SASTASUNDAR VENTURES LIMITED
(Formerly Microsec Financial Services Limited)
Azimganj House, 2nd Floor,
7, Abanindra Nath Thakur Sarani (Formerly Camac Street)
Kolkata - 700 017, India
Tel: 91 33 2282 9330, Fax : 91 33 2282 9335
E-mail: info@sastasundar.com, Website: www.sastasundarventures.com
CIN - L65993WB1989PLC047002

Date: 25-08-2017

To
The General Manager,
Department of Corporate Services,
BSE Limited
(Designated Stock Exchange)
Phiroze Jeejeebhoy Tower,
Dalal Street, Mumbai- 400 001

To
The Manager,
Listing Department,
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Mumbai – 400 051

Sub: Submission of Annual Report for the FY 2016-17

Ref: Scrip Code and Symbol: 533259 and SASTASUNDR

Dear Sir/ Madam,

Pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 enclosed please find the Annual Report of Sastasundar Ventures Limited for the Financial Year 2016-17 for your records and reference.

Kindly take note of the above and acknowledge the receipt.

Thanking you,
Yours faithfully,

For Sastasundar Ventures Limited

Biplab Kr. Mani

SASTASUNDAR VENUTURES LIMITED KOLKATA

Biplab Kumar Mani
Company Secretary & Compliance Officer

Encl: Annual Report for the FY 2016-17

SastaSundar.com
health & happiness

AN ONLINE TO OFFLINE DIGITAL HEALTHCARE NETWORK



SASTASUNDAR VENTURES LIMITED

(Formerly Microsec Financial Services Limited)

ANNUAL REPORT 2016-17



This Annual Report is available online at **www.sastasundarventures.com**

Corporate Information

BOARD OF DIRECTORS

Banwari Lal Mittal
Chairman and Managing Director
Ravi Kant Sharma
Non-Executive Director
Parimal Kumar Chattaraj
Independent Director
Raj Narain Bhardwaj
Independent Director
Deba Prasad Roy
Independent Director
Abha Mittal
Non-Executive Director

CHIEF FINANCIAL OFFICER
Amrit Daga

COMPANY SECRETARY
Biplab Kumar Mani

REGISTERED OFFICE
Azimganj House, 2nd Floor
7, Abanindra Nath Thakur Sarani
(Formerly Camac Street)
Kolkata - 700 017
CIN : L65993WB1989PLC047002
Phone:+91 33 2282 9330
Fax:+91 33 2282 9335
E-mail: info@sastasundar.com
Website : www.sastasundarventures.com

BANKERS
HDFC Bank Limited

AUDITORS
S.R. Batliboi & Co. LLP,
Chartered Accountants
22, Camac Street, Block-'C'
3rd Floor, Kolkata - 700 016

REGISTRAR AND SHARE TRANSFER AGENT
Link Intime India Private Limited
59C, Chowringhee Road, 3rd Floor
Kolkata - 700 020
Phone :+91 33 2289 0539/40
Fax :+91 33 2289 0539
E-mail :kolkata@linkintime.co.in
Website :www.linkintime.co.in

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CHAIRMAN'S MESSAGE

Dear Shareholders,

SastaSundar.com is building India's leading digital network of healthcare, managing efficient pharma & wellness products' supply chain & connecting doctors, diagnostic services, healthcare clinics and health information services.

We are a start-up company in the healthcare domain which has the potential to solve one of the biggest problems in India.

Despite being one of the biggest producers of drugs and having a large pool of talented doctors and health care executives, it is surprising that a major portion of the Indian population does not have consistent access to affordable healthcare in a convenient manner. The reasons of which are:

1. Lack of systematic health information and counselling,
2. Unorganised distribution system largely based on artificially created SKUs of branded generics,
3. Lack of connectivity between doctors, path labs, service providers, and producers with customers,
4. A system which works on assumptions and past experiences rather than on data and futuristic intelligence,
5. Lack of systematic tracking of the production, delivery and services creating a life risk model of fake drugs and services,
6. An environment which is relatively less focused on preventive care and wellness and defines healthcare as post disease care and pill management.

Forget nutrition, preventive care, and even accessibility! You will also be surprised to know that in spite of spending adequate money and having enough resources, up to 25% of the drugs sold in India are fake.

Therefore, the bottom-line of this persistent crisis and thereby health and life-threat is the "absence of organised connectivity".

Now, can we not organise?

Today's digital technology has opened doors of enormous opportunities to organise and establish connectivity across the country and we, at SastaSundar.com have taken this as our mission to use knowledge and digital connectivity to reduce cost and add convenience in making available high-quality medicines, healthcare products and services to make life simple and happy.

SastaSundar.com's business model is focussed on customer's health which relaxes on the four strong pillars of genuinity, accessibility, affordability, and convenience. We primarily work on the following four-fold ways to gift health and happiness to our customers:

One, we establish an emotional bond and understanding with our customers through our Healthbuddies. Two, we use data and artificial intelligence to make our app and website entirely customer specific. Three, we provide counselling to our customers by pharmacies and Health Information services in our app and website, by the "Know Health" tab. Four, we work towards our social accountability through the segment, "donate your unused medicine."

While working hard on our present mission, we also keep the following points in mind:

1. We have exited from the domain of financial services as our core business because, in the next ten years, we cannot certainly be the market leaders of financial services in India.

   Finding ourselves in the same Red Ocean as others, we cannot be happy having the present cash flow at the cost of future cash flow and growth. Focus, has been instrumental in our working methodologies and we decided to employ our entire focus currently on the healthcare domain as our core business.

2. We choose to be like a ‘child’ again as “being child” is our culture.

   Like a child, we innovate and explore the unknown, connect emotionally with trusted people, are content and focused, live in the present, believe in fearless relationships, are accountable for our work, build to rebuild ideas, treat everyone equally, acquire knowledge, and think big and act small.

   With the support of our team (GenSS), who are emotionally connected with each other, we take up risks to scale steady levels of growth.

3. Our business stands on the plinth of our core value, which is "Being Genuine".

   Our entire model ensures Genuinity in all the dealings with our stakeholders, shareholders, and consumers. We firmly believe that the transparency of our conduct and reporting along with our genuine products and efficient services will reflect our genuinity.

4. Our model - an Indian innovation for Indian population.

   We are working on an Online to Offline chain of digital healthcare based upon digital technology connected with physical healthbuddy centres specialised in counselling.

5. We are growing.

   Our steady growth is testified by our GMV by the end of the financial year on 31.3.2017 which was ₹ 153.10 crores, considerably higher than ₹ 89.81 crores, in the financial year 15-16. Consequently, it is evident that we have grown by more than 70 percent!

   Beginning the model with an experimentation, we have now established our healthbuddy networks in every district of West Bengal with a current number of 183 healthbuddies and in terms of distribution network too, we stand as leaders. Our model is being constantly enhanced with every passing day and we are now in the process of finalising the infrastructure in Delhi. We intend to commence the operations there soon.

   Gaining experience on our model in a different state will help us mature the learning curve and expand the model pan India in leaps and bounds.

   Our practice of thinking big and acting small will aid us in taking control of our cost and learning the implications of our decisions.

6. We are not just a pharmacy but a digital healthcare network.

   The delivery of medicines and healthcare products form an important part of our portfolio but along with that we are working on an integrated digital healthcare network which includes the following:

   a. Health information service,

   b. Path labs connect,

   c. Doctors and hospitals association,

   d. Health data using artificial intelligence.

   We are working to setup our own brand of pathological laboratories soon, aiming to start their services and connecting doctors as well.

7. Why we are reporting losses.

   I would like to draw your attention on the following matrix in the year ending on 31.03.2017.

   Gross Merchandise Value (GMV) - ₹ 153.10 Crores

   Sales reported in accounts - ₹ 111.30 Crores

   Cost incurred in purchases - ₹ 108.56 Crores

   Contribution - ₹ 2.74 Crores

Our sales are the net of customer discount and Pay-outs of healthbuddies for promotions, services and last mile logistics. We are investing in the intangibles for future cash flow and these costs are being debited in the profit and loss account. We shall be expanding and therefore continue to invest as at least in the next three years, we shall be reporting losses.

8. Our business will positively impact the society.

   The DNA of our business is positive social change and our success will not only be making money but also bringing a smile of health and happiness on millions of faces.

9. We have initiated innovation.

   Our initiative of the customised health supplement "DNAVITA", make-to-order bakery and confectionery- "Chef On", will certainly revolutionise the way people produce and consume.

10. We are small but our mission is great.

    In the journey of creating something unique which can make a difference in the way businesses are done, we shall be making partners and companioning with them. You must also be aware that we have allotted 13% of the stake to Rohto Pharmaceuticals Co. Ltd., Japan, as we share a similarity with them in our mission of good health.

11. Let us be together on SastaSundar Pray Day, let us all stand for 2 minutes at 3 pm on 7th of every month and pray for the world's health and happiness – a SastaSundar.com initiative.

B L Mittal
Chairman & Managing Director

LETTER FROM THE CEO

Dear Shareholders,

Thank you very much for your continued support and trust. I am pleased to write to you to update on performance of the company. The performance of your company during the financial year 2017 was encouraging with growth of more than 70% in GMV of Sastasundar.com, wider distribution reach covering entire geography of State with increasing number of brand association and integration of service module.

GST Implementation, National Health Policy 2017, proposed E-Portal to regulate sale of medicines, Govt focus to make healthcare accessible for all citizens, these are few steps which are highly positive for your company, and we see exciting time ahead. The healthcare sector will undergo major transformation in India and there exists tremendous opportunity for companies in healthcare domain including yours to grow, innovate and seize the opportunity. Your company is geared up to take utmost advantage of this opportunity with Technology playing the center role.

As a part of strategy, your company has successfully implemented the first block of Digital Network of Healthcare – having most efficient supply chain management business model in pharma and wellness products. Leveraging technology and physical network Healthbuddy Stores, we are integrating healthcare services – Doctor Appointment, Online consultation, Diagnostic Services, Healthcare at Home, Data Analytics as next block to make Sastasundar a one stop solution for all healthcare needs, which will be accomplished in financial year 2017-18 and will complete "Sastasundar Eco-System".

You will be happy to note that with more than 6000 daily average orders and GMV of ₹ 153 crores in financial year ended 2017, Sastasundar.com is India's largest platform in digital healthcare space. This is despite the fact that the operations of Sastasundar.com are only limited to one state. As part of PAN India growth strategy, we will be starting operations in Delhi in next few months followed by other states.

We believe the measures taken by the Govtin recent time will result in huge consolidation in healthcare sector and will fuel the shift from unorganized to organized sector. With having significant experience in supply chain management of pharma and wellness products, your company has decided to start B2B initiative in format of Cash & Carry wholesale business under the brand "Retailer Shakti" leveraging the same supply chain management without any significant cost. Retailer Shakti will be focused on supplying pharma and wellness products to Retailers, empowering them with convenience to buy all brands at a single place, higher margins and option to increase their basket of offerings to their customers with more than 20,000 products.

We are working to be ready for future.

We are moving towards a new Artificial Intelligence driven digital world and this Digital Transformation will have major impact on businesses, processes, customer experience and all stakeholders in next 10 years. With technology convergence, the businesses will have to invest on technology so as to realign the technology with their business needs to make them more relevant.

We have integrated and continuously working to develop, integrate and connect applications leveraging Artificial Intelligence (AI) and Big data to collect, integrate and interpret data for all users – Customers, Doctors, Pharma Manufacturers, Brands, Regulators, Government.

With Symptom checkers and Health Articles section using AI, we are engaging our users to make radical changes in their health habits and assisting them to move towards preventive care.

AI powered personalised interface for users with more relevant products, services and health articles optimizes the engagement level of users.

What next, We are working to integrate health data of customers generated from wearable technology, OCR, Voice and medical reports in order to make the app a one-stop, comprehensive companion of healthcare for User.

I would like to thank you to Our Customers who have posed faith on us, Our Shareholders for continued support and faith, Our Board for continued guidance, Our Team members (GenSS) for their hardwork, dedication and sharing vision and mission of the Company.

I would like to highlight following paragraph from my last year letter to you which drives us.

We learn. We innovate. We act. We transform. We get better. We continuously work on being more than what we are today. We are moving forward. We are committed to deliver for you. Join us as we create the next wave of growth.

Yours Sincerely
Ravi Kant Sharma
Chief Executive Officer
SastaSundar.com

Directors' Report

Dear Members,

Your Directors are pleased to present the Twenty-Eighth Annual Report together with Audited Annual Financial Statements (including Audited Consolidated Financial Statements) of the Company for the Financial Year ended 31st March, 2017.

FINANCIAL HIGHLIGHTS (₹ in lacs)

	Standalone		Consolidated	
	FY 2016-17	FY 2015-16	**FY 2016-17**	FY 2015-16
Total Revenue	97.69	221.47	13702.51	8899.16
Profit/(Loss) before Interest, Depreciation & Tax	**-82.29**	**18.78**	**-1822.57**	**-2855.36**
Less: Depreciation	27.49	33.89	691.83	727.92
Less: Interest	-	-	280.99	100.17
Profit/(Loss) before Tax and Exceptional Item	**-109.78**	**-15.11**	**-2795.39**	**-3683.45**
Exceptional Item	-134.00	-237.00	-	-
Profit /(Loss) before Tax	**-243.78**	**-252.11**	**-2795.39**	**-3683.45**
Less: Tax Expenses				
- Current Tax	-	-	0.43	4.41
- Adjustment of tax relating to earlier periods	0.04	- 44.82	1.66	-39.60
- Deferred Tax	-	-	59.78	7.13
Profit/(Loss) for the year before Minority Interest	**-243.82**	**-207.29**	**-2857.26**	**-3655.39**
Less: Minority Interest	-	-	5.25	5.43
Profit/(Loss) for the year	**-243.82**	**-207.29**	**-2862.51**	**-3660.82**

DIVIDEND

In view of loss incurred by the Company, the Board of Directors do not recommend any dividend for the financial year 2016-17.

TRANSFER TO RESERVE

The Company does not propose to transfer any amount to reserve.

Directors' Report

OPERATIONAL UPDATE

As you are aware, the Company has entered in a Share Purchase Agreement (SPA) on 19th April, 2016 for sale of 100% shareholding in Microsec Capital Limited. Implementation of the said SPA is conditional upon sanction of proposed scheme of Arrangement between Microsec Capital Limited, wholly owned subsidiary company and Microsec Commerze Limited, a wholly owned subsidiary of Microsec Capital Limited and PRP Technologies Limited. The Hon'ble High Court, Calcutta has approved the said scheme of arrangement vide its order dated 21.11.2016 and the certified copy of the order was received on 4th January, 2017. Post which, the application have been made to stock exchanges, depository participants and other regulatory authorities for their approval for sale.

The Board of Directors at their meeting held on 5th January, 2017 has approved the proposed scheme of amalgamation of PRP Technologies Limited, Myjoy Tasty Food Private Limited, its wholly owned subsidiaries and Myjoy Hospitality Private Limited, the wholly owned subsidiary of Myjoy Tasty Food Private Limited with the Company under section 233 of the Companies Act, 2013 and the notice of the same for inviting objections and suggestions was filed with the Registrar of Companies, West Bengal and Official Liquidator on 20th March, 2017. The Registrar of Companies, West Bengal vide its letter dated 20th April, 2017 has issued the in principal approval of the proposed merger with some observation/ comments for inclusion in the proposed scheme of Amalgamation.

CHANGE IN NAME OF THE COMPANY

During the year under review the name of the Company has been changed to SASTASUNDAR VENTURES LIMITED to represent correctly the business of the Company.

OPERATIONS

On a standalone basis, the revenue of your Company is ₹ 97.69 Lacs as against ₹ 221.47 Lacs during the previous year. EBIDTA for the current year is ₹ (82.29) Lacs as compared to EBIDTA of ₹ 18.78 Lacs during the previous financial year. The net loss for the year under review is ₹ 243.82 Lacs as against loss of ₹ 207.29 Lacs in the previous year.

On a consolidated basis, the revenue of your Company stood at ₹ 13702.51 Lacs as against ₹ 8899.16 Lacs during the previous year. The EBIDTA for the current year is ₹ (1822.57) Lacs as compared to EBIDTA of ₹ (2855.36) Lacs during the previous financial year. The net loss for the year under review is ₹ 2862.51 Lacs as against loss of ₹ 3660.82 Lacs in the previous year.

We are investing in the intangibles for future cash flow and these costs are being debited in the profit and loss account.

DEPOSITS

Your Company has neither accepted nor renewed any deposits from public within the meaning of Section 73 of the Companies Act, 2013 read with Companies (Acceptance of Deposits) Rules, 2014 during the year.

SHARE CAPITAL

The paid up Equity share capital of the Company as at 31st March, 2017 stood at ₹ 31.81 crores. During the year under review, the Company has not issued shares with differential voting rights nor has granted any stock option or sweat equity shares. As on 31st March, 2017, none of the Directors of the Company holds instrument convertible into equity shares of the Company. Your Company has not made any provision of money for purchase of its own shares by employees or by trustees for the benefit of employees during the year under review.

CHANGE IN NATURE OF BUSINESS, IF ANY

There has been no change in the nature of business of the Company during the financial year ended 31st March, 2017.

LOANS, GUARANTEES AND INVESTMENTS

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

Directors' Report

MATERIAL CHANGES AND COMMITMENTS

No material changes and commitments affecting the financial position of your Company have occurred between the end of the financial year of the Company to which financial statements relates and the date of this report.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATOR/COURTS/TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

There were no significant and material orders passed by the Regulators or Courts or Tribunals during the year impacting the going concern status and the operations of the Company in future.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

Your Company's Internal Control Systems are commensurate with the nature, size and complexity of its business and ensure proper safeguarding of assets, maintaining proper accounting records and providing reliable financial information.

The Audit Committee have laid down internal financial controls to be followed by the Company and such policies and procedures have been adopted by the Company 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.

An external independent firm carries out the internal audit of the Company operations and reports to the Audit Committee on a regular basis. Internal Audit provides assurance on functioning and quality of internal controls along with adequacy and effectiveness through periodic reporting.

SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES

As on March 31, 2017 the Company has thirteen subsidiaries (both direct and step down).

In accordance with Section 129(3) of the Companies Act, 2013, the Company has prepared consolidated financial statements of the Company and all its subsidiaries forms part of the Annual Report. Further a statement containing the salient features of the financial statements of each of the subsidiaries, associates in the prescribed format Form AOC-1, forms part of the Annual Report. The annual accounts of the subsidiary companies will be made available to the shareholders on request and will also be kept for inspection by the shareholders at the registered office of your Company.

Further as per section 136 of the Companies Act, 2013, the audited financial statements, including the consolidated financial statements and related information of the Company are available at our website at *www.sastasundarventures*.com

A Policy has been formulated for determining the Material Subsidiaries of the Company pursuant to Regulation 46 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [hereinafter referred to as SEBI (LODR) Reg, 2015]. The said Policy has been posted on the Company's website at the *http://www.sastasundarventures.com/sastasundarventures/Pdf/SVL_PolicyforDeterminationofMaterialSubsidiary.pdf*

The Company does not have any Joint Venture or Associate Company as per the provisions of the Companies Act, 2013.

BOARD OF DIRECTORS:

a) **Directors and Key Managerial Personnel**

As per the provision of the Companies Act, 2013 Mr. Ravi Kant Sharma (DIN: 00364066) retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for re-appointment. Your Directors recommended the re-appointment of Mr. Ravi Kant Sharma as Director.

The Nomination and Remuneration Committee at its meeting held on 26th May, 2016 and the Board at its meeting held on 26th May, 2016 has approved the appointment of Mr. Banwari Lal Mittal as an Executive

Directors' Report

Chairman in Sastasundar Healthbuddy Limited, a wholly owned Subsidiary Company and draws remuneration from Sastasundar Healthbuddy Limited, the wholly owned subsidiary w.e.f. 1st July, 2016.

The Board of Directors at their meeting held on 26th May, 2017 has appointed Mr. Rajeev Goenka (DIN: 03472302) as Additional Director (Independent) w.e.f. 26th May, 2017 subject to the approval of the shareholders at the ensuing Annual General Meeting.

Details of the directors being appointed/ re-appointed as required under SEBI (LODR) Reg, 2015 and Secretarial Standard -2 are provided in the notice of 28th Annual General Meeting.

None of the Directors of the Company are disqualified for being appointed as Directors, as specified in section 164(2) of the Companies Act, 2013 and Rule 14(1) of the Companies (Appointment and Qualification of Directors) Rules, 2014.

Pursuant to Section 203 of the Companies Act, 2013 the Key Managerial Personnel of the Company are Mr. Banwari Lal Mittal, Managing Director, Mr. Amrit Daga, Chief Financial Officer and Mr. Biplab Kumar Mani, Company Secretary. During the year there has been no change in the Key Managerial Personnel.

b) **Declaration by the Independent Director(s)**

All the Independent Directors have furnished the requisite declarations that they meet the independence criteria as laid down under section 149(6) of the Companies Act, 2013 read with the rules made thereunder and Regulation 16(1)(b) of the SEBI (LODR) Reg, 2015.

c) **Familiarization Programme undertaken for Independent Director**

In terms of Reg 25 (7) of the SEBI (LODR) Reg, 2015, your Company is required to conduct Familiarisation Programme for Independent Directors (Ids) to familiarise them about your Company including nature of Industry in which your company operates, business model, responsibilities of the Ids etc. Further, pursuant to Reg 46 of the SEBI (LODR) Reg, 2015, your Company is required to disseminate on its website, details of familiarization programmes imparted to the Ids including the Details of the same. During the year, the Company has organised one familiarisation Programme of the Independent Directors. The details of the familiarisation programme of Independent Directors are provided in the Corporate Governance Report. The link to the details of familiarization programmes imparted to the Ids is *http://www.sastasundarventures.com/sastasundarventures/Pdf/SVL_Familiarization Programme for Independent Director.pdf.*

d) **Board Evaluation**

The Nomination and Remuneration Committee of the Company has formulated and laid down criteria for performance evaluation of the Board (including Committees) and every director (including independent directors) pursuant to the provisions of Section 134, Section 149 read with the code of Independent Director (Schedule IV) and Section 178 of the Companies Act, 2013 read with Rules framed thereunder and Regulation 19(4) read with Part D of Schedule II of SEBI (LODR) Reg, 2015.

For annual evaluation of the Board as a whole, its Committee(s) and Individual Directors including the Chairman of the Board, the Company has formulated a questionnaire to assist in evaluation of the performance. The manner in which the evaluation has been carried out has been explained in the Corporate Governance Report.

During the year under review, the Independent Directors of the Company reviewed the performance of Non-independent Directors, the board as a whole and the chairperson of the Company, taking into account the views of executive and non executive directors.

e) **Remuneration Policy**

The Board has on the recommendation of the Nomination & Remuneration Committee adopted the Remuneration Policy, which inter alia includes policy for selection and appointment of Directors, Key Managerial Personnel, Senior Management Personnel and their remuneration. The remuneration policy of the Company aims to attract, retain and motivate qualified people at the Executive and at the Board levels. The remuneration

Directors' Report

policy seeks to employ people who not only fulfill the eligibility criteria but also have the attributes needed to fit into the corporate culture of the Company. The said Policy has been disclosed in the Corporate Governance Report, which forms part of this Annual Report.

MEETINGS OF THE BOARD OF DIRECTORS AND COMMITTEE

Board of Directors

The Board meets at regular intervals to discuss and decide on business policy and strategy apart from other Board business. However, in case of special and urgent business need, the Board's approval is taken by passing resolutions through circulation, as permitted by law, which are confirmed in the subsequent Board meeting. During the year under review, six Board Meetings were convened and held on 19th April, 2016, 26th May, 2016, 5th August, 2016, 10th November, 2016, 5th January, 2017 and 14th February, 2017, the details of which are given in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013 as well as the SEBI (LODR) Reg, 2015.

Audit Committee

The composition and terms of reference of the Audit Committee has been furnished in the Corporate Governance Report forming a part of this Annual Report. There has been no instance where the Board has not accepted the recommendations of the Audit Committee.

Nomination and Remuneration Committee

The composition and terms of reference of the Nomination and Remuneration Committee has been furnished in the Corporate Governance Report forming a part of this Annual Report.

Stakeholders Relationship and Shareholders Grievance Committee

The composition and terms of reference of the Stakeholders Relationship and Shareholders Grievance Committee has been furnished in the Corporate Governance Report forming a part of this Annual Report.

STATUTORY AUDITORS

The Statutory Auditors of your Company M/s. S. R. Batliboi & Co. LLP, (Firm Regn. No. 301003E/ E300005) Chartered Accountants, retires at the ensuing Annual General Meeting of the Company. M/s. S R Batliboi & Co. LLP, have completed their term as specified in Section 139 and corresponding rules and therefore the Company has to appoint other Auditor in place of the retiring auditor.

In view of the same, the Board at its meeting held on 26th May, 2017, pursuant to the recommendation of the Audit Committee and subject to the approval of shareholder, has appointed M/s. Singhi & Co., Chartered Accountants (Firm registration No. 318086E) as Statutory Auditors of the Company for a period of 5 years from the conclusion of the 28th Annual General Meeting till the conclusion of 33rd Annual General Meeting subject to the annual ratification by the shareholders of the company at every Annual General Meeting.

Your Company has received written consent and certificate of eligibility from M/s. Singhi & Co., Chartered Accountants (Firm registration No. 318086E) that their appointment if made would be within the limits specified under Section 141(3)(g) of the Act and they are not disqualified to be appointed as statutory auditor in terms of the provisions of the proviso to Section 139(1), Section 141(2) and (3) of the Act read with Companies (Audit and Auditors) Rules, 2014.

AUDITORS' REPORT

The Auditors have submitted their Independent Auditor Report for the financial year ended 31st March, 2017 and they have made no qualification, reservation, observation or adverse remarks or disclaimer in their report.

SECRETARIAL AUDIT

Pursuant to the provisions of section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment

Directors' Report

and Remuneration of Managerial Personnel) Rules, 2014 the Company had appointed M/s MKB & Associates, a firm of Company Secretaries in Practice to undertake the Secretarial Audit of the Company for the financial year 2016-17. The Report of the Secretarial Audit is annexed herewith as "Annexure - I". There are no qualifications in the Report.

RELATED PARTY TRANSACTIONS

As required under the SEBI (LODR) Reg, 2015, related party transactions are placed before the Audit Committee for approval. Wherever required, prior approval of the Audit Committee is obtained on an omnibus basis for continuous transactions and the corresponding actual transactions become a subject of review at subsequent Audit Committee Meetings.

All the related party transactions that were entered into during the financial year were on an arm's length basis and in the ordinary course of business and in compliance with the applicable provisions of the Companies Act, 2013 and the SEBI (LODR) Reg, 2015 except the contract or arrangements entered into by the Company with the related party in terms of sub-section (1) of section 188 of the Companies Act, 2013 as disclosed in Form No. AOC -2 is annexed herewith as "Annexure - II".

The Company has formulated a policy on related party transactions for purpose of identification and monitoring of such transactions. The said policy on related Party transactions as approved by the Board is posted at the Company's website at the weblink *http://www.sastasundarventures.com/sastasundarventures/Pdf/SVL_RelatedPartyTransactionPolicy.pdf*

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

The information relating to conservation of energy, technology absorption, foreign exchange earnings and outgo as per section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 is annexed herewith as "Annexure - III".

EXTRACT OF THE ANNUAL RETURN

Pursuant to sub-section 3(a) of Section 134 and sub-section (3) of Section 92 of the Companies Act, 2013, read with Rule 12 of the Companies (Management and Administration) Rules, 2014 the extract of the annual return in Form No. MGT - 9 is included in this report as "Annexure - IV" and forms an integral part of this report.

PARTICULARS OF EMPLOYEES & RELATED DISCLOSURES

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed to this Report as "Annexure - V" and forms part of the Report.

VIGIL MECHANISM / WHISTLE BLOWER POLICY

The Company has adopted a Whistle Blower Policy to provide a formal mechanism to the Directors and Employees to report their concern about unethical behaviour, actual or suspected fraud or violation of the Company's Code of Conduct or ethics policy. The policy provides for adequate safeguards against victimization of employees who avail of the mechanism and also provides for direct access to the Chairman of the Audit Committee. The details of the Whistle Blower Policy is explained in the Corporate Governance Report and also posted on the website of the Company at the weblink *http://www.sastasundarventures.com/sastasundarventures/Pdf/SVL_whistle_blower_policy.pdf*

During the year under review, no complaints have been received/reported.

CORPORATE SOCIAL RESPONSIBILITY

In the absence of profit, there were no compulsions whatsoever on the Company to incur any spends on Corporate Social Responsibility ("CSR"). In such circumstances the Company has not voluntarily undertaken any CSR activity during the year under review.

POLICY ON PREVENTION OF INSIDER TRADING

Your Company has adopted a Code for Prevention of Insider Trading with a view to Regulate trading in equity shares

Directors' Report

of the Company by the Directors and designated employees of the Company. The said Code of Conduct is available on the website of the Company at *www.sastasundarventures.com*. The Code requires preclearance for dealing in Company's shares and prohibit the purchase or sale of shares in your company by the Directors and designated employees, while they are in possession of unpublished price sensitive information and also during the period when the Trading Window remains closed.

CORPORATE GOVERNANCE REPORT AND MANAGEMENT DISCUSSION & ANALYSIS REPORT

The Company is committed to maintain the highest standards of corporate governance and adhere to the corporate governance requirements as set out by SEBI. The Company has also implemented several best corporate governance practices. The report on Corporate Governance and Management Discussion & Analysis Report as stipulated under Schedule V of the SEBI (LODR) Reg, 2015 forms an integral part of this report.

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

In Compliance with the provisions of Regulation 34 of the SEBI (LODR) Reg, 2015 read with Schedule V of the said Regulations, the Corporate Governance Certificate issued by the Statutory Auditors M/s S. R. Batliboi & Co. LLP, Chartered Accountants regarding compliance with the conditions of Corporate Governance as stipulated is annexed to this report.

Your Company has taken adequate steps for strict compliance with the Corporate Governance guidelines, as amended from time to time.

CHIEF EXECUTIVE OFFICER (CEO) / CHIEF FINANCIAL OFFICER (CFO) CERTIFICATION

As required under Regulation 17(8) of the SEBI (LODR) Reg, 2015, the CEO/CFO certification has been submitted to the Board and a copy thereof is contained elsewhere in this Annual Report.

RISK MANAGEMENT POLICY

Your Company's risk management strategy strives to balance the trade off between risk and return and ensure optimal risk-adjusted return on capital, and entails independent identification, measurement and management of risks across the various businesses of your Company.

The Company has formulated a Risk Assessment & Management Policy which identify, evaluate business risks and opportunities. The risk management system of the Company is reviewed by the Audit Committee and the Board of Directors on a regular basis. During the year, no major risks were noticed, which may threaten the existence of the company.

The details of the same are covered in the Corporate Governance Report forming part of the Board's Report.

DIRECTORS' RESPONSIBILITY STATEMENT

The Directors acknowledges the responsibility for ensuring compliances with the provisions of section 134(3)(c) read with section 134(5) of the Companies Act, 2013 and provisions of the SEBI (LODR) Reg, 2015 and in the preparation of the annual accounts for the year ended 31st March, 2017 states that —

(a) in the preparation of the annual accounts, the applicable accounting standards had 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 and of the loss of the company for the year;

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

(d) the annual accounts have been prepared on a going concern basis;

Directors' Report

(e) they have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and

(f) proper systems had been devised to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

GREEN INITIATIVES IN CORPORATE GOVERNANCE

Ministry of Corporate Affairs has permitted Companies to send copies of Annual report, Notices, etc., electronically to the email IDs of shareholders. Your Company has arranged to send the soft copies of these documents to the registered email IDs of the shareholders, wherever available. In case, any shareholder would like to receive physical copies of these documents, the same shall be forwarded upon receipt of written request in this respect.

HUMAN RESOURCES

Our employees are our core resource and the Company has continuously evolved policies to strengthen its employee value proposition. Your Company was able to attract and retain best talent in the market and the same can be felt in the past growth of SastaSundar Group. The Company is constantly working on providing the best working environment to its Human Resources with a view to inculcate leadership, autonomy and towards this objective, your company spends large efforts on training. Your Company shall always place all necessary emphasis on continuous development of its Human Resources. The belief "great people create great organization" has been at the core of the Company's approach to its people.

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

Your Company is committed to provide a safe and secure environment to its women employees across its functions, as they are considered as integral and important part of the Organisation. Your company has in place an Anti-Sexual Harassment Policy in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013.

There was no case of sexual harassment reported during the year under review.

ACKNOWLEDGEMENTS

Your Directors take this opportunity to thank the Regulatory and Government Authorities, Bankers, Business Associates, Shareholders and the Customers of the Company for their continued support to the Company. The Directors express their deep sense of appreciation towards all the employees and staff of the Company and wish the management all the best for achieving greater heights in the future.

For and on behalf of the Board

Sd/-
B. L. Mittal
Chairman & Managing Director
DIN: 00365809

Date : 26th May, 2017
Place : Kolkata

Annexure to the Directors' Report

Annexure - I

FORM NO. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2017
[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To
The Members,
SASTASUNDAR VENTURES LIMITED

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by SASTASUNDAR VENTURES LIMITED (hereinafter called "the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

The Company's Management is responsible for preparation and maintenance of secretarial and other records and for devising proper systems to ensure compliance with the provisions of applicable laws and Regulations.

Based on our verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2017 generally complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2017, to the extent applicable, according to the provisions of:

i) The Companies Act, 2013 (the Act) and the rules made thereunder;

ii) The Securities Contracts (Regulation) Act, 1956 and Rules made thereunder;

iii) The Depositories Act, 1996 and Regulations and Bye-laws framed thereunder;

iv) Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct investment and External Commercial Borrowings;

v) The Regulations and Guidelines prescribed under the Securities & Exchange Board of India Act, 1992 ("SEBI Act") or by SEBI, to the extent applicable:

a) The Securities & Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011

b) The Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015

c) The Securities & Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009

d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014.

e) The Securities & Exchange Board of India (Issue and listing of Debt securities) Regulations, 2008

f) The Securities & Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993

g) The Securities & Exchange Board of India (Delisting of Equity Shares) Regulations, 2009

h) The Securities & Exchange Board of India (Buyback of Securities) Regulations, 1998

vi) The Company was deregistered as a Non- Banking Financial Company vide the order dated 21st March, 2015 of Regional Director, Reserve Bank of India. Thereafter Company is functioning as a Core Investment Company (CIC). The following acts/laws are applicable to the Company:

   a) Reserve Bank of India Act, 1934 (Chapter IIIB), sec 45 IA

   b) Non-Banking Financial Companies (Reserve Bank) Directions, 1998

Annexure to the Directors' Report

c) Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions 2007;

d) Master Circular dated 1st July, 2014 on Know Your Customer (KYC) Guidelines –And Money Laundering Standards (AML) -Prevention of Money Laundering Act, 2002

e) Master Circular dated 1st July, 2014 on Miscellaneous Instructions to NBFC – ND- SI;

f) Master Circular dated 1st July, 2014 on Fair Practices Code

g) Core Investment Companies (Reserve Bank) Directions, 2011 dated January 5, 2011;

h) Regulatory Framework for Core Investment Companies (CICs) dated 1st July, 2015;

i) Other Circulars/ Directions/ Guidelines issued by RBI from time to time.

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

a) Secretarial Standards issued by The Institute of Company Secretaries of India.

b) Provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

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

We further report that

a) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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

c) None of the directors in any meeting dissented on any resolution and hence there was no instance of recording any dissenting member's view in the minutes.

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period the company has passed special resolution

(i) under section 180(1)(a) of the Act for divestment of Microsec Capital Limited, a Wholly owned Subsidiary of the Company.

(ii) under Section 13(2) of the Act to change the name of the Company from "Microsec Financial Services Limited" to "Sastasundar Ventures Limited".

This report is to be read with our letter of even date which is annexed as Annexure - 1 which forms an integral part of this report.

For **MKB & Associates**
Company Secretaries
Neha Somani
[Partner]
ACS no. 44522
COP no. 17322
FRN: P2010WB042700

Date: 26th May, 2017
Place: Kolkata

Annexure to the Directors' Report

Annexure - 1

To
The Members,
SASTASUNDAR VENTURES LIMITED

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

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

For **MKB & Associates**
Company Secretaries
Neha Somani
[Partner]
ACS no. 44522
COP no. 17322
FRN: P2010WB042700

Date: 26th May, 2017
Place: Kolkata

Annexure to the Directors' Report

Annexure - II

Form No. AOC-2

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

Form for disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.

1	**Details of contracts or arrangements or transactions not at arm's length basis**	
	Name(s) of the related party and nature of relationship	Microsec Capital Limited, a wholly owned subsidiary company
	Nature of contracts/ arrangements/ transactions	Rendering of Corporate Advisory Services
	Duration of the contracts/ arrangements/ transactions	2nd April, 2013 to 31st January, 2017
	Salient terms of the contracts or arrangements or transactions including the value, if any	Providing Corporate Advisory Services: The Company provides the Advisory Services on various matters viz. Financial and Strategy Planning, Compliance matters with Statutory Authorities and Exchanges, fund planning, receivable management, formulate and updation of the internal controls etc.
	Justification for entering into such contracts or arrangements or transactions	All transactions would be carried out as part of the business requirements of the Company in ordinary course of business.
	Date(s) of approval by the Board	8th February, 2013 further ratified by the Board on 19th May, 2014. The said contract though upto 2nd April, 2018 was terminated on 31st January, 2017.
	Amount paid as advances, if any:	NIL
	Date on which the special resolution was passed in general meeting as required under first proviso to section 188	13th August, 2014

2	**Details of contracts or arrangements or transactions at arm's length basis**	
	Name(s) of the related party and nature of relationship	-
	Nature of contracts/arrangements/transactions	-
	Duration of the contracts / arrangements/transactions	-
	Salient terms of the contracts or arrangements or transactions including the value, if any;	-
	Date(s) of approval by the Board, if any;	-
	Amount paid as advances, if any	-

For and on behalf of the Board

Sd/-
B. L. Mittal
Chairman & Managing Director
DIN: 00365809

Date : 26th May, 2017
Place : Kolkata

Annexure to the Directors' Report

Annexure - III

DISCLOSURE OF THE PARTICULARS WITH RESPECT TO CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO AS REQUIRED UNDER SECTION 134(3)(m) OF THE COMPANIES ACT, 2013 READ WITH RULE 8(3) OF THE COMPANIES (ACCOUNTS) RULES, 2014

A) CONSERVATION OF ENERGY:

i)	the steps taken or impact on conservation of energy;	The Company is a Core Investment Company engaged in the business of healthcare services and as such its operations do not account for energy consumption. However, the Company is taking all possible measures to conserve energy by using efficient computer systems and procuring energy efficient equipment. As an ongoing process, your Company evaluates new technologies and techniques to make its infrastructure more energy efficient.
ii)	the steps taken by the company for utilising alternate sources of energy	
iii)	the capital investment on energy conservation equipments;	

B) TECHNOLOGY ABSORPTION:

From B: Disclosure of particulars with respect to Technology absorption	
Technology, absorption, adaptation and innovation:-	
Efforts made towards technology absorption	There is no change in technology used by the company
The benefits derived like product improvement, cost reduction, product development or import substitution	
In case of imported technology (imported during the last three years reckoned from the beginning of the financial year)- (a) the details of technology imported; (b) the year of import; (c) whether the technology been fully absorbed; (d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and	Not Applicable

Research & Development (R & D) -

The expenditure incurred on Research and Development	There were no activities in the nature of research and development involved in the business of the Company.

C) FOREIGN EXCHANGE EARNING AND OUTGO:

	FY 2016-17	**FY 2015-16**
Foreign Exchange earnings	**NIL**	**NIL**
Foreign Exchange outgo	**NIL**	**NIL**

For and on behalf of the Board

Sd/-
B. L. Mittal
Chairman & Managing Director
DIN: 00365809

Date : 26th May, 2017
Place : Kolkata

Annexure to the Directors' Report

Annexure - IV

Form No. MGT-9
EXTRACT OF ANNUAL RETURN
as on the financial year ended 31.03.2017
[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS

i)	CIN	L65993WB1989PLC047002
ii)	Registration Date	6th June, 1989
iii)	Name of the Company	Sastasundar Ventures Limited (Formerly Microsec Financial Services Limited)
iv)	Category / Sub-Category of the Company	Public Limited Company
v)	Address of the Registered office and contact details	Azimganj House, 2nd Floor, 7 Abanindra Nath Thakur Sarani (formerly Camac Street), Kolkata - 700 017 Tel: 033 2282 9330 Fax: 033 2282 9335
vi)	Whether listed company (Yes / No)	Yes
vii)	Name, Address and Contact details of Registrar and Transfer Agent, if any	Link Intime India Private Limited 59C, Chowringhee Road, 3rd Floor, Kolkata - 700 020 Tel: 033 2289 0540 Fax: 033 2289 0539

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

All the business activities contributing 10% or more of the total turnover of the company shall be stated:-

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1.	Professional Fees	70200	92.20

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

Sl. No.	Name and Address of the Company	CIN/ GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	Microsec Capital Limited Shivam Chambers, 1st Floor, 53 Syed Amir Ali Avenue, Kolkata - 700 019	U51909WB1995PLC072876	Subsidiary	100	2(87)
2	Microsec Resources Private Limited Azimganj House, 7 Camac Street, 2nd Floor, Kolkata - 700 017	U51109WB1994PTC066509	Subsidiary	100	2(87)
3	Innogrow Technologies Limited (Formerly Microsec Technologies Limited) Innovation Tower, Premise No. 16-315, Plot No. DH6/32, Action Area - 1D, Newtown, Rajarhat, Kolkata – 700156	U72200WB2002PLC094642	Subsidiary	100	2(87)

Annexure to the Directors' Report

Sl. No.	Name and Address of the Company	CIN/ GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
4	Microsec Commerze Limited Shivam Chambers, 1st Floor, 53 Syed Amir Ali Avenue, Kolkata - 700 019	U74140WB1994PLC066386	Step down Subsidiary	100	2(87)
5	Microsec Insurance Brokers Limited Shivam Chambers, 1st Floor, 53 Syed Amir Ali Avenue, Kolkata - 700 019	U67200WB2002PLC095275	Step Down Subsidiary	100	2(87)
6	PRP Technologies Limited Shivam Chambers, 1st Floor, 53 Syed Amir Ali Avenue, Kolkata - 700 019	U72200WB2007PLC119759	Subsidiary	100	2(87)
7	Sastasundar Healthbuddy Limited (Formerly Microsec Health Buddy Limited) Azimganj House, 7 Camac Street, 2nd Floor, Kolkata - 700 017	U15411WB2011PLC160195	Subsidiary	100	2(87)
8	Bharatiya Sanskriti Village Private Limited Jindal Towers, 21/1A/3 Darga Road, Unit - 502, Block- B, 5th Floor, Kolkata - 700 017	U92140WB2011PTC166740	Subsidiary	100	2(87)
9	Myjoy Tasty Food Private Limited Jindal Towers, 21/1A/3 Darga Road, Unit - 502, Block- B, 5th Floor, Kolkata - 700 017	U55209WB2011PTC162516	Subsidiary	100	2(87)
10	Myjoy Hospitality Private Limited Jindal Towers, 21/1A/3 Darga Road, Unit - 502, Block- B, 5th Floor, Kolkata - 700 017	U55101WB2011PTC162474	Step Down Subsidiary	100	2(87)
11	Myjoy Technologies Private Limited Microsec Block, Azimganj House, 7 Camac Street, 2nd Floor, Kolkata - 700 017	U72200WB2011PTC164402	Step Down Subsidiary	100	2(87)
12	Sasta Sundar Shop Private Limited Jindal Towers, 21/1A/3 Darga Road, Unit - 502, Block- B, 5th Floor, Kolkata - 700 017	U74999WB2011PTC165465	Step Down Subsidiary	100	2(87)
13	Brandbuddy Engage Analytics Private Limited (Formerly Microsec Tech Solutions Private Limited) Innovation Tower, Premises No. 16-315, Plot No. DH6/32, Action Area - 1D, Newtown, Rajarhat, Kolkata - 700156	U72300WB2015PTC205351	Step Down Subsidiary	100	2(87)

Annexure to the Directors' Report

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

i) Category-wise Share Holding:

Sr No	Category of Shareholders	Shareholding at the beginning of the year				Shareholding at the end of the year				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(A)	Shareholding of Promoter and Promoter Group									
[1]	Indian									
(a)	Individuals / Hindu Undivided Family	12078793	0	12078793	37.97	11738793	0	11738793	36.91	-1.06
(b)	Central Government / State Government(s)	0	0	0	0.00	0	0	0	0.00	0.00
(c)	Financial Institutions / Banks	0	0	0	0.00	0	0	0	0.00	0.00
(d)	Any Other (Specify)	1241000	0	1241000	3.90	1241000	0	1241000	3.90	0.00
	Bodies Corporate	9479744	0	9479744	29.80	10077509	0	10077509	31.67	+1.87
	Sub Total (A)(1)	**22799537**	**0**	**22799537**	**71.67**	**23057302**	**0**	**23057302**	**72.48**	**+0.81**
[2]	Foreign									
(a)	Individuals (Non-Resident Individuals / Foreign Individuals)	0	0	0	0.00	0	0	0	0.00	0.00
(b)	Government	0	0	0	0.00	0	0	0	0.00	0.00
(c)	Institutions	0	0	0	0.00	0	0	0	0.00	0.00
(d)	Foreign Portfolio Investor	0	0	0	0.00	0	0	0	0.00	0.00
(e)	Any Other (Specify)									
	Sub Total (A)(2)	0	0	0	0.00	0	0	0	0.00	0.00
	Total Shareholding of Promoter and Promoter Group(A)=(A)(1)+(A)(2)	**22799537**	**0**	**22799537**	**71.67**	**23057302**	**0**	**23057302**	**72.48**	**+0.81**
(B)	Public Shareholding									
[1]	Institutions									
(a)	Mutual Funds / UTI	0	0	0	0.00	0	0	0	0.00	0.00
(b)	Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
(c)	Alternate Investment Funds	0	0	0	0.00	0	0	0	0.00	0.00
(d)	Foreign Venture Capital Investors	0	0	0	0.00	0	0	0	0.00	0.00
(e)	Foreign Portfolio Investor	127500	0	127500	0.40	97110	0	97110	0.31	-0.09
(f)	Financial Institutions / Banks	16515	0	16515	0.05	16515	0	16515	0.05	0.00
(g)	Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
(h)	Provident Funds/ Pension Funds	0	0	0	0.00	0	0	0	0.00	0.00
(i)	Any Other (Specify)									
	Sub Total (B)(1)	**144015**	**0**	**144015**	**0.45**	**113625**	**0**	**113625**	**0.36**	**-0.09**

Annexure to the Directors' Report

Sr No	Category of Shareholders	Shareholding at the beginning of the year				Shareholding at the end of the year				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
[2]	Central Government/ State Government(s)/ President of India									
	Sub Total (B)(2)	**0**	**0**	**0**	**0.00**	**0**	**0**	**0**	**0.00**	**0.00**
[3]	Non-Institutions									
(a)	Individuals									
(i)	Individual shareholders holding nominal share capital upto ₹ 2 lakh.	2830031	148	2830179	8.90	2532729	177	2532906	7.96	-0.94
(ii)	Individual shareholders holding nominal share capital in excess of ₹ 2 lakh	1183559	0	1183559	3.72	1237437	0	1237437	3.89	+0.17
(b)	NBFCs registered with RBI	0	0	0	0.00	0	0	0	0.00	0.00
(c)	Employee Trusts	0	0	0	0.00	0	0	0	0.00	0.00
(d)	Overseas Depositories(holding DRs) (balancing figure)	0	0	0	0.00	0	0	0	0.00	0.00
(e)	Any Other (Specify)									
	Trusts	316	1783400	1783716	5.61	316	1783400	1783716	5.61	0.00
	Hindu Undivided Family	310644	0	310644	0.98	298642	0	298642	0.94	-0.04
	Non Resident Indians (Non Repat)	10903	0	10903	0.03	9416	0	9416	0.03	0.00
	Non Resident Indians (Repat)	88298	0	88298	0.28	42306	0	42306	0.13	-0.15
	Clearing Member	282206	0	282206	0.89	519078	0	519078	1.63	+0.74
	Bodies Corporate	2377443	0	2377443	7.47	2216072	0	2216072	6.97	-0.50
	Sub Total (B)(3)	**7083400**	**1783548**	**8866948**	**27.87**	**6855996**	**1783577**	**8639573**	**27.16**	**-0.72**
	Total Public Shareholding(B)=(B)(1)+(B)(2)+(B)(3)	**7227415**	**1783548**	**9010963**	**28.33**	**6969621**	**1783577**	**8753198**	**27.52**	**-0.81**
	Total (A)+(B)	**30026952**	**1783548**	**31810500**	**100.00**	**30026923**	**1783577**	**31810500**	**100.00**	**0.00**
(C)	Non Promoter - Non Public									
[1]	Custodian/DR Holder	0	0	0	0.00	0	0	0	0.00	0.00
[2]	Employee Benefit Trust (under SEBI (Share based Employee Benefit) Regulations, 2014)	0	0	0	0.00	0	0	0	0.00	0.00
	Total (A)+(B)+(C)	**30026952**	**1783548**	**31810500**	**100.00**	**30026923**	**1783577**	**31810500**	**100.00**	**0.00**

Annexure to the Directors' Report

(ii) Shareholding of Promoters

Sl. No	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of 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	% change in share holding during the year
1	Banwari Lal Mittal	10816000	34.00	0.00	10816000	34.00	0.00	0.00
2	Topview Enclaves LLP	7434069	23.37	0.00	7691834	24.18	0.00	+0.81
3	Luv Kush Projects Limited	1245675	3.92	0.00	1585675	4.98	0.00	+1.06
4	Ravi Kant Sharma Jointly with Luv Kush Projects Ltd. as trustees of Microsec Vision Trust One	1241000	3.90	0.00	1241000	3.90	0.00	0.00
5	Ravi Kant Sharma	923893	2.90	0.00	583893	1.84	0.00	-1.06
6	Longrange Management Services Pvt. Ltd.	800000	2.51	0.00	800000	2.51	0.00	0.00
7	Bharati Sharma	323200	1.02	0.00	323200	1.02	0.00	0.00
8	Abha Mittal	15700	0.05	0.00	15700	0.05	0.00	0.00
	Total	**22799537**	**71.67**	**0.00**	**23057302**	**72.48**	**0.00**	**+0.81**

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

Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):

Date	Reason	No. of shares purchased / sale	% of total shares of the company	Cumulative No. of shares	Cumulative % of total shares of the company
Ravi Kant Sharma					
As on 01.04.2016				923893	2.90
31-Mar-2017	Sale	(340000)	1.06	583893	1.84
Luv Kush Projects Limited					
As on 01.04.2016				1245675	3.92
31-Mar-2017	Buy	340000	1.06	1585675	4.98
Topview Enclaves LLP					
As on 01.04.2016				7434069	23.37
11-Aug-16	Buy	59393	0.19	7493462	23.56
25-Aug-16	Buy	22073	0.07	7515535	23.63
26-Aug-16	Buy	1644	0.01	7517179	23.63
29-Aug-16	Buy	10000	0.03	7527179	23.66

Annexure to the Directors' Report

Date	Reason	No. of shares purchased / sale	% of total shares of the company	Cumulative No. of shares	Cumulative % of total shares of the company
30-Oct-16	Buy	4331	0.01	7531510	23.68
22-Nov-16	Buy	10523	0.03	7542033	23.71
23-Nov-16	Buy	6840	0.02	7548873	23.73
25-Nov-16	Buy	10000	0.03	7558873	23.76
28-Nov-16	Buy	6464	0.02	7565337	23.78
29-Nov-16	Buy	6220	0.02	7571557	23.80
30-Nov-16	Buy	4717	0.01	7576274	23.82
1-Dec-16	Buy	21756	0.07	7598030	23.89
2-Dec-16	Buy	10000	0.03	7608030	23.92
6-Dec-16	Buy	5000	0.02	7613030	23.93
9-Dec-16	Buy	15102	0.05	7628132	23.98
13-Dec-16	Buy	10460	0.03	7638592	24.01
14-Dec-16	Buy	5706	0.02	7644298	24.03
15-Dec-16	Buy	1368	0.00	7645666	24.04
16-Dec-16	Buy	1000	0.00	7646666	24.04
19-Dec-16	Buy	605	0.00	7647271	24.04
20-Dec-16	Buy	4100	0.01	7651371	24.05
21-Dec-16	Buy	5000	0.02	7656371	24.07
22-Dec-16	Buy	5000	0.02	7661371	24.08
23-Dec-16	Buy	16111	0.05	7677482	24.14
26-Dec-16	Buy	12941	0.04	7690423	24.18
27-Dec-16	Buy	1411	0.00	7691834	24.18

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

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Shareholding at the end of the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	MICROSEC VISION EMPLOYEE TRUST	1783400	5.61	1783400	5.61
2.	QOPPA TRADING PRIVATE LIMITED	390000	1.22	869	0.01
3.	SREE SEATING SYSTEMS LLP	349243	1.10	0	0.00
4.	SHASHI LAHOTI	208500	0.66	106000	0.33
5.	SUSHIL LAHOTI	202500	0.64	322000	1.01
6.	QUANT CAPITAL HOLDINGS PRIVATE LIMITED	200000	0.63	32500	0.10
7.	APARESH INFOTECH PVT LTD	200000	0.63	200000	0.63
8.	GIRDHAR FISCAL SERVICES PVT LTD	185443	0.58	186343	0.58
9.	QUANT BROKING PRIVATE LIMITED	185443	0.58	192000	0.60
10.	GOLDEN GOENKA CREDIT PVT LTD	176078	0.55	199716	0.62
11.	SARDARSINGH GOPALSINGH KARNAVAT	170000	0.53	0	0.00
12.	RUBY CHOUDHARY	120000	0.37	120000	0.37
13.	QCAP SECURITIES PRIVATE LIMITED	0	0.00	209030	0.66
14.	VRAJRAJ CONSULTANCY LLP	0	0.00	131367	0.41

Annexure to the Directors' Report

Date wise Increase / Decrease in Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat equity etc):

Sl. No.	Date	Reason	No. of shares purchased / sale	% of total shares of the company	Cumulative No. of shares	Cumulative % of total shares of the company
1	**SUSHIL LAHOTI**					
	As on 01.04.2016				202500	0.64
	06 May 2016	Buy	5000	0.01	207500	0.65
	10 Jun 2016	Buy	10000	0.03	217500	0.68
	24 Jun 2016	Buy	15000	0.05	232500	0.73
	01 Jul 2016	Buy	5000	0.02	237500	0.75
	15 Jul 2016	Buy	6000	0.02	243500	0.77
	22 Jul 2016	Buy	1000	0.00	244500	0.77
	29 Jul 2016	Buy	12500	0.04	257000	0.81
	19 Aug 2016	Buy	65000	0.20	322000	1.01
2	**QCAP SECURITIES PRIVATE LIMITED**					
	As on 01.04.2016				0	0.00
	03-Mar-2017	Buy	209030	0.66	209030	0.66
3	**GOLDEN GOENKA CREDIT PVT LTD**					
	As on 01.04.2016				176078	0.55
	08 Apr 2016	Buy	5000	0.02	181078	0.57
	15 Apr 2016	Sale	(9)	0.00	181069	0.57
	22 Apr 2016	Sale	(1500)	-0.01	179569	0.56
	29 Apr 2016	Buy	2000	0.01	181569	0.57
	06 May 2016	Sale	(2000)	-0.01	179569	0.56
	03 Jun 2016	Buy	1000	0.01	180569	0.57
	24 Jun 2016	Sale	(2000)	-0.01	178569	0.56
	30 Jun 2016	Sale	(3000)	-0.01	175569	0.55
	08 Jul 2016	Sale	(1000)	0.00	174569	0.55
	12 Aug 2016	Buy	24500	0.07	199069	0.62
	19 Aug 2016	Buy	14803	0.05	213872	0.67
	26 Aug 2016	Buy	32118	0.10	245990	0.77
	02 Sep 2016	Buy	3000	0.01	248990	0.78
	02 Dec 2016	Sale	(6990)	-0.02	242000	0.76
	09 Dec 2016	Sale	(2000)	-0.01	240000	0.75
	16 Dec 2016	Sale	(2000)	-0.01	238000	0.74
	23 Dec 2016	Sale	(12500)	-0.03	225500	0.71
	30 Dec 2016	Sale	(7000)	-0.02	218500	0.69
	03 Feb 2017	Sale	(11000)	-0.04	207500	0.65
	10 Feb 2017	Sale	(1134)	0.00	206366	0.65
	24 Feb 2017	Sale	(2000)	-0.01	204366	0.64
	03 Mar 2017	Sale	(150)	0.00	204216	0.64
	17 Mar 2017	Sale	(4500)	-0.01	199716	0.63
4	**QUANT BROKING PRIVATE LIMITED**					
	As on 01.04.2016				185443	0.44
	01 Apr 2016	Sale	(6630)	-0.02	134900	0.42

Annexure to the Directors' Report

Sl. No.	Date	Reason	No. of shares purchased / sale	% of total shares of the company	Cumulative No. of shares	Cumulative % of total shares of the company
	08 Apr 2016	Sale	(25714)	-0.08	109186	0.34
	15 Apr 2016	Buy	209030	0.66	318216	1.00
	29 Apr 2016	Sale	(76686)	-0.24	241530	0.76
	01 Jul 2016	Sale	(209030)	-0.66	32500	0.10
	28 Oct 2016	Buy	209030	0.66	241530	0.76
	24 Feb 2017	Sale	(485)	0.00	241045	0.76
	03 Mar 2017	Sale	(208545)	-0.66	32500	0.10
	10 Mar 2017	Sale	(20499)	-0.06	12001	0.04
	17 Mar 2017	Sale	(420)	0.00	11581	0.04
	24 Mar 2017	Buy	57167	0.18	68748	0.22
	31 Mar 2017	Buy	123252	0.39	192000	0.61
5	**GIRDHAR FISCAL SERVICES PVT LTD**					
	As on 01.04.2016				185443	0.58
	08 Apr 2016	Sale	(474)	0.00	184969	0.58
	15 Apr 2016	Buy	874	0.00	185843	0.58
	12 Aug 2016	Buy	5000	0.02	190843	0.60
	30 Sep 2016	Buy	810	0.00	191653	0.60
	07 Oct 2016	Sale	(810)	0.00	190843	0.60
	09 Dec 2016	Sale	(2000)	-0.01	188843	0.59
	23 Dec 2016	Sale	(1500)	0.00	187343	0.59
	30 Dec 2016	Sale	(1000)	0.00	186343	0.59
6	**VRAJRAJ CONSULTANCY LLP**					
	As on 01.04.2016				0	0.00
	06 Jan 2017	Buy	10000	0.03	10000	0.03
	20 Jan 2017	Buy	65494	0.20	75494	0.23
	27 Jan 2017	Buy	279	0.00	75773	0.23
	03 Feb 2017	Buy	32274	0.10	108047	0.34
	10 Feb 2017	Buy	10000	0.03	118047	0.37
	17 Feb 2017	Buy	13320	0.04	131367	0.41
7	**SHASHI LAHOTI**					
	As on 01.04.2016				208500	0.66
	15 Apr 2016	Sale	(25000)	-0.08	183500	0.58
	22 Apr 2016	Sale	(18500)	-0.06	165000	0.52
	06 May 2016	Buy	2000	0.01	167000	0.53
	13 May 2016	Buy	4000	0.01	171000	0.54
	20 May 2016	Buy	2000	0.00	173000	0.54
	27 May 2016	Buy	19245	0.06	192245	0.60
	03 Jun 2016	Buy	245	0.00	192490	0.60
	10 Jun 2016	Buy	11726	0.04	204216	0.64
	17 Jun 2016	Buy	12284	0.04	216500	0.68
	24 Jun 2016	Buy	2485	0.01	218985	0.69
	30 Jun 2016	Sale	(9116)	-0.03	209869	0.66
	01 Jul 2016	Buy	12621	0.04	222490	0.70

Annexure to the Directors' Report

Sl. No.	Date	Reason	No. of shares purchased / sale	% of total shares of the company	Cumulative No. of shares	Cumulative % of total shares of the company
	08 Jul 2016	Buy	1010	0.00	223500	0.70
	29 Jul 2016	Sale	(9500)	-0.03	214000	0.67
	12 Aug 2016	Sale	(7750)	-0.02	206250	0.65
	19 Aug 2016	Buy	7143	0.02	213393	0.67
	26 Aug 2016	Buy	4856	0.02	218249	0.69
	02 Sep 2016	Sale	(10254)	-0.03	207995	0.65
	09 Sep 2016	Sale	(20995)	-0.06	187000	0.59
	16 Sep 2016	Sale	(6805)	-0.02	180195	0.57
	23 Sep 2016	Sale	(27195)	-0.09	153000	0.48
	30 Sep 2016	Sale	(47000)	-0.15	106000	0.33
	24 Mar 2017	Buy	19640	0.06	125640	0.39
	31 Mar 2017	Sale	(19640)	-0.06	106000	0.33
8	**QUANT CAPITAL HOLDINGS PRIVATE LIMITED**					
	As on 01.04.2016				200000	0.63
	01 Apr 2016	Buy	6630	0.02	206630	0.65
	08 Apr 2016	Buy	2400	0.01	209030	0.66
	24 Feb 2017	Sale	(208545)	-0.66	485	0.00
	31 Mar 2017	Buy	32015	0.10	32500	0.10
9	**QOPPA TRADING PRIVATE LIMITED**					
	As on 01.04.2016				390000	1.23
	10 Mar 2017	Sale	(67871)	-0.21	322129	1.01
	17 Mar 2017	Sale	(22860)	-0.07	299269	0.94
	24 Mar 2017	Sale	(68748)	-0.22	230521	0.72
	31 Mar 2017	Sale	(229652)	-0.72	869	0.00
10	**SREE SEATING SYSTEMS LLP**					
	As on 01.04.2016				349243	1.10
	12 Aug 2016	Sale	(349243)	-1.10	0	0.00
11	**SARDARSINGH GOPALSINGH KARNAVAT**					
	As on 01.04.2016				170000	0.53
	22 Apr 2016	Sale	(50000)	-0.16	120000	0.37
	30 June 2016	Buy	15000	+0.05	135000	0.42
	22 Jul 2016	Sale	(20000)	-0.06	115000	0.36
	29 Jul 2016	Sale	(15000)	-0.05	100000	0.31
	05 Aug 2016	Sale	(100000)	-0.31	0	0.00

Annexure to the Directors' Report

(v) Shareholding of Directors and Key Managerial Personnel:

Name of 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
Directors				
Banwari Lal Mittal	10816000	34.00	10816000	34.00
Ravi Kant Sharma	923893	2.90	583893	1.84
Abha Mittal	15700	0.05	15700	0.05
Key Managerial Personnel				
Mr. Biplab Kumar Mani	50	0.00	50	0.00
Mr. Amrit Daga	-	-	-	-

Note:

Mr. Parimal Kumar Chattaraj, Mr. Raj Narain Bhardwaj and Mr. Deba Prasad Roy, Directors do not hold any share of the Company.

V. INDEBTEDNESS

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year i) Principal Amount ii) Interest due but not paid iii) Interest accrued but not due	NIL	NIL	NIL	NIL
Total (i + ii + iii)	NIL	NIL	NIL	NIL
Change in Indebtedness during the financial year • Addition • Reduction	NIL	NIL	NIL	NIL
Net Change	NIL	NIL	NIL	NIL
Indebtedness at the end of the financial year: i) Principal Amount ii) Interest due but not paid iii) Interest accrued but not due	NIL	NIL	NIL	NIL
Total (i + ii + iii)	NIL	NIL	NIL	NIL

Annexure to the Directors' Report

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager: (₹ in Lacs)

Sl. No.	Particulars of Remuneration	Name of Managing Director - Mr. Banwari Lal Mittal	Total Amount
1.	Gross salary (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	22.77 - -	22.77* - -
2.	Stock Option	-	-
3.	Sweat Equity	-	-
4.	Commission - as % of profit	-	-
5.	Others – Employers Contribution to PF and insurance premium	0.95	0.95
	Total (A)	**23.72**	**23.72**
	Ceiling as per the Act	Section 197 of the Companies Act, 2013 read with Schedule V	

**Salary received from the Company upto June 30, 2016.*

B. Remuneration to other directors: (₹ in Lacs)

	Particulars of Remuneration	Name of Directors			Total Amount
1.	Independent Directors	**Mr. Parimal Kumar Chattaraj**	**Mr. Raj Narain Bhardwaj**	**Mr. Deba Prasad Roy**	
	Fee for attending board / committee meetings	4.90	5.90	5.90	16.70
	Commission	-	-	-	-
	Others, please specify	-	-	-	-
	Total (1)	4.90	5.90	5.90	16.70
2.	Other Non-Executive Directors	**Mr. Ravi Kant Sharma**	**Mrs. Abha Mittal**	**Total Amount**	
	Fee for attending board / committee meetings	-	-	-	
	Commission	-	-	-	
	Others, please specify	-	-	-	
	Total (2)	-	-	-	
	Total (B)=(1+2)	-	-	-	
	Total Managerial Remuneration	-	-	-	
	Overall Ceiling as per the Act*	-	-	-	

* All the Independent Directors have been paid only sitting fees for attending board meetings and committee meetings which is well within the limits prescribed under the Companies Act, 2013.

Annexure to the Directors' Report

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD: (₹ in Lacs)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		
		Mr. Amrit Daga, Chief Financial Officer	Mr. Biplab Kumar Mani, Company Secretary	Total Amount
1	Gross salary (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	14.81 0.32 -	13.97 0.32 -	28.78 0.64 -
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission - as % of profit -	-	-	-
5	Others - Employers Contribution to PF and insurance premium	0.74	0.28	1.02
	Total	**15.87**	**14.57**	**30.44**

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

Sd/-
B. L. Mittal
Chairman & Managing Director
DIN: 00365809

Date : 26th May, 2017
Place : Kolkata

Annexure to the Directors' Report

Annexure - V

INFORMATION PURSUANT TO SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

Sr. No.	Requirements of Rule 5(1)	Details
i)	the ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year;	Mr. Banwari Lal Mittal, Managing Director : 5.50:1 (salary annualised for the purpose of calculation) Mr. Ravi Kant Sharma, Non Executive Director: Nil Mr. Parimal Kumar Chattaraj, Independent Director : 0.45:1 Mr. Raj Narain Bhardwaj, Independent Director : 0.54:1 Mr. Deba Prasad Roy, Independent Director : 0.54:1 Mrs. Abha Mittal, Non Executive Director - Nil (*Independent Directors are only entitled to sitting fees and no fees being paid to Non executive Directors)
ii)	the percentage increase in remuneration of each director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year	**Director**: Mr. Banwari Lal Mittal : Nil Mr. Ravi Kant Sharma : Nil Mr. Parimal Kumar Chattaraj : Nil Mr. Raj Narain Bhardwaj : Nil Mr. Deba Prasad Roy : Nil Mrs. Abha Mittal- Nil **Key Managerial Personnel:** Mr. Amrit Daga, CFO - Nil Mr. Biplab Kumar Mani, CS - Nil
iii)	the percentage increase in the median remuneration of employees in the financial year;	-
iv)	the number of permanent employees on the rolls of company	6 employees as on 31.03.2017
v)	average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration;	During the year under review there was no increase of salary of managerial and non-managerial employees of the Company.
vi)	affirmation that the remuneration is as per the remuneration policy of the company.	The remuneration paid during the financial ended 31st March, 2017 is as per the remuneration policy of the Company.

Annexure to the Directors' Report

The statement showing the list of top ten employees and their remuneration as on 31st March, 2017:

Sr. No.	Name of Employee	Designation	Remuneration received (₹In lacs)	Qualification and experience of the employee	Date of commencement of employment	Age of the employee	The last employment held by such employee before joining the Company	the percentage of equity shares held by the employee in the Company within meaning of clause (iii) of sub rule (2) above	whether such employee is a relative of any other director or manager of the company	Nature of employment, whether contractual or otherwise
1	Banwari Lal Mittal	Managing Director	23.72	FCA, FCS, FCMA	01.07.2007	49	Microsec Capital Limited	34.00%	Yes	Permanent
2	Amrit Daga	Chief Financial Officer	15.88	ACA , ACS	12.08.2015	31	Microsec Capital Limited	NIL	No	Permanent
3	Biplab Kumar Mani	Company Secretary	14.57	ACS, LLB	19.02.2007	41	RCL Cements Limited	50 equity shares	No	Permanent
4	Vinit Pagaria	Sr. VP - Treasury	4.67	ACA, CFA, FRM	01.12.2016	35	Microsec Capital Limited	NIL	No	Permanent
5	Mahuya De	AVP- HR	7.36	B.A., M.A, MBA (HR)	01.09.2008	37	Bajaj Allianz Financial Distribution Ltd.	NIL	No	Permanent
6	Subir Basu	Manager - Accounts	3.75	M Com	11.02.2011	48	Merit Investment Ltd.	NIL	No	Permanent

For and on behalf of the Board

Sd/-
B. L. Mittal
Chairman & Managing Director
DIN: 00365809

Date : 26th May, 2017
Place : Kolkata

Management Discussion and Analysis Report

ECONOMIC OVERVIEW & OUTLOOK

India's real GDP growth for fiscal 2017 was 7.1% as per Central Statistical Office (CSO), in comparison to 7.9% in FY 2016. The growth is likely to increase to 7.4% in FY 2018 according to CRISIL estimates. Reforms like Goods & Service Tax (GST) are likely to boost the GDP and as per International Monetary Fund (IMF), it can raise India's medium-term GDP growth to over 8%.

Changing Disease Patterns in India

India is experiencing a rapid transition with the rising burden of chronic Non-Communicable Disease (NCDs) like Cardiovascular Disease (CVDs), diabetes mellitus, chronic obstructive pulmonary diseases, cancer, mental health disorders, injuries, etc. NCDs are the main reasons for mortality and morbidity in both urban and rural population with a considerable loss in potentially productive years (aged 35-64 years) of life.

NCDs, currently, account for around 60% of the total deaths. The rising burden of NCDs has been attributed to multiple health transitions such as demographic, epidemiological, and nutritional (high-calorie consumption and low physical activity levels) transitions. It has also been noted that the prevalence of NCDs, as a result of lifestyle patterns, have increased twofold in the last decade compared to communicable diseases.

CVDs:

Currently, about 2.7 million people die due to CVDs and it has been estimated to increase by 1.5 million by 2030. Estimates indicate that currently there are about 30 million coronary heart disease (CHD) patients, with 14 million residing in rural and 16 million in urban areas. The prevalence of CHD in people aged ≥20 years ranges from 6.6-12.7% in urban India and from 2.1-4.3% in rural India. During the past few decades, CHDs' prevalence has increased almost four-fold in rural areas and six-fold in urban areas as a result of varied health transitions.

Diabetes Mellitus:

The rapidly increasing incidence and prevalence rate of diabetes mellitus in India has led to the country being labelled as the "diabetes capital" of the world. Most recent estimates of the International Diabetes Federation (IDF), report that there are about 65 million people with diabetes in India and this disease accounts for almost a million deaths annually. The incidence rate of diabetes has been projected to increase to 109 million by 2035.

Hypertension:

Hypertension is the leading risk factor for CVDs and accounts for nearly 10% of all the deaths in India. There are currently 20-40% adults in urban areas and 12-17% in the rural areas who suffer from it. The number of hypertensive patients in India is projected to nearly double from 118 million in 2000 to 213 million by 2025. Besides, nearly 40% adults have prehypertension, a precursor condition with high likelihood of converting into hypertension if left unaddressed.

Burden and Social Determinants of NCDs in India:

According to the World Health Organization (WHO), India ranks very high among the nations struck by the rising wave of premature deaths caused by NCDs. Children, adults, and the elderly are all vulnerable to the risk factors that contribute to NCDs, whether from unhealthy diets, physical inactivity, exposure to tobacco smoke or the effects of the harmful use of alcohol.

Globalization and Urbanization:

Rapid urbanization, increased motorization, mechanization, and sedentary lifestyle, especially among the working age groups, predispose the population to premature NCDs. India is poised to experience significant urban growth over the next 35 years. This suggests that more individuals will encounter urban risk factors for NCDs, which could contribute to an increase in disease burden and related economic losses.

Increasing Life Expectancy:

In addition to globalization and urbanization, demographic changes are also driving the rise in NCDs. Life expectancy

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in India is currently 66 years but is expected to climb to 73 years by 2050. As a result, the share of individuals aged 50 years and older is projected to increase significantly from about 16% of India's population (roughly 190 million) in 2014 to more than 31% (approximately 506 million) by 2050. The segment of those aged 60 years and more will grow from 8% to 18% of the total population in that same time frame, and the relative size of the population aged 80 years and older will also rise sharply, from 1% to 2.3%. Given the increase in the share of India's elderly population, the burden of NCDs is also likely to increase.

Economic Impact of NCDs in India:

NCDs and risk factors entail huge costs not only to individuals but also to the national economy. Most people suffering from NCDs incur out-of-pocket expenses to take care of healthcare costs. Medicines account for up to 45% of this expenditure. In 2010, the annual direct cost per diabetic individual was reported to be US $525, and the annual total cost of diabetes care in India was estimated to be US $32 Billion. During 2005-2015, the projected income loss due to CVD and diabetes alone is likely to be more than US $237 Billion. For obtaining NCD care, individuals and families often resort to distress financing and shell out vast amounts of catastrophic expenditures, which impoverish and ultimately drive people to poverty. Furthermore, families suffering from NCDs suffer income losses not only due to the disease but also due to treatment and premature death.

Patient Access to Medicines: A Growing Challenge

Chronic conditions like diabetes, hypertension, etc. require patients to regularly use medications for the rest of their lives. However, it has been observed in many studies that poor compliance with therapy is the most important reason for inadequate control of various chronic diseases like hypertension, hyperlipidemia, diabetes, etc. It has also been shown that almost all patients who had poor compliance with drugs, eventually dropped out of treatments completely and, therefore, did not benefit from the treatment effects. Thus, lack of access to continuing treatment is associated with poor health outcomes and/or premature death, thus impacting the economic growth of the country.

In order to formulate effective strategies to contain the problem of non-compliance, there is a need to systematically review the factors contributing to non-compliance. Some of the patient-related factors contributing to poor medication adherence include suboptimal health literacy, limited access to care, high medication costs, long waiting times at the healthcare set up or pharmacy, lack of family or social support etc.

Urbanization and industrialization are causing rapid growth of the nuclear family system in the society. According to a report released by BCG in 2015, it has been estimated that more than 200 million households will have nuclear families by 2020. The urban nuclear family members have a busy lifestyle and are left with very limited personal time. In the absence of a functional social welfare system, the family remains a major source of support for the elderly in India. The prevailing nuclear family structure and intergenerational conflicts limit the support and care for elderly adults. This transition from a traditional extended family structure to a nuclear family structure has isolated the elderly, thus reducing their access to medicines.

On the contrary, people who live in remote villages have inadequate access to medications since they are required to travel to nearby towns to access the services. Lack of reliable means of transport, long waiting and journey times, and high transport costs in addition to the medication costs indirectly affect access to medicines, thereby affecting patient compliance.

Thus, there is a need for comprehensive strategies in order to improve access to medicines and, thus, encourage consistent medication usage among people with chronic conditions in both urban and rural India. Access to medicines is determined by ensuring that the drugs required to respond to the population's health needs are provided at the right time, at the desired location, in an adequate format and according to proper protocols, at a price that would not exploit the financial situation of the community or an individual.

The key barriers, which prevent people from accessing quality affordable medicines in India, include:

- Lack of Accessibility and Availability
- Lack of Affordability

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- Lack of Awareness

These barriers could be effectively overcome by adopting technology, especially Internet, into the healthcare system. Internet-based technology advances healthcare by improving the following:

- Access to Information / Knowledge:

  – The Internet is an ocean of knowledge and, once logged in, a consumer gets the power to make more informed decisions. For example, a patient today is able to learn about his / her condition, treatment options, and best practices in managing the condition, regardless of his / her location or financial situation.

- Access to Health Services:

  – The Internet enables access to qualified specialists and doctors, which is otherwise difficult for a consumer to physically locate. Through telemedicine, a village dweller in India can also interact with top specialists anywhere in large cities, or perhaps even globally.

  – Through e-Pharmacy, e-Diagnostics, e-Healthcare, etc., consumers in different parts of the country can access the services at their doorstep through a well-tracked system, which would strengthen the authenticity in the supply chain, ensure better access, provide convenience to the customer, and also make sure that deep-rooted issues like middlemen taking commission (often fake and without a bill) is addressed.

Digital India: Power to Empower

Digital India is a flagship program of the Indian Government with a vision to transform the country into a digitally empowered society and knowledge economy.

The Digital India program is centred on three key areas, namely:

- Creation of digital infrastructure
- Delivering services digitally
- Digital literacy

The fundamental objective of this program is to digitally connect every corner of the country with high-speed Internet, including smaller towns and remote villages. It aims to empower citizens to avail services with more ease and conveniently interact with the Government. This initiative is expected to not only boost the economic growth of the country but also improve the lives of its citizens.

Pillars of Digital India

The vision of Digital India is supported by nine key pillars. Some of the key pillars include:

Key Pillars of Digital India

Sl. No.	Pillar	Summary
1.	Broadband Highway	To provide high-speed broadband coverage highways connecting about 250,000 villages, various Government departments, universities, etc.
2.	Universal Access to Mobile	To provide mobile connectivity to about 42,300 villages
3.	Public Internet Access Program	• To make 250,000 CSCs operational at Gram Panchayat level for delivery of Government services • To convert 150,000 post offices into multi-service centres
4.	e-Governance	To use business process re-engineering to transform Government processes and make them simple, automated, and efficient
5.	e-Kranti	To use technology for service delivery such as e-education, e-healthcare, technology for planning, farmers, security, financial inclusion, justice, etc.

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Transparency

- A unique quality of technology is its ability to break barriers. E-Healthcare breaks the barrier of information lying with the experts and brings it to the common man. E-Healthcare envisages new-age concepts like e-Pharmacy, e-Diagnostics, e-Insurance, and more. These facilities provide a robust ecosystem support to the patients and service providers alike with access to information – anytime, anywhere.

Access to Quality Health Services / Products:

- One of the progressive technology models to have evolved in the last few years is digital health platforms, which has enabled accessibility to the finest doctors at the tap of a button. Another recent innovation that has positioned itself as an attractive model in the healthcare space is e-Pharmacy, which enables accessibility to cost-effective drugs.

  With the help of technology, healthcare is going to be massively altered and will move to a system where the consumer is informed and empowered. This shift could be brought about by an e-Healthcare model, which is built around solving problems of the consumer in the most optimized manner, where the consumer would have the power of knowledge and demand better service, a transparent system which would be free of middlemen causing distortions, and price/quality mismatch. At the same time, an online model, operating across the country, to procure healthcare services will ensure organized tracking and recording of the data for audit trails, thus making the healthcare system more structured.

Key Drivers of Digital Transformation:

- Increasing number of Internet subscribers coupled with the explosive growth of smartphone users:

  – India is one of the fastest growing Internet markets in the world. The number of Internet users in India rose from approximately 300 million in December 2014 to around 432 million by December 2016, making India one of the largest Internet user base in the world. This number is further likely to increase to around 450 to 465 million by June 2017, according to the "Internet in India 2016" report released by the IAMAI and IMRB International.

  – There is an enormous surge in the number of mobile Internet users in India due to increasing adoption of smartphones. The country is estimated to have around 420 million mobile Internet users by June 2017, according to the IAMAI.

- Other drivers include:

  – Rising standards of living of the middle-class population due to increasing income levels

  – Busy lifestyles, traffic congestion, and lack of parking spaces available for offline shopping in urban regions

Digital Transformation: Consumer takes the Centre Stage

Indian consumers, today, prefer to access both domestic and global products at the click of a button and at competitive prices. This also extends to the rural consumers who have a rising economic status with better access to the Internet. From a long-term perspective, this change in the consumer behaviour is expected to benefit the country's economy as well.

On the contrary, there is a lot of debate around the e-Commerce industry impacting brick and mortar retailers and SMEs. The current battle by the retailers against e-Commerce is similar to the scenario during the industrial revolution. There was a threat posed against machines replacing manpower and impacting the economy of the country; however, in reality, the industrial revolution created a massive demand for labour. Similarly, when organized retail stores, as well as online shopping sites came into the market, there were similar concerns raised around them being a threat to local traders, corner stores, and retailers. However, it has been repeatedly observed that newer models have only led to market creation; thus, leading to sufficient space for co-existence.

From the above examples, it is clearly evident that the battle is mainly due to a perception of threat than any actual threat. E-Commerce is a shift in the way business will be done in the future and everyone will have to align themselves

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according to the changing trends. Overall, consumers are in the driving seat and technology is the catalyst for change.

In today's world, when most of the products and services are conveniently delivered to the patients' doorstep, there is a need for access models that help patients and consumers avail the convenience of medicine delivery without needing to leave their homes. This need could be addressed by an e-Access model, a functioning online model, which provides access to medicines & Healthcare, through mobile and Internet-based platforms.

Indian Pharmaceutical Industry: Market Potential:

The Indian pharmaceuticals market is third-largest in terms of volume and 13th-largest in terms of value, globally, according to a report released by Equity Master. This market grew from US $6 Billion in 2005 to US $30 Billion in 2015 at a CAGR of 17.46% and is expected to grow at a CAGR of 15.92% to reach US $55 Billion by 2020. This growth is primarily driven by a high burden of disease, good economic growth leading to higher disposable incomes, improvements in healthcare infrastructure, and improved healthcare financing, to name a few. India is expected to be among the top three pharmaceutical markets by incremental growth and sixth largest market globally in absolute size by the end of 2020.

Retail Pharma Market:

The retail pharma market in India is currently at a promising stage with its three broad segments of generic drugs, OTC drugs, and patented products. Generic drugs form the largest segment of the Indian pharmaceutical sector, with around 70% market share in terms of revenue. OTC medicines and patented drugs constitute 21% and 9%, respectively, of the total market revenues of around US $20 Billion.

The domestic pharma retail market, valued around INR 98,000 Crore (2015), is primarily driven by the anti-infective market at 15.17%, cardiac drugs market at 12.47%, gastrointestinal drugs market at 11.75%, vitamins/minerals/ nutrients market at 8.78%, and anti-diabetic market at 8.13%.

The pharmacy industry is widely fragmented throughout the country. It operates around 850,000 pharmacy stores.

Challenges of Retail Pharmacy

- Low Industry Margins:

  – Retail pharmacy is a highly fragmented and competitive industry. Drugs are bought in smaller quantities from drug distributors at high prices, thereby reducing the profit margins.

- Sustainability of Industry:

  – Due to increased competition and rising pressure on price control, the sustainability of the retail pharmacy industry is questionable. This industry could sustain only by adopting the technology, which would increase productivity and provide value-added services to consumers.

- Drug Abuse:

  – Sale of drugs without prescription, thereby leading to significant cases of drug abuse.

- Counterfeit Medicines:

  – Sale of substandard and fake medicines, thereby increasing the risk of adverse effects.

- Documentation / Tracking:

  – Sale of drugs without providing bill/invoice for the purchase, thereby affecting the amount of tax collected.

  – Poor documentation of prescription drug sales, thereby affecting the drug recalls process.

- Poor Inventory Management:

  – Not feasible for a single pharmacy to store a wide range of products, which forces consumers to visit multiple pharmacies for procuring all the medicines.

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Currently, the retail pharmacy ecosystem has high friction in the system leading to inefficiencies and high cost to the consumers. Thus, there is a need for a technological upgrade of the model for streamlining of the processes. Computerization of pharmacies, recording of transactions, and restricting cash transactions could transform the industry.

Diagnostic Services:

Indian diagnostics sector is witnessing an era of immense progress in innovative competencies and credibility. The diagnostic test results are a crucial aspect in the treatment decisions. Timely and reliable diagnosis ensures the correct analysis and treatment schedule in addition to reducing the overall treatment costs.

The diagnostic services market is valued at around INR 415 billion and is likely to grow at a CAGR of 14% - 16% over the next 2 to 3 years. The growth is likely to be driven by increasing personal disposable incomes, increasing prevalence of lifestyle-related diseases and increasing dependence of doctors on evidence-based treatment. In diagnostic service sector, pathology has 57% market share with the remaining 43% market in radiology.

The substantial market is in unorganized segment leading to inefficiency and lack of standardization.

SASTASUNDAR DIGITAL HEALTHCARE NETWORK

The Sastasundar healthcare network is designed to use digital technology and knowledge to integrate following services in a digital platform connected with offline healthbuddy centres to provide counselling and last-mile human touch : -

a. Delivery of Prescribed medicines

b. Delivery of Wellness products

c. Connect to diagnostic services

d. Connect to doctors and health service providers

e. Health Information Services

f. A portfolio of own digital-first brands

At sastasundar, we offer a competitive experience to our customers by integrating technology with a human touch and the following are the value propositions: -

1. Genuinity: Our centralized purchase of inventory and a proprietary unique delivery system ensures that we only supply 100% genuine products.
2. Low Cost: Our model works on a low-cost basis, enabling us to pass on savings to our customers.
3. Counselling: Pharmacists at our healthbuddy stores, powered by a digital health information network are our backbone.
4. Informed decision making: Targeted contents such as reviews, blogs and videos provide the accurate information. The personalization of content provides convenience to the customers.
5. Integrate digital and healthbuddy centres: Live inventory for 100% fulfilment of prescriptions makes sastasundar unique.
6. Use of data and Artificial Intelligence gives us power of disease based offering and predictive analysis of the health of our consumers.
7. The local healthbuddy centres have convenience in terms of delivery options, payment options, complaint redressal, emotional connect and customer servicing.
8. Our unique offering by our own brands like DNAVITA (customized make-to-order health supplement) place us in the minds and hearts of our consumers.

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9. Our unique model of Health Information Service provides personalized reports on medicines, substitutes, health articles, health tools, pill organizer etc.

FINANCIAL PERFORMANCE:

The consolidated financial performance on year to year basis is given below: (₹ In Lacs except for EPS)

Revenue	FY 2017	FY 2016
SastaSundar.com	11,248.45	6,619.42
Financial Services	2,034.47	1,945.59
Foreseegame.com	5.10	58.89
Other Income	414.49	275.26
Total Revenue	13,702.51	8,899.16
EBIDTA	(1,822.57)	(2,855.36)
EBIT	(2,514.40)	(3,583.28)
Profit/(Loss) before Tax	(2,795.39)	(3,683.45)
Profit/(Loss) after Tax	(2,862.51)	(3,660.82)
EPS	(9.00)	(11.51)

OPPORTUNITIES AND THREATS:

Opportunities

1. Social responsibility is the DNA of the business model of sastasundar.com. We have this opportunity to solve one of the biggest problem of India, i.e., consistent access to affordable healthcare.
2. Our innovative model provides us with an opportunity to scale the business as to make it most cost effective and customer centric channel which provides an unprecedented convenience to the consumers.
3. Our model has an opportunity to provide access to health data and an opportunity to work on artificial intelligence to make available fastest and accurate health care delivery.
4. This is an opportunity for us to have the most respected leadership brand in healthcare in India, both in terms of distribution and/or own portfolio of digital-first brands.
5. We have this opportunity to operate as a national distributor for international supply chain. We shall be single point Distribution Company both for producers and consumers.

The initiative of government on digital India, digital health and Goods and Service Tax gives us a favourable environment.

Threats

1. We are cost conscious and therefore have control on spending. We have threats from start-up companies that are backed by capital, and offer discounts sponsored by capital.
2. We shall be needing capital for fast expansion and any delay in raising capital is a threat to our growth.
3. We operate in healthcare which is highly regulated and therefore any adverse regulation may affect our growth.
4. We operate with a high technology backbone and therefore data security is a threat.

OUTLOOK

We have tested the model in the state of West Bengal and now we are expanding in Delhi.

Sastasundar Healthbuddy Limited (SHBL), the wholly owned subsidiary Company has entered into a Capital and Business Alliance with Rohto Pharmaceutical Co., Ltd., Japan. Rohto has invested $ 5 million in Sastasundar Healthbuddy Limited for acquiring 24,35,583 equity shares of SHBL which constitute 13% of the total share capital of SHBL on a fully diluted basis.

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After looking at the initial response in Delhi, we plan to further expand pan India.

We shall be raising equity for expansion of our pan India operations.

The outlook for business is very exciting and we take it as an opportunity to do something very unique and exceptional.

RISKS AND CONCERNS

1. We shall be needing capital to expand our operations pan India and any delay is a risk.
2. We work in highly regulated environment and therefore any adverse regulatory change poses a risk.
3. We carry the risk of mindless competition, primarily based upon heavy discount on the back of capital.
4. We carry the risk of digital base and therefore are expected to data security threats.

INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

Your company has adequate Internal Audit and Control system across all businesses. The internal control systems are competent and provide, among other things, reasonable assurance of recording transactions of operations in all material respects and of providing protection against significant misuse or loss of company assets. Your company believes in the conduct of its affairs in a fair and transparent manner by adopting the highest standards of professionalism, honesty, integrity and ethical behaviour. The internal processes have been designed to ensure adequate checks and balances at every stage. Internal audit is conducted to assess the adequacy of our internal controls, procedures and processes, and the Audit Committee of the Board reviews their reports. Policy and process corrections are undertaken based on inputs from the internal auditors.

HUMAN RESOURCES

Your company was able to grow last year only because of the employees of the company and their hard work. The group employed a total 450 employees in the last year. Your company also utilizes independent contractors and temporary personnel to supplement our workforce. The relation of the employees with your company is considered good.

CAUTIONARY STATEMENT:

Statements in the Management Discussion and Analysis, describing the Company's objectives, outlook, opportunities and expectations may constitute "Forward Looking Statements" within the meaning of applicable laws and regulations. The Actual result may vary materially from those expressed or implied in the statement. Several factors make a significant difference to the company's operations including the government regulations, taxation and economic scenario affecting demand and supply condition and other such factors over which the Company does not have any direct control.

Corporate Governance Report

1. CORPORATE GOVERNANCE PHILOSOPHY

Sastasundar believes that for sustained growth and for enhancing shareholders value, sound Corporate Governance is a must. The Company adheres to good corporate practices and is constantly striving to better them and adopt emerging best practices. Best results are achieved when the companies begin to treat the Corporate Governance system not as a mere structure but as a way of corporate life. The Company firmly believes that these aspects as well as compliances of applicable legislations and timely disclosures enhance the image of the Company and the long term value of all Shareholders and Stakeholders. However, good corporate governance practices should aim at striking a balance between interest of various stakeholders on the one hand and the duties and responsibilities of the Board and senior management in overseeing the affairs of the Company on the other. The Company's Board of Directors has framed a Code of Conduct for its Senior Managers including the Board Members. The Code of Conduct is available on the Company's website *www.sastasundarventures.com*.

2. BOARD OF DIRECTORS

Composition of the Board

The Board of Directors in Sastasundar has been constituted in a manner which ensures appropriate mix of Executive/Non-Executive and independent directors to ensure proper governance and management. The members of our Board are from diverse backgrounds with skills and experience in critical areas like taxation, finance, entrepreneurship, legal and general management. Many of them have worked extensively in senior management positions in global corporations with a deep understanding of the Indian business environment.

As on 31st March, 2017 the Company's Board comprises of six members. The Company has an Executive Chairman, and therefore 50% of the total number of Directors should comprise of Independent Directors. At present the Company has one executive director and five non executive director out of which one is women director. The number of Independent Directors is three i.e. 50% of the total number of Directors. At the beginning of every financial year ,every Independent Director signs a Declaration to confirm that they fulfill all the conditions for being an Independent Director as laid down under Section 149(6) of the Companies Act, 2013. The terms and conditions of appointment are disclosed on the website of the company. The management of the Company is headed by the Mr. Banwari Lal Mittal, Chairman & Managing Director who operates under the supervision and control of the Board. The Board reviews and approves strategy and oversees the actions and results of management to ensure that the long-term objectives of enhancing stakeholder value are met. Mr. Banwari Lal Mittal and Mr. Ravi Kant Sharma, is also on the Board of the Sastasundar Healthbuddy Limited (Formerly Microsec Health Buddy Limited) (SHBL), a wholly owned Subsidiary of the Company and draws remuneration from SHBL.

Number of Board Meetings

The Board of Directors met six times during the financial year ended 31st March, 2017 on 19th April, 2016, 26th May, 2016, 5th August, 2016, 10th November, 2016, 5th January, 2017 and 14th February, 2017. All meetings were well attended. The maximum interval between any two meetings was well within the maximum allowed gap of one hundred twenty days.

Role of Company Secretary in overall Governance Process

The Company Secretary plays a vital role in ensuring that Board procedures are followed and regularly reviewed. The Company Secretary ensures that all relevant information, details and documents are made available to the Directors and the senior management for effective decision-making at the meeting.

Directors' Attendance Record and Directorship Held

As mandated by Regulation 26(1) of the SEBI (LODR) Regulations, 2015 none of the Directors are members of neither more than ten Board level Committees nor are they Chairman of more than five Committees in which they are Directors.

The table below gives the names and categories of Directors, their attendance at the Board Meetings held

Corporate Governance Report

during the year and at the last Annual General Meeting, as also the number of Directorships and Committee positions held by them in other companies:

Name of Directors	Category	No. of Board Meetings		Attendance at the previous AGM	No. of Directorships and Committee Memberships/ Chairmanships (including the Company)		
		Held	Attended		Directorships*	Committee Memberships**	Committee Chairmanships**
Banwari Lal Mittal DIN: 00365809	Chairman & Managing Director	6	6	Yes	7	1	-
Ravi Kant Sharma DIN: 00364066	Non Executive Director	6	6	Yes	7	1	-
Parimal Kumar Chattaraj DIN: 00893963	Independent	6	6	Yes	6	2	1
Raj Narain Bhardwaj DIN: 01571764	Independent	6	6	No	7	9	3
Deba Prasad Roy DIN: 00049269	Independent	6	6	Yes	3	3	-
Abha Mittal DIN: 00519777	Non Executive Director	6	6	Yes	4	-	-

* excludes directorship in Private Limited Companies, foreign companies and Companies under Section 8 of the Companies Act, 2013.

** Only memberships/chairmanships of the Audit Committees and Stakeholders Relationship Committees in various public limited companies, considered.

Note: In the above statement the Directorship and Committee Membership of Directors have been computed with reference to section 165 of the Companies Act, 2013 read with Regulation 26(1) of the SEBI (LODR) Regulations, 2015 with Stock Exchanges. The number of Directorship, Committee Membership and Chairmanship includes that of the Company. No Director is related to any other Director on the Board except Mrs. Abha Mittal, who is spouse of Mr. Banwari Lal Mittal.

The Company sends a detailed agenda folder to each Director with sufficient time before every Board and Committee meetings. All the agenda item are backed by necessary supporting information and documents to enable the Board to take informed decision. To enable the Board to discharge its responsibilities effectively, the Managing Director apprises the Board at every meeting on the overall performance of the Company. The Board also, inter alia, considers and reviews investment and exposure limits, adoption of quarterly/half-yearly/annual results, transactions pertaining to purchase/disposal of property, major accounting provisions and write-offs, minutes of meetings of the Audit and other Committees of the Board and information on recruitment of officers just below the Board level, including the Compliance Officer.

The Board periodically reviews compliance reports of all laws applicable to the Company, as well as steps taken by the Company to rectify instances of non-compliances, if any. In addition to the above, Regulation 17(7) of the SEBI (LODR) Regulations, 2015, the minutes of the Board meetings of your Company's subsidiaries and a statement of all significant transactions and arrangements entered into by the subsidiaries are also placed before the Board.

Corporate Governance Report

Information Placed before Board of Directors

During the year 2016-17, information as mentioned in Part A of Schedule II of the SEBI (LODR) Regulations, 2015 has been placed before the Board for its consideration.

Presentation by the Management

Before putting on record the quarterly/annual financial results of the Company, a presentation is made before the Board on operations of the Company including performance of major brands, international businesses, initiatives taken for sales promotion and all other matters having impact on the business of the Company.

Directors Induction, Familiarisation and Training

Selections of Board members are dependent on several parameters. The Nomination and Remuneration committee, in consultation with the Chairman of the Board, discusses suitable candidates. Upon fulfillment of the parameters, the candidates are appointed.

At SastaSundar, all the members of the Board of Directors are well-experienced professionals who are well acquainted with business knowledge of the industry. The Board members are provided necessary documents, reports and other presentations about SastaSundar. Such information enables the Independent Directors to get familiarized with the Company's operations and the industry at large. Further, in respect of Executive Directors, the Company arranges for training in the field of risk management of the Company's business. Such training enables better decision-making and helps the Executive Directors in discharging their responsibilities. The relevant statutory changes/updates are circulated to them from time to time so that it helps the Directors to make better and informed decisions. The familiarization programme includes orientation programme upon induction of new director, as well as other initiatives to update the directors on an ongoing basis.

The Independent Directors are already familiar with the nature of Industry, business model and other aspects of the Company since they have been directors for long period of time. During the year under review the Company has conducted Familiarisation programme for the independent directors of the Company. The details of such programme are uploaded on the Company website at *www.sastasundarventures.com.*

The policy on the familiarisation programme for Independent Director and the details of familiarisation programme imparted to independent director are placed on the website of the Company at the weblink *http://www.sastasundarventures.com/sastasundarventures/Pdf/SVL_FamiliarizationProgrammeforIndependentDirector.pdf*

Board Evaluation Policy

The primary objective of the Policy is to provide a framework and set standards for the evaluation of the Board as a whole and each Director individually. SastaSundar aims to achieve a balance of merit, experience and skills on the Board. The Board works with the Nomination and Remuneration Committee to lay down the evaluation criteria for the performance of Executive/ Non-Executive and Independent Director. The policy is to assess and enhance the effectiveness of the Board as a whole. Individual Board members are assessed on their effective contribution and commitment to their role and responsibilities as Directors. The Independent Directors have three key roles -governance, control and guidance. Some of the performance indicators based on which the independent director are evaluated includes:

- Active participation in long term strategic planning
- Ability to contribute to and monitor our corporate governance practices.
- Ability to contribute by introducing international best practices

Post meeting follow-up mechanism

The important decisions taken at the Board/Board level Committee meetings are communicated to the departments/ divisions concerned promptly. A report on the action taken on the decisions/suggestions of the previous meeting(s) is placed at the immediately succeeding meeting of the Board / committee for noting the same.

Corporate Governance Report

Code of Conduct

The Company has adopted the SastaSundar Code of Conduct which is applicable to all designated employees of the Company including the Managing Director. The Board has also approved a Code of Conduct for the Non executive director of the Company, which incorporates the duties of the independent directors as laid down in the Act. Both the Codes are posted on the Company's website.

All the Board Members and senior management personnel, as per Regulation 26(3) of the SEBI (LODR) Regulations, 2015 have affirmed compliance with the applicable code of conduct. A declaration to this effect by the Managing Director and CEO forms part of this report. The Director and senior management of the Company have made disclosure to the Board confirming that there are no material financial and/or commercial transaction between them and the Company that could have potential conflict of interest with the Company at large.

Risk Management

The Company has a well-defined risk management policy in place. The risk management policy adopted by the Company is discussed in detail in the Management Discussion and Analysis chapter of this Annual Report. The Board assesses the risk and the procedures being followed by the Company and steps taken by it to mitigate these risks.

3. COMMITTEES CONSTITUTED BY THE BOARD

The Board Committees play a crucial role in the governance structure of the Company and have been constituted to deal with specific areas/activities which concern the Company and need a closer review. The Board has constituted various Committees comprising of Directors and Senior Management Personal, some of them are Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship and Shareholders Grievance Committee, Investment Committee and Strategic Committee, which act in accordance with the terms of reference determined by the Board. Meetings of each of these Committees are convened by the respective Chairman. Matters requiring Board's attention/approval are placed before the Board. The Minutes of the meetings of all the Committees are placed before the Board for review. Details of role and composition of these Committees including the number of meetings held during the financial year and the related attendance details are provided hereunder.

(A) AUDIT COMMITTEE

A qualified and Independent Audit Committee has been set up by the Board in compliance with the requirement of Regulation 18 of the SEBI (LODR) Regulations, 2015 read with Section 177 of the Companies Act, 2013. The Committee comprises of:-

i) Mr. Parimal Kumar Chattaraj, Independent Director (Chairman)

ii) Mr. Raj Narain Bhardwaj, Independent Director

iii) Mr. Deba Prasad Roy, Independent Director and

iv) Mr. Ravi Kant Sharma, Non-Executive Director

The Audit Committee of the Board, inter alia, provides reassurance to the Board on the existence of an effective internal control environment that ensures:

- Efficiency and effectiveness of operations, both domestic and overseas;
- Safeguarding of assets and adequacy of provisions for all liabilities;
- Reliability of financial and other management information and adequacy of disclosures;
- Compliance with all relevant statutes.

The Audit Committee is empowered, pursuant to its terms of reference, inter-alia, to:

- investigate any activity within its terms of reference and to seek information any information it requires from any employee;

Corporate Governance Report

- obtain legal or other professional advice and to secure the attendance of outsiders with relevant experience and expertise, when considered necessary.

The role of the Committee includes the following: -

(a) Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;

(b) Recommending to the Board, the appointment, re-appointment, terms of appointment and, if required, the replacement or removal of the statutory auditor and fixation of their remuneration;

(c) Reviewing, with the management, the financial statements before submission to the Board, focusing primarily on:

   a. Matters required to be included in the Director's Responsibility Statement to be included in the Board's report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013

   b. Changes, if any, in accounting policies and practices and reasons for the same

   c. Major accounting entries involving estimates based on the exercise of judgment by management

   d. Significant adjustments made in the financial statements arising out of audit findings

   e. Compliance with listing and other legal requirements relating to financial statements

   f. Disclosure of any related party transactions

   g. Qualifications in the draft audit report.

(d) Reviewing, with the management, the quarterly financial statements before submission to the board for approval;

(e) Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;

(f) Review and monitor the auditor's independence and performance and effectiveness of audit process;

(g) Approval or any subsequent modification of transactions of the company with related parties;

(h) Scrutiny of inter-corporate loans and investments;

(i) Valuation of undertakings or assets of the company, wherever it is necessary;

(j) Evaluation of internal financial controls and risk management systems;

(k) Reviewing, with the management, performance of statutory and internal auditors, adequacy of the internal control systems;

(l) Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;

(m) Discussion with internal auditors any significant findings and follow up there on;

(n) Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board;

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(o) Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post-audit discussion to ascertain any area of concern;

(p) To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of nonpayment of declared dividends) and creditors;

(q) To review the functioning of the Whistle Blower mechanism;

(r) Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience & background, etc. of the candidate;

(s) Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

The Audit Committee also reviews the following:

a) Management discussion and analysis of financial condition and results of operations;

b) Statement of significant related party transactions as submitted by management;

c) Management letters / letters of internal control weaknesses issued by the statutory auditors;

d) Internal audit reports relating to internal control weaknesses; and

e) The appointment, removal and terms of remuneration of the internal auditor shall be subject to review by the Audit Committee.

Mr. P.K. Chattaraj, the Chairman of the Committee was present at the previous Annual General Meeting of the Company.

During the financial year ended 31st March, 2017 the Audit Committee met five times on 26th May, 2016, 5th August, 2016, 10th November, 2016, 5th January, 2017 and 14th February, 2017. The details of the Composition of the Committee, Number of meetings held and the attendance of the Directors thereat is given herein below: -

Name of members	Category	No. of meeting	
		Held	Attended
Parimal Kumar Chattaraj	Chairman & Independent Director	5	5
Raj Narain Bhardwaj	Independent Director	5	5
Deba Prasad Roy	Independent Director	5	5
Ravi Kant Sharma	Non-Executive Director	5	5

Statutory Auditor, Internal Auditor, Chief Financial Officer and the Executive Director are regularly invited to attend the Audit Committee meeting. The Company Secretary is the Secretary to the Committee. Minutes of each Audit Committee meeting are placed and discussed in the next meeting of the Board.

All the members of the Audit Committee possess strong accounting and financial management expertise.

(B) NOMINATION AND REMUNERATION COMMITTEE (NRC)

The Nomination and Remuneration Committee of the Company is constituted in the line with the provisions of Regulation 19 of the SEBI (LODR) Regulations, 2015 read with Section 178 of the Companies Act, 2013. The Committee comprises of:-

i) Mr. Parimal Kumar Chattaraj, Independent Director (Chairman)

ii) Mr. Raj Narain Bhardwaj, Independent Director

iii) Mr. Deba Prasad Roy, Independent Director

The Nomination and Remuneration Committee shall act in accordance with the prescribed provisions of section 178 of the Companies Act, 2013 and shall be responsible for: -

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a) Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board of Directors a policy, relating to the remuneration of the directors, key managerial personnel and other employees;

b) Formulation of criteria for evaluation of performance of Independent Directors and the Board of Directors;

c) Devising a policy on diversity of Board of Directors;

d) Identifying persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board of Directors their appointment and removal and carry out evaluation of every director's performance.

The Chairman of the nomination and remuneration committee was present at the previous Annual General Meeting of the Company, to answer the shareholders' queries.

During the Financial Year ended 31st March, 2017 the nomination and remuneration committee met three times on 26th May, 2016, 5th August, 2016, 10th November, 2016. The details of the Composition of the Committee, Number of meetings held and the attendance of the Directors thereat is given herein below: -

Name of members	Category	No. of meeting	
		Held	Attended
Parimal Kumar Chattaraj	Chairman & Independent Director	3	3
Raj Narain Bhardwaj	Independent Director	3	3
Deba Prasad Roy	Independent Director	3	3

Remuneration paid to Directors

The Independent Directors are entitled to sitting fees for attending the Board and Committee meetings. No sitting fee is paid to Mr. Banwari Lal Mittal, Mr. Ravi Kant Sharma and Mrs Abha Mittal, the Non-Independent Directors of the Company.

Details of the sitting fees paid to Independent Directors during the year ended 31st March, 2017 are as follows: -

Name of the Directors	Category	Sitting Fees (₹)*
Parimal Kumar Chattaraj	Independent Director	4,90,000
Raj Narain Bhardwaj	Independent Director	5,90,000
Deba Prasad Roy	Independent Director	5,90,000

*excluding service tax

No commission was paid to the Directors during the year ended 31st March, 2017.

POLICY FOR SELECTION AND APPOINTMENT OF DIRECTORS AND THEIR REMUNERATION

The Nomination and Remuneration (N&R) Committee has adopted a Charter which, inter alia, deals with the manner of selection of Board of Directors and CEO & Managing Director and their remuneration. This Policy is accordingly derived from the said Charter.

- **Criteria of selection of Non Executive Directors**

  In evaluating the suitability of individual Board members, the Committee takes into account many factors, including general understanding of the Company's business dynamics, global business and social perspective, educational and professional background and personal achievements. Directors must possess experience at policy-making and operational levels in large organizations with significant international activities that will indicate their ability to make meaningful contributions to the Board's discussion and decision-making in the array of complex issues facing the Company.

  Director should possess the highest personal and professional ethics, integrity and values. They should be able to balance the legitimate interest and concerns of all the Company's stakeholders in arriving at decisions, rather

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than advancing the interests of a particular constituency.

The Committee, along with the Board, reviews on an annual basis, appropriate skills, characteristics and experience required of the Executives for the better management of the Company. The objective is to have a Board with diverse background and experience in business, government, academics, technology and in areas that are relevant for the Company's global operations.

In addition, Directors must be willing to devote sufficient time and energy in carrying out their duties and responsibilities effectively. They must have the aptitude to critically evaluate management's working as part of a team in an environment of collegiality and trust.

The role of the N&R Committee is to periodically identify competency gaps in the Board, evaluate potential candidates as per the criteria laid above, ascertain their availability and make suitable recommendations to the Board. The objective is to ensure that the Company's Board is appropriate at all points of time to be able to take decisions commensurate with the size and scale of operations of the Company. The Committee also identifies suitable candidates in the event of a vacancy being created on the Board on account of retirement, resignation or demise of an existing Board member. Based on the recommendations of the Committee, the Board evaluates the candidate(s) and decides on the selection of the appropriate member.

- **Remuneration Policy**

Policy for the Executive Directors and CEO

The remuneration/ Compensation to Directors will be determined by the Nomination and Remuneration Committee ('N&R Committee') and recommend to the Board for approval. At the time of appointment or re-appointment, the CEO & Managing Director shall be paid such remuneration as may be mutually agreed between the Company (which includes the N&R Committee and the Board of Directors) and the CEO & Managing Director within the overall limits prescribed under the Companies Act, 2013 and the rules made thereunder. Increment to the existing remuneration structure may be recommended by the N&R Committee to the Board which should be within the limits approved by the shareholders in the case of Managing Director.

The remuneration shall be subject to the approval of the Members of the Company in General Meeting.

The remuneration of the CEO & Managing Director shall be arrived after taking into account the Company's overall performance, their contribution for the same and trend in the industry.

Policy for KMP and Senior Management Employees

The N&R Committee shall frame a policy for determining the criteria of remuneration payable to KMP and SMP.

While determining the criteria the N&R Committee shall consider the following:

i. the relationship of remuneration and performance benchmark is clear;

ii. the remuneration including annual increment and performance bonus is decided based on the roles and responsibilities, the Company's performance vis-à-vis the annual budget achievement, individuals performance vis-à-vis industry benchmark and current compensation trends in the market.

The Managing Director will carry out the individual performance review based on the standard appraisal matrix and shall take into account the appraisal score card and other factors mentioned herein-above, whilst recommending the annual increment and performance incentive to the N&R Committee for its review and approval.

Their remuneration are also governed by the external competitive environment, track record, potential, individual performance and performance of the company as well as industry standards.

Remuneration to Non-Executive and Independent Directors:

No Commission or Sitting fees are being paid to the Non Executive Directors of the Company. The Independent Directors of the Company are paid remuneration by way of sitting fees only for attending the meetings of the Board of Directors and its Committees. The said sitting fees paid to the Non-executive Independent Directors for the Board

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Meetings and Committee meetings are fixed by the Board and reviewed from time to time in accordance with applicable law.

- **PERFORMANCE EVALUATION**

  Pursuant to the provisions of the Companies Act, 2013 and Regulation 17(10) of the SEBI (LODR), Regulations, 2015, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Audit, Nomination and Remuneration Committee. A structured questionnaire has prepared after taking into consideration inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance.

  A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgement, safeguarding the interest of the Company and its minority shareholders, etc. The performance evaluation of the Independent Directors was carried out by the entire Board. The performance evaluation of the Chairman and the Non Independent Directors was carried out by the Independent Directors. The Directors expressed their satisfaction with the evaluation process.

Remuneration to the Managing Director for FY 2016-17

During the year under review, the detail of remuneration paid to Executive Director is appended- below:

Name of Director	Salary per annum (₹)	Performance linked incentives (₹)	Monetary value of perquisites (₹)	Sitting fees (₹)	Total (₹)
Banwari Lal Mittal	23,72,362	-	-	-	23,72,362

There are no service contract, severance fees and stock option.

No remuneration was paid to Mr. Ravi Kant Sharma and Mrs. Abha Mittal, Non Executive Director during the financial year 31st March, 2017.

Mr. Ravi Kant Sharma is also designated as the Managing Director & CEO of Sastasundar Healthbuddy Limited (Formerly Microsec Health Buddy Limited) (SHBL), a wholly owned Subsidiary of the Company and draws remuneration from SHBL. The Nomination and Remuneration Committee at its meeting held on 26th May, 2016 and the Board at its meeting held on 26th May, 2016 has given their consent to the appointment of Mr. Banwari Lal Mittal as an Executive Chairman in Sastasundar Healthbuddy Limited, a wholly owned Subsidiary Company and would receive remuneration from SHBL w.e.f. 01.07.2016.

Shares held by the Non-Executive Directors

The table below gives details of the Equity Shares of the Company held by the Non-Executive Directors as on 31st March, 2017.

Name of the Directors	Category	Number of Equity shares held
Parimal Kumar Chattaraj	Independent Director	NIL
Raj Narain Bhardwaj	Independent Director	NIL
Deba Prasad Roy	Independent Director	NIL
Ravi Kant Sharma	Promoter / Non-executive	583893
Abha Mittal	Promoter / Non-executive	15700

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(C) STAKEHOLDERS RELATIONSHIP AND SHAREHOLDERS GRIEVANCE COMMITTEE

In compliance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 20 of the SEBI (LODR) Regulations, 2015, the Board has constituted the Stakeholders Relationship and Shareholders Grievance Committee.

The terms of reference of the Committee includes the following:

- transfer/transmission of shares/debentures and such other securities as may be issued by the Company from time to time;
- issue of duplicate share certificates for shares/debentures and other securities reported lost, defaced or destroyed, as per the laid down procedure;
- issue new certificates against subdivision of shares, renewal, split or consolidation of share certificates / certificates relating to other securities;
- issue and allot right shares / bonus shares pursuant to a Rights Issue / Bonus Issue made by the Company, subject to such approvals as may be required;
- to grant Employee Stock Options pursuant to approved Employees' Stock Option Scheme(s), if any, and to allot shares pursuant to options exercised;
- to issue and allot debentures, bonds and other securities, subject to such approvals as may be required;
- to approve and monitor dematerialization of shares / debentures / other securities and all matters incidental or related thereto;
- to authorize the Company Secretary and Head Compliance / other Officers of the Share Department to attend to matters relating to non receipt of annual reports, notices, non receipt of declared dividend / interest, change of address for correspondence etc. and to monitor action taken;
- monitoring expeditious redressal of investors / stakeholders grievances;
- all other matters incidental or related to shares, debentures and other securities of the Company.

The Stakeholders Relationship and Shareholders Grievance Committee constituted by the Board comprises of four Directors. The Committee meets at regular intervals and specifically looks into the aspect of redressal of Shareholders/Investors Grievance. During the year under review, the Committee met four times on 26th May, 2016, 5th August, 2016, 10th November, 2016 and 14th February, 2017. The Composition of the Stakeholders Relationship and Shareholders Grievance Committee and Meeting held and attended thereof are as below:

Name of Directors	Category	Position Held	No. of Meetings	
			Held	Attended
Raj Narain Bhardwaj	Independent Director	Chairman	4	4
Banwari Lal Mittal	Managing Director	Member	4	4
Parimal Kumar Chattaraj	Independent Director	Member	4	4
Deba Prasad Roy	Independent Director	Member	4	4

Mr. Biplab Kumar Mani, Company Secretary is designated as the Compliance Officer of the Company.

The Company confirms that no shareholder's complaint was lying pending as on March 31, 2017

The Company confirms that there were no share transfers lying pending and affirms that all the requests for share transfers/transmissions, issue of new certificates, etc., received up to March 31, 2017 have since been processed. All the requests for dematerialisation and rematerialisation of shares as on that date have been confirmed / rejected through the NSDL / CDSL system.

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The Name, designation and address of Compliance Officer of the Company is as under:

Name and Designation	: Mr. Biplab Kumar Mani, Company Secretary & Compliance Officer
Address	: Azimganj House, 2nd Floor, 7 Abanindra Nath Thakur Sarani (Formerly Camac Street) Kolkata - 700 017
Contacts	: Phone: +91 33 2282 9330, Fax: +91 33 2282 9335
E-mail	: *investors@sastasundar.com*

(D) INDEPENDENT DIRECTORS MEETING

A separate Meeting of independent Directors of the Company was held on 26th May, 2016, as required under Schedule IV to the Act (Code for Independent Directors) and Regulation 25(3) of the SEBI (LODR) Regulations, 2015. At the said meeting, the Independent Directors:

- Reviewed the performance of Non-Independent Directors, the Board as a whole;
- Reviewed the performance of the Chairman of the Company;
- Assessed the quality, quantity and timeliness of flow of information between the company management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

(E) STRATEGIC COMMITTEE MEETING

The Strategic Committee consists of three members viz. Mr. Raj Narain Bhardwaj, Mr. Deba Prasad Roy, Mr. Ravi Kant Sharma. During the year under review, the Committee met two times on 05.08.2016 and 14.02.2017.

(F) INVESTMENT COMMITTEE MEETING

The Investment Committee comprises of three members namely Mr. Banwari Lal Mittal, Mr. Ravi Kant Sharma and Mr. Amrit Daga. The responsibility of duties of the Committee are as under:

- Review the investment policies, strategies, and programs of the Company
- Determine that investment constraints are consistently followed and that procedures are in place to ensure that the investment portfolio is managed in compliance with the investment policy and applicable investment constraints
- Review the performance of the investment portfolios of the Company
- Make periodic reports to the Board

The Committee met two times during the financial 2016-17.

4. SUBSIDIARY COMPANIES

Regulation 24 of the SEBI (LODR) Regulations, 2015 defines a "Material Non-listed Indian subsidiary" as an unlisted subsidiary, incorporated in India, whose income or net worth (i.e. paid up capital and free reserves) exceeds 20% of the consolidated income or net worth respectively, of the listed holding company and its subsidiaries in the immediately preceding accounting year. As on 31st March, 2017 the Company has 13 (Thirteen) wholly owned subsidiaries. The Company has one material non-listed subsidiary i.e. Sastasundar Healthbuddy Limited within the meaning of the Regulation 16(1)(c) of the SEBI (LODR) Regulations, 2015. Mr. Parimal Kumar Chattaraj, the Independent director of the Company is also a Director of Sastasundar Healthbuddy Limited.

The financial statements including particulars of investments made by all the unlisted subsidiary companies are reviewed by the Audit Committee.

Your Company has a system of placing the minutes and statements of all the significant transactions of all the unlisted subsidiary companies in the Meeting of Board of Directors.

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The Company has already formulated a policy for determining 'material' subsidiaries and such policy has been disclosed on the company's website and can be accessed through the weblink *http://www.sastasundarventures.com/sastasundarventures/Pdf/SVL_PolicyforDeterminationofMaterialSubsidiary.pdf*

5. GENERAL BODY MEETING:

The following table gives the details of the last three Annual General Meetings of the Company:

Year	AGM date and time	Venue	Special resolution(s) passed
2015-16	27th September, 2016 at 3.00 pm	"Rotary Sadan", 94/2 Chowringhee Road, Kolkata - 700020	Change of name of the Company from Microsec Financial Services Limited to Sastasundar Ventures Limited and to make necessary alteration in the Memorandum and Articles of Association
2014-15	28th September, 2015 at 10.30 am	"Gyan Manch", 11 Pretoria Street, Kolkata - 700 071	1. Re-appointment of Mr. Banwari Lal Mittal (DIN-00365809) as Managing Director & CEO of the Company for a period of three years w.e.f. 1.7.2015 2. Adoption of new set of Articles of Association in place of, in substitution and to the entire exclusion of the existing Articles of Association of the Company
2013-14	13th August, 2014 at 10.30 a.m.	"Rotary Sadan", 94/2 Chowringhee Road, Kolkata - 700020	Transaction with related party under section 188 of the Companies Act, 2013

- No Extra-Ordinary General Meeting of the shareholders was held during the year.
- None of the business proposed to be transacted at the ensuing Annual General Meeting require passing a resolution through postal ballot.
- In compliance with the provisions of section 108 of the Companies Act, 2013 and rule 20 of Companies (Management and Administration) Rules 2014, the Company provided members the facility to exercise their right to vote on all the resolutions as mentioned in the notice of the 27th Annual General Meeting by electronic means using the Central Depository Securities (India) Limited (CDSL) platform.

Details of special resolution passed through Postal Ballot during FY 2016-17:

Pursuant to section 110 of the Companies Act, 2013 read with Companies (Management & Administration) Rules, 2014 the following resolution was passed by the members by way of Postal Ballot:

Resolution passed through Postal Ballot	Special Resolution for approval pursuant to Regulation 24 of the SEBI (LODR) Regulations, 2015 and Section 180(1)(a) of the Companies Act, 2013 for sale of Microsec Capital Limited, a wholly owned subsidiary Company.
Date of Postal Ballot Notice	5th January, 2017
Voting Period	16th January, 2017 to 14th February, 2017
Date of Declaration of Results	16th February, 2017
Name of Scrutinizer	Mr. Manoj Kumar Banthia

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	Voting through e-voting		Voting through Ballots		Consolidated Voting Results		
	No. of Members who voted	No. of votes cast	No. of Ballots	No. of votes cast	No. of Members who voted	No. of votes cast	% of total number of valid votes cast
Voted in favour of the resolution	48	25606626	20	11198	68	25617824	99.99
Voted against the resolution	3	133	2	158	5	291	0.01
Invalid votes	Nil	Nil	8	3191	8	3191	N.A.

The above resolution was passed by the members with requisite majority.

Procedure for postal ballot:

In Compliance with sections 108 and 110 and other applicable provisions of the Companies Act, 2013 read with the related Rules, the Company provides electronic voting (e-voting) facility, in addition to physical ballot, to all the members. For this purpose, the Company has engaged the service of CDSL. Postal ballot notices and forms are dispatched, along with postage –prepaid business envelopes to the registered members / beneficiaries. The same notice is sent by email to members who have opted for receiving communication through the electronic mode. The Company also publish a notice in the newspaper declaring the details and requirements as mandate by the Act and applicable rules.

Voting are reckoned on the paid up value of the shares registered in the name of the members on the cut-off date. Members who wants to exercise their votes by physical ballot are requested to return the forms, duly completed and signed, to the scrutinizer on or before the close of the voting period. Those using the e-voting option are requested to vote before the close of the business hours on the last date of e-voting. The Scrutinizer submit his report to the Chairman and consolidated results of the voting are announced by the Chairman. The results are also displayed at the website of the Company at *www.sastasundarventures.com* and also being communicated to stock exchanges, depository.

6. DISCLOSURES:

i) Related Party Transaction:

Your Company places the statement of the related party transaction at every Audit Committee meetings. The Register of Contracts containing the transactions in which the Directors are interested are placed at the Board meetings. The disclosure of the related party transaction as per the Accounting Standard (AS-18) are set out in Note No. 25 of the Notes to the Accounts. However these transactions are not likely to have any conflict with the Company's Interest. The Board has put in place a policy on related party transactions and the same has been uploaded on the website of the Company at the weblink *http://www.sastasundarventures.com/sastasundarventures/Pdf/SVL_RelatedPartyTransactionPolicy.pdf*

ii) Details of non-compliance by the Company

The Company has complied with all the requirements of regulatory authorities. No penalties/strictures were imposed on the Company by stock exchanges or SEBI or any statutory authority on any matter related to capital market since the listing of the Company's equity shares.

iii) Compliance with Regulation 27 of the SEBI (LODR) Regulations, 2015

The Company has complied with the mandatory requirements of the Regulation 27 of the SEBI (LODR) Regulations, 2015. The details of these compliances have been given in the relevant sections of this report. The status on compliance with the Non-mandatory requirements is given at the end of the Report.

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iv) Reconciliation of Share Capital Audit:

A qualified practicing company secretary carried out a share capital audit to reconcile the total admitted equity share capital with the National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL) and the total issued and the listed equity share capital. The Audit report confirms that the total issued / paid up capital is in agreement with the total number of shares in physical forms and the total number of dematerialized shares held with NSDL and CDSL.

v) Accounting treatment in preparation of financial statement

The Company has followed the Guidelines of Accounting Standards laid down by the Institute of Chartered Accountants of India (ICAI) in preparation of its financial statements.

vi) Risk Management:

The Company carries a risk management process and the weaknesses if found are communicated to the Audit Committee from time to time. Periodic reviews are made on extent of risk minimization measures adopted to minimize the potential risks.

vii) Vigil Mechanism /Whistle Blower Policy

The Company has already established a vigil mechanism for their directors and employees to report their genuine concerns or grievances. A Vigil (Whistle Blower) mechanism provides a channel to the employees and Directors to report to the management concerns about unethical behaviour, actual or suspected fraud or violation of the Codes of conduct or policy. Such a vigil mechanism provides for adequate safeguards against victimization of persons who use such mechanism and also make provision for direct access to the chairperson of the Audit Committee in appropriate or exceptional cases. The whistle blower policy has been adopted by the Company and placed on the website of the Company and can be accessed through the weblink *http://www.sastasundarventures.com/sastasundarventures/Pdf/SVL_whistle_blower_policy.pdf*

7. ADDITIONAL INFORMATION:

i) Prevention of Insider Trading:

a. **Code of Conduct for Prevention of Insider Trading:**

In compliance with SEBI regulations on prevention of insider trading, the Company has formulated a comprehensive Code of Conduct for Prevention of Insider Trading in the securities of the Company. This Code of Conduct is applicable to Promoters, Directors, Chiefs, Group Heads and such other employees of the Company and others who are expected to have access to unpublished price sensitive information.

The Code of Conduct lays down guidelines advising them on procedures to be followed and disclosures to be made while dealing with the shares of the Company and cautioning them of consequences of violations. The Company Secretary of the Company is the Compliance Officer.

b. **Code of Practices and Procedures for Fair Disclosure:**

The Board has approved the Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information, in terms with the SEBI (Prohibition of Insider Trading) Regulations, 2015.

The code lays down broad standards of compliance and ethics, as required by the applicable SEBI regulations. The code is required to be complied in respect of all corporate disclosures in respect of the Company and /or its subsidiary companies. The Company Secretary of the Company is the Compliance Officer.

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ii) Code of Conduct for Directors and Senior Management:

The Board has laid down the Code of Conduct for its Members and designated Senior Management Personnel of the Company. The Code has been posted on the Company's website at the weblink *http://www.sastasundarventures.com/sastasundarventures/Pdf/SVL_CodeofConduct.pdf*

All Board members and Senior Management Personnel have affirmed compliance with the Code of Conduct.

8. MEANS OF COMMUNICATION WITH SHAREHOLDERS:

Quarterly Results and its publication: The unaudited quarterly/ half yearly results are announced within forty-five days of the close of the quarter. The audited annual results are announced within sixty days from the close of the financial year as per the requirements of the Listing Regulation with the Stock Exchanges. The aforesaid financial results are sent to BSE Limited (BSE) and The National Stock Exchange of India Limited (NSE) where the Company's securities are listed, immediately after these are approved by the Board. The financial results are also uploaded on the Company's website *www.sastasundarventures.com.* The Company publishes quarterly, half-yearly and annual results in widely circulated national newspapers and local dailies such as "Business Standard" in English and one of the prominent business dailies in Bengali.

News Release, etc: The Company has its own website *www.sastasundarventures.com* and all vital information relating to the Company and its performance including financial results and corporate presentations, etc. are regularly posted on the website.

Investors' Relation: The Company's website contains a separate dedicated section "Investor Relation" where Shareholders' information is available. The website also provides lists of unclaimed dividend which have not yet been transferred to the Investor Education and Protection Fund of the Central Government. The Company has an exclusive email ID for shareholders/investors and they may write to the Company at *investors@sastasundar.com*.

During the year under review, the management of the Company has made presentations to institutional investors and analysts and the details of which is posted on the website of the Company.

The Management Discussion and Analysis Report forms part of this Annual Report.

9. GENERAL SHAREHOLDER INFORMATION

i. Annual General Meeting:

Day and Date	: Tuesday, 8th August, 2017
Time	: 10.30 AM
Venue	: "Bharatiya Bhasha Parishad", 36A Shakespeare Sarani, 4th Floor, Kolkata - 700017

ii. Financial Year

April 1, 2017 to March 31, 2018

iii. Book closure date:

Information about the Book Closure dates have been provided in the Notice convening the AGM, which forms a part of the Annual Report.

iv. Dividend Payment date:

Due to loss, your Directors have not recommended any dividend for the FY 2016-17.

v. Listing of equity shares on stock exchanges at:

The name and address of the stock exchange(s) at which the securities of the Company are listed:

BSE Limited	**National Stock Exchange of India Limited**
Phiroze Jeejeebhoy Tower	Exchange Plaza, Bandra Kurla Complex
Dalal Street, Mumbai - 400 001	Bandra (East), Mumbai - 400 051

The requisite listing fees for FY 2016-17 and 2017-18 has been paid in full to BSE and NSE.

Corporate Governance Report

vi. Company Registration details:

The Company is registered in the state of West Bengal, India. The Corporate Identity Number (CIN) allotted to the Company by the Ministry of Corporate Affairs (MCA) is L65993WB1989PLC047002.

vii. Stock Code & ISIN No.:

BSE : 533259

NSE : SASTASUNDR

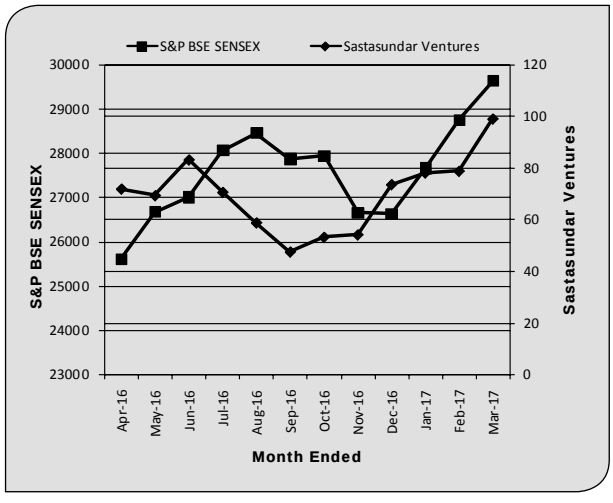
The International Securities Identification Number (ISIN) allotted to our shares under the depository system is INE019J01013.

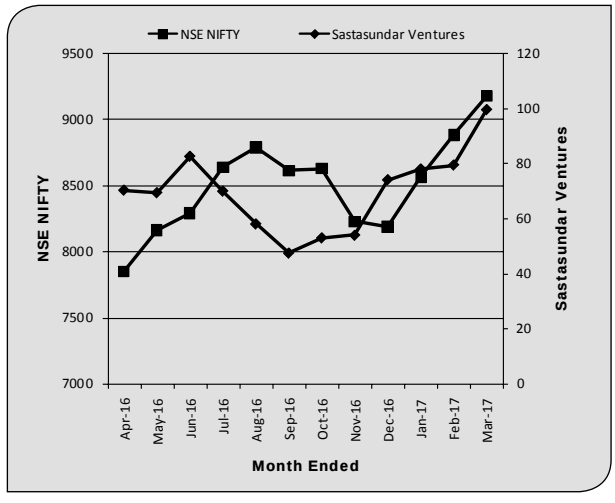
viii. Market Price Data:

High, Low during each month in the financial year 2016-17 at BSE and NSE:

Month	BSE		NSE	
	High (₹)	Low (₹)	High (₹)	Low (₹)
April, 2016	91.85	62.10	91.70	61.40
May, 2016	83.45	68.80	83.50	68.40
June, 2016	83.80	65.40	83.45	64.30
July, 2016	84.00	70.05	83.80	69.50
August, 2016	71.90	43.20	71.45	45.55
September, 2016	61.90	43.20	60.90	42.65
October, 2016	54.45	46.45	55.00	47.50
November, 2016	54.50	43.25	54.30	40.50
December, 2016	77.00	54.80	77.00	53.90
January, 2017	79.00	70.00	79.00	69.00
February, 2017	82.95	72.20	82.40	72.25
March, 2017	101.25	78.50	100.90	78.05

ix. Performance in comparison to broad-based indices such as BSE Sensex, etc.:





Corporate Governance Report

x. Registrar & Transfer Agent:

Link Intime India Private Limited
59C, Chowringhee Road, 3rd Floor, Kolkata - 700020
Phone: +91 33 2289 0539/40 Fax : +91 33 2289 0539
Email: *kolkata@linkintime.co.in*

xi. Share Transfer System:

Trading in Equity Shares of the Company is permitted only in dematerialised form. Shares sent for transfer in physical form are registered and returned within a period of fifteen days from the date of receipt of the documents, provided the documents are valid and complete in all respects. With a view to expediting the process of share transfers Mr. Biplab Kumar Mani, Company Secretary and Authorised Representative of Link Intime India Private Limited have been severally authorised to approve transfer of equity shares and the same is ratified in the next meeting of the Stakeholders Relationship and Shareholders Grievance Committee. The Stakeholders Relationship and Shareholders Grievance Committee meets as and when required to consider the other transfer, transmission of shares, etc. and attend to shareholder grievances.

xii. Distribution of shareholding and shareholding pattern as on 31st March, 2017:

a) Distribution of Shareholding:

No. of equity shares held (range)	No. of shareholders	% of shareholders	No. of shares	% of shareholding
1 - 500	14045	93.72	1267040	3.98
501 – 1000	424	2.83	342583	1.08
1001 – 2000	180	1.20	280599	0.88
2001 – 3000	92	0.61	238758	0.75
3001 – 4000	47	0.31	167449	0.53
4001 – 5000	46	0.31	219437	0.69
5001 – 10000	58	0.39	433222	1.36
10001 and more	95	0.63	28861412	90.73
TOTAL	**14987**	**100.00**	**31810500**	**100.00**

b) Shareholding Pattern:

Sl. No.	Description	Number of shares	Percentage of Capital
I	Promoter and Promoter Group	23057302	72.48
II	Financial Institutions/ Banks	16515	0.05
III	Foreign Institutional Investors/ Foreign Companies/ Foreign Portfolio Investor	97110	0.31
IV	Bodies Corporate	2216072	6.97
V	NRIs / OCBs/ NRNs	51722	0.16
VI	Trust	1783716	5.61
VII	Resident Individuals	3770343	11.85
VIII	Clearing Member/ HUF	817720	2.57
	TOTAL	**31810500**	**100.00**

Corporate Governance Report

xiii Dematerialisation of shares and liquidity:

As on March 31, 2017, 94.39% of the total equity share capital was held in dematerialised form with National Securities Depository Limited and Central Depository Services (India) Limited. The market lot is one share as the trading in equity shares of the Company is permitted only in dematerialised form.

xiv. Outstanding convertible instruments, conversion date and likely impact on equity

As on March 31, 2017, the Company did not have any outstanding GDRs/ADRs/ Warrants or any Convertible instruments.

xv. Plant Locations:

The Company is in the business of healthcare services; therefore, it does not have any manufacturing plants.

xvi. Address for Correspondence:

For any assistance, queries, regarding transfer or transmission of shares, dematerialization, non receipt of dividend on shares, non receipt of share application money, non credit of shares in demat account and any other queries relating to the shares of the Company and Annual Report, the investors may please write to the following:

i) The Company Secretary

Sastasundar Ventures Limited
(Formerly Microsec Financial Services Limited)
Azimganj House, 2nd Floor, 7 Abanindra Nath Thakur Sarani
(Formerly Camac Street), Kolkata – 700 017
Tel : +91 33 2282 9330, Fax : +91 33 2282 9335
E-mail : *investors@sastasundar.com*

ii) Link Intime India Private Limited

59C, Chowringhee Road, 3rd Floor, Kolkata – 700 020
Phone : +91 33 2289 0539/40 Fax : +91 33 2289 0539
Email : *kolkata@linkintime.co.in*

10. TRANSFER OF UNCLAIMED / UNPAID AMOUNTS TO THE INVESTOR EDUCATION AND PROTECTION FUND:

As on March 31, 2017 no such amount which are lying in the unpaid and unclaimed is more than 7 years from the date of unpaid and unclaimed.

11. NON-MANDATORY REQUIREMENTS

(A) The Board

The requirement of maintenance of an office for the non-executive Chairman and the reimbursement of expenses to him are not applicable to the Company presently as the Company has an executive Chairman.

(B) Shareholders Rights

The Company is getting its quarterly/half yearly and Annual financial results published in leading newspapers with wide distribution across the country and regularly updates and other important information on its public domain website.

(C) Modified Opinion in Audit Report:

There are no qualifications contained in the audit report.

(D) Separate Posts of Chairman and MD/CEO

The post of Chairman and MD/CEO are same.

(E) Reporting of Internal Auditor:

The internal Auditors of the Company report to the Audit Committee.

Corporate Governance Report

Auditors' Certification

Independent Auditor's Report on compliance with the conditions of Corporate Governance as per provisions of Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

To
The Members of Sastasundar Ventures Limited (Formerly Microsec Financial Services Limited)
Azimganj House, 2nd Floor,
7, Abanindra Nath Thakur Sarani (Formerly Camac Street),
Kolkata - 700017

Dear Sirs,

1. The accompanying Corporate Governance Report prepared by Sastasundar Ventures Limited (Formerly Microsec Financial Services Limited)(hereinafter the "Company"), contains details as required by the provisions of Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, with respect to Corporate Governance for the year ended March 31, 2017. This report is required by the Company for annual submission to the Stock exchange and to be sent to the Shareholders of the Company.

Management's Responsibility

2. The preparation of the Corporate Governance Report is the responsibility of the Management of the Company including the preparation and maintenance of all relevant supporting records and documents. This responsibility also includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Corporate Governance Report.

3. The Management along with the Board of Directors are also responsible for ensuring that the Company complies with the conditions of Corporate Governance as stipulated in the Listing Regulations, issued by the Securities and Exchange Board of India.

Auditor's Responsibility

4. Pursuant to the requirements of the Listing Regulations, our responsibility is to express a reasonable assurance in the form of an opinion whether the Company has complied with the specific requirements of the Listing Regulations referred to in paragraph 3 above.

5. We conducted our examination of the Corporate Governance Report in accordance with the Guidance Note on Reports or Certificates for Special Purposes and the Guidance Note on Certification of Corporate Governance, both issued by the Institute of Chartered Accountants of India ("ICAI"). The Guidance Note on Reports or Certificates for Special Purposes requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.

6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

7. The procedures selected depend on the auditor's judgement, including the assessment of the risks associated in compliance of the Corporate Governance Report with the applicable criteria. Summary of key procedures performed include:

    i. Reading and understanding of the information prepared by the Company and included in its Corporate Governance Report;

Corporate Governance Report

ii. Obtained and verified that the composition of the Board of Directors w.r.t executive and non-executive directors has been met throughout the reporting period;

iii. Obtained and read the Directors Register as on March 31, 2017 and verified that atleast one women director was on the Board during the year;

iv. Obtained and read the minutes of the following committee meetings held during the period April 1, 2016 to March 31, 2017:

(a) Board of Directors meeting;

(b) Audit committee;

(c) Nomination and remuneration committee;

(d) Stakeholders Relationship Committee;and

(e) Strategic Committee;

v. Obtained necessary representations and declarations from directors of the Company including the independent directors; and

vi. Performed necessary inquiries with the management and also obtained necessary specific representations from management.

The above-mentioned procedures include examining evidence supporting the particulars in the Corporate Governance Report on a test basis. Further, our scope of work under this report did not involve us performing audit tests for the purposes of expressing an opinion on the fairness or accuracy of any of the financial information or the financial statements of the Company taken as a whole.

Opinion

8. Based on the procedures performed by us and according to the information and explanations given to us, that we are of the opinion that the Company has complied with the conditions of Corporate Governance as stipulated in the Listing Regulations, as applicable as at March 31, 2017, referred to in paragraph 1 above.

Other matters and Restriction on Use

9. This reportis neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

10. This report is addressed to and provided to the members of the Company solely for the purpose of enabling it to comply with its obligations under the Listing Regulations with reference to Corporate Governance Report accompanied with by a report thereon from the statutory auditors and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without our prior consent in writing. We have no responsibility to update this report for events and circumstances occurring after the date of this report.

For **S.R. Batliboi & Co. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per **Bhaswar Sarkar**
Partner
Membership Number: 55596
Place of Signature: Kolkata
Date: May 26, 2017

Corporate Governance Report

Compliance with Code of Conduct for Directors and Senior Management

As provided under Regulation 34(3) read with Schedule V of the SEBI (LODR) Reg, 2015, the Company has obtained from all the members of the Board and Senior Management, affirmation that they have complied with the Code of Conduct for Directors and Senior Management in respect of financial year 2016-17.

For **Sastasundar Ventures Limited**

Banwari Lal Mittal
Managing Director
DIN - 00365809

Kolkata, 26th May, 2017

Chief Executive Officer (CEO) and Chief Financial Officer (CFO) Certification

We, Banwari Lal Mittal, Managing Director and Amrit Daga, Chief Financial Officer of Sastasundar Ventures Limited, to the best of our knowledge and belief, certify that:

a) We have reviewed the financial statements and the cash flow statement for the year ended 31st March, 2017 and that to the best of our knowledge and belief:

   (i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

   (ii) These statements together present a true and fair view of the Company's affairs and are in compliance with the existing accounting standards, applicable laws and regulations.

(b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.

(c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

(d) We have indicated to the Auditors and the Audit Committee:

   (i) Significant changes in internal control over financial reporting during the year;

   (ii) Significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and

   (iii) Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For **Sastasundar Ventures Limited**

Banwari Lal Mittal
Managing Director
DIN - 00365809

Amrit Daga
Chief Financial Officer

Kolkata, 26th May, 2017

FORM AOC - 1

(Pursuant to first proviso to sub-section (3) of section 129 read with Rule 5 of Companies (Accounts) Rules, 2014)
Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part "A": Subsidiaries/ Step down Subsidiaries

(₹ in Lacs)

Name of the Subsidiary	Microsec Resources Private Limired	Microsec Capital Limited	Microsec Commerze Limited	Microsec Insurance Brokers Limited	Innogrow Technologies Limited (formerly Microsec Technologies Limited)	PRP Technologies Limited	Sastasundar Healthbuddy Limited (formerly Microsec Health Buddy Limited)	Joybuddy Fun Products Private Limited (upto 30.11.2016)
Reporting period for the subsidiary concerned, if different from the holding company's reporting period	2016-17	2016-17	2016-17	2016-17	2016-17	2016-17	2016-17	2016-17
Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	INR	INR	INR	INR	INR	INR	INR	INR
Share capital	32.10	344.36	160.30	51.61	33.10	33.15	1,597.37	-
Reserves & surplus	373.42	1,160.82	11.19	77.31	1,877.19	6,225.88	3,476.26	-
Total assets	2,003.75	3,916.01	255.92	131.29	1,924.84	1,338.71	5,473.02	-
Total Liabilities	1,698.23	2,592.80	84.43	2.37	1,226.06	1,515.69	2,159.39	-
Investments	100.00	181.97	-	-	1,211.52	6,436.01	1,760.00	-
Turnover	440.46	1,377.59	20.33	12.38	190.24	0.01	11,130.71	-
Profit / (Loss) before taxation	(78.57)	(24.10)	(15.84)	2.35	(186.47)	(28.40)	(2,926.53)	(0.21)
Provision for taxation	0.87	-	0.08	0.43	-	1.54	-	-
Profit / (Loss) after taxation	(79.44)	(24.10)	(15.92)	1.91	(186.47)	(29.94)	(2,926.53)	(0.21)
Proposed Dividend	-	-	-	-	-	-	-	-
% of shareholding	100%	100%	100%	100%	100%	100%	100%	100%

Name of the Subsidiary	Myjoy Hospitality Private Limited	Myjoy Pharmaceuticals Private Limited (upto 30.11.2016)	Myjoy Tasty Food Private Limited	Myjoy Technologies Private Limited	Bharatiya Sanskriti Village Private Limited	Sasta Sundar Shop Private Limited	Brandbuddy Engage Analytics Private Limited (formerly Microsec Tech Solutions Private Limited)
Reporting period for the subsidiary concerned, if different from the holding company's reporting period	2016-17	2016-17	2016-17	2016-17	2016-17	2016-17	2016-17
Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	INR	INR	INR	INR	INR	INR	INR
Share capital	5.00	-	5.00	63.04	11.50	11.00	245.00
Reserves & surplus	(3.39)	-	13.06	241.56	(63.86)	38.47	(268.87)
Total assets	0.59	-	0.47	291.40	568.60	7.79	20.34
Total Liabilities	418.98	-	425.19	9.77	1,626.89	0.32	74.21
Investments	420.00	-	442.78	22.97	1,005.93	42.00	30.00
Turnover	-	734.96	-	-	-	-	2.91
Profit / (Loss) before taxation	43.30	(96.59)	2.03	(23.69)	(32.80)	3.61	(240.61)
Provision for taxation	-	-	-	-	-	-	-
Profit / (Loss) after taxation	43.30	(96.59)	2.03	(23.69)	(32.80)	3.61	(240.61)
Proposed Dividend	-	-	-	-	-	-	-
% of shareholding	100%	100%	100%	100%	100%	100%	100%

Note : 1. Name of subsidiaries which are yet to commence operations : NIL
2. Name of subsidiaries which have been sold during the year :
a) Joybuddy Fun Products Private Limited; b) Myjoy Pharmaceuticals Private Limited.

FORM AOC - 1

(Pursuant to first proviso to sub-section (3) of section 129 read with Rule 5 of Companies (Accounts) Rules, 2014)
Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures

Part "B": Associates and Joint Ventures

Sl. No.	Name of Associate / Joint Venture	Details
1	Latest audited Balance Sheet Date	NIL
2	Shares of Associate/Joint Venture held by the company on the year end	
	No. of shares	
	Amount of Investment in Associate/Joint Venture	
	Extent of Holding %	
3	Description of how there is significant influence	
4	Reason why the associate/joint venture is not consolidated	
5	Net worth attributable to Shareholding as per latest audited Balance Sheet	
6	Profit / Loss for the year	
	i. Considered in Consolidation	
	ii. Not Considered in Consolidation	

Note : 1. Name of associates or joint ventures which are yet to commence operations : NIL
2. Name of associates or joint ventures which have been liquidated or sold during the year : NIL

For and on behalf of the Board of Directors

B. L. Mittal
Chairman & Managing Director
DIN : 00365809

Ravi Kant Sharma
Director
DIN : 00364066

Amrit Daga
Chief Financial Officer

Biplab Kumar Mani
Company Secretary

Place : Kolkata
Date : 26th May, 2017

Independent Auditor's Report

To the Members of Sastasundar Ventures Limited (formerly Microsec Financial Services Limited)

Report on the Financial Statements

We have audited the accompanying standalone financial statements of Sastasundar Ventures Limited (formerly Microsec Financial Services Limited) ("the Company"), which comprise the Balance Sheet as at March 31, 2017, 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 Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these 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 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 and the Companies (Accounting Standards) Amendment Rules, 2016. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial control that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these 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 the Rules made thereunder. We conducted our audit in accordance with the Standards on Auditing, issued by the Institute of Chartered Accountants of India, as 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 financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by 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 standalone financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the 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, 2017, its loss, and its 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 1 a statement on the matters specified in paragraphs 3 and 4 of the Order.

Independent Auditor's Report

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, 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 standalone financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the Companies (Accounting Standards) Amendment Rules, 2016;

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

   (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;

   (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 its financial statements – Refer Note 21 to the standalone financial statements;

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

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

      iv. The Company has provided requisite disclosures in Note 30 to these standalone financial statements as to the holding of Specified Bank Notes on November 8, 2016 and December 30, 2016 as well as dealings in Specified Bank Notes during the period from November 8, 2016 to December 30, 2016. Based on our audit procedures and relying on the management representation regarding the holding and nature of cash transactions, including Specified Bank Notes, we report that these disclosures are in accordance with the books of accounts maintained by the Company and as produced to us by the Management.

For S.R. Batliboi & CO. LLP
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Bhaswar Sarkar
Partner
Membership Number: 55596
Place of Signature: Kolkata
Date: May 26, 2017

Independent Auditor's Report

ANNEXURE -1

TO
THE MEMBERS OF SASTASUNDAR VENTURES LIMITED (FORMERLY MICROSEC FINANCIAL SERVICES LIMITED)
[REFERRED TO IN OUR REPORT OF EVEN DATE]

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

(b) Fixed assets were physically verified by the management during the year and no material discrepancies were noticed on such verification.

(c) According to the information and explanations given by the management, the title deeds of immovable properties included in fixed assets are held in the name of the Company.

(ii) The Company is a Core Investment Company and is not required to maintain inventory. Consequently, the requirements of paragraph 3 (ii) of the Companies (Auditor's report) Order, 2016 ("the Order") are not applicable to the Company and hence not commented upon.

(iii) (a) The Company has granted loans to a company covered in the register maintained under section 189 of the Companies Act, 2013. In our opinion and according to the information and explanations given to us, the terms and conditions of the grant of such loans are not prejudicial to the company's interest.

(b) The Company has granted loans that are re-payable on demand, to a company covered in the register maintained under section 189 of the Companies Act, 2013. We are informed that the company upon demand has received repayment of such loan during the year, and, there has been no default on the part of the party to whom the money has been lent. The payment of interest has been regular.

(c) There are no amounts of loans granted to companies, firms or other parties listed in the register maintained under section 189 of the Companies Act, 2013 which are overdue for more than ninety days.

(iv) In our opinion and according to the information and explanations given to us, provisions of section 185 and 186 of the Companies Act 2013 where applicable, in respect of loans given, investments made, guarantees and securities given in respect of financial assistance obtained by the wholly owned subsidiaries from banks have been complied with by the Company.

(v) The Company has not accepted any deposits within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.

(vi) To the best of our knowledge and as explained, the Central Government has not prescribed the maintenance of cost records under section 148(1) of the Companies Act, 2013, for the services rendered by the Company.

(vii) (a) The Company is regular in depositing with appropriate authorities undisputed statutory dues including provident fund, income-tax, service tax, cess and other material statutory dues applicable to it. During the year, the Company did not have any dues towards sales tax, employee's state insurance, duty of customs, duty of excise and value added tax.

(b) According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income-tax, service tax, cess and other material statutory dues were outstanding, at the year end, for a period of more than six months from the date they became payable. During the year, the Company did not have any dues towards sales tax, employees' state insurance, duty of customs, duty of excise and value added tax.

(c) According to the records of the Company, the dues outstanding of income-tax and service tax, on account of any dispute, are as follows:

Independent Auditor's Report

Name of the statute	Nature of dues	Amount (₹)	Period to which the amount relates	Forum where dispute is pending
The Income Tax Act, 1961	Disallowances of certain expenses	51,611	Assessment Year 2012-13	Commissioner of Income Tax (Appeals)
The Income Tax Act, 1961	Disallowances of certain expenses	53,18,451	Assessment Year 2009-10	Hon'ble High Court of Calcutta
Finance Act, 1994	Service Tax	60,76,073	Financial Year 2007-08, 2008-09, 2009-10, 2010-11, 2011-2012	Customs, Central Excise and Service Tax Appellate Tribunal

According to the information and explanation given to us, there are no dues towards sales tax, duty of customs, duty of excise and value added tax which have not been deposited on account of any dispute.

(viii) Based on our audit procedures and as per the information and explanations given by the management, the Company did not have any outstanding dues to a financial institution, banks or government. There were no outstanding debentures during the year.Accordingly, the provisions of paragraph 3 (viii) are not applicable to the Company and hence not commented upon.

(ix) According to the information and explanations given by the management, the Company has not raised any money by way of initial public offer, further public offer, debt instruments or term loans.Consequently, reporting under clause (ix) is not applicable to the Company and hence not commented upon.

(x) Based upon the audit procedures performed for the purpose of reporting the true and fair view of the financial statements and according to the information and explanations given by the management, we report that no fraud by the Company or no fraud on the Company by the officers and employees of the Company has been noticed or reported during the year.

(xi) According to the information and explanations given by the management, the managerial remuneration has been paid / provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act, 2013.

(xii) In our opinion, the Company is not a nidhi company. Therefore, the provisions of clause 3(xii) of the order are not applicable to the Company and hence not commented upon.

(xiii) According to the information and explanations given by the management, transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the notes to the financial statements, as required by the applicable accounting standards.

(xiv) According to the information and explanations given to us and on an overall examination of the balance sheet, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review and, consequently reporting requirements under clause 3(xiv) are not applicable to the Company and, not commented upon.

(xv) According to the information and explanations given by the management, the Company has not entered into any non-cash transactions with directors or persons connected with him.

(xvi) As fully explained under Note 27 to the financial statements, the Company is not required to obtain registration under the provisions of section 45-IA of the Reserve Bank of India Act, 1934.

For S. R. Batliboi & CO. LLP
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Bhaswar Sarkar
Partner
Membership Number: 55596
Place of Signature: Kolkata
Date: May 26, 2017

Independent Auditor's Report

ANNEXURE - 2 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE STANDALONE FINANCIAL STATEMENTS OF SASTASUNDAR VENTURES LIMITED (FORMERLY MICROSEC FINANCIAL SERVICES LIMITED)

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

We have audited the internal financial controls over financial reporting of Sastasundar Ventures Limited (formerly Microsec Financial Services Limited) ("the Company") as of March 31, 2017 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

The Company's Management is responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. 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 the 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.

Auditor's 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 as specified under section 143(10) of the Companies Act, 2013, to the extent 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 judgement, 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 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.

Independent Auditor's Report

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 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 S. R. Batliboi & CO. LLP
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Bhaswar Sarkar
Partner
Membership Number: 55596
Place of Signature: Kolkata
Date: May 26, 2017

Balance Sheet as at March 31, 2017

	Notes	As at 31.03.2017 (₹)	As at 31.03.2016 (₹)
I. EQUITY AND LIABILITIES			
1. Shareholders' Funds			
(a) Share Capital	3	**31,81,05,000**	31,81,05,000
(b) Reserves and Surplus	4	**1,89,63,86,583**	1,92,07,68,742
		2,21,44,91,583	2,23,88,73,742
2. Non-Current Liabilities			
(a) Long-Term Provisions	5	**1,09,539**	3,97,906
3. Current Liabilities			
(a) Trade Payables	6		
Total outstanding dues of micro enterprises and small enterprises		**-**	-
Total outstanding dues of creditors other than micro enterprises and small enterprises		**16,43,829**	7,56,762
(b) Other Current Liabilities	7	**1,63,14,334**	16,90,341
(c) Short-Term Provisions	5	**55,581**	8,01,037
		1,80,13,744	32,48,140
		2,23,26,14,866	2,24,25,19,788
II. ASSETS			
1. Non-Current Assets			
(a) Fixed Assets	8		
(i) Property, Plant and Equipment		**4,18,88,339**	4,44,57,878
(ii) Intangible Assets		**43,429**	2,23,344
(b) Non-Current Investments	9	**2,11,53,95,278**	1,89,92,19,661
(c) Loans and Advances	10	**27,35,472**	1,01,75,673
		2,16,00,62,518	1,95,40,76,556
2. Current Assets			
(a) Current Investment	11	**6,14,77,565**	27,36,53,867
(b) Trade Receivables	12	**4,41,000**	-
(c) Cash and Bank Balances	13	**95,32,994**	1,37,80,097
(d) Loans and Advances	10	**10,44,586**	9,32,434
(e) Other Current Assets	14	**56,203**	76,834
		7,25,52,348	28,84,43,232
		2,23,26,14,866	2,24,25,19,788
Summary of significant accounting policies	2.1		

The accompanying notes are an integral part of the financial statements

As per our report of even date

For S. R. Batliboi & CO. LLP
Firm Registration No: 301003E/E300005
Chartered Accountants

per Bhaswar Sarkar
Partner
Membership No. 55596

Place : Kolkata
Date : 26th May, 2017

For and on behalf of the Board of Directors

B. L. Mittal
Chairman & Managing Director
DIN : 00365809

Amrit Daga
Chief Financial Officer

Ravi Kant Sharma
Director
DIN : 00364066

Biplab Kumar Mani
Company Secretary

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

	Notes	2016-17 (₹)	2015-16 (₹)
INCOME			
I. Revenue from Operations	15	**86,21,573**	2,04,20,026
II. Other Income	16	**11,47,487**	17,27,078
III. Total Revenue		**97,69,060**	2,21,47,104
Expenses			
Employee Benefits Expense	17	**68,40,952**	1,16,98,302
Depreciation and Amortisation expense	18	**27,49,454**	33,89,182
Other Expenses	19	**1,11,56,419**	85,71,219
IV. Total Expenses		**2,07,46,825**	2,36,58,703
V. LOSS BEFORE TAX AND EXCEPTIONAL ITEM		**1,09,77,765**	15,11,599
VI. EXCEPTIONAL ITEMS	9	**1,34,00,000**	2,37,00,000
VII. LOSS BEFORE TAX		**2,43,77,765**	2,52,11,599
VIII. Tax Expenses:			
(a) Current Tax		**-**	-
(b) Deferred Tax Charge		**-**	-
(c) Adjustment of tax relating to earlier periods		**4,394**	(44,82,400)
		4,394	(44,82,400)
IX. LOSS FOR THE YEAR		**2,43,82,159**	2,07,29,199
X. Loss Per Equity Share:			
Basic and Diluted [Nominal Value per Share ₹ 10 (2015-16: ₹ 10 each)]	20	**0.77**	0.65
Summary of significant accounting policies	2.1		

The accompanying notes are an integral part of the financial statements

As per our report of even date

For S. R. Batliboi & CO. LLP
Firm Registration No: 301003E/E300005
Chartered Accountants

For and on behalf of the Board of Directors

per Bhaswar Sarkar
Partner
Membership No. 55596

B. L. Mittal
Chairman & Managing Director
DIN : 00365809

Ravi Kant Sharma
Director
DIN : 00364066

Place : Kolkata
Date : 26th May, 2017

Amrit Daga
Chief Financial Officer

Biplab Kumar Mani
Company Secretary

Cash Flow Statement for the year ended 31st March, 2017

		2016-17 (₹)	2015-16 (₹)
A.	**Cash Flow from Operating Activities**		
	Loss before tax	**2,43,77,765**	2,52,11,599
	Adjustments for :		
	Interest on Fixed Deposits and Others	**(11,47,487)**	(5,94,153)
	Provision for standard assets written back	**-**	(10,00,000)
	Provision for dimunition in value of Investments	**1,34,00,000**	2,37,00,000
	Profit on sale of Fixed Asset (Net)	**-**	(1,32,925)
	Depreciation and amortization expense	**27,49,454**	33,89,182
	Operating profit / (loss) before working capital changes	**(93,75,798)**	1,50,505
	Increase in trade payables	**8,87,067**	52,991
	Increase in other current liabilities	**1,46,23,993**	10,61,283
	Increase/ (Decrease) in provisions	**(2,99,514)**	1,90,476
	(Increase) / Decrease in trade receivables	**(4,41,000)**	4,29,912
	Increase in loans and advances	**(1,12,152)**	(1,00,745)
	Cash generated from / (used in) operations	**52,82,596**	17,84,422
	Direct tax paid (net of refunds)	**74,60,619**	(18,98,660)
	Net cash flow used in operating activities	**1,27,43,215**	(1,14,238)
B.	**Cash Flow from Investing Activities**		
	Purchase of fixed assets (including capital advances)	**-**	(8,73,703)
	Proceeds from fixed assets	**-**	5,40,946
	Investment in non-current investments	**(9,99,99,940)**	-
	Proceeds from sale of non-current investments	**8,26,00,625**	
	Encashment of Fixed Deposits (net)(having original maturity of more than three months)	**70,00,000**	20,00,000
	Interest on Fixed Deposits and others	**4,08,997**	6,81,944
	Net cash flow from investing activities	**(99,90,318)**	23,49,187
C.	**Net cash flow from financing activities**	**-**	-
D.	**Net increase / (decrease) in cash and cash equivalents (A+B+C)**	**27,52,897**	22,34,949
E.	**Cash and Cash equivalents at the beginning of the year**	**67,43,281**	45,08,332
F.	**Cash and Cash equivalents at the end of the year**	**94,96,178**	67,43,281

Note for major non-cash transaction :
Refer Note 28 for demerger and corresponding change in investments. Amount of ₹ 21,21,76,302/- being non-cash in nature are excluded from the above statement.

Cash Flow Statement for the year ended 31st March, 2017

	2016-17 (₹)	2015-16 (₹)
Components of cash and cash equivalents as indicated in Note 13 comprises of:		
Cash on hand	**125**	22,872
Balances with scheduled banks *	**94,96,053**	27,20,409
Deposit with original maturity of less than three months	**-**	40,00,000
Total	**94,96,178**	**67,43,281**

* Excludes balance of ₹ 36,816 (2015-16: ₹ 36,816) with a bank for which refund instruments have been issued to the investors but are yet to be encashed and ₹ Nil (2015-16: ₹ 70,00,000) of Fixed Deposits with maturity for more than three months.

As per our report of even date

For S. R. Batliboi & CO. LLP
Firm Registration No: 301003E/E300005
Chartered Accountants

For and on behalf of the Board of Directors

per Bhaswar Sarkar
Partner
Membership No. 55596

B. L. Mittal
Chairman & Managing Director
DIN : 00365809

Ravi Kant Sharma
Director
DIN : 00364066

Place : Kolkata
Date : 26th May, 2017

Amrit Daga
Chief Financial Officer

Biplab Kumar Mani
Company Secretary

Notes to Financial Statements as at and for the year ended 31st March, 2017

1. Corporate Information

Sastasundar Ventures Limited (formerly Microsec Financial Services Limited) (the "Company" or "SVL") is a public company domiciled in India. Its shares are listed on BSE Limited and National Stock Exchange of India Limited. The Company is a Core Investment Company (CIC) and operates through several subsidiaries. At present, the Company is focusing largely on the business of digital network of healthcare. The Company aims to provide genuine healthcare services at a reasonable cost with its innovative information and knowledge based web portal www.sastasundar.com owned by one of its subsidiary company.

2. Basis of preparation of Financial Statements

The financial statements of the Company have been prepared in accordance with the generally accepted accounting principles in India (Indian GAAP). The Company has prepared these financial statements to comply in all material aspects with the accounting standards notified under Section 133 of the Companies Act, 2013 read together with paragraph 7 of the Companies (Accounts) Rules 2014 and Companies (Accounting Standards) Amendment Rules, 2016. The financial statements have been prepared under the historical cost convention on an accrual basis. The accounting policies adopted in the preparation of financial statements are consistent with those of previous year.

2.1 Summary of Significant Accounting Policies:

i) Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires the management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the date of financial statements and the results of operations during the reporting year end. Although these estimates are based upon the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amount of assets and liabilities in future periods.

ii) **Revenue Recognition**

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognised :

a. Fees from Investment Banking activities which include Mergers & Acquisitions, Investment and other advisory services are recognized as revenue when the relevant services are rendered to the customers and there are reasonable certainties as regards ultimate collectability of such revenue. The Company collects service tax on behalf of the Government and, therefore, it is not an economic benefit flowing to the Company. Hence, it is excluded from revenue.

b. Dividend income is recognized when the shareholder's right to receive dividend is established by the balance sheet date.

c. Income from Royalty is recognised on an accrual basis in accordance with the terms of the relevant agreement.

d. Interest income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.

e. Profit / (loss) on sale of investments is determined based on the weighted average cost of the investments sold.

iii) **Property, Plant and Equipment**

Property, Plant and Equipment are stated at cost less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use and initial estimate of decommissioning, restoring and similar liabilities, if any. Any trade discount and rebates are deducted in arriving at the purchase price.

Notes to Financial Statements as at and for the year ended 31st March, 2017

Gains or losses arising from de-recognition of Property, Plant and Equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of Profit and Loss when the asset is de-recognised.

The Company identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset.

iv) **Intangible Assets**

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and impairment losses, if any.

v) **Depreciation on Property, Plant and Equipment and Amortization on intangible assets**

a. Depreciation on Property, Plant and Equipment is calculated on a written down value (WDV) basis using the rates arrived at based on the useful lives estimated by the management which is as per the rates specified in Schedule II to the Companies Act, 2013.

b. Depreciation on Property, Plant and Equipment added/disposed off during the year is provided on prorata basis with reference to the date of addition/disposal.

c. Copyrights are amortized on straight-line basis over a period of three years from the date the assets become available for use.

d. Computer softwares are amortized on straight line basis over a period of three years from the date the assets become available for use.

vi) **Impairment of Fixed Assets**

The carrying amounts of assets are reviewed at each balance sheet date to determine whether there is any indication of impairment based on external/internal factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount which represents the greater of the net selling price and 'Value in use' of the assets. In assessing the value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and risks specific to the asset.

After impairment, depreciation / amortization is provided on the revised carrying amount of the assets over its remaining useful lives.

A previously recognized impairment loss is increased or reversed depending on the changes in the circumstances. However, the carrying value after reversal is not increased beyond the carrying value that would have prevailed by charging usual depreciation / amortization if there was no impairment.

vii) **Borrowing Costs**

Borrowing cost includes interest and amortization of ancillary costs incurred in connection with the arrangement of borrowings.

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the period they occur.

viii) **Investments**

Investments that are readily realisable and intended to be held for not more than a year from the date on which such investments are made are classified as Current Investments. All other Investments are classified as Long term Investments. Current Investments are stated at lower of cost and fair value determined on an individual investment basis. Long term investments are considered "at cost" on individual investment basis, unless there is a decline other than temporary in the value, in which case adequate provision is made against such diminution in the value of investments.

Notes to Financial Statements as at and for the year ended 31st March, 2017

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the statement of profit & loss.

ix) **Provisions**

A provision is recognized when the company has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

x) **Contingent Liabilities**

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The company does not recognize a contingent liability but discloses its existence in the financial statements.

xi) **Taxation**

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961. Deferred Income tax reflects the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years.

The deferred tax for timing differences between the book and tax profit for the year is accounted for using the tax rates and laws that have been substantively enacted as of the Balance Sheet date. Deferred tax asset is recognised only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax asset can be realised. In situations where the company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits.

The carrying amount of deferred tax asset is reviewed at each Balance Sheet date. The company writes down the carrying amount of a Deferred Tax Asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realised. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

At each Balance Sheet date, the company recognizes the unrecognized deferred tax asset to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax asset can be realized.

Minimum Alternative Tax (MAT) credit is recognised as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the specified period. In the year in which the MAT credit becomes eligible to be recognized as an asset in accordance with the recommendations contained in the guidance note issued by the Institute of Chartered Accountants of India, the said asset is created by way of a credit to the statement of profit and loss and shown as MAT Credit Entitlement. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that the Company will pay normal Income Tax during the specified period.

Notes to Financial Statements as at and for the year ended 31st March, 2017

xii) **Segment Reporting:**

a) Identification of Segments :

The Company has identified that its business segments are the primary segments. The Company's operating businesses are organized and managed separately according to the nature of products/services provided, with each segment representing a strategic business unit that offers different products/services and serves different markets. The analysis of geographical segments is based on the areas in which the operating divisions of the company operates.

b) Inter-segment transfers :

The company generally accounts for intersegment sales and transfers at cost plus appropriate margins.

c) Allocation of Common Costs:

Common allocable costs are allocated to each segment according to the relative contribution of each segment to the total common cost.

d) Unallocated items :

Revenue and expenses which relate to the enterprise as a whole and are not allocable to segments on a reasonable basis are included under the head "Unallocated –Common".

e) Segment accounting policies :

The company prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the company as a whole.

xiii) **Retirement and other employees benefits**

a. Retirement benefit in the form of provident fund is a defined contribution scheme. The company has no obligation, other than the contribution payable to the provident fund. The company recognizes contribution payable to the provident fund scheme as an expenditure, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre payment will lead to a reduction in future payment or a cash refund.

b. Gratuity liability being a defined benefit obligation is provided for on the basis of actuarial valuation on projected unit credit method at the end of each financial year. Actuarial gains / losses are recognized in full in the period in which they occur in the Statement of Profit and Loss. The Company has got an approved gratuity fund which has taken an insurance policy with Life Insurance Corporation of India (LIC) to cover the gratuity liabilities

c. Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

xiv) **Earning Per Share**

Basic Earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders, by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

xv) **Cash and Cash Equivalents**

Cash and cash equivalents in the cash flow statement comprise of Cash at Bank and Cash/Cheque on hand and fixed deposits with an original maturity of three months or less.

Notes to Financial Statements as at and for the year ended 31st March, 2017

	As at 31.03.2017 (₹)	As at 31.03.2016 (₹)
3 SHARE CAPITAL		
Authorised		
3,50,00,000 (2015-16: 3,50,00,000) Equity Shares of ₹ 10 each (2015-16: ₹ 10 each)	**35,00,00,000**	35,00,00,000
Issued, Subscribed and Fully Paid-up		
3,18,10,500 (2015-16: 3,18,10,500) Equity Shares of ₹ 10 each (2015-16: ₹ 10 each)	**31,81,05,000**	31,81,05,000

(a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

	As at 31.03.2017		As at 31.03.2016	
	Nos.	₹	Nos.	₹
Equity Shares				
Outstanding at the beginning and at the end of the year	**3,18,10,500**	**31,81,05,000**	3,18,10,500	31,81,05,000

(b) Terms / Rights attached to the equity shares

The Company has only one class of equity shares having par value of ₹ 10 per share. Each holder of equity share is entitled to one vote per share. The Company declares and pays dividends in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(c) Details of shareholders holding more than 5% shares in the Company

Name of the shareholder	As at 31.03.2017		As at 31.03.2016	
	No. of shares	% of holding	No. of shares	% of holding
Equity shares of ₹ 10 each full paid up				
Banwari Lal Mittal	**1,08,16,000**	**34.00**	1,08,16,000	34.00
Top View Enclaves LLP	**76,91,834**	**24.18**	74,34,069	23.34
Microsec Vision Employee Trust	**17,83,400**	**5.61**	17,83,400	5.61

As per records of the Company, including its register of shareholders / members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

Notes to Financial Statements as at and for the year ended 31st March, 2017

		As at 31.03.2017 (₹)	As at 31.03.2016 (₹)
4	**RESERVES AND SURPLUS**		
	Capital Redemption Reserve (Balance as per last financial statements)	**1,00,00,000**	1,00,00,000
	Securities Premium Account (Balance as per last financial statements)	**1,38,98,71,136**	1,38,98,71,136
	Reserve under Section 45-IC of the Reserve Bank of India Act, 1934		
	Balance as per last financial statements	**14,29,83,000**	14,29,83,000
	Add: Amount transferred from the Statement of Profit and Loss during the year	**-**	-
		14,29,83,000	14,29,83,000
	According to Section 45-IC of the Reserve Bank of India Act, 1934, every NBFC shall create a reserve fund and transfer therein a sum not less than 20% of its Net Profit every year as disclosed in the Statement of profit and loss and before declaration of dividend. Pursuant to the acceptance of Reserve Bank of India (RBI) on the Company's application for cancellation of Certificate of Registration (CoR), as detailed in Note 27. The Company has also sought clarification from RBI on May 6, 2016 regarding further treatment of this Reserve. Pending receipt of clarification from RBI, the Company, as per legal opinion received in this regard, has decided to maintain the status quo of the Reserve.		
	Surplus in the Statement of Profit and Loss		
	Balance as per last financial statements	**37,79,14,606**	39,86,43,805
	Less: Loss for the year	**2,43,82,159**	2,07,29,199
	Net Surplus in the Statement of Profit and Loss	**35,35,32,447**	37,79,14,606
		1,89,63,86,583	1,92,07,68,742

		Long-Term		Short-Term	
		As at 31.03.2017 (₹)	As at 31.03.2016 (₹)	**As at 31.03.2017 (₹)**	As at 31.03.2016 (₹)
5	**PROVISIONS**				
	For taxation [Net of Advances ₹ Nil (2015-16: Rs. Nil)]	**-**	-	**51,611**	7,85,920
	For Gratuity (Refer Note 23)	**1,09,539**	3,97,906	**3,970**	15,117
		1,09,539	3,97,906	**55,581**	8,01,037

		As at 31.03.2017 (₹)	As at 31.03.2016 (₹)
6	**TRADE PAYABLES**		
	Due to Micro and Small Enterprises *	**-**	-
	Due to Others	**16,43,829**	7,56,762
		16,43,829	7,56,762

* Based on the information / documents available with the Company, no creditor is covered under Micro, Small and Medium Enterprise Development Act, 2006. As a result, no interest provisions / payments have been made by the company to such creditors, if any, and no disclosures thereof are made in these financial statements.

Notes to Financial Statements as at and for the year ended 31st March, 2017

	As at 31.03.2017 (₹)	As at 31.03.2016 (₹)
7 OTHER CURRENT LIABILITIES		
Unclaimed Dividend *	**1,63,736**	1,63,736
Share Application Money pending refund**	**36,816**	36,816
Other liabilities		
Statutory Dues	**2,92,878**	5,10,214
Advance against Investment (Refer Note 28)	**1,54,64,000**	-
Employee Payables	**3,56,904**	9,79,575
	1,63,14,334	16,90,341

* to be paid as and when due to Investor Education and Protection Fund

** Represents refund instruments issued to the investors which are yet to be encashed since 1st October, 2010. This, however, does not include any amount, due and outstanding to be credited to Investors Education and Protection Fund.

8 FIXED ASSETS

A. Property, Plant and Equipment (Amount in ₹)

Particulars	Buildings	Computers	Furniture and Fixtures	Office Equipments	Vehicles	Total
Gross Block						
At April 1, 2015	**5,19,51,720**	**60,04,881**	**1,24,71,575**	**77,37,179**	**18,99,043**	**8,00,64,398**
Additions	1,01,07,223	39,250	-	-	-	**1,01,46,473**
Disposals	-	1,01,150	-	2,75,127	11,66,399	**15,42,676**
At March 31, 2016	**6,20,58,943**	**59,42,981**	**1,24,71,575**	**74,62,052**	**7,32,644**	**8,86,68,195**
Additions	-	-	-	-	-	**-**
Disposals	-	-	-	-	-	**-**
At March 31, 2017	**6,20,58,943**	**59,42,981**	**1,24,71,575**	**74,62,052**	**7,32,644**	**8,86,68,195**
Depreciation						
At April 1, 2015	**1,72,39,261**	**59,10,150**	**1,07,22,603**	**71,42,033**	**11,21,657**	**4,21,35,704**
Charge For the Year	20,31,612	72,842	7,37,018	1,36,832	2,30,963	**32,09,267**
Disposals	-	1,01,150	-	2,61,737	7,71,767	**11,34,654**
At March 31, 2016	**1,92,70,873**	**58,81,842**	**1,14,59,621**	**70,17,128**	**5,80,853**	**4,42,10,317**
Charge For the Year	20,80,755	31,657	3,51,338	54,718	51,071	**25,69,539**
Disposals	-	-	-	-	-	**-**
At March 31, 2017	**2,13,51,628**	**59,13,499**	**1,18,10,959**	**70,71,846**	**6,31,924**	**4,67,79,856**
Net Block						
At March 31, 2016	**4,27,88,070**	**61,139**	**10,11,954**	**4,44,924**	**1,51,791**	**4,44,57,878**
At March 31, 2017	**4,07,07,315**	**29,482**	**6,60,616**	**3,90,206**	**1,00,720**	**4,18,88,339**

Notes to Financial Statements as at and for the year ended 31st March, 2017

B. Intangible Assets

(Amount in ₹)

Particulars	Copyrights - Right on Web Application Portal - Personal Resource Planning	Software	Total
Gross Block			
At April 1, 2015	**5,00,01,000**	**39,77,427**	**5,39,78,427**
Purchase	-	-	**-**
At March 31, 2016	**5,00,01,000**	**39,77,427**	**5,39,78,427**
Purchase	-	-	**-**
At March 31, 2017	**5,00,01,000**	**39,77,427**	**5,39,78,427**
Amortization			
At April 1, 2015	**5,00,01,000**	**35,74,168**	**5,35,75,168**
Charge For the Year	-	1,79,915	**1,79,915**
At March 31, 2016	**5,00,01,000**	**37,54,083**	**5,37,55,083**
Charge For the Year	-	1,79,915	**1,79,915**
At March 31, 2017	**5,00,01,000**	**39,33,998**	**5,39,34,998**
Net Block			
At March 31, 2016	**-**	**2,23,344**	**2,23,344**
At March 31, 2017	**-**	**43,429**	**43,429**

	No. of Shares / Units	Face value Per share / Unit (₹)	As at 31.03.2017 (₹)	As at 31.03.2016 (₹)
9. NON CURRENT INVESTMENTS				
Trade Investments (Valued at Cost)				
Unquoted Equity Shares (fully paid up)				
In Wholly Owned Subsidiary Companies				
Microsec Resources Private Limited	3,20,000	10	**1,31,00,000**	1,31,00,000
	(3,20,000)			
Sastasundar Healthbuddy Limited (formerly Microsec Health Buddy Limited)	1,28,15,541	10	**1,29,81,28,353**	1,09,81,28,553
	(1,08,15,543)			
Bhartiya Sanskriti Village Private Limited	86,321	10	**6,01,99,515**	8,02,00,000
	(1,15,000)			
Myjoy Tasty Food Private Limited	50,000	10	**5,01,250**	5,01,250
	(50,000)			
PRP Technologies Limited (Refer Note 28)	3,31,542	10	**23,63,36,552**	2,41,60,250
	(1,00,000)			
Innogrow Technologies Limited (formerly Microsec Technologies Limited)	2,80,257	10	**35,13,29,608**	35,13,29,608
	(2,80,257)			
Less: Provision for dimunition of long term Investments*			**(3,71,00,000)**	(2,37,00,000)
Total (a)			**1,92,24,95,278**	**1,54,37,19,661**

Notes to Financial Statements as at and for the year ended 31st March, 2017

	No. of Shares / Units	Face value Per share / Unit (₹)	As at 31.03.2017 (₹)	As at 31.03.2016 (₹)
Unquoted Compulsorily Convertible Unsecured Debentures (fully paid up)				
In Wholly Owned Subsidiary Companies				
PRP Technologies Limited	1,60,000	940	**15,04,00,000**	15,04,00,000
	(1,60,000)			
Bharatiya Sanskriti Village Private Limited	-	80	**-**	16,26,00,000
	(20,32,500)			
Myjoy Tasty Food Private Limited	42,50,000	10	**4,25,00,000**	4,25,00,000
	(42,50,000)			
Total (b)			**19,29,00,000**	35,55,00,000
Total Investments (a+b)			**2,11,53,95,278**	1,89,92,19,661
Aggregate Value of Investments				
Unquoted			**2,11,53,95,278**	1,89,92,19,661
Aggregate provision for dimunition in value of Investments			**3,71,00,000**	2,37,00,000

* Represents provision for diminution, other than temporary, in value of the Company's investment in Innogrow Technologies Limited (Formerly Microsec Technologies Limited) based on the assessment done by the Company's management.

	Non Current		Current	
	As at 31.03.2017 (₹)	As at 31.03.2016 (₹)	**As at 31.03.2017 (₹)**	As at 31.03.2016 (₹)
10. LOANS AND ADVANCES				
(Unsecured considered good)				
Advance Tax [Net of Provisions ₹ 2,64,722 (2015-16: ₹ 2,64,722)]	**17,27,715**	91,67,916	**-**	-
Security Deposits	**10,07,757**	10,07,757	**-**	-
Advances recoverable in cash or in kind	**-**	-	**13,842**	30,554
Prepaid Expenses	**-**	-	**3,74,989**	2,45,190
Balance with Government Authorities	**-**	-	**6,55,755**	6,56,690
	27,35,472	1,01,75,673	**10,44,586**	9,32,434

Notes to Financial Statements as at and for the year ended 31st March, 2017

	No. of Shares / units	Face Value per share / unit (₹)	As at 31.03.2017 (₹)	As at 31.03.2016 (₹)
11. CURRENT INVESTMENTS				
Current portion of Long term Investments (Valued at cost)				
Unquoted Equity Shares (fully paid up)				
In Wholly Owned Subsidiary Company				
Microsec Capital Limited [Refer Note 28]	22,63,561	10	**6,14,77,565**	27,36,53,867
	(22,63,561)			
			6,14,77,565	27,36,53,867
Aggregate amount of Unquoted Investments			**6,14,77,565**	27,36,53,867

	As at 31.03.2017 (₹)	As at 31.03.2016 (₹)
12 TRADE RECEIVABLES		
(Unsecured, Considered Good)		
Outstanding for a period exceeding six months from the date they are due for payment	**-**	-
Other Receivables	**4,41,000**	-
	4,41,000	-

	As at 31.03.2017 (₹)	As at 31.03.2016 (₹)
13 CASH AND BANK BALANCES		
(i) Cash and Cash Equivalents		
Cash on Hand	**125**	22,872
Balances with Scheduled Banks		
On Current Accounts	**93,32,317**	25,56,673
Deposit with original maturity of less than three months	**-**	40,00,000
Unclaimed Dividend Account	**1,63,736**	1,63,736
	94,96,178	67,43,281
(ii) Other Bank Balances		
IPO Refund Account *	**36,816**	36,816
Deposits with original maturity for more than 3 months but not more than 12 months	**-**	70,00,000
	95,32,994	1,37,80,097

* Represents balance with a bank for which refund instruments have been issued to the investors which are yet to be encashed by the investors.

Notes to Financial Statements as at and for the year ended 31st March, 2017

		As at 31.03.2017 (₹)	As at 31.03.2016 (₹)
14	**OTHER CURRENT ASSETS**		
	(Unsecured, Considered Good)		
	Accrued Interest on Fixed Deposits	**-**	76,834
	Accrued Interest on Security Deposit	**56,203**	-
		56,203	76,834

		2016-17 (₹)	2015-16 (₹)
15	**REVENUE FROM OPERATIONS**		
	Sale of Services		
	Income from Royalty	**-**	26
	Professional Services	**64,20,000**	2,04,20,000
	Interest Income On Loan	**22,01,573**	-
		86,21,573	2,04,20,026

		2016-17 (₹)	2015-16 (₹)
16	**OTHER INCOME**		
	(a) Interest Income		
	On Fixed Deposits	**2,71,050**	5,94,153
	On Income Tax Refund	**7,59,121**	-
	On Security Deposit	**1,17,316**	-
	(b) Other Non Operating Income		
	Provision for standard assets written back	**-**	10,00,000
	Profit on sale of Fixed Asset (Net)	**-**	1,32,925
		11,47,487	17,27,078

		2016-17 (₹)	2015-16 (₹)
17	**EMPLOYEE BENEFITS EXPENSE**		
	Salary and Bonus	**58,52,224**	1,06,64,472
	Contribution to Provident and other funds	**2,50,714**	4,72,412
	Gratuity expense (Refer Note 23)	**7,00,486**	4,96,272
	Staff Welfare Expenses	**37,528**	65,146
		68,40,952	1,16,98,302

		2016-17 (₹)	2015-16 (₹)
18	**DEPRECIATION AND AMORTISATION EXPENSE**		
	Depreciation of Property, Plant & Equipment	**25,69,539**	32,09,267
	Amortization of Intangible Assets	**1,79,915**	1,79,915
		27,49,454	33,89,182

Notes to Financial Statements as at and for the year ended 31st March, 2017

	2016-17 (₹)	2015-16 (₹)
19 OTHER EXPENSES		
Advertisement and Publicity	**3,72,796**	1,64,468
Communication Expenses	**1,29,136**	1,25,127
Repairs and Maintenance - Others	**4,97,237**	3,93,911
Rates and Taxes	**3,36,832**	3,05,007
Filing Fees	**1,13,743**	14,814
Director's Sitting Fees	**17,98,225**	15,85,474
Insurance Premium	**2,61,514**	2,63,890
Printing and Stationery	**5,42,453**	5,15,693
Postage and Telegram	**6,48,141**	4,14,783
Bank and Demat charges	**2,65,688**	2,26,714
Travelling and Conveyance	**11,51,903**	13,18,762
Legal and Professional fees	**28,00,570**	19,34,913
Listing Fee	**4,30,000**	3,61,012
Electricity	**2,65,774**	-
Security Service Charges	**75,098**	-
Auditors' Remuneration		
As Auditors		
Audit Fees	**2,01,000**	2,01,000
Limited Reviews	**1,50,750**	1,50,500
In other capacity for certificates and other services	**6,03,000**	2,01,000
Reimbursement of expenses (including service tax)	**86,108**	61,379
Miscellaneous expenses	**4,26,451**	3,32,772
	1,11,56,419	85,71,219

	2016-17 (₹)	2015-16 (₹)
20 LOSS PER SHARE		
Basis for calculation of Basic and Diluted Earnings Per Share is as under:		
Loss after tax (₹)	**2,43,82,159**	2,07,29,199
Weighted Average Number of Equity Shares (Nos)	**3,18,10,500**	3,18,10,500
Nominal Value of each Equity Share (₹)	**10.00**	10.00
Basic and Diluted Loss Per Equity Share (₹)	**0.77**	0.65

Notes to Financial Statements as at and for the year ended 31st March, 2017

21 Contingent Liabilities:

(a) The Company has provided Corporate Guarantee of ₹ 4,77,50,000 (2015-16: ₹ 9,50,00,000) against bank guarantee and has created equitable mortgage of ₹ 7,47,55,370 (2015-16: ₹ 7,47,55,370) over its property at Kolkata as security for credit facility extended by a scheduled bank to Microsec Capital Limited (a wholly owned subsidiary company) for the purpose of operations of the business. The amount of facility / guarantee actually availed by the subsidiary as on the balance sheet date amounts to ₹ 5,63,90,153 (2015-16: ₹ 2,59,84,441) and ₹ 5,93,99,634 (2015-16: ₹7,65,88,999) (net of fixed deposits of ₹ 8,33,00,000 (2015-16: ₹ 9,75,00,000 pledged by the subsidiary with the scheduled banks) respectively.

(b) The Company has provided Corporate Guarantee amounting ₹ 13,80,00,000 against credit facility availed from a Union Bank of India by Sastasundar Healthbuddy Limited (Formerly Microsec Health Buddy Limited) (a subsidiary company) for the purpose of purchase of Plant & Machinery and operations of the business. The amount of facility / guarantee actually availed by the subsidiary as on the balance sheet date amounts to ₹ 10,43,49,558 (2015-16: ₹ 6,44,56,688).

(c) The Company has provided Corporate Guarantee amounting ₹ 10,00,000 against credit card facility availed from HDFC Bank Limited by Brandbuddy Engage Analytics Private Limited (Formerly Microsec Tech Solutions Private Limited) (a step down subsidiary). The amount of facility / guarantee actually availed by the subsidiary as on the balance sheet date amounts to ₹ 7,418 (2015-16: ₹ Nil).

(d) Income tax demand under appeal – ₹ 61,46,268 (2015-16: ₹ 5,31,850). The management believes that the Company has a good case for success in this matter and therefore no provision there against is considered necessary.

(e) Service tax demand – ₹ 65,91,073 (2015-16: ₹ 65,91,073). The management believes that the Company has a good case for success in this matter and therefore no provision there against is considered necessary.

22. Director's Remuneration

Particulars	**2016-17 (₹)**	**2015-16** (₹)
Salary, Bonus, etc.	**12,76,617**	50,17,186
Contribution to Provident Fund	**95,745**	3,41,553
Gratuity	**10,00,000**	-
	23,72,362	53,58,739

23. The Company has a defined employee benefit plan in the form of gratuity. Every employee, who has completed five years or more of services, gets a gratuity on departure @ 15 days of last drawn salary for each completed years of service. The gratuity scheme is entrusted with Life Insurance Corporation of India.

The following tables summarise the components of gratuity expenses recognised in the Statement of Profit and Loss and the funded status and amounts recognized in the balance sheet for the plan.

	Particulars	**2016-17 (₹)**	**2015-16** (₹)
(i)	**Net Employee Expense /(benefit)**		
	Current service cost	**63,213**	1,96,306
	Interest cost on benefit obligation	**22,688**	60,445
	Expected return on plan assets	**37,473**	88,834
	Curtailment Cost	**9,741**	-
	Net Actuarial (gain) / loss recognised in the year	**6,61,799**	3,28,355
	Total employer expense recognised in Statement of Profit and Loss	**7,00,486**	4,96,272
(ii)	Actual Return on Plan Assets	**27,280**	60,913

Notes to Financial Statements as at and for the year ended 31st March, 2017

	Particulars	2016-17 (₹)	2015-16 (₹)
(iii)	**Benefit Asset/(Liability)**		
	Defined benefit obligation	**4,41,458**	9,21,478
	Fair value of Plan Assets	**3,27,949**	5,08,455
	Benefit Asset / (Liability)	**(1,13,509)**	(4,13,023)
(iv)	**Movement in benefit liability**		
	Opening defined benefit obligation	**9,21,478**	13,32,973
	Interest cost	**22,688**	60,445
	Current service cost	**63,213**	1,96,306
	Curtailment Cost	**9,741**	-
	Benefits paid	**12,07,786**	9,68,680
	Actuarial (gains) / losses on obligation	**6,51,606**	3,00,434
	Closing benefit obligation	**4,41,458**	9,21,478
(v)	**Movement in fair value of plan assets**		
	Opening fair value of plan assets	**5,08,455**	11,10,426
	Expected Return on plan assets	**37,473**	88,834
	Contributions by employer	**10,00,000**	1,19,659
	Benefits paid	**12,07,786**	7,82,543
	Actuarial gains on plan assets	**(10,193)**	(27,921)
	Closing fair value of plan assets	**3,27,949**	5,08,455
(vi)	**Major categories of plan assets as a percentage of the fair value of total plan assets**		
	Investments in insurance managed fund	**100%**	100%
(vii)	**The principal actuarial assumptions are as follows**		
	Discount Rate	**7.37%**	8.00%
	Expected rate of return on plan assets	**7.37%**	8.00%
	Salary increase	**6.00%**	6.00%
	Withdrawal rates	**1.00%**	1.00%
(viii)	**Amount incurred as expense for defined contribution plans**		
	Contribution to Provident / Pension fund	**2,50,714**	4,72,412
(ix)	The estimates of future salary increases considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.		
(x)	The overall expected rate of return on assets is determined based on the market prices prevailing on that date, applicable to the period over which the obligation is to be settled.		
(xi)	The Company expects to contribute ₹ 1,00,000 (2015-16: ₹ 1,00,000) to Gratuity Fund during April, 2017 to March, 2018.		

Notes to Financial Statements as at and for the year ended 31st March, 2017

(xii) Amounts for the current year and previous years are as follows :	Year Ended March 31, 2017 (₹)	Year Ended March 31, 2016 (₹)	Year Ended March 31, 2015 (₹)	Year Ended March 31, 2014 (₹)	Year Ended March 31, 2013 (₹)
Defined Benefit Obligation	**4,41,458**	9,21,478	13,32,973	11,37,588	10,66,508
Plan Assets	**3,27,949**	5,08,455	11,10,426	11,87,911	7,76,029
Surplus / (Deficit)	**(1,13,509)**	(4,13,023)	(2,22,547)	50,323	(2,90,479)
Experience adjustments on plan liabilities	**6,11,814**	3,00,434	(2,28,745)	3,18,232	29,409
Experience adjustments on plan assets	**(6,990)**	(16,817)	(1,230)	5,179	8,135

24. Minimum Alternate Tax (MAT) credit entitlement of ₹ 31,74,787 (2015-16: ₹ 31,74,787) although available as tax credit for set off in future years as per Income Tax Act, 1961, has not been accounted for in view of accounting policy specified in Note 2.1(xi) herein.

25. Related Party in terms of Accounting Standard 18 and as per the Companies Act, 2013 are given below:

Name of related parties and description of relationship

i) Related parties where control exists

a) Subsidiaries

Microsec Capital Limited
Microsec Resources Private Limited
Innogrow Technologies Limited (Formerly Microsec Technologies Limited)
Microsec Insurance Brokers Limited
Microsec Commerze Limited
PRP Technologies Limited
Sastasundar Healthbuddy Limited (Formerly Microsec Health Buddy Limited)
Bharatiya Sanskriti Village Private Limited
Myjoy Tasty Food Private Limited
Myjoy Hospitality Private Limited
Myjoy Technologies Private Limited
Sasta Sundar Shop Private Limited
Myjoy Pharmaceuticals Private Limited (upto 30th November, 2016)
Joybuddy Fun Products Private Limited (upto 30th November, 2016)
Brandbuddy Engage Analytics Private Limited (Formerly Microsec Tech Solutions Private Limited)

b) Limited Liability Partnership (Entities over which control is exercised)

Microsec Invictus Advisors LLP
Ruchika Advisory Services LLP
Alokik Advisory Services LLP
Dreamscape Advisors LLP
Kailashwar Advisory Services LLP
Stuti Advisory Services LLP
Bhavya Advisory Services LLP

Name of other related parties with whom transactions have taken place during the year

ii) Key Management Personnel

Mr. Banwari Lal Mittal (Chairman and Managing Director)
Mr. Giridhar Dhelia (Chief Financial Officer) (upto 11th August, 2015)
Mr. Amrit Daga (Chief Financial Officer) (w.e.f. 12th August, 2015)
Mr. Biplab Kumar Mani (Company Secretary)

Particulars	Subsidiary Companies / Entities (Enterprise over which control exists)						Key Management Personnel			
	Innogrow Technologies Limited (Formerly Microsec Technologies Limited)	Microsec Resources Private Limited	PRP Technologies Limited	Microsec Capital Limited	Sastasundar Healthbuddy Limited (Formerly Microsec Health Buddy Limited)	Brandbuddy Engage Analytics Private Limited (Formerly Microsec Tech Solutions PrivateLimited)	Mr. Banwari Lal Mittal	Mr. Gridhar Dhelia	Mr. Amrit Daga	Mr. Biplab Mani
Director's Remuneration	–	–	–	–	–	–	**23,72,362**	–	–	–
	(–)	(–)	(–)	(–)	(–)	(–)	(53,58,739)	(–)	(–)	(–)
Remuneration	–	–	–	–	–	–	–	–	**15,58,326**	**14,24,963**
	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(8,14,543)	(9,53,269)	(14,31,483)
Management Consultancy Fees	–	–	–	**60,00,000**	–	–	–	–	–	–
	(–)	(–)	(–)	(2,00,00,000)	(–)	(–)	(–)	(–)	(–)	(–)
Income from Royalty	–	–	–	–	–	–	–	–	–	–
	(–)	(–)	(26)	(–)	(–)	(–)	(–)	(–)	(–)	(–)
Service Charges	–	–	–	**2,822**	–	–	–	–	–	–
	(–)	(–)	(–)	(2,879)	(–)	(–)	(–)	(–)	(–)	(–)
Loan Given	**1,50,00,000**	**3,30,50,000**	–	–	–	–	–	–	–	–
	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)
Loan Repaid	**1,50,00,000**	**3,30,50,000**	–	–	–	–	–	–	–	–
	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)
Interest Received on Loan	**73,973**	**21,27,600**	–	–	–	–	–	–	–	–
	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)
Purchase of Investment in Compulsorily Convertible Debentures of Sastasundar Healthbuddy Limited (Formerly Microsec Healthbuddy Limited)	–	–	**9,99,99,940**	–	–	–	–	–	–	–
	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)
Sale of Investment in Compulsorily Convertible Debentures of Bharatiya Sanskriti Village Private Limited	–	–	**16,26,00,000**	–	–	–	–	–	–	–
	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)

Notes to Financial Statements as at and for the year ended 31st March, 2017

Particulars	Subsidiary Companies / Entities (Enterprise over which control exists)					Key Management Personnel				
	Innogrow Technologies Limited (Formerly Microsec Technologies Limited)	Microsec Resources Private Limited	PRP Technologies Limited	Microsec Capital Limited	Sastasundar Healthbuddy Limited (Formerly Microsec Health Buddy Limited)	Brandbuddy Engage Analytics Private Limited (Formerly Microsec Tech Solutions PrivateLimited)	Mr. Banwari Lal Mittal	Mr. Gridhar Dhelia	Mr. Amrit Daga	Mr. Biplab Mani
Conversion of Investment in Compulsorily Convertible Debenturesinto Equity Shares	–	–	–	–	**19,99,99,800**	–	–	–	–	–
	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)
Sale of Investment in Equity Share of Bharatiya Sanskriti Village Private Limited	–	–	**2,00,00,485**	–	–	–	–	–	–	–
	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)
Investment in Equity Shares of PRP Technologies Limited (Refer Note 28)	–	–	**21,21,76,302**	–	–	–	–	–	–	–
	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)
Transfer of assets by way of demerger of Microsec capital Limited to PRP Technologies Limited (Refer Note 28)	–	–	–	**21,21,76,302**	–	–	–	–	–	–
	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)
Investment in Compulsorily Convertible Debentures	–	–	–	–	**9,99,99,940**	–	–	–	–	–
	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)	(–)
Corporate Guarantee Given	–	–	–	**4,77,50,000**	**10,43,49,558**	**7,418**	–	–	–	–
	(–)	(–)	(–)	(9,50,00,000)	(6,44,56,688)	(–)	(–)	(–)	(–)	(–)
Employee Payable	–	–	–	–	–	–	–	–	**63,071**	**39,493**
	(–)	(–)	(–)	(–)	(–)	(–)	(5,85,335)	(–)	(82,782)	(1,08,750)

Notes to Financial Statements as at and for the year ended 31st March, 2017

26. Segment Reporting

In terms of Accounting Standard 17 – "Segment Reporting" notified by Companies Act, 2013, the Company has only one reportable business segment, i.e., "Financial Services – Core Investment Company" and have only one reportable geographic segment in India.

The Company operates in only one geographical segment i.e. 'Within India' and no separate information for geographical segment has been given.

27. The shareholders of the Company had approved conversion of the Company to a Core Investment Company (CIC) on 19th March 2013. During the previous year, the Company had applied to the Reserve Bank of India (RBI) for voluntary surrender of Certificate of Registration (CoR) as Non-Banking Financial Company. Vide intimation dated 16th July, 2015, the RBI has accepted the Company's application and cancelled the CoR.

A Company having an asset size of more than ₹ 100 crores and not accessing public funds is exempt from registration as CIC with RBI in terms of the notification no. DNBS.PD.CC.No.274/03.02.089/2011-12 dated 11th May, 2012.

28. The Company's wholly owned subsidiary, Microsec Capital Limited (MCL) and MCL's wholly owned subsidiary Microsec Commerze Limited (MCZL) are engaged in various financial service businesses. With the objective of divesting financial service businesses of MCL and MCZL, the Board of Directors of the Company, MCL and MCZL have approved the demerger of the Consultancy and Investments undertaking of their respective Companies into a resulting company w.e.f. the appointed date April 01, 2016 subject to the approvals from members and creditors of MCL and MCZL, approval of the Hon'ble High Court at Calcutta and other necessary regulatory approvals. During the year, the Company has received the necessary approval of the Hon'ble High Court of Calcutta and necessary adjustment have been recognised in these financial statements. Further, the Company has also entered into a Share Purchase Agreement on April 19, 2016 for sale of its entire shareholding in MCL (the demerged Company). This sale is subject to the aforesaid approvals necessary for the demerger. Consequent to the approval of Hon'ble High Court of Calcutta, the Company has terminated the professional services agreement w.e.f 1st February, 2017 that were being provided to MCL. The Company has filed an application for change in management to the depositories and stock exchanges and is awaiting approval in this regards. Pending such approvals, the effect to the agreement has not been recognised in these financial statements.

29. The Board of Directors at its meeting held on 5th January, 2017 approved a Scheme of Arrangement (the Scheme) for amalgamation of PRP Technologies Limited (PTL), Myjoy Tasty Food Private Limited (MTFPL) and Myjoy Hospitality Private Limited (MHPL) (Transferor Companies) with the Company under section 233 of the Companies Act, 2013 and the rules made there under with effect from 1st April'16 ("the Appointed Date"). The Scheme is subject to requisite approvals of the concerned regulatory authorities. Pending such approvals, the scheme has not been recognised in these financial statements.

Notes to Financial Statements as at and for the year ended 31st March, 2017

30. During the year, the Company had specified bank notes or other denomination note as defined in the MCA notification no. G.S.R 308(E) dated 31st March, 2017 on the details of Specified Bank Notes (SBN) held and transacted during the period November 8, 2016 to December 30, 2016, the denomination wise SBNs and other notes as per the notification is given below:

(Amount in ₹)

Particulars	SBNs*	Other denomination notes	Total
Closing cash in hand as on November 8, 2016	**3,500**	**57**	**3,557**
(+) Permitted receipts	-	16,670	16,670
(-) Permitted Payments	-	(7,915)	(7,915)
(-) Amount deposited in banks	(3,500)	-	(3,500)
Closing cash in hand as on December 30, 2016	**-**	**8,812**	**8,812**

* 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 no. S.O. 3407(E), dated the 8th November, 2016.

31. Net Deferred Tax Assets of ₹ 1,86,14,368 (2015-16: ₹ 1,70,98,921) has not been recognized in view of accounting policy specified in Note 2.1(xi) herein.

32. Previous year's figures including those in brackets have been regrouped and / or reclassified to confirm to this year's classification.

As per our report of even date

For S. R. Batliboi & CO. LLP
Firm Registration No: 301003E/E300005
Chartered Accountants

per Bhaswar Sarkar
Partner
Membership No. 55596

Place : Kolkata
Date : 26th May, 2017

For and on behalf of the Board of Directors

B. L. Mittal
Chairman & Managing Director
DIN : 00365809

Amrit Daga
Chief Financial Officer

Ravi Kant Sharma
Director
DIN : 00364066

Biplab Kumar Mani
Company Secretary

Independent Auditor's Report

To the Members of Sastasundar Ventures Limited (formerly Microsec Financial Services Limited)

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of Sastasundar Ventures Limited (formerly Microsec Financial Services Limited) (hereinafter referred to as "the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group"), comprising of the consolidated Balance Sheet as at March 31, 2017, the consolidated Statement of Profit and Loss and consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirement of the Companies Act, 2013 ("the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group in accordance with 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 and Companies (Accounting Standards) Amendment Rules, 2016. The respective Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate 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, which have been used for the purpose of preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. While conducting the 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 the Rules made thereunder. We conducted our audit in accordance with the Standards on Auditing, issued by the Institute of Chartered Accountants of India, as 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 consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements. We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in paragraph (a) of the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us and based on the consideration of reports of other auditors on separate financial statements and on the other financial information of the subsidiaries, the aforesaid consolidated financial statements give the information required by the Act in the

Independent Auditor's Report

manner so required and givea true and fair view in conformity with the accounting principles generally accepted in India of the consolidated state of affairs of the Group as at March 31, 2017, their consolidated loss, and their consolidated cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

As required by section 143 (3) of the Act, based on our audit and on the consideration of report of the other auditors on separate financial statements and the other financial information of subsidiaries, as noted in the 'other matter' paragraph we report, to the extent applicable, that:

(a) We / the other auditors whose reports we have relied upon 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 of the aforesaid consolidated financial statements;

(b) In our opinion proper books of account as required by law relating to preparation of the aforesaid consolidation of the financial statements have been kept so far as it appears from our examination of those books and reports of the other auditors;

(c) The consolidated Balance Sheet, consolidated Statement of Profit and Loss, and consolidated Cash Flow Statement dealt with by this Report are in agreement with the books of account maintained for the purpose of preparation of the consolidated financial statements;

(d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 and Companies (Accounting Standards) Amendment Rules, 2016;

(e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2017 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors who are appointed under Section 139 of the Act, of its subsidiary companies incorporated in India, none of the directors of the Group's companies incorporated in India is disqualified as on March 31, 2017 from being appointed as a director in terms of Section 164 (2) of the Act.

(f) With respect to the adequacy and the operating effectiveness of the internal financial controls over financial reporting of the Holding Company and its subsidiary companies incorporated in India, refer to our separate report in "Annexure 1" to this report;

(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 consolidated financial statements disclose the impact of pending litigations on its consolidated financial position of the Group – Refer Note 30 to the consolidated financial statements;

ii. The Group did not have any material foreseeable losses in long-term contracts including derivative contracts during the year ended March 31, 2017.

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company and its subsidiaries incorporated in India during the year ended March 31, 2017.

iv. The Holding Company and its subsidiaries incorporated in India, have provided requisite disclosures in Note 52 to these consolidated financial statements as to the holding of Specified Bank Notes on November 8, 2016 and December 30, 2016 as well as dealings in Specified Bank Notes during the period from November 8, 2016 to December 30, 2016. Based on our audit procedures and relying on the management representation of the Holding Company regarding the holding and nature of cash transactions, including Specified Bank Notes, we report that these disclosures are in accordance with the books of accounts maintained by the Group including its associates and jointly controlled entities and as produced to us by the Management of the Holding Company.

Independent Auditor's Report

Other Matter

(a) We did not audit the financial statements and other financial information, in respect of 21 subsidiaries whose financial statements include total assets of Rs. 2,25,66,06,532 and net assets of Rs. 1,23,25,59,491 as at March 31, 2017, and total revenues of Rs. 32,64,86,768 and net cash inflows of Rs. 6,82,45,388 for the year ended on that date. These financial statement and other financial information have been audited by other auditors, which financial statements, other financial information and auditor's reports have been furnished to us by the management. Our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, and our report in terms of sub-sections (3) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries is based solely on the reports of such other auditors.

Our opinion above on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements above, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements and other financial information certified by the Management

For **S.R. Batliboi & CO. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Bhaswar Sarkar
Partner
Membership Number: 55596
Place of Signature: Kolkata
Date: May 26, 2017

Annexure-1 To The Independent Auditor's Report

ANNEXURE-1 TO THE INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF SASTASUNDAR VENTURES LIMTED (FORMERLY MICROSEC FINANCIAL SERVICES LIMITED)

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

In conjunction with our audit of the consolidated financial statements of Sastasundar Ventures Limited (formerly Microsec Financial Services Limited) as of and for the year ended March 31, 2017, we have audited the internal financial controls over financial reporting of Sastasundar Ventures Limited (formerly Microsec Financial Services Limited) (hereinafter referred to as the "Holding Company") and its subsidiary companies, which are companies incorporated in India, as of that date.

Management's Responsibility for Internal Financial Controls

The respective Board of Directors of the of the Holding Company and its subsidiary companies, which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to the respective 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 Act.

Auditor's 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, both, issued by Institute of Chartered Accountants of India, and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls. 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 judgement, 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 and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the 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

Annexure-1 To The Independent Auditor's Report

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 Holding Company and its subsidiary companies, which are companies incorporated in India, have, maintained in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2017, based on the internal control over financial reporting criteria established by the Holding 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.

Other Matters

Our report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting of the Holding Company, in so far as it relates to these 21 subsidiary companies, which are companies incorporated in India, is based on the corresponding reports of the auditors of such subsidiary.

For **S.R. Batliboi & CO. LLP**
Chartered Accountants
ICAI Firm Registration Number: 301003E/E300005

per Bhaswar Sarkar
Partner
Membership Number: 55596
Place of Signature: Kolkata
Date: May 26, 2017

Consolidated Balance Sheet as at March 31, 2017

	Notes	As at 31.03.2017 (₹)	As at 31.03.2016 (₹)
I. EQUITY AND LIABILITIES			
1. Shareholders' Funds			
(a) Share Capital	3	**31,81,05,000**	31,81,05,000
(b) Reserves and Surplus	4	**1,57,82,41,437**	1,86,21,98,826
		1,89,63,46,437	2,18,03,03,826
2. Preference Shares issued by subsidiary company	44	**5,31,00,000**	-
3. Minority Interest		**43,48,726**	38,20,888
4. Non-Current Liabilities			
(a) Long-Term Borrowings	5	**1,80,00,000**	2,40,00,000
(b) Long-Term Provisions	6	**94,86,232**	46,97,265
(c) Deferred Tax Liabilities (Net)	7	**4,35,27,921**	3,76,37,012
		7,10,14,153	6,63,34,277
5. Current Liabilities			
(a) Short-Term Borrowings	8	**18,47,49,547**	15,78,79,861
(b) Trade Payables	9		
Total outstanding dues of micro enterprises and small enterprises		**17,73,326**	24,76,304
Total outstanding dues of creditors other than micro enterprises and small enterprises		**20,49,79,554**	6,48,06,344
(c) Other Current Liabilities	10	**9,15,67,432**	7,97,65,417
(d) Short-Term Provisions	6	**22,31,564**	85,44,484
		48,53,01,423	31,34,72,410
		2,51,01,10,739	2,56,39,31,401
II. ASSETS			
1. Non-Current Assets			
(a) Fixed Assets	11		
(i) Property, Plant and Equipment		**65,16,69,713**	66,24,81,985
(ii) Intangible Assets		**2,23,80,442**	2,61,17,525
(iii) Capital Work in Progress		**-**	12,84,959
(b) Goodwill on Consolidation		**57,38,51,763**	57,38,51,763
(c) Non-Current Investments	12	**9,05,01,784**	8,66,75,630
(d) Deferred Tax Assets (net)	13	**1,97,728**	2,84,908
(e) Long-Term Loans and Advances	14	**7,32,50,165**	13,50,09,469
(f) Other Non-Current Assets	15	**89,59,184**	18,51,69,329
		1,42,08,10,779	1,67,08,75,568
2. Current Assets			
(a) Current Investments	16	**7,47,74,740**	1,07,62,726
(b) Inventories	17	**23,83,02,171**	15,97,48,401
(c) Trade Receivables	18	**19,13,16,068**	8,36,87,482
(d) Cash and Bank Balances	19	**33,80,20,459**	12,73,10,653
(e) Short-Term Loans and Advances	14	**19,09,75,764**	36,83,99,257
(f) Other Current Assets	15	**5,59,10,758**	14,31,47,314
		1,08,92,99,960	89,30,55,833
		2,51,01,10,739	2,56,39,31,401
Summary of significant accounting policies	2.1		

The accompanying notes are an integral part of the financial statements

As per our report of even date

For S. R. Batliboi & CO. LLP
Firm Registration No: 301003E/E300005
Chartered Accountants

per Bhaswar Sarkar
Partner
Membership No. 55596

Place : Kolkata
Date : 26th May, 2017

For and on behalf of the Board of Directors

B. L. Mittal
Chairman & Managing Director
DIN : 00365809

Amrit Daga
Chief Financial Officer

Ravi Kant Sharma
Director
DIN : 00364066

Biplab Kumar Mani
Company Secretary

Consolidated Statement of Profit & Loss for the year ended March 31, 2017

	Notes	2016-17 (₹)	2015-16 (₹)
INCOME			
I. Revenue from Operations	20	**1,32,88,02,239**	86,23,89,852
II. Other Income	21	**4,14,48,988**	2,75,25,714
III. Total Revenue (I + II)		**1,37,02,51,227**	88,99,15,566
IV. EXPENSES:			
Purchase of traded goods	22	**1,14,71,78,828**	65,37,20,697
(Increase) in Inventory of Finished Goods and Traded Goods	23	**(7,44,90,407)**	(2,26,21,529)
Cost of Materials Consumed	24	**1,40,95,551**	91,26,290
Employee Benefits Expense	25	**24,79,83,306**	29,59,14,075
Finance Costs	26	**2,80,98,579**	1,00,16,630
Depreciation and Amortisation expense	27	**6,91,83,082**	7,27,92,254
Other Expenses	28	**21,77,41,502**	23,93,11,797
		1,64,97,90,441	1,25,82,60,214
V. (LOSS) BEFORE TAX (III – IV)		**(27,95,39,214)**	(36,83,44,648)
VI. Tax Expenses:			
(a) Current Tax		**43,489**	4,40,532
(b) Adjustment of tax relating to earlier periods		**1,65,754**	(39,59,565)
(c) Deferred Tax Charge		**59,78,090**	7,13,419
		61,87,333	(28,05,614)
VII. (LOSS) FOR THE YEAR BEFORE MINORITY INTEREST		**(28,57,26,547)**	(36,55,39,034)
Less : Minority Interest (Share of profit of a subsidiary)		**5,24,737**	5,42,494
VIII. (LOSS) FOR THE YEAR		**(28,62,51,284)**	(36,60,81,528)
IX. (Loss) Per Equity Share :	29		
Basic and Diluted (Nominal Value per Share ₹ 10)		**(9.00)**	(11.51)
Summary of significant accounting policies	2.1		

The accompanying notes are an integral part of the financial statements

As per our report of even date

For S. R. Batliboi & CO. LLP
Firm Registration No: 301003E/E300005
Chartered Accountants

For and on behalf of the Board of Directors

per Bhaswar Sarkar
Partner
Membership No. 55596

B. L. Mittal
Chairman & Managing Director
DIN : 00365809

Ravi Kant Sharma
Director
DIN : 00364066

Place : Kolkata
Date : 26th May, 2017

Amrit Daga
Chief Financial Officer

Biplab Kumar Mani
Company Secretary

Consolidated Cash Flow Statement for the year ended 31st March, 2017

		2016-17 (₹)	2015-16 (₹)
A.	**Cash Flow from Operating Activities**		
	(Loss) before tax	**(27,95,39,214)**	(36,83,44,648)
	Adjustments for :		
	Profit/(Loss) on sale/discard of Fixed Assets	**(1,80,33,544)**	29,61,573
	Loss on Surrender of Land [Refer Note 47]	**18,13,850**	-
	On disposal of investment in the subsidiaries [Refer Note 49]	**22,93,895**	-
	Provision for standard assets written back	**(4,85,000)**	(10,38,000)
	Gratuity Expense	**65,77,556**	36,32,034
	Depreciation and amortization expense	**6,91,83,082**	7,27,92,254
	Finance Cost	**2,20,69,792**	50,51,745
	Government Grant	**-**	(50,363)
	Interest on Fixed deposits and Others	**(2,22,79,386)**	(2,98,17,928)
	Irrecoverable debts/advances written off	**18,23,019**	18,82,391
	Bad debt recovered	**(6,33,279)**	(24,64,815)
	Reward Points - Sasta Sundar Currency	**(30,20,777)**	45,04,817
	Unspent liabilities no longer required written back	**(14,27,481)**	(3,10,424)
	Operating (Loss) before working capital changes	**(22,16,57,487)**	(31,12,01,364)
	Movements in working capital :		
	Increase / (Decrease) in Trade Payables	**14,08,97,713**	(1,53,91,738)
	Increase in Other Current Liabilities	**1,18,05,115**	23,43,281
	(Increase) / Decrease in Non-Current Investments	**(38,26,154)**	9,35,12,558
	(Increase) / Decrease in Current Investments	**(6,40,12,014)**	2,86,37,274
	(Increase) / Decrease in Inventories	**(7,85,53,770)**	1,04,95,539
	Decrease in Loans and Advances	**17,38,28,219**	3,88,37,840
	(Increase) / Decrease in Other Assets	**12,10,36,035**	(7,21,394)
	(Decrease) in Provisions	**(38,49,581)**	(76,50,837)
	(Increase) / Decrease in Trade Receivables	**(10,88,18,326)**	4,12,75,187
	Cash (used) in operations	**(3,31,50,250)**	(11,98,63,654)
	Income tax paid (net of refunds)	**1,43,28,040**	4,24,110
	Net cash (used) in operating activities	**(1,88,22,210)**	(11,94,39,544)
B.	**Cash Flow from Investing Activities**		
	Proceeds from sale of fixed assets	**3,19,90,139**	2,37,24,391
	Purchase of fixed assets (including intangible assets, Capital Work in Progress and capital advances)	**(1,65,62,600)**	(8,43,83,320)
	Investment in Fixed Deposits (net) (having original maturity of more than three months)	**13,56,636**	85,15,455
	Proceeds from Government Grant	**-**	10,23,195
	Interest on Fixed Deposits and Others	**2,12,04,583**	4,05,50,904
	Net cash generated from/(used in) investing activities	**3,79,88,758**	(1,05,69,375)

Consolidated Cash Flow Statement for the year ended 31st March, 2017

		2016-17 (₹)	2015-16 (₹)
C.	**Cash Flows from Financing Activities**		
	Proceeds from Short-Term Borrowings (net)	**2,68,69,686**	11,04,61,016
	(Repayment) / Proceeds from Long-Term Borrowings	**(60,00,000)**	2,40,00,000
	Issue of Preference Shares by subsidiary company [Refer Note 44]	**5,31,00,000**	-
	Finance Cost	**(2,20,69,792)**	(50,51,745)
	Net cash generated from financing activities	**5,18,99,894**	12,94,09,271
D.	**Net change in cash and cash equivalents (A+B+C)**	**7,10,66,442**	(5,99,648)
E.	**Cash and Cash equivalents - Opening Balance**	**6,60,48,163**	6,66,47,811
F.	**Cash and Cash equivalents - Closing Balance**	**13,71,14,605**	6,60,48,163
	Cash and Cash Equivalent as indicated in Note 19 comprises of		
	Cash in hand	**2,62,405**	18,05,355
	Cheque on hand	**88,18,980**	10,01,916
	Balances with scheduled banks *	**12,80,33,220**	5,92,40,892
	Deposit with original maturity of less than three months	**-**	40,00,000
	Total	**13,71,14,605**	6,60,48,163

* Excludes balance of ₹ 36,816 (2015-16 ₹ 36,816) with a bank for which refund instruments have been issued to the investors but are yet to be encashed and ₹ 20,08,69,038 (2015-16: ₹ 6,12,25,674) of Fixed Deposits with restricted use or maturity for more than three months.

As per our report of even date

For S. R. Batliboi & CO. LLP
Firm Registration No: 301003E/E300005
Chartered Accountants

per Bhaswar Sarkar
Partner
Membership No. 55596

Place : Kolkata
Date : 26th May, 2017

For and on behalf of the Board of Directors

B. L. Mittal
Chairman & Managing Director
DIN : 00365809

Amrit Daga
Chief Financial Officer

Ravi Kant Sharma
Director
DIN : 00364066

Biplab Kumar Mani
Company Secretary

Notes to the Consolidated Financial Statements as at and for the year ended 31st March, 2017

1 BASIS OF CONSOLIDATION:

The Consolidated Financial Statements which relate to Sastasundar Ventures Limited (formerly Microsec Financial Services Limited) (the "Company") and its subsidiaries together the "Group" have been prepared on the following basis:

a) The financial Statements of the Company and its subsidiaries have been consolidated in terms of Accounting Standard – 21, "Consolidated Financial Statements" and Companies Act, 2013 on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenditure after fully eliminating intra group balances, intra group transactions and any unrealized profit/loss included therein.

b) The excess/shortfall of cost to the Company's investments over equity in the subsidiary companies as on the date of investment is recognized in the financial statements as goodwill / capital reserve as the case may be.

c) The consolidated financial statements have been prepared using uniform accounting policies, for like transactions and are presented to the extent possible, in the same manner as the Company's standalone financial statements.

d) The Subsidiaries considered in these consolidated financial statements are as under:

Sl. No.	Name	Country of Incorporation	% of Voting Power/ Ownership interest	
			As at 31.03.2017	As at 31.03.2016
i)	Microsec Capital Limited	India	**100**	100
ii)	Microsec Commerze Limited	India	**100**	100
iii)	Microsec Insurance Brokers Limited	India	**100**	100
iv)	Innogrow Technologies Limited (formerly Microsec Technologies Limited)	India	**100**	100
v)	Microsec Resources Private Limited	India	**100**	100
vi)	PRP Technologies Limited	India	**100**	100
vii)	Sastasundar Healthbuddy Limited (formerly Microsec Health Buddy Limited)	India	**100**	100
viii)	Bharatiya Sanskriti Village Private Limited	India	**100**	100
ix)	Myjoy Tasty Food Private Limited	India	**100**	100
x)	Myjoy Hospitality Private Limited	India	**100**	100
xi)	Sasta Sundar Shop Private Limited	India	**100**	100
xii)	Myjoy Technologies Private Limited	India	**100**	100
xiii)	Brandbuddy Engage Analytics Private Limited (formerly Microsec Tech Solutions Private Limited)	India	**100**	100
xiv)	Joybuddy Fun Products Private Limited (upto 30th November, 2016)	India	**100**	100
xv)	Myjoy Pharmaceuticals Private Limited (upto 30th November, 2016)	India	**100**	100
xvi)	Microsec Invictus Advisors LLP	India	**100**	100
xvii)	Alokik Advisory Services LLP	India	**100**	100
xviii)	Dreamscape Advisory Services LLP	India	**100**	100
xix)	Kailashwar Advisory Services LLP	India	**100**	100
xx)	Stuti Advisory Services LLP	India	**100**	100
xxi)	Ruchika Advisory Services LLP	India	**100**	100
xxii)	Bhavya Advisory Services LLP	India	**98**	98

Note :- All the above Limited Liability Partnership (LLPs) have been consolidated due to the Company's control over composition of their governing bodies by Innogrow Technologies Limited (formerly Microsec Technologies Limited) and Bharatiya Sanskriti Village Private Limited, subsidiaries of the Holding Company.

Notes to the Consolidated Financial Statements as at and for the year ended 31st March, 2017

2 BASIS OF PREPARATION

The financial statements of the Company have been prepared in accordance with the generally accepted accounting principles in India (Indian GAAP). The Company has prepared these financial statements to comply in all material aspects with the accounting standards notified under Section 133 of the Companies Act, 2013 read together with paragraph 7 of the Companies (Accounts) Rules 2014 and Companies (Accounting Standards) Amendment Rules, 2016. The financial statements have been prepared under the historical cost convention on an accrual basis. The accounting policies adopted in the preparation of financial statements are consistent with those of previous year.

2.1 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES:

i) Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities and disclosure of contingent liabilities at the date of financial statements and the results of operations during the reporting year end. Although these estimates are based upon the management's best knowledge of current events and actions, uncertainty about these assumptions and estimates could result in the outcomes requiring a material adjustment to the carrying amount of assets and liabilities in future periods.

ii) Revenue Recognition

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. The following specific recognition criteria must also be met before revenue is recognized:

a) Revenue from sale of goods is recognized when all the significant risks and rewards of ownership of the goods have been passed to the buyer, usually on delivery of the goods. The company collects sales taxes and value added taxes (VAT) on behalf of the government and, therefore, these are not economic benefits flowing to the company. Hence, they are excluded from revenue.

b) Interest income is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.

c) Revenue from share brokerage activities is accounted for on trade date basis and excludes service tax and Securities Transaction Tax. Annual Maintenance Charges in respect of depository services are collected from the customers at the time of account opening and every quarter thereafter and accounted for as income under the head Brokerage and related income, on a proportionate basis.

d) Penal Charges for delayed receipt of dues from the clients are credited on accrual basis, as per management's judgement, as to the reasonable certainty in realisation thereof.

e) Profit / (Loss) on sale of investments is determined based on the weighted average cost of the investments sold.

f) Dividend income is recognized when the shareholder's right to receive payment is established by the balance sheet date.

g) Commission on insurance policies sold is recognized, when an insurance policy sold by the Company is accepted by the principal insurance company.

h) Service charge is recognised as and when services are rendered to the customers and when there is reasonable certainty for its ultimate realisation/collection.

i) Fees from Investment Banking activities which include Mergers & Acquisitions, Investment and other advisory services are recognized as revenue when the relevant services are rendered to the customers and there are reasonable certainties as regards ultimate collectability of such revenue. The Company collects service tax on behalf of the Government and, therefore, it is not an economic benefit flowing to the Company. Hence, it is excluded from revenue.

Notes to the Consolidated Financial Statements as at and for the year ended 31st March, 2017

j) Commission and Incentive income on primary market activities, included in Investment Banking revenue is recognized on receipt of confirmation from the concerned party after completion of the public issue.

k) Transactions in respect of Investment / dealing in securities are recognized on trade date.

l) Fees from professional / consultancy service is recognised as and when the services are rendered to the customers and there is reasonable certainty for its ultimate realisation/collection.

m) Revenue from Consumer Engagement Activity is recognized when the related activities that generates revenue for the Company has been completed.

n) Revenue from online advertisement campaign is recognized pro-data over the period of the contract as and when services are rendered and recorded at net of service tax.

o) Sale of goods are net of discounts. In respect of gift vouchers and point award scheme operated by the Company, sales are recognized when the gift vouchers or points are redeemed and the merchandise is sold to the customer.

iii) Property, Plant and Equipment

Property, Plant and Equipment are stated at cost less accumulated depreciation and impairment losses, if any. Cost comprises the purchase price and any attributable cost of bringing the asset to its working condition for its intended use and initial estimate of decommissioning, restoring and similar liabilities, if any. Any trade discount and rebates are deducted in arriving at the purchase price.

Such cost includes the cost of replacing part of the plant and equipment. When significant parts of plant and equipment are required to be replaced at intervals, the Company depreciates them separately based on their specific useful lives. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

Gains or losses arising from de-recognition of Property, Plant and Equipment are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the Statement of Profit and Loss when the asset is de-recognised.

The company identifies and determines cost of each component/ part of the asset separately, if the component/ part has a cost which is significant to the total cost of the asset and has useful life that is materially different from that of the remaining asset.

iv) Intangible Assets

Intangible assets acquired separately are measured on initial recognition at cost. Following initial recognition, intangible assets are carried at cost less accumulated amortization and impairment losses, if any.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognized in the statement of profit and loss when the asset is derecognized.

v) Depreciation on Property, Plant and Equipment and Amortization on intangible assets

a) Leasehold land is amortised on a straight line basis over the period of lease, i.e. 99 years.

b) Depreciation on Property, Plant and Equipment is calculated on a WDV basis using the rates arrived at based on the useful lives estimated by the management which is as per the rates specified in Schedule II to the Companies Act, 2013 except for Plant and Machiney which are lower than those indicated in Schedule II, i.e., 5 to 15 years.

c) Depreciation on Fixed Assets added/disposed off during the year is provided on prorata basis with reference to the date of addition/disposal.

Notes to the Consolidated Financial Statements as at and for the year ended 31st March, 2017

d) Goodwill on consolidation is not amortized but tested for impairment.

e) Copyrights are amortized on straight-line basis over a period of three years from the date the assets become available for use.

f) Computer softwares are amortized on straight line basis over a period of three / five years as the case may be from the date the assets become available for use.

g) Web Application Portal are amortized on straight-line basis over a period of ten years from the date the assets become available for use.

vi) Impairment of Fixed Assets

The carrying amounts of assets are reviewed at each balance sheet date to determine whether there is any indication of impairment based on external/internal factors. An impairment loss is recognized wherever the carrying amount of an asset exceeds its recoverable amount which represents the greater of the net selling price and 'Value in use' of the assets. In assessing the value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and risks specific to the asset.

After impairment, depreciation / amortization is provided on the revised carrying amount of the assets over its remaining useful lives.

A previously recognized impairment loss is increased or reversed depending on the changes in the circumstances. However, the carrying value after reversal is not increased beyond the carrying value that would have prevailed by charging usual depreciation / amortization if there was no impairment.

vii) Borrowing Costs

Borrowing cost includes interest and amortization of ancillary costs incurred in connection with the arrangement of borrowings.

Borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalized as part of the cost of the respective asset. All other borrowing costs are expensed in the period they occur.

viii) Investments

Investments that are readily realisable and intended to be held for not more than a year from the date on which such investments are made are classified as Current Investments. All other Investments are classified as Non – Current / Long term Investments. Current Investments are stated at lower of cost and market rate on an individual investment basis. Non - Current / Long term investments are considered "at cost" on individual investment basis, unless there is a decline other than temporary in the value, in which case adequate provision is made against such diminution in the value of investments.

On disposal of an investment, the difference between its carrying amount and net disposal proceeds is charged or credited to the Statement of Profit and Loss.

ix) Fixed Assets Acquired under lease

Operating Lease

Leases where the lessor effectively retains substantially all the risks and benefits of the ownership of the leasehold assets are classified as operating leases. Operating lease payments are recognised as an expense in the statement of profit and loss.

x) Provisions

A provision is recognized when the company has a present obligation as a result of past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the reporting date. These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

Notes to the Consolidated Financial Statements as at and for the year ended 31st March, 2017

xi) Contingent Liabilities

A contingent liability is a possible obligation that arises from past events whose existence will be confirmed by the occurrence or non-occurrence of one or more uncertain future events beyond the control of the company or a present obligation that is not recognized because it is not probable that an outflow of resources will be required to settle the obligation. A contingent liability also arises in extremely rare cases where there is a liability that cannot be recognized because it cannot be measured reliably. The Company and its subsidiaries does not recognize a contingent liability but discloses its existence in the financial statements.

xii) Taxation

Tax expense comprises of current and deferred tax. Current income tax is measured at the amount expected to be paid to the tax authorities in accordance with the Income Tax Act, 1961. Deferred Income tax reflects the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years.

The deferred tax for timing differences between the book and tax profit for the year is accounted for using the tax rates and laws that have been substantively enacted as of the Balance Sheet date. Deferred tax asset is recognised only to the extent that there is reasonable certainty that sufficient future taxable income will be available against which such deferred tax asset can be realised. In situations where the company has unabsorbed depreciation or carry forward tax losses, all deferred tax assets are recognized only if there is virtual certainty supported by convincing evidence that they can be realized against future taxable profits.

The carrying amount of deferred tax asset is reviewed at each Balance Sheet date. The company writes down the carrying amount of a Deferred Tax Asset to the extent that it is no longer reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which deferred tax asset can be realised. Any such write-down is reversed to the extent that it becomes reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available.

At each Balance Sheet date, the Company and its subsidiaries recognizes the unrecognized deferred tax asset to the extent that it has become reasonably certain or virtually certain, as the case may be, that sufficient future taxable income will be available against which such deferred tax asset can be realized.

Minimum Alternative Tax (MAT) credit is recognised as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the specified period. In the year in which the MAT credit becomes eligible to be recognized as an asset in accordance with the recommendations contained in the guidance note issued by the Institute of Chartered Accountants of India, the said asset is created by way of a credit to the statement of profit and loss and shown as MAT Credit Entitlement. The Company reviews the same at each balance sheet date and writes down the carrying amount of MAT Credit Entitlement to the extent there is no longer convincing evidence to the effect that the Company will pay normal Income Tax during the specified period.

xiii) Provisioning on Standard Assets

The Reserve Bank of India (RBI) vide Notification No. DNBS 223/CGM (US) – 2011 dated January 17, 2011 has issued direction to all NBFCs to make provision of 0.25% on standard assets. Accordingly, the Company has made provision @0.25% on standard assets in accordance with RBI directions.

Notes to the Consolidated Financial Statements as at and for the year ended 31st March, 2017

xiv) Segment Reporting:

a) Identification of Segments :

The Company has identified that its business segments are the primary segments. The Company's operating businesses are organized and managed separately according to the nature of products/ services provided, with each segment representing a strategic business unit that offers different products/services and serves different markets. The analysis of geographical segments is based on the areas in which the operating divisions of the company operates.

b) Inter-segment transfers :

The company generally accounts for intersegment sales and transfers at cost plus appropriate margins.

c) Allocation of Common Costs:

Common allocable costs are allocated to each segment according to the relative contribution of each segment to the total common cost.

d) Unallocated items :

Revenue and expenses which relate to the enterprise as a whole and are not allocable to segments on a reasonable basis are included under the head "Unallocated –Common".

e) Segment accounting policies :

The company prepares its segment information in conformity with the accounting policies adopted for preparing and presenting the financial statements of the company as a whole.

xv) Retirement and other employees benefits

a) Retirement benefit in the form of provident fund is a defined contribution scheme. The company has no obligation, other than the contribution payable to the provident fund. The company recognizes contribution payable to the provident fund scheme as an expenditure, when an employee renders the related service. If the contribution payable to the scheme for service received before the balance sheet date exceeds the contribution already paid, the deficit payable to the scheme is recognized as a liability after deducting the contribution already paid. If the contribution already paid exceeds the contribution due for services received before the balance sheet date, then excess is recognized as an asset to the extent that the pre payment will lead to a reduction in future payment or a cash refund.

b) Gratuity liability being a defined benefit obligation is provided for on the basis of actuarial valuation on projected unit credit method at the end of each financial year. The Company has got an approved gratuity fund which has taken an insurance policy with Life Insurance Corporation of India (LIC) to cover the gratuity liabilities. Current / Non Current bifurcation is done based on the actuarial valuation report.

c) Accumulated leave, which is expected to be utilized within the next 12 months, is treated as short-term employee benefit. The company measures the expected cost of such absences as the additional amount that it expects to pay as a result of the unused entitlement that has accumulated at the reporting date.

xvi) Inventories

Raw materials and packing materials are valued at lower of cost and net realizable value. However, materials and other items held for use in the production of inventories are not written down below cost if the finished products in which they will be incorporated are expected will to be sold at or above cost. Cost of raw material and packing material are determined on a first in, first out (FIFO) basis.

Finished goods are valued at lower of cost and net realizable value. Cost includes direct and a proportion of manufacturing overheads. Cost is determined on a weighted average basis.

Traded Goods are valued at lower of cost and net realizable value. Cost includes cost of purchase and other costs incurred in bringing the inventory to their present location and condition. Cost is determined on a specific identification of cost basis.

Notes to the Consolidated Financial Statements as at and for the year ended 31st March, 2017

Net realizable value is the estimated selling price in the ordinary course of business less estimated costs necessary to make the sale.

Closing Stock of shares and mutual funds is valued at "lower of cost and fair value" on individual basis.

xvii) Earning Per Share

Basic Earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders, by the weighted average number of equity shares outstanding during the year.

For the purpose of calculating diluted earnings per share, the net profit or loss for the year attributable to equity shareholders and weighted average number of shares outstanding during the year are adjusted for the effects of all dilutive potential equity shares.

xviii) Loan Assets

Loan asset includes loans given by the Company, repayable on demand and are secured by collateral offered by the customers.

xix) Debenture Redemption Reserve

As a matter of prudence, the Company, as per the management's discretion, creates debenture redemption reserve for redemption of privately placed debentures on a straight line basis over the tenure of the respective debentures subject to availability of profits.

xx) Cash and Cash Equivalents

Cash and cash equivalents in the cash flow statement comprise of Cash at Bank and Cash/Cheque on hand and fixed deposits with an original maturity of three months or less.

xxi) Government grants and subsidies

Grants and subsidies from the government are recognized when there is reasonable assurance that (i) the company will comply with the conditions attached to them, and (ii) the grant/subsidy will be received.

When the grant or subsidy relates to revenue, it is recognized as income on a systematic basis in the statement of profit and loss over the periods necessary to match them with the related costs, which they are intended to compensate. Where the grant relates to an asset, it is shown as a deduction from the gross value of the asset concerned in arriving at its book value.

Where the company receives non-monetary grants, the asset is accounted for on the basis of its acquisition cost. In case a non-monetary asset is given free of cost, it is recognized at a nominal value.

Notes to the Consolidated Financial Statements as at and for the year ended 31st March, 2017

	As at 31.03.2017 (₹)	As at 31.03.2016 (₹)
3 SHARE CAPITAL		
Authorised		
3,50,00,000 (2015-16: 3,50,00,000) Equity Shares of ₹ 10 each (2015-16: ₹ 10 each)	**35,00,00,000**	35,00,00,000
	35,00,00,000	35,00,00,000
Issued, Subscribed and Fully Paid-up Shares		
3,18,10,500 (2015-16: 3,18,10,500) Equity Shares of ₹ 10 each (2015-16: ₹ 10 each)	**31,81,05,000**	31,81,05,000
	31,81,05,000	31,81,05,000

(a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Equity Shares

	As at 31.03.2017		As at 31.03.2016	
	Nos.	₹	Nos.	₹
Outstanding at the beginning and at the end of the year	**3,18,10,500**	**31,81,05,000**	3,18,10,500	31,81,05,000

(b) Terms / Rights attached to the equity shares

The Company has only one class of equity shares having par value of ₹ 10 per share. Each holder of equity share is entitled to one vote per share. The Company declares and pays dividends in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

(c) Details of shareholders holding more than 5% shares in the Company

Name of the shareholder	As at 31.03.2017		As at 31.03.2016	
	No. of shares	% of holding	No. of shares	% of holding
(Equity shares of ₹ 10 each full paid up)				
Banwari Lal Mittal	**1,08,16,000**	**34.00**	1,08,16,000	34.00
Top View Enclaves LLP	**76,91,834**	**24.18**	74,34,069	23.37
Microsec Vision Employee Trust	**17,83,400**	**5.61**	17,83,400	5.61

As per records of the Company, including its register of shareholders / members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

Notes to the Consolidated Financial Statements as at and for the year ended 31st March, 2017

		As at 31.03.2017 (₹)	As at 31.03.2016 (₹)
4	**RESERVES AND SURPLUS**		
	Capital Reserve (on Consolidation)	**36,43,980**	36,43,980
	Capital Redemption Reserve (Balance as per the last financial statements)	**1,02,00,000**	1,02,00,000
	Securities Premium Account (Balance as per the last financial statements)	**1,38,98,44,136**	1,38,98,44,136
	Debenture Redemption Reserve		
	Balance as per the last financial statements	**1,62,35,998**	1,60,63,456
	Add : Transferred from the Statement of Profit and Loss	**-**	1,72,542
		1,62,35,998	1,62,35,998
	Reserve under Section 45-IC of the Reserve Bank of India Act, 1934		
	Balance as per the last financial statements	**15,01,22,520**	15,00,79,380
	Add: Amount transferred from the Statement of Profit and Loss	**-**	43,140
		15,01,22,520	15,01,22,520
	According to Section 45-IC of the Reserve Bank of India Act, 1934, every NBFC shall create a reserve fund and transfer therein a sum not less than 20% of its Net Profit every year as disclosed in the Statement of profit and loss and before declaration of dividend. Includes ₹ 14,29,83,000 in respect of the Holding Company where, pursuant to the acceptance of Reserve Bank of India (RBI) on the Company's application for cancellation of Certificate of Registration (CoR), as detailed in Note 42. The Company has also sought clarification from RBI on May 6, 2016 regarding further treatment of this Reserve. Pending receipt of clarification from RBI, the Holding Company, as per legal opinion received in this regard, has decided to maintain the status quo of the Reserve.		
	Surplus in the Statement of Profit and Loss		
	Balance as per the last financial statements	**29,21,52,192**	65,84,49,402
	Add : On disposal of investment in the subsidiaries [Refer Note 49]	**22,93,895**	-
	Less : Loss for the year transferred from the Statement of Profit and Loss	**28,62,51,284**	36,60,81,528
		81,94,803	29,23,67,874
	Less : Appropriations	**-**	43,140
	Transferred to Reserve under Section 45-IC of the RBI Act, 1934	**-**	1,72,542
	Transferred to Debenture Redemption Reserve	**81,94,803**	29,21,52,192
		1,57,82,41,437	1,86,21,98,826

Notes to the Consolidated Financial Statements as at and for the year ended 31st March, 2017

	Non - Current Portion		Current Maturities	
	As at 31.03.2017 (₹)	As at 31.03.2016 (₹)	As at 31.03.2017 (₹)	As at 31.03.2016 (₹)
5 LONG-TERM BORROWINGS				
Term Loan				
Indian Rupee loan from bank (secured)	**1,80,00,000**	2,40,00,000	**60,00,000**	60,00,000
	1,80,00,000	2,40,00,000	**60,00,000**	60,00,000
Amount Disclosed under the head "other current liabilities" [Refer Note 10]	-	-	**(60,00,000)**	(60,00,000)
	1,80,00,000	2,40,00,000	**-**	-

Indian rupee loan from bank is secured by hypothecation of plant & machinery and equitable mortgage of factory premises on leasehold land, factory shed, building premises and installed plant & machinery at Baruipur along with corporate guarantee of the Holding Company.

The rate of interest applicable to this term loan is MCLR plus 3.65%.

The loan is repayable in 60 equal monthly installments of ₹ 5,00,000 each from 30th April, 2016.

	Long-Term		Short-Term	
	As at 31.03.2017 (₹)	As at 31.03.2016 (₹)	As at 31.03.2017 (₹)	As at 31.03.2016 (₹)
6 PROVISIONS				
Provision for Employee Benefits				
Gratuity [Refer Note 32]	**94,86,232**	46,97,265	**3,81,913**	24,42,905
Other Provisions				
For Taxation [Net of Advances ₹ Nil]	**-**	-	**51,611**	7,97,762
For Standard Assets	**-**	-	**3,14,000**	7,99,000
For Reward Points - Sasta Sundar Currency	**-**	-	**14,84,040**	45,04,817
	94,86,232	46,97,265	**22,31,564**	85,44,484

	As at 31.03.2017 (₹)	As at 31.03.2016 (₹)
7 DEFERRED TAX LIABILIES (NET)		
Deferred Tax Liability		
Discount on Deep Discount Debentures	**4,35,27,921**	3,76,37,012
Gross Deferred Tax Liability (A)	**4,35,27,921**	3,76,37,012
Deferred Tax Asset		
Gross Deferred Tax Asset (B)	**-**	-
Net Deferred Tax Liabilities (A-B)	**4,35,27,921**	3,76,37,012

	As at 31.03.2017 (₹)	As at 31.03.2016 (₹)
8 SHORT-TERM BORROWINGS		
Loan from Body Corporate (secured)	**-**	4,29,97,089
Cash Credit from Banks (secured)	**18,47,49,547**	11,48,82,772
	18,47,49,547	15,78,79,861

Notes to the Consolidated Financial Statements as at and for the year ended 31st March, 2017

a) Cash Credit from Banks aggregating ₹ 3,58,08,117 (2015-16 : ₹ 5,44,41,642) secured by pledge of Fixed Deposits Receipts of ₹ 8,50,00,000 (₹ 14,75,00,000) held by a subsidiary company, is repayable on demand and carries interest @ Fixed Deposit interest +1%, presently 9.60% to 10% per annum.

b) Cash Credit from Bank aggregating ₹ 5,63,90,153 (2015-16 :₹ 2,59,84,442) secured by mortgage of property of the Holding Company, is repayable on demand and carries interest @ 12.75% per annum.

c) Cash Credit from Bank aggregating ₹ 1,01,15,970 (2015-16: ₹ Nil) is repayable on demand and secured against pledge of securities owned by the debtors and carries interest 11.10% per annum.

d) Cash Credit from Banks aggregating ₹ 20,85,749 (2015-16 : ₹ Nil) secured by pledge of Fixed Deposits Receipts of ₹ 80,00,000 (₹ Nil) held by a subsidiary company, is repayable on demand and carries interest @ Fixed Deposit interest +1%, presently 7.50% to 8.50% per annum.

e) Loan from Body Corporate aggregating ₹ Nil (2015-16: ₹ 4,29,97,089) is repayable on demand and secured against pledge of securities owned by the borrowers who have availed loan from the subsidiary company and carries interest @ 10.85% to 11.10% per annum.

f) Cash credit from bank aggregating to ₹ 8,03,49,558 (2015-16 : ₹ 3,44,56,688) is secured against hypothecation of inventories, book debts (both present & future), equitable mortgage of factory premises on leasehold land, factory shed, building premises and installed plant & machinery at Baruipur along with corporate guarantee of the Holding Company.

The cash credit is repayable on demand and carries interest @ MCLR plus 3.15%.

		As at 31.03.2017 (₹)	As at 31.03.2016 (₹)
9	**TRADE PAYABLES**		
	Due to Micro and Small Enterprises [Refer Note 45]	**17,73,326**	24,76,304
	Amount Payable to Clients	**12,61,51,910**	3,28,21,137
	Amount Payable to Stock / Commodity Exchanges	**14,52,529**	2,79,369
	Due to Others	**7,73,75,115**	3,17,05,838
		20,49,79,554	6,48,06,344
		20,67,52,880	6,72,82,648

		As at 31.03.2017 (₹)	As at 31.03.2016 (₹)
10	**OTHER CURRENT LIABILITIES**		
	Current maturities of long-term borrowings [Refer Note 5]	**60,00,000**	60,00,000
	Margin from Clients	**65,04,069**	1,38,59,516
	Security Deposits	**2,23,67,233**	1,61,94,423
	Unclaimed Dividend *	**1,63,736**	1,63,736
	Share Application Money pending refund**	**36,816**	36,816
	Temporary Book overdraft from Scheduled Banks	**1,114**	49,342
	Other Payables		
	Capital Purchases	**26,03,366**	59,29,788
	Advance from Customers	**28,99,085**	7,73,877
	Interest Accrued but not due on borrowings	**-**	4,13,480
	Statutory Dues	**1,23,96,475**	87,73,184
	Advance against Investment [Refer Note 43]	**1,54,64,000**	-
	Employee Payables	**2,31,31,538**	2,75,71,255
		9,15,67,432	7,97,65,417

* to be paid as and when due to Investor Education and Protection Fund

** Represents refund instruments issued to the investors which are yet to be encashed since 1st October, 2010. This, however, does not include any amount, due and outstanding to be credited to Investors Education and Protection Fund.

11 FIXED ASSETS :

A. Property, Plant and Equipment (Amount in ₹)

Particulars	Freehold Land	Leasehold Land	Building / Office Premises	Computer and Allied Equipments	Furniture and Fixtures	Plant and Machinery	Electrical Equipments	Office Equipments	Vehicles	Total
Gross Block										
At April 1, 2015	2,37,39,239	37,66,37,261	30,63,61,508	6,77,67,287	7,00,08,805	75,96,505	2,29,80,599	5,55,18,375	1,12,16,688	**94,18,26,267**
Additions	-	-	5,48,86,195	51,21,810	2,00,13,573	2,60,58,971	81,16,868	66,41,234	3,01,000	**12,11,39,651**
Disposals	-	16,47,84,870	10,29,476	6,93,863	30,15,527	-	6,39,135	30,12,924	31,02,795	**17,62,78,590**
Government Grant	-	-	10,23,195	-	-	-	-	-	-	**10,23,195**
At March 31, 2016	**2,37,39,239**	**21,18,52,391**	**35,91,95,032**	**7,21,95,234**	**8,70,06,851**	**3,36,55,476**	**3,04,58,332**	**5,91,46,685**	**84,14,893**	**88,56,64,133**
Additions	-	-	3,31,88,189	1,08,71,133	85,46,446	23,45,434	8,01,610	84,43,179	-	**6,41,95,991**
Disposals	-	-	2,02,39,305	9,26,270	17,71,722	-	-	4,42,204	8,23,229	**2,42,02,730**
Transfer on account of sale of Investment in subsidiaries [Refer Note 49]	-	-	-	-	-	-	-	1,40,767	9,94,759	**11,35,526**
At March 31, 2017	**2,37,39,239**	**21,18,52,391**	**37,21,43,916**	**8,21,40,097**	**9,37,81,575**	**3,60,00,910**	**3,12,59,942**	**6,70,06,893**	**65,96,905**	**92,45,21,868**
Depreciation										
At April 1, 2015	-	78,12,903	3,89,98,657	4,88,10,927	3,44,79,503	1,63,085	39,81,652	2,62,99,047	62,76,629	**16,68,22,403**
Charge For the Year	-	22,66,214	1,42,61,443	1,09,67,268	1,17,51,191	60,42,736	79,05,201	1,07,64,290	14,46,914	**6,54,05,257**
Disposals	-	7,51,540	2,59,459	6,48,109	23,18,317	-	1,62,193	27,82,160	20,73,371	**89,95,149**
Government Grant	-	-	50,363	-	-	-	-	-	-	**50,363**
At March 31, 2016	**-**	**93,27,577**	**5,29,50,278**	**5,91,30,086**	**4,39,12,377**	**62,05,821**	**1,17,24,660**	**3,42,81,177**	**56,50,172**	**22,31,82,148**
Charge For the Year	-	21,39,923	1,66,04,603	82,66,115	1,13,62,966	69,52,576	68,85,260	81,08,292	7,31,933	**6,10,51,668**
Disposals	-	-	76,74,289	6,86,103	14,19,857	-	-	4,09,644	6,87,435	**1,08,77,328**
Transfer on account of sale of Investment in subsidiaries [Refer Note 49]	-	-	-	-	-	-	-	80,981	4,23,352	**5,04,333**
At March 31, 2017	**-**	**1,14,67,500**	**6,18,80,592**	**6,67,10,098**	**5,38,55,486**	**1,31,58,397**	**1,86,09,920**	**4,18,98,844**	**52,71,318**	**27,28,52,155**
Net Block										
At March 31, 2016	**2,37,39,239**	**20,25,24,814**	**30,62,44,754**	**1,30,65,148**	**4,30,94,474**	**2,74,49,655**	**1,87,33,672**	**2,48,65,508**	**27,64,721**	**66,24,81,985**
At March 31, 2017	**2,37,39,239**	**20,03,84,891**	**31,02,63,324**	**1,54,29,999**	**3,99,26,089**	**2,28,42,513**	**1,26,50,022**	**2,51,08,049**	**13,25,587**	**65,16,69,713**

Notes to the Consolidated Financial Statements as at and for the year ended 31st March, 2017

B. Intangible Assets

(Amount in ₹)

Particulars	Computer Software	Web Application Portal	Copyrights - Right on Web Application Portal - Personal Resource Planning	Business and Membership Rights	Total
Gross Block					
At April 1, 2015	3,14,74,739	1,82,51,268	5,00,01,000	45,15,579	**10,42,42,586**
Additions	67,50,839	9,04,988	-	-	**76,55,827**
Disposals	-	-	-	-	**-**
At March 31, 2016	**3,82,25,578**	**1,91,56,256**	**5,00,01,000**	**45,15,579**	**11,18,98,413**
Purchase	43,94,330	-	-	-	**43,94,330**
Disposals		-	-	-	**-**
Transfer on account of sale of Investment in subsidiaries [Refer Note 49]	1,93,463	-	-	-	**1,93,463**
At March 31, 2017	**4,24,26,445**	**1,91,56,256**	**5,00,01,000**	**45,15,579**	**11,60,99,280**
Amortization					
At April 1, 2015	1,96,62,435	42,14,876	5,00,01,000	45,15,579	**7,83,93,890**
Charge For the Year	45,29,339	28,57,659	-	-	**73,86,998**
Disposals	-	-	-	-	**-**
At March 31, 2016	**2,41,91,774**	**70,72,535**	**5,00,01,000**	**45,15,579**	**8,57,80,888**
Charge For the Year	52,59,648	28,71,765	-	-	**81,31,413**
Disposals		-	-	-	**-**
Transfer on account of sale of Investment in subsidiaries [Refer Note 49]	1,93,463	-	-	-	**1,93,463**
At March 31, 2017	**2,92,57,959**	**99,44,300**	**5,00,01,000**	**45,15,579**	**9,37,18,838**
Net Block					
At March 31, 2016	**1,40,33,804**	**1,20,83,721**	**-**	**-**	**2,61,17,525**
At March 31, 2017	**1,31,68,486**	**92,11,956**	**-**	**-**	**2,23,80,442**

	Face value Per share/ unit (₹)	No. of Shares/ units	As at 31.03.2017 (₹)	As at 31.03.2016 (₹)
12. NON CURRENT INVESTMENTS				
Non-Trade Investments (valued at cost)				
Quoted Bonds (fully paid Up)				
National Bank for Agricultrue and Rural Development *	20,000	1	**9,250**	2,86,84,250
		(3,101)		
(A)			**9,250**	2,86,84,250
Non Trade Investments (valued at cost unless stated otherwise)				
Quoted Equity Shares (fully paid up)				
Emami Limited	1	30,000	**1,17,62,147**	1,17,62,147
		(30,000)		
WABCO - TVS (India) Limited	5	1,621	**21,64,123**	21,64,123
		(1,621)		
Ajanta Pharma Limited	2	2,400	**43,25,407**	-
		(-)		
Divi's Laboratories Limited	2	3,650	**25,02,317**	-
		(-)		

Notes to the Consolidated Financial Statements as at and for the year ended 31st March, 2017

	Face value Per share/ unit (₹)	No. of Shares/ units	As at 31.03.2017 (₹)	As at 31.03.2016 (₹)
Blue Star Limited	2	-	-	25,37,021
		(15,771)		
Alkem Laboratories Limited	2	3,050	**50,27,131**	-
		(-)		
Eichers Motors Limited	1	218	**50,21,619**	-
		(-)		
ITC Limited	10	63,100	**1,62,36,440**	-
		(-)		
Larsen and Toubro Limited	2	-	-	91,47,938
		(8,372)		
Thermax Limited	2	-	-	51,49,093
		(9,000)		
Indraprastha Gas Limited	10	3,500	**37,25,496**	-
		(-)		
Housing Development Finance Limited	2	20,000	**2,59,85,242**	-
		(-)		
ABB Limited	2	-	-	49,75,523
		(6,004)		
ACC Limited	10	-	-	49,84,200
		(3,850)		
Bharat Electronics Limited	10	-	-	73,70,812
		(17,172)		
JSW Steel Limited	10	21,000	**38,42,089**	-
		(-)		
Vedanta Limited	1	47,800	**99,00,523**	99,00,523
		(47,800)		
(B)			**9,04,92,534**	5,79,91,380
(A + B)			**9,05,01,784**	8,66,75,630

	As at 31.03.2017 (₹)	As at 31.03.2016 (₹)
Aggregate Value of Investments		
Quoted	**9,05,01,784**	8,66,75,630
Market value of Quoted Investments	**12,85,71,470**	14,24,97,966

* Includes ₹ Nil (2015-16: ₹ 2,08,21,750) pledged with the following Scheduled banks as security against bank guarantees and working capital facility.

	As at 31.03.2017 (₹)	As at 31.03.2016 (₹)
HDFC Bank Limited	-	57,62,750
Indusind Bank Limited	-	33,76,250
Axis Bank Limited	-	1,16,82,750
	-	2,08,21,750

Notes to the Consolidated Financial Statements as at and for the year ended 31st March, 2017

	As at 31.03.2017 (₹)	As at 31.03.2016 (₹)
13. DEFERRED TAX ASSETS (NET)		
Deferred Tax Liability		
Fixed Assets: Impact of difference between tax depreciation and depreciation / amortization charged for the financial reporting.	-	6,721
Gross Deferred Tax Liability (A)	-	6,721
Deferred Tax Asset		
Impact of expenditure charged to the statement of Profit and Loss in the Current Year but allowed for tax purposes on payment basis.Expenses Allowable against taxable income in future years	**96,845**	44,738
Fixed Assets: Impact of difference between tax depreciation and depreciation / amortization charged for the financial reporting.	**3,857**	-
Provision for standard assets	**97,026**	2,46,891
Gross Deferred Tax Asset (B)	**1,97,728**	2,91,629
Net Deferred Tax Assets (B-A)	**1,97,728**	2,84,908

	Non Current		Current	
	As at 31.03.2017 (₹)	As at 31.03.2016 (₹)	As at 31.03.2017 (₹)	As at 31.03.2016 (₹)
14. LOANS AND ADVANCES				
A. Loans				
- Secured, considered good	-	-	**1,98,34,400**	18,67,81,337
- Unsecured, considered good	-	-	**10,53,97,149**	11,33,80,432
(A)	-	-	**12,52,31,549**	30,01,61,769
B. Advances				
(Unsecured Considered good, unless otherwise stated)				
Capital Advances [Refer Note 35]	**1,50,40,558**	6,75,97,170	-	-
Advance against Investment Property [Refer Note 35]	**1,22,11,098**	1,22,11,098	-	-
Advance Recoverable in cash or kind	-	-	**74,29,477**	57,98,673
Prepaid Expenses	**3,72,210**	4,72,224	**49,45,280**	58,58,396
Deposits with Government Authorities and others	**1,26,66,447**	1,53,13,750	**65,36,439**	51,69,058
Deposits with Exchanges	**2,89,48,549**	2,76,34,301	**72,00,000**	67,50,000
Advance Income tax and Tax Deducted at Source [Net of Provsion ₹ 5,02,72,354 (2015-16: ₹ 8,56,45,514)]	**40,11,303**	1,17,80,926	**3,96,33,019**	4,46,61,361
(B)	**7,32,50,165**	13,50,09,469	**6,57,44,215**	6,82,37,488
(A + B)	**7,32,50,165**	13,50,09,469	**19,09,75,764**	36,83,99,257

Notes to the Consolidated Financial Statements as at and for the year ended 31st March, 2017

	Non Current		Current	
	As at 31.03.2017 (₹)	As at 31.03.2016 (₹)	**As at 31.03.2017 (₹)**	As at 31.03.2016 (₹)
15. OTHER ASSETS				
(Unsecured, Considered Good)				
Non Current Bank Balances [Refer Note 19]	**76,00,000**	14,86,00,000	**-**	-
Accrued Interest on Fixed Deposits	**9,56,727**	2,16,92,700	**3,61,54,820**	21,28,837
Accrued Interest on Bonds	**-**	1,43,40,020	**-**	-
Accrued Interest on Security Deposit	**-**	-	**56,203**	-
Interest on Income Tax Refund Receivable	**-**	-	**1,96,833**	6,13,692
Receivable on Surrender of Leasehold Land [Refer Note 47]	**-**	-	**1,93,68,750**	14,02,20,000
Unamortized Premium on Borrowing Cost	**4,02,457**	5,36,609	**1,34,152**	1,34,152
Dividend Receivable	**-**	-	**-**	50,633
	89,59,184	18,51,69,329	**5,59,10,758**	14,31,47,314

	No. of Shares/ units	**Face value Per share/ unit** (₹)	**As at 31.03.2017 (₹)**	As at 31.03.2016 (₹)
16. CURRENT INVESTMENTS				
(Valued at lower of cost and fair value, unless stated otherwise)				
Unquoted Mutual Funds (Fully Paid)				
Reliance Liquid Fund - Treasury Plan - Direct Growth Plan - Growth Option	16,860.43	**1,000**	**6,65,47,854**	-
	(-)			
Reliance Liquid Fund - Treasury Plan - Growth Plan - Growth Option	2,362.05	**1,000**	**82,26,886**	1,07,62,726
	(3,093.54)			
			7,47,74,740	1,07,62,726
Aggregate Value of Investments				
Unquoted			**7,47,74,740**	1,07,62,726
Aggregate Net Asset Value of Mutual Fund Units			**7,60,67,904**	1,14,01,217

Notes to the Consolidated Financial Statements as at and for the year ended 31st March, 2017

	No. of units	Face Value per share (₹)	As at 31.03.2017 (₹)	As at 31.03.2016 (₹)
17. INVENTORIES				
(Valued at lower of cost and net realisable value)				
Raw Materials, Traded Goods, Finished Goods and Packing Materials				
Raw Materials				
Food Ingredients			**1,42,88,567**	1,01,91,163
Finished Goods				
Food Products			**11,90,544**	12,67,788
Traded Goods				
Medicines			**15,82,08,677**	8,17,64,702
FMCG Goods			**4,89,10,014**	5,07,86,338
Packing Materials			**1,31,45,372**	1,47,61,787
		(A)	**23,57,43,174**	15,87,71,778
Quoted Equity Shares (fully paid)				
NMDC Limited	10,000	**1**	**9,76,623**	9,76,623
	(10,000)			
Rural Electrification Corporation Limited	10,600	**10**	**15,82,374**	-
	(-)	**(B)**	**25,58,997**	9,76,623
		(A+B)	**23,83,02,171**	15,97,48,401

	As at 31.03.2017 (₹)	As at 31.03.2016 (₹)
18 TRADE RECEIVABLES		
Outstanding for a period exceeding six months from the date they are due for payment		
Secured, considered good	**11,47,599**	18,63,593
Unsecured, considered good	**75,69,416**	79,72,950
	87,17,015	98,36,543
Other receivables		
Secured, considered good	**16,99,56,234**	6,63,58,992
Unsecured, considered good	**1,26,42,819**	74,91,947
	18,25,99,053	7,38,50,939
	19,13,16,068	8,36,87,482

Notes to the Consolidated Financial Statements as at and for the year ended 31st March, 2017

	Non Current		Current	
	As at 31.03.2017 (₹)	As at 31.03.2016 (₹)	**As at 31.03.2017 (₹)**	As at 31.03.2016 (₹)
19 CASH AND BANK BALANCES				
(i) Cash and Cash Equivalents				
Cash on Hand	**-**	-	**2,62,405**	18,05,355
Cheque on Hand			**88,18,980**	10,01,916
Balances with Scheduled Banks				
On Current Accounts	**-**	-	**12,78,69,484**	5,90,77,156
Deposit with original maturity of less than three months	**-**	-	**-**	40,00,000
Unclaimed Dividend Account	**-**	-	**1,63,736**	1,63,736
	-	-	**13,71,14,605**	6,60,48,163
(ii) Other Bank Balances				
IPO Refund Account *	**-**	-	**36,816**	36,816
Deposits with original maturity for more than 12 months [Refer Note 31]	**76,00,000**	14,86,00,000	**17,81,60,368**	2,63,25,674
Deposits with original maturity for more than 3 months but not more than 12 months [Refer Note 31]	**-**	-	**2,27,08,670**	3,49,00,000
Amount disclosed under ""other non current assets" [Refer Note 15]"	**(76,00,000)**	(14,86,00,000)	**-**	-
	-	-	**33,80,20,459**	12,73,10,653

*Represents balance with a bank for which refund instruments have been issued to the investors which are yet to be encashed by the investors

	2016-17 (₹)	2015-16 (₹)
20 REVENUE FROM OPERATIONS		
(i) Sale of Traded Goods		
Medicines	**97,78,78,591**	56,15,19,902
FMCG Products	**13,40,32,165**	9,52,28,053
(A)	**1,11,19,10,756**	65,67,47,955
(ii) Sale of Finished Goods		
Food Products	**1,28,03,739**	51,94,009
(B)	**1,28,03,739**	51,94,009
(iii) Interest Income		
On Loans	**3,62,45,613**	4,35,08,958
On Fixed Deposits pledged with Stock / Commodity Exchange & Clearing member	**68,64,670**	81,82,780
(C)	**4,31,10,283**	5,16,91,738
(iv) Other Financial Services		
- Stock/Commodity Broking		
Brokerage and Related Income	**10,94,64,921**	10,68,04,035
Penal Charges Collected from clients	**2,00,87,271**	1,51,91,566
(D)	**12,95,52,192**	12,19,95,601

Notes to the Consolidated Financial Statements as at and for the year ended 31st March, 2017

	2016-17 (₹)	2015-16 (₹)
- Investments		
Profit on Sale of Non-Trade Investments (Net)		
- Long Term	**2,32,71,529**	1,56,37,709
- Current	**28,515**	9,59,270
Dividend from Long Term Non-Trade Investments	**11,46,974**	10,64,137
(E)	**2,44,47,018**	1,76,61,116
- Wealth Management, Financial Planning and Distribution		
Insurance Brokerage and Related Income	**12,37,963**	10,88,592
Service Charges	**99**	2,477
(F)	**12,38,062**	10,91,069
- Others		
Consultancy & Investment Banking Revenue	**33,75,000**	15,49,000
Professional Fees	**17,24,349**	5,70,000
Miscellaneous	**-**	750
(G)	**50,99,349**	21,19,750
(v) Consumer Engagement Activity	**5,10,405**	58,88,614
(H)	**5,10,405**	58,88,614
(vi) Sale of Services		
Online Advertisement Campaign	**1,30,435**	-
(I)	**1,30,435**	-
Total (A + B + C + D + E + F + G + H+I)	**1,32,88,02,239**	86,23,89,852

		2016-17 (₹)	2015-16 (₹)
21	**OTHER INCOME**		
	Interest Income on		
	Fixed Deposits	**1,32,28,790**	1,22,03,837
	Long-Term Bonds (Non Trade)	**-**	75,57,863
	Security Deposit	**1,17,316**	-
	Income Tax Refund	**20,68,610**	18,73,448
	Other Non Operating Income		
	Liabilities no longer required written back	**14,27,481**	3,10,424
	Profit on sale of Long Term Non-Trade Investments	**46,80,698**	-
	Profit on sale of Non Trade Investments - Current	**5,36,021**	19,89,246
	Government Grant	**-**	50,363
	Provision for standard assets written back	**4,85,000**	10,38,000
	Profit on sale of Fixed Assets	**1,80,87,213**	-
	Bad Debt Recovered	**6,33,279**	24,64,815
	Miscellaneous Income	**1,84,580**	37,718
		4,14,48,988	2,75,25,714

		2016-17 (₹)	2015-16 (₹)
22	**PURCHASES OF TRADED GOODS**		
	Medicines	**1,00,91,16,254**	55,73,23,955
	FMCG Products	**13,80,62,574**	9,63,96,742
		1,14,71,78,828	65,37,20,697

Notes to the Consolidated Financial Statements as at and for the year ended 31st March, 2017

		2016-17 (₹)	2015-16 (₹)
23	**(INCREASE) IN INVENTORY OF TRADED GOODS AND FINISHED GOODS**		
	Inventories at the beginning of the year		
	Traded Goods	**13,25,51,040**	11,11,97,299
	Finished Goods	**12,67,788**	-
	Inventories at the end of the year [Refer Note 17]		
	Traded Goods	**20,71,18,691**	13,25,51,040
	Finished Goods	**11,90,544**	12,67,788
		(7,44,90,407)	(2,26,21,529)

		2016-17 (₹)	2015-16 (₹)
24	**COST OF RAW MATERIALS CONSUMED**		
	Inventory at the beginning of the year	**1,01,91,163**	14,56,809
	Add : Purchases	**1,81,92,955**	1,78,60,644
	Less : Inventory at the end of the year [Refer Note 17]	**1,42,88,567**	1,01,91,163
		1,40,95,551	91,26,290
	Detail of Raw Material Consumed		
	Food Ingredients	**1,33,05,013**	83,31,371
	Cultivation	**7,90,538**	7,94,919

		2016-17 (₹)	2015-16 (₹)
25	**EMPLOYEE BENEFITS EXPENSE**		
	Salary, Bonus etc.	**22,83,95,151**	27,88,60,370
	Contribution to Provident and other funds	**68,67,427**	71,96,178
	Contribution to Employees' State Insurance	**23,94,269**	25,00,428
	Gratuity expense [Refer Note 32]	**65,77,556**	36,32,034
	Employees' Welfare Expenses	**37,48,903**	37,25,065
		24,79,83,306	29,59,14,075

		2016-17 (₹)	2015-16 (₹)
26	**FINANCE COSTS**		
	Interest Expense		
	On Loans	**69,21,007**	18,68,026
	On Cash Credit Facilities	**1,80,91,145**	45,30,322
	On Margin from Clients	**3,15,715**	5,21,423
	Other Borrowing Costs	**27,70,712**	30,96,859
		2,80,98,579	1,00,16,630

		2016-17 (₹)	2015-16 (₹)
27	**DEPRECIATION AND AMORTIZATION EXPENSE**		
	Depreciation of Property, Plant and Equipment	**6,10,51,669**	6,54,05,256
	Amortisation of Intangible Assets	**81,31,413**	73,86,998
		6,91,83,082	7,27,92,254

Notes to the Consolidated Financial Statements as at and for the year ended 31st March, 2017

		2016-17 (₹)	2015-16 (₹)
28	**OTHER EXPENSES**		
	Membership Fees and Subscription	**9,16,425**	15,89,947
	Software Maintenance charges	**48,13,628**	37,61,525
	Stock / Commodity Exchange charges	**54,15,184**	39,55,379
	SEBI Turnover Fees	**3,67,260**	2,97,013
	Depository Transaction charges	**17,32,670**	12,78,625
	Advertisement and Publicity	**1,83,77,307**	2,28,05,978
	Packing Material Consumed	**1,09,30,338**	80,73,937
	Consumer Engagement Expenses	**23,43,550**	1,28,64,723
	Communication Expenses	**80,06,924**	95,59,063
	Electricity Expenses	**1,76,83,335**	1,65,08,956
	Repairs and Maintenance - Others	**1,26,35,452**	98,93,042
	Rent	**38,66,973**	40,34,611
	Rates and Taxes	**85,92,606**	31,48,576
	Directors Sitting Fee	**17,98,225**	15,85,474
	Insurance Premium	**9,73,867**	7,04,802
	Printing and Stationery	**36,82,820**	26,94,896
	Postage and Courier Expenses	**10,73,099**	17,06,890
	Bank and Demat charges	**10,65,961**	37,62,872
	Business Promotion Expenses	**22,45,031**	1,14,92,060
	Travelling and Conveyance	**68,61,149**	66,37,930
	Security Service Charges	**50,79,243**	11,01,438
	Legal and Professional Fees	**1,29,93,453**	1,94,02,344
	Listing Fees	**4,30,000**	3,61,012
	Bad debts / Irrecoverable advances written off	**18,23,019**	18,82,391
	Loss on Fixed Assets sold/discarded (Net)	**-**	29,61,573
	Loss on Surrender of Land [Refer Note 47]	**18,13,850**	-
	Logistic Expenses	**1,72,56,197**	89,51,342
	Testing Charges	**2,70,102**	11,51,609
	Server hosting, bandwith and other data service charges	**1,27,01,894**	1,18,57,171
	Service Charges		
	- Market research and Analysis services	**4,25,837**	26,457
	- Facility Services, etc. [Refer Note 37]	**2,24,34,770**	2,50,88,084
	Commission to Authorised Person and Others	**2,34,73,182**	3,57,98,501
	Auditor's Remuneration		
	As Auditors		
	Audit Fees	**19,31,000**	18,48,500
	Limited Reviews	**1,50,750**	1,50,500
	In other capacities for certificates and other services	**6,60,500**	2,01,000
	Reimbursement of expenses (including service tax)	**1,20,711**	86,819
	Miscellaneous expenses	**27,95,190**	20,86,757
		21,77,41,502	23,93,11,797

Notes to the Consolidated Financial Statements as at and for the year ended 31st March, 2017

		2016-17 (₹)	2015-16 (₹)
29	**EARNINGS / (LOSS) PER SHARE**		
	Basis for calculation of Basic and Diluted Earnings Per Share is as under:		
	(Loss) after tax (₹)	**(28,62,51,284)**	(36,60,81,528)
	Weighted Average Number of Equity Shares (Nos.)	**3,18,10,500**	3,18,10,500
	Nominal Value of each Equity Share (₹)	**10.00**	10.00
	Basic and Diluted Earnings Per Share (₹)	**(9.00)**	(11.51)

30 Contingent Liabilities:

(a) The Holding Company has provided Corporate Guarantee of ₹ 4,77,50,000 (2015-16: ₹ 9,50,00,000) against bank guarantee and has created equitable mortgage of ₹ 7,47,55,370 (2015-16: ₹ 7,47,55,370) over its property at Kolkata as security for credit facility extended by a scheduled bank to Microsec Capital Limited (a wholly owned subsidiary company) for the purpose of operations of the business. The amount of facility / guarantee actually availed by the subsidiary as on the balance sheet date amounts to ₹ 5,63,90,153 (2015-16: ₹ 2,59,84,441) and ₹ 5,93,99,634 (2015-16: ₹ 7,65,88,999) (net of fixed deposits of ₹ 8,33,00,000 (2015-16: ₹ 9,75,00,000 pledged by the subsidiary with the scheduled banks) respectively.

(b) The Holding Company has provided Corporate Guarantee amounting ₹ 13,80,00,000 against credit facility availed from Union Bank of India by Sastasundar Healthbuddy Limited (Formerly Microsec Health Buddy Limited) (a subsidiary company) for the purpose of purchase of Plant & Machinery and operations of the business. The amount of facility / guarantee actually availed by the subsidiary as on the balance sheet date amounts to ₹ 10,43,49,558 (2015-16: ₹ 6,44,56,688).

(c) The Holding Company has provided Corporate Guarantee amounting ₹ 10,00,000 against credit card facility availed from HDFC Bank Limited by Brandbuddy Engage Analytics Private Limited (Formerly Microsec Tech Solutions Private Limited) (a step down subsidiary). The amount of facility / guarantee actually availed by the subsidiary as on the balance sheet date amounts to ₹ 7,418 (2015-16: ₹ Nil).

(d) Claims of ₹ 20,05,441 (2015-16: ₹ 20,05,441) against a subsidiary company not acknowledged as debts. The management believes that they have a good case for success in the above matters and hence no provision thereagainst is considered necessary.

(e) Income tax demand under appeal – ₹ 2,46,45,168 (2015-16: ₹ 2,22,55,460). The management believe that the Holding Company and its subsidiaries to which the demand relates has a good case for success in this matter and therefore no provision thereagainst is considered necessary.

(f) Service tax demand under appeal – ₹ 71,34,347 (2015-16: ₹ 71,34,347). The management believe that the Holding Company and its subsidiaries to which the demand relates has a good case for success in this matter and therefore no provision thereagainst is considered necessary.

(g) Bank Guarantee issued by a subsidiary company in favour of Sales Tax Department ₹ 2,50,000 (2015-16: ₹ 63,867).

(h) Bank Guarantee issued by subsidiary companies in favour of West Bengal State Electricity Distribution Company Limited - ₹ 66,73,836 (2015-16: ₹ 66,73,836).

(i) Bank Guarantees issued by a subsidiary company in favour of Pension Fund Regulatory and Development Authority ₹ Nil (2015-16: ₹ 5,00,000).

Notes to the Consolidated Financial Statements as at and for the year ended 31st March, 2017

31 Fixed Deposits with Banks aggregating to ₹ 20,83,08,670 (2015-16: ₹ 20,14,98,655) are pledged as follows:

(Amount in ₹)

Pledged with	**As at 31.03.2017**	As at 31.03.2016
National Stock Exchange of India Limited	**8,00,000**	8,00,000
National Securities Clearing Corporation Limited	**57,00,000**	32,00,000
IL&FS Securities Services Limited (Clearing Member)	**7,00,00,000**	7,00,00,000
HDFC Bank Limited (As security against credit facilities/Bank Guarantees)	**7,63,00,000**	7,96,03,129
Insurance Regulatory and Development Authority (IRDA)	**11,00,000**	11,00,000
United Bank of India	**36,08,670**	51,81,659
Axis Bank Limited (As security against Overdraft Facilities)	**4,25,00,000**	2,25,00,000
Indus Ind Bank Limited (As security against credit facilities/bank Guarantee)	**-**	1,25,00,000
MCX Stock Exchange Limited	**8,00,000**	8,00,000
National Commodity Derivative Exchange	**32,50,000**	15,00,000
Multi Commodity Exchange of India Limited	**7,50,000**	7,50,000
Axis Bank Limited (As security against Bank guarantee)	**-**	63,867
Bombay Stock Exchange	**25,00,000**	25,00,000
Indian Clearing Corporation Limited	**10,00,000**	10,00,000
Total	**20,83,08,670**	20,14,98,655

32 The Group has a defined benefit gratuity plan. Every employee, who has completed five years or more of services, gets a gratuity on departure @ 15 days of last drawn salary for each completed years of service. The scheme is funded with Life Insurance Corporation of India, except in case of few subsidiaries which are unfunded.

The following tables summarise the components of net benefit expenses recognised in the Statement of Profit and Loss and the funded status and amounts recognized in the balance sheet for the plan.

	Particulars	**2016-17** (₹)	2015-16 (₹)
(i)	**Net Employee Expense /(benefit)**		
	Current service cost	**37,23,805**	44,10,200
	Interest cost on benefit obligation	**7,57,009**	9,10,012
	Expected return on plan assets	**4,50,293**	4,52,492
	Curtailment cost	**1,66,262**	-
	Net Actuarial (gain) /loss recognised for the year	**23,73,258**	(8,63,464)
	Settlement Cost	**(3,40,039)**	2,24,230
	Total employer expense recognised in Statement of Profit and Loss	**65,77,556**	36,32,034
(ii)	**Actual return on plan assets**	**4,04,816**	5,39,694
(iii)	**Benefit Asset/(Liability)**		
	Defined benefit obligation	**1,49,84,296**	1,32,87,449
	Fair value of Plan Assets	**51,16,151**	61,47,279
	Benefit Asset/(Liability)	**(98,68,145)**	(71,40,170)

Notes to the Consolidated Financial Statements as at and for the year ended 31st March, 2017

Particulars		2016-17 (₹)	2015-16 (₹)
(iv)	**Movement in benefit liability**		
	Opening defined benefit obligation	**1,32,87,449**	1,38,93,109
	Interest cost	**7,57,009**	9,10,012
	Current service cost	**37,23,805**	44,10,200
	Curtailment cost	**1,66,262**	-
	Settlement Cost	**(3,40,039)**	-
	Benefits paid	**31,11,052**	50,12,011
	Acquisition Adjustment	**(21,74,473)**	
	Actuarial (gains)/losses on obligation	**23,27,781**	(9,13,861)
	Closing benefit obligation	**1,49,84,296**	1,32,87,449
(v)	**Movement in fair value of plan assets**		
	Opening fair value of plan assets	**61,47,279**	72,38,953
	Expected Return on plan assets	**4,59,691**	6,00,484
	Contribution by employer	**16,65,710**	29,59,883
	Benefits paid	**31,11,052**	46,01,644
	Actuarial gains/(losses) on plan assets	**(45,477)**	(50,397)
	Closing fair value of plan assets	**51,16,151**	61,47,279
(vi)	**Major categories of plan assets as a percentage of the fair value of total plan assets**		
	Investments in insurance managed fund	**100%**	100%
(vii)	**The principal actuarial assumptions are as follows**		
	Discount rate	**7.37% - 7.50%**	8.00%
	Expected rate of return on plan assets	**7.37% - 8.00%**	8.00%
	Salary increase	**6.00%**	6.00%
	Withdrawal rates	**1.00%**	1.00%
(viii)	**Amount incurred as expense for Defined Contribution plans**		
	Contribution to Employees Provident Fund	**68,67,427**	71,96,178
	Contribution to Employees State Insurance	**23,94,269**	25,00,428

(ix) The estimates of future salary increases considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factor, such as supply and demand in the employment market.

(x) The Overall Exempted rate of return is determined based on market prices prevailing on that date, applicable to the period over which the obligation is to be settled.

(xi) The Group expects to contribute ₹ 31,50,000 (2015-16: ₹ 25,10,000) to Gratuity fund during April 2017 to March 2018.

Notes to the Consolidated Financial Statements as at and for the year ended 31st March, 2017

(xii) Amounts for the current year and previous years are as follows :	Year ended March 31, 2017 (₹)	Year ended March 31, 2016 (₹)	Year ended March 31, 2015 (₹)	Year ended March 31, 2014 (₹)	Year ended March 31, 2013 (₹)
Gratuity					
Defined Benefit Obligation	**1,49,84,296**	1,32,87,449	1,38,93,109	89,15,063	64,67,586
Plan Assets	**51,16,151**	61,47,279	72,38,953	69,22,293	63,41,962
Surplus / (Deficit)	**(98,68,145)**	(71,40,170)	(66,54,156)	(19,92,770)	(1,25,624)
Experience adjustments on plan liabilities	**6,72,738**	(8,65,578)	(12,07,471)	(46,16,366)	(10,11,990)
Experience adjustments on plan assets	**6,349**	(21,701)	24,682	96,675	52,818

33 Sastasundar Healthbuddy Limited (formerly Microsec Health Buddy Limited) (SHL), a subsidiary Company, in addition to its other businesses, carries on a "Market Place Business" under the domain name www.sastasundar.com and www.sastasundar.in and other related trademarks (which are owned by SHL's wholly owned subsidiary, Sasta Sundar Shop Private Limited [the "Step Down Subsidiary"]). The Board of Directors of SHL at their meeting held on April 01, 2017 decided to disintegrate the Market Place Business and hive-off into the Step Down Subsidiary. SHL has decided that all activities undertaken with respect to the Market Place Business including operating the market place, rendering services in relation to the Market Place Business including promotional activities, payment gateway facilities, customer support services and other ancillary activities will be transferred to the Step Down Subsidiary. All assets, contracts, employees, customer database and account payables in relation to the Market Place Business shall also be transferred to the Step Down Subsidiary.

34 Value of imports calculated on CIF basis

Particulars	**2016-17 (₹)**	2015-16 (₹)
Traded Goods	**-**	88,66,936
Total	**-**	**88,66,936**

35 Capital Commitments

Estimated amount of contracts remaining to be executed on capital account and not provided for (net of advances) – ₹ 42,14,167 (2015-16: ₹ 1,50,76,910).

36 Minimum Alternate Tax (MAT) credit entitlement of ₹ 3,66,66,139 (2015-16: ₹ 3,66,66,139) although available as tax credit for set off in future years as per Income Tax Act, 1961, has not been accounted for in view of accounting policy specified in Note 2.1 (xii) herein.

37 Facility Service charges of ₹ 2,24,34,770 (2015-16: ₹ 2,50,88,084) as indicated in Note 28 include payments made by certain subsidiaries to various parties for use of their infrastructure facilities like office space, office equipments, computers, furniture & fixtures, telephones and manpower services etc. in relation to maintenance of their offices/branches.

38 Related Party in terms of Accounting Standard 18 and as per the Companies Act, 2013 are given below:

(a) Name of the related parties and description of their relationship

Key Management Personnel

Mr. Banwari Lal Mittal (Chairman and Managing Director)

Mr. Ravi Kant Sharma (Director)

Mr. Ajay Jaiswal (Director in PRP Technologies Limited) (upto 21st December, 2015)

Mr. Pankaj Harlalka (Director in Microsec Capital Limited)

Mr. Ramesh Kumar Sharma (Whole Time Director in Sastasundar Healthbuddy Limited (formerly Microsec Health Buddy Limited))

Notes to the Consolidated Financial Statements as at and for the year ended 31st March, 2017

Mr. Mahesh Kumar Singhi (Managing Director in Sastasundar Healthbuddy Limited (Formerly Microsec Health Buddy Limited)) (Upto 1st July, 2016)

Mr. Manoj Singh (Director in Myjoy Pharmaceuticals Private Limited)

Mr. Chetan Chand Jain (Director in Myjoy Pharmaceuticals Private Limited)

Mr. Amrit Daga (Chief Financial Officer w.e.f, 12th August, 2015)

Mr. Giridhar Dhelia (Chief Financial Officer upto 11th August, 2015)

Mr. Biplab Kumar Mani (Company Secretary)

Mr. Rajat Khator (Chief Financial Officer in Innogrow Technologies Limited (formerly Microsec Technologies Limited)) (upto 31st December, 2015)

Mr. Pratap Singh (Company Secretary in Innogrow Technologies Limited (formerly Microsec Technologies Limited)) (upto 20th January, 2016)

Mr. Pratap Singh (Company Secretary in Sastasundar Healthbuddy Limited (formerly Microsec Health Buddy Limited) (w.e.f, 21st January, 2016)

Mr. Abhishek Singhi (Chief Financial Officer in Sastasundar Healthbuddy Limited (formerly Microsec Health Buddy Limited))

Mr. Avik Saha (Company Secretary in Sastasundar Healthbuddy Limited (formerly Microsec Health Buddy Limited)) (upto 13th July, 2015)

Relatives of Key Management Personnel

Mrs. Abha Mittal (Wife of Mr. Banwari Lal Mittal)

Mr. Narsingh Mittal (Brother of Mr. Banwari Lal Mittal)

Mr. Sajjan Kumar Sharma (Father of Mr. Ravi Kant Sharma)

Mrs. Bharati Sharma (Wife of Mr. Ravi Kant Sharma)

Mrs. Rasmi Harlalka (Wife of Mr. Pankaj Harlalka)

Mrs. Kanta Devi Sharma (Mother of Mr. Ravi Kant Sharma)

Mr. Man Mohan Harlalka (Father of Mr. Pankaj Harlalka)

Mr. Arjun Mittal (Brother of Mr. Banwari Lal Mittal)

Mrs. Sushila Devi Khaitan (Sister of Mr. Banwari Lal Mittal)

Mrs. Gomti Devi Mittal (Mother of Mr. Banwari Lal Mittal)

Master Krishna Mittal (Son of Mr. Banwari Lal Mittal)

Mr. Rajiv Sharma (Brother of Mr. Ravi Kant Sharma)

Mrs. Laxmi Gupta (Sister of Mr. Pankaj Harlalka)

Ms. Saloni Mittal (Daughter of Mr. Banwari Lal Mittal)

Ms. Vidhi Mittal (Daughter of Mr. Banwari Lal Mittal)

Enterprises on which Key Management Personnel and / or their relative exercise significant influence

Topview Enclaves LLP

Umaputra Consultants LLP

Chaturveda Advisory Services LLP

Shri Krishna Creative Ideas LLP

Notes to the Consolidated Financial Statements as at and for the year ended 31st March, 2017

b) Related party transactions

Particulars	Key Mangement personnel	Relatives of Key Mangement personnel	Enterprise in which Mangement personnel Exercise Significant Influence	Total
Directors' s Remuneration				
Mr. Banwari Lal Mittal	**69,83,074**	**-**	**-**	**69,83,074**
	(53,58,739)	(-)	(-)	(53,58,739)
Mr. Ravi Kant Sharma	**59,83,074**	**-**	**-**	**59,83,074**
	(62,69,616)	(-)	(-)	(62,69,616)
Mr. Pankaj Harlalka	**4,00,000**	**-**	**-**	**4,00,000**
	(28,67,910)	(-)	(-)	(28,67,910)
Mr. Ramesh Kumar Sharma	**14,47,213**	-	-	**14,47,213**
	(14,41,831)	(-)	(-)	(14,41,831)
Mr. Mahesh Kumar Singhi	**2,98,485**	-	-	**2,98,485**
	(12,21,053)	(-)	(-)	(12,21,053)
Remuneration				
Mr. Giridhar Dhelia	**-**	-	-	**-**
	(8,14,543)	(-)	(-)	(8,14,543)
Mr. Amrit Daga	**15,58,326**	-	-	**15,58,326**
	(9,53,269)	(-)	(-)	(9,53,269)
Mr. Biplab Kumar Mani	**14,24,963**	-	-	**14,24,963**
	(14,31,483)	(-)	(-)	(14,31,483)
Mr. Rajat Khator	**-**	-	-	**-**
	(9,28,639)	(-)	(-)	(9,28,639)
Mr. Pratp Singh	**5,35,493**	-	-	**5,35,493**
	(5,44,585)	(-)	(-)	(5,44,585)
Mr. Abhishek Singhi	**11,56,335**	-	-	**11,56,335**
	(11,52,967)	(-)	(-)	(11,52,967)
Mr. Avik Saha	**-**	-	-	**-**
	(1,46,234)	(-)	(-)	(1,46,234)
Mr. Manoj Singh	**1,72,552**	-	-	**1,72,552**
	(2,92,141)	(-)	(-)	(2,92,141)
Mr. Chetan Chand Jain	**3,47,256**	-	-	**3,47,256**
	(5,75,796)	(-)	(-)	(5,75,796)
Employee Payable				
Mr. B.L.Mittal	**2,68,365**	**-**	**-**	**2,68,365**
	(5,85,335)	(-)	(-)	(5,85,335)
Mr. Ravi Kant Sharma	**2,64,532**	**-**	**-**	**2,64,532**
	(2,22,106)	(-)	(-)	(2,22,106)
Mr. Ramesh Kumar Sharma	**1,39,840**	-	-	**1,39,840**
	(22,573)	(-)	(-)	(22,573)

Notes to the Consolidated Financial Statements as at and for the year ended 31st March, 2017

Particulars	Key Mangement personnel	Relatives of Key Mangement personnel	Enterprise in which Mangement personnel Exercise Significant Influence	Total
Mr. Mahesh Kumar Singhi	**-**	-	-	**-**
	(94,565)	(-)	(-)	(94,565)
Mr. Amrit Daga	**63,071**	-	-	**63,071**
	(82,782)	(-)	(-)	(82,782)
Mr. Biplab Kumar Mani	**39,493**	-	-	**39,493**
	(1,08,750)	(-)	(-)	(1,08,750)
Mr. Abhishek Singhi	**1,17,689**	-	-	**1,17,689**
	(78,224)	(-)	(-)	(78,224)
Mr. Pratap Singh	**54,891**	-	-	**54,891**
	(52,800)	(-)	(-)	(52,800)
Brokerage and related Income				
Top View Enclaves LLP	-	-	**2,84,619**	**2,84,619**
	(-)	(-)	(1,05,009)	(1,05,009)
Umaputra Consultants LLP	-	-	**-**	**-**
	(-)	(-)	(1,37,237)	(1,37,237)
Chaturveda Advisory Services LLP	-	-	**-**	**-**
	(-)	(-)	(1,49,610)	(1,49,610)
Shree Krishna Creative Ideas LLP	-	-	**3,11,548**	**3,11,548**
	(-)	(-)	(-)	(-)
Others	**24,464**	**62,631**	**70,770**	**1,57,865**
	(6,324)	(81,136)	(59,088)	(1,46,548)
Sale of Traded Goods				
Banwari Lal Mittal	**4,219**	-	-	**4,219**
	(31,004)	(-)	(-)	(31,004)
Ravi Kant Sharma	**1,24,472**	-	-	**1,24,472**
	(1,40,088)	(-)	(-)	(1,40,088)
Ramesh Kumar Sharma	**6,148**	-	-	**6,148**
	(19,966)	(-)	(-)	(19,966)
Mahesh Kumar Singhi	**-**	-	-	-
	(20,488)	(-)	(-)	(20,488)
Rajat Khator	**-**	-	-	**-**
	(6,818)	(-)	(-)	(6,818)
Pratap Singh	**-**	-	-	**-**
	(250)	(-)	(-)	(250)
Biplab Kumar Mani	**8,720**	-	-	**8,720**
	(17,271)	(-)	(-)	(17,271)
Giridhar Dhelia	**-**	-	-	**-**
	(8,103)	(-)	(-)	(8,103)

Notes to the Consolidated Financial Statements as at and for the year ended 31st March, 2017

Particulars	Key Mangement personnel	Relatives of Key Mangement personnel	Enterprise in which Mangement personnel Exercise Significant Influence	Total
Amrit Daga	**8,178**	-	-	**8,178**
	(14,720)	(-)	(-)	(14,720)
Chetan Chand Jain	**23,566**	-	-	**23,566**
	(16,757)	(-)	(-)	(16,757)
Manoj Kumar Singh	**8,768**	-	-	**8,768**
	(20,567)	(-)	(-)	(20,567)
Abha Mittal	**-**	**1,90,405**	**-**	**1,90,405**
	(-)	(-)	(3,16,601)	(3,16,601)
Advance Given				
Abhishek Singhi	-	-	-	-
	(2,00,000)	(-)	(-)	(2,00,000)
Refund of Advance Given				
Abhishek Singhi	**1,25,000**	**-**	**-**	**1,25,000**
	(75,000)	(-)	(-)	(75,000)
Balance Receivable				
Abhishek Singhi	**-**	-	-	-
	(1,25,000)	(-)	(-)	(1,25,000)

39 One of the Company's subsidiary has invested in deep discount bonds redeemable after a period of 20 years issued by another fellow subsidiary company. The investor company has not accounted for income on such deep discount bonds whereas the investee company has accounted for interest expense in its books. As per policy consistently followed, the investor company will account for such interest income at the time of redemption of the bonds in their books. However, at the time of consolidation, to follow uniform accounting policies for like transactions, income accrued on such bonds has been duly considered as a consolidated adjustment and eliminated with the corresponding expenses recognised by another subsidiary. The consequential deferred tax liability of ₹ 4,35,27,921 (2015-16: ₹ 3,76,37,012) on such interest income has also been considered in these consolidated financial statements.

40 Segment Reporting

The Group has identified the following as business segments :-

a. Financial Services : consists mainly of financing of loans and investment in shares and securities, financial consultancy, professional fees, debt syndication, Brokerage (Equity, Commodities and Currency including Depository Services), wealth management, insurance broking, financial planning, distribution and related services.

b. Digital Consumer Engagement Platform (www.foreseegame.com) - includes activities under www foreseegame.com.

c. Digital Pharmacy & Healthcare Store (www.sastasundar.com) - includes activities for food processing, preservation and marketing of healthcare products through e-commerce portal www.sastasundar.com.

Geographical Segments :- The Company operates in only one geographical segment i.e. 'Within India' and no separate information for geographical segment has been given.

Notes to the Consolidated Financial Statements as at and for the year ended 31st March, 2017

The Company's segment information as at and for the year ended March 31, 2017 are as below: (Amount in ₹)

Particulars	Financial Services	Digital Media of Consumer Engagement (www. Foreseegame.com)	Digital Pharmacy & Healthcare Store (www.sastasundar.com)	Total
Segment Revenue	**20,34,46,904**	**5,10,405**	**1,12,48,44,930**	**1,32,88,02,239**
	(19,45,59,274)	(58,88,614)	(66,19,41,964)	(86,23,89,852)
Segment Results	**6,25,49,586**	**(5,91,87,126)**	**(27,75,15,169)**	**(27,41,52,709)**
	(4,90,95,843)	(-11,49,79,148)	(-29,45,36,828)	(-36,04,20,133)
Add: Unallocated Income net of unallocated expenses				**53,86,505**
				(79,24,515)
Profit / (Loss) Before Tax				**(27,95,39,214)**
				(-36,83,44,648)
Tax Expense				**61,87,333**
				(-28,05,614)
Profit / (Loss) after Tax				**(28,57,26,547)**
				(-36,55,39,034)
Segment Assets	**99,34,79,665**	**18,03,09,475**	**1,00,93,49,000**	**2,18,31,38,140**
	(91,59,99,077)	(25,55,66,601)	(1,06,93,62,517)	(2,24,09,28,195)
Unallocated Corporate Assets				**32,69,72,599**
				(32,30,03,206)
Total Assets				**2,51,01,10,739**
				(2,56,39,31,401)
Segment Liabilities	**29,03,65,166**	**51,72,290**	**21,59,38,596**	**51,14,76,052**
	(19,83,82,052)	(1,06,32,461)	(13,19,78,805)	(34,09,93,318)
Unallocated Corporate Liabilities				**4,48,39,524**
				(3,88,13,369)
Total Liabilities				**55,63,15,576**
				(37,98,06,687)
Capital Expenditure	**1,73,93,708**	**1,23,32,017**	**84,96,548**	**3,82,22,273**
	(1,03,87,597)	(46,70,989)	(11,37,36,892)	(12,87,95,478)
Unallocated Capital Expenditure				**3,03,68,047**
				(-)
Total Liabilities				**6,85,90,320**
				(12,87,95,478)
Depreciation/Amortization	**98,05,786**	**1,82,03,149**	**4,11,74,147**	**6,91,83,082**
	(86,45,295)	(2,20,72,143)	(4,20,74,816)	(7,27,92,254)
Non Cash expenses	**54,007**	**17,67,979**	**5,11,576**	**23,33,562**
	(5,63,932)	(12,62,872)	(55,587)	(18,82,391)

Notes to the Consolidated Financial Statements as at and for the year ended 31st March, 2017

41 Operating Lease:

Certain office premises are obtained on operating lease. The lease term for Innogrow Technologies Limited (formerly Microsec Technologies Limited), a subsidiary of the company is upto 11 months and for Microsec Capital Limited, a subsidiary of the company is 1 to 9 years and renewable for further period either mutually or at the option of the Company. There is no escalation clause in the lease agreement. There are no restrictions imposed by lease arrangements. There are no sub-leases. The leases are cancellable.

The details of lease payments are as follows:-

Particulars	**2016-17 (₹)**	2015-16 (₹)
Lease payments made for the year	**29,93,606**	24,30,080
Contingent rent recognised in the Statement of Profit and Loss	**Nil**	Nil

42 The shareholders of the Company had approved conversion of the Company to a Core Investment Company (CIC) on 19th March 2013. During the previous year, the Company had applied to the Reserve Bank of India (RBI) for voluntary surrender of Certificate of Registration (CoR) as Non-Banking Financial Company. Vide intimation dated 16th July, 2015, the RBI has accepted the Company's application and cancelled the CoR.

A Company having an asset size of more than ₹ 100 crores and not accessing public funds is exempt from registration as CIC with RBI in terms of the notification no. DNBS.PD.CC.No.274/03.02.089/2011-12 dated 11th May, 2012.

43 The Company's wholly owned subsidiary, Microsec Capital Limited (MCL) and MCL's wholly owned subsidiary Microsec Commerze Limited (MCZL) are engaged in various financial service businesses. With the objective of divesting financial service businesses of MCL and MCZL, the Board of Directors of the Company, MCL and MCZL have approved the demerger of the Consultancy and Investments undertaking of their respective Companies into a resulting company w.e.f. the appointed date April 01, 2016 subject to the approvals from members and creditors of MCL and MCZL, approval of the Hon'ble High Court at Calcutta and other necessary regulatory approvals. During the year, the Company has recieved the necessary approval of the Hon'ble High Court of Calcutta and necessary adjustment have been recognised in these financial statements. Further, the Company has also entered into a Share Purchase Agreement on April 19, 2016 for sale of its entire shareholding in MCL (the demerged Company). This sale is subject to the aforesaid approvals necessary for the demerger. The Company has filed an application for change in management to the depositories and stock exchanges and is awaiting approval in this regards. Pending such approvals, the effect to the agreement has not been recognised in these financial statements.

44 Microsec Capital Limited (a subsidiary company) has issued 11,80,000 Non-Convertible Redeemable Preference Shares of ₹ 10/- each at a premium of ₹ 35/- shares fully paid up with the redemption period not less than 15 years from the date of allotment to Narnolia Securities Limited.

45 Details of dues to Micro and Small Enterprises as defined under the MSMED Act,2006

Particulars	**As at 31st March, 2017 (₹)**	As at 31st March, 2016 (₹)
i) The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year		
Principal amount due to micro and small enterprises	**17,73,326**	24,76,304
Interest due on above	**Nil**	Nil

Notes to the Consolidated Financial Statements as at and for the year ended 31st March, 2017

Particulars	As at 31st March, 2017 (₹)	As at 31st March, 2016 (₹)
ii) The amount of interest paid by the buyer in terms of section 16 of the MSMED Act 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year		
Principal	**Nil**	Nil
Interest	**Nil**	Nil
iii) The amount of interest due and payable for the period of delay in making payment (which been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006	**Nil**	Nil
iv) The amount of interest accrued and remaining unpaid at the end of each accounting year	**Nil**	Nil
v) The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under section 23 of the Micro Small and Medium Enterprise Development Act, 2006.	Nil	Nil

46 Deferred Tax Asset / (Liability) (Net)

Particulars	As at 31st March, 2017 (₹)	As at 31st March, 2016 (₹)
Deferred Tax Liability (A)		
Fixed Assets: Impact of difference between tax depreciation and depreciation / amortization charged for the financial reporting.	**2,35,03,213**	2,35,25,881
Timing difference of accrued interest on bonds	**-**	15,80,270
Total (A)	**2,35,03,213**	2,51,06,151
Deferred Tax Assets (B)		
Provision for Gratuity	**28,53,469**	20,67,663
Business Loss and Unabsorbed Depreciation	**33,12,08,563**	21,50,03,319
Total (B)	**33,40,62,032**	21,70,70,982
Net Deferred Tax Asset (B – A)	**31,05,58,819**	19,19,64,831
Less : Deferred Tax Asset not recognized	**31,05,58,819**	19,19,64,831
Net Deferred Tax asset recognized	**Nil**	Nil

Deferred Tax Asset as above has not been recognized in these accounts in view of the Accounting Policy specified in Note 2.1(xii) above.

47 Sastasundar Healthbuddy Limited (formerly Microsec Health Buddy Limited), a subsidiary company, had surrendered certain leasehold land allocated to them for industrial purpose at Uttar Pradesh and Karnataka. In terms with the allotment letter, a fixed amount / percentage is deductible when this is transferred back to the respective authorities. In the year 2015-16, Innogrow Technologies Limited (formerly Microsec Technologies Limited), Myjoy Hospitality Private Limited and Brandbuddy Engage Analytics Private Limited (formerly Microsec Tech Solutions Private Limited), subsidiaries of the company has voluntary surrendered Leasehold Lands held at Bangalore amounting to ₹ 5,40,31,852, ₹ 3,96,46,734 and ₹ 5,40,56,852 respectively net of 5% deductible as per the terms of allotment letter of Karnataka Industrial Areas Development Board (including other charges) amounting to ₹ 27,31,852, ₹ 20,26,734 and ₹ 27,56,852 respectively.

Notes to the Consolidated Financial Statements as at and for the year ended 31st March, 2017

48 Bharatiya Sanskriti Village Private Limited and Ruchika Adviosory Services LLP, subsidiaries of the Company, the Urban Improvement Trust (UIT) has alloted a plot at Resort No. 3 and Resort No. 4 respectively, Tiger Hill, Udaipur for set up of resort. As per the lease deed dated 22th July, 2012 and 27th July, 2012 respectively between UIT and the Company, the Company shall within a period of 3 years from 18th April 2012 and 30th June, 2011 respectively after obtaining sanction to the building plan, construct at its own expenses on the Resort plot and complete in a substantial and workman like manner resort building for private dwelling in accordance with the sanction plan and obtain the completion certificate from the improvement trust. The subsidiaries vides their letter dated January 23, 2013 and April 26, 2016 have requested the UIT to provide basic facilities such as availability of water, sewerage, electricity and roads for setup of resort. On the basis of reply received from UIT and considering the current market condition, the subsidiaries are studying the feasibility of various mean to plan its future course of action.

49 Sastasundar Healthbuddy Limited (formerly Microsec Health Buddy Limited), PRP Technologies Limited and Microsec Invictus Advisors LLP (subsidiaries of the Holding Company) has sold their investments in Myjoy Pharmaceutical Private Limited and Joybuddy Fun Products Private Limited on 30th November, 2016.

50 The Board of Directors at its meeting held on 5th January, 2017 approved a Scheme of Arrangement (the Scheme) for amalgamation of PRP Technologies Limited (PTL), Myjoy Tasty Food Private Limited (MTFPL) and Myjoy Hospitality Private Limited (MHPL) (Transferor Companies) with the Company under section 233 of the Companies Act, 2013 and the rules made there under with effect from 1st April'16 ("the Appointed Date"). The Scheme is subject to requisite approvals of the concerned regulatory authorities. Pending such approvals, the scheme has not been recognised in these financial statements.

51 The Company has done certain restructuring within the Group. Persuant to Scheme of Arrangement (the 'scheme') under section 391(2) and 394 of the Companies Act, 1956 between the Company's subsidiaries, PRP Technologies Limited (Resulting Company), Microsec Capital Limited (Demerged Company) and Microsec Commerze Limited (Demerged Company), the Hon'ble High Court, Calcutta has approved the scheme on November 21, 2016 and the certified copy of the order was received on January 04, 2017 and necessary form to effect the demerger was filed with the Registrar of Company, West Bengal on January 06, 2017. All assets and liabilities relating to the demerged company has been transferred to PRP Technologies Limited (Resulting Company) on a going concern basis with effect from appointment date i.e, April 1, 2016.

52 During the year, the Holding Company including its subsidiaries had specified bank notes or other denomination note as defined in the MCA notification no. G.S.R 308(E) dated 31st March, 2017 on the details of Specified Bank Notes (SBN) held and transacted during the period November 8, 2016 to December 30, 2016**, the denomination wise SBNs and other notes as per the notification is given below:

(Amount in ₹)

Particulars	SBNs#	Other denomination notes	Total
Closing cash in hand as on November 8, 2016	**187,000**	**279,081**	**466,081**
(+) Permitted receipts	34,73,600*	4,306,680	7,780,280
(-) Permitted Payments	-	(1,069,447)	(1,069,447)
(-) Amount deposited in banks	(3,660,600)	(3,215,225)	(6,875,825)
Closing cash in hand as on December 30, 2016**	**-**	**301,089**	**301,089**

* Amount represents collection made by the Healthbuddies (retailers) of Sastasundar Healthbuddy Limited (formerly Microsec Health Buddy Limited) (SHL), subsidiary company deposited directly into the bank account of SHL. The above details are compiled from the information as furnished by the banks.

** Excludes information in respect of two subsidiaries which have moved out of the group from November 30, 2016 [Refer Note 1 (d) (xiv) and (xv)], the above information has been furnished upto their date of cessation of being a subsidiary as given below:

Notes to the Consolidated Financial Statements as at and for the year ended 31st March, 2017

Particulars	SBNs#	Other denomination notes	Total
Closing cash in hand as on November 8, 2016	**380,000**	**2,758**	**382,758**
(+) Permitted receipts	49,79,912***	364,813	5,344,725
(-) Permitted Payments	-	(70,600)	(70,600)
(-) Amount deposited in banks	(4,072,000)	(254,710)	(4,326,710)
Closing cash in hand as on November 30, 2016	**1,287,912**	**42,261**	**1,330,173**

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 no. S.O. 3407(E), dated the 8th November, 2016.

*** Amount represents collection made by Myjoy Pharmaceuticals Private Limited (MPPL), a subsidiary company against sale of medicines and deposited into the bank account of MPPL. The above details are compiled from the information as furnished by the banks.

53 Additional information in respect of net assets and profit / loss of each entity within the Group and their proportionate share of the totals.

Name of the Entity	As at 31.03.2017		2016-17		As at 31.03.2016		2015-16	
	Net assets i.e. total assets minus total liabilities		Share in Profit or Loss		Net assets i.e. total assets minus total liabilities		Share in Profit or Loss	
	As % of consolidated net assets	Amount (₹)	As % of consolidated profit or loss	Amount (₹)	As % of consolidated net assets	Amount (₹)	As % of consolidated profit or loss	Amount (₹)
Parent								
Sastasundar ventures Limited (formerly Microsec Financial Services Limited)	**31.30%**	**61,14,70,503**	**-6.71%**	**(1,91,83,733)**	29.30%	63,98,51,977	-4.66%	(1,70,29,226)
Indian Subsidiaries								
Microsec Resources Private Limited	**8.36%**	**16,32,62,556**	**7.85%**	**2,24,20,962**	11.34%	24,77,22,402	8.57%	3,13,39,517
Microsec Capital Limited	**6.77%**	**13,23,20,730**	**7.38%**	**2,10,90,175**	11.46%	25,02,42,507	6.02%	2,19,96,095
Microsec Commerze Limited	**0.88%**	**1,71,48,660**	**-0.56%**	**(15,92,341)**	0.86%	1,88,57,663	-0.13%	(4,57,016)
Microsec Insurance Brokers Limited	**0.66%**	**1,28,91,423**	**0.07%**	**1,91,079**	0.58%	1,27,00,343	-0.21%	(7,56,418)
Innogrow Technologies Limited (formerly Microsec Technologies Limited)	**9.65%**	**18,85,21,860**	**-12.01%**	**(3,43,19,002)**	10.47%	22,87,20,431	-31.43%	(11,48,99,984)
PRP Technologies Limited	**9.02%**	**17,62,10,293**	**3.43%**	**98,04,866**	0.12%	25,57,054	-0.11%	(4,00,765)
Sastasundar Healthbuddy Limited (formerly Microsec Health Buddy Limited)	**16.96%**	**33,13,63,177**	**-93.65%**	**(26,75,73,638)**	18.15%	39,64,61,205	-66.79%	(24,41,47,704)
Joybuddy Fun Products Private Limited	**0.00%**	**-**	**-0.01%**	**(21,364)**	0.03%	5,69,231	-0.31%	(11,34,404)
Myjoy Hospitality Private Limited	**0.00%**	**42,050**	**-0.01%**	**(23,699)**	1.73%	3,76,98,671	-0.56%	(20,58,916)

Notes to the Consolidated Financial Statements as at and for the year ended 31st March, 2017

Name of the Entity	As at 31.03.2017		2016-17		As at 31.03.2016		2015-16	
	Net assets i.e. total assets minus total liabilities		Share in Profit or Loss		Net assets i.e. total assets minus total liabilities		Share in Profit or Loss	
	As % of consolidated net assets	Amount (₹)	As % of consolidated profit or loss	Amount (₹)	As % of consolidated net assets	Amount (₹)	As % of consolidated profit or loss	Amount (₹)
Myjoy Pharmaceuticals Private Limited (upto 30th November, 2016)	**0.00%**	**-**	**-3.46%**	**(98,98,290)**	0.12%	27,19,107	-13.33%	(4,87,36,589)
Myjoy Tasty Food Private Limited	**0.10%**	**19,28,757**	**-0.01%**	**(25,657)**	-0.01%	(2,29,350)	-0.01%	(20,394)
Myjoy Technologies Private Limited	**1.56%**	**3,04,59,779**	**-0.83%**	**(23,68,899)**	1.50%	3,28,28,678	-0.09%	(3,34,878)
Bharatiya Sanskriti Village Private Limited	**3.10%**	**6,06,48,002**	**-0.51%**	**(14,67,077)**	2.85%	6,21,75,078	-0.25%	(9,03,893)
Sasta Sundar Shop Private Limited	**0.25%**	**49,46,857**	**0.13%**	**3,60,697**	0.21%	45,86,160	-0.04%	(1,52,060)
Brandbuddy Engage Analytics Private Limited (formerly Microsec Tech Solutions Private Limited)	**0.08%**	**16,12,678**	**-8.80%**	**(2,51,40,090)**	2.37%	5,16,73,539	-0.76%	(27,95,107)
Microsec Invictus Advisors LLP	**4.64%**	**9,06,38,132**	**8.52%**	**2,43,49,682**	2.67%	5,82,36,622	4.39%	1,60,47,465
Bhavya Advisory Services LLP	**0.51%**	**98,81,301**	**-0.03%**	**(86,770)**	0.57%	1,25,36,985	0.39%	14,19,702
Alokik Advisory Services LLP	**0.62%**	**1,21,57,628**	**-0.01%**	**(33,741)**	0.55%	1,19,89,880	-0.01%	(49,575)
Dreamscape Advisors LLP	**0.39%**	**76,89,636**	**0.02%**	**63,442**	0.39%	85,16,558	-0.04%	(1,55,490)
Kailashwar Advisory Services LLP	**0.00%**	**46,304**	**0.00%**	**(12,654)**	0.05%	11,10,958	0.01%	40,500
Ruchika Advisory Services LLP	**4.95%**	**9,66,75,988**	**-0.64%**	**(18,30,515)**	4.51%	9,84,60,459	-0.50%	(18,25,231)
Stuti Advisory Services LLP	**0.20%**	**38,78,849**	**-0.15%**	**(4,29,980)**	0.19%	41,38,559	-0.14%	(5,24,662)
Total	**100.00%**	**1,95,37,95,163**	**100.00%**	**(28,57,26,547)**	100.00%	2,18,41,24,714	100.00%	(36,55,39,034)
Minority Interests in a subsidiary		**43,48,726**		**5,24,737**		38,20,888		5,42,494
Preference Shares issued by subsidiary company		**5,31,00,000**		**-**		-		-

54 Previous year's figures including those in brackets have been regrouped and / or reclassified to confirm to this year's classification.

As per our report of even date

For S. R. Batliboi & CO. LLP
Firm Registration No: 301003E/E300005
Chartered Accountants

per Bhaswar Sarkar
Partner
Membership No. 55596

Place : Kolkata
Date : 26th May, 2017

For and on behalf of the Board of Directors

B. L. Mittal
Chairman & Managing Director
DIN : 00365809

Amrit Daga
Chief Financial Officer

Ravi Kant Sharma
Director
DIN : 00364066

Biplab Kumar Mani
Company Secretary

“BEING GENUINE”

is the core value of ours upon which we never compromise

We are and we shall always be Genuine in our dealings with our stakeholders

We are and we shall always be Genuine to our shareholders and we believe that transparency of our conduct and reporting will reflect our genuinity

We are and we shall always be Genuine to our consumers and we believe that genuine product and genuine services at genuine Pricing will reflect our genuinity

We are and we shall always be Genuine to our employees and we believe that Genuine conduct with them will reflect our genuinity

We are and we shall always be Genuine to Government and we believe that Genuine compliance of law in letter and spirit will reflect our genuinity

We are and we shall always be genuine to Society and we believe our genuinity to make DNA of our business social responsible will reflect our genuinity towards society

We are and we shall always be genuine to the God and we believe that our Genuine efforts to make positive impact for goodness of Humanity, animals, birds, forest and environment will reflect our genuinity towards God

Innovation Tower

Premises no 16-315,
Plot no DH 6/32
Action Area -1D
Newtown, Rajarhat
Kolkata 700156
Tel: 91 33 6651 2100

Registered Office

Azimganj House, 2nd Floor
7, Abanindra Nath Thakur Sarani
(Formerly Camac Street)
Kolkata - 700 017
Tel: 91 33 2282 9330

Elevation Centre

Purba Salepur
Dr. Narman Bethun Sarani
P.O:- Baruipur, Kolkata- 700144
South 24 Parganas, West Bengal
Tel: 91 33 3080 3080



Our Mission

"We exist to use knowledge and digital connectivity to reduce cost and add convenience in making available high quality medicines, healthcare products and services to make life simple and happy."

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