

# NDA SHARE BROKERS LIMITED

(CIN: U74899DL1993PLC055471)

Regd. Office: 1002A, ARUNACHAL, 19, BARAKHAMBA ROAD NEW DELHI- 110001

Tel: 011-46204000, Fax: 011- 46204050, email: [info@ndaindia.com](mailto:info@ndaindia.com), website: [www.ndaindia.com](http://www.ndaindia.com)

## NOTICE

**NOTICE IS HEREBY GIVEN THAT THE 23<sup>rd</sup> ANNUAL GENERAL MEETING OF THE MEMBERS OF NDA SHARE BROKERS LIMITED WILL BE HELD ON SEPTEMBER 14, 2016 ON WEDNESDAY AT 10:00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY AT 1002A, ARUNACHAL, 19, BARAKHAMBA ROAD, NEW DELHI - 110001 TO TRANSACT THE FOLLOWING BUSINESS:**

### **ORDINARY BUSINESS**

1. To receive, consider and adopt the Audited Balance Sheet as on 31<sup>st</sup> March, 2016 and the Profit and Loss Account for the year ended on that date, the Auditors' Report thereon and the Reports of the Board of Directors.
2. To appoint a Director in place of Sh. Lalit Gupta (DIN: 00021031), who retires by rotation and being eligible offers himself for re-appointment.
3. To consider and, if thought fit, to pass with or without modification the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013, read with rules made there under, (including any statutory modification(s) or re- enactment thereof), the appointment of M/s Gupta Rustagi & Aggarwal, Chartered Accountants, (Registration No. 008084N) which has been approved at the Annual General Meeting held on September 8th, 2014 from the conclusion of the 21st Annual General Meeting till the conclusion of 26th Annual General Meeting, be and is hereby ratified for the financial year 2016-17 and the Board of Directors be and is hereby authorised to fix their remuneration including out of pocket expenses incurred by them in connection with statutory audit and/ or continuous audit under the Companies Act, 2013."

**By Order of the Board  
For NDA SHARE BROKERS LIMITED**



**(SANJAY AGARWAL)  
DIRECTOR  
DIN: 00010639  
Address: E-157,  
Kalkaji, New Delhi -  
110019**

**Date : 12.08.2016  
Place : New Delhi**

### **NOTES:**

1. A Member entitled to attend and vote at the meeting is entitled to appoint a Proxy/ Proxies to attend and vote instead of Himself/ Herself. Such a Proxy/ Proxies need not be a member of the Company. The Proxy form should be deposited at the registered office of the Company not less than 48 Hours before the time for holding the meeting. A person can act as proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company. Proxies submitted on behalf of Corporate Members must be supported by an appropriate Resolution/ Authority, as applicable.

2. The physical copies of the relevant documents mentioned in accompanying notice will be available at the Company's Registered Office in New Delhi for inspection during normal business hours on all working days, except Saturdays, during the Business hours up to the date of the Meeting.

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For NDA Shares Brokers Ltd.



Director

# NDA SHARE BROKERS LIMITED

(CIN: U74899DL1993PLC055471)

Regd. Office: 1002A, ARUNACHAL, 19, BARAKHAMBA ROAD NEW DELHI- 110001

Tel: 011-46204000, Fax: 011- 46204050, email: info@ndaIndia.com, website: www.ndaIndia.com

## DIRECTORS' REPORT

To the Members

Your Directors have pleasure in presenting the 23rd Annual Report along with the Audited Accounts for the year ended 31st March, 2016.

### 1. FINANCIAL STATEMENT

The Company's financial performance for the year under review alongwith previous year figures are given hereunder:

Particulars	Amount (in Rupees)	
	31.03.2016	31.03.2015
Revenue from Operations	8, 86,779	72,954
Other Income	78,168	2, 54,689
Total Income	9, 64,947	3, 27,643
Total Expenditure (inclusive of interest & Depreciation)	9, 28,736	9, 88,765
Profit (loss) before Tax	36,211	(6, 61,122)
Provision for Tax	-	-
Deferred Tax (Asset)	5,510	-
Net Profit (loss)	30,701	(6, 61,122)
Paid up Equity Capital	3, 34, 31,050	3, 34, 31,050
Reserves	(2, 74, 47,339)	(2, 74, 78,036)

### 2. DIVIDEND

Due to loss in the Current Year, your Directors have not recommended dividend during the year.

### 3. AMOUNT TRANSFERRED TO RESERVES

The Company has not transferred any amount to reserves due to suffering loss in the current year.

### 4. DIRECTORS RESPONSIBILITY STATEMENT:

Pursuant to Section 134(5) of the Companies Act, 2013, Directors of your Company hereby state and confirm that:

a) In the preparation of the annual accounts for the year ended 31st March, 2016, the applicable accounting standards have been followed along with proper explanation relating to material departures;

b) They have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year ended 31st March, 2016 and of the profit/loss of the company for the same period;

c) They have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;

For NDA Shares Brokers Ltd.

  
Director

3

For NDA Shares Brokers Ltd.

  
Director

- d) They have prepared the annual accounts on a going concern basis;
- e) They have laid down internal financial controls in the company that are adequate and were operating effectively.
- f) They have devised proper systems to ensure compliance with the provisions of all applicable laws and these are adequate and are operating effectively.

#### **5. AUDITOR**

M/s. Gupta Rustagi & Aggarwal, Chartered Accountants (Firm Registration No. 008084N), were appointed as Statutory Auditors on 21st Annual General Meeting till the conclusion of 26th Annual General Meeting to be held in the year 2019. Their continuance of appointment and payment of remuneration are to be confirmed and ratified in the ensuing Annual General Meeting. The Company has received a certificate from the above Auditors to the effect that if they are reappointed, it would be in accordance with the provisions of Section 141 of the Companies Act, 2013.

#### **6. SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES AND THEIR PERFORMANCE**

There is no Subsidiary company or Joint Venture or Associate Company.

#### **7. EXTRACT OF ANNUAL RETURN**

In compliance with the provisions of Section 92 (3), Section 134 (3) (a) and Rule 11 of The Companies (Management and Administration) Rules, 2014, the extract of the Annual Return have been annexed with this Board's Report in Form- MGT-9 as Annexure-A.

#### **8. NUMBER OF BOARD MEETINGS**

There were six meetings of the Board of Directors held on 20.04.2015, 28.05.2015, 12.08.2015, 22.09.2015, 09.11.2015 and 11.02.2016 during the financial year 2015-16.

#### **9. FIXED DEPOSITS**

Your Company has not accepted any deposits within the meaning of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

#### **10. CHANGE IN SHARE CAPITAL**

There is no change in share capital of the Company during the financial year 2015-16.

#### **11. CHANGE IN THE NATURE OF BUSINESS**

There is no change in nature of business of the Company during the financial year 2015-16.

#### **12. DIRECTORS**

Mr. Lalit Gupta (DIN: 00021031), Director, of the Company, retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment.

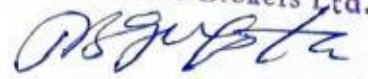
#### **13. STATEMENT CONCERNING DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY OF THE COMPANY**

The Company does not have any Risk Management Policy as the elements of risk threatening the Company's existence are very minimal.

For NDA Shares Brokers Ltd.

  
Director

For NDA Shares Brokers Ltd.

  
Director

**14. COMPANY'S POLICY RELATING TO DIRECTORS APPOINTMENT, PAYMENT OF REMUNERATION AND DISCHARGE OF THEIR DUTIES**

The provisions of Section 178(1) relating to constitution of Nomination and Remuneration Committee are not applicable to the Company and hence the Company has not devised any policy relating to appointment of Directors, payment of Managerial remuneration, Directors qualifications, positive attributes, independence of Directors and other related matters as provided under Section 178(3) of the Companies Act, 2013.

**15. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS**

There were no loans, guarantees or investments made by the Company under Section 186 of the Companies Act, 2013 during the year under review and hence the said provision is not applicable.

**16. PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTY**

There was no contract or arrangements made with related parties as defined under Section 188 of the Companies Act, 2013 during the year under review.

**17. CORPORATE SOCIAL RESPONSIBILITY**

The Provisions of Section 135 of the Companies Act, 2013 are not applicable to the Company.

**18. HOLDING COMPANY**

NDA Securities Limited holds 21, 83,515 shares of the Company out of the total of 33, 41,305 shares, making it the "Holding Company" of the Company.

**19. CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS AND OUT GO**

During the period under review there was no energy conservation, technology absorption and foreign exchange earnings and outgo.

**20. AUDIT COMMITTEE**

As the Company is unlisted company, hence the provisions of Section 177 of the Companies Act, 2013, and Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements), 2015 are not applicable.

**21. MATERIAL AND SIGNIFICANT ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS**

There have been no significant and material orders passed by any regulators or courts or tribunals, impacting going concern status of the Company and its future operations.

**22. DECLARATION OF INDEPENDENT DIRECTORS**

The provisions of Section 149 for appointment of Independent Directors do not apply to the company.

For NDA Shares Brokers Ltd.  
  
Director

For NDA Shares Brokers Ltd.  
  
Director

### 23. ACKNOWLEDGEMENTS

Your Directors place on record their sincere thanks to bankers, business associates, consultants, and various Government Authorities for their continued support extended to your Companies activities during the year under review. Your Directors also acknowledges gratefully the shareholders for their support and confidence reposed on your Company.

**For and on behalf of the Board  
For NDA SHARE BROKERS LIMITED**

**Date: 12.08.2016  
Place: New Delhi**



**(SANJAY AGARWAL)  
DIRECTOR**

DIN:00010639

157, Block - E, Kalkaji,  
New Delhi-110019



**(UMA SHANKER GUPTA)  
DIRECTOR**

DIN:00008823

A-14, Sangam Apartment,  
Sector - 9,  
Rohini, Delhi-110085

**ANNEXURE-A**  
**FORM No. - MGT-9**  
**Extract of Annual Return**  
**As on the financial year ended on March 31, 2016**

[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:**

Particulars	Details
<b>CIN</b>	U74899DL1993PLC055471
<b>Registration Date</b>	01/10/1993
<b>Name of the Company</b>	N D A SHARE BROKERS LIMITED
<b>Category/ Sub- Category of the Company</b>	Company limited by shares/ Indian Non-Government Company
<b>Address of the Registered Office and Contact Details</b>	1002A, Arunachal, 19 Barakhamba Road, New Delhi- 110001 Tel No.- 011-46204000 email:info@ndaIndia.com
<b>Whether listed Company Yes/ No</b>	No
<b>Name, Address and Contact details of Registrar and Transfer Agent, if any</b>	-----NA-----

**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)**

SN	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Brokerage	6612	100%

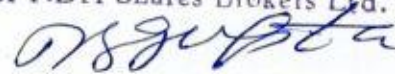
**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES**

S. NO	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY / ASSOCIATE COMPANIES	% of shares held	Applicable Section
1.	NDA Securities Limited 1002A, Arunachal, 19 Barakhamba Road, New Delhi- 110001	L74899DL1992PLC050366	HOLDING	65.31%	2(46)

For NDA Shares Brokers Ltd.

  
Director

For NDA Shares Brokers Ltd.

  
Director

**IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)**

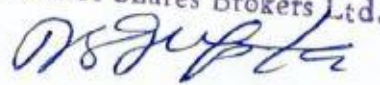
**a) Category-wise Share Holding**

Category of Shareholders	No. of Shares held at the beginning of the year[As on 01-04-2015]				No. of Shares held at the end of the year[As on 31-March-2016]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. Promoters</b>									
<b>(1) Indian</b>									
a) Individual/ HUF	-	709525	709525	21.22	-	709525	709525	21.22	0.00
b) Central Govt	-	-	-	-	-	-	-	-	-
c) State Govt(s)	-	-	-	-	-	-	-	-	-
d) Bodies Corp.	-	2183515	2183515	65.31	-	2183515	2183515	65.31	0.00
e) Banks / FI	-	-	-	-	-	-	-	-	-
f) Any other	-	-	-	-	-	-	-	-	-
Sub- total (A) (1):-	-	-	-	-	-	-	-	-	-
<b>(2) Foreign</b>									
a) NRIs- Individuals	-	-	-	-	-	-	-	-	-
b) Other- Individuals	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks/ FI	-	-	-	-	-	-	-	-	-
e) Any other...	-	-	-	-	-	-	-	-	-
Sub-total (A)(2):-	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoter (A)= (A) (1)+ (A) (2)	-	<b>2893040</b>	<b>2893040</b>	<b>86.54</b>	-	<b>2893040</b>	<b>2893040</b>	<b>86.54</b>	<b>0.00</b>
<b>B. Public Shareholding</b>									
<b>1. Institutions</b>									
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks/ FI	-	-	-	-	-	-	-	-	-

For NDA Shares Brokers Ltd.

  
Director

For NDA Shares Brokers Ltd.


  
Director

c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt (s)	-	-	-	-	-	-	-	-	-
e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-
Sub- total (B) (1):-	-	-	-	-	-	-	-	-	-
2. Non-Institutions									
a) Bodies Corporate	-	-	-	-	-	-	-	-	-
i) Indian	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-
b) Individuals	-	-	-	-	-	-	-	-	-
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	-	65	65	0.00	-	65	65	0.00	0.00
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	-	450000	450000	13.46	-	450000	450000	13.46	13.46
c) Others (specify)	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	-	450065	450065	13.46	-	450065	450065	13.46	13.46
Total Public Shareholding (B)=(B)(1)+(B)(2)	-	450065	450065	13.46	-	450065	450065	13.46	13.46
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
<b>Grand Total (A+B+C)</b>	-	<b>3343105</b>	<b>3343105</b>	<b>100.00</b>		<b>3343105</b>	<b>3343105</b>	<b>100.00</b>	-

For NDA Shares Brokers Ltd.

  
Director

For NDA Shares Brokers Ltd.

  
Director

b) Shareholding of Promoter-

S N	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1.	Narsingh Dass Agarwal	309510	9.26	-	309510	9.26	-	-
2.	Sanjay Agarwal	400015	11.97	-	400015	11.97	-	-
3.	NDA Securities Limited	2183515	65.31	-	2183515	65.31	-	-
	<b>Total</b>	<b>2893040</b>	<b>86.54</b>	<b>-</b>	<b>2893040</b>	<b>86.54</b>	<b>-</b>	<b>-</b>

c) Change in Promoters' Shareholding (please specify, if there is no change)

S.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
	At the beginning of the year				
	1. Narsingh Dass Agarwal	309510	9.26	309510	9.26
	2. Sanjay Agarwal	400015	11.97	400015	11.97
	3. NDA Securities Limited	2183515	65.31	2183515	65.31
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	No change during the year in the Promoter's Shareholding during the year			
	<b>At the end of the year</b>	<b>2893040</b>	<b>86.54</b>	<b>2893040</b>	<b>86.54</b>

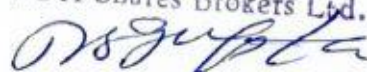
d) Shareholding Pattern of top ten Shareholders :( Other than Directors, Promoters and Holders of GDRs and ADRs):

S.N o	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

For NDA Shares Brokers Ltd.

  
Director

For NDA Shares Brokers Ltd.

  
Director

At the beginning of the year					
1. Mrs. Saroj Agarwal	15	0	15	0	
2. Mrs. Reena Gupta	10	0	10	0	
3. Mrs. Neena Dewan	10	0	10	0	
4. Mr. Bhim Sain	15	0	15	0	
5. Mr. Pawan Gupta	15	0	15	0	
6. BDA Fincap Private Limited	4,50,000	13.46	4,50,000	13.46	
Date wise Increase / Decrease in Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	No change during the year				
At the end of the year (or on the date of separation, if separated during the year)	4,50,065	13.46	4,50,065	13.46	

**e) Shareholding of Directors and Key Managerial Personnel:**

SN	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year				
	1. Sanjay Agarwal	4,00,015	11.97	4,00,015	11.97
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	No change during the year			
	At the end of the year	4,00,015	11.97	4,00,015	11.97

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

S.No.	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year	-	1,10,00,000	-	1,10,00,000
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	1,10,00,000	-	1,10,00,000

For NDA Shares Brokers Ltd.

  
Director

For NDA Shares Brokers Ltd.

  
Director

<b>Total (i+ii+iii)</b>				
<b>Change in Indebtedness during the financial year</b>	-	-	-	-
<b>* Addition</b>	-	-	-	-
<b>* Reduction</b>	-	-	-	-
<b>Net Change</b>				
<b>Indebtedness at the end of the financial year</b>	-	<b>1,10,00,000</b>	-	<b>1,10,00,000</b>
<b>i) Principal Amount</b>	-	-	-	-
<b>ii) Interest due but not paid</b>	-	-	-	-
<b>iii) Interest accrued but not due</b>	-	<b>1,10,00,000</b>	-	<b>1,10,00,000</b>
<b>Total (i+ii+iii)</b>	-	<b>1,10,00,000</b>	-	<b>1,10,00,00</b>

#### VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
<b>1</b>	<b>Gross salary</b>					
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-----	-----	-----	-----	-----
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-----	-----	-----	-----	-----
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-----	-----	-----	-----	-----
<b>2</b>	<b>Stock Option</b>	-----	-----	-----	-----	-----
<b>3</b>	<b>Sweat Equity</b>	-----	-----	-----	-----	-----
<b>4</b>	<b>Commission</b> - as % of profit - others, specify...	-----	-----	-----	-----	-----
<b>5</b>	<b>Others, please specify</b>	-----	-----	-----	-----	-----
	<b>Total (A)</b>	-----	-----	-----	-----	-----
	<b>Ceiling as per the Act</b>	-----	-----	-----	-----	-----

For NDA Shares Brokers Ltd.

  
Director

For NDA Shares Brokers Ltd.

  
Director

**B. Remuneration to other directors**

Particulars of Remuneration	Name of Directors			
<b>1. Independent Directors</b>	---	---	---	
Fee for attending Board/ committee meetings	-	-	-	-
Commission	-	-	-	-
Others, please specify	-	-	-	-
Total	-	-	-	-
<b>2. Other Non- Executive Directors</b>				
Fee for attending Board/ committee meetings	-	-	-	-
Commission	-	-	-	-
Others, please specify	-	-	-	-
Total	-	-	-	-
Overall ceiling as per section 197(5) of the Companies Act, 2013 & Rule 4 of Companies (Appointment & Remuneration) Rules, 2014	Sitting fees upto Rs. 1, 00,000 per meeting.			

**C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN**

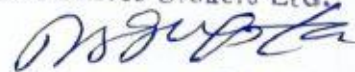
SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
<b>1</b>	<b>Gross salary</b>	-	-	-	-
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-	-	-	-
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-			
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-	-	-	-
<b>2</b>	<b>Stock Option</b>	-	-	-	-
<b>3</b>	<b>Sweat Equity</b>	-	-	-	-
<b>4</b>	<b>Commission</b>	-	-	-	-
	- as % of profit	-	-	-	-
	Others, specify...	-	-	-	-
<b>5</b>	<b>Others, please specify</b>	-	-	-	-
	<b>Total</b>	-	-	-	-

For NDA Shares Brokers Ltd.

  
 Director

13

For NDA Shares Brokers Ltd.

  
 Director

**VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES:**

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty	NONE				
Punishment					
Compounding					
B. DIRECTORS					
Penalty	NONE				
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty	NONE				
Punishment					
Compounding					

For and on behalf of the Board  
For NDA SHARE BROKERS LIMITED

Date: 12.08.2016  
Place: New Delhi



(SANJAY AGARWAL)  
DIRECTOR

DIN:00010639  
157, Block - E, Kalkaji,  
New Delhi-110019



(UMA SHANKER GUPTA)  
DIRECTOR

DIN:00008823  
A-14, Sangam Apartment,  
Sector - 9,  
Rohini, Delhi-110085



# GUPTA RUSTAGI & AGGARWAL

CHARTERED ACCOUNTANTS

1st Floor, 60, Krishna Market, Kalkaji, New Delhi-110 019  
Phone : (O) 26235837, 40508925, 9810129591  
E-mail : scg7@rediffmail.com, gra\_ca2007@yahoo.co.in

## INDEPENDENT AUDITORS' REPORT

Dated.....

Ref. No. ....

To the Members of

**NDA SHARE BROKERS LIMITED.**

**Report on the Financial Statements**

We have audited the accompanying standalone financial statements of NDA Share Brokers Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2016, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

### Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies act, 2013 ("the Act") with respect to the preparation of these standalone 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 Standard specified under Section 133 of the Act, read with the provision of the Companies (Accounts) Rules, 2014. This responsibility 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 judgments 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 presentations of the financial statements that give a true and fair view and free from material misstatement, whether due to fraud or error.

### Auditor's Responsibility

Our responsibility is to express an opinion on these Standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material 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 in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statements.

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

### **Opinion**

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2016 and its Profit and its Cash Flow for the year ended on that date.

### **Emphasis of the Matter**

### **Nil**

### **Report on Other Legal and Regulatory Requirement's**

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 paragraph 3 and 4 of the Order, to the extent applicable.
2. As required by section 143(3) of the Act, we report that:-
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the 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, 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 specified under Section 133 of the Companies Act, 2013, 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, 2016, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2016, from being appointed as a director in terms of section 164(2) of the Companies Act, 2013.

f) with respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such control, refer to our separate report in Annexure "B" and our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

g) With respect to the other matters included in the Auditor's Report in accordance with Rule 11 of Companies (Audit and Auditors) Rules, 2014 in our opinion and to the best of our information and according to explanations given to us:

i. The Company does not have any pending litigations which would impact its financial position.

ii. The company did not have any long term contracts including derivative contracts for which there were any material foreseeable losses.

iii. There no amounts which required to be transferred, to the Investor Education and Protection Fund by the company



**PLACE : New Delhi**  
**DATED: 27/05/2016**

**FOR GUPTA RUSTAGI & AGARWAL**  
**CHARTERED ACCOUNTANTS**  
**Firm No. 008084N**

**CA S.C. GUPTA**  
**Partner**  
**Membership No. 086839**

### **Annexure- A to the Independent Auditors' Report**

Referred to in paragraph 1 under 'Report on other Legal and Regulatory Requirements' section of our report of even date. We report that:

1.(a) The company has maintained proper records showing full particulars including quantitative details and situation of its fixed assets. However the company does not have any fixed assets during the year.

(b) As explained to us, fixed assets have been physically verified by the management at reasonable intervals; no material discrepancies were noticed on such verification.

(c) based on our audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to information and explanations given by the management, the title deeds of immovable properties included in investment are held in the name of the company

2. As explained to us, inventories have been physically verified during the year by the management at reasonable intervals and no material discrepancy was noticed on physical verification of stocks by the management as compared to book records.

3. According to information and explanations given to us, the company has not granted any loan, secured or unsecured to companies, firm, Limited liability Partnership or other parties covered in the register maintained under section 189 of the Act. Accordingly the provision of Clause 3(iii) of the order are not applicable to the company.

4. The company has not given any loans to directors or to any other persons in whom the director is interested. The company has complied with the provision of Section 185 and 186 of the Act, with respect to the loans and investment made.

5. The Company has not accepted deposits. Hence the provisions of Section 73 to 76 or any other relevant provisions of the Act and the rules framed there under are not applicable to the Company.

6. The Company is not required to maintain cost records as specified by the Central Government under sub section (1) of section 148 of the Act. Therefore, the provisions of para 3(vi) of the Order is not applicable to the Company.

7. According to the information and explanations given to us , in respect of statutory dues:

(a) The company has generally been regular in depositing undisputed statutory dues , including Provident Fund, Provident Fund, Employees' State Insurance, Income-tax, Service Tax, Stamp Duty or any other statutory dues, applicable to it to the appropriate authorities.

(b) There were no undisputed dues outstanding in respect of Provident Fund, Provident Fund, Employees' State Insurance, Income-tax, Service Tax, Stamp Duty or any other statutory dues in arrear as at March 31, 2016 for a period of more than six months from the date they became payable.



8.The Company has not obtained a term loans and unsecured loans during the year and according to the information and explanations given to us and based on the records of the company the company has not defaulted in the repayment of loans or borrowings to financial institutions, bank.

9.The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year, therefore, the provisions of para 3(ix) of the Order is not applicable to the Company.

10.According to the information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the year.

11.According to the information and explanations given to us, no managerial remuneration has been paid or provided.

12.In our opinion and according to the information and explanations given to us, the Company is not a nidhi company, therefore, the provisions of para 3(xii) of the Order is not applicable to the Company.

13.According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with 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 standards.

14.According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.

15.According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him, therefore, the provisions of para 3(xv) of the Order is not applicable to the Company.

16.The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.



**PLACE: New Delhi**  
**DATED:27/05/2016**

**FOR GUPTA RUSTAGI & AGARWAL**  
**CHARTERED ACCOUNTANTS**  
**Firm No. 08084N**

**S.C.GUPTA**  
**PARTNER**  
**Membership No. 086839**

## **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 NDA Commodity Brokers Private Limited ("the Company") as of 31<sup>st</sup> March, 2016 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 31<sup>st</sup> March, 2016, 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.



**PLACE: New Delhi**  
**DATED: 27/05/2016**

**FOR GUPTA RUSTAGI & AGARWAL**  
**CHARTERED ACCOUNTANTS**  
**Firm No. 08084N**

A handwritten signature in blue ink, appearing to read "S.C. Gupta", written over a horizontal line.

**S.C. GUPTA**  
**PARTNER**  
**Membership No. 086839**

**NDA SHARE BROKERS LTD.**  
**1002-A, Arunachal Building, 19, Barakhamba Road, New Delhi-110001**  
**STATEMENT OF PROFIT & LOSS ACCOUNT**  
**FOR THE YEAR ENDED ON MARCH 31, 2016**

(Amount in Rs.)

Particulars	Note No.	For the year ended on March 31, 2016	For the year ended on March 31, 2015
<b>Incomes</b>			
Revenue from operations	3.5.1	8,86,779	2,54,841
Other income	3.5.2	78,168	72,802
<b>Total Revenue</b>		<b>9,64,947</b>	<b>3,27,643</b>
<b>Expenses</b>			
Cost of materials consumed		-	-
Purchases of Stock-in-Trade		-	50,400
Changes in inventories of finished goods work-in-progress and Stock-in-Trade		-	-
Employee benefits expense		-	-
Finance costs		7,80,585	7,80,000
Depreciation and amortization expense		-	-
Other expenses	3.6.1	1,48,151	1,58,365
<b>Total Expenses</b>		<b>9,28,736</b>	<b>9,88,765</b>
<b>Profit before exceptional and extraordinary items and tax</b>		<b>36,211</b>	<b>(6,61,122)</b>
Exceptional items		-	-
<b>Profit before extraordinary items and tax</b>		<b>36,211</b>	<b>(6,61,122)</b>
Extraordinary Items		-	-
<b>Profit before tax</b>		<b>36,211</b>	<b>(6,61,122)</b>
Tax expense:			
Current tax		5,510	-
Income tax Earlier year		-	-
Deferred tax		-	-
<b>Profit (Loss) for the period from continuing operations</b>		<b>30,701</b>	<b>(6,61,122)</b>
Profit/(loss) from discontinuing operations		-	-
Tax expense of discontinuing operations		-	-
<b>Profit/(loss) from Discontinuing operations (after tax)</b>		<b>-</b>	<b>-</b>
<b>Profit (Loss) for the period</b>		<b>30,701</b>	<b>(6,61,122)</b>
Earnings per equity share:			
Basic		<b>0.01</b>	<b>(0.20)</b>
Diluted		<b>0.01</b>	<b>(0.20)</b>

**Significant Accounting Policies and Notes to the Accounts**

**2&3**

**Auditor's Report**

"As per our separate report of even date attached"

**FOR GUPTA RUSTAGI & AGGARWAL**

(Chartered Accountants)

[S.C. GUPTA]

PARTNER

M. No. 086839

FRN: 008084N

Signed at New Delhi on 27 May, 2016



for and on behalf of the Board

For NDA Share Brokers Limited

*[Signature]*

(Sanjay Agarwal)

[Director]

DIN:00010639

*[Signature]*

(U. S. Gupta)

[Director]

DIN:00008823

# NDA SHARE BROKERS LTD.

1002-A, Arunachal Building, 19, Barakhamba Road, New Delhi-110001  
BALANCE SHEET AS AT MARCH 31, 2016

(Amount in Rs.)

Particulars	Note No.	As at March 31, 2016	As at March 31, 2015
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders' funds</b>			
Share capital	3.1.1	3,34,31,050	3,34,31,050
Reserves and surplus	3.1.2	(2,74,47,339)	(2,74,78,039)
		<b>59,83,711</b>	<b>59,53,011</b>
<b>Non-current liabilities</b>			
Long-term borrowings		-	-
Deferred tax liabilities (Net)		-	-
Other Long term liabilities		-	-
Long-term provisions		-	-
<b>Current liabilities</b>			
Short-term borrowings	3.2.1	1,10,00,000	1,10,00,000
Trade payables		-	-
Other current liabilities	3.2.2	28,725	28,090
Short-term provisions	3.2.3	-	-
		<b>1,10,28,725</b>	<b>1,10,28,090</b>
<b>Total</b>		<b>1,70,12,436</b>	<b>1,69,81,101</b>
<b>ASSETS</b>			
<b>Non-current assets</b>			
Fixed assets			
Tangible assets	-	-	-
Intangible assets	-	-	-
Capital work-in-progress	-	-	-
Intangible assets under development	-	-	-
Non-current investments	3.3.1	1,57,29,950	1,57,29,950
Deferred tax assets (net)	3.3.2	7,55,000	7,55,000
Long-term loans and advances		-	-
Other non-current assets		<b>1,64,84,950</b>	<b>1,64,84,950</b>
<b>Current assets</b>			
Current investments		-	-
Inventories		-	-
Trade receivables		-	-
Cash and cash equivalents	3.4.1	2,24,871	2,16,915
Short-term loans and advances	3.4.2	3,02,615	2,79,236
Other current assets		-	-
		<b>5,27,486</b>	<b>4,96,151</b>
<b>Total</b>		<b>1,70,12,436</b>	<b>1,69,81,101</b>

**Significant Accounting Policies and Notes to the Accounts** 2&3

## Auditor's Report

"As per our separate report of even date attached"

**FOR GUPTA RUSTAGI & AGGARWAL**

(Chartered Accountants)

[S.C. GUPTA]

PARTNER

M. No. 086839

FRN: 008084N

Signed at New Delhi on 27 May, 2016

for and on behalf of the Board

For NDA Share Brokers Limited

(Sanjay Agarwal)

[Director]

DIN:00010639

(U. S. Gupta)

[Director]

DIN:00008823

**NDA SHARE BROKERS LIMITED**

1002-A, Arunachal Building, 19, Barakhamba Road, New Delhi - 110001

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2016**

Particulars	Year Ended 31st March 2016 (Rs.)	Year Ended 31st March 2015 (Rs.)
<b><u>CASH FLOW FROM OPERATING ACTIVITIES</u></b>		
Profit after tax and extraordinary items	36,211	(6,61,123)
ADD:		
Interest Paid	7,80,585	7,80,000
<b>OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES</b>	<b>8,16,796</b>	<b>1,18,877</b>
Adjustments for:		
Trade & other receivables	(23,380)	(26,015)
Trade & other Payable	635	-
Tax Paid	(5,510)	-
Inventories	-	-
<b>NET CASH FLOW FROM OPERATING ACTIVITIES (A)</b>	<b>7,88,541</b>	<b>92,862</b>
<b><u>CASH FLOW FROM INVESTING ACTIVITIES</u></b>		
purchase of property	-	-
<b>NET CASH FLOW FROM INVESTING ACTIVITIES (B)</b>	<b>-</b>	<b>-</b>
<b><u>CASH FLOW FROM FINANCING ACTIVITIES</u></b>		
Procurement of Unsecured Loan	0	7,00,000
Repayment of Unsecured Loan	-	-
Interest paid	(7,80,585)	(7,80,000)
<b>NET CASH FLOW FROM FINANCING ACTIVITIES (C)</b>	<b>(7,80,585)</b>	<b>(80,000)</b>
<b>NET CHANGE IN CASH AND CASH EQUIVALENTS(A+B+C)</b>	<b>7,956</b>	<b>12,862</b>
Opening Cash & Cash Equivalents	2,16,915	2,04,053
Closing Cash & Cash Equivalents	2,24,871	2,16,915

*Auditor's Report*

As per our report of even date attached

**For GUPTA RUSTAGI & AGGARWAL**

(Chartered Accountants)



**(S.C. GUPTA)**

Partner

M.N. 086839

Place : New Delhi

Date : 27-05-2016

**For and on behalf of Board**

**For NDA Share Brokers Limited**

**(SANJAY AGARWAL)**  
Director

**(U. S. GUPTA)**  
Director

## **Significant accounting policies and notes to the accounts for the year ended March 31, 2016**

### **1 Background**

NDA SHARE BROKERS LIMITED is Formed on 01.10.1993 vide Registraton No. U74899DL1993PLC055471. Sanjay Agarwal, Uma Shanker Gupta & Lalit Gupta are the Directors of the Company. The Company has trading membership in Delhi Stock Exchange.

### **2 Significant accounting policies**

#### **2.1 Basis of preparation of financial statements**

The financial statements have been prepared and presented under the historical cost convention on the accrual basis of accounting except for certain financial instruments which are measured at fair values and comply with the Accounting Standards prescribed by Companies (Accounting Standards) Rules, 2006, as amended, other pronouncements of the Institute of Chartered Accountants of India (ICAI) and the relevant provisions of the Companies Act, 2013 to the extent applicable.

#### **2.2 Use of estimates**

The preparation of financial statements in conformity with the generally accepted accounting principles ('GAAP') in India requires management to make estimates and assumptions that affect the reported amounts of income and expenses of the period, assets and liabilities and disclosures relating to contingent liabilities as of the date of the financial statements. Actual results could differ from those estimates. Any revision to accounting estimates is recognised prospectively in future periods.

#### **2.3 Fixed Assets And Depreciation**

2.3.1 Fixed assets are stated at cost, less accumulated depreciation. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use. Financing costs relating to acquisition of fixed assets are also included to the extent they relate to the period till such assets are ready to be put to use.

2.3.2 Depreciation on fixed assets is provided on Straight Line Value Method based at the rates specified in Schedule II to the Companies Act, 2013 or the rates determined as per the useful lives of the respective assets, whichever is higher.

2.3.3 Depreciation on additions and disposals during the period is provided on a pro-rata basis.

2.3.4 The cost of leasehold land is amortised over the period of the lease. Leasehold improvements and assets acquired on finance lease are amortised over the lease term or useful life, whichever is lower.

#### **2.4 Investments**

2.4.1 Long-term investments are carried at cost less any other-than-temporary diminution in value, determined on the specific identification basis.

2.4.2 Current investments are carried at the lower of cost and fair value. The comparison of cost and fair value is carried out separately in respect of each investment.

2.4.3 Profit or loss on sale of investments is determined as the difference between the sale price and carrying value of investment.

#### **2.5 Cash and cash equivalents**

Cash and cash equivalents in the cash flow statement comprises cash in hand and balance in bank in current accounts, Bank overdraft, deposit accounts and in margin money deposits.



## 2.6 Tax Expenses

Income tax expense comprises current tax as per Income Tax Act, 1961, fringe benefit tax and deferred tax charge or credit (reflecting the tax effects of timing differences between accounting income and taxable income for the period). The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognized using the tax rates that have been enacted or substantively enacted by the balance sheet date.

Deferred tax assets are recognized only to the extent there is reasonable certainty that the asset can be realized in future; however, where there is unabsorbed depreciation or carried forward loss under taxation laws, deferred tax assets are recognized only if there is a virtual certainty of realization of such assets. Deferred tax assets are reviewed as at each balance sheet date and written down or written up to reflect the amount that is reasonably / virtually certain, as the case may be, to be realized.

## 3 Notes to the financial statements

### 3.1 Shareholders funds

#### 3.1.1 Share Capital

(Amount in Rs.)

a) Particulars	As at March 31, 2016	As at March 31, 2015
<b>Authorized Capital</b>		
1,00,00,000 Equity Shares of Rs. 10/- each (Previous year 1,00,00,000 Equity Shares of Rs. 10/- each)	10,00,00,000	10,00,00,000
<b>Issued, Subscribed and Paid up:</b>		
33,43,105 Equity Shares of Rs. 10/- each fully paid up (Previous year 33,43,105 Equity Shares of Rs. 10/- fully paid up)	3,34,31,050	3,34,31,050
<b>Total</b>	<b>3,34,31,050</b>	<b>3,34,31,050</b>

- b) Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period is as given below

(Amount in No.)

Particulars	As at March 31, 2016	As at March 31, 2015
Shares outstanding at the beginning of the year	3343105	3343105
Shares Issued during the year	-	-
Shares bought back during the year	-	-
Shares outstanding at the end of the year	3343105	3343105

- c) Shares in the company held by each shareholder holding more than 5 percent shares specifying the number of shares held is as given below:

Name of Shareholder	As at 31 March 2016		As at 31 March 2015	
	No. of Shares	% Holding	No. of Shares	% Holding
NDA Securities Ltd.	2183515	65.31%	2183515	65.31%
BDA Fincap Pvt. Ltd.	450000	13.46%	450000	13.46%
Sh. Sanjay Agarwal	400015	11.97%	400015	11.97%
Sh. N. D. Agarwal	309510	9.26%	309510	9.26%

- d) The Company has not allotted any fully paid up equity shares without payment being received in cash and by way of bonus shares nor has bought back any class of equity shares during the period of five years immediately preceding the balance sheet date.



### 3.1.2 Reserves and Surplus

(Amount in Rs.)

Particulars	As at March 31, 2016	As at March 31, 2015
Profit & Loss A/c		
Opening balance	(2,74,78,039)	(2,68,16,916)
(+) Net Profit/(Net Loss) For the current year	30,701	(6,61,123)
Closing Balance	(2,74,47,339)	(2,74,78,039)

### Non Current Liabilities

### 3.2 Current Liabilities

#### 3.2.1 Short Term Borrowings

(Amount in Rs.)

Particulars	As at March 31, 2016	As at March 31, 2015
UNSECURED LOANS		
From related parties*	30,00,000	30,00,000
From Others	80,00,000	80,00,000
<b>Total</b>	<b>1,10,00,000</b>	<b>1,10,00,000</b>

\* Loan of Rs. 30,00,000/- has been received from Director of the Company.

#### 3.2.2 Other Current Liabilities

(Amount in Rs.)

Particulars	As at March 31, 2016	As at March 31, 2015
Audit Fees Payable	28,625	28,090
EPF Payable	100	-
<b>Total</b>	<b>28,725</b>	<b>28,090</b>

#### 3.2.3 Short Term Provisions

(Amount in Rs.)

Particulars	As at March 31, 2016	As at March 31, 2015
Provision for expenses	-	-
<b>Total</b>	<b>-</b>	<b>-</b>



### 3.3 NON CURRENT ASSETS

#### 3.3.1 NON Current Investments

(Amount in Rs.)

Particulars	As at March 31, 2016	As at March 31, 2015
<b>a) Investment in Unquoted Equity Shares</b>		
2,000 shares of Delhi Stock Exchange Association Ltd.	25,12,500	25,12,500
<b>b) Agriculture Land</b>		
(Valued at cost)	1,32,17,450	1,32,17,450
<b>Total</b>	<b>1,57,29,950</b>	<b>1,57,29,950</b>

#### 3.3.2 Long Term Loans & Advances

(Amount in Rs.)

Particulars	As at March 31, 2016	As at March 31, 2015
<b>Unsecured / Considered Good</b>		
Deposit With DSE (FDR)	7,55,000	7,55,000
<b>Total</b>	<b>7,55,000</b>	<b>7,55,000</b>

### 3.4 Current Assets

#### 3.4.1 Cash and Cash Equivalents

(Amount in Rs.)

Particulars	As at March 31, 2016	As at March 31, 2015
Balances with banks*	1,32,422	1,90,542
Cash on hand	92,449	26,373
<b>Total</b>	<b>2,24,871</b>	<b>2,16,915</b>

\* Balances with banks include:

(Amount in Rs.)

Particulars	As at March 31, 2016	As at March 31, 2015
Bank Fixed deposits with Less than 12 months maturity	-	-
Bank deposits with more than 12 months maturity	1,00,000	1,00,000
<b>Total</b>	<b>1,00,000</b>	<b>1,00,000</b>

#### 3.4.2 Short Term Loans & Advances

(Amount in Rs.)

Particulars	As at March 31, 2016	As at March 31, 2015
Advance Income Tax, TDS	1,09,101	1,08,990
Interest Receivable	1,93,515	1,70,246
<b>Total</b>	<b>3,02,615</b>	<b>2,79,236</b>



**3.5 Income****3.5.1 Revenue From Operation**

(Amount in Rs.)

Particulars	As at March 31, 2016	As at March 31, 2015
Agriculture Income	8,86,779	1,81,887
Sale of Shares	0	72,954
<b>Total</b>	<b>8,86,779</b>	<b>2,54,841</b>

**3.5.2 Other Income**

(Amount in Rs.)

Particulars	As at March 31, 2016	As at March 31, 2015
Dividend	12,620	9,919
Interest on Fixed Deposits	65,548	62,883
<b>Total</b>	<b>78,168</b>	<b>72,802</b>

**3.6 Expenses****3.6.1 Other Expenses**

(Amount in Rs.)

Particulars	As at March 31, 2016	As at March 31, 2015
Payment to Auditors	28,625	28,090
Printing & Stationery	620	450
Bank Charges	114	349
Conveyance Expenses	4,380	1,550
Miscellaneous expenses	2,409	1,673
Professional Charges	10,000	-
Agriculture Expenses	98,879	1,19,538
Filing Fees	3,124	6,715
Other Expenses	-	-
<b>Total</b>	<b>1,48,151</b>	<b>1,58,365</b>

**3.7 Contingent Liabilities and Commitments :**

Contingent Liabilities not provided for of Nil ( previous Year Nil)

**3.8 Contracts:** Estimated amounts of contract remaining to be executed on capital account are Nil**3.9 Earning & Expenditure in Foreign Currency**

(Amount in Rs.)

Particulars	For the year March 31, 2016	For the year March 31, 2015
<b>Earnings</b>		
Income	Nil	Nil
	-	-
<b>Expenditures</b>		
Professional charges	Nil	Nil
	-	-



### 3.10 Earning Per Share

The computation of earnings per share is set out below:

(Amount in Rs.)

Particulars	For the year March 31, 2016	For the year March 31, 2015
Profit after tax and extraordinary items as reported	30,701	-6,61,122
Exceptional item:		
Loss on insurance claim (net of tax)	-	-
Profit before exceptional items	-	-
Shares:		
Weighted average number of equity shares outstanding during the year	33,43,105	33,43,105
<b>Earnings per share (before exceptional items (net of tax))</b>	0.01	(0.20)
<b>Earnings per share (after exceptional items (net of tax))</b>	0.01	(0.20)
No. of Shares	33,43,105	33,43,105
At the beginning of the year at 01 April, 2015	-	-
Shares issued during the year	-	-
Bonus shares issued during the year	-	-
Weighted average number of equity shares at 31 March, 2016	33,43,105	33,43,105

### 3.11 Amount Paid / Payable to Auditors

(Amount in Rs.)

Particulars	For the year March 31, 2016	For the year March 31, 2015
Statutory & Tax Audit Fees	28,625	28,090
<b>Total</b>	<b>28,625</b>	<b>28,090</b>

### 3.12 Related Party Disclosures

As per accounting standard 18 on "Related party Disclosure" issued by the Institute of Chartered Accountants of India the disclosure of transactions with the related party is as under:

#### a) Related Parties where control exists

NDA Securities Ltd.	Holding Company
NDA Commodity Brokers P Ltd	Group Company
NDA Realities Pvt. Ltd.	Group Company
NDA Reasearch & Technologies P Ltd	Group Company

#### b) Relative of key mangement personnels

#### c) Key Managerial Personnel

Mr. Uma Shanker Gupta	Director
Mr. Sanjay Agarwal	Director
Mr. Lalit Gupta	Director

#### c) Transactions with related party

Nature of Transaction	Holding Co.	Relative of Key Managerial Personnel	Key Managerial Personnel
<b>Expenses:</b>			
NDA Securities Ltd.	0	-	-
	-	-	-
<b>Income:</b>			
Loan Payable To Director: Sanjay Agarwal			3000000



**3.13** Information pursuant to the provisions of Section 22 of Micro, Small and Medium Enterprises Development Act, 2006  
During the year company has not paid any interest in terms of the section 18 of the above mentioned act. No principal amount or interest amount are due at the end of this accounting year which is payable to any Micro, Small or Medium enterprises as defined in the Micro, Small and Medium Enterprises Development Act, 2006.

**3.14** The accounts of certain Sundry Debtors and Creditors, Advances for supplies and are subject to confirmation / reconciliation and adjustment, if any. The Management does not expect any material difference affecting the current year's financial statements.

In the opinion of the management, the current assets, loans and advances are expected to realize at least the amount at which they are stated, if realized in the ordinary course of business and provision for all known liabilities have been adequately made in the books of accounts.

**3.15** The Company has prepared these financial statements as per the format prescribed by Revised Schedule III to the Companies Act, 2013 ('the schedule') issued by Ministry of Corporate Affairs. Previous year figures have been recast/restated, regrouped, rearranged, reclassified to conform to the classification of the current year.

**3.16** The Current Year refers to the period April 01, 2015 to March 31, 2016. (Previous year refers to April 01, 2014 to March 31, 2015).

**FOR Gupta Rustagi & Aggarwal**  
**CHARTERED ACCOUNTANTS**

**For NDA Share Brokers Limited**

  
[S.C. GUPTA]

**Partner**

**M. No. 086839**

**FRN : 008084N**

**Signed at New Delhi on 27 May, 2016**





**Sanjay Agarwal**

**[Director]**

**DIN:00010639**



**U.S.Gupta**

**[Director]**

**DIN:00008823**