

MONEYTECH FINLEASE LIMITED

Regd. Off: 829/2, Laxmideep Building, 8th Floor, District Centre, Next to V3S Mall, Laxmi Nagar, New Delhi-110092
E-Mail ID: moneytechfinlease@gmail.com; CIN: L65910DL1984PLC018732; Tel. No.- 011-68888436

Website: www.moneytechfin.com

Date: 13.10.2018

**Metropolitan Stock Exchange of India Limited
Vibgyor Towers, 4th Floor, Plot No. C, 62,
G Block, Opp Trident Hotel, Bandra Kurla Complex,
Bandra (E) Mumbai – 400098**

Scrip ID: MONEYTECH

Subject: Submission of Annual Report of the company for the Financial Year 2017-18.

Dear Sir/ Madam,

Please find enclosed herewith the Annual Report for the Financial Year 2017-18, pursuant to Regulation 34(1) of SEBI (Listing Obligations and Disclosures Requirement) Regulations, 2015. You are requested to kindly take note and update the same in your records.

Please update the same in your Records.

Thanking You

CERTIFIED TO BE TRUE



MOHD SAKIR

DIN: 06972416

ADDRESS: F-9, JJ CAMP TIGRI DELHI 110062

CC

**The Calcutta Stock Exchange Limited
7, Lyons Range, Dalhousie, Murgighata,
B B D Bagh, Kolkata, West Bengal 700001**



CORPORATE INFORMATION**BOARD OF DIRECTORS**

Mr. Satender Kumar (Non- Executive / Non Independent Director)

Mr. Baldev Raj Bhatia (Non- Executive / Independent Director)

Ms. Sarita Devi (Non – Executive / Non Independent Director)

COMPLIANCE OFFICER:

Ms. Seema Gupta, Company Secretary
829/2, Laxmideep Building, 8th Floor,
District Centre, Next to V3S Mall, Laxmi Nagar,
New Delhi - 110092

STATUTORY AUDITORS

M/s. Shashank K Gupta & Associates, Chartered Accountants
F-282, 1st floor Block 40, Sky Tower
Sanjay Place Agra-282002 Uttar Pradesh

CORPORATE IDENTIFICATION NUMBER

L65910DL1984PLC018732

REGISTERED OFFICE

829/2, Laxmideep Building, 8th Floor, District Centre,
Next to V3S Mall, Laxmi Nagar, New Delhi - 110092
Contact No. 011- 68888436
Fax No. 68888436
Email: moneytechfinance@gmail.com

STOCK EXCHANGES WHERE COMPANY'S SHARES ARE LISTED

Metropolitan Stock Exchange of India Limited,
Vibgyor Towers, 4th floor, Plot No C 62, G - Block,
Opp. Trident Hotel, Bandra Kurla Complex,
Bandra (E), Mumbai – 400 098

Calcutta stock Exchange Limited
7, Lyons Range, Kolkata- 700001

ANNUAL GENERAL MEETING:

September 21, 2018

DAY & TIME: on Friday at 9:00 A.M

VENUE: Gauri Shankar Mandir, K- Block,
Mangol Puri, Delhi- 110083

CONTENTS OF ANNUAL REPORT

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MONEYTECH FINLEASE LIMITED

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Website: www.moneytechfin.com

NOTICE IS HEREBY GIVEN THAT THE 34TH ANNUAL GENERAL MEETING OF MONEYTECH FINLEASE LIMITED WILL BE HELD ON FRIDAY, 21ST SEPTEMBER, 2018 AT 09:00 A.M. AT GAURI SHANKAR MANDIR, K- BLOCK, MANGOL PURI, DELHI- 110083 TO TRANSACT THE FOLLOWING BUSINESSES:

ORDINARY BUSINESS:

1. To receive, consider and adopt the audited Balance sheet of the Company as at March 31st 2018, the statement Profit & Loss Account, Cash Flow Statement for the year ended on that date and the Reports of Directors and Auditor's thereon.
2. To Appoint a Director in place of **Mr. Satender Kumar**, who retires by rotation and being eligible offer himself for re - appointment.
3. To ratify the appointment of **M/s. Shashank K Gupta & Associates**, Chartered Accountants (Firm Registration number 023270C), the Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the six AGM and to fix their remuneration.

SPECIAL BUSINESS:

4. To appoint **Ms. Sarita Devi (DIN: 08084134)** as Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT Ms. Sarita Devi (DIN: 08084134) who was co-opted as an Additional Director on the board of the company with effect from 13th March, 2018 and who ceases to hold the office at this Annual General Meeting and in respect of whom a notice under section 160 of the Companies Act, 2013 has been received from a member along with requisite deposit proposing her candidature for the office of a Director on the Board of the Company, be and is hereby appointed as a director on the Board, liable to retire by rotation."

RESOLVED FURTHER THAT any Director of the Company, be and is hereby severally authorized to file necessary returns/forms to the Registrar of Companies and to do all such acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution."

5. To appoint **Mr. Chandan Tirkey (DIN: 08120763)** as Director and in this regard to consider and if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT Mr. Chandan Tirkey (DIN: 08120763) who was co-opted as an Additional Director on the board of the company with effect from 26th April, 2018 and who ceases to hold the office at this Annual General Meeting and in respect of whom a notice under section 160 of the Companies Act, 2013 has been received from a member along with requisite deposit proposing his candidature for the office of a Director on the Board of the Company, be and is hereby appointed as a director on the Board, liable to retire by rotation."

RESOLVED FURTHER THAT any Director of the Company, be and is hereby severally authorized to file necessary returns/forms to the Registrar of Companies and to do all such acts, deeds and things that may be necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution.”

Date: 21.08.2018
Place: New Delhi

By order of the Board
for Moneytech Finlease Limited

Sd/
Satender Kumar
DIN: 06985603
DIRECTOR
Address: 129/57, T Huts
Khilona Bagh, Delhi 110009

DIRECTORS' REPORT

To

**THE MEMBERS,
MONEYTECH FINLEASE LIMITED**

Your Directors have pleasure in presenting the 34th Director's Report of your Company together with Audited Statement of Accounts and the Auditors' Report of your Company for the financial year ended, 31st March 2018.

FINANCIAL SUMMARY OR HIGHLIGHTS / PERFORMANCE OF THE COMPANY

The highlights of financial results of your Company are as follows:

Particulars	For the Financial year ended as on 31 st March, 2018	For the Financial year ended as on 31 st March, 2017
	Amount (in Rs. lacs)	Amount (in Rs. lacs)
Income	87.17	60.54
Less: Expenditure	84.40	57.63
Profit/(Loss) before taxation	2.77	2.91
Less: Income Tax	.24	0.90
Net profit/ (Loss) after taxation	2.53	2.01

FINANCIAL PERFORMANCE

During the year under review, Your Company has recorded a total income of Rs.87.17 Lacs against Rs. 60.54 Lacs in the previous year. Profit after taxation for the financial year ended on 31st March, 2018 increased to Rs. 2.53 Lacs against Rs. 2.01 Lacs in the previous year.

RESERVE AND SURPLUS

Rs. 2.53 lacs is being transferred to the reserve and surplus.

DIVIDEND

To Plough back the profits into the business, the Board of Directors has not declared any dividend during the year.

CHANGE IN THE NATURE OF BUSINESS

During the year, the Company has not changed its nature of business.

DEPOSITS

The Company has not accepted deposit from the public falling within the ambit of Section 73 of the Companies Act, 2013 and The Companies (Acceptance of Deposits) Rules, 2014. No amount of principal or interest was outstanding as on the date of Balance Sheet.

MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY WHICH HAVE OCCURRED BETWEEN THE END OF THE FINANCIAL YEAR OF THE COMPANY TO WHICH THE FINANCIAL STATEMENTS RELATE AND THE DATE OF THE REPORT

There have been no material changes and commitments which can affect the financial position of the Company occurred between the end of the financial year of the Company and date of this report.

DETAILS IN RESPECT OF ADEQUACY OF INTERNAL FINANCIAL CONTROLS WITH REFERENCE TO THE FINANCIAL STATEMENTS

The Company has a formal system of internal control testing which examines both the design effectiveness and operational effectiveness to ensure reliability of financial and operational information and all statutory / regulatory compliances. The Company has a strong monitoring and reporting process resulting in financial discipline and accountability.

RISK MANAGEMENT POLICY

Therefore, in accordance with the provisions of the Companies Act, 2013, the Board members were informed about risk assessment and minimization procedures after which the Board formally adopted steps for framing, implementing and monitoring the risk management plan for the company.

The main objective of this policy is to ensure sustainable business growth with stability and to promote a pro-active approach in reporting, evaluating and resolving risks associated with the business. In order to achieve the key objective, the policy establishes a structured and disciplined approach to Risk Management, in order to guide decisions on risk related issues.

In today's challenging and competitive environment, strategies for mitigating inherent risks in accomplishing the growth plans of the Company are imperative. The common risks inter alia are: Regulations, competition, Business risk, Technology obsolescence, Investments, retention of talent and expansion of facilities. Business risk, inter-alia, further includes financial risk, political risk, fidelity risk, legal risk. As a matter of policy, these risks are assessed and steps as appropriate are taken to mitigate the same.

PARTICULARS OF EMPLOYEES AND OTHER DISCLOSURE

The prescribed particulars of Employees required under Section 197(12) of the Companies Act, 2013 read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is annexed herewith as Annexure to this Report.

The information required pursuant to Section 197(12) read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 in respect of Employees of the Company, will be provided on request. In terms of Section 136 of the Act, the reports and accounts are being sent to the members and others entitled thereto, excluding the information on employees particulars mentioned in rule 5(2) of the said rule which is available for inspection by the Members at the Registered Office of the Company during the business hours on working days of the Company upto the date of ensuing Annual General Meeting. If any Member is interest in inspecting the same, such Member may write to the Compliance officer in advance.

NAME OF THE COMPANIES WHICH HAVE BEEN BECOME OR CEASED TO BE ITS SUBSIDIARIES AND ASSOCIATE COMPANIES DURING THE YEAR

Since the Company has no subsidiaries as on 31st March, 2018, provision of section 129 of the Companies Act, 2013 is not applicable.

STATE OF COMPANY AFFAIRS

The Company is complying with all the applicable laws and provisions and there is no adverse action against the business operations of the Company.

STATUTORY AUDITORS

In Terms of the provisions of Section 139 of the Companies Act, 2013, **M/s. Shashank K Gupta & Associates**, Chartered Accountants, having (**Firm registration no. 023270C**), were appointed as Statutory Auditors of the Company by the shareholders through Annual General Meeting Dated **30th September, 2017** to hold office till conclusion of ensuing Annual General Meeting. The said appointment is subject to ratification by the members at every Annual General Meeting.

The Board has recommended the appointment of **M/s. Shashank K Gupta & Associates**, Chartered Accountants, having (Firm registration no. **023270C**), by the shareholders at the forthcoming Annual General meeting. The Company has received a letter from **Shahshank K Gupta & Associates**, Chartered Accountants, confirming their eligibility under Section 141 of the companies Act, 2013.

AUDITORS' REPORT

The Notes on Financial Statements referred to in the Auditors' Report are self-explanatory and therefore, in the opinion of the Directors, do not call for further comments.

EXTRACT OF THE ANNUAL RETURN

Pursuant to the provisions of Section 134 (3) (a) of the Companies Act, 2013, Extract of the Annual Return for the financial year ended 31st March, 2018 made under the provisions of Section 92 (3) of the Act in Form MGT -9 is annexed herewith as Annexure.

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

The particulars as required under the provisions of Section 314(3)(m) of the Companies Act, 2013 read with Rule 8(3) of The Companies (Accounts) Rules, 2014 in respect of Conservation of Energy and Technology Absorption have not been furnished considering the nature of activities undertaken by the Company during the year under review.

There was no foreign exchange earning & outgo during the financial year under review.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

During the year under review, the Company is not required to comply with the provisions related to Corporate Social Responsibility on the basis of its financial statement.

DIRECTORS & COMMITTEES:

a) Changes in Directors and Key Managerial Personnel

During the year under review, Mr. Mohd Sakir and Ms. Pooja Sharma the Directors of the company have resigned from the directorship of the company with effect from February 06, 2018 and 13th March, 2018 respectively.

Further, Ms. Sarita Devi has been appointed as an Additional Director of the Company w.e.f 13th March, 2018.

Except mentioned above, there is no change in the Composition of Board of Directors during the financial year under review.

b) Board Evaluation

Pursuant to the provisions of the Companies Act, 2013 and **SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**, the Board has carried out an Annual Performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its various Committees. A separate exercise was carried out to evaluate the performance of individual Directors including the Chairman of the Board, who were evaluated on parameters such as level of engagement and contribution, independence of judgment, safeguarding the interest of the Company and its minority shareholders etc. The performance evaluation of the Independent Directors was carried out by the entire Board excluding the Directors being evaluated. The performance evaluation of the Chairman and Non -Independent Directors was carried out by the Independent Directors at their separate meeting held on 14th November, 2018.

c) Declaration by an Independent Director(s) and re- appointment, if any

All Independent Directors have given declaration that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, and **SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**.

c) Formal Annual Evaluation

Pursuant to the provisions of companies Act, 2013 and **SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**, the Board has carried out annual performance evaluation of its own performance, the directors individually as well the evaluation of the working of its Audit, Nomination & Remuneration and Stakeholder committee.

NUMBER OF MEETINGS OF THE BOARD OF DIRECTORS

BOARD MEETINGS

During the year Six Board Meetings were convened and held. The details of which are given below.

S. No.	Date of meeting	Total No. of Directors on the Date of Meeting	No. of Directors attended
1.	27.05.2017	4	4
2.	12.08.2017	4	4
3.	08.11.2017	4	4
4.	06.02.2018	4	4
5.	12.02.2018	4	4
6.	13.03.2018	4	4

EXTRAORDINARY GENERAL MEETINGS DURING THE FINANCIAL YEAR 2017-18

There is no Extraordinary General Meeting Convened during the Financial Year 2017-18.

1. **AUDIT COMMITTEE**

The Board has well-qualified Audit Committee with majority of Independent Directors including Chairman. They possess sound knowledge on Accounts, Audit, Finance, Taxation, Internal Controls etc.

The Audit Committee also advises the Management on the areas where internal control system can be improved. The Terms of reference of the Audit Committee are in accordance with Regulation 18 of **Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015** and Section 177 of the Companies Act, 2013 as follows:

- Oversight of the Issuer's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- Recommending to the Board, the appointment, re-appointment and, if required, there Placement or removal of the statutory auditor and the fixation of audit fees
- Approval of payment to Statutory Auditors for any other services rendered by the statutory auditors.
- Reviewing, with the management, the annual financial statements before
- submission to the board for approval, with particular reference to:
 - (i) Matters required to be included in the Directors' Responsibility Statement to be included in the Board's report in terms of clause (2AA) of Section 217 of the Companies Act, 1956;
 - (ii) Any changes in accounting policies and practices and reasons for the same;
 - (iii) Major accounting entries involving estimates based on exercise of judgment by management;
 - (iv) Significant adjustments made in the financial statements arising out of audit findings;
 - (v) Compliance with listing and other legal requirements relating to financial statements;
 - (vi) Disclosure to any related party transactions;
 - (vii) Qualifications in the draft audit report.
- Reviewing with the management the half yearly financial statements before submission to the Board for approval.
- Reviewing with the management, performance of statutory and internal auditors, adequacy of internal control systems;

- Reviewing the adequacy of internal audit function, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
- Discussion with internal auditors any significant findings and follow up thereon;
- Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matters to the Board;
- 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;
- Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.

COMPOSITION

During the year ended on 31st March, 2018, the composition of Audit Committee has been as under:

a) Mrs. Sarita Devi*	(Chairman)
b) Ms. Pooja Sharma*	(Chairman)
c) Mr. Satender Kumar	(Member)
d) Mr. Baldev Raj Bhatia	(Member)

During the financial year 2017-18, Four (4) meeting of Audit Committee was held i.e. 27.05.2017, 12.08.2017, 08.11.2017 and 12.02.2018

**During the year under review, Ms. Sarita Devi has been appointed as an Additional Director of the Company w.e.f 13th March, 2018 and Ms. Pooja Sharma, one of the Directors of the company has resigned from the directorship of the company with effect from 13th March, 2018.*

NOMINATION & REMUNERATION COMMITTEE

The Company has duly constituted Nomination and Remuneration Committee to align with the requirements prescribed under the provisions of the Companies Act, 2013 and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements), 2015.

COMPOSITION

a) Mrs. Sarita Devi*	(Chairman)
b) Ms. Pooja Sharma*	(Chairman)
c) Mr. Satender Kumar	(Member)
d) Mr. Baldev Raj Bhatia	(Member)

During the financial year 2017-18, Four (4) meeting of Nomination and Remuneration Committee was held i.e. 27.05.2017, 12.08.2017, 06.02.2018 and 13.03.2018

***During the year under review, Ms. Sarita Devi has been appointed as an Additional Director of the Company w.e.f 13th March, 2018 and Ms. Pooja Sharma, one of the Directors of the company has resigned from the directorship of the company with effect from 13th March, 2018.*

TERMS OF REFERENCE

The terms of reference of Nomination and Remuneration Committee includes the following:

- The remuneration committee recommends to the board the compensation terms of the executive directors.
- The committee to carry out evolution of every director's performance and recommend to the board his/her appointment and removal based on the performance.
- The committee to identify persons who may be appointed in senior management/Director in accordance with the criteria lay down.
- Framing and implementing on behalf of the Board and on behalf of the shareholders, a credible and transparent policy on remuneration of executive directors including ESOP, Pension Rights and any compensation payment.

- Considering approving and recommending to the Board the changes in designation and increase in salary of the executive directors.
- Ensuring the remuneration policy is good enough to attract, retain and motivate directors.
- Bringing about objectivity in deeming the remuneration package while striking a balance between the interest of the Company and the shareholders.”

STAKEHOLDER RELATIONSHIP COMMITTEE

Our Company has constituted a Stakeholder Relationship Committee to redress the complaints of the shareholders. The committee currently comprises of three Directors. Ms. **Sarita Devi** is the Chairman of the committee.

a) Mrs. Sarita Devi*	(Chairman)
b) Ms. Pooja Sharma*	(Chairman)
c) Mr. Satender Kumar	(Member)
d) Mr. Baldev Raj Bhatia	(Member)

During the financial year 2017-18, Four (4) meeting of Stakeholder Relationship Committee was held i.e. 27.05.2017, 12.08.2017, 06.02.2018 and 13.03.2018.

** During the year under review, Ms. Sarita Devi has been appointed as an Additional Director of the Company w.e.f 13th March, 2018 and Ms. Pooja Sharma, one of the Directors of the company has resigned from the directorship of the company with effect from 13th March, 2018*

ROLE OF STAKEHOLDER RELATIONSHIP COMMITTEE

The Stakeholder Relationship Committee of our Board look into:

- The redressal of investors complaints viz. non-receipt of annual report, dividend payments etc.
- Matters related to share transfer, issue of duplicate share certificate, dematerializations.
- Also delegates powers to the executives of our Company to process transfers etc.

The status on various complaints received / replied is reported to the Board of Directors as an Agenda item.

During the year under review, the Composition of the Stakeholder Relationship Committee has been as under:

DETAILS OF ESTABLISHMENT OF VIGIL MECHANISM FOR DIRECTORS AND EMPLOYEES

During the year, as per Section 177(9) read with Rule 7(1) of The Companies (Meeting of Board and its Powers) Rules, 2014, Company is required to establish a Vigil Mechanism for its Directors and employees. In order to ensure that the activities of the Company and its employees are conducted in a fair and transparent manner by adoption of highest standards of professionalism, honesty, integrity and ethical behavior the company has adopted a vigil mechanism policy.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

During the year, Company has not provided Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS WITH RELATED PARTIES

The Company has no material significant transactions with its related parties which may have a potential conflict with the interest of the Company at large. The details of transactions with the Company and related parties are given for information under notes to Accounts.

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

In order to prevent sexual harassment of women at workplace; the provisions of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 are effective in the Company. Under the said Act every company is required to set up an Internal Complaints Committee to look into complaints relating to sexual harassment at workplace of any women employee. The Company has in place an Anti Sexual Harassment Policy in line with the

requirements of the Sexual Harassment of Woman at Workplace (Prevention, Prohibition and Redressal) Act, 2013. All women employees (permanent, contractual, temporary and trainee) are covered under this Policy.

The following is a summary of Sexual Harassment complaints received and disposed off during the year:

- a. No. of Complaints received: 0
- b. No. of Complaints disposed off : 0

MANAGERIAL REMUNERATION POLICY

Provisions relating to Managerial Remuneration as per Section 197 read with Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 The Board have on the recommendation of the Nomination & Remuneration Committee framed a Policy for Selection and appointment of Directors, senior management and their Remuneration.

SECRETARIAL AUDIT REPORT AND EXPLANATION TO THE QUALIFICATIONS REPORTED IN THE REPORT

Provisions relating to Secretarial Audit as per Section 204 read with Rule 9 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed **Mr. Devesh Arora, Proprietor of Devesh Arora & Associates**, Company Secretaries to undertake the Secretarial audit of the Company. The Secretarial Auditor Report provided By the Secretarial Auditor in Form No MR-3 has been enclosed as Annexure.

Qualification on Secretarial Audit:

**During the period under review, the company has not appointed the Chief financial officer pursuant to the provisions of section 203 of Companies Act, 2013: With respect to the qualification, the Company is searching the best candidate for the post of Company Secretary and Chief Financial officer, and would try to intimate and file the required information/compliances timely and effective steps has been taken to comply the qualifications as reported by the Secretarial Auditor.*

**During the period under review, there are some instances where the Company has filed delay intimations/Compliances to Metropolitan Stock Exchange of India limited and The Calcutta stock exchange Limited and Registrar of Companies, NCT of Delhi & Haryana.: We will keep this in mind and this will never happen in future.*

CORPORATE GOVERNANCE

As per Chapter IV Regulation 15 of **SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**, A Company having Paid up Capital Less than 10 Crores and Netwoth below than 25 crores is not required to contain Corporate Governance Report in its Annual Report.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

As per Chapter IV Regulation 15 of **SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**, A Company having Paid up Capital Less than 10 Crores and Netwoth below than 25 crores is not required to contain Management Discussion And Analysis Report in its Annual Report.

DETAILS 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 Significant and Material orders has been passed by Securities Exchange Board of India, Stock Exchanges, Tribunal or Courts in the year under Report.

DIRECTORS' RESPONSIBILITY STATEMENT

The Directors' Responsibility Statement referred to in clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, shall state that -

- (a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) the directors had 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; and

(e) The directors, in the case of a listed company, 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

The board wishes to express and place on records its gratitude for the faith reposed in and cooperation extended to the company by the shareholders of the company. Your directors wish to place on record their deep sense of appreciation for the devoted and sincere services of the executives, staff and workers of the company for its success.

**For and on behalf of the Board
Moneytech Finlease Limited**

**Date: 21.08.2018
Place: New Delhi**

**Sd/-
SATENDER KUMAR
Director
DIN No: 06985603**

**Sd/-
Chandan Tirkey
Director
DIN No: [08120763](#)**

ANNEXURE TO THE DIRECTOR'S REPORT

DISCLOSURE UNDER SECTION 197 (12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF ANAGERIAL PERSONNEL) RULES, 2014 ARE GIVEN BELOW:

1.	The ratio of the remuneration of each Director to the median Remuneration of the employees of the company for the financial year;	Mr. Satender Kumar Nil	Mr. Mohd Sakir Nil
2.	The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year;	Since the Company does not pay any remuneration to any Director and the Key Managerial Personnel, the percentage increase is NIL.	
3.	The percentage increase in the median remuneration of Employees in the financial; Year.	N.A	
4.	The number of Permanent Employees on the rolls of the Company;	2	
5.	The explanation on the relationship between average increase in remuneration and Company performance;	Not Applicable	
6.	Comparison of the remuneration of the Key Managerial Personnel against the performance of the Company.	Not Applicable	
7.	Variations in the market capitalization of the Company, price earnings ratio as at the closing date of the current financial year and previous financial year and	N.A	N.A
8.	Percentage increase or decrease in the market quotations of the shares of the Company in comparison to the rate at which the Company came out with the last Public offer	N.A	N.A
9.	Average percentile increase already made in the Salaries of Employees other than the Managerial Personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration.	Nil	

10.	Comparison of the each remuneration of the Key Managerial Personnel against the performance of the Company;	Name of the Person	Mr. Rakesh Jain (Whole-Time Director) From 01.04.2017 to 24.02.2018	Seema Gupta (Company Secretary)		
		Remuneration in FY 2017- 18 (Rs. In lakhs)	Nil	325000		
		Revenue (Rs. in lakhs)	Nil	Nil		
		Remuneration as % of Revenue	Nil	Nil		
		Profit after Tax (Rs. In Lakhs)	Nil	Nil		
		Remuneration as % of PAT	Nil	Nil		
11.	The key parameters for any variable component of remuneration availed by the Directors;	The employees are paid variable components only after ascertaining their individual performance rating for the year in addition to their jobs fundamentals. It is hereby affirmed that the remuneration paid during the year is as per remuneration policy of the Company.				
12.	The ratio of the remuneration of the highest paid Directors to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year; and	Name of the Highest Paid Director	Remuneration of the Highest Paid Directors	Name of employees who are not directors but receive remuneration in excess of the highest paid director	Remuneration of employees who are not directors but receive remuneration in excess of the highest paid director	Ratio
		Mr. Mohd. Sakir	Nil	N.A.	N.A.	N.A.
3.	Affirmation that the remuneration is as per the remuneration policy of the Company.	The Company affirms remuneration is as per the remuneration policy of the Company.				

ANNEXURE TO THE DIRECTOR'S REPORT

**Information As Per Section 134(3)(M) Read With Rule 8(3) Of The Company's
Accounts Rules, 2014.**

(A) Conservation Of Energy

(a) Measures taken	Nil
(b) Additional Investments & Proposals	Nil
(c) Impact of measures at (a) and (b) above for reduction of energy consumption and consequent impact on the cost of production	Not Applicable
(d) Total energy consumption and energy consumption per unit of production	Nil

Form A: Form For Disclosure Of Particulars With Respect To Conservation Of Energy

A. Power and Fuel Consumption	Nil
B. Consumption per unit of production	Nil
On behalf of the Board of Directors	

**FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN**

As on financial year ended on 31.03.2018

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

1.	CIN	L65910DL1984PLC018732	
2.	Registration Date	018732	
3.	Name of the Company	MONEYTECH FINLEASE LIMITED	
4.	Category/Sub-category of the Company	Company Limited by Shares/ Indian Non Government Company	
5.	Address of the Registered office & contact details	829/2, Laxmideep Building, 8th Floor, District Centre, next to V3S Mall, Laxmi Nagar, Delhi- 110092	
I.			
II.	6.	Whether listed company	Listed
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Bigshare Services (P) Ltd, Address: 4/E, First Floor , Jhandewalan Extention , New Delhi-110055 Tel- 91-22-284740652, Fax- 91-11-28475207 bssdelhi@bigshareonline.com	

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 Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	Other financial activiites	649	100.00

REGISTRATION & OTHER DETAILS:

PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES: Not applicable

S. No	Name and address of the Company	CIN/GLN	Holding/ Subsidiary / Associate	% of shares held	Applicable Section
	N.A	N.A	N.A	N.A	N.A

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 end of the year [As on 31-March-2018]				No. of Shares held at the beginning of the year [As on 31-March-2017]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF	-	-	-	-					

Bodies									
Clearing Members	-	-	-	-	-	-	-	-	-
Trusts			-	-			-	-	
NRI	-	-	-	-	-	-	-	-	-
Sub-total (B)(2):-	74,31,835	180537	76,12,372	98.92	74,31,835	180537	76,12,372	98.92	Nil
Total Public (B)	74,31,835	180537	76,12,372	98.92	74,31,835	180537	76,12,372	98.92	Nil
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	75,15,163	3,47,200	76,95,700	100%	75,15,163	3,47,200	76,95,700	100%	Nil

ii) Shareholding of Promoters-

S N	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in sharehol- ding during the year
		No. of Shares	% of total Shares of the compa- ny	% of Shares Pledged/ encumber- ed to total shares	No. of Shares	% of total Shares of the compa- ny	% of Shares Pledged / encumber- ed to total shares	
1.	Satluj Breweries & Bottlers Limited	83328	1.08	NIL	83328	1.08	NIL	NIL

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

S N	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				
1.	Satluj Breweries & Bottlers Limited	83328	1.08	83328	1.08
	Total	83328	1.08	83328	1.08
	At the End of the Year				
1.	Satluj Breweries & Bottlers Limited	83328	1.08	83328	1.08
	Total	83328	1.08	83328	1.08

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

SN	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the	No. of shares	% of total shares of the
1.	Sonia Gupta				

	At the beginning of the year	5,00,000	6.50	5,00,000	6.50	
	At the end of the year	5,00,000	6.50	5,00,000	6.50	
2.	Dr. Ved Prakash Gupta					
	At the beginning of the year	5,00,000	6.50	5,00,000	6.50	
	At the end of the year	5,00,000	6.50	5,00,000	6.50	
3.	GOLDENSIGHT VINIMAY PRIVATE LIMITED					
	At the beginning of the year	336025	4.36	336025	4.36	
	At the end of the year	336025	4.36	336025	4.36	
4.	OUTSTRIPE SUPPLIERS PRIVATE LIMITED					
	At the beginning of the year	281055	3.65	281055	3.65	
	At the end of the year	281055	3.65	281055	3.65	
5.	AJIT JAIN					
	At the beginning of the year	2,50,000	3.25	2,50,000	3.25	
	At the end of the year	2,50,000	3.25	2,50,000	3.25	
6.	RASHI JAIN					
	At the beginning of the year	2,50,000	3.25	2,50,000	3.25	
	At the end of the year	2,50,000	3.25	2,50,000	3.25	
7.	SADHANA JAIN					
	At the beginning of the year	2,50,000	3.25	2,50,000	3.25	
	At the end of the year	2,50,000	3.25	2,50,000	3.25	
8.	REVA CHAND TAKHTANI					
	At the beginning of the year	1,60,000	2.08	1,60,000	2.08	
	At the end of the year	1,60,000	2.08	1,60,000	2.08	
9.	R K STOCKHOLDING PVT. LTD					
	At the beginning of the year	136250	1.77	136250	1.77	
	At the end of the year	1,25,250	1.63	1,25,250	1.63	
10.	RAJESH YADAV					
	At the beginning of the year	1,25,000	1.62	1,25,000	1.62	
	At the end of the year	1,25,000	1.62	1,25,000	1.62	

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

S N	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year	Cumulative Shareholding during the year
----------------	---	--	--

		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company	
	At the beginning of the year	NIL	NIL	NIL	NIL	
	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):					
	At the end of the year	NIL	NIL	NIL	NIL	

INDEBTEDNESS

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

Particular	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtednes
Indebtedness at the beginning of the financial year				
i) Principal Amount	Nil	20675000	NIL	20675000
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
Total (i+ii+iii)	NIL	20675000	NIL	20675000
Change in Indebtedness during the financial year	Nil	NIL	NIL	NIL
* Addition	Nil	5437500	NIL	5437500
* Reduction	NIL	NIL	NIL	NIL
Net Change	Nil	5437500	NIL	5437500
Indebtedness at the end of the financial year				
i) Principal Amount	NIL	26112500	NIL	26112500
ii) Interest due but not paid	NIL	NIL	NIL	NIL
iii) Interest accrued but not due	NIL	NIL	NIL	NIL
Total (i+ii+iii)	NIL	26112500	NIL	26112500

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager			Total
		Managing Director	Whole-time Director	Manager	
1	Gross salary	NA	NIL	NA	NIL
	(a) Salary as per provisions contained in	NA	NIL	NA	NIL
	(b) Value of perquisites u/s 17(2) Income-	NA	NIL	NA	NIL
	(c) Profits in lieu of salary under section	NA	NIL	NA	NIL
2	Stock Option	NA	NIL	NA	NIL
3	Sweat Equity	NA	NIL	NA	NIL

4	Commission	NA	NIL	NA	NIL
5	Others, please specify	NA	NIL	NA	NIL
	Total (A)	NA	NIL	NA	NIL
	Ceiling as per the Act	NA	NIL	NA	NIL

B. Remuneration to other directors- NIL

SN.	Particulars of Remuneration	Name of Directors		Total Amount
1	Independent Directors			NIL
	Fee for attending board committee meetings	Nil	Nil	Nil
	Commission	Nil	Nil	Nil
	Others, please specify	Nil	Nil	Nil
	Total (1)	Nil	Nil	Nil
2	Other Non-Executive Directors			
	Fee for attending board committee meetings	Nil	Nil	Nil
	Commission	Nil	Nil	Nil
	Others, please specify	Nil	Nil	Nil
	Total (2)	Nil	Nil	Nil
	Total (B)=(1+2)	Nil	Nil	Nil
	Total Managerial Remuneration	Nil	Nil	Nil
	Overall Ceiling as per the Act	Nil	Nil	Nil

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Gross salary	CEO	325,000	CFO	325,000
	(a) Salary as per provisions contained in	NA	NA	NA	NIL
	(b) Value of perquisites u/s 17(2) Income-tax	NIL	NIL	NIL	NIL
	(c) Profits in lieu of salary under section 17(3)	NIL	NIL	NIL	NIL
2	Stock Option	NA	NA	NA	NIL
3	Sweat Equity	NIL	Nil	NIL	NIL
4	Commission	NIL	Nil	NIL	NIL
	- as % of profit	NIL	Nil	NIL	NIL
	others, specify...	NIL	Nil	NIL	NIL
5	Others, please specify	NIL	Nil	NIL	NIL
	Total	NIL	325,000	NIL	325,000

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL

Compounding	NIL	NIL	NIL	NIL	NIL
B. DIRECTORS					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL
C. OTHER OFFICERS IN DEFAULT					
Penalty	NIL	NIL	NIL	NIL	NIL
Punishment	NIL	NIL	NIL	NIL	NIL
Compounding	NIL	NIL	NIL	NIL	NIL

**For and on behalf of the Board
Moneytech Finlease Limited**

**Date: 21.08.2018
Place: New Delhi**

**Sd/-
SATENDER KUMAR
Director
DIN No: 06985603**

**Sd/-
Chandan Tirkey
Director
DIN No: [08120763](#)**

Form No. MR-3

SECRETARIAL AUDIT REPORT

For The Financial Year Ended 31st March, 2018

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

To,

The Members

Moneytech Finlease Limited

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

Based on our verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period ended on 31st March, 2018, 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 Moneytech Finlease Limited ("**The Company**") for the financial year ended 31st March, 2018, in accordance 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
- V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (**'SEBI Act'**) to the extent applicable to the Company :-
 - 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, 2015;

- c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- d. 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;
- e. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **Not Applicable** and
- f. The Memorandum and Articles of Association of the Company.

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) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

During the financial year under report, the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:

- i. The Company has not appointed Company Secretary and Chief Financial Officer under Section 203 of the Companies Act, 2013 read with Rule 8 of the Companies (Appointment of and Remuneration of Managerial Personnel) Rules, 2014.**
- ii. The Company has not appointed an Internal Auditor under Section 138 of the Companies Act, 2013 read with Rule 13 of the Companies (Accounts) Rules, 2014.**
- iii. During the period under review, there are some instances where the Company has filed delay intimations/Compliances to the Metropolitan Stock Exchange and Registrar of Companies, NCT of Delhi & Haryana.**
- iv. The management of the Company has reported and certified that the Company has obtained requisite approvals for grant of loans and advances to any party and complied with the provisions of Section 186 of the Companies Act, 2013 and any other applicable laws. However company could not produce necessary records during the audit process.**

We further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors and Non-Executive Directors. However, during the period under review, Ms. Pooja Sharma resigned from the designation of Independent Director of the company with effect from 13.03.2018 and the company has not filled up such vacancy of Independent Director as well as woman director.

The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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

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

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

We further report that during the period under review, the Company proposed to issue shares on preferential basis however, the Company withdrew the offer as there were some inadvertent mistakes in the notice of Postal Ballot and Corrigendum to the notice of postal ballot issued by the company.

We further report that during the audit period following specific events/ actions were taken by the Company, which have major bearing on the Company's affairs in pursuance of the act, rules, regulations, guidelines, standards etc. referred above:

There has been no instance of:

- Redemption/buy back of securities.
- Major Decision taken by the members in pursuance to section 180 of the Companies Act, 2013
- Merger/amalgamation/reconstruction etc.
- Foreign technical collaborations.

**For Devesh Arora & Associates
(Company Secretaries)**

Sd-

Devesh Arora (Prop.)

C.P. No.: 17860

Membership No.: 49034

Place: New Delhi

Dated: 21st August, 2018

To,

The Members,

Moneytech Finlease Limited

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

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

**For Devesh Arora & Associates
(Company Secretaries)**

Sd-

Devesh Arora (Prop.)

C.P. No.: 17860

Membership No.: 49034

Place: New Delhi

Dated: 21st August, 2018

INDEPENDENT AUDITOR'S REPORT

To,

THE MEMBERS

M/S MONEYTECH FINLEASE LIMITED

Report on the Ind AS Financial Statements

We have audited the accompanying Ind AS financial statements of **M/S MONEYTECH FINLEASE LIMITED CIN: L65910DL1984PLC018732** ("the Company"), which comprise the Balance Sheet as at March 31, 2018, the Statement of Profit and Loss, including the statement of Other Comprehensive Income, the Cash Flow Statement and the Statement of Changes in Equity for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these Ind AS financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under section 133 of the Act., read with Rule 7 of the Companies (Accounts) Rules, 2014 and the Companies (Indian Accounting Standards) Rules, 2015, as amended. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial control that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Ind AS 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 Ind AS financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder. We conducted our audit of the Ind AS financial statements in accordance with the Standards on Auditing, issued by the Institute of Chartered Accountants of India, as specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the Ind AS 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 Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the Ind AS 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 Ind AS financial statements.

Opinion

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

generally accepted in India, of the state of affairs of the Company as at March 31, 2018, its loss including other comprehensive income, its cash flows and the changes in equity for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure 1 a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by section 143 (3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - c) The Balance Sheet, Statement of Profit and Loss including the Statement of Other Comprehensive Income, the Cash Flow Statement and Statement of Changes in Equity dealt with by this Report are in agreement with the books of account;
 - d) In our opinion, the aforesaid Ind AS financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014, Companies (Indian Accounting Standards) Rules, 2015, as amended;
 - e) On the basis of written representations received from the directors as on March 31, 2018, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2018, from being appointed as a director in terms of section 164 (2) of the Act;
 - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure 2" to this report;

For SHASHANK K GUPTA & ASSOCIATES

(Chartered Accountants)

Sd-

Shashank Kumar Gupta, ACA

(Proprietor)

Membership No. 424293

Firm Registration No. 023270C

Place: Agra

Date: 26.05.2018

MONEYTECH FINLEASE LIMITED

“Annexure A” to the Independent Auditors’ Report

Referred to in paragraph 1 under the heading ‘Report on Other Legal & Regulatory Requirement’ of our report of even date to the financial statements of the Company for the year ended March 31, 2018:

- 1) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets;
- (b) The Fixed Assets have been physically verified by the management in a phased manner, designed to cover all the items over a period of three years, which in our opinion, is reasonable having regard to the size of the company and nature of its business. Pursuant to the program, a portion of the fixed asset has been physically verified by the management during the year and no material discrepancies between the books records and the physical fixed assets have been noticed.
- (c) No immovable properties are held by the company.
- 2) (a) Company does not have any inventory at the end of the year.
- (b) In view of our comment in paragraph (a) above, clause (ii) (a) (b) and (c) of paragraph 2 of the aforesaid order are not applicable to the company.
- 3) The Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act. Accordingly, the provisions of clause 3 (iii) (a) to (C) of the Order are not applicable to the Company and hence not commented upon.
- 4) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 In respect of loans, investments, guarantees, and security.
- 5) The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- 6) As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.
- 7) (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing 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 any other statutory dues with the appropriate authorities. According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2018 for a period of more than six months from the date on when they become payable.
- (b) According to the information and explanation given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute.
- 8) In our opinion and according to the information and explanations given to us, The Company has not taken any loan either from financial institutions or from the government and has not issued any debentures.
- 9) Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.
- 10) Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.

- 11) Based upon the audit procedures performed and the information and explanations given by the management, No managerial remuneration is payable in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act;
- 12) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.
- 13) In our opinion, all transactions, if any with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the Financial Statements as required by the applicable accounting standards.
- 14) Based upon the audit procedures performed and the information and explanations given by the management, the company has not made preferential allotment during the year under review.
- 15) Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.
- 16) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

For SHASHANK K GUPTA & ASSOCIATES

(Chartered Accountants)

Sd-

Shashank Kumar Gupta, ACA

(Proprietor)

Membership No. 424293

Firm Registration No. 023270C

Place: Agra

Date: 26.05.2018

MONEYTECH FINLEASE LIMITED

“Annexure B” to the Independent Auditors’ Report

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

We have audited the internal financial controls over financial reporting of **M/S MONEYTECH FINLEASE LIMITED (“the Company”)** as of March 31, 2018 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

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

Auditors’ Responsibility

Our responsibility is to express an opinion on the Company’s internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the “Guidance Note”) and the Standards on Auditing, issued by ICAI and deemed to be prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor’s judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company’s internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

For SHASHANK K GUPTA & ASSOCIATES**(Chartered Accountants)****Sd-****Shashank Kumar Gupta, ACA****(Proprietor)****Membership No. 424293****Firm Registration No. 023270C****Place: Agra****Date: 26.05.2018**

M/s MONEYTECH FINLEASE LIMITED

CIN : L65910DL1984PLC018732

Reg Office: 829/2, Laxmideep Building, 8th Floor, District Centre, next to V3S Mall, Laxmi Nagar, Delhi-110092

Balance Sheet as at 31st March 2018

(Amount in Rupees)

Particulars	Note No.	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
1	2	3	4	5
(1) ASSETS				
Non-current assets				
(a) Property, Plant and Equipment	6	24,912.93	28,161.77	36,980.41
(b) Capital work-in-progress				
(c) Goodwill				
(d) Financial Assets				
(i) Investments	7	15,474,440.00	19,474,440.00	2,824,440.00
(ii) Trade receivables				
(iii) Loans & Advances	8	18,421,664.00	22,257,616.00	31,772,643.00
(e) Deferred tax assets (net)	9	476,458.46	478,249.45	480,344.45
(f) Other non-current assets	10	-	-	258,186.40
(2) Current assets				
(a) Inventories				
(b) Financial Assets				
(i) Investments				
(ii) Trade receivables	11	6,739,454.03	3,686,204.03	2,529,294.03
(iii) Cash and cash equivalents	12	6,914,801.44	994,449.45	578,058.45
(v) Loans & Advances	8	73,282,008.00	62,201,584.00	48,820,000.00
(c) Current Tax Assets (Net)				
(d) Other current assets	10	1,053,858.00	333,501.00	78,799.00
Total Assets		122,387,596.86	109,454,205.70	87,378,745.74
EQUITY AND LIABILITIES				
Equity				
(a) Equity Share capital		76,957,000.00	76,957,000.00	76,957,000.00
(b) Other Equity		7,770,610.31	7,212,044.15	7,011,388.19
LIABILITIES				
Non-current liabilities				
(a) Financial Liabilities				
(i) Borrowings	15	-	-	-
(ii) Trade payables				
(b) Deferred tax liabilities (Net)				
(c) Other non-current liabilities				
Current liabilities				
(a) Financial Liabilities				
(i) Borrowings	15	26,112,500.00	20,675,000.00	1,575,000.00
(ii) Trade payables	16	9,570,862.00	3,765,465.00	1,507,425.00
(b) Other current liabilities	17	1,829,023.55	581,361.55	107,131.55

(d) Tax Liabilities (Net)	18	147,601.00	263,335.00	220,801.00
Total Equity and Liabilities		122,387,596.86	109,454,205.70	87,378,745.74
See accompanying notes to the financial statements	01-23			
Notes referred to above and notes attached there to form an integral part of Balance Sheet				
As per our report of even date attached.				
For SHASHANK K GUPTA & ASSOCIATES			ON BEHALF OF THE BOARD OF DIRECTORS M/s MONEYTECH FINLEASE LIMITED	
(Chartered Accountants)				
Sd-			Sd-	Sd-
			Satender Kumar	Chandan Tirkey
Shashank Kumar Gupta, ACA			(Director)	(Director)
(Proprietor)			DIN: 06985603	DIN: 08120763
Membership No. 424293				
Firm Registration No. 023270C				
Date: 26.05.2018			Sd-	
Place: Agra			Seema Gupta	
			Company Secretary	
			M No. A37799	

M/s MONEYTECH FINLEASE LIMITED

CIN : L65910DL1984PLC018732

Reg Office: 829/2, Laxmideep Building, 8th Floor, District Centre, next to V3S Mall, Laxmi Nagar, Delhi-110092

Statement of Profit and Loss for the period ended 31st March 2018

(Amount in Rupees)

	Particulars	Note No.	Year ended 31.03.2018	Year ended 31.03.2017
I	Revenue From Operations	19	8,717,596.00	6,053,927.00
II	Other Income		-	-
III	Total Income (I+II)		8,717,596.00	6,053,927.00
IV	EXPENSES			
	Cost of materials consumed			
	Purchases of Stock-in-Trade		5,805,397.00	3,918,040.00
	Changes in inventories of finished goods, Stock-in -Trade and work-in-progress			
	Employee benefits expense	20	682,743.00	817,447.00
	Finance costs	21	2,833.00	2,695.00
	Depreciation and amortization expense	22	3,248.84	8,818.64
	Other expenses	23	1,946,092.00	1,016,542.40
	Total expenses (IV)		8,440,313.84	5,763,543.04
V	Profit/(loss) before exceptional items and tax (I- IV)		277,282.16	290,383.96
VI	Exceptional Items		-	-
VII	Profit/(loss) before tax (V-VI)		277,282.16	290,383.96
	Tax expense:			
VIII	(1) Current tax		69,908.00	87,633.00
	(2) Deferred tax		1,791.00	2,095.00
	(3) Income tax Adjustment		(47,601.00)	-
	(4) Deferred tax Adjustment		-	-
IX	Profit (Loss) for the period from continuing operations (VII-VIII)		253,184.16	200,655.96
X	Profit/(loss) from discontinued operations		-	-
XI	Tax expense of discontinued operations		-	-
XII	Profit/(loss) from Discontinued operations (after tax) (X-XI)		-	-
XIII	Profit/(loss) for the period (IX+XII)		253,184.16	200,655.96
	Other Comprehensive Income			
XIV	A (i) Items that will not be reclassified to profit or loss		-	-
	(ii) Income tax relating to items that will not be reclassified to profit or loss			

	B (i) Items that will be reclassified to profit or loss			
	(ii) Income tax relating to items that will be reclassified to profit or loss			
	Total Other Comprehensive Income		-	-
	Total Comprehensive Income for the period (XIII+XIV)(Comprising Profit (Loss) and Other Comprehensive Income for the period		253,184.16	200,655.96
	Earnings per equity share (Face Value of Rs. 10/- each)	24		
	(1) Basic		0.03	0.03
	(2) Diluted		0.03	0.03
	See accompanying notes to the financial statements	01-24		
	Notes referred to above and notes attached there to form an integral part of Balance Sheet			
	As per our report of even date attached.			
For SHASHANK K GUPTA & ASSOCIATES			ON BEHALF OF THE BOARD OF DIRECTORS	
(Chartered Accountants)			M/s MONEYTECH FINLEASE LIMITED	
Sd-			Sd-	Sd-
Shashank Kumar Gupta, ACA			Satender Kumar	Satender Kumar
(Proprietor)			(Director)	(Director)
Membership No. 424293			DIN: 06985603	DIN: 06985603
Firm Registration No. 023270C			Sd-	
Date: 26/05/2018			Seema Gupta	
Place: Agra			Company Secretary	

M/s MONEYTECH FINLEASE LIMITED

CIN : L65910DL1984PLC018732

Reg Office: 829/2, Laxmideep Building, 8th Floor, District Centre, next to V3S Mall, Laxmi Nagar, Delhi-110092

Cash Flow Statement for the year ended 31st, March 2018

	Amounts Rs.	Amounts Rs.
Particulars	Year ended 31.03.2018	Year ended 31.03.2017
<u>(A) CASH FLOW FROM OPERATING ACTIVITIES:-</u>		
1.Net profit before tax	277,282.16	290,383.96
2. Adjustment for:		
<u>Add:</u> Depreciation & Amortisation Expenses	3,248.84	8,818.64
<u>Add:</u> Amortization Expenses / Written off	-	258,186.40
Operating Profit before Working capital changes	280,531.00	557,389.00
<u>3. Working Capital Changes:</u>		
Decrease (Increase) in Trade & Other Receivables	(3,053,250.00)	(1,156,910.00)
Increase (Decrease) in Trade & Other Payables	5,805,397.00	2,258,040.00
Decrease (Increase) in Other Current Assets	(414,975.01)	(254,702.00)
Increase (Decrease) in Other Current Liabilities	1,247,662.00	474,230.00
Net Changes in Working Capital	3,584,833.99	1,320,658.00
<u>Cash Generated from Operations</u>	3,865,364.99	1,878,047.00
Adjustment of Taxes	138,041.00	45,099.00
Net Cash Flow from Operating Activities (A)	3,727,323.99	1,832,948.00
<u>(B.) CASH FLOW FROM INVESTING ACTIVITIES :</u>		
<u>Non Current Financial Assets</u>		
(Increase) Decrease in Loans & Advances	3,835,952.00	9,515,027.00
(Increase) Decrease in Investments	4,000,000.00	(16,650,000.00)
<u>Current Financial Assets</u>		
(Increase) Decrease in Loans & Advances	(11,080,424.00)	(13,381,584.00)
Net Cash Flow from Investing Activities (B)	(3,244,472.00)	(20,516,557.00)

<u>(C.) CASH FLOW FROM FINANCING ACTIVITIES :</u>		
Issue of share capital and Proceeds from Share Application Money	-	-
<u>Non Current Financial Assets</u>		
Increase / (Decrease) in Borrowings	-	-
<u>Current Financial Assets</u>		
Increase / (Decrease) in Borrowings	5,437,500.00	19,100,000.00
Increase in Preliminary Expenses	-	-
Net Cash Flow from Financing Activities (C)	5,437,500.00	19,100,000.00
Net Increase / (Decrease) in Cash & Cash Equivalents (A-B+C)	5,920,351.99	416,391.00
Cash and cash equivalents at the beginning of the year / Period	994,449.45	578,058.45
Cash and cash equivalents at the end of the year/ Period	6,914,801.44	994,449.45

* Note: The above Cash Flow Statement has been prepared under "Indirect Method" as set out in the Accounting Standard

As per our report of even date attached.

For SHASHANK K GUPTA & ASSOCIATES

(Chartered Accountants)

Sd

Shashank Kumar Gupta, ACA

(Proprietor)

Membership No. 424293

Firm Registration No. 023270C

Date: 26.05.2018

Place: Agra

ON BEHALF OF THE BOARD OF DIRECTORS

M/s MONEYTECH FINLEASE LIMITED

Sd

Satender Kumar

(Director)

DIN: 06985603

Sd

Seema Gupta

Company Secretary

M No. A37799

SD

Chandan Tirkey

(Director)

DIN:8120763

M/s MONEYTECH FINLEASE LIMITED

M/s MONEYTECH FINLEASE LIMITED

CIN : L65910DL1984PLC018732

Reg Office: 829/2, Laxmideep Building, 8th Floor, District Centre, next to V3S Mall, Laxmi Nagar, Delhi- 110092

Statement of Changes in Equity for the period ended 31st March 2018

(Amount in Rupees)

A. Equity Share Capital

Balance as at 01.04.2016	Changes in equity share capital during the year	Balance as at 31.03.2017	Changes in equity share capital during the year	Balance as at 31.03.2018
76,957,000.00	-	76,957,000.00	-	76,957,000.00

B. Other Equity

	Reserves and Surplus				Total	
	Capital Reserve	Securities Reserve	Premium	Other Reserves (specify nature)		Retained Earnings
Balance as at 01.04.2016	5,009,435.69	3,968,000.00			(1,966,047.50)	7,011,388.19
Profit / (Loss) for the year	-				200,655.96	200,655.96
Balance as at 31.03.2017	5,009,435.69	3,968,000.00		-	(1,765,391.54)	7,212,044.15
Profit / (Loss) for the year	-		-		253,184.16	253,184.16
Other Comprehensive Income/ Credit for the year	-		-		305,382.00	305,382.00
Balance as at 31.03.2018	5,009,435.69	3,968,000.00		-	(1,206,825.38)	7,770,610.31

(Amount in Rupees)

Reg Office: 829/2, Laxmideep Building, 8th Floor, District Centre, next to V3S Mall, Laxmi Nagar, Delhi - 110092

Notes to the Financial Statement the year ended March 31, 2018

NOTES-6

Property, plant and equipment Particulars	Amount in Rs.	
	As at 31.03.2018	As at 31.03.2017
Computer & Software	17,371.73	20,620.57
Furniture & Fixture	-	-
Modem	811.57	811.57
Teletax	894.55	894.55
Office Equipments	562.08	562.08
Epbax	1,960.00	1,960.00
Cell Phone	2,146.00	2,146.00
Printer	659.00	659.00
Television	425.00	425.00
JPS	83.00	83.00
Total	24,912.93	28,161.77

	Computer	Furniture & Fixture	Modem	Teletax	Office Equipments	Epbax	Cell Phone	Printer	Television	UPS	Total
Balance as at 1.04.2017	478,440.17	63,790.00	32,500.00	18,538.00	16,371.36	39,202.64	42,920.00	13,175.00	8,500.00	1,650.00	715,087.17
Additions	-	-	-	-	-	-	-	-	-	-	-
Disposals/Adjustments	-	-	-	-	-	-	-	-	-	-	-
Balance as at 31.03.2018	478,440.17	63,790.00	32,500.00	18,538.00	16,371.36	39,202.64	42,920.00	13,175.00	8,500.00	1,650.00	715,087.17
Accumulated depreciation											
Balance as at 1.04.2017	457,819.60	63,790.00	31,688.43	17,643.45	15,809.28	37,242.64	40,774.00	12,516.00	8,075.00	1,567.00	686,925.40
Additions	3,248.84	-	-	-	-	-	-	-	-	-	3,248.84
Disposals/Adjustments	-	-	-	-	-	-	-	-	-	-	-
Balance as at 31.03.2018	461,068.44	63,790.00	31,688.43	17,643.45	15,809.28	37,242.64	40,774.00	12,516.00	8,075.00	1,567.00	690,174.24

Carrying amounts as at 31.03.2018	17,371.73	-	811.57	894.55	562.08	1,960.00	2,146.00	659.00	425.00	83.00	24,912.93
	Computer	Furniture & Fixture	Modem	Teletax	Office Equipments	Epbax	Cell Phone	Printer	Television	UPS	Total
Balance as at 1.04.2016	478,440.17	63,790.00	32,500.00	18,538.00	16,371.36	39,202.64	42,920.00	13,175.00	8,500.00	1,650.00	715,087.17
Additions	-	-	-	-	-	-	-	-	-	-	-
Disposals/Adjustments	-	-	-	-	-	-	-	-	-	-	-
Balance as at 31.03.2017	478,440.17	63,790.00	32,500.00	18,538.00	16,371.36	39,202.64	42,920.00	13,175.00	8,500.00	1,650.00	715,087.17
Accumulated depreciation											
Balance as at 1.04.2016	449,000.96	63,790.00	31,688.43	17,643.45	15,809.28	37,242.64	40,774.00	12,516.00	8,075.00	1,567.00	678,106.76
Additions	8,818.64	-	-	-	-	-	-	-	-	-	8,818.64
Disposals/Adjustments	-	-	-	-	-	-	-	-	-	-	-
Balance as at 31.03.2017	457,819.60	63,790.00	31,688.43	17,643.45	15,809.28	37,242.64	40,774.00	12,516.00	8,075.00	1,567.00	686,925.40
Carrying amounts as at 31.03.2017	20,620.57	-	811.57	894.55	562.08	1,960.00	2,146.00	659.00	425.00	83.00	28,161.77

M/s MONEYTECH FINLEASE LIMITED

Reg Office: 829/2, Laxmideep Building, 8th Floor, District Centre, next to V3S Mall, Laxmi Nagar, Delhi-110092

Notes to the Financial Statement the year ended March 31, 2018

Note : 7 Investment				
Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
-	Non Current			
1	<u>Investment in Equity Instrument</u>	15,474,440.00	19,474,440.00	2,824,440.00
	Total	15,474,440.00	19,474,440.00	2,824,440.00
Note : 8 Loan and Advances				
Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
-	Non Current			
1	<u>Loan & Advances - Unsecured, considered good</u>	18,421,664.00	22,257,616.00	31,772,643.00
	Total	18,421,664.00	22,257,616.00	31,772,643.00
-	Current			
1	<u>Loan & Advances - Unsecured, considered good</u>	73,282,008.00	62,201,584.00	48,820,000.00
	Total	73,282,008.00	62,201,584.00	48,820,000.00
Note : 9 Deferred Tax Assets (Net)				
Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
1	Deferred Tax Assets	476,458.46	478,249.45	480,344.45
	Total	476,458.46	478,249.45	480,344.45

Note : 10 Other assets

Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
-	Non Current			
1	Security Deposits	-	-	-
2	Misc. Expenditure	-	-	258,186.40
	Total	-	-	258,186.40
-	Current			
1	TDS Receivable	748,476.00	333,501.00	78,799.00
2	MAT Credit	305,382.00		
	Total	1,053,858.00	333,501.00	78,799.00

Note : 11 Trade Receivable

Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
-	Current			
1	Outstanding for more than six months			
	Unsecured, Considered Good :	-	-	-
	Other			
	Unsecured, Considered Good :	6,739,454.03	3,686,204.03	2,529,294.03
	Total	6,739,454.03	3,686,204.03	2,529,294.03

Note : 12 Cash & Cash Equivalent

Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
1	Cash-in-Hand			
	Cash Balance	7,879.52	89,692.53	494,415.53
	Sub Total (A)	7,879.52	89,692.53	494,415.53
2	Bank Balance			

	Bank Balance (With Schedule Bank)	6,906,921.92	904,756.92	83,642.92
	Sub Total (B)	6,906,921.92	904,756.92	83,642.92
	Total [A + B]	6,914,801.44	994,449.45	578,058.45

Note : 13 Share Capital

Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
1	AUTHORIZED CAPITAL 50,00,000 Equity Shares of Re. 10/- each	135,000,000.00	75,000,000.00	75,000,000.00
2	ISSUED 41,11,400 Equity Shares of Re. 10/- each	76,957,000.00	76,957,000.00	76,957,000.00
3	SUBSCRIBED & PAID UP CAPITAL 41,11,400 Equity Shares of Re. 10/- each	76,957,000.00	76,957,000.00	76,957,000.00
	Total	76,957,000.00	76,957,000.00	76,957,000.00

Sr. No	Reconciliation of Number of Shares:	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
	Particulars	Number	Number	Number
1	Shares outstanding at the beginning of the year	7,695,700	7,695,700	7,695,700
2	Shares Issued during the year (Preferential Allotment)	-	-	-
3	Shares bought back during the year	-	-	-
4	Shares outstanding at the end of year	7,695,700	7,695,700	7,695,700
	Total	7,695,700	7,695,700	7,695,700

**Details of
Shareholders
holding more
then 5% Shares**

	Particulars	As at 31.03.2018		
	Name of Shareholders	No. of Shares held	% of Holding	% of Holding
1	Sonika Jain	500,000	6.50%	0.00%
2	CECILIA INFRASTRUCTURE PRIVATE LTD	864,315	11.23%	0.00%
3	Dr. VED Prakash Gupta	500,000	6.50%	0.00%

Note : 14 Other Equity

Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
1	<u>Capital Reserve</u>	5,009,435.69	5,009,435.69	5,009,435.69
2	<u>Security Premium</u>	3,968,000.00	3,968,000.00	3,968,000.00
	Sub Total (A)	8,977,435.69	8,977,435.69	8,977,435.69
2	<u>Surplus (Profit & Loss Account)</u>			
	Op. Balance of Profits & Loss A/C	(1,765,391.54)	(1,966,047.50)	(1,966,047.50)
	Current Year Profit & Loss A/C	253,184.16	200,655.96	-
	Add: Mat Credit Adjustment	305,382.00	-	-
	Sub Total (B)	(1,206,825.38)	(1,765,391.54)	(1,966,047.50)
	Total [A + B]	7,770,610.31	7,212,044.15	7,011,388.19

Note : 15 Borrowing

Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
-	<u>Non Current</u>			
1	<u>Borrowing from Corporate Bodies</u>	-	-	-
	Total	-	-	-
-	<u>Current</u>			
1	<u>Borrowing from Corporate Bodies</u>	26,112,500.00	20,675,000.00	1,575,000.00
	Total	26,112,500.00	20,675,000.00	1,575,000.00

Note : 16 Trade Payable

Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
-	Current			
1	Trade Payable	9,570,862.00	3,765,465.00	1,507,425.00
	Total	9,570,862.00	3,765,465.00	1,507,425.00

Note : 17 Other Current Liabilities

Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
1	Audit Fees Payable	20,000.00	20,000.00	10,000.00
2	Salary payable	404,083.00	209,983.00	42,562.00
3	Expenses payable	794,440.55	351,378.55	54,569.55
4	Other Payable	610,500.00	-	-
	Total	1,829,023.55	581,361.55	107,131.55

Note : 18 Current Tax Liabilities

Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
1	Provision For Income Tax	147,601.00	263,335.00	220,801.00
	Total	147,601.00	263,335.00	220,801.00

Note : 19 Revenue from Operations

Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
1	Income From Operations	8,717,596.00	6,053,927.00	-
	Total	8,717,596.00	6,053,927.00	-

Note : 20 Employment Benefit Expenses

Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
1	Salary	562,200.00	712,200.00	-
2	Staff Welfare	120,543.00	105,247.00	-
	Total	682,743.00	817,447.00	-

Note :21 Financial Cost

Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
1	Bank Interest	2,833.00	2,695.00	-
	Total	2,833.00	2,695.00	-

Note : 22 Depreciation & Amortised Cost

Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
1	Depreciation	3,248.84	8,818.64	-
	Total	3,248.84	8,818.64	-

Note : 23 Other Expenses

Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
1	Administrative Expenses:			
	Accounting Charges	-	-	-
	Advertisement Expenses	40,093.00	48,650.00	-
	Repair & maintenance	25,000.00	-	-
	Legal & Professional	77,380.00	181,749.00	-
	Printing & Stationary	-	-	-
	Office Expenses	212,469.00	40,349.00	-
	Telephone Expenses	35,813.00	26,181.00	-
	Misc. Expenses	182,902.00	141,369.00	-
	Preliminary Expenses W/O	-	258,186.40	-
	Newspaper & Periodicals	38,691.00	20,799.00	-
	General Expenses	-	15,421.00	-
	Rent	45,000.00	-	-

	Custodian Fees	23,625.00	87,001.00	-
	Filing Fees	5,482.00	1,200.00	-
	Conveyance	82,532.00	47,701.00	-
	Commission Expenses	550,000.00	-	-
	Telegram & Postage Expenses	17,655.00	8,936.00	-
	Web Charges	9,200.00	-	-
	Listing Fees	580,250.00	119,000.00	-
2	Payment to Auditors:			-
	Audit Fees	20,000.00	20,000.00	-
	Total	1,946,092.00	1,016,542.40	-

Note : 23 Earning per Shares

Sr. No	Particulars	As at 31.03.2018	As at 31.03.2017	As at 01.04.2016
1	Net profit after tax available for Equity Shareholders (Rs.) (A)	253,184	200,656	-
2	Weighted Avg. Number Equity Shares outstanding (Nos.) (B)	7,695,700	7,695,700	-
3	Dilutive potential Equity Shares (Nos.)	-	-	-
4	Dilutive shares outstanding (Nos.) (C)	7,695,700	7,695,700	-
5	Nominal value per Equity Shares (Rs./ Share)	10	10	-
6	Basic Earnings per share (Rs./ Share) (A) / (B)	0.03	0.03	-
7	Diluted Earnings per share (Rs./ Share) (A) / (C)	0.03	0.03	-

Notes referred to above and notes attached there to form an integral part of Balance Sheet

As per our report of even date attached.

For SHASHANK K GUPTA & ASSOCIATES

(Chartered Accountants)

Sd-

Shashank Kumar Gupta, ACA

(Proprietor)

Membership No. 424293

Firm Registration No. 023270C

Date: 26/05/2018

Place: Agra

**ON BEHALF OF THE BOARD OF DIRECTORS
M/s MONEYTECH FINLEASE
LIMITED**

Sd-

**Satender
Kumar**

(Director)

DIN: 06985603

Sd-

**Chandan
Tirkey**

(Director)

DIN:

08120763

Sd-

Seema Gupta

Company Secretary

M No. A37799

MONEYTECH FINLEASE LIMITED

CIN : L65910DL1984PLC018732

Notes to the Financial Statements for the year ended March 31, 2018

1. General information:

MONEYTECH FINLEASE LIMITED was originally incorporated under the Companies Act, 1956 on 19TH July, 1984 under the name of "DHALIA LEASING AND FINANCE LIMITED" vide Certificate of Incorporation issued by the Registrar of Companies, National Capital Territory of Delhi & Haryana. Subsequently it changed its name from "DHALIA LEASING AND FINANCE LIMITED" to "MONEYTECH FINLEASE LIMITED" and obtained a fresh Certificate of Incorporation on 3RD Day of October, 1989 issued by Registrar of Companies, National Capital Territory of Delhi & Haryana.

2. Significant accounting policies ;

2.1 The financial statements as at and for the year ended March 31, 2018 have been prepared in accordance with Indian Accounting Standards ("Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

2.2 Basis of measurement

The financial statements have been prepared on a historical cost convention and on an accrual basis, except for certain items that are measured at fair value as required by relevant Ind AS:

- (i) Financial assets and financial liabilities measured at fair value;
- (ii) Defined benefit and other long-term employee benefits, if any.

2.3 Functional Currency and Foreign currency

No Foreign currency transaction has taken place during the relevant period.

2.4 Use of Estimates and Judgments:

The preparation of these financial statements in conformity with the recognition and measurement principles of Ind AS requires the management of the Company to make estimates and assumptions that affect the reported balances of assets and liabilities, disclosures relating to contingent liabilities as at the date of the financial statements and the reported amounts of income and expense for the periods presented.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and future periods are affected.

2.5 Revenue recognition

2.5.1 Interest income from a financial asset is recognised when it is probable that the economic benefits will flow to the company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principle outstanding and the effective interest rate applicable, which is the rate exactly discounts the estimated future cash receipts through expected life of the financial asset to that asset's net carrying amount on initial recognition.

2.5.2 Commission Income is recognized when it has accrued.

2.6 Leases

No Operating & Finance lease has taken by the company

2.7 Cost recognition

Costs and expenses are recognised when incurred and have been classified according to their primary nature.

2.8 Income Tax

Tax expenses comprises current tax (i.e. amount of tax for the period determined in accordance with the income tax-law) and deferred tax charge or credit (reflecting the tax effects of timing deference between accounting income and taxable income for the year).

Current tax is measured at the amount expected to be paid to the taxation authorities, using applicable tax rates and tax laws. Deferred income tax is recognised using the balance sheet approach.

Deferred income tax assets and liabilities are recognised for deductible and taxable temporary differences arising between the tax base of assets and liabilities and their carrying amount, except when the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and affects neither accounting nor taxable profit or loss at the time of the transaction.

Deferred income tax asset are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences and the carry forward of unused tax credits and unused tax losses can be utilised. The carrying amount of deferred income tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred income tax asset to be utilised.

Deferred tax assets and liabilities are measured using substantively enacted tax rates expected to apply to taxable income in the years in which the temporary differences are expected to be received or settled.

2.9 Financial Instruments

Financial assets and liabilities are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial assets and liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability.

2.9.1 Cash and cash equivalents: Cash and cash equivalents considers all highly liquid financial instruments, which are readily convertible into known amounts of cash that are subject to an insignificant risk of change in value and having original maturities of three months or less from the date of purchase, to be cash equivalents. Cash and cash equivalents consist of balances with banks which are unrestricted for withdrawal and usage.

2.9.2 Financial assets at amortised cost: Financial assets are subsequently measured at amortised cost if these financial assets are held within a business whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

2.9.3 Equity Instruments (Share capital): Ordinary shares:- Ordinary shares are classified as equity. Incremental costs directly attributable to the issuance of new ordinary shares are recognised as a deduction from equity, net of any tax effect (if any).

2.10 Property, plant and equipment

Property, plant and equipment are stated at cost, less accumulated depreciation (other than freehold land) and impairment loss, if any. The cost of tangible assets comprises purchase price and any cost directly attributable to bringing the assets to its working condition for its intended use

2.11 Earnings per share

Basic earnings per share are computed by dividing profit or loss attributable to equity shareholders of BSE Limited by the weighted average number of equity shares outstanding during the period. The company did not have any potentially dilutive securities in any of the periods presented.

3. Transition to Ind AS

Transition to Ind AS was carried out from Previous GAAP.

4. Related Party Disclosure

Related Party Disclosures, as required in terms of IND AS are given below:-

Relationships:

a) Individuals having voting power with control or significant influence

i) Shri Rakesh Jain

b) Relatives of Key Management Personnel, Where Transactions have taken place:

i) NIL

c) Associate Companies owned by Directors or Major Shareholders :

i) Moneytech Financial Services Limited

ii) Satluj Breweries & Bottlers Limited.

Nature of Transaction	Associates Companies owned by Director	Total Balance as on 31.03.2018
1) Loans Received Moneytech Financial Services Ltd	-	21,35,000.00
2) Loans Refunded		
3) Director's Remuneration	--	--
4) Rent Paid		
5) Payment of Interest		

5. Segment Reporting

Company is working in only in one segment hence reporting Segment is not required as per Indian Accounting Standard 108 "Operating Segments".

**For SHASHANK K GUPTA & ASSOCIATES
(Chartered Accountants)**

**ON BEHALF OF THE BOARD OF DIRECTORS
M/s MONEYTECH FINLEASE LIMITED**

**Sd
Shashank Kumar Gupta, ACA
(Proprietor)
Membership No. 424293
Firm Registration No. 023270C**

**Sd-
Satender Kumar
(Director)
DIN: 06985603**

**Sd-
Chandan Tirkey
(Director)
DIN: 08120763**

**Date: 26.05.2018
Place: Agra**

**Sd-
Seema Gupta
Company Secretary
M No. A37799**

MONEYTECH FINLEASE LIMITED

Regd Off: 829/2, LaxmidEEP Building, 8th Floor, District Centre, Next to V3S Mall, Laxmi Nagar, New Delhi-110092
E-Mail ID: moneytechfinlease@gmail.com; **CIN:** L65910DL1984PLC018732; **Tel/Fax. No.:** 011-68888436
Website: www.moneytechfin.com

Form No. MGT-11

Proxy form

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

Name of the Member(s)		
Registered Address		
E-mail Id	Folio No /Client ID	DP ID

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

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

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

as my/ our proxy to attend and vote(on a poll) for me/us and on my/our behalf at the 34th Annual General Meeting of the company, to be held on the Friday, 21st of September, 2018 at 09.00 a.m. at GAURI SHANKAR MANDIR, K- BLOCK, MANGOL PURI, DELHI- 110083 and at any adjournment thereof in respect of such resolutions as are indicated below:

Sl. No.	Resolution(S)	Vote	
		For	Against
1.	Adoption of statement of Profit & Loss, Balance Sheet, report of Director's and Auditor's for the financial year 31 st March, 2018		
2.	To appoint a director in place of Satender Kumar, who retires by rotation and being eligible, offers himself for re-appointment.		
3.	Ratify the appointment of M/s. Shashank K Gupta. & Associates, Chartered Accountants as Statutory Auditors & fixing their remuneration.		
4.	To appoint Ms. Sarita Devi as Director		
5.	To appoint Chandan Tirkey as Director		

* Applicable for investors holding shares in Electronic form.

Signed this ___ day of ____ 20__

Affix Revenue Stamps

Signature of Shareholder

Signature of Proxy holder

Signature of the shareholder
across Revenue Stamp

Note:

- 1) 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.
- 2) The proxy need not be a member of the company.

ELECTRONIC VOTING PARTICULARS

EVEN (Remote E -Voting Event Number)	USER ID	PASSWORD

Notes: 1) Each equity share of the Company carries one vote.

2) Please read carefully the instructions printed overleaf before exercising the vote.

MONEYTECH FINLEASE LIMITED

Regd Off: 829/2, Laxmideep Building, 8th Floor, District Centre, Next to V3S Mall, Laxmi Nagar, New Delhi-110092
E-Mail ID: moneytechfinlease@gmail.com; **CIN:** L65910DL1984PLC018732; **Tel/Fax. No.-** 011-68888436
Website: www.moneytechfin.com

ATTENDANCE SLIP

To be handed over at the entrance of the meeting hall)

Full name of the members attending _____

(In block capitals)

Ledger Folio No./Client ID No. _____

No. of shares held: _____

Name of Proxy _____

(To be filled in, if the proxy attends instead of the member)

I hereby record my presence at the 34th Annual General Meeting of the **MONEYTECH FINLEASE LIMITED**, Address, on Friday, 21ST of September, 2018 at 09.00 a.m. at GAURI SHANKAR MANDIR, K- BLOCK, MANGOL PURI, DELHI- 110083

(Member's /Proxy's Signature)

Note:

- 1) Members are requested to bring their copies of the Annual Report to the meeting, since further copies will not be available.
- 2) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by Proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.
- 3) The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.

Route Map for Annual General Meeting

