

# BRISK SERVICES LIMITED

Regd. Office: SF-28, Devika Tower, 6, Nehru Place, New Delhi – 110019, Website: briskservices.co.in  
Phone: 011 – 4367 5505, Email id: brisk1983@gmail.com,

CIN: L74140DL1983PLC016646

**Date: 15.10.2016**

To,  
Head-Listing & Compliance,  
**Metropolitan Stock Exchange of India Ltd.**  
Vibgyor Towers, 4<sup>th</sup> Floor, Plot No. C 62  
G- Block, Opp. Trident Hotel,  
Bandra Kurla Complex,  
Bandra (E), Mumbai- 400098

**Sub: Submission of Annual Report of 33<sup>rd</sup> Annual General Meeting pursuant to Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/Ma'am,


Please find attached herewith the Annual Report for the financial year 2015-16 as required under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 duly approved and adopted by the members as per the provisions of the Companies Act, 2013.

This is for your information and records.

Thanking You

Yours Sincerely,

**For Brisk Services Limited**

  
**Sipendra Kumar**  
Director

DIN: 06909279

R/o: 81A, Mansa Mohalla, Josola Village,  
Delhi-110025



**Place: New Delhi**

# **33<sup>RD</sup> ANNUAL REPORT**

**BRISK SERVICES LIMITED**  
**(CIN: L74140DL1983PLC016646)**

**2015-16**

**BOARD OF DIRECTORS**

Ms. Samita Gupta	Director
Mr. Sipendra Kumar	Additional Director *Appointed on 15.03.2016
Mr. Baktawar Singh Rajwar	Additional Director *Appointed on 15.03.2016
Ms. Hema Arya	Additional Director *Appointed on 18.05.2016
Mr. Ankit Aggarwal	Director *Resigned on 18.05.2016
Mr. Deepak Aggarwal	Director *Resigned on 15.03.2016

**KEY MANAGERIAL PERSONNEL**

Mr. Raj Tiwari	Chief Financial Officer
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**REGISTERED OFFICE**

SF-28, Devika Tower, 6, Nehru Place, New Delhi-110019

**REGISTRAR AND TRANSFER AGENT****RCMC Share Registry Private Limited**

B-25/1, First Floor, Okhla Industrial Area, Phase-II-110020

Ph: 011-26387320, Fax: 011-26387322

E-mail: alok.sharma@rcmcdelhi.com

**BANKERS**

The Federal Bank Limited,  
G.I-6, Satkar Building, 79-80  
Nehru Place, New Delhi, 110 019

**STATUTORY AUDITORS**

M/s A K G & CO.  
Chartered Accountants,  
(Firm Registration No. 004924N)  
E-10A, Kailash Colony, Greater Kailash,  
New Delhi-110048

**SECRETARIAL AUDITOR**

Ms. Preeti Jain  
Practicing Company Secretary,  
Membership: A41759, C.O.P.: 17079

**NOTICE**

Notice is hereby given that the 33<sup>rd</sup> Annual General Meeting of the shareholders of **BRISK SERVICES LIMITED** will be held on Tuesday, the 27<sup>th</sup> day of September, 2016 at 12:30 P.M. at the registered office of the company situated at SF-28, Devika Tower 6, Nehru Place, Delhi-110019 to transact the following business:-

**ORDINARY BUSINESS**

1. To receive, consider and adopt the audited financial statements of the Company for the financial year ended on 31<sup>st</sup> March, 2016 together with the reports of the Auditor and Directors thereon.
2. To appoint a Director in place of **Ms. Samita Gupta (DIN: 00132853)**, who shall retire at the ensuing Annual General Meeting and being eligible, offers herself for re-appointment.
3. To consider and if thought fit to pass the following resolution as an ordinary resolution:

**"RESOLVED THAT** pursuant to the provisions of Sections 139(2), 142(1) and other applicable provisions, if any, of the Companies Act, 2013 and the rules made there under, wherever applicable as mentioned from time to time, pursuant to the recommendations of the Audit Committee, the Company hereby ratifies the appointment of **M/s AKG & Co., Chartered Accountants**, (Firm registration no. 004924N), as the Statutory Auditors of the Company, for the financial year 2016-17 at such remuneration as may be determined by the Board of Directors of the Company."

**SPECIAL BUSINESS**

4. **To consider the Appointment of Mr. Sipendra Kumar (DIN: 06909279) as Whole Time Director of the Company, and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and in terms of the Memorandum and Articles of Association of the Company, consent of the Company be and is hereby accorded to appoint **Mr. Sipendra kumar (DIN: 06909279)** as a Whole Time Director of the Company for a period of Five years with effect from 27<sup>th</sup> September, 2016 to 26<sup>th</sup> September, 2021, with the liberty given to the Board of Directors to alter and vary the terms and conditions of the said appointment and/or remuneration in such manner as may be agreed to by and between the Company and Mr. Sipendra Kumar, provided however, such alterations are within the maximum limits laid down in the Companies Act, 2013 for the time being in force."

5. **To consider the Appointment of Mr. Baktawar Singh Rajwar (DIN: 00476912) as an Independent Director of the Company, and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Section 149, 152 and other applicable provisions of the Companies Act, 2013 and the rules made there under read with Schedule IV to the said Act, consent of the Company be and is hereby accorded to appoint **Mr. Baktawar Singh Rajwar (DIN: 00476912)** as an Independent Director of the Company for a period of Five years starting from 27<sup>th</sup> September, 2016 to 26<sup>th</sup> September, 2021 and that he shall ***not be liable to retire by rotation.***"

6. **To consider the Appointment of Ms. Hema Arya (DIN: 07517238) as an Independent Director of the Company, and if thought fit, to pass with or without modification(s), the following resolution as Ordinary Resolution:**

**"RESOLVED THAT** pursuant to the provisions of Section 149, 152 and other applicable provisions of the Companies Act, 2013 and the rules made there under read with Schedule IV to the said Act, consent of the Company be and is hereby accorded to appoint **Ms. Hema Arya (DIN: 07517238)** as an Independent Director of the Company for a period of Five years starting from 27<sup>th</sup> September, 2016 to 26<sup>th</sup> September, 2021 and that she shall not be liable to retire by rotation."

**For and On Behalf of Board of Directors,  
Brisk Services Limited**

**Samita Gupta  
Chairperson  
DIN: 00132853**

**Date: 01.09.2016  
Place: New Delhi**

**Notes:**

1. The relevant Explanatory Statement and reasons in respect of proposed Special Resolution pursuant to Section 102 of the Companies Act, 2013 is annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING.**

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company and carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

3. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified true copy of the Board resolution authorizing their representative to attend and vote on their behalf at the Meeting.
4. To prevent fraudulent transactions members holding shares in physical form are requested to notify any change in their address including Pin Code, Bank Mandate, Income Tax Permanent Account Number etc. to the Company's Registrar & Share Transfer Agent **RCMC Share registry (P) Limited**, B-25/1, First Floor, Okhla Industrial Area, Phase-II, New Delhi-110020.

Also, Members holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate all risks associated with physical shares and for ease in portfolio management by contacting the Company or its Registrar & Transfer Agent.

5. Members who hold shares in physical Form in multiple folios in identical name or joint holding in the same order of names are requested to send the share certificates to Registrar and Transfer Agent for consolidating into single folio. The share certificates will be returned to the Members after making requisite changes thereon.
6. Members holding shares in single name and in physical form are advised to make nomination in respect of their shareholding in the Company. Request may be made to the Company or its Registrar and Transfer Agent for the Nomination Form.
7. Shareholders seeking any information with regard to Accounts are requested to write to the Company at least one week in advance so as to enable the management to keep the information ready.
8. Members attending the Annual General Meeting are requested to bring with them the following:
  - (a) DP & Client ID Numbers or Folio Numbers
  - (b) Attendance Slip and
  - (c) Copy of the Annual Report and Notice, as no copies thereof would be distributed at the Meeting.
9. The register of members and share transfer books of the company will remain closed from **21.09.2016 to 27.09.2016** (both days inclusive).
10. Relevant documents referred to in the accompanying Notice and the Statements are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of the meeting.
11. Brief details of the Directors seeking re-appointment /appointment at the ensuing Annual General Meeting forms part of this notice.
12. The shares of the Company were listed on Delhi Stock Exchange Limited.
13. **The instructions to shareholders, casting their votes electronically are as under:-**
  - 1) The voting period begins on 24.09.2016 at 9.00 A.M. and ends on 26.09.2016 at 5.00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of September 23, 2016, may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- 2) Shareholders who have already voted prior to the meeting date through E Voting mechanism would not be entitled to vote at the meeting venue.
- 3) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com)
- 4) Click on Shareholders.
- 5) Now Enter your User I.D
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- 6) Next enter the Image Verification as displayed and Click on Login.
- 7) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any other company, then your existing password is to be used.
- 8) If you are a first time user, then follow the steps as given below:

	For Members holding shares in Demat Form or Physical Form
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> <li>• Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and then the 8 digits of the sequence number in the PAN field. Sequence number is printed on separate annexure.</li> <li>• In case, the sequence number is for less than 8 digits then, enter applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Rahul Kumar with sequence number 1 then enter RA00000001 in the PAN field</li> </ul>
Dividend and Bank Details Or Date of Birth	<p>Enter the Dividend Bank Details or Date of Birth in (dd/mm/yyyy) format as recorded in your demat account or in the company records in order to login.</p> <p>If both the details are not recorded with the depository or company, then please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction No. 5 above</p>

- 9) After entering these details appropriately, click on "SUBMIT" tab.
- 10) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is also to be used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that the company opts for e-voting through CDSL platform only. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- 11) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- 12) Click on the EVSN for the relevant "**Brisk Services Limited**" on which you choose to vote. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- 13) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details. After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- 14) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

- 15) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- 16) **Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30th June 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.**
- 17) If Demat account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
  - a. Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to [https:// www.evotingindia.co.in](https://www.evotingindia.co.in) and register themselves as Corporate.
  - b. They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - c. After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
  - d. The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - e. They should upload a scanned copy of the Board Resolution and Power of Attorney (P.O.A.) which they have issued in favor of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.
    - I. In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQS") and e-voting manual available at [www.evotingindia.co.in](http://www.evotingindia.co.in) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
    - II. The voting rights of the shareholders shall be in proportion to their shares of paid up equity share capital of the Company.
    - III. Ms. Preeti Jain, Practicing Company Secretary (ACS: 41759/CP: 17079), Noida has been appointed as the Scrutinizer for e-voting and Physical Ballot Process at the AGM in a fair and transparent manner.
    - IV. The Scrutinizer shall, within a period not exceeding three working days from the conclusion of the Annual General Meeting, unblock the votes in the presence of at least two witnesses not in the employment of the Company and make a Scrutinizer's Report of the votes cast in favor or against, if any, forthwith to the Chairperson of the Company.
    - V. The results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.briskservices.co.in](http://www.briskservices.co.in) and on the website of CDSL within three days from the conclusion of the 33rd Annual General Meeting of the Company dated 27th September, 2016 and shall be communicated to the Stock Exchanges where the shares of the Company are listed.

**For and On Behalf of Board of Directors,  
Brisk Services Limited**

Date: 01.09.2016  
Place: New Delhi

**Samita Gupta  
Director  
DIN: 00132853**

**PROFILE OF THE DIRECTOR MENTIONED IN ITEM NO 2**

Information pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 regarding the Director seeking appointment/reappointment in the ensuing AGM

Ms. Samita Gupta, Director of the Company, who shall retire by rotation and, being eligible, offers for re-appointment.

A brief resume of the said Director is given below:

Name	Ms. Samita Gupta
Director Identification Number (DIN)	00132853
Date of Birth	12 <sup>th</sup> January, 1959
Qualification	Graduate in Political Science
Expertise in specific area	Professional Interior Decorator & Designer
Date of Appointment on board of the company	30 <sup>th</sup> September, 2006
List of Directorship held in other companies	<ol style="list-style-type: none"> <li>1. Vinayak Vanijya Limited</li> <li>2. Distinctive Properties And Leasing Limited</li> <li>3. Devika Universal Lands Private Limited</li> <li>4. Devika Promoters And Builders Private Limited</li> <li>5. Devika Gold Homz Private Limited</li> <li>6. Devika Universal Lands &amp; Building Private Limited</li> <li>7. Pragati Impex India Private Limited</li> <li>8. Shomit Finance Limited</li> </ol>



**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 READ WITH COMPANIES (MANAGEMENT AND ADMINISTRATION) RULES, 2014**

**Item No. 4**

**Appointment of Mr. Sipendra kumar (DIN: 06909279) as Whole Time Director**

Mr. Sipendra Kumar (DIN: 06909279) is proposed to be appointed as whole Time Director of the company. The duties of the Whole time Director shall be discharged subject to the superintendence, control and direction of the Board and he shall perform on behalf of the company in the ordinary course of business including all such acts, deeds, and things, which in the ordinary course of business, he may consider necessary or proper or are in the interest of the company.

In view of his extensive experience, knowledge and dedicated efforts made for the Company, Board is considering his involvement, a necessity for Company's future growth.

Therefore, after consideration of all facts and circumstances, the Board recommends appointment of **Mr. Sipendra Kumar** as Whole Time Director by members of the Company.

Except Mr. Sipendra Kumar, none of the Director(s) is/are interested in the said resolution.

**Terms & Conditions**

- 1) **Designation:** Whole Time Director
- 2) **Term:** 5 years starting with effect from 27.09.2016
- 3) **Salary:** No salary was paid to him as on date. However the Board of Directors has pay paid nil remuneration pursuant to the provisions of section 196, 197, 203 and Schedule V of the Companies Act, 2013 and the Rules made there under and the Articles of Association of the Company.

A brief resume of the proposed Director is given below:

Name	<b>Mr. Sipendra Kumar</b>
Director Identification Number (DIN)	06909279
Date of Birth	18 <sup>th</sup> February, 1986
Qualification	Under-graduate
Expertise in specific area	He has good experience in the field of Accounts and Audit.
Date of Appointment on the board of the company	15 <sup>th</sup> March, 2016
List of Directorship held in other companies	1. Saraswati Builders Private Limited 2. Vishwa Properties Private Limited

**Item No. 5**

**Appointment of Mr. Baktawar Singh Rajwar (DIN: 00476912) as an Independent Director**

The Board of Directors had appointed **Mr. Baktawar Singh Rajwar (DIN: 00476912)** as an Additional Director of the company under section 161 read with section 149 of the Companies Act, 2013 to hold office up to the upcoming Annual General Meeting of the Company. The Company has received a notice in writing from Mr. Baktawar Singh Rajwar pursuant to the provisions of Section 160 of the Companies Act, 2013, signifying intention to propose himself as candidate for the office of Independent Director. In the opinion of Board, Mr. Baktawar Singh Rajwar fulfils the conditions as specified under Companies Act, 2013, the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for his appointment as an Independent Director of the Company. Also, he is Independent of the management and hence the Board recommends him to be appointed for five consecutive years under section 149 of the Companies Act, 2013.

In terms of Section 149 (10), (11), (13) and Section 152 (6), (7) of the Companies Act, 2013 read with schedule IV of the said Act, an Independent Director shall hold office for not more than two consecutive terms of five years and the tenure of an independent Director on the date of commencement of this Act shall not be counted as a term under above mentioned sub sections. Furthermore, the provisions relating to retirement by rotation shall not applicable to the proposed Independent Director.

So to comply with the relevant provisions of Companies Act, 2013, all Independent Directors need to be re-appointed on non rotational basis up to a period of five year at a time.

In the opinion of the Board, the proposed Independent Director fulfills the condition for its appointment as an Independent Director as specified in the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Board also opinioned, that the proposed Director possesses appropriate skill, experience and Knowledge as required for occupying the position of an Independent Director.

The Board has also received declaration from the proposed Independent Director that he meets the Criteria of Independence as prescribed under Section 149(6) read with Schedule IV of the Companies Act, 2013.

The Board of Directors considered that in view of the background and immense experience of Mr. Baktawar Singh Rajwar, it would be in the interest of the Company to appoint him as a Director. The Board therefore, recommends the resolution for your approval. A brief profile of the proposed Director, has been attached herewith.

Except Mr. Baktawar Singh Rajwar, none of the Director(s), Key Managerial Personnel and their relatives is/are interested or concerned in the mentioned resolution.

A brief resume of the proposed Director is given below:

Name	<b>Mr. Baktawar Singh Rajwar</b>
Director Identification Number (DIN)	00476912
Date of Birth	2 <sup>nd</sup> August, 1965
Qualification	Graduate
Expertise in specific area	He has an experience of around 30 years in the area of Accounts & Audit
Date of Appointment on the board of the company	15 <sup>th</sup> March, 2016
List of Directorship held in other companies	1. Shinewell Leasing Ltd 2. Pragati Services Private Limited 3. Surya Services Private Limited

#### Item No. 6

##### Regularisation of Ms. Hema Arya (DIN: 07517238) as Director

The Board of Directors had appointed **Ms. Hema Arya (DIN: 07517238)** as an Additional Director of the company under section 161 read with section 149 of the Companies Act, 2013 to hold office up to the upcoming Annual General Meeting of the Company. The Company has received a notice in writing from Ms. Hema Arya pursuant to the provisions of Section 160 of the Companies Act, 2013, signifying her intention to propose herself as candidate for the office of Independent Director. In the opinioned of Board, Ms. Hema Arya fulfils the conditions as specified under Companies Act, 2013, the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for her appointment as an Independent Director of the Company. Also, she is Independent of the management and hence the Board recommends her to be appointed for five consecutive years under section 149 of the Companies Act, 2013.

In terms of Section 149 (10), (11), (13) and Section 152 (6), (7) of the Companies Act, 2013 read with schedule IV of the said Act, an Independent Director shall hold office for not more than two consecutive terms of five years and the tenure of an independent Director on the date of commencement of this Act shall not be counted as a term under above mentioned sub sections. Furthermore, the provisions relating to retirement by rotation shall not applicable to the proposed Independent Director.

So to comply with the relevant provisions of Companies Act, 2013, all Independent Directors need to be re-appointed on non rotational basis up to a period of five year at a time.

In the opinion of the Board, the proposed Independent Director fulfills the condition for its appointment as an Independent Director as specified in the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Board also opinioned, that the proposed Director possesses appropriate skill, experience and Knowledge as required for occupying the position of an Independent Director.

The Board has also received declaration from the proposed Independent Director that she meets the Criteria of Independence as prescribed under Section 149(6) read with Schedule IV of the Companies Act, 2013.

The Board of Directors considered that in view of the background and immense experience of Ms. Hema Arya, it would be in the interest of the Company to appoint her as a Director. The Board therefore, recommends the resolution for your approval. A brief profile of the proposed Director, has been attached herewith.

Except Ms. Hema Arya, none of the Director(s), Key Managerial Personnel and their relatives is/are interested or concerned in the mentioned resolution.

A brief resume of the proposed Director is given below:

Name	Mr. Hema Arya
Director Identification Number (DIN)	07517238
Date of Birth	16 <sup>th</sup> July, 1985
Qualification	Undergraduate
Expertise in specific area	She has a good exposure in Administration, Finance & Accounts.
Date of Appointment on the board of the company	18 <sup>th</sup> May, 2016
List of Directorship held in other companies	Shinewell Leasing Limited

**For and On Behalf of Board of Directors,  
Brisk Services Limited**

**Date: 01.09.2016  
Place: New Delhi**

**Samita Gupta  
Director  
DIN: 00132853**

**DIRECTOR'S REPORT**

To,  
The Members,  
**Brisk Services Limited,**

Your Directors have pleasure in presenting 33<sup>rd</sup> Annual Report together with the Audited Accounts of the Company for the Year ended March 31, 2016.

**FINANCIAL SUMMARY**

Particulars	31.03.2016	31.03.2015
Net Sales /Income Business Operations	4,16,000	3,16,000
Other Income	38,055	1,69,316
Total Income	<b>4,54,055</b>	<b>4,85,316</b>
Less: Expenses except Depreciation	4,22,762	9,75,789
Profit/(Loss) before Depreciation and Interest	<b>31,293</b>	<b>(4,90,473)</b>
Less: Depreciation	8,234	15,323
Less: Interest	-	-
Profit/(Loss) after depreciation and Interest	<b>23,059</b>	<b>(5,05,796)</b>
Less : Tax Expense	4,395	-
Add : Deferred Tax Asset	11,88,753	-
Net Profit/(Loss) after Tax	<b>12,07,417</b>	<b>(5,05,796)</b>
Earnings per share (Basic)	0.03	(0.68)
Earnings per Share(Diluted)	0.03	(0.68)

**RESERVE**

Board proposes entire amount of **Rs. 12,07,417 /-** to transfer to the General Reserve and no amount is kept to be retained in surplus.

**DIVIDEND**

With a view of augmenting the financial resources for generating stable growth the Board of Directors of the company has decided to carry forward entire profit and hence they did not propose any dividend for the financial year on equity shares.

**MANAGEMENT DISCUSSION & ANALYSIS REPORT**

Management Discussion and Analysis Report for the year under review, as stipulated under Regulation 34 (2) (e) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, is presented in a separate section forming part of this Annual Report and give details of overall industry structure, developments, performance and state of affairs of company's business.

**DIRECTORS**

During the year under review following changes have occurred in the composition of Board of Directors:

S. No.	Name	Designation	Appointment/ Resignation	With effect from
1	Mr. Deepak Aggarwal	Director	Resigned	15.03.2016
2	Mr. Ankit Aggarwal	Director	Resigned	18.05.2016
3	Mr. Sipendra Kumar	Additional Director	Appointed	15.03.2016
4	Mr. Baktawar Singh Rajwar	Additional Director	Appointed	15.03.2016
5	Ms. Hema Arya	Additional Director	Appointed	18.05.2016

The Board places sincere thanks to Mr. Deepak Aggarwal (DIN: 00127819) & Mr. Ankit Aggarwal (DIN: 00385982) for their contribution during the tenure of their service.

Mr. Sipendra Kumar (DIN: 06909279), Mr. Baktawar Singh Rajwar (DIN: 00476912) & Ms. Hema Arya (DIN: 07517238) have been appointed in the organization to achieve the new heights for the Company as Additional Directors by the Board and whose office shall vacate at the upcoming Annual General Meeting and who, being eligible, seeks regularization in the Company.

In addition, Ms. Samita Gupta (DIN: 00132853), being the Non executive Director in the Company shall retire at the upcoming Annual General Meeting and being eligible, offers herself for re-appointment.

#### **CHIEF FINANCIAL OFFICER**

As per the provisions of Section 203 of the Companies Act, 2013 read with relevant rules, the Company is required to appoint a suitable person as Chief Financial Officer of the Company. Company has appointed **Mr. Raj Tiwari** on the post of Chief Financial Officer (CFO) with effect from 29<sup>th</sup> March, 2016.

#### **INTERNAL AUDITOR**

As per the provisions of Section 138 of the Companies Act, 2013 read with relevant rules, the Company is required to appoint a suitable person as Internal Auditor of the Company who shall keep a check and control on financial affairs of the Company internally as a good corporate practice. Therefore, the resolution has been passed by the Board to appoint **Mr. Vinod Kumar Goel** to act as internal Auditor w.e.f. 29<sup>th</sup> March, 2016.

#### **EXTRACT OF ANNUAL RETURN**

The details forming part of extract of the Annual Return in Form MGT-9 is annexed herewith as "**Annexure I**" in accordance with Section 92(3) of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014.

#### **STATE OF COMPANY'S AFFAIRS**

Company lays emphasis on being customer-centric and further strives on a well organized management team of skilled and trained professionals to deliver quality services to its customers

#### **NUMBER OF MEETINGS OF THE BOARD**

During the year 2015-16, 9 (Nine) Board Meetings and 4(Four) Audit Committee Meetings were convened and held. The intervening gap between the Meetings was within the limit as prescribed under the Companies Act, 2013.

#### **STATEMENT ON DECLARATION GIVEN BY INDEPENDENT DIRECTORS UNDER SECTION 149 (6) OF COMPANIES ACT, 2013**

Both the Independent Directors have given declaration that they meet the criteria of independence as laid down under section 149(6) of the Companies Act, 2013.

#### **BOARD EVALUATION**

Pursuant to the provisions of the Companies Act, 2013, the Board has carried out an evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit Committee and Nomination & Remuneration Committee.

#### **COMPANY'S POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION**

Functions and Terms of Reference of the Nomination and Remuneration Committee of the Company are as per the Companies Act, 2013. Further, Company's Remuneration policy is market led and takes into account the competitive circumstance of the business so as to attract and retain quality talent and leverage performance significantly.

#### **STATUTORY AUDITOR & SECRETARIAL AUDITOR WITH THEIR QUALIFICATION, RESERVATION OR ADVERSE REMARKS ALONG WITH THE EXPLANATION OR COMMENTS BY THE DIRECTORS**

##### **A. STATUTORY AUDITOR**

M/s A K G & CO., Chartered Accountants, were appointed as Statutory Auditors of the Company till the conclusion of AGM. The Appointment of Statutory Auditors shall be placed for ratification at every Annual General Meeting. Their continuance of appointment and payment of remuneration are to be confirmed and approved in the ensuing Annual General Meeting. The Company has received a certificate from the above Auditors to the effect that if they are reappointed, it would be in accordance with the provisions of Section 141

of the Companies Act, 2013.

Remarks / emphasis matters as reported by Statutory Auditor are listed below:

- i) ***We draw attention to Clause 9(a) of Note No. 22 to the financial statements in respect of deviation from Accounting Standard 15 on Retirement Benefits by the company and that in absence of a report from an actuary we are not in a position to quantify the financial effect of the same on these financial statements.***

**Directors' Comment:** Provision for Gratuity Liability is created for an employee on completion of five years of continued service. No employee is in more than five years of employment. Further, it may be stated that, the provision for Gratuity, if made, will not have any material effect on financial position of the Company.

## **B. SECRETARIAL AUDITOR**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed **Ms. Preeti Jain** (C.P No.: 17079, ACS: 41759), Practicing Company Secretary to undertake the secretarial audit of the Company. The Secretarial Audit Report is annexed herewith as '**Annexure 5**'

**Qualification(s) and Directors' comments on the report of Practicing Company Secretary:**

***The Company has not appointed a Whole Time Company Secretary & Whole Time Director pursuant to Section 203 of the Companies Act, 2013.***

**Directors' Comment:** As Companies Act, 2013 has been implemented in the financial year 2014-15, demand for Company Secretaries has gone up substantially. There are more companies than available Company Secretaries in the current scenario. Company is making efforts to appoint Company Secretary for the Company and hope to finalize the candidate for the requisite posts at the earliest.

Also, the Company Proposes to appoint Mr. Sipender Kumar, who was appointed as Additional Director as Whole Time Director for a period of five years starting from September 27, 2016 to September 26, 2021, subject to approval of shareholders in Annual General Meeting.

## **AUDIT COMMITTEE**

SEBI vide its notification dated September 02, 2015 has amended the existing Listing Agreement and brought in force the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with effect from December 01, 2015. So, in order to align with the provisions of Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Audit Committee of the Company is re-constituted on March 15, 2016 with the Objective to monitor & supervise management of company's finance, to ensure effective internal financial controls and risk management systems with high level of transparency and accuracy. The Committee met four times during the year, the details of which are given in the Corporate Governance Report that forms part of this Report:

<b>S. No.</b>	<b>Name of the Member</b>	<b>Category</b>	<b>No. of Meetings held</b>	<b>No. of Meetings Attended</b>
1	Samita Gupta	Chairperson (Till 14.03.2016) Member( from 15.03.16)	4	4
2	Deepak Aggarwal (Till 15.03.2016)	Member	4	4
3	Ankit Aggarwal (Till 18.05.2016)	Member	4	4
4	Baktawar Singh Rajwar (Appointed on 15.03.2016)	Chairperson	4	0
5	Sipendra Kumar (Appointed on 15.03.2016)	Member	4	0

## **NOMINATION & REMUNERATION COMMITTEE**

SEBI vide its notification dated September 02, 2015 has amended the existing Listing Agreement and brought in force SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with effect from December 01, 2015. So, in order to align with the provisions of Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements)

Regulations, 2015, the Board of Directors of your Company in its meeting held on March 15, 2016 have re-constituted Nomination & Remuneration Committee with the requisite terms of reference as required under section 178 of the Companies Act, 2013 and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

S. No.	Name of the Member	Category	No. of Meetings held	No. of Meetings Attended
1	Samita Gupta	Chairperson (Till 14.03.2016) Member( from 15.03.16)	4	4
2	Deepak Aggarwal (Till 15.03.2016)	Member	4	4
3	Ankit Aggarwal (Till 18.05.2016)	Member	4	4
4	Baktawar Singh Rajwar (Appointed on 15.03.2016)	Chairperson	4	0
5	Sipendra Kumar (Appointed on 15.03.2016)	Member	4	0

#### **DISCLOSURE ABOUT COST AUDIT**

Provision given under section 148 of the Companies Act, 2013 and rule 14 of company (audit and auditor) rules, 2014 in respect of requirement of cost audit is not applicable to our company.

#### **PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186 OF THE COMPANIES ACT, 2013**

Particulars of loans given, investments made, guarantees given and securities provided along with the purpose for which the loan or guarantee or security is proposed to be utilized by the recipient are provided in the standalone financial statements. **(Please refer to Note 6 & 7 to the Balance Sheet for the financial year 2015-2016)**

#### **PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES UNDER SECTION 188 OF THE COMPANIES ACT, 2013**

Particulars of contract or arrangements made with related parties as defined under Section 188 of the Companies Act, 2013 during the year under review are given in Annexure 3 of this report in Prescribed Form AOC-2.

#### **DEPOSITS**

During the year under review, Your Company has not accepted any deposits in terms of section 73 of the Companies Act, 2013 read with the Companies (Acceptance of Deposit) Rules, 2014, and also no amount was outstanding on account of principal or interest thereon, as on the date of the Balance Sheet.

#### **CHANGE IN THE NATURE OF THE BUSINESS, IF ANY**

There is no change in the nature of business of the company.

#### **MATERIAL CHANGES AND COMMITMENTS, IF ANY**

During the year, your Company has obtained the demat connectivity from both the Depositories i.e. Central Depository Services (India) Limited & National Securities Depository Limited.

Also, the Board of Directors of the Company at its Board Meeting have decided to List securities of the company at Metropolitan Stock Exchange of India Limited (MSEI) and has filed an application for direct listing with Metropolitan Stock exchange of India Limited (MSEI).

#### **DETAIL OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE**

No such significant and material order has been passed by any regulator(s) or court(s) or tribunal(s) impacting the going concern status and company's operations in future.

#### **CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNINGS AND OUT-GO**

In the absence of any manufacturing activities during the year under review, no steps were required to be taken for conservation of energy and technology absorption.

Further, there were no foreign exchange earnings and outgo during the year under review.

### **BUSINESS RISK MANAGEMENT**

Pursuant to section 134 (3) (n) of the Companies Act, 2013, the Company regularly maintains a proper check in normal course of its business regarding Risk Management. At present the Company has not identified any element of risk which may threaten the existence of the company.

### **CORPORATE SOCIAL RESPONSIBILITY INITIATIVES**

As per Section 135 of Companies Act, 2013, the Company does not fulfill the criteria of net worth or turnover for Corporate Social Responsibility (CSR), hence the same is not applicable to the Company.

### **SHARES**

During the year under review, Company has not come up with Sweat Equity Issue, Bonus Issue, Employee Stock Option Plan. Also, the Company has not bought back its shares during the year.

### **DETAILS OF SUBSIDIARY/JOINT VENTURES/ASSOCIATE COMPANIES**

The Company does not have any subsidiary Company/ Joint Venture or Associate Company during the year under review. The details of which are annexed as **Annexure-2**.

### **VIGIL MECHANISM / WHISTLE BLOWER POLICY**

The Company has a well established whistle blower policy as a part of vigil mechanism for Directors and employees to report concerns about unethical behavior, actual or suspected fraud or violation of the Company's Code of Conduct or ethics policy. This mechanism also provides for adequate safeguards against victimization of Director(s)/employee(s), who avail of the mechanism and also provides for direct access to the Chairperson of the Audit Committee.

### **CORPORATE GOVERNANCE REPORT**

As per Regulation 27 read with regulation 34 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, a separate section on corporate governance practices followed by the Company, together with a certificate from the Company's Auditor confirming compliance forms an integral part of this Report.

### **INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY**

The Company has an Internal Control System, commensurate with the size, scale and complexity of its operations. The scope and authority of the Internal Audit function is defined in the Internal Audit Manual. To maintain its objectivity and independence, the Internal Audit function reports to the Chairperson of the Audit Committee of the Board. The management monitors and evaluates the efficacy and adequacy of internal control system in the Company, its compliance with operating systems, accounting procedures and policies. Based on the report of internal audit function, process owners undertake corrective action in their respective areas and thereby strengthen the controls.

### **HUMAN RESOURCES**

The relationship with employees continues to be cordial. The company always considers its human resources as its most valuable asset. Imparting adequate and specialized training to its employees is ongoing exercise in the company.

### **CODE OF CONDUCT**

The Board of Directors have approved a Code of Conduct which is applicable to Members of the Board and all employees in the course of day to day business operations of the company. The Company believes in "Zero Tolerance" against bribery, corruption and unethical dealings / behaviors of any form and the Board has laid down the directives to counter such acts.

The Code lays down the standard procedure of business conduct which is expected to be followed by the Directors and the designated employees in their business dealings and in particular on matters relating to integrity in the work place, in business practices and in dealing with stakeholders. All the Board Members and the Senior Management personnel have confirmed compliance with the Code.

### **PARTICULARS OF EMPLOYEES**

The information required pursuant to Section 197 read with Rule, 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of employees of the Company is as follows:



No sitting fee has been paid to any of the director during the year under review.

The particulars of the employees who are covered by the provisions contained in Rule 5(2) and rule 5(3) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are:

- a) Employed throughout the year Nil
- b) Employed for part of the year Nil

### **ANTI SEXUAL HARASSMENT POLICY**

The Company has in place an Anti Sexual Harassment Policy in line with the requirements of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act 2013. An Internal Committee has been set up to redress the complaints received regarding sexual harassment at workplace.

All employees including trainees are covered under this policy.

The following is the summary of sexual harassment complaints received and disposed off during the current financial year:

Number of Complaints received: Nil  
Number of Complaints disposed off: Nil

### **DIRECTOR'S RESPONSIBILITY STATEMENT**

In terms of Section 134 (5) of the Companies Act, 2013, the directors would like to state that:

- (a) In the preparation of the Annual Accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- (b) 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 and of the profit and loss of the company for that period;
- (c) The directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- (d) The directors had prepared the annual accounts on a going concern basis;
- (e) The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.
- (f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

### **ACKNOWLEDGEMENT**

Your Company and its Directors wish to extend their sincerest thanks to the Members of the Company, Bankers, State Government, Local Bodies, Executives, Staff and workers at all levels for their continuous co-operation and assistance.

**For and On Behalf of Board of Directors,  
Brisk Services Limited**

**Date: 01.09.20156  
Place: New Delhi**

Annexure 1:- MGT-9  
Annexure 2:- AOC-1  
Annexure 3:- AOC-2  
Annexure 4:- Conservation of Energy  
Annexure 5:- MR-3

**Samita Gupta  
Chairperson  
DIN: 00132853**

**Form No. MGT-9  
EXTRACT OF ANNUAL RETURN**

**(As on the financial year ended on 31st March, 2016)**

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the  
Companies (Management and Administration) Rules, 2014]

**I. REGISTRATION AND OTHER DETAILS:**

<b>CIN</b>	L74140DL1983PLC016646
<b>Registration Date</b>	28/09/1983
<b>Name of the Company</b>	<b>BRISK SERVICES LIMITED</b>
<b>Category/Sub Category</b>	Company Limited By Shares/Indian Non Govt. Co.
<b>Address of the registered office and contact details</b>	SF-28, Devika Tower 6, Nehru Place, Delhi-110019 Contact: 011-43675505
<b>E-mail</b>	Brisk1983@gmail.com
<b>Whether listed company</b>	Yes
<b>Name, Address and Contact details of Registrar and Transfer Agent</b>	<b>RCMC Share Registry Private Limited</b> B-25/1, First Floor, Okhla Industrial Area, Phase-II, New Delhi-110020 Contact: 011-26387320

**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:-

S. No.	Name and Descriptions of main Products/Services	NIC code of the Product/Service	% to total turnover of the company
1.	Maintenance of Building	41002	91.62%

**III. Particulars of HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:**

S. No.	Name and address of the company	CIN	Holding/Subsidiary/Associate	% of shares held	Applicable Section
	-----Nil -----				

**IV. 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 (01/04/2015)				No. of shares held at the end of the year (as on 31/03/2016)				% change during the year
	Demat	Physical	Total	% of Total shares	Demat	Physical	Total	% of Total shares	
<b>A. Promoters</b>									
<b>1) Indian</b>									
a) Individual / HUF	Nil	229650	229650	30.83	Nil	229650	229650	30.83	Nil
b) Central Govt.	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c) State Govt (s)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d) Bodies Corp.	Nil	178800	178800	24.01	Nil	178800	178800	24.01	Nil
e) Banks / FI	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
f) Any Other...	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>Sub-total (A) (1) :-</b>	<b>Nil</b>	<b>408450</b>	<b>408450</b>	<b>54.84</b>	<b>Nil</b>	<b>408450</b>	<b>408450</b>	<b>54.84</b>	<b>Nil</b>

<b>2) Foreign</b>									
a) NRIs-Individuals	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
b) Other Individuals	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c) Bodies Corp.	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d) Banks / FI	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
e) Any Other....	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>Sub-total (A) (2) :-</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>Total shareholding of Promoter</b>									
<b>(A) = (A)(1)+(A)(2)</b>	<b>Nil</b>	<b>408450</b>	<b>408450</b>	<b>54.84</b>	<b>Nil</b>	<b>408450</b>	<b>408450</b>	<b>54.84</b>	<b>Nil</b>
<b>B. Public Shareholding</b>									
<b>1) Institutions</b>									
a) Mutual Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
b) Banks / FI	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
c) Central Govt.	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
d) State Govt. (s)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
e) Venture Capital Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
f) Insurance Companies	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
g) FIs	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
h) Foreign Venture Capital Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
i) Others (specify)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>Sub-total (B)(1) :-</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>2) Non-Institutions</b>									
a) Bodies Corp.									
i) Indian	Nil	59450	59450	7.98	Nil	Nil	Nil	Nil	Nil
ii) Overseas	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
b) Individuals									
i) Individuals shareholders holding nominal share capital upto Rs.1 lakh	Nil	131500	131500	17.66	Nil	190950	190950	25.64	Nil
ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lakh	Nil	145400	145400	19.52	Nil	145400	145400	19.52	Nil
c) Others (specify)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Trusts	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Custodians / Clearing member	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
NRIs	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Hindu Undivided Family	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>Sub-total(B)(2) :-</b>	<b>Nil</b>	<b>336350</b>	<b>336350</b>	<b>45.16</b>	<b>Nil</b>	<b>336350</b>	<b>336350</b>	<b>45.16</b>	<b>Nil</b>
<b>Total Public Shareholding</b>									
<b>(B)=(B)(1)+(B)(2)</b>	<b>Nil</b>	<b>336350</b>	<b>336350</b>	<b>45.16</b>	<b>Nil</b>	<b>336350</b>	<b>336350</b>	<b>45.16</b>	<b>Nil</b>
<b>C. Shares held by Custodian</b>									
<b>for GDRs &amp; ADRs</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>Grand Total (A+B+C)</b>	<b>Nil</b>	<b>744800</b>	<b>744800</b>	<b>100</b>	<b>Nil</b>	<b>744800</b>	<b>744800</b>	<b>100</b>	<b>Nil</b>

## (ii) Shareholding of Promoters

S. No.	Category of Shareholders	No. of shares held at the beginning of the year (01/04/2015)			No. of shares held at the end of the year (as on 31/03/2016)			% change 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.	Vinayak Vanijya Ltd.	114700	15.40	Nil	114700	15.40	Nil	Nil
2.	Ankit Aggarwal	87700	11.77	Nil	87700	11.77	Nil	Nil
3.	Samita Gupta & Ankit Aggarwal	80950	10.87	Nil	80950	10.87	Nil	Nil
4.	Distinctive Properties & Leasing Ltd.	64100	8.61	Nil	64100	8.61	Nil	Nil
5.	Deepak Aggarwal & Ankit Aggarwal	57600	7.73	Nil	57600	7.73	Nil	Nil
6.	Deepak Aggarwal Karta	3400	0.46	Nil	3400	0.46	Nil	Nil
	<b>Total</b>	<b>408450</b>	<b>54.84</b>	<b>Nil</b>	<b>408450</b>	<b>54.84</b>	<b>Nil</b>	<b>Nil</b>

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

S. No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year				
	Date wise Increase / Decrease in Promoters Share holding during the Year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus / sweat / equity etc.)	<b>NO CHANGE</b>			
	At the end of the year				

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

S. 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.	Saraswati Builders Pvt. Ltd.	59450	7.98	Nil	Nil
2.	Vani Agarwal	31500	4.23	31500	4.23
3.	Rekha Goel	31000	4.16	31000	4.16
4.	Savitri	30400	4.08	30400	4.08
5.	Arun Bahuguna	29200	3.92	29200	3.92
6.	Narender Kumar	23300	3.13	23300	3.13
7.	Mamta Singh	7400	0.99	7400	0.99
8.	Vinod Kumar Goel	7400	0.99	7400	0.99
9.	Rohit Sharma	7200	0.97	7200	0.97
10.	Deepak	7200	0.97	7200	0.97
11.	Tilak Raj Dembla HUF	Nil	Nil	7,300	0.98

## (v) Shareholding of Directors and Key Managerial Personnel:

S. No.	For Each of the Directors and KMP	Shareholding at the beginning of the year		Shareholding At end of the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	Ankit Aggarwal	87700	11.77	87700	11.77
2.	Samita Gupta Jt. with Ankit Aggarwal	80950	10.87	80950	10.87
3.	Deepak Aggarwal Jt. with Ankit Aggarwal	57600	7.73	57600	7.73
4.	Sipendra Kumar	Nil	Nil	Nil	Nil
5.	Baktawar Singh Rajwar	50	0.01	50	0.01
6.	Hema Arya	7200	0.97	7200	0.97
7.	Raj Tiwari	Nil	Nil	Nil	Nil

**INDEBTEDNESS**

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

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

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL****A. Remuneration to Managing Director, Whole-time Directors and/or Manager :**

S. No.	Particulars of remuneration	Name of MD/WTD/Manager				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 179 (2) 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	-	-	-	-	-

**B. REMUNERATION TO OTHER DIRECTORS:**

S. No.	Particulars of remuneration	Name of Director				Total Amount
1.	Independent Directors	-	-	-	-	-
	Fee for attending board committee meetings	-	-	-	-	-
	Commission	-	-	-	-	-
	Others please specify	-	-	-	-	-
	Total (1)	-	-	-	-	-
2.	Other Non Executive Directors	-	-	-	-	-
	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	-	-	-	-	-

**C. Remuneration to Key Managerial Personnel other than MD / Manager / WTD**

Sl. No.	Particulars of Remuneration	Key Managerial Personnel			
		CEO	Company Secretary	CFO	Total
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	-	-	-	-
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	Brief Description	Details of Penalty / Punishment Compounding fees imposed	Authority [RD/NCLT/ COURT]	Appeal made, if any (give Details)
<b>A. COMPANY</b>					
Penalty			None		
Punishment					
Compounding					
<b>B. DIRECTORS</b>					
Penalty			None		
Punishment					
Compounding					
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty			None		
Punishment					
Compounding					

For and On Behalf of Board of Directors,  
Brisk Services Limited

Date: 01.09.2016  
Place: New Delhi

Samita Gupta  
Chairperson  
DIN: 00132853

**BRISK SERVICES 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 “A”: Subsidiaries**

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

S. No.	Particulars	Details
1.	Name of the subsidiary	None
2.	Reporting period for the subsidiary concerned, if different from the holding company's reporting period	Not Applicable
3.	Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries.	Currency : Indian Rupee Exchange Rate : Not Applicable
4.	Share capital	Not Applicable
5.	Reserves & surplus	Not Applicable
6.	Total assets	Not Applicable
7.	Total Liabilities	Not Applicable
8.	Investments	Not Applicable
9.	Turnover	Not Applicable
10.	Profit before taxation	Not Applicable
11.	Provision for taxation	Not Applicable
12.	Profit after taxation	Not Applicable
13.	Proposed Dividend	Not Applicable
14.	% of shareholding	Not Applicable

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

- Names of subsidiaries which are yet to commence operations- Not Applicable
- Names of subsidiaries which have been liquidated or sold during the year- Not Applicable

**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	None
1	Latest audited Balance Sheet Date	31.03.2016
2	Shares of Associate/Joint Ventures held by the company on the year end	None
	No.	Not Applicable
	Amount of Investment in Associates/Joint Venture	Not Applicable
	Extend of Holding%	Not Applicable
3	Description of how there is significant influence	Not Applicable
4	Reason why the associate/joint venture is not consolidated	Not Applicable
5	Net worth attributable to shareholding as per latest audited Balance Sheet	Not Applicable
6	Profit/Loss for the year	
	i) Considered in Consolidation	Not Applicable
	ii) Not Considered in Consolidation	Not Applicable

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

**For and On Behalf of Board of Directors  
Brisk Services Limited**

**Samita Gupta  
Director  
(DIN: 00132853)**

**Date: 01.09.2016  
Place: New Delhi**



## FORM NO. AOC.2

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

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

1	Details of contracts or arrangements or transactions not at arm's length basis	None
a)	Name(s) of the related party and nature of relationship	Nil
b)	Nature of contracts/arrangements/ transactions	Not Applicable
c)	Duration of the contracts/ arrangements/ transactions	Not Applicable
d)	Salient terms of the contracts or arrangements or transactions including the value, if any	Not Applicable
e)	Justification for entering into such contracts or arrangements or transactions.	Not Applicable
f)	date(s) of approval by the Board	Not Applicable
g)	Amount paid as advances, if any	Not Applicable
h)	Date on which the special resolution was passed in General Meeting as required under first proviso to section 188.	Not Applicable

2	Detail of material contracts or arrangement or transactions at arm's length basis	As per Annexure
a)	Name(s) of the related party and nature of relationship	As per Annexure
b)	Nature of contracts/arrangements /transactions	As per Annexure
c)	Duration of the contracts/arrangements/ transactions	As per Annexure
d)	Salient terms of the contracts or arrangements or : As Per Annexure transactions including the value, if any:	As per Annexure
e)	Date(s) of approval by the Board, if any	As per Annexure
f)	Amount paid as advances, if any	As per Annexure

**List of Related Parties**

a) Individuals owning an interest in the voting power of the reporting enterprise that gives them significant influence over the enterprise:

- i) Ankit Aggarwal
- ii) Samita Gupta
- iii) Deepak Aggarwal

**b) Key Managerial Personnel**

Raj Tiwari-Chief Financial Officer

**c) Enterprises over which (a) & (b) above, are able to exercise significant influence**

- a) Devika Gold Homez Pvt. Ltd.
- b) Shomit Finance Limited
- c) Associate Leasing
- d) Devika Estate Management Private Limited

Following are the transactions with the entities in which the members of Board of directors are interested

Transaction/ Outstanding Balance	Joint Ventures	KMP & their Relatives	Entities Under Significant Influence	Total
<b>Loan Given</b>				
Shomit Finance Limited	0	0	31,00,000	31,00,000
<b>Advance given against booking of flats received back</b>				
Shomit Finance Limited			50,000	50,000
Maintenance Services Provided Pragati Services Private Limited			66,000	66,000
<b>Total</b>	0	0	32,16,000	32,16,000

For and On Behalf of Board of Directors,  
Brisk Services Limited

Samita Gupta  
Chairperson  
DIN: 00132853

Date: 01.09.2016  
Place: New Delhi

**ANNEXURE TO THE DIRECTORS' REPORT****Information as per Section 134 (3) (m) of the Companies Act, 2013  
Conservation of Energy, Technology Absorption and Foreign Exchange Outgo****A CONSERVATION OF ENERGY**

- |  |   |
|--|---|
| a) The steps taken or impact on conservation of energy;                      | During the year under review, no energy consumption activities were incurred. |
| b) the steps taken by the company for utilizing alternate sources of energy; | None  |
| c) the capital investment on energy conservation equipments                  | None  |

**B TECHNOLOGY ABSORPTION**

- |   |                |
|---|----------------|
| i) the efforts made towards technology absorption;  | None           |
| ii) the benefits derived like product improvement, cost reduction, product development or import substitution;                | Not Applicable |
| iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)- | Not Applicable |
| (a) the details of technology imported;   | Not Applicable |
| (b) the year of import;   | Not Applicable |
| (c) whether the technology been fully absorbed;   | Not Applicable |
| (d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof; and                           | Not Applicable |
| iv) the expenditure incurred on Research and Development  | None           |

**FOREIGN EXCHANGE EARNING & OUTGO**

- |                             |     |
|-----------------------------|-----|
| - FOREIGN EXCHANGE OUTGO    | Nil |
| - FOREIGN EXCHANGE EARNINGS | Nil |

**For and On Behalf of Board of Directors,  
Brisk Services Limited**

**Date: 01.09.2016  
Place: New Delhi**

**Samita Gupta  
Chairperson  
DIN: 00132853**

**PREETI JAIN**  
**PRACTICING COMPANY SECRETARY**  
**Add: C-273, Sector-63, Noida-201301, Uttar Pradesh**

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**Form No. MR-3**  
**SECRETARIAL AUDIT REPORT**

(For The Financial Year Ended 31st March, 2016)

[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,  
Brisk Services Limited

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Brisk Services Limited (hereinafter called as the company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my/our opinion thereon.

Based on our verification of the Brisk Services Limited'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, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on 31.03.2016, has 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 31.03.2016, according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; (Not applicable during the current Audit Period)
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
  - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
  - d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; (Not applicable during the current Audit Period)
  - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable during the current Audit Period)
  - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and (Not applicable during the current Audit Period)
  - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; (Not applicable during the current Audit Period)

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

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015;

***During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observation:***

The Company has not appointed a Whole Time Company Secretary & Whole Time Director pursuant to Section 203 of the Companies Act, 2013.

**We further report that:**

The Composition of the Board of Directors of the Company is not duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. However, the changes in the composition of Board of Directors have taken place in compliance with the provisions of the Act and Regulations.

As per the information received from Directors, adequate notices were given to all directors to schedule the Board Meetings. Agenda and detailed notes on agenda were also sent well in advance in compliance of Companies Act, 2013 read with SEBI (Listing Obligations & Disclosures Requirements) Regulations, 2015. Also, a system exists in the Company for seeking and obtaining further information and clarifications on the agenda items before the meeting so as to enable a meaningful participation at the meeting, however, certain documents were not made available to review the same.

As per the representation provided by the Directors, majority decisions are carried through while the dissenting members' views are captured and recorded as a part of the minutes as per the practice followed. However, during the period under report, there was no such instance.

**We further report that** there is a need for 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. Certain non material findings were also made during the course of audit relating to the provisions of the Companies Act, 2013, SEBI (Listing Obligations & Disclosures Requirements) Regulations, 2015 & other applicable laws. These are suitably addressed to the management so that corrective measure could be taken by them. However, the observations/qualifications which are treated as material in nature are mentioned in this report.

I further report that I have not reviewed the applicable financial laws, direct and indirect tax laws since the same have been subject to review and audit by the Statutory Auditor of the Company.

**We further report that** during the audit period, following changes have occurred in the Company:

1. Company has applied to National Securities Depository Limited (NSDL) & Central Depository Services (India) Limited (CDSL) for obtaining Demat Connectivity from both the Depositories.
2. The Company has also appointed RCMC Share Registry Private Limited as Registrar & Transfer Agent to carry out various functions.
3. The Company has also applied to get itself registered under SCORES- the Investor Grievance Redressal System of SEBI.

**For Preeti Jain  
Practicing Company Secretary**

**Date: 01.09.2016  
Place: Noida**

**Preeti Jain  
Membership No. 41759  
C.O.P No.: 17079**

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

**Annexure**

To,

The Members,  
**BRISK SERVICES LIMITED**

Our report of even date is to be read along with the 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 processed 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 processed 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. Where ever required we have obtained the Management representation about the compliances 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 procedure 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 Preeti Jain  
Practicing Company Secretary**

**Date: 01.09.2016  
Place: Noida**

**Preeti Jain  
Membership No. 41759  
C.O.P No.: 17079**

## CORPORATE GOVERNANCE REPORT

### I. COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE

Your Company is committed to good Corporate Governance in all its activities and processes. The Directors endeavor to create an environment of fairness, equity and transparency with the underlying objective of securing long-term shareholder's value, while, at the same time, respecting the rights of all stakeholders.

The Company is in compliance with the legal framework provided by the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and other guidelines as laid down by SEBI from time to time in letter and spirit, and presents the following Corporate Governance report based on the said disclosure requirements:

### II. BOARD OF DIRECTORS

The Board of Directors (The Board) are entrusted with the ultimate responsibility of the management, general affairs, direction and performance of the Company and had been vested with the requisite powers, authorities and duties.

#### A. Composition and Category of the Board of Directors

##### i. Composition of the Board

The composition of Board of Directors as detailed below is in conformity with Regulation 17 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Companies Act, 2013.

S. No.	Name	DIN	Category
1.	Samita Gupta	00132853	Director
2.	Sipendra Kumar (Appointed on 15.03.2016)	06909279	Additional Director
3.	Baktawar Singh Rajwar (Appointed on 15.03.2016)	00476912	Additional Director
4.	Ankit Aggarwal (Resigned on 18.05.2016)	00385982	Director
5.	Deepak Aggarwal (Resigned on 15.03.2016)	00127819	Director

ii. None of the Director on the Board is a Member of more than ten Committees or Chairperson of more than five Committees across all the public companies in which they are Directors. Necessary disclosures regarding Committee positions in other public companies as on March 31, 2016, have been made by the Directors.

iii. The names of the Directors on the Board, their attendance at Board Meetings held during the year and the number of Directorships and Committee Chairpersonships/Memberships held by them in other public companies as on March 31, 2016, are given herein below. Other directorships do not include alternate directorships, section 8 companies and of companies incorporated outside India.

Name	Number of Board Meetings Held during the year 2015-2016		Whether attended last AGM	No. of Directorship in other companies
	Held	Attended		
Ankit Aggarwal (Resigned on 18.05.2016)	9	9	Yes	11
Deepak Aggarwal (Resigned on 15.03.2016)	9	8	Yes	09
Samita Gupta	9	9	Yes	09
Baktawar Singh Rajwar (Appointed on 15.03.2016)	9	1	No	03
Sipendra Kumar (Appointed on 15.03.2016)	9	1	No	02

- iv. During the period, the Board of Directors of your Company met 9 times. The dates on which the meetings were held are 01.04.2015, 31.04.2015, 31.07.2015, 31.08.2015, 31.10.2015, 31.01.2016, 02.03.2016, 15.03.2016 & 29.03.2016 and the gap requirement of 120 days between two meetings has been complied with. The necessary quorum was present for all the meetings.
- v. During the year 2015-16, all relevant information, as per SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 was placed before the Board from time to time.

## B. Code of Conduct

The Board has approved the code of conduct for all the board members and senior management personnel of the Company. All Board members and senior management personnel have affirmed compliance with the Code of Conduct.

## C. Non Executive Directors Compensation and Disclosures

The Company does not have any pecuniary relationship with any Non-Executive Directors. No remuneration was given to any of the Director during the financial year 2015-16.

## III. COMMITTEES OF THE BOARD

### BOARD COMMITTEES

The terms of reference of Board Committees are determined by the Board from time to time. Presently the Company has **Six** committees i.e. **Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, Internal Compliant Committee, Risk Management Committee & Vigil Mechanism Committee**. All the decisions pertaining to the constitution of the Committees, appointment of members, and fixing of terms of reference for committee members are taken by the Board of Directors. Details on the role and composition of these committees, including the number of meetings held during the financial year and the related attendance, are provided below:

#### A. Audit Committee

SEBI vide its notification dated September 02, 2015 amended has the existing Listing Agreement and brought in force SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with effect from December 01, 2015. So, in order to align with the provisions of Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Audit Committee of the Company is re-constituted on March 15, 2016 with the Objectives to monitor, supervise and effective management of company's finance, to ensure effective internal financial controls and risk management systems with high level of transparency and accuracy. The Committee met four times during the year, the details of which are given in the Corporate Governance Report that forms part of this Report.

- The terms of reference of the Audit Committee are as per the Companies Act, 2013 and SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.
- The Audit Committee invites such of the executives, as it considers appropriate (particularly the head of the finance function), representatives of the statutory auditors and representatives of the internal auditors to be present at its meetings.
- The previous Annual General Meeting (AGM) of the Company was held on 29th September 2015 and was attended by Ms. Samita Gupta, Chairperson of the Audit Committee.

The composition of the Audit Committee and the details of meetings attended by its members are given below:

S. No.	Name of the Member	Category	No. of Meetings held	No. of Meetings Attended
1.	Samita Gupta	Chairperson (Till 15.03.2016) Now Member	4	4
2.	Deepak Aggarwal (Till 15.03.2016)	Member	4	4
3.	Ankit Aggarwal (Till 18.05.2016)	Member	4	4
4.	Baktawar Singh Rajwar (Appointed on 15.03.2016)	Chairperson	4	0
5.	Sipendra Kumar (Appointed on 15.03.2016)	Member	4	0

- i. Four Audit Committee meetings were held during the year 2015-16 on 30.04.2015, 31.07.2015, 31.10.2015 & 31.01.2016. The necessary quorum was present for all the meetings.

#### Audit & other duties

1. 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.
2. Discussion with internal auditors of any significant findings and follow up there on.
3. Review and recommend to the Board the appointment/re-appointment of the Statutory Auditors and internal Auditors considering their independence and effectiveness and their replacement and removal.
4. To recommend to the Board the remuneration of the Statutory Auditors and internal auditors.
5. To grant approval for related party transactions which are in the ordinary course of business and on an arm's length pricing basis and to review and approve such transactions subject to the approval of the Board.

#### B. Nomination and Remuneration Committee

SEBI vide its notification dated September 02, 2015 has amended the existing Listing Agreement and brought in force SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with effect from December 01, 2015. So, in order to align with the provisions of Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors of your Company in its meeting held on March 15, 2016 re-constituted Nomination & Remuneration Committee with the requisite terms of the reference as required under section 178 of the Companies Act, 2013 and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The terms of reference of the committee are as follows:

1. Formulation of the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
2. Formulation of criteria for evaluation of Independent Directors and the Board;
3. Devising a policy on Board diversity;
4. 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 their appointment and removal.

The remuneration policy as adopted by the company envisages payment of remuneration according to qualification, experience and performance at different levels of the organization. The workers at the factory as well as those rendering clerical, administrative and professional services are suitably remunerated according to the industry norms.

Although no remuneration is paid to any director at present the company retains the option to do so in future. As and when it is done it shall be revealed in the report.

The committee meetings were chaired by **Ms. Samita Gupta** who has been appointed as Chairperson. And the director(s) if any, who were inducted in to the committee during the year also attended the meetings. The details of the composition of Remuneration Committee are as under:

S. No.	Name of the Member	Category	No. of Meetings held	No. of Meetings Attended
1.	Samita Gupta	Chairperson (Till 15.03.2016) Now Member	4	4
2.	Deepak Aggarwal (Till 15.03.2016)	Member	4	4
3.	Ankit Aggarwal (Till 18.05.2016)	Member	4	4
4.	Baktawar Singh Rajwar (Appointed on 15.03.2016)	Chairperson	4	0
5.	Sipendra Kumar (Appointed on 15.03.2016)	Member	4	0



**C. Stakeholders Relationship Committee (erstwhile Shareholders Grievance Committee)**

The composition of the Stakeholders Relationship Committee and the details of meetings attended by its members are given below:

S. No.	Name of the Member	Category	No. of Meetings held	No. of Meetings Attended
1.	Samita Gupta	Chairperson (Till 15.03.2016) Now Member	4	4
2.	Deepak Aggarwal (Till 15.03.2016)	Member	4	4
3.	Ankit Aggarwal (Till 18.05.2016)	Member	4	4
4.	Baktawar Singh Rajwar (Appointed on 15.03.2016)	Chairperson	4	0
5.	Sipendra Kumar (Appointed on 15.03.2016)	Member	4	0

**Functions and Terms of Reference**

The functioning and broad terms of reference of the Stakeholders Relationship Committee of the Company are as under:

- i. To consider and resolve the grievance of security holders of the Company.
- ii. To review important circulars issued by SEBI /Stock Exchanges
- iii. To take note of compliance of Corporate Governance during the quarter/year.

**vi. Details of investor complaints received and redressed during the year 2015-16 are as follows:**

Opening Balance	Received during the year	Resolved during the year	Closing Balance
NIL	NIL	NIL	NIL

**D. Internal Complaint Committee**

The Company has duly constituted the Internal Complaint Committee pursuant to the policy on Prevention of Sexual Harassment of Women.

**E. Risk Management Committee**

The Board of company has formed a risk management committee to frame, implement and monitor the risk management plan for the company. The committee is responsible for reviewing the risk management plan and ensuring its effectiveness. The audit committee has additional oversight in the area in the area of financial risk and controls. The board of directors has adopted and approved a risk management policy. Review of Risk and mitigation action initiated are presented to the audit committee and board reviewed regularly.

**F. Vigil Mechanism Committee**

The Company has duly constituted the Vigil Mechanism Policy pursuant to the provisions of the Companies Act, 2013 & SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

**WHISTLE BLOWER POLICY**

As per companies Act 2013 &, the board of directors of the company have formulated and adopted whistle Blower Policy which aims to provide a channel to the directors and employees to report genuine concerns about unethical behavior, actual or suspected fraud or violation of the codes of conduct or policy. The company is committed to adhere to the highest standards of ethical, moral and legal conduct of business operations. In order to maintain these standards, the company encourages its employees who have genuine concerns about suspected misconduct to come forward and express those concerns without fear of punishment or unfair treatment.

## FORMULATION OF POLICY FOR SELECTION AND APPOINTMENT OF DIRECTORS AND THEIR REMUNERATION

The Nomination and Remuneration Committee discussed and thereafter decided upon the policy for selection of appointment of Directors and their remuneration. The highlights of this policy are as follows:

### 1. Criteria of selection of Non Executive Directors

- a. The Non Executive Directors shall be of high integrity with relevant expertise and experience so as to have a diverse Board with Directors having expertise in the fields of manufacturing, marketing, finance, taxation, law, governance and general management.
- b. In case of appointment of Independent Directors, the Committee shall satisfy itself with regard to the independent nature of the Directors vis-à-vis the Company so as to enable the Board to discharge its function and duties effectively.
- c. The Committee shall ensure that the candidate identified for appointment as a Director is not disqualified for appointment under Section 164 of the Companies Act, 2013.
- d. The Committee shall consider the following attributes / criteria, whilst recommending to the Board the candidature for appointment as Director.
  - i. Qualification, expertise and experience of the Directors in their respective fields;
  - ii. Personal, Professional or business standing;
  - iii. Diversity of the Board.
- e. In case of re-appointment of Non Executive Directors, the Board shall take into consideration the performance evaluation of the Director and his engagement level.

### 2. Remuneration

The Non Executive Directors shall be entitled to receive remuneration by way of sitting fees for participation in the Board / Committee meetings and commission as detailed hereunder:

- i. A Non Executive Director shall be entitled to receive sitting fees for each meeting of the Board or Committee meeting attended by him/her at his/her discretion of such sum as may be approved by the Board of Directors within the overall limits prescribed under the Companies Act, 2013 and The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014;
- ii. The Committee may recommend to the Board, the payment of commission on uniform basis, to reinforce the principles of collective responsibility of the Board.
- iii. The payment of such commission would be at the discretion of board only and shall not exceed 1% of the net profit of the Company;

### REMUNERATION POLICY FOR THE SENIOR MANAGEMENT EMPLOYEES

- I. In determining the remuneration of the Senior Management Employees the Committee shall ensure / consider the following:
  - i. the relationship of remuneration and performance benchmark is clear;
  - ii. the balance between fixed and incentive pay reflecting short and long term performance objectives, appropriate to the working of the Company and its goals;
  - iii. the remuneration is divided into two components viz. fixed component comprising salaries, perquisites and retirement benefits and a variable component comprising performance bonus;
  - iv. the remuneration including annual increment and performance bonus is decided based on the criticality of the roles and responsibilities, the Company's performance vis-à-vis the annual budget achievement, individuals performance and current compensation trends in the market.
- II. The Non executive 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 and thereafter shall recommend the annual increment and performance incentive to the Committee for its review and approval.

### PERFORMANCE EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate exercise was carried out to evaluate the performance of individual Directors including the Chairperson of the Board who were evaluated on parameters such as level of engagement and contribution and

independence of judgment thereby safeguarding the interest of the Company. The board also carried out annual performance evaluation of the working of its Audit, Nomination and Remuneration as well as stakeholder relationship committee. The Directors expressed their satisfaction with the evaluation process.

#### **RELATED PARTY TRANSACTIONS**

All transactions entered into with Related Parties as defined under Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 during the financial year were in the ordinary course of business and are on arm length pricing basis and do not attract the provisions of Section 188 of the Companies Act, 2013. There were no materially significant transactions with related parties during the financial year which were in conflict with the interest of the Company. Suitable disclosure as required by the Accounting Standards (AS18) has been made in the notes to the Financial Statements.

#### **PREVENTION OF INSIDER TRADING**

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company.

#### **Disclosures**

The company has always ensured fair code of conduct and maintained transparency. There were no instances of non-compliance by the company, penalties, strictures imposed on the company by Stock Exchange or SEBI or any statutory authority, on any matter related to capital markets, during the last three years.

In accordance with requirement of Companies Act as well as SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 a vigil mechanism has been adopted by the board of directors and accordingly a whistle blower policy has been formulated with a view to provide a mechanism for employees of the company to approach Internal Auditor or Chairperson of the Audit Committee of the Company to report any grievance. A link to such policy is also provided in the website of the company.

Compliances, rules & regulations as laid down by various statutory authorities has always been observed by the company since such change over both in letter as well as in spirit.

#### **Compliance with Accounting Standards**

In the preparation of the financial statements, the Company has followed the Accounting Standards notified pursuant to Companies (Accounting Standards) Rules, 2006 (as amended) and the relevant provision of the Companies Act, 2013. The significant accounting policies which are consistently applied have been set out in the Notes to the Financial Statements.

### **V. GENERAL BODY MEETING**

#### **a. Annual General Meeting**

The details of last three Annual General Meetings (AGM) of shareholders held were as under:

<b>Financial Year</b>	<b>Day and Date</b>	<b>Location</b>	<b>Time</b>	<b>Any Special Resolution passed</b>
2012-13	28.09.2013	Basement Devika Tower, 6, Nehru Place, New Delhi-110019	12:10 PM	Yes
2013-14	30.09.2014	Basement Devika Tower, 6, Nehru Place, New Delhi-110019	09:30 AM	Yes
2014-15	29.09.2015	216-B, Second Floor, Devika Tower 6, Nehru Place, Delhi-110019	10:30 A.M.	No

b. No Extraordinary General Meeting of the Members was held during the year 2015-16.

c. No Postal Ballot was conducted during the year 2015-16.

### **VII. SUBSIDIARY COMPANY**

The Company does not have any subsidiary Company.

### **VIII. MEANS OF COMMUNICATION**

The quarterly, half-yearly and annual results of the Company are published in leading national English and Hindi newspapers.

### **IX. GENERAL SHAREHOLDER INFORMATION**

1.	Annual General Meeting	
	Date and Time	27.09.2016 at 12:30 P.M.
	Venue	SF-28, Devika Tower, 6, Nehru Place, Delhi-110019
2.	Financial Year ending	31.03.2016
3.	Book Closure Date (Both days inclusive)	21.09.2016 to 27.09.2016
4.	Listing on Stock Exchange	Delhi Stock Exchange
5.	Dividend payment date during 2015-16	Nil
6.	Scrip Code	4218
7.	Market Price Data : High, Low during last financial year	Not Available
8.	Outstanding DRs/ADRs/Warrants or any Convertible instruments, conversion date and likely impact on equity: As on date there are no outstanding warrants / bonds/ other instruments	Nil
9.	Registrar and Transfer Agent	RCMC Share Registry Private Limited

#### X. DISTRIBUTION OF SHAREHOLDINGS AS ON MARCH 31, 2016

Share or Debenture holding of nominal value		Share/ Debenture holders Number	% of total	Amount	Share/Debenture % of total
Rs.	Rs.			Rs.	
(1)	(2)	(3)	(4)	(5)	(6)
Up to	5000	314	89.20	214000	2.87
5001	10000	2	0.57	16000	0.21
10001	20000	-	-	-	-
20001	30000	-	-	-	-
30001	40000	1	0.28	34000	0.46
40001	50000	4	1.14	194500	2.61
50001	100000	21	5.97	1485000	19.94
100001	And Above	10	2.84	5504500	73.91
<b>Total</b>		<b>352</b>	<b>100</b>	<b>7448000</b>	<b>100</b>

#### CATEGORIES OF EQUITY SHAREHOLDER AS ON MARCH 31, 2016

	Category	No. of Shares	% of Holding
1.	<b>Promoters Holding</b>		
	i. Promoters - Indian Promoters	408450	54.84
	- Foreign Promoters	-	-
	ii. Persons acting in concert	-	-
	<b>Sub Total</b>	<b>408450</b>	<b>54.84</b>
2.	<b>Non Promoters Holding</b>		
	i. Institutional Investor	-	-
	ii. Mutual Fund and UTI	-	-
	iii. Banks, Financial Institutions, Insurance Companies (Central/ State Govt. Institutions/ Non Govt. Institutions)	-	-
	iv. FII's	-	-
	<b>Sub Total</b>	<b>Nil</b>	<b>Nil</b>
3.	<b>Others</b>		
	i. Corporate Bodies	-	-
	ii. Indian Public	329050	44.18
	iii. NRI's/OCB's	-	-
	iv. Any Other (HUF/Firm/Foreign Companies) Clearing Member	7300	0.98
	<b>Sub Total</b>	<b>744800</b>	<b>100</b>
	<b>Grand Total</b>		<b>100</b>

- The Delhi Stock Exchange has been Suspended by the SEBI.
- Registered Office: SF-28, Devika Tower, 6, Nehru Place, Delhi-110019
- Address for communication of shareholders correspondence should be the same as Registered Office of the Company.

## **AUDITORS CERTIFICATE ON CORPORATE GOVERNANCE**

**(In terms of Regulation 34(3) and Schedule V (E) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)**

To,  
The Members,  
**Brisk Services Ltd**

We have examined the report of Corporate Governance presented by the Board of Directors of **Brisk Services Ltd.** for the year ended 31st March, 2016 as stipulated in Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Schedule V of the same.

The compliance of conditions of corporate governance is the responsibility of the management. Our examination was limited to procedures and implementation thereof, adopted by the company for ensuring the compliance of the conditions of the corporate governance. It is neither an audit nor an expression of opinion on the Financial Statements of the Company.

In our opinion and according to the information and explanations given to us the Company has taken step to comply with the conditions of corporate governance, to the extent applicable and as stipulated in the aforesaid SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

We state that no investor grievance is pending for the period exceeding one month against the Company as per records maintained by the Stakeholders' Relationship Committee.

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

**For A K G & CO.**  
**Chartered Accountants**

**(Anil K. Goel)**  
**Partner**

**Date: 30/05/2016**  
**Place: New Delhi**

**CEO/CFO CERTIFICATION**

I, **Raj Tiwari**, in my capacity as Chief Financial Officer do hereby confirm and certify that:

- a) I have reviewed the financial statements and the cash flow statement for the year and that to the best of my knowledge and belief, I state that:
  - 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 existing accounting standards, applicable laws and regulations.
- b) There are, to the best of my knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of Company's code of conduct.
- c) I accept responsibility for establishing and maintaining internal controls for financial reporting and I have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and I have disclosed to the Auditors and Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which I am aware and the steps I have taken or propose to take to rectify these deficiencies.
- d) During the year under reference:
  - i) There were no significant changes in the internal control over financial reporting;
  - ii) No significant changes in accounting policies were made that require disclosure in the notes to the financial statements; and
  - iii) No instance of significant fraud and the involvement therein, if any, of the Management or employee having a significant role in the Company's internal control system over financial reporting has come to my knowledge.

**For Brisk Services Limited**

**Raj Tiwari**  
**Chief Financial Officer**

**COMPLIANCE WITH CODE OF CONDUCT**

I, Samita Gupta, Director of the Company hereby certify that all the directors and Senior Management Personnel have affirmed compliance of the code of the conduct of the company for the financial year ended March 31, 2016.

**Date: 01/09/2016**  
**Place: New Delhi**

**Samita Gupta**  
**Director**

## **MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

### **FORWARD – LOOKING STATEMENT**

Certain statements in the Management Discussion & Analysis Report detailing the Company's objectives, projections, estimates, expectations or predictions may be forward looking statements within the meaning of applicable securities laws and regulations. These statements being based on certain assumptions and expectation of future event, actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include economic conditions affecting domestic demand supply conditions, finish goods prices, changes in Government Regulations and Tax regime etc. The Company assumes no responsibility to publically amend, modify or revise any forward looking statements on the basis of subsequent developments, information or events.

### **INDUSTRY STRUCTURE AND DEVELOPMENT**

#### **INTERNAL CONTROL SYSTEM AND THEIR ADEQUECY**

The Company has adequate internal control procedures commensurate with the size and nature of the business. It is to ensure that all assets are safeguarded and protected against any loss from unauthorized use or disposition and that transaction are authorized, recorded and reported correctly, to keep constant check on the cost structures and to prevent revenue leakages.

#### **DISCUSSION ON FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE**

The financial statement has been prepared in accordance with the requirements of The Companies Act, 2013 and applicable accounting standards issue by the ICAI. The Details of the financial performance of the company are appearing in the Balance Sheet, Profit & Loss Accounts and others financial statements forming part of this annual report. For financial highlights please refer heading 'FINANCIAL STATEMENT'.

#### **HUMAN RESOURCES DEVELOPMENT**

The Company regards its human resources as amongst its most Valuable assets and proactively reviews policies and processes by creating a work environment that encourages potential of its employees attracting and retaining the best manpower available by providing high degree of motivation, Training and structured compensation was the main thrust of the Human Resources Department this degree of motivation, training and structured compensation was the main thrust of the Human Resources Department this year.

Your Company belief in thrust, transparency & teamwork to improve employee's productivity at all levels.

**For & on behalf of the Board of Directors,**

**Brisk Services Limited**

**Sd/-  
Samita Gupta  
Director**

**Place: New Delhi  
Dated: 01/09/2016**

## Independent Auditor's Report

TO  
THE MEMBERS  
**BRISK SERVICES LTD.**

### Report on the Standalone Financial Statements

We have audited the accompanying Financial Statements of BRISK SERVICES LTD. which comprise of the Balance Sheet as at 31st March, 2016, and the Statement of Profit and Loss and the Cash Flow Statement for the year ended on that date, and a summary of significant accounting policies and Notes to Accounts annexed thereto.

### Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters in section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation and presentation of these Standalone Financial Statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of internal financial control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone 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. 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 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 Standalone Financial Statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the Standalone Financial Statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Standalone 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 Standalone Financial Statements that give true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, as well as evaluating the overall presentation of the Standalone 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 said Standalone Financial Statements read together with the Significant Accounting Policies and the Notes on Standalone Financial Statements appearing thereon, give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2016, and its profit and its cash flows for the year ended on that date.

### Emphasis Matter

- a) ***We draw attention to Clause 9(a) of Note No. 22 to the financial statements in respect of deviation from Accounting Standard 15 on Retirement Benefits by the company and that in absence of a report from an actuary we are not in a position to quantify the financial effect of the same on these financial statements.***

Our opinion is not modified in respect of this matter.



**Report on Other Legal and Regulatory Requirements**

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 Companies Act, 2013, we give in the Annexure a statement on the matters specified in paragraph 3 and 4 of the said Order, to the extent applicable.

As required by section 143(3) of the Act, we report that:

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
- (b) In our opinion, proper books of account, as required by law, have been kept by the Company, so far as appears from our examination of those books;
- (c) The Balance Sheet and the Statement of Profit and Loss and Cash Flow 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;
- (e) On the basis of the written representations received from the directors, and taken on record by the Board of Directors, we report that none of the directors is disqualified as on Current Year from being appointed as a director in terms of Sub-section (2) of Section 164 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 to Auditors 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 explanation given to us:
  - i) There were no pending litigations which would impact the financial position of the Company.
  - ii) The Company did not have any material foreseeable losses on long-term contracts including derivative contracts.
  - iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

AS PER OUR REPORT OF EVEN DATE

**For A K G & CO.**  
**Chartered Accountants**

**CA. Anil K. Goel**  
**PARTNER**

**Membership No. : 083454**  
**Firm's Registration No.:004924N**

**Date: May, 2016**  
**Place New Delhi**

**Annexure to the Auditors' report**

The Annexure referred to in our Independent Auditors' Report to the members of the Company on the financial statements for the year ended 31 March 2016, we report that:

- (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) As explained to us, all the fixed assets have been physically verified by the management in a phased periodical manner, which in our opinion is reasonable, having regard to the size of the Company and nature of its assets. No material discrepancies were noticed on such physical verification.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the company, the title deeds of immovable properties are held in the name of the company.

The company do not have any inventory during the period covered under audit. Thus Para (ii) of order not applicable.

The company has granted loans to the parties covered in the register maintained under section 189 of the Companies Act, 2013, and

- (a) In our opinion and according to the information and explanations given to us, the terms and condition for the grant of such loans are not prejudicial to the interest of the company.
- (b) In respect of loans granted by the company, the interest & receipt is regular and the principal amount is repayable on demand.
- (c) Since the loans granted by the company are repayable on demand, and the said loans have not been demanded by the company, no amount is overdue to the company.

In our opinion and according to the information and explanation given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013, with respect to the loans, investments, guarantees and securities given.

In our opinion and according to the information and explanations given to us, the Company has not accepted deposit from the public. Thus, paragraph 3(v) of the Order is not applicable.

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.

- (a) According to the records of the Company, undisputed statutory dues including 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 have been generally regularly deposited with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the aforesaid dues were outstanding as at March 31, 2016 for a period of more than six months from the date of becoming payable.
- (b) According to the records examined by us and the information and explanations given to us, there are no disputed amounts due in respect of income tax, sales tax, excise duty, Employees provident fund, Employee state insurance fund and other statutory dues at the end of the year.

In our opinion and based on our audit procedures company did not have any outstanding dues to financial institutions, banks or debenture holders during the year.

In our opinion and according to the information and the explanations given to us, the Company has not raised any money by way of initial public offer or term loans. Thus, paragraph (ix) of the Order is not applicable.

In our opinion and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year. Thus, Para (x) of the order not applicable.

As per the records obtained the company has not paid any managerial remuneration. Thus Para (XI) of the order not applicable.

The said company does not fall under the provisions of Nidhi Company. Thus, paragraph (xii) of the Order is not applicable.

As per the records obtained, all transactions with related parties are in compliance with sections 177 and 188 of the Companies Act, 2013 and details have been disclosed in the Financial Statements as required by applicable accounting standards.

As per the records obtained the company has not made any preferential allotment or private placement of shares or debentures. Thus para (xiv) not applicable.

As per the information obtained the company has not entered into any non-cash transactions.

As per the records obtained the, company is not required to be registered under section 45-IA of the Reserve Bank of India.

**For A K G & CO.  
Chartered Accountants**

**Date: May, 2016  
Place: New Delhi**

**CA. Anil K. Goel  
PARTNER  
Membership No. : 083454  
Firm's Registration No. 004924N**

**BRISK SERVICES LTD.**  
**BALANCE SHEET AS AT 31<sup>st</sup> MARCH, 2016**

PARTICULARS	Note No	Amount in Rs	
		As at 31-03-2016	As at 31-03-2015
<b><u>I. EQUITY AND LIABILITIES</u></b>			
<b>(1) Shareholders Funds</b>			
a) Share Capital	1	7,448,000	7,448,000
b) Reserve & Surplus	2	15,827,353	14,619,936
<b>Sub Total (1)</b>		<b>23,275,353</b>	<b>22,067,936</b>
<b>(2) Current Liabilities</b>			
a) Other Current liabilities	3	39,376	68,215
b) Short term provisions	4	17,860	21,646
<b>Sub Total (2)</b>		<b>57,236</b>	<b>89,861</b>
<b>TOTAL (1+2)</b>		<b>23,332,589</b>	<b>22,157,797</b>
<b><u>II. ASSETS</u></b>			
<b>(1) Non Current Assets</b>			
a) Fixed Assets			
i) Tangible Assets	5	137,718	145,952
b) Non-Current Investments	6	2,672,023	2,672,023
c) Long Term Loans and Advances	7	1,224,265	1,274,265
d) Deferred Tax Asset (Net)		1,188,753	-
<b>Sub Total (1)</b>		<b>5,222,759</b>	<b>4,092,240</b>
<b>(2) Current Assets</b>			
a) Trade Receivables	8	762,200	350,000
b) Cash and Cash equivalents	9	858,505	3,142,942
c) Short term Loans and Advances	10	16,472,615	14,572,615
d) Other Current Assets	11	16,510	-
<b>Sub Total (2)</b>		<b>18,109,830</b>	<b>18,065,557</b>
<b>TOTAL (1+2)</b>		<b>23,332,589</b>	<b>22,157,797</b>

Notes to the financial statements & Significant Accounting Policies from Note no. 1 to 22 form an Integral part of this Balance Sheet.

Previous year figures have been re-grouped/re-arranged, wherever necessary to make comparable.

As per our report of even date attached

For A K G & CO.  
CHARTERED ACCOUNTANTS

For and on behalf of the Board of Directors of the Company

(CA. Anil K. Goel)  
PARTNER  
Membership No. : 083454  
Firm's Registration No. : 004924N  
Date : 30<sup>th</sup> May, 2016  
Place : New Delhi

(SIPENDRA KUMAR)  
DIRECTOR  
DIN No. 06909279

(SAMITA GUPTA)  
DIRECTOR  
DIN No. 00132853

## BRISK SERVICES LTD.

**PROFIT AND LOSS STATEMENT FOR THE YEAR ENDED 31<sup>st</sup> MARCH, 2016**

Amount in Rs			
PARTICULARS	Note No	Year Ended 31-03-2016	Year Ended 31-03-2015
<b>I. Revenue from operations</b>			
Sale of Services	12	416,000	316,000
<b>Sub-Total</b>		<b>416,000</b>	<b>316,000</b>
II. Other Income	13	38,055	169,316
<b>III. Total Revenue (I+II)</b>		<b>454,055</b>	<b>485,316</b>
<b>IV. EXPENSES</b>			
Employees Benefits Expenses	14	199,200	755,363
Depreciation and Amortization Expenses	5	8,234	15,323
Other Expenses	15	223,562	220,426
<b>TOTAL EXPENSES</b>		<b>430,996</b>	<b>991,112</b>
<b>V. Profit/ (Loss) before exceptional, extraordinary items and tax (III - IV)</b>		<b>23,059</b>	<b>(505,796)</b>
<b>VI. Exceptional Items</b>			
<b>VII. Profit/ (Loss) before extraordinary items and Tax</b>		<b>23,059</b>	<b>(505,796)</b>
VIII. Extraordinary Items		-	-
<b>IX. Profit/ (Loss) before Tax</b>		<b>23,059</b>	<b>(505,796)</b>
X. Tax Expenses		(4,395)	-
XI. Deferred Tax Asset		1,188,753	
<b>XII. Profit/ (Loss) for the period for the continuing operations</b>		<b>1,207,417</b>	<b>(505,796)</b>
<b>XII. Earning per equity share</b>	<b>19</b>		
1) Basic		1.62	(0.68)
2) Diluted		1.62	(0.68)

Notes to the financial statements & Significant Accounting Policies from Note no. 1 to 22 form an Integral part of this Profit and Loss Statement.

Previous year figures have been re-grouped/re-arranged, wherever necessary to make comparable.

As per our report of even date attached

For A K G & CO.  
CHARTERED ACCOUNTANTS

For and on behalf of the Board of Directors of the Company

(CA. Anil K. Goel)  
PARTNER  
Membership No. : 083454  
Firm's Registration No. : 004924N  
Date : 30<sup>th</sup> May, 2016  
Place : New Delhi

(SAMITA GUPTA)  
DIRECTOR  
DIN No. 00132853

(SIPENDRA KUMAR)  
DIRECTOR  
DIN No. 06909279

## Notes

## NOTE NO. - 1

## SHARE CAPITAL

PARTICULARS	As at 31-03-2016	As at 31-03-2015
<b>Authorised</b>	<b>10,000,000</b>	<b>10,000,000</b>
1000000 Equity Shares of Rs. 10/- each		
(Previous Year 1000000 Equity Shares of Rs.10/- each)	10,000,000	10,000,000
<b>Issued, Subscribed &amp; Paid up</b>	<b>7,448,000</b>	<b>7,448,000</b>
744800 Equity shares of Rs. 10/- each fully paid up		
(Previous Year 744800 Equity shares of Rs. 10/- each fully paid up )	7,448,000	7,448,000
<b>Total</b>	<b>7,448,000</b>	<b>7,448,000</b>

**Note 1.a**

- The company is having only one class of Shares referred to as Equity shares having a par value of Rs. 10/- each.
- Each holder of equity shares is entitled to one vote per share.
- No shares are reserved for issue under options and contracts/commitments for the sale of shares / disinvestment/ ESOP etc.
- The company does not have any Holding company in the current or previous period, hence disclosure of shares held by holding and ultimate holding companies is not applicable

**Note 1.b**

Shareholders holding more than 5 percent shares:

Name of Shareholder	No. of Equity Shares*	
	As at 31-03-2016	As at 31-03-2015
Samita Gupta & Ankit Aggarwal	80,950	80,950
	(10.87%)	(10.87%)
Vinayak Vanijya Ltd.	114,700	114,700
	(15.40%)	(15.40%)
Ankit Aggarwal	87,700	87,700
	(11.77%)	(11.77%)
Distinctive Properties & Leasing Ltd.	64,100	64,100
	(8.61%)	(8.61%)
Saraswati Builders Pvt. Ltd.	-	59,450
		(7.98%)
Deepak Aggarwal & Ankit Aggarwal	57,600	57,600
	(7.73%)	(7.73%)

\* Values in brackets denote percentage of shareholding

**Note 1.c**

Reconciliation of the number of Shares outstanding and the amount of Shares as at March 31, 2016 and March 31, 2015:

Particulars	Amount of Equity Shares*	
	As at 31-03-2016	As at 31-03-2015
Shares outstanding at the beginning of the year	7,448,000	7,448,000
	(7,44,800)	(7,44,800)
Shares Issued during the year for cash	-	-
Shares outstanding at the end of the year	7,448,000	7,448,000
	(7,44,800)	(7,44,800)

\* Values in brackets denote number of equity shares

#### NOTE NO. - 2

#### RESERVE AND SURPLUS

PARTICULARS	As at 31-03-2016	As at 31-03-2015
<b>Profit &amp; Loss Account</b>		
Opening Balance	14,619,936	15,125,732
Add: Profit/ (Loss) for the Year	1,207,417	(505,796)
<b>TOTAL</b>	<b>15,827,353</b>	<b>14,619,936</b>

#### NOTE NO. - 3

#### OTHER CURRENT LIABILITIES

PARTICULARS	As at 31-03-2016	As at 31-03-2015
Duties & Taxes Payable	12,600	1,800
Salary & Wages Payable	-	60,800
Expenses Payable	26,776	5,615
<b>TOTAL</b>	<b>39,376</b>	<b>68,215</b>

#### NOTE NO. - 4

#### SHORT TERM PROVISIONS

PARTICULARS	As at 31-03-2016	As at 31-03-2015
Provision for Expenses	16,720	21,646
Provision for Income Tax (Net)	1,140	-
<b>TOTAL</b>	<b>17,860</b>	<b>21,646</b>

#### NOTE NO. - 5

#### SCHEDULE OF FIXED ASSETS AS AT 31-03-2016

#### (WDV Method)

NAME OF THE ASSET	GROSS BLOCK				DEPRECIATION BLOCK				NET BLOCK	
	OPENING BALANCE	ADDITIONS	SALE/ TFR	CLOSING BALANCE	UPTO 31.3.2015	FOR THE YEAR	ON SOLD ASSETS	TOTAL UPTO 31.03.2016	AS AT 31.03.2016	AS AT 31.03.2015
I) TANGIBLE ASSETS (Not under Lease)										
FLATS	330,000	-	-	330,000	192,851	6,473	-	199,324	130,676	137,149
OFFICE EQUIPMENTS	20,572	-	-	20,572	11,769	1,762	-	13,530	7,042	8,803
SUB-TOTAL	350,572	-	-	350,572	204,620	8,234	-	212,854	137,718	145,952
TOTAL	350,572	-	-	350,572	204,620	8,234	-	212,854	137,718	145,952
Previous year figures	350,572	-	-	350,572	189,297	15,323	-	204,620	145,952	161,275

**Note- 5.a****Fixed Assets**

"Fixed Assets are stated at the cost of acquisition or construction less accumulated depreciation . The cost for this purpose includes freight,duties, taxes and other incidental or installation charges incurred in bringing the assets to its working place and condition for its intended use."

Depreciation on fixed assets has been provided on Written Down Basis in accordance with the SCHEDULE II of the Companies Act 2013.

Depreciation on assets purchased / put to use during the year has been depreciated on pro-rata basis.

No assets has been re-valued or impaired during the year ended 31.03.2016 or previous year ended 31.03.2015

**NOTE NO. - 6****NON-CURRENT INVESTMENTS**

<b>Trade Investments</b>	<b>As at 31-03-2016</b>	<b>As at 31-03-2015</b>
Investment in Equity Instruments (Unquoted)	807,350	807,350
Investment in Equity Instruments (Quoted)	190,000	190,000
Investment in Gold	1,674,673	1,674,673
<b>TOTAL</b>	<b>2,672,023</b>	<b>2,672,023</b>

**DETAILS OF INVESTMENTS**

Particulars	Relationship	Balance As on 01.04.15			Purchase During the Year		Sale During the Year		Closing Bal. As on 31.03.16	
		face value	Quantity	Amount	Quantity	Amount	Quantity	Amount	Quantity	Amount
<b>Quoted at cost- Fully paid up Shares</b>										
Vinayak Vanijya Ltd	Associate	10	55,000	190,000	-	-	-	-	55,000	190,000
<b>Sub Total (A)</b>			<b>55,000</b>	<b>190,000</b>	-	-	-	-	<b>55,000</b>	<b>190,000</b>
<b>Unquoted</b>										
Ankit Leasing & Finance Co. Ltd	Associate	10	20,000	200,000	-	-	-	-	20,000	200,000
Shomit Finance Ltd	Associate	10	100	6,000	-	-	-	-	100	6,000
Devika Apartment Maint. Pvt. Ltd	Associate	10	21,000	69,300	-	-	-	-	21,000	69,300
Surya Services Pvt Ltd	Associate	10	45,000	105,750	-	-	-	-	45,000	105,750
Pragati Impex India P Ltd	Associate	100	14,500	426,300	-	-	-	-	14,500	426,300
<b>Sub Total (B)</b>			<b>100,600</b>	<b>807,350</b>	-	-	-	-	<b>100,600</b>	<b>807,350</b>
<b>Other</b>										
Gold Ornaments			1,030.62	1,674,673	-	-	-	-	1,030.62	1,674,673
			(Gms)						(Gms)	
<b>Sub Total (C)</b>			<b>1,031</b>	<b>1,674,673</b>	-	-	-	-	<b>1,031</b>	<b>1,674,673</b>
<b>Grand Total (A+B+C)</b>			<b>156,631</b>	<b>2,672,023</b>	-	-	-	-	<b>156,631</b>	<b>2,672,023</b>
				<b>As on 31.03.15</b>						<b>As on 31.03.16</b>
Aggregate value of quoted investments			Book Value	190,000						190,000
			Market Value	190,000						190,000
Gold Ornaments			Book Value	1,674,673						1,674,673
Aggregate value of unquoted investments			Book Value	807,350						807,350

**Note :** Where no market quotation are available for the past few years, the value of such shares is taken as book value for declaration of aggregate market value as on 31-03-16.

FOR BRISK SERVICES LTD.

(SAMITA GUPTA)  
DIRECTOR  
DIN No. 00132853

(SIPENDRA KUMAR)  
DIRECTOR  
DIN No. 06909279

**NOTE NO. - 7****LONG TERM LOANS AND ADVANCES**

<b>PARTICULARS</b>	<b>As at 31-03-2016</b>	<b>As at 31-03-2015</b>
<b>Unsecured Considered good</b>		
Security Deposits	2,315	2,315
Capital Advance	1,221,950	1,271,950
<b>TOTAL</b>	<b>1,224,265</b>	<b>1,274,265</b>

**NOTE NO. - 8****LONG TERM LOANS AND ADVANCES**

<b>PARTICULARS</b>	<b>As at 31-03-2016</b>	<b>As at 31-03-2015</b>
<b>TRADE RECEIVABLES</b>		
<b>01. Trade Debts outstanding for a period exceeding 6 months</b>		
Unsecured Considered doubtful	379,200	125,000
<b>02. Trade Debts (Others)</b>		
Unsecured Considered good	<b>383,000</b>	<b>225,000</b>
<b>TOTAL (1+2)</b>	<b>762,200</b>	<b>350,000</b>

The confirmation of transactions and balances of some of the trade debtors are awaited from the respective parties till the conclusion of the audit and in absence of such confirmation the entries recorded in the books have been relied upon and therefore, such balances are as per books of accounts of the company and subject to reconciliation with respective parties.

**NOTE NO. - 9****CASH AND CASH EQUIVALENTS**

<b>PARTICULARS</b>	<b>As at 31-03-2016</b>	<b>As at 31-03-2015</b>
Balance with Banks	80,722	1,865,328
Cash in Hand	777,782	1,277,613
<b>TOTAL</b>	<b>858,504</b>	<b>3,142,941</b>

**NOTE NO. - 10****SHORT TERM LOANS AND ADVANCES**

<b>PARTICULARS</b>	<b>As at 31-03-2016</b>	<b>As at 31-03-2015</b>
<b>Unsecured - Considered good</b>		
To Related Parties	6,052,000	2,952,000
Due from Others	10,257,000	11,457,000
Balance with Income Tax Authorities	163,615	121,683
Advance Tax (Net of Provisions)	-	41,932
<b>TOTAL</b>	<b>16,472,615</b>	<b>14,572,615</b>

In the opinion of the Management loans and advances have a value on realisation in the ordinary course of business at least equal to the amount at which they are stated.

**NOTE NO. - 11****OTHER CURRENT ASSETS**

<b>PARTICULARS</b>	<b>As at 31-03-2016</b>	<b>As at 31-03-2015</b>
Interest Receivable	16,510	-
<b>TOTAL</b>	<b>16,510</b>	<b>-</b>



**NOTE NO. - 12****SALE OF SERVICES**

<b>PARTICULARS</b>	<b>Year Ended 31-03-2016</b>	<b>Year Ended 31-03-2015</b>
Maintenance Recovery Charges	66,000	66,000
Commission Received	350,000	250,000
<b>TOTAL</b>	<b>416,000</b>	<b>316,000</b>

**NOTE NO. - 13****OTHER INCOME**

<b>PARTICULARS</b>	<b>Year Ended 31-03-2016</b>	<b>Year Ended 31-03-2015</b>
Interest Income	32,540	169,316
Liability Written Back	5,515	-
<b>TOTAL</b>	<b>38,055</b>	<b>169,316</b>

**NOTE NO. - 14****EMPLOYEES BENEFITS AND EXPENSES**

<b>PARTICULARS</b>	<b>Year Ended 31-03-2016</b>	<b>Year Ended 31-03-2015</b>
Salaries and Wages	199,200	733,363
Bonus	-	22,000
<b>TOTAL</b>	<b>199,200</b>	<b>755,363</b>

**NOTE NO. - 15****OTHER EXPENSES**

<b>PARTICULARS</b>	<b>Year Ended 31-03-2016</b>	<b>Year Ended 31-03-2015</b>
Payment to Auditors		
a. As Auditor	18,320	18,240
Bank Charges	343	876
Duties, Fees & Taxes	40,104	19,393
Legal and Professional Charges	70,692	26,101
Local Conveyance	6,000	60,071
Office Expenses	18,170	18,090
Rent	36,000	19,100
Stock Exchange Listing Fees	30,321	53,680
Telephone Expenses	3,000	4,200
Miscellaneous Expenses	612	675
<b>TOTAL</b>	<b>223,562</b>	<b>220,426</b>

**NOTE NO. - 16****Contingent liabilities and Commitments**

Income Tax Demands totalling Rs. 65,72,460/- are outstanding as per Department's Records for various Assessment Years. These demands have been generated under section 143(1) of Income Tax Act, 1961. The demands are under rectification u/s 154 of the Income Tax Act, 1961 as the same have been generated erroneously by the department. There is a capital commitment of Rs. 18,39,175/- as at 31 March,2016.

**NOTE NO. - 17****Significant events occurring after balance Sheet Date**

There are no significant events occurring after balance Sheet Date having any material impact on Balance Sheet as at 31st March, 2016

**NOTE NO. - 18****Related Party Disclosures - AS - 18**

There are no significant events occurring after balance Sheet Date having any material impact on Balance Sheet as at 31st March, 2016

**List of Related Parties:**

- a) **Individuals owning an interest in the voting power of the reporting enterprise that gives them significant influence over the enterprise**
- i) Samita Gupta
  - ii) Ankit Aggarwal
  - iii) Deepak Aggarwal
- b) **Key Management Personnel (KMP)**
- i) Deepak Aggarwal
  - ii) Samita Gupta-director
  - iii) Ankit Aggarwal-Director
  - iv) Amit gupta-Director.
  - v) Sipendra Kumar-Director
  - vi) Raj Tiwari-CFO
- c) **Enterprises over which (a) and (b) above, are able to exercise significant influence**
- i) Devika Gold Homez Pvt. Ltd
  - ii) Shomit Finance Ltd.
  - iii) Associate Leasing
  - iv) Devika Estate Management Pvt. Ltd.

Following are the transactions with the entities in which the members of Board of directors are interested:

Transaction / Outstanding Balances	Joint Ventures	KMP and their relatives	Entities Under Significant Influence	Total
Loan Given				
Shomit Finance Limited.	0	0	3,100,000	3,100,000
Advance given against booking of flats received back				
Shomit Finance Limited.			50,000	50,000
Maintenance Services Provided				
Pragati Services Pvt. LTd.			66,000	66,000
<b>Total</b>	<b>0</b>	<b>0</b>	<b>3,216,000</b>	<b>3,216,000</b>

**NOTE NO. - 19****Calculations of Earning per share - AS-20**

PARTICULARS	Year ended 31-03-2016	Year ended 31-03-2015
Net profit as per Profit & Loss Account	1,207,417	(505,796)
Add: Extra-ordinary Items	-	-
Net profit attributable to the Equity Share Holders - A	1,207,417	(505,796)
Weighted average number of equity shares outstanding during the year - B	744,800	744,800
Nominal value of equity share	10	10
<b>Basic &amp; Diluted Earning per share ( Rs.) - A/B</b>	<b>1.62</b>	<b>-0.68</b>

**NOTE NO. - 20****Disclosure of transactions involving Foreign Currency**

PARTICULARS	Year ended 31-03-2016	Year ended 31-03-2015
<b>CIF Value of Imports</b>	<b>Nil</b>	<b>Nil</b>
<b>Total</b>	<b>Nil</b>	<b>Nil</b>
<b>FOB Value of Exports</b>	<b>Nil</b>	<b>Nil</b>
<b>Total</b>	<b>Nil</b>	<b>Nil</b>
<b>Expenditure in Foreign Currency</b>	<b>Nil</b>	<b>Nil</b>
<b>Total</b>	<b>Nil</b>	<b>Nil</b>
<b>Earning in Foreign Exchange</b>	<b>Nil</b>	<b>Nil</b>
<b>Total</b>	<b>Nil</b>	<b>Nil</b>

**NOTE NO. - 21****SEGMENT REPORTING**

The operations of the Company are mainly restricted to single segment, therefore, entire revenue and expenses of the company are considered as related to single segment only.

As per our report of even date attached  
For A K G & CO.  
CHARTERED ACCOUNTANTS

For and on behalf of the Board of Directors  
of the Company

(CA. Anil K. Goel)  
PARTNER  
Membership No. : 083454  
Firm's Registration No. : 004924N  
Date : 30<sup>th</sup> May, 2016  
Place : New Delhi

(SAMITA GUPTA)  
DIRECTORS  
DIN No. 00132853

(SIPENDRA  
KUMAR)  
DIRECTORS  
DIN No. 06909279

**NOTE NO. - 22****Significant Accounting Policies:****1 Accounting Convention**

The financial statements are prepared under the Historical Cost Convention and evaluated on a going concern basis. These statements have been prepared in conformity with generally accepted accounting policies and in accordance with applicable mandatory Accounting Standards and relevant presentational requirements of Companies Act, 2013.

**2 Fixed Assets & Depreciation**

"Fixed Assets have been stated at cost less accumulated depreciation. Cost of acquisition or construction is inclusive of freight, duties, taxes and other incidental or installation charges.

"Depreciation on Fixed Assets has been charged on written down value method on the basis of useful life of

assets prescribed in Schedule II of the Companies Act, 2013.

### **3 Revenue Recognition**

"Service Charges or Annual Maintenance Charges or Commission Income are recognized on accrual basis based on the period of contract. Dividend Income is being accounted for on receipt basis."

### **4 Expenditure**

Expenditures have been charged to revenue on accrual basis, except, no provision for Gratuity and Leave encashment has been made in the books of account, as same are accounted for on payment basis.

### **5 Impairment Of Assets**

In accordance with the accounting standard 28 issued by the Institute of Chartered Accountant of India, management regularly reviews the value of assets and as per management there is no indication of impairment of any assets.

### **6 Use Of Estimates**

The presentation of financial statements requires estimates and assumptions to be made that effect the reported amount of assets and liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual result and estimates are recognized in the period in which the results are known/ materialized.

### **7 Investments**

Investments in the shares of quoted and unquoted companies, held as long term investments have been stated at cost. However, the market value of investments as at 31-03-2016 is not available as the quoted equity shares are not transacted for the last few years and accordingly the quoted equity shares have also been stated at cost. Decline, if any, in the market value of investments is considered to be temporary in nature, and therefore no provision for the same has been made.

### **8 Taxes On Income**

- a) Provision for current tax is made on the basis of estimated taxable income for the current accounting year in accordance with the Income Tax Act 1961.
- b) "Provision for current tax is made on the basis of estimated taxable income for the current accounting year in accordance with the Income Tax Act 1961. The deferred tax for timing differences between the book and tax profits for the year is accounted for using the tax rates and laws that have been substantively enacted as of the balance sheet date in accordance with Accounting Standard - 22 i.e. "Accounting for Taxes on Income". Deferred tax assets/ (Liabilities) arising from timing differences are recognised to the extent there is reasonable certainty that these would be realised / Payable in future respectively. "Provision for deferred Tax has been made from this year considering the virtual certainty of profits in future.

### **9 Employee Benefits**

- a) No Provision for Gratuity Liability is made as the same would be accounted for on payment basis.

As per our report of even date attached

**For A K G & CO.  
CHARTERED ACCOUNTANTS**

**For and on behalf of the Board of Directors of the Company**

**(CA. Anil K. Goel)**

**PARTNER**

**Membership No. : 083454**

**Firm's Registration No. : 004924N**

**Date : 30<sup>th</sup> May, 2016**

**Place : New Delhi**

**(SAMITA GUPTA)**

**DIRECTOR**

**DIN No. 00132853**

**(SIPENDRA**

**KUMAR)**

**DIRECTOR**

**DIN No. 06909279**

**PROXY FORM**

Form No. MGT-11

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

**Brisk Services Limited**

SF-28, Devika Tower, 6, Nehru Place, New Delhi – 110019, Website: briskservices.co.in

Phone: 011 – 4367 5505, Email id: brisk1983@gmail.com

CIN : L74140DL1983PLC016646

Name of the Member(s)			
Registered address			
E-mail I.d			
Folio no./Client Id		DP Id	

I/We, being the member (s) of..... shares of Brisk Services Limited, hereby appoint:

- Name : ..... E-mail Id : .....  
Address : ..... Signature : ....., or failing him/her
- Name : ..... E-mail Id : .....  
Address : ..... Signature : ....., or failing him/her
- Name : ..... E-mail Id : .....  
Address : ..... Signature : ....., or failing him/her

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 33RD Annual General Meeting of the company, to be held on Tuesday, the 27th day of September, 2016 at 12:30 P.M at the Registered Office of the company at SF-28, Devika Tower, 6, Nehru Place, New Delhi – 110019 and at any adjournment thereof in respect of such resolutions as are indicated below:

No.	Resolution	For	Against
1.	To receive, consider and adopt the audited financial statements of the Company for the financial year ended on 31 <sup>st</sup> March, 2016 together with the reports of the Auditor and Directors thereon.		
2.	To appoint a Director in place of <b>Ms. Samita Gupta (DIN: 00132853)</b> , who shall retire at the ensuing Annual General Meeting and being eligible, offers for re-appointment.		
3.	Ratification of the appointment of M/s AKG & Co., Chartered Accountants, as statutory Auditor of the Company.		
4.	To consider the appointment of Mr. Sipendra Kumar as Whole Time Director of the Company.		
5.	To consider the appointment of Mr. Baktawar Singh Rajwar as an Independent Director of the Company.		
6.	To consider the appointment of Ms. Hema Arya as an Independent Director of the Company.		

Signed this..... day of \_\_\_\_\_ 2016.

Signature of Shareholder

Signature of Proxy holder(s)

Affix Revenue  
Stamp of  
Rs. 1/-

**Notes:**

- This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.
- A Proxy need not be a member of the Company.
- A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
- \*\*This is only optional. Please put a 'X' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
- Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
- In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

**Brisk Services Limited**

SF-28, Devika Tower, 6, Nehru Place, New Delhi – 110019, Website: briskservices.co.in

Phone: 011 – 4367 5505, Email id: brisk1983@gmail.com

**CIN : L74140DL1983PLC016646****ADMISSION SLIP/RECORDS UPDATION FORM**

Folio No./ DPID & Client ID	
Name of First Registered Holder	
Name of Joint Holder(s)	
Registered Address	
E-mail ID (to be registered)	

**Please register/updated my/our e-mail id for sending all future companies correspondence.**

I HEREBY RECORD MY PRESENCE AT THE 33RD ANNUAL GENERAL MEETING OF BRISK SERVICES LIMITED ON TUESDAY, 27TH SEPTEMBER, 2016 AT 12:30 PM AT SF-28, DEVIKA TOWER, 6, NEHRU PLACE, NEW DELHI – 110019.

.....  
Date:  
First Holder Signature

**Notes:**

1. Shareholders/Proxies who come to attend the meeting are requested to bring their copies of the Annual Report and Admission Slip with them.
2. Shareholders having queries are requested to send them Seven days in advance of the date of Annual General Meeting of the Company to enable it to collect the relevant information.
3. This Admission slip is valid only in case shares are held on the date of this AGM

**Brisk Services Limited**

SF-28, Devika Tower, 6, Nehru Place, New Delhi – 110019, Website: briskservices.co.in

Phone: 011 – 4367 5505, Email id: brisk1983@gmail.com

**CIN : L74140DL1983PLC016646**

Sl. No. ....

**BALLOT PAPER**

33<sup>rd</sup> ANNUAL GENERAL MEETING of the members of the company to be held at Registered office of the company SF-28, Devika Tower, 6, Nehru Place, New Delhi – 110019.

Folio No./DPID & Client ID	
No. of Shares held	
Name of the Shareholder or name of the Proxy	

S. No.	Brief of Resolutions	In favor of resolutions*	Against the Resolutions
1.	To receive, consider and adopt the audited financial statements of the Company for the financial year ended on 31 <sup>st</sup> March, 2016 together with the reports of the Auditor and Directors thereon.		
2.	To appoint a Director in place of <b>Ms. Samita Gupta (DIN: 00132853)</b> , who shall retire at the ensuing Annual General Meeting and being eligible, offers for re-appointment.		
3.	Ratification of the appointment of M/s AKG & Co., Chartered Accountants, as statutory Auditor of the Company.		
4.	To consider the appointment of Mr. Sipendra Kumar as Whole Time Director of the Company.		
5.	To consider the appointment of Mr. Baktawar Singh Rajwar as an Independent Director of the Company.		
6.	To consider the appointment of Ms. Hema Arya as an Independent Director of the Company.		

Signature of Member(s)/proxy

\* Please tick in the appropriate column

**Brisk Services Limited**

SF-28, Devika Tower, 6, Nehru Place, New Delhi – 110019, Website: briskservices.co.in

Phone: 011 – 4367 5505, Email id: brisk1983@gmail.com

**CIN : L74140DL1983PLC016646****ATTENDANCE SLIP**

33 <sup>rd</sup> Annual General Meeting	
Regd. Folio/DP ID & Client ID	
Name and Address of the Shareholder	

- I/We hereby record my/our presence at the 33rd Annual General Meeting of the Company being held on Tuesday, the 27th September, 2016 at 12.30 P.M. at registered office of the company to transact the following business:**
- Signature of the shareholder/Proxy present.....
- Shareholder/Proxy holder wishing to attend the meeting must bring the Attendance Slip to the meeting and handover at the ENTRANCE OF THE MEETING HALL duly signed.
- Shareholder/Proxy holder desiring to attend the meeting should bring his/her copy of the Annual Report for reference at the meeting.

**ELECTRONIC VOTING PARTICULARS**

Electronic Voting Sequence Number (EVSN)	User ID	Password / PIN
160906108	Please enter your DP ID / CL ID or Folio No.	Use your existing password or enter your PAN with Bank A/c. No. / Date of Birth

**Note :**

Please read the instructions printed under the Note No. 15 to the Notice of the 33rd Annual General Meeting. The Voting period starts from 09.00 A.M.(IST) on 24th September, 2016 and ends at 5.00 p.m. (IST) on 26th September, 2016. The voting module shall be disabled by CDSL for voting thereafter.



**BOOK POST**

*If undelivered please, return to :*

**BRISK SERVICES LIMITED**

Flat No. 216-B, Second Floor,  
Devika Tower, 6, Nehru Place,  
New Delhi-110019