



AURUM CAPITAL PROJECTS LIMITED
(Formerly Known as Viraj Credit Capital Limited)

INFORMATION MEMORANDUM

**FOR LISTING OF 32,10,500 EQUITY SHARES OF RS. 10/-
EACH FULLY PAID UP**

AT

**Metropolitan Stock Exchange of India Ltd
(Formerly known as MCX Stock Exchange Ltd.)**

AURUM CAPITAL PROJECTS LIMITED

(formerly Viraj Credit Capital Limited)

Registered Office : 2nd Floor, Y.M.C.A Complex,

13, Rana Pratap Marg, Lucknow - 226001

Website : aurumcapitalprojects.com

Phone : 0522 - 2209401 / 2209402

Email : admin@aurumcapitalprojects.com

INFORMATION MEMORANDUM

AURUM CAPITAL PROJECTS LIMITED
(Formerly Known as Viraj Credit Capital Limited)
(CIN-L67120UP1992PLC014607)

The Company was originally incorporated as 'Viraj Portfolio Management Services Private Limited' (VPML) in 1992. The Certificate of Incorporation was issued on 3rd August, 1992 under the Companies Act, 1956 by Registrar of Companies U.P Kanpur. The company subsequently changed its name and converted in to a Public Limited Company from 'Viraj Portfolio Management Service Private Limited' to 'Viraj Credit Capital Limited' and a fresh Certificate of Incorporation was issued on 11th October, 1994 by Registrar of Companies, U.P. Thereafter the name of the company has been changed from 'Viraj Credit Capital Limited' to 'Aurum Capital Projects Limited' vide fresh Certificate of Incorporation issued by the Registrar of Companies, U.P on 11th March 2016.

Registered Office: 2nd Floor, YMCA Complex, 13, Rana Pratap Marg, Lucknow, Uttar Pradesh- 226001.

Tel: 0522- 2209401, 2209402

Contact Person & Compliance Officer: Ms. Pragyan Shree

E-mail: admin@aurumcapitalprojects.com **Website:** www.aurumcapitalprojects.com

**INFORMATION MEMORANDUM FOR LISTING OF 32,10,500 EQUITY SHARES OF RS.10/-EACH
FULLY PAID UP**

GENERAL RISKS

Investment in equity and equity-related securities involve a degree of risk and investors should not invest in the Equity shares of AURUM CAPITAL PROJECTS LIMITED unless they can afford to take the risk of losing their investment. Investors are advised to read the Risk Factors carefully before taking an investment decision in the shares of AURUM CAPITAL PROJECTS LIMITED. For taking an investment decision, investors must rely on their own examination of the company including the risks involved.

ABSOLUTE RESPONSIBILITY OF AURUM CAPITAL PROJECTS LIMITED(Formerly Known as Viraj Credit capital Limited)

AURUM CAPITAL PROJECTS LIMITED (Formerly Known as Viraj Credit Capital Limited) having made all reasonable inquiries, accepts responsibility for, and confirms that this Information Memorandum contains all information with regard to AURUM CAPITAL PROJECTS LIMITED (Formerly Known as Viraj Credit Capital Limited), which is material, that the information contained in the Information Memorandum is true and correct in all material aspects and is not misleading in any material respect, that the opinions and intentions expressed herein are honestly held and that there are no other facts, the omission of which makes this Information Memorandum as a whole or any of such information or the expression of any such opinions or intentions misleading in any material respect.

LISTING

The Equity Shares of AURUM CAPITAL PROJECTS LIMITED (Formerly Known as Viraj Credit Capital Limited) which are listed on U.P. Stock Exchange Limited are proposed to be listed and traded on Metropolitan Stock Exchange of India Ltd (Formerly known as MCX Stock Exchange Ltd.).

REGISTRAR & SHARE TRANSFER AGENT

SKYLINE FINANCIAL SERVICES PRIVATE LIMITED

D-153 A, 1st Floor, Okhla Industrial Area, Phase - I, New Delhi - 110 020

Tel: +91 11 30857575; Fax: +91 11 30857562

Website: www.skylinerta.com; E-mail: info@skylinerta.com

TABLE OF CONTENTS

TITLE
I. General
1. Definitions and Abbreviations
2. Certain Conventions - Use of Financial, Industry and Market Data and Currency of Presentation
3. Forward -Looking Statements
II. Risk Factors
III. Introduction
1. Summary of Industry & Business
2. Summary of Financial Information
3. Statement of Dividend & Cash Bonus
4. General Information
5. Capital Structure
IV. About the Company
1. Industry Overview
2. Business Overview
3. History and Corporate Structure
4. Management
5. Promoters
V. Regulations and Policies in India
VI. Financial Information
1. Financial Indebtedness
2. Stock Market Data of our Equity Shares
VII. Outstanding Litigation & Material Developments
VIII. Material Documents for Inspection
IX. Declaration

SECTION I - GENERAL

DEFINITIONS AND ABBREVIATIONS

Unless the context otherwise indicates, the following terms have the meanings given below. References to statutes, rules, regulations, guidelines and policies will be deemed to include all amendments and modifications notified thereto.

In this Information Memorandum, unless the context otherwise indicates, all references to “ACPL”, “the Company”, “our Company” are to **AURUM CAPITAL PROJECTS LIMITED (Formerly Known as Viraj Credit Capital Limited)**, a Company incorporated in India under the Companies Act, 1956 (the “Companies Act”) with its Registered Office at 2nd Floor, YMCA Complex, 13, Rana Pratap Marg, Lucknow, Uttar Pradesh- 226001. Furthermore, all references to the terms “we”, “us” and “our” are to **AURUM CAPITAL PROJECTS LIMITED (Formerly Known as Viraj Credit Capital Limited)**.

Company/ Industry related terms

Term	Description
Act/Companies Act	Unless specified otherwise, this would imply to the provisions of the Companies Act, 2013 (to the extent notified) and / or Provisions of the Companies Act, 1956 w.r.t. to the Sections which have not yet been replaced by the Companies Act, 2013 through any official notification.
AGM	Annual General meeting
Articles/Articles of Association	Articles of Association of the Company
AS	Accounting Standard as issued by the Institute of Chartered Accountant of India
Auditor	M/s. Rajeev Siddharth & Associates, Chartered Accountants
Board/Board of Directors of the Company	Board of Directors of our Company i.e. AURUM CAPITAL PROJECTS LIMITED(Formerly Known as Viraj Credit Capital Limited)
MCX-SX	Metropolitan Stock Exchange of India Ltd (<i>Formerly known as MCX Stock Exchange Ltd.</i>)
UP	U.P. Stock Exchange Limited
Capital/ Share Capital/Equity Share Capital	Equity Share Capital of the Company
CDSL	Central Depository Services (India) Limited
DP	Depository Participant
Depository	The Depositories Act, 1996 and amendment thereto.
Equity Share(s) or Share(s)	Means the equity shares of the Company having a face value of Rs. 10/- unless specified otherwise in the context thereof.
Equity Shareholder	Means a holder of equity shares.
FEMA	Foreign Exchange Management Act, 1999
Financial Year/Fiscal/FY	Period of 12 month ended March 31 of that particular year unless stated otherwise.
Memorandum/Memorandum of Association	Memorandum of Association of the Company
PMLA	The Prevention of Money Laundering Act, 2002
Promoter(s)	Mr. Rajiv Agarwal & Mr. Sanjay Kumar Bhutani.
RBI	Reserve Bank of India
ROC	National Capital Territory of Delhi and Haryana
T.P.	Transfer of Property Act, 1882
SEBI	Securities and Exchange Board of India
Stock Exchange	Shall refer to the Metropolitan Stock Exchange of India Ltd where the Shares of the Company proposed to list.

Abbreviations

Term	Description
ACIT	Assistant Commission of Income Tax
CFO	Chief Financial Officer
FII	Foreign Institutional Investor
HNI	High net worth individual
ICAI	The Institute of Chartered Accountants of India
ICWAI	The Institute of Cost and Works Accountants of India
LAS	Loan against shares
LAP	Loan against Properties
No.	Number
SWOT	Strengths, weakness, opportunities & threats
UPSI	Unpublished price sensitive information
U.T.	Union Territory
Yrs	Years

The words and expressions used but not defined herein shall have the same meaning as is assigned to such terms under The Companies Act, The Securities Contracts (Regulation) Act, 1956, The Depositories Act, 1996 (the “**Depositories Act**”) and the rules and regulations made there under.

CERTAIN CONVENTIONS, USE OF FINANCIAL, INDUSTRY AND MARKET DATA AND CURRENCY OF PRESENTATION

Certain Conventions

In this Information Memorandum, unless the context otherwise requires or unless stated otherwise, the financial data is derived from our financial statements prepared and in accordance with the applicable regulations.

Financial Data

Unless indicated otherwise, the financial data in this Information Memorandum is derived from our financial information for fiscal 2014, fiscal 2013 and fiscal 2012 prepared in accordance with the Generally Accepted Accounting Principles in India (“**Indian GAAP**”) and the Companies Act.

Our fiscal year commences on April 1 of the immediately preceding year and ends on March 31 of that year, so all references to a particular fiscal year are to the 12 month period ended March 31 of that year. In this Information Memorandum, any discrepancies in any table between the total and the sums of the amounts listed are due to rounding off. All decimals have been rounded off to two decimal points.

Currency and Units of Presentation

All references to “Rupees” or “`” are to Indian Rupees, the official currency of the Republic of India. Except where specified, in this Information Memorandum, all figures have been expressed in “lacs” which means “100 thousand”; and a “crore” means “100 lacs”. All references to “US\$”, “U.S. Dollar”, “USD” or “US Dollars” are to United States Dollars, the official currency of the United States of America. All references to “€” are to Euros, the single currency of the participating member states in the third stage of the European and Economic Monetary Union of the treaty establishing the European Community.

Industry and Market Data

Industry and Market data used throughout this Information Memorandum has been obtained from publicly available documents from various sources believed to be reliable but it has not been independently verified by us or its accuracy and completeness is not guaranteed and its reliability cannot be assured. Although we believe the industry and market data used in this Information Memorandum is reliable, it has not been independently verified by us. The data used in these sources may have been reclassified by us for purposes of presentation. Data from these sources may also not be comparable. The extent to which the industry and market data is presented in this Information Memorandum is meaningful depends upon the reader’s familiarity with and understanding of the methodologies used in compiling such data. There are no standard data gathering methodologies in the industry in which we conduct our business and methodologies and assumptions may vary widely among different market and industry sources.

FORWARD-LOOKING STATEMENTS

We have included statements in this Information Memorandum which contain words or phrases such as “aim”, “will likely result”, “believe”, “expect”, “will continue”, “anticipate”, “estimate”, “intend”, “plan”, “seek to”, “future”, “objective”, “project”, “will pursue” and similar expressions or variations of such expressions, that are “forward-looking statements”. Similarly statements which describe our strategies, objectives, plans or goals are also forward-looking statements.

All forward looking statements are subject to risks, uncertainties and assumptions that could cause actual results to differ materially from those contemplated by the relevant forward looking statement. Important factors that could cause actual results to differ materially from our expectations include, among others: -

- General economic and business conditions in India and other countries.
- Our ability to successfully implement our strategy, our growth and expansion, technological changes, our exposure to market risks that have an impact on our business activities or investments.
- The changes in monetary and fiscal policies of India, inflation, deflation, unanticipated turbulence in interest rates, foreign exchange rates, equity prices or other rates or prices.
- The performance of the financial markets in India and globally, changes in domestic and foreign laws, regulations and taxes and changes in competition in our industry.
- Changes in the value of the Rupee and other currencies.
- The occurrence of natural disasters or calamities.
- Change in political and social conditions in India.
- The Loss of our key employees and Staff.

Absolute Responsibility of AURUM CAPITAL PROJECTS LIMITED (Formerly Known as Viraj Credit Capital Limited)

AURUM CAPITAL PROJECTS LIMITED (Formerly Known as Viraj Credit Capital Limited) having made all reasonable inquiries, accepts responsibility for, and confirms that this Information Memorandum contains all information with regard to the Company, which is material, that the information contained in the Information Memorandum is true and correct in all material aspects and is not misleading in any material respect, that the opinions and intentions expressed herein are honestly held and that there are no other facts, the omission of which makes this Information Memorandum as a whole or any of such information or the expression of any such opinions are intentions misleading in any material respect.

Listing

The existing shares of the company are listed on the U.P. Stock Exchange Limited. Now the Company proposes to list the equity shares on the Metropolitan Stock Exchange of India Ltd (*Formerly known as MCX Stock Exchange Ltd.*).

The Information Memorandum is for the Listing of 32,10,500 Equity Shares of Rs. 10/- each.

SECTION II - RISK FACTORS

Unless otherwise stated in the relevant risk factors set forth below, we are not in a position to specify or quantify the financial or other implications of any of the risks mentioned herein.

Internal Risk Factors

- 1) Our growth will depend on our ability to develop our brand and failure to do so may have a negative impact on our ability to compete in the finance industry.***

We believe that continuous brand building is necessary for achieving widespread recognition of our services. Promoting and positioning our brand will depend largely on the success of our marketing efforts and our ability to provide high quality services. Brand promotion activities may not yield increased revenues, and even if they do, any increased revenues may not offset the expenses we incur in building our brand. If we fail to promote and maintain our brand, our business, financial condition and results of operations could be adversely affected.

- 2) Our business is vulnerable to interest rate risk. Volatility in interest rates may adversely affect our income from our operations and adversely affect our financial performance and profitability.***

In future we propose to enhance the finance related activities of providing funding to prospective clients to cater their various financial requirements. We would be exposed to the risk of higher interest rates. If the yield on our Company's interest-earning assets does not increase at the same time or to the same extent as our cost of funds, or our cost of funds does not decline at the same time or to the same extent as the yield on its interest earning assets, our net interest income and net interest margin would be adversely impacted. This could have a material adverse effect on our Company's financial condition.

- 3) Our Company may experience delays in enforcing the collateral when borrowers default on their obligations, which may result in failure to recover the expected value of collateral and adversely affect the financial performance.***

Although our Company seeks to maintain a collateral value to funding/loan ratio in the range of 120 % to 200% for the loans, any changes in the underlying asset prices, (which is very frequent in the case of securities), may cause the value of our collateral to decline and our Company may not be able to realize the full value of the collateral as a result of delays in bankruptcy and foreclosure proceedings, inability to foreclose, defects in the title of collateral, fraudulent transfers by borrowers and other factors, including legislative changes and judicial pronouncements. Failure to recover the expected value of collateral could expose our Company to potential losses, which could adversely affect the business and future financial performance.

- 4) We face risks associated in our investment operations.***

We are presently involved in lending as well as investment operations. In the case of highly volatile market or adverse movements in share price, it is possible that we are not able to liquidate our holdings at a desirable rate or at all. Failure to do so would be detrimental to our business and profitability. We follow internal risk management guidelines while including limits, quality of investment, diversification and pre-determined thresholds to liquidate collateral. These risk management guidelines require frequent reviews and updations, and at times may be inadequate. However, we are subject to risks inherent in investment operations, particularly during periods of rapidly declining markets.

- 5) ***If our Company is unable to attract and retain key employees, our operations could be adversely affected.***

The business substantially depends on the continued service of our key managerial personnel. The loss of the services of the key managerial personnel could have a material adverse effect on us. The future growth in our business will also depend on the ability to attract skilled personnel. Our Company could experience difficulty from time to time in hiring the personnel necessary to support our business. In addition, success in expanding the business will also depend, in part, on the ability to attract, retain and motivate appropriately qualified skilled personnel. If our Company does not succeed in attracting quality employees, it will impact the performance of our Company.

- 6) ***Our Company may raise further rounds of equity financing in which the existing shareholders may not participate resulting in reduction of their percentage of holding in our company.***

In order to grow business, our Company may require additional funds at various points of time. Our Company may raise funds through various means including debt, equity and securities convertible into equity. Any such issuances of equity and securities convertible into equity would dilute the holding of Equity Shareholders. Our Company is primarily focused in providing inter corporate loans, personal loans, loans against shares & securities, loans against properties, trade financing, bills discounting, trading in shares & securities etc. The business in these areas can be materially affected by conditions in the domestic and global financial markets and economic conditions in India and throughout the world. During periods of unfavorable market or economic conditions, the volume and value of our business incomes may decline. A market downturn would likely lead to a decline in the volume of transactions that we may execute for our customers as well as a decrease in income that we earn. Consequently, the profitability may also be adversely affected.

- 7) ***We may require additional funds to satisfy our capital needs, which we may not be able to procure.***

Our growth is dependent on having a strong balance sheet to support our activities. We may need to raise additional capital from time to time, which we may not be able to procure. Additional capital requirements imposed due to changes in the regulatory regime, new guidelines or significant depletion in our existing capital base due to unusual operating losses or margin pressure from our lending activities also may drive demand for additional financing. We may make further equity offerings in the future and any fresh issue of shares or convertible securities would dilute existing holdings. Moreover, additional funds may not be available on attractive terms and conditions, or at all. Our inability to procure additional funds to support our activities could have an adverse effect on our results of operations.

EXTERNAL RISK FACTORS

- 1) ***A slowdown in economic growth in India could cause the business to suffer.***

Our performance and the quality and growth of our assets are necessarily dependent on the health of the overall Indian economy. A slowdown in the Indian economy could adversely affect our business, including our ability to grow our asset portfolio, the quality of our assets, and our ability to implement our strategy. India's economy could be adversely affected by a general rise in interest rates, weather conditions adversely affecting the growth of industrial, manufacturing and services sector. In addition, the Indian economy is in a state of transition. The share of the services sector of the economy is rising while that of the industrial, manufacturing and agricultural sectors is declining. It is difficult to gauge the impact of these fundamental economic changes on our business.

2) *Political instability and a significant change in the Government of India's economic liberalization and deregulation policies could disrupt our business and cause the price of our Equity Shares to go down.*

Our customers are located in India. The Government of India has traditionally exercised and continues to exercise a dominant influence over many aspects of the economy. The Government's economic policies have had and could continue to have a significant effect on private sector entities, including us, and on market conditions and prices of Indian securities, including our equity shares. We cannot control or predict the future course of the Government of India's policies. Any significant change in the Government's policies or political instability could adversely affect business and economic conditions in India and also adversely affect Company's business and financial performance.

3) *Terrorist attacks, civil unrest and other acts of violence or war involving India and other countries could adversely affect the financial markets and our business.*

Terrorist attacks and other acts of violence or war may negatively affect the Indian financial markets and also adversely affect the worldwide financial markets. These acts may also result in a loss of business confidence. In addition, any deterioration in relations between India and its neighboring countries might result in investor concern about stability in the region, which could adversely affect us. India has also witnessed civil disturbances in the past and it is possible that future civil unrest as well as other adverse social, economic and political events in India could have a negative impact. Such incidents could also create perception in the minds of investors that, investment in Indian companies involves a higher degree of risk.

4) *Natural calamities could have a negative impact on the Indian economy and cause our business to suffer.*

India has experienced natural calamities such as earthquakes, tsunamis, floods and drought in the past. The extent and severity of these natural disasters determines their impact on the Indian economy. Further prolonged spells of below normal rainfall or other natural calamities could have a negative impact on the Indian economy, adversely affecting our business also.

5) *Material changes in the regulation.*

Finance Companies in India are subject to detailed supervision and regulation by RBI. In addition we are subject to changes in Indian corporate Laws as well as to the changes in the government regulations and policies and accounting principles. Any changes in the regulatory frame work affecting our company may adversely affect the profitability of our business and our financial performance.

6) *Volatility in interest rates*

Interest income forms a part of Company's revenue, hence we are exposed to interest rate risks. Any resulting increase in cost of funding without corresponding increase in interest earning could adversely affect our Company's profitability. We seek to match our interest rate positions to minimize interest rate risks. Despite these efforts there can be no assurance that significant interest rate movements will not have an effect on our results of operations.

7) *Factors affecting Indian economy in general*

Like any other entity, our financial results are also influenced by the macro economic factors determining the growth of the Indian economy in general and continued growth of the securities market. The growth prospects of our business and ability to maintain the growth of our quality

asset is also influenced by the growth rate of the securities market indicators. Any slow down in the Indian economy or slow down in the growth of securities market or any changes in government policy could adversely impact our financial performance.

8) *Any downgrading of India's sovereign rating by an international rating agency could have a negative impact on our business.*

Any adverse revisions to India's sovereign credit ratings for domestic and international debt by international rating agencies may adversely impact our ability to raise additional financing, and the interest rates and other commercial terms at which such additional financing is available. This could have a material adverse effect on our business and financial performance, our ability to obtain financing for capital expenditures and the price of our Equity Shares.

9) *Various market conditions i.e. slowdown in the securities markets and economic growth may have an adverse impact on the revenue streams of our Company.*

Our business is exposed to risk and may incur loss in future due to various factors inherent to them being internal and external risk factors. Our industry is exposed to economic scenario in the Country as well as developments in financial service industry. Any slow-down phase in the economic growth may have a negative impact on the financial service industry including other industries and our Company could also be impacted by the same. Downturns or disruptions in the securities markets could reduce transaction volumes, cause a decline in the business or adversely impact our profitability and ability to sustain our present rapid growth rate.

SECTION III - INTRODUCTION

SUMMARY OF INDUSTRY & BUSINESS

The following summary should be read with the Risk Factors and the more detailed information about the Company and the financial statements included in the Information Memorandum.

Industry

INDIAN ECONOMY

The economy of India is the tenth-largest in the world by nominal GDP and the third-largest by purchasing power parity (PPP), with an estimated Gross Domestic Product ("GDP") (purchasing power parity) of U.S.\$ 4.661 trillion in 2012 (Source: CIA World Factbook 2012). On a per-capita-income basis, India ranked 141st by nominal GDP and 130th by GDP (PPP) in 2012, according to the IMF. India is the 19th-largest exporter and the 10th-largest importer in the world. Economic indicators suggest that the slowdown facing the Indian economy extended into 2013-14 with growth in Q1 falling to a 17-quarter low. The growth slowdown was broad-based reflecting moderation in the services and agriculture sectors. Various surveys indicate further drop in business confidence. The Reserve Bank's Industrial Outlook Survey shows weakening of business sentiments in Q1 of 2013-14 to a three year low, though expectations showed improvement for Q2. The Indian economy continued to remain sluggish in Q4 of 2012-13. Modest improvement in growth is likely in H2 of 2013-14 on the back of a good monsoon and some improvements in industrial growth. A fuller recovery is likely to start taking shape towards the end of the fiscal year when current steps to clear the logjams constraining economic activity seep through the various inter-sectoral linkages in the economy. Source: RBI, Macroeconomic and Monetary Developments, Second Quarter Review, 2013-14).

Investment Market in India

India is the 7th largest and 2nd most populous country in the world; India has long been considered a country of unrealized potential. A new spirit of economic freedom is now stirring in the country, bringing sweeping changes in its wake. A series of ambitious economic reforms aimed at deregulating the country and stimulating foreign investment has moved India firmly into the front ranks of the rapidly growing Asia Pacific region and unleashed the latent strengths of a complex and rapidly changing nation.

Asian equity markets are sizable and fast growing. Since 1990, Asia's capitalization has more than doubled in U.S. dollar terms to \$13.7 trillion, 30% of the world capitalization. Excluding Japan and Australia, it has risen almost tenfold. The financial hubs of Hong Kong, Singapore and Japan dominate the region, accounting for two-thirds of Asian equity assets. Markets in some other countries, such as India, Malaysia, and Taiwan Province of China, are also sizeable.

The growth in Asian markets has been accompanied by improved liquidity and breadth. Since 1990 market liquidity (share turnover) has more than doubled in relation to GDP, while turnover velocity (share turnover/market capitalization) rose almost fourfold. Market breadth (the percentage of market capitalization and turnover accounted for by the ten largest companies - a higher figure implies greater concentration) is now greater in Asia than in other emerging markets, although less than in industrial countries.

(Source: IMF Working papers Asian Equity Markets)

STRUCTURE OF INDIA'S FINANCIAL SERVICES INDUSTRY

The RBI is the central regulatory and supervisory authority for the Indian financial system. The Board for Financial Supervision ("BFS"), constituted in November 1994, is the principal body responsible for the enforcement of the RBI's statutory regulatory and supervisory functions. SEBI and IRDA regulate the capital markets and the insurance sector respectively.

A variety of financial institutions and intermediaries, in both the public and private sector, participate in India's financial services industry. These include:

- Commercial Banks;
- Non-Banking Finance Companies;
- specialized financial institutions, such as the National Bank for Agriculture and Rural Development,
- the Export-Import Bank of India, the Small Industries Development Bank of India and the Tourism
- securities brokers;
- investment banks;
- insurance companies;
- mutual funds; and
- Venture capital funds.

Business

OVERVIEW

The Company was originally incorporated as 'Viraj Portfolio Management Services Private Limited' (VPML) in 1992. The Certificate of Incorporation was issued on 3rd August, 1992 under the Companies Act, 1956 by Registrar of Companies U.P Kanpur. The company subsequently changed its name and converted in to a Public Limited Company from 'Viraj Portfolio Management Service Private Limited' to 'Viraj Credit Capital Limited' and a fresh Certificate of Incorporation was issued on 11th October, 1994 by Registrar of Companies, U.P. Thereafter the name of the company has been changed from 'Viraj Credit Capital Limited' to 'Aurum Capital Projects Limited" vide fresh Certificate of Incorporation issued by the Registrar of Companies, U.P on 11th March 2016.

The main object of the company is To provide portfolio Management and project management consultancy service to customers, To Act as Registrar to issue and transfer agent in respect of any share, stock, bond and debenture of any Government, Local Authority, or any other Company, To invest , buy ,purchase , acquire , hold ,sell deal in share , stock, bond, securities and debenture of any government, local authority, body corporate or otherwise, To render financial, technical, management, professional, commercial and all other types of skilled services to the customers whether as advisors, consultants, managers, operators, trainers, developers or otherwise.

The Company has been originally promoted by Mr. Rajiv Agarwal & Mr. Sanjay Kumar Bhutani & ors.

In the year 1995, in order to strengthen the operations of the company, company came out with its maiden initial public offerings.

The Company is engaged in the business of financing and investment activities.

Business Operations

Under this segment, the Company is providing various financial solutions such as:

- Corporate loans
- Personal loans
- Trade financing
- Investment in Equities.
- Trading in shares & securities
- Advancing loans against securities and properties.
- Financial, technical, management, professional and all others types of skilled services to the customers as advisors.

SUMMARY OF FINANCIAL INFORMATION

Statement of Assets and Liabilities as on 31st March 2017, 2016, 2015, 2014 & 2013

(Rs in Rupees)

Particulars	31.03.2017	31.03.2016	31.03.15	31.03.14	31.03.13
Equity & Liabilities					
Shareholders' Funds					
Share Capital	3,21,05,000	3,21,05,000	3,21,05,000	3,21,05,000	3,21,05,000
Reserve & Surplus	(8,39,082)	(9,42,245)	(13,80,082)	(29,26,336)	(33,22,365)
Total (A)	3,12,65,918	3,11,62,755	3,07,24,918	2,91,78,664	2,87,82,635
Non-Current Liabilities					
Long Term Borrowings	-	-	-	-	-
Deferred Tax Liabilities (Net)	3740	-	-	(1,101.00)	2,006
Other Long Term Liabilities	-	-	-	-	-
Long Term Provisions	2,36,810	2,02,000	2,02,000	15,02,227	15,02,227
Total (B)	2,40,550	2,02,000	2,02,000	15,01,126	15,04,233
Current Liabilities					
Short Term Borrowings	-	-	-	-	2,30,000
Trade Payables	1,76,629	2,32,004	1,76,629	1,76,629	4,63,510
Other Current Liabilities	1,74,350	1,38,375	2,69,750	3,59,330	2,15,064
Short Term Provisions	76,520	1,57,721	75,459	1,54,351	45,026
Total (C)	4,27,499	5,28,100	5,21,838	6,90,310	9,53,600
Total (D=A+B+C)	3,19,33,966	3,18,92,854	3,14,48,755	31,370,100	3,12,40,468
Assets					
(a)Fixed Assets:					
(i)Tangible Assets	1,01,433	18,999.00	19,808	61,652	83,305
(ii)Intangible Assets	-	-	-	-	-
(b)Non-Current Investments	4,900,010	1,13,25,010	1,21,25,010	1,64,28,119	1,62,25,000
(c)Deferred Tax Assets (Net)	-	-	-	-	-
(d)Long-Term Loans and Advances	1,18,04,816	1,64,78,405	1,58,36,286	1,43,36,371	1,46,35,429
(e)Other non currents assets	65,73,175	38,329	38,329	38,329	38,329
Total (E)	2,32,78,001	2,78,60,743	2,80,19,433	3,08,64,471	3,09,82,063
Current Assets					
(a)Current Investment	-	-	-	-	-
(b)Inventories	-	-	-	-	-
(c)Trade Receivables	4,10,227	3,00,227	13,00,227	-	-
(d)Cash & Bank Balances	81,44,305	37,31,884	21,29,095	5,05,629	2,58,405
(e)Short Term Loans & Advances	-	-	-	-	-
(f)Other Current Assets	-	-	-	-	-
Total (F)	85,54,532	40,32,111	34,29,322	5,05,629	2,58,405
Total (G=E+F)	3,19,33,966	3,18,92,854	3,14,48,755	3,13,70,100	3,12,40,468

Statement of Profit & Loss for the Financial Years 31st March 2017, 2016, 2015, 2014 & 2013

(Rs in Rupees)

Particulars	31.03.2017	31.03.2016	31.03.15	31.03.14	31.03.13
Revenue from Operations	18,73,725	18,12,309	14,49,052	14,26,013	11,19,108
Other Income	2,70,000	-	-	-	-
Total Revenue	21,43,725	18,12,309	14,49,052	14,26,013	11,19,108
Expenses					
Purchase of stock-in-trade	-	-	-	-	-
Changes in inventories of finished goods, work-in-progress and stock-in-trade	-	-	-	-	-
Employees Benefit Expenses	6,26,256	6,04,050	5,02,162	4,73,642	3,85,870
Finance Cost	544	1,041	44	-	309
Depreciation & Amortization Expenses	2,315	807	41,844	21,652	20,0073
Other Administrative Expenses	12,57,768	5,69,338	5,32,534	3,57,593	3,72,513
Other Provisions	34,810	-	-	-	-
Total Expenses	19,21,693	11,75,236	10,76,584	8,52,887	7,78,765
Profit before exceptional and extraordinary items and tax	2,22,031	6,37,073	372468	5,73,125	3,40,343
Exceptional items	-	-	-	-	-
Profit before extraordinary items and tax	2,22,031	6,37,073	372468	5,73,125	3,40,343
Extraordinary items	-	-	-	-	-
Profit before tax	2,22,031	6,37,073	372468	5,73,125	3,40,343
Tax Expenses					
Net Current Tax expense	1,15,128	1,99,236	1,25,340	1,80,203	1,05,780
Deferred Tax	3,740	-	1,101	(3107)	(1,131)
FBT Expense	-	-	-	-	-
Profit(Loss) from the period from continuing operations	1,03,163	437837	2,46,027	3,96,029	2,35,693
Profit(Loss) from discontinuing operations	-	-	-	-	-
Profit(Loss) for the period	1,03,163	437837	2,46,027	3,96,029	2,35,693

STATEMENT OF DIVIDEND

The declaration and payment of dividends on our Equity Shares will be recommended by the Board of Directors and approved by the shareholders of our Company, at their discretion, and will depend on a number of factors, including but not limited to the profits, cash flows, capital expenditure, capital requirements and overall financial condition. The Board may also from time to time pay interim dividend.

The Dividend payout for the preceding ten (10) years is as under:

Financial Year	% of paid-up share capital	Amount (Rs. Lacs)
2006-07	-	-
2007-08	-	-
2008-09	-	-
2009-10	-	-
2010-2011	-	-
2011-2012	-	-
2012-2013	-	-
2013-2014	-	-
2014-2015	-	-
2015-2016	-	-
2016-2017	-	-

The declaration and payment of dividend depends upon a number of factors, including the results of operations, earnings, capital requirements and surplus, general financial conditions, applicable Indian legal restrictions and other factors considered relevant by our Board of Directors.

STATEMENT OF CASH BONUSES

The statement of cash bonuses for the preceding ten (10) years is as under.

Financial Year	Amount (Rs. Lacs)
2006-07	-
2007-08	-
2008-09	-
2009-10	-
2010-2011	-
2011-2012	-
2012-2013	-
2013-2014	-
2014-2015	-
2015-2016	-
2016-2017	-

GENERAL INFORMATION

The Company was originally incorporated as `Viraj Portfolio Management Services Private Limited` (VPML) in 1992. The Certificate of Incorporation was issued on 3rd August, 1992 under the Companies Act, 1956 by Registrar of Companies U.P Kanpur. The company subsequently changed its name and converted in to a Public Limited Company from `Viraj Portfolio Management Service Private Limited` to `Viraj Credit Capital Limited` and a fresh Certificate of Incorporation was issued on 11th October, 1994 by Registrar of Companies, U.P. Thereafter the name of the company has been changed from `Viraj Credit Capital Limited` to `Aurum Capital Projects Limited` vide fresh Certificate of Incorporation issued by the Registrar of Companies, U.P on 11th March 2016.

Registered and Corporate Office of our Company

Registered & Corporate Office:

2nd Floor, YMCA Complex,
13, Rana Pratap Marg, Lucknow,
Uttar Pradesh-226001
Tel: +0522- 2209401/402;
Fax: +0522- 2209402;

Details	Registration/Identification Number
Registration Number	014607
Corporate Identification Number	L67120UP1992PLC014607

Board of Directors

The following table sets out the details regarding our Board as on the date of the filing of this Information Memorandum:

Name and Designation	Age (Years)	Address	DIN/PAN
Ms. RITIKA GUPTA (Executive/Whole Time Director)	47 Yrs	2/33, VIPUL KHAND, GOMTI NAGAR, LUCKNOW, 226010, Uttar Pradesh, INDIA	01162997
Mr. RAJIV AGARWAL (Non- Executive / Non Independent Director)	51 Yrs	8, MANDIR MARG, MAHANAGAR, LUCKNOW, 226006, Uttar Pradesh, INDIA	01141517
Ms. SANJAY KUMAR BHUTANI (Non- Executive / Non Independent Director)	53 Yrs	3/238 VISHWAS KHAND, GOMTINAGAR, LUCKNOW, 226010, Uttar Pradesh, INDIA	01415528
Mr. BAJRANG BAHADUR PANDEY (Non- Executive / Independent Director)	61 Yrs	M 497, Sector - M, ASHIYANA, KNP RD, LUCKNOW, 226012, Uttar Pradesh, INDIA	05321641
Mr. PRABHAT KRISHNA GUPTA (Non- Executive / Independent Director)	68 Yrs	20/53, INDIRA NAGAR LUCKNOW 226016	01383763

Company Secretary and Compliance Officer

Ms.. Pragyana Shree
2nd Floor Ymca Complex 13,
Rana Pratap Marg, Lucknow,
Uttar Pradesh-226001
Tel: +0522-2209401/402;
Fax: +0522-2209402;
Email: admin@aurumcapitalprojects.com

Registrar to the Company

SKYLINE FINANCIAL SERVICES PRIVATE LIMITED

D-153 A, 1st Floor, Okhla Industrial Area, Phase - I

New Delhi - 110 020

Tel: +91 11 30857575

Fax: +91 11 30857562

Website: www.skylinerta.com

E-mail: info@skylinerta.com

Now the Equity Shares of the Company i.e. **AURUM CAPITAL PROJECTS LIMITED (Formerly Known as Viraj Credit Capital Limited)**, shall be admitted to trading on Metropolitan Stock Exchange of India Ltd (*Formerly known as MCX Stock Exchange Ltd.*). Such admission for trading will be subject to fulfillment by the Company of listing criteria of Metropolitan Stock Exchange of India Ltd for such issues and also subject to such other terms and conditions as may be prescribed by Metropolitan Stock Exchange of India Ltd at the time of the application by the Company seeking listing.

Eligibility Criteria

The Company is submitting its Information Memorandum, containing information about itself, making disclosures in line with the disclosure requirement for public issues, as applicable, to Metropolitan Stock Exchange of India Ltd for making the said Information Memorandum available to public through their website viz. <http://www.msei.in/>

Prohibition by SEBI

The Company, its Directors, its Promoters, other companies promoted by the Promoters and companies with which the Company's Directors are associated as directors have not been prohibited from accessing the capital markets under any order or direction passed by SEBI.

Caution

The Company accepts no responsibility for statements made otherwise than in the Information Memorandum or any other material issued by or at the instance of the Company and anyone placing reliance on any other source of information would be doing so at his or her own risk. All information shall be made available by the Company to the public and investors at large and no selective or additional information would be available for a section of the investors in any manner.

Disclaimer Clause of Metropolitan Stock Exchange of India Ltd

As required, a copy of this Information Memorandum is being submitted to Metropolitan Stock Exchange of India Ltd. The Metropolitan Stock Exchange of India Ltd does not in any manner:

- warrant, certify or endorse the correctness or completeness of any of the contents of this Information Memorandum; or
- warrant that this Company's securities will be traded or will continue to be traded on the Metropolitan Stock Exchange of India Ltd; or
- take any responsibility for the financial or other soundness of this Company, its promoters, its management or any scheme or project of this Company;

And it should not for any reason be deemed or construed to mean that this Information Memorandum has been cleared or approved by the Metropolitan Stock Exchange of India Ltd. Every person who desires to acquire any securities of this Company may do so pursuant to independent inquiry,

investigation and analysis and shall not have any claim against the Metropolitan Stock Exchange of India Ltd whatsoever by reason of any loss which may be suffered by such person consequent to or in connection with such subscription/ acquisition whether by reason of anything stated or omitted to be stated herein or for any other reason whatsoever.

Filing

Copies of this Information Memorandum have been filed with Metropolitan Stock Exchange of India Ltd in due compliance.

Listing

Application has been made to Metropolitan Stock Exchange of India Ltd for permission to deal in and for an official quotation of the Equity Shares of the Company. The Company has already taken steps for the completion of necessary formalities for commencement of trading at the Stock Exchange mentioned above.

Demat Credit

The Company has executed Agreements with NSDL and CDSL.

Dematerialisation of Shares

Tripartite agreements have been signed between the Company, the Registrar and NSDL and CDSL. The ISIN No. allotted to the Company is INE050F01016.

(A)	Promoter & Promoter Group	14	594600	0	0	594600	18.52	594600	0	594600	18.52	0	0	0	0	0	0	0
(B)	Public	197	2615900	0	0	2615900	81.48	2615900	0	2615900	81.48	0	0	0	0	NA		500
(C)	Non Promoter-Non Public	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
(C1)	Shares underlying DRs	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
(C2)	Shares held by Employee Trusts	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
	TOTAL	211	3210500	0	0	3210500	100.00	3210500	0	3210500	100.00	0	0	0	0	0	0	500

3. Equity Shares held by top ten shareholders

Our top ten shareholders and the number of Equity Shares held by them as on date of this Information Memorandum are as under:

Sr. No.	Name of the Shareholders	No. of Shares	% age of Pre-Issue Capital
1	Suisse Holdings & Properties Private Ltd	234500	7.30
2	Sanjeev Agarwal	157100	4.89
3	Sanjay Bhutani	128700	4.00
4	Rajiv Agarwal	98200	3.06
5	Pravin Agarwal	96500	3.01
6	Jai Prakash Singh	93500	2.91
7	Salma Haroon	90500	2.82

Sr. No.	Name of the Shareholders	No. of Shares	% age of Pre-Issue Capital
8	Arvind Kumar Awasthi	90000	2.80
9	Abhishek Bhatnagar	89100	2.78
10	Mohd Zafar Khan	88100	2.74

4. As on date of this Information Memorandum, there are no outstanding financial instruments or any other rights that would entitle the existing Promoters or shareholders or any other person any option to receive Equity Shares.

5. As on date of this information memorandum, the entire issued capital of our company is fully paid up

6. No payment, direct, indirect in the nature of brokerage, discount, commission, and allowance, or other special terms including an option for the issue of any kind of securities granted to any person.

7. There are no outstanding instruments including warrants pending conversion in to shares as on date.

SECTION IV - ABOUT THE COMPANY

INDUSTRY OVERVIEW

The Industry information presented in this section has been extracted from publicly available documents, which have not been prepared or independently verified by our Company. In this Section, we have relied on and referred to information regarding the industry and competitors from market research reports, and other publicly available sources. Although we believe that this information is reliable, we have not independently verified the accuracy and completeness of the information.

INDIAN ECONOMY

The economy of India is the tenth-largest in the world by nominal GDP and the third-largest by purchasing power parity (PPP), with an estimated Gross Domestic Product ("GDP") (purchasing power parity) of U.S.\$ 4.661 trillion in 2012 (Source: CIA World Factbook 2012). On a per-capita-income basis, India ranked 141st by nominal GDP and 130th by GDP (PPP) in 2012, according to the IMF. India is the 19th-largest exporter and the 10th-largest importer in the world. Economic indicators suggest that the slowdown facing the Indian economy extended into 2013-14 with growth in Q1 falling to a 17-quarter low. The growth slowdown was broad-based reflecting moderation in the services and agriculture sectors. Various surveys indicate further drop in business confidence. The Reserve Bank's Industrial Outlook Survey shows weakening of business sentiments in Q1 of 2013-14 to a three year low, though expectations showed improvement for Q2. The Indian economy continued to remain sluggish in Q4 of 2012-13. Modest improvement in growth is likely in H2 of 2013-14 on the back of a good monsoon and some improvements in industrial growth. A fuller recovery is likely to start taking shape towards the end of the fiscal year when current steps to clear the logjams constraining economic activity seep through the various inter-sectoral linkages in the economy. Source: RBI, Macroeconomic and Monetary Developments, Second Quarter Review, 2013-14).

Investment Market in India

India is the 7th largest and 2nd most populous country in the world; India has long been considered a country of unrealized potential. A new spirit of economic freedom is now stirring in the country, bringing sweeping changes in its wake. A series of ambitious economic reforms aimed at deregulating the country and stimulating foreign investment has moved India firmly into the front ranks of the rapidly growing Asia Pacific region and unleashed the latent strengths of a complex and rapidly changing nation.

Asian equity markets are sizable and fast growing. Since 1990, Asia's capitalization has more than doubled in U.S. dollar terms to \$13.7 trillion, 30% of the world capitalization. Excluding Japan and Australia, it has risen almost tenfold. The financial hubs of Hong Kong, Singapore and Japan dominate the region, accounting for two-thirds of Asian equity assets. Markets in some other countries, such as India, Malaysia, and Taiwan Province of China, are also sizeable.

The growth in Asian markets has been accompanied by improved liquidity and breadth. Since 1990 market liquidity (share turnover) has more than doubled in relation to GDP, while turnover velocity (share turnover/market capitalization) rose almost fourfold. Market breadth (the percentage of market capitalization and turnover accounted for by the ten largest companies - a higher figure implies greater concentration) is now greater in Asia than in other emerging markets, although less than in industrial countries.

(Source: IMF Working papers Asian Equity Markets)

The Industry in which our Company Operates

The primary business of our company is to provide Portfolio management service, project management Consultancy and Advisory service to our clients for purchase of securities, loan against shares and property, financial advisory services etc.

STRUCTURE OF INDIA'S FINANCIAL SERVICES INDUSTRY

The RBI is the central regulatory and supervisory authority for the Indian financial system. The Board for Financial Supervision ("BFS"), constituted in November 1994, is the principal body responsible for the enforcement of the RBI's statutory regulatory and supervisory functions. SEBI and IRDA regulate the capital markets and the insurance sector respectively.

A variety of financial institutions and intermediaries, in both the public and private sector, participate in India's financial services industry. These include:

- commercial banks;
- Non-Banking Finance Companies;
- specialized financial institutions, such as the National Bank for Agriculture and Rural Development,
- the Export-Import Bank of India, the Small Industries Development Bank of India and the Tourism Finance Corporation of India;
- securities brokers;
- investment banks;
- insurance companies;
- mutual funds; and
- Venture capital funds.

Types of Financial Entities

I. Non-Banking Financial Company: In terms of the Section 45-l(f) read with Section 45-i(c) of the RBI Act, 1934, as amended in 1997, their principal business is that of receiving deposits or that of a financial institution, such as lending, investment in securities, hire purchase finance or equipment leasing.

(a) Equipment leasing company (EL): Equipment leasing or financing of such activity.

(b) Hire purchase finance company (HP): Hire purchase transactions or financing of such transactions.

(c) Investment company (IC): Acquisition of securities. These include Primary Dealers (PDs) who deal in underwriting and market making for government securities.

(d) Loan company (LC): Providing finance by making loans or advances, or otherwise for any activity other than its own; excludes EL/HP/Housing Finance Companies (HFCs).

(e) Residuary non-banking company (RNBC): Company which receives deposits under any scheme or arrangement by whatever name called, in one lump-sum or in installments by way of contributions or subscriptions or by sale of units or certificates or other instruments, or in any manner. These companies do not belong to any of the categories as stated above.

II. Mutual Benefit Financial Company (MBFC) i.e., Nidhi Company: Any company which is notified by the Central Government as a Nidhi Company under section 620A of the Companies Act, 1956 (1 of 1956)

III. Mutual Benefit Company (MBC), i.e., potential Nidhi company: A company which is working on the lines of a Nidhi company but has not yet been so declared by the Central Government, has minimum net owned fund (NOF) of Rs.10 lakh, has applied to the RBI for CoR and also to

Department of Company Affairs (DCA) for being notified as Nidhi company and has not contravened directions/ regulations of RBI/DCA.

- IV. **Miscellaneous non-banking company (MNBC), Managing, conducting or supervising as a promoter, foreman or i.e., *Chit Fund Company*:** Managing, conducting or supervising as a promoter, foreman or agent of any transaction or arrangement by which the company enters into an agreement with a specified number of subscribers that every one of them shall subscribe a certain sum in instalments over a definite period and that every one of such subscribers shall in turn, as determined by tender or in such manner as may be provided for in the arrangement, be entitled to the prize amount.

Activities undertaken by Finance Companies:

Fund Based Activities:

- Equipment Leasing
- Hire Purchase
- Bill Discounting
- Loans/Investments
- Venture Capital
- House Finance
- Factoring
- Equity Participation
- Short term Loans
- Inter Corporate Loan

Fee Based Activities

- Issue Management
- Portfolio Management
- Corporate Counseling
- Project Counseling
- Loan/Lease Syndication
- Advisory Services

BUSINESS OVERVIEW

OVERVIEW

The Company was originally incorporated as 'Viraj Portfolio Management Services Private Limited' (VPMPL) in 1992. The Certificate of Incorporation was issued on 3rd August, 1992 under the Companies Act, 1956 by Registrar of Companies U.P Kanpur. The company subsequently changed its name and converted in to a Public Limited Company from 'Viraj Portfolio Management Service Private Limited' to 'Viraj Credit Capital Limited' and a fresh Certificate of Incorporation was issued on 11th October, 1994 by Registrar of Companies, U.P. Thereafter the name of the company has been changed from 'Viraj Credit Capital Limited' to 'Aurum Capital Projects Limited" vide fresh Certificate of Incorporation issued by the Registrar of Companies, U.P on 11th March 2016.

The main object of the Company is To provide portfolio Management and project management consultancy service to customers, To Act as Registrar to issue and transfer agent in respect of any share, stock, bond and debenture of any Government, Local Authority, or any other Company, To invest , buy ,purchase , acquire , hold ,sell deal in share , stock, bond, securities and debenture of any government, local authority, body corporate or otherwise, To render financial, technical, management, professional, commercial and all other types of skilled services to the customers whether as advisors, consultants, managers, operators, trainers, developers or otherwise.

The Company has been originally promoted by Mr. Rajiv Agarwal and Mr. Sanjay Kumar Bhutani.

In the year 1995, in order to strengthen the operations of the company, company came out with its maiden initial public offerings and obtained listing on U.P. Stock Exchange Limited

The Company is engaged in the Business of providing Credit Syndication, Loans and Advances besides Equity Investment and Project Management and Advisory Services to its clients.

Business Operations

Under this segment, the Company is providing various financial solutions such as:

- Corporate loans
- Personal loans
- Trade financing
- Investment in Equities.
- Trading in shares & securities
- Advancing loans against securities and properties.
- Financial, technical, management, professional and all others types of skilled services to the customers as advisors.

PRODUCTS & SERVICES

Presently our Company is offering blend of services to the commercial, industrial and financial communities in order to provide our clients one stop financial solution:

- ✓ **Corporate Loans** : The company provides loan to corporates to meet their long term and short term fund requirements.
- ✓ **Personal Loans** : The company provides personal loan to individuals to meet their long term and short term fund requirements.

- ✓ **Working capital loans** : The company provides an easy solution for working capital financing. Most small business would qualify for a business cash advance that can sufficiently meet their requirements for working capital financing against adequate security.
- ✓ **Investment in Equities** : The company provides equity investment to companies to meet their long term fund requirements for businesses.
- ✓ **Advisory services** : The company provides advisory services as financial, technical and management consultants to business as per their need/requirements.

SWOT Analysis

Strengths:

An integrated financial services platform: We offer our clients an integrated financial services platform by offering financial and consultancy services thus delivering almost complete financial services under one roof.

Experienced Management: We believe that our talented and experienced team have an edge to bring in growth of our Company. We believe that the extensive experience and financial acumen of our management and staff facilitates us with a significant competitive advantage.

Weakness:

Branding: Our Company is not a well established brand among large players who have access to larger financial resources.

Accessibility: We do not have branches so we are unable to explore the business opportunities in other areas.

Opportunities:

Large Market: The players in the our industry sector still have a lot of scope to cover larger market and the rural markets are still untapped.

Desire for Status: With increased desire of individuals to improve their standard of living, the finance industry is getting exposed to new category of client (individuals) in a big way with large share of business coming from this segment apart form corporate clients.

Threats:

Economic Downturn: If the economic downturn is prolonged it can reduce the financing need of people due to shrinking business opportunities.

Private Banks: Private Banks are also working on the similar business model in which we operate, thereby giving a very strong competitions.

RBI and Government restrictions: With more stringent norms governing the functioning of financial entities and certain government restrictions act as a hindrance in smooth functioning.

OUR STRATEGY

Expansion of existing activities: Our Company intends to expand its financial services by enhancing its focus on margin funding, loan against shares and securities, loan against properties and bill discounting etc.

Differentiated Services: In the growing economy, the corporate clients will be requiring funds for further expansions. Our Company would be providing all diversified service portfolio under one umbrella to cater most of the customer needs and demands.

Brand recognition: We are in such a business where we are facing lot of competition. Our Company is not a well established brand among large players. We will be making the necessary arrangements for our brand reorganization.

Future Outlook

Opportunities available in the Industry:

- ✓ **Large Market:** The players in the finance sector still have a lot of scope to cover larger market and the rural markets are still untapped.
- ✓ **Desire for Status:** With increased desire of individuals to improve their standard of living, the finance industry is getting exposed to new category of client (individuals) in a big way with large share of business coming from this segment apart from corporate clients.

Human resources

As on date of this Information memorandum we have 6 employees as per details given below. In addition to salary and allowances, we provide our employees benefit, which include medical reimbursements, yearly leave and retirement benefits. Our success depends upon our ability to recruit, train and retain high quality professionals. We believe the relationship between our management and our employees has been cordial.

Sr. No	Category	No. of employees
1.	Whole-time Director	1
2.	Chief Executive officer	1
3.	Company Secretary	1
4.	Chief Financial Officer	1
5.	Accounts, Administration & Finance	1
6	Other Support Staff	1
	Total	6

HISTORY AND CORPORATE STRUCTURE

The Company was originally incorporated as `Viraj Portfolio Management Services Private Limited' (VPMPL) in 1992. The Certificate of Incorporation was issued on 3rd August, 1992 under the Companies Act, 1956 by Registrar of Companies U.P Kanpur. The company subsequently changed its name and converted in to a Public Limited Company from `Viraj Portfolio Management Service Private Limited' to `Viraj Credit Capital Limited' and a fresh Certificate of Incorporation was issued on 11th October, 1994 by Registrar of Companies, U.P. Thereafter the name of the company has been changed from `Viraj Credit Capital Limited' to `Aurum Capital Projects Limited" vide fresh Certificate of Incorporation issued by the Registrar of Companies, U.P on 11th March 2016.

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Business Operations

Under this segment, the Company is providing various financial solutions such as:

- Corporate loans
- Personal loans
- Trade financing
- Investment in Equities.
- Trading in shares & securities
- Advancing loans against securities and properties.
- Financial, technical, management, professional and all others types of skilled services to the customers as advisors.

The Registered Office of the Company is situated at 2nd Floor, YMCA Complex, 13, Rana Pratap Marg, Lucknow, Uttar Pradesh- 226001.

Major Events

Year	Event
1992	Company was incorporated as "Viraj Portfolio Management Services Private Limited"
1994	Conversion of Company from Private to Public Limited Company and change its name from Viraj Portfolio Management Services Private Limited to Viraj Credit Capital Limited
1995	Initial Public Offering and listing of Equity Shares on U.P. Stock Exchange Limited
2016	Change its name from Viraj Credit Capital Limited to AURUM CAPITAL PROJECTS LIMITED

Our Main Objects

The objects for which our Company is established are:

1. To provide portfolio Management and project management consultancy service to customers,
2. To Act as Registrar to issue and transfer agent in respect of any share, stock, bond and debenture of any Government, Local Authority, or any other Company,
3. To invest , buy ,purchase , acquire , hold ,sell deal in share , stock, bond, securities and debenture of any government, local authority, body corporate or otherwise,
4. To render financial, technical, management, professional, commercial and all other types of skilled services to the customers whether as advisors, consultants, managers, operators, trainers, developers or otherwise.
5. To undertake and carry on the business activities as Non Banking Financial Company as permitted under Reserve Bank of India Regulations subject to prior approval of Reserve Bank of India.

Material Contracts

The company has not entered into any material contracts except for those entered into in the ordinary course of business.

1. Certificate of Incorporation of the Company.
2. Fresh Certificate of Incorporation of the Company consequent upon change of Names.
3. Memorandum and Articles of Association of the Company as amended from time to time.
4. Copy of resolution passed by Board of Directors of company appointing Whole time Director, CFO, CEO and Company Secretary.
5. Copies of Annual Report of our company i.e. for the financial year 2012-2013, 2013-2014, 2014-2015, 2015-2016 and 2016-17.
6. Copies of Agreement entered with NSDL & CDSL.

Our Subsidiaries

Our Company at present has no subsidiary as on date of the Information Memorandum.

MANAGEMENT

Board of Directors

Under our Articles of Association, our Company is required to have not less than three (3) directors and not more than twelve (12) directors. Our Company currently has Four (4) directors on Board. The following table sets forth current details regarding our Board of Directors:

Name, Father's name, Address, Occupation, Nationality, Tenure & DIN	Age	Status of Directorship in our Company
1. Ms. Ritika Gupta D/o. Mr. Ravindra Kumar Gupta Address:- 2/33, Vipul Khand, Gomti Nagar, Lucknow, 226010, Uttar Pradesh, India Occupation: Business Nationality: Indian Tenure: Retire by Rotation. DIN: 01162997	47Yrs	Executive / Whole Time Director
2. Mr. Rajiv Agarwal S/o. Mr. Anand Kumar Address:- 8, Mandir Marg, Mahanagar, Lucknow, 226006, Uttar Pradesh, India Occupation: Business Nationality: Indian Tenure: Retire by Rotation DIN: 01141517	51Yrs	Non- Executive / Non Independent Director
3. Mr. Sanjay Kumar Bhutani S/o. Mr. Des Raj Bhutani Address:- 3/238 Vishwas Khand, Gomtinagar, Lucknow, 226010, Uttar Pradesh, India Occupation: Business Nationality: Indian Tenure: Retire by Rotation DIN: 01415528	53 Yrs	Non- Executive / Independent Director
4. Mr. Bajrang Bahadur Pandey S/o. Mr. Ramasre Pandey Address:- M 497, Sector - M, Ashiyana, Knp Rd, Lucknow, 226012, Uttar Pradesh, India Occupation: Business Nationality: Indian Tenure: Five years w.e.f. 30.03.2015. DIN: 05321641	61 Yrs	Non- Executive / Independent Director
Mr. Prabhat Krishna Gupta Address: 20/53, INDIRA NAGAR LUCKNOW 226016 Occupation: Business Nationality: Indian Tenure: Five years we.f. 28.03.2016 Occupation: Business Nationality: Indian DIN: 01383763	68 Yrs	Non- Executive / Independent Director

Details of Directors

Ms. Ritika Gupta, aged 47 years is an Executive and Whole Time Director of the Company. She possesses a Doctorate in Science and has over 10 years of experience in the field of company markets and related activities. She has been on the board of Company since March, 2015.

Mr. Rajiv Agarwal aged 51, is the Non - Executive Non Independent Director of our Company. He is a Graduate in Commerce and a Chartered Accountant. He has over 26 years of vivid experience in the field of Finance, Accounts, Securities and Financial services sector.

Mr. Sanjay Kumar Bhutani, aged 53 years is a Non- Executive Non Independent Director of our Company. He is a Graduate in Commerce and a Chartered Accountant. He has over 26 years of vivid experience in the field of Finance, Accounts, Securities and Financial services sector.

Mr. Bajrang Bahadur Pandey, aged 61 years is an Independent Director of our Company. He has completed his Post Graduation in arts. He possess more than 30 years of experience in banking and finance. He became member of the board of Company in March, 2015.

Mr. Prabhat Krishna Gupta, aged about 68 years is an Independent Director of our Company. He possess more than 20 years of experience in company matters. He became member of the board of Company in March, 2016.

Corporate Governance

Our Company stands committed to good corporate governance practices based on the principles such as accountability, transparency in dealings with our stakeholders, emphasis on communication and transparent reporting. We have complied with the requirements of the applicable regulations, and the SEBI Regulations, in respect of corporate governance including constitution of the Board and Committees thereof. The corporate governance framework is based on an effective independent Board, separation of the Board's supervisory role from the executive management team and constitution of the Board Committees, as required under law.

We have a Board constituted in compliance with the Companies Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in accordance with best practices in corporate governance. The Board functions either as a full Board or through various committees constituted to oversee specific operational areas. Our executive management provides the Board detailed reports on its performance periodically.

Currently our Board has five (5) Directors. We have one (1) executive whole time director, two (2) non-executive non independent directors and two (2) independent non-executive directors. The constitution of our Board is in compliance with the requirements of Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The following committees have been formed in compliance with the Corporate Governance norms:

- A) Audit Committee
- B) Stakeholder Relationship Committee
- C) Nomination and Remuneration Committee
- D) Risk Management Committee

AUDIT COMMITTEE

Our Company has constituted an Audit Committee, as per the provisions of Section 177 of the Companies Act, 2013.

The committee presently comprises following three (3) directors. Mr. Bajrang Bahadur Pandey is the Chairman of the Audit Committee. The Company Secretary is the Secretary of our Audit Committee.

S. No.	Name of the Director	Status	Nature of Directorship
1.	Mr. Bajrang Bahadur Pandey	Chairman	Independent
2.	Mr. Prabhat Krishna Gupta	Member	Independent
3.	Mr. Sanjay Kumar Bhutani	Member	Director

Role of Audit Committee

The terms of reference of the Audit Committee are given below:

1. To investigate any activity within its terms of reference.
2. To seek information from any employee.
3. To obtain outside legal or other professional advice.
4. To secure attendance of outsiders with relevant expertise, if it considers necessary.
5. Oversight of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient, and credible.
6. Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the statutory auditor and the fixation of audit fees.
7. Approval of payment to statutory auditors for any other services rendered by the statutory auditors.
8. Reviewing, with the management, the annual financial statements before submission to the board for approval, with particular reference to:
 - (a) Matters required to be included in the Directors' Responsibility Statement to be included in the Board's report in terms of clause (c) of Sub section (3) of Section 134 of the Companies Act, 2013.
 - (b) Changes, if any, in accounting policies and practices and reasons for the same.
 - (c) Major accounting entries involving estimates based on the exercise of judgment by management.
 - (d) Significant adjustments made in the financial statements arising out of audit findings.
 - (e) Compliance with listing and other legal requirements relating to financial statements.
 - (f) Disclosure of any related party transactions.
 - (g) Qualifications in the draft audit report.
9. Reviewing, with the management, the quarterly financial statements before submission to the board for approval.
10. Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilization of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter.
11. Reviewing, with the management, performance of statutory and internal auditors, and adequacy of the internal control systems.
12. Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing, and seniority of the official heading the department, reporting structure coverage and frequency of internal audit.
13. Discussion with internal auditors any significant findings and follow up there on.

14. Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the board.
15. 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.
16. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.
17. To review the functioning of the Whistle Blower mechanism, in case if the same is existing.
18. Approval of appointment of CFO (i.e., the whole-time Finance Director or any other person heading the finance function or discharging that function) after assessing the qualifications, experience & background, etc. of the candidate.
19. Carrying out any other function as mentioned in the terms of reference of the Audit Committee.
20. Mandatorily reviews the following information:
 - (a) Management discussion and analysis of financial condition and results of operations;
 - (b) Statement of significant related party transactions (as defined by the audit committee), submitted by management;
 - (c) Management letters / letters of internal control weaknesses issued by the statutory auditors;
 - (d) Internal audit reports relating to internal control weaknesses; and
 - (e) The appointment, removal and terms of remuneration of the Chief internal auditor shall be subject to review by the Audit Committee
21. Review the Financial Statements of its Subsidiary company, if any.
22. Review the composition of the Board of Directors of its Subsidiary company, if any.
23. Review the use/application of funds raised through an issue (public issues, right issues, preferential issues etc) on a quarterly basis as a part of the quarterly declaration of financial results. Further, review on annual basis statements prepared by the Company for funds utilized for purposes other than those stated in the offer document.
In addition, to carry out such other functions/powers as may be delegated by the Board to the Committee from time to time.

STAKEHOLDERS RELATIONSHIP COMMITTEE

Our Company has constituted a Stakeholders relationship Committee to redress the complaints of the shareholders. The committee currently comprises of three (3) Directors. Mr. Prabhat Krishna Gupta is the Chairman of the Committee.

S. No.	Name of the Director	Status	Nature of Directorship
1.	Mr. Bajrang Bahadur Pandey	Chairman	Independent
2.	Mr. Prabhat Krishna Gupta	Member	Independent
3.	Mr. Sanjay Kumar Bhutani	Member	Director

Role of Committee

The 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.

NOMINATION AND REMUNERATION COMMITTEE

Our Company has constituted a nomination and remuneration committee ("**Nomination and Remuneration Committee**"). The committee currently comprises of three (3) Directors. Mr. Prabhat Krishna Gupta is the Chairman of the Nomination and remuneration committee.

S. No.	Name of the Director	Status	Nature of Directorship
1.	Mr. Bajrang Bahadur Pandey	Chairman	Independent
2.	Mr. Prabhat Krishna Gupta	Member	Independent
3.	Mr. Rajiv Agarwal	Member	Director

The terms of reference of the committee are as follows:

- The 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 in accordance with the criteria laid 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.

PROMOTERS

Details of Our Promoters are as under:-

1. Mr. Rajiv Agarwal
2. Mr. Sanjay Kumar Bhutani

1. Mr. Rajiv Agarwal

Identification

Particulars	Details
Name	Mr. Rajiv Agarwal
Permanent Account Number	ACMPA4526D

Mr. Rajiv Agarwal aged 51, is the Non - Executive Non Independent Director of our Company. He is a Graduate in Commerce and a Chartered Accountant. He has over 26 years of vivid experience in the field of Finance, Accounts, Securities and Financial services sector.

2. Mr. Sanjay Kumar Bhutani

Identification

Particulars	Details
Name	Mr. Sanjay Kumar Bhutani
Permanent Account Number	ADGPB3399G

Mr. Sanjay Kumar Bhutani, aged 54 years is a Non- Executive Non Independent Director of our Company. He is a Graduate in Commerce and a Chartered Accountant. He has over 26 years of vivid experience in the field of Finance, Accounts, Securities and Financial services sector.

SECTION V

REGULATIONS AND POLICIES IN INDIA

The following description is a summary of certain sector specific laws and regulations in India, which are applicable to our Company. The information detailed in this chapter has been obtained from publications available in the public domain. The regulations set out below may not be exhaustive, and are only intended to provide general information to the investors and are neither designed nor intended to substitute for professional legal advice.

The Companies Act, 2013

The Act deals with laws relating to companies and certain other associations. It was enacted by the parliament in 2013. The Companies Act primarily regulates the formation, financing, functioning and winding up of companies. The Act prescribes regulatory mechanism regarding all relevant aspects including organizational, financial and managerial aspects of companies. Regulation of the financial and management aspects constitutes the main focus of the Act. In the functioning of the corporate sector, although freedom of companies is important, protection of the investors and shareholders, on whose funds they flourish, is equally important. The Companies Act plays the balancing role between these two competing factors, namely, management autonomy and investor protection.

Regulation of Foreign Investment in India

Foreign investment in India is primarily governed by the provisions of the Foreign Exchange Management Act, 1999 (“FEMA”) and the rules and regulations promulgated there under. The RBI, in exercise of its powers under FEMA, has notified the Foreign Exchange Management (Transfer or Issue of Security by a Person Resident Outside India) Regulations, 2000 (“FEMA Regulations”) which prohibit, restrict and regulate, transfer or issue of securities, to a person resident outside India. Pursuant to the FEMA Regulations, no prior consent or approval is required from the RBI for foreign direct investment under the “automatic route” within the specified sectoral caps prescribed for various industrial sectors. In respect of all industries not specified under the automatic route, and in respect of investments in excess of the specified sectoral limits under the automatic route, approval for such investment may be required from the FIPB and/or the RBI. Further, FIIs may purchase shares and convertible debentures of an Indian company under the portfolio investment scheme through registered brokers on recognized stock exchanges in India. Regulation 1 (4) of Schedule II of the FEMA Regulations provides that the total holding by each FII or SEBI approved sub-account of an FII shall not exceed 10% of the total paid-up equity capital of an Indian company or 10% of the paid-up value of each series of convertible debentures issued by an Indian company and the total holdings of all FIIs and sub accounts of FIIs added together shall not exceed 24% of the paid-up equity capital or paid-up value of each series of convertible debentures. However, this limit of 24% may be increased up to the statutory ceiling as applicable, by the Indian company concerned passing a resolution by its board of directors followed by the passing of a special resolution to the same effect by its shareholders.

Transfer of Property

Transfer of Property Act, 1882

The transfer of property is governed by the Transfer of Property Act, 1882 (“T.P. Act”). The T.P. Act establishes the general principles relating to the transfer of property including among other things identifying the categories of property that are capable of being transferred, the persons competent to transfer property, the validity of restrictions and conditions imposed on the transfer and the creation of contingent and vested interest in the property.

Registration Act, 1908

The Registration Act, 1908 (“Registration Act”) has been enacted with the object of providing public notice of execution of documents affecting a transfer of interest in property. Section 17 of the Registration Act identifies documents for which registration is compulsory and includes among other things, any non-testamentary instrument which purports or operates to create, declare, assign, limit or extinguish, whether in present or in future, any right, title or interest, whether vested or contingent, in immovable property of the value of one hundred rupees or more, and a lease of immovable property for any term exceeding one year or reserving a yearly rent. Section 18 of the Registration Act provides for non-compulsory registration of documents as enumerated in the provision.

The Easements Act, 1882

The law relating to easements is governed by the Easements Act, 1882 (“Easements Act”). The right of easement is derived from the ownership of property and has been defined under the Easements Act to mean a right which the owner or occupier of land possesses for the beneficial enjoyment of that land and which permits him to do or to prevent something from being done in respect of certain other land not his own. Under this law an easement may be acquired by the owner of immovable property, i.e. the “dominant owner”, or on his behalf by the person in possession of the property. Such a right may also arise out of necessity or by virtue of a local

Indian Stamp Act, 1899

The Indian Stamp Act, 1899 (“Stamp Act”) and the relevant State Stamp Acts provide for the imposition of stamp duty at specified rates on instruments listed in Schedule I of the Act. The applicable rates for stamp duty on these instruments, including those relating to conveyance, are prescribed by state legislation. Instruments chargeable to duty under the Stamp Act which are not duly stamped are inadmissible in a court of law and have no evidentiary value. Public officials have the power to impound such documents and if the executor wants to rectify them, he may have to pay a penalty of up to 10 times the original stamp value.

Income-tax Act, 1961

The Income Tax Act, 1961 deals with the taxation of individuals, corporates, partnership firms and others. As per the provisions of this Act the rates at which they are required to pay tax is calculated on the income declared by them or assessed by the authorities, after availing the deductions and concessions accorded under the Act. The maintenance of Books of Accounts and relevant supporting documents and registers are mandatory under the Act. Filing of returns of Income is compulsory for all assesses.

Service Tax

Chapter V of the Finance Act 1994 (as amended), and Chapter V-A of the Finance Act 2003 requires that where provision of certain listed services, whole taxable services exceeds Rs. 10,00,000, a service tax with respect to the same must be paid. Every person who is liable to pay service tax must register himself for the same.

Intellectual Property

Trade Marks Act, 1999

The Indian law on trademarks is enshrined in the Trade Marks Act, 1999. Under the existing legislation, a trademark is a mark used in relation to goods so as to indicate a connection in the course of trade between the goods and some person having the right as proprietor to use the mark. A ‘mark’ may

consist of a word or invented word, signature, device, letter, numeral, brand, heading, label, name written in a particular style and so forth. The trademark once applied for, is advertised in the trademarks journal, oppositions, if any are invited and after satisfactory adjudications of the same, a certificate of registration is issued. The right to use the mark can be exercised either by the registered proprietor or a registered user. The present term of registration of a trademark is ten years, which may be renewed for similar periods on payment of prescribed renewal fee.

Copyright Act, 1957

The Copyright Act, 1957 came into effect from January 1958. Copyright is an exclusive right. The statutory definition of Copyright is the exclusive right to do or authorizes others to do certain acts in relation to Literary, dramatic or musical works, Artistic work Cinematograph film; and Sound recording. The purpose of recognizing & protecting the copyright of an author is to statutorily protect his work & inspire him to exercise his creative faculties. Copyright is granted for a specific period of time. Whether an act is an infringement or not would depend on the fact whether copyright is subsisting in the work or not. In case the copyright has expired, the work falls in the public domain & any act of reproduction of the work by any person other than then the author would not amount to infringement.

The Prevention of Money Laundering Act, 2002

The PMLA Act, 2002 casts certain Obligations on Banking Companies, Financial Institutions and Intermediaries to take measures to prevent money laundering in the country. In accordance with the PMLA Act, 2002 and the rules made there under the Securities Exchange Board of India (SEBI) vide its circular ISD/CIR/RR/AML/1/ 06 dated January 18, 2006 has declared Guidelines on Anti Money Laundering Standards. These guidelines have been laid down to prevent intermediaries from being used, intentionally or unintentionally, by criminal elements for money laundering activities. As per these guidelines an intermediary has to prevent itself from being used intentionally or unintentionally, by criminal elements for money laundering activities. As per these guidelines the Company should know and understand its customers and their financial dealings better which in turn helps the Company and its customers to manage their risk prudently.

Insider Trading Regulations

The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992, as amended from time to time (“Insider Trading Regulations”) govern the law with respect to insider trading in India. The Insider Trading Regulations inter alia prohibit all insiders from dealing in securities of a listed company when the insider is in possession of unpublished price sensitive information (“UPSI”). It further prohibits an insider from communicating, counselling or procuring, directly or indirectly, any UPSI to any person who while in possession of such UPSI is likely to deal in such securities.

Information is said to be price sensitive if it is likely to, directly or indirectly, materially affect the price of the securities of the company to which it relates. Under the Insider Trading Regulations, the concept of an “insider” is related to those of a connected person and a deemed connected person. A person is said to be connected to a company when he or she is a director, employee or officer in the company or stands in a professional or business relationship with the company and when he or she may reasonably be expected to have access to UPSI and includes inter alia market intermediaries, Merchant Bankers, share transfer agents, registrars to an issue, debenture trustees, brokers, Portfolio Managers, investment advisors.

The Insider Trading Regulations further provide that all listed companies and organizations associated with the securities market including inter *alia* intermediaries as defined under the SEBI Act, asset management companies, trustees of mutual funds etc. should frame a code of internal procedures and conduct based on the Model Code of Conduct specified under the Insider Trading Regulations.

SECTION VI: FINANCIAL INFORMATION

FINANCIAL INDEBTEDNESS

There are no secured borrowings by the Company as on 31st March, 2017 and 30th June, 2017.

STOCK MARKET DATA FOR OUR EQUITY SHARES

The Equity Shares of our Company have not been traded on U.P. Stock Exchange during the last three years from the date of this Information Memorandum.

SECTION VII - LEGAL AND OTHER INFORMATION

OUTSTANDING LITIGATION AND MATERIAL DEVELOPMENTS

Except as described below, there are no outstanding or pending litigation, suit, criminal or civil prosecution and proceeding against our Company and / or Promoters, Promoter Group and / or Promoter Group entities that would have a material adverse effect on our business:

A. OUTSTANDING LITIGATION INVOLVING OUR COMPANY

1. Litigations filed against our Company

There are no litigations filed against our Company.

2. Litigations filed by our Company

There are no litigations filed by our Company.

B. OUTSTANDING LITIGATION INVOLVING OUR PROMOTERS / PROMOTER GROUP / PROMOTER GROUP ENTITIES

1. Litigations filed against our Promoters / Promoter Group / Promoter Group Entities

There are no litigations filed against our Promoters / Promoter Group / Promoter Group Entities

2. Litigations filed by our Promoters / Promoter Group / Promoter Group Entities

There are no litigations filed by our Promoters / Promoter Group / Promoter Group Entities

MATERIAL DEVELOPMENTS

There have not arisen, since the date of the last financial statements disclosed in this Information Memorandum, any circumstances which materially and adversely affect or are likely to affect the performance and prospects of the Company in any manner.

SECTION VII - MATERIAL DOCUMENTS FOR INSPECTION

The following contracts and agreements referred to (not being contracts entered into in the ordinary course of business carried on or intended to be carried on by the Company), which are or may be deemed to be material have been entered into by or on behalf of the Company. The copies of the following documents will be available for inspection at the Registered Office of the Company from 10.00 am to 3.00 pm on Working Days i.e. Monday to Friday except public holidays.

- Certificate of Incorporation of the Company.
- Memorandum and Articles of Association of the Company as amended from time to time.
- Fresh Certificate of Incorporation of the Company consequent upon change of Names.
- Copy of resolution passed by Board of Directors of company appointing Directors, CFO, CEO and Company Secretary.
- Copies of Annual Report of our company i.e. for the financial year 2012-2013, 2013-2014, 2014-2015, 2015-2016 and 2016-2017.
- Copies of Agreement entered with NSDL & CDSL.

SECTION IX

DECLARATION

All relevant provisions of the Companies Act, 2013, and the guidelines issued by the Government of India or the regulations issued by Securities and Exchange Board of India, applicable, as the case may be, have been complied with and no statement made in this Information Memorandum is contrary to the provisions of the Companies Act, 2013, the Securities and Exchange Board of India Act, 1992 or the rules made thereunder or regulations issued, as the case may be. We further certify that all the statements in this Information Memorandum are true and correct.

On behalf of our Board of Directors

Mr. Rajiv Agarwal
Director

Date: 05.10.2017.
Place: Uttar Pradesh