dayal and lohia
chartered accountants

INDEPENDENT AUDITOR'S REPORT

To the members of,
Rama Capital And Fiscal Services Private Limited

Report on the Financial Statements
We have audited the accompanying financial statements of **Rama Capital And Fiscal Services Private Limited** ("the company"), which comprise the Balance Sheet as at 31st March 2017, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements
The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of internal financial controls, 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 provision of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial controls relevant to the Company's preparation of the financial

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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 the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

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

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

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of 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 it appears from our examination of those books.

   (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.

   (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

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(e) On the basis of the written representations received from the Directors as on 31st March, 2017 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2017 from being appointed as a director in terms of Section 164 (2) of the Act.

(f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and operating effectiveness of such controls, refer to our separate report in "Annexure B"; and

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

i) The Company has disclosed the impact of pending litigations on its financial position in Note no. 18 of the financial statements.

ii) The Company did not have any long term contracts including derivatives contract for which there were any material foreseeable losses.

iii) There were no amounts which were required to be transferred to Investor Education & Protection Fund by the Company.

iv) The Company has provided requisite disclosure in its financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8th November, 2016 to 30th December, 2016 and the disclosures are in accordance with the books maintained by the Company.

For Dayal and Lohia
Chartered Accountants
Firm's Regn. No. 102200W

DAYAL AND LOHIA * CHARTERED ACCOUNTANTS * MUMBAI

Rinkit K. Uchat
Partner
Membership No. 165557

Place: Mumbai
Date: 26th May, 2017

Rama Capital And Fiscal Services Private Limited
Annexure A to Independent Auditors' Report

The Annexure referred to in our report to the members of **Rama Capital And Fiscal Services Private Limited** ('the Company') for the year Ended on 31st March, 2017.

i) a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.

b) The Management of the Company has physically verified the fixed assets in accordance with its policy of physical verification at reasonable intervals. The discrepancies, if any noticed during such verification have been suitably adjusted in the books of account.

c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company

ii) a) According to the information and explanations given to us, the management has conducted physical verification of the inventories at reasonable intervals.

b) In our opinion and according to the information and explanations given to us, the procedures followed by the management for physical verification of inventory are reasonable and adequate in relation to the size of the Company and the nature of the business.

c) No material discrepancies have been noticed on physical verification of the stocks as compared to book records in so far as it appears from our examination of the books.

iii) According to the information and explanations given to us and on the basis of our examination of books of account, the Company has not granted any loans, secured or unsecured to companies, firms, limited liability partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Therefore, the provision of clauses 3(iii)(a), (b) and (c) of the said Order are not applicable.

iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the security provided. The company has not provided any loans, investments and guaranty during the year.

v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits from the public.

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vi) According to the information and explanation given to us, maintenance of cost records have not been prescribed by the Central Government pursuant to Companies (Cost Accounting Records) Rules, 2011 under sub-section (1) of section 148 of the Companies Act.

vii) a) According to the records of the Company, undisputed statutory dues including Provident Fund, Employee's State Insurance, Sales Tax, Income Tax, Service Tax, Custom Duty, Excise Duty, Value Added Tax, Cess and other statutory dues have been regularly deposited with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of aforesaid dues were outstanding as at 31st March, 2017 for a period of more than six months from the date it became payable.

b) According to the records of the Company and information and explanations given to us the following are the dues of Income Tax on account of disputes:

Name of the statute	Amount involved Rupees	Period to which the amount relates	Forum where dispute is pending
Income Tax	55,96,708	AY 1998-99	High Court

According to the information and explanations given to us and the records of the Company examined by us there are no dues of Service Tax, Sales Tax, Excise Duty, Custom Duty or Value Added Tax which have not been deposited on account of any dispute.

viii) On the basis of our examination of the books and according to the information and explanations given to us, there are no borrowings from financial institutions, banks or debenture holders.

ix) To the best of our knowledge and belief and according to the information and explanations given to us, the Company has not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year.

x) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.

xi) The Company has not paid/provided for any managerial remuneration during the year. Hence, the compliance of provisions of section 197 read with Schedule V to the Act, are not applicable.

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

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 standards

xiv) According to the information and explanations give 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) 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 them. Accordingly, paragraph 3(xv) of the Order is not applicable.

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

For Dayal and Lohia
Chartered Accountants
Firm's Regn. No. 102200W

DAYAL AND LOHIA ★ MUMBAI ★ CHARTERED ACCOUNTANTS

Rinkit K. Uchat
Partner
Membership No. 165557

Place: Mumbai
Date: 26th May, 2017

ANNEXURE – 'B' TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE FINANCIAL STATEMENTS OF RAMA CAPITAL AND FISCAL SERVICES PRIVATE LIMITED

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

We have audited the internal financial controls over financial reporting of **Rama Capital and Fiscal Services Private Limited** ("the Company") as of 31st March, 2017 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing, issued by Institute of Chartered Accountants of India 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

DAYAL AND LOHIA * CHARTERED ACCOUNTANTS * MUMBAI

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 authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

DAYAL AND LOHIA ★ MUMBAI ★ CHARTERED ACCOUNTANTS

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March, 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India.

For **Dayal and Lohia**
Chartered Accountants
Firm Reg. No. 102200W

Rinkit K. Uchat
Partner
Membership No: 165557

Place: Mumbai.
Date: 26th May, 2017

RAMA CAPITAL AND FISCAL SERVICES PVT. LTD.

BALANCE SHEET

AS AT 31ST MARCH, 2017

(Amount in ₹)

	NOTE NO	AS AT 31ST MARCH, 2017	AS AT 31ST MARCH, 2016
EQUITY AND LIABILITIES :			
Shareholders' Fund :			
Share Capital	2	**30,003,000**	30,003,000
Reserves and Surplus	3	**(265,848,886)**	(265,700,703)
		(235,845,886)	(235,697,703)
Non Current Liabilities :			
Long Term Borrowings	4	**30,527,063**	30,527,063
Current Liabilities :			
Other Current Liabilities	5	**308,681,173**	308,679,563
TOTAL		**103,362,350**	103,508,923
ASSETS :			
Non-Current Assets :			
Fixed Assets	6		
Tangible Assets		**724,072**	742,720
Non-Current Investment	7	**102,500,000**	102,500,000
Long Term Loans and Advances	8	**681**	681
		103,224,753	103,243,401
Current Assets :			
Inventories	9	**4,387**	6,205
Cash and Bank Balances	10	**126,310**	253,992
Short Term Loans and Advances	11	**6,900**	5,325
		137,597	265,522
TOTAL		**103,362,350**	103,508,923
Significant Accounting Policies	1		
The accompanying notes 1 to 23 are an integral part of the Financial Statement			

As per our report of even date
For DAYAL & LOHIA
Chartered Accountants
(Firm Registration No. 102200W)

DAYAL AND LOHIA ★ MUMBAI ★ CHARTERED ACCOUNTANTS

RINKIT UCHAT
Partner
M No. 165557

Place : Mumbai
Date : May 26, 2017

for and on behalf of the Board of Directors

V G SHARMA
Director
DIN : 01251895

Place : Mumbai
Date : May 26, 2017

R G KULKARNI
Director
DIN : 03028670

RAMA CAPITAL AND FISCAL SERVICES PVT. LTD.
STATEMENT OF PROFIT AND LOSS
FOR THE YEAR ENDED 31ST MARCH, 2017

(Amount in ₹)

	NOTE NO	FOR THE YEAR ENDED 31ST MARCH, 2017	FOR THE YEAR ENDED 31ST MARCH, 2016
REVENUE :			
Revenue from Operations			
Sales	12	**14,514**	22,778
Other Income	13	**5,613**	12,383
TOTAL REVENUE :		**20,127**	35,161
EXPENSES :			
Purchase of Stock in Trade	14	**-**	20,482
Changes in Inventories of Stock in Trade	15	**1,818**	70
Depreciation	6	**18,648**	18,648
Other Expenses	16	**147,844**	173,137
TOTAL EXPENSES		**168,310**	212,337
Profit / (Loss) Before Tax		**(148,183)**	(177,176)
Provision for Tax		**-**	-
Profit / (Loss) After Tax		**(148,183)**	(177,176)
Earning per Share of Face value of ₹ 10/- each	17		
Before Extraordinary Items :			
Basic		**(0.30)**	(0.35)
Diluted		**(0.05)**	(0.06)
After Extraordinary Items :			
Basic		**(0.30)**	(0.35)
Diluted		**(0.05)**	(0.06)
Significant Accounting Policies	1		
The accompanying notes 1 to 23 are an integral part of the Financial Statement			

As per our report of even date
For DAYAL & LOHIA
Chartered Accountants
(Firm Registration No. 102200W)

RINKIT UCHAT
Partner
M No. 165557

Place : Mumbai
Date : May 26, 2017

DAYAL AND LOHIA ★ MUMBAI ★ CHARTERED ACCOUNTANTS

for and on behalf of the Board of Directors

V G SHARMA
Director
DIN : 01251895

R G KULKARNI
Director
DIN : 03028670

Place : Mumbai
Date : May 26, 2017

RAMA CAPITAL AND FISCAL SERVICES PVT. LTD.
CASHFLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH , 2017

(Amount in ₹)

Particulars		For the year ended 31st March 2017		For the year ended 31st March 2016	
A. CASHFLOW FROM OPERATING ACTIVITIES					
Net Profit / (Loss) Before Tax			(148,183)		(177,176)
Adjustment for :					
Depreciation		18,648		18,648	
Provision no longer Required		-		(8,988)	
Sale of Shares		(14,514)		(1,460)	
Dividend Income		(3,555)		(3,342)	
Interest Income		(31)		(53)	
			548		4,805
Operating Profit before Working Capital Changes			(147,635)		(172,371)
Adjustment for :					
(Increase)/Decrease in Trade & Other receivables		(1,575)		(2,983)	
Increase/(Decrease) in Trade Payables & Other Liabilities		1,610		(5,606)	
(Increase)/Decrease in Inventories		1,818		70	
			1,853		(8,519)
Net Cash from / (Used in) Operative Activities	**(A)**		(145,782)		(180,890)
B. CASHFLOW FROM INVESTING ACTIVITIES					
Dividend Received		3,555		3,342	
Sale of Shares		14,514		1,460	
Interest Income		31		53	
Net cash from / (Used in) investing activities	**(B)**		18,100		4,855
C. CASHFLOW FROM FINANCING ACTIVITIES			-		-
Net cash from / (Used in) financial activities	**(C)**		-		-
Net Increase/(Decrease) in Cash and Cash Equivalents (A + B + C)			(127,682)		(176,035)
Cash & Cash Equivalents (Opening Balance)			253,992		430,027
Cash & Cash Equivalents (Closing Balance)			126,310		253,992

As per our report of even date
For DAYAL & LOHIA
Chartered Accountants
(Firm Registration No. 102200W)

DAYAL AND LOHIA ★ MUMBAI ★ CHARTERED ACCOUNTANTS

RINKIT UCHAT
Partner
M.No. 165557

Place : Mumbai
Date : May 26, 2017

For and on behalf of the Board of Directors

V G SHARMA
Director
DIN : 01251895

R G KULKARNI
Director
DIN : 03028670

Place : Mumbai
Date : May 26, 2017

NOTE 1
SIGNIFICANT ACCOUNTING POLICIES :

1. **Basis of Accounting :**

The financial statements have been prepared to comply in all material respects with the Accounting Standards notified under section 133 of the Companies Act, 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014. The financial statements have been prepared under the historical cost convention on an accrual basis.

Use of Estimates :

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

2. **Revenue Recognition :**

a. Revenue is recognized when the substantial risks and rewards of ownership is transferred to the buyer on dispatch of goods.
b. Interest income is recognized on time proportionate basis.
c. Dividend income from investments is recognized when the right to receive the dividend is established.
d. Claims and damages are accounted as and when they are finalized.

3. **Fixed Asset :**

All Fixed assets are stated at cost of acquisition less accumulated depreciation and impairment losses if any. The cost of fixed assets includes taxes and duties (other than those subsequently recoverable from respective authorities), freight and other incidental expenses related to acquisition and installation of respective assets.

4. **Depreciation :**

a. Depreciation on Fixed Assets is provided on straight line method based on the useful lives of the assets as prescribed in Schedule II of the Companies Act, 2013.
b. Depreciation on addition / deletion is provided pro-rata basis with reference to the date of addition / deletion as the case may be.
c Individual assets acquired for less than ₹ 5,000/- are depreciated fully in the year of acquisition.
d. The details of estimated life for each category of assets are as under :
    i) Premises - 60 years
    ii) Furniture and Fixture – 10 years
    iii) Office Equipments – 10 years
    iv) Air Conditioners – 10 years

5. **Impairment of Assets :**

a. The carrying amounts of assets are reviewed by the management at each balance sheet date if there is any indication of impairment based on internal / external factors. An impairment loss is recognized wherever the carrying amount of assets exceeds its recoverable amount. The recoverable amount is greater of asset's net selling price and

DAYAL AND LOHIA ★ CHARTERED ACCOUNTANTS ★ MUMBAI

value in use. In assessing value in use, the estimated future cash flows are discounted to there present value at the weighted average cost of capital.

b. After impairment, depreciation is provided on the revised carrying amount of the asset over its remaining useful life. A previously recognized impairment loss is increased or reversed depending upon changes in circumstances. However the carrying value after reversal is not increased beyond the carrying value that would have prevailed by charging usual depreciation if there was no impairment.

6. Cash Flow Statements :

Cash flow statement is prepared in accordance with the indirect method prescribed under Accounting Standard (AS) 3 "Cash Flow Statements" issued by the Institute of Chartered Accountants of India.

7. Foreign Currency Transactions :

Foreign currency transactions are recorded in the reporting currency, by applying to the foreign currency amount the exchange rate between the reporting currency and the foreign currency at the date of the transaction.

The gain or loss arising out of settlement / translation of the assets and the liabilities at the closing rates due to exchange fluctuations is recognized as income / expenditure in the statement of profit and loss.

8. Investments :

Investments that are readily realizable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long-term investments.

Current investments are carried at lower of cost and fair value determined on an individual investment basis. Long-term investments are carried at cost. However, provision for diminution in value is made to recognize a decline other than temporary in the value of the investments.

9. Inventories :

a. Inventories of shares and debentures are valued at cost or market price whichever is lower based on basket valuation method.
b. Inventories of traded goods are valued at Cost or net realizable value whichever is lower.

10. Employee's Benefits :

Provision for Leave Encashment and gratuity are made on the basis of actuarial valuation based on the period of service.

DAYAL AND LOHIA ★ MUMBAI ★ CHARTERED ACCOUNTANTS

11. **Segment Reporting :**

The accounting policies adopted for segment reporting are in line with the accounting policies of the company. Segment assets include all operating assets used by the business segments and consist principally of fixed assets, debtors and inventories. Segment liabilities include the operating liabilities that result from the operating activities of the business. Segment assets and liabilities that cannot be allocated between the segments are shown as part of unallocated assets and liabilities respectively. Income / Expenses relating to the enterprise as a whole and not allocable on a reasonable basis to business segments are reflected as unallocated income / expenses.

12. **Earning per Share (EPS) :**

Basic earnings per share are calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting attributable taxes) by the weighted average number of equity shares outstanding during the year .

13. **Provision for Current and Deferred Tax :**

a. Provision for the current tax is made after taking into considering benefits admissible under the provisions of the Income Tax Act, 1961.

b. Deferred Tax charge or credit reflects 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 assets can be realized in future. Deferred tax assets are reviewed at each balance sheet date and is written down or written up to reflect the amount that is reasonably or virtually certain, as the case may be, to be realized.

14. **Provisions :**

A provision is recognized when the company has a present obligation as a result of past events and it is probable that there will be an outflow of resources to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

15. **Contingent Liabilities :**

Contingent liabilities, if any are disclosed in the notes on accounts. Provision is made in the accounts in respect of those contingencies which are likely to materialize into liabilities after the year end till the approval of the accounts by the board of directors and which have material effect on the position stated in the balance sheet.

16. **Assigned Liability :**

The value of assigned liability is determined on the basis of present value of the liability at the end of the year. The difference between the present value in the beginning of the year and at the year end is treated as finance charges for the year.

DAYAL AND LOHIA ★ MUMBAI ★ CHARTERED ACCOUNTANTS

RAMA CAPITAL AND FISCAL SERVICES PVT. LTD.
NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2017

(Amount in ₹)

		AS AT 31ST MARCH, 2017	AS AT 31ST MARCH,2016
NOTE 2			
Share Capital			
Authorised :			
25,00,000 (Previous Year 25,00,000) Equity Shares of ₹10/- each		25,000,000	25,000,000
25,00,000 (Previous Year 25,00,000) Cumulative Convertible Preference Shares of ₹10/- each		25,000,000	25,000,000
		50,000,000	50,000,000
Issued , Subscribed and Paid Up :			
5,00,300 (Previous Year 5,00,300) Equity Shares of ₹ 10/- each		5,003,000	5,003,000
25,00,000 (Previous Year 25,00,000) 9 % Cumulative Convertible Preference Shares of ₹ 10/- each		25,000,000	25,000,000
	Total	30,003,000	30,003,000

2.1 Details of rights,preferences and restrictions attaching to each class of shares including restrictions on the distribution of dividends and the repayment of capital.

Equity Shares : The company has issued Equity shares having a par value of ₹ 10/- each. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the company,the holder of equity shares will be entitled to receive any of the remaining assets of the company,after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

Preference Shares : The company has issued 20 years cumulative convertible preference shares having a par value of ₹10/- each. The Preference shares carry cumulative dividend of 9% p.a. and are convertible at any time after the expiry of one year from the date of allotment at the option of the preference shareholder. The Preference share carry voting rights in accordance with the provision contained in that behalf in the Memorandum and Article of Association of the company and the Companies Act,2013. The Preference shares also carry a preferential right in respect of dividend and return of capital in accordance with the provision contained in that behalf in the Memorandum and Article of Association of the company and the Companies Act,2013.

2.2 All the above shares are held by the holding company M/s Rama Petrochemicals Ltd.

2.3 Dividend not declared on cumulative convertible preference shares ₹ 72,92,466/- (Previous Year ₹ 50,42,466/-)

NOTE 3			
Reserves and Surplus			
Profit and Loss Account			
As per Last Balance Sheet		(265,700,703)	(265,523,527)
Add : Profit / (Loss) for the year		(148,183)	(177,176)
	Total	(265,848,886)	(265,700,703)
NON CURRENT LIABILITIES			
NOTE 4			
Long Term Borrowings (Unsecured)			
from Related Parties		30,527,063	30,527,063
	Total	30,527,063	30,527,063
CURRENT LIABILITIES			
NOTE 5			
Other Current Liabilities			
Due to Holding Company		308,644,140	308,644,140
Statutory liabilities		2,900	2,942
Other liabilities		34,133	32,481
	Total	308,681,173	308,679,563

DAYAL AND LOHIA ★ MUMBAI ★ CHARTERED ACCOUNTANTS

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2017

(Amount in ₹)

NOTE 6
Fixed Assets

Description	Gross Block			Depreciation				Net Block	
	As At 01.04.2016	Addition / (Deduction)	**As At 31.03.2017**	As At 01.04.2016	**For the Year**	Deduction / Adjustment	**As At 31.03.2017**	**As Ar 31.03.2017**	As At 31.03.2016
Tangible Assets									
Premise	1,124,324	-	**1,124,324**	381,610	**18,648**	-	**400,258**	**724,066**	742,714
Furniture and Fixture	878,628	-	**878,628**	878,627	-	-	**878,627**	**1**	1
Office Equipments	146,120	-	**146,120**	146,118	-	-	**146,118**	**2**	2
Air Conditioners	203,151	-	**203,151**	203,148	-	-	**203,148**	**3**	3
Total	2,352,223	-	**2,352,223**	1,609,503	**18,648**	-	**1,628,151**	**724,072**	742,720
Previous Year	2,352,223	-	2,352,223	1,590,855	**18,648**	-	1,609,503	742,720	761,368

6.1 Premise is mortgaged with banks for loans taken by a related party.

DAYAL AND LOHIA ★ CHARTERED ACCOUNTANTS ★ MUMBAI

RAMA CAPITAL AND FISCAL SERVICES PVT. LTD.
NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2017

(Amount in ₹)

	AS AT 31ST MARCH, 2017	AS AT 31ST MARCH,2016
NOTE 7		
Non-Current Investments		
Unquoted, Other than Trade :		
92,760 (Previous Year 92,760) Equity Shares of Elate Investments and Holdings Pvt. Ltd. of ₹ 10/- each fully paid up	46,380,000	46,380,000
NIL (Previous Year 14,030) Equity Shares of Optical Disc Marketing (India) Pvt. Ltd. of ₹ 10/- each fully paid up. (Refer Note 7.1)	-	56,120,000
14,591 (Previous Year NIL) Equity Shares of Disha Infin Consultants Pvt. Ltd. of ₹ 10/- each fully paid up. (Refer Note 7.1)	56,120,000	-
Total	102,500,000	102,500,000
Agreegate value of Unquoted Investments At Cost	102,500,000	102,500,000

7.1 Shares received on amalgamation of Optical Disc Marketing (India) Pvt. Ltd into Disha Infin Consultants Pvt. Ltd.

NOTE 8		
Long Term Loans and Advances		
(Unsecured, Considered Good)		
Security Deposit	681	681
Total	681	681
CURRENT ASSETS		
NOTE 9		
Inventories		
Other	4,387	6,205
Total	4,387	6,205
Details of inventories - Shares		
Aarvee Denim Ltd.	-	770
C J Gelatine Ltd.	-	348
K G Denim Ltd.	-	700
Madalsa International Ltd.	200	200
Maheshwari Protein Ltd.	100	100
Modern Suiting Ltd.	50	50
Rainbow Agri Industries Ltd.	1,000	1,000
Rama Phosphates Ltd.	2,940	2,940
Reliance Capital Ltd.	97	97

9.1 For mode of valuation Refer Note 1 (9)
9.2 The company has pledged 200 shares of Rainbow Agri Industries Ltd with lender for loan granted to a related party

NOTE 10		
Cash and Bank Balances		
Cash on Hand	12,630	25,317
Balances with Scheduled Banks in current accounts	113,680	228,675
Total	126,310	253,992
NOTE 11		
Short Term Loans and Advances		
(Unsecured, Considered Good)		
Advances Recoverable in Cash or in Kind or for Value to be Received	6,900	5,325
Total	6,900	5,325

DAYAL AND LOHIA ★ MUMBAI ★ CHARTERED ACCOUNTANTS

RAMA CAPITAL AND FISCAL SERVICES PVT. LTD.

NOTES ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2017

(Amount in ₹)

		FOR THE YEAR ENDED 31ST MARCH, 2017	FOR THE YEAR ENDED 31ST MARCH,2016
Revenue from Operations			
NOTE 12			
Sales			
Sales - Traded Goods		-	21,318
Sales - Shares		14,514	1,460
	Total	14,514	22,778
12.1 Particulars of Sales - Traded Goods			
Spent Sulphuric Acid		-	21,318
NOTE 13			
Other Income			
Dividend Income		3,555	3,342
Interest Income		31	53
Provision no longer required		-	8,988
Miscellaneous Income		2,027	-
	Total	5,613	12,383
NOTE 14			
Purchase of Stock in Trade			
Traded Goods			
Purchases		-	20,482
	Total	-	20,482
14.1 Particulars of Cost - Traded Goods			
Spent Sulphuric Acid		-	20,482
NOTE 15			
Changes in Inventories of Stock in Trade			
Opening Stock		6,205	6,275
Add : Purchases		-	-
Less : Closing Stock		4,387	6,205
	Total	1,818	70
NOTE 16			
Other Expenses			
Auditors Remuneration			
Audit Fees		33,370	28,235
Other Capacity		-	39,935
Reimbursement of Expenses		-	26
		33,370	68,196
Rates and Taxes		62,294	70,329
Brokerage and Commission Paid		-	8
Securities Transaction Paid		21	39
Electricity Charges		18,197	15,049
Legal and Professional Charges		19,585	2,290
Insurance Charges		742	713
Other Expenses		13,635	16,513
	Total	147,844	173,137

DAYAL AND LOHIA ★ MUMBAI ★ CHARTERED ACCOUNTANTS

Note 17
Earning Per Share (EPS)

Sr. No.	Particulars	For the Year Ended 31st March,2017	For the Year Ended 31st March,2016
i	Net Profit/(Loss) after tax available for equity shareholder in ₹	**(148,183)**	(177,176)
ii	Weighted Average number of Equity Shares outstanding for basic and diluted EPS	**500,300**	500,300
iii	Weighted Average number of Equity Shares including diluted potential equity shares outstanding during the year	**3,000,300**	3,000,300
iv	Nominal Value of Equity Shares in ₹	**10.00**	10.00
v	Basic Earning per Equity Share (Before Extraordinary item)	**(0.30)**	(0.35)
vi	Diluted Earning per Equity Share (Before Extraordinary item)	**(0.05)**	(0.06)
vii	Basic Earning per Equity Share (After Extraordinary item)	**(0.30)**	(0.35)
viii	Diluted Earning per Equity Share (After Extraordinary item)	**(0.05)**	(0.06)

Note 18
Contingent Liabilities :

Income tax claim against the company not acknowledged is ₹ 5,596,708/- (Previous Year ₹5,596,708 /-) The department is in appeal in High Court.

Note 19
Segment wise details, as required by AS-17 Segment Reporting are not furnished as the management is of the opinion that it does not have any geographical / business segment that is subject to different kind of risk, return or opportunities.

DAYAL AND LOHIA ★ MUMBAI ★ CHARTERED ACCOUNTANTS

Note 20

Related Party Disclosure under Accounting Standard 18 (AS 18) :

A) List of related parties as identified by the management with whom the transactions are taken place during the year are as under :

Sr. No.	Relationship	Related Parties
I	Enterprises that directly or indirectly control (through subsidiaries) or are controlled by or are under common control with the reporting enterprise	Rama Petrochemicals Ltd. – 100% Holding company
II	Associates, Joint Ventures of the reporting entity, investing party or venture in respect of which reporting enterprise is an associate or a joint venture	None
III	Individual owing, directly or indirectly an interest in voting power of reporting enterprise that gives them control or significant influence over the enterprise and relative of any such individual	None
IV	Key Management Personnel (KMP) and their relatives	Mr. V G Sharma Mr. R G Kulkarni
V	Enterprises over which any person described in III and IV above is able to exercise significant influence including such enterprises of holding company	Rama Phosphates Ltd. Nova Gelicon Pvt. Ltd.

B) The following transaction were carried out with the related parties :

(Amount in ₹)

Sr. No	Particular	Enterprises that directly / indirectly control over the reporting enterprise		Enterprises over which KMP with their relatives, is able to exercise significant influence	
		2016-17	2015-16	2016-17	2015-16
1	Balance Outstanding Loans / Advances Payable	308,644,140	308,644,140	30,527,063	30,527,063
2	Securities pledged for loan taken by others	-	-	This transaction is of non monetary consideration	This transaction is of non monetary consideration

C) Disclosure in respect of Related Party Transactions :

(Amount in ₹)

		2016 - 17	2015 - 16
1	Balances Outstanding Loans / Advances Payable Rama Phosphates Ltd. Rama Petrochemicals Ltd	 30,527,063 308,644,140	 30,527,063 308,644,140
2	Securities Pledged for loan taken Nova Gelicon Pvt. Ltd.	This transaction is of non monetary consideration	This transaction is of non monetary consideration

DAYAL AND LOHIA ★ MUMBAI ★ CHARTERED ACCOUNTANTS

Note 21
Deferred Tax Asset

In accordance with the provisions of Accounting Standard (AS22) issued by The Institute of Chartered Accountants of India pertaining to accounting of taxes on income, in view of the company not expecting any taxable profits in near future, no deferred tax asset is recognized. The details of the same are as under :

(Amount in ₹)

Particular	As At 31st March, 2017	As At 31st March, 2016
Deferred Tax Liability on account of :		
Difference between WDV of Fixed Assets	**151,834**	149,543
Deferred Tax Assets on account of :		
Carried Forward Losses as per Income Tax	**9,378,147**	9,330,067
Net Deferred Tax Asset	**9,226,313**	9,180,524

Note 22
Disclosure on Specified Bank Notes (SBN's)

During the year, the company had specified bank notes or other denomination notes as defined in the MCA notification G.S.R. 308(E) dated March 31, 2017 on the details of Specified Bank Notes (SBN) held and transacted during the period from November 08, 2016 to December 30, 2016, the denomination wise SBNs and other notes as per notification is given below :

(Amount in ₹)

Particular	SBNs	Other denomination notes	Total
Closing cash in hand as on 08.11.2016	22,000	2,472	24,472
(+) Permitted receipts	-	-	-
(-) Permitted payments	-	614	614
(+) Amount withdrawn from Banks	-	12,000	12,000
(-) Amount deposited in Banks	22,000	-	22,000
Closing cash in hand as on 30.12.2016	-	13,858	13,858

For the purpose of this clause, the term 'Specified Bank Notes' shall have the same meaning provided in the notification of the Government of India, in the Ministry of Finance, Department of Economic Affairs number S.O. 3407(E) dated 08th November 2016.

DAYAL AND LOHIA ★ CHARTERED ACCOUNTANTS ★ MUMBAI

Note 23
Previous year figures have been regrouped / rearranged wherever necessary to make them comparable.

As per our attached report on even date.
For Dayal and Lohia
Chartered Accountant
(Firm Registration No. 102200W)

RINKIT UCHAT
Partner
M. No. 165557

Place : Mumbai
Date : May 26, 2017

DAYAL AND LOHIA ★ MUMBAI ★ CHARTERED ACCOUNTANTS

For and on behalf of the Board of Directors

V G SHARMA
Director
DIN : 01251895

Place : Mumbai
Date : May 26, 2017

R G KULKARNI
Director
DIN : 03028670