

29th Annual Report

Supraneet Finance and Consultants Ltd.

Financial Year : 2017-18

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

CORPORATE INFORMATION

BOARD OF DIRECTORS

S.No	Name of Director	Status
1.	Mr. Vinod Gupta	Whole Time Director / Promoter Director
2.	Mr. Ajay Kumar Garg	Non-Executive Director / Promoter Director
3.	Mr. Deewan Chand	Independent, Non-Executive Director
4.	Ms. Pooja Gupta	Non-Executive Director / Promoter Director
5.	Mr. Balraj Aggarwal	Independent, Non-Executive Director

COMMITTEES

AUDIT COMMITTEE

S.No	Name of Director	Status
1.	Mr. Balraj Aggarwal	CHAIRMAN / Independent, Non-Executive Director
2.	Mr. Ajay Kumar Garg	MEMBER / Non-Executive Director
3.	Mr. Deewan Chand	MEMBER / Independent, Non-Executive Director

NOMINATION & REMUNERATION COMMITTEE

S.No	Name of Director	Status
1.	Mr. Balraj Aggarwal	CHAIRMAN / Independent, Non-Executive Director
2.	Mr. Ajay Kumar Garg	MEMBER / Non-Executive Director
3.	Mr. Deewan Chand	MEMBER / Independent, Non-Executive Director

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REGISTERED OFFICE

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

AUDITORS

STATUTORY AUDITOR

M/s. Suri & Sudhir ,Chartered Accountants
Firm Registration No .000601N
L-4, Connaught Circus
New Delhi - 110 001, India
Phone: +011-23417708, 41827087,
Fax: +(91)-(11)-23411385

INTERNAL AUDITOR

M/s. R.K. Mahaseth & Co.
(Chartered Accountants) FRN: 022140N
AG- 175, Ground Floor, Shalimar Bagh
Delhi – 110088, India
Mobile: (+91) – 9990896948
E-mail: ca.ramkumar@rediffmail.com

REGISTRAR & TRANSFER AGENT

ALANKIT ASSIGNMENTS LIMITED

2-E/21, Jhandewalan Extension, New Delhi-110055

Phone: +011-42541234 / 23541234

Fax: +(91)-(11)-42541201

BANKER

INDIAN OVERSEAS BANK

F-47, Malhotra Buildings, Janpath, New Delhi - 110001

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STOCK EXCHANGES

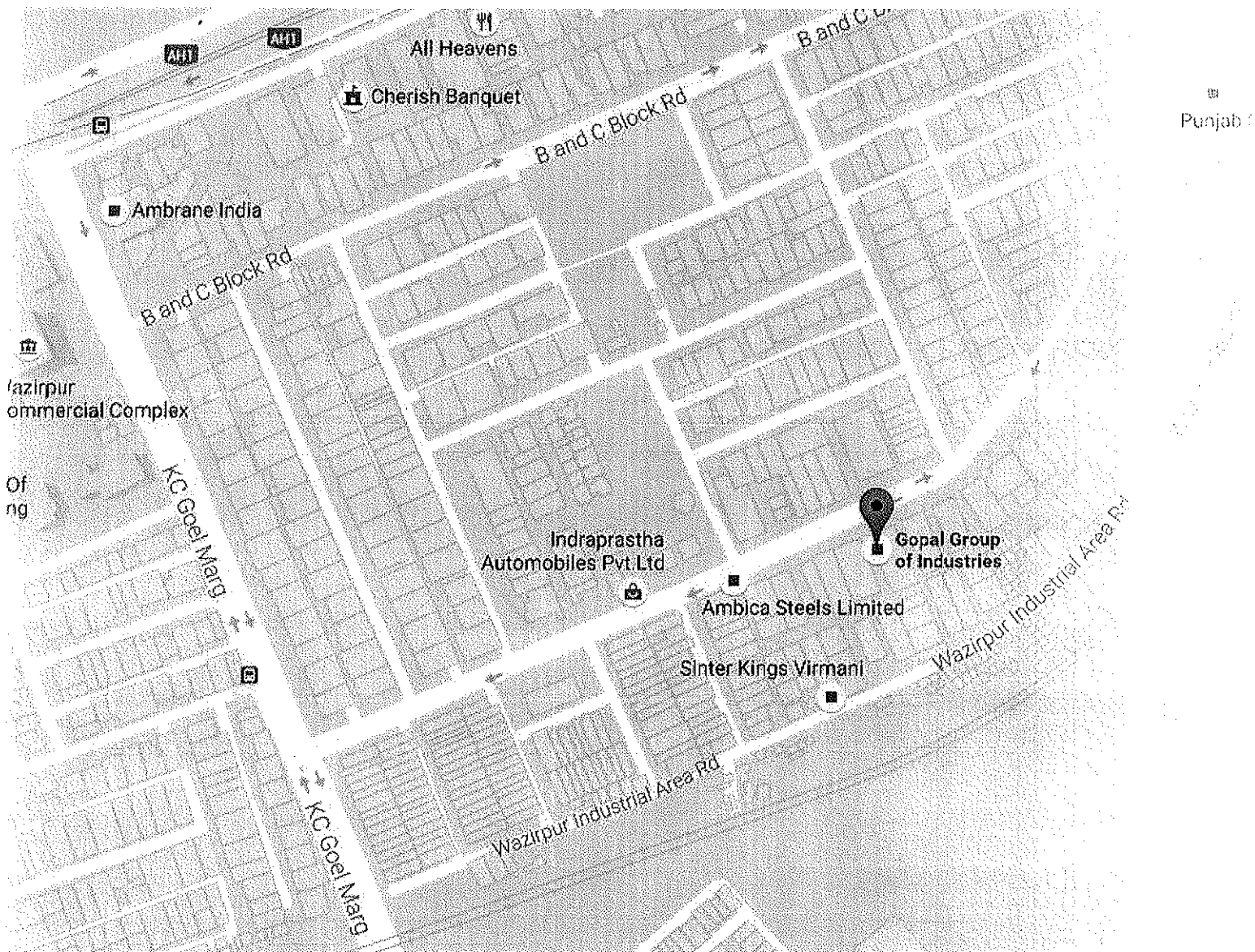
**Metropolitan Stock Exchange of India
Limited**

4th Floor, Vibgyor Towers,
Plot No. C-62, Opp. Trident Hotel,
Bandra Kurla Complex, Bandra East,
Mumbai – 400098

Delhi Stock Exchange Limited

DSE House, 3/1 Asaf Ali Road,
New Delhi- 110002

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



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NOTICE

NOTICE is hereby given that the **29th ANNUAL GENERAL MEETING** of the members of the **SUPRANEET FINANCE AND CONSULTANTS LIMITED** will be held on, Saturday, the 29th September, 2018 at 4:30 p.m. at the Registered Office of the Company - C-55/2, Wazirpur Industrial Area, Delhi - 110052, to transact the following business:

ORDINARY BUSINESS

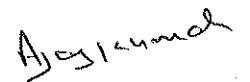
1. To receive, consider and adopt the Audited Financial Statements and Cash Flow Statements for the financial year ended, 31st March, 2018 and the Reports of the Board and Auditors thereon, in this regard, to consider and, if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT the audited Financial Statements of the Company for the financial year ended 31st March, 2018, including the Balance Sheet as at 31st March, 2018, and the Statement of Profit & Loss, Cash Flow Statement and Statement of Changes in Equity for the year ended as on that date, and the accompanying Notes thereto along with the Auditors' Report and Directors' Report thereon, be and are hereby received, approved and adopted."

2. To appoint a Director, Ms. Pooja Gupta (DIN-00542253) who retires by rotation and being eligible to offers herself for reappointment, in this regard, to consider and, if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

"RESOLVED THAT Ms. Pooja Gupta (DIN-00542253), who retires by rotation and being eligible, offers herself for re-appointment, be and is hereby re-appointed as a director of the Company, liable to retire by rotation in terms of Section 152(6) of the Companies Act, 2013."

BY ORDER OF THE BOARD
FOR SUPRANEET FINANCE & CONSULTANTS LIMITED


Ajay Kumar Garg
(Director)
(DIN: 00382981)

Date: 29th May, 2018
Place: Delhi

Supraneet Finance and Consultants Limited

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NOTES:

- 1) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.

The Proxy Form is also annexed towards the end of the Annual Report

- 2) Pursuant to Section 105 of the Act read with Rule 19 of the Companies (Management and Administration) Rules, 2014, a person can act as a proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten (10) percent of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a member holding more than ten (10) percent of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other member.
- 3) The instrument of Proxy, in order to be effective, should reach the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the meeting. Proxies submitted on behalf of limited companies, societies etc., must be supported by appropriate resolutions or authorizations, as applicable.
- 4) 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.
- 5) 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.
- 6) Corporate Members intending to send their authorized representatives under Section 113 of the Act, are requested to send a duly certified copy of the Board Resolution authorizing their representatives to attend and vote at the meeting, together with duly certified signatures of such representatives.

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- 7) 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.
- 8) The Register of members and shares transfer book shall remain closed from Friday 21st day of September 2018 to Friday 28th day of September 2018 (both days inclusive).
- 9) 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 the 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 ensuing annual general meeting, and also during the said meeting.
- 10) 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.

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.
- 11) 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.
- 12) a) Members are requested to notify change, if any, in their e-mail ID and/or mailing address including pin code, quoting their folio number to the Registrar & Transfer Agent or the Company.

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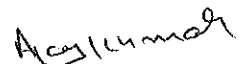
E-Mail :companiroc@gmail.com, info@sfelindia.com,

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b) Members holding shares in electronic form should notify any change in their e-mail ID, mailing address including pin code, bank details etc. directly to their respective Depository Participants.

- 13) 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.

BY ORDER OF THE BOARD
FOR SUPRANEET FINANCE & CONSULTANTS LIMITED


Ajay Kumar Garg
(Director)
(DIN: 00382981)

Date: 29th May, 2018

Place: Delhi

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BOARD'S REPORT

Dear Members,

Your Directors have pleasure in presenting before you their 29th Annual Report together with the Audited Accounts of the Company for the year ended 31st March, 2018.

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>2017-2018</u> <u>(Rs. In Lacs)</u>	<u>2016-2017</u> <u>(Rs. In Lacs)</u>
Total Earnings	32.62	32.06
Profit before Depreciation, Interest and Taxation	14.57	14.52
Less: Depreciation	6.80	6.69
Less : Interest	5.07	5.22
Profit/(Loss) for the year	2.70	2.62
Less: Current Tax encl. MAT adjust.	1.21	0.86
Less: Deferred Tax Assets/Liabilities	-0.64	-0.31
Profit/(Loss) after Taxation	2.13	2.07

During the year 2017-18, the Company has achieved net profit after tax of Rs. 2.13 Lacs compared to previous year Rs. 2.07 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. CHANGE IN THE NATURE OF BUSINESS.

The Company is in the business of NBFC activities, there is no change in the nature of Business during the financial year.

3. 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.

4. TRANSFER TO RESERVES.

The Company has transferred Rs. 2.13 Lacs (previous year Rs. 2.07 Lacs) to reserve (Surplus) for the year ended 31st March 2018. Further Company has transferred Rs. 0.42 Lacs (previous year 0.41 Lacs) to the Statutory Reserves (Created under section 451 C of the Reserve Bank of India Act, 1934).

5. 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.

6. 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.

7. DEPOSITS.

The Company has never accepted any deposits as per RBI Guidelines hence Information in respect to deposit during the Financial Year 2017-18 in terms of Chapter V of the Companies Act, 2013 is Nil.

8. 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**.

9. CORPORATE GOVERNANCE CERTIFICATE

Since Company's Paid up Equity Share Capital is less than of Rs. 10 crores and Net Worth is also less than 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.

10. DETAILS OF DIRECTORS AND KEY MANAGERIAL PERSONNEL.

Ms. Pooja Gupta (DIN- 00542253), Director of the Company, retires by rotation at this Annual General Meeting and being eligible, offers herself, for re-appointment. The board recommends her reappointment.

There is no change in the Key Managerial Personnel during the financial year 2017-18.

11. NUMBER OF MEETINGS OF BOARD

During the year 2017-18, 5 (Five) Board Meetings were held as per detail given below.
1 (One) Independent Directors Meeting was held on 11.10.2017.

No. of the Board Meetings	Date of the Board Meeting held during the Financial Year 2017-18	Attendance of the Board of Directors (in %)
1	18.04.2017	100%
2	29.05.2017	100%
3	09.08.2017	80%
4	14.11.2017	60%
5	08.02.2018	100%

12. MATERIAL CHANGES AND COMMITMENTS EFFECTING THE FINANCIAL POSITION OF THE COMPANY HAPPENED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY AND DATE OF THIS REPORT.

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.

13. 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)

14. 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.

15. POLICY ON DIRECTORS APPOINTMENT AND POLICY ON REMUNERATION.

Pursuant to the requirement under Section 134(3)(e) and Section 178(3) 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.

16. 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.

17. STATUTORY AUDITORS & AUDITORS REPORT:-

Pursuant to Section 139 of the Companies Act, 2013, and other applicable provisions, if any, M/s Suri & Sudhir (FRN : 000601N), Chartered Accountants has been appointed as the Statutory Auditors of the Company for 5 years in the previous 28th Annual General Meeting, they shall hold the office till the conclusion of the 33rd Annual General Meeting of the Company.

Further, there are no reservations, qualifications or adverse remarks in the Audit Report given by them in respect of the Financial Year 2017-18

18. 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 2017-18. The Board suitably gives its explanations or comments on every observations of the Secretarial Auditor which are as follows:

- 1. 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 2017-18. However, as per the written representation received the company has confirmed that they will appoint Whole Time Company Secretary and Chief Financial Officer at the earliest.*
- 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 the Company has assured that they will make necessary arrangement as per the provision of Regulation 7(3) of SEBI Listing Regulations 2015 (LODR).*
- 3. During the year under review the Company was unable to 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.*

19. 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.

20. COST AUDIT.

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

21. CONSOLIDATED FINANCIAL STATEMENTS.

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

22. 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.

23. 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.

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

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

25. 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.

26. CODE OF CONDUCT.

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

27. 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 2017-18 as :

No. of the Meetings	Date of the Meetings held during the Financial Year 2017-18	Attendance of the Members/Chairman (in %)
1	25.05.2017	100%
2	04.08.2017	100%
3	10.11.2017	100%
4	03.02.2018	100%

28. 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 2017-18 as:

No. of the Meetings	Date of the Meetings held during the Financial Year 2017-18	Attendance of the Members/Chairman (in %)
1	25.05.2017	100%
2	04.08.2017	100%
3	01.11.2017	100%
4	03.02.2018	100%

29. 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.

30. 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.

31. 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.sfcindia.com.

32. 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.

33. 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 Director confirming receipt of this declaration from Independent Directors is annexed to this report as **Annexure V**.

34. EXTRACT OF ANNUAL RETURN.

The extract of Annual Return as on March 31, 2018 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.

35. 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.

36. 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 2017-2018 to the concerned Stock Exchange.

37. 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).

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. DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013 & CONSTITUTION OF INTERNAL COMPLAINTS COMMITTEE.

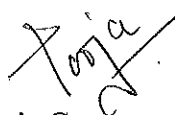
The disclosure under the sexual harassment of women at workplace (prevention, prohibition & redressal) act, 2013 are not applicable on the Company and accordingly the Company is not required to constitute Internal Complaints Committee.

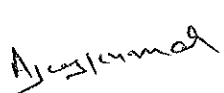
41. ACKNOWLEDGEMENT.

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
Supranet Finance & Consultants Ltd.**


**Pooja Gupta
(Director)
DIN: 00542253**


**Ajay Kumar Garg
(Director)
DIN:00382981**

**Place: Delhi
Date: 29.05.2018**

Management Discussion & Analysis Report

OVERVIEW OF GLOBAL ECONOMY

The World Bank forecasts global economic growth to edge up to 3.1% in 2017. Global growth is projected to reach 3.9 percent in 2018 as well as in 2019, in line with the forecast of the April 2018 World Economic Outlook (WEO), but the expansion is becoming less even, and risks to the outlook are mounting.

Activity in advanced economies is expected to grow 2.2 percent in 2018 before easing to a 2 percent rate of expansion next year, as central banks gradually remove monetary stimulus, the June 2018 Global Economic Prospects says Growth in emerging market and developing economies overall is projected to strengthen to 4.5 percent in 2018, before reaching 4.7 percent in 2019 as the recovery in commodity exporters matures and commodity prices level off following this year's increase. FY2019, therefore, could be a challenging year. The positive is the general sense that India should see higher GDP growth, subject to normal monsoons. The RBI in its monetary policy report dated 5th April 2018 has projected a GDP growth of 7.4% for FY2019, possibly rising to 7.7% in FY2020.

INDUSTRY STRUCTURE AND DEVELOPMENTS

Non-banking financial companies (NBFCs) play a vital role in diversifying the financial sector, which is evident from the growing liquidity in markets and diversification of financial risks. This has given impetus to financial stability and made the sector more efficient. NBFCs have carved niche business areas for themselves within the financial sector space with innovative products and delivery systems like providing customized products, mostly at the customer's doorstep; processing applications within minutes; sanctioning loans at the click of a button and leveraging the FinTech ecosystem. Owing to a variety of constraints faced by the banking system in intensifying its lending activities, the role of NBFCs has become even more significant now.

NBFCs continued to grow their share in the financial services industry. Data published by the RBI in its Financial Stability Reports dated 30 June 2017 and 21 December 2017 show that the NBFCs have outperformed scheduled commercial banks (SCBs) on growth in advances, asset quality and profitability. This growth momentum of NBFCs should result in their share in the financial services sector increasing in the near future.

OPPORTUNITIES AND THREAT

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. 373 Lacs in FY 2017 to Rs. 382 Lacs in FY 2018, a growth of nearly 2.41%.

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, 2018 the Capital Adequacy Ratio for the Company was 20.3% (previous year 20%) against a minimum of 15% as required by RBI norms.

The Net worth of the Company as at March 31, 2018 was Rs. 351.82 Lacs as against Rs. 350.34 Lacs in the previous year. Total borrowing outstanding as at March 31, 2018 was Rs. 56.61 Lacs (previous year Rs. 48.66 Lacs).

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

FY2018 began in an uncertain environment with the economy coming to terms with the impact of demonetisation of Rs.500 and Rs.1000 banknotes that came into effect on 8 November 2016. In the first quarter (April-June 2017), real GDP growth declined to 5.7% — the lowest in 12 successive quarters. The second quarter (July-September 2017) also saw disruption in economic activity on account of teething troubles that accompanied the nation-wide rollout of the Goods and Service tax (GST). At 6.5%, while GDP growth in the second quarter was higher than the immediately previous one, it was nevertheless the third-lowest in 12 quarters.

The third quarter, however, has shown a much needed uptick — posting 7.2% GDP growth vis-à-vis the same quarter in the previous year, and the highest that India saw in five successive quarters. Some believe that the economy has finally recovered and that the Nation is now set for higher growth.

With the sharp decline in surplus liquidity since October 2017, market interest rates have been hardening. Bank lending rates have started rising since February 2018. In January-March 2018, interest rate on the benchmark 10-year government security has seen significant volatility from a low of 7.17% to a high of 7.78%. Short term rates for commercial paper have also been volatile. Given a longer term expectation of rise in interest rates, these may have their consequential impact on growth.

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

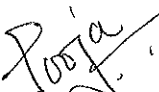
The Company has adequate internal controls systems and procedures covering key financial and operating functions commensurate with the size and nature of operations to ensure that all assets

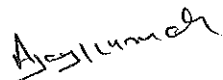
are safeguarded and protected against loss from unauthorized use or disposition and that the transactions are authorized, recorded and reported correctly. The Company carries out extensive and regular internal audit, policy reviews, guidelines and procedures to ensure that the internal control systems 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, and 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.**


**Pooja Gupta
(Director)
DIN: 00542253**


**Ajay Kumar Garg
(Director)
DIN: 00382981**

**Place: Delhi
Date: 29.05.2018**

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.

Term / Tenure

a) **Managing Director/Whole-time Director:**

The Company shall appoint or re-appoint any person as its Executive Chairman, Managing Director, Whole Time Director or Executive Director for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

b) **Independent Director:**

- An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.
- No Independent Director shall hold office for more than two consecutive terms, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director. Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly. However, if a person who has already served as an Independent Director for 5 years or more in the Company as on October 1, 2014 or such other date as may be determined by the Committee as per regulatory requirement; he/ she shall be eligible for appointment for one more term of 5 years only.
- At the time of appointment of Independent Director it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time Director of a listed company or such other number as may be prescribed under the Act.

Evaluation

The Committee shall carry out evaluation of performance of every Director, KMP and Senior Management Personnel at regular interval (yearly) on the basis of following criteria:-

a. **Criteria for evaluation of the Board of Directors as a whole:**

- i. The Frequency of Meetings
- ii. Quantum of Agenda
- iii. Administration of Meetings
- iv. Flow and quantity of Information from the Management to the Board
- v. Number of Committees and their role.
- vi. Overall performance of the Company

b. **Criteria for evaluation of the Individual Directors;**

- i. Experience and ability to contribute to the decision making process
- ii. Problem solving approach and guidance to the Management
- iii. Attendance and Participation in the Meetings
- iv. Personal competencies and contribution to strategy formulation
- v. Contribution towards statutory compliances, monitoring of controls and Corporate Governance

Removal

Due to reasons for any disqualification mentioned in the Act or under any other applicable Act, rules and regulations thereunder, the Committee may recommend, to the Board with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the said Act, rules and regulations.

Retirement

The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Act and the prevailing policy of the Company. The Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position/ remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

Policy relating to the Remuneration for the Whole-time Director, KMP and Senior Management Personnel

General:

- a) The remuneration / compensation / commission etc. to the Whole-time Director, KMP and Senior Management Personnel will be determined by the Committee and recommended to the Board for approval. The remuneration / compensation / commission etc. shall be subject to the prior/post approval of the shareholders of the Company and Central Government, wherever required.
- b) The remuneration and commission to be paid to the Whole-time Director shall be in accordance with the percentage / slabs / conditions laid down in the Articles of Association of the Company and as per the provisions of the Act.
- c) Increments to the existing remuneration/ compensation structure may be recommended by the Committee to the Board which should be within the slabs approved by the Shareholders in the case of Whole-time Director.
- d) Where any insurance is taken by the Company on behalf of its Whole-time Director, Chief Executive Officer, Chief Financial Officer, the Company Secretary and any other employees for indemnifying them against any liability, the premium paid on such insurance shall not be treated as part of the remuneration payable to any such personnel. Provided that if such person is proved to be guilty, the premium paid on such insurance shall be treated as part of the remuneration.

Remuneration to Whole-time / Executive / Managing Director, KMP and Senior Management Personnel:

1. Remuneration to Managing Director / Whole-time Directors:

- a.) The Remuneration/ Commission etc. to be paid to Managing Director / Whole-time Directors, etc. shall be governed as per provisions of the Companies Act, 2013 and rules made there under or any other enactment for the time being in force and the approvals obtained from the Members of the Company.

The Nomination and Remuneration Committee shall make such recommendations to the Board of Directors, as it may consider appropriate with regard to remuneration to Managing Director / Whole-time Directors.

- 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 minute 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 AGGARWAL
CHAIRMAN OF AUDIT COMMITTEE
DIN NO-00409563**

(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 2017-18 is 31:9. The percentage increase in remuneration of each director, chief Financial officer, Chief Executive Officer, Company Secretary or manager, if any, in FY 2017-18—There is no change in remuneration of Director.

b) the percentage increase in the median remuneration of employees in the financial year 2017-18—N.A

c) the number of permanent employees on the rolls of the Company as on 31st March, 2018 - 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 2017-18 remained the same as compared to FY 2016-17. The total employee cost for FY 2017-18 was Rs. 7.95 Lacs against Rs 8.55 Lacs for FY 2016-17. The Company has earned net profit after tax Rs. 2.13 Lacs during the F.Y. 2017-18 as compared to FY 2016-17 Rs. 2.07 Lacs.

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 Capitalization 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, 2018- NA

Market Capitalisation as on 31st March, 2017-NA

Variation%---NA

Variations in price earnings ratio

Price earnings ratio as on 31st March, 2018-NA

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

Variation%---NA

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, 2018-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

i) the ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year -

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

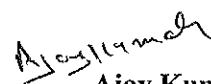
i) The remuneration paid is as per the remuneration policy of the Company.

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.**



**Pooja Gupta
(Director)
DIN: 00542253**



**Ajay Kumar Garg
(Director)
DIN: 00382981**

**Place: Delhi
Date: 29.05.2018**



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: hshedi2000@yahoo.com

ANNEXURE-IV

Form No. MR-3

SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED AS ON 31.03.2018

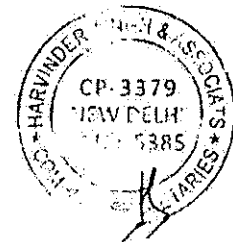
Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

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 2017-2018. 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 **31.03.2018**, 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 **31.03.2018** 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:

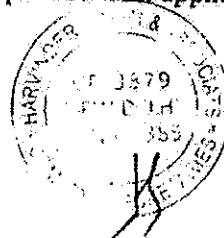
- (i) Secretarial Standards issued by the Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by Company with MCX Stock Exchange Limited.

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 2017-18. However, as per the written representation received, the Company has confirmed that they will appoint Whole Time Company Secretary and Chief Financial Officer at the earliest.*
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 the Company has assured that they will make necessary arrangement as per the provision of Regulation 7 (3) of SEBI Listing Regulations 2015 (LODR).*
3. *During the year under review the Company was unable to provide 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.



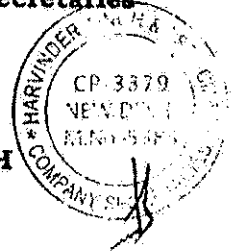
Further during the audit period, there were no instances of:

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: 29/05/2018**


**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@sfelindia.com

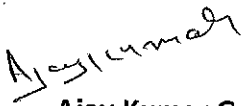
Website: www.sfelindia.com, CIN : L65921DL1989PLC035261

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: 29.05.2018


Ajay Kumar Garg
(Director)
DIN - 00382981

EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON 31.03.2018

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management 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.					

Sub-total (B)(1)									
2. Non Institutions									
a) Bodies Corp. (i) Indian (ii) Overseas	-	10000	10000	0.35	-	10000	10000	0.35	
b) Individuals (i) Individual shareholders holding nominal share capital upto Rs. 2 lakh	-	481620	481620	16.74	-	481620	481620	16.74	-1.08
(ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh	205100	606700	811800	28.22	174006	606700	780706	27.13	-1.08
c) Others (Specify)									
Sub-total(B)(2)	205100	1098320	1303420	45.31	174006	1098320	1272326	44.22	-1.08
Total Public Shareholding (B) = (B)(1) + (B)(2)									
C. Shares held by Custodian for GDRs & ADRs									
Grand Total (A+B+C)	1768387	1108326	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	175673	6.11	Nil	175673	6.11	Nil	
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	102739	3.57	Nil	2.15
8.	Varun Gupta	26929	0.94	Nil	106929	3.71	Nil	2.78
9.	Pooja Gupta	140020	4.87	Nil	140020	4.87	Nil	-
10.	Vinay Goel	110906	3.85	Nil	0	0	Nil	-3.85
11.	Ajay Kr. Garg	87933	3.06	Nil	87933	3.06	Nil	-

12.								
	Total	1573293	54.69	Nil	1604387	55.77	Nil	1.08

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.	Gaurav Gupta				
	At the beginning of the year	40739	1.42	40739	1.42
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease				
	1. Transfer of 62000 Equity shares from Mr. Vinay Goel on 28.03.2018.	62000	2.15	102739	3.57
	At the End of the year	102739	3.57	102739	3.57

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.	Varun Gupta				
	At the beginning of the year	26929	0.93	26929	0.93
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease				
	1. Transfer of 10000 Equity shares from Mr. Shromani on 30.06.2017.	10000	0.35	36929	1.28
	2. Transfer of 10000 Equity shares from Mr. Shromani on 31.08.2017.	10000	0.35	46929	1.63
	3. Transfer of 50000 Equity shares from Mr. Dayakishan on 08.12.2017.	50000	1.74	96929	3.37
	4. Transfer of 10000 Equity shares from	10000	0.35	106929	3.72

	Mr. Shromani on 12.12.2017.				
	At the End of the year	106929	3.72	106929	3.72

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.	Vinay Goel				
	At the beginning of the year	110906	3.85	110906	3.85
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease				
2.	Transfer of 62000 Equity shares to Mr. Gaurav Gupta and 48906 Equity shares to Mr. Dayakishan on 28.03.2018.	-110906	-3.85	-	-
	At the End of the year	Nil	Nil	Nil	Nil

(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	98800	3.43	98800	3.43
	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 of 50000 Equity shares to Mr. Varun Gupta on 08.12.2017.	-50000	-1.73	48800	1.70
	2. Transfer of 48906 Equity shares to Mr. Dayakishan on 28.03.2018.	48906	1.70	97706	3.40
	At the end of the year	97706	3.40	97706	3.40
2.	Mr. Shiromani				

	At the beginning of the year	106300	3.70	106300	3.70
	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 of 10000 Equity shares to Mr. Varun Gupta on 30.06.2017.	-10000	-0.35	96300	3.35
	2. Transfer of 10000 Equity shares to Mr. Varun Gupta on 31.08.2017.	-10000	-0.35	86300	3.00
	3. Transfer of 10000 Equity shares to Mr. Varun Gupta on 12.12.2017.	-10000	-0.35	76300	2.65
	At the end of the year	76300	2.65	76300	2.65
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	1082458	4704227	-	5786685
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	1082458	4704227	-	5786685
Change in Indebtedness during the financial year				
- Addition	-	956588	-	956588
- Reduction	919983	-	-	919983
Net Change	919983	956588	-	36605
Indebtedness at the end of the financial year				
i) Principal Amount	162475	5660815	-	5823290
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	162475	5660815	-	5823290

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.	Gross salary	Mr. Vinod Gupta			
	(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	15000			15000
	(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)	615000			615000
	CeilingaspertheAct	615000			615000

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)					NIL
	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				

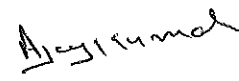
	17(3)Income-tax Act,1961				
2.	StockOption				
3.	SweatEquity				
4.	Commission - as%of profit - others,specify...				
5.	Others,please specify				
6.	Total			NIL	

VII. PENALTIES/PUNISHMENT/COMPOUNDINGOFFENCES:

Type	Section of the companies Act	Brief description	Details of Penalty/Punishment/Compounding fees imposed	Authority[RD/NCLT/Court]	Appeal made. If any(give details)
A. Company					
Penalty					
Punishment					
Compounding					
B. Directors					
Penalty					
Punishment					
Compounding					
C. Other Officers In Default					
Penalty					
Punishment					
Compounding					

For SUPRANEET FINANCE AND CONSULTANTS LIMITED


POOJA GUPTA
 DIRECTOR
 DIN NO- 00542253
 H-34, ASHOK VIHAR,
 PHASE-1, DELHI-110052


AJAY KUMAR GARG
 DIRECTOR
 DIN NO-00382981
 1009/67, DEVA RAM PARK,
 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, 2018, 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 (Account) 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.

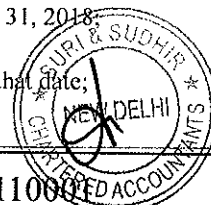
An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or 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:

- In the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2018;
- 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.

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, 2018, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2018, from being appointed as a director in terms of Section 164(2) of the Act.
 - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B".
 - g. With respect to Non-Banking Financial Companies Auditor's Report (Reserve Bank) Directions, 2016, a separate additional report is issued to the board of directors of the company and is further being submitted to the RBI; and
 - h. 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.

For Suri & Sudhir

Chartered Accountants

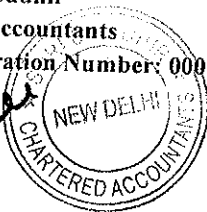
Firm Registration Number: 000601N



Anuj Arora

(Partner)

Membership Number: 504815



Place: Delhi

Date: 29th May 2018

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, 2018, 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), goods & services tax, cess and other statutory dues as applicable were in arrears as at 31st March'2018 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, goods & services tax, cess and other statutory dues as applicable 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.
- (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 vide registration no. B-14.02554 dated 01.02.2002. Further, with respect to compliances as per Non-Banking Financial Companies Auditor's Report (Reserve Bank) Directions, 2016, and with respect to NOF Requirement a separate additional report is issued to the board of directors of the company and is further being submitted to the RBI.

For Suri & Sudhir

Chartered Accountants

Firm Registration Number: 000601N



Anuj Arora
(Partner)

Membership Number: 504815

Place: Delhi

Date: 29th May 2018

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 2018 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.

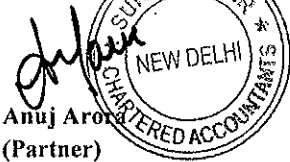
Opinion

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 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For Suri & Sudhir

Chartered Accountants

Firm Registration Number: 000601N



Anuj Arora
(Partner)

Membership Number: 504815

Place: Delhi

Date: 29th May 2018


Supranect Finance & Consultants Limited
Balance Sheet as at 31st March, 2018

Particulars	Note No	As at March 31, 2018	As at March 31, 2017
I. Equity and liabilities			
(1) Shareholder's Funds			
(a) Share capital	2	28,767,130	28,767,130
(b) Reserves and surplus	3	6,585,583	6,372,722
(2) Non-current liabilities			
(a) Long term borrowings	4	-	162,475
(3) Current liabilities			
(a) Short term borrowings	5	5,660,815	4,704,227
(b) Other current liabilities	6	291,251	1,060,050
(c) Short-term provisions	7	235,567	225,024
Total		41,540,346	41,291,628
II. Assets			
(1) Non-current assets			
(a) Fixed assets			
Tangible assets	9	2,113,142	2,793,194
(b) Non-current investments	10	600,000	600,000
(c) Deferred tax assets (net)	11	170,549	106,244
(2) Current assets			
(a) Cash and cash equivalents	12	41,088	67,827
(b) Loan portfolio	13	38,157,371	37,328,492
(c) Short Term Loans & Advances	14	458,195	394,100
(d) Other current assets	15	-	1,771
Total		41,540,346	41,291,628

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

For Suri & Sudhir
Chartered Accountants
Firm Registration Number: 000601N

Anuj Arora
Anuj Arora
(Partner)
Membership Number: 50485
Place: New Delhi
Date: 29.05.2018



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

Balraj Aggarwal
Balraj Aggarwal
(Director)
DIN: 00409563

Ajay Kumar Garg
Ajay Kumar Garg
(Director)
DIN: 00382981

Supraneet Finance & Consultants Limited
Cash flow statement for the year ended 31st March, 2018

Particulars	March 31, 2018	March 31, 2017
Net Profit as per Statement of profit & Loss	269,650	261,647
Add:		
Depreciation	680,052	668,712
Interest paid	507,790	522,259
	1,457,492	1,452,618
Decrease/(Increase) in other current asset	1,771	(1,771)
Decrease/(Increase) in Loan portfolio	(828,879)	(1,660,594)
Decrease/(Increase) in Short term loans & advances	(4,421)	(2,291)
Increase/(Decrease) in short term borrowings	956,588	1,044,978
Increase/(Decrease) in other current liabilities	(768,799)	102,220
Increase/(Decrease) in short term provisions	2,487	4,982
Direct taxes paid	(172,712)	164,205
Net cash from operating activities (A)	643,527	1,104,347
Cash flow from Investing activities		
Purchase of asset	-	(36,525)
Net Cash from investing Activities (B)	-	(36,525)
Cash flow from Financing activities		
Interest paid (Non NBFC operations)	(507,790)	(522,259)
Proceeds/(Repayment) of loans	(162,475)	(919,982)
Net Cash from financing Activities (C)	(670,266)	(1,442,242)
Net increase/decrease in cash and cash equivalents (A+B+C)	(26,738)	(374,420)
Cash and cash equivalents in the Beginning of the year	67,827	442,247
Closing Cash and cash equivalents in the Closing of the year	41,088	67,827
Components of cash and cash equivalents		
Cash in hand	14,936	63,733
With banks - in current account	26,152	4,094
Total cash and cash equivalents (note 14)	41,088	67,827

Significant Accounting Policies

As per our report of even date attached

For Suri & Sudhir

Chartered Accountants

Firm Registration Number: 000601N

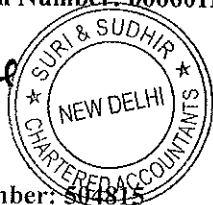
Anuj Arora

(Partner)

Membership Number: 504815

Place: New Delhi

Date: 29.05.2018



For and on behalf of the Board of

Supraneet Finance & Consultants Limited

Balraj

Balraj Aggarwal
(Director)

DIN: 00409563

Ajay Kumar

Ajay Kumar Garg
(Director)

DIN: 00382981

Supraneet Finance & Consultants Limited
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Significant Accounting Policies

As per our report of even date attached

For Suri & Sudhir

Chartered Accountants

Firm Registration Number: 000601N

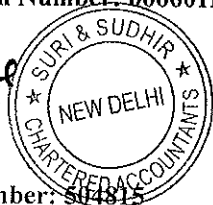
Anuj Arora

(Partner)

Membership Number: 504815

Place: New Delhi

Date: 29.05.2018



For and on behalf of the Board of

Supraneet Finance & Consultants Limited

Balraj

Balraj Aggarwal
(Director)

DIN: 00409563

Ajay Kumar Garg

Ajay Kumar Garg
(Director)

DIN: 00382981

Corporate Information

Supranet Finance & Consultants Limited (or 'the Company') is a public limited company domiciled in India and incorporated under the provision of the Companies Act 1956. The Company is carry on the business of Non Banking Financial institution under section 45-IA of the Reserve Bank of India Act, 1934 (RBI Act).

Note

1 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, 2018	March 31, 2017
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	175,673	6.11

3 Reserves & Surplus

	March 31, 2018	March 31, 2017
a) Share Forfeited		
Opening Balance	699,250	699,250
Closing Balance	699,250	699,250
b) Surplus		
Opening Balance	4,517,377	4,351,429
Add: Net Profit/(Net loss) for the current year	212,861	207,435
Less: Amount transferred to statutory reserve (Created u/s 45IC of RBI Act, 1934)	42,572	41,487
Closing Balance	4,687,665	4,517,377
c) Statutory Reserve (Created u/s 45IC of RBI Act, 1934)		
Opening balance	1,156,095	1,114,608
Add: Amount transferred during the year	42,572	41,487
Closing balance	1,198,667	1,156,095
Total	6,585,583	6,372,722

4 Long term borrowings

	March 31, 2018		March 31, 2017	
	Non-Current	Current	Non-Current	Current
Secured				
Vehicle Loan	-	162,475	162,475	919,983
		162,475	162,475	919,983

Note: Taken from HDFC Bank, secured against hypothecation of vehicle. 2 installments pending as on 31.03.2018.

5 Short term borrowings

	March 31, 2018	March 31, 2017
Unsecured - Repayable on Demand		
Loan from Related Parties -Body Corporate	3,446,728	3,377,221
Loan from Body Corporate	2,214,087	1,327,006
	5,660,815	4,704,227

6 Other current liabilities

	March 31, 2018	March 31, 2017
Current maturities on long term loan (Note - 4)	162,475	919,983
Statutory Dues Payable	55,565	45,476
Expenses payable	73,211	94,592
	291,251	1,060,050

7 Short term provisions

	March 31, 2018	March 31, 2017
Provision for income tax	121,094	113,038
Provision for standard asset	114,473	111,986
Total	235,567	225,024

8 Contingent liabilities

	March 31, 2018	March 31, 2017
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	Nil



Supraneet Finance & Consultants Limited
 Schedule of Fixed Assets as per Companies Act for the FY 2017-18

Note: 9

Particulars	GROSS BLOCK				DEPRECIATION				NET BLOCK	
	WDV as on 01-04-2017	Additions During The Year	Sales During The Year	Total as on 31-03-2018	Depreciation as on 01-04-2017	Depreciation During The Year	Deductions During the year	Total Depreciation as on 31-03-2018	WDV as on 31-03-2018	WDV as on 31-03-2017
Furniture & Fixture	37,900	-	-	37,900	37,899	-	-	37,899	1	1
Car	5,260,914	-	-	5,260,914	2,503,413	667,877	-	3,171,290	2,089,624	2,737,501
Computer	99,025	-	-	99,025	63,334	12,175	-	75,509	23,516	35,691
UPS	4,400	-	-	4,400	4,399	-	-	4,399	1	1
Total	5,402,239	-	-	5,402,239	2,609,045	680,052	-	3,289,097	2,113,142	2,793,194
Previous Year	5,365,714	36,525	-	5,402,239	1,940,333	668,712	-	2,609,045	2,793,194	3,425,381



10 Non current investments	March 31, 2018	March 31, 2017
Investment in fully paid equity Shares - Unquoted Non trade Amit Re-Rolling Private Limited 60,000 (PY 60,000) equity shares of Rs.10/- each	600,000	600,000
Total	600,000	600,000
11 Deferred tax asset/(liabilities) (AS - 22)	March 31, 2018	March 31, 2017
Deferred tax liability		
On account of fixed assets	141,072	106,244
On account of provision for standard asstes	29,477	-
Deferred tax asset/(liabilities) closing	170,549	106,244
Deferred Tax Asset at the beginning of the year	106,244	75,089
Deferred tax charged to statement of profit & loss	64,305	31,155
12 Cash & cash equivalents	March 31, 2018	March 31, 2017
Balance with Banks	26,152	4,094
Cash on hand	14,936	63,733
Total	41,088	67,827
13 Loan Portfolio	March 31, 2018	March 31, 2017
Repayable on Demand - Unsecured		
Loans to related parties - Body Corporate	38,157,371	37,328,492
Total (B)	38,157,371	37,328,492
14 Short Term Loans & Advances		
Income tax refund	20,045	62,512
Tax deducted at sources	419,985	317,844
Prepaid expenses	18,165	13,744
	458,195	394,100
15 Other current assets	March 31, 2018	March 31, 2017
Other Recoverables	-	1,771
	-	1,771



16 Revenue from operations	March 31, 2018	March 31, 2017
Interest received	3,248,864	3,178,438
	<u>3,248,864</u>	<u>3,178,438</u>
17 Other income	March 31, 2018	March 31, 2017
Interest on income tax refund	13,597	27,652
	<u>13,597</u>	<u>27,652</u>
18 Employee benefit expense	March 31, 2018	March 31, 2017
Salaries & benefits	795,000	855,000
	<u>795,000</u>	<u>855,000</u>
19 Finance costs	March 31, 2018	March 31, 2017
Interest on car loan	67,137	154,706
Interest to others	440,653	367,553
	<u>507,790</u>	<u>522,259</u>
20 Other expenses	March 31, 2018	March 31, 2017
Publication expenses	29,174	24,584
Auditor's remuneration		
- As Audit Fees	47,200	39,675
Vehicle running & maintenance	141,040	129,401
Communication & network Charges	110,419	63,826
Bank charges	884	559
Filing fees	13,733	3,071
Insurance expenses	127,957	104,445
Legal & professional expenses	59,500	60,250
Listing & depository expenses	40,250	28,625
Provision against standard asset	2,487	4,982
Postage & telegram	31,989	39,967
Printing & stationery	18,700	19,120
General Expenses	1,402	2,408
Rent, electricity & water expenses	351,750	345,000
Interest on TDS	984	450
Demat expenses	20,700	20,610
Connectivity & maintenance charges	11,800	11,500
Total	<u>1,009,969</u>	<u>898,472</u>
20 Provision for outstanding loan portfolio	March 31, 2018	March 31, 2017
Standard Portfolio	38,157,371	37,328,492
Opening provision	111,986	107,004
Addition/reversal (net)	2,487	4,982
Closing provision	114,473	111,986



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 Parvati Private Limited (Common Director)
- 3) M/s Kraze Exports Limited (Common Director)
- 4) M/s GG Projects Private Limited (Common Director)
- 5) M/s Gopal Udyog Limited (Common Director)
- 5) 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	22,370,875	5,000,000	1,350,000	2,068,089	28,088,964
		(22,116,529)	(500,000)	(2,000,000)	(1,754,346)	(22,370,875)
2	M/s Parvati Private Limited	14,957,617	-	5,650,000	760,790	10,068,407
		(13,551,369)	(300,000)	-	(1,106,248)	(14,957,617)
	** (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					
3	M/s Kraze Exports Limited	1,147,568	-	95,000	87,146	1,139,714
		(1,096,498)	-	(35,000)	(86,070)	(1,147,568)
4	M/s G G Projects Private Limited	1,687,525	-	75,000	130,428	1,742,953
		(1,661,214)	-	(100,000)	(126,311)	(1,687,525)
5	M/s Gopal Udyog Limited	542,128	-	20,000	41,933	564,061
		(541,700)	-	(41,700)	(42,128)	(542,128)
	** (Amount in bracket represent previous year figures)					
	Name of the related party	Relationship	Nature of Transaction	March 31, 2018	March 31, 2017	
6	Mr. Vinod Gupta	KMP	Salary	600,000	600,000	
			Medical Reimbursement	15,000	15,000	
7	Gopal Industries	Enterprise over which relative of KMP exercises significant influence	Rent	351,750	172,500	



22 Details of earning per share (AS - 20)	March 31, 2018	March 31, 2017
Net Profit after tax as per statement of profit & loss	212,861	71,869
Weighted average no. of shares	2,876,713	2,876,713
Earning per share	0.07	0.02

23 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.

24 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.

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

As per our report alongwith annexures of even date attached

For Suri & Sudhir

Chartered Accountants

Firm Registration Number: 000601N

Anuj Arora

Anuj Arora

Partner)

Membership Number: 504815

Place: New Delhi

Date: 29.05.2018



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

Balraj

Balraj Aggarwal

(Director)

DIN: 00409563

Ajay Kumar Ga

Ajay Kumar Ga

(Director)

DIN: 00382981

Supraneet Finance and Consultants Limited

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

Ph. : 011-42952500, Fax.: 011-27377373,

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

Website: www.sfcindia.com, CIN : L65921DL1989PLC035261

Form No. MGT-11

Proxy Form

[Pursuant to Section 105(6) of the Companies Act, 2013 (the Act) and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of member(s):

Registered Address:

E-mail ID:

Folio No./DP ID & Client ID :

I/We, being the member(s), holding shares of the above named company, hereby appoint:

1. Name : Address:

E-mail id: Signature:

2. Name : Address:

E-mail id: Signature:

3. Name : Address:

E-mail id: Signature:

as my/our proxy to attend and vote for me/us and on my/our behalf at the 29th Annual General Meeting of the Company, to be held on Saturday, the 29th September, 2018, at 4.30 p.m. at the Registered Office of the Company - C-55/2, Wazirpur Industrial Area, Delhi - 110052 and at any adjournment thereof in respect of such resolutions as are indicated below:

S.NO	Subject matter of the Resolution	FOR	AGAINST
ORDINARY BUSINESS:			
1	Adoption of the Audited Financial Statements of the Company for the financial year ended 31st March, 2018 ORDINARY RESOLUTION		

Supraneet Finance and Consultants Limited

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

Ph. : 011-42952500, Fax.: 011-27377373,

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

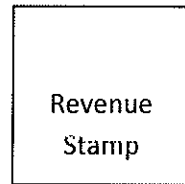
Website: www.sfcindia.com, CIN : L65921DL1989PLC035261

2	Re- appointment of Ms. Pooja Gupta (DIN-00542253) who retires by rotation and being eligible to offers herself for reappointment ORDINARY RESOLUTION		
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Signed this..... Day of 2018

.....
Signature of the shareholder(s)

.....
Signature of proxy holder(s)



Notes:

1. A member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself and such proxy need not be a member of the Company.
2. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
3. Please ensure that the Proxy Form is filled in completely and signed by the shareholder(s) as well as the proxy holder(s) before depositing with the Company, as aforesaid. Please affix a Re. 1/- revenue stamp and cancel the same either by striking a cross (X) across the stamp or by signing across the stamp.
4. The Proxy Form submitted on behalf of limited companies, societies etc., must be supported by appropriate resolutions or authorizations, as applicable.
5. Pursuant to Section 105 of the Act read with Rule 19 of the Companies (Management and Administration) Rules, 2014, a person can act as a proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten (10) percent of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a member holding more than ten (10) percent of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other member.
6. You may exercise your option by putting a 'X' in the appropriate column against the resolutions indicated in the box. If you leave both the columns blank against any or all of the resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.

