

29th Annual Report
2019-2020

IFSL

INTEGRATED FINANCIAL SERVICES LIMITED

CORPORATE INFORMATION

CORPORATE IDENTITY NUMBER

L74140DL1992PLC047849

BOARD OF DIRECTORS

Shri. Subhash Chander Khaneja, Chairman
Smt. Rajni Khaneja, Whole time Director
Shri. Virender Khaneja, Non Executive Director
Smt. Rachna Batra, Independent Director
Shri. Sunil Sobti, Independent Director
Shri. S. P. Oberoi, Independent Director
Shri. Kunal Khaneja, Executive Director

CHIEF FINANCIAL OFFICER

Shri Kunal Khaneja

COMPANY SECRETARY

Shri S. C. Khaneja

REGISTERED OFFICE

304, 3rd Floor,
New Delhi House,
27, Barakhamba Road,
New Delhi – 110 001

STATUTORY AUDITORS

Anuj Goyal Associates

R-212, Dua Complex,
24, Veer Savarkar Block,
Shakarpur, Vikas Marg,
Delhi – 110 092.

SECRETARIAL AUDITOR

M/s. Charu Sandeep & Co.

Practicing Company Secretary
E-29, Jawahar Park, Near Hira Sweets,
Laxmi Nagar, Delhi-110 092

REGISTRAR & SHARE TRANSFER AGENTS

Beetal Financial & Computer Services (P) Ltd.

Beetal House, 3rd Floor, 99, Madangir, BH-Local
Shopping Complex, Near Dada Harsukhdas Mandir,
New Delhi – 110062

BANKERS

HDFC Bank Ltd.

STOCK CODE & ISIN

Scrip Code:500212

ISIN :INE898B01017

WEBSITE & EMAIL

www.integratedfinancial.in

investors@integratedfinancial.in



Form A

(in pursuant to Regulation 33 (3) (d) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015)

COVERING LETTER OF THE ANNUAL AUDIT REPORT TO BE FILED WITH THE STOCK EXCHANGE

Name of the company	:	Integrated Financial Services Limited
Annual financial statements for the year ended	:	31 st March, 2020
Type of Audit observation	:	Un-qualified
Frequency of observation	:	None and Not Applicable

For Integrated Financial Services Limited

Sd/- Subhash Chander Khaneja Chief Executive Officer DIN: 00042758	Sd/- Kunal Khaneja Chief Financial Officer DIN: 00347845	Sd/- Rachna Batra Chairperson (Audit Committee) DIN: 00042861
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For Anuj Goyal Associates

Chartered Accountants
Firm Regn. No.- 008784N

Sd/-
Anuj Goyal
Proprietor
M. No. - 087318



DIRECTOR'S REPORT

To
The Members of Integrated Financial Services Limited

Your Directors have pleasure in presenting the Twenty Ninth Annual Report together with the Audited Statement of Accounts of the company for the Financial Year ended 31st March, 2020.

FINANCIAL RESULTS

	(Rs. In Lakhs)	
	YEAR ENDED 31 MARCH, 2020	YEAR ENDED 31 MARCH, 2019
Income from Operation	416.61	453.53
Profit before Depreciation and Tax	(555.82)	24.90
Depreciation	-	-
Profit before Tax	(555.82)	24.90
Profit after Tax	(638.10)	(65.48)
Dividend Paid	54.00	72.00
Tax on Dividend	11.10	14.66
Transfer to General Reserve/ Retained earnings	(638.10)	(65.48)

OPERATIONS

The Income from Operations of the Company for the financial year 2019-20 stood at Rs.416.61 Lakhs as against Rs. 453.53 Lakhs in the previous year. The profit after tax stood at Rs (638.10) Lakhs during the year under review against Rs. (65.48) Lakhs during the previous year.

SHARE CAPITAL

The Authorised Share Capital of the company stands at Rs.6,00,00,000/- (divided into 60,00,000 shares of Rs.10/- each) fully paid up. During the year under review, there has been no change in the Authorised and Paid-up Share Capital of the company.

Your company has neither issued any shares with differential voting rights nor any Sweat Equity shares during the year under review.

DEPOSITS

During the year under review, your company has neither accepted nor invited any deposit from the public falling within the ambit of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules 2014 and Non-Banking Financial Companies Acceptance of Public Deposits (Reserve Bank) Directions,1998 and Rules and Regulations made thereunder.

RESERVES

During the year under review, an amount of Rs. (638.10) Lakhs have been transferred to the General Reserve.

DIVIDEND

During the year under review, your Company's operations hit by economic slowdown and reported loss, therefore, no dividend has been recommended by the Board of the company.

TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND

Pursuant to the applicable provisions of the Companies Act, 2013, read with IEPF Authority (Accounting, Audit, Transfer and Refund) Rules 2016 ('the Rules'), all unpaid or unclaimed dividends are required to be transferred by the Company to the IEPF established by the Government of India, after completion of seven years. Further, according to the Rules, the shares on which dividend has not been paid or claimed for seven consecutive years or more shall also be transferred to the Demat Account of the IEPF Authority.



DIRECTORS AND KEY MANAGERIAL PERSONNELS

There is no change in the composition of Board of Directors of the Company during the Financial Year ended 31.03.2020.

None of the Directors of the Company are disqualified from being appointed or re-appointed as a Director as specified under section 164 of the Companies Act, 2013.

The Key Managerial Personnel of the Company are Mr. Subhash Chander Khaneja, Company Secretary, Mr. Kunal Khaneja, CFO and Mrs. Rajni Khaneja, Whole time Director.

DECLARATIONS GIVEN BY INDEPENDENT DIRECTORS

All the Independent Directors have confirmed to the Board that they meet the criteria of independence as specified under Section 149(6) of the Act and that they qualify to be Independent Directors pursuant to the Rule 5 of the Companies (Appointment and Qualification of Directors) Rules, 2014. They have also confirmed that they meet the requirements of 'Independent Director' as mentioned under Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The confirmations were placed before and noted by the Board at the meeting of Board of Directors held on 28.05.2019 during the Financial Year 2019-20.

BOARD MEETINGS

The Board meets at regular interval to discuss and decide on Company's policies and strategy apart from other Board matters. The tentative annual calendar of the Board is circulated in advance to facilitate the Directors to plan their schedule and to ensure participation in the meetings. Minimum four pre-scheduled Board meetings are held annually, 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 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board of Directors met four times during the Financial Year 2019-2020 viz., 28.05.2019; 13.08.2019; 14.11.2019 and 13.02.2020. The maximum time period between the two board meetings did not exceed 120 days.

BOARD COMMITTEES

All the Committees of the Board of Directors are constituted in Line with the provisions of the Companies Act, 2013 and applicable regulations of SEBI (Listing Obligations and Disclosure Requirement) Regulations,2015.

Details of all committees alongwith their composition, terms of reference and meetings held during the year are provided in Corporate Governance Report forming part of the Annual Report.

VIGIL MECHANISM/WHISTLE BLOWER POLICY

The Company has established a Vigil Mechanism/Whistle Blower Policy to provide appropriate avenues to the Directors and employees to bring to the attention of the Management, the concerns about behavior of employees that raise concerns including fraud, suspected fraud, unethical behavior, violation of any code of conduct or policy in force and any other like matter by using the mechanism provided in the Whistle Blower Policy. The details of the said Policy are included in the Report on Corporate Governance which forms part of the Annual Report. During the Financial Year 2019-2020, no cases under this mechanism were reported in the Company and any of its associates.

RISK MANAGEMENT AND INTERNAL FINANCIAL CONTROLS

The Company understands that risk evaluation and risk mitigation is a function of the Board of the Company and the Board of Directors are fully committed to developing a sound system for identification and mitigation of applicable risks. Your company has a well defined Risk Management framework in place.



Further, your company has an adequate system of internal control procedures which is commensurate with the size and nature of business. The internal control systems of the company are monitored and periodically reviewed by the audit committee of the Board of Directors.

Your Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively. In this regard, your Board confirms the following:

- i. Systems have been laid to ensure that all transactions are executed in accordance with management's general and specific authorization.
- ii. Systems and procedures exist to ensure that all transactions are recorded as necessary to permit preparation of financial statements in conformity with Generally Accepted Accounting Principles or any other criteria applicable to such statements, and to maintain accountability for aspects.
- iii. Access to assets is permitted only in accordance with management's general and specific authorization. No assets of the Company are allowed to be used for personal purposes, except in accordance with terms of employment or except as specifically permitted.
- iv. The existing assets of the Company are verified/ checked at reasonable intervals and appropriate action is taken with respect to differences, if any.

DIRECTOR'S RESPONSIBILITY STATEMENT

Pursuant to the provisions of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, it is hereby confirmed that:-

- i. that in the preparation of the annual accounts, the applicable accounting standards prescribed by the Institute of Chartered Accountants of India have been followed along with proper explanation relating to material departures;
- ii. the directors had 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 had 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 had prepared the annual accounts on a going concern basis;
- v. the directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively; and
- vi. the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

CORPORATE GOVERNANCE

As per Regulation 34(3) read with schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate section on Corporate Governance practices followed by the Company, together with a certificate from the Company's Auditors confirming compliance is included as **Annexure-1** to this report.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The Management Discussion and Analysis Report for the year under review as required under Regulation 34 (2) and Schedule V of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, is given as a separate statement in the Annual Report as **Annexure-2**.

EXTRACT OF ANNUAL RETURN

Pursuant to the requirements under Section 92(3) and section 134(3) of the Act read with Rule 12 of the Companies (Management and Administration) Rules 2014, an extract of the Annual Return in prescribed Form MGT-9 forms part of this Annual report as **Annexure-3**.

LISTING OF SHARES

Presently, the shares of the company are listed on the Bombay Stock Exchange Limited (Scrip Code:500212), Mumbai. The company has paid the Annual Listing fee for the year under review to BSE Limited.



AUDITORS AND AUDITORS REPORT

At the 26th Annual General Meeting held on Friday, 30th day of September, 2017, the members had appointed M/s. Anuj Goyal Associates, Chartered Accountants, as Statutory Auditors for the financial year 2017-18, to hold office till the conclusion of 31st Annual General Meeting of the Company.

The notes on financial statements referred to in the Auditor's report are self-explanatory and do not call for any further comments. The Auditor's Report does not contain any qualification, reservation or adverse remark.

SECRETARIAL AUDIT REPORT

Pursuant to provisions of section 204(1) of the Act, and Rule 9 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s. Charu Sandeep & Co., Company Secretary in Practice to conduct the Secretarial Audit for the Financial Year 2019-20. The Secretarial Audit Report as received from M/s. Charu Sandeep & Co. is appended to this report as **Annexure-4**.

The Secretarial Auditor has not made any adverse comments or given any qualification, reservation or adverse remarks in the Audit Report.

ASSOCIATES AND SUBSIDIARIES

During the year under review, your company has two Associate companies viz., Integrated Master Securities (P) Ltd. a member of NSE, BSE, MSEI and Depository Participant of NSDL and CDSL and Integrated Commodity Trades (P) Ltd., a member of MCX and NCDEX. However, your company has no subsidiaries.

CORPORATE SOCIAL RESPONSIBILITY

As per Section 135 of the Companies act, 2013, the provisions for Corporate Social Responsibility are not applicable to the company.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

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

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS

During the Financial Year 2019-20, there were no significant and material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and Company's operation in future.

BUSINESS RESPONSIBILITY REPORT

Business Responsibility Report in terms of Regulation 34(2) of the SEBI (Listing Obligations and Disclosure) Requirements, 2015 is not applicable on us.

PARTICULARS OF EMPLOYEES

None of the employees of the company are covered under Section 197(12) of the Act read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

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

Particulars as prescribed under section 134(3)(m) of the Companies Act, 2013 read with Companies (Accounts) Rules, 2014, regarding Conservation of Energy and Technology Absorption, and Research and Development is not furnished as the same is not applicable on your company. There were also no foreign exchange earnings or outgo during the year under review.



PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

The particulars of loans, guarantees or investments under Section 186 of the Companies Act 2013 are not furnished since the provisions of the section are not applicable to your company, being a core investment company registered with Reserve Bank of India as NBFC.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

All contracts/arrangements/transactions entered by the Company during the financial year with related parties were in the ordinary course of business and on an arm's length basis and are reviewed by the Audit Committee of the Board.

The particulars of contracts or arrangements with related parties referred to in sub section (1) of Section 188 of the Companies Act, 2013, is given in significant accounting policies & notes to accounts as on 31.03.2020.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNAL

There were no significant/material orders passed by the regulators or courts or Tribunals which would impact the going concern status of the company and its future operations.

DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013

The Company is committed to provide a safe & conducive work environment to its employees and has formulated 'Policy for Prevention of Sexual Harassment' to prohibit, prevent or deter any acts of sexual harassment at workplace and to provide the procedure for the redressal of complaints pertaining to sexual harassment, thereby providing a safe and healthy work environment. During the year under review, no case of sexual harassment was reported.

CEO & CFO CERTIFICATION

Certificate from Mr. S. C. Khaneja, Chief Executive Officer and Mr. Kunal Khaneja, Chief Financial Officer, pursuant to Regulation 17(8) of the Listing Regulations for the Financial Year 2019-2020 was placed before the Board of Directors of the Company at its meeting held on August 31, 2020 and also forms part of Report on Corporate Governance.

ACKNOWLEDGEMENTS

Your directors would like to take this opportunity to express sincere gratitude to the HDFC Bank Ltd, BSE Ltd. and other Regulators for their continued cooperation and patronage. Your directors also place on record appreciation of the excellent performance and hard work put in by the employees at all levels. The Directors also convey their grateful thanks to the esteemed shareholders for their continued cooperation, support and the confidence reposed by them in the company.

Place: New Delhi
Date: 31.08.2020

By order of Board of Directors

Sd/-
S.C. Khaneja
(DIN: 00042758)
Chairman



Annexure1 to Directors' Report

CORPORATE GOVERNANCE REPORT

(Pursuant to the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015)

1. CORPORATE GOVERNANCE

Corporate Governance is a process of maximizing stakeholder's value on a sustainable basis through ethically driven business processes. Integrity, transparency, independence, accountability, trusteeship and business ethics are the foundations to the philosophy of Corporate Governance. It essentially involves balancing the interests of all stakeholders' viz., shareholders, creditors, employees, customers, suppliers, financiers, management, government and the community.

2. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Corporate Governance is about commitment to values, ethical business conduct and about considering all stakeholders interest in conduct of business. Your Company is committed to adopt the highest standard of Corporate Governance, accountability and equity in its operations and interaction with all stakeholders. Our policies and practices are framed keeping in view long term shareholder values without compromising on the ethical standards and corporate responsibilities. Corporate Governance essentially involves balancing the interest not only of the stakeholders of the company but also involves obligations towards its non shareholder stakeholders such as Bankers, Regulators and Government agencies etc.

The report on Corporate Governance, in compliance with the requirements stipulated under Companies Act, 2013, and rules & regulations made there under along with Regulation 34(3) and Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is listed hereunder:-

3. BOARD OF DIRECTORS

The members of the Board of the Company are eminent personalities from various fields and are entrusted with the responsibility of management, general affairs, direction and performance of the Company. The Board is responsible for and committed to sound principles of Corporate Governance in the Company.

- a) Composition and size:** The Company has an optimum combination of Executive, Non-Executive and Independent Non Executive Directors and is governed by the Companies Act, 2013, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Articles of Association of the company. At present, the Board comprises of 7 Directors, of whom 2 are Non-executive Directors and 2 are Executive Directors and 3 are Non Executive and Independent Directors. There are no nominee directors and institutional directors on the Board of the Company.

The Company also has two Women Directors on its Board in compliance with the provisions of Section 149 of the Companies Act, 2013 and Regulation 17 (1) (a) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

None of the Directors is a Director in more than 20 Companies or member of more than 10 Committees or acts as Chairman of more than 5 Committees across all the Companies in which they are Directors. All the Executive and Non - Executive Directors are appointed or re-appointed with the approval of shareholders. The table showing Composition of Board of Directors is as follows:-



Sl. No.	Name of Directors	DIN	Category	Shareholding along with convertible instrument
1	Smt. Rajni Khaneja	00042980	Woman Director/ Promoter/Executive Director	8,95,800
2	Sh. S.C. Khaneja	00042758	Chairman/Promoter/Non-Executive/ Company Secretary	22,58,213
3	Sh. Kunal Khaneja	00347845	Executive Director/CFO	5,01,017
4	Sh. Virender Khaneja	00046436	Promoter/ Non- Executive Director	2,63,349
5	Smt. Rachna Batra	00042861	Woman Director/Non-Executive/Independent Director	0
6	Sh. Sunil Sobti	00142640	Non-Executive/Independent Director	0
7	Sh. S. P. Oberoi	02256889	Non-Executive/Independent Director	0

Relationship of Directors with other Directors

Name of Director	Relationship	Other Directors' Name
Sh. S. C. Khaneja	Husband	Smt. Rajni Khaneja
Sh. S. C. Khaneja	Brother	Sh. Virender Khaneja
Sh. S. C. Khaneja	Father	Sh. Kunal Khaneja
Smt. Rajni Khaneja	Mother	Sh. Kunal Khaneja

Other directors are not related to each other.

b) Board Meetings

During the financial year 2019-20, the Board of Directors met four times on 28th May, 2019, 13th August, 2019, 14th November, 2019 and 13th February, 2020. The maximum interval between any two meetings was not more than 120 days.

The Agenda for the Board Meetings together with the appropriate supporting notes were circulated well in advance of the meetings to enable the Board to take informed decisions.

Attendance of each Director at the Board meetings held during the Financial Year 2019-2020 and last Annual General Meeting (AGM) of the company held on 30th September, 2019. The information regarding the meetings attended by the Directors is given below: -

Name of Director	Attendance Particulars		No. of Directorship in other Public Limited Companies#	No. of Committee position held**	
	No. of Board Meetings Attended	AGM		Chairman of the Committee	Member
Shri. S.C. Khaneja	4	Yes	NIL	-	2
Smt. Rajni Khaneja	4	Yes	NIL	-	-
Shri Virender Khaneja	4	Yes	NIL	-	-
Smt. Rachna Batra	4	Yes	NIL	2	2
Shri Sunil Sobti	4	Yes	NIL	-	3
Shri. S. P. Oberoi	4	Yes	NIL	1	1
Shri. Kunal Khaneja	4	Yes	NIL	-	-



#excludes Directorship in Private Companies, Foreign Companies and Section 8 Companies.

** Membership/Chairmanship held of only Audit Committee/Stakeholders Relationship Committee and Nomination and Remuneration Committee.

c) Meeting of Independent Directors

In compliance with Section 149(8) of the companies Act 2013 and Regulation 25(3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, a separate meeting of Independent Directors of the company was held on February 13, 2020. The meeting was attended by all the Independent Directors and evaluated:

- review the performance of Non-Independent Directors and the Board of Directors as a whole;
- review the performance of the chairperson of the listed entity, taking into account the views of Executive Directors and Non-Executive Directors; and
- quality, quantity and timeliness of flow of information between the management and the Board of Directors that is necessary for the Board of Directors to effectively and reasonably perform their duties.

d) Board Evaluation

In compliance with the provisions of Companies Act, 2013 and Regulation 19 and Part D of the Schedule II of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Nomination and Remuneration Committee has laid down a formal mechanism for evaluation of Independent Directors and Executive Directors.

A separate exercise was carried out to evaluate the performance based on parameters like level of engagement, independence of judgment, safeguarding interest of company and its minority shareholders etc. of individual Directors including the Chairman of the Board. The performance evaluation of the Independent Directors was carried out by the entire board. The performance evaluation of the Chairman and non-independent Directors was carried out by the Independent Directors. The Directors expressed their satisfaction with the evaluation process.

e) Familiarization Programme

At the time of appointment of a Director, a formal letter of appointment is given, which inter-alia explains the role, function, duties and responsibilities expected of him/her as a Director of the company. Each newly appointed Independent Director is taken through a familiarization programme. The program aims to familiarize the Directors with the compliance required from him under the Companies Act, 2013, Regulation 25 (7) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other relevant regulations and his/her affirmations taken with respect to the same. Details of familiarization programme imparted to independent directors is on our website.

4. COMMITTEES OF THE BOARD:

Under the aegis of the Board of directors, several committees have been constituted which have been delegated powers for different functional areas. All the committees have been formed and constituted pursuant to and in accordance with the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Rules and Regulations prescribed by Reserve Bank of India read with requirements of the Companies Act, 2013.

a) Audit Committee

In compliance of the Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 177 of the Companies Act, 2013 and rules and regulations made their under, the company has a qualified Audit Committee. The committee reviews the financial statements before submission to the



Board for approval and also recommends appointment, re-appointment of the Statutory Auditors and fixing their fees.

The committee comprises of 3 Directors i.e. Mr. S.C. Khaneja, Mrs. Rachna Batra and Mr. Sunil Sobti, all being Non-executive Directors. Mrs. Rachna Batra and Mr. Sunil Sobti are Independent Directors. Mrs. RachnaBatra is Chairperson of the committee. All the members are financially literate having vast knowledge of accounting, corporate laws and financial expertise. Company Secretary of the company acts as the secretary of the Audit Committee.

During the year under review, the Audit Committee met Four times during the year 2019-20 on 28thMay, 2019, 13thAugust, 2019, 14thNovember, 2019 and 13th February, 2020. All the members of committee duly attended the meetings.

b) Nomination and Remuneration Committee

Your company has constituted the Nomination and Remuneration Committee pursuant to the provisions of the Companies Act, 2013 on May 30, 2015, comprising of three Non Executive Directors i.e. Mr. S. P. Oberoi, Mr. S.C. Khaneja and Mr. Sunil Sobti. Mr. S.P. Oberoi being an Independent Director acts as Chairman of the Committee.

The role, term of reference, authority and powers of this Committee are in conformity with the requirements of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as applicable to the Company.

During the year under review, the Nomination and Remuneration Committee met one time during the year 2019-20 on 13th August, 2019. All the members of the committee duly attended the meeting.

c) Stakeholder's Relationship Committee

As a measure of good Corporate Governance and to focus on the shareholders' grievances and towards strengthening investor relations, Shareholders/Investors Grievance Committee has been constituted as a Committee of the Board. The Stakeholder's Relationship Committee is empowered to perform the functions of the board relating to handling of stakeholder's queries and grievances. It primarily focus on the grievances of the investors/shareholders & other stakeholders and speedy disposal thereof.

The Stakeholder's Relationship Committee comprises of three Non-Executive Directors as members namely Mrs. Rachna Batra, Mr. Sunil Sobti and Mr. S.C. Khaneja. Mrs. Rachna Batra is the Chairperson of the Committee. Mr. S.C. Khaneja, also being a Company Secretary (FCS) is the Compliance Officer of the company and takes the committee through each of the grievances, the steps taken and the responses given by the Company to redress the grievances of the shareholders/investors.

During the year under review, the Stakeholder's Relationship Committee met four times during the year 2019-20 on 28thMay, 2019, 13thAugust, 2019, 14thNovember, 2019 and 13th February, 2020. All the members of the committee duly attended the meeting.

No complaint has been received from the shareholders during the year. No share transfers, dematerialization requests and complaints were pending as on 31st March, 2020.

5. GENERAL BODY MEETINGS

Detail of last three Annual General Meetings is as follows:-



Year Resolution passed at AGM	Venue	Date	Time	No. of Special
2018-2019	Plot No. D, Community Centre, Opposite East End Club, Vivek Vihar, Delhi-110092	30.09.2019	10:00 A.M	None
2017-2018	303-304, New Delhi House , 27, Barakhamba Road, New Delhi-110001	28.09.2018	10:00 A.M	None
2016-2017	304, New Delhi House, 27, Barakhamba Road, New Delhi-110001	26.09.2017	10:00 A.M	None

None of the special resolutions were passed through postal ballot during the last year.

6. **DISCLOSURES**

a) **Related party transactions**

All material transactions entered into with related parties as defined under the Companies Act and Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 during the Financial Year 2019-2020 were on arm's Length basis and in the ordinary course of business. There are no materially significant related party transactions made by the company with promoters, Directors, Key Managerial personnel or other designated persons during the Financial Year 2019-20, having potential conflict with the interest of the Company at large. The policy on Related Party Transactions as approved by the Board has been uploaded on the Company's website www.integratedfinancial.in.

b) **Subsidiaries and Associates**

During the year under review, your company has no subsidiary. It has two associate companies, namely, Integrated Master Securities (P) Ltd., a member of NSE, BSE, MSEI and Depository Participant of NSDL and CDSL and Integrated Commodity Trades (P) Ltd., a member of MCX and NCDEX.

c) **Certificate on Corporate Governance**

A certificate certifying the Company's compliance with the provisions of Corporate Governance as stipulated under Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 forms part of this Annual Report.

d) **CEO and CFO Certification**

A certificate from the CEO and CFO as per the requirement of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 was placed before the Audit Committee and Board of Directors.

e) **Code of conduct for prevention of Insider Trading**

The Company has adopted a code of conduct for prevention of insider trading with a view to regulate trading in securities by the Directors and employees of the Company. The Code requires pre-clearance for dealing in the Company's shares by the Directors and employees likely to have access to unpublished price sensitive information.

f) **Code of Conduct**



The Company has laid down a Code of Conduct (“Code”) for the Board Members and Senior Management personnel. The Code impresses upon Directors and Senior Management personnel to uphold the interest of the Company and fulfill the fiduciary obligations. The code of conduct has been circulated to all the Directors and Senior Management Personnel and it is their duty familiarizes themselves with the code and to comply with the same. All Board Members and Senior Management Personnel of the Company have affirmed compliance with code for the Financial Year 2019-2020. A declaration to this effect signed by the Chairman forms part of the Annual Report of the company. The Code of Conduct of the company has been uploaded on the website of the Company.

g) Whistle Blower Policy / Vigil Mechanism

In terms of Section 177 of the Companies Act, 2013 read with Regulations 22 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the company has adopted a Vigil Mechanism/Whistle Blower Policy for its Directors and Employees to report genuine concerns. It provides a formal mechanism to the employees to report their concerns about unethical behavior, actual or suspected fraud or violation of the Company’s Conduct or Ethics policy. The policy provides for adequate safeguards against victimization of employees who avail of the mechanism and also provides for direct access to the Chairman of the Audit Committee.

It is affirmed that no personnel of the Company has been denied access to the Audit Committee. The policy provides that no adverse action shall be taken against an employee in retaliation to his/her disclosure in good faith of any unethical and improper practices or alleged wrongful conduct. This Policy protects such employees from unfair or prejudicial treatment by anyone in the group. The Whistle Blower Policy of the company has been uploaded on the website of the company.

h) Postal Ballot

None of the special resolutions were passed through postal ballot during the last year.

i) Disclosure in relation to Remuneration of Directors

(Rs. in Lakhs)					
Directors	Salary as per provisions contained in section 17(1) of the Income Tax, 1961.	Commission Paid	Sitting Fees	Any Other (ex-gratia)	Total
Executive Directors					
Mr. Kunal Khaneja	2.60	-	-	-	2.60
Mrs. Rajni Khaneja	2.60	-	-	-	2.60
Non Executive Directors					
Mr. S. C. Khaneja	-	-	0.10	-	0.10
Mr. Virender Khaneja	-	-	0.10	-	0.10
Mrs. Rachna Batra	-	-	0.10	-	0.10
Mr. Sunil Sobti	-	-	0.10	-	0.10
Mr. S.P. Oberoi	-	-	0.10	-	0.10

j) Compliance with Non Mandatory Requirements

The Board has taken cognizance of the non-mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 and Companies Act, 2013 and rules & regulations made their under and shall consider adopting the same at an appropriate time.

7. MANAGEMENT DISCUSSION AND ANALYSIS

The Management Discussion and Analysis Report for the Financial Year 2019-20, as per the requirements of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, forms part of the Annual Report.



8. **MEANS OF COMMUNICATION**

- **Quarterly Results and Disclosures:** The quarterly/half yearly/yearly results of the company are published in “Money Maker” (English Edition), “Dainik Mahalakshmi” (Hindi Edition) and sent to the Bombay Stock Exchange where the Company’s shares are listed as per the provisions of SEBI (Listing Obligations and Disclosure) Requirements, 2015, promptly after the said results are approved by the Board.
- **News Release, Presentation etc.:** The Company has not made any official Bulletin for circulation so far. There are no institutional investors in the company and no presentations are being made to analysts.
- **Annual Report:** Annual Report containing, inter alia, the Financial Statements, Director’s Report, Auditor’s Report and other important information is circulated to members of the Company prior to the AGM. The Report on Management Discussion and Analysis forms part of the Annual Report.
- **Price Sensitive Information:** All price sensitive information and such other matters which in the opinion of the Company are of importance to the shareholders/investors are promptly intimated to Stock Exchange.
- **Website:** The Company’s website www.integratedfinancial.in provides information about the businesses carried on by its subsidiaries and associates, if any. It is the primary source of information to all the stakeholders of the company and to general public at large. It also contains a separate dedicated section on Investor Relations. Financial Results, Annual Reports, Shareholding Pattern, Official News Releases, Quarterly Corporate Governance Report, details of unclaimed dividend, various policies adopted by the Board and other general information about the Company is also available on its website.
- **Designated Exclusive E-mail ID:** The Company has designated an e-mail ID called investors@integratedfinancial.in exclusively for redressal of shareholders complaints/grievance.

9. **GENERAL SHAREHOLDERS INFORMATION**

a) **Registration Details**

The Company is registered with the Registrar of Companies, NCT of Delhi & Haryana. The Corporate Identity Number (CIN) allotted to the Company by the Ministry of Corporate Affairs (MCA) is L74140DL1992PLC047849.

b) **Date, Day, Time and Venue of Annual General Meeting**

The Annual General Meeting to be held on Wednesday, 30th September, 2020 at Plot No. D, Community Centre (Adjoining Ginger Hotel), Opposite East end club, Vivek Vihar, Delhi-110 092.

c) **Financial Year**

April 1, 2019 to March 31, 2020.

d) **Listing**

The Securities of the Company are listed on BSE Limited (BSE), P. J. Towers, Dalal Street, Fort, Mumbai-400001, MH

Annual Listing fee for the financial year 2019-2020 has been paid by the Company to BSE.

d) **Stock Code**

BSE Limited	:	500212
ISIN for Equity Shares	:	INE898B01017

e) **Stock Market Data**

The Stock Market Data of the company at BSE is furnished hereunder:



Month	High (Rs)	Low (Rs)
April,2019	37.30	32.30
May, 2019	35.85	31.85
June,2019	33.75	29.00
July,2019	33.00	26.00
August, 2019	24.70	18.75
September,2019	20.00	18.30
October,2019	19.45	18.55
November, 2019	20.65	19.60
December,2019	22.05	18.50
January,2020	25.45	21.00
February,2020	23.75	23.75
March,2020	22.60	22.60

f) In case the securities are suspended from trading, the directors report shall explain the reason thereof

Not Applicable as the securities are not suspended from trading.

g) Registrar & Transfer Agent

The Company has appointed Beetal Financial & Computer Services Pvt. Ltd., Beetal House, 3rd Floor, 99, Madangir, BH-Local Shopping Complex, Near Dada Harsukhdas Mandir, New Delhi - 110062, as Physical and Electronic Registrar through which the shares of the Company are available for transfer as well as for dematerialization.

h) Share Transfer System

The Board has delegated the authority for share transfers, transmissions, remat/demat of share/issue of renewed and duplicate share certificates etc. to the Board constituted Stakeholder's Relationship Committee. For any such action request is to be made to RTA, which after scrutinizing all such requests, forwards and it to Stakeholder's Relationship Committee. Requests are normally processed within 15 days from the date of lodgment. The shares of the Company are traded on the BSE Limited compulsorily in Demat form. The Company has participated as an issuer both with National Securities Depository Limited (NSDL) and Central Depository Services (India) Ltd (CDSL). The International Securities Identification Number (ISIN) is INE898B01017.

i) Distribution of shareholding : As on 31st March, 2020

Category Code	Category	No. of Shareholders	Number of Shares	Percentage
(A)	Shareholding of Promoter and Promoter Group			
(1)	Indian			
(a)	Individuals and Hindu Undivided Family	8	4,474,192	74.57
	Sub-Total (A)(1)	8	4,474,192	74.57
	Total Shareholding of Promoter and Promoter Group	8	4,474,192	74.57
(B)	Public Shareholding			
(1)	Institutions			
(2)	Non-Institutions			
(a)	Bodies Corporate	16	272,417	4.54
(b)	Individuals			
	i. Individual Shareholders holding nominal share capital up to Rs.2 Lakh	793	301,268	5.02



	ii. Individual Shareholders holding nominal share capital in excess Rs.2 Lakh	20	930,901	15.52
(c)	Trust	NIL	NIL	NIL
(d)	Clearing Member	NIL	NIL	NIL
(e)	Non Resident Indians	1	19	0.00
(f)	Hindu Undivided Family	21	12142	0.20
(g)	IEPF	1	9061	0.15
	Public Shareholding (B) = (B) (1) + (B)(2)	852	1,525,808	25.43
	Total (A) + (B)	860	60,00,000	100.00

j) Outstanding GDRs/ADRs/Warrants or any convertible instruments, conversion dates and likely impact on equity.

The Company has not, as of now, issued any GDRs/ADRs/Warrants or any Convertible Instruments.

k) Dematerialization of shares

As on 31st March 2020, 85.73% of the capital comprising 5,144,256 shares was dematerialized with Depository Participants.

Depository	Number of Shares	Percentage (%)
CDSL	687,319	11.455
NSDL	44,56,937	74.283
Total	5,144,256	85.73

l) Commodity price risk or foreign exchange risk and hedging activities.

Not Applicable.

m) Plant Locations

Not Applicable

n) Address for correspondence

Registered Office : 304, 3rd Floor, New Delhi House, 27, Barakhamba Road, New Delhi-110001.
Telephone Nos. : 011-4307 4307 (30 Lines)

Shareholders holding shares in electronic mode should address all their correspondence to their respective Depository Participants (DP).

P) Half Yearly Audit of Share Transfers

Pursuant to Listing Agreement and Regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company obtains the certificate from a practicing Company Secretary on half yearly basis to the effect that the requests for share transfers, sub-division, consolidation, renewal and exchange of certificates comprising equity shares have been processed within the stipulated time period subject to all the documents being in order. A copy of the certificate so received is submitted to the stock exchanges where the Company's equity shares are listed.

10. OTHER DISCLOSURES

- There have been no instances of non-compliances by us and no penalties and/or strictures have been imposed on us by Stock Exchange or SEBI or any statutory authority during the previous three financial year.
- There is no deviation in following the treatments prescribed in any Accounting Standard (AS) in the preparation of the financial statements of the Company.
- The Company has laid down procedures for risk management, assessment and its minimization. The management team places an update on risk management to the Board at its meetings.
- There are no pecuniary relationships or transaction of the Non-executive Directors with the Company except by way of sitting fees.



-
- e) The Company has complied to the extent applicable with all the mandatory requirements of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Companies Act, 2013 and rules & regulations made their under in respect of Corporate Governance.

Place: New Delhi
Date:31.08.2020

By order of Board of Directors
Sd/-
S.C. Khaneja
Chairman



Auditors' Certificate on Compliance of Corporate Governance under Corporate Governance (Schedule V of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015

To,
The Members of
Integrated Financial Services Limited,

We have examined the compliance of conditions of Corporate Governance procedures by **Integrated Financial Services Limited** for the year ended 31st March, 2020, as per regulations 17 to 21, clauses (b) to (i) of Regulation 46(2) and paragraphs C,D and E of Schedule V of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

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

In our opinion and to the best of our information and according to the explanations given to us and the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Agreement and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We state that in respect of Investor grievances received during the year ended 31st March, 2020, no investor grievances are pending against the company for a period exceeding one month as on 31st March, 2020 as per the records maintained by the company and presented to Investors'/Shareholders' Grievance Committee.

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

**FOR M/S ANUJ GOYAL ASSOCIATES
Chartered Accountants
(FRN No. 008784 N)**

**Sd/-
(ANUJ KUMAR GOYAL)
Partner
F.C.A.; M. No. 87318**

Place: New Delhi
Date: 31.08.2020



Certificate on compliance with Code of Conduct of the Company

This is to confirm that all Board Members and Senior Management Team have affirmed compliance with the "Code of Conduct" for Directors and Senior Executives of the company" for the year ended 31st March, 2020.

Place: New Delhi
Date: 31.08.2020

For Integrated Financial Services Limited

Sd/-
S.C Khaneja
Chairman
(DIN: 00042758)



**Chief Executive Officer (CEO) and Chief Financial Officer (CFO) Certificate
(Issued in accordance to the provisions of the Regulation 17(8) of the SEBI (Listing Obligations and
Disclosure Requirements) Regulations, 2015)**

Dear Sirs,

We to the best of our knowledge and belie, we certify that:

- a) We have reviewed the Financial Statements and the Cash Flow Statements of the Company for the Financial Year Ended March 31, 2020 and to the best of our knowledge and belief:
 - i. these statements do not contain any materially untrue statement or omit any material fact or contain any statements that might be misleading; and
 - ii. 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.
- b) There are no transactions entered into by the Company during the Year Ended March 31, 2020, which are fraudulent, illegal or violate the Company's Code of Conduct.
- c) We accept responsibility for establishing and maintaining Internal Controls for Financial Reporting and we have evaluated the effectiveness of Internal Control Systems of the Company pertaining to Financial Reporting and there were no deficiencies in the design or operation of internal controls.
- d) We have indicated to the Auditors and the Audit Committee :
 - (i) Significant changes, if any, in internal control over financial reporting during the year ended March 31, 2020, disclosed in the notes to the financial statements;
 - (ii) Significant changes, if any, in accounting policies made during the year ended March 31, 2020; and
 - (iii) There have been no instances of significant fraud of which we have become aware.

For Integrated Financial Services Limited

Sd/-
Kunal Khaneja
Chief Financial Officer
(PAN:AJHPK4062E)

Place: New Delhi

Date:31.08.2020

For Integrated Financial Services Limited

Sd/-
S. C. Khaneja
Chief Executive Officer
(PAN: AAIPK2679K)



Annexure-2 to Directors' Report

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

ECONOMIC OVERVIEW: The Indian economy started FY20 on a dull note due to the ongoing liquidity crisis. In order to achieve the government's vision of making India a USD 5 trillion economy by 2025, the finance ministry slashed domestic corporate tax rates to 25.17% midyear. The Current Account Deficit narrowed primarily on account of lower non-oil, non-gold imports and robust services exports supported by software, travel and financial services. India's crude oil import bill fell by 9% Y-o-Y to \$102 billion in 2019-20 on account of price crash; though volumes remained fairly unchanged. Foreign fund outflows and the Fed's grim prognosis for the US economy further weighed on the rupee as it touched 77 against US dollar in April 2020. The CPI inflation stood at 5.84% YoY in March 2020 higher from 2.86% in March 2019. According to the Indian Budget 2020, the real GDP growth was estimated at 5.0% in the financial year 2019- 20 but due to the recent COVID-19 crisis has ensured that FY2021 will be a challenging one for India and the world. As per Fitch ratings, India's GDP growth is likely to slip to 0.8% for FY21.

INDUSTRY OVERVIEW: Your company is an NBFC (Non Banking Finance Company) Company. This sector has evolved considerably in terms of its size, operations and entry into new areas of financial services and products. The regulatory framework has also undergone change. The revised RBI regulations for NBFCs have been formed with the purpose of strengthening the financial system. However, being a financial entity, your company is exposed to various risk arising out of interest rate movement and risks pertaining to liquidity, as any other financial sector player.

OPPORTUNITIES AND THREATS: Your Company as an NBFC is engaged predominantly in the business of investment. The future business prospects are closely linked and influenced by global events and hence there is an amount of uncertainty in the near term outlook of the stock market. The Company is mainly exposed to market risk (including liquidity risk), interest risk and credit risk. Your company is conscious of the same and the risk management practices followed by the Company over the years helped it to mitigate the normal industry risk factors, which inter-alia include economic/business cycle, fluctuation in the stock prices in the market, besides the interest rate volatility and credit risk. Improved sentiments in the secondary markets will also enhance the participation of investors across segments thereby helping the prospects of equity brokerage business.

SEGMENT-WISE OR PRODUCT-WISE PERFORMANCE: Your Company is mainly engaged in investment activities, which is the only business segment. Segment-wise reporting is not applicable to your company.

OUTLOOK: NBFCs have steadily expanded their share of total credit in the country. They have developed innovative and customized financial products and solutions that are delivered efficiently to fulfill customer needs. With its inherent strength in terms of innovative products to meet consumer requirements, faster turnaround, nimble operations, reach and strong relationships, the sector is expected to grow, though more selectively than before, but due to the recent COVID-19 crisis has ensured that FY2021 will be a challenging one for India.

RISK AND CONCERNS: The Company's operation involves inbuilt risk due to uncertain economic condition and unforeseen events beyond the Company's control. The company appreciates the varied forms of risk inherent in our industry and we continue to scrutinize our risk management system.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY: The Company's internal control systems are commensurate with the nature of its business and the size and complexity of its operations. Clearly defined roles and responsibility for managerial positions gives strength to the internal control system of the organization. The Company believes that transparency of policies and operation and systems and control are keys to the success of any organization. Additionally, we have set up adequate internal controls and systems to ensure that the Company is functioning in a balanced way and that any conflicting occurrences are taken care of. The management duly considers and takes appropriate action on the recommendations made by the statutory auditors. Key issues are



specifically brought to the attention of the Audit Committee and deliberated and in details along with the action plan.

HUMAN RESOURCES: The Company's success depends largely upon the quantity and competence of its management team and key personnel. We lay a strong emphasis on integrity, teamwork, innovation, performance and partnership. The Company has adequate and experiences professionals having varied experience related to the Industry to carry out its various operation. Attracting and retaining talented professionals is the key element of the Company's strategy. Skills of employees are finetuned and knowledge is enhanced by providing them incentives from time to time. All employees are encouraged and incentivized to get them certified in relevant industry standard certifications such as NCFM, BCDE, NISM, AMFI etc. Total Employees in the company are 7.



Annexure-3 to Director's Report

EXTRACT OF ANNUAL RETURN

Form No. MGT-9 as on financial year ended on 31.03.2020

Pursuant to Section 92 (3) of the Companies Act, 2013 and Rule 12(1) of the Company (Management & Administration) Rules, 2014.

I REGISTRATION & OTHER DETAILS:

I	CIN	L74140DL1992PLC047849
ii	Registration Date	04/03/1992
iii	Name of the Company	Integrated Financial Services Limited
iv	Category/Sub-category of the Company	Company Limited by shares
V	Address of the Registered office & contact details	304, New Delhi House, 27, Barakhamba Road, New Delhi -110001
Vi	Whether listed company	Yes
Vii	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Beetal Financial & Computer Services (P) Ltd. Beetal House, 3 rd Floor, 99 Madangir, Behind Local Shopping Centre, Near Dada Harsukhdas Mandir, New Delhi- 110062

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 & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	Investment Company	66110	100



III PARTICULARS OF HOLDING , SUBSIDIARY & ASSOCIATE COMPANIES

Sl No	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	Integrated Master Securities (P) Ltd.	U74899DL1995PTC070418	Associate	49%	2(6)
2	Integrated Commodity Trades (P) Ltd.	U74899DL1995PTC071251	Associate	25%	2(6)

IV SHAREHOLDING PATTERN (Equity Share Capital Break up as % to total Equity)

i. Category wise Shareholding

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	44,74,192	0	44,74,192	74.57	44,74,192	0	44,74,192	74.57	0.00
b) Central or State Govt.	0	0	0	0.00	0	0	0	0.00	0.00
c) Bodies Corporates	0	0	0	0.00	0	0	0	0.00	0.00
d) Bank/FI	0	0	0	0.00	0	0	0	0.00	0.00
e) Any other	0	0	0	0.00	0	0	0	0.00	0.00
SUB TOTAL:(A) (1)	44,74,192	0	44,74,192	74.57	44,74,192	0	44,74,192	74.57	0.00
(2) Foreign									



a) NRI- Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b) Other Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0.00
d) Banks/FI	0	0	0	0.00	0	0	0	0.00	0.00
e) Any other...	0	0	0	0.00	0	0	0	0.00	0.00
SUB TOTAL (A) (2)	0	0	0	0.00	0	0	0	0.00	0.00
Total Shareholding of Promoter (A)= (A)(1)+(A) (2)	44,74,192	0	44,74,192	74.57	44,74,192	0	44,74,192	74.57	0.00
B. PUBLIC SHAREHOLDING									
(1) Institutions									
a) Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
b) Banks/FI	0	0	0	0.00	0	0	0	0.00	0.00
c) Central Government	0	0	0	0.00	0	0	0	0.00	0.00
d) State Government	0	0	0	0.00	0	0	0	0.00	0.00
e) Venture Capital Fund	0	0	0	0.00	0	0	0	0.00	0.00
f) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
g) FIIs	0	0	0	0.00	0	0	0	0.00	0.00
h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
i) Others (specify)	0	0	0	0.00	0	0	0	0.00	0.00
SUB TOTAL (B)(1):	0	0	0	0.00	0	0	0	0.00	0.00
(2) Non Institutions									
a) Bodies Corporates									
i) Indian	273907	1600	275507	4.59	270817	1600	272417	4.54	(0.05)
ii) Overseas	0	0	0	0.00	0	0	0	0	0.00
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs.2Lakhs	243746	54,444	298190	4.97	247124	54144	301268	5.02	0.05



ii) Individuals shareholders holding nominal share capital in excess of Rs. 2 Lakhs	1,30,901	8,00,000	930901	15.52	1,30,901	8,00,000	930901	15.52	0.00
c) Others (specify)	0	0	0	0.00	0	0	0	0	0.00
(c i) NRI	19	0	19	0.0003	19	0	19	0.0003	0.00
(cii) HUF	12130	0	12130	0.20	12142	0	12142	0.20	0.04
(c iii) Clearing members	0	0	0	0	0	0	0	0	0
(c iv) IEPF	9,061	0	9,061	0.15	9061	0	9061	0.15	0.00
SUB TOTAL (B)(2):	669764	856044	1525808	25.43	670064	855744	1525808	25.43	0.00
Total Public Shareholding (B)= (B)(1)+(B)(2)	669764	856044	1525808	25.43	670064	855744	1525808	25.43	0.00
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0.00	0	0	0	0.00	0
Grand Total (A+B+C)	5143956	856044	60,00,000	100.00	5144256	855744	60,00,000	100.00	0.00

(ii) Share Holding of Promoters

Sl. No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change during the year
		No. of shares	% of total shares of the company	% of shares pledged/encumbered to total shares	No. of shares	% of total shares of the company	% of shares pledged/encumbered to total shares	
1	Subhash Chander Khaneja	22,58,213	37.64	0.00	22,58,213	37.64	0.00	0.00
2	Rajni Khaneja	8,95,800	14.93	0.00	8,95,800	14.93	0.00	0.00
3	Sant Lal Khaneja & Sons HUF	3,03,350	5.06	0.00	3,03,350	5.06	0.00	0.00
4	Kunal Khaneja	5,01,017	8.35	0.00	5,01,017	8.35	0.00	0.00



5	Virender Khaneja	2,63,349	4.39	0.00	2,63,349	4.39	0.00	0.00
6	Rashmi Khaneja	1,19,513	1.99	0.00	1,19,513	1.99	0.00	0.00
7	Ruchika Khaneja	1,12,950	1.88	0.00	1,12,950	1.88	0.00	0.00
8	Virender Khaneja (HUF)	20,000	0.33	0.00	20,000	0.33	0.00	0.00
Total		44,74,192	74.57	0.00	44,74,192	74.57	0	0.00

(iii) Change in Promoters' Shareholding								
Sl. No	Shareholders Name	Shareholding at the beginning of the year		Date wise Increase/Decrease in shareholding during the year specifying the reason for increase/decrease (e.g. allotment/transfer/bonus/sweat equity etc.			Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	Date	Increase/Decrease in Shares	Reason	No. of shares	% of total shares of the company
1	NA	-	-	-	-	-	-	-

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

Sl. 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
At the beginning of the year					
1	Ashok Kumar	60,000	1.0000	60,000	1.0000
2	Mamta	60,000	1.0000	60,000	1.0000
3	Ashok Kumar	60,000	1.0000	60,000	1.0000
4	Mamta	60,000	1.0000	60,000	1.0000



5	Jaldhara Merchant Exporters Pvt. Ltd.	59,966	0.9994	59,966	0.9994
6	Bullion Engineering Private Ltd.	59,800	0.9967	59,800	0.9967
7	Sarojini Finance & Investment (P) Ltd.	59,794	0.9966	59,794	0.9966
8	Hans Securities Broking Pvt. Ltd	59,700	0.9950	59,700	0.9950
9	Madhu	58,575	0.9763	58,575	0.9763
10	Kamakshi	50,000	0.8333	50,000	0.8333
Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease		NO CHANGE DURING THE YEAR			
At the end of the year (or on the date of separation, if separated during the year)					
SAME AS AT THE BEGINNING OF THE YEAR					

(v) Shareholding of Directors & KMP

Sl. No	For Each of the Directors & KMP	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
At the beginning of the year					
1	Mr. Subhash Chander Khaneja	22,58,213	37.64	22,58,213	37.64
2	Mrs. Rajni Khaneja	8,95,800	14.93	8,95,800	14.93
3	Mr. Kunal Khaneja	5,01,017	8.36	5,01,017	8.36
4	Mr. Virender Khaneja	2,63,349	4.39	2,63,349	4.39
5	Mr. Sunil Sobti	0	0.00	0	0.00
6	Mr. S. P. Oberoi	0	0.00	0	0.00
7	Mrs. Rachna Batra	0	0.00	0	0.00



Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease					
Sl. No	Name of Directors & KMP	Date	Increase/Decrease in Shares		Reason
1.	NA	-	-		-
At the end of the year					
1	Mr. Subhash Chander Khaneja	22,58,213	37.64	22,58,213	37.64
2	Mrs. Rajni Khaneja	8,95,800	14.93	8,95,800	14.93
3	Mr. Kunal Khaneja	5,01,017	8.36	5,01,017	8.36
4	Mr. Virender Khaneja	2,63,349	4.39	2,63,349	4.39
5	Mr. Sunil Sobti	0	0.00	0	0.00
6	Mr. S. P. Oberoi	0	0.00	0	0.00
7	Mrs. Rachna Batra	0	0.00	0	0.00

V INDEBTNESS

Indebtness of the Company including outstanding/ accrued but not due for payment: NIL

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

(Rs. In lacs)

Sl.No	Particulars of Remuneration	Name of the MD/WTD/Manager		Total Amount
		Rajni Khaneja	Kunal Khaneja	
1	Gross Salary			
	(a) Salary as per provisions contained in section 17(1) of the Income Tax, 1961.	2.60	2.60	5.20
2	Others (Sitting Fees/ ex-gratia)	-	-	0.00
	Total (A)	2.60	2.60	5.20
	Ceiling as per the Act	10 percent of the net profit of the company calculated as per section 198 of the Act		



B. Remuneration to other directors:

(Rs. In lakhs)

Sl. No	Particulars of Remuneration	Name of the Directors					Total Amount
		Sunil Sobti	S. P. Oberoi	RachnaBatra	S. C. Khaneja	Virender Khaneja	
1	Independent Directors						
	(a) Fee for attending board committee meetings	0.10	0.10	0.10	-	-	0.30
	(b) Commission	-	-	-	-	-	-
	(c) Others, please specify	-	-	-	-	-	-
	Total (1)	0.10	0.10	0.10	-	-	0.30
2	Other Non Executive Director						
	(a) Fee for attending board committee meetings	-	-	-	0.10	0.10	0.20
	(b) Commission	-	-	-	-	-	-
	(c) Others, please specify.	-	-	-	-	-	-
	Total (2)	-	-	-	0.10	0.10	0.20
	Total (B)=(1+2)	0.10	0.10	0.10	0.10	0.10	0.50
	Total Managerial Remuneration*						5.75
	Overall Ceiling as per the Act.	11 percent of the net profit of the company calculated as per section 198 of the Act					

* Total remuneration of Managing Director and other Directors (being total of A and B)

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

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			Total
		Chief Executive Officer (CEO)	Company Secretary	Chief Financial Officer (CFO)	
1	Gross Salary				
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.	-	-	-	-
2	Others, please specify	-	-	-	-
	TOTAL	-	-	-	-



VII. PENALTIES/ PUNISHMENT/COMPOUNDING OF OFFENCES: NONE



Annexure-4 to Director's Report

**Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 2019-2020**

[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,

**INTEGRATED FINANCIAL SERVICES LIMITED
304, New Delhi House, 27,
Barakhamba Road,
New Delhi - 110 001**

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **INTEGRATED FINANCIAL SERVICES LIMITED** (hereinafter called the "Company") having CIN L74140DL1992PLC047849. Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

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

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

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ("SCRA") and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-Laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings (**Not Applicable to the Company during the Audit period as there were no Foreign Direct Investments, Overseas Direct Investments in the Company and no External Commercial Borrowings were made by the Company**);
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI ACT'):-
 - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;**(Not Applicable to the Company during the Audit period)**
 - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (**Not Applicable to the Company during the Audit period as the Company has not issued any new securities**);
 - d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (**Not Applicable to the Company during the Audit period**);



- e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(Not Applicable to the Company during the Audit period as the Company has not issued any Debt Instruments/securities);**
- f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 **(Not Applicable to the Company during the Audit period to the Company as delisting of securities did not take place);**
- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 **(Not Applicable to the Company during the Audit period as the Company has not Bought back its securities); and**
- i) The Securities and Exchange Board of India (Issue and Listing of Non-convertible Redeemable Preference Shares) Regulations, 2013 **(Not Applicable to the Company during the Audit period as the Company has not issued any non-convertible preference shares)**
- (vi) Other laws applicable specifically to the company namely:
1. Provident Fund Act, 1952;
 2. The Information Technology Act, 2000 and the rules made thereunder;
 3. The Indian Stamp Act, 1899 read with Indian Stamp (Delhi Amendment) Act, 2001 (on issue of Equity Shares);
 4. Income Tax Act 1961 & Rules, 1962;
 5. Companies (Cost Records & Audit) Rules, 2014;
 6. Applicable Accounting Standards;
 7. Cyber Laws;
 8. Trade License Act;
 9. Corporate Tax;
 10. Tax Deducted at Source.

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

- Secretarial Standards issued by The Institute of Company Secretaries of India. (To the extent applicable);
- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015;
- NBFC – CIC – The Reserve Bank of India Act, 1934 and all applicable Laws, Rules, Regulations and Guidelines, Circulars, Notifications, etc. as applicable on the company.

I have not examined compliances by the Company with applicable financial laws, like direct and indirect tax laws, since the same have been subject to review by statutory financial auditor and other designated professionals.

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

In respect of other laws specifically applicable to the Company, I have relied on information/records produced by the Company during the course of our audit and the reporting is limited to that extent.

I further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors except the appointment/ re-appointment of Independent Directors. No changes in the composition of the Board of Directors took place during the period under review.



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

As per the minutes of the meetings duly recorded and signed by the Chairman, the decisions of the Board were unanimous and no dissenting views have been recorded.

I further report that:

- There are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.
- There was no prosecution initiated against or show cause notice received by the company during the year under review.

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

- Right / Preferential issue of shares/ debentures / sweat equity.
- Redemption / buy-back of securities.
- Merger / amalgamation / reconstruction etc.
- Foreign technical collaborations.

This report is to be read with our letter of even date which is annexed as '**Annexure-A**' and forms an integral part of this report.

For **CHARU SANDEEP & CO.**
Practicing Company Secretary

Sd/-
Charu
C.P. No. 21236
M.No. 54193

Place: New Delhi
Date : 01.09.2020

UDIN: A054193B000645245



To,
The Members,
INTEGRATED FINANCIAL SERVICES LIMITED
304, New Delhi House,
27, Barakhamba Road,
New Delhi - 110 001

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

1. Maintenance of Statutory and other secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on our audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed, provide a reasonable basis of my opinion.
3. I have not verified the correctness and appropriateness of financial records and books of accounts of the company.
4. Wherever required, I have obtained the management representation about the compliance of laws, rules and regulations and happening of events.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit Report is neither an assurance as to the future viability of the company nor of the efficacy of effectiveness with which the management has conducted the affairs of the company.

For CHARU SANDEEP & CO.
Practicing Company Secretary

Sd/-
Charu
C.P. No. 21236
Membership No. 54193

Place: New Delhi
Date: 01.09.2020

UDIN: A054193B000645245



INDEPENDENT AUDITOR'S REPORT

To

The Members of **INTEGRATED FINANCIAL SERVICES LIMITED**

REPORT ON THE AUDIT OF THE STANDALONE FINANCIAL STATEMENTS

OPINION

We have audited the accompanying IND AS standalone financial statements of M/s. INTEGRATED FINANCIAL SERVICES LIMITED ("the Company"), which comprise the Balance Sheet as at 31st March 2020, and the Statement of Profit and Loss (including other Comprehensive Income), the Statement of Change in Equity and Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2020, and Profit / Loss, Changes in Equity and its cash flows for the year ended on that date.

BASIS FOR OPINION

We conducted our audit in accordance with the Standard on Auditing (SAs) specified under section 143(10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Companies Act, 2013 and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

EMPHASIS OF MATTER

We draw your attention to Note No. 29 to the financial statements which describes the impact of the COVID-19 pandemic on the Company's operations and financial position including the Company's estimates and the continuing uncertainties which may require changes in such estimates in the future.

Our opinion is not modified in respect of this matter.

KEY AUDIT MATTERS

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion on there on, and we do not provide a separate opinion on these matters.

We have determined that there are no key audit matters to communicate in our report.

MANAGEMENT'S RESPONSIBILITY FOR THE STANDALONE FINANCIAL STATEMENTS

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these IND AS standalone financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, change in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards specified 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 of the assets of the Company



and for preventing and detecting frauds and other irregularities; selection and application of appropriate

accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that we are operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statement that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

Those Board of Directors are also responsible for overseeing the Company's financial reporting process.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

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

A further description of the Auditor's responsibilities for the audit of the financial statements is included in Annexure 'A'. This description forms part of our Auditor's Report.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in the Annexure A, a statement on the matters specified in paragraphs 3 and 4 of the Order, 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 accounts.
 - (d) In our opinion, the aforesaid Standalone 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 31st March, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2019 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 C"; 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-- Refer Note No. 23.2 to the financial statements;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses; and,
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

**forming an opinion and reporting on Standalone Financial Statements
For M/S ANUJ GOYAL ASSOCIATES
Chartered Accountants
(FRN No. 008784 N)**

**Place: Delhi
Date: 24.08.2020**

**Sd/-
(ANUJ KUMAR GOYAL)
Partner
F.C.A.; M. No. 87318**



ANNEXURE-A

ANNEXURE TO THE INDEPENDENT AUDITOR'S REPORT

RESPONSIBILITIES FOR AUDIT OF FINANCIAL STATEMENT

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

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

For ANUJ GOYAL ASSOCIATES
Chartered Accountants
[Firm Regn.No.008784N]

Sd/-
[ANUJ KUMAR GOYAL]
F.C.A., Partner
M. No. 87318



ANNEXURE –B TO THE INDEPENDENT AUDITORS’ REPORT

The annexure referred to in our report to the members of **M/s INTEGRATED FINANCIAL SERVICES LIMITED** ('the Company') for the year ended 31st March, 2020, we report that :-

- i) In respect of its fixed assets:
 - (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
 - (b) As explained to us, the fixed assets have been physically verified by the management during the year in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such physical verification.
 - (c) As the Company does not have any immovable property, clause (i)(c) of paragraph 3 of the Order is not applicable.
- ii) The Company is a Non Banking Finance Company (NBFC) engaged in investment activities, and accordingly, paragraph 3(ii) of the order is not applicable.
- iii) According to the information and explanations given to us, the company has during the year granted unsecured 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 such loan are not prejudicial to the company's interest.
 - (b) The loan granted is repayable on demand. There was no default on the part of the party to whom the money has been advanced.
 - (c) There is no overdue amount in respect of loans granted to the party listed in the register maintained under section 189 of the Companies Act, 2013
- iv) According to the information and explanations given to us, the company has complied with provisions of section 185 and 186 of the Companies Act, 2013 in respect of loans, investments, guarantees and security.
- v) According to the information and explanations given to us, the company has not accepted any deposits from the public during the year within the meaning of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.
- vi) As the Company is a Non Banking Finance Company (NBFC) engaged in investment activities, accordingly, clause 3 (vi) of the order relating to maintenance of cost records is not applicable.



vii) (a) According to the records of the Company, undisputed statutory dues including Provident Fund, Employee's State Insurance, Income-Tax, Sales-Tax, Service Tax, Custom Duty, Excise Duty or Value Added Tax or Cess and other statutory dues have been generally regularly deposited with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding at 31st March, 2020 for a period of more than six months from the date of becoming payable.

(b) According to the information and explanations given to us and as per our verification of the records of the Company, the following are the disputed amounts of Tax/Duty along with the details of amounts that have been deposited with appropriate authorities as at 31st March, 2020 :-

Statute	Nature of Dues	Amount (in Lakhs)	Amount Paid (in Lakhs)	Period to which the amount relates	Forum to which amount is pending
Income Tax Act, 1961	Income Tax- Penalty	5.65	1.13*	AY 2017-18	Commissioner of Income Tax - Appeals

*Being 20% of the amount in dispute, deposited for staying the recovery of dispute amount.

- ix) Based on the audit procedures and according to the information and explanations given to us, we are of the opinion that the Company has not defaulted in repayment of dues to any financial institution or bank or debenture holders.
- x) The Company has not raised money by way of initial public offer or further public offer (including debt instruments) and term loans during the year and, accordingly, the provisions of clause 3(ix) of the said order are not applicable.
- xi) According to the information and explanations given to us, no fraud by the company or any fraud on the Company by its officers or employees has been noticed or reported during the course of our audit.
- xii) According to the information and explanations given to us and based on our examination of the records of the company, the company has paid / provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V of the Act.
- xiii) According to the information and explanation given to us, the company is not a Nidhi Company. Accordingly, the clause 3(xii) of the Order is not applicable.
- xiv) 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 standalone financial statements, as required by the applicable accounting standards.

- xv) According to the information and explanations given to us, the company has not made preferential allotment or private placement of shares or fully or partly convertible debentures during the year under audit. Accordingly, the clause 3(xiv) of the Order is not applicable.
- xvi) According to information and explanations given to us and based on our examination of the records of the company, the company has not entered into any non-cash transaction with directors or persons connected with them. Accordingly, clause 3 (xv) of the Order is not applicable.

The company is registered as Non - Banking Financial Company with Reserve Bank of India under section 45-IA of the Reserve Bank of India Act, 1934.

For M/S ANUJ GOYAL ASSOCIATES
Chartered Accountants
(FRN No. 008784 N)

Sd/-
(ANUJ KUMAR GOYAL)
Partner
F.C.A.; M. No. 87318

Place: Delhi
Date: 24.08.2020



TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF INTEGRATED FINANCIAL SERVICES LIMITED

REPORT ON THE INTERNAL FINANCIAL CONTROLS UNDER CLAUSE (i) OF SUB-SECTION 3 OF SECTION 143 OF THE COMPANIES ACT, 2013 ("THE ACT")

We have audited the internal financial controls over financial reporting of **INTEGRATED FINANCIAL SERVICES LIMITED** ("the Company") as of March 31, 2020 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

MANAGEMENT'S RESPONSIBILITY FOR INTERNAL FINANCIAL CONTROLS

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

AUDITORS' RESPONSIBILITY

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

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone 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 standalone 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 standalone financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

INHERENT LIMITATIONS OF INTERNAL FINANCIAL CONTROLS OVER FINANCIAL REPORTING

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

OPINION

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2020, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For M/S ANUJ GOYAL ASSOCIATES
Chartered Accountants
(FRN No. 008784 N)**

**Sd/-
(ANUJ KUMAR GOYAL)
Partner
F.C.A.; M. No. 87318**

**Place: Delhi
Date: 24.08.2020**

Balance Sheet as at 31st March 2020

(Currency : Indian Rupees)	Note	As at 31 st March 2020	As at 31 st March 2019
I. ASSETS			
1. Financial Assets			
a) Cash & Cash Equivalents	2(a)	805,032.44	1,276,689.24
b) Bank Balances other than (a)	2(b)	290,104.92	290,104.92
c) Derivative Financial Instruments		-	-
d) Receivables			
(i) Trade Receivables		-	-
(ii) Other Receivables		-	-
e) Loans	3	182,810,792.79	159,256,270.15
f) Investments	4	228,129,852.55	319,446,953.10
g) Other Financial Assets		-	-
2. Non Financial Assets			
a) Inventories		-	-
b) Current Tax Assets (Net)	5	751,933.13	619,061.47
c) Deferred Tax Assets (Net)	6	55,455.00	66,343.00
d) Property, Plant and Equipment	7	23,626.00	23,626.00
e) Other non-financial assets	8	15,032,172.20	17,238,960.93
TOTAL		427,898,969.03	498,218,008.81
II. LIABILITIES & EQUITY			
a) Derivative Financial Instruments		-	-
b) Payables			
Trade Payables			
(i) total outstanding dues of micro enterprises and small enterprises		-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises		-	-
Other Payables			
(i) total outstanding dues of micro enterprises and small enterprises		-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises		-	-
c) Debt Securities		-	-
d) Borrowings (Other than Debt Securities)		-	-
e) Deposits		-	-
f) Subordinate Liabilities		-	-
g) Other Financial Liabilities	9	290,104.92	290,104.92



Non Financial Liabilities			
a) Current Tax Liabilities (Net)	10	-	-
b) Provisions		-	-
c) Deferred Tax Liabilities (Net)		-	-
d) Other Non Financial Liabilities	11	66,000.00	66,000.00
Equity			
a) Equity Share Capital	12	60,000,000.00	60,000,000.00
b) Other Equity	13	347,542,864.11	437,861,903.89
TOTAL		427,898,969.03	498,218,008.81
Significant Accounting Policies & Notes on Financial Statements are an integral part of the financial statement	1 to 25		

As per our Report of even date attached

For ANUJ GOYAL ASSOCIATES

Chartered Accountants

Firm Regn. No-008784N

Sd/-
(ANUJ KUMAR GOYAL)
F.C.A, Partner
Membership No – 087318

For and on behalf of the Board of Directors

Sd/- Sd/- Sd/-
S.C. Khaneja Rajni Khaneja Kunal Khaneja
Company Secretary Director Director
(Mem. No.F1333) (DIN:00042980)(DIN:00347845)

Date: 24.08.2020

Place: New Delhi



Statement of Profit and Loss for the year ended 31st March, 2020

Particulars	Note	For the year ended 31 st March 2020	For the year ended 31 st March 2019
Revenue from operations	14	41,661,421.47	45,353,921.30
Other income	15	10,184.00	-
Net Gain/ (Loss) on Fair Value Changes	16	(93,029,291.49)	(38,780,468.29)
Total Revenue		<u>(51,367,870.02)</u>	<u>6,583,637.01</u>
Expenses			
Employee Benefit Expenses	18	1,840,152.00	1,766,605.00
Finance Costs	17	840.00	108,940.00
Depreciation and Amortization Expenses	7	-	-
Other Expenses	19	2372737.67	2,217,248.84
	-	-	-
Total Expenses		<u>4,213,729.69</u>	<u>4,092,739.84</u>
Profit Before Tax		<u>(55,581,599.71)</u>	<u>2,490,843.17</u>
Tax Expense:	20		
(1) Current tax		7,734,065.00	8,050,355.00
(2) Income Tax for earlier years		477,927.00	973,425.10
(3) MAT Credit Entitlement		4,590.07	-
(4) Deferred tax		10,888.00	15,635.00
Profit (Loss) for the year		<u>(63,809,069.78)</u>	<u>(6,548,571.93)</u>
Earnings per Equity Share of Face Value of Rs.10/- each Basic (in Rs.)	22	<u>(10.63)</u>	<u>(1.09)</u>
Significant Accounting Policies & Notes on Financial Statements are an integral part of the financial statement	1 to 25		

**As per our Report of even date attached
For ANUJ GOYAL ASSOCIATES**
Chartered Accountants
Firm Regn. No-008784N

For and on behalf of the Board of Directors

Sd/-
(ANUJ KUMAR GOYAL)
F.C.A, Partner
Membership No - 087318

Sd/- S.C. Khaneja Company Secretary (Meb. No. F1333)	Sd/- Rajni Khaneja Director (DIN:00042980)	Sd/- Kunal Khaneja Director (DIN:00347845)
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Date: 29.06.2020
Place: New Delhi



Cash Flow Statement 31st March, 2020



Particulars		For the year ended 31 st March 2020	For the year ended 31 st March 2019
A. CASH FLOW FROM OPERATING ACTIVITIES:			
Net Profit / (Loss) before Tax		(55,581,599.71)	2,490,843.17
Adjustment For:			
- Depreciation		-	-
- Interest Expenses		840	108,940.00
- Capital Gain on shares		(2,894,193.47)	(7,895,196.42)
- Capital Gain on Bonds		-	(56,109.93)
- Capital Gain on Mutual Funds		(309,056.58)	(158,100.29)
-Interest Income on Tax Free Bond		(3,597,563.00)	(3,740,749.00)
- Dividend Income		(5,080,890.25)	(4,722,269.46)
-Profit on sale of Fixed Assets		-	(10,184.00)
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGE		(67,462,463.01)	(13,982,825.93)
Adjustment for Changes In:			
- (Increase) / Decrease in Other Liabilities		(5,166,582.07)	(3,963,868.00)
- (Increase) / Decrease in Loans & Advances		(23,554,522.64)	(72,856,270.15)
- (Increase) / Decrease in Other Assets		2,073,917.07	915,827.60
NET CASH FROM OPERATION		(94,109,650.65)	(89,887,136.48)
- Direct Taxes Paid		(3,050,000.00)	(6,165,750.00)
NET CASH FROM OPERATING ACTIVITIES	[A]	(97,159,650.65)	(96,052,886.48)
B. CASH FLOW FROM INVESTING ACTIVITIES:			
- (Increase) / Decrease of Fixed Assets		-	75,000.00
- (Increase) / Decrease of Current Investments		91,317,100.55	57,497,474.92
- Capital Gain on shares		2,894,193.47	7,895,196.42
- Capital Gain on Bonds		-	56,109.93
- Capital Gain on Mutual Funds		309,056.58	158,100.29
- Dividend Income		5,080,890.25	4,722,269.46



- Interest Income on Tax Free Bond		3,597,563.00	3,740,749.00
NET CASH FROM INVESTING ACTIVITIES	[B]	103,198,803.85	74,144,900.02
C. CASH FLOW FROM FINANCING ACTIVITIES:			
- Interest Expenses		(840.00)	(108,940.00)
- Proposed Dividend Paid		(5,400,000.00)	(7,200,000.00)
- Dividend Distribution Tax Paid		(1,109,970.00)	(1,465,776.00)
NET CASH FROM FINANCING ACTIVITIES	[C]	(6,510,810.00)	(8,774,716.00)
NET INCREASE IN CASH AND CASH EQUIVALENTS	[D]=[A+B+C]	(471,656.00)	(30,682,702.46)
OPENING BALANCE OF CASH AND CASH EQUIVALENTS	[E]	156,6794.16	32,249,496.62
CLOSING BALANCE OF CASH AND CASH EQUIVALENTS	[F]=[D+E]	1,095,137.36	1,566,794.16
Significant Accounting Policies & Notes on Financial Statements are an integral part of the financial statement	1 to 25	-	-

Note: Net figures have been reported on account of volume of transactions.

**As per our Report of even date attached
For ANUJ GOYAL ASSOCIATES**
Chartered Accountants
Firm Regn. No-008784N

For and on behalf of the Board of Directors

Sd/-
(ANUJ KUMAR GOYAL)
F.C.A, Partner
Membership No – 087318

Sd/-
S.C. Khaneja
Company Secretary

Sd/-
Rajni Khaneja
Director
(DIN:00042980)

Sd/-
Kunal Khaneja
Director
(DIN:00347845)

Date: 24.08.2020
Place: New Delhi



NOTE - 1 : SIGNIFICANT ACCOUNTING POLICIES

1. COMPANY OVERVIEW

Integrated Financial Services Limited (the Company) was incorporated on 04th March, 1992. The company is registered with Reserve Bank of India (RBI) as Non- Banking Finance Company (NBFC) and is predominantly engaged in the business of Investment.

The Company is a listed Company and its shares are traded in BSE Limited. The Company has its Registered Office in New Delhi.

2. STATEMENT OF COMPLIANCE

These financial statements have been prepared in accordance with Indian Accounting Standards ("Ind AS") as notified under the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016 as applicable read with Section 133 of the Companies act, 2013 (the "Act"). The Company has adopted all the Ind AS standards 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 Indian Accounting Principles generally accepted in India as prescribed under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (IGAAP), which was the previous GAAP and, accordingly, previous period has been restated to Ind-AS. Reconciliations and descriptions of the effect of the transition has been summarized in Note 26.

Accounting policies have been consistently applied except where a newly-issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

3. BASIS OF MEASUREMENT

The financial statements have been prepared on a historical cost convention and on an accrual basis, except for the following material items that have been measured at fair value as required by relevant Ind AS:

- i. Certain financial assets and liabilities measured at fair value (refer accounting policy on financial instruments);
- ii. Defined Benefit and Other long- term employee benefits

4. USE OF ESTIMATES AND JUDGMENT

The preparation of financial statements in conformity with Ind AS requires management to make judgments, estimates and assumptions, that affect the application of accounting policies and the reported amounts of assets, liabilities, and disclosure of Contingent liabilities at the date of these financial statements and the reported amounts of revenues and expenses for the years presented. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed at each balance sheet date. Revisions to accounting estimates are recognised in the period in which the estimate is revised and future periods affected.

The application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in these financial statements are as below:

- i). Measurement of useful life of Property, Plant & Equipment
- ii). Estimation of Taxes on Income

5. FINANCIAL INSTRUMENTS

Initial recognition and measurement :

Certain financial instruments are recognised initially at fair value. Transaction costs that are directly attributable to the acquisition of the financial asset are recognised in determining the carrying amount, if it is not classified as at fair value through profit or loss.

Purchase or sale of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trade) are recognised on trade date. Loans, borrowings and



payables are recognised net of directly attributable transaction costs. Subsequently, financial instruments are measured according to the category in which they are classified.

Subsequent measurement:

For the purpose of subsequent measurement, financial instruments of the Company are classified in the following categories: debt instruments at fair value through other comprehensive income (FVTOCI) and equity instruments at FVTOCI or fair value through profit and loss account (FVTPL). The classification of financial instruments depends on the objective of the business model for which it is held. Management determines the classification of its financial instruments at initial recognition.

6. **STATEMENT OF CASH FLOWS**

For the purposes of the cash flow statement, cash and cash equivalents include cash in hand, in banks and demand deposits with banks, net of outstanding bank overdrafts that are repayable on demand, book overdraft and are considered part of the Company's cash management system.

7. **PROPERTY, PLANT AND EQUIPMENT**

i) Recognition and measurement:

Property, plant and equipment are measured at cost less accumulated depreciation and impairment losses, if any. Costs include directly attributable expenditure incurred up to the date the asset is ready for its intended use. Amounts paid towards the acquisition of property, plant and equipment outstanding as of each reporting date and the cost of property, plant and equipment not ready for intended use before such date are disclosed under capital advances and capital work-in-progress respectively. Depreciation is not recorded on capital work-in-progress until installation is complete and the asset is ready for its intended use. Subsequent expenditure relating to property, plant and equipment is capitalized only when it is probable that future economic benefits associated with these will flow to the Company and the cost of the item can be measured reliably. Repairs and maintenance costs are recognized in the statement of profit and loss when incurred. The cost and related accumulated depreciation are eliminated from the financial statements upon sale or disposition of the asset and the resultant gains or losses are recognized in the statement of profit and loss.

ii) Depreciation:

Depreciation on tangible assets is provided on the Written Down Value method over the estimated useful life of the assets as prescribed in Schedule II of the Companies Act, 2013.

8. **EMPLOYEE BENEFITS**

The Company participates in various employee benefit plans. Post-employment benefits are classified as either defined contribution plans or defined benefit plans. Under a defined contribution plan, the Company's only obligation is to pay a fixed amount with no obligation to pay further contributions if the fund does not hold sufficient assets to pay all employee benefits. The related actuarial and investment risks fall on the employee. The expenditure for defined contribution plans is recognized as expense during the period when the employee provides service. Under a defined benefit plan, it is the Company's obligation to provide agreed benefits to the employees. The related actuarial and investment risks fall on the Company.

9. **PROVISIONS AND CONTINGENCIES**

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, 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.

Provisions for onerous contracts are recognized when the expected benefits to be derived by the Company from a contract are lower than the unavoidable costs of meeting the future obligations under the contract. Provisions for onerous contracts are measured at the present value of lower of the expected net cost of fulfilling the contract and the expected cost of terminating the contract.

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the Company or



a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company does not recognize a contingent liability but discloses its existence in the financial statements.

10. **REVENUE RECOGNITION**

Revenue is measured at fair value of consideration received or receivable. Revenues are recognised when collectability of the resulting receivables is reasonably assured.

i) Interest :

Interest income and expense are recognised in the statement of profit or loss using the effective interest method. The effective interest method is a method of calculating the amortised cost of a financial asset or a financial liability and of allocating the interest income or interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument or, when appropriate, a shorter period to the net carrying amount of the financial asset or financial liability. When calculating the effective interest rate, the Company estimates cash flows considering all contractual terms of the financial instrument but does not consider future credit losses.

ii) Income from Investments :

Interest Income on Investments in government securities is recognized as it accrues in the statement of profit and loss, using the effective interest method and interest on other investments is recognised on accrual basis.

iii) Dividend Income :

Dividend income is recognized in the statement of profit and loss on the date that the Company's right to receive payment is established.

iv) Finance Expense :

Finance expenses consist of interest expense on loans and borrowings. Borrowing costs are recognized in the statement of profit and loss using the effective interest method.

11. **FOREIGN CURRENCY**

i) Functional and presentation currency:

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the Company operates (i.e. the "functional currency"). The financial statements are presented in Indian Rupee, the national currency of India, which is the functional currency of the Company.

ii) Transactions and Translations :

Transactions in foreign currencies are recorded at the exchange rate prevailing on the date of transaction. Foreign currency denominated monetary assets and liabilities are re-measured into the functional currency at the exchange rate prevailing on the balance sheet date. Exchange differences arising on settlement of transactions are recognised in the statement of profit and loss.

Foreign currency gains and losses are reported on a net basis. This includes changes in the fair value of foreign exchange derivative instruments, which are accounted at fair value through profit or loss.

12. **INCOME TAX**

Income tax expense comprises current and deferred taxes. Income tax expense is recognized in the statement of profit and loss except to the extent it relates to items directly recognized in equity or in other comprehensive income in which case is also recognised outside the statement of profit and loss.

(i) Current income tax :

Current income tax for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities based on the taxable income for the period. The tax rates and tax laws used to



compute the current tax amount are those that are enacted or substantively enacted by the reporting date and applicable for the period. 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 realize the asset and liability simultaneously.

(ii) Deferred taxes :

Deferred tax is recognized using the balance sheet approach. Deferred tax assets and liabilities are recognised for the future tax consequences of temporary differences between the carrying values of assets and liabilities and their respective tax bases, and unutilised business loss and depreciation carry forwards and tax credits.

Deferred tax asset is recognized to the extent that it is probable that future taxable income will be available against which the deductible temporary differences, unused tax losses, depreciation carry-forwards and unused tax credits could be utilized. The carrying amount of deferred tax assets is reviewed at each reporting 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 income tax asset to be utilized.

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

13. EARNING PER SHARE (EPS)

Basic earnings per share is computed by dividing net profit after tax by the weighted average number of equity shares outstanding during the period.

Diluted EPS is computed by dividing the net profit after tax by the weighted average number of equity shares considered for deriving basic EPS and also weighted average number of equity shares that could have been issued upon conversion of all dilutive potential equity shares.

14. SEGMENT

The Company is a Non Banking Finance Company (NBFC) engaged pre-dominantly in investment activities, which is the only business segment of the company. No further disclosures are required under Indian Accounting Standard (IND-AS) 108: Operating Segment, other than those already provided in the financial statements of the Company.

15. BORROWING COST

As per IND AS-23, Borrowing Cost includes interest and other costs. Such costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the period they occur.

16. The accounting policies not specifically referred to above are in consistence with Indian Accounting Standards (Ind AS).

17. The accounts of the Company have been prepared on a going concern basis.

As per our Report of even date attached

For ANUJ GOYAL ASSOCIATES

Chartered Accountants
Firm Regn. No-008784N

Sd/-
(ANUJ KUMAR GOYAL)
F.C.A, Partner
Membership No – 087318

For and on behalf of the Board of Directors

Sd/- S.C. Khaneja Company Secretary	Sd/- Rajni Khaneja Director (DIN:00042980)	Sd/- Kunal Khaneja Director (DIN:00347845)
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Date: 24.08.2020

Place: New Delhi



NOTES OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020

The previous year figures have been regrouped / reclassified, wherever necessary to conform to the current year presentation.

	As at 31 st March 2020	As at 31 st March 2019
NOTE- 2(a)	<u>CASH AND CASH EQUIVALANTS</u>	
	1,446.00	75,000.00
Cash in hand		
Balance with Banks	803,586.44	1,201,689.24
	805,032.44	1,276,689.24

	As at 31 st March 2020	As at 31 st March 2019
NOTE- 2(b)	<u>BALANCES WITH BANKS OTHER THAN IN (a) ABOVE</u>	
Unpaid Dividend	290,104.92	290,104.92
	290,104.92	290,104.92

	As at 31 st March 2020	As at 31 st March 2019
NOTE-3	<u>LOANS</u>	
Loans repayable on demand		
<u>Unsecured Loan</u>		
Integrated Master Securities (P) Limited	117,975,000.00	95,449,000.00
<u>Secured Loan</u>		
Sh. Ashok Mittal	-	-
M/s. Rishikesh Chopra (HUF)	-	2,088,229.55
Sh. Sunil Gupta	1,389,698.62	-
Sh. Sachin Kasera	51,458,490.26	45,000,000.00
Sh. Vivek Dahiya	400,000.00	-
Sh. Manoj Gupta	1,219,040.20	6,719,040.2



Sh. Deepak Kumar	10,368,563.71	10,000,000.00
Sh. Manoj Gupta	1,219,040.20	6,719,040.20

Other Loan & Advances

Balance with Statutory Authorities	24,776,220.33	25,988,117.10
Staff advances	217,000.00	-

184,249,490.48	112,388,117.10
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As at 31st March 2020	As at 31st March 2019
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NOTE-4 INVESTMENTS

Mutual Funds ***		-
Government Securities		-
Debt Securities ***	51,198,329.10	51,443,386.60
Equity Instruments ***	95,048,644.05	188,049,597.70
Subsidiaries	-	-
Associates ****	52,150,000.00	52,150,000.00

Others # :-

FDR with HDFC Bank	29,732,879.40	27,803,968.80
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228,129,852.55	319,446,953.10
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**Unquoted- Fully Paid Up
****Investment in Associates**

	Number of Equity shares			
	Current Year	Previous Year		
Integrated Master Securities Pvt. Ltd.	4,900,000	4,900,000	49,000,000.00	49,000,000.00
Integrated Commodity Trades Pvt. Ltd.	315,000	315,000	3,150,000.00	3,150,000.00
			52,150,000.00	52,150,000.00

*** Investment in equity instruments, Mutual Instruments and Debt Instruments are valued at FVTPL

**** Investments in Associates are valued at Cost.

Includes Fixed Deposits with a maturity period of above 3 Months



		As at 31 st March 2020	As at 31 st March 2019
NOTE-5	<u>CURRENT TAX ASSETS (NET)</u>		
	Advance Income Tax and TDS (Net of Provision)	751,933.13	619,061.47
		751,933.13	619,061.47
		As at 31 st March 2020	As at 31 st March 2019
NOTE-6	<u>CURRENT TAX ASSETS (NET)</u>		
	Advance Income Tax and TDS (Net of Provision)	55,455.00	66,343.00
		55,455.00	66,343.00
		As at 31 st March 2020	As at 31 st March 2019
NOTE-8	<u>OTHER NON-FINANCIAL ASSETS</u>		
	Advance to Employees	1,38,000.00	217,000.00
	Others:		
	Income Tax Refundable [A.Y.2004-05]	-	111,296.00
	Income Tax Refundable [A.Y.2014-15]	-	-
	Fringe Benefit Tax Refund Due (A.Y. 2008-09)	-	-
	Income Tax Refundable [A.Y.2019-20]	612,839.00	-
	MAT Credit Entitlements	14,281,333.20	16,910,664.93
		15,032,172.20	17,238,960.93
		As at 31 st March 2020	As at 31 st March 2019
NOTE-9	<u>OTHER FINANCIAL LIABILITIES</u>		
	Unpaid Dividend	290,104.92	290,104.92
		290,104.92	290,104.92



	As at 31 st March 2020	As at 31 st March 2019
NOTE-10 PROVISIONS		
Provisions for Income Tax (Net of Advance Tax and TDS)	-	-
	-	-

	As at 31 st March 2020	As at 31 st March 2019
NOTE-11 OTHER NON-FINANCIAL LIABILITIES		
Statutory Dues:		
Income Tax (AY 2006-07)	-	-
TDS Payable	10,000.00	10,000.00
	-	
Others:		
Auditor's Remuneration Payable	45,000.00	45,000.00
Internal Audit Fees Payable	11,000.00	11,000.00
	66,000.00	66,000.00

NOTE-12 SHARE CAPITAL	As at 31 st March 2020		As at 31 st March 2019	
	Number	Amount	Number	Amount
Authorised Share Capital				
Equity Shares of Rs.10/- each	6,000,000	60,000,000.00	6,000,000	60,000,000.00
Issued, Subscribed and Paid up				
Equity Shares of Rs.10/- each fully paid up	6,000,000	60,000,000.00	6,000,000	60,000,000.00
Total	6,000,000	60,000,000.00	6,000,000	60,000,000.00

The reconciliation of the number of shares outstanding is set out below :-

Equity Shares				
PARTICULARS	As at 31 st March 2020		As at 31 st March 2019	
	Number	Amount	Number	Amount



Equity Shares outstanding at the beginning of the year	6,000,000	60,000,000.00	6,000,000	60,000,000.00
Add: Equity Shares Issued during the year	-	-	-	-
Add: Bonus Shares Issued during the year	-	-	-	-
Equity Shares outstanding at the end of the year	6,000,000	60,000,000.00	6,000,000	60,000,000.00

Terms / Rights of Equity Shareholders

The Company has issued only one class of equity shares having par value of Rs. 10/- per share. Each holder of equity shares is entitled to one vote per share held. The Company declares and pays dividend in Indian rupees.

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 amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

The details of Shareholders holding more than 5%

	31 st March 2020		31 st March 2019	
	Number of Shares	Percentage Shareholding	Number of Share	Percentage Shareholding
Mr. Subhash Chander Khaneja	2,258,213	37.64	2,258,213	37.64
Mrs. Rajni Khaneja	895,800	14.93	895,800	14.93
Mr. Sant Lal Khaneja & Sons (HUF)	303,350	5.06	303,350	5.06
Mr. Kunal Khaneja	501,017	8.35	501,017	8.35

	As at 31 st March 2020	As at 31 st March 2019
NOTE-13 OTHER EQUITY		
<u>General Reserve</u>		
Balance at the beginning of the Year	308,386,461.82	308,386,461.82
Balance at the end of the Year (A)	308,386,461.82	308,386,461.82
<u>Retained Earnings</u>		
Balance at the beginning of the Year	129,475,442.07	144,689,790.00
<u>Add:</u> Profit/(Loss) for the current year	(63,809,069.78)	(65,48,571.93)
	65,666,372.29	138,141,218.07
<u>Less:</u> Dividend	54,00,000.00	7,200,000.00



Dividend Distribution Tax	1,109,970.00	1,465,776.00
Balance at the end of the Year (B)	59,156,402.29	129,475,442.07
Total (A+B)	367,542,864.11	437,861,903.89

Note 13.1: The Company has paid dividend of Rs. 0.90 paise per share on the equity shares of face value of Rs.10/- each pertaining to FY 2018-19, post approval by the members in the AGM held on 30th Sept., 2019.

Note 13.2: In view of the future need of funds for growth of the company, your Board of Directors are unable to recommend any dividend for the financial year ended 31st March, 2020. According to the requirements of Ind AS 10- Events occurring after Balance Sheet date, the dividend declared and tax thereon shall only be recognised as a liability in the books of account in the year in which the dividends are declared on approval by the members.

	As at 31 st March 2020	As at 31 st March 2019
NOTE-14		
<u>REVENUE FROM OPERATIONS</u>		
Interest Income	33,377,281.17	325,22,245.20
Dividend Income	5,080,890.25	4,722,269.46
Income from operations	3,203,250.05	8,109,406.64
	41,661,421.47	45,353,921.30

	As at 31 st March 2020	As at 31 st March 2019
NOTE-14.1		
<u>INTEREST INCOME</u>		
Interest on Loan \$	27,636,484.17	26,604,830.20
Interest on FDRs \$	2,143,234.00	2,000,204.00
Interest on Tax Free Bonds \$	3,597,563.00	3,740,749.00
Interest on Income Tax Refund	-	176,462.00
	33,377,281.17	32,522,245.20

\$ Interest income is valued at amortised cost.

	As at 31 st March 2020	As at 31 st March 2019
NOTE-14.2		
<u>DIVIDEND INCOME</u>		
Dividend Income	5,080,890.25	4,722,269.46
	5,080,890.25	4,722,269.46

	As at 31 st March 2020	As at 31 st March 2019
NOTE-14.3		
<u>INCOME FROM OPERATIONS</u>		
Profit on sale of Equity shares	2,894,193.47	7,895,196.42
Profit on sale of Mutual Funds	309,056.58	158,100.29
Profit on sale of Tax Free Bonds	-	56,109.93
	3,203,250.05	8,109,406.64



	As at 31 st March 2020	As at 31 st March 2019
NOTE-15 <u>OTHER INCOME</u>		
Profit on Sale of Fixed Assets	-	10,184.00
	-	10,184.00

	As at 31 st March 2020	As at 31 st March 2019
NOTE-16 <u>NET GAIN/(LOSS) ON FAIR VALUE CHANGES</u>		
Net Gain/(Loss) on Financial Instruments at Fair Value through profit or loss on trading portfolio	(93,029,291.49)	(38,780,468.29)
	(93,029,291.49)	(38,780,468.29)

	As at 31 st March 2020	As at 31 st March 2019
NOTE-17 <u>OTHER INCOME</u>		
Interest on Bank Overdraft	840.00	108,940.00
	840.00	108,940.00

	As at 31 st March 2020	As at 31 st March 2019
NOTE-18 <u>EMPLOYEE BENEFITS EXPENSES</u>		
Salary and Wages	1,057,451.00	910,570.00
Payment to Directors	520,000.00	520,000.00
Staff Welfare Expenses	190,193.00	157,110.00
Ex-gratia	72,508.00	83,316.00
Stipend of Trainees	-	95,609.00
	1,840,152.00	1,766,605.00

	As at 31 st March 2020	As at 31 st March 2019
NOTE-18.1 <u>PAYMENT TO DIRECTOR AS</u>		
Director Remuneration	480,000.00	4,80,000.00
Ex-gratia	40,000.00	40,000.00
	520,000.00	520,000.00



		As at 31 st March 2020	As at 31 st March 2019
NOTE-19	<u>OTHER EXPENSES</u>		
	Advertisement Expenses	27,615.00	29,421.00
	Bank Charges	1,947.00	590.00
	Auditor's Remuneration	50,000.00	50,000.00
	Computer Expenses	154,270.00	117,816.00
	Conveyance	202,026.00	181,523.00
	Custody Fee	53,100.00	35,850.00
	Fees Registration & Annual Subscription	23,600.00	1,000.00
	Festival expenses	109,269.00	76,515.00
	Meeting Expenses	106,727.00	86,298.00
	Insurance Charges	-	-
	Professional Charges	47,580.00	71,180.00
	Listing fee	354,000.00	295,000.00
	Newspaper & Periodicals	121,467.00	88,559.00
	Office Repair, Maintenance Expenses	192,539.00	128,905.00
	Postage & Telegram	277,114.00	230,187.00
	Printing & Stationery	328,110.40	279,819.00
	Registrar and Transfer Agent Charges	12,505.00	20,478.00
	Rent	-	-
	Securities Transaction Tax	27,737.00	63,359.00
	Director Sitting Fee	50,000.00	55,000.00
	GST and other charges	927.29	4,104.84
	Telephone Expenses	8,508.00	11,070.00
	Tour & Travels	223,696.00	174,533.00
	Vehicle Maintenance	-	216,041.00
		2,372,737.69	2,217,248.84

		As at 31 st March 2020	As at 31 st March 2019
NOTE-19.1	<u>PAYMENT TO AUDITORS AS</u>		
	Statutory Audit Fees	50,000.00	50,000.00
	Other Services	36,580.00	51,000.00
		86,580.00	101,000.00



		As at 31 st March 2020	As at 31 st March 2019
NOTE-20	<u>FINANCIAL ASSETS</u>		
	Cash & Cash equivalents	1,095,137.36	1,566,794.16
	Loans	182,810,792.79	159256270.15
	Investments	228,129,852.55	319446953.10
		412,035,782.70	480,270,017.41

		As at 31 st March 2020	As at 31 st March 2019
NOTE-21	<u>FINANCIAL ASSETS</u>		
	Other Financial Liabilities	290,104.92	290,104.92
		290,104.92	290,104.92

		As at 31 st March 2020	As at 31 st March 2019
NOTE-22	<u>CURRENT TAX</u>		
	Current Tax - for the Current Year	7,734,065.00	7,435,733.00
	Current Tax - for the prior year	477,927.00	(27,570.90)
	MAT Credit Adjustment for prior period	4,590.07	614,622.00
	Income tax A.Y. 2003-04	-	20,079.00
	Income tax A.Y. 2006-07	-	84,510.00
	Income tax A.Y. 2007-08	-	750,558.00
	Income tax A.Y. 2014-15	-	146,849.00
		8,216,582.07	9,023,780.10

Note 23: CONTINGENT LIABILITIES AND COMMITMENTS (To the extent not provided for)

Note 23.1: The outstanding Income Tax / Fringe Benefit Tax demand pertaining to AY 2006-07, AY 2010-11, AY 2013-14 and AY 2017-18 appearing on the website of the Income Tax Dept. or as per physical intimation by the Deptt., have not been treated as contingent liabilities since the Company has adequately represented to the Income Tax Deptt. and does not expect any liability on this account.

Note 23.2		(Amount in Rs.)	
Nature of Claims	Risk Involved	As at 31st March, 2020	As at 31st March, 2019
Disputed Income Tax Matter under Appeal	The Company has filed an Appeal against the order dated 31.12.2019 passed u/s 270A of Income Tax Act, 1961 for AY 2017-18 on 23.01.2020 before CIT(Appeal) which is yet to be heard.	565,138.00	-



	As at 31 st March 2020	As at 31 st March 2019
NOTE-24	<u>EARNING PER SHARE</u>	
(i) Net Profit after tax (excluding Other Comprehensive Income) as per Statement of Profit and Loss attributable to Equity Share holders	(63,809,069.78)	(6,548,571.93)
(ii) Weighted Average number of equity shares used as denominator for calculating EPS	6,000,000.00	6,000,000.00
(iii) Basic and Diluted Earning Per Share	(10.63)	(1.09)
(iv) Face value per Equity Share	10.00	10.00

NOTE-25 RELATED PARTY DISCLOSURES :

As per Accounting Standard 18, the disclosures of transactions with related parties are given below:

a) Related Parties with whom transaction have taken place during the year :-**Associate Companies :**

- Integrated Master Securities (P) Ltd
- Integrated Commodity Trades (P) Ltd

Key Management Personnel:**i. Mr. Subhash Chander Khaneja, Chairman**

Enterprises where significant influence exists:

- Integrated Master Securities (P) Ltd
- Integrated Commodity Trades (P) Ltd

ii. Mrs. Rajni Khaneja, Whole Time Director

Enterprises where significant influence exists :

- Integrated Master Securities (P) Ltd

iii. Mr. Virender Khaneja, Non Executive Director

Enterprises where significant influence exists :

- Integrated Master Securities (P) Ltd
- Integrated Commodity Trades (P) Ltd

iv. Mrs. Rachna Batra, Independent Director**v. Mr. Sunil Sobti, Independent Director****vi. Mr. Suraj Prakash Oberoi, Independent Director****vii. Mr. Kunal Khaneja, Executive Director**

Enterprises where significant influence exists :

- Integrated Master Securities (P) Ltd
- Integrated Commodity Trades (P) Ltd


b) Transactions during the year with related Parties

Particulars	Key Management Personnel	Relative of Key Management Personnel	Associate Companies / Enterprises where Significant influence exists	Total
1 Income				
Interest Income	-	-	19,807,665.43	19,807,665.43
2 Expenses				
- Salary	-	-	-	-
- Director Remuneration	480,000.00	-	-	480,000.00
- Ex- Gratia	40,000.00	-	-	40,000.00
- Sitting Fee	50,000.00	-	-	50,000.00
3 Balance at the year end				
- Loans and Advances	-	-	117,975,000.00	117,975,000.00
Total.....	570,000.00	-	137,782,665.43	138,352,665.43

Note 26: IND AS 101- First Time Adoption of Ind AS

The financial statements of the Company for the year ended March 31, 2020 have been prepared in accordance with Ind ASs notified under the Companies (Indian Accounting Standards) Rules, 2015. The adoption of Ind AS was carried out in accordance with Ind AS 101, using April 1, 2018 as the transition date.

All applicable Ind AS have been applied consistently and retrospectively wherever required. The resulting difference between the carrying amounts of the assets and liabilities in the financial statements under both Ind AS and Indian GAAP as of the Transition Date have been recognized directly in equity at the Transition Date.

Reconciliation of Profit from previous GAAP to Ind AS for the period 2018-19

Net Profit as per previous GAAP	39,858,125.02
Add : Provision for Diminution in the Value of Current Investments [As per previous GAAP]	14,13,186.44
Adjustments due to adoption of Ind AS :	
Adjustment on account of Investment carried are valued at Fair Value through Profit & Loss (FVTPL) @	(38 780,468.29)
Net Profit as per IND AS	
'@ Investments in Equity Instruments, Mutual Instruments and Debt Securities are valued at Fair Value through Profit & Loss (FVTPL)	2,490,843.17



NOTE-27 The Company is a Non Banking Finance Company (NBFC) engaged predominantly in investment activities, which is the only business segment of the company. No further disclosures are required under AS-17: Segment Reporting, other than those already provided in the financial statements of the Company.

NOTE-28 In the opinion of the board of Directors, all the Current Assets and Non - Current Assets are approximately of the value stated, if realized in the ordinary course of business. The provisions for depreciation and all known liabilities is adequate and not in excess of the amount reasonably necessary.

NOTE-29 The World witnessed the outbreak of the novel Corona Virus (COVID-19), an infected disease which World Health Organisation declared as a global pandemic. The disease engulfed the entire globe, leading to loss of human lives in great numbers and unascertainable economic losses. India responded to this crisis with a nationwide lockdown with effect from 24th March, 2020 which continues in major cities across the country.

The extent to which this pandemic will impact the business and financial results of the Company at this point of time, depends on future developments which are, highly uncertain.

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2020**NOTE 7 PROPERTY, PLANT & EQUIPMENT**

	Fixed Assets	Useful Life in Years	GROSS BLOCK						NET BLOCK		
			Balance as at 01.04.2019	Additions / (Disposals)	Balance as at 31.03.2020	Balance as at 01.04.2019	Accumulated Depreciation charge for the year	Depreciation On disposals	Balance as at 31.03.2020	Balance as at 31.03.2020	Balance as at 31.03.2020
A	Tangible Assets (Not Under Lease)										
1	Car	8	-	-	-	-	-	-	-	-	-
2	Typewriter	5	25,400.00	-	25,400.00	24,130.00	-	-	24,130.00	1,270.00	1,270.00
3	Fan	5	7,050.00	-	7,050.00	6,697.00	-	-	6,697.00	353.00	353.00
4	Refrigerator	5	12,475.00	-	12,475.00	11,851.00	-	-	11,851.00	624.00	624.00
5	Computer	3	280,923.00	-	280,923.00	266,877.00	-	-	266,877.00	14,046.00	14,046.00
6	Furniture & Fixtures	10	49,656.00	-	49,656.00	47,173.00	-	-	47,173.00	2,483.00	2,483.00
7	Fax Machine	5	60,000.00	-	60,000.00	57,000.00	-	-	57,000.00	3,000.00	3,000.00
8	Intercom	5	12,720.00	-	12,720.00	12,084.00	-	-	12,084.00	636.00	636.00
9	Filling Cabinet	5	14,291.00	-	14,291.00	13,576.00	-	-	13,576.00	715.00	715.00
10	Water Filter	5	9,980.00	-	9,980.00	9,481.00	-	-	9,481.00	499.00	499.00
			472,495.00	-	472,495.00	448,869.00	-	-	448,869.00	23,626.00	23,626.00
	Previous Year		1,768,820.00	(1,296,325.00)	472,495.00	1,680,378.00	-	1,231,509.00	448,869.00	23,626.00	88,442.00



LIST OF CURRENT INVESTMENTS

PARTICULARS	AS AT	AMOUNT	AS AT	AMOUNT
	31.03.2020		31.03.2019	
	Qty.	(Rupees)	Qty.	(Rupees)
(A) QUOTED EQUITY SHARES:				
ABC CAPITAL LTD	7,000	295,400.00	7,000	683,550.00
ABM KNOWLEDGE LTD.	4,933	166,735.40	4,933	305,352.70
ADANI POWER LIMITED	-	-	-	-
AMTEK AUTO LTD.	-	-	-	-
ANDHRA BANK	10,000	91,400.00	10,000	281,000.00
ANDHRA CEMENTS LIMITED	-	-	55,550	283,305.00
AUSTIN ENGINEERING COMPANY LIMITED	2,500	60,250.00	2,500	145,125.00
BANK OF MAHARASTRA	-	-	50,000	684,500.00
BHARAT BHUSHAN SHARE AND COMMODITY				
BROKERS	30,000	297,300.00	30,000	550,500.00
CANFIN HOMES LIMITED	6,500	1,812,850.00	14,500	5,053,975.00
CASTROL	22,000	2,187,900.00	22,000	3,663,000.00
CENTRUM CAPITAL LIMITED	25,000	230,000.00	-	-
CHAMBAL FERTILIZERS AND CHEMICALS LIMITED	34,000	3,675,400.00	34,000	5,661,000.00
CHD DEVELOPERS	-	-	400,000	2,640,000.00
CIL SECURITIES LIMITED	15,000	139,350.00	15,000	203,850.00
COSMO FERRITES LIMITED	12,000	37,200.00	12,000	177,600.00
DCB BANK LIMITED	19,000	1,801,200.00	19,000	3,882,650.00
DIGJAM LIMITED	-	-	-	-
ELECTROSTEEL CASTINGS LIMITED	-	-	-	-
EI HOTEL	2,000	131,600.00	2,000	405,100.00
FORTIS MALAR HOSPITALS LIMITED	16,500	709,500.00	16,500	907,500.00
GUJARAT INDUSTRIES POWER COMPANY LIMITED	-	-	-	-
GHCL LIMITED	10,000	887,500.00	-	-
GMR INFRA	25,000	406,250.00	25,000	495,000.00
GOLDEN TOBACCO LIMITED	25,000	466,250.00	25,000	1,123,750.00
GOLDIAM INTERNATIONAL LIMITED	-	-	-	-
GOODLUCK	75,000	1,893,750.00	75,000	4,878,750.00
GRAUER & WEIL (INDIA) LIMITED	115,000	3,892,750.00	133,000	6,543,600.00
GUJRAT HOTELS LIMITED	-	-	-	-
GUJARAT SIDHEE CEMENT LIMITED	-	-	-	-
HINDALCO INDUSTRIES LIMITED	19,000	1,818,300.00	19,000	3,901,650.00
HINDUJA VENTURES LIMITED	-	-	-	-
HINDUSTAN CONSTRUCTION CO. LIMITED	-	-	65,000	975,650.00
HINDUSTAN COPPER LIMITED	20,000	426,000.00	20,000	979,000.00
HOTEL LEELAVENTURE LIMITED	10,000	32,000.00	10,000	110,400.00
HPL ELECTRONIC AND POWER LTD	16,000	343,200.00	-	-
IDFC FIRST BANK LIMITED	100,000	2,110,000.00	100,000	5,520,000.00
IDFC LIMITED	62,000	920,700.00	62,000	2,876,800.00
IFCI LIMITED	-	-	-	-
IL&FS ENGINEERING AND INVESTMENT COMPANY LTD	-	-	-	-
IL&FS INVESTMENT MANAGERS LIMITED	-	-	-	-



IDFC LIMITED	15,000	222,750.00	-	-
INDIA HOTEL LIMITED	19,208	1,438,679.20	19,208	2,964,754.80
INDO RAMA SYNTHETICS (INDIA) LIMITED	29,000	333,500.00	29,000	1,016,450.00
INDRAPRASTHA MEDICAL CORPORATION LIMITED	100,000	3,395,000.00	100,000	3,835,000.00
ITC LIMITED	43,000	7,396,000.00	39,250	11,221,575.00
ISHAN DYES	-	-	-	-
JAGAT JIT INDUSTRIES LIMITED	6,200	117,800.00	6,200	241,180.00
JASCH INDUSTRIES LIMITED	9,517	164,644.10	9,517	530,096.90
JK PAPER LIMITED	15,000	1,117,500.00	15,000	2,143,500.00
JSW ENERGY LIMITED	29,000	1,238,300.00	29,000	2,105,400.00
JYOTI STRUCTURES LIMITED	-	-	64,000	145,920.00
L&T FINANCE HOLDINGS LIMITED	50,000	2,570,000.00	50,000	7,627,500.00
LAKSHMI PRECISION SCREWS LIMITED	-	-	-	-
MARKSANS PHARMA	25,000	347,500.00	-	-
MAJESTIC AUTO LTD	20,300	1,197,700.00	21,000	2,942,100.00
MANAK SIA LTD	5,000	135,750.00	5,000	194,000.00
MANGALORE CHEMICALS & FERTILIZERS LIMITED	944	22,892.00	944	38,798.40
MANGALORE REFINERY & PETROCHEMICAL LIMITED	20,000	462,000.00	20,000	1,490,000.00
MARAL OVERSEAR LIMITED	50,000	471,500.00	50,000	1,265,000.00
MAX INDIA LIMITED	34,000	2,050,200.00	34,000	2,261,000.00
MAXVIL	15,000	480,000.00	15,000	682,500.00
MCNALLY BHARAT ENGINEERING COMPANY LIMITED	-	-	-	-
MIC ELECTRONICS LIMITED	28,000	12,880.00	28,000	28,000.00
MONTE CARLO	7,000	941,850.00	5,738	2,092,361.70
MT EDUCARE	10,000	69,500.00	17,000	1,287,750.00
MUNJAL AUTO INDUSTRIES LIMITED	50,000	1,302,500.00	50,000	2,702,500.00
MUNJAL SHOWA LIMITED	5,000	299,000.00	5,000	828,750.00
NALCO	29,481	859,371.15	25,481	1,411,647.40
NELCO LIMITED	-	-	2,000	546,500.00
NEYVELI LIGNITE CORPORATION LIMITED	-	-	-	-
NG INDUSTRIES LIMITED	3,240	145,800.00	3,240	207,846.00
NHPC LIMITED	150,000	-	150,000	3,712,500.00
NTPC LIMITED	72,000	6,062,400.00	72,000	9,745,200.00
OMAX AUTOS LIMITED	71,000	1,391,600.00	66,000	5,573,700.00
PANYAM CEMENT LTD	-	-	-	-
PEARLPOLY	15,000	194,250.00	15,000	200,700.00
PENMAR INDUSTRIES	10,000	140,000.00	10,000	366,000.00
PETRONET LNG LIMITED	25,000	4,992,500.00	25,000	6,288,750.00
PNB GILTD LIMITED	26,000	624,000.00	26,000	815,100.00
POKARNA LTD.	12,000	591,000.00	12,000	2,051,400.00
POWER FINANCE CORPORATION LTD	20,000	1,839,000.00	20,000	2,460,000.00
PRAKASH INDUSTRIES LIMITED	26,000	507,000.00	26,000	2,341,300.00
PRISM JOHNSON LTD	2,500	76,000.00	2,500	239,625.00
PUNJAB ALKALIES AND CHEMICALS LIMITED	23,000	652,050.00	23,000	1,345,500.00
RACL GEARTECH LIMITED	25,000	1,355,000.00	35,000	2,409,750.00
RAJASTHAN SPINNING & WEAVING MILLS LIMITED	10,300	724,090.00	10,300	1,819,495.00
RASHTRIYA CHEMICALS AND FERTILISERS LIMITED	24,000	680,400.00	24,000	1,404,000.00
RELIANCE INDUSTRIES LIMITED	-	-	-	-
RELIANCE POWER LIMITED	-	-	40,000	454,400.00



SBI	2,000	393,900.00	2,000	641,600.00
SHIVAM AUTOTECH LIMITED	45,000	425,250.00	45,000	1,624,500.00
SHIPPING CORPORATION OF INDIA LTD.	3,000	112,650.00	3,000	113,850.00
SHREE RENUKA SUGARS LTD.	-	-	-	-
SJVN LIMITED	125,000	2,593,750.00	125,000	3,025,000.00
SOUTH INDIAN BANK	125,000	712,500.00	125,000	2,067,500.00
STANROSE MAFATLAL INVESTMENTS AND FINANCE	27,000	1,638,900.00	27,000	2,613,600.00
STEEL AUTHORITY OF INDIA LIMITED	40,000	922,000.00	10,000	537,000.00
STERLITE TECHNOLOGIES	8,000	510,000.00	-	-
SUMEDHA FISCAL SERVICES LIMITED	4,000	61,800.00	4,000	78,000.00
SUN PHARMACEUTICALS LTD	7,500	2,641,500.00	7,500	3,594,375.00
SUPRAJIT ENGINEERING LTD.	-	-	-	-
SYNT PLASTIC (SPIL)	20,000	13,200.00	20,000	399,000.00
TATA GLOBAL BEVERAGES LIMITED	-	-	-	-
TATA POWER LIMITED	38,000	1,248,300.00	38,000	2,804,400.00
TATA STEEL LIMITED				
TATA STEEL LIMITED (PARTLY)				

		4,000,932.00	14,832	7,725,247.20
TOTAL:		131,368,237.19		149,094,505.18

(B) QUOTED TAX FREE BONDS

HUDCO-BONDS	3,850	4,273,500.00	3,850	4,184,180.00
NATIONAL HIGHWAYS AUTHORITY OF INDIA 2022	24,155	26,041,505.00	24,155	26,362,767.00
NATIONAL HIGHWAYS AUTHORITY OF INDIA 27	808	968,792.00	808	942,128.00
NATIONAL HIGHWAYS AUTHORITY OF INDIA 29	2,179	2,613,928.00	2,179	2,647,485.00
IRFC 31	3,915	4,527,697.50	3,915	4,533,570.00
IRFC2327	60	69,900.00	60	69,900.00
REC 28	2,478	2,995,902.00	2,478	2,972,856.00
IRFC2022	9,010	9,707,103.70	9,010	9,730,800.00
TOTAL:	46,455	51,198,329.10	46,455	51,443,386.60
GRAND TOTAL (A)+(B)		146,246,973.15		239,492,984.30