

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;

Website: www.moneytechfin.com

Date: 05th December, 2019

To,

**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**

SYMBOL: MONEYTECH

Sub: Submission of Annual Report 2018-2019

Dear Sir/Madam,

Please find enclosed herewith Annual Report for the financial Year 2018-2019.

You are requested to kindly take note.

For Moneytech Finlease Limited


Satender Kumar
Director
DIN: 06985603

CC

**The Calcutta Stock Exchange
Limited 7, Lyons Range**

Kolkata 700001



35th Annual Report

2018-19

CORPORATE INFORMATION

BOARD OF DIRECTORS

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

Mr. Chandan Tirkey (Non- Executive / Independent Director)

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

COMPLIANCE OFFICER:

Ms. Satender Kumar,
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, Ist Floor Block 40, Sky Tower
Sanjay Place Agra-282002
Uttar Pradesh

CORPORATE INDENTIFICATION NUMBER

L65910DL1984PLC018732

REGISTERED OFFICE

829/2, Laxmideep Building, 8th Floor,
District Centre,
Next to V3S Mall, Laxmi Nagar,
New Delhi - 110092
Email: moneytechfinlease@gmail.com

STOCK EXCHANGES WHERE COMPANY'S SHARES ARE LISTED

**Metropolitan Stock Exchange of India Limited,
Limited**

Vibgyor Towers, 4th floor, Plot No C 62, G - Block,
700001

Opp. Trident Hotel, Bandra Kurla Complex,
Bandra (E), Mumbai – 400 098

Calcutta stock Exchange

7, Lyons Range, Kolkata-

ANNUAL GENERAL MEETING:

September 28, 2019

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

VENUE: 829/2, Laxmideep Building, 8th Floor,
District Centre, Next To V3s Mall, Laxmi Nagar, New Delhi - 110092

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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;

Website: www.moneytechfin.com

NOTICE IS HEREBY GIVEN THAT THE 35TH ANNUAL GENERAL MEETING OF MONEYTECH FINLEASE LIMITED WILL BE HELD ON SATURDAY, 28TH SEPTEMBER, 2019 AT 09:00 A.M. AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT 829/2, LAXMIDEEP BUILDING, 8TH FLOOR, DISTRICT CENTRE, NEXT TO V3S MALL, LAXMI NAGAR NEW DELHI - 110092 TO TRANSACT THE FOLLOWING BUSINESSES:

ORDINARY BUSINESS:

1. To receives, consider and adopt the audited Balance sheet of the Company as at March 31st 2019, 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 appoint **M/s. D Mangla & Associates**, Chartered Accountants, as the statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the 40th AGM and to fix their remuneration.

Date: 29.08.2019

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

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT ONE OR MORE PROXIES TO ATTEND AND VOTE (ONLY ON POLL) INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE DULY COMPLETED AND SIGNED PROXY FORM SHOULD REACH THE REGISTERED OFFICE OF THE COMPANY, NOT LESS THAN FORTY EIGHT HOURS BEFORE THE SCHEDULED TIME OF THE ANNUAL GENERAL MEETING.**

A PERSON CAN ACT AS A PROXY ON BEHALF OF MEMBERS NOT EXCEEDING FIFTY AND HOLDING IN THE AGGREGATE NOT MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY FOR ANY OTHER PERSON OR SHAREHOLDER.

2. The Register of Directors and Key managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
3. Members holding shares in physical form are requested to notify change in address, if any, under their signatures to M/s. Bigshare Services Private Limited. E4/8, Block E 4, Jhandewalan Extension, Jhandewalan, New Delhi, 110055 Members holding shares in electronic form may update such details with their respective Depository Participants.
4. Pursuant to Section 91 of the Companies Act, 2013, The Share Transfer Books and Members Register of the Company will remain closed from 24th September, 2019 to 27th September, 2019 (both days inclusive).
5. Members seeking any information regarding accounts should write to the Company at least seven days before the date of the meeting so as to enable the management to keep the information ready.
6. All documents meant for inspection and referred in the accompanying Annual Report are open for inspection at the Registered Office of the Company during office hours between 11.00 am to 1.00 pm on all working days till the date of Annual General Meeting.
7. Members are required to bring their admission slip along-with copy of the Annual Report at the Annual General Meeting.

1. Voting through electronic means

I. Pursuant to provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).

II. The Company has approached NSDL for providing e-voting services through our e-voting platform. In this regard, your Demat Account/Folio Number has been enrolled by the Company for your participation in e-voting on resolution placed by the Company on e-Voting system.

III. The Notice of the Annual General Meeting (AGM) of the Company inter alia indicating the process and manner of e-Voting process along with printed Attendance Slip and Proxy Form can be downloaded from the link <https://www.evoting.nsdl.com> or [http:// www.moneytechfin.com](http://www.moneytechfin.com)

IV. The e-voting period commences on September 25, 2019 (9:00 am) and ends on September 27, 2019 (5:00 pm). During this period shareholders of the Company, may cast their vote electronically. The e-voting module shall also be disabled for voting thereafter. Once the vote on a resolution is cast by the shareholder, the shareholder shall not be allowed to change it subsequently.

V. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of September 21, 2019. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. September 21, 2019, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or jibu@bigshareonline.com.

VI. The facility for voting through Poling Paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through Polling Paper.

VII. The procedure to login to e-Voting website consists of two steps as detailed hereunder:

Step 1: Log-in to NSDL e-Voting system

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/>.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen. Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details will be as per details given below :
 - a) For Members who hold shares in demat account with NSDL: 8 Character DP ID followed by 8 Digit Client ID (For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****).
 - b) For Members who hold shares in demat account with CDSL: 16 Digit Beneficiary ID (For example if your Beneficiary ID is 12***** then your user ID is 12*****).
 - c) For Members holding shares in Physical Form: EVEN Number followed by Folio Number registered with the company (For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***).
5. Your password details are given below:
 - a. If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b. If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need enter the 'initial password' and the system will force you to change your password.
 - c. How to retrieve your 'initial password'?
 - i. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - ii. If your email ID is not registered, your 'initial password' is communicated to you on your postal address.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- a. Click on “Forgot User Details/Password?”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b. “Physical User Reset Password?” (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c. If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
 8. Now, you will have to click on “Login” button.
 9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
2. After click on Active Voting Cycles, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle is in active status.
3. Select “EVEN” of the Company.
4. Now you are ready for e-Voting as the Voting page opens.
5. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
6. Upon confirmation, the message “Vote cast successfully” will be displayed.
7. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
8. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders:

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail nikita.rohilla92@gmail.com to with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot User Details/Password?” or “Physical User Reset Password?” option available on www.evoting.nsdl.com to reset the password.

Please note the following:

1. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
2. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.

3. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be held, allow voting with the assistance of scrutinizer, by use of ballot paper for all those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
4. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith

Other information:

- Your login id and password can be used by you exclusively for e-voting on the resolutions placed by the companies in which you are the shareholder.
- It is strongly recommended not to share your password with any other person and take utmost care to keep it confidential.

In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for members and e-voting user manual for members available at the Downloads sections of <https://www.evoting.nsdl.com> or contact NSDL at the following toll free no.: 1800-222-990.

Date: 29.08.2019
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

ANNEXURE TO THE NOTICE

Details of the directors proposed to be appointed / re-appointed as per clause 1.2.5 of Secretarial Standards on General Meeting and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

| | |
|---|---|
| Name | Satender Kumar |
| Age | 41 Years |
| Qualifications | Graduate |
| Experience | 17 years |
| Terms and conditions of appointment including details of remuneration | Mr. Satender Kumar will hold the office as Director liable to retire by rotation. He is not entitled for remuneration as per the provisions of Companies Act, 2013. Other terms and conditions are mentioned in the letter for appointment which is available for inspection by members on all working days except holidays from 11.00 a.m to 5.00 p.m at the registered office of the company. |
| Last drawn remuneration | Nil |
| Date of first appointment by the Board of Directors of the Company | 24/02/2017 |
| Shareholding in the Company | Nil |
| Relationship with other directors and Key Managerial of the Company | None |
| Number of meetings attended during the financial year 2018- 19 | 6 |
| Other directorship, membership / chairmanship of committees of other board | MONEYTECH FINANCIAL SERVICES LIMITED ECO FRIENDLY FOOD PROCESSING PARK LIMITED SATLUJ BREWERIES & BOTTLERS LIMITED MADKAM DIGITAL LLP AMBITIEUX FOOD LLP ANGELUS CITY DEVELOPRES LLP JAINSINGH JEWELLERS LLP KUMARSINHA MARKETING LLP GEMMAE JAMS & JEWELLERS LLP |
| Justification for appointment of Independent Director | NA |
| Performance evaluation report | NA |

DIRECTORS' REPORT

To

**THE MEMBERS,
MONEYTECH FINLEASE LIMITED**

Your Directors have pleasure in presenting the 35th 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 2019.

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, 2019 | For the Financial year ended as on 31 st March, 2018 |
|-----------------------------------|--|---|
| | Amount (in Rs. lacs) | Amount (in Rs. lacs) |
| Income | 48.83 | 87.17 |
| Less: Expenditure | 47.73 | 84.40 |
| Profit/(Loss) before taxation | 1.10 | 2.77 |
| Less: Income Tax | (0.49) | 0.24 |
| Net profit/ (Loss) after taxation | 1.59 | 2.53 |

FINANCIAL PERFORMANCE

During the year under review, Your Company has recorded a total income of Rs.48.83 Lacs against Rs. 87.17 Lacs in the previous year. Profit after taxation for the financial year ended on 31st March, 2019 decreased to Rs. 1.59 Lacs against Rs. 2.53 Lacs in the previous year.

RESERVE AND SURPLUS

Rs. 1.59 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, 2019, 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 **21st September, 2018** 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 **M/s. Shashank 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, 2019 made under the provisions of Section 92 (3) of the Act in Form MGT -9 is annexed herewith as Annexure 1.

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. Chandan Tirkey has been appointed as an Additional Director of the Company w.e.f 26th April, 2018 and Mr. Baldev Raj Bhatia has resigned from the directorship of the company w.e.f 26TH April, 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 12th 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 Seven 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. | 26.04.2018 | 3 | 3 |
| 2. | 26.05.2018 | 3 | 3 |
| 3. | 13.08.2018 | 3 | 3 |
| 4. | 21.08.2018 | 3 | 3 |
| 5. | 12.11.2018 | 3 | 3 |
| 6 | 01.01.2019 | 3 | 3 |
| 7. | 13.02.2019 | 3 | 3 |

EXTRAORDINARY GENERAL MEETINGS DURING THE FINANCIAL YEAR 2018-19

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, 2019, the composition of Audit Committee has been as under:

| | |
|-----------------------|------------|
| a) Mrs. Sarita Devi | (Chairman) |
| b) Mr. Satender Kumar | (Member) |
| c) Mr. Chandan Tirkey | (Member) |

During the financial year 2018-19, Four (4) meeting of Audit Committee was held i.e. 26.05.2018, 13.08.2018, 12.11.2018 and 13.02.2019

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) Mr. Satender Kumar | (Member) |
| c) Mr. Chandan Tirkey | (Member) |

During the financial year 2018-19, Four (4) meeting of Nomination and Remuneration Committee was held i.e. 26.05.2018, 13.08.2018, 12.11.2018 and 13.02.2019

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) Mr. Satender Kumar | (Member) |
| c) Mr. Chandan Tirkey | (Member) |

During the financial year 2018-19, Four (4) meeting of Stakeholder Relationship Committee was held i.e. 26.05.2018, 13.08.2018, 12.11.2018 and 13.02.2019

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. Nikita Rohilla, Proprietor of Nikita Rohilla & 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 2.

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 Net worth 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 Networth 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**

Sd/-

Sd/-

SATENDER KUMAR

Chandan Tirkey

Director

Director

Date: 29.08.2019

Place: New Delhi

DIN No: 06985603

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. Chandan Tirkey 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 | |
| | | Remuneration in FY 2018- 19 (Rs. In lakhs) | Nil |
| | | Revenue (Rs. in lakhs) | Nil |
| | | Remuneration as % of Revenue | Nil |
| | | Profit after Tax (Rs. In Lakhs) | Nil |
| | | Remuneration as % of PAT | 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 31.03.2019

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 activities | 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-2019] | | | | % Change during the year |
|--------------------------|--|----------|-------|-------------------|--|----------|-------|-------------------|--------------------------|
| | Demat | Physical | Total | % of Total Shares | Demat | Physical | Total | % of Total Shares | |
| A. Promoters | | | | | | | | | |
| (1) Indian | | | | | | | | | |
| a) Individual/ HUF | - | - | - | - | | | | | |

[illegible]

| | | | | | | | | | |
|---|------------------|---------------|------------------|-------------|----------------|---------------|----------------|-------------|-----|
| Bodies | | | | | | | | | |
| Clearing Members | - | - | - | - | - | - | - | - | - |
| Trusts | | | - | - | | | - | - | |
| NRI | - | - | - | - | - | - | - | - | - |
| Sub-total (B)(2):- | 74,31,835 | 180537 | 76,12,372 | 98.91 | 7431835 | 180537 | 7612372 | 98.91 | - |
| Total Public (B) | 74,31,835 | 180537 | 76,12,372 | 98.91 | 7431835 | 180537 | 7612372 | 98.91 | Nil |
| C. Shares held by Custodian for GDRs & ADRs | - | - | - | - | - | | - | - | - |
| Grand Total (A+B+C) | 75,15,163 | 180537 | 76,95,700 | 100% | 7515163 | 180537 | 7695700 | 100% | |

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. | Sonika 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 | 125250 | 1.63 | 125250 | 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 | 26,112,500.00 | NIL | 26,112,500.00 |
| 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 | 26,112,500.00 | NIL | 26,112,500.00 |
| Change in Indebtedness during the financial year | Nil | NIL | NIL | NIL |
| * Addition | Nil | 1,158,000.00 | NIL | 1,158,000.00 |
| * Reduction | NIL | NIL | NIL | NIL |
| Net Change | Nil | 1,158,000.00 | NIL | 1,158,000.00 |
| Indebtedness at the end of the financial year | | | | |
| i) Principal Amount | NIL | 27,270,500.00 | NIL | 27,270,500.00 |
| 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 | 27,270,500.00 | NIL | 27,270,500.00 |

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 | 42000 | CFO | 42000 |
| | (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 | 42000 | NIL | 42000 |

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: 29.08.2019
Place: New Delhi**

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

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

**SECRETARIAL AUDIT REPORT
(for the financial year ended March 31, 2019)**

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 read with Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To
The Members
MONEYTECH FINLEASE LIMITED
829/2, LaxmidEEP Building, 8th Floor, District Centre,
next to V3S Mall, Laxmi Nagar New Delhi - 110092

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 conduct/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives, during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended March 31, 2019, complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place, to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended March 31, 2019, according to the provisions of:

- i) The Companies Act, 2013 (the Act) and the Rules made there under read with notifications, exemptions and clarifications thereto;
- ii) The Securities Contracts (Regulation) Act, 1956 (SCRA) and the Rules made there under;
- iii) The Depositories Act, 1996 and the Regulations and Bye-Laws framed there under.
- iv) Foreign Exchange Management Act, 1999 (FEMA) and the Rules and Regulations made there under, to the extent applicable to Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI Act):
 - (a) The SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended from time to time.
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time.
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended from time to time. However, the regulations are not applicable to the Company during the audit period since the Company has not raised any money from the public and hence, these regulations have not been considered for the purpose of this report.

- (d) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014. However, the regulations are not applicable to the Company during the audit period since the Company does not have any such scheme in operation and hence, these regulations have not been considered for the purpose of this report.
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008, as amended from time to time. However, the regulations are not applicable to the Company during the audit period since the Company has not raised any money through debt securities from the public and hence, these regulations have not been considered for the purpose of this report.
 - (f) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009, as amended from time to time. However, the regulations are not applicable to the Company during the audit period.
 - (g) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998, as amended from time to time. However, the regulations are not applicable to the Company during the audit period since the Company has not bought back any of its securities and hence, these regulations have not been considered for the purpose of this report.
- vi) and other applicable laws in respect of other laws specifically applicable to the Company, I have relied on information/records produced by the Company during the course of our audit and the reporting is limited to that extent.

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

- (i) Secretarial Standards issued by the Institute of Company Secretaries of India.
- (ii) The Listing Agreements entered into by the Company with The National Stock Exchange of India Limited, BSE Limited, and The Calcutta Stock Exchange Limited
- (iii) The SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, read with circular issued.

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

1. During the period under review, Company has not appointed any Company Secretary for the financial year 2018-2019.
2. During the period under review, there were some instances where the Company has filed delay intimations/Compliances to the stock exchange and Registrar of Companies.
3. Website of the Company is not updated as per the provisions of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 and Companies Act, 2013.
4. There were few instances where Company has given late intimation(s) to the Stock Exchange and made delay in Compliances pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015.

We further report that:

1. The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Independent Directors and Woman Director in terms of Companies Act, 2013 and Regulation 17 of The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

2. Adequate notice has been given to all directors to schedule the Board Meetings during the financial year under review; agenda and detailed notes on agenda were sent properly before the scheduled meeting; 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.
3. All the decisions were carried out unanimously. None of the members of the Board have expressed dissenting views on any of the agenda items during the financial year under review.

We further report that there are 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 as informed to us, the Company has responded to notices for demands, claims, penalties etc levied by various statutory / regulatory authorities and initiated actions for corrective measures, wherever necessary.

We further report that as informed to us, the Company has undertaken event / action having a major bearing on the Company's affairs in pursuance of the above referred laws, rules, regulations, guidelines, standards, etc. referred to above.

For **Nikita Rohilla & Associates**
Company Secretaries

Sd-

Nikita Rohilla
ACS- 50093
CP No.- 21456

Place: New Delhi
Date: 27/05/2019

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 **Nikita Rohilla & Associates**
Company Secretaries

Sd-

Nikita Rohilla
ACS- 50093
CP No.- 21456

Place: New Delhi
Date: 27/05/2019

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS
(pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

To,
The Members of
Moneytech Finlease Limited

I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **MONEYTECH FINLEASE LIMITED** having CIN **L65910DL1984PLC018732** and having registered office at **829/2, Laxmideep Building, 8th Floor, District Centre, Next to V3S Mall, Laxmi Nagar, New Delhi-110092** (hereinafter referred to as 'the Company'), produced before me by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In my opinion and to the best of my information and according to the verifications (including Directors Identification Number (DIN) status at the portal www.mca.gov.in) as considered necessary and explanations furnished to me by the Company & its officers, I hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on 31st March, 2019 have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority.

| Sr. No. | Name of Director | DIN | Date of appointment in Company |
|---------|------------------|----------|--------------------------------|
| 1. | SATENDER KUMAR | 06985603 | 24/02/2017 |
| 2. | SARITA DEVI | 07773333 | 13/03/2018 |
| 3. | CHANDAN TIRKEY | 07971325 | 26/04/2018 |

Ensuring the eligibility of for the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **Nikita Rohilla & Associates**
Company Secretaries

Sd-
Nikita Rohilla
ACS- 50093
CP No.- 21456

Place: New Delhi
Date: 27/05/2019

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, 2019, 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, 2019, 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, 2019, and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019, 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: 27.05.2019

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, 2019:

- 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, 2019 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: 27.05.2019

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, 2019 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 2019, 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: 27.05.2019**

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 2019**

(Amount in Rupees)

| Particulars | Note No. | As at 31.03.2019 | As at 31.03.2018 | As at 31.03.2017 |
|-----------------------------------|----------|-----------------------|-----------------------|-----------------------|
| 1 | 2 | 3 | 4 | 5 |
| (1) ASSETS | | | | |
| Non-current assets | | | | |
| (a) Property, Plant and Equipment | 6 | 24,912.93 | 24,912.93 | 28,161.77 |
| (b) Capital work-in-progress | | | | |
| (c) Goodwill | | | | |
| (d) Financial Assets | | | | |
| (i) Investments | 7 | 15,474,440.00 | 15,474,440.00 | 19,474,440.00 |
| (ii) Trade receivables | | | | |
| (iii) Loans & Advances | 8 | 18,297,100.00 | 18,421,664.00 | 22,257,616.00 |
| (e) Deferred tax assets (net) | 9 | 474,600.47 | 476,458.46 | 478,249.45 |
| (f) Other non-current assets | 10 | - | - | - |
| (2) Current assets | | | | |
| (a) Inventories | | | | |
| (b) Financial Assets | | | | |
| (i) Investments | | | | |
| (ii) Trade receivables | 11 | 6,851,254.03 | 6,739,454.03 | 3,686,204.03 |
| (iii) Cash and cash equivalents | 12 | 945,260.43 | 6,914,801.44 | 994,449.45 |
| (v) Loans & Advances | 8 | 82,944,283.00 | 73,282,008.00 | 62,201,584.00 |
| (c) Current Tax Assets (Net) | | | | |
| (d) Other current assets | 10 | 1,128,288.00 | 1,053,858.00 | 333,501.00 |
| Total Assets | | 126,140,138.86 | 122,387,596.86 | 109,454,205.70 |
| EQUITY AND LIABILITIES | | | | |
| Equity | | | | |
| (a) Equity Share capital | | 76,957,000.00 | 76,957,000.00 | 76,957,000.00 |
| (b) Other Equity | | 7,929,126.31 | 7,770,610.31 | 7,212,044.15 |
| 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 | 27,270,500.00 | 26,112,500.00 | 20,675,000.00 |
| (ii) Trade payables | 16 | 11,570,862.00 | 9,570,862.00 | 3,765,465.00 |
| (b) Other current liabilities | 17 | 2,316,154.55 | 1,829,023.55 | 581,361.55 |
| (d) Tax Liabilities (Net) | 18 | 96,496.00 | 147,601.00 | 263,335.00 |
| Total Equity and Liabilities | | 126,140,138.86 | 122,387,596.86 | 109,454,205.70 |

See accompanying notes to the financial statements

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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: 27.05.2019

Place: Agra

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

| | |
|----------------|---------------|
| Sd- | Sd- |
| Satender Kumar | Chandan |
| (Director) | Tirkey |
| DIN: 06985603 | (Director) |
| | DIN: 08120763 |

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 2019

(Amount in Rupees)

| | Particulars | Note No. | Year ended 31.03.2019 | Year ended 31.03.2018 |
|------|---|----------|-----------------------|-----------------------|
| I | Revenue From Operations | 19 | 4,878,283.00 | 8,717,596.00 |
| II | Other Income | | 4,493.00 | - |
| III | Total Income (I+II) | | 4,882,776.00 | 8,717,596.00 |
| IV | EXPENSES | | | |
| | Cost of materials consumed | | | |
| | Purchases of Stock-in-Trade | | 2,000,000.00 | 5,805,397.00 |
| | Changes in inventories of finished goods, Stock-in -Trade and work-in-progress | | | |
| | Employee benefits expense | 20 | 756,903.00 | 682,743.00 |
| | Finance costs | 21 | 1,313.00 | 2,833.00 |
| | Depreciation and amortization expense | 22 | - | 3,248.84 |
| | Other expenses | 23 | 2,015,291.00 | 1,946,092.00 |
| | Total expenses (IV) | | 4,773,507.00 | 8,440,313.84 |
| V | Profit/(loss) before exceptional items and tax (I- IV) | | 109,269.00 | 277,282.16 |
| VI | Exceptional Items | | - | - |
| VII | Profit/(loss) before tax (V-VI) | | 109,269.00 | 277,282.16 |
| VIII | Tax expense: | | | |
| | (1) Current tax | | 26,588.00 | 69,908.00 |
| | (2) Deferred tax | | 1,858.00 | 1,791.00 |
| | (3) Income tax Adjustment | | (77,693.00) | (47,601.00) |
| | (4) Deferred tax Adjustment | | - | - |
| IX | Profit (Loss) for the period from continuing operations (VII-VIII) | | 158,516.00 | 253,184.16 |
| 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) | | 158,516.00 | 253,184.16 |

| | | | | |
|-----|--|----|------------|------------|
| XIV | Other Comprehensive Income | | | |
| | 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 | | 158,516.00 | 253,184.16 |
| | Earnings per equity share (Face Value of Rs. 10/- each) | 24 | | |
| | (1) Basic | | 0.02 | 0.03 |
| | (2) Diluted | | 0.02 | 0.03 |

See accompanying notes to the financial statements

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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)

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

Sd-

Sd-

Sd-

Shashank Kumar Gupta, ACA
(Proprietor)

Satender Kumar
(Director)

Chandan Tirkey
(Director)

Membership No. 424293
Firm Registration No. 023270C

DIN: 06985603

DIN: 08120763

Date: 27.05.2019

Place: Agra

| 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 2019 | | |
| | Amounts Rs. | Amounts Rs. |
| Particulars | Year ended 31.03.2019 | Year ended 31.03.2018 |
| <u>(A)CASH FLOW FROM OPERATING ACTIVITIES:-</u> | | |
| 1.Net profit before tax | 109,269.00 | 277,282.16 |
| 2. <u>Adjustment for:</u> | | |
| <u>Add:</u> Depreciation & Amortisation Expenses | - | 3,248.84 |
| <u>Add:</u> Amortization Expenses / Written off | - | - |
| Operating Profit before Working capital changes | 109,269.00 | 280,531.00 |
| 3.<u>Working Capital Changes:</u> | | |
| Decrease (Increase) in Trade & Other Receivables | (111,800.00) | (3,053,250.00) |
| Increase (Decrease) in Trade & Other Payables | 2,000,000.00 | 5,805,397.00 |
| Decrease (Increase) in Other Current Assets | (74,430.01) | (414,975.01) |
| Increase (Decrease) in Other Current Liabilities | 487,131.00 | 1,247,662.00 |
| Net Changes in Working Capital | 2,300,900.99 | 3,584,833.99 |
| <u>Cash Generated from Operations</u> | 2,410,169.99 | 3,865,364.99 |
| Adjustment of Taxes | - | 138,041.00 |
| Net Cash Flow from Operating Activities (A) | 2,410,169.99 | 3,727,323.99 |
| <u>(B.) CASH FLOW FROM INVESTING ACTIVITIES :</u> | | |
| <u>Non Current Financial Assets</u> | | |
| (Increase) Decrease in Loans & Advances | 124,564.00 | 3,835,952.00 |
| (Increase) Decrease in Investments | - | 4,000,000.00 |
| <u>Current Financial Assets</u> | | |
| (Increase) Decrease in Loans & Advances | (9,662,275.00) | (11,080,424.00) |
| Net Cash Flow from Investing Activities (B) | (9,537,711.00) | (3,244,472.00) |
| <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 | 1,158,000.00 | 5,437,500.00 |
| Increase in Preliminary Expenses | - | - |
| Net Cash Flow from Financing Activities (C) | 1,158,000.00 | 5,437,500.00 |
| Net Increase / (Decrease) in Cash & Cash Equivalents (A-B+C) | (5,969,541.01) | 5,920,351.99 |
| Cash and cash equivalents at the beginning of the year / Period | 6,914,801.44 | 994,449.45 |
| Cash and cash equivalents at the end of the year/ Period | 945,260.43 | 6,914,801.44 |
| * Note: The above Cash Flow Statement has been prepared under "Indirect Method" as set out in the Accounting Standard | | |
| <p>As per our report of even date attached.</p> <p>For SHASHANK K GUPTA & ASSOCIATES (Chartered Accountants)</p> <p>ON BEHALF OF THE BOARD OF DIRECTORS M/s MONEYTECH FINLEASE LIMITED</p> <div> <div> <p>Sd- Shashank Kumar Gupta, ACA (Proprietor) Membership No. 424293 Firm Registration No. 023270C</p> <p>Date: 27.05.2019</p> <p>Place: Agra</p> </div> <div> <p>Sd- Satender Kumar (Director) DIN: 06985603</p> <p>Sd- Chandan Tirkey (Director) DIN: 08120763</p> <p>Seema Gupta Company Secretary M No. A37799</p> </div> </div> | | |

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 2019****(Amount in Rupees)****A. Equity Share
Capital**

| Balance as at 01.04.2017 | Changes in equity share capital during the year | Balance as at 31.03.2018 | Changes in equity share capital during the year | Balance as at 31.03.2019 |
|-----------------------------|--|-----------------------------|--|-----------------------------|
| 76,957,000.00 | - | 76,957,000.00 | - | 76,957,000.00 |

B. Other Equity

| | Reserves and Surplus | | | | Total |
|--|----------------------|-------------------------------|--|-----------------------|---------------------|
| | Capital Reserve | Securities Premium Reserve | Other Reserves (specify nature) | Retained Earnings | |
| Balance as at 01.04.2017 | 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 |
| Profit / (Loss) for the year | - | - | | 158,516.00 | 158,516.00 |
| Other Comprehensive Income/ Credit for the year | - | - | - | | - |
| Balance as at 31.03.2019 | 5,009,435.69 | 3,968,000.00 | - | (1,048,309.38) | 7,929,126.31 |

MONEYTECH FINLEASE LIMITED
Fixed Assets & Depreciation
Schedule

AS PER INCOME TAX ACT

| | OP.BAL. | ADDITION | | | | | DEPRECIATION | NET BLOCK |
|------------------|---------------------------|-----------------------|-----------------------|----------|------------------|------|-----------------|------------------------------|
| PARTICULARS | Value as on 01.04.2018 | MORE THAN 180 DAYS | LESS THAN 180 DAYS | DELETION | BALANCE | RATE | FOR THE YEAR | Value as on 31.03.2019 |
| Computer | 2,513.14 | - | - | - | 2,513.14 | 0.60 | 1,507.88 | 1,005.26 |
| Office equipment | 44.69 | - | - | - | 44.69 | 0.15 | 6.70 | 37.99 |
| Modam | 96.51 | | | | 96.51 | 0.15 | 14.48 | 82.04 |
| Teletax | 82.51 | | | | 82.51 | 0.15 | 12.38 | 70.13 |
| EPABX | 233.59 | | | | 233.59 | 0.15 | 35.04 | 198.55 |
| Wireless | 162.67 | | | | 162.67 | 0.15 | 24.40 | 138.27 |
| Cell Phone | 6,307.47 | | | | 6,307.47 | 0.15 | 946.12 | 5,361.35 |
| Printer | 2,944.73 | | | | 2,944.73 | 0.15 | 441.71 | 2,503.02 |
| Television | 1,673.03 | | | | 1,673.03 | 0.15 | 250.95 | 1,422.08 |
| UPS | 382.11 | | | | 382.11 | 0.15 | 57.32 | 324.79 |
| Furniture | 4,065.31 | - | - | - | 4,065.31 | 0.10 | 406.53 | 3,658.78 |
| Car | 15,399.57 | | | | 15,399.57 | 0.15 | 2,309.94 | 13,089.64 |
| TOTAL | 33,905.34 | - | - | - | 33,905.34 | | 6,013.45 | 27,891.89 |

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, 2019

| <u>Note : 7 Investment</u> | | | | |
|--|---|-----------------------------|-------------------------|-------------------------|
| Sr. No | Particulars | As at 31.03.2019 | As at 31.03.2018 | As at 31.03.2017 |
| - | <u>Non Current</u> | | | |
| - | | | | |
| 1 | <u>Investment in Equity Instrument</u> | 15,474,440.00 | 15,474,440.00 | 19,474,440.00 |
| | Total | 15,474,440.00 | 15,474,440.00 | 19,474,440.00 |
| <u>Note : 8 Loan and Advances</u> | | | | |
| Sr. No | Particulars | As at 31.03.2019 | As at 31.03.2018 | As at 31.03.2017 |
| - | <u>Non Current</u> | | | |
| 1 | <u>Loan & Advances - Unsecured, considered good</u> | 18,297,100.00 | 18,421,664.00 | 22,257,616.00 |
| | Total | 18,297,100.00 | 18,421,664.00 | 22,257,616.00 |
| - | <u>Current</u> | | | |
| 1 | <u>Loan & Advances - Unsecured, considered good</u> | 82,944,283.00 | 73,282,008.00 | 62,201,584.00 |
| | Total | 82,944,283.00 | 73,282,008.00 | 62,201,584.00 |
| <u>Note : 9 Deferred Tax Assets (Net)</u> | | | | |
| Sr. No | Particulars | As at 31.03.2019 | As at 31.03.2018 | As at 31.03.2017 |
| 1 | Deferred Tax Assets | 474,600.47 | 476,458.46 | 478,249.45 |

| | | | | |
|--------------------------------------|---------------------------|-----------------------------|-------------------------|-------------------------|
| | Total | 474,600.47 | 476,458.46 | 478,249.45 |
| <u>Note : 10 Other assets</u> | | | | |
| Sr. No | Particulars | As at 31.03.2019 | As at 31.03.2018 | As at 31.03.2017 |
| - | <u>Non Current</u> | | | |
| 1 | Security Deposits | - | - | - |
| 2 | Misc. Expenditure | - | - | - |
| | Total | - | - | - |
| - | <u>Current</u> | | | |
| 1 | TDS Receivable | 822,906.00 | 748,476.00 | 333,501.00 |
| 2 | MAT Credit | 305,382.00 | 305,382.00 | |
| | Total | 1,128,288.00 | 1,053,858.00 | 333,501.00 |

| | | | | |
|--|--|-----------------------------|-------------------------|-------------------------|
| <u>Note : 11 Trade Receivable</u> | | | | |
| Sr. No | Particulars | As at 31.03.2019 | As at 31.03.2018 | As at 31.03.2017 |
| - | <u>Current</u> | | | |
| - | | | | |
| 1 | <u>Outstanding for more than six months</u> | | | |
| | Unsecured, Considered Good : | - | - | - |
| | <u>Other</u> | | | |
| | Unsecured, Considered Good : | 6,851,254.03 | 6,739,454.03 | 3,686,204.03 |
| | Total | 6,851,254.03 | 6,739,454.03 | 3,686,204.03 |
| <u>Note : 12 Cash & Cash Equivalent</u> | | | | |
| Sr. No | Particulars | As at 31.03.2019 | As at 31.03.2018 | As at 31.03.2017 |
| 1 | Cash-in-Hand Cash Balance | 95,172.51 | 7,879.52 | 89,692.53 |

| | | | | |
|---|--------------------------------------|-------------------|---------------------|-------------------|
| 2 | Sub Total (A) | 95,172.51 | 7,879.52 | 89,692.53 |
| | <u>Bank Balance</u> | | | |
| | Bank Balance (With Schedule Bank) | 850,087.92 | 6,906,921.92 | 904,756.92 |
| | Sub Total (B) | 850,087.92 | 6,906,921.92 | 904,756.92 |
| | Total [A + B] | 945,260.43 | 6,914,801.44 | 994,449.45 |

Note : 13 Share Capital

| Sr. No | Particulars | As at 31.03.2019 | As at 31.03.2018 | As at 31.03.2017 |
|--------|---|-----------------------|-----------------------|----------------------|
| 1 | <u>AUTHORIZED CAPITAL</u> 13,500,000 Equity Shares of Rs. 10/- each. | 135,000,000.00 | 135,000,000.00 | 75,000,000.00 |
| 2 | <u>ISSUED</u> 76,95,700 Equity Shares of Re. 10/- each | 76,957,000.00 | 76,957,000.00 | 76,957,000.00 |
| 3 | <u>SUBSCRIBED & PAID UP CAPITAL</u> 76,95,700 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 31.03.2019 | As at 31.03.2018 | As at 31.03.2017 |
|--------|--|---------------------|------------------|------------------|
| | 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 |

| | | |
|---|--------------------|-------------------------|
| <u>Details of Shareholders holding more than 5% Shares</u> | | |
| | Particulars | As at 31.03.2019 |

| | 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 31.03.2019 | As at 31.03.2018 | As at 31.03.2017 |
|--------|--|---------------------|---------------------|---------------------|
| 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 | (1,206,825.38) | (1,765,391.54) | (1,966,047.50) |
| | Current Year Profit & Loss A/C | 158,516.00 | 253,184.16 | 200,655.96 |
| | Add: Mat Credit Adjustment | - | 305,382.00 | - |
| | Sub Total (B) | (1,048,309.38) | (1,206,825.38) | (1,765,391.54) |
| | Total [A + B] | 7,929,126.31 | 7,770,610.31 | 7,212,044.15 |

Note : 15 Borrowing

| Sr. No | Particulars | As at 31.03.2019 | As at 31.03.2018 | As at 31.03.2017 |
|--------|--|----------------------|----------------------|----------------------|
| - | <u>Non Current</u> | | | |
| - | | | | |
| 1 | <u>Borrowing from Corporate Bodies</u> | - | - | - |
| | Total | - | - | - |
| - | <u>Current</u> | | | |
| - | | | | |
| 1 | <u>Borrowing from Corporate Bodies</u> | 27,270,500.00 | 26,112,500.00 | 20,675,000.00 |
| | Total | 27,270,500.00 | 26,112,500.00 | 20,675,000.00 |

| Note : 16 Trade Payable | | | | |
|--|--------------------|----------------------|---------------------|---------------------|
| Sr. No | Particulars | As at 31.03.2019 | As at 31.03.2018 | As at 31.03.2017 |
| - | Current | | | |
| 1 | Trade Payable | 11,570,862.00 | 9,570,862.00 | 3,765,465.00 |
| | Total | 11,570,862.00 | 9,570,862.00 | 3,765,465.00 |
| Note : 17 Other Current Liabilities | | | | |
| Sr. No | Particulars | As at 31.03.2019 | As at 31.03.2018 | As at 31.03.2017 |
| 1 | Audit Fees Payable | 40,000.00 | 20,000.00 | 20,000.00 |
| 2 | Salary payable | 836,483.00 | 404,083.00 | 209,983.00 |
| 3 | Expenses payable | 594,671.55 | 794,440.55 | 351,378.55 |
| 4 | Other Payable | 845,000.00 | 610,500.00 | - |
| | Total | 2,316,154.55 | 1,829,023.55 | 581,361.55 |

| Note : 18 Current Tax Liabilities | | | | |
|--|--------------------------|---------------------|-------------------|-------------------|
| Sr. No | Particulars | As at 31.03.2019 | As at 31.03.2018 | As at 31.03.2017 |
| 1 | Provision For Income Tax | 96,496.00 | 147,601.00 | 263,335.00 |
| | Total | 96,496.00 | 147,601.00 | 263,335.00 |

| Note : 19 Revenue from Operations | | | | |
|--|------------------------|---------------------|---------------------|---------------------|
| Sr. No | Particulars | As at 31.03.2019 | As at 31.03.2018 | As at 31.03.2017 |
| 1 | Income From Operations | 4,878,283.00 | 8,717,596.00 | 6,053,927.00 |
| | Total | 4,878,283.00 | 8,717,596.00 | 6,053,927.00 |

| Note : 20 Employment Benefit Expenses | | | | |
|--|---------------|---------------------|-------------------|-------------------|
| Sr. No | Particulars | As at 31.03.2019 | As at 31.03.2018 | As at 31.03.2017 |
| 1 | Salary | 708,900.00 | 562,200.00 | 712,200.00 |
| 2 | Staff Welfare | 48,003.00 | 120,543.00 | 105,247.00 |
| | Total | 756,903.00 | 682,743.00 | 817,447.00 |

Note :21 Financial Cost

| Sr. No | Particulars | As at 31.03.2019 | As at 31.03.2018 | As at 31.03.2017 |
|--------|---------------|---------------------|------------------|------------------|
| 1 | Bank Interest | 1,313.00 | 2,833.00 | 2,695.00 |
| | Total | 1,313.00 | 2,833.00 | 2,695.00 |

Note : 22 Depreciation & Amortised Cost

| Sr. No | Particulars | As at 31.03.2019 | As at 31.03.2018 | As at 31.03.2017 |
|--------|--------------|---------------------|------------------|------------------|
| 1 | Depreciation | - | 3,248.84 | 8,818.64 |
| | Total | - | 3,248.84 | 8,818.64 |

Note : 23 Other Expenses

| Sr. No | Particulars | As at 31.03.2019 | As at 31.03.2018 | As at 31.03.2017 |
|--------|--|---------------------|------------------|------------------|
| 1 | <u>Administrative Expenses:</u> | | | |
| | Accounting Charges | 60,000.00 | - | - |
| | Advertisement Expenses | 16,338.00 | 40,093.00 | - |
| | Repai & maintenance | 22,469.00 | 25,000.00 | - |
| | Legal & Professional | 164,011.00 | 77,380.00 | - |
| | Tour & Travelling Exps | 16,632.00 | - | - |
| | Office Expenses | 82,536.00 | 212,469.00 | - |
| | Telephone Expenses | 19,560.00 | 35,813.00 | - |
| | Misc. Expenses | 148,602.00 | 182,902.00 | - |
| | NSDL | 29,396.00 | - | - |
| | Newspaper & Periodicals | 38,818.00 | 38,691.00 | - |
| | Annual Fees | 64,900.00 | - | - |
| | Interest on TDS | 4,954.00 | - | - |
| | Rent | 15,000.00 | 45,000.00 | - |
| | Custodian Fees | 28,700.00 | 23,625.00 | - |
| | Filling Fees | 65,720.00 | 5,482.00 | - |
| | Conveyance | 76,224.00 | 82,532.00 | - |
| | Commission Expenses | 1,100,000.00 | 550,000.00 | - |
| | Telegram & Postage Expenses | 21,431.00 | 17,655.00 | - |
| | Web Charges | - | 9,200.00 | - |

| | | | | |
|---|---|---------------------|-------------------------|-------------|
| 2 | Listing Fees Payment to Auditors: Audit Fees | - 40,000.00 | 580,250.00 20,000.00 | - - - |
| | Total | 2,015,291.00 | 1,946,092.00 | - |

Note : 23 Earning per Shares

| Sr. No | Particulars | As at 31.03.2019 | As at 31.03.2018 | As at 31.03.2017 |
|--------|--|---------------------|------------------|------------------|
| 1 | Net profit after tax available for Equity Shareholders (Rs.) (A) | 158,516 | 253,184 | - |
| 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) | 0.02 | 0.03 | - |
| 7 | Diluted Earnings per share (Rs./ Share) (A) / (C) | 0.02 | 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)

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: 27.05.2019

Place: Agra

Notes to the Financial Statements for the year ended March 31, 2019

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, 2019 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
- 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)

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

Date: 27.05.2019

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

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;

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 | | | |

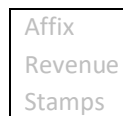
as my/ our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 35th Annual General Meeting of the company, to be held on **Saturday, the 28th day of September, 2019 at 09:00 a.m. at 829/2, Laxmideep Building, 8th Floor, District Centre, next to V3S Mall, Laxmi Nagar New Delhi - 110092** 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, Cash Flow Statement, Balance Sheet and Report of Director's and Auditor's for the financial year 31 st March, 2019 | | |
| 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 appoint M/s. D. Mangla & Associates as the Statutory Auditor of the company & fixing their remuneration. | | |

* Applicable for investors holding shares in Electronic Form

* Signed this ____ day of ____ 2019

Signature of the shareholder



Revenue Stamps

Signature of Shareholder Signature of Proxy holder

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;

Website: www.moneytechfin.com

ATTENDANCE SLIP

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

35th Annual General Meeting will be held on Saturday, the 28th day of September, 2019 at 09:00 A.M. 829/2, Laxmideep Building, 8th Floor, District Centre, next to V3S Mall, Laxmi Nagar New Delhi – 110092

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 35th Annual General Meeting on **Saturday, 28th day of September, 2019** at 09:00 a.m. at **829/2, Laxmideep Building, 8th Floor, District Centre, next to V3S Mall, Laxmi Nagar New Delhi - 110092.**

(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) A Proxy need not be a member of the Company.
- 3) 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.
- 4) 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

