2,132.40		(4,772.40)	
(Increase) / Decrease in other financial Assets	(40.00)		(43.26)	
(Increase) / Decrease in other current assets	(152.97)		(342.19)	
Increase / (Decrease) in Trade Payables (Current & Non current)	(29,753.00)		25,253.00	
Increase / (Decrease) in other Financial & other current liabilities	(3,782.84)		4,302.75	
		(23,482.71)		(5,474.61)
Cash generated from operations		(26,935.86)		(6,148.76)
Tax Expense		98.15		120.03
Cash flow before extraordinary item		(27,034.01)		(6,268.79)
Adjustment on consolidation		-		34,026.14
Net cash generated from operating activities A		(27,034.01)		27,757.35
B. CASH FLOW FROM INVESTING ACTIVITIES				
Sale (Purchase) of Investments	11,212.68		5,344.09	
Interest Received	5,219.86		492.66	
Dividend	285.59		0.10	
Income from investment	1,014.50		651.25	
Loss on sale of associate	-		(247.68)	
Loans given (net of repayment)	(39,972.24)		(30,730.58)	
Net cash used in investing activities B		(22,239.61)		(24,490.17)
C. CASH FLOW FROM FINANCING ACTIVITIES				
Loans Borrowed (net of repayment)	62,946.95		7,900.52	
Interest Expense	(2,519.75)		(69.49)	
Net cash (used in) financing activities C		60,427.20		7,831.03
Net decrease/ Increase in cash and cash equivalents (A+B+C)		11,153.58		11,098.21
Opening cash and cash equivalents		14,673.69		3,575.49
Closing cash and cash equivalents for the purpose of Cash Flow Statement		25,827.27		14,673.69

Notes:

- The above Cash Flow Statement has been prepared under the " Indirect Method " as set out in the Indian Accounting Standard (Ind AS)-7 on Statement of Cash Flows
- Cash and cash equivalents do not include any amount which is not available to the Company for its use.



CONSOLIDATED CASH FLOW STATEMENT for the year ended 31st March 2018

(₹ in '000)

3) Cash and cash equivalents as at the Balance Sheet date consists of:

Particulars	As at 31st March 2018	As at 31st March 2017
Balances with banks		
On current accounts	11746.64	1,292.65
Cash on hand	435.55	563.19
Closing cash and cash equivalents (Refer Note No 10)	12182.19	1,855.83
Add : Deposits with banks (with more than 12 months maturity) and interest accrued there upon. (Refer note no 6)	13645.08	12,817.86
Closing cash and cash equivalents for the purpose of cash flow statement	25827.27	14,673.69

As per our report of even date attached
Directors

For **T.C. MAHAWAR & CO.**
Chartered Accountants
FRN 322294E

(CA Tikam Chand Mahawar)
Proprietor
Membership No. 056212

Place : Kolkata
Date : 30.05.2018

Vidhu Bhushan Verma
Director
DIN : 00555238

Anand Mishra
Company Secretary
PAN : APOPM6684D

For and on behalf of the Board of

Jitendra Kumar Goyal
Director
DIN : 00468744

Pankaj Marda
Chief Financial Officer
PAN : AFCPM7576A



CONSOLIDATED STATEMENT OF CHANGES IN EQUITY for the year ended 31st March, 2018

(a) Equity Share capital:

(₹ in '000)

For the year ended 31st March, 2018			For the year ended 31st March, 2017		
Balance as at 1st April, 2017	Changes in equity share capital during the year	Balance as at 31st March, 2018	Balance as at 1st April, 2016	Changes in equity share capital during the year	Balance as at 31st March, 2017
31,400.00	-	31,400.00	31,400.00	-	31,400.00

(b). Other equity

(₹ in '000)

	Reserves and Surplus			Other Comprehensive Income	Share of Non-Controlling Interest	Total other equity
	Capital Reserve	Statutory Reserve (As per RBI Guidelines)	Retained Earnings			
Balance as at 1st April, 2017	156,208.03	46.07	2,776.47	-	-	159,030.57
Changes in equity during the year ended 31st March, 2018						
Profit for the year			(542.66)		(10.23)	(552.88)
Other Comprehensive income/loss for the year				(21,701.75)	3,268.27	(18,433.48)
Transfer from/to Statutory provision			(90.71)			(90.71)
Transfer from/(to) Statutory reserve			(2.34)			(2.34)
Transfer from/(to) Retained earnings		2.34				2.34
Transfer from/to other Comprehensive income /retained earnings			(21,701.75)	21,701.75	-	-
Balance as at 31st March, 2018	156,208.03	48.41	(19,560.98)	-	3,258.05	139,953.50
Balance as at 1st April, 2016	30,079.97		(3,998.26)	-	-	26,081.70
Changes in equity during the year ended 31st March, 2017						
(Loss) for the year			(695.06)			(695.06)
Other Comprehensive income/loss for the year				7,484.77		7,484.77
Capital Reserve on Consolidation	126,128.06					126,128.06
Consolidation adjustment		42.55				42.55
Transfer from/(to) Statutory provision			(11.45)			(11.45)
Transfer from/(to) Statutory reserve			(3.53)			(3.53)
Transfer from/(to) Retained earnings		3.53				3.53
Transfer from/to other Comprehensive income/retained earnings			7,484.77	(7,484.77)	-	-
Balance as at 31st March, 2017	156,208.03	46.07	2,776.47	-	-	159,030.57

The accompanying notes 1 to 33 are an integral part of the Consolidated Financial Statements

As per our report of even date attached

For **T.C. MAHAWAR & CO.**

Chartered Accountants

FRN 322294E

(CA Tikam Chand Mahawar)

Proprietor

Membership No. 056212

Place : Kolkata

Date : 30.05.2018

Vidhu Bhushan Verma

Director

DIN : 00555238

Anand Mishra

Company Secretary

PAN : APOPM6684D

For and on behalf of the Board of Directors

Jitendra Kumar Goyal

Director

DIN : 00468744

Pankaj Marda

Chief Financial Officer

PAN : AFCPM7576A



Notes forming part of the Consolidated Financial Statements

Note No : 1 Corporate Information

Group information

The consolidated financial statements comprise financial statements of **Kaushal Investments Limited** ("the Company" or "the Parent"), its associate Indigo Dealers Pvt Ltd, Icon Commotrade Pvt Ltd. and its Subsidiaries, Aurelian Commercial Pvt Ltd., Aurelian Trading Pvt Ltd., Lifestyle Vanijya LLP, Ultra Dealers Pvt Ltd., Fastflow Commoddeal Ltd. and Moti Finvest Ltd. (Collectively referred to as " The Group ") for the year ended 31st March 2018.

KAUSHAL INVESTMENTS LIMITED ("the Company") is a public limited company incorporated and domiciled in India. The registered office of the Company is situated at 3, Bentinck Street, 4th Floor, Room No. D8, Kolkata -700 001 West Bengal, India.

The Company's shares are listed on the CSE, (The Calcutta Stock Exchange).

The Company is into the business of Investment in Shares and Securities and other Investment activities

The financial statements for the year ended 31st March, 2018 was approved for issue by the Board of Directors of the Company on 30th May, 2018 and is subject to the adoption by the shareholders in the ensuing Annual General Meeting

Note No. : 2 Significant accounting policies

2.1 Statement of Compliance with Ind AS

In accordance with the notification dated 16th February, 2015, issued by the Ministry of Corporate Affairs, the Group has adopted Indian Accounting Standards (referred to as "Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) with effect from 1st April, 2017 with restatement of previous year figures presented in this financial statements. Accordingly, the Consolidated financial statements have been prepared in accordance with Ind AS prescribed under Section 133 of the Companies Act, 2013 ("Act") read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and the Companies (Indian Accounting Standards) (Amendment) Rules, 2016.

The Group has adopted all the applicable Ind AS and the adoption was carried out in accordance with Ind AS-101 First time adoption of Indian Accounting Standards.

The transition was carried out from Generally Accepted Accounting Principles in India which comprised of applicable Accounting Standards specified under section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014, other pronouncements of the Institute of Chartered Accountants of India (ICAI), relevant applicable provisions of the Companies Act, 1956, and the Companies Act, 2013 to the extent applicable and the applicable guidelines issued by the Securities and Exchange Board of India (SEBI)

("Previous GAAP").

Up to the year ended 31 March 2017, the Group prepared its consolidated financial statements in accordance with the requirements of previous Generally Accepted Accounting principles (GAAP), which includes Standards notified under the Companies (Accounting Standards) Rules 2006.

These Consolidated financial statements for the year ended 31st March, 2018 are the first Consolidated financial statements of the Company prepared in accordance with Ind AS. The date of transition to Ind AS is 1st April, 2016. Reconciliations and descriptions of the effect of the transition have been summarized in Note No. 31

All the Ind AS issued and notified by the Ministry of Corporate Affairs under the Companies (Indian Accounting Standards) Rules, 2015 (as amended) till the Consolidated financial statements are approved for issue by the Board of Directors has been considered in preparing these Consolidated financial statements.

2.2 Business Combination.

(a) Business combinations are accounted for using the acquisition method . At the acquisition date, identifiable assets acquired and liabilities assumed are measured at fair value. For this purpose , the liabilities assumed include contingent liabilities representing present obligation and they are measured at their acquisition date fair values irrespective of the fact that outflow of resources embodying economic benefits is not probable.

The consideration transferred is measured at fair value at acquisition date and includes the fair value of any contingent consideration.

However, deferred tax asset or liability arising from a business combination are measured and recognised in accordance with the requirements of Ind As 12, Income Taxes.

Where the consideration transferred exceeds the fair value of the net identifiable assets acquired and liabilities assumed, the excess is recorded as goodwill. Alternatively, in case of a bargain purchase wherein the consideration transferred is lower than the fair value of the net identifiable assets acquired and liabilities assumed, the difference is recorded and accumulated in equity as capital reserve.

The costs of acquisition excluding those relating to issue of equity or debt securities are charged to the statement of profit & loss in the period in which they incurred.

In case of business combinations involving entities under common control, the above policy does not apply. Business combinations involving entities under common control are accounted for using the pooling of interest method. The net assets of the transferor entity or business are accounted at their carrying amounts on the date of the acquisition subject to necessary adjustments require to harmonise accounting policies . Any excess or shortfall of



Notes forming part of the Consolidated Financial Statements

the consideration paid over the share capital of transferor entity or business is recognised as capital reserve under equity.

(b) Goodwill

Goodwill arising on the acquisition of a subsidiary represents the excess of the consideration transferred in the business combination over the Group's interest in the net fair value of the identifiable assets acquired, liabilities assumed and contingent liabilities recognised at the date of acquisition. Goodwill is initially recognised as an asset at cost and is subsequently measured at cost less any accumulated impairment losses. An impairment loss recognised for goodwill is not reversed in a subsequent period. On disposal of a subsidiary the attributable amount of goodwill is included in the determination of profit or loss on disposal.

(C) Bargain Purchase

A bargain purchase is a business combination in which the net fair value of the identifiable assets acquired and liabilities assumed exceeds the aggregate of the consideration transferred, the NCI and the fair value of any previously held equity interest in the acquiree.

Before recognising a gain on the bargain purchase, the parent reassess whether it had correctly identified all of the assets acquired and all of the liabilities assumed and recognise any additional assets or liabilities that are identified in that review. If after applying the said requirements and performing the reassessment the bargain purchase remains the parent should recognise the resulting gain in other comprehensive income (OCI) on the acquisition date and accumulate the same in equity as Capital reserve.

However if there is no clear evidence of the underlying reasons for classifying the business combination as a bargain purchase, the bargain purchase should be recognised directly in equity as capital reserve.

2.3 Basis of preparation & Consolidation

(A) Basis of preparation

These consolidated financial statements have been prepared in accordance with Ind AS under the historical cost basis except Certain financial assets and financial liabilities (including derivative instruments) – measured at fair value. Historical cost is generally based on the fair value of the consideration in exchange for goods and services.

All assets and liabilities have been classified as current or non-current as per the Group's normal operating cycle and other criteria set out in Schedule III to the Companies Act, 2013. The Group has ascertained its operating cycle as 12 months for the purpose of current and non-current classification of assets and liabilities.

The Consolidated financial statements including notes thereon are presented in Indian Rupees ("Rupees" or "Rs."), which is the Group's functional and presentation

currency. All amounts disclosed in the Group's financial statements including notes thereon have been rounded off to the nearest thousand as per the requirement of Schedule III to the Act, unless stated otherwise.

(B) Basis of consolidation

Company consolidates entities which it owns or controls.

The consolidated financial statements comprise the financial statements of the Company and its Subsidiary as at 31st March, 2017 and 31st March, 2018 Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- (i) Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee),
- (ii) Exposure, or rights, to variable returns from its involvement with the investee, and
- (iii) The ability to use its power over the investee to affect its returns. Generally, there is a presumption that a majority of voting rights result in control. To support this presumption and when the Group has less than a majority of the voting or similar rights of an investee, the Group considers all relevant facts and circumstances in assessing whether it has power over an investee, including:
 - (i) The contractual arrangement with the other vote holders of the investee;
 - (ii) Rights arising from other contractual arrangements;
 - (iii) The Group's voting rights and potential voting rights; or
 - (iv) The size of the Group's holding of voting rights relative to the size and dispersion of the holdings of the other voting rights holders.

The Group re-assesses whether or not it controls an investee if facts and circumstances indicate that there are changes to one or more of the three elements of control. Consolidation of a subsidiary begins when the Group obtains control over the subsidiary and ceases when the Group loses control of the subsidiary. Assets, liabilities, income and expenses of a subsidiary acquired or disposed of during the year are included in the consolidated financial statements from the date the Group gains control until the date the Group ceases to control the subsidiary.

Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a member of the Group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that Group member's financial statements in preparing the consolidated financial statements to ensure conformity with the Group's accounting policies.



Notes forming part of the Consolidated Financial Statements

The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the parent company, i.e., year ended on 31st March, 2018.

Principles of Consolidation and consolidation procedure.

(i) As per Ind AS 110, "Consolidated Financial Statements " The financial statements of the Company and its subsidiaries are combined on a line by line basis by adding together like items of assets , liabilities , equity , income , expenses and cash flows of the parent with those of its Subsidiary. For this purpose, income and expenses of the Subsidiary are based on the amounts of the assets and liabilities recognised in the consolidated financial statements at the acquisition date,

(ii) Offset (eliminate) the carrying amount of the Parent's investment in Subsidiary and the Parent's portion of equity of Subsidiary,

(iii) Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the Group (profits or losses resulting from intragroup transactions).

(iv) Profit or loss and component of other comprehensive income (OCI) are attributed to the equity holders of the Parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. All intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation

(v) Non Controlling Interest's share of net assets of consolidated subsidiaries is identified and presented in the Consolidated Balance Sheet separate from liabilities and the equity of the Company's shareholders.

(vi) The Company accounts for its share of pre-acquisition profits as capital profit and adjusted with net assets to arrive at Goodwill/ Bargain purchase.

(vii) The Company accounts for its share of post acquisition changes in net assets of associates , after eliminating unrealised profits and losses resulting from transactions between the Company and its associates to the extent of its share, through its Consolidated Statement of Profit and Loss, to the extent such change is attributable to the associates' Statement of Profit and Loss and through its reserves for the balance based on available information.

(viii) The difference between the proceeds from disposal of investment in subsidiaries and the carrying amount of its assets less liabilities as on the date of disposal is recognised in the Consolidated Statement of Profit and Loss being the profit or loss on disposal of investment in subsidiary.

Interest in Associates

Investment in Associates has been accounted under the equity method as per Ind AS 28 - Investments in Associates and Joint Ventures.

An associate is an entity over which the investor has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control of those policies. An entity holding of 20% or more directly or indirectly (e,g through Subsidiaries) of the voting power of the investee , presumes significant influence over the investee, though it is not a conclusive evidence that significant influence exists.

Also holding of a substantial or majority of voting power of the investee does not necessarily preclude an entity from having significant influence.

Significant influence by an entity is evidenced by :

(i) Representation on the board of directors or equivalent governing body of the investee;

(ii) Participation in policy-making processes, including participation in decisions about dividends or other distributions;

(iii) Material transactions between the entity and its investee;

(iv) Interchange of managerial personnel ; or

(v) Provision of essential technical information.

Loss of significant influence : An entity loses significant influence over the investee when it loses the power to participate in financial and operating policies of that investee with or without a change in absolute or relative ownership levels.

The Group account for its investment in its associate using the **Equity method**.

2.4 Revenue recognition

Revenue is recognised to the extent it is probable that economic benefits would flow to the Group and the revenue can be reliably measured, regardless of when the revenue proceeds is received from customers.

Revenue is measured at the fair value of the consideration received/receivable taking into account contractually defined terms of payment and excluding taxes or duties collected on behalf of the Government.

The specific recognition criteria for revenue recognition are as follows:

A) Interest income

Interest income is included in "Other Income" in the Consolidated Statement of Profit and Loss.

Interest Income is accrued on a time proportion basis, by reference to the principal outstanding and the effective interest rate applicable.



Notes forming part of the Consolidated Financial Statements

Interest accrued before acquisition of interest bearing investment: Subsequent receipt of Interest is allocated between pre-acquisition and post-acquisition periods.

B) Dividend Income

Dividend income is recognised when the Company's right to receive the dividend is established i.e. in case of interim dividend, on the date of declaration by the Board of Directors; whereas in case of final dividend, on the date of approval by the shareholders.

C) Income from Investments

Income from investments in Equity / Preference which are included within FVTOCI Category (Fair value through Other Comprehensive income) are recognised in OCI (Other comprehensive income) except the dividend on such investments which are recognised in Consolidated Statement of Profit and Loss.

D) All other income are accounted for on accrual basis.

2.5 Expenses

All expenses are accounted for on accrual basis.

2.6 Inventories

Inventories are valued at lower of cost and net realisable value.

2.7 Provisions, contingent liabilities and contingent assets

a) A provision is recognized if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are not recognised for future operating losses. If the effect of the time value of money is material, provisions are determined by discounting the expected future cash flows at current pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability.

When discounting is used, the increase in the passage of time is recognized as finance costs. The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation as at the balance sheet date, taking into account the risks and uncertainties surrounding the obligation. When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognized as an asset, if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably. The expense relating to provision is presented in the Consolidated Statement of Profit and Loss, net of any reimbursement.

b) A contingent liability is not recognised in the Consolidated financial statements, however, is disclosed, unless the possibility of an outflow of resources embodying economic benefits is remote. If it becomes probable that an outflow of future economic benefits will be required for an item dealt with as a contingent liability, a

provision is recognized in the financial statements of the period (except in the extremely rare circumstances where no reliable estimate can be made).

c) A contingent asset is not recognised in the Consolidated financial statements, however, is disclosed, where an inflow of economic benefits is probable.

When the realisation of income is virtually certain, then the related asset is no longer a contingent asset, and is recognised as an asset.

d) Provisions, contingent liabilities and contingent assets are reviewed at each balance sheet date.

2.8 Employee benefits

a) Short-term employee benefits

Short-term employee benefits in respect of salaries and wages, including non-monetary benefits are recognised as an expense at the undiscounted amount in the Consolidated Statement of Profit and Loss for the year in which the related service is rendered.

b) Defined contribution plans

The Group has no obligation towards contribution to any defined contribution plan

c) Defined benefit plans

The Group has no obligation hence doesn't operate any defined benefit plan, which requires contributions to be made to the recognised fund.

2.9 Financial instruments

Financial assets and financial liabilities are recognised in the Consolidated Balance sheet when the Group becomes a party to the contractual provisions of the instrument. The Group determines the classification of its financial assets and financial liabilities at initial recognition based on its nature and characteristics.

a) Financial assets

i) Initial recognition and measurement

All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset.

The financial assets include equity, trade and other receivables, loans and advances, cash and bank balances and other financial instruments

ii) Subsequent measurement

For the purpose of subsequent measurement, financial assets are classified in the following categories:

- 1) At amortised cost,
- 2) At fair value through other comprehensive income (FVTOCI), and
- 3) At fair value through profit or loss (FVTPL).

Debt instruments at amortised cost

A 'debt instrument' is measured at the amortised cost if



Notes forming part of the Consolidated Financial Statements

both the following conditions are met:

- 1) The asset is held within a business model whose objective is to hold the asset for collecting contractual cash flows, and
- 2) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

After initial measurement, such financial assets are subsequently measured at amortised cost using the effective interest rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR

Equity investments

All equity investments in the scope of Ind AS 109 are measured at fair value (other than in subsidiaries , associates and Joint ventures) Equity instruments included within the FVTPL category, if any, are measured at fair value with all changes recognized in profit or loss. The Group may make an irrevocable election to present in OCI subsequent changes in the fair value. The Group makes such election on an instrument-by-instrument basis. The classification is made on initial recognition and is irrevocable.

If the Group decides to classify an equity instrument at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in OCI. There is no recycling of the amounts from OCI to profit or loss, even on sale of investment. However, the Group may transfer the cumulative gain or loss within equity.

iii) De-recognition

The Group derecognises a financial asset only when the contractual rights to the cash flows from the asset expires or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset

b) Financial liabilities

(i) Initial recognition and measurement

All financial liabilities are recognised initially at fair value. The financial liabilities include trade and other payables, loans and borrowings including bank overdrafts, derivative financial instruments etc.

(ii) Subsequent measurement

For the purpose of subsequent measurement, Financial liabilities are classified in two categories:

- 1) Financial liabilities at amortised cost, and
- 2) Derivative instruments at fair value through profit or loss (FVTPL)

Financial liabilities at amortised cost

After initial recognition, financial liabilities are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss

when the liabilities are derecognised as well as through the EIR amortisation process. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the Consolidated Statement of Profit and Loss.

iii) De-recognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires

C) Offsetting of financial instruments

Financial assets and financial liabilities including derivative instruments are offset and the net amount is reported in the Balance sheet, if there is currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis or to realise the assets and settle the liabilities simultaneously

d) Fair value measurement

Fair value is a market-based measurement, not an entity-specific measurement. Under Ind AS, fair valuation of financial instruments is guided by Ind AS 113 "Fair Value Measurement".

For some assets and liabilities, observable market transactions or market information might be available. For other assets and liabilities, observable market transactions and market information might not be available. However, the objective of a fair value measurement in both cases is the same to estimate the price at which an orderly transaction to sell the asset or to transfer the liability would take place between market participants at the measurement date under current market conditions (i.e. an exit price at the measurement date from the perspective of a market participant that holds the asset or owes the liability).

Three widely used valuation techniques specified in the said Ind AS are the market approach, the cost approach and the income approach which have been dealt with separately in the said Ind AS. Each of the valuation techniques stated as above proceeds on different fundamental assumptions, which have greater or lesser relevance, and at times there is no relevance of a particular methodology to a given situation. Thus, the methods to be adopted for a particular purpose must be judiciously chosen. The application of any particular method of valuation depends on the company being evaluated, the nature of industry in which it operates, the company's intrinsic strengths and the purpose for which the valuation is made.

In determining the fair value of financial instruments, the Group uses a variety of methods and assumptions that are based on market conditions and risks existing at each balance sheet date.

The Company uses the following hierarchy for determining and disclosing the fair value of financial



Notes forming part of the Consolidated Financial Statements

instruments by valuation technique:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3: Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs). An equity instrument is a contract that evidences residual interest in the assets of the Company after deducting all of its liabilities. Incremental costs directly attributable to the issuance of new equity shares are recognized as a deduction from equity, net of any tax effects.

2.10 Impairment of Assets

Financial assets

The Group recognizes loss allowances using the expected credit loss (ECL) model for the financial assets which are not fair valued through profit or loss.

ECL impairment loss allowance is measured at an amount equal to lifetime ECL.

ECL impairment loss allowance (or reversal) recognized during the period is recognized as income or expense in the Consolidated Statement of Profit and Loss. This amount is reflected under the head "Other expenses" in the profit or loss. ECL is presented as an allowance, i.e. as an integral part of the measurement of those assets in the Consolidated Balance sheet. The allowance reduces the net carrying amount.

Until the asset meets write-off criteria, the Group does not reduce impairment allowance from the gross carrying amount.

2.11 Taxes

Income tax expense comprises current tax and deferred tax and is recognized in the Consolidated Statement of Profit and Loss except to the extent it relates to items directly recognized in Equity or in OCI.

a) Current income tax

Current income tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities using the tax rates and tax laws that are enacted or substantively enacted by the balance sheet date and applicable for the period.

Current tax items in correlation to the underlying transaction relating to OCI and Equity are recognized in OCI and in Equity respectively.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

The Group offsets current tax assets and current tax

liabilities, where it has a legally enforceable right to set off the recognized amounts and where it intends either to settle on a net basis or to realise the assets and settle the liabilities simultaneously

b) Deferred income tax

Deferred income tax is recognized using the balance sheet approach. Deferred income tax assets and liabilities are recognized for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount in financial statements, except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profits or loss at the time of the transaction.

Deferred tax assets are recognized for deductible temporary differences, the carry forward of unused tax credits and any unused tax losses to the extent that 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 utilised.

The carrying amount of deferred tax assets is reviewed at each balance sheet date 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 assets to be utilised.

Unrecognised deferred tax assets are re-assessed at each balance sheet date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

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

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off deferred tax assets against deferred tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

2.12 Earnings per Share

a) Basic earnings per share are computed by dividing the net profit/(loss) after tax by the weighted average number of equity shares outstanding during the year.

b) Diluted earnings per share are computed by dividing the net profit/(loss) after tax by the weighted average number of equity shares considered for deriving basic earnings per share and also the weighted average number of equity shares which could be issued on the conversion of all dilutive potential equity shares.

2.13 Segment Reporting

Company is into a single line of business and doesn't have any Reportable Segment, hence Reporting requirements



Notes forming part of the Consolidated Financial Statements

as per Ind AS 108 is not applicable.

2.14 Cash and cash equivalents

Cash and cash equivalents in the Balance sheet comprise cash on hand, cheques on hand, balance with banks on current accounts and short term, highly liquid investments with an original maturity of three months or less and which carry insignificant risk of changes in value.

For the purpose of the Consolidated Cash Flow Statement, Cash and cash equivalents consist of Cash and cash equivalents, as defined above and net of outstanding book overdrafts as they are considered an integral part of the Group's cash management.

2.15 Consolidated Cash Flow Statement

Cash flows are reported using the indirect method, whereby profit/loss before tax is adjusted for the effects of transactions of a non-cash nature, any deferrals or accruals of past or future operating cash receipts or payments and item of income or expenses associated with investing or financing flows. The cash flows from operating, investing and financing activities of the Group are segregated.

2.16 Recent Accounting Pronouncements

During March 2017, the Ministry of Corporate Affairs issued the Companies (Indian Accounting Standards) (Amendments) Rules, 2017, notifying amendments to Ind AS 7 - Statement of cash flows. These amendments are in accordance with the recent amendments made by International Accounting Standards Board (IASB) to IAS 7 - Statement of cash flows respectively. The amendments are applicable to the Company from 1st April, 2017

Standards issued but not effective.

Ind AS 115:- Revenue from contracts with customers

The Company is in the process of assessing the detailed impact of Ind AS 115. Presently, the Company is not able to reasonably estimate the impact that application of Ind AS 115 is expected to have on its financial statements.

The Company intends to adopt the standard using the modified retrospective approach which means that the cumulative impact of the adoption will be recognised in retained earnings as of 1 April 2018 and that comparatives will not be restated.

Note No. : 3 Use of critical estimates, judgements and assumptions

The preparation of the Group's financial statements requires the use of accounting estimates, which, by definition would seldom equal the actual results. Management also needs to exercise judgement and make certain assumptions in applying the Group's accounting policies and preparation of Group's financial statements.

The use of such estimates, judgements and assumptions affect the reported amounts of revenue, expenses, assets and liabilities including the accompanying disclosures and

the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in the future periods. Estimates and judgements are continuously evaluated. They are based on historical experience and other factors including expectations of future events that may have a financial impact on the Group and that are believed to be reasonable under the circumstances.

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the balance sheet date that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are described below.

The Group based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising that are beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

In the process of applying the Group's accounting policies, management has made the following judgements, which have most significant effect on the amounts recognised in the financial statements

ii) Recognition of deferred tax assets for carried forward tax losses and unused tax credit

Deferred tax assets are recognised for fair value gain/loss arrived upon fair valuation of investment in equity and taken to other comprehensive income to the extent that it is probable that taxable profit would be available against which the losses could be utilised. Significant management judgment is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

iii) Estimated fair value of unlisted securities

The fair values of financial instruments that are not traded in an active market and cannot be measured based on quoted prices in active markets is determined using valuation techniques including Net Asset Value method .

The Group uses its judgement to select a variety of method / methods and make assumptions that are mainly based on market conditions existing at the end of each financial year.

The inputs to these models are taken from observable markets where possible, but where this is not feasible, a degree of judgement is required in establishing fair values. Judgements include considerations of inputs such as liquidity risk, credit risk and volatility.

Changes in assumptions about these factors could effect the reported fair value of financial instruments.

Notes forming part of the Consolidated Financial Statements

NOTE NO 4 Equity accounted investments (Associates)

(A) Indigo Dealers Private Limited is an associate of Kaushal Investments Limited (holding 43.06% interest)

A Company incorporated in India under the Companies Act 1956, Registered office is situated at West Bengal Kolkata

The Group's interest in Indigo Dealers Private Limited is accounted for using equity method in the consolidated financial statements.

The following table summarizes the financial information of the financial statements of INDIGO DEALERS PRIVATE LIMITED as per Ind AS

Particulars	As at 31st March 2018		As at 31st March 2017		As at 1st April 2016	
	Non-current assets current assets	74198.02 74198.02	Non-current assets current assets	74208.95 74208.95	Non-current assets current assets	74,309.65 74,309.65
Non-current Liabilities	-	-	Non-current Liabilities	-	Non-current Liabilities	-
Current Liabilities	590.36	590.36	Current Liabilities	589.36	Current Liabilities	659.01
Equity/ Net assets		73,607.65	Equity/ Net assets	73,619.58	Equity/ Net assets	73,650.64
Particulars	Year ended 31st March 2018		Year ended 31st March 2017			
Revenue from operation	-	-	Revenue from operation	-		
Finance cost	-	-	Finance cost	1.15		
Other expense	11.93	11.93	Other expense	29.91		
Loss for the year	(11.93)	(11.93)	Loss for the year	(31.06)		
Other comprehensive loss	-	-	Other comprehensive loss	-		
Total Comprehensive loss	(11.93)	(11.93)	Total Comprehensive loss	(31.06)		
Group's share of loss for the year	(5.14)	(5.14)	Group's share of loss for the year	(13.37)		
Group's share of total comprehensive loss for the year	(5.14)	(5.14)	Group's share of total comprehensive loss for the year	(13.37)		
Reconciliation of the above summarised financial information to the carrying amount of the interest in Indigo Dealers Private Limited recognized in the consolidated financial statements						
Particulars	As at 31st March 2018		As at 31st March 2017		As at 1st April 2016	
Net assets of the associate	73,607.65	73,607.65	Net assets of the associate	73619.58	Net assets of the associate	73,650.64
Proportion of the Group's ownership interest	43.06%	43.06%	Proportion of the Group's ownership interest	43.06%	Proportion of the Group's ownership interest	43.06%
Group's share of net assets	31695.46	31695.46	Group's share of net assets	31700.59	Group's share of net assets	31713.97

* Figures in ₹ in '000)



Notes forming part of the Consolidated Financial Statements

(B) **ICON COMMOTRADE LIMITED** is an associate of the Group Kaushal Investments Limited (**holding 49.20% interest**)

A Company incorporated in India under the Companies Act 1956, Registered office is situated at West Bengal Kolkata

The Group's interest in Indigo Dealers Private Limited is accounted for using equity method in the consolidated financial statements.

The following table summarizes the financial information of the financial statements of **ICON COMMOTRADE LIMITED** as per Ind AS

(₹ in '000)

Particulars	As at 31st March 2018		Particulars	As at 31st March 2017	
Non-current assets	23938.80	27237.43	Non-current assets	24,119.60	27,484.13
current assets	3298.63		current assets	3,364.53	
Non-current Liabilites	4,937.77	4,945.81	Non-current Liabilites	5,007.84	8,216.82
Current Liabilites	8.04		Current Liabilites	3,208.98	
Equity/ Net assets		22,291.62	Equity/ Net assets		19,267.31

(₹ in '000)

Particulars	Year ended 31st March 2018	
Revenue from operation	-	
Purchase of stock in trade	-	
Changes in inventories of stock in trade	-	
Other expense	14.96	
Loss before taxes	(14.96)	
Taxes	-	
Loss for the year	(14.96)	
Other Comprehensive income (net of taxes)	3039.27	
Total Comprehensive income for the year	3024.31	
Group's share of loss for the year	(7.39)	
Group's share of the Other comprehensive income for the year (net of taxes)	1502.01	
Group's share of total comprehensive income for the year	1494.61	

Reconciliation of the above summarised financial information to the carrying amount of the interest in Icon Commotrade Limited recognized in the consolidated financial statements

(₹ in '000)

(₹ in '000)

Particulars	As at 31st March 2018		Particulars	As at 31st March 2017	
Net assets of the associate	22,291.62		Net assets of the associate	19,267.31	
Proportion of the Group's ownership interest	49.42%		Proportion of the Group's ownership interest	49.42%	
Group's share of net assets	11016.52		Group's share of net assets	9521.91	



Notes forming part of the Consolidated Financial Statements

(C) **Tirupati Tieup Private Ltd** is an associate of Kaushal Investments Limited (**holding 42.80% interest**)

A Company incorporated in India under the Companies Act 1956, Registered office is situated at West Bengal Kolkata

The Group's interest in Tirupati Tieup Private Limited is accounted for using equity method in the consolidated financial statements.

The following table summarizes the financial information of the financial statements of TIRUPATI TIEUP PRIVATE LIMITED as per Ind AS

(₹ in '000)

Particulars	As at 1st April 2016
Profit for the year	578.69
Proportion of the Group's ownership interest	42.80%
Group's share of profit for the year	247.68
Cost of Investment	2,140.00
Add: Group's share of profit	247.68
Carrying amount of the investment	2,387.68

Note : Tirupati Tieup Private Limited has been sold during the financial year 2016-2017.



Notes forming part of the Consolidated Financial Statements

Note No. : 5 Investments (Non - Current)

(₹ in '000)

Particulars	Face Value	Number of Shares	As at 31st March 2018	Number of Shares	As at 31st March 2017	Number of Shares	As at 1st April 2016
(i) Equity instruments							
(1) Designated at fair value through other comprehensive income Fully paid up (Quoted)							
Bihar Alloy & Steels Ltd.	10	-	-	-	-	100	0.10
Daewoo Motors Ltd.	10	-	-	-	-	125	0.19
Ispat Industries Ltd.	10	-	-	-	-	40	0.04
Mangalore Chemicals & Fert. Ltd.	10	-	-	-	-	200	8.20
Solarson Industries Ltd.	10	-	-	-	-	1000	1.00
Standard Medical & Pharmaceuticals Ltd.	10	-	-	-	-	250	0.25
Woolcombers of India Ltd.	10	-	-	-	-	400	4.16
Xpro India Ltd. (including bonus)	10	-	-	-	-	163	6.72
Krishna phoschem Ltd	10	4,000	130.00	4,000	140.60	-	-
Ujivan Financial Services Ltd	10	89	30.75	89	37.68	-	-
D.P. Abhushan Ltd.	10	8,000	570.80	-	-	-	-
Dixon Technologies (i) Ltd.	10	16	52.66	-	-	-	-
RKEC Projects Ltd.	10	6,000	774.00	-	-	-	-
Salasar Techno Engineering Ltd.	10	143	47.52	-	-	-	-
Decillion Finance Ltd.	10	325,000	6,414.05	325,000	8,817.70	-	-
Electrosteel Steels	10	10,000	24.00	10,000	44.30	-	-
IKF Technologies	10	100,000	53.00	100,000	71.00	-	-
Nissan EQ	10	1,961,960	1,863.86	1,961,960	1,863.86	-	-
United Breweries Holdings	10	1,000	10.78	1,000	30.35	-	-
Virat Leasing Limited	10	580,000	7,006.40	580,000	5,800.00	-	-
Nishel Investment & Trading Co Ltd	10	41,436	662.15	41,436	652.62	-	-
Manaksia Aluminium Co.Ltd	1	87,350	759.95	87,350	558.17	-	-

**Notes forming part of the Consolidated Financial Statements**

Note No. : 5 Investments (Non - Current)

(₹ in '000)

Particulars	Face Value	Number of Shares	As at 31st March 2018	Number of Shares	As at 31st March 2017	Number of Shares	As at 1st April 2016
(i) Equity instruments							
(1) Designated at fair value through other comprehensive income Fully paid up (Quoted)							
Manaksia Coated Metals & Industries Ltd	1	87,350	1,179.23	87,350	1,043.83	-	
Manaksia Industries Ltd	1	87,350	2,367.19	87,350	2,354.08	-	
Manaksia Steels Ltd	1	87,350	2,812.67	87,350	1,139.92	-	
Manaksia Ltd	2	87,350	4,310.72	87,350	5,926.70	-	
Anukaran Comm Enterprises Ltd	1	5,000	1.40	5,000	1.40		
Effingo textile & trading	1	37,000	2,088.65	37,000	2,088.65		
Emerald Commercial Limited	10	2,000	36.20	2,000	36.20		
JRI Industries	10	14,000	14.70	14,000	24.50		
Khoobsurat Limited	10	50,000	10.00	50,000	20.50		
SAM Leaseco	1	274,500	3,527.33	274,500	3,527.33		
Shree Shaleen Textile	2	190,000	1,151.40	190,000	1,151.40		
Stanley Credit Limited	10	2,000	144.70	2,000	144.70		
GAIL India (Bonus)	10	3,333	1,095.06	3,333	1,500.15		
Marda Commercial & holdings ltd	10	73,000	1,651.99	73,000	1,254.71		
Nishel Trading & Investments Co Ltd	10	25,000	399.50	25,000	393.75		
TOTAL (A)			39,190.63		38,624.09		20.65



Notes forming part of the Consolidated Financial Statements

Note No. : 5 Investments (Non - Current)

(₹ in '000)

Particulars	Face Value	Number of Shares	As at 31st March 2018	Number of Shares	As at 31st March 2017	Number of Shares	As at 1st April 2016
(2) Designated at Fair value through Other Comprehensive Income (OCI) Fully paid up (Unquoted)							
Aurelian Commercial Pvt Ltd	10	-	-	-	-	25000	1,583.65
Aurelian Trading Pvt Ltd	10	-	-	-	-	20000	1,266.78
D.L.Millar & Co. Ltd.	2	-	-	-	-	4850	9.70
Fastflow Commodeal Limited	10	-	-	-	-	700	195.65
Mahindra Housing Finance Ltd.	10	-	-	-	-	200	2.00
Goldmoon Commotrade Pvt Ltd	10	-	-	-	-	7,500	615.03
Hariom Dealmark Pvt Ltd	10	-	-	-	-	1,000	250.00
Horizon Agro Processing Pvt Ltd	10	-	-	-	-	670	47.48
Icon Commotrade Pvt Ltd	10	-	-	-	-	5,000	364.04
Littlestar Tracom Pvt Ltd	10	1,500	127.79	1,500	128.12	1,500	128.14
Mayborn Investments Pvt Ltd	10	190,075	15,524.33	245,941	19,925.18	107575	8,787.30
Moti Finvest Ltd	10	11500	330.74	11500	333.04	115000	3,313.02
Merit Commosales Pvt Ltd	10	-	-	-	-	6,000	512.87
Manikan Devcon Pvt Ltd	10	3,000	519.15	3,000	518.13	6000	1,171.68
Nexus Dealtrade Pvt Ltd	10	-	-	-	-	5150	686.37
Nexus Vinimay Pvt Ltd	10	-	-	-	-	2400	115.16
Prakash Estates Pvt Ltd	10	72,000	3,341.52	72,000	3,428.40	24000	1,259.04
Shreyans Stockinvest Pvt Ltd	100	4,890	3,564.03	4,890	3,542.68	700	626.18
Silverlake Tradelinks Pvt Ltd	10	19,075	1,609.60	19,075	1,613.11	575	654.50
Skylight Vintrade Pvt Ltd	10	-	-	-	-	5000	48.76
Success Dealers Pvt Ltd	10	-	-	-	-	5000	683.62
Venus Commotrade Pvt Ltd	10	-	-	-	-	5000	1,250.00
ABM Finlease Pvt. Ltd.	10	-	-	647,500	46,160.28		
Ashok Vatika Agro Farms Pvt. Ltd.	10	121,000	12,005.62	121,000	12,011.67		



Notes forming part of the Consolidated Financial Statements

Note No. : 5 Investments (Non - Current)

(₹ in '000)

Particulars	Face Value	Number of Shares	As at 31st March 2018	Number of Shares	As at 31st March 2017	Number of Shares	As at 1st April 2016
(2) Designated at Fair value through Other Comprehensive Income (OCI) Fully paid up (Unquoted)							
Daulat Vintrade Pvt. Ltd.	10	2,500	159.98	2,500	158.48		
Laxmidhan properties Pvt. Ltd.	10	68,000	692.44	68,000	684.08		
Twinkle Vintrade Pvt. Ltd.	10	1,750	81.04	2,000	94.36		
Maruti Tie-Up Ltd.	10	4,850	349.73	4,850	350.56		
Tubro Consultants & Enterprises Pvt Ltd	10	3,000	242.25	3,000	242.49		
Vedik Finvest Pvt. Ltd.	10	61,250	978.78	61,250	964.69		
R.V Infracon Pvt. Ltd.		-	-	30,000	525.90		
ABM Finlease Pvt. Ltd.	10	142,500	10,224.56				
TOTAL (B)			49,751.56		90,681.16		23,570.98

(ii) Investment in Preference Shares Designated at fair value through Other Comprehensive Income (OCI) Fully paid up (Unquoted)

Dignity Dealtrade Pvt Ltd	10	95,790	957.90	108,290	1,082.90	2,915	29.15
Nishel Trading & Investments Co Ltd	10	1,250	12.50	1,250	12.50		
Amiya Commerce & Construction Co. Pvt. Ltd.	100	21,100	2,110.00	21,100	2,110.00		
Daffodil Dealtrade Pvt Ltd	10	161,625	1,616.25	146,125	1,461.25		
Rubicam Agencies Pvt.Ltd	10	71,000	710.00	71,000	710.00		
Vibgyor Commotrade Pvt Ltd	10	16,475	164.75	29,475	294.75		
Zigma Commosales Pvt. Ltd.	10	46,455	464.55	46,455	464.55		
TOTAL (C)			6,035.95		6,135.95		29.15
TOTAL (D) (A+B+C)			94,978.14		135,441.20		23,620.78
Aggregate investment carried at Fair value (Quoted)			39,190.63		38,624.09		20.65
Aggregate investment carried at Fair value (Unquoted)			55,787.51		96,817.11		23,600.13
Aggregate investment designated at fair value through other comprehensive income			94,978.14		135,441.20		23,620.78
Aggregate Market Value of Quoted Investments			39,190.63		38,624.09		20.65



Notes forming part of the Consolidated Financial Statements

Note No. : 6 Other financial assets

(₹ in '000)

Particulars	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Non-Current			
Deposit with bank with original maturity for more than 12 months	12,500.00	12,500.00	3,300.00
	12,500.00	12,500.00	3,300.00
Current			
Interest accrued on deposits	1,145.08	317.86	119.22
	13,645.08	12,817.86	3,419.22

Note No. : 7 Deferred tax Assets/Liabilities (net)

As at 31st March 2018

(₹ in '000)

Particulars	Opening Balance	Recognised in Profit or loss	Reclassified from equity to profit or loss	Recognised in Other Comprehensive Income	Closing Balance
Tax effect of items constituting deferred tax liabilities					
Depreciation	-	-	-	-	-
Investment	-	-	-	-	-
	-	-	-	-	-
Tax effect of items constituting deferred tax assets					
Investments	(752.35)	-	-	8,234.93	7,482.58
	(752.35)	-	-	8,234.93	7,482.58
Net deferred tax (Asset) Liabilities/ (Income) Expense	752.35	-	-	(8,234.93)	(7,482.58)
As at 31st March 2017					
Tax effect of items constituting deferred tax liabilities					
Investment	-	-	-	-	-
Tax effect of items constituting deferred tax assets					
Unused short term capital loss (recognised in Profit or loss)	63.09	-	(63.09)	-	-
Investments	2,303.45	-	-	(3,055.80)	(752.35)
	2,366.54	-	-	(3,055.80)	(752.35)
Net deferred tax (Asset) Liabilities/ (Income) Expense	(2,366.54)	-	-	3,055.80	752.35

Note:

In assessing the realisability of the deferred tax assets, management considers whether some portion or all of the deferred tax assets will not be realized.

The ultimate realisation of the deferred tax assets, is dependent upon the generation of future taxable income during the periods in which the temporary difference become deductible. Management considers the scheduled reversals of deferred tax liabilities, projected future taxable income and the planning strategies in making this assessment. Based on the historical taxable income and projection of future taxable income over the periods in which the deferred tax assets are deductible, management believes that the Company will realise the benefits of those recognised deductible differences.



Notes forming part of the Consolidated Financial Statements

Note No. : 8 INVENTORIES

Inventories carried at Cost or Net reliazable value (which ever is lower)

(₹ in '000)

Particulars	Face value	NOS	As at 31st March 2018	NOS	As at 31st March 2017	NOS	As at 1st April 2016
Equity - Quoted							
Virat Leasing Ltd	10	200,000	600.00	200,000	600.00		
Mishika Finance & Trading Co Ltd	10	15,000	98.85	15,000	98.85		
Hindusthan National glass & Industries ltd	10	120	9.15	120	9.15		
Housing Development Finance Corporation Warrants	10	7,300	1,168.80	7,300	1,168.80		
Equity - Unquoted							
Shreyansstockinvest Pvt Ltd	10	-	-	1600	2,000.00		
Silverlake Tradelinks Pvt Ltd	10	4500	45.00	4500	45.00		
Skylight Vintrade Pvt Ltd	10	5000	50.00	5000	50.00		
Success Dealers Pvt Ltd	10	5000	50.00	5000	50.00		
Ashok Vatika Agro Farms Pvt Ltd	10	55000	550.00	55000	550.00		
Littlestar Tracom Ltd	10	4,500	45.00	4,500	45.00		
Suncity Dealers Pvt Ltd	10	5,000	50.00	5,000	50.00		
Sumit Technisch & Eng Pvt Ltd	10	38,000	398.00	38,000	398.00		
Daffodil Dealtrade Pvt Ltd	10	10,000	100.00	10,000	100.00	-	-
Dignity Dealtrade Pvt Ltd	10	10,000	100.00	10,000	100.00	-	-
Wearit Global Ltd	10	37,850	15,140.00	37,850	15,140.00		
Daulat Vintrade Pvt Ltd	10	2,500	25.00	2,500	25.00	-	-
Maruti Tie Up Ltd	10	5,000	50.00	5,000	50.00	-	-
Merit Commosales Pvt Ltd	10	18,000	655.00	18,000	368.00	-	-
Planet Dealtrade Pvt Ltd	10	7,500	75.00	7,500	75.00	-	-
Raab Fincom Pvt Ltd	10	70,000	140.00	70,000	140.00	-	-
Risewell Credit Pvt Ltd	10	107,000	1,070.00	107,000	1,070.00	-	-
Twinkle Vintrade Pvt Ltd	10	4,400	44.00	4,400	44.00	-	-
Vibgyor Commotrade Pvt Ltd	10	10,000	100.00	10,000	100.00	-	-
Zigma Commosales Pvt Ltd	10	6,500	65.00	6,500	65.00	-	-
Baba Amarnath Transport Pvt Ltd	10	35,000	350.00	35,000	350.00	-	-
Dhanvarsha Vincom Pvt Ltd	10	6,000	60.00	6,000	60.00	-	-
Dhankiran Commotrade Pvt Ltd	10	7,500	75.00	7,500	75.00	-	-
Manikan Enterprise Pvt Ltd	10	9,000	90.00	9,000	90.00	-	-
RP Suppliers Pvt Ltd	10	9,000	90.00	9,000	90.00	-	-
Review Marketing Pvt ltd	10	9,000	90.00	9,000	90.00	-	-
Smooth Tradelink Pvt Ltd	10	7,500	75.00	7,500	75.00	-	-
Softlink Commotrade Pvt Ltd	10	25,000	250.00	25,000	250.00	-	-
Mayborn Investments Pvt. Ltd.	100	500	50.00	64,500	6,450.00	-	-
TOTAL			21,758.81		29,872.51	-	-

**Notes forming part of the Consolidated Financial Statements****Note No. : 9 Trade and other receivables (carried at cost)**

(₹ in '000)

Current (Unsecured, considered good)

Particulars	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Trade Receivables (refer note)	2,640.00	4,147.40	-
Other Receivables	-	625.00	-
	2,640.00	4,772.40	-

Note :

Allowances for doubtful debt is not considered necessary hence no allowances are made Since trade receivables are outstanding for a period less than six months from the due date for payment hence fair value approximates transaction value Further there is no finance cost embedded in the above receivables

Note No. : 10 Cash and cash equivalents

(₹ in '000)

Particulars	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Balances with banks			
On current accounts	11,746.64	1,292.65	12.69
Cash on hand	435.55	563.19	29.58
	12,182.19	1,855.83	156.27

Note No. : 11 Loans (Unsecured)

(₹ in '000)

Particulars	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Loans (Related Parties)	9,239.47	1,123.59	
Others	61,463.36	29,606.99	
	70,702.83	30,730.58	0

Loans are unsecured and considered good. Loans are made in the ordinary course of business and repayable on demand. Since loans are for short duration hence fair value approximates transaction value. No allowances for expected credit loss is provided

Note No. : 12 Other Financial Assets**Current (Unsecured, considered good)**

(₹ in '000)

Particulars	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Advance to CDSL for 2015-2016 and 2016-2017	-	-	6.74
Advance to parties	90.00	50.00	-
	90.00	50.00	6.74

Note :

Above Advance are considered good and for short duration hence fair value approximates transaction value

**Notes forming part of the Consolidated Financial Statements**

Note No. : 13 Current tax assets (net)

Current (Unsecured, considered good)

(₹ in '000)

Particulars	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Income tax Refundable (A.Y 2017-18)	156.04	-	-
Advance Income Tax (including TDS)	92.95	-	95.13
Less : Provision for Income Tax	66.62	-	75.48
	182.37	-	19.64

Note No. : 14 Other current assets

(₹ in '000)

Particulars	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Tax deducted at source	332.44	361.83	-
	-	-	-
	332.44	361.83	-



Notes forming part of the Consolidated Financial Statements

Note No. : 15 Share capital (₹ in '000) (₹ in '000) (₹ in '000)

Particulars	As at 31st March 2018		As at 31st March 2017		As at 1st April 2016	
	No of Shares	Amount	No of Shares	Amount	No of Shares	Amount
(a) Authorised						
Equity shares of par value 10 /- each	3,500,000	35,000.00	3,500,000	35,000.00	3,500,000	35,000.00
(b) Issued, subscribed and fully paid up						
Equity shares of par value 10 /- each	3,140,000	31,400.00	3,140,000	31,400.00	3,140,000	31,400.00
		31,400.00		31,400.00		31,400.00
(c) Reconciliation of number and amount of equity shares outstanding (₹ in '000) (₹ in '000)						
Particulars	As at 31st March 2018		As at 31st March 2017			
	No of Shares	RS	No of Shares	RS		
At the beginning of the year	3,140,000	31,400.00	3,140,000	31,400.00		
At the end of the year	3,140,000	31,400.00	3,140,000	31,400.00		
(d) The Company has only one class of equity shares. The holders of equity shares are entitled to receive dividend as declared from time to time and are entitled to one vote per share						
(e) In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential dues. The distribution will be in proportion to the number of equity shares held by the shareholders.						
(f) The company is neither a holding company nor a subsidiary company						
(g) Shareholders holding more than 5 % of the equity shares in the Company						
None of the shareholder of the Company is holding more than 5% shares.						
(h) There are no shares reserved for issue under options and contracts / commitments for the sale of shares/ disinvestments						
(i) For the period of 5 years immediately preceding the date as at which the Balance Sheet is prepared						
Name of the Shareholder	As at 31st March 2018 No of Shares	As at 31st March 2017 No of Shares	As at 1st April 2016 No of Shares			
(a) Aggregate number and class of shares allotted as fully paid up pursuant to contract(s) without payment being received in cash	NIL	NIL	NIL			
(b) Aggregate number and class of shares allotted as fully paid by way of bonus shares	NIL	NIL	NIL			
(c) Aggregate number and class of shares bought back	NIL	NIL	NIL			
(j) There were no securities issued having a term for conversion into equity /preference shares.						
(k) There are no calls unpaid in respect of Equity Shares issued by the Company						
l) There are no forfeited shares by the Company						



Notes forming part of the Consolidated Financial Statements

Note No. : 16 Other equity

(₹ in '000)

(₹ in '000)

(₹ in '000)

Particulars	As at 31st March 2018		As at 31st March 2017		As at 1st April 2016	
(a) Capital Reserve						
Balance as per last account	156,208.03		30,079.97		-	
Add : Recognition due to Consolidation	-		126,128.06		30,079.97	
Less : Transfer during the year	-	156,208.03	-	156,208.03	-	30,079.97
(b) Statutory Reserve (As per RBI Guidelines)						
Balance as per last account	46.07		-		-	
Add : Consolidation adjustment	-		42.55			
Add : Transfer from Retained earnings	2.34	48.41	3.53	46.07		
(c) Retained Earnings						
Balance as per last account	2,776.47		(3,998.26)			(3,998.26)
Add : Net Profit/(Loss) for the Year	(542.66)		(695.06)			
Add : Transfer from Other Comprehensive Income/(Loss)	(21,701.75)		7,484.77			
Less : Transfer to Statutory provision	(90.71)		(11.45)			
Less : Transfer to Statutory Reserve	(2.34)	(19,560.98)	(3.53)	2,776.47		
(d) Other Comprehensive Income						
Balance as per last account	-	-	-	-	-	-
Add : Other Comprehensive Income/ (Loss) for the Year	(21,701.75)		7,484.77			
Less : Transfer to retained earnings	21,701.75		(7,484.77)			
(e) Share of Non Controlling interest						
Balance as per last account	-	-	-	-	-	-
Add : Share of profit/ (Loss) during the year	(10.23)		-			
Add : Share of other comprehensive income for the year	3,268.27		3,258.05			
			139,953.50	159,030.57		26,081.70

Nature and Purpose of Other Reserves

a) Capital Reserve

Represents the amount transferred from the transferor Parent Company pursuant to Scheme of Arrangement effected in previous and earlier years

b) Statutory Reserve (As per RBI Guidelines)

One of the subsidiary company of the parent that is Moti Finvset Ltd is an NBFC (Non Banking Finance Company). These Companies are regulated by the RBI and to comply with the rules and regulation as set out by the regulator , NBFCs are required to mandatorily create , transfer and maintain such Statutory reserves. Upon consolidation of such investee company being a NBFC , these Statutory Reserves are taken over by the parent in the Group's Consolidated Financial Statements and forms part of the other equity and shown separately.

C) Retained earnings

Retained earnings represent accumulated profits / losses earned by the Group after transferring (to)/from statutory reserves and other comprehensive income.

D) Other Comprehensive income

The Group has elected to recognise changes in fair value of certain investments in equity instruments through Other Comprehensive income. These changes are accumulated within the equity investments through FVTOCI. The Group transfers amounts from this reserve to retained earnings that is to say within equity.



Notes forming part of the Consolidated Financial Statements

Note No. : 17 Borrowings (Current)

(i) Current

(₹ in '000)

Particulars	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Secured			
Overdraft (The IDBI Bank Ltd)	10,807.55	9,572.32	1,678.45
Loan (others)	61,718.38	6.65	
	72,525.92	9,578.97	1,678.45

Note : Bank overdraft are payable on demand and repayable in short term hence fair value approximates transaction value.

Other Loans are payable in short term hence fair value approximates transaction value.

Bank overdraft (OD/00026) of Rs 10807.55 secured against pledge of fixed deposit of Rs 12500.00

Note No. : 18 Trade Payable (current)

Non-Current

(₹ in '000)

Particulars	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Trade Payables (for Investments)	-	29,753.00	4,500.00
	-	29,753.00	4,500.00

Note : Trade payables are of short duration hence transaction value approximates fair value (Less than one year)

Note No. : 19 Other Financial liabilities

(₹ in '000)

Particulars	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Liabilites for Expenses	232.40	49.51	30.68
Advance received	37.47	4,051.48	-
Interest on loan	-	7.30	-
	269.88	4,108.28	30.68

Note No. : 20 Current tax liabilities (net)

(₹ in '000)

Particulars	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Provision for taxation	-	246.18	-
Less : Advance tax	-	83.54	-
Less : Income tax refundable	-	10.17	-
	-	152.47	-

Note No. : 21 Provisions

(₹ in '000)

Particulars	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Contigent provisions against standard assets			
Opening balance	71.70	60.25	-
Add: Trnasfer from /(to) Retained Earnings	90.71	11.45	-
	162.41	71.70	-
Provision for FBT (net)	-	0.98	-
	162.41	72.68	-

Note No. : 22 Other Current Liabilities

(₹ in '000)

Particulars	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
TDS Payable	118.30	-	-
	118.30	-	-



Notes forming part of the Consolidated Financial Statements

Note No. : 23 Revenue from operation

(₹ in '000)

Particulars	As at 31st March 2018		As at 31st March 2017	
	(a) Sales (trading)	12,817.33		224.00
(b) Interest Income	4,289.62		491.92	
(c) Income from derivatives	1,491.31	18,598.25	-	715.92
Revenue from operations		18,598.25		715.92

Note No. : 24 Other Income

(₹ in '000)

Particulars	As at 31st March 2018		As at 31st March 2017	
	Interest income on fixed deposit	919.14		-
Dividend	285.59	1,204.73	0.10	0.10
Others				
Interest on IT Refund and TDS	11.11		0.73	
Misc Income	9.94	21.05	-	0.73
		1,225.78		0.83

Note No. : 25 Purchase of Stock in trade

(₹ in '000)

Particulars	As at 31st March 2018		As at 31st March 2017	
	(a) Shares & Securities		8,105.00	
		8,105.00		3,205.00

Note No. : 26 Changes in Inventories

(₹ in '000)

Particulars	As at 31st March 2018		As at 31st March 2017	
	Opening Stock			
Shares & Securities (A)	29,872.51		-	
Claosing Stock				
Shares & Securities (B)	21,758.81	8,113.70	2,989.00	(2,989.00)
		8,113.70		(2,989.00)

Note No. : 27 Employee Benefit Expenses

(₹ in '000)

Particulars	As at 31st March 2018		As at 31st March 2017	
	Managing director's remuneration	159.17		325.38
Salaries and bonus	875.88		177.24	
Staff welfare	2.67		-	
Professional tax for employee	0.65		-	
		1,038.37		502.62



Notes forming part of the Consolidated Financial Statements

Note No. : 28 Finance Cost

(₹ in '000)

Particulars	As at 31st March 2018		As at 31st March 2017	
	Interest Expense (Bank)	388.67		69.49
Interest Expense for loan	2,130.90	2,519.57	-	69.49
		2,519.57		69.49

Note No. : 29 Other Expenses

(₹ in '000)

Particulars	As at 31st March 2018		As at 31st March 2017	
	Payments to auditor			
As auditor for statutory audit	34.26		5.00	
Other charges	23.00	57.26	1.00	6.00
Annual custody charges		10.35		-
Accounting charges		30.00		-
Advertisement		13.60		19.45
Bank charges		23.76		1.12
Demat charges		1.66		2.43
Depository Charges		10.35		21.63
Travelling & conveyances		23.04		-
Filing fees		48.60		4.80
Office maintainance		14.50		-
Listing fees		-		28.63
General Expenses		10.19		1.75
Interest on Income tax		5.67		-
Professional fees		142.16		32.73
Rent		7.50		-
Printing & Stationery		27.45		23.12
Postage & Telegram		10.25		6.27
RTA fees		26.44		25.86
Trade license		7.35		3.25
Professional tax		17.50		2.50
STT Charges		1.97		-
Loss on sale of associate		-		247.68
		489.60		427.21

Note No. : 30 Tax expense

(₹ in '000)

Particulars	As at 31st March 2018		As at 31st March 2017	
	(Current tax	84.17		120.03
Taxation for earlier years	13.98		-	
Deferred tax (refer note no 7)	-	98.15	63.09	183.12
	-	98.15		183.12

**Notes forming part of the Consolidated Financial Statements**

Note No. : 31 Other comprehensive Income

(₹ in '000)

Particulars	As at 31st March 2018		As at 31st March 2017	
Items that will not be reclassified to profit or loss				
Fair value changes of Investments in equity shares	(29,184.91)		9,889.32	
Gain on sale of Investments (Realised)	1,014.50		651.25	
Less: Income tax relating to items that will not be reclassified to profit or loss	(8,234.93)	(19,935.48)	3,055.80	7,484.77
Total other Comprehensive Income		(19,935.48)		7,484.77



Notes forming part of the Consolidated Financial Statements

Note No. : 32 INTEREST IN OTHER ENTITIES

(A) Interest in Subsidiaries

The Groups's subsidiaries at 31st March 2018, 31st March 2017 and 1st April 2016 are set out below. Unless otherwise stated, they have share capital, consisting solely of equity shares (only in case of Fastflow Commedeal Ltd where parent apart from equity share also have investment in preference shares that are directly and indirectly held by the Group, and the proportion of ownership interest held equals the voting rights held by the Group.

The Country of incorporation or registration is also their principal place of business.

(B) Interest in Associates

Set out below is the associate of the Group as at 31st March, 2018, 2017 and 1st April, 2016 which has share capital consisting solely of equity shares and are held directly and indirectly by the Group. The Country of incorporation or registration is also their principal place of business, and the proportion of ownership interest is the same as the proportion of voting rights held.

Brief about each of the Subsidiaries and Associates are given hereunder

Sl. No.	Name of the company	Status of the company	Principal activity	Place of incorporation & principal place of business	Proportion of ownership interest/ voting rights held by the Group			Ownership interest held by non controlling interests				
					As at 31st March 2018	As at 31st March 2017	As at 1st April 2016	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016		
(A)												
1	Aurelian Commercial Pvt Ltd.	Wholly owned Subsidiary	Investment and Financing	Kolkata, West Bengal	100.00%	100.00%	-	-	-	-	-	-
2	Aurelian Trading Pvt Ltd.	Wholly owned Subsidiary	Investment and Financing	Kolkata, West Bengal	100.00%	100.00%	-	-	-	-	-	-
3	Fastflow Commedeal Ltd.	Subsidiary	Investment and Financing	Kolkata, West Bengal	56.40%	56.40%	-	43.60%	43.60%	-	-	-
4	Lifestyle Vanijya LLP	Step down Subsidiary (wholly owned)	Investment and Financing	Kolkata, West Bengal	100.00%	100.00%	-	-	-	-	-	-
5	Ultra Dealers Pvt Ltd	Step down Subsidiary (wholly owned)	Investment and Financing	Kolkata, West Bengal	100.00%	100.00%	-	-	-	-	-	-
6	Moti Finvest Ltd	Step down Subsidiary	Investment and Financing	Kolkata, West Bengal	50.09%	50.09%	-	49.91%	49.91%	-	-	-
(B)												
1	Indigo Dealers Pvt Ltd	Associate	Investment and Financing	Kolkata, West Bengal	43.06%	43.06%	43.06%	-	-	-	-	-
2	Icon Commotrade Pvt Ltd	Associate	Investment and Financing	Kolkata, West Bengal	49.42%	49.42%	-	-	-	-	-	-
3	Trupati Tieup Pvt Ltd	Associate	Investment and Financing	Kolkata, West Bengal	-	-	42.80%	-	-	-	-	-



Notes forming part of the Consolidated Financial Statements

(C) Changes in Group structure

During the previous year ended 31st March 2017, the following changes in Group Structure have taken place and the same have been appropriately dealt with in the Consolidated Financial Statement.

During the year under review, following companies ceased to be the subsidiaries as on 31st March 2017 and form part of the inventories as at 31st March 2017 and as at 31st March 2018. Investments were made on 31st March 2017 in the below mentioned companies and were consolidated under previous GAAP although same was the strategic investment and intended to be kept for a very short period with no control with the parent.

Name of the company	% of shares held
Baba Amarnath Transport Pvt Ltd	50.72%
Dhanvarsha Vincom Pvt Ltd	60.00%
Dhankiran Commotrade Pvt Ltd	72.12%
Manikan Enterprises Pvt Ltd	60.00%
RP Suppliers Pvt Ltd	90.00%
Review Marketing Pvt Ltd	90.00%
Smooth Tradelink Pvt Ltd	68.81%
Softlink Commotrade Pvt Ltd	62.50%

Following facts were taken into consideration while establishing the fact that Kaushal Investment Limited (" the company or the parent ") ceases control over the above mentioned companies. (" the investee ")

A subsidiary is an entity that is controlled by another entity. An investor determines whether it is a parent by assessing whether it controls one or more subsidiaries.

Control is achieved when the Group is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. Specifically, the Group controls an investee if and only if the Group has:

- (i) Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee),
- (ii) Exposure, or rights, to variable returns from its involvement with the investee, and
- (iii) The ability to use its power over the investee to affect its returns.

Generally there is a presumption that a majority of voting rights result in control thus the Group assessed the following in order to determine that it has no control over the investees (mentioned above)

(i) Although the parent holds existing rights but it doesn't give it the current ability to direct the relevant activities of the investee that is the activities that significantly affect the investee's returns.

Since the investment is held for strategic purpose but it doesn't provide to establish operating and capital decisions of the investee, and appointing and remunerating an investee's key management personnel or service providers and terminating their services or employment.

(ii) Parent is abstained from any decision making rights in the investee thus it is not exposed to variable returns from its involvement that have the potential to vary as a result of the investee's performance.



Notes forming part of the Consolidated Financial Statements

Note No. 32 INTEREST IN OTHER ENTITIES (Continued...)

Additional Information as required under Schedule III to the Companies Act 2013

As at 31st March, 2019

Name of the Entity	Net Assets i.e. total assets minus total Liabilities		Share in profit or loss		Share in Other Comprehensive Income		Share in Total Other Comprehensive Income	
	As % of consolidated net assets	Amount in Rs. '000	As % of consolidated profit or loss	Amount in Rs. '000	As % of consolidated other comprehensive Income	Amount in Rs. '000	As % of consolidated other comprehensive Income	Amount in Rs. '000
Parent Kaushal Investment Limited	17.75%	34,365.00	201.84%	-1,115.91	-6.92%	1,276.16	-0.84%	160.25
Subsidiary (Indian) Aurelian Commercial Pvt. Ltd.	0.30%	589.56	2.76%	(15.25)	-0.06%	11.67	0.02%	(3.58)
Subsidiary (Indian) Aurelian Trading Pvt. Ltd.	0.06%	115.30	3.10%	(17.15)	0.07%	(12.23)	0.15%	(29.38)
Subsidiary (Indian) Fastflow Commodeal Ltd.	6.38%	12,351.00	2.75%	(2.76)	0.07%	(12.50)	0.18%	(33.26)
Subsidiary (Indian) Lifestyle Vanijya LLP	26.53%	51,369.29	-68.18%	376.95	135.42%	(24,961.76)	129.49%	(24,584.81)
Subsidiary (Indian) Ultra Dealers Pvt. Ltd.	20.38%	39,459.62	-46.33%	256.15	15.17%	(2,795.94)	13.38%	(2,539.79)
Subsidiary (Indian) Moti Finvest Ltd.	10.56%	20,453.00	-1.06%	5.85	-17.85%	3,290.84	-17.36%	3,296.69
Associates (Indian) Indigo Dealers Pvt. Ltd.	0.84%	1,634.00	0.93%	(5.14)	-	-	0.03%	(5.14)
Icon Comtrade Pvt. Ltd.	5.69%	11,016.00	1.34%	(7.39)	-8.15%	1,502.01	-7.87%	1,494.62
Non Controlling Interest in Subsidiary	11.50%	22,276.39	1.85%	(10.23)	-17.73%	3,268.27	-17.16%	3,258.05
Total	100.00%	193,629.16	100.00%	(552.88)	100.00%	(18,433.48)	100.00%	(18,986.36)



Notes forming part of the Consolidated Financial Statements

Note No. 32 INTEREST IN OTHER ENTITIES (Continued...)

Additional Information as required under Schedule III to the Companies Act 2013

As at 31st March, 2019

Name of the Entity	Net Assets i.e. total assets minus total Liabilities		Share in profit or loss		Share in Other Comprehensive Income		Share in Total Other Comprehensive Income	
	As % of consolidated net assets	Amount in Rs. '000	As % of consolidated profit or loss	Amount in Rs. '000	As % of consolidated other comprehensive Income	Amount in Rs. '000	As % of consolidated other comprehensive Income	Amount in Rs. '000
Parent Kaushal Investment Limited	16.08%	34,204.83	100.00%	(695.06)	100.00%	7,484.77	100.00%	6,789.71
Subsidiary (Indian) Aurelian Commercial Pvt. Ltd.	0.27%	583.84	-	-	-	-	-	-
Subsidiary (Indian) Aurelian Trading Pvt. Ltd.	0.06%	132.46	-	-	-	-	-	-
Subsidiary (Indian) Fastflow Commodeal Ltd.	5.10%	10849.70	-	-	-	-	-	-
Subsidiary (Indian) Lifestyle Vanijya LLP	35.71%	75954.10	-	-	-	-	-	-
Subsidiary (Indian) Ultra Dealers Pvt. Ltd.	21.67%	46092.50	-	-	-	-	-	-
Subsidiary (Indian) Moti Finvest Ltd.	5.39%	11462.80	-	-	-	-	-	-
Associates (Indian) Indigo Dealers Pvt. Ltd.	0.77%	1628.86	-	-	-	-	-	-
Icon Commotrade Pvt. Ltd.	4.48%	9521.91	-	-	-	-	-	-
Non Controlling Interest in Subsidiary	10.47%	22276.39	-	-	-	-	-	-
Total	100.00%	212,706.97	100.00%	(695.06)	100.00%	7,484.77	100.00%	6,789.71



Notes forming part of the Consolidated Financial Statements

Note No. : 33 Other disclosures

1. Contingent liabilities and commitments (to the extent not provided for)

a) Contingent liabilities :

There are no contingent liabilities on the Group hence there are no claims against the Group not acknowledged as debts.

(b) Capital commitments

There are no capital commitments contracted by the Group during the period under review

Note No. : 33 Other disclosures (Continued)

2) There are no Micro, Small and Medium Enterprises, to whom the Company owes dues, which are outstanding for more than 45 days as at 31st March, 2018, March 2017 & April 2016. This information as required to be disclosed under the Micro, Small and Medium Enterprises Development Act, 2006 has been determined to the extent such parties have been identified on the basis of information available with the Company.

3) Disclosures as required by Indian Accounting Standard (Ind AS) 37:- Provisions, Contingent liabilities and Contingent assets

(i) Nature of provision

Provision for contingencies

Provision for contingencies represent provision towards various claims made/anticipated in respect of duties and taxes and other litigation claims against the Company based on the Management's assessment.

(ii) Movement in provision:-

Particulars	Duties & Taxes	Other Litigation Claims	Total
Balance as at 1st April, 2017		NIL	
Provided during the year		NIL	
Used during the year			
Reversed during the year			
Balance as at 31st March, 2018		NIL	
Non-current		NIL	
Current			
Balance as at 1st April, 2016		NIL	
Provided during the year		NIL	
Used during the year			
Reversed during the year			
Balance as at 31st March, 2017		NIL	
Non-current		NIL	
Current			

(4) Earnings per share - The numerators and denominators used to calculate Basic / Diluted earnings per share

Particulars		2017-2018	2016-2017
(a) Amount used as the numerator			
Profit after Tax -	(A)	(552.88)	(695.06)
(b) Weighted average number of equity shares outstanding used as the denominator for computing Basic Earnings Per Share	(B)	3,140,000	3,140,000
Add: Weighted average number of dilutive potential equity shares		-	-
(c) Weighted average number of equity shares outstanding used as the denominator for computing Basic Earnings Per Share	(C)	3140000	3140000
(d) Nominal value of equity shares	(Rs)	10.00	10.00
Basic earnings per share	(A)/(B)	(0.18)	(0.22)
Diluted earnings per share	(A)/(C)	(0.18)	(0.22)



Notes forming part of the Consolidated Financial Statements

Note No. : 33 Other disclosures (Continued)

5) Related party disclosures :

(a) Name of the related parties and description of relationship

(i) Subsidiary Company : (Control exists)

- (1) Aurelian Commercial Private Limited (Wholly owned Subsidiary)
- (2) Aurelian Trading Private Limited (Wholly owned Subsidiary)
- (3) Fastflow Commodeal Limited (Subsidiary)
- (4) Lifestyle Vanijya LLP (Step down wholly owned Subsidiary)
- (5) Moti Finvest Limited (Step down Subsidiary)
- (6) Ultra Dealers Private Limited (Step down wholly owned Subsidiary)

(ii) Associate Company : (Significant influence can be exercised)

- (1) Icon Commotrade Private Limited (Step Down Associate)
- (2) Indigo Dealers Private Limited

(iii) Key Mangerial Personel (KMP)

- (1) Jitendra Kumar Goyal - (Director)
- (2) Vidhu Bhushan Verma - (Director)
- (3) Mahesh Kumar Kejriwal - (Director) w.e.f 29th August 2017
- (4) Ritu Agarwal - (Independent Director) w.e.f 30th May 2018
- (5) Anand Mishra - (Company Secretary) w.e.f 29th August 2017
- (6) Pankaj Marda - (Chief Financial Officer)
- (7) Nidhi Sharma - (Director) Upto 29th August 2017
- (8) Pooja Agarwalla (Director) Upto 29th August 2017
- (9) Rama Kant Mishra - (Company Secretary) Upto 28th August 2017

(iv) Close members/Relatives of KMP

- (1) Shiv Kumar Marda (Father of Pankaj Marda)
- (2) Prabhat Kumar Marda (Brother of Pankaj Marda)
- (3) Saroj Devi Marda (Mother of Pankaj Marda)
- (4) Meena Marda (Wife of Pankaj Marda)
- (5) Renu Goyal (Wife of Jitendra Kumar Goyal)
- (6) Sumit Goyal (Son of Jitendra Kumar Goyal)
- (7) Varsha Goyal (Daughter of Jitendra Kumar Goyal)
- (8) Virendra Kumar Goyal (Brother of Jitendra Kumar Goyal)

(v) Other Significant Influence Entities

- (1) Baba Amarnath Transport Pvt Ltd
- (2) Dhanvarsha Vincom Pvt Ltd
- (3) Dhankiran Commotrade Pvt Ltd
- (4) Manikan Enterprises Pvt Ltd
- (5) R P Suppliers Pvt Ltd
- (6) Review Marketing Pvt Ltd
- (7) Smooth Tradelink Pvt Ltd
- (8) Softlink Commotrade Pvt Ltd

Entities where KMP(s) and their relative(s) have Significant Influence

- (9) ABM Finlease Private Limited
- (10) Anjaniputra Promoters Private Limited
- (11) Ashok Vatika Agro Farms Private Limited
- (12) Centuple Commercial Limited
- (13) Daffodil Dealtrade Private Limited
- (14) Decillion Finance Limited
- (15) Dignity Dealtrade Private Limited
- (16) G Jitendra Huf
- (17) Goyal Commercial Pvt Ltd
- (18) Horizon Agro Processing Private Limited
- (19) Laxmidhan Properties Private Limited
- (20) Mahavat Holdings Pvt Ltd
- (21) Mayborn Investments Pvt Ltd
- (22) Merit Commosales Private Limited
- (23) Naseeb Holdings Pvt Ltd
- (24) Pankaj Marda Huf
- (25) Planet Dealtrade Private Limited
- (26) Rambhakta Enterprises LLP
- (27) S Marda & Sons HUF
- (28) Scintila Commercial & Credit Limited
- (29) Shreyans Stockinvest Pvt Ltd
- (30) Silverlake Tradelink Private Limited
- (31) Skylight Vintrade Private Limited
- (32) SMRK Investment & Finance Private Limited
- (33) Spectrum Pestorgan Private Limited
- (34) Success Dealers Private Limited
- (35) Sumit Goyal Benefit Trust
- (36) Sumit Technisch & Engineering Pvt Ltd
- (37) Suncity Dealers Private Limited
- (38) Tubro Consultants & Enterprises Private Limited
- (39) Twinkle Vintrade Private Limited
- (40) Varsha Goyal Benefit Trust
- (41) Vedik Holdings Pvt Ltd
- (42) Vibgyor Commotrade Private Limited
- (43) Virendra Kumar Goyal HUF
- (44) Y K Goyal & Sons HUF
- (45) Yarrow Finance And Investments Privatelimited
- (46) Yashoyog Commercial LLP
- (47) Zigma Commosales Private Limited



Notes forming part of the Consolidated Financial Statements

Note No. : 33 Other Disclosures (Continued....)

(b) Transactions with related party

INFORMATION ON RELATED PARTY TRANSACTIONS AS REQUIRED BY IND AS 24.

The following table summarises related party transactions and balances included in the financial statements of the Company for the year ended as at March 31, 2018, March 31, 2017 and April 1, 2016 :

Nature of the transaction/ Name of the related party	Subsidiary	Associate	Significant influence	Key managerial personnel (KMP)	Close members of KMP	Total
(i) Compensation / Remuneration of KMP						
Anand Mishra				69		69
				-		-
Pankaj Marda				180		180
				90		90
Rama Kant Mishra				56		56
(ii) Loan received : Balance as at 31st March						
Mayborn Investments Private Limited			678			678
			-			-
			(-)			(-)
Shreyans Stockinvest Private Limited			7			7
			-			-
			(-)			(-)
SMRK Investment & Finance Private Limited			5,813			5,813
			-			-
			(-)			(-)
(iii) Advances provided to /repayment by :						
Decillion Finance Limited						
Advance received from Kaushal Investments Ltd (during the year)			1,000			1,000
Advance repayment to Kaushal Investments Ltd (during the year)			1,000			1,000
Balance as at 31st March 2018			-			-
Advance received from Kaushal Investments Ltd (during the year)			-			-
Advance repayment to Kaushal Investments Ltd (during the year)			-			-
Balance as at 31st March 2017			-			-
Balance as at 1st April 2016			(-)			(-)
Rambhakta Enterprise LLP						
Advance received from Kaushal Investments Ltd (during the year)			2,000			2,000
Advance repayment to Kaushal Investments Ltd (during the year)			2,000			2,000
Balance as at 31st March 2018			-			-
Advance received from Kaushal Investments Ltd (during the year)			-			-
Advance repayment to Kaushal Investments Ltd (during the year)			-			-
Balance as at 31st March 2017			-			-
Balance as at 1st April 2016			(-)			(-)
Scintilla Commercial & Credit Limited						
Advance received from Kaushal Investments Ltd (during the year)			50			50
Advance repayment to Kaushal Investments Ltd (during the year)			50			50
Balance as at 31st March 2018			-			-
Advance received from Kaushal Investments Ltd (during the year)			-			-
Advance repayment to Kaushal Investments Ltd (during the year)			-			-
Balance as at 31st March 2017			-			-
Balance as at 1st April 2016			(-)			(-)



Notes forming part of the Consolidated Financial Statements

Note No. : 33 Other Disclosures (Continued....)

(b) Transactions with related party

INFORMATION ON RELATED PARTY TRANSACTIONS AS REQUIRED BY IND AS 24.

The following table summarises related party transactions and balances included in the financial statements of the Company for the year ended as at March 31, 2018, March 31, 2017 and April 1, 2016 :

Nature of the transaction/ Name of the related party	Subsidiary	Associate	Significant influence	Key managerial personnel (KMP)	Close members of KMP	Total
(iv) Advances accepted from/ repayment to :						
Decillion Finance Limited						
Advance given to Kaushal Investments Ltd (during the year)						
Advance repayment by Kaushal Investments Ltd (during the year)			4,000			4,000
Balance as at 31st March 2018						
Advance given to Kaushal Investments Ltd (during the year)			5,000			5,000
Advance repayment by Kaushal Investments Ltd (during the year)			1,000			1,000
Balance as at 31st March 2017			4,000			4,000
Balance as at 1st April 2016			-			-
Goyal Commercial Private Limited						
Advance given to Kaushal Investments Ltd (during the year)			20			20
Advance repayment by Kaushal Investments Ltd (during the year)			20			20
Balance as at 31st March 2018			-			-
Advance given to Kaushal Investments Ltd (during the year)			-			-
Advance repayment by Kaushal Investments Ltd (during the year)			-			-
Balance as at 31st March 2017			-			-
Balance as at 1st April 2016			(-)			(-)
Scintilla Commercial & Credit Limited						
Advance given to Kaushal Investments Ltd (during the year)			500			500
Advance repayment by Kaushal Investments Ltd (during the year)			500			500
Balance as at 31st March 2018			-			-
Advance given to Kaushal Investments Ltd (during the year)			-			-
Advance repayment by Kaushal Investments Ltd (during the year)			-			-
Balance as at 31st March 2017			-			-
Balance as at 1st April 2016			(-)			(-)
Spectrum Pestorgan Private Limited						
Advance given to Kaushal Investments Ltd (during the year)			3			3
Advance repayment by Kaushal Investments Ltd (during the year)			3			3
Balance as at 31st March 2018			-			-
Advance given to Kaushal Investments Ltd (during the year)			-			-
Advance repayment by Kaushal Investments Ltd (during the year)			-			-
Balance as at 31st March 2017			-			-
Balance as at 1st April 2016			(-)			(-)
Tubro Consultants & Enterprises Private Limited						
Opening balance			-			-
Advance given to Kaushal Investments Ltd (during the year)			110			110
Advance repayment by Kaushal Investments Ltd (during the year)			92			92
Balance as at 31st March 2018			19			19
Opening balance			3			3
Advance given to Kaushal Investments Ltd (during the year)			12			12
Advance repayment by Kaushal Investments Ltd (during the year)			14			14



Notes forming part of the Consolidated Financial Statements

Note No. : 33 Other Disclosures (Continued....)

(b) Transactions with related party

INFORMATION ON RELATED PARTY TRANSACTIONS AS REQUIRED BY IND AS 24.

The following table summarises related party transactions and balances included in the financial statements of the Company for the year ended as at March 31, 2018, March 31, 2017 and April 1, 2016 :

Nature of the transaction/ Name of the related party	Subsidiary	Associate	Significant influence	Key managerial personnel (KMP)	Close members of KMP	Total
Closing as at 31st March 2017						
Balance as at 1st April 2016			(3)			(3)
(v) INVESTMENTS						
Icon commotrade Limited						
Opening		1,060				
Purchases		15				
Sales		15				
Closing as at 31st March 2018		1,060				
Opening		50				
Purchases		1,010				
Salse		-				
Closing as at 31st March 2017		1,060				
Balance as at 1st April 2016		(50)				
Mayborn Investments Private Limited						
Opening			1,840			
Purchases			1,000			
Sales			2,500			
Closing as at 31st March 2018			340			
Opening			1,973			
Purchases			873			
Salse			1,006			
Closing as at 31st March 2017			1,840			
Balance as at 1st April 2016			(1,973)			
(vi) TRADE PAYABLES						
Lifestyle Vanijya LLP						
Opening Balance	810					810
Purchase of shares	-					-
Amount paid	810					810
Closing as at 31st March 2018	-					-
Purchase of shares	1,130					1,130
Amount paid	320					320
Closing as at 31st March 2017	(810)					(810)
Balance as at 1st April 2016	-					-
Fastflow Commodeal Limited						
Opening Balance	-					-
Purchase of shares	50					50
Amount paid	50					50
Closing as at 31st March 2018	-					-
Purchase of shares	-					-
Amount paid	-					-
Closing as at 31st March 2017	-					-



Notes forming part of the Consolidated Financial Statements

Note No. : 33 Other Disclosures (Continued....)

(b) Transactions with related party

INFORMATION ON RELATED PARTY TRANSACTIONS AS REQUIRED BY IND AS 24.

The following table summarises related party transactions and balances included in the financial statements of the Company for the year ended as at March 31, 2018, March 31, 2017 and April 1, 2016 :

Nature of the transaction/ Name of the related party	Subsidiary	Associate	Significant influence	Key managerial personel (KMP)	Close members of KMP	Total
Balance as at 1st April 2016			(-)			(-)
Centuple Commercial Limited						
Opening Balance			200			200
Purchase of shares			-			-
Amount paid			200			200
Closing as at 31st March 2018						
Purchase of shares			200			200
Amount paid			-			-
Closing as at 31st March 2017			200			200
Balance as at 1st April 2016			(-)			(-)
Decillion Finance Limited						
Opening Balance			1,070			1,070
Purchase of shares			-			-
Amount paid			1,070			1,070
Closing as at 31st March 2018			-			-
Purchase of shares			1,330			1,330
Amount paid			260			260
Closing as at 31st March 2017			1,070			1,070
Balance as at 1st April 2016			(-)			(-)
Goyal Commercial Private Limited						
Opening Balance			75			75
Purchase of shares			20			20
Amount paid			95			95
Closing as at 31st March 2018			-			-
Opening Balance			285			285
Purchase of shares			710			710
Amount paid			920			920
Closing as at 31st March 2017			75			75
Balance as at 1st April 2016			(285)			(285)
Shreyans Stockinvest Private Limited						
Opening Balance			50			50
Purchase of shares			-			-
Amount paid			50			50
Closing as at 31st March 2018			-			-
Purchase of shares			50			50
Amount paid			-			-
Closing as at 31st March 2017			50			50
Balance as at 1st April 2016			(-)			(-)
(vii) TRADE RECEIVABLES						
Icon Commotrade Limited						
Opening Balance		23				23



Notes forming part of the Consolidated Financial Statements

Note No. : 33 Other Disclosures (Continued....)

(b) Transactions with related party

INFORMATION ON RELATED PARTY TRANSACTIONS AS REQUIRED BY IND AS 24.

The following table summarises related party transactions and balances included in the financial statements of the Company for the year ended as at March 31, 2018, March 31, 2017 and April 1, 2016 :

Nature of the transaction/ Name of the related party	Subsidiary	Associate	Significant influence	Key managerial personel (KMP)	Close members of KMP	Total
(vii) TRADE RECEIVABLES						
Icon Commotrade Limited						
Sale of shares						
Amount received		23				23
Closing as at 31st March 2018		-				-
Sale of shares		921				921
Amount received		898				898
Closing as at 31st March 2017		23				23
Balance as at 1st April 2016		(-)				(-)
Decillion Finance Limited						
Opening Balance			-			-
Sale of shares			3,500			3,500
Amount received			3,500			3,500
Closing as at 31st March 2018			-			-
Sale of shares			4,500			4,500
Amount received			4,500			4,500
Closing as at 31st March 2017			-			-
Balance as at 1st April 2016			(-)			(-)
Fastflow Commodeal Limited						
Opening Balance	298					298
Sale of shares	-					-
Amount received	298					298
Closing as at 31st March 2018	-					-
Sale of shares	298					298
Amount received	-					-
Closing as at 31st March 2017	298					298
Balance as at 1st April 2016	(-)					(-)

Figures in brackets represents figures as at 1st April 2016.

Details of Remuneration paid / payable to KMP

Particulars	Year ended 31st March 2018					Total
	Jitendra Kumar Goyal (Director)	Vidhu Bhushan Verma (Director)	Mahesh Kumar Kejriwal (Director)	Anand Mishra (CS)	Pankaj Marda (CFO)	
Short-term employee benefits						
Salary				69	180	249
Commission	-	-	-	-	-	-
Perquisites	-	-	-	-	-	-
Post-employment benefits	-	-	-	-	-	-
Contribution to Provident Fund, Gratuity and other Funds*	-	-	-	-	-	-

* The said amount does not includes amount in respect of gratuity and leave as the same are not ascertainable

**Notes forming part of the Consolidated Financial Statements****Notes forming part of the Individual Financial Statements**

Note No. : 33 Odisclosures (Continued....)

5) Related party disclosures (Cont.)**(b) Transactions with related party (Contd...)****Details of Remuneration paid / payable to KMP**

Particulars	Year ended 31st March 2018					Total
	Jitendra Kumar Goyal (Director)	Vidhu Bhushan Verma (Director)	Mahesh Kumar Kejriwal (Director)	Ramakant Mishra (CS)	Pankaj Marda (CFO)	
Short-term employee benefits						
Salary				56	90	146
Commission	-	-	-	-	-	-
Perquisites	-	-	-	-	-	-
Post-employment benefits	-	-	-	-	-	-
Contribution to Provident Fund, Gratuity and other Funds*	-	-	-	-	-	-

* The said amount does not includes amount in respect of gratuity and leave as the same are not ascertainable

- (a) The transactions with related parties have been entered at an amount which are not materially different from those on normal commercial terms. The sales to and purchases from related parties are made on terms equivalent to those that prevail in arm's length transactions.
- (b) The amounts outstanding are unsecured and will be settled in cash. No guarantees have been given or received. No expense has been recognised in current year and previous year for bad or doubtful debts in respect of the amounts owed by related parties
- (c) The remuneration of directors is determined by the Nomination & Remuneration Committee having regard to the performance of individuals and market trends.
- (d) Figures in brackets represents figures as at 1st April 2016
- (e) The above mentioned assessment is undertaken each financial year through examining the financial position of related parties, the market in which related party operate and the accounting policy of the Company.

Pursuant to loss of control, assets and liabilities of following companies including non controlling interest (Minority interest under previous GAAP) and capital reserve were Derecognised as on 31st March 2017

Name of the company	(Amount in Rs) Assets	(Amount in Rs) Liabilities	(Amount in Rs) Non controlling interest	(Amount in Rs) Capital Reserve
Baba Amarnath Transport Pvt Ltd	30,095.81	2,041.53	723.85	26,980.67
Dhanvarsha Vincom Pvt Ltd	43,152.20	1,458.65	15,104.25	27,612.93
Dhankiran Commotrade Pvt Ltd	1,159.17	851.30	85.85	146.51
Manikan Enterprises Pvt Ltd	41,261.86	2,598.40	2,657.95	35,915.08
RP Suppliers Pvt Ltd	49,409.13	21,979.79	85.10	27,253.11
Review Marketing Pvt Ltd	103,769.62	5,052.14	217.92	98,408.79
Smooth Tradelink Pvt Ltd	1,259.66	701.32	174.16	308.66
Softlink Commotrade Pvt Ltd	41,438.43	856.14	331.19	40,000.60
TOTAL	311,545.87	35,539.27	19,380.27	256,626.36

Note (a) : Reconciliation of above assets, liabilities, expenses, income, equity are provided in Note no 33 by way of reconciliation of equity as at 31st March 2017

Pursuant to first time adoption of Ind AS.

Note (b) : Table summarizing the financial information of the Financial Statements of the Associates and reconciliation of the summarised financial information to the carrying amount of the interest in Associates recognised in the consolidated Financial Statements is provided in NOTE NO 4.



Notes forming part of the Consolidated Financial Statements

Note No. : 33 Other disclosures (Continued)

6) Financial instruments - Accounting, Classification and Fair value measurements

This section gives an overview of the significance of financial instruments for the Group and provides additional information on balance sheet items that contain financial instruments.

The details of significant accounting policies, including the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised in respect of each class of financial asset, financial liability and equity instrument are disclosed in Note 2 to the financial statements.

A) Financial instruments by category

As at 31st March, 2018

(₹ in '000)

Particulars	Refer Note No	Total Fair Value	Cost	Deemed Cost	Carrying Value			Total
					Amortized cost	FVTOCI	FVTPL	
1) Financial assets								
(i) Non Current Investments	5	94,978.14	-	-	-	94,978.14	-	94,978.14
(ii) Other financial assets (Non-current)	6	13,645.08	-	-	13,645.08	-	-	13,645.08
(iii) Trade and other receivables	9	2,640.00	-	-	2,640.08	-	-	2,640.00
(iv) Cash and cash equivalents	10	12,182.19	-	-	12,182.00	-	-	12,182.19
(v) Loans	11	70,702.83	-	-	70,702.83	-	-	70,702.83
(vi) Other financial assets (Current)	12	90.00	-	-	90.00	-	-	90.00
TOTAL		194,238.24	-	-	99,260.10	94,978.14	-	194,238.24
2) Financial Liabilities								
(i) Borrowings	17	72,525.92	-	-	72,525.92	-	-	72,525.92
(ii) Trade Payables	18	-	-	-	-	-	-	-
(iii) Other financial liabilities	19	269.88	-	-	269.88	-	-	269.88
TOTAL		72,795.80	-	-	72,795.80	-	-	72,795.80

As at 31st March, 2017

(₹ in '000)

Particulars	Refer Note No	Total Fair Value	Cost	Deemed Cost	Carrying Value			Total
					Amortized cost	FVTOCI	FVTPL	
1) Financial assets								
(i) Non Current Investments	5	135,441.20	-	-	-	135,441.20	-	135,441.20
(ii) Other financial assets (Non-current)	6	12,817.86	-	-	12,817.86	-	-	12,817.86
(iii) Trade and other receivables	9	4,772.40	-	-	4,772.40	-	-	4,772.40
(iv) Cash and cash equivalents	10	1,855.83	-	-	1,855.83	-	-	1,855.83
(v) Loans	11	30,730.58	-	-	30,730.58	-	-	30,730.58
(vi) Other financial assets (Current)	12	50.00	-	-	50.00	-	-	50.00
TOTAL		185,667.88	-	-	50,226.68	135,441.20	-	185,667.88
2) Financial Liabilities								
(i) Borrowings	17	9,578.97	-	-	9,578.97	-	-	9,578.97
(ii) Trade Payables	18	29,753.00	-	-	29,753.00	-	-	29,753.00
(iii) Other financial liabilities	19	4,108.28	-	-	4,108.28	-	-	4,108.28
TOTAL		43,440.25	-	-	43,440.25	-	-	43,440.25

**Notes forming part of the Consolidated Financial Statements****A) Financial instruments by category**

As at 1st April, 2016

(₹ in '000)

Particulars	Refer Note No	Total Fair Value	Cost	Deemed Cost	Carrying Value			Total
					Amortized cost	FVTOCI	FVTPL	
1) Financial assets								
(i) Non Current Investments	5	23,620.78	-	-	-	23,620.78	-	23,620.78
(ii) Other financial assets (Non-current)	6	3,419.22	-	-	3,419.22	-	-	3,419.22
(iii) Trade and other receivables	9	-	-	-	-	-	-	-
(iv) Cash and cash equivalents	10	156.27	-	-	156.27	-	-	156.27
(v) Loans	11	-	-	-	-	-	-	-
(vi) Other financial assets (Current)	12	6.74	-	-	6.74	-	-	6.74
TOTAL		27,203.00	-	-	3,582.23	23,620.78	-	27,203.00
2) Financial Liabilities								
(i) Borrowings	17	1,678.45	-	-	1,678.45	-	-	1,678.45
(ii) Trade Payables	18	4,500.00	-	-	4,500.00	-	-	4,500.00
(iii) Other financial liabilities	19	30.68	-	-	30.68	-	-	30.68
TOTAL		6,209.13	-	-	6,209.13	-	-	6,209.13

**Notes forming part of the Consolidated Financial Statements**

Note No. : 33 Other disclosures (Continued)

B. Fair value hierarchy

The fair value of the financial assets and financial liabilities are 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

(2) The Group uses the following fair value hierarchy for determining and disclosing the fair value of financial instruments:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities. This category consists of investment in quoted equity shares

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3: Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs). Fair values are determined in whole or in part, using a valuation model based on assumptions that are neither supported by prices from observable current market transactions in the same instrument nor are they based on available market data. This level of hierarchy includes Group's investment in equity shares which are unquoted or for which quoted prices are not available at the reporting dates

(₹ in '000)

(i) Financial assets and financial liabilities measured at fair value on a recurring basis as at 31st March, 2018:

Particulars	Refer Note No	Level 1	Level 2	Level 3	Total
1) Financial assets At FVTOCI					
(i) Investments in Equity Instruments	5	39190.63	-	55,787.51	94,978.14
TOTAL FINANCIAL ASSETS		39190.63	-	55,787.51	94,978.14

(ii) Financial assets and financial liabilities measured at fair value on a recurring basis as at 31st March, 2017:

Particulars	Refer Note No	Level 1	Level 2	Level 3	Total
1) Financial assets At FVTOCI					
(i) Investments in Equity Instruments	5	38624.09	-	96,817.11	135,441.20
TOTAL FINANCIAL ASSETS		38624.09	-	96,817.11	135,441.20

(iii) Financial assets and financial liabilities measured at fair value on a recurring basis as at 1st April, 2016:

Particulars	Refer Note No	Level 1	Level 2	Level 3	Total
1) Financial assets At FVTOCI					
(i) Investments in Equity Instruments	5	20.65	-	23,600.13	23,620.78
TOTAL FINANCIAL ASSETS		20.65	-	23,600.13	23,620.78

There have been no transfer between Level 1 and Level 2 either during the year ended 31st March 2018 or during the year ended 31st March 2017



Notes forming part of the Consolidated Financial Statements

The following methods and assumptions were used to estimate the fair values

- (i) Investments carried at fair value are generally based on market price quotations. However in cases where quoted prices are not available than different valuation technique have been used by the management for different investments.

These investments in equity instruments are not held for trading. Instead, they are held for long term strategic purpose.

The Group has chosen to designate this investments in equity instruments at FVOCI since, it provides a more meaningful presentation.

Cost of certain investments in equity instruments have been considered as an appropriate estimate of fair value because of wide range of possible fair value measurements and cost represents the best estimate of fair value within that range.

- (ii) Fair value of cash and cash equivalents, bank balances other than cash and cash equivalents, trade and other receivables, loans and other current & Non-current financial assets, and other current financial liabilities including borrowings approximate their carrying amounts due to the short term maturities of these instruments
- (iii) Management uses its best judgement in estimating the fair value of its financial instruments. However, there are inherent limitations in any estimation technique. Therefore, for substantially all financial instruments, the fair value estimates presented above are not necessarily indicative of the amounts that the Group could have realised or paid in sale transactions as of respective dates. As such, fair value of financial instruments subsequent to the reporting dates may be different from the amounts reported at each reporting date.

7) Financial risk management objectives and policies

The Group's principal financial liabilities are Borrowings and Trade payables characterised with repayable in short period and beside that there exists no other financial liabilities .

The Group's principal financial assets include Trade receivables, Cash and cash equivalents, Investments in equity shares & other financial assets that derive directly from its operations.

The Group is not generally exposed to credit risk as most of its Trade receivables are repayed in short period.

However it is still exposed to liquidity risk and market risk. The company's Senior management oversees the management of these risks, and the appropriate financial risk governance framework for the Group. The senior management provides assurance that the Group's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Group's policies and risk objectives.

The Board of Directors reviewed policies for managing each of these risks, which are summarized below :

(A) Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other risks, such as regulatory risk and commodity price risk

(I) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's exposure to the risk of changes in market interest rates relates primarily to the Group's obligations towards Bank overdraft with floating interest rates, but since it is for short duration it doesn't cast significant risk owing to this exposure.

(II) Regulatory risk

Risk is inherent in every business activity and business activity such as investments in shares and securities are no exception.

The sector in which Company operates displays strong Security characteristics and is subject to cyclical price movements. The company is exposed to risks from various sects of Regulator which governs the operation carried out by the Company. by way of SEBI'S Policy ,RBI Guidelines, Rules and Regulations, other Government polices,



Notes forming part of the Consolidated Financial Statements

law of the land, Taxation etc which effects the financial performance of the company.

(III) Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The impairment for financial assets are based on assumptions about risk of default and expected loss rates. The Group uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Group's past history, existing market conditions as well as forward looking estimates at the end of each balance sheet date.

Financial assets are written off when there is no reasonable expectation of recovery, however, the Group continues to attempt to recover the receivables. Where recoveries are made, these are recognised in the Consolidated Statement of Profit and Loss

Based on Group's past history and the model under which its various company operates doesn't cast significant credit risk leading to impairment of its financial assets

(iv) Trade receivables

Trade receivables are non-interest bearing and do not involve Significant financing cost, hence Transaction value approximates fair value for Trade receivables.

An impairment analysis is performed at each balance sheet date on an individual basis for major clients. In addition, a large number of minor receivables are grouped into homogenous groups and assessed for impairment collectively. Based on the Groups various company's past history and the model under which it works where it obtains most of the revenue generated from operation in advance, Group doesn't provide for allowances for expected credit loss during the period under review.

The ageing analysis of the receivables has been considered from the date the invoice falls due (₹ in '000)

Particulars	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Upto 6 months	2,640.00	4,772.40	-
6 to 12 months	-	-	-
More than 12 months	-	-	-
	2,640.00	4,772.40	-

(8) Balances with banks

Credit risk from balances with banks is managed in accordance with the Company's policy

Liquidity risk

The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank overdrafts and other short term loans and advances.

9) Capital Management

(a) Risk management

The Group's capital management is intended to create value for shareholders by facilitating the meeting of long term and short term goals of the Companies. The Group determines the amount of capital required on the basis of annual business plan coupled with long term and short term Strategic investments and expansion plans. The funding needs are met through equity, cash generated from operations, short term borrowings and through use of bank overdrafts. For the purpose of the Group's capital management, capital includes issued equity capital, securities premium and all other equity reserves attributable to the equity shareholders of the Group companies. The Group's objective when managing capital is to safeguard its ability to continue as a going concern so that it can continue to provide returns to shareholders and other stake holders.

The Group manages its capital structure and makes adjustments in light of changes in the financial condition and the requirements of the financial covenants. To maintain or adjust the capital structure, the Group company may adjust the dividend payment to shareholders, return capital to shareholders (buy back its shares) or issue new shares.

**Notes forming part of the Consolidated Financial Statements****9) Capital Management****(a) Risk management (Contd.)**

In order to achieve this overall objective, the Group's capital management, amongst other things, aims to ensure that it meet financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. The Group companies has complied with these covenants and there have been no breaches in the financial covenants of any interest-bearing loans and borrowings.

The Group monitors the capital structure on the basis of net debt to equity ratio and maturity profile of the overall debt portfolio of the company Net debt includes interest bearing borrowings less cash and cash equivalents, other bank balances (including non-current earmarked (balances) and current investments if any.

The table below summarises the capital, net debt and net debt to equity ratio of the Group. (₹ in '000)

Particulars	As at 31st March 2018	As at 31st March 2017	As at 1st April 2016
Equity share capital	31400.00	31400.00	31400.00
Other Equity	139,953.50	159,030.57	26,081.70
Total Equity (A)	171,353.50	190,430.57	57,481.70
Non current borrowings	-	-	-
Short term borrowings	72,525.92	9,578.97	1,678.45
Gross Debt (B)	72,525.92	9,578.97	1,678.4
TOTAL CAPITAL (A+B)	243,879.43	200,009.54	59,160.16
Gross Debt as above	72,525.92	9,578.97	1,678.45
Less : Current Investments	-	-	-
Less : Cash and cash equivalents	12,182.19	1,855.83	156.27
Less : Other balances with banks	13,645.08	12,817.86	3,419.22
NET DEBT C	46,698.65	(5,094.72)	(1,897.04)
NET DEBT TO EQUITY	0.26	(0.04)	(0.03)

10) Explanation of transition to Ind AS

(A) These are the Group's first financial statements prepared in accordance with Ind AS

The accounting policies set out in Note 2, have been applied in preparing the financial statements for the year ended 31 March 2018, the comparative information presented in these financial statements for the year ended 31 March 2017 and in the preparation of an opening Ind AS balance sheet at 1 April 2016 (the Group's date of transition). In preparing its opening Ind AS balance sheet, the Group has adjusted the amounts reported previously in financial statements prepared in accordance with the accounting standards notified under Companies (Accounting Standards) Rules, 2006 (as amended) and other relevant provisions of the Act (previous GAAP or Indian GAAP)

In view of exemption available under previous GAAP, the Group did not consolidated one Associate using equity method in its consolidated financial statements However Group presented the statement containing Salient features of the Financial Statements of Subsidiaries and Associate Companies. for the year ended 31st March, 2017 and 31st March 2016.

However for the purpose of presenting comparative information in these Consolidated Ind As Financial Statements , Management has prepared Ind As compliant transition date opening Balance sheet as at 1st April 2016 and included the same in these Consolidated Ind AS Financial statements. An explanation of how the transition from previous GAAP to Ind AS has affected the Group's financial position, financial performance and cash flows is set out in the following tables and notes.



Notes forming part of the Consolidated Financial Statements

Set out below are the applicable Ind AS 101 optional exemptions and mandatory exceptions applied in the transition from the previous GAAP To Ind AS

(B) As per Ind AS 101, at the date of transition, an entity may elect not to restate business combinations that occurred before the transition date. If the entity restates any business combinations that occurred before the date of transition, then it restates all later business combinations, and also applies Ind AS 110 Consolidated financial statements from that same date.

The Group has, however, elected to apply Ind AS 103 requirements prospectively to business combinations occurring after its transition date. Business combinations occurring prior to the transition date have not been restated. Therefore, use of this exemption requires that the previous GAAP carrying amounts of assets and liabilities, that are required to be recognized under Ind-AS, is their deemed cost at the date of the acquisition. After the date of the acquisition, measurement is in accordance with Ind-AS. Assets and liabilities that do not qualify for recognition under Ind-AS are excluded from the opening Ind-AS Balance Sheet.

(C) However there is a change in the Group's structure on 31st March 2017 after the date of transition, consequently several Companies ceases to be the subsidiary of the Group due to lack control over the investee by the Parent. Detailed information with respect to this is provided in Notes to account (Note no 32). Further reconciliation of the total assets, liabilities, income, expense etc which have been de-recognised is provided in Note no 33 by way of reconciliation of equity.

(D) Ind AS 101 permits a first-time adopter to measure its investments in subsidiaries, joint ventures and associates at deemed cost. The deemed cost of such an investment could be either (a) its fair value at the date of transition; or (b) previous GAAP carrying amount at that date. The option may be exercised individually and separately for each item of investment. Accordingly, the Group has opted to measure its investments in associates at previous GAAP carrying amount as its deemed cost.

Under Ind AS 109, at initial recognition of a financial asset, an entity may make an irrevocable election to present subsequent changes in the fair value of an investment in an equity instrument in other comprehensive income. Ind AS 101 allows such designation of previously recognized financial assets, as 'FVTOCI' on the basis of the facts and circumstances that existed at the date of transition to Ind AS. Accordingly, the Group has designated its investments in certain equity instruments at fair value through other comprehensive income on the basis of the facts and circumstances that existed as at the date of transition to Ind AS.

(E) An entity's estimates in accordance with Ind ASs at the date of transition to Ind AS shall be consistent with estimates made for the same date in accordance with previous GAAP (after adjustments to reflect any difference in accounting policies), unless there is objective evidence that those estimates were in error. The estimates as at 1st April, 2016 and as at 31st March 2017 are consistent with those made for the same dates in accordance with Indian GAAP (after adjustments to reflect any difference in accounting policies).

The Group made estimates for following items in accordance with Ind AS at the date of transition as these were not required under previous GAAP.

- Investment in equity instruments carried at FVOCI;
- Investments in Subsidiaries and Associates as deemed cost as on the transition date being the carrying amount as per Previous GAAP.

(F) The following requirements of Ind AS 110 are applied prospectively from the date of transition to Ind AS:

- (i) To attribute total comprehensive income to non-controlling interests irrespective of whether this results in a deficit balance
- (ii) To treat changes in a parent's ownership interest as equity transactions

(G) Ind AS 101 requires the de-recognition requirements of Ind AS 109 to be applied prospectively to transactions occurring on or after the date of transition.

Therefore, the Group has not recognized financial assets and liabilities under Ind AS which were derecognized under the previous GAAP as a result of a transaction that occurred before the date of transition

(H) The Group has applied the requirements in Ind AS 109 at the date of transition to Ind AS



Notes forming part of the Consolidated Financial Statements

Note No. : 33 Other disclosures (Continued)

11. Disclosures as required by Ind AS - 101 - First Time Adoption of Indian Accounting Standards - Reconciliation between Previous GAAP and Ind AS

(a) Reconciliation of equity as at 1st April, 2016 (date of transition to Ind AS) :

(₹ in '000)

Particulars	Foot note	Previous GAAP		Adjustments		Ind AS	
I. ASSETS							
(1) Non-current assets							
(a) Equity accounted investments	A, B	-		34,101.65		34,101.65	
(b) Financial assets							
(i) Investments	B, D	35,097.61		(11,476.84)		23,620.78	
(ii) Other financial assets	C	-		3,419.22		3,419.22	
(b) Deferred tax assets (net)	D	-	35,097.61	2,366.54	28,410.57	2,366.54	63,508.18
(2) Current assets							
(a) Financial assets							
(ii) Cash and cash equivalents	C	3,575.49		(3,419.22)		156.27	
(iii) Other financial assets		6.74		-		6.74	
(b) Current tax assets (net)		19.64	3,601.87	-	(3,419.22)	19.64	182.65
Total Assets			38,699.48		24,991.35		63,690.83
II. EQUITY AND LIABILITIES							
(1) Equity							
(a) Share Capital		31,400.00		-		31,400.00	
(b) Other Equity	D	1,090.35	32,490.35	24,991.35	24,991.35	26,081.70	57,481.70
(3) Current liabilities							
(a) Financial liabilities							
(i) Borrowings		1,678.45				1,678.45	
(ii) Trade payables		4,500.00				4,500.00	
(iii) Other financial liabilities		30.68	6,209.13			30.68	6,209.13
Total Equity and Liabilities			38,699.48		24,991.35		63,690.83



Notes forming part of the Consolidated Financial Statements

Note No. :33 Other disclosures (Continued)

(b) Reconciliation of equity as at 31st March, 2017 :

Particulars	Foot note	Previous GAAP		Adjustments Under Previous GAAP		Balance as per Previous GAAP		Ind AS Adjustments		Balance as per Ind AS
I. ASSETS										
(1) Non-current assets										
(a) Property, plant and equipment	G	1,152.62		(1,152.62)				41,222.50		41,222.50
(a) Equity accounted investments	A, B									
(b) Financial assets	B, D, G	164,327.16		(2,240.63)		162,086.52		(26,645.32)		135,441.20
(i) Investments	G	19,532.93		(19,532.93)						
(ii) Loans	C, G	42.30	185,055.01	(42.30)	(22,968)	-	162,086.52	12,817.86	27,395.03	12,817.86
(ii) Other financial assets										189,481.56
(2) Current assets	G	247,475.11		(217,602.61)		29,872.51				29,872.51
(a) Inventories										
(b) Financial assets	G	33,883.72		(29,111.32)		4,772.40				4,772.40
(i) Trade and other receivables	C, E, G	43,034.52		(28,360.82)		14,673.69		(12,817.86)		1,855.83
(ii) Cash and cash equivalents	G	30,730.58		519.86		31,250.44		(519.86)		30,730.58
(iii) Loans										
(iii) Other financial assets										
(iv) Other current assets										
(c) Other current assets		14,022.48	369,146.42	(14,022.48)	(288,577.36)	-	80,569.04	361.83	(12,925.89)	361.83
Total Assets			554,201.43		(311,545.87)		242,655.56		14,469.15	257,124.71
II. EQUITY AND LIABILITIES										
(1) Equity										
(a) Share Capital		31,400.00				31,400.00				31,400.00
(b) Other Equity	G, D	409,254.41		(256,626.36)		152,628.04		6,402.53		159,030.57
(c) Non controlling interest	G	34,234.37	474,888.77	(19,380.27)	(276,006.63)	14,854.10	198,882.14	7,422.30	13,824.83	22,276.39
(2) Non-current liabilities										
(a) Borrowings	G	28,465.13		(28,465.13)		-				-
(a) Deferred tax Liabilities (net)	D	-	28,465.13		(28,465.13)	-		752.35	752.35	752.35
(3) Current liabilities										
(a) Financial liabilities										
(i) Borrowings	G	9,578.97		-		9,578.97				9,578.97
(ii) Trade payables	G	31,023.77		(1,270.77)		29,753.00				29,753.00
(iii) Other financial liabilities	G	9,678.20		(5,569.92)		4,108.28				4,108.28
(b) Current tax liabilities (net)	G	493.92		(233.43)		260.49		(108.03)		152.47
(c) Provisions		72.68		-		72.68				72.68
Total Equity and Liabilities			554,201.43		(311,544.87)		242,655.56		14,469.15	257,124.71

Notes forming part of the Consolidated Financial Statements

Note No. :33 Other disclosures (Continued)

12. Disclosures as required by Ind AS - 101 - First Time Adoption of Indian Accounting Standards - Reconciliation between Previous GAAP and Ind AS
(a) Reconciliation of Statement of Profit and Loss for the year ended 31st March, 2017

(₹ in '000)

Particulars	Foot note	Previous GAAP	Subsidiaries derecognised as per previous GAAP	De-recognition of Pre-acquisition Income / Expense as per previous GAAP	Balance as per Previous GAAP	Ind AS Adjustments	Balance as per Ind AS
I Revenue from operations	G	276,806.92	268,345.07	7,745.92	715.92	-	715.92
II Other Income	E,G	3,387.27	2,649.19	86.00	652.08	(651.25)	0.83
III Total Income(I+II)		280,194.19	270,994.26	7,831.92	1,368.01	(651.25)	716.76
IV Expenses:							
Purchase of stock in trade	G	325,282.20	288,350.26	33,726.92	3,205.00	-	3,205.00
Changes in inventories	G	(59,777.51)	(30,936.16)	(25,852.34)	(2,989.00)	-	(2,989.00)
Employee benefits expense	G	2,161.75	1,659.13	-	502.62	-	502.62
Depreciation and amortization expense	G	443.22	443.22	-	-	-	-
Finance cost	G	114.09	36.38	8.22	69.49	-	69.49
Other expenses	F,G	10,958.67	10,585.13	194.01	179.53	247.68	427.21
Total Expenses (IV)		279,182.43	270,137.96	8,076.83	967.64	247.68	1,215.32
V Profit before share of associate and tax (III - IV)		1,011.76	856.30	(244.90)	400.36	-	(498.56)
VI Share of profit/(Loss) of an associate	G	0.77	-	-	0.77	(14.14)	(13.38)
VII Profit before tax (V - VI)		1,012.53	856.30	(244.90)	401.13	-	(511.94)
VIII Tax expense :							
(1) Current tax	G	258.53	79.99	58.51	120.03	-	120.03
(2) Deferred tax	D	-	-	-	-	63.09	63.09
Total tax expense		258.53	79.99	58.51	120.03	-	183.12
IX Profit for the year (VII - VIII)		754.01	776.32	(303.41)	281.10	-	(695.06)
X Other Comprehensive Income / Loss	E,H,D						
(A) (i) Items that will not be reclassified subsequently to the consolidate statement of profit and loss		-	-	-	-	10,540.57	10,540.57
(a) Fair value changes of Investments in equity shares		-	-	-	-	-	-
(ii) Income tax relating to items that will not be reclassified subsequently to the consolidated statement of profit and loss		-	-	-	-	3,055.80	3,055.80
Total other Comprehensive Income / Loss		-	-	-	-	-	-
XI Total Comprehensive Income for the year (IX + X) (Comprising of profit and other comprehensive income for the year)		754.01	776.32	-	-	-	7,484.77
							6,789.71



Notes forming part of the Consolidated Financial Statements

Note No. : 33 Other disclosures (Continued)

(B) Footnotes to the reconciliation of equity as at 1st April, 2016 and 31st March, 2017 and Consolidated Statement of Profit and Loss for the year ended 31st March, 2017 (All Figures are in '000)

(a) Equity accounted investments

Ind AS 101 permits a first-time adopter to measure its investments in subsidiaries, joint ventures and associates at deemed cost. The deemed cost of such an investment could be either (a) its fair value at the date of transition; or (b) previous GAAP carrying amount at that date. The option may be exercised individually and separately for each item of investment.

Accordingly, the Group has opted to measure its investments in associates at previous GAAP carrying amount as its deemed cost. However under previous GAAP equity accounted investments (investments in associates) were clubbed with non current investments which has been shown as separate line item under Ind AS on the date of transition and as on 31st March 2017

(b) Investments

Investments in equity instruments

Under the previous GAAP, investment in equity instruments were classified as long term investments or current investment based on the intended holding period and realisability. The Company accounted for long term investments in equity shares as investment measured at cost less provision for other than temporary diminution in the value of investments, if any.

Under Ind AS, the Company has the option to designate such investments either as FVTOCI or FVTPL investments. Further, in case of a subsidiary and associate, the Company has the option to account for such investment either at cost/deemed cost or FVTOCI or FVTPL as at the transition date.

As per the aforesaid alternatives, the Company has designated investment in subsidiary and associates at deemed cost i.e. the previous GAAP carrying amount as at the date of transition. In case of other long term investments in quoted equity shares, the company has irrevocably designated investments as FVTOCI investments as at the transition date. IND AS requires FVTOCI investments to be measured at fair value. Difference in carrying amount and fair value of equity investments (other than subsidiary) as on the date of transition, i.e. 1st April 2016 decreased by 7454.54 with corresponding Deferred tax income of 2303.45 both of which are adjusted with retained earnings (other equity) as on the date of transition. Further difference in fair value of equity investments (other than subsidiary and associates) as on 31st March 2017 increased by 10540.57 with corresponding deferred tax expense of 3055.80. The same has been designated at FVTOCI and recognised in OCI.

Further investment in associates of 34101.65 and 41222.50 which was clubbed with other investments under Previous GAAP on the date of transition and as on 31st March 2017 were deducted from other investments (FVTOCI) and shown as separate line item under the head "Equity accounted investments"

(C) Cash and cash equivalent, Other financial liabilities (non current) and Cash flow statement.

Bank deposits having maturity more than 12 months has been classified as Other Financial Assets under Non-Current Investments of ₹ 3419.22 (including accrued interest) the date of transition April 1st 2016 and ₹ 12817.86 (including accrued interest) as on 31st March 2017 Apart from the above, the transition from the previous GAAP to Ind AS has not had a material impact on Cash Flow Statement (Reconciliation have been provided as a part of cash flow statement).

Current tax

Current tax liabilities have been accounted for on account of various transitional adjustments as stated above as at the date of transition with corresponding impact either to Retained earnings or Other Comprehensive Income in correlation to the underlying transaction.

(d) Deferred tax

Previous GAAP required deferred tax accounting using the income statement approach, which focuses on differences between taxable profits and accounting profits for the year. Ind AS 12 requires entities to account for deferred taxes using the balance sheet approach, which focuses on temporary differences between the carrying amount of an asset or liability in the balance sheet and its tax base. The application of Ind AS 12 approach has resulted in recognition of deferred tax on new temporary differences which were not required under the previous GAAP. In addition, the various transitional adjustments lead to temporary differences and consequently deferred tax adjustments have been recognized in correlation to the underlying transaction in retained earnings (other equity) on the date of transition.

Due to recognition of fair value changes in equity investments as at the date of transition Deferred tax asset has been recognised of ₹ 2366.54 (including ₹ 63.09 being Deferred tax asset on account of past unused losses).

Further as at 31st March, 2017 Deferred tax liability of ₹ 752.35 has been recognised due to fair value changes in equity investments and reversal of Deferred tax asset of 63.09 on account of utilisation of past unused losses.

(e) Other Income

Under previous GAAP income on sale of investment (other investment) were part of other income in profit and loss, however under Ind AS other investments (equity) has been designated at FVTOCI (Realised Gain) therefore ₹ 651.25 being income on sale of other equity investments have been taken to OCI.

(f) Other Expenses

One associate was disposed of during the period 2016-2017 and loss on such disposal have been recognised in other expenses.

(g) De-recognition of subsidiary pursuant to loss of control

Pursuant to loss of control in subsidiary (refer note no 32 for details of subsidiaries) following Assets, liabilities, Income, expenses, capital reserve and non controlling interest (minority interest under previous GAAP) were derecognised on 31st March 2017.

**Notes forming part of the Consolidated Financial Statements**

Following Assets, Liabilities (including capital reserve) and Non controlling interest (minority interest under previous GAAP) were de-recognised

(₹ in '000)

Particulars (Assets)	Amount ()
NON CURRENT	
Property, plant and equipment	1,152.62
Investments	2,240.63
Loans	19,532.93
Other financial assets	42.30
CURRENT ASSETS	
Inventories	217,602.61
Trade and other receivables	29,111.32
Loans	(519.86)
Cash and cash equivalents	28,360.82
Other current assets	14,022.48
TOTAL	311,545.87
Particulars (Capital reserve, non controlling interest & Liabilities)	Amount (in)
Capital reserve	256,626.36
Non controlling interest (minority under previous GAAP)	19,380.27
Borrowings (non-current)	28,465.13
Trade payables	1,270.77
Other financial liabilities	5,569.92
Current tax liabilities (net)	233.43
TOTAL	311,545.87

Refer note no 32 for reconciliation and details of subsidiaries

Retained earnings (Refer note G, D)

Retained earnings as at the transition date has been adjusted consequent to the above Ind AS transitional adjustments

(h) Other comprehensive income

Under the previous GAAP, the Company did not present total comprehensive income and other comprehensive income. Hence, it has reconciled the previous GAAP profit to profit as per Ind AS. Further, the previous GAAP profit is reconciled to other comprehensive income and total comprehensive income as per Ind AS.

Changes in fair value gain in equity investments of 10540.57 with corresponding deferred tax expense of 3055.80 has been recognised in Other comprehensive income for the period ended 31st March 2017.

The previous year's including figures as on the date of transition have been reworked, regrouped, rearranged and reclassified wherever necessary. Amounts and other disclosures for the preceding year including figures as at the date of transition are included as an integral part of the current year financial statements and are to be read in relation to the amounts and other disclosures relating to the current year



KAUSHAL INVESTMENTS LIMITED

Regd. Office: 3, Bentinck street, 4th floor , Room No. D-8, Kolkata-700001
Email: info@kaushalinvest.com ; **Website:** www.kaushalinvest.com
CIN: L65993WB1981PLC033363

ATTENDANCE SLIP

Members attending the Meeting in person or by Proxy are requested to complete the attendance slip and hand it over at the entrance of the meeting venue.

Name of the Member(s) (In block letters).....

Name of the Proxy, if any (In block letters)

DP ID*		Folio No.	
Client ID*		No. of Shares	

I hereby record my presence at the 37th Annual General Meeting of the Company at 3, Bentinck street, 4th floor , Room No. D-8, Kolkata-700001, on Monday, the 28th September, 2018 at 3.00 P.M.

Signature of Shareholder.....

Signature of Proxy.....

- 1) Only members or the Proxy holder can attend the meeting.
- 2) Member/Proxy Holder should bring his/ her copy of Annual Report for reference at the meeting.

* Applicable for investors holding shares in electronic form



KAUSHAL INVESTMENTS LIMITED

Regd. Office: 3, Bentinck street, 4th floor , Room No. D-8, Kolkata-700001
Email: info@kaushalinvest.com ; **Website:** www.kaushalinvest.com
CIN: L65993WB1981PLC033363

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(s) of the Shareholder(s) (including joint-holders, if any):	
Registered address of the Shareholder(s):	
Registered Folio No. /Client ID No. /DP ID No.	
No. of equity Shares Held	

I/ We being the member(s) of ____ equity share of the above mentioned Company hereby appoint:

- 1. Name:..... Address:
E-mail Id: Signature:.....,or failing him/her
- 2. Name:.....Address:
E-mail Id: Signature:.....,or failing him/her
- 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 37th Annual General Meeting of the Company, to be held at 3, Bentinck street, 4th floor , Room No. D-8, Kolkata-700001, on Monday, the 28th September, 2018 at 3.00 P.M. in respect of the such resolutions as are indicated below:

* I wish my above Proxy to vote in the manner as indicated in the box below:

Resolution No.	Resolutions	For	Against
ORDINARY BUSINESS			
1.	Ordinary Resolution to be passed to receive, consider and adopt the Audited Accounts of the Company for the year ended 31 st March, 2018 along with Directors' Report and Auditors' Report thereon.		
2.	Ordinary Resolution to appoint a Director in place of Mr. Jitendra Kumar Goyal (DIN : 00468744), who retires by rotation and being eligible, offers himself for re-appointment		
3.	Ordinary Resolution to appoint of Statutory Auditor of the Company.		
SPECIAL BUSINESS			
4.	Ordinary Resolution to appoint Ms. Ritu Agarwal (DIN: 08143534), additional director, as a Non-Executive woman Independent director.		
5.	Ordinary Resolution for approval of Related Party Transactions.		

Signed this _____ day of _____ 2018

Signature of Shareholder: _____

Signature of Proxy holder: _____

Affix Revenue Stamp

Note:

The Proxy Form signed across revenue stamp should reach the Registered Office of the Company at least 48 hours before the scheduled time of Meeting.

For the Resolutions, explanatory statements and notes please refer to the Notice of the 37th Annual General Meeting

* This is only optional. Please put 'X' 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 entitled to vote in the manner as he/she thinks appropriate.



KAUSHAL INVESTMENTS LIMITED

CIN : L65993WB1981PLC033363

JAJODIA TOWER, 3, Bentinck Street, 4th Floor, Room No. D-8, Kolkata - 700001

E-mail : info@kaushalinvest.co, Website : www.kaushalinvest.co

Contact No : 033 2248-5664