INDEPENDENT AUDITORS' REPORT

To the Members of Master Commodity Services Limited

Report on the Financial Statements

We have audited the accompanying financial statements of **Master Commodity Services Limited** ('the Company'), which comprise the Balance Sheet as at 31 March, 2017 the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

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

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

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

Opinion

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

Report on Other Legal and Regulatory Requirements

- 1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
- 2. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of the written representations received from the directors as on 31 March, 2017 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2017 from being appointed as a director in terms of Section 164 (2) of the Act.
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in 'Annexure B'.
 - (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 has disclosed the impact of pending litigation on its financial position in its financial statements- Refer Note 20.1 (c), (d) to the financial statement.
 - (ii) The Company did not have any outstanding long-term contracts including derivative contracts as at 31 March, 2017 for which there were any material foreseeable losses: and
 - (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - (iv) The Company has provided requisite disclosures in its financial statement as to holding as well as dealing in Specified bank notes during the period from 8 November, 2016 to 30 December, 2016 and these are in accordance with books of accounts maintained by the Company. Refer Note 12(a) to the financial statements

For Manjeet Singh & Co.

M. No. 187 5

(Membership No. 088759)

Ludhiana, 27th May, 2017

ANNEXURE A TO THE INDEPENDENT AUDITORS' REPORT

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

- 1. (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - (b) Fixed assets have been physically verified by the management during the year at reasonable intervals and no material discrepancies were identified on such verification.
 - (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- 2. As there is no inventories, the provisions of clause 3 (ii) of the Order are not applicable to the Company and hence not commented upon.
- 3. The Company has granted loan to one party covered in the register maintained under section 189 of the Companies Act, 2013.
 - a) The terms and conditions of the grant of above said loan are not prejudicial to the company's interest;
 - b) In the case of the above said loan granted to the party covered in the register maintained under section 189 of the Act, the terms of arrangements do not stipulate any repayment schedule and loans are repayable on demand. Accordingly, paragraph 3(iii)(b) and 3(iii)(c) of the Order is not applicable to the Company.
- 4. In our opinion and according to the information and explanation given to us, the Company has complied with the provisions of Section 185 read with Section 186 and Section 186 of the Act, with respect to loans, investments, guarantees and security as applicable.
- 5. The company has not accepted any deposits from the public.
- 6. The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the services rendered by the Company.
- 7. a) According to the information and explanations given to us and on the basis of our examination of the record of the Company, the Company has generally been regular in depositing with appropriate authorities undisputed statutory dues including provident fund, employees' state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues applicable to it.

According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees' state insurance, income tax, sales tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues applicable to it were in arrears as at 31 March, 2016 for a period of more than six months from the date they became payable.

b) According to the information and explanations given to us, there are no dues of income tax, Sales Tax, Service Tax, Duty of Customs, Duty of Excise and value added tax which have not

been deposited on account of any dispute. According to the information and explanations the details of dues of income tax which have been deposited on account of dispute are as follows:

| Related To | Authority Where | Pendi | ng | | Financial Year | Disputed Amount |
|------------|-------------------|---------|--------|-----|----------------|-----------------|
| Income Tax | Commissioner | of | Income | Tax | 2012-2013 | 1.20 lacs |
| | (Appeals)-III, Lu | ıdhiana | a | | 2 h | |

- 8. Based on our audit procedures and as per the information and explanations given by the management, we are of the opinion that the Company has not defaulted in repayment of loans or borrowing to a financial institution, bank, government or dues to the debenture holders.
- 9. The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3(ix) of the Order is not applicable to the Company.
- 10. According to the information and explanations given to us, no material fraud by the Company or any fraud on the company by its officers or employees has been noticed or reported during the course of our audit.
- 11. According to the information and explanations given to us and based on our examination of the records of the company, the Company has not paid/provided for managerial remuneration during the year, as such the requisite approvals mandated by the provisions of Section 197 read with Schedule V to the Act are not applicable.
- 12. In our opinion and according to the information and explanations given to us, the Company is not a NIDHI company. Accordingly paragraph 3(xii) of the Order is not applicable.
- 13. According to the information and explanations given to us and based on our examination of the records of the company, transactions with the related parties are in compliance with Section 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- 14. According to the information and explanations given to us and based on our examination of the records of the company, the company has not made any preferential allotment or private placement of share or fully or partly convertible debentures during the year.
- 15. According to the information and explanations given to us and based on our examination of the records of the company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- 16. According to the information and explanations given to us and based on our examination of the records of the company, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For Manjeet Singh & Co.
Chartered Accountants

Manjert Singh Prop.

Membership No. 088759)

ANNEXURE B TO THE INDEPENDENT AUDITORS' REPORT

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

We have audited the internal financial controls over financial reporting of **Master Commodity Services Limited** ('the Company') as of 31 March, 2017 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2)provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3)provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March, 2017 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 Manjeet Singh & Co.

Chartered Accountants

Chartered (a)
Accountants (a)
M. No. 188759 (O)
Manjeet Sing

(Membership No. 088759)

Ludhiana, 27th May, 2017

ASTER COMMODITY SERVICES LTD

Batance Sheet as at 31st March, 2017

| Particulars | Note | As at 31st March, 2017 | As at 31st March, 2016 |
|---|---------|---------------------------------------|--|
| | | Rs. | Rs. |
| EQUITY AND LIABILITIES | | 110. | No. |
| | | | |
| Shareholders' funds | | | |
| Share capital | 1 | 5,500,070 | 5,500,070 |
| Reserves and surplus | 2 | 196,275,015 | 196,585,061 |
| Long Term Liabilities | | 1 | |
| Long Term Borrowings | 3 | 16,739 | 572,253 |
| | , U | 83. | |
| | | 201,791,824 | 202,657,384 |
| Current liabilities | | \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ | |
| Short-term borrowings | 4 | 10,323 | . 2,347,825 |
| Trade payables | 5 | 145,649,586 | 171,317,926 |
| Other current liabilities | 6 | 33,452,633 | 10,319,311 |
| Short-term provisions | 7 | 1,337,266 | 2,962,093 |
| (A State Application of Co.) → The control of th | | 180,449,808 | 186,947,155 |
| TOTAL | | 382,241,631 | 389,604,539 |
| ASSETS | | | |
| Non-current assets | 8 | | * |
| Fixed assets | 8 | 21,693,558 | 22,082,780 |
| Non Current Investments | 9 | 120,000 | Excisionate and a section of the contract of t |
| Long-term loans and advances | 10 | 710,002 | |
| Deferred tax Assets(Net) | 19.2 | 919,639 | 9,547,800 |
| Deletied tax Assers(Net) | 18.2 | 23,443,198 | 32,451,953 |
| Current assets | | 20,440,100 | 32,401,300 |
| Trade receivables | 11 | 7,365,347 | 16,478,540 |
| Cash and cash equivalents | 12 | 232,371,909 | 201,830,196 |
| Short-term loans and advances | 13 | 119,061,176 | 138,843,850 |
| official found and declarate | | 358,798,432 | 357,152,586 |
| | | * * * | |
| TOTAL | | 382,241,631 | 389,604,539 |
| Significant Accounting Policies Notes on Financial Statements | 1 to 21 | | - V |

As per our Report of even date

For Manjeet Singh & Co.

Chartered Accountants

Firm Registration Number 011831N

Accountants (2)

Manjeet Singh

Prop. WOHIAS M.No. 088759

Place: Lydhiana Date: 27/05/2017 **Dinesh Kumar Sharm**

General Manager

Shelved

-Accounts

For and on behalf of the Board

R. K. Singhania

Director DIN-00077540 Harjeet Singh Arora

Director DIN-00063176

MASTER COMMODITY SERVICES LTD

Statement of Profit and Loss for the year ended 31st March, 2017

| Particulars | Note No. | For the year ended 31st March, 2017 | For the year ended 31st March, 2016 |
|--|----------|--|-------------------------------------|
| | | Rs. | Rs. |
| INCOME | | | Y) |
| Revenue from operations (gross) | 14 | 112 205 502 | 400 000 700 |
| Other income | 15 | 113,205,592 2,232,015 | 132,639,708 2,304,763 |
| | | =,===,= ,= | 2,004,700 |
| Total Revenue | | 115,437,606 | 134,944,471 |
| Expenses | | | |
| Employee benefits expense | 16 | . 27,021,895 | 23,367,309 |
| Finance costs | 17 | 1,674,626 | 1,810,623 |
| Depreciation | 8 | 608,597 | 1,022,907 |
| Other expenses | 18 | 75,467,300 | 101,925,294 |
| Total Expenses | | 104,772,419 | 128,126,133 |
| Design had a second | | | |
| Profit before tax | - 60 | 10,665,188 | 6,818,338 |
| Tax expense: | | | 8 |
| Current tax expense for current year | | 2,700,000 | 2,100,000 |
| Deferred tax | | (98,265) | (513,883) |
| Excess/ Less for Tax expense relating to prior years | | 8,373,499 | (1,461,007) |
| Profit for the year | _ | (310,046) | 6,693,228 |
| Earnings per equity share of face value Rs. 10 each | E4 . | - | |
| Basic and Diluted (in Rs.) | 2 | (0.56) | 12.17 |
| Weighted average number of shares outstanding | | 550,007 | 550,007 |
| and a state of the | | 330,007 | 330,007 |
| Significant Accounting Policies | 1 to 20 | | |
| Notes on Financial Statements | | | |
| | | | |

As per our Report of even date

For Manjeet Singh & Co.

Chartered Accountants

Firm Registration Number 011831N

M.No. 088759

Place: Ludhiana Date: 27/05/2017 Dinesh KumarSharm

General Manager

-Accounts

Director

DIN-00077540

R. K. Singhania Harjeet Singh Arora

For and on behalf of the Board

Director

DIN-00063176

MASTER COMMODITY SERVICES LTD

Cash Flow Statement for the year ended 31st March, 2017

| For the year ended 31st March, 2017 | | For the year ended 31st March, 2016 | |
|--|-------------|--|---|
| Rs. | Rs. | Rs. | Rs. |
| | | | |
| | 10,665,188 | | 6,818,33 |
| | | | 0,010,00 |
| 608,598 | | 1.022.908 | |
| | | 1,000,000 | |
| | 608,598 | 1 | 1,022,90 |
| | 11,273,786 | | 7,841,24 |
| 2 | | | |
| | | | |
| | 1 | 5.075.0425.036.0000.000 | |
| | 1.0 | | |
| | 1 | | |
| 8,837,798 | | 4,501,568 | |
| 1 | | | |
| (25,668,340) | | 47 040 208 | |
| | | | |
| | | | |
| | | | |
| , , , , , , , , | 30 680 801 | 1,701,000 | 73,711,15 |
| | | | |
| | 41,854,567 | | 81,552,404 |
| - 1 | | | - |
| - 1 | 41.954.587 | | 81,552,404 |
| | | | (638,993 |
| 1 | 30,881,088 | | 80,913,411 |
| | 1 | | |
| | (210.275) | | (704 704 |
| | (219,375) | | (721,704 |
| | (120,000) | | |
| | (120,000) | | 197 |
| | | | - |
| | (339,375) | - 1 | (721,704 |
| | | | |
| | | 1 | |
| | | | |
| | | | |
| | - | | |
| | 30.541.713 | | 80,191,707 |
| . 1 | | | 121,638,489 |
| 1 | 232,371,909 | | , , |
| | 31st Marc | 31st March, 2017 Rs. Rs. 10,665,188 608,598 608,598 11,273,786 9,113,193 19,782,674 8,837,798 (25,668,340) 23,133,320 (2,893,016) (1,624,827) 30,680,801 41,954,587 (11,073,499) 30,881,088 (219,375) (120,000) | 31st March, 2017 Rs. Rs. 10,665,188 608,598 1,022,908 608,598 11,273,786 9,113,193 19,782,674 8,837,798 (25,668,340) 23,133,320 (2,893,016) (1,624,827) 30,680,801 41,954,587 (11,073,499) 30,881,088 (219,375) (120,000) - (339,375) |

For Manjeet Singh & Co.

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Mecovitanis Manifest singh 088759 O

M.no. 088759

Place Ludhiana 1 A

Date 27/05/2017

For and on behalf of the Board

Dinesh Kumar Sharn General Manager

-Accounts

R. K. Singhania Director DIN-00077540

Harjeet Singh Arora

Director DIN-00063176

SIGNIFICANT ACCOUNTING POLICIES

A Basis of Preparation of Financial Statements

The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP). The Company has prepared these financial statements to comply in all material respects with the Accounting Standards notified under section 133 of the Companies Act, 2013 ('the Act'), read with Rule 7 of the Companies (Accounts) Rules, 2014. The financial statements have been prepared on an accrual basis and under the historical cost convention.

B Fixed Assets

Fixed assets are carried at cost less accumulated depreciation and impairment losses, if any. The cost of fixed assets includes interest on borrowings attributable to acquisition of qualifying fixed assets up to the date the asset is ready for its intended use and other incidental expenses incurred up to that date. Subsequent expenditure relating to fixed assets is capitalised only if such expenditure results in an increase in the future benefits from such asset beyond its previously assessed standard of performance.

C Depreciation and Amortisation

Depreciation on fixed assets is provided on the straight line method using the rates arrived at based on useful life of the assets prescribed under Schedule II of the Companies Act, 2013 which is also as per the useful life of the assets estimated by the management.

DImpairment of Assets

The company is making an assessment whether any indication exists that an asset has been impaired at the end of the year. If any such indication exists, an impairment loss i.e. the amount by which the carrying amount of an asset exceeds its recoverable amount is provided in the books of accounts.

Elinvestments

Long term investments are valued at cost unless there is a decline in value other than temporary. Current investments are stated at lower of Cost or Fair Value

FInventories

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

G Revenue Recognition

(a) The company follows the mercantile system of accounting and recognizes profit or loss on that basis.

(b)Misc. expenditure have been written off @ 20% during the year.

H Employee Benefits

Defined Benefit Plans (Gratuity):

The Company has a defined benefit Gratuity plan covering all its employees. Gratuity is covered under a scheme of Life insurance Corporation of India(LIC). Provision for gratuity, which is defined benefit plan , is made on the basis of an acturial valuation , as per AS-15 issued by ICAI, carried out by an independent actuary at the balance sheet date, using the projected unit credit method.

Borrowing Costs

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. All other borrowing costs are charged to revenue.

J Taxes on income

Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act. 1961.

Deferred tax is recognised on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantially enacted as at the reporting date. Deferred tax liabilities are recognised for all timing differences. Deferred tax assets in respect of unabsorbed depreciation and carry forward of losses are recognised only if there is virtual certainty that there will be sufficient future taxable income available to realise such assets. Deferred tax assets are recognised for timing differences of other items only to the extent that reasonable certainty exists that sufficient future taxable income will be available against which these can be realised. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Company has a legally enforceable right for such set off. Deferred tax assets are reviewed at each Balance Sheet date for their realisability.

K Provisions and contingencies

Contingent liabilities, if material, are disclosed by way of notes, contingent assets are not recognized or disclosed in the financial statements, A provision is recognized when an enterprise has a present obligation as a result of past event(s) and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation(s), in respect of which a reliable estimate can be made for the amount of obligation.

Note 1 Share capital

| Particulars | As at 31st Ma | arch, 2017 | As at 31 March, 2016 | |
|----------------------------------|------------------|------------|----------------------|-----------|
| | Number of shares | Amount | Number of shares | Amount |
| Authorised | | | | |
| Equity shares of Rs.10 each | 750,000 | 7,500,000 | 750,000 | 7,500,000 |
| | | 5° ° | | |
| Issued | | | | |
| Equity shares of Rs.10 each | 550,007 | 5,500,070 | 550,007 | 5,500,070 |
| | | * 7 | | |
| Subscribed and fully paid up | | au 3 | 100 | |
| Equity shares of Rs.10 each | 550,007 | 5,500,070 | 550,007 | 5,500,070 |
| Subscribed but not fully paid up | | | | |
| Equity shares of Rs.10 each | , la 8 + | 2 | N 8= | _ |
| | | | | |
| | | | | |
| Total | 550,007 | 5,500,070 | 550,007 | 5,500,070 |

- 1.1 The Company has only one class of equity shares having a par value of Rs. 10 per share. Each shareholder is eligible for one vote per share.
- 1.2 The details of shareholders holding more than 5% shares:

| Name of the shareholder | As at 31st Ma | rch, 2017 | As at 31 March, 2016 | | |
|----------------------------|--------------------------|--------------|--------------------------|--------------|--|
| | Number of shares held | % of holding | Number of shares held | % of holding | |
| Master Capital Services td | 550,007 | 100 | 550,007 | 100 | |

1.3 The reconciliation of the number of shares and amount outstanding is set out below:

| Particulars | As at 31st March, 2017 | As at 31 March, 2016 |
|--|------------------------|----------------------|
| | Number of shares | Number of shares |
| Equity Shares at the beginning of the year | 550,007 | 550,007 |
| Equity Shares at the end of the year | 550,007 | 550,007 |

Note 2 Reserves and surplus

| Particulars | As at 31st March, 2017 | As at 31st March, 2016 |
|----------------------------|------------------------|------------------------|
| | Rs. | Rs. |
| Securities Premium Account | | |
| As per last Balance Sheet | 29,400,000 | 29,400,000 |
| Profit and Loss Account | | |
| As per last Balance Sheet | 167,185,061 | 160,491,833 |
| Add: Profit for the year | -310046 | 6,693,228 |
| Closing balance | 166,875,015 | 167,185,061 |
| Total | 196,275,015 | 196,585,061 |

Note 3 Long Term Borrowings

| Particulars | As at 31st March, 2017 | As at 31st March, 2016 |
|--|------------------------|------------------------|
| Term Loans | Rs. | Rs. |
| From Banks | 16,739 | 572,253 |
| hypothecation of Cars, Repayable in | | |
| Equated Monthly Instalments) | 9 | 72 |
| Installments falling due in respect of all the | | |
| above loans upto 31 March, 2018 have | p. | 19 |
| been grouped under " Current maturities " | | 4. |
| Total | 16,739 | 572,253 |

Note 4 Short-term borrowings

| Particulars | As at 31st March, 2017 | As at 31st March, 2016 |
|--|------------------------|------------------------|
| E CONTRACTOR OF THE CONTRACTOR | Rs. | Rs. |
| From banks/Financial Institutions: Secured Against Fixed Deposits | 10,323 | 2,347,825 |
| Total | 10,323 | 2,347,825 |

Note 5 Trade payables

| Particulars | As at 31st March, 2017 | As at 31st March, 2016 |
|----------------|------------------------|------------------------|
| | Rs. | Rs. |
| Trade payables | 145,649,586 | 171,317,926 |
| Total | 145,649,586 | 171,317,926 |

Note 6 Other current liabilities

| Particulars | As at 31st March, 2017 | As at 31st March, 2016 |
|---|------------------------|------------------------|
| | Rs. | Rs. |
| Loans and advances to related parties: | 17,974,599 | _ |
| Current Maturities of Long Term Debt(Refer Note3) | 658,021 | 807,696 |
| Statutory dues | 130,853 | 1,507,356 |
| Others Payables | 14,689,159 | 8,004,259 |
| Total | 33,452,633 | 10,319,311 |

Note 7 Short-term provisions

| Particulars | As at 31st March, 2017 | As at 31st March, 2016 |
|--|------------------------|------------------------|
| | Rs. | Rs. |
| Provision for gratuity (Refer note 20.6) | 1,337,266 | 2,962,093 |
| Total | 1,337,266 | 2,962,093 |

Notes forming part of the financial statements

Note 8 Fixed assets

| Particulars | | Gross | Gross block | 40 | | Accumulate | Accumulated depreciation | | Net | Net block |
|------------------------------|-------------------------------------|-----------|------------------------|--------------------------------------|-------------------------------------|-----------------------------------|----------------------------------|--------------------------------------|---|--------------------------------------|
| | Balance as at 1st April, 2016 | Additions | Disposals/ Transfer | Balance as at 31st March, 2017 | Balance as at 1st April, 2016 | Depreciation expense for the year | Eliminated on disposal of assets | Balance as at 31st March, 2017 | Balance Balance Balance as at as at as at 31st March, 2017 31st March, 2017 | Balance as at 31st March, 2016 |
| | Rs. | Rs. | Rs. | Rs. | Rs. | Rs. | Rs. | Rs. | Rs. | Rs. |
| Electric Fitting | 573,074 | , | • | 573,074 | 75,326 | 27,221 | | 102,547 | 470,527 | 497,748 |
| Computer Software & Hardware | 2,608,977 | 1 | | 2,608,977 | 2,549,119 | | 2 | 2,549,119 | 59,858 | 59,858 |
| Office equipment | 155,852 | 219,375 | ĸ | 375,227 | 22,020 | 13,455 | Ĭ | 35,475 | 339,752 | 133,832 |
| Furniture & Fitting | 1,581,568 | | * | 1,581,568 | 154,790 | 100,113 | • | 254,903 | 1,326,665 | 1,426,778 |
| Vehicles | 4,462,403 | 30) | ee1 | 4,462,403 | 1,762,218 | 423,928 | | 2,186,146 | 2,276,257 | 2,700,185 |
| Land | 14,681,628 | , ° | ž | 14,681,628 | Ĩ | ī | 1 | 1 | 14,681,628 | 14,681,628 |
| Building | 2,643,376 | ı | | 2,643,376 | 60,625 | 43,880 | • | 104,505 | 2,538,871 | 2,582,751 |
| Total | 26,706,878 | 219,375 | | 26,926,253 | 4,624,098 | 608,597 | 1 | 5,232,695 | 21,693,558 | 22,082,780 |
| Previous year | 25,985,174 | 721,704 | | 26,706,878 | 3,601,191 | 1,022,907 | • | 4,624,098 | 22,082,780 | |

Note 9 Non Current Investments

| Particulars | As at 31st March, 2017 Rs. | As at 31st March, 2016 Rs. |
|--|-------------------------------|-------------------------------|
| (Quoted) 120000 (Nil) Equity Shares of Rs. 10/- each of Prime Industries Ltd | 120,000 | |
| Total | 120,000 | |
| Market value as on 31.03.2017 | 91200 | |

Note 10 Long-term loans and advances

| Particulars | As at 31st March, 2017 Rs. | As at 31st March, 2016 Rs. |
|---|-------------------------------|-------------------------------|
| Advance income tax (net of provision for tax) | 710,002 | 9,547,800 |
| Total | 710.002 | 9,547,800 |

Note 11 Trade receivables

| Particulars | As at 31st March, 2017 Rs. | As at 31st March, 2016 Rs. |
|---|-------------------------------|-------------------------------|
| Trade receivables outstanding for a period exceeding six Unsecured, considered good Other Trade receivables | 3,280,830 | 3,403,026 |
| Unsecured, considered good | 4,084,517 | 13,075,514 |
| Total | 7.365.347 | 16.478.540 |

Note 12 Cash and cash equivalents

| Particulars | As at 31st March, 2017 | As at 31st March, 2016 |
|-----------------------------|------------------------|------------------------|
| | Rs. | Rs. |
| Cash on hand/Imprest | 196,886 | 129,693 |
| Net Cheques, Drafts on Hand | 9,026,089 | 68,982,734 |
| Balances with banks | 8 8 | |
| In current accounts | 13,648,934 | 1,717,769 |
| In deposit accounts * | 209,500,000 | 131,000,000 |
| Tota | 232.371.909 | 201.830.196 |

a)

Disclosure Regarding Specified bank Notes

| | SBN'S | Other denomination notes | Total | 1 |
|--|---------|--------------------------|---------|---|
| Closing Cash In hand as on 08 Nov,2016 | 1245000 | 180377 | 1425377 | |
| (+) Withdrawal From Bank accounts | , i=1 | 120000 | 120000 | |
| (+) Permitted receipts | - | | E . | |
| (-) Permitted Payments | - | 6170 | 6170 | |
| (-) Deposited In Bank Account | 1245000 | - | 1245000 | |
| Closing Cash In Hand as on 30 Dec,2016 | 0 | 294207 | 294207 | |

Note 13 Short-term loans and advances

| Particulars | As at 31st March, 2017 Rs. | As at 31st March, 2016 Rs. |
|--|-------------------------------|-------------------------------|
| | No. | RS. |
| Loans and advances towards : | ii ii | 1 |
| Margin Deposit with Commodity Exchanges & Other | \$5 | |
| Unsecured, considered good | 111,290,090 | 109,741,090 |
| Loans and advances to related parties: | OPERATE CONTROL OF THE | 1 |
| Unsecured, considered good | | 21,901,749 |
| Prepaid expenses - Unsecured, considered good | 181,597 | 668,680 |
| Other Loans & Advances- Unsecured, considered good | 7,589,489 | 6,532,331 |
| Total | 119.061.176 | 138.843.850 |

Notes:
* Deposit are pledged against overdraft facility

Note 14 Revenue from operations

| Particulars | For the year ended 31st March, 2017 | For the year ended 31st March, 2016 |
|---|-------------------------------------|--|
| Income from Brokerage/Sale Purcahse of Commodities/Units/Derivative Trading | 93,105,833 | 120,665,989 |
| Interest Income | 20,099,759 | 11,973,720 |
| Total | 113,205,592 | 132,639,709 |

Note 15 Other income

| Particulars | For the year ended 31st March, 2017 Rs. | For the year ended 31st March, 2016 Rs. |
|---|---|---|
| Other non-operating income Miscellaneous income | 2,232,015 | 2,304,763 |
| Total | 2,232,015 | 2,304,763 |

Note 16 Employee benefits expense

| Particulars | | For the year ended 31st March, 2017 Rs. | For the year ended 31st March, 2016 Rs. |
|------------------------|------|---|---|
| Salaries and wages * | | 27,016,077 | 22,924,927 |
| Staff welfare expenses | | 5,818 | 442,382 |
| To | otal | 27,021,895 | 23,367,309 |

^{*} Includes Gratuity amounting to Rs.644711/- (Year ended March 31, 2016 :Rs .1984499/-)

Note 17 Finance costs

| Particulars | For the year ended 31st March, 2017 Rs. | For the year ended 31st March, 2016 Rs. |
|-----------------------|---|---|
| Interest expense on: | | |
| Borrowings | 483,980 | 462,997 |
| Other borrowing costs | | |
| - Bank Charges | 1,190,646 | 1,347,626 |
| To | otal 1,674,626 | 1,810,623 |

Note 18 Other expenses

| Particulars | For the year ended 31st March, 2017 | For the year ended 31st March, 2016 |
|---|--|--|
| | Rs. | Rs. |
| Printing & Stationery | 358,719 | 577,855 |
| Postage, Telegram & Telephone | 535,506 | 1,090,939 |
| Rent | 1,645,708 | 1,385,236 |
| Fees & Taxes | 197,188 | 78,936 |
| Travelling & Conveyance | 462,647 | 573,773 |
| Legal & Professional Charges | 4,941,910 | 4,057,710 |
| Sub-Brokerage | 35,848,764 | 52,656,907 |
| Turnover Charges | 25,253,068 | 26,356,759 |
| Payments to auditors | | |
| As auditors - statutory audit | 60,000 | 60,000 |
| For Other matters | 20,000 | 20,000 |
| Office & Other Maintenance | 1,229,334 | 348,642 |
| General Expenses | 2,171,263 | 643,431 |
| V-Sat,Internet/User Id Subscription Charges | 1,336,629 | 1,623,946 |
| Bad Debts | 1,406,565 | 12,451,160 |
| Total | 75,467,300 | 101,925,294 |

Note 19.1 Disclosures under Accounting Standards (contd.)

| | Particulars | | | | | |
|--|--|--|--|--|--|--|
| Related party transactions | | | | | | |
| Details of related parties: Description of relationship | Names of related parties | | | | | |
| Ultimate Holding Company | Master Trust Ltd | | | | | |
| Holding Company | Master Capital Services Ltd | | | | | |
| Fellow Subsidiaries | Master Insurance Brokers Ltd, ,HA Share & Stock Brokers Ltd,Master Portfolio services Limited,Master Infrasturcture & Real Estate Developers Ltd | | | | | |
| Associates | Master Share & Stock Brokers Ltd, , Harjeet Singh Arora (Huf), Firms where Master Infrasturcture & Real Estate Developers Ltd having Partnership Share, Hk Arora Real Estate Services Limited Prime Industries Limited | | | | | |
| Key Management Personnel (KMP) | Mr. Harjeet Singh Arora, Mr. R.K Singhania & Mr. Harinder Singh | | | | | |
| Relatives of KMP | Mrs. Harneesh kaur Arora, Palka Arora, Jashanjot Singh, Puneet Singhania | | | | | |

Note: Related parties have been identified by the Management.

Details of related party transactions during the year ended 31 March, 2017 and balances outstanding

Rs.

| as at 31 March, 2017: | Ultimate Holding Company | Holding Company | Fellow Subsidiaries | Associates | KMP | Relatives of KMP | Total |
|---|----------------------------------|--------------------------|---------------------------|------------|--------------------|---------------------|---------------------------------|
| Brokerage Earned | 2- | • | 8,231,792 (12,514,363) | - | 609 | - | 8,232,401 (12,514,363) |
| Interest Earned | - | 4,340,868 (1,728,623) | | 8 | ű. | - | 4,340,868 (1,728,623) |
| Rent Paid | - | | | 9,000 | 75,000 (75,000) | 75,000 (75,000) | 159,000 (159,000) |
| Professional Charges | - | | 2,400,000 (2,400,000) | * | - | - | 2,400,000 (2,400,000) |
| Equity Contribution | | 5,500,020 (5,500,020) | 5 Th | ; <u>.</u> | - | - | 5,500,020 (5,500,020) |
| Corporate Guarantees given by others | 3,500,000,000 (3,500,000,000) | | <u> </u> | - | | - | 3,500,000,000 (3,500,000,000 |
| Balances outstanding at the end of the year | | | | | | | |
| Payables | | 17,974,599 | - (14,387,025) | 20 | | * | 17,974,599 (14,387,025 |

Note: Figures in bracket relates to the previous year

Name of the Company Notes forming part of the financial statements

Note 19.2 Disclosures under Accounting Standards (contd.)

| Note | Particulars | As at 31 March, 2017 Rs. | As at 31 March, 2016 Rs. |
|------|---|--------------------------------|--------------------------------|
| 40.0 | D. C | KS. | No. |
| 19.2 | Deferred tax (liability) / asset Tax effect of items constituting deferred tax liability On difference between book balance and tax balance of fixed assets | (194,833) | (93,913) |
| | Tax effect of items constituting deferred tax liability | (194,833) | (93,913) |
| | Tax effect of items constituting deferred tax assets Provision for compensated absences, gratuity and other employee | 1,114,472 | 915,287 |
| | benefits Tax effect of items constituting deferred tax assets | 1,114,472 | 915,287 |
| | Net deferred tax asset | 919,639 | 821,374 |

- 20 Notes on Account
- 20.1 Contingent liabilities
- (a) Bank Guarantees of Rs.637.50 Lacs (previous year Rs.1137.50 Lacs) in favour of Multi Commodity Exchange of India Ltd for our exposure as Trading/Clearing Member.
- (b) Bank Guarantees of Rs.132.50 Lacs (previous year Rs.215.00 Lacs) in favour of National Commodity & Derivatives Exchange Ltd for our exposure as Trading/Clearing Member
- (C) As per an Ex-Parte Ad-Interim Order by SEBI (WTM/RKA/ISD/162/2014) in the matter of First Financial Services Limited, Master Commodity Services Limited amongst others, inter-alia, has been restrained from accessing the Securities Market and buying, selling or dealing in Securities either directly of indirectly, in any manner, till further directions. The order has affected one of its activity i.e Trading /Investment in Securities till further directions.

The SEBI has further issued confirmatory Ad-interim order WTM/RKA/ISD/113/2016 dated 25 August 2016 confirming the aforesaid Ex-Parte Ad-Interim Order and has given interim/additional reliefs to the entities. The order is being contested by the company and is sub-judice. In the view of the management and as per the legal advice, no liability is likely to arise. Even, the amount of liability, if any, is indeterminate. Accordingly, no liability has been provided for

- (D) The Company has other small litigations with the clients, which have arisen in ordinary course of business. The Company has reviewed the impact of all such litigations on Financial Position. In view of the management and the legal advice sought, no provision is required to be made in case of litigation against/by the company .Therefore, provisionfor the same has not been provided in books of accounts.
- 20.2 The Company has a procedure of receiving Fdr's from its clients as margins. Such Fixed Deposits are in the Name of the company and are kept with Principle Commodity Exchange as margin money. The Interest earned/accrued on such fdr's is credited by the issuing bank directly to the account of concerned clients, as such the the interest on such fdr's has not been accured to the Company's account.
- 20.3 The company is mainly engaged in commodity broking business, So there are no separate reportable segments as per Accounting Standard (AS) 17 on "Segment Reporting".

20.4 Gratuity(post employement benefit plan)

The company operates a defined plans viz gratuity for its employees. Under the gratuity plan ,every employee who has completed atleast five years of service gets a gratuity on departure @ 15 days of last drawn salary for each completed year of service. The scheme is funded with an insurance company in the form of qualifying insurance policy

| | For the year ended | For the year ended |
|--|-------------------------------------|--------------------|
| | 31st march,2017 | 31st march,2016 |
| Current service cost | 620,198 | 250,793 |
| Interest cost on benefit obligation | 236,967 | 100,856 |
| expected return on plan assets | - | 0 |
| Net acturual(gain)/loss recognised in the year. | (212,454) | 1,632,850 |
| | 644,711 | 1,984,499 |
| Balance Sheet | | |
| Present value of defined benefit obligation | 3,373,266 | 2,962,093 |
| Fair value of plan assets | 2,010,981 | 5 |
| Plan liability | 1,362,285 | 2,962,093 |
| Changes In the present value of the defined benefi | it obligation are as follows | |
| Opening defined benefit obligation | 2,962,093 | 1,260,705 |
| current service cost | 620,198 | 250,793 |
| Interest cost | 236,967 | 100,856 |
| Benefits paid | 233,538 | 283,111 |
| Acturial (gain)losses on obligation | (212,454) | 1,632,850 |
| Closing defined benefit obligation | 3,373,266 | 2,962,093 |
| The principal assumptions used in determining gr | I atuity obligation for the comp | any's plan are |
| shown below | 2 1 | |
| Discount rate | 8.00 | 8.00 |
| Expected rate of Future salary esclation | 7.00 | 5.00 |

- 20.5 Income from Brokerage / Commodity Units Trading Include Income from Brokerage Rs 9,31,05,833 [Previous Year Rs.12,06,65,989/-]. Certain common expenses have been paid/shared with group companies according to usage.
- 20.6 Disclosures relating to amount unpaid at the year end and together with Interest required under Micro, Small and Medium Enterprise Development Act 2006 have been given to the extent company has received the information from supplier's information from supplier's regarding the status under such Act.

Note 21 Previous year's figures

Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

As per our Report of even date

For Mangeet Singh & Co.

Chartered Accountants

Firm Registration Number 011831N

Cacgountanis

Manjeet Singhy

Prop.

M.No. 0887

Place: Ludhiana Date: 27.05.2017 For and on behalf of the Board

Dinesh Sharma

R. K. Singhania

Harjeet Singh Arora

General Manager-Accounts

Director

Director

DIN-00077540

DIN-00063176