

CONSORTIUM VYAPAAR LIMITED

Business Communication Center
21, Parsae Church Street
Kolkata-700001

CIN: I51109WB1993PLC060673 E-mail: corp.consortium@gmail.com

DIRECTORS' REPORT

To

The Members

CONSORTIUM VYAPAAR LIMITED

The Directors have pleasure in submitting Annual Report on the business and operations of the Company along with the Audited Financial Statement for the financial year ended 31st March, 2017.

FINANCIAL RESULTS

Financial Results of the Company for the year under review along with the figures for previous year are as follows :

Particulars	Year ended 31st March, 2017	Year ended 31st March, 2016
Revenue from operations	3,97,680	6,59,219
Other Income	15,40,429	1,23,750
Total income	19,38,109	7,82,969
Profit before tax	14,11,050	1,27,994
Loss	-	7,275
- Provision for tax	-	-
- Deferred tax	-	(7,275)
- Mat Credit	14,11,050	1,27,994
Net profit after tax	61,43,120	60,47,125
Add : Balance brought forward from previous year	2,82,210	31,999
less : Transfer to Special Reserve u/s 45I of RBI Act	72,71,959	61,43,120
Balance carried forward		

DIVIDEND

With a view to conserve resources, the Board of Directors have not recommended dividend for the year ended 31.03.2017.

TRANSFER TO RESERVES

During the year a sum of Rs. 2,82,210/- out of the profits of the company was transferred to special reserve as required u/s 45-IC(i) of RBI Act.

MEETINGS OF THE BOARD OF DIRECTORS

During the financial year ended 31st March 2017, 8 (eight) meetings of the Board of Directors of the company were held.

STATE OF THE COMPANY'S AFFAIRS

The company is engaged in the business of non-banking financial activities. There has been no change in the business of the company during the financial year ended 31st March 2017.

MATERIAL CHANGES AND COMMITMENTS

No material changes and commitments affecting the financial position of the company occurred between the end of the financial year to which this financial statement relates and the date of this report.

LOANS, GUARANTEES AND INVESTMENTS

The company has not given any loan or provided any guarantee covered under the provisions of section 186 of the Companies Act 2013. Details of investments covered under the provisions of section 186 of the Companies Act 2013 are given in the notes to the financial statements.

EXTRACT OF ANNUAL RETURN

The extract of Annual Return in form MGT-9 as required under section 92 of the Companies Act 2013 for the financial year ending 31st March 2017 is annexed hereto by way of an annexure and forms part of this report.

RELATED PARTY TRANSACTION

The company has not entered into transaction with any related parties during the year. Hence, the requirement of Form AOC-2 is not applicable and does not form part of the report.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS

The information as required under Section 134 (3)(m) of the Companies Act, 2013, are not so far applicable to the company.

RISK MANAGEMENT

The company has developed and implemented a risk management policy which identifies major risks which may threaten the existence of company. The same has also been adopted by your board and is also subject to its review from time to time.

ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO FINANCIAL STATEMENTS

The company has in place adequate internal financial controls with reference to the financial statements. During the year under review, such controls were tested and no reportable material weakness in the design or operation were observed.

DIRECTORS

Ms. Pooja Kishansingh Yadav (DIN: 07811582) was appointed as an Additional Director, Non-Executive, under Section 161 of Companies Act, 2013 w.e.f. 05/05/2017 to hold office up to the date of the ensuing Annual General Meeting. The Company has received a notice under Section 160(1) of Companies Act, 2013 from a member proposing her appointment as a Director.

Mr. Ravinder Kumar (DIN: 7811839) was appointed as an Additional Director, Non-Executive, under Section 161 of Companies Act, 2013 w.e.f. 27/05/2017 respectively to hold office up to the date of the ensuing Annual General Meeting. The Company has received a notice under Section 160(1) of Companies Act, 2013 from a member proposing his appointment as a Director.

None of the Directors of the Company is disqualified from being appointed as director of the Company under Section 164 of the Companies Act, 2013.

The company has received declarations from all the Independent Directors of the company confirming that they meets the criteria of independence in terms of Section 149(6) of the Companies Act, 2013.

SECRETARIAL AUDIT REPORT

The Company has appointed Ms. Vijay Luxmi Sarawagi, Practising Company Secretary, as Secretarial Auditor to conduct Secretarial Audit for the financial year 2016-17. The report of the Secretarial Audit Report is annexed herewith.

DEPOSITS

The Company has not accepted any Public Deposit in term of Section 73 of the Companies Act, 2013 for the year ended 31.03.2017.

SUBSIDIARY, JOINT VENTURE OR ASSOCIATE COMPANY

The company has one subsidiary, namely, Yes Professional Solutions Pvt Ltd and associates, namely, Dwarka Electro Investments Pvt. Ltd, Fastmove Vanijya Pvt Ltd, JPM Automobiles Ltd, Panchmukhi Management Services Pvt Ltd, and Sadabahar Investment Consultants Pvt Ltd. The company has no joint venture company. Details are provided in Form AOC-1 and forms part of the report. A report on the performance and financial position of associate companies is provided in the annexure to the consolidated financial statement and hence not repeated here for the sake of brevity.

CONSOLIDATED FINANCIAL STATEMENTS

In compliance with the provisions of the Act and accordance with the Accounting Standard - 21 on 'Consolidated Financial Statement and Accounting Standard - 23 on 'Accounting for Investments in Associates' the consolidated financial statements forms part of the Annual Report & Accounts.

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS, COURTS AND TRIBUNALS

No significant and material order has been passed by the regulators, courts, tribunals impacting the going concern status and company's operations in future.

AUDITORS AND THEIR REPORT

Comments of the Auditors in their report and the notes forming part of the Accounts are self explanatory and need no comments.

M/s N Agarwala & Associates, Chartered Accountants, Statutory auditors of the Company, were appointed Auditors of the Company for a term of 5 years commencing from the conclusion of the Annual General Meeting (AGM) held on 30th September, 2014 till the conclusion of the AGM of the Company to be held in 2019 subject to the ratification of appointment by the members at every AGM. Accordingly, the notice convening the ensuing AGM includes a resolution seeking such ratification by the members of the said re-appointment of the Auditors. The company has received consent letter and eligibility certificate confirming that ratification of their appointment, if made, at the ensuing AGM, would be within the limits specified under Section 139(1) and 141 of the Companies Act, 2013 and the rules framed there under.

CORPORATE GOVERNANCE

Your Company is in full compliance with the Corporate Governance requirements in terms of SEBI (Listing and Disclosure Requirements) Regulations, 2015. A report on Corporate Governance and a certificate from the auditors confirming compliance with the Corporate Governance requirements are attached.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(5) of the Companies Act, 2013, the Board of Directors confirm that :-

- that in the preparation of the Annual accounts, the applicable Accounting standards have been followed with no material departures.
- that the directors have selected such Accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year ended 31st March, 2017 and of the profit of the Company for that year.
- that the directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities.
- that the directors had prepared the annual accounts on a going concern basis.
- the directors have laid down Internal Financial Controls to be followed by the Company and that such Internal Financial Controls are adequate and are operating effectively.
- the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

ACKNOWLEDGEMENT

The Board of Directors would like to register its appreciation and gratitude to all the valued clients, associates, staff, shareholders, banker etc, for their valuable services and support.

Place : Kolkata
Date:

30 MAY 2017

For and on Behalf of Board



DIN: 07811839

Director



DIN: 07811582

Form No. MGT-9**Extract Of Annual Return As On The Financial Year Ended On 31st March, 2017**

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

I. REGISTRATION AND OTHER DETAILS:

i)	CIN	:	L51109WB1993PLC060873
ii)	Registration Date	:	01/12/1993
iii)	Name of the Company	:	CONSORTIUM VYAPAAR LTD
iv)	Category / Sub-Category of the Company	:	Company Limited By Shares Indian Non- Government Company
V)	Address of the Registered Office and contact details	:	C/O Business Communication Centre, 21, Parsee Church Street, Opp. 18, Ezra Street, Kolkata-700001
vi)	Whether listed company	:	No
vii)	Name, Address and contact details of Registrar & Transfer Agents (RTA), if any	:	NA

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1.	Financial and Related Services	9971	100

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.	Yes Professional Solution Private Limited	U74999WB2008PTC126456	Subsidiary	99.47	2(87)
2.	Dwarika Electroinvest Private Limited	U74899DL1994PTC063916	Associate	38.69	2(6)
3.	Fastmove Vanijya Private Limited	U52190WB2010PTC149531	Associate	25	2(6)
4.	Panchmukhi Management Services Private Limited	U74140WB2005PTC105996	Associate	40.09	2(6)
5.	Sadabahr Investment Consultants Private Limited	U51101WB2010PTC150029	Associate	50	2(6)
6.	J P M Automobiles Limited	U74899DL1995PLC068910	Associate	27.9	2(6)

CONSORTIUM VYAPAAR LTD.
VI. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)
i) Category-wise Share Holding

Category of Shareholders		No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A.	PROMOTERS									
(1)	Indian									
	a) Individual / HUF	0	20	20	0.001	0	20	20	0.001	0.000
	b) Centran Government									
	c) State Government									
	d) Bodies Corporate									
	e) Banks / Financial Institutions									
	f) Any Other									
	Sub-total (A)(1)	0	20	20	0.001	0	20	20	0.001	0.000
(2)	Foreign									
	a) NRIs - Individuals									
	b) Other - Individuals									
	c) Bodies Corporate									
	d) Banks / Financial Institutions									
	e) Any Other									
	Sub-total (A)(2)	0	0	0	0.000	0	0	0	0.000	0.000
	Total Shareholding of Promoter (A) = (A)(1)+(A)(2)	0	20	20	0.001	0	20	20	0.001	0.000
B.	PUBLIC SHAREHOLDING									
(1)	Institutions									
	a) Mutual Funds									
	b) Banks / Financial Institutions									
	c) Central Governments									
	d) State Governments									
	e) Venture Capital Funds									
	f) Insurance Companies									
	g) Foreign Institutional Investors (FII)									
	h) Foreign Venture Capital Funds									
	i) Others (Specify)									
	Sub-total (B)(1)	0	0	0	0.000	0	0	0	0.000	0.000
(2)	Non-Institutions									
	a) Bodies Corporate									
	i) Indian	1573500	51000	1624500	54.135	1573500	51000	1624500	54.135	0.000
	ii) Overseas									
	b) Individuals									
	i) Individual shareholders holding nominal share capital upto Rs 1 lakh	6100	56100	62200	2.073	6100	56100	62200	2.073	0.000
	ii) Individual shareholders holding nominal share capital in excess of Rs 1 l	962100	352000	1314100	43.791	962100	352000	1314100	43.791	0.000
	c) Others Specify									
	1. NRI									
	2. Overseas Corporate Bodies									
	3. Foreign Nationals									
	4. Clearing Members									
	5. Trusts									
	6. Foreign Bodies - D.R.									
	Sub-total (B)(2)	2541700	459100	3000800	99.999	2541700	459100	3000800	99.999	0.000
	Total Public Shareholding (B) = (B)(1)+(B)(2)	2541700	459100	3000800	99.999	2541700	459100	3000800	99.999	0.000
C.	Shares held by Custodian for GDRs & ADRs									
	GRAND TOTAL (A+B+C)	2541700	459120	3000820	100.000	2541700	459120	3000820	100.000	0.000

CONSORTIUM VYAPAAR LTD.
B. Shareholding of Promoters

Sl No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% of change in shareholding during the year
		No. of Shares	% of total shares of the company	% of Shares Pledged/encumbered to total shares	No. of Shares	% of total shares of the company	% of Shares Pledged/encumbered to total shares	
1	RAVINDRA KHANDLWAL	10	0.000	0.000	10	0.000	0.000	0.000
2	SUNITA KUMAR	10	0.000	0.000	10	0.000	0.000	0.000
	TOTAL	20	0.001	0.000	20	0.001	0.000	0.000

CONSORTIUM VYAPAAR LTD.

C. Change in Promoter's Shareholding

Sl No.	Name	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	RAVINDRA KHANDELWAL				
	a) At the Beginning of the Year	10	0.000		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			10	0.000
2	SUNITA KUMAR				
	a) At the Beginning of the Year	10	0.000		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			10	0.000
	TOTAL	20	0.001	20	0.001

CONSORTIUM VYAPAAR LTD.
D. Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holder of GDRs and ADRs) :

Sl. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	ANAND AGARWAL				
	a) At the Beginning of the Year	145000	4.832		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			145000	4.832
2	ELECTRICALS & ELECTRONICS (INDIA) LIMITE				
	a) At the Beginning of the Year	146000	4.865		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			146000	4.865
3	KUMARI PASWAN				
	a) At the Beginning of the Year	254200	8.471		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			254200	8.471
4	RAMEN CHATTERJEE				
	a) At the Beginning of the Year	145000	4.832		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			145000	4.832
5	SILVERSON TRACOM PRIVATE LIMITED				
	a) At the Beginning of the Year	143500	4.782		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			143500	4.782
6	SITALSAT TRADERS PVT LTD				
	a) At the Beginning of the Year	148000	4.932		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			148000	4.932
7	SRP ESTATE PVT LTD				
	a) At the Beginning of the Year	144000	4.799		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			144000	4.799
8	STUPENDORS TRADERS PRIVATE LIMITED				
	a) At the Beginning of the Year	140000	4.665		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			140000	4.665
9	VINAY HOLDINGS PVT LTD				
	a) At the Beginning of the Year	145500	4.849		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			145500	4.849
10	WELQUIN SUPPLIERS PRIVATE LIMITED				
	a) At the Beginning of the Year	252600	8.418		
	b) Changes during the year	[NO CHANGES DURING THE YEAR]			
	c) At the End of the Year			252600	8.418
	T O T A L	1663800	55.445	1663800	55.445

CONSORTIUM VYAPAAR LTD.

Shareholding of Directors and Key Managerial Personnel

Sl. No.	Name	Shareholding at the		Cumulative Shareholding	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company

V. INDEBTEDNESS

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year	NIL		NIL	
i) Principal Amount	-	9,64,420	-	9,64,420
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	9,64,420	-	9,64,420
Change in Indebtedness during the financial year				
• Addition	-	-	-	-
• Reduction	-	9,64,420	-	9,64,420
Net Change	-	-	-	-
Indebtedness at the end of the financial year				
i) Principal Amount	-	-	-	-
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	-	-	-
Total (i+ii+iii)	-	-	-	-

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sl. No.	Particulars of Remuneration	Name of the MD/WTD/ Manager	Total
		NIL	NA
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) of Income-Tax Act, 1961	-	-
	(c) Profits in lieu of salary under section 17(3) of Income-Tax Act, 1961	-	-
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission	-	-
	-as % of profit	-	-
	-others, specify...	-	-
5	Others, please specify	-	-
	Total (A)	-	-
	Ceiling as per the Act	-	-

A. REMUNERATION TO OTHER DIRECTORS

1. Independent Directors

Sl. No.	Particulars of Directors	Name of Directors		Total
		NIL	NIL	NA
1.	Fees for attending Board/ Committee Meetings	-	-	-
2.	Commission	-	-	-
3.	Others, please specify	-	-	-
	Total (B)(1)	-	-	-

2. Other Non-Executive Directors

Sl. No.	Particulars of Directors	Name of Directors		Total
1.	Fees for attending Board/ Committee Meetings	-	-	-

2.	Commission	-	-	-
3.	Others, please specify	-	-	-
	Total (B)(1)	-	-	-

B. REMUNERATION OF KEY MANAGERIAL PERSONNEL OTHER THAN MD/ MANAGER/ WTD

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			Total
		CEO	CS	CFO	
1.	Gross Salary	NA	NA	NA	NA
	(a) Salary as per provisions contained in Section 17(1) of the Income-Tax Act, 1961	-	-	-	-
	(b) Value of Perquisites under Section 17(2) of the Income-Tax Act, 1961	-	-	-	-
	(c) Profits in lieu of salary under Section 17(3) of the Income-Tax Act, 1961	-	-	-	-
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission	-	-	-	-
	-as % of profit	-	-	-	-
	-others, specify	-	-	-	-
5.	Others, please specify	-	-	-	-
	Total	-	-	-	-

VII. PENALTIES/ PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act, 2013	Brief Description	Details of Penalty/ Punishment/ Compounding fees imposed	Authority [RD/ NCLT/ Court]	Appeal made, if any (give details)
A. COMPANY					
Penalty	NIL	NA	NA	NA	NA
Punishment	NIL	NA	NA	NA	NA
Compounding	NIL	NA	NA	NA	NA
B. DIRECTOR					
Penalty	NIL	NA	NA	NA	NA
Punishment	NIL	NA	NA	NA	NA
Compounding	NIL	NA	NA	NA	NA
C. OTHER OFFICERS IN DEFAULT					
Penalty	NIL	NA	NA	NA	NA
Punishment	NIL	NA	NA	NA	NA
Compounding	NIL	NA	NA	NA	NA

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

(Information in respect of each subsidiary to be presented with amounts in Rs.)

Sl. No.	Particulars	Details
1.	Sl. No.	1
2.	Name of the subsidiary	Yes Professional Solutions Pvt Ltd
3.	The date since when subsidiary was acquired	
4.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	31/03/2017
5.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	INR
6.	Share capital	1,90,450
7.	Reserves & surplus	88,17,570
8.	Total assets	90,54,020
9.	Total Liabilities	46,000
10.	Investments	90,06,330
11.	Turnover	0
12.	Profit before taxation	(30,200)
13.	Provision for taxation	-
14.	Profit after taxation	(30,200)
15.	Proposed Dividend	0
16.	Extent of shareholding (In percentage)	99.47

Notes: The following information shall be furnished at the end of the statement:

- Names of subsidiaries which are yet to commence operations
- Names of subsidiaries which have been liquidated or sold during the year.

Part "B": Associates and Joint Ventures

Statement pursuant to Section 129 (3) of the Companies Act, 2013 related to Associate Companies and Joint Ventures

Name of associates/Joint Ventures	Dwarika Electro Investments Pvt. Ltd.	Fastmove Vanijya Pvt Ltd	J. P. M. Automobiles Ltd	Panchmukhi Management Services Pvt Ltd	Sadabahr Investment Consultants Pvt Ltd
1. Latest audited Balance Sheet Date	31/03/2017	31/03/2017	31/03/2017	31/03/2017	31/03/2017
2. Date on which the	-	-	-	-	-

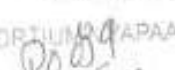
Associate or Joint Venture was associated or Acquired					
3. Shares of Associate/Joint Ventures held by the company on the year end					
No.	150000	5000	102500	810000	5000
Amount of Investment in Associates/Joint Venture	1500000	50000	10250000	8100000	50000
Extend of Holding (In percentage)	38.69%	25	27.90	40.09	50
4. Description of how there is significant influence	Associate	Associate	Associate	Associate	Associate
5. Reason why the associate/joint venture is not consolidated	Consolidated	Consolidated	Consolidated	Consolidated	Consolidated
6. Net worth attributable to shareholding as per latest audited Balance Sheet	3759278	778	92338119	81766164	8355
7. Profit/Loss for the year					
i. Considered in Consolidation	-	-	-	-	-
ii. Not Considered in Consolidation	121411	47888	4620889	27703	(23375)

1. Names of associates or joint ventures which are yet to commence operations.

2. Names of associates or joint ventures which have been liquidated or sold during the year.

Note: This Form is to be certified in the same manner in which the Balance Sheet is to be certified.

CONSORTIUM VYAPAAR LTD
For and on behalf of the board of directors


Director/Authorised Signatory
CONSORTIUM VYAPAAR LTD.

Director/Authorised Signatory

DIN: 07811592

VIJAY LUXMI SARAWAGI

Company Secretary
B-2408, Oberoi Splendor,
Mumbai – 700060
Email id: highcourt007@gmail.com

FORM NO. MR-3

SECRETARIAL AUDIT REPORT

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

For The Financial Year Ended 31st March, 2017

To,
The Members
M/s. Consortium Vyapaar Ltd.
C/O Business Communication Centre,
21, Parsee Church Street, opp. 18, Ezra Street,
Kolkata - 700001

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Consortium Vyapaar Ltd.** (hereinafter called 'the Company'). Secretarial Audit was conducted in a manner that provided a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's 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, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2017, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minute books, forms and returns filed and other records maintained by Consortium Vyapaar Ltd. for the financial year ended on 31st March, 2017, according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Reserve Bank Of India Act, 1934 and the rules made thereunder;

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

- i) Secretarial Standards Issued by the Institute of Company Secretaries of India
- ii) The Listing Agreement entered into by the Company with Stock Exchange

I further report that, there were no events/actions in pursuance of :



VIJAY LUXMI SARAWAGI

Company Secretary
B-2408, Oberoi Splendor,
Mumbai – 700060

Email id: highcourt007@gmail.com

- a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992
- c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009
- d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999
- e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities), Regulations, 2008
- f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009
- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998

During the period under review, the Company has complied with the provisions of the Acts, Rules, Regulations, Guidelines, Standards, etc. mentioned above except to the extent as mentioned below:

1. *The Company has not appointed Women Director on the Board of Directors of the Company, as required under Section 149 of the Companies Act, 2013;*
2. *The Company has not appointed Internal Auditor as required under Section 138 of the Companies Act, 2013;*
3. *The Company has not appointed Company Secretary;*
4. *The company does not have Key Managerial Personnel as required under Section 203 of the Companies Act, 2013.*

I further report that:

The Board of Directors of the Company is constituted with Non Executive Directors and Independent Directors. However the Company has not appointed Women Director. 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 Companies Act, 2013.

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.

Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

I 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.

I have also examined the compliance with the applicable clauses of the following:-



VIJAY LUXMI SARAWAGI

Company Secretary

B-2408, Oberoi Splendor,

Mumbai – 700060

Email id: highcourt007@gmail.com

- (i) The company has maintained a proper composition of Audit Committee, Nomination & Remuneration Committee, and Shareholders Relationship Committee.
- (ii) The Company has adopted a proper Code of Conduct applicable to its Directors and Senior Management.
- (iii) The Company has constituted a vigil mechanism/ whistle blower policy to deal with any instance of fraud and mismanagement.



Vijay Luxmi Sarawagi

VIJAY LUXMI SARAWAGI

Company Secretary

Membership No: A35116 CP No. 13052

Date : 30th May, 2017

CONSORTIUM VYAPAAR LTD

CIN: L51109WB1993PLC060873
C/o Business Communication Centre
21 Parsee Church Street, Kolkata- 700 001
Email: corp.consortium@gmail.com

REPORT ON CORPORATE GOVERNANCE

COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE:

The Company believes that a corporate governance practice is necessary for achieving all round business excellence. The company realizes that rights of its stakeholders to information on the performance of the company. Sound corporate governance process is based on transparency, accountability and high level of integrity in the functioning of the Company and is essential for the long-term enhancement of the shareholders value and interest.

BOARD OF DIRECTORS

a. Composition of the Board:

As on 31st March, 2017, the Board of Directors consists of all Non-Executive directors and the composition is as under:

Name	Dt. of Appointment	Category	Attendance Particulars		Attendance of Last AGM	Committee Positions in other Companies(*)	
			Board Meetings held	Board Meetings attended		Chairmanship	Membership
Dhananjay Shah DIN: 05314870	07/01/2013	Non-Executive	8	8	Yes	None	Three
Keshab Goswami DIN: 07016949	30/09/2015	Non-Executive & Independent	8	8	Yes	None	One
Amit Shah DIN: 05314618	29/09/2012	Non-Executive	8	8	Yes	None	Two

(*) Membership in only Audit Committee and Stakeholders Relationship Committee in Public Limited company (whether Listed or not) have been considered for number of committees.

b. Meetings of the board

During the period under review, 8 Board meetings were held on 11/05/2016, 30/05/2016, 12/08/2016, 24/08/2016, 14/11/2016, 28/12/2016, 16/02/2017 and 30/03/2017.

The dates of the Board meetings are decided in advance and communicated to all the Directors in proper manner for the convenience of the Directors.

c. Board Evaluation

Pursuant to the provisions of the Act and Rules made thereunder and as provided under Schedule IV of the Act and Listing Regulation from 1st December, 2015, the Board has carried out the evaluation of its own performance. The Board has evaluated the composition of the Board, experience, performance of specific duties and obligations, governance issues, etc. Performance of individual Directors was carried out in terms of attendance, contribution at the meetings, circulation of sufficient documents to Directors, timely availability of the agenda etc.

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d. Induction and Training of Board Members

On appointment of an Independent Director, the concerned director is issued a Letter of Appointment setting out in details, the terms of appointment, duties, responsibilities and expected time commitment.

AUDIT COMMITTEE

All members of the Committee possess requisite accounting and financial knowledge.

Terms of Reference

The Audit Committee has been mandated with the terms of reference as specified in the Clause 49 of the Listing Agreement as applicable till 30th November 2015 and Listing Regulation from 1st December, 2015. The terms of reference also conform to the requirement of Section 177 of the Act and broadly are as follows:

- Oversight of the company's financial reporting processes and the disclosure of the financial information.
- Recommendation for appointment, remuneration and terms of appointment of auditors of the company.
- Reviewing the annual financial statements and auditor's report before submission to the board for approval.
- Reviewing the auditor's independence and performance, and effective of audit process.
- Reviewing the Inter- corporate loans and investments.
- Evaluation of internal financial controls and risk management system.
- Qualification of draft Audit Report and significant adjustment arising out of Audit.
- Compliance of Accounting Standard.
- Ongoing Concern assumptions.
- Material transaction with promoters or management, their subordinate or relatives.
- Discuss with Statutory Auditors after /before the Audit for the Areas of Concern.
- The adequacy of Internal Audit.
- Recommendations for the Auditors Control.
- Review of Audit Fees & other Professional Fees payable to the Auditors.
- Recommendations of Auditors Appointment /removal.
- Review the Company Financial and Risk Management Policy.
- To look into reason for substantial defaults in the payment to the depositors, debenture holders, shareholders and creditors.

In order to effectively discharge their responsibility, the committee Members has been empowered:

- To investigate any activity referred.
- To seek information from any employee.
- To obtain outside legal/professional advice.
- To secure attendance of Outsiders.
- To invite Auditors as when required.

Composition

The Audit Committee constituted by the Board of Directors consists of one independent director namely Mr. Keshab Goswami.

During the year the Audit Committee met on 11/05/2016, 12/08/2016, 14/11/2016 and 16/02/2017.

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Name	Position	Category	Attendance (2016-17)
Mr. Dhananjay Shah	Member	Non-Executive	4
Mr. Amit Shah	Member	Non-Executive	4
Mr. Keshab Goswami	Chairman	Non-Executive & Independent	4

NOMINATION & REMUNERATION COMMITTEE

In compliance with the provisions of the Companies Act, 2013 and Listing Regulation from 1st December, 2015, the Board of Directors at their meeting held on 30.05.2016 has constituted Nomination and Remuneration Committee.

The Committee acts in accordance with the prescribed provisions of Section 178 of the Companies Act, 2013 and Listing Regulation from 1st December, 2015 with Stock Exchange. The terms of reference of the Nomination & Remuneration Committee as approved by the Board of Directors of the company are as follows:

- To identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down;
- To recommend to the Board for their appointment and removal;
- To formulate criteria for determining qualifications, attributes and independence of director and recommend to the Board policy relating to the remuneration for the directors and Key Managerial Personnel and other employees;
- To formulate criteria for evaluation of Independent Directors and the Board and to carry out evaluation of director's performance.
- To devise policy on Board diversity.

During the year 4(four) meetings of the Committee were held on 30/05/2016, 24/08/2016, 14/11/2016, 30/03/2017

Name	Position	Category	Attendance (2016-17)
Mr. Dhananjay Shah	Member	Non-Executive	4
Mr. Amit Shah	Member	Non-Executive	4
Mr. Keshab Goswami	Chairman	Independent & Non-Executive	4

SHAREHOLDERS RELATIONSHIP COMMITTEE

The terms of reference of Shareholders Relationship Committee as approved by the Board of Directors are as follows;

- To consider and resolve the grievances of security holders of the Company;
- To approve or authorize transfer/ transmission/ refusal of transfer/ transmission/ consolidated/sub-division/dematerialization or rematerialisation of equity shares of the company;
- To approve issuance of duplicate share certificate(s), issue of fresh certificate(s) on consolidation/sub-division of sharecertificate(s) and also issuance of share certificate(s) on rematerialisation of equity shares of the company;
- To redress stakeholders grievances pertaining to non-receipt of balance sheet, non-receipt of declared dividends/ interest/ deposits, etc.

was constituted to look into the redressal of investor's complaints like non-receipts of Annual Report, Notices etc. and matter related to share transfer, issue of duplicate share certificates, dematerialization of shares etc. The Committee consisted of two members, namely Mr. Dhananjay Shah and Mr. Keshab Goswami.

No complaint has been received during the Financial Year.

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Code of Conduct

The Company has adopted a Code of Conduct applicable to its Directors and Senior Management. All of them have affirmed compliance of the Code during the year under review. The Code has been circulated to all the members of the Board and Senior Management and compliance thereof is affirmed by them annually.

Vigil Mechanism/ Whistle Blower Policy

The Company has vigil mechanism/ whistle blower policy to deal with any instance of fraud and mismanagement. The employees of the Company are free to report violations of any laws, rules, regulations and concerns about unethical conduct to the Audit Committee under this policy. The policy ensures that strict confidentiality is maintained whilst dealing with concerns and also that no discrimination with any person for a genuinely raised concern.

GENERAL BODY MEETING

The last three Annual General Meetings were held as under:

Financial Year	Date	Venue	Time
2013-2014	30.09.2014	Registered Office	12.00 PM
2014-2015	30.09.2015	Registered Office	11.00AM
2015-2016	30.09.2016	Registered Office	10.00A.M

No Special Resolution was passed during the year under Report.

None of the Resolution proposed at the Annual General Meeting held was required to be passed by postal ballot.

DISCLOSURES

(a) None of transaction with any of the related party was in conflict with the interest of the Company.

(b) During the last three years, there were no strictures or penalties imposed against the company either by SEBI or the stock exchanges or any statutory authority for non-compliance of any matter related to the capital markets.

(c) The company has complied with all mandatory requirements of Listing Regulation from 1st December, 2015 with Stock Exchange as on 31/03/2017.

MEANS OF COMMUNICATION

The Quarterly and Half Yearly results are published in one English daily newspaper and in one Vernacular language, as prescribed by Listing Regulation from 1st December, 2015. The results are not sent individually to the shareholders.

There were no presentations made to the institutional investors or analysts during the year.

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

GENERAL SHAREHOLDERS INFORMATION

Annual General Meeting details:-

CONSORTIUM VYAPAAR LTD

CIN: L51109WB1993PLC060873
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21 Parsee Church Street, Kolkata- 700 001
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Date	:	Friday, 22 nd Day of September, 2017
Time	:	5:00 P.M.
Venue	:	21, Parsee Church Street, 1 st Floor, Kolkata – 700 001
Financial Calendar	:	1 st April, 2016 - 31 st March, 2017
First Quarter Results	:	Last week of July, 2016
Second Quarter Results	:	Last week of October, 2016
Third Quarter Results	:	Last week of January, 2017
Fourth Quarter Results	:	Last week of May, 2017
Date of Book Closure	:	16 th September, 2017 to 22 nd September, 2017 (both days inclusive)
Dividend Payment Date	:	N.A.

Market Price Data

During the year there were no transactions in the shares of the company at Calcutta Stock Exchange.

Share Transfer System:

Company's shares are compulsorily traded in demat mode. Transfer of Shares are processed by Share Transfer Agents and approved by Share Transfer Committee, which meets at frequent intervals.

The last quoted price of the shares of the company is Rs. 2.00/-

Shareholding Pattern (As on 31st March 2017)

Category	No. of Shares	%age
Promoters	20	0.001
Financial Institutions	NIL	NIL
Nationalized Banks	NIL	NIL
Non Resident Indians	NIL	NIL
Mutual funds and FIs	NIL	NIL
Domestic Companies	1624500	54.135
Indian Public	1376300	46.848
Others	NIL	NIL
Trust	NIL	NIL
Clearing Members		
	3000820	100

Distribution of Shareholdings:

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SRL	No. of Shares		No. of Shareholders	% to Total	Total Shares	% to Total
1.	UPTO	500	324	84.1558	33920	1.1304
2.	501	1000	24	6.2016	22600	0.7531
3.	1001	5000	2	0.5195	6200	0.2066
7	5001	10000	3	0.7752	21000	0.6998
8	10001	50000	11	2.8571	2,18,800	7.2913
9	50001	100,000	8	2.0779	654,000	21.7940
10	100,001	And Above	13	3.3766	20,44,300	68.1247
		TOTAL	387	100	3000820	100

Dematerialisation of shares:

As on 31st March 2017, 25, 41,700 equity shares were held in dematerialized form and 4,59,120 equity shares of the company were held in physical form.

Outstanding GDR/ADR/Warrants or any convertible instruments, conversion date and impact on equity:

The Company has not issued any GDR/ADR/Warrants.

Plant Location: Not Applicable
Listing : The Company's shares are listed at Calcutta Stock Exchange.

Dematerialisation of Shares and liquidity

The shares of the company have been dematerialized in the ISIN number allotted INE898D01013 (with both the depositories namely NSDL & CDSL). The investors have an option to dematerialize the equity shares with either of the depositories.

Correspondence Address:

Consortium Vyapaar Ltd.
21, Parsee Church Street, 1st floor
Kolkata - 700 001

Registrar and Transfer Agent

Niche Technologies Pvt. Ltd.
D-511, Bagree Market, 5th Floor,
71 B.R.B. Basu Road, Kolkata-700001

Place: Kolkata

Date: 30/05/2017

Keshab Goswami

DIN: 07014949

N. AGARWALA & ASSOCIATES
CHARTERED ACCOUNTANTS

29A, Weston Street
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Auditors' Certificate on Corporate Governance

To the Members,

CONSORTIUM VYAPAAR LIMITED

We have examined the compliance of conditions of Corporate Governance by Consortium Vyapaar Limited for the year ended on 31st March, 2017 as stipulated in chapter IV of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

The compliance of conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to a review of the procedures and implementations thereof adopted by the Company for ensuring compliance with the conditions of the Corporate Governance as stipulated in the said Clause. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, and based on the representations made by the Directors and the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above-mentioned Listing Regulations, as applicable.

We further state that such compliance is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **N AGARWALA & ASSOCIATES**
Chartered Accountants
Firm Registration No: 315097E



Place: Kolkata
Date : 30/05/2017


CA. Manoj Kumar Modi
Partner
Membership No. 054041

N. AGARWALA & ASSOCIATES

CHARTERED ACCOUNTANTS

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INDEPENDENT AUDITOR'S REPORT

To the Members of CONSORTIUM VYAPAAR LIMITED

Report on the Financial Statements

We have audited the accompanying financial statements of CONSORTIUM VYAPAAR LIMITED ("the Company"), which comprise the Balance Sheet as at March 31, 2017, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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 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.

Auditor's Responsibility

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

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

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial 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 the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

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



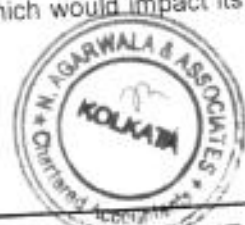
Opinion

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

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

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, and on the basis of such checks of books and records of the Company as we considered appropriate and according to the information and explanations given to us, we give in the Annexure A, a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) the balance sheet, the statement of profit and loss and the cash flow statement dealt with by this Report are in agreement with the books of account;
 - (d) in our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 and the Companies (Accounting Standards) Amendment Rules, 2016;
 - (e) On the basis of the written representations received from the directors as on 31 March 2017, and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2017 from being appointed as a director in terms of Section 164 (2) of the Companies Act, 2013.
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B", and
 - (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company does not have any pending litigations which would impact its financial position.



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- ii. The Company did not have any long-term contracts including derivative contracts for which there were any foreseeable losses.
- iii. There are no such amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.
- iv. The company has provided requisite disclosures in its financial statement as to holdings as well as dealings in specified bank notes during the period from 8th November, 2016 to 30th December, 2016 and these are in accordance with the books of accounts maintained by the Company and as produced to us by Management - Refer note 26 to the financial statements.

For **N AGARWALA & ASSOCIATES**
Chartered Accountants
Firm Registration No: 315097E



Place: Kolkata
Date: 30/05/2017

Manoj Kumar Modi
CA. Manoj Kumar Modi
Partner
Membership No. 054041

ANNEXURE A TO THE AUDITORS' REPORT

The Annexure A referred to in our Independent Auditors' Report to the members of the CONSORTIUM VYAPAAR LIMITED on the financial statements for the year ended March 31, 2017.

1. The company did not have any fixed asset at any time during the year. Hence, clauses of paragraph 3(i)(a) to 3(i)(c) of the Companies (Auditor's Report) Order, 2016 are not applicable.
2. The management has conducted the physical verification of inventory at reasonable intervals during the year. As informed, no material discrepancies were noticed on such physical verification. The company has maintained proper records of its inventories.
3. According to the information and explanation given to us and on the basis of our examination of the books of accounts, the company has not granted any loans, secured or unsecured to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act'). Accordingly paragraph 3(iii) of the Companies (Auditor's Report) Order, 2016 is not applicable.
4. According to the information and explanation given to us and on the basis of our examination of the books of accounts, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 in respect of loan granted, guarantees provided and Investments made.
5. The company has not accepted any deposits from the public within the meaning of Section 73 to 76 or any other relevant provisions of the Act and the rules framed there under.
6. The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the services rendered by the Company.
7. (a) According to the information and explanations given to us and the books and records examined by us, the company is regular in depositing with the appropriate authorities the undisputed statutory dues relating to Provident Fund, Employees State Insurance, Income tax, Sales Tax, Service Tax, Duty of Customs, Duty of Excise, Value Added Tax, Cess and other statutory dues as applicable to it have been regularly deposited during the year by the Company with the appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in respect of Income tax, Service Tax, Cess and other material statutory dues were in arrears as on 31 March 2017 for a period of more than six months from the date they became payable.

(b) According to the information and explanations given to us, there are no dues of income tax, service tax, sales tax, custom duty, excise duty which have not been deposited on account of any dispute, except as under:

Name of the statute	Nature of dues	Amount (Rs.)	Period to which the amount relates	Forum where dispute is pending
Income-tax Act, 1961	Income Tax	59,02,646	AY 2009-10, 2010-11, 2011-12, 2012-13 & 2013-14	Commissioner of Income Tax (Appeals)

8. The Company did not have any outstanding dues to financial institutions, banks or debenture holders during the year.



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9. In our opinion and according to the information and explanation given to us, the Company has not raised money by way of initial public offer or further public offer and has neither applied for any term loan during the year.
10. According to the information and explanations given by the management to us, we report that no fraud on or by the company has been noticed or reported during the course of our audit.
11. According to the information and explanations given to us, and based on our examination of the records of the company, the company has not paid or provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with schedule V to the Act. Accordingly, provisions of clause 3(xi) of the companies (Auditor's Report) Order, 2016 are not applicable.
12. In our opinion and according to the information and explanations given to us, the Company is not a nidhi company. Accordingly, provisions of clause 3(xii) of the Order are not applicable.
13. According to the information and explanations given to us, all transactions with the related parties held in the Company are in compliance with section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the Financial Statements etc., as required by the applicable accounting standards.
14. According to the information and the explanations given to us, the Company has not made any preferential allotment / private placement of shares or fully or partly convertible debentures during the year under audit.
15. According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, provisions of clause 3(xv) of the Order are not applicable.
16. The Company is required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934 and the registration has been obtained.

For **N AGARWALA & ASSOCIATES**
Chartered Accountants
Firm Registration No: 315097E



Place: Kolkata
Date: 30/05/2017


CA. Manoj Kumar Modi
Partner
Membership No. 054041

Annexure - A to the Auditors' Report

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

We have audited the internal financial controls over financial reporting of CONSORTIUM VYAPAAR 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 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, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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



Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorisations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 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 **N AGARWALA & ASSOCIATES**
Chartered Accountants
Firm Registration No: 315097E



Place: Kolkata
Date: 30/05/2017


CA. Manoj Kumar Modi
Partner
Membership No. 054041

CONSORTIUM VYAPAAR LIMITED

Balance sheet as at 31st March, 2017

(Amount in Rs)

Particulars	Note No.	As at 31st March, 2017	As at 31st March, 2016
I. EQUITY AND LIABILITIES			
1 Shareholders' funds	2	3,00,08,200	3,00,08,200
(a) Share capital	3	83,36,457	69,25,407
(b) Reserves and surplus			
2 Current liabilities	4	-	9,64,420
(a) Short term borrowings	5	2,27,07,307	3,00,514
(b) Other current liabilities	6	45,250	14,533
(c) Short-term provisions			
TOTAL		6,10,97,214	3,82,13,074
II. ASSETS			
1 Non-current assets	7	5,30,87,454	3,06,11,954
(a) Non-current investments	8	1,74,426	1,74,426
(b) Deferred tax assets	9	2,82,362	3,43,425
(c) Long term loans & advances			
2 Current assets	10	73,000	73,000
(a) Inventories	11	66,68,722	11,96,971
(b) Cash and cash equivalents	12	8,11,250	58,13,297
(c) Short-term loans and advances			
TOTAL		6,10,97,214	3,82,13,074
Significant Accounting Policies	1		
Notes on Financial Statements	2 to 29		

As per our report of even date

For N Agarwala & Associates
Chartered Accountants
Firm Registration No. 315097E

CA. Manoj Kumar Modi
Partner
Membership No. 054041

Place : Kolkata
Date:



For and on behalf of the board of directors

Director/Authorised Signatory

CONSORTIUM VYAPAAR LTD.

Director/Authorised Signatory

DIN: 07811592

30 MAY 2017

CONSORTIUM VYAPAAR LIMITED

Statement of Profit and Loss For The Year Ended 31st March, 2017

(Amount in Rs)

Particulars	Note No.	For the year ended 31st March, 2017	For the year ended 31st March, 2016
I. Revenues:			
Revenue from operations	13	3,97,680	6,59,219
Other income	14	15,40,429	1,23,750
		19,38,109	7,82,969
II. Total Revenue			
III. Expenses:			
Employee benefit expenses	15	94,500	72,000
Finance cost		-	92,689
Other expenses	16	4,01,842	4,94,503
		4,96,342	6,59,192
IV. Total Expenses			
V. Profit before tax and provisions		14,41,767	1,23,777
Provision against standard assets	18	(13,283)	(4,217)
Provision against sub-standard/doubtful assets	18	44,000	-
		14,11,050	1,27,994
VI. Profit before tax			
VII. Tax expense:			
- Current tax		-	7,275
- Deferred Tax		-	-
- MAT credit entitlement		-	(7,275)
		14,11,050	1,27,994
VIII. Profit for the year			
IX. Earnings per equity share:	17	0.47	0.04
- Basic and Diluted			
Significant Accounting Policies Notes on Financial Statements	1 2 to 29		

As per our report of even date

For N Agarwala & Associates
Chartered Accountants
Firm Registration No. 315097E

CA. Manoj Kumar Modi
Partner
Membership No. 054041

Place : Kolkata
Date:



For and on behalf of the board of directors
CONSORTIUM VYAPAAR LTD.

Director/Authorised Signatory
CONSORTIUM VYAPAAR LTD. DIN: 0781839

Director/Authorised Signatory
DIN: 0781582

30 MAY 2017

CONSORTIUM VYAPAAR LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2017

	2017	2016
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before Tax and Extraordinary Items	14,11,050	1,27,994
Adjustments for:		
Provision for standard/sub-standard & doubtful assets	30,717	(4,217)
Interest received	(4,02,259)	(8,59,219)
Dividend received	(15,33,850)	(1,23,750)
Interest paid	-	92,689
Operating Profit before Working Capital changes	(4,94,342)	(5,66,504)
Adjustments for:		
(Increase)/Decrease in Long Term Loans & Advances	1,00,831.00	-
(Increase)/Decrease in Short Term Loans & Advances	50,02,047	19,05,703
Increase/(Decrease) in Other Current Liabilities	2,24,06,793	(14,55,189)
Cash generated from Operations	2,70,15,329	(1,14,890)
Direct Taxes	(39,788)	(65,922)
Cash Flow before extraordinary items	2,69,75,561	(1,80,912)
Extraordinary items	-	-
Net Cash from operating activities	2,69,75,561	(1,80,912)
B. CASH FLOW FROM INVESTMENT ACTIVITIES		
Additions in Investments	(2,24,75,500)	-
Interest received	4,02,259	6,59,219
Dividend received	15,33,850	1,23,750
Net Cash from investing activities	(2,05,39,391)	7,82,969
C. CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from short term borrowing	(9,64,420)	(1,16,580)
Interest paid	-	(92,689)
Net Cash from Financing activities	(9,64,420)	(2,09,269)
Net increase in Cash and Cash equivalents	54,71,751	3,92,788
Cash and Cash equivalents at the beginning of the year	11,96,971	8,04,183
Cash and Cash equivalents at the close of the year	66,68,722	11,96,971

Notes :

- Components of cash and cash equivalents include cash, bank balances in current and deposit accounts as disclosed in note 11 to the Financial Statements.
- The above cash flow statement has been prepared under the indirect method as set out in accounting standard 3 on "Cash Flow Statement".

As per our attached report of even date

For N Agarwala & Associates
Chartered Accountants
Firm Registration No. 315097E

CA. Manoj Kumar Modi
Partner
Membership No. 054041

Place: Kolkata
Date:



For and on behalf of the board of directors
CONSORTIUM VYAPAAR LTD.

Director/Authorised Signatory **DIN: 67811839**
CONSORTIUM VYAPAAR LTD.

Director/Authorised Signatory
DIN: 07811572

30 MAY 2017

CONSORTIUM VYAPAAR LIMITED

Notes on financial statements for the year ended 31st March, 2017

1. Significant accounting policies

a) Basis of accounting and preparation of financial statements

The financial statements have been prepared to comply in all material aspects with applicable accounting principles in India, the applicable Accounting Standards prescribed under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 and the guidelines issued by the Reserve Bank of India as applicable to a Non Banking Finance Company. The financial statements have been prepared under the historical cost convention on an accrual basis except in case of assets for which provision for impairment is made and revaluation is carried out.

All assets and liabilities have been classified as current or non-current as per Company's operating cycle and other criteria set out in Schedule III to the Companies Act, 2013.

b) Use of estimates

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

c) Inventories

Inventories of shares are valued at lower of cost and Net Realisable Value.

d) Investments

Investments that are readily realisable and intended to be held for not more than a year are classified as current investments. All other investments are classified as long-term. Current investments are carried at lower of cost and fair value determined on an individual investment basis. Long-term investments are carried at cost, but provision for diminution in value is made to recognise a decline other than temporary in the value of such investments.

e) 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.

Interest

Revenue is recognised on a time proportion basis taking into account the amount outstanding and the rate applicable.

f) Earnings per share

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

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



g) Taxation

Tax expense comprises of current and deferred tax.

Current income-tax are measured at the amount expected to be paid to the tax authorities in accordance with the Indian Income Tax Act, 1961.

Deferred tax is recognized on a prudent basis for timing differences, being difference between taxable and accounting income/expenditure that originate in one period and are capable of reversal in one or more subsequent period(s). Deferred tax asset is recognised on carry forward of unabsorbed depreciation and tax losses only if there is virtual certainty that such asset can be realised against future taxable income. Unrecognised deferred tax asset of earlier periods are re-assessed and recognised to the extent that it has become reasonably certain that future taxable income will be available against which such deferred tax assets can be realised.

h) Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at bank and in hand and short-term investments with an original maturity of three months or less.

i) Contingent liabilities

Liabilities which are material and whose future outcome cannot be ascertained with reasonable certainty, are treated as contingent and disclosed by way of notes to the accounts.

j) Borrowing costs

Borrowing costs consist of interest that is incurred in connection with borrowing of funds. All other costs related to borrowings are recognised as expense in the period in which they are incurred.

k) Provisions

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

The Company makes provision for Standard, Restructured and Non performing Assets as per the notification issued for Non-Systematically Important Non Deposit Taking Company (Reserve Bank) Directions, 2016, as amended from time to time by the RBI.



CONSORTIUM VYAPAAR LIMITED

Notes on financial statements for the year ended 31st March, 2017

2 Share Capital

a) Particulars	As at 31st March 2017		As at 31st March 2016	
	Number	Amount (Rs)	Number	Amount (Rs)
<u>Authorised</u> Equity Shares of Rs 10 each	31,00,000	3,10,00,000	31,00,000	3,10,00,000
<u>Issued, subscribed & paid up</u> Equity Shares of Rs 10 each fully paid	30,00,820	3,00,08,200	30,00,820	3,00,08,200
Total	30,00,820	3,00,08,200	30,00,820	3,00,08,200

The Company has only one class of equity shares having a par value of Rs. 10 per share. Each shareholder is eligible for one vote per share and is entitled to dividend and to participate in surplus, if any, in the event of winding up.

b) The reconciliation of the number of shares outstanding is set out below :

Particulars	Equity Shares	
	Number	Amount (Rs)
Shares outstanding at the beginning of the year	30,00,820	3,00,08,200
Shares outstanding at the end of the year	30,00,820	3,00,08,200

c) The details of Shareholders holding more than 5% shares:

Name of shareholder	As at 31st March 2017		As at 31st March 2016	
	No. of Shares held	% of Holding	No. of Shares held	% of Holding
Kumarji Paswan	2,54,200	8.47	2,54,200	8.47
Welquin Suppliers (P) Ltd	2,52,600	8.42	2,52,600	8.42

3 Reserves & Surplus	As at 31st March 2017	As at 31st March 2016
	Amount (Rs)	Amount (Rs)
a) Special reserve u/s. 45-IC(i) of RBI Act		
Opening Balance	7,82,287	7,50,288
Additions during the year	2,82,210	31,999
Closing Balance	10,64,497	7,82,287
b) Surplus as per Statement of Profit & Loss		
Opening balance	61,43,120	60,47,125
Add: Net Profit for the current year	14,11,050	1,27,994
	75,54,169	61,75,118
Less: Transfer to special reserve under section 45-IC(i) of RBI Act	2,82,210	31,999
Closing balance	72,71,959	61,43,120
Total	83,36,457	69,25,407



CONSORTIUM VYAPAAR LIMITED

Notes on financial statements for the year ended 31st March, 2017

4	Short Term Borrowings	As at 31st March 2017	As at 31st March 2016
		Amount (Rs.)	Amount (Rs.)
	Unsecured Loan from other body corporate	-	9,64,420
	Total	-	9,64,420

5	Other Current Liabilities	As at 31st March 2017	As at 31st March 2016
		Amount (Rs.)	Amount (Rs.)
	Statutory dues	15,110	33,519
	Due for expenses	1,89,197	2,66,995
	Other payable	2,25,03,000	-
	Total	2,27,07,307	3,00,514

6	Short Term Provisions	As at 31st March 2017	As at 31st March 2016
		Amount (Rs.)	Amount (Rs.)
	Provision for standard assets	1,250	14,533
	Provision for doubtful assets	44,000	-
	Total	45,250	14,533

7	Non Current Investment	As at 31st March 2017		As at 31st March 2016	
		No. of Shares held	Amount (Rs.)	No. of Shares held	Amount (Rs.)
	Investment in Equity Shares				
	Others				
	(a) Non-trade, Quoted, fully paid up, at cost (FV Rs.10, unless otherwise stated)				
	Jay Ushin Limited	5,26,097	64,81,254	5,26,097	64,81,254
	Electricals & Electronics (India) Ltd	31,250	93,750	31,250	93,750
	(b) Non-trade, Unquoted, fully paid up, at cost (FV Rs.10, unless otherwise stated)				
	<u>i) Subsidiary</u>				
	Yes Professional (P) Ltd	18,945	1,89,450	18,945	1,89,450
	<u>ii) Associates</u>				
	Dwarka Electro Investments Pvt. Ltd	1,50,000	15,00,000	1,50,000	15,00,000
	Fastmove Vanija Pvt Ltd	5,000	50,000	-	-
	J.P.M. Automobiles Ltd (FV Rs. 100/-)	1,02,500	1,02,50,000	12,000	12,00,000
	Panchmukhi Management Services Pvt Ltd	8,10,000	81,00,000	-	-
	Sadabahar Investment Consultants Pvt Ltd	5,000	50,000	-	-



CONSORTIUM VYAPAAR LIMITED

Notes on financial statements for the year ended 31st March, 2017

ii) Others				
Aristro Fincorp Pvt. Ltd	3,22,000	32,20,000	3,22,000	32,20,000
Brilliant Jewels Pvt. Ltd	43,000	7,00,000	43,000	7,00,000
Heaven Suppliers Pvt Ltd	1,93,150	19,31,500	-	-
Jay Iber Medior Ltd	2,50,000	25,00,000	-	-
JNJ Electronics Ltd	40,000	4,00,000	-	-
JNS Instruments Ltd	1,60,000	16,00,000	1,60,000	16,00,000
J.P.M. Tools Ltd (FV Rs. 100/-)	24,620	51,39,500	21,100	47,87,500
Jay Ace Technologies Ltd	70,000	7,00,000	70,000	7,00,000
MEW Tools Pvt. Ltd (FV Rs. 100/-)	16,000	16,00,000	16,000	16,00,000
Nalhati Food Products Pvt.Ltd (FV 100/-)	6,000	6,00,000	6,000	6,00,000
Prudential Tradelink Pvt Ltd	200	2,000	-	-
Shree Vinayak Trading Co. Pvt. Ltd (FV Rs. 100/-)	6,000	6,00,000	6,000	6,00,000
S N Kohli Pvt Ltd (FV Rs. 100/-)	400	40,000	-	-
Investment in Debentures				
Others				
Unquoted, fully paid up, at cost FV Rs. 10000)				
0% Unsecured optionally convertible debentures				
Lizer Cylinders Ltd	734	73,40,000	734	73,40,000
		5,30,87,454		3,06,11,954

Note: Unquoted debentures relates to unsecured, redeemable, optionally convertible debentures issued by Lizer Cylinders Limited. The said debentures are redeemable at a premium of 60% after 31/10/2018 upon maturity either in cash or by way of conversion at the option of the debenture holder at mutually agreed price. In the event of Debentures being presented for redemption prior to their maturity or conversion option is exercised upon maturity, no premium shall be payable on Debentures

Aggregate amount of quoted investments	65,75,004	65,75,004
Aggregate market value of quoted investments	8,68,99,755	3,60,15,495
Aggregate amount of unquoted investments	4,65,12,450	2,40,36,950

8 Disclosure under AS 22 for Deferred tax (liabilities) / assets

In accordance with AS-22 on 'Accounting for taxed on Income' by the Institute of Chartered Accountants of India, net deferred tax, has been accounted for, as detailed below :

Deferred tax (liabilities) /assets	As at 31st March 2017	As at 31st March 2016
	Amount (Rs)	Amount (Rs)
Deferred tax assets		
On account of unabsorbed business loss	1,74,426	1,74,426
Total	1,74,426	1,74,426

9

Long term Loans & Advances	As at 31st March 2017	As at 31st March 2016
	Amount (Rs)	Amount (Rs)
(Unsecured, considered good)		
Advance payment of taxes (net of provisions)	2,75,087	3,36,150
MAT credit entitlement	7,275	7,275
Total	2,82,362	3,43,425



CONSORTIUM VYAPAAR LIMITED

Notes on financial statements for the year ended 31st March, 2017

10 Inventories

Name of the Body Corporate	As at 31st March 2017		As at 31st March 2016	
	Nos.	Amount	Nos.	Amount
Equity Instruments				
Quoted, fully paid up (FV Rs 10, unless otherwise stated)				
At lower of cost or net realizable value				
ITC Limited (Rs. 1)	1,500	73,000	1,500	73,000
ITC Limited (Rs. 1) (Bonus Shares)	3,000	-	1,500	-
Total		73,000		73,000

11 Cash and Cash Equivalents

Particulars	As at 31st March 2017	As at 31st March 2016
	Amount (Rs)	Amount (Rs)
Balances with bank in current account	59,64,317	4,49,488
Cheque on hand	1,00,000	-
Cash on hand	6,04,405	7,47,483
Total	66,68,722	11,96,971

12 Short-term Loans and Advances

Particulars	As at 31st March 2017	As at 31st March 2016
	Amount (Rs)	Amount (Rs)
(Unsecured, considered good)		
Loans to other body corporate	-	55,93,297
Advance to other body corporate	7,20,000	2,20,000
Staff advance	91,250	-
Total	8,11,250	58,13,297

13 Income from Operations

Particulars	For the year ended 31st March 2017	For the year ended 31st March 2016
	Amount (Rs)	Amount (Rs)
Interest on loan	3,97,680	6,59,219
Total	3,97,680	6,59,219

14 Other Income

Particulars	For the year ended 31st March 2017	For the year ended 31st March 2016
	Amount (Rs)	Amount (Rs)
Dividend income from other long term investments	15,33,850	1,23,750
Interest on Income-tax refund	4,579	-
Sundry balances written off	2,000	-
Total	15,40,429	1,23,750



CONSORTIUM VYAPAAR LIMITED

Notes on financial statements for the year ended 31st March, 2017

15 Employee Benefit Expenses

Particulars	For the year ended 31st March 2017	For the year ended 31st March 2016
	Amount (Rs)	Amount (Rs)
Salaries & bonus	94,500	72,000
Total	94,500	72,000

16 Other Expenses

Particulars	For the year ended 31st March 2017	For the year ended 31st March 2016
	Amount (Rs)	Amount (Rs)
Auditor's remuneration for Statutory Audit	28,750	28,750
Bank Charges	49	200
Filing fees	29,400	27,680
Depository charges	32,779	26,398
Registrar charges	13,785	22,717
Office expenses	5,690	15,262
Accounting charges	30,000	30,000
Listing fees	11,500	28,090
Professional Fees	2,12,767	2,95,603
Postage, Printing & Stationery	5,270	-
Demat charges	2,009	1,132
Conveyance	9,360	12,193
General Expenses	10,052	6,478
Advertisement Expenses	9,457	-
Interest on TDS	974	-
Total	4,01,842	4,94,503

17 Earning per share (EPS)

Particulars		For the year ended 31st March 2017	For the year ended 31st March 2016
Profit after tax	Rs.	14,11,050	1,27,994
Weighted average number of equity shares outstanding during the year	Nos.	30,00,820	30,00,820
Nominal value of equity per share	Rs.	10	10
Basic/diluted earning per share (EPS)	Rs.	0.47	0.04



CONSORTIUM VYAPAAR LIMITED

Notes on financial statements for the year ended 31st March, 2017

18 Provisioning / Write-off of assets

Provision for non-performing assets (NPAs) is made in the financial statements according to the Prudential Norms prescribed by RBI for NBFCs. Additional provision of 0.25% on Standard assets has also been made during the year, as per a new stipulation of RBI on Standard Assets.

Details of provision towards loans and advances is as stated below:

Particulars	As on 31.03.2016	Charged to Profit & Loss Account during the year	As on 31.03.2017
Provision on Standard Assets as per RBI	14,533	(13,283)	1,250
Provision on Doubtful Assets as per RBI	-	44,000	44,000

19

Contingent Liability	For the year ended 31st March 2017	For the year ended 31st March 2016
Income Tax demand in respect of A.Y 2009-10, 2010-11, 2011-12, 2012-13 & 2013-14 against which appeal filed against with Commissioner of Income tax (Appeals).	59,02,646	59,02,646

20 Disclosures of related party transactions

a) List of related parties with whom the Company has transacted during the year

i) Subsidiary

a) Yes Professional Solutions (P) Ltd

ii) Associates

a) Dwarka Electro Investments Pvt. Ltd.

b) Fastmove Varliya Pvt Ltd

d) J.P.M. Automobiles Ltd

e) Panchmukhi Management Services Pvt Ltd

g) Sadabahar Investment Consultants Pvt Ltd

iii) Key Management Personnel:

Mr. Amit Shah

Mr. Dhananjay Shah

b) The above information regarding related parties have been determined to the extent such parties have been identified on the basis of information available with the Company.

c) There were no transactions with related Parties during the year.

21 Micro, small and medium enterprises

As per information available with the Company there are no amounts payable or paid during the period which are required to be disclosed as per Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006.

22 Gratuity and post-employment benefits plans

As the number of employee is less than 10, and as such no employee benefits are payable under any statute or otherwise and as such the disclosure requirements under AS - 15 (revised) are not applicable.

23 Segment reporting

Since the company has been in operation only in the area of Loans, Investments and dealing in shares, there are no reportable segments, neither primary nor geographical, as per the requirements of Accounting Standards (AS - 17) on Segment Reporting issued by the Institute of Chartered Accountants of India.



- 24 In the opinion of the Board of Directors, the Current assets and Loans and advances are approximately of the value stated in the accounts if realised in ordinary course of business, unless otherwise stated. According to the management of the Company, the provision for known liabilities is adequate and not in excess/short of the amount considered reasonable/necessary.
- 25 Balances of some of the loans and advances incorporated in the books as per balances appearing in the relevant subsidiary records, are subject to confirmation from the respective parties and consequential adjustments arising from reconciliation, if any. The management, however, is of the view that there will be no material discrepancies in this regard.
- 26 Disclosure relating to specified bank notes (SBNs) held and transacted during the period from 8th November, 2016 to 30th December, 2016 as required in notification no. GSR 308(E) [F.No. 17/62/2015-CL-V-VOL.1)], dated 30th March, 2017:

Particulars	Specified Bank Notes (SBNs)	Other denomination notes	Total
	Amount	Amount	Amount
Closing cash-in-hand as on 08-11-2016	-	5,30,405	5,30,405
Add: Permitted Receipts	-	-	-
Less: Permitted Payments	-	18,500	18,500
Less: Amount deposited in banks	-	-	-
Closing cash-in-hand as on 30-12-2016	-	5,11,905	5,11,905

27 Figures have been rounded off to nearest rupee.

28 The figures wherever appearing in brackets, pertain to previous year.

29 Previous year's figures have been regrouped, rearranged and reclassified wherever necessary to make them comparable with the current year figures.

As per our report of even date

For N Agarwala & Associates
Chartered Accountants
Firm Registration No. 315097E

Manoj Kumar Modi

CA. Manoj Kumar Modi
Partner
Membership No. 054041
Place : Kolkata
Date:



For and on behalf of the board of directors
CONSORTIUM VYAPAAR LTD.

[Signature]

DIN: 07811839

Director/Authorised Signatory

CONSORTIUM VYAPAAR LTD.

[Signature]
Director/Authorised Signatory

DIN: 67811582

30 MAY 2017