

28TH ANNUAL REPORT

SUPRANEET FINANCE & CONSULTANTS LTD.

FINANCIAL YEAR -2016-17

Supraneet Finance and Consultants Limited

Regd. Office: C-55/2, Wazirpur Industrial Area, Delhi-110 052

Ph.:011-42952500, Fax.: 27377373, E-Mail : info@sfcindia.com

Website: www.sfcindia.com, CIN : L65921DL1989PLC035261

Audit Committee

Mr. Balraj Aggarwal - Chairman

Mr. Deewan Chand – Member

Mr. Ajay Kumar Garg – Member

Nomination and Remuneration Committee

Mr. Balraj Aggarwal - Chairman

Mr. Deewan Chand – Member

Mr. Ajay Kumar Garg – Member

Stock Exchanges

Metropolitan Stock Exchanges India Ltd.

Delhi Stock Exchanges

Supraneet Finance and Consultants Limited

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Corporate Information

Board of Director

Mr. Vinod Gupta
Mr. Ajay Kumar Garg
Mr. Deewan Chand
Mr. Balraj Aggarwal
Mrs. Pooja Gupta

REGISTERED OFFICE

C-55/2, Wazirpur Industrial Area,
Delhi-110052

AUDITORS

M/S. SERVA ASSOCIATES
CHARTERED ACCOUNTANTS

FRN-000272N 8/28, 3rd Floor,
W.E.A, Abdul Aziz Marg, Karol
Bagh, New Delhi-110005 Ph.
42502244, 425035608-63 E-mail:
servaassociates@gmail.com

INTERNAL AUDITORS

M/S. R.K MAHA SETH & CO. FRN-022140N
AG-175, Ground Floor, Near Jain Eye Hospital,
Shalimar Bagh, Delhi-110088
Mob-+91-9990896948 E-mail:
ca.ramkumar@rediffmail.com

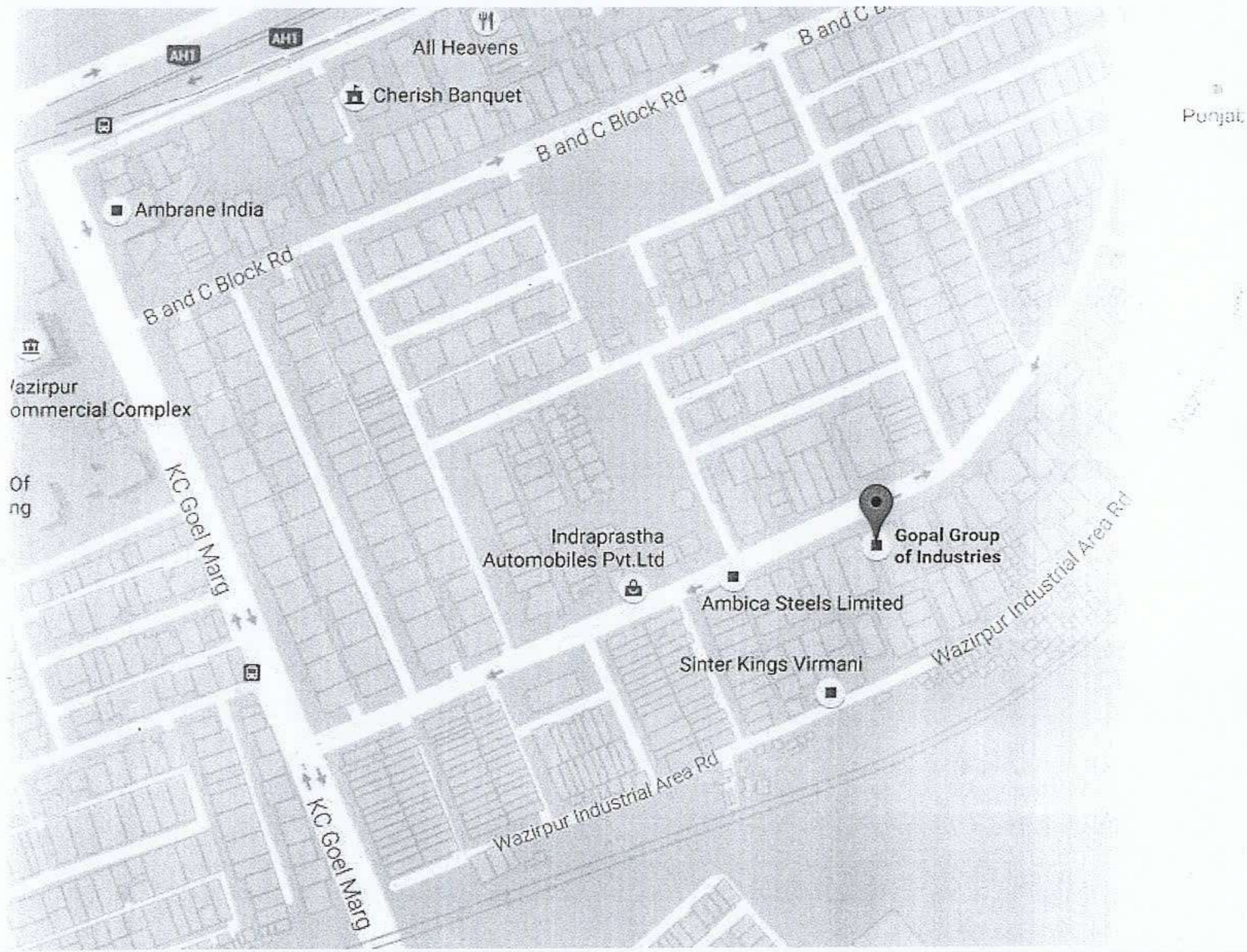
BANKER

Indian Overseas Bank,
Janpath Branch F-47,
Malhotra Buildings, New
Delhi-110001

RTA AGENT

Alankit Assignment Ltd.
2E/21, Jhandewalan Ext.,
New Delhi-110055 Ph.
41540060-63 E-mail:
rta@alankit.com

C-55/2, Wazirpur Industrial Area, Wazirpur Route Map



Supraneet Finance and Consultants Limited

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NOTICE

NOTICE is hereby given that the **28th ANNUAL GENERAL MEETING** of the Shareholders of the **SUPRANEET FINANCE AND CONSULTANTS LIMITED** will be held at the Registered Office of the Company at C-55/2, Wazirpur Industrial Area, Delhi - 110052 on Friday, **29th September, 2017 at 2:30 P.M** to transact the following business: -

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements and Cash Flow Statements for the financial year ended, 31st March, 2017 and the Reports of the Board and Auditors thereon.
2. To Appoint the Statutory Auditors and to fix their remuneration and in this regard, to consider and if thought fit, to pass with or without modification(s), the following resolution as **Ordinary Resolution**:

“RESOLVED THAT pursuant to the provision of Section 139 and other applicable provisions, if any, of the Companies Act, 2013, read with rules made there under, **M/s. Suri & Sudhir ,Chartered Accountants (Registration No .000601N)**, Chartered Accountants be and are Appointed as a Statutory Auditor of the Company, for 5 years to hold the office from the conclusion of this 28th Annual General Meeting until the conclusion of the 33rd Annual General Meeting, subject to ratification by the Members of the Company at every Annual General Meeting on such remuneration as may be agreed upon between the Board of Directors and the Statutory Auditors.”

3. To appoint a Director **Mr. Ajay Kumar Garg (DIN- 00382981)** who retires by rotation and being eligible to offers himself for reappointment.

SPECIAL BUSINESS

4. To consider and if though fit to pass with or without modification the following resolution as a **SPECIAL RESOLUTION**:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), read with Section II of Part II of Schedule V of the Companies Act, 2013 and Articles of Association of the Company consent of the Shareholders of the Company be and is hereby accorded to the re-appointment and terms of remuneration of Mr. Vinod Gupta(DIN-00381782) as Whole Time Director of the Company under the Companies Act, 2013 for a period of Three Years with effect from 1st October, 2017, upon the following terms and conditions, including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year, with liberty to the Board of Directors (hereinafter referred to as “the Board” which term shall be deemed to include and Committee of the Board constituted to exercise its powers, including the powers conferred by this Resolution) to alter and vary the terms and conditions and /or remuneration of the said appointment in such manner as may be agreed to between the Board of Directors and Mr. Vinod Gupta(DIN-00381782), subject to the same not exceeding the limits as specified under Section 197 & Schedule V of the Companies Act, 2013.

Basic Salary	:	50,000/-p.m
Housing / House Rent Allowance	:	N.A
Bonus/Performance Evaluation Payment	:	As per rules of the Company.
Contribution to provident fund	:	As per rules of the Company.
Gratuity	:	As per rules of the Company.
Leave	:	As per rules of the Company.
Encashment of un-availed Leave	:	As per Company Rules.
Provision of Company's maintained chauffeur driven car/ Car Hire/ Lease and/ or Conveyance Allowance/Medical Reimbursement	:	Company's maintained chauffeur Driver, Car & Medical Reimbursement-15,000/- p.a
Communication Facilities	:	Expenses on communication facilities will be reimbursed / borne by the Company and will not be treated as perquisites.
Other service conditions	:	As applicable to the senior executives of the Company.
Perquisite valuation	:	For the purpose of the forgoing the perquisites shall be valued as per the Income Tax Act, 1961 and the Rules made thereunder for the time being in force.

Other Terms:

- I. Mr. Vinod Gupta (DIN-00381782), shall work under the superintendence and control of the Board. As long as he functions as Whole Time Director, he shall not be paid any sitting fees to attend the meetings of the Board and/ or Committee(s) thereof.
- II. If at any time, he ceases to be a Director of the Company for any cause whatsoever, he shall cease to be the Whole Time Director of the Company.
- III. The appointment may be terminated by either party giving the other party 3 months prior notice in writing or such shorter notice as may be mutually agreed between Mr. Vinod Gupta and the Company or payment in lieu of notice by either party.

RESOLVED FURTHER THAT Board of Director of the Company be and is hereby authorized for enhancement of the Remuneration of the Whole Time Director on yearly basis during the tenure of 3 Years, subject to the limits as provided in the Schedule V of the Companies Act, 2013 and the Board is authorized to do all the necessary acts with regard to the enhancement of the Remuneration.

RESOLVED FURTHER THAT notwithstanding anything to the contrary herein contained, where in any financial year during the currency of the tenure of Mr. Vinod Gupta, the Company has no profit or its profit is inadequate, the Company will pay remuneration by way of basic salary, benefits, perquisites and allowances as specified above."

RESOLVED FURTHER THAT Mr. Ajay Kumar Garg and/or Mrs. Pooja Gupta Directors of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things, as may be required or considered necessary, for giving effect to this Resolution including filing of forms and returns with the Registrar of Companies, NCT of Delhi & Haryana and to obtain approval of the Shareholders."

Date: 29.05.2017
Place: Delhi

BY ORDER OF THE BOARD
FOR SUPRANEET FINANCE & CONSULTANTS LIMITED



VINOD GUPTA
WHOLE TIME DIRECTOR
(DIN:00381782)

NOTES:

1. **A member entitled to attend and vote is entitled to appoint a proxy, or, where that is allowed, one or more proxies, to attend and vote instead of himself, and that a proxy need not be a member.**
2. **Proxies, to be effective, must be received by the Company not less than 48 hours before the meeting.**
3. The Explanatory Statement pursuant to provisions of Section 102(1) of the Companies Act, 2013 relating to the special business to be transacted at the meeting is annexed herewith.
4. Pursuant to provisions of Section 105 of the Companies Act, 2013, read with the applicable rules thereon, a person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights, may appoint a single person as proxy, who shall not act as a proxy for any other member.
5. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board resolution authorizing their representative to attend and vote on their behalf at the meeting.
6. Only bonafide members of the Company whose names appear on the Register of Members/Proxy holders, in possession of valid attendance slips duly filled and signed will be permitted to attend the meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the meeting.
7. Members are requested to bring their copies of Annual Report to the Meeting. In order to enable us to register your attendance at the venue of the Annual General Meeting, members are requested to please bring their folio number/demat account number/DP ID-Client ID to enable us to provide a duly filled attendance slip for your signature and participation at the meeting.
8. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
9. The Register of members and shares transfer book shall remain closed from Tuesday 19th September, 2017 to Thursday 28th September, 2017 (both days inclusive).
10. Members holding shares in physical form are requested to intimate any change of address and/or bank mandate to Depository Participants or the Secretarial Department of the Company immediately.
11. Members who are holding physical shares in identical order of names in more than one folio are requested to send to the Company or Company's Share Transfer Agent the details of such folios together with the share certificates for consolidating their holding in one folio. The share certificates will be returned to the members after making requisite changes, thereon. Members are requested to use the new share transfer form SH-4.
12. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company. The Nomination Form SH 13 prescribed by the Government can be obtained from the Registrar and Transfer Agent or the Secretarial Department of the Company at its Registered Office.

- ANNEXURE TO THE NOTICE
- Exploratory Statement under Section 102 of the Companies Act, 2013
13. The Securities and Exchange Board of India (SEBI) vide circular ref no. MRD/DoP/CIR-05/2007 dated April 27, 2007, made PAN the sole identification number for all participants transacting in the securities market, irrespective of the amount of transaction. In continuation of the aforesaid circular, it is hereby clarified that for securities market transactions and off market/private transactions involving transfer of shares of listed companies in physical form, it shall be mandatory for the transferee(s) to furnish copy of PAN card to the Company /Registrar and Share Transfer Agent for registration of such transfer of shares.
 14. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the registered office of the Company during business hours except on holidays, up to and including the date of the Annual General Meeting of the Company.
 15. Members are requested to register/update their e-mail addresses for receiving all communications including Annual Report, Notices, Circulars, etc. from the Company electronically.
 16. Details under Regulation of SEBI (Listing and other disclosure requirements) Regulation, 2015 with the Stock exchange in respect of the Directors seeking appointment at the Annual General Meeting, forms integral part of the Notice. The Directors have furnished the requisite declarations for their appointment.
 17. Road Map for the venue of the Annual General Meeting is annexed with the Notice.
 18. The Register of Directors and Key Managerial Personnel and their shareholding, Register of Contracts and Arrangements in which Directors are interested and all documents referred to in the accompanying Notice are open for inspection in Physical form by the Members at Registered Office of the Company during Business hours between 10.00 a.m. and 5.00 p.m. on all working days till the date of the ensuring Annual General Meeting, and also during said meeting.
 19. Additional Information pursuant to Regulation 36(3) of SEBI (Listing Obligation and Disclosures Requirements) Regulation, 2015 (the Listing Regulations) and Secretarial Standard on General Meetings (SS-2) in respect of the Directors seeking appointment/re-appointment at the ensuring Annual General Meeting, viz. brief resume detailing age, qualifications, nature of expertise in specific functional areas, directorships and memberships of Committees held in other Companies, shareholding interest in the Company and inter-se relationship amongst Directors/ Key Managerial Personnel is appended and should be construed as a part of this notice and the accompanying statement under Section 102 of the Act.

ANNEXURE TO THE NOTICE

Explanatory Statement(s) under Section 102 of the Companies Act, 2013:

ITEM NO 4.

Mr. Vinod Gupta has been serving as the Whole Time Director of the Company and has been associated with the Company since its 11.06.1998. Considering his association with the Company and growth of the Company under his leadership it is proposed to re-appoint him as the Whole Time Director of the Company for a period of Three years.

Mr. Vinod Gupta is a Graduate and has to his credit nearly more than 20 Years of industrial experience, Majority of which has been spent in Supraneet Finance and Consultants Limited.

He is largely responsible for the efficient operations of the Supraneet Finance and Consultants Limited and its excellent financial performance. It is also essential for the Company to have his continued services for its future growth. The Board of Directors, at their meeting held on 29th May, 2017 considered and decided to entrust Mr. Vinod Gupta with increased role and responsibility by evaluating him as Whole Time Director of the Company. The term of his re-appointment as Whole Time Director will be for a period of Three Years.

In terms to the provisions of the Companies Act, 2013, consent of the Shareholders is required for reappointment of Mr. Vinod Gupta as Whole Time Director of the Company.

The Board recommends the resolution as set out in item no. 4 for approval of the members as a Special Resolution.

Mr. Vinod Gupta and Mrs. Pooja Gupta are concerned or interested in the resolution. No other Key Managerial Personnel and their relatives are interested or concerned in passing this resolution.

In this regard, as required under paragraph B of part II of Section II of Schedule V of the Companies Act, 2013, the following information is furnished:

I. GENERAL INFORMATION

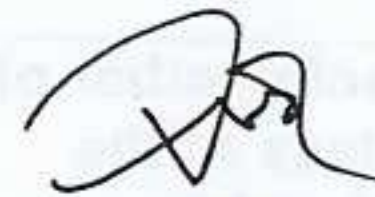
1.	Nature of Industry	Non-Banking financial Company (NBFC) which is engaged in lending money to various industrial units out of its own funds.
2.	Date or expected date of commencement of Commercial Production	Company is into the Commercial activity since 01.02.2002.
3.	In case of new companies, expected date of commencement of activities as per project approved by the financial institute appearing in the prospectus.	Not applicable
4.	Financial performance based on given indicators	The Financial Performance of the Company during the last 3 years as mention in the Table A
5.	Foreign investments or collaborations, if any	Nil

Table A

Particulars	2015-2016 (in Lac)	2014-2015 (in Lac)	2013-2014 (in Lac)
Revenue from Operations and other Income	INR 34.74	INR 32.17	INR 24.01
Depreciation	INR 6.74	INR 6.76	INR 6.30
Profit before Tax	INR 0.78	INR 7.85	INR 2.50
Profit after Tax	INR 0.72	INR 5.44	INR 1.27
Profit available for Appropriation	INR 0.72	INR 5.44	INR 1.27

Date: 29.05.2017
Place: Delhi

BY ORDER OF THE BOARD
FOR SUPRANEET FINANCE & CONSULTANTS LIMITED



VINOD GUPTA
WHOLE TIME DIRECTOR
(DIN:00381782)

ANNEXURE TO THE NOTICE

Additional Information on Directors recommended for appointment/reappointment as required under Regulation 36(3) of SEBI (Listing Obligation and Disclosures Requirements) Regulation, 2015 in respect of the Directors, seeking appointment/reappointment at the AGM is furnished below.

Name of the Director	Mr. Vinod Gupta (Whole Time Director)
Date of Birth	07.06.1977
Expertise in Specific Functional Area	Industrial Experience of more than 20 years.
Position held	Whole Time Director (Executive Director)
Promoter Group	Part of Promoter Group of the Company holding 7.71% of Total Equity Share Capital.
Relationship between Directors inter se	Mr. Vinod Gupta is having a relationship with Mrs. Pooja Gupta being her spouse.
Chairman/member of Committees of the Board of which he/she is a Director	Not Applicable
List of Directorship held in Listed Entities	Not Applicable

Date:29.05.2017
Place: Delhi

BY ORDER OF THE BOARD
FOR SUPRANEET FINANCE & CONSULTANTS LIMITED


VINOD GUPTA
WHOLE TIME DIRECTOR
(DIN:00381782)

Supraneet Finance and Consultants Limited

Regd. Office: C-55/2, Wazirpur Industrial Area, Delhi-110 052

Ph.:011-42952500, Fax.: 27377373, E-Mail : info@sfcindia.com

Website: www.sfcindia.com, CIN : L65921DL1989PLC035261

BOARD'S REPORT

Dear Members,

Your Directors have pleasure in presenting before you their 28th Annual Report together with the Audited Accounts of the Company for the year ended 31st March, 2017.

1. PERFORMANCE AND FINANCIAL POSITION.

The Company's financial position for the year under review along with previous year figure is given hereunder:

<u>PARTICULARS</u>	<u>2016-2017</u> <u>(Rs. In Lacs)</u>	<u>2015-2016</u> <u>(Rs. In Lacs)</u>
Total Earnings	32.06	34.74
Profit before Depreciation, Interest and Taxation	14.53	13.69
Less: Depreciation	6.69	6.74
Less : Interest	5.22	6.17
Profit/(Loss) for the year	2.62	0.78
Less: Current Tax encl. MAT adjust.	0.86	0.24
Less: Deferred Tax Assets/Liabilities	-0.31	-0.18
Profit/(Loss) after Taxation	2.07	0.72

During the year 2016-17, the Company has achieved net profit after tax of Rs. 2.07/- Lacs compared to previous year Rs. 0.72/-Lacs.

We believe that the credit growth cycle is bottoming out in India. Industry credit has been a laggard in the recent past but hopefully now it will improve significantly. The economy is showing signs of recovery with government focusing on infrastructure spending. The new initiatives taken by the government will create huge demand for credit as private sector will kick-start the capital expenditure to participate in these programs. The management is hopeful for the better results for the financial year 2017-2018.

2. DIVIDEND.

Management wants to retain the profits to enhance the net-worth of the Company, hence no dividend has been recommended for the year under review.

3. TRANSFER TO RESERVES.

The Company has transferred Rs. 2.07 Lac (previous year Rs. 0.72 Lac) to reserve for the year ended 31st March 2017.

4. SHARE CAPITAL.

No Share Capital was issued during the year. The Company has not issued any equity shares with differential rights, bonus shares, Sweat Equity Shares, Employee stock options or shares under right issue.

5. CHANGE IN DIRECTORS.

Mr. Ajay Kumar Garg (DIN- 00382981), Director of the Company, retires by rotation at this Annual General Meeting and being eligible, offers himself, for re-appointment. The board recommends his reappointment.

Mr. Vinod Gupta, Whole Time Director of the Company is completing his present term on 30.09.2017 and is to be re-appointed for the next term of three years at Annual General Meeting. The board recommends his re-appointment to the shareholders for next term of 3 years.

6. DEPOSITS.

The Company has never accepted any deposits as per RBI Guidelines hence Information in respect to deposit during the Financial Year 2016-17 in terms of Chapter V of the Companies Act, 2013 is Nil.

7. CHANGE IN KEY MANAGERIAL PERSONNEL

There is no change in the Key Managerial Personnel during the financial year 2017-17.

8. MATERIAL CHANGES AND COMMITMENTS.

There are no material changes or commitments, effecting the financial position of the Company happened between the end of the Financial Year of the Company and date of this Report.

9. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS & OUTGO.

The information pursuant to section 134(3)(m) of the Companies Act, 2013 read with the Companies (Accounts) Rules, 2014 is as follows:

(A) CONSERVATION OF ENERGY

Your Company is being a Non – Banking Finance Company, its activities are not energy intensive. However, your Company has taken adequate measures for conservation of energy, wherever required.

(B) TECHNOLOGY ABSORPTION

Your Company being a Non-Banking Finance Company, its activities do not require adoption of any specific technology.

(C) FOREIGN EXCHANGE EARNINGS & OUTGO

Total Foreign Exchange Earnings during the year: NIL (P.Y.: NIL)

Total Foreign Exchange Outgo during the year: NIL (P.Y.: NIL)

10. BUSINESS RESPONSIBILITY REPORT.

Regulation 34 of the SEBI (Listing Obligation and Disclosures Requirements) Regulation, 2015 specifying the criteria for presentation of report is not applicable to the Company.

11. MANAGEMENT DISCUSSION & ANALYSIS REPORT.

In terms of provisions of Regulation 34 of the SEBI (Listing Obligation and Disclosures Requirements) Regulation, 2015, the management Discussion and Analysis Report forming part of the Board Report is annexed as **Annexure I**.

12. POLICY ON DIRECTORS APPOINTMENT AND POLICY ON REMUNERATION.

Pursuant to the requirement under Section 154(5)(e) and Section 178(5) of the Companies Act, 2013, the policy on appointment of Board members including criteria for determining qualifications, positive attributes, independence of a Director and the policy on remuneration of Directors, KMP and other employees is attached as **Annexure-II**, which forms part of this report.

13. PARTICULARS OF REMUNERATION OF DIRECTORS/ KMP/EMPLOYEES.

In terms of the provisions of Section 197(12) of the Companies Act, 2013 read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, there are no employees falling in the bracket as defined in Rule 5 (2). Hence, no comments are required on it.

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is attached as **Annexure III** which forms part of this report.

14. OF MEETINGS NUMBER OF BOARD

During the year 2016-17, 6 (Six) Board Meetings were held as per detail given below. 1 (One) Independent Directors Meeting was held on 06.10.2016.

No. of the Board Meetings	Date of the Board Meeting held during the Financial Year 2016-17	Attendance of the Board of Directors (in %)
1	12.04.2016	100%
2	30.05.2016	100%
3	12.08.2016	80%
4	12.11.2016	80%
5	13.02.2017	80%
6	16.03.2017	100%

15. STATUTORY AUDITORS & AUDITORS REPORT:-

As per Section 139 and other applicable provisions, if any, of the Company Act, 2013, M/s Suri & Sudhir (FRN : 000601N), Chartered Accountants has been appointed as the Statutory Auditors of the Company for 5 years to hold the office from the conclusion of this 28th Annual General Meeting until the conclusion of the 33rd Annual General Meeting subject to the ratification at the every Annual General Meeting(AGM).

The Company has obtained a Certificate from the Auditors under Rule 4 (1) of **The Companies (Audit and Auditors) Rules, 2014**. They have also issued a Certificate to the effect that they satisfy the criteria provided in Section 141 of the Companies Act, 2013.

The Auditors' Report being self-explanatory required no comments from the Directors. Further, there are no reservations, qualifications or adverse remarks in the Audit Report given by them in respect of the Financial Year 2016-17.

16. SECRETARIAL AUDITORS AND THEIR REPORT.

M/s. Harvinder Singh & Associates, Company Secretaries, was already appointed as Secretarial Auditor of the Company pursuant to Section 204 of the Companies Act, 2013. The Secretarial Audit Report submitted by him in the prescribed form MR- 3 is attached as **Annexure IV** and forms part of this report.

There are certain observations of the Secretarial Auditor in the Report issued by him for the financial year 2016-17. The Board suitably gives its explanations or comments on every observations of the Secretarial Auditor which are as follows:

1. The Secretarial Auditor has reported that the Company has not appointed the Whole Time Company Secretary and Chief Financial Officer as per the provision of the Section 203 of the Companies Act, 2013 read with the Rule 8 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 during the financial year 2015-16. The Management has tried many times to appoint a Whole Company Secretary and Chief Financial Officer, but considering the Quantum of the Secretarial and Financial functions could not able to find the suitable candidate. However the management has also given advertisement in the Newspaper for the said

most, now the management has initiated the process again to appoint the suitable candidate for these positions.

2. The Secretarial Auditor has reported that during the year under review the Company has not informed the Stock Exchange about the Share Transfer Facility as per the requirements of Provisions of Regulation 7(3) of SEBI Listing Regulations 2015 (LODR). The management wants to represent that the Company has duly appointed the its Registrar & Share Transfer Agent duly approved by the Securities and Exchange Board of India (SEBI) for its shares in Demat form but has kept the in- house facility for the physical shares, Company will initiate the process for keeping both the facilities at the same place. Company has duly replied the query rose by the Stock Exchange in this regard.
3. The Secretarial Auditor has reported that during the year under review the Company has not provided the E-Voting Facility to its Shareholders as per the requirements of Provisions of Regulation 44 of SEBI Listing Regulations 2015 (LODR). The management wants to represent that as the Company does not have registered email id of the Substantial Shareholders of the Company it is not feasible to provide the E-voting facilities to its shareholders, further as per the Rule 20 of the Companies (Management & Administration) Rules 2014 this requirement is applicable on listed Companies having shareholders more than 1000 in numbers.

17. FRAUDS REPORTED BY AUDITORS.

There are no frauds reported by auditors under sub-section (12) of section 143 other than those which are reportable to the Central Government.

18. COST AUDIT.

Provisions relating to Section 148 of the Companies act, 2013 pertaining to Cost Audit are not applicable to the Company.

19. CONSOLIDATED FINANCIAL STATEMENTS.

As the Company does not have any Subsidiary and Associate Company, there is no requirement of Consolidated Accounts.

20. INTERNAL FINANCIAL CONTROLS AND THEIR ADEQUACY .

The Company has adequate internal controls systems and procedures covering key financial and operating functions commensurate with the size and nature of operations to ensure that all assets are safeguarded and protected against loss from unauthorized use or disposition and that the transactions are authorized, recorded and reported correctly. The Company carries out extensive and regular internal audit, policy reviews, guidelines and procedures to ensure that the internal control systems are adequate to protect the Company against any loss or misuse of the Company's assets.

21. RISK MANAGEMENT POLICY.

Your Company recognizes risk management as an integral component of good corporate governance and fundamental in achieving its strategic and operational objectives. It improves decision-making, defines opportunities and mitigates material events that may impact shareholder value.

22. SUBSIDIARIES/ASSOCIATES/JOINT VENTURES DURING THE FINANCIAL YEAR.

The Company has no subsidiaries or Associates as defined in the Companies Act, 2013.

23. SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERNS STATUS AND COMPANY'S OPERATIONS IN FUTURE.

The Company has not received any significant or material orders passed by any regulatory Authority, Court or Tribunal which shall impact the going concern status and Company's operations in future.

24. CODE OF CONDUCT.

The Company continues to place emphasis on inclusive growth and has adopted a voluntary code of conduct for affirmative action.

25. AUDIT COMMITTEE.

The Board of Director has constituted the Audit Committee pursuant to the provisions of Section 177 the Companies Act, 2013, which consists of following Directors.

- | | |
|------------------------|---------------------------------|
| 1) Mr. Balraj Aggrawal | :Chairman/Independent Director |
| 1) Mr. Ajay Kumar Garg | : Member/Non Executive Director |
| 2) Mr. Deewan Chand | :Member/Independent Director |

There were Four(4) Meetings held during the Financial Year 2016-17 as :

No. of the Meetings	Date of the Meetings held during the Financial Year 2016-17	Attendance of the Members/Chairman (in %)
1	25.05.2016	100%
2	06.08.2016	100%
3	05.11.2016	100%
4	07.02.2017	100%

26. NOMINATION AND REMUNERATION COMMITTEE.

The Board of Director has constituted Nomination and Remuneration Committee pursuant to the provisions of Section 178 of the Companies Act, 2013, which are the following:

- | | |
|------------------------|----------------------------------|
| 1) Mr. Balraj Aggrawal | : Chairman/Independent Director |
| 2) Mr. Ajay Kumar Garg | : Member/ Non Executive Director |
| 3) Mr. Deewan Chand | :Member/Independent Director |

There were Four(4) Meetings held during the Financial Year 2016-17 as:

No. of the Meetings	Date of the Meetings held during the Financial Year 2016-17	Attendance of the Members/Chairman (in %)
1	25.05.2016	100%
2	06.08.2016	100%
3	05.11.2016	100%
4	07.02.2017	100%

27. CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE.

In terms of Section 135 of the Companies Act, 2013, the Company doesn't fall under the requirements of CSR. So there was no CSR Committee formulated.

28. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013.

The Provision of section 186 of the Companies Act, 2013 are not applicable to the Company in view of sub-section 11 of that section since the Company is engaged in the business of providing finance.

29. CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES UNDER SECTION 188(1) OF THE COMPANIES ACT, 2013.

All contracts and arrangements with related parties under Section 188(1) of the Act, entered by the Company during the financial year, were in the ordinary course of business and on an arm's length basis. Hence, provisions of Section 188 (1) are not applicable. However, as these transactions were in the ordinary course of business and on an arm's length basis, in the opinion of the Board these transactions are justified to be executed.

During the year, the Company had not entered into any contract or arrangement with related parties which could be considered 'material' according to the policy of the Company on Materiality of Related Party Transactions. Your attention is drawn to the Related Party disclosures as provided in the financial statements.

30. VIGIL MECHANISM.

Your Company believes in the conduct of its affairs as well as with its various constituents in a fair and transparent manner by adopting highest standards of professionalism, honesty, integrity and ethical behavior. To achieve the above and as part of Vigil Mechanism, your Company has formulated a Whistle Blower Policy in compliance with Companies Act, 2013 and SEBI (LODR) Regulation 2015. There is graded reporting structure under the Policy and also provides provision for direct access to Chairman of Audit Committee. The whistle blower policy is available at website of the Company at www.sfclindia.com.

31. DIRECTORS' RESPONSIBILITY STATEMENT.

Pursuant to the requirement under clause (c) of sub Section 3 of Section 134 (5) of the Companies Act, 2013, with respect to Directors' Responsibility Statement, it is hereby confirmed:

- (a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- (b) 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;
- (c) 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;
- (d) the directors had prepared the annual accounts on a going concern basis;
- (e) 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.
- (f) 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.

32. DECLARATION FROM INDEPENDENT DIRECTORS.

The Independent Directors have submitted disclosure that they meet the criteria of independence as provided under Sec. 149(6) of Companies Act, 2013 and SEBI (LODR) Regulation 2015. A statement by Whole Time Director confirming receipt of this declaration from Independent Directors is annexed to this report as **Annexure V**.

33. EXTRACT OF ANNUAL RETURN.

The extract of Annual Return as on March 31, 2016 in the prescribed Form No. MGT-9, pursuant to Section 92(3) of the Companies Act, 2013 and Rule 12 (1) of the Companies (Management and Administration) Rules, 2014 is attached herewith as **Annexure - VI** and forms part of this Report.

34. INDUSTRIAL RELATIONSHIPS.

Relations between the Management and the employees at all levels have been cordial and the Directors wish to express their appreciation for the cooperation and dedication of the employees of the Company.

35. LISTING AND LISTING AGREEMENT.

The equity shares of the Company are listed at Metropolitan Stock Exchange of India Limited and Delhi Stock Exchange, with the sole intent of providing liquidity to the existing Shareholders. The Company has already paid listing fees for the year 2016-2017 to the concerned Stock Exchange.

36. TRANSFER OF AMOUNTS TO INVESTOR EDUCATION AND PROTECTION FUND

Your Company did not have any funds lying unpaid or unclaimed for a period of seven years. Therefore there were no funds which were required to be transferred to Investor Education and Protection Fund (IEPF).

37. CORPORATE GOVERNMENT CERTIFICATE

Since our Company's Paid up Equity Share Capital is less than of Rs. 10 crores and Net Worth is also less than of Rs. 25 crores at any time in the history of Company. Hence Regulation 17 to 27 and 46(2) (b to i) of the SEBI (LODR) Regulation 2015 are not applicable.

38. RBI GUIDELINES

Your Company has complied with all the applicable regulations prescribed by the Reserve Bank of India from time to time.

39. FORMAL ANNUAL EVALUATION

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit, Nomination & Remuneration and Compliance Committees.

40. DISCLOSURE UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

The disclosure under the sexual harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 are not applicable on the Company.

41. ACKNOWLEDGEMENT:-

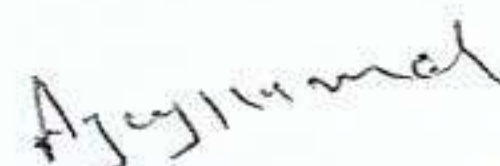
Your Directors place on record their sincere thanks to bankers and various Government Authorities for their continued support extended to your Companies activities during the year under review.

Your Directors also acknowledge gratefully the shareholders for their support and confidence reposed on your Company.

**For And On Behalf of the Board of Directors
Supraneet Finance & Consultants Ltd.**



Vinod Gupta
(Whole Time Director)
DIN: 00381782



Ajay Kumar Garg
(Director)
DIN:00382981

Place: Delhi
Date: 29.05.2017

Management Discussion & Analysis Report

OVERVIEW OF GLOBAL ECONOMY

The year 2016-17 was a year of surprises. Global growth moved to 3.1% (according to World Bank) in 2016 and is expected to rise to 3.5% in 2017 and 3.6% in 2018. The recovery in the US is the prime driver for this growth improvement. Also, stable commodity prices are expected to keep growth in Emerging Markets fairly reasonable. Overall therefore, global growth is expected to pick up.

With inflation in Advanced economies set to rise to 2%; 2017 would be keenly watched by global financial markets to see what trajectory Fed rates would follow, post the first hike already seen in March 2017. In the absence of any meaningful tailwinds to commodity prices, any spike in global inflation is less likely.

In the backdrop of persistent uncertainty, financial markets are expected to be on their toes all through.

INDUSTRY STRUCTURE AND DEVELOPMENTS

The NBFC sector assumes a critical role in financial inclusion as it caters to a wide range of financial activities. NBFCs are expected to play a crucial role in fostering inclusive growth, especially in sectors like MSMEs, Retail and SME. During the period from March 2006 to March 2016, NBFCs have grown at a CAGR of 20% while banks have grown at CAGR of 16 and NBFCs' share of credit growth in India vis-à-vis banks has also expanded from 16% to 21%. This growth has been achieved in a sustainable and profitable manner.

We believe that the credit growth cycle is bottoming out in India. Industry credit has been a laggard in the recent past but we believe that the worst is behind us. The economy is showing signs of recovery with government focusing on infrastructure spending. Programs like 'Make in India', Road/Rail/Port development, Renewable energy push, PM Awas Yojana (House for everyone) etc. will create huge demand for credit as private sector will kick-start the capital expenditure to participate in these programs. At the same time, the banks with the clean balance sheets would be ready to supply the loans.

Opportunities and Threats

Opportunities

- Under-penetration of financial services/products in India offers growth opportunities.
- The penetration of NBFC credit & wealth management business in India is lower as compared to the total credit penetration and total wealth management business across the globe.
- Tremendous brand strength and extensive reach.
- The infrastructure segment is expected to see sustained growth with a significant thrust being given by the Government to this sector.

Threats

- Competition from local and multinational players
- Regulatory changes
- to maintain high quality book as portfolios grows retail
- Attraction and retention of human capital
- Investments in direct plans by investors for the wealth business

Business Overview and Performance - Product wise

Registered Office being in Delhi, Supraneet Finance & Consultants Limited (“the Company”) provides quality financial services to the entities. The Company operates through the array of following business segments:

- Corporate Finance Group
- Business Loans

The overall loan portfolio of the Company grew from Rs. 356 Lac in FY16 to Rs. 373 Lac in FY17, a growth of nearly 4.78%.

i) Corporate Finance Group (CFG)

- Corporate Finance Group offers customized financing solutions to meet working capital and term financing needs of its Associate Companies. CFG vertical has emerged as a formidable force in the lending space and has created a niche for itself especially in the structured finance segment.

ii) Business Loans.

- The Unsecured Lending business caters to the financing needs across the spectrum of various entities.

Capital Adequacy Ratio (CAR)

As on March 31, 2017 the Capital Adequacy Ratio for the Company was 20% (previous year 20%)

against a minimum of 15% as required by RBI norms.

The Networth of the Company as at March 31, 2017 was Rs. 351.39 Lac as against Rs. 349.32 Lac in the previous year. Total borrowing outstanding as at March 31, 2017 was Rs. 48.66 Lac (previous year Rs. 47.41 Lac).

Outlook

NBFCs have been playing a very important role from the macroeconomic perspective and as a core catalyst in the Indian financial system. With the launch of government-backed schemes (such as the Pradhan Mantri Jan-Dhan Yojana [PMJDY]), there has been a substantial increase in the number of bank accounts. The government and regulatory bodies have taken decisive steps to increase this number (and subsequently financial access) by granting in principal licenses to as many as 21 players to establish specialty banks over the next 18 months.

The introduction of such specialized players and systems will truly transform the banking value chain in its entirety. This presents a strategic opportunity for NBFCs to ensure sustainable growth over a long term. The reach of NBFCs, along with their strong understanding of the market, can help them position themselves as a better alternative to the traditional ways of financing.

Outlook on domestic growth

On the Indian macroeconomic front, FY17 started on a good note with various economic activity indicators slowly recovering and normal monsoon after 2 years of bad monsoon added to the momentum. Increased activity around the reform agenda and passing of GST bill painted a good outlook. The demonetization exercise caused a temporary kink in an otherwise smooth recovery process. But the outcome of this exercise will be a cleaner economy, better tax compliance and a change in attitude towards cash transactions and all this reinforced the government's resolve to reduce corruption.

Our Profit after Tax grew by nearly 187.50% as compared to the previous year's Profit.

Growth prospects for FY18 seems to be improving. In addition, inflation looks contained, the government is all set to go ahead with GST.

Risks and concerns

The Company's risk philosophy involves developing and maintaining a healthy portfolio within its risk appetite and the regulatory framework. While it is exposed to various types of risks, the most important among them are credit risk, market risk (which includes liquidity risk and price risk) and operational risk. The measurement, monitoring and management of risks remains a key focus area for the Company.

Company's risk management strategy is based on a clear understanding of various risks, disciplined risk assessment and measurement procedures and continuous monitoring.

The Board of Directors have an oversight on all the risks assumed by the Company.

Internal control systems and their adequacy

The Company has adequate internal controls systems and procedures covering key financial and operating functions commensurate with the size and nature of operations to ensure that all assets are safeguarded and protected against loss from unauthorized use or disposition and that the transactions are authorized, recorded and reported correctly. The Company carries out extensive and regular internal audit, policy reviews, guidelines and procedures to ensure that the internal control systems are adequate to protect the Company against any loss or misuse of the Company's assets.

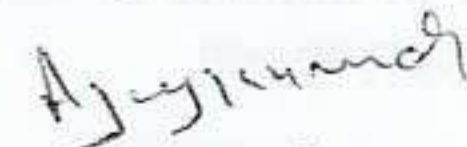
Cautionary Statement

Statements in this Management Discussion and Analysis describing the Company's plan and objectives, financial conditions, business prospects, estimates and expectations may be forward looking statements which are based on the current belief, assumptions, projections of the Directors and the management of the Company. These statements do not guarantee the future performance and are subject to known and unknown risks, uncertainties and other factors some of which may be beyond the control of the Company. Actual results may differ substantially or materially from those expressed or implied. Important developments that could affect the Company's operations include unavailability of finance at competitive rates, significant changes in political and economic environment in India or key markets abroad, tax laws, litigations, exchange rate fluctuations, interest

For And On Behalf of the Board of Directors
Supraneet Finance & Consultants Ltd.



Vinod Gupta
(Whole Time Director)
DIN: 00381782



Ajay Kumar Garg
(Director)
DIN:00382981

Place: Delhi
Date: 29.05.2017

NOMINATION AND REMUNERATION POLICY

This Nomination and Remuneration Policy is being formulated in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto and as per the SEBI (Listing Obligation and Disclosures Requirements) Regulation, 2015, as amended from time to time. This policy on nomination and remuneration of Directors, Key Managerial Personnel and Senior Management has been formulated by the Nomination and Remuneration Committee (NRC or the Committee) and has been approved by the Board of Directors.

1. ROLE OF COMMITTEE

Matters to be dealt with, perused and recommended to the Board by the Nomination and Remuneration Committee

The Committee shall:

- a. Formulate the criteria for determining qualifications, positive attributes and independence of a director.
- b. Identify persons who are qualified to become Director and persons who may be appointed in Key Managerial and Senior Management positions in accordance with the criteria laid down in this policy.
- c. Recommend to the Board, appointment and removal of Director, KMP and Senior Management Personnel.

Policy for appointment and removal of Director, KMP and Senior Management

Appointment criteria and qualifications

- a) The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level in line with the Business of the Company and recommend to the Board his / her appointment.
- b) A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has discretion to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the concerned position.
- c) The Company shall not appoint or continue the employment of any person as Whole-time Director who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution based on the explanatory statement annexed to the notice for such motion indicating the justification for extension of appointment beyond seventy years.

- b) Minimum Remuneration: If, in any financial year, the Company has no profits or its profits are inadequate, the Company shall pay remuneration to its Whole-time Director in accordance with the provisions of Schedule V of the Act and if it is not able to comply with such provisions, with the previous approval of the Central Government.
- c) Provisions for excess remuneration: If any Whole-time Director draws or receives, directly or indirectly by way of remuneration any such sums in excess of the limits prescribed under the Act or without the prior sanction of the Central Government, where required, he / she shall refund such sums to the Company and until such sum is refunded, hold it in trust for the Company. The Company shall not waive recovery of such sum refundable to it unless permitted by the Central Government.

2. Remuneration to Non- Executive / Independent Directors:

- a) The Non-Executive / Independent Directors may receive sitting fees and such other remuneration as permissible under the provisions of Companies Act, 2013. The amount of sitting fees shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors.
- b) All the remuneration of the Non- Executive / Independent Directors (excluding remuneration for attending meetings as prescribed under Section 197 (5) of the Companies Act, 2013) shall be subject to ceiling/ limits as provided under Companies Act, 2013 and rules made there under or any other enactment for the time being in force. The amount of such remuneration shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors or shareholders, as the case may be.
- c) An Independent Director shall not be eligible to get Stock Options and also shall not be eligible to participate in any share based payment schemes of the Company.
- d) Any remuneration paid to Non- Executive / Independent Directors for services rendered which are of professional in nature shall not be considered as part of the remuneration for the purposes of clause (b) above if the following conditions are satisfied:
 - i. The Services are rendered by such Director in his capacity as the professional; and
 - ii. In the opinion of the Committee, the director possesses the requisite qualification for the practice of that profession.
- e) The Compensation Committee of the Company, constituted for the purpose of administering the Employee Stock Option/ Purchase Schemes, shall determine the stock options and other share based payments to be made to Directors (other than Independent Directors).

3. Remuneration to Key Managerial Personnel and Senior Management:

- a) The remuneration to Key Managerial Personnel and Senior Management shall be in compliance with the applicable provisions of the Companies Act, 2013 and in accordance with the Company's Policy.
- b) The Compensation Committee of the Company, constituted for the purpose of administering the Employee Stock Option/ Purchase Schemes, shall determine the stock options and other share based payments to be made to Key Managerial Personnel and Senior Management.
- c) The Fixed pay shall include monthly remuneration, employer's contribution to Provident Fund, contribution to pension fund, pension schemes, etc. as decided from time to time.
- d) The Incentive pay shall be decided based on the balance between performance of the Company and performance of the Key Managerial Personnel and Senior Management, to be decided annually or at such intervals as may be considered appropriate.

2. **MEMBERSHIP OF COMMITTEE**

- a. The Committee shall consist of a minimum 3 non-executive directors, majority of them being independent.
- b. Minimum two (2) members shall constitute a quorum for the Committee meetings.
- c. Membership of the Committee shall be disclosed in the Annual Report.
- d. Term of the Committee shall be continued unless terminated by the Board of Directors.

3. **CHAIRMAN**

- a. Chairman of the Committee shall be an Independent Director.
- b. Chairman of the Company may be appointed as a member of the Committee but shall not be a Chairman of the Committee.
- c. In the absence of the Chairman, the members of the Committee present at the meeting shall choose one amongst them to act as Chairperson.
- d. Chairman of the Nomination and Remuneration Committee meeting could be present at the Annual General Meeting or may nominate some other member to answer the shareholders' queries.

4. **FREQUENCY OF MEETINGS**

The meeting of the Committee shall be held at such regular intervals as may be required.

5. COMMITTEE MEMBERS' INTERESTS

- a) The disclosure of Interest and participation in the meetings by a member of the Committee shall be as per the provisions of the Act and Rules made thereunder from time to time.
- b) The Committee may invite such executives, as it considers appropriate, to be present at the meetings of the Committee.

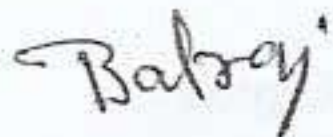
6. VOTING

- a) Matters arising for determination at Committee meetings shall be decided by a majority of votes of Members present and voting and any such decision shall for all purposes be deemed a decision of the Committee.
- b) In the case of equality of votes, the Chairman of the meeting will have a casting vote.

7. MINUTES OF COMMITTEE MEETING

Proceedings of all meetings must be minuted and signed by the Chairman of the Committee at the subsequent meeting. Minutes of the Committee meetings will be tabled at the subsequent Board and Committee meeting.

For SUPRANEET FINANCE AND CONSULTANTS LIMITED



**BALRAJ AGGAEWAL
CHAIRMAN OF AUDIT COMMITTEE
DIN NO-00409563**

Supraneet Finance and Consultants Limited

Regd. Office: C-55/2, Wazirpur Industrial Area, Delhi-110 052

Ph.:011-42952500, Fax.: 27377373, E-Mail : info@sfclindia.com

Website: www.sfclindia.com, CIN : L65921DL1989PLC035261

Annexure-III

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

a) the ratio of the remuneration of each director to the median remuneration of the employees of the Company for FY 2016-17:- **12:5**. The percentage increase in remuneration of each director, chief Financial officer, Chief Executive Officer, Company Secretary or manager, if any, in FY 2016-17 –There is no change in remuneration of Director.

b) the percentage increase in the median remuneration of employees in the financial year 2016-17 - **30.76%**

c) the number of permanent employees on the rolls of the Company as on 31st March, 2017-2

d) the explanation on the relationship between average increase in remuneration and Company performance -

The average remuneration of whole time director of the Company during FY 2016-17 remained the same as compared to FY 2015-16. The total employee cost for FY 2016-17 was Rs. 8.55 Lac against Rs. 7.95 Lac for FY 2015-16. The Company has earned net profit after tax Rs. 2.07 Lac during the F.Y. 2016-17 as compared to FY 2015-16 Rs. 0.72 Lac.

e) The Company has paid remuneration of the Key Managerial Personnel within the limit of schedule -v of companies Act, 2013.

f) Variations in the Market Capitalisation of the Company, price earnings ratio as at the closing date of the current financial year and previous financial year and percentage increase over decrease in the market quotations of the shares of the Company in comparison to the rate at which the Company came out with the last public offer:

Variations in the market capitalisation

Market Capitalisation as on 31st March, 2017- NA

Market Capitalisation as on 31st March, 2016-NA

Variation%---NA

Variations in price earnings ratio

Price earnings ratio as on 31st March, 2017-NA

Price earnings ratio as on 31st March, 2016-NA

Variation%---NA

Supraneet Finance and Consultants Limited

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Percentage increase or decrease in the market quotations of the shares in comparison to the rate at which the Company came out with the last public offer

Last Public offer Price of its Shares by the Company-NA

Market Price of share of the Company as on 31st March, 2017-NA

Percentage Increase----NA

g) Average Percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration - N.A.

h) the key parameters for any variable component of remuneration availed by the directors - NA

None of the employees who are not directors, of the Company received remuneration in excess of the highest paid director during the year

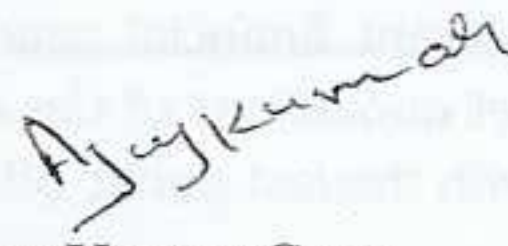
i) The remuneration paid is as per the remuneration policy of the Company.

B) DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(2) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014- N.A.

For And On Behalf of the Board of Directors
Supraneet Finance & Consultants Ltd.



Vinod Gupta
(Whole Time Director)
DIN: 00381782



Ajay Kumar Garg
(Director)
DIN:00382981

Place: Delhi
Date: 29.05.2017



Harvinder Singh & Associates

Company Secretaries

M-2, Sai Bhawan, A-10, Ranjit Nagar
Commercial Complex, New Delhi-110008
Phone No.: 25701301, 45718600
Mob.: 9811380096
E-mail : hsbedi2000@yahoo.com

ANNEXURE-IV

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED AS ON 31.03.2017

Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To,
The Members,
Supraneet Finance and Consultants Limited
C-55/2, Wazirpur Industrial Area, Delhi - 110052

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **SUPRANEET FINANCE AND CONSULTANTS LIMITED** (hereinafter called the company) for the financial year 2016-2017. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

We Report that

1. Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on the test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The Compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of the management. Our examination was limited to the verification of procedures on test basis.



6. The Secretarial Audit Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Based on our verification of the **SUPRANEET FINANCE AND CONSULTANTS LIMITED** books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on **31.03.2017**, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by **Supraneet Finance And Consultants Limited** ("the Company") for the financial year ended on 31.03.2017 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 there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (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;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (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; and
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
- (vi) The Reserve Bank of India Act, 1934.
- (vii) Indian Stamp Act, 1999.



(viii) Income Tax Act, 1961 and Indirect Tax Law.

(ix) Negotiable Instrument Act, 1881.

We have also examined Compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by the Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by Company with Delhi Stock Exchange and MCX Stock Exchange Limited.

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

1. *The Company has not appointed the Whole time Company Secretary and Chief Financial Officer (CFO) under the provision of the Section 203 of the Companies Act, 2013 read with the Rule 8 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 during the financial year 2016-17. However, as per the written representation received, the Company has informed us that they have advertised for the requirement but has not able to find a suitable candidate.*
2. *During the year under review the Company has not informed the Stock Exchange about the Share Transfer Facility as per the requirements of Provisions of Regulation 7 (3) of SEBI Listing Regulations 2015 (LODR). However Company has duly replied the query raised by the Stock Exchange in this regard.*
3. *During the year under review the Company has not provided the E-Voting Facility to its Shareholders as per the requirements of the Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules 2014 and under provisions of Regulation 44 of SEBI Listing Regulations 2015 (LODR) as the Company does not have registered email id of the Substantial Shareholders of the Company.*

We further Report that

- (i) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non- Executive Directors and Independent Directors.
- (ii) Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- (iii) Board decisions are carried out with unanimous consent and therefore, no dissenting views were required to be captured and recorded as part of the minutes.
- (iv) 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.




Further during the audit period, there were no instances of:

1. Public/Rights/Preferential issue of shares/debentures/sweat equity.
2. Redemption of securities
3. Merger/Amalgamation/Reconstruction
4. Foreign Technical Collaborations.

For **HARVINDER SINGH & ASSOCIATES**
Company Secretaries

Place: New Delhi
Date: 29/05/2017


HARVINDER SINGH
(PROPRIETOR)
C.P NO. - 3379



Supraneet Finance and Consultants Limited

Regd. Office: A-17, Adarsh Nagar, G. T. Karnal Road, Delhi-110 033

Mob.:09811029303, E-Mail : companiroc@gmail.com, info@sfcindia.com

Website: www.sfcindia.com, CIN : L65921DL1989PLC035261

Annexure V

DECLARATION REGARDING RECEIPT OF CERTIFICATE OF INDEPENDENCE FROM ALL INDEPENDENT DIRECTORS NOMINATION AND REMUNERATION POLICY

I hereby confirm that the Company has received from all the independent directors namely Mr. Deewan Chand and Mr. Balraj Aggarwal, a certificate stating their independence as required under section 149 (6) of the Companies Act, 2013

Place: Delhi
Date: 29.05.2017


VINOD GUPTA
WHOLE TIME DIRECTOR
DIN NO - 00381782

Annexure-VI **Form No. MGT-9**

EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON 31.03.2017

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

I. REGISTRATION AND OTHER DETAILS:

i.	CIN	L65921DL1989PLC035261
ii.	Registration Date	27.02.1989
iii.	Name of the Company	M/s. Supraneet Finance & Consultants Limited
iv.	Category/Sub-Category of the Company	Public Limited
v.	Address of the Registered office and contact details	C-55/2, Wazirpur Industrial Area, Delhi-110 052 Ph. 011-42952500, Fax:011-27377373
vi.	Whether listed company	Yes
vii.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Alankit Assignment Limited Regd. Office: 205-208, Anarkali Complex, Jhandewalan Extension, New Delhi - 110055 Ph. 41540060-63

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:-

Sr. No.	Name and Description of main products/ services	NIC Code of the Product/ service	% to total turnover of the company
1	Lending of money to various Industries (NBFC)	64990	100.00

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name And Address Of The Company	CIN/GLN	Holding/ Subsidiary /Associate	% of shares held	Applicable Section
1.					
2.					
3.			NIL		
4.					

2. Non Institutions									
a) Bodies Corp.	-	10000	10000	0.35	-	10000	10000	0.35	
(i) Indian									
(ii) Overseas									
b) Individuals									
(i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	452620	452620	15.73	-	452620	452620	15.73	
(ii) Individual shareholders holding nominal share capital in excess of Rs1 lakh	254200	636600	890800	30.97	205100	635700	840800	29.23	-1.74
c) Others (Specify)									
Sub-total(B)(2)	254200	1099220	1353420	47.05	205100	1098320	1303420	45.31	-1.74
Total Public Shareholding(B)=(B)(1)+(B)(2)									
C. Shares held by Custodian for GDRs & ADRs									
Grand Total (A+B+C)	1758487	1118226	2876713	100%	1768387	1108326	2876713	100%	-

ii. Shareholding of Promoters

Sr. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of Shares	% of total Shares of the company	% of Share Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1.	Surender Pal Gupta	125673	4.37	Nil	175673	6.11	Nil	1.74
2.	Sita Gupta	265977	9.25	Nil	265977	9.25	Nil	
3.	Gopal Gupta (HUF)	140980	4.90	Nil	140980	4.90	Nil	-
4.	Gopal Swarup Gupta	174728	6.07	Nil	174728	6.07	Nil	-
5.	Sangita Gupta	187694	6.52	Nil	187694	6.52	Nil	-
6.	Vinod Gupta	221714	7.71	Nil	221714	7.71	Nil	-
7.	Gaurav Gupta	40739	1.42	Nil	40739	1.42	Nil	-
8.	Varun Gupta	26929	0.94	Nil	26929	0.94	Nil	-
9.	Pooja Gupta	140020	4.87	Nil	140020	4.87	Nil	-
10.	Vinay Goel	110906	3.86	Nil	110906	3.86	Nil	-
11.	Ajay Kr. Garg	87933	3.06	Nil	87933	3.06	Nil	-
12.								
	Total	1523293	52.95	Nil	1573293	54.69	Nil	1.74

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

Sr. no		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Surender Pal Gupta				
	At the beginning of the year	125673	4.37	125673	4.37
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease 1. Received 10000 Shares from Shiromani & 40000 Shares from Dayakishan through transfer of Shares (16.03.2017)	50000	1.74	175673	6.11
	At the End of the year	175673	6.11	175673	6.11

(iv) Shareholding Pattern of top ten Shareholders (other than Directors, promoters and holders of GDRs and ADRs)

SN	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Mr. DayaKishan				
	At the beginning of the year	138800	4.82	138800	4.82
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc): 1. Transfer 40000 shares to Mr. Surender Pal Gupta on 16.03.2017	-40000	-1.39	98800	3.43
	At the end of the year	98800	3.43	98800	3.43
2.	Mr. Shiromani				
	At the beginning of the year	116300	4.04	116300	4.04
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc): Transfer 10000 shares to Mr. Surender Pal Gupta on 16.03.2017	-10000	-0.35	106300	3.70
	At the end of the year	106300	3.70	106300	3.70

3.	Mr. Ashwani Kumar Sood				
	At the beginning of the year	77200	2.68	77200	2.68
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	At the end of the year	77200	2.68	77200	2.68
4.	Mr. Sunil Dhawan				
	At the beginning of the year	77200	2.68	77200	2.68
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	At the end of the year	77200	2.68	77200	2.68
5.	Ms. Pushpa Devi Jain				
	At the beginning of the year	35200	1.22	35200	1.22
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	At the end of the year	35200	1.22	35200	1.22
6.	Mr. Lalit Sharma				
	At the beginning of the year	27000	0.94	27000	0.94
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	At the end of the year	27000	0.94	27000	0.94
7.	Mr. Ajay Singhal				
	At the beginning of the year	27000	0.94	27000	0.94
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	At the end of the year	27000	0.94	27000	0.94
8.	Sita Ram Arora				
	At the beginning of the year	26100	0.91	26100	0.91
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	At the end of the year	26100	0.91	26100	0.91
9.	Mr. Manish				
	At the beginning of the year	26000	0.90	26000	0.90
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	At the end of the year	26000	0.90	26000	0.90

10.	Ms. Archana Bajpai				
	At the beginning of the year	26000	0.90	26000	0.90
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	At the end of the year	26000	0.90	26000	0.90

(v)

Shareholding of Directors & KMP

Sl. No	For Each of the Directors & KMP	Shareholding at the end of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the Company	No of shares	% of total shares of the Company
1.	Name: Vinod Gupta				
	At the beginning of the year	221714	7.71	221714	7.71
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	At the end of the year	221714	7.71	221714	7.71
2.	Name: Ajay Kumar Garg				
	At the beginning of the year	87933	3.06	87933	3.06
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	At the end of the year	87933	3.06	87933	3.06
3.	Name: Pooja Gupta				
	At the beginning of the year	140020	4.87	140020	4.87
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):				
	At the end of the year	140020	4.87	140020	4.87

V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	1914872	3659249	-	5574121
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	1914872	3659249	-	5574121
Change in Indebtedness during the financial year				
- Addition	-	1044978	-	1044978
- Reduction	832414	-	-	832414
Net Change	832414	1044978	-	212564
Indebtedness at the end of the financial year				
i) Principal Amount	1082458	4704227	-	5786685
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	1082458	4704227	-	5786685

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager			Total Amount
1.		Whole Time Director			
2.		Mr. Vinod Gupta			
	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	600000			600000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	43800			43800
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-			-
3.	Stock Option	-			-

4.	SweatEquity	-			-
5.	Commission - as%ofprofit - Others, specify...	-			-
6.	Others,pleasespecify	-			-
7.	Total(A)	643800			643800
	CeilingaspertheAct	643800			643800

B. Remuneration to other directors:

Sl. No.	ParticularsofRemuneration	NameofMD/WTD/Manager			Total Amount
	<u>IndependentDirectors</u> · Feeforattendingboard committeemeetings · Commission · Others,pleasespecify				
	Total(1)				
	<u>OtherNon-ExecutiveDirectors</u> · Feeforattendingboard committeemeetings · Commission · Others,pleasespecify			NIL	
	Total(2)				
	Total(B)=(1+2)				
	TotalManagerialRemuneration				
	OverallCeilingaspertheAct				

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

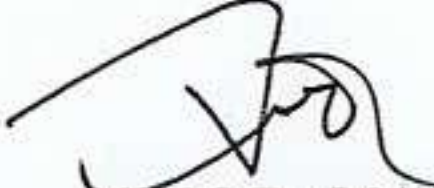
Sl. no.	Particularsof Remuneration	KeyManagerialPersonnel			
		CEO	Company Secretary	CFO	Total
1.	Grosssalary (a)Salaryasper provisions containedin section17(1)of theIncome-tax Act,1961 (b)Valueof perquisitesu/s 17(2)Income-tax Act,1961 (c)Profitsinlieuof salaryundersection		NIL		

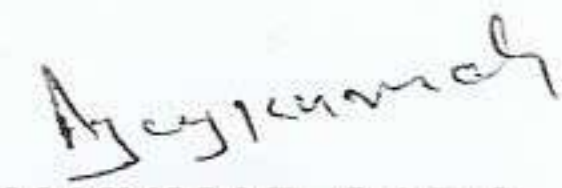
	17(3)Income-tax Act,1961				
2.	StockOption				
3.	SweatEquity				
4.	Commission - as%of profit -others,specify...		NIL		
5.	Others,please specify				
6.	Total				

VII. PENALTIES/PUNISHMENT/COMPOUNDINGOFFENCES:

Type	Section of the companies Act	Brief description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority[R D /NCLT/Court]	Appeal made. If any(give details)
A.Company					
Penalty					
Punishment					
Compounding					
B.Directors					
Penalty			NIL		
Punishment					
Compounding					
C.OtherOfficersInDefault					
Penalty					
Punishment					
Compounding					

For SUPRANEET FINANCE AND CONSULTANTS LIMITED


VINOD GUPTA
 WHOLE-TIME DIRECTOR
 DIN NO- 00381782
 H-34, ASHOK VIHAR, 1009/67, DEVA RAM PARK,
 PHASE-1, DELHI-110052


AJAY KUMAR GARG
 DIRECTOR
 DIN NO-00382981
 TRINAGAR, DELHI



INDEPENDENT AUDITOR'S REPORT

To the Members of M/s Supraneet Finance & Consultants Limited

Report on the Standalone Financial Statements

We have audited the accompanying financial statements of M/s Supraneet Finance & Consultants Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2017, and the Statement of Profit and Loss for the year, cash flow statement then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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

Auditor's Responsibility

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

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

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

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- a) In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2017;
- b) In the case of the Statement of Profit and Loss, of the profit for the year ended on that date;
- c) In the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Head Office: 8/28, 3rd Floor, W.E.A, Abdul Aziz Marg, Karol Bagh, Delhi 110005 Ph: 011-42502244, 3562

Email: info@serva.in Website: www.serva.in

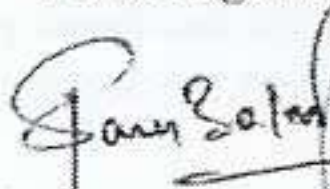




Report on other Legal & Regulatory Requirements

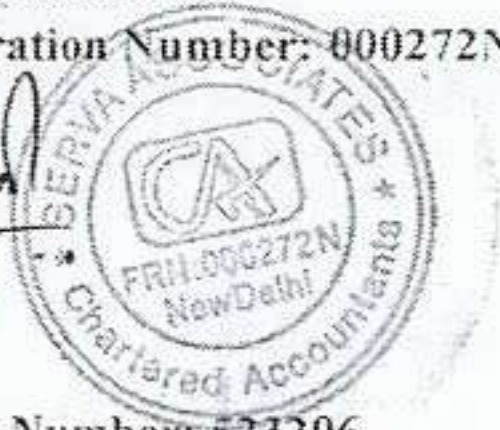
1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure A, a statement on the matters specified in the paragraphs 3 and 4 of the Order.
2. As required by section 143(3) of the Act, we report that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b. In our opinion proper books of account as required by law have been kept by the Company so far as appears from our examination of those books.
 - c. The Balance Sheet, the Statement of Profit and Loss, and Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - d. In our opinion, the aforesaid financial statements comply with the Accounting Standards referred to in section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - e. On the basis of written representations received from the directors as on March 31, 2017, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2017, from being appointed as a director in terms of Section 164(2) of the Act.
 - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B"; and
 - g. With respect to the other matters included in the Auditor's Report in accordance with the Rule 11 of the Companies (Audit & Auditors) Rules 2014, in our opinion and to our best of our information and according to the explanations given to us:
 - (i) The management has represented that the company does not have any pending litigations and hence no provision/disclosure has been made against the same.
 - (ii) The company had not entered into any long term contracts including derivative contracts.
 - (iii) There were no amount which was required to be transferred to Investor education & Protection fund.
 - (iv) The company has provided requisite disclosures in its financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8 November, 2016 to 30 December 2016 and these are in accordance with the books of accounts maintained by the Company. Refer Note 22 to the financial statements.

For Serva Associates
Chartered Accountants
Firm Registration Number: 000272N



Jacky Batra
(Partner)

Membership Number: 523206



Place: Delhi

Date: 29.05.2017



Annexure 'A' to the Auditors' Report

The Annexure referred to in Independent Auditors' Report to the members of Supranet Finance & Consultants Limited on the standalone financial statements for the year ended March 31, 2017, we report that:

- (i)
- (a) The company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - (b) All the assets have been physically verified by the management during the year at regular intervals according to a regular program of verification 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 verification.
 - (c) Since the company is not in the possession of any immovable property hence this clause is not applicable.
- (ii) The company is a service company. Accordingly, it does not hold any physical inventories. Thus, paragraph (ii) of the order is not applicable to the company.
- (iii) The company has granted loan to 2 body corporate covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act')
- (a) In our opinion, the rate of interest and other terms & conditions on which the loans had been granted to the bodies corporate listed in the register maintained under section 189 of the Act were not, prima facie, prejudicial to the interest of the company.
 - (b) The said loan does not carry any stipulation for repayment and is stated to be repayable on demand and hence we are not able to comment on the regularity of repayment of the said loan.
 - (iv) The company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made.
 - (v) The company has not accepted any deposits from the public and hence para (v) is not applicable.
 - (vi) According to the information and explanations given to us, in our opinion the maintenance of cost records have not been prescribed for the company by the Central Government under subsection (1) of section 148 of the Companies Act.
- (vii)
- (a) The company is regular in depositing with appropriate authorities undisputed statutory dues including Income Tax, Service Tax, Cess and other statutory dues applicable to it. According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, employees state insurance, income tax, sales tax, service tax, duty of customs, duty of excise, value added tax (VAT), cess and other statutory dues were in arrears as at 31st March 2017 for a period of more than six months from the date they become payable.
 - (b) According to the information and explanation given to us, there are no dues of service tax, income tax, cess and other statutory dues, which have not been deposited on account of any dispute.
- (viii) The company has not defaulted in repayment of loan or borrowings taken from financial institution or bank. We have been informed that the company did not have any debenture outstanding during the year.
- (ix) The company has not raised any money by way of Initial Public Offer (IPO) or further public offer (including debt instruments). The company has not taken any term loan.





SERVA ASSOCIATES
CHARTERED ACCOUNTANTS

- (x) During the course of our examination of the books and records of the company, carried out in accordance with the generally accepted auditing practices in India, and according to the information and explanations given to us, we have neither come across any instance of material fraud on or by the company, noticed or reported during the year, nor have we been informed of such case by the management.
- (xi) 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 to the Act.
- (xii) The company is not a nidhi company & hence paragraph (xii) of the order is not applicable.
- (xiii) 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 sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standard.
- (xiv) According to the information and explanations given to us and based on our examination of the records of the company, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- (xv) The company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph (xv) of the order is not applicable.
- (xvi) The company is registered under section 45-IA of the Reserve Bank of India Act 1934.

For Serva Associates
Chartered Accountants

Firm Registration Number: 000272N

Jacky Batra
(Partner)

Membership Number: 523206



Place: Delhi

Date: 29.05.2017



Head Office: 8/28, 3rd Floor, W.E.A, Abdul Aziz Marg, Karol Bagh, Delhi 110005 Ph: 011-42502244, 3562

Email: info@serva.in Website: www.serva.in



Annexure - B to the Auditors' Report

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

We have audited the internal financial controls over financial reporting of M/s Supraneet Finance & Consultants Limited ("the Company") as of 31st March 2017 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 ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that





receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the 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 31st March 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Serva Associates
Chartered Accountants
Firm Registration Number: 000272N

Jacky Batra
(Partner)

Membership Number: 523206



Place: Delhi

Date: 29.05.2017



Supraneet Finance & Consultants Limited
Balance Sheet as at 31st March, 2017

Particulars	Note No	As at March 31, 2017	As at March 31, 2016
I. Equity and liabilities			
(1) Shareholder's Funds			
(a) Share capital	2	28,767,130	28,767,130
(b) Reserves and surplus	3	6,372,722	6,165,287
(2) Non-current liabilities			
(a) Long term borrowings	4	162,475	1,082,458
(3) Current liabilities			
(a) Short term borrowings	5	4,704,227	3,659,249
(b) Other current liabilities	6	1,060,050	957,830
(c) Short-term provisions	7	225,024	149,616
Total		41,291,628	40,781,570
II. Assets			
(1) Non-current assets			
(a) Fixed assets			
Tangible assets	9	2,793,194	3,425,381
(b) Non-current investments	10	600,000	600,000
(c) Deferred tax assets (net)	11	106,244	75,089
(2) Current assets			
(a) Cash and cash equivalents	12	67,827	442,247
(b) Loan portfolio	13	37,328,492	35,667,898
(c) Short Term Loans & Advances	14	394,100	570,955
(d) Other current assets	15	1,771	-
Total		41,291,628	40,781,570

Significant Accounting Policies 1
As per our report alongwith annexures of even date attached

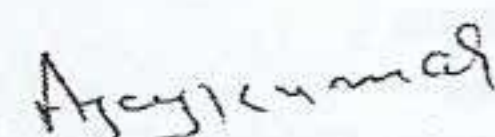
For Serva Associates
Chartered Accountants
Firm Registration Number: 000272N


Jacky Batra
(Partner)
Membership Number: 523206
Place: New Delhi
Date: 29.05.2017



For and on behalf of the Board of
Supraneet Finance & Consultants Limited


Vinod Gupta
(Director)
DIN: 00381782


Ajay Kumar Garg
(Director)
DIN: 00382981

Supraneet Finance & Consultants Limited

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

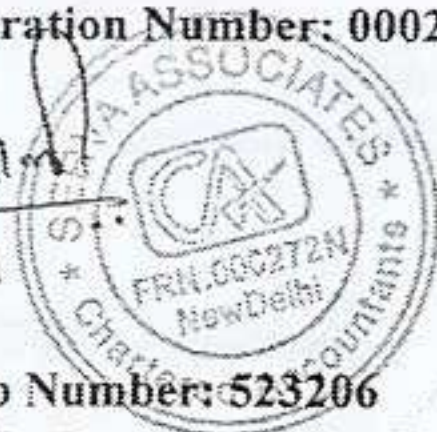
Particulars	Note No	March 31, 2017	March 31, 2016
I. Interest	16	3,178,438	3,464,921
II. Other Income	17	27,652	8,962
Total Revenue		3,206,090	3,473,883
III. Expenses			
Employee benefit expense	18	855,000	795,000
Finance costs	19	522,259	617,068
Depreciation and amortization expense	9	668,712	674,127
Other expenses	20	898,472	1,309,337
Total Expenses		2,944,443	3,395,531
IV. Profit before Tax & Prior Period Items		261,647	78,352
VII. Tax expense:			
(1) Current tax		113,038	42,612
(2) Previous year adjustment		(27,671)	(45,400)
(3) Deferred tax asset/(liabilities)		(31,155)	(18,401)
(4) MAT Credit (Entitlement)/Adjusted		-	27,671
VIII. Profit/(Loss) for the period		207,435	71,869
IX. Earning per equity share:			
(1) Basic		0.07	0.02
(2) Diluted		0.07	0.02

Significant Accounting Policies

As per our report alongwith annexures of even date attached

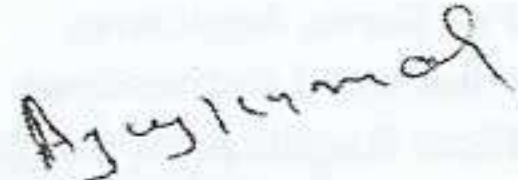
For Serva Associates
Chartered Accountants
Firm Registration Number: 000272N


Jacky Batra
(Partner)
Membership Number: 523206
Place: New Delhi
Date: 29.05.2017



For and on behalf of the Board of
Supraneet Finance & Consultants Limited


Vinod Gupta
(Director)
DIN: 00381782


Ajay Kumar Garg
(Director)
DIN: 00382981

Supraneet Finance & Consultants Limited
Cash flow statement for the year ended 31st March, 2017

Particulars	March 31, 2017	March 31, 2016
Net Profit as per Statement of profit & Loss	261,647	78,352
Add:		
Loss on sale of Fixed asset	-	32,520
Depreciation	668,712	674,127
Interest paid	522,259	233,940
Provision on loan portfolio	-	(107,004)
	1,452,618	911,935
Decrease/(Increase) in other current asset	(1,771)	-
Decrease/(Increase) in Loan portfolio	(1,660,594)	7,327,786
Decrease/(Increase) in Short term loans & advances	(2,291)	382
Increase/(Decrease) in short term borrowings	1,044,978	(7,012,722)
Increase/(Decrease) in other current liabilities	102,220	150,755
Increase/(Decrease) in short term provisions	4,982	107,004
Direct taxes paid	164,205	(167,714)
Net cash from operating activities (A)	1,104,347	1,317,424
Cash flow from Investing activities		
Purchase of asset	(36,525)	-
Sale of asset	-	20,000
Net Cash from investing Activities (B)	(36,525)	20,000
Cash flow from Financing activities		
Interest paid (Non NBFC operations)	(522,259)	(233,940)
Proceeds/(Repayment) of loans	(919,982)	(832,414)
Net Cash from financing Activities (C)	(1,442,242)	(1,066,354)
Net increase/decrease in cash and cash equivalents (A+B+C)	(374,420)	271,071
Cash and cash equivalents in the Beginning of the year	442,247	171,176
Closing Cash and cash equivalents in the Closing of the year	67,827	442,247
Components of cash and cash equivalents		
Cash on hand	63,733	53,723
With banks - on current account	4,094	388,523
Total cash and cash equivalents (note 14)	67,827	442,247

Significant Accounting Policies
As per our report of even date attached

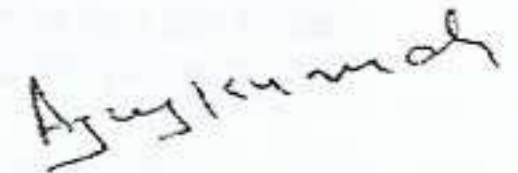
For Serva Associates
Chartered Accountants
Firm Registration Number: 000272N


Jacky Batra
(Partner)
Membership Number: 523206
Place: New Delhi
Date: 29.05.2017



For and on behalf of the Board of
Supraneet Finance & Consultants Limited


Vinod Gupta
(Director)
DIN: 00381782


Ajay Kumar Garg
(Director)
DIN: 00382981

Note

I Significant Accounting Policies

a Basis of Accounting

The financial statements are prepared under the historical cost convention, in accordance with the Indian generally accepted accounting principles (GAAP), accounting standards issued by the institute of chartered accountants of India and the provisions of the Companies Act, 2013. All Income and Expenditure, having a material bearing on the Financial Statements, are recognized on accrual basis.

b Revenue Recognition

(i) Interest on Loan and advances are accounted for on accrual basis.

(ii) Dividend income if any is accounted for on receipt basis.

c Fixed Assets

Fixed Assets of the Company are valued at cost, which include allocation / apportionment of direct and indirect expenses incurred in relation to such Fixed Assets.

d Depreciation

Depreciation on fixed assets is provided on Straight Line Method and revised as per the manner prescribed in Schedule II to the Companies' Act 2013 or as per the provision contained therein. That on account of revision in the life of the asset as per schedule II of companies act 2013, the depreciation on the assets have been calculated while changing the life of the assets with effect from 1st April 2014.

e Investments

Long-term investments are carried at Cost. The diminution in the value of long-term investments, if any, is charged off, only if such a decline is other than temporary in the opinion of the management.

f Expenditure

Expenses are in general accounted on accrual basis and provisions are made for all known losses and liabilities.

g Taxes on income (Current & Deferred)

Current tax is determined as the amount of tax payable in respect of taxable income for the year. Deferred tax is recognized, subject to the consideration of prudence in respect of deferred tax assets, on timing differences, being the difference between taxable income and accounting income that originate in one period and capable of reversal in one or more subsequent periods.

h Component accounting

The company was previously not identifying components of fixed assets separately for depreciation purposes; rather, a single useful life/ depreciation rate was used to depreciate each item of fixed asset. Due to application of Schedule II to the Companies Act, 2013, the company has changed the manner of depreciation for its fixed assets. Now, the company identifies and determines separate useful life for each major component of the fixed asset, if they have useful life that is materially different from that of the remaining asset.

	March 31, 2017	March 31, 2016		
2 Share Capital				
a Authorized				
33,00,000 (PY 33,00,000) equity shares of Rs.10/- each	<u>33,000,000</u>	<u>33,000,000</u>		
b Issued, Subscribed & Paidup				
Fully Paid Equity Shares of Rs.10/- each.				
28,76,713 (PY 28,76,713) equity shares of Rs.10/- each	<u>28,767,130</u>	<u>28,767,130</u>		
	<u>28,767,130</u>	<u>28,767,130</u>		
c Shares held by the shareholders holding more than 5% each :				
	No. of Shares	%	No. of Shares	%
i Gopal Swarup Gupta	174,728	6.07	174,728	6.07
ii Sangita Gupta	187,694	6.52	187,694	6.52
iii Vinod Gupta	221,714	7.71	221,714	7.71
iv Sita Gupta	265,977	9.25	265,977	9.25
v Surendar Pal Gupta	175,673	6.11	125,673	4.37



Supranet Finance & Consultants Limited
Notes to financial statements for the year ended March 31, 2017

Note	March 31, 2017		March 31, 2016	
3 Reserves & Surplus				
a) Share Forfeited				
Opening Balance	699,250		699,250	
Closing Balance	<u>699,250</u>		<u>699,250</u>	
b) Surplus				
Opening Balance	4,351,429		5,501,172	
Add: Net Profit/(Net loss) for the current year	207,435		71,869	
Less: Provision on loan portfolio	-		107,004	
Less: Amount transferred to statutory reserve (Created u/s 45IC of RBI Act, 1934)	41,487		1,114,608	
Closing Balance	<u>4,517,377</u>		<u>4,351,429</u>	
c) Statutory Reserve (Created u/s 45IC of RBI Act, 1934)				
Opening balance	1,114,608		-	
Add: Amount transferred during the year	41,487		1,114,608	
Closing balance	<u>1,156,095</u>		<u>1,114,608</u>	
Total	<u>6,372,722</u>		<u>6,165,287</u>	
4 Long term borrowings				
Secured				
Vehicle Loan	Non-Current	Current	Non-Current	Current
	162,475	919,983	1,082,458	832,414
	<u>162,475</u>	<u>919,983</u>	<u>1,082,458</u>	<u>832,414</u>
5 Short term borrowings				
Unsecured - Repayable on Demand				
Loan from Related Parties	3,377,221		3,299,412	
Loan from Others	1,327,006		359,837	
	<u>4,704,227</u>		<u>3,659,249</u>	
6 Other current liabilities				
Current maturities on long term loan	919,983		832,414	
TDS payable	45,476		37,115	
Expenses payable	94,592		88,301	
	<u>1,060,050</u>		<u>957,830</u>	
7 Short term provisions				
Provision for income tax	113,038		42,612	
Provision for standard asset	111,986		107,004	
Total	<u>225,024</u>		<u>149,616</u>	
8 Contingent liabilities				
a) Estimated amount of contracts remaining to be executed on capital account and not provided for	Nil		Nil	
b) Contingent liability in respect of guarantees given by the company and by the bank on behalf of the company	Nil		Nil	
c) Capital Commitments			Nil	
10 Non current investments				
Investment in fully paid equity Shares - Unquoted Amit Re-Rolling Private Limited 60,000 (PY 60,000) equity shares of Rs.10/- each	600,000		600,000	
Total	<u>600,000</u>		<u>600,000</u>	



Supraneet Finance & Consultants Limited
 Schedule of Fixed Assets as per Companies Act for the FY 2016-17

Note: 9

Particulars	GROSS BLOCK					DEPRECIATION				NET BLOCK	
	WDV as on 01-04-2016	Additions During The Year	Sales During The Year	Total as on 31-03-2017	Depreciation as on 01-04-2016	Depreciation During The Year	Deductions During the year	Total Depreciation as on 31-03-2017	WDV as on 31-03-2017	WDV as on 31-03-2016	
Furniture & Fixture	37,900	-	-	37,900	37,899	-	-	37,899	1	1	
Car	5,260,914	-	-	5,260,914	1,835,536	667,877	-	2,503,413	2,757,501	3,425,378	
Computer	62,500	36,525	-	99,025	62,499	835	-	63,334	35,691	1	
UPS	4,400	-	-	4,400	4,399	-	-	4,399	1	1	
Total	5,365,714	36,525	-	5,402,239	1,940,333	668,712	-	2,609,045	2,793,194	3,425,381	
Previous Year	5,441,693	-	-	5,441,693	609,647	675,531	4,487	1,289,665	4,152,028	4,832,046	

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Supranet Finance & Consultants Limited
Notes to financial statements for the year ended March 31, 2017

Note

	March 31, 2017	March 31, 2016
11 Deferred tax asset/(liabilities) (AS - 22)		
Deferred tax liability		
Fixed assets: Impact of difference between tax depreciation and depreciation charged as per books	106,244	75,089
Deferred tax asset/(liabilities) closing	106,244	75,089
Deferred Tax Asset at the beginning of the year	75,089	56,688
Deferred tax charged to statement of profit & loss	31,155	18,401
12 Cash & cash equivalents		
Balance with Banks	4,094	388,523
Cash on hand	63,733	53,723
TOTAL	67,827	442,247
13 Loan Portfolio		
Repayable on Demand - Unsecured		
Loans to related parties - Body Corporate	37,328,492	35,667,898
Total (B)	37,328,492	35,667,898
14 Short Term Loans & Advances		
Income tax refund (A/Y 2009-10)	-	41,260
Income tax refund (A/Y 2015-16)	62,512	171,750
Tax deducted at sources	317,844	346,492
Prepaid expenses	13,744	11,453
	394,100	570,955
15 Other current assets		
Other Recoverables	1,771	-
	1,771	-
16 Revenue from operations		
Interest received	3,178,438	3,464,921
	3,178,438	3,464,921
17 Other income		
Interest on income tax refund	27,652	8,962
	27,652	8,962
18 Employee benefit expense		
Salaries & wages	855,000	795,000
	855,000	795,000
19 Finance costs		
Interest on car loan	154,706	233,940
Interest to others	367,553	383,128
	522,259	617,068
20 Other expenses		
Publication expenses	24,584	76,157
Auditor's remuneration		
- As Audit Fees	39,675	39,503
Vehicle running & maintenance	129,401	55,527
Communication & network Charges	63,826	70,262
Bank charges	559	2,398
Filing fees	3,071	62,294
Insurance expenses	104,445	85,290
Legal & professional expenses	60,250	82,630
Listing & depository expenses	28,625	437,925



Supranet Finance & Consultants Limited
Notes to financial statements for the year ended March 31, 2017

Note

Provision against standard asset	4,982	-
Loss on sale of fixed assets	-	32,520
Postage & telegram	39,967	1,658
Printing & stationery	19,120	16,800
General Expenses	2,408	-
Rent, electricity & water expenses	345,000	314,313
Interest on TDS	450	-
Demat expenses	20,610	20,610
Connectivity & maintenance charges	11,500	11,450
Total	898,472	1,309,337

20 Provision for outstanding loan portfolio

Particulars	March 31, 2017	March 31, 2016
Standard Portfolio	37,328,492	35,667,898
Opening provision	107,004	-
Addition/reversal (net)	4,982	107,004
Closing provision	111,986	107,004

21 Related Parties (AS - 18)

I) List of related parties with whom transactions have taken place during the year.

- 1) M/s Laxcon Steels Limited (Common Director)
 - 2) M/s Mega Steels Private Limited (Common Director)
 - 3) M/s Parvati Private Limited (Common Director)
 - 4) M/s Kraze Exports Limited (Common Director)
 - 5) M/s GG Projects Private Limited (Common Director)
 - 6) Mr. Vinod Gupta (Director)
- (As certified by the Management)

II) Details of Transactions with Related Parties

Sr. No.	Name of the related party	Opening balance	Loan given	Loan received back	Interest received (net of TDS)	Closing balance
	Loan given					
1	M/s Laxcon Steels Limited	22,116,529	500,000	2,000,000	1,754,346	22,370,875
		(22,008,858)	-	(1,900,000)	(2,007,671)	(22,116,529)
2	M/s Mega Steels Pvt Ltd	-	-	-	-	-
		(7,514,980)	(400,000)	(7,997,448)	(82,468)	-
3	M/s Parvati Private Limited	13,551,369	300,000	-	1,106,248	14,957,617
		(13,023,079)	-	(500,000)	(1,028,290)	(13,551,369)
	** (Amount in bracket represent previous year figures)					
Sr. No.	Name of the related party	Opening balance	Loan taken	Loan repaid	Interest paid (net of TDS)	Closing balance
	Loan taken					
4	M/s Kraze Exports Limited	1,096,498	-	35,000	86,070	1,147,568
		(1,052,330)	-	(40,000)	(84,168)	(1,096,498)
5	M/s GG Projects Private Limited	1,661,214	-	100,000	126,311	1,687,525
		(1,603,551)	-	(70,000)	(127,663)	(1,661,214)
	** (Amount in bracket represent previous year figures)					



Supraneet Finance & Consultants Limited
Notes to financial statements for the year ended March 31, 2017

Note

	Name of the related party	Relationship	Nature of Transaction	March 31, 2017	March 31, 2016
6	Mr. Vinod Gupta	KMP	Salary	600,000	600,000
			Rent	-	120,000
			Medical Reimbursement	15,000	15,000
7	Gopal Industries	Enterprise over which relative of KMP exercises significant influence	Rent	172,500	-

22 Details of Specified Bank Notes(SBN) held and transacted during the period from 8th November, 2016 to 30th December, 2016, as provided below:

Particulars	SBNs	Other denominations notes	Total
Closing Cash in hand as on 08.11.2016	10,000	20,763	30,763
(+) Permitted receipts including bank withdrawal	-	74,000	74,000
(-) Permitted Payments	-	5,490	5,490
(-) Amount deposited in banks	10,000	-	10,000
Closing Cash in hand as on 30.12.2016	-	89,273	89,273

23 Details of earning per share (AS - 20)

	March 31, 2017	March 31, 2016
Net Profit after tax as per statement of profit & loss	207,435	71,869
Weighted average no. of shares	2,876,713	2,876,713
Earning per share	0.07	0.02

24 In the opinion of the Board of Directors, current Assets, Loans & Advances has a Value-on realization at least equal to the amount at which these are stated in the Balance Sheet and are considered good for recovery apart from those for which Adequate provision have been made in the books.

25 As at the Balance Sheet date, the Company did not have any dues outstanding to Small Scale Industrial undertakings exceeding rupees One Lakh in aggregate and Outstanding for a period in excess of thirty days.

26 Previous year figures have been regrouped/rearranged wherever necessary.

As per our report alongwith annexures of even date attached

For Serva Associates
Chartered Accountants
Firm Registration Number: 000272N

Jacky Batra
(Partner)
Membership Number: 523206
Place: New Delhi
Date: 29.05.2017



For and on behalf of the Board of
Supraneet Finance & Consultants Limited

Vinod Gupta
(Director)
DIN: 00381782

Ajay Kumar Ga
(Director)
DIN: 00382981