

24TH ANNUAL REPORT

COMMITTED TO OUR PARTNERSHIP
WITH OUR CUSTOMERS



अर्थ: समाजस्य न्यासः

S. E. INVESTMENTS LIMITED



अर्थ: समाजस्य न्यासः

S. E. Investments Limited

24th Annual Report
2015-16



S. E. Investments Limited

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The three words of ancient Sanskrit phrase 'Arthah Samajasya Nyasah' get reflected in the motto and philosophy behind the Company's ideology that Wealth is the Trust Property of the Society and Business with a Social Conscience.

We aspire to provide financial and non-financial products to entrepreneurs to nurture their dreams and to enable them to contribute in the country's financial system.

The Company's objective is to primarily serve the underserved small entrepreneurs, self-help groups, small & medium enterprises in rural and urban areas with debt capital for promoting trade and commerce.

We at the Company, work with the motto:

- to earn the trust and confidence of all customers and stakeholders, meeting their expectations and make the Company a respectful household name.
- to be valued by our customers for bringing competitive solutions, reliability, comfort and convenience to their lives and business.
- to create a value with a difference.

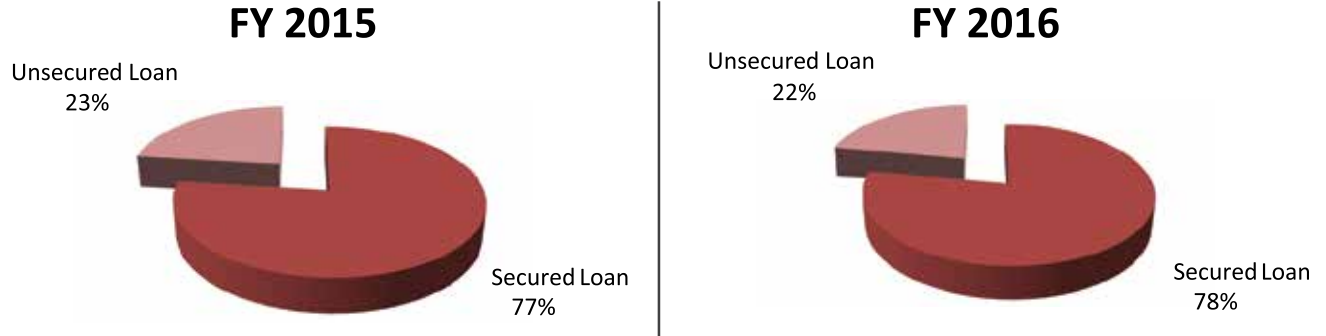


अर्थ: समाजस्य न्यासः

S. E. Investments Limited

Highlights

Business Segment



- Company primarily operates in 2 segments, viz. Unsecured Loans and Secured Loans.



| | | |
|---|---|--|
| Business Loans Ticket Size- Rs. 10 lacs - Rs. 5 Crore | : | To Small and Medium Entrepreneurs financing based on customised cash flow analysis and references from the SME's customers, vendors, suppliers. |
| MSME's/SME Loans Ticket Size-Rs. 1 lac – Rs. 10 lacs | : | To Small Entrepreneurs/Partnership firms in need of immediate funds, for say, purchase of additional inventory for unexpected orders, emergent business needs. |
| Income Generation Loans Ticket Size-Rs. 25 thousands – Rs. 1 lac | : | To Small business owners for purchase of seeds, fodder, cattles, dairy and other small finance requirements. |
| Consumer Durable Finance Ticket Size-Rs. 5 thousand – Rs. 10 thousand | : | To individuals for purchasing Smart mobile phones etc. |

Synopsis of Financial Performance

| S No. | Parameters | 1996 | 1997 | 1998 | 1999 | 2000 | 2001 | 2002 | 2003 | 2004 | 2005 | 2006 | 2007 | 2008 | 2009 | 2010 | 2011 | 2012 | 2013 | 2014 | 2015 | 2016 |
|-------|--------------------------------|-------|------|------|-------|-------|-------|-------|-------|-------|-------|-------|--------|--------|--------|--------|--------|----------|----------|----------|----------|----------|
| 1 | Loans and Advances | 3.07 | 6.82 | 9.55 | 12.01 | 15.30 | 15.67 | 15.63 | 17.71 | 19.65 | 26.79 | 29.78 | 76.03 | 120.31 | 163.94 | 523.78 | 827.10 | 880.73 | 959.00 | 871.00 | 961.21 | 996.94 |
| 2 | Interest Income | 0.91 | 1.44 | 2.45 | 3.09 | 3.83 | 4.47 | 4.32 | 4.80 | 5.48 | 11.00 | 16.21 | 21.90 | 32.30 | 48.24 | 88.16 | 181.44 | 210.98 | 219.00 | 208.00 | 178.38 | 193.37 |
| 3 | PBT | 0.29 | 0.07 | 0.52 | 0.74 | 1.05 | 1.64 | 0.94 | 1.36 | 1.61 | 5.50 | 6.25 | 8.18 | 9.15 | 17.06 | 32.34 | 86.09 | 100.75 | 103.89 | 84.15 | 66.70 | 68.60 |
| 4 | Provision for Tax | 0.00 | 0.03 | 0.18 | 0.11 | 0.12 | 0.14 | 0.34 | 0.86 | 0.52 | 1.38 | 2.26 | 2.81 | -1.99 | 3.28 | 6.00 | 25.27 | 30.43 | 33.45 | 27.90 | 22.19 | 23.47 |
| 5 | PAT | 0.29 | 0.04 | 0.34 | 0.63 | 0.93 | 1.50 | -0.39 | 0.50 | 1.08 | 4.12 | 3.98 | 5.37 | 11.15 | 13.78 | 26.33 | 60.81 | 70.32 | 70.44 | 56.25 | 44.52 | 45.13 |
| 6 | Cash Accruals | 0.33 | 0.14 | 0.40 | 0.70 | 1.07 | 1.75 | 0.31 | 1.43 | 2.02 | 5.10 | 5.63 | 7.28 | 13.37 | 16.01 | 30.42 | 65.08 | 72.30 | 72.97 | 60.64 | 50.81 | 50.50 |
| 7 | Bad Debts W/o | 0.08 | 0.11 | 0.15 | 0.17 | 0.21 | 0.43 | 0.39 | 0.33 | 0.65 | 0.65 | 0.71 | 0.78 | 1.85 | 2.06 | 1.86 | 5.38 | 10.30 | 20.29 | 23.50 | 19.65 | 14.21 |
| 8 | Bad Debts w/o on Loans O/s (%) | 2.61 | 1.61 | 1.57 | 1.42 | 1.37 | 2.74 | 2.50 | 1.86 | 3.31 | 2.43 | 2.38 | 1.03 | 1.54 | 1.26 | 0.36 | 0.65 | 1.17 | 2.12 | 2.70 | 2.04 | 1.43 |
| 9 | Bad Debts recovered | 0.00 | 0.00 | 0.00 | 0.00 | 0.03 | 0.00 | 0.05 | 0.09 | 0.12 | 0.18 | 0.29 | 0.19 | 0.09 | 0.67 | 0.20 | 0.74 | 2.98 | 3.76 | 2.68 | 4.06 | 8.39 |
| 10 | Net Worth | 2.59 | 3.22 | 3.66 | 4.29 | 5.23 | 6.74 | 6.34 | 8.80 | 10.29 | 12.07 | 15.70 | 20.71 | 31.49 | 69.82 | 300.76 | 354.50 | 368.03 | 433.40 | 484.97 | 514.41 | 505.14 |
| 11 | Total Assets | 3.74 | 6.80 | 8.24 | 10.64 | 15.27 | 16.74 | 19.21 | 21.02 | 23.75 | 47.77 | 59.28 | 111.89 | 155.63 | 241.02 | 588.73 | 967.43 | 1,154.67 | 1,247.69 | 1,060.10 | 1,111.94 | 1,293.05 |
| 12 | Outside Debt | 2.45 | 4.93 | 7.43 | 10.86 | 16.21 | 18.31 | 17.78 | 18.84 | 18.49 | 38.65 | 43.33 | 90.78 | 133.04 | 184.56 | 336.86 | 722.03 | 688.00 | 589.69 | 610.89 | 471.15 | 775.01 |
| 12.1 | Bank Borrowings | 0.60 | 2.03 | 0.75 | 1.65 | 0.53 | 0.78 | 0.84 | 0.26 | 0.72 | 11.09 | 18.66 | 54.27 | 72.38 | 125.18 | 188.60 | 429.36 | 421.80 | 374.12 | 386.69 | 410.40 | 507.18 |
| 12.2 | Deposits | 0.55 | 1.55 | 3.83 | 2.61 | 6.04 | 6.35 | 5.31 | 5.20 | 6.76 | 13.99 | 12.32 | 9.05 | 10.41 | 10.03 | 13.98 | 20.48 | 10.04 | 0.00 | 0.00 | 0.00 | 0.00 |
| 12.3 | Intercorporate Loans | 0.00 | 0.00 | 0.00 | 2.09 | 3.46 | 5.68 | 3.90 | 6.76 | 5.98 | 9.56 | 7.45 | 20.89 | 38.60 | 33.40 | 82.93 | 162.51 | 101.82 | 62.50 | 169.30 | 45.41 | 27.18 |
| 12.4 | Other Outside Liabilities | 1.30 | 1.35 | 2.85 | 4.51 | 6.18 | 5.50 | 7.73 | 6.62 | 5.03 | 4.01 | 4.90 | 6.57 | 11.65 | 15.95 | 51.35 | 109.68 | 154.34 | 153.07 | 54.90 | 15.34 | 14.80 |
| 13 | Debt To Equity Ratio | 0.95 | 1.53 | 2.03 | 2.53 | 3.10 | 2.72 | 2.80 | 2.14 | 1.80 | 3.20 | 2.76 | 4.38 | 4.22 | 2.64 | 1.12 | 2.04 | 1.87 | 1.36 | 1.26 | 0.92 | 1.53 |
| 14 | ROE (%) | 11.37 | 1.24 | 9.29 | 14.69 | 17.78 | 22.26 | -6.15 | 5.68 | 10.50 | 34.13 | 25.35 | 25.93 | 35.41 | 19.74 | 8.75 | 17.15 | 19.11 | 16.25 | 11.60 | 8.65 | 8.93 |
| 15 | ROA (%) | 7.88 | 0.59 | 4.13 | 5.92 | 6.09 | 8.96 | -2.03 | 2.38 | 4.55 | 8.62 | 6.71 | 4.80 | 7.16 | 5.72 | 4.47 | 6.29 | 6.09 | 5.65 | 5.31 | 4.00 | 3.49 |



अर्थ: समाजस्य न्यासः

S. E. Investments Limited

Credit Process

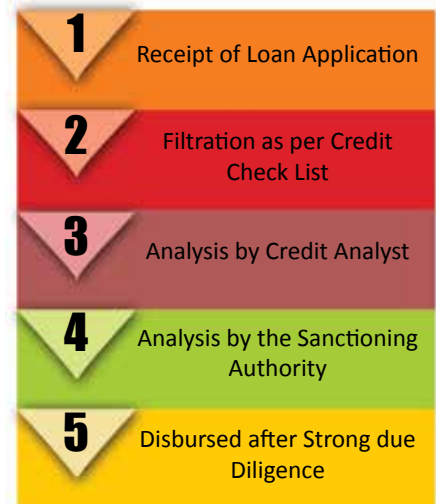
The company is having robust credit appraisal system which helps to bring clean customer on board.

The application for loan gets filtered through 3 layered credit processing.

Approx. 37% of the total applications get disbursed after thorough scrutiny and checks.

Till date company has disbursed 7,09,258 cases, This proves the strength of the credit appraisal as well as legal acumen of the company.

The company has always focused on generating strong bottom line rather than being focused on increasing top line numbers without compromising with the asset quality. This has enabled, the company to provide better PAT amongst its peers. The company's yield on equity is comparable to, and even better than the yield of some of big players of financial sector.



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Purushottam Agrawal
(Chairman Emeritus)

As the Hon'ble Prime Minister of India came up with innovative ideas to improve the Indian economy, we at SEIL, also endeavour to come out with solutions through innovations and technological integration into our processes. In the same line management of SEIL, coined an idea of "Digital Loan Process". The main reason of same was to automate the loan process, increase efficiency, decrease the loan processing time, save costs to maximize revenue, profit and value to shareholders.

Message to Shareholders

Dear Shareholders,

Namaste!!

It is a great honour and privilege for me to communicate with esteemed shareholders of the Company through this letter.

The Sector of Non-Banking Finance Company, in which we operate accounts for 12% of total assets of the total financial system, has emerged as a vital intermediary for financing and is complementary to the banking system, which is capable of spreading risks in times of financial distress. However, due to subdued economic environment, last few years have been challenging for the sector with the moderation in the rate of asset growth, rising delinquencies resulting in higher provisioning thereby impacting profitability. However, the comfortable capital adequacy, shift towards secured lending, lower ALM risks have helped the sector to absorb the cyclical stress on the asset quality and profitability. The NBFC sector has been gaining systemic importance in the recent years with the growing of NBFC assets steadily from 10.7 % of banking assets in 2009 to 14.3% of banking assets in 2014.

Looking into this, the performance of your company during the financial year 2015-16 was modest and acceptable. The business model of the Company equipped us with the ability to deliver exceptionally well both in good and bad times. During the stressed economic environment and in the adverse situation your company ended the financial year with positive note with the pre-tax profits of Rs. 6859.86 lacs and post-tax profits of Rs. 4513.14 lacs and recorded the growth of 2.84 % in terms of pre tax profits and have also maintained the asset quality and increase in customers base.

As the Hon'ble Prime Minister of India came up with innovative ideas to improve the Indian economy, we at SEIL, also endeavour to come out with solutions through innovations and technological integration into our processes. In the same line management of SEIL, coined an idea of "Digital Loan Process". The main reason of same was to automate the loan process, increase efficiency, decrease the loan processing time, save costs to maximize revenue, profit and value to shareholders.

And further with the vision and mission of our Hon'ble Prime Minister Shri Narendra Modi Ji of "Digital India" whereby current government under his able leadership started an Initiative called "JAM" i.e. Jan Dhan, Aadhar, Mobile for laying foundation of mission "Digital India". After launch of "JAM" government has already made phenomenal progress in opening Jan Dhan Saving Bank Accounts and Aadhar (A unique Identity of each citizen of India). Now it was our turn to take forward the dream of our Hon'ble Prime Minister by starting a "Digital Loan Scheme" for mobile financing and to equip maximum citizens of India with power of smart phone so that each individual and intune the whole country can progress at maximum pace.

Keeping this in mind, during the Financial year 2015-16, Company has opened nine new branches in the State of Rajasthan to explore the opportunities available at that region and added a product "Mobile Financing" in the product line, with the objective of making smart phones available to customers at cheaper and easy finance with a motto of "minimum process maximum progress" with "Digital loan process". Now we are able to do mobile loan



S. E. Investments Limited

financing in just 24 Hrs. All it requires is Aadhar Card and Bank account and with the help of technology we use, we are able to deliver "Smart Phone" within 24 hrs even in remote locations where the company operates.

We are looking forward to, in the coming years which would be full of opportunities for the Company and are confident about our future endeavour's. Management of the Company remains committed to sustained growth; improve Company's performance continually and live up to your expectations.

Before conclusion, I would like to place on record your Company's sincere appreciation for the continuing patronage and support extended by valued shareholders and wish to convey earnest thanks to them for their continued support and trust in us. This motivates us to excel in all our pursuits and constant endeavours to create value for you.

I would like to thank the Board of Directors of the Company for their valuable guidance and contribution in steering the Company to higher levels of achievement.

I would also like to express my gratitude to all our Bankers and business associates for their continuous trust, support and cooperation.

Above all, I would like to place on record the commendable efforts and commitments shown by our most valued resource, i.e. the Human Resource of the Company as our employees have always contributed their best for the Company to set new benchmarks.

I thank you all once again and offer my best wishes for a very bright and prosperous year ahead.

Best Wishes

Sd/-

(Purushottam Agrawal)
Chairman Emeritus

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Corporate Information

Chairman Emeritus

Mr. Purushottam Agrawal

Board of Directors

Mr. Sunil Agarwal

Mr. Harish Singh

Dr. Arun Gopal Agarwal

Mr. Brij Lal Goel

Mr. Pradeep Agarwal

Mr. Naresh Kumar Jain

Mrs. Anshu Gupta

Managing Director

Executive Director

Non-Executive Director

Independent Director

Independent Director

Independent Director

Independent Director

Registrar and Share Transfer Agents

M/s Alankit Assignments Ltd.

1E/13, Jhandewalan Extension

New Delhi - 110 055

E-mail: info@alankit.com

Listing of Equity Shares

National Stock Exchange of India Limited

Exchange Plaza, Bandra Kurla Complex

Bandra (East), Mumbai - 400 051

BSE Limited

25, P. J. Towers, Dalal Street

Mumbai - 400 001

Company Secretary Cum Compliance Officer

Mr. Vishal Sharma

Statutory Auditors

P M S & CO.

Chartered Accountants

Firm Reg. No. 013398C

R. LAL & COMPANY

Chartered Accountants

Firm Reg. No. 000926C

Listing of Depository Receipt

Societe De La Bourse De Luxembourg

11, av de la Porte-Neuve

L-2227, Luxembourg

Bankers and Financial Institutions

Central Bank of India

IDBI Bank

Punjab National Bank

Bank of Maharashtra

Corporation Bank

Bank of India

UCO Bank

State Bank of Bikaner and Jaipur

Bank of Baroda

State Bank of Mysore

Andhra Bank

United Bank of India

Small Industries Development Bank of India

Corporate Identification Number (CIN)

L65921DL1992PLC120483

Website & Email

www.seil.in

cs@seil.in



अर्थ: समाजस्य न्यासः

S. E. Investments Limited

Network of Offices

REGISTERED & CORPORATE OFFICE

101, CSC, Pocket 52, CR Park Near Police Station
New Delhi - 110019,
Ph.: +91 11 43518888, Fax.: +91 11 43518816
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BRANCHES

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Ph. +91 79 27544830 / 27540060
E-mail: ahmedabad@seil.in

Aligarh

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Malviya Pustakalaya Market
Near Durga Gas Agency
G. T. Road, Aligarh, (U.P.)
Ph. +91 9837000392
E-mail: aligarh@seil.in

Bareilly

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Hotel Chandragupta
Civil Lines, Bareilly-243001 (U.P.)
Ph. +91 8923 283 323
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Mathura

369/2, Krishna Nagar
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Ph. +91 565 2424310
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Mumbai

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Chakala, Andheri (East)
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Ph. +91 22 42288888
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Jaipur

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Bhilwara

Arihant Tower, First Floor
Near Sai Temple, RK Colony
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Chittorgarh

Office 8-9-10, First Floor
Rishab Complex, Behind Bhagwati Hotel,
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Ph. +91 9116012610 / 1472 240164
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Dausa

Shop No.: A, 1st Tower, Agra Road
Dausa (Rajasthan)
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Hindaun

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Hindaun City - 322230 (Rajasthan)
Ph. +91 9116012622 / 7469 230042
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Tonk

First Floor, Swai Madhopur Road
Near by GPO Tonk (Rajasthan)
Ph. +91 9116012616 / 1431 254222
E-mail: raj.tonk@seil.in

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NH-15, Sanchore Jalore-343041
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Near Ashoka Bakery
Shakti Nagar Corner
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Ph. +91 9116012601 / 294 2420333
E-mail: raj.udaipur@seil.in

Sawai Madhopur

82, Old Truck Union Chouraha,
Gulab Bagh Factory Road, Sawai
Madhopur - 322001 (Rajasthan)
Phone No - 07462 - 222033

Thiruvananthapuram

Kovilazhikam, TC 7/1816, Kochullor
Thiruvananthapuram-695 001
(Kerala) (INDIA)
Ph. +91 7738 386151
E-mail: trv@seil.in

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Directors' Report



अर्थ: समाजस्य न्यासः

S. E. Investments Limited

Directors' Report

Dear Members

Your Board of Directors have pleasure in presenting the 24th Annual Report of the S. E. Investments Limited (The "Company") together with the Audited Financial Statements for the year ended March 31, 2016.

FINANCIAL HIGHLIGHTS

The standalone financial performance of the Company for the year ended 2015-16 is summarized below:

(Rs. in Lacs)

| Particulars | 2015-16 | 2014-15 |
|--|-----------|-----------|
| Total Income | 19,336.69 | 17,837.84 |
| Less: Expenditure | 5,945.89 | 5,494.96 |
| Profit before Depreciation, Interest & Tax (PBDIT) | 13,390.80 | 12,342.88 |
| Less: Financial Cost | 6,487.43 | 5,592.57 |
| Profit before Depreciation & Tax (PBDT) | 6,903.37 | 6,750.31 |
| Less: Depreciation | 43.51 | 80.01 |
| Profit Before Tax (PBT) | 6,859.86 | 6,670.30 |
| Less: Tax Expenses | 2,346.72 | 2,218.78 |
| Net Profit After Tax (PAT) | 4,513.14 | 4,451.52 |
| Add: Profit b/f from the previous year | 350.23 | 512.34 |
| Profit Available for Appropriation | 4,863.37 | 4,963.86 |
| Dividend Including Tax | 455.38 | 500.59 |
| Provision for Standard Assets | 68.06 | 27.73 |
| Expenditure on CSR Activities | 180.00 | 195.00 |
| Transfer to General Reserve | 2,700.00 | 3,000.00 |
| Transfer to Reserve Fund (RBI Act) | 902.63 | 890.30 |
| Transfer to Capital Redemption Reserve | 250.00 | - |
| Balance Carried to Balance Sheet | 307.30 | 350.23 |

The Company has posted a profit after tax (PAT) of Rs. 4,513.14 lacs for FY 2015-16 as compared to a PAT of Rs. 4,451.52 lacs for FY 2014-15. A sum of Rs. 902.63 lacs is proposed to be transferred to statutory reserve as against Rs. 890.30 lacs for FY 2014-15.

Financial Cost for the year increased by 16.00 % to Rs. 6,487.43 Lacs from Rs. 5,592.57 lacs in the last year.

REVIEW OF OPERATIONS

The Company is providing a number of financial products like Business Loans, SME Loans and Income Generation Loans, which are expected to take the growth of the Company to a higher level.

Disbursements

During the financial year 2015-16, total disbursements (including figures of Subsidiary) reached to Rs. 1,48,976.50 lacs, recording 27.48% increase in comparison to Rs. 1,16,866.95 lacs achieved during last financial year.

The Company is focusing to maintain the asset quality of its loan portfolio without compromising the risk profile.

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Number of Customers

Total Customers outreach stood at 7,09,258 being increased by 8.25 % as compared to previous year.

Net Worth and Capital to Risk Adjusted Ratio (CRAR)

The Net Worth of the Company reduced to Rs. 505.14 crores as on March 31, 2016 from Rs. 514.41 crores as on March 31, 2015. The Capital to Risk Adjusted Ratio (CRAR) stood at 41.69% as on March 31, 2016 as against 47.48 % as on March 31, 2015 which is much above the requirement as stipulated by Reserve Bank of India and is one of the best in the industry.

DIVIDEND

Keeping in mind the overall performance and the outlook of your Company, for the financial year 2015-16, your Board is pleased to recommend a dividend of Re. 1/- (Rupee One only) per share i.e. 10% on each Equity Share of Rs. 10/- (Rupees Ten only). The dividend would be paid to all the shareholders, whose names appear in the Register of Members/ Beneficial Holders list on the Book Closure/ Record date as decided by Board.

FIXED DEPOSITS

Company has not accepted any public deposits and as such no amount on account of principal or interest on public deposits was outstanding as on the date of balance sheet.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

Change in Directors or KMP

During the year under review there is no change in the composition of Board of Directors of the Company.

None of the Key Managerial Personnel has resigned or appointed during the financial year 2015-16.

Directors Retiring by Rotation

In terms of Section 152 of Companies Act, 2013, Mr. Harish Singh, Whole Time Director of the Company is liable to retire by rotation at the ensuing Annual General Meeting and being eligible for re-appointment, offers himself for re-appointment.

Declaration of Independence by Independent Directors

Declaration have been given by all the Independent Directors of the Company confirming that they meet the criteria of independence as envisaged in Section 149(6) the Companies Act, 2013 and Listing Regulations.

Policy on Directors Appointment and Remuneration

In accordance with Section 178 of the Companies Act, 2013 the Board has, on the recommendation of Nomination and Remuneration Committee, approved the Policy for Appointment and Remuneration of Directors.

The objective of aforesaid Policy is to provide a criteria for appointment of Directors, viz. experience, qualification, positive attributes, understanding of Company's business, and social perspective, personal achievements and Board diversity. The policy also contains the provisions to ensure that Executive Directors, KMP and other employees are sufficiently compensated for their performance. Under the policy, Nomination and Remuneration Committee is entrusted with the responsibility to evaluate the various aspects relating to the appointment and remuneration of the Directors to the Board.

Directors' Responsibility Statement

Pursuant to the requirement under Section 134(3)(c), read with Section 134(5) of the Companies Act, 2013 with respect to Directors' Responsibility Statement, it is hereby confirmed that:

- a) in the preparation of the annual accounts for the financial year ended March, 31, 2016, the applicable accounting standards have been followed and there are no material departures from the same;
- 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;



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- c) the Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d) the Directors had prepared the annual accounts on a going concern basis;
- e) the Directors had laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively; and
- 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.

SUBSIDIARY

M/s Nupur Finvest Private Limited, a registered non deposit taking non-banking finance company, is the only subsidiary company, of which the Company owned hundred percent shares.

Nupur Finvest Private Limited is engaged in business to provide business and income generation loans to entrepreneurs. At the year ended March 31, 2016, the net worth of the Company stood at 5,146.50 lacs During the reporting period the subsidiary reported a gross income of Rs. 1,520.86 lacs and Profit Before Tax (PBT) and Profit After Tax (PAT) at Rs. 267.23 lacs and Rs.178.88 lacs respectively.

REDEMPTION OF PREFERENCE SHARES

In terms of resolution passed by Shareholders of the Company in the 23rd Annual General Meeting held on September 30, 2015, 25,00,000 Preference Shares of Rs. 10/- each of the Company have been redeemed during the year.

AUDITORS & AUDIT REPORTS

Statutory Auditors

M/s R. Lal & Company, Chartered Accountants & M/s P M S & Co., Chartered Accountants, have been appointed as Joint Statutory Auditors of the Company in 22nd Annual General Meeting of the Company for 3 and 2 years respectively subject to annual ratification. Further, in 23rd Annual General Meeting, members have ratified and confirmed the appointment of Joint Statutory Auditors of the Company from the conclusion of 23rd Annual General Meeting till the conclusion of 24th Annual General Meeting.

Accordingly, as recommended by the Audit Committee, ratification to appoint M/s R. Lal & Company, Chartered Accountants, as statutory auditors of the Company, from the conclusion of ensuing Annual General Meeting until the conclusion of 25th Annual General Meeting and re-appointment of M/s P M S & Co., Chartered Accountants, as statutory auditors of the Company for a further period of five years commencing from the conclusion of 24th Annual General Meeting until the conclusion of 29th Annual General Meeting (subject to annual ratification) are placed before the Members, at the ensuing Annual General Meeting, for their approval.

The observations of Auditors in their report read with notes to the accounts are self-explanatory and do not call for any further explanation. The Auditors of the Company have not given any adverse remarks or disclaimers in the report.

Secretarial Auditor and Secretarial Audit Report

In accordance with the provisions of Section 204 of the Companies Act, 2013 and as a measure of good Corporate Governance practice, the Company had appointed CS Dimple Sachdeva, Practicing Company Secretary, as its secretarial auditor to conduct secretarial audit of the Company for financial year ended March 31, 2016. The Report of secretarial auditor for financial year ended March 31, 2016, being a part of this Directors' Report is enclosed herewith as Annexure A. There are no qualifications, reservations or adverse remarks made by the secretarial auditor of the Company.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Pursuant to the clarification dated February 13, 2015 issued by Ministry of Corporate affairs, provisions of Section 186(11) and 134(3) (g) of the Companies Act, 2013 requiring the disclosure of particulars of the loans given, investments made or guarantees given or securities provided is not applicable to the Company.

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RELATED PARTY TRANSACTIONS

During the year under review, transactions entered into with Related Parties, as defined under Companies Act, 2013 and SEBI (LODR) Regulations, 2015, were in the ordinary course of business and at an arm's length pricing basis, and do not attract the provisions of Sections 188 of the Companies Act, 2013. Such related party transactions are disclosed in the Note no. 29 of the financial statement.

The details of the transactions with Related Parties were placed before the Audit Committee for its approval, from time to time.

Policy on materiality of related party transactions and on dealing with related party transactions is displayed on the website of the Company at www.seil.in.

MATERIAL CHANGES AND COMMITMENTS, IF ANY, AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There are no material changes and commitments affecting the financial position of the Company, which occurred between the end of the financial year of the Company and date of this Directors' Report.

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

Considering the nature of business undertaken by the Company during the year under review, the particulars pursuant to Section 134 (3) (m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014, to the extent applicable, are as follows:

- Since the Company does not own any manufacturing facility, the particulars relating to conservation of energy and technology absorption have not been furnished.
- Foreign Exchange earnings for the Company during the financial year under review was nil and Company's Foreign Exchange outgo during the financial year under review was Rs. 1.90 lacs.

RISK MANAGEMENT POLICY

Non-Banking Finance Companies (NBFCs) form an integral part of Indian financial system. NBFCs are required to ensure that a proper framework on Risk Management System is formulated and put in place. For this purpose Company has constituted Assets Liability Management Committee and Risk Management Committee to facilitate the Board to address the risk associated with the business of the Company and developed and implemented a risk management policy to ensure sustainable business growth with stability and promote a proactive approach in reporting, evaluating and resolving risks associated with the Company's business. The Policy also highlights the functions, responsibilities and role of the Committees and Board to address the risks associated with the Company and mitigate/reduce the impact of the risk on the Company.

The Company follows a disciplined risk management process and takes business decisions with balanced risk-reward paradigm. Detailed statement on risk management policy of the Company is discussed in separate section on Management Discussion and Analysis and it forms part of the Directors' Report.

CORPORATE SOCIAL RESPONSIBILITY

In accordance with the provisions of Section 135 of Companies Act, 2013 read with rules made thereunder, Company has constituted a Corporate Social Responsibility Committee, which framed a Board approved CSR Policy for the Company, same is available on Company's website www.seil.in. CSR Policy of the Company has vision to make concrete efforts towards the animal welfare specially for Mother Cow, also supported the cause of rural development, promoting education, providing preventive healthcare and sustainable development of green environment, provided they are covered as per the statutory requirements of social responsibility.

The Board of the Company has decided to undertake its CSR activities through a registered trust, which is engaged in the welfare of Mother Cow. In the financial Year 2015-16, Company has made contribution of Rs. 1.80 Crores in the corpus fund of the Trust, which is more than 2% of Company's Average net profit of last three years of Rs. 84.91 Crores. Composition of CSR Committee as disclosed in Corporate Governance Section of this Annual Report as part of Directors' Report and other details as required under Companies Act, 2013 is as annexed with this Report as Annexure B.



S. E. Investments Limited

DETAILS OF SIGNIFICANT AND MATERIAL ORDERS PASSED BY THE REGULATOR OR COURTS OR TRIBUNAL IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATION IN FUTURE

There is no order passed by the Regulators, Courts or Tribunals which would impact the going concern status of the Company and its future operations.

INTERNAL FINANCIAL CONTROL

Internal Financial Control System is an integral component of the Risk Management System of the Company. The internal financial control policies and internal audit program adopted by the Company play an important role to ensure the orderly and efficiently conduct of the Company's business, including adherence to the Companies policies, safeguard of Company's assets, proper utilisation of available resources, the prevention and detection of frauds, reliability and accuracy of financial reporting.

A firm of Competent Chartered Accountants has been engaged by the Company for conducting internal audit, to examine and evaluate the adequacy and effectiveness of internal financial control system of the Company.

The Audit Committee of Board of Directors, Statutory Auditors and the Business Heads are periodically apprised of the internal audit findings and corrective actions taken.

The Audit Committee of Board of Directors actively reviews the adequacy and effectiveness of internal financial control system and suggests improvements for strengthening them.

Internal Financial Control System of the Company is modified continuously in accordance with the dynamic changes in the business conditions and to comply with the applicable laws, regulations, statutory and accounting requirements.

HUMAN RESOURCES

Your Company strives to provide the best work environment with ample opportunities to grow and explore. The human resources development function of the Company is guided by a strong set of values and policies. Healthy, cordial and harmonious industrial relations have been maintained by the Company at all levels.

Information required under Sexual Harassment of Women at Work Place (Prevention, Prohibition & Redressal) Act, 2013

The Company has a policy against sexual harassment and process for dealing with complaints of harassment or discrimination in line with the requirements of the Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013. The Directors further state that during the year under review there was no case filed pursuant to the sexual harassment of women at workplace (Prevention Prohibition and Redressal) Act, 2013.

DISCLOSURES AS PER THE PROVISION OF SECTION 197 (12) OF COMPANIES ACT, 2013

Information in accordance with provisions of Section, 197(12) of the Companies Act, 2013 read with Rule 5 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 have been annexed herewith as Annexure C to the Directors' Report.

CREDIT RATING

The Bank Borrowings of the Company have been assigned rating of "IND A-" by M/s India Ratings & Research Private Limited (A Fitch Group Company)

As per www.indiaratings.co.in rating symbols & definitions "IND A" is defined as "Instruments with this rating are considered to have adequate degree of safety regarding timely servicing of financial obligations. Such instruments carry low credit risk".

COMPLIANCE OF RESERVE BANK OF INDIA GUIDELINES

The Company always adheres to comply with applicable provisions of rules, regulations and guidelines issued by Reserve Bank of India.

TIMELY REPAYMENT OF LOAN LIABILITIES

During the year under review, the Company has duly serviced all its debts obligations in time.

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EXTRACTS OF ANNUAL RETURN

Pursuant to section 92(3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014, Extracts of Annual Return in the form MGT-9 is annexed herewith as integral part of this Report as Annexure D.

MANAGEMENT DISCUSSION AND ANALYSIS OF FINANCIAL CONDITIONS

An analysis of the financial conditions and results of operations of the Company for the year under review, has been represented in the Annual Report as a separate section on Management Discussion and Analysis is annexed herewith as Annexure E.

CORPORATE GOVERNANCE

The Company is committed to adhere to the best practices of governance. It is ensured, that the practices being followed by the Company are in alignment with its philosophy towards Corporate Governance. The Company believes that the Corporate Governance is all about effective management of relationship among constituents of the system and always works towards strengthening this relationship through corporate fairness, transparency and accountability. In the Company, prime importance is given to reliable financial information, integrity, transparency, fairness, empowerment and compliance with law in letter and spirit.

Detailed compliances with the provisions of Listing Regulation for the year ended 2015-16 along with the Certificate of Compliance from the Auditor, has been mentioned in Corporate Governance Report, which is annexed herewith as Annexure F.

PERFORMANCE OF THE BOARD OF DIRECTORS, ITS COMMITTEES AND INDIVIDUAL DIRECTORS

In the light of Company's performance, the performance of the Board of Directors and their committees, along with performance of individual Director is reviewed and evaluated from time to time by the Board of Directors. The performance of the Directors individually and collectively and performance of committees are found satisfactory.

With the spirit of wealth creation for the shareholders of the Company, your Directors are committed to give their best efforts towards the development of the Company.

The Independent Directors at their separate meeting held on March 15, 2016, in full attendance, made an assessment and evaluation of the performance of Non Independent Directors, Managing Director and Chairman of the Company.

Independent Directors also reviewed the performance of the Board as a whole and assessed the quality and timeliness of the flow of the information between the Company management and Board.

ACKNOWLEDGMENTS

The Board of Directors would like to place on record their gratitude for the commitment, dedication and hard work done by the employees of the Company and the co-operation extended by Banks, Government Authorities, Customers, Shareholders and Employees of the Company and we look forward for their mutual support and co-operation.

Place : Delhi

Date : May 7, 2016

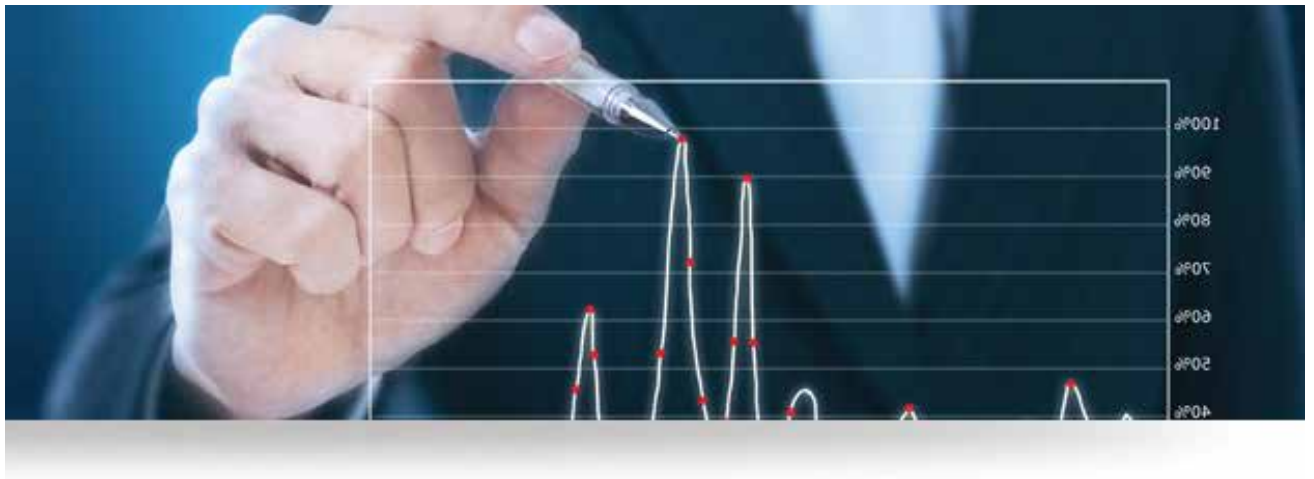
For & on behalf of the Board of Directors of S. E. Investments Ltd.

Sd/-
(Sunil Agarwal)
Managing Director
DIN: 00006991

Sd/-
(Harish Singh)
Director
DIN: 00039501



S. E. Investments Limited



Annexures to Directors' Report

Annual Report 2015-16

Annexure A

FORM NO. MR-3

Secretarial Audit Report For The Financial Year Ended March 31, 2016

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

To,
The Members,
M/s S. E. Investments Limited
101, CSC, Pocket 52,
CR Park, Near Police Station,
New Delhi-110019

I have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by M/s S. E. Investments Limited (hereinafter called 'the Company'). The Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts / statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorised representatives during the conduct of Secretarial Audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended on March 31, 2016 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent and in the manner reported hereinafter.

I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2016 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
 - (b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (e) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - (f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (g) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
 - (i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; and
- (vi) The Reserve Bank of India Act, 1934, rules/regulations made thereunder as applicable to the Non-Banking Financial Company and guidelines/notifications issued by RBI for Non-Banking Financial Company;

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

- (i) The Listing Agreements entered into by the Company with National Stock Exchange of India and Bombay Stock Exchange.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, etc. mentioned above.



S. E. Investments Limited

I further report that:

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

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

Decisions were taken according to the majority rule and subject to the requirement of the Act and other applicable laws.

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

Date : May 5, 2016

Place : Agra

Sd/-

(Dimple Sachdeva)

Company Secretary in Practice

Membership No.: ACS-27511

CP No.: 12852

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Annexure-B

ANNUAL REPORT ON CSR ACTIVITIES

| | | | | | | | |
|--------|--|--|---|--|--|--|---|
| 1 | A Brief outline of the Company's CSR Policy, including overview of the projects or programs undertaken and a reference to the web link to the CSR policy and project or programs | | | The Board of the Company has decided to undertake its CSR activities through a registered trust, which is engaged in the welfare of Mother Cow. In the financial Year 2015-16, Company has made contribution of Rs. 180 Lacs in the corpus fund of the Trust, which is more than 2% of Company's Average net profit of last three years. The Company's policy on CSR is available on the website of the Company www.seil.in . | | | |
| | The Composition of the CSR Committee | | | Mr. Harish Singh (Chairman) Dr. Arun Gopal Agarwal (Member) Mrs. Anshu Gupta (Member) | | | |
| | Average net profit of the Company for last three financial year | | | Rs. 8491.80 Lacs | | | |
| | Prescribed CSR Expenditure | | | Rs. 169.83 Lacs | | | |
| | Details of CSR spent during the financial year | | | | | | |
| (a) | Total amount to be spent for the financial year | | | Rs. 180.00 Lacs | | | |
| (b) | Amount unspent, if any | | | Nil | | | |
| (c) | Manner in which the amount spent during the financial year detailed below: | | | | | | |
| (1) | (2) | (3) | (4) | (5) | (6) | (7) | (8) |
| S. No. | CSR project or activity identified | Sector in which the Project is covered | Projects or programs Local Area or Other Specify the State and district where projects or programs was undertaken | amount outlay (budget) project or programs wise | Amount spent on the projects or programs subheads: Direct expenditure Overheads | Cumulative expenditure upto the reporting period | Amount spent: Directly or through implementing agency |
| 1 | Mother Cow Welfare | Animal Welfare | Local Area and other Agra (Uttarpradesh), Bharatpur (Rajasthan) | Rs. 180.00 Lacs | Direct expenditure- Rs. 180 Lacs | Rs. 180.00 Lacs | Rs. 180.00 Lacs |

Further, it is hereby confirmed that the implementation and monitoring of CSR Policy, is in compliance with CSR objectives and Policy of the Company

Place : Delhi
Date : May 7, 2016

For S. E. Investments Ltd.

Sd/-
(Sunil Agarwal)
Managing Director
DIN: 00006991

Sd/-
(Harish Singh)
Director
DIN: 00039501



अर्थ: समाजस्य न्यासः

S. E. Investments Limited

Annexure- C

Disclosure as per Section 197(12) of the Companies Act, 2013 read with rule 5 of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014

| S. No. | Details | Mr. Sunil Agarwal (MD) | Mr. Sachin Agarwal (WTD) | Mr. Harish Singh (WTD & CFO) | Mr. Vishal Sharma (CS) |
|--------|---|---|--------------------------|------------------------------|------------------------|
| 1 | Ratio of the remuneration of each director to the median remuneration of the employees of the company for the financial year | 125:1 | 125:1 | 6:1 | 3.7:1 |
| 2 | Percentage increase in remuneration of each director, CFO, CEO, Company Secretary or Manager, if any, in financial year | 0% | 0% | 0% | 23.00% |
| 3 | Percentage increase in the median remuneration of employees in the financial year | 16.24% | | | |
| 4 | The number of permanent employees on the rolls of company | 384 | | | |
| 5 | The explanation on the relationship between average increase in remuneration and company performance | The disbursements stood at Rs. 1383.99 Crores during the financial year 2014-2015 as against Rs. 1147.38 Crores in the corresponding previous year. However the expenditure on account of salary and establishment has been increased by 38% over the previous year figure and which is more than the incremental increase. | | | |
| 6 | Comparison of the remuneration of the Key Managerial Personnel against the performance of the company | The Company has posted a total income of Rs.19336.69 lacs during the FY 2015-16 as compared to total income of Rs. 17837.84 lacs during FY 2014-15 representing growth of 8.40 % which seems justifiable after looking the subdued economic environment. There has been no change from the previous year in the remuneration paid to Key Managerial Personnel of the Company. During the year under review, we focussed on maintaining asset quality, which enable the Company to reduce its bad debts by 28% in comparison to previous year. | | | |
| 7 | Market capitalization as on March 31,2015 | Rs. 1,420.61 Crores | | | |
| | Market capitalization as on March 31,2016 | Rs. 808.16 Crores | | | |
| | Variation in Market capitalization | Rs. -612.46 Crores | | | |
| 8 | Price earnings ratio as at the closing date of the current financial year and previous financial year and percentage increase over decrease in the market quotations of the shares of the company | PE Ratio as on March 31, 2015 | | 32.13 | |
| | | PE Ratio as on March 31, 2016 | | 17.90 | |
| | | Increase in PE Ratio | | -44.29 | |
| 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 | No increment in Managerial Remuneration over previous year as against Employees remuneration increased by 38.0% | | | |
| 10 | The ratio of the remuneration of the highest paid director to that of the employees who are not directors but receive remuneration in excess of the highest paid director during the year | N. A. | N. A. | N. A. | N. A. |
| 11 | The key parameters for any variable component of remuneration availed by the directors | There has no variable component in the remuneration. | | | |
| 12 | Name of every employee of the company, who have remuneration more than 5 lacs in month and 60 lacs in year | N. A. | | | |
| 13 | Name of every employee of the company, was in receipt of remuneration in that year which, in the aggregate, or as the case may be, at a rate which, in the aggregate, is in excess of that drawn by the managing director or whole-time director or manager and holds by himself or along with his spouse and dependent children, not less than two percent of the equity shares of the company | N. A. | | | |

Annual Report 2015-16

Annexure D

FORM NO. MGT-9 Extract of Annual Return

As on the financial year ended on March 31, 2016

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

i. Registration and other Details:

| | | |
|----|---|---|
| 1. | Corporate Identification Number (CIN) | L65921DL1992PLC120483 |
| 2. | Registration Date | 05/03/1992 |
| 3. | Name of the Company | S. E. Investments Limited |
| 4. | Category/Sub-Category of the Company | Company Limited by Shares/Indian Non- Government Company |
| 5. | Address of the Registered office and contact details | 101, CSC, Pocket 52, CR Park, Near Police Station, New Delhi-110019 Email: delhi@seil.in Tel. +91 11 43518888 |
| 6. | Whether listed company | Yes |
| 7. | Name, Address and Contact details of Registrar and Transfer Agent | M/s Alankit Assignments Limited 1E/13, Jhandewalan Extension, New Delhi-110 055 Contact Person: Mr. J P Rustagi Tel.011-42541955 Email: info@alankit.com |

ii. Principal Business Activities of the Company

All the business activities contributing 10% or more of the total turnover of the Company

| S. No. | Name and Description of main products/ services | NIC Code of the Product/ services | % to total turnover of the Company |
|--------|---|-----------------------------------|------------------------------------|
| 1. | Financial Services (NBFC) | 6492* | 100% |

*As per National Industrial Classification 2008 (NIC-2008)

iii. Particulars of Holding, Subsidiary and Associate Companies:-

| S. No. | Name and Address of the Company | CIN/GLN | Holding/ Subsidiary/ Associate | % of shares held | Applicable Section |
|--------|-----------------------------------|-----------------------|--------------------------------|------------------|-------------------------------|
| 1. | M/s Nupur Finvest Private Limited | U67120DL1995PTC231086 | Subsidiary | 100% | 2 (87) of Companies Act, 2013 |



अर्थ: समाजस्य न्यासः

S. E. Investments Limited

iv. Share Holding Pattern (Equity Share Capital Breakup as percentage of Total Equity)

a) Category-wise Share Holding

| Category of Shareholders | No. of Shares held at the beginning of the year i.e. 01/04/2015 | | | | No. of Shares held at the end of the year i.e. 31/03/2016 | | | | % Changes during the year |
|---|---|----------|--------------------|-------------------|---|----------|--------------------|-------------------|---------------------------|
| | Demat | Physical | Total | % of Total Shares | Demat | Physical | Total | % of Total Shares | |
| A. Promoters | | | | | | | | | |
| (1) Indian | | | | | | | | | |
| a) Individual/ HUF | 73,28,640 | 0 | 73,28,640 | 18.07 | 73,28,640 | 0 | 73,28,640 | 18.07 | 0.00 |
| b) Central Govt. | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| c) State Govt(s) | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| d) Bodies Corp. | 32,31,943 | 0 | 32,31,943 | 7.97 | 32,31,943 | 0 | 32,31,943 | 7.97 | 0.00 |
| e) Bank/FI | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| f) Any Other... | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| Sub-total (A) (1):- | 1,05,60,583 | 0 | 1,05,60,583 | 26.04 | 1,05,60,583 | 0 | 1,05,60,583 | 26.04 | 0.00 |
| (2) Foreign | | | | | | | | | |
| a) NRIs –Individual | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| b) Other- Individuals | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| c) Bodies Crop. | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| d) Banks/FI | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| e) Any Other... | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| Sub-total (A) (2):- | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| Total Shareholding of Promoter (A) = (A) (1)+(A) (2) | 1,05,60,583 | 0 | 1,05,60,583 | 26.04 | 1,05,60,583 | 0 | 1,05,60,583 | 26.04 | 0.00 |
| B. Public Shareholding | | | | | | | | | |
| 1. Institutions | | | | | | | | | |
| a) Mutual Funds | 454 | 0 | 454 | 0.00 | 429 | 0 | 429 | 0.00 | 0.00 |
| b) Banks/FI | 9,75,087 | 0 | 9,75,087 | 2.40 | 9,67,087 | 0 | 9,67,087 | 2.38 | 0.02 |
| c) Central Govt. | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| d) Sate Govt.(s) | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| e) Venture Capital Funds | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| f) Insurance Companies | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0.00 | 0.00 |
| g) FIIs/FPI | 67,88,028 | 0 | 67,88,028 | 16.74 | 67,44,937 | 0 | 67,44,937 | 16.63 | -0.11 |
| h) Foreign Venture Capital Funds | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| i) Others (specify) | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| Sub-total (B) (1):- | 77,63,569 | 0 | 77,63,569 | 19.14 | 77,12,453 | 0 | 77,12,453 | 19.02 | -0.12 |
| 2. Non- Institutions | | | | | | | | | |
| a) Bodies Corp. | | | | | | | | | |
| i) Indian | 47,87,881 | 0 | 47,87,881 | 11.80 | 48,11,430 | 0 | 48,11,430 | 11.86 | 0.06 |
| ii) Overseas | 0 | 0 | 0 | 0.00 | 0 | 0 | 0 | 0.00 | 0.00 |
| b) Individual | | | | | | | | | |
| i) Individual shareholders holding nominal share capital upto Rs. 1 lac | 1,96,651 | 24,406 | 2,21,057 | 0.55 | 1,93,133 | 24,406 | 2,17,539 | 0.54 | -0.01 |

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| Category of Shareholders | No. of Shares held at the beginning of the year i.e. 01/04/2015 | | | | No. of Shares held at the end of the year i.e. 31/03/2016 | | | | % Changes during the year |
|--|---|---------------|--------------------|-------------------|---|---------------|--------------------|-------------------|---------------------------|
| | Demat | Physical | Total | % of Total Shares | Demat | Physical | Total | % of Total Shares | |
| ii) Individual shareholders holding nominal share capital in excess of Rs. 1 lac | 3,92,345 | 0 | 3,92,345 | 0.97 | 4,23,873 | 0 | 4,23,873 | 1.05 | 0.08 |
| c) Other (specify) | | | | | | | | | |
| (c-i) Clearing Members | 3,002 | 0 | 3,002 | 0.01 | 2,392 | 0 | 2392 | 0.00 | 0.00 |
| (c-ii) Non-Resident Indians | 1,563 | 0 | 1,563 | 0.00 | 1,730 | 0 | 1,730 | 0.00 | 0.00 |
| Sub-total (B) (2):- | 53,81,442 | 24,406 | 54,05,848 | 13.33 | 54,32,558 | 24,406 | 54,56,964 | 13.45 | 0.12 |
| Total Public Shareholding (B)=(B)(1)+ (B)(2) | 131,45,011 | 24,406 | 131,69,417 | 32.47 | 1,31,45,011 | 24,406 | 1,31,69,417 | 32.47 | 0.00 |
| C. Shares held by Custodian | 1,68,30,000 | 0 | 1,68,30,000 | 41.49 | 1,68,30,000 | 0 | 1,68,30,000 | 41.49 | 0.00 |
| Grand Total (A+B+C) | 4,05,35,594 | 24,406 | 4,05,60,000 | 100.00 | 4,05,35,594 | 24,406 | 4,05,60,000 | 100.00 | 0.00 |

b) Shareholding of Promoters

| Name of Shareholders | No. of Shares held at the beginning of the year i.e. 01.04.2015 | | | No. of Shares held at the end of the year i.e. 31.03.2016 | | | % change in shareholding during the year |
|---|---|----------------------------------|--|---|----------------------------------|--|--|
| | No. of Shares | % of total Shares of the company | % of Shares Pledged/encumbered to total shares | No. of Shares | % of total Shares of the company | % of Shares Pledged/encumbered to total shares | |
| Mr. Purushottam Agrawal | 2,69,000 | 0.66 | 0 | 2,69,000 | 0.66 | 0 | 0.00 |
| Mr. Sunil Agarwal | 31,62,440 | 7.80 | 0 | 31,62,440 | 7.80 | 0 | 0.00 |
| Mrs. Raj Agarwal | 15,31,200 | 3.78 | 0 | 15,31,200 | 3.78 | 0 | 0.00 |
| Ms. Suniti Agarwal | 2,50,800 | 0.62 | 0 | 2,50,800 | 0.62 | 0 | 0.00 |
| Mr. Shantanu Agarwal | 12,55,200 | 3.09 | 0 | 12,55,200 | 3.09 | 0 | 0.00 |
| P. N. Agarwal & Sons (HUF) | 8,60,000 | 2.12 | 0 | 8,60,000 | 2.12 | 0 | 0.00 |
| M/s S. E. Micro Housing Finance Private Limited | 15,85,000 | 3.91 | 0 | 15,85,000 | 3.91 | 0 | 0.00 |
| M/s Aradhana Infradev Private Limited | 1,27,668 | 0.31 | 0 | 1,27,668 | 0.31 | 0 | 0.00 |
| M/s Gajodhari Chemicals Private Limited | 61,756 | 0.15 | 0 | 61,756 | 0.15 | 0 | 0.00 |
| M/s Agrim Marketing Private Limited | 6,61,897 | 1.63 | 0 | 6,61,897 | 1.63 | 0 | 0.00 |
| M/s Athens Computer Technologies Private Limited | 3,42,662 | 0.84 | 0 | 3,42,662 | 0.84 | 0 | 0.00 |
| M/s Baba Herbals Private Limited | 60,800 | 0.15 | 0 | 60,800 | 0.15 | 0 | 0.00 |
| M/s Diamond Infradev Private Limited | 2,56,920 | 0.63 | 0 | 2,56,920 | 0.63 | 0 | 0.00 |
| M/s Balram Retails Private Limited | 72,632 | 0.18 | 0 | 72,632 | 0.18 | 0 | 0.00 |
| M/s Bhavya Electronics & Networks Private Limited | 62,608 | 0.15 | 0 | 62608 | 0.15 | 0 | 0.00 |
| Total | 105,60,583 | 26.04 | 0 | 105,60,583 | 26.04 | 0 | 0.00 |

c) Change in Promoters' Shareholding

During the financial year ended March 31, 2016, there is no change in the Promoters' Shareholding.

d) Shareholding Pattern of Shareholders holding 1% or more shares (Other than Directors, Promoters and Holders of GDRs and ADRs)

| Sr. No. | Name of Shareholder | Shareholding at beginning of year (01.04.2015) | | Date wise increase/ decrease in Shareholding | | Cumulative Share-holding during the year | Shareholding at the end of the year (31.03.2016) or on the date of separation, if separated during the year | |
|---------|---|--|-----------------------------------|--|------------|--|---|-----------------------------------|
| | | No. of Shares | % of total shares of the Com-pany | | | | No. of Shares | % of total shares of the Com-pany |
| 1 | Davos International Fund | 18,70,139 | 4.61 | Shares | (29,500) | 18,40,639 | 18,39,841 | 4.54 |
| | | | | Date | 10.04.2015 | | | |
| | | | | Reason | sale | | | |
| | | | | Shares | (798) | 18,39,841 | | |
| | | | | Date | 17.04.2015 | | | |
| | | | | Reason | sale | | | |
| 2 | Elara India Opportunities Fund Limited | 18,46,067 | 4.55 | Shares | 0 | 18,46,067 | 18,46,067 | 4.55 |
| | | | | Date | - | | | |
| | | | | Reason | - | | | |
| 3 | Krishna Human Resource Management Pvt Ltd | 13,86,000 | 3.42 | Shares | 0 | 13,86,000 | 13,86,000 | 3.42 |
| | | | | Date | - | | | |
| | | | | Reason | - | | | |
| 4 | Plutus Terra India Fund | 13,37,607 | 3.3 | Shares | 0 | 13,37,607 | 13,37,607 | 3.3 |
| | | | | Date | - | | | |
| | | | | Reason | - | | | |
| 5 | Life Insurance Corporation of India | 9,67,087 | 2.38 | Shares | 0 | 9,67,087 | 9,67,087 | 2.38 |
| | | | | Date | - | | | |
| | | | | Reason | - | | | |
| 6 | Antara India Evergreen Fund Ltd | 7,55,826 | 1.86 | Shares | 0 | 7,55,826 | 7,55,826 | 1.86 |
| | | | | Date | - | | | |
| | | | | Reason | - | | | |
| 7 | Credit Suisse (Singapore) Limited | 7,40,000 | 1.82 | Shares | (7,40,000) | 0 | 0 | 0 |
| | | | | Date | 30-10-2015 | | | |
| | | | | Reason | sale | | | |
| 8 | Nomura Singapore Limited | 0 | 0 | Shares | 740000 | 7,40,000 | 7,40,000 | 1.824 |
| | | | | Date | 30-10-2015 | | | |
| | | | | Reason | Purchase | | | |

e) Shareholding of Directors and Key Managerial Personnel:

As on March 31, 2016, no Director and Key Managerial Personnel except Mr. Sunil Agarwal (Managing Director), hold shares in the Company. The shareholding of Mr. Sunil Agarwal is given under the heading of Shareholding of Promoters.

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v. Indebtedness

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

(₹ in Lacs)

| | Secured Loans excluding deposits | Unsecured Loans | Deposits | Total Indebtedness |
|---|----------------------------------|-----------------|----------|--------------------|
| Indebtedness at the beginning of the financial year | | | | |
| i) Principal Amount | 41,040.35 | 2,703.10 | — | 43,743.45 |
| ii) Interest due but not paid | — | — | — | — |
| iii) Interest accrued but not due | — | — | — | — |
| Total (i+ii+iii) | 41,040.35 | 2,703.10 | — | 43,743.45 |
| Change in Indebtedness during the financial year | | | | |
| • Addition | 9,677.54 | 14.56 | — | 9,692.10 |
| • Reduction | — | — | — | — |
| Net Change | 9,677.54 | 14.56 | — | 9,692.10 |
| Indebtedness at the end of the financial year | | | | |
| i) Principal Amount | 50,717.89 | 2,717.66 | — | 53,435.55 |
| ii) Interest due but not paid | — | — | — | — |
| iii) Interest accrued but not due | — | — | — | — |
| Total (i+ii+iii) | 50,717.89 | 2,717.66 | — | 53,435.55 |

vi. Remuneration of Directors and key Managerial Personnel

a) Remuneration to Managing Director, Whole- time Directors, Manager, Company Secretary (CS):

| S. No. | Particulars of Remuneration | Mr. Sunil Agarwal | Mr. Sachin Agarwal | Mr. Harish Singh | Total Amount | Mr. Vishal Sharma |
|--------|--|---|--------------------|------------------|--------------------|-------------------|
| | | MD/CEO | WTD | WTD/CFO | | CS |
| | | (in Rs.) | (in Rs.) | (in Rs.) | | (in Rs.) |
| 1. | Gross Salary (a) Salary as per provisions Contained in Section 17(1) of the Income-Tax Act, 1961 | 2,59,20,000 | 2,59,20,000 | 12,60,000 | 5,31,00,000 | 7,68,000 |
| | (b) Value of perquisites u/s 17(2) Income-Tax Act, 1961 (c) Profits in lieu of Salary under Section 17(3) Income-Tax Act, 1961 | — | — | — | — | — |
| 2. | Stock Option | — | — | — | — | — |
| 3. | Sweat Equity | — | — | — | — | — |
| 4. | Commission - as% of profit - | — | — | — | — | — |
| 5. | Others, please specify | — | — | — | — | — |
| | Total (A) | 2,59,20,000 | 2,59,20,000 | 12,60,000 | 5,31,00,000 | 7,68,000 |
| | Ceiling as per the Act | The total managerial remuneration paid by the Company in respect of financial year 2015-16 is within the ceiling limit as laid down in section 197 of Companies Act, 2013 | | | | |

b) Remuneration to other Directors

No Remuneration has been paid to Non-Executive Directors

vii. Penalties/Punishment/Compounding of Offences:

During the year under review neither any penalty imposed nor any order for punishment or compounding passed by any authority under the provisions of Companies Act against the Company, its Directors or its other officers.

MANAGEMENT DISCUSSION & ANALYSIS REPORT

Industry Structure and Developments

The Non-Banking Financial Companies (NBFCs) have evolved as an important segment of Indian financial system, which operate across a variety of segments, including investments in stocks, car and commercial vehicle financing, loans against property, gold loans, unsecured retail loans, leasing, hire purchase, deposit-taking, etc. Globally, there would be several classes of entities allowed to do these businesses – for example, credit unions, savings institutions, personal credit institutions, leasing companies, etc. NBFCs are fast emerging as an important sector of Indian accounts for around 12% of the assets of the total financial system, has emerged as a vital intermediary for financing and has provided strong competition to banks and financial institutions. NBFCs are undoubtedly complementary to banking system, capable of absorbing shocks and spreading risk in times of financial distress.

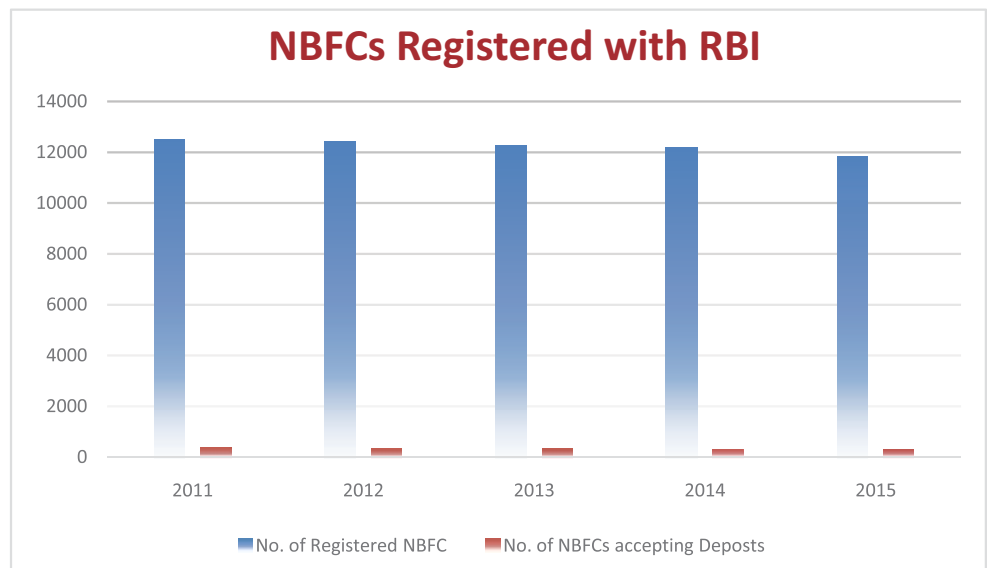
Due to stressed economic environment, the last two years have been challenging for the NBFCs sector with moderation in rate of asset growth, rising delinquencies resulting in higher provision thereby impacting profitability. However, the comfortable capital adequacy, shift towards secured lending, lower ALM risk have helped the sector absorb cyclical stress on asset quality and profitability. The NBFC sector has been gaining systemic importance in the recent years with growing of NBFC assets steadily from 10.7% of banking assets in 2009 to 14.3% of banking assets in 2014.

(source of statics livemint epaper)

The important role played by NBFCs as innovators, serving unbanked and under-banked geographies and customer segments and services not provided by banks, it is imperative that the growth and development of the sector be accorded some degree of priority. In India, NBFCs have commendable contributions towards Government's agenda of financial inclusion. NBFC sector has to some extent, have been successful in filling up the gap in offering credit to retail customers in underserved and unbanked areas. The increased competencies in market segments that is usually under-served by banks such as the non-salaried category, low-income households, small businesses and rural areas have helped NBFCs grow faster than traditional banks.

The profitability of few players has also impacted by following the RBI's regulatory changes for NBFCs that came in about a year. Besides, some players have also been feeling the heat of the overall slowdown in the economy. The RBI through its regulatory framework requires NBFCs to recognise bad loans at a 90-day cut-off by March 2018 (180 days earlier). This will be implemented in a phased manner, moving to 150 days cut-off by the end of March 2016 and 120 days by the end of March 2017.

The NBFC sector has been witnessing a consolidation process in the last few years, wherein the weaker NBFCs are gradually exiting, paving the way for a stronger sector. This trend can be understood by the number of NBFCs registered with RBI going down to 11,781 in 2015 from 12,134 witnessed in 2014. However, the decline in the number of registered NBFC is mainly due to cancellation of certificates of registration and migration of non-banking finance companies that accept public deposits (NBFC-D) to the non-deposit-taking category. –



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Gradually RBI is revising its guidelines for NBFCs and reducing regulatory uncertainty. These guidelines are a step towards the union of regulations between the banks and large NBFCs. Furthermore, the guidelines will also improve the eligibility of NBFCs to avail specialised banking licences.

Economic Outlook, Opportunities, Threats & Challenges

As per survey done by the Ministry of Finance shows that India's economic growth has been steady and robust in 2015-16 as in 2014-15, despite being faced the volatile and weak external environment. The country's economy is seen to be among the most stable and amongst the best performing, helped by moderation inflation, government's fiscal consolidation measures and expenditure incurred towards building infrastructure. The survey sees the long term growth potential of the country at 8-10%, that can be achieved by promoting competition, investing in health and education to reap the benefits of India's demographics and focus on the agriculture sector. As per the survey, GDP growth in FY 16 is projected to increase to 7.6%, from 7.2% in 2014-15, mostly driven by growth in the industry and the sustained high growth in the service sector.

The FY 2015-16 has been a tough year for the NBFC sector as the business has suffered due to volatility of the bank stocks in the stress economic environment. Some players in the sector have also been feeling the heat and some were impacted due to the RBI's regulatory changes for NBFCs that came in about a year ago.

The NBFC-ND-SI lending segment registered a 20% CAGR over the last few years, indicating the scope and business potential. With some NBFCs having established a niche with specialised funding solutions, it presents a significant opportunity to capture the growing financing needs of Indian companies. A multi-sector and diversified approach of specialised and niche credit institutions enables broader exposure across a diverse set of industries and reduces sector-specific demand risk.

But due to the high interest rates for the demand of credit, the key challenge faced by NBFCs is the ability to respond to dynamic market conditions and provide a wide-ranging product offering with stringent due diligence. The ability of credit institutions to compete in the market effectively will depend upon their capability to raise low-cost funds.

Some other challenges comprise of:

- A sluggish economy can curtail prospects for business growth
- Economic slowdown can enhance credit costs
- Tight liquidity conditions can increase cost of funds
- Regulation and development need to provide the right environment for growth.

However, the potential in the lending business is growing, considering the rising credit demand from domestic companies on the back of sustained economic growth. In the current scenario, providing niche and customised funding solutions by way of prudent credit standards and due diligent processes can help credit institutions withstand competition from banks and other financial institutions in the coming years.

PERFORMANCE OF THE COMPANY

S. E. Investments Limited (SEIL) is a Non-deposit Taking Systemically Important Non-Banking Finance Company (ND-SI-NBFC) engaged in lending to individuals, SSIs, SMEs and other manufacturing, trading and service sector entities/ organizations for income generation activities.

The salient features of the Company's performance are as follows:

Profitability

SEIL ended the financial year on a positive note with pre-tax profits of Rs. 6859.86 lacs and post-tax profit of Rs. 4513.14 against Rs. 6670.30 lacs and Rs. 4451.52 lacs respectively in the previous year. SEIL always focuses on maximizing the wealth of investors. With a continued focus on controlling the costs and maintaining comfortable debt equity ratio, the company is witnessing improved profitability and belief for sustaining the same in the coming years.



S. E. Investments Limited

The following table depicts the financial performance of the Company:

(Rs. in Crore)

| Key Business Metrics | FY 2015-16 | FY 2014-15 | % change over PY |
|-------------------------|---------------|---------------|------------------|
| Disbursement* | 1,489.77 | 1,168.67 | 27.48 |
| Customers (In Numbers)* | 7,09,258.00 | 6,55,232.00 | 8.25 |
| Total Loan Portfolio | 996.94 | 961.21 | 3.72 |
| Total Income | 193.37 | 178.38 | 8.40 |
| Total Expenditure | 124.77 | 111.68 | 11.72 |
| PAT | 45.13 | 44.52 | 1.37 |
| Net worth | 505.14 | 514.41 | -1.80 |
| Total Assets | 1293.05 | 1,111.94 | 16.29 |

*Includes figures of Subsidiary Company

Our Initiative

At SEIL, we always endeavor to come out with solutions through innovations and technological integration into our processes. Our management, coined an idea of “Digital Loan Process”. The main reason of same was to automate the loan process, increase efficiencies, toneup delivery time, save costs to maximize revenue, profit and value to shareholders.

During the financial year 2015-16, Company has launched a new product line “Mobile Financing” with the objective of making smart phones available to customers at cheaper and easy finance with a vision of “Minimum Process Maximum Progress”. As our Hon’ble Prime Minister Shri Narendra Modi Ji also has vision and mission of “Digital India” whereby current government under his able leadership started an Initiative called “JAM” i.e. Jan Dhan, Aadhar, Mobile for laying foundation of mission “Digital India”. After launch of “JAM” government has already made phenomenal progress in opening Jan Dhan Saving Bank Accounts and Aadhar (A unique Identity of each citizen of India). Now it was our turn to take forward the dream of our Hon’ble Prime Minister by starting a “Digital Loan Scheme” for mobile financing and to equip maximum citizens of India with power of smart phone so that each individual and inturn the whole country can progress at maximum pace and that’s what is our vision. With our customer centric approach we always ensure to add value to our customers, employees by taking new initiatives and ideas.

Keeping in mind our motto i.e. “Minimum Process Maximum Progress” with ‘Digital loan process’, now we are able to do mobile loan financing in just 24 Hrs. All it requires is Aadhar Card and Bank account and with the help of technology we use, we are able to deliver ‘Smart Phone’ within 24 hrs even in remote locations. We have tied up with E-Mudhra for E-KYC and E-sign facility, in augmenting the process.

Loans gets sanctioned at customer’s place on “TAB”. Our IT team has developed a software in-house, to facilitate quick decision making and carry out real time loan process. Customer authenticates the loan transaction with biometrics. The result and response is quite overwhelming and encouraging.

Our next target is to take this ‘Digital loan Process’ a leap forward to other product lines i.e. Personal Loans, Vehicle finance, LAP etc. Plan is to rollout the same in the financial year 2016-2017 so as to create better customer experience and reap maximum benefit from technology.

Geographical Presence

During the year, Company has opened nine new branches in the state of Rajasthan and is exploring new centres for business growth. Currently, Company has footprints in six States/Union Territories through its branches. Company conducts its operations through 22 main branches/offices in Uttar Pradesh, Delhi, Rajasthan, Maharashtra, Kerala and Gujarat. SEIL also has presence in more than 450 rural locations through area managers, each managing between 6-8 villages, thus increasing the reach of our operations to remote areas through a network of extensively trained manpower. During the year total customer outreach stood at 7,09,258 being increased by 8.25% as compared to previous year.

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Credit Risk Management & Mitigation

The company presently has a repayment rate of around 98% representing robust quality of credit assessment and customer service process. To manage and mitigate the credit risks, Company opts various credit assessment initiatives; the salient feature are credit appraisal processes of the loan applications which helps to bring clean customer on board, various scrutiny and checks and focusing on occupation, income levels, history of credit behaviour and ability of applicants towards repayment of loans etc. prior to loan disbursements. To mitigate geographical concentration risk, Company has expanded in different geographies.

Regulatory Compliance

The Company is categorized as a Systemically Important Non-Deposit taking NBFC and has complied with all applicable regulations of the Reserve Bank of India. The Board hereby confirms that the Company did not accept any public deposits during the financial year under review and did not hold public deposits outstanding at the end of the year. Further, the Company does not intend to accept deposits.

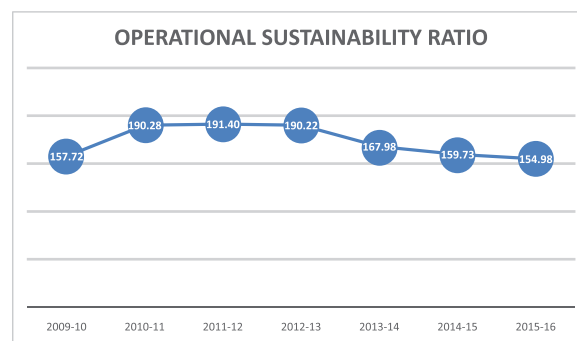
Debt Equity Ratio

At the end of the financial year 2015-16 the Company's equity base is 40.56 Crores and Debt Equity Ratio stands at 1.53 %.



Operational Sustainability Ratio

The Company has seen a sustained operational efficiency over last few years.



(Operational Sustainability Ratio = Total Income as % of Total Expenses)

Resource Mobilization

During the year under review, working capital facility enjoyed by the Company under consortium banking arrangement has been enhanced. During the reporting period three new Banks have become the members under consortium viz. Bank of Maharashtra, State Bank of Bikaner and Jaipur and State Bank of Mysore. At present strength of Banks under consortium is twelve.

Risks and Concerns

Company is subject to a variety of risks in the course of its operations. As such, it has formulated a sound risk management strategy to address and mitigate the risks it is exposed to. SEIL's risk management initiatives are aligned to its overall business objectives. Individual policies covering KYC, Anti-Money Laundering, Credit, Interest Rate and Fair Practices have been put in place to ensure long-term business sustainability. These policies are implemented through various committees, such as the Risk Committee, Credit Committee, ALCO Committee and Audit Committee.

Arbitration: Dispute Resolution Mechanism

Pursuant to the Arbitration clause contained in the Loan Agreements, the Company has conducted the Arbitration proceedings against the defaulting borrowers wherein in most of the cases, the arbitration awards have been pronounced and culminated into decrees.

Internal Control System

Company's comprehensive and effective internal control system facilitates smooth business operations. Its stringent internal controls, monitoring procedures, ensures that all assets are safeguarded against loss from unauthorized use or disposition. The Company's



S. E. Investments Limited

loan process encompasses originating and sourcing of business, followed by credit appraisal and approval by the Credit and Risk Management Committees.

Company policies, guidelines and procedures provide for adequate checks and balances and are meant to ensure that all transactions are authorised, recorded and reported correctly.

The internal audit department together with a firm of Chartered Accountants review the effectiveness and efficiency of these systems and procedures to ensure that all assets are protected against loss and that the financial and operational information is accurate and complete in all respects. The Audit Committee approves and reviews audit plans for the year based on internal risk assessment. Audits are conducted on an ongoing basis and significant deviations are brought to the notice of the Audit Committee of the Board following which corrective action is recommended for implementation. All these measures facilitate timely detection of any irregularities and early remedial steps preventing monetary loss. The Company has a strong Management Information System which is an integral part of the control mechanism.

Strengths

The Company with its various products focuses on semi-urban and rural areas, reaching across remote locations, where no other financier is available, thus carving a niche for itself.

The Company aims at targeting the common man who is unable to get credit from banks and who is saved from the clutches of the local moneylenders with the help of our products and policies. It offers attractive package, quick credit against a wide variety of products that touch an individual's life.

High capital adequacy provides the necessary level of cushion to Company's creditors from associated business risks. High capital absorbs volatility in cash flows and other business risks.

The Company has a long standing presence spanning over two decades of financing, resulting in deep understanding of the market that it operates in highly-professional senior management team and trained man power is the biggest strength of the Company which enables smooth conduct of operations. The Company's presence in various retail finance segments provides it an effective hedge against recession in any category.

Information Technology

Leveraging Information Technology tools to improve overall productivity and efficiency of the organization has been a key focus area for the Company. Thus, company maintains an unwavering focus on leveraging IT to function seamlessly across tasks, departments, different segments and geographies. As the Company's business grows in scale and scope, constant upgrading of the IT backbone - in terms of infrastructure, application and compliance - remains a key priority. The Company's IT initiatives are aimed at enhancing service levels, increasing customer convenience and improving loan administration & recovery, while minimizing cost at the same time.

Human Resources Development

Our Company recognizes people as its most valuable asset and it has built an open, transparent and meritocratic culture to nurture this asset. Our Company promotes a healthy and safe work environment for its employees by offering several health and wellness initiatives and campaigns throughout its network for a positive health and safety culture. The Company fosters work-life balance and condemns any kind of unfair treatment in the workplace. Regulation and compliance have remained as the major focus area for the Management of the Company. The Company enforces a strict compliant and ethical culture with adequate channels for raising concerns supported by a grievance handling mechanism.

The Human Resource (HR) function in the Company remains focused on improving organisational effectiveness, developing frontline leaders, promoting employee empowerment and maintaining stability and sustainability amidst growth and a rapidly changing business environment.

Human Resource development has a dual objective of growth of the employee and the growth of organization. As this provides learning and growth for employees, it also leads to higher levels of employee satisfaction. As such, we have remained focused on strengthening human capital through continuous training and development and by upgrading skills of employees to meet the Company's objectives.

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Cautionary Statement

This report describing the company's activities, projections about future estimates, assumptions with regard to global economic conditions, government policies etc. may contain "forward looking statements" based on the information available with the company. Forward-looking statements are based on certain assumption and expectations of future events. These statements are subject to certain risks and uncertainties. The company cannot guarantee that these assumptions and expectations are accurate or will be realized. The actual results may be different from those expressed or implied since the company's operations are affected by many external and internal factors, which are beyond the control of the management. Hence the company assumes no responsibility in respect of forward-looking statements that may be amended or modified in future on the basis of subsequent developments, information or events.

Outlook

Overall slowdown in the economic FY 2015-16 has been tough year for the NBFC sector. As the business has suffered due to the volatility of the banking stock in the stress environment. However, the growth outlook for India in the coming years is one filled with hope and optimism. With the initiatives of the Indian Government such as the Mudra Bank, JAM (Jan Dhan, Aadhar, Mobile), Make In India will help immensely in furthering the financial inclusion agenda, the segment in which we operate have a great opportunity to grow.

The economic growth that has been projected, along with lending norms set by RBI and initiatives of the government will have a positive impact on the NBFC sector and help Company to grow.

Appreciation

Addressing the aspirations, your Directors express their warm appreciation to all the employees at various offices/network offices for their diligence and contribution. Your Directors also wish to record their appreciation for the support and co-operation received from stakeholders and the bankers.

Place : Delhi
Date : May 7, 2016

For & on behalf of the Board of Directors of
S. E. Investments Ltd.

Sd/-
(Sunil Agarwal)
Managing Director
DIN: 00006991

Sd/-
(Harish Singh)
Director
DIN: 00039501

CORPORATE GOVERNANCE REPORT

Our Governing Principles on Corporate Governance

Corporate Governance is a philosophy which forms an exclusive and intrinsic part of each corporate house. We at S. E. Investments Limited (SEIL) quickly realized the significance of sound governance practices to the long term growth of our business. The seeds of this came from outlook of Company's founders towards various stakeholders. We imbibed the best corporate practices in our business as we built it for the long haul. Being a Systemically Important NBFC, we also learnt a lot as RBI gradually enhanced the governance requirements for such NBFCs.

We believe that Corporate Governance is more than compliance to regulatory requirements as there exists a fundamental link with the organization of business, corporate responsibility and shareholder wealth maximization. It is an optimum combination of policies, process and practices which governs the affairs of a Company in pursuant of its business goal. Corporate Governance is based on the principles of integrity, fairness, equity, transparency, accountability and commitment to values.

In general, good Corporate Governance practices seek to ensure that:

- Board Members act in the best interests of Organization;
- The Company acts in a lawful and ethical manner in its dealings with all stakeholders and their representatives;
- The Board and its committees are structured to act independently from management, individuals or entities that have control over management;
- Appropriate controls and procedures are in place covering management's activities in running the day-to-day operations of the Company;
- Timely and balanced disclosure of all material information, concerning the Company, to all its stakeholders;
- Maintenance of Transparency and accountability; and
- Compliance with all the rules and regulations.

Underlying principles of Company's Corporate Governance framework are as follows:

- Constituting an effective Board of Directors, in terms of composition, size, varied expertise and commitment so as to enable them to skilfully discharge their responsibilities and duties,
- Ensuring timely flow of information to the Board and its Committees to enable them to discharge their functions efficiently,
- Establishment of sound system of Risk Management and Internal Control,
- Independent analysis and verification of Company's financial information, to safeguard the integrity of same,
- Timely and balanced disclosure of all material information, concerning the Company, to all its stakeholders,
- Maintenance of Transparency and Accountability,
- Fair and equitable treatment of all its stakeholders including employees, customers, shareholders and investors,
- Ensuring Compliance with all the rules and regulations.

Company's Philosophy of Corporate Governance

Corporate Governance at S. E. Investments Limited, strives in development and enhancement of long term stakeholder's value.

The Board of Directors of the Company understand their duties towards the stakeholders and work in furtherance of the true spirit of being "Trustees".

The Board of Directors of the Company has adopted 'Code of Conduct for prohibition of Insider Trading' based on the principles of Good Corporate Governance and best Management practices being followed globally besides complying with the needs of the law of land.



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Company's Existing Governance Practices

Some of the key elements that forms the basis of our Corporate Governance frame work are-

Sound Board Structure & Directors with Diverse Backgrounds

Our Board comprises of distinguished members with varied experience, mainly in the area of finance, law and accounting. The Board along with its Committees provide guidance for managing the Company and also supervise and control the performance of the Company. The Board of the Company has an optimum combination of Executive and Non-Executive Directors. Currently board of the Company comprises five Non-Executive Directors. Independent Directors, forming part of the Board, do fulfil the criteria of 'independence' as mentioned as laid down in the Companies Act, 2013, RBI Guidelines and SEBI (LODR) Regulations, 2015.

None of Independent Director of the Company is serving as Independent Director in more than seven / three listed entities as required under Regulation 25 of SEBI (LODR) Regulations, 2015. Further, none of the Directors of the Company is a member in more than ten committees or is acting as Chairman of more than five committees (Committees being, Audit Committee and Stakeholder Relationship Committee), across all the Indian Public Limited Companies in which he/she is Director. Furthermore, the necessary annual disclosures have been submitted by the Directors to the Company, regarding Committee positions held by them in other public companies. All the Non-Executive Independent Directors and Managing Director are not liable to retire by rotation.

Brief profile of members of Board of the Company is as under:

Mr. Sunil Agarwal (DIN 00006991)

Mr. Sunil Agarwal, aged 45 years, is the founder and promoter of the Company. Mr. Sunil Agarwal possesses a rich experience of 26 years in the small finance business and he has held the position of Managing Director of the Company since 1992. His personal efforts and active involvement in the business operations have ensured that SEIL has grown to be a listed, well governed NBFC with footprints in rural areas.

Mr. Harish Singh (DIN 00039501)

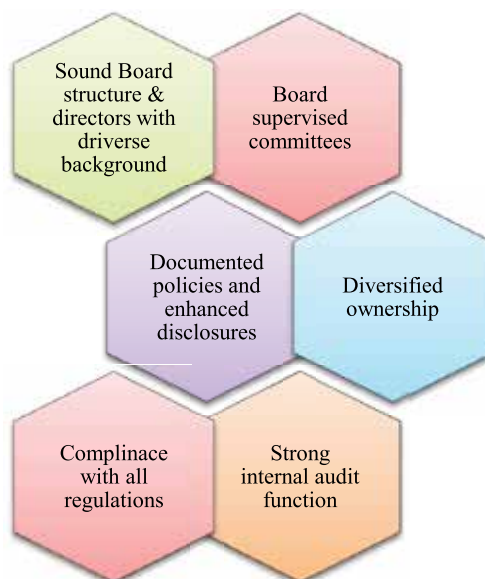
Mr. Harish Singh, aged 49 years, is a fellow member of the Institute of Chartered Accountants of India and is MBA in marketing. He has been in practice with about two decades of post qualification experience. He has developed an expertise in the field of Audit, Taxation and Corporate Advisory Services. As Executive Director he is responsible for finance related matters of the Company.

Dr. Arun Gopal Agarwal (DIN 00374421)

Non- Executive Director, Dr. Arun Gopal Agarwal, aged 70 years, holds a doctorate degree in Commerce. He is holding fellow membership of the Institute of Company Secretaries of India and is also a fellow member of the Institute of Cost Accountant of India. He is an independent accounting consultant. Key areas of his expertise include commercial arbitrations, management accounting, financial management including budgetary controls, cost accounting and internal audit. He is also a fellow member of the Management Association and Arbitration Council of India.

Mr. Pradeep Agarwal (DIN 06892799)

Association of Mr. Pradeep Agarwal, aged 62 years, as an Independent Director provides a new strength to the Board and Management of the Company. He is an experienced banking professional with an exemplary track record of over 36 years in all facets of banking. As General Manager with Oriental Bank of Commerce he headed International Banking, Credit, Treasury, Audit, Recovery & Legal Divisions of the bank. On superannuation he was appointed as advisor to the bank. He is a regular speaker and trainer at various banking colleges, The Institute of Chartered Accountants of India, MBA Institutes etc.



Basis of Corporate Governance Framework



S. E. Investments Limited

Mr. Brij Lal Goel (DIN 05280672)

Mr. Brij Lal Goel, aged 71 years, is a Graduate in Mechanical Engineering from Institute of Engineers, AMIE and a Law Graduate. He possesses rich experience in the field of Engineering as he has worked in Ordinance Factory. Thereafter he retired as Additional Commissioner from Delhi Appellate Tribunal in 2006. He is associated with the Company in the capacity of Independent Director.

Mr. Naresh Kumar Jain (DIN 01281538)

Mr. Naresh Kumar Jain, aged 66 years is a Fellow Company Secretary and holds other qualifications as well. He has rich experience in Company law matters strategy formulation and its execution. He has also been the Secretary and CEO of the Institute of Company Secretaries of India. He is associated with the Company in the capacity of Independent Director.

Mrs. Anshu Gupta (DIN 06942076)

Mrs. Anshu Gupta, aged 36 years, is a Graduate in Law. She has been working as a Corporate Consultant since eight years and has been associated with a Chartered Accountant Firm. She is associated with the Company as an Independent Director.

Mr. Sachin Agarwal (DIN 00007047)

Mr. Sachin Agarwal, aged 41 years, holds a graduate degree in Commerce with honours. Before the resignation from Directorship of the Company on May 6, 2016, he was looking after the retail operations of the Company.

Board Procedure and Meeting

The Board meets at least once in a quarter to review the quarterly performance and the financial results. The Board Meetings are scheduled in advance and the notice of each Board Meeting is given in writing to each Director. All the items on the agenda are accompanied by notes giving comprehensive information on the related subject and in certain matters such as financial/ business plans, financial results, detailed presentations are made. The Board's role, functions, responsibility and accountability are clearly defined and to enable the Board to discharge its responsibilities effectively, the members of the Board are briefed of about the overall performance of the Company.

During the year under review Seven (7) Board Meetings were held on April 11, 2015; May 11, 2015; June 1, 2015, August 14, 2015; August 26, 2015, October 24, 2015; February 06, 2016.

The details regarding the composition of the Board of Directors as on March 31, 2016, category of the Directors, their attendance at the Board Meeting held during the year under review and also at the last Annual General Meeting. The number of Directorship and Committee Chairmanships/Membership held by them in other public companies and their shareholding as on the March 31, 2016 are as follows:

| Name of Director | Category | No. of Shares held in Company as on March 31, 2016 | Board meeting held during director's tenure | Attendance at Board meeting | Attendance at Last AGM | No. of Directorship held in other Public Companies | Committee Positions# | |
|------------------------|--|--|---|-----------------------------|------------------------|--|----------------------|-------------|
| | | | | | | | As Member | As Chairman |
| Mr. Sunil Agarwal | Managing Director (Promoter) | 31,62,440 | 7 | 6 | Yes | Nil | Nil | Nil |
| Mr. Sachin Agarwal* | Whole Time Director (Promoter) | Nil | 7 | 5 | Yes | 1 | 2 | Nil |
| Mr. Harish Singh | Whole Time Director | Nil | 7 | 6 | No | Nil | Nil | Nil |
| Dr. Arun Gopal Agarwal | Non-Executive Non-Independent Director | Nil | 7 | 7 | Yes | 1 | 4 | Nil |

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| Name of Director | Category | No. of Shares held in Company as on March 31, 2016 | Board meeting held during director's tenure | Attendance at Board meeting | Attendance at Last AGM | No. of Directorship held in other Public Companies | Committee Positions# | |
|-----------------------|------------------------------------|--|---|-----------------------------|------------------------|--|----------------------|-------------|
| | | | | | | | As Member | As Chairman |
| Mr. Naresh Kumar Jain | Non-Executive Independent Director | Nil | 7 | 4 | Yes | Nil | Nil | Nil |
| Mr. Brij Lal Goel | Non-Executive Independent Director | Nil | 7 | 4 | Yes | 1 | 1 | Nil |
| Mrs. Anshu Gupta | Non-Executive Independent Director | Nil | 7 | 7 | No | 2 | 2 | 2 |
| Mr. Pradeep Agarwal | Non-Executive Independent Director | Nil | 7 | 4 | No | Nil | Nil | Nil |

Includes only Audit and Stakeholders Relationship Committees and excluding the committees of the Company S. E. Investments Limited

* Mr. Sachin Agarwal ceased to be Director of the Company w.e.f. May 6, 2016

None of Directors of the Company are related to each other, except Mr. Sunil Agarwal and Mr. Sachin Agarwal who are brothers.

Agenda and Minutes

All the matter requiring Board/Committee are noted vigilantly and are circulated to the Board Members in Agenda Papers, well in time before the scheduled date of the Board Meeting.

The agenda and minutes of the Board/Committee meeting is prepared with due care and adherence to applicable provisions of the law. The Board also take note of the minutes of the Committee meetings duly approved by their respective Chairman.

Compliance Certificate by the Statutory Auditor

The Statutory Auditor of the Company have certified that the Company has complied with the conditions of Corporate Governance as stipulated in Schedule V of SEBI (LODR) Regulations, 2015 and the same is annexed elsewhere in this Annual Report as forming part of Directors' Report.

Board Supervised Committees

The Board of the Company has constituted different committees to focus on specific areas and make informed decisions within the authority delegated to each of the Committees. Each Committee of Board of Directors is guided by its Charter/ terms of reference, which defines its scope, powers and composition of the Committee. All decisions and recommendations of the Committee are placed before the Board either for information or approval. The details of various Committees, is as follows:

1. Audit Committee

The Audit Committee of the Company has been constituted in accordance with the provisions of Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI (LODR) Regulations. The role and powers of the Audit Committee are governed by Companies Act, 2013 and Listing Regulations and primarily includes the following responsibilities/functions:

- Auditing and accounting matter, including recommendation for appointment, remuneration and terms of appointment of auditors of the company;
- review and monitor the auditor's independence and performance, and effectiveness of audit process;
- examination of the financial statement and the auditors' report thereon;
- approval or any subsequent modification of transactions of the company with related parties;



अर्थ: समाजस्य न्यासः

S. E. Investments Limited

- Integrity of Company's financial statements, discussing with the independent auditors the scope of the annual audits and fees to be paid to the independent auditors;
 - valuation of undertakings or assets of the company, wherever it is necessary;
 - evaluation of internal financial controls and risk management systems;
 - monitoring the end use of funds raised through public offers and related matters.
 - 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;
 - Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:
 - Matters required to be included in the Directors' Responsibility Statement to be included in the Directors' Report in terms of clause (c) of sub-section 3 of section 134 of the Companies Act, 2013
 - Changes, if any, in accounting policies and practices and reasons for the same
 - Major accounting entries involving estimates based on the exercise of judgment by management
 - Significant adjustments made in the financial statements arising out of audit findings
 - Compliance with listing and other legal requirements relating to financial statements
 - Reviewing, approving all or any subsequent modification of transactions with related parties
 - Qualifications in the draft audit report
 - Reviewing, with the management, the quarterly financial statements before submission to the Board for approval;
 - 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;
 - Discussion with internal auditors of any significant findings and follow up there on;
 - 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;
 - 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;
 - 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;
 - To review the functioning of the Whistle Blower mechanism;
 - 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 and background, etc. of the candidate;
 - Carrying out any other function as is mentioned in the terms of reference of the Audit Committee.
- Powers of Audit Committee:
- The Audit Committee shall have powers, which should include the following:
 - a) To investigate any activity within its terms of reference.
 - b) To seek information from any employee.
 - c) To obtain outside legal or other professional advice.
 - d) To secure attendance of outsiders with relevant expertise, if it considers necessary.

Meeting and Composition

The Audit Committee met Five (5) times during the year under review on April 3, 2015; June 15, 2015; August 13, 2015; October 23, 2015; February 06, 2016.

The constitution of Audit Committee and attendance of each member is as under:

| Sr. No. | Name of Member | Designation | Committee Meeting during the Year under Review | |
|---------|-------------------|-------------|--|----------|
| | | | Held | Attended |
| 1. | Mr. Brij Lal Goel | Chairman | 5 | 5 |
| 2. | Mr. Harish Singh | Member | 5 | 5 |
| 3. | Mrs. Anshu Gupta | Member | 5 | 5 |

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2. Nomination & Remuneration

The Nomination & Remuneration Committee has been constituted in accordance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of SEBI (LODR) Regulations, 2015. The role of the Nomination & Remuneration Committee shall, inter alia, include the following:

- Formulation of the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration of the directors, key managerial personnel and other employees;
- Formulation of criteria for evaluation of Independent Directors and the Board;
- Devising a policy on Board diversity;
- Identification of persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal.
- Reviewing the performance of the Managing /Whole-time Director.
- Reviewing such other matters which the Board may from time to time request the Committee to consider, examine recommended and/or approve.

Meeting and Composition

The Nomination & Remuneration Committee met Four (4) times during the year under review on April 4, 2015; August 10, 2015; October 21, 2015; February 3, 2016.

The constitution of Nomination and Remuneration Committee and attendance of each member is as under:

| Sr. No. | Name of Member(s) | Designation | Committee Meeting during the Year under Review | |
|---------|------------------------|-------------|--|----------|
| | | | Held | Attended |
| 1. | Mrs. Anshu Gupta | Chairperson | 4 | 4 |
| 2. | Mr. Brij Lal Goel | Member | 4 | 4 |
| 3. | Dr. Arun Gopal Agarwal | Member | 4 | 4 |

Nomination and Remuneration Policy

The Company adopted a Nomination and Remuneration Policy for Directors, KMP and other employees, in accordance with the provisions of the Companies Act, 2013 and Listing Regulations.

Remuneration to Directors

• Non-Executive Directors

No remuneration or commission was paid to any Non-Executive Directors for the financial year under review.

• Executive Directors

The remuneration paid to the Executive Directors is commensurate with industry standards, taking into consideration the individual responsibilities shouldered by them and is in consonance with the terms of appointment approved by the Shareholders of the Company.

The Nomination and Remuneration Committee reviews and, if required, recommends to the Board the changes in the managerial remuneration of the Executive Directors on yearly basis. The review is based on the performance of the Company and the individual director on certain defined qualitative and quantitative parameters.

For details pertaining to Managerial Remuneration paid to the Executive Directors during the financial year under review kindly refer to the Directors' Report.

The Company does not have an Employee Stock Option.

3. Stakeholders Relationship Committee

The Stakeholders Relationship Committee is constituted in accordance with provisions of Companies Act, 2013 and Regulation 20 of SEBI (LODR) Regulations, 2015. The Committee, inter-alia, oversees and review all matters connected with the grievances of the security holders or investor services in connection with non-receipt of Balance Sheet, non-receipt of declared dividend, re-materialization and de-materialization of shares and transfer of shares or any other grievances as reported by the security holders. The Committee also over sees the performance of the Registrar and Transfer Agents of the Company and recommends measures for overall improvement in the quality of investor services. The Board has delegated the power of approving transfer of securities to the officers of the Company.

Meeting and Composition

Stakeholder Relationship Committee met Four (4) times during the year under review on April 6, 2015; August 13, 2015; October 23, 2015; February 3, 2016.

The constitution of the Committee and attendance of each member is as under:

| Sr. No. | Name of Member(s) | Designation | Committee Meeting during the Year under Review | |
|---------|------------------------|-------------|--|----------|
| | | | Held | Attended |
| 1. | Dr. Arun Gopal Agarwal | Chairman | 4 | 4 |
| 2. | Mr. Naresh Kumar Jain | Member | 4 | 4 |
| 3. | Mrs. Anshu Gupta | Member | 4 | 4 |

Compliance Officer

Company has appointed Company Secretary as Compliance Officer for complying with the requirements of the Listing Agreement with the Stock Exchanges.

Investor's Complaints status

| | |
|---|-------|
| No. of complaints pending at the beginning of the year | : Nil |
| No. of complaints received by correspondence during the year ended March 31, 2016 | : Nil |
| No. of complaints received from BSE during the year | : Nil |
| No. of complaints received from NSE during the year | : Nil |
| No. of complaints received from SEBI during the year | : Nil |
| No. of complaints resolved / replied during the year | : Nil |
| No. of Investors complaints pending at the ending of the year March 31, 2016 | : Nil |

We confirm that no Complaints remained unattended/ pending for more than 30 days.

There was no share transfer pending for registration for more than 15 days during the year.

4. Risk Management Committee

Risk Management Committee of the Company has been constituted by the Company to identify and evaluate operational, strategic & external environment risks associated with the Company's business and to monitor and review the company's risk management plan.

Meeting and Composition

Risk Management Committee met Four (4) times during the year under review on April 15, 2015; August 11, 2015; October 19, 2015; February 8, 2016.

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The constitution of the Committee and attendance of each member is as under:

| Sr. No. | Name of Member(s) | Designation | Committee Meeting during the Year under Review | |
|---------|-------------------|-------------|--|----------|
| | | | Held | Attended |
| 1. | Mr. Harish Singh | Chairman | 4 | 4 |
| 2. | Mr. Sunil Agarwal | Member | 4 | 4 |
| 3. | Mr. R. K. Jain | Member | 4 | 4 |

5. Asset Liability Management Committee (ALCO)

Based on RBI Guidelines, the Company has constituted Asset Liability Management Committee. The committee primarily performs the role of Risk Management in pursuance of the Risk Management guidelines issued periodically by RBI and the Board. The Committee addresses the issues related to interest rate and liquidity risks. The business of the Company is periodically monitored by the Committee and the members also suggest ways and means to improve the working and profitability of the Company from time to time.

Meeting and Composition

Risk Management Committee met Four (4) times during the year under review on April 17, 2015; July 18, 2015; October 20, 2015; January 23, 2016.

The constitution of Assets Liability Management Committee and attendance of each member is as under:

| Sr. No. | Name of Member(s) | Designation | Committee Meeting during the Year under Review | |
|---------|-------------------|-------------|--|----------|
| | | | Held | Attended |
| 1. | Mr. Harish Singh | Chairman | 4 | 4 |
| 2. | Mr. Sunil Agarwal | Member | 4 | 4 |
| 3. | Mr. R. K. Jain | Member | 4 | 4 |

6. Corporate Social Responsibility Committee (CSR Committee)

Company has constituted Corporate Social Responsibility Committee, under the provisions of Section 135 of Companies Act, 2013, to formulate & recommend CSR policy for the Company to the Board. The CSR Committee is responsible to recommend the budget/expenditure as may be needed for the financial year and monitor the execution of CSR Policy of the Company and if required, to recommend modification in CSR Policy to Board

Meeting and Composition

Corporate Social Responsibility Committee met Two (2) times during the year under review on October 14, 2015; March 7, 2016.

The constitution of Corporate Social Responsibility Committee and attendance of each member is as under:

| Sr. No. | Name of Member(s) | Designation | Committee Meeting during the Year under Review | |
|---------|------------------------|-------------|--|----------|
| | | | Held | Attended |
| 1. | Mr. Harish Singh | Chairman | 2 | 2 |
| 2. | Dr. Arun Gopal Agarwal | Member | 2 | 2 |
| 3. | Mrs. Anshu Gupta | Member | 2 | 2 |

Compliance Officer

Company has appointed Company Secretary as Compliance Officer for complying with the requirements of the Listing Agreement with the Stock Exchanges and requirements of SEBI (Prohibition of Insider Trading) Regulation, 1992.



S. E. Investments Limited

Corporate Ethics

As a reasonable corporate citizen, the Company consciously follows corporate ethics in both business and corporate interactions. The Company has framed various codes and policies like Code of conduct for prevention of Insider Trading, Fair Practice Code, Code for Independent Directors, Code of conduct for all members of Board of Directors and Senior Management, Whistle Blower Policy, which act as guiding principles for carrying business in ethical way.

Familiarisation Programme for Independent Directors

In accordance with requirements of Schedule IV of the Companies Act, 2013 and applicable Listing Regulations, various meetings have been conducted by the Company to make understand the independent directors about the business of the Company. Through meetings and interaction among Senior Managements and Non-Executive Directors and Independent Directors, Company has made its best effort to ensure that the Non-Executive Directors understand their roles, rights, responsibilities in the Company etc. The Familiarisation Programme for Independent Directors of the Company is available on the website of the Company i.e. www.seil.in

General Body Meetings

Annual General Meeting (AGM) of Last Three Years

| AGM | Year | Date, Time and Venue | Special Resolution Passed |
|------------------|-----------|---|---------------------------|
| 21 st | 2012-2013 | September 30, 2013 at 10.00 A.M. Auditorium ISKCON Complex, Hare Krishna Hill, Sant Nagar, Main Road, East of Kailash, New Delhi – 110065 | Two |
| 22 nd | 2013-2014 | September 30, 2014 at 10.00 A.M. Auditorium ISKCON Complex, Hare Krishna Hill, Sant Nagar, Main Road, East of Kailash, New Delhi – 110065 | Three |
| 23 rd | 2014-2015 | September 30, 2015 at 10.00 A.M. Auditorium ISKCON Complex, Hare Krishna Hill, Sant Nagar, Main Road, East of Kailash, New Delhi – 110065 | Four |

All the resolutions moved at last Annual General Meeting were passed by means of remote e-voting and physical voting, by the requisite majority of members.

Postal Ballot

No Postal Ballot was conducted during the FY 2015-16.

Extraordinary General Meeting

No Extraordinary General Meeting was held during the FY 2015-16.

Disclosures

- Transactions with related parties are periodically brought to the notice of Audit Committee. There are no materially significant related party transactions made by the Company during the Financial Year 2015 –16, that may have potential to conflict with the interest of the Company at large. The transactions with related parties as per requirements of Accounting Standard (AS-18) – ‘Related Party Disclosures’ are disclosed in Notes to Accounts Section in the Annual Report. The Company’s policy on dealing with ‘Related Party Transitions’ is available on the website of the Company.
- The Company has complied with all the requirements of the Listing Agreement entered into with the Stock Exchanges as well as the regulations and guidelines of SEBI. Consequently, there were no penalties or strictures imposed on the Company either by SEBI or the Stock Exchanges or any statutory authority for non-compliance of any matter related to the capital market.
- Whistle Blower Mechanism has been established for employees to report concerns about unethical behaviour, actual or suspected fraud, or violation of our code of conduct or ethics policy. It provides for adequate safeguards against victimization of employees who avail of the mechanism, and also allows direct access to the Chairperson of the Audit Committee in exceptional cases. We further affirm that no employee has been denied access to the Audit Committee. The details of Whistle Blower Mechanism is available on the website of the Company.
- During the year under review, the Company has not raised proceeds/ funds from public issue, right issue, preferential issue etc.
- The status of Compliance with mandatory and non-mandatory requirements of Listing Agreement/Listing Regulations is as follows:

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Mandatory Requirements:

The Company has complied with all the mandatory requirements of SEBI (LODR) Regulations, 2015

Non-Mandatory Requirements:

The Internal auditor may report directly to the Audit Committee

The Company has two separate persons to the post of chairperson and managing director.

Means of Communication

- The Board of Directors of the Company approves and takes on record the quarterly, half yearly and yearly financial results, as per the Performa prescribed under Clause 41 of the Listing Agreement and SEBI (LODR) Regulations, 2015. Approved financial results are forthwith submitted to the Stock Exchanges and are published in the leading National English & Hindi Newspapers and are also published in Local language Newspaper namely 'Business Standard' within forty-eight hours of approval thereof. The same are not sent to the shareholders separately. The information regarding performance of the Company is shared with the Shareholders vide Annual Report.
- The approved Financial Results, Annual Report, Shareholding Pattern, Intimation of Board Meeting and other relevant information are posted through BSE Listing Centre and NSE Electronics Application Processing System (NEAPS) portals for the information of investors.
- In view of the Listing Regulations, the soft copies of Annual Report have been emailed by the Company to all those Shareholders who have registered their email address for this purpose. We would appreciate and encourage more Shareholders to register their email address with their Depository Participant or the Registrar and Transfer Agent of the Company, to receive soft copies of the Annual Report, Postal Ballot, Notices and other information disseminated by the Company, on a real-time basis without any delay.
- The Company's financial results and official news releases are displayed on the Company's website www.seil.in.
- No formal presentations were made to institutional investors and analysts during the year under review.

GENERAL SHAREHOLDER INFORMATION

The Company is registered with the Registrar of Companies, Delhi. The Corporate Identity Number (CIN) allotted to the Company by Ministry of Corporate Affairs is L65921DL1992PLC120483.

The Company is also registered with the Reserve Bank of India as Non-Banking Finance Company having registration number B-14.02997.

24TH ANNUAL GENERAL MEETING FOR FY 2015-16

| Date and Time | September 30, 2016 at 10:00 a.m. |
|----------------------|--|
| Venue | Auditorium ISKCON Complex, Hare Krishna Hill, Sant Nagar, Main Road, East of Kailash, New Delhi – 110 065 |
| Cut-off Date | For the purpose of e-voting the cut off date is September 23, 2016 |
| Date of Book Closure | The Books of the Company will remain closed from September 24, 2016 to September 30, 2016 (both days inclusive). |

FINANCIAL CALENDAR

| | |
|----------------|-----------------|
| Financial Year | ending March 31 |
|----------------|-----------------|

FINANCIAL RESULTS

| | |
|---|--------------------------------|
| For the quarter ending June 30, 2016 | On or before August 14, 2016 |
| For the half year ending September 30, 2016 | On or before November 14, 2016 |
| For the quarter ending December 31, 2016 | On or before February 14, 2017 |
| For the year ending March 31, 2017 | On or before May 30, 2017 |

DIVIDEND

| | |
|------------------------------|---|
| Dividend Type | Final Dividend for the Financial Year 2015-16 |
| Recommended at Board Meeting | May 7, 2016 |
| Dividend Rate | Re. 1/- per share |
| Record Date | September 24, 2016 |
| Date of payment | The dividend will be paid within 30 days from the Date of Annual General Meeting. |



S. E. Investments Limited

LISTING

The Shares of the Company are listed on BSE Ltd. (BSE) and National Stock Exchange of India Ltd. (NSE). The following are the details of Shares of the Company:

| Stock Exchange | BSE | NSE |
|---------------------------|--|--|
| Type of Shares | Equity | Equity |
| ISIN | INE420C01042 | INE420C01042 |
| Security Code/ Symbol | 562900 | SEINV |
| Address of Stock Exchange | P. J. Towers, 25 th Floor, Dalal Street, Mumbai-400001 (www.bseindia.com) | Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai-400 051 (www.nseindia.com) |

Listing fees

The listing fee for all previous years had been paid to stock exchanges and fee for the current year has also been paid within stipulated time.

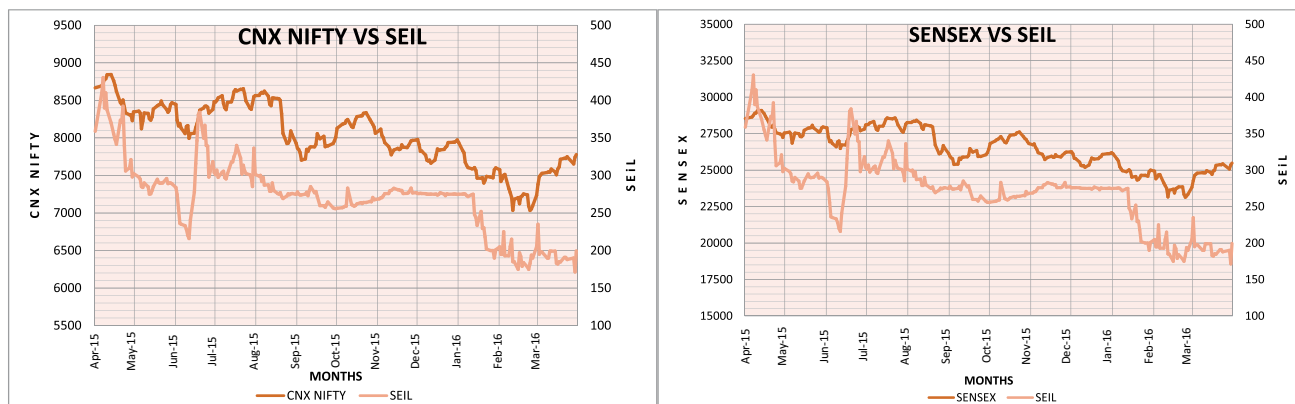
Market Price Data

Monthly high and low prices of equity shares of the Company on NSE and BSE during the year under review in comparison to BSE (Sensex) and NSE (Nifty) are given hereunder:

| Months | NSE | | BSE | |
|--------|------------|-----------|------------|-----------|
| | High (Rs.) | Low (Rs.) | High (Rs.) | Low (Rs.) |
| Apr-15 | 430.00 | 276.65 | 430.40 | 276.25 |
| May-15 | 309.95 | 266.05 | 302.60 | 265.10 |
| Jun-15 | 384.00 | 195.10 | 384.00 | 190.50 |
| Jul-15 | 343.00 | 280.00 | 340.00 | 270.15 |
| Aug-15 | 303.90 | 221.00 | 301.35 | 251.60 |
| Sep-15 | 292.00 | 242.25 | 285.00 | 245.10 |
| Oct-15 | 272.05 | 212.20 | 283.00 | 250.10 |
| Nov-15 | 320.00 | 261.00 | 283.00 | 260.00 |
| Dec-15 | 285.00 | 262.00 | 277.00 | 268.95 |
| Jan-16 | 304.00 | 191.00 | 275.50 | 165.20 |
| Feb-16 | 199.30 | 157.70 | 225.00 | 145.00 |
| Mar-16 | 203.90 | 165.00 | 234.80 | 169.95 |

Source: website of the respective stock exchanges

Performance of the Company's Shares vis-à-vis CNX Nifty, SENSEX



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Registrar and Share Transfer Agents

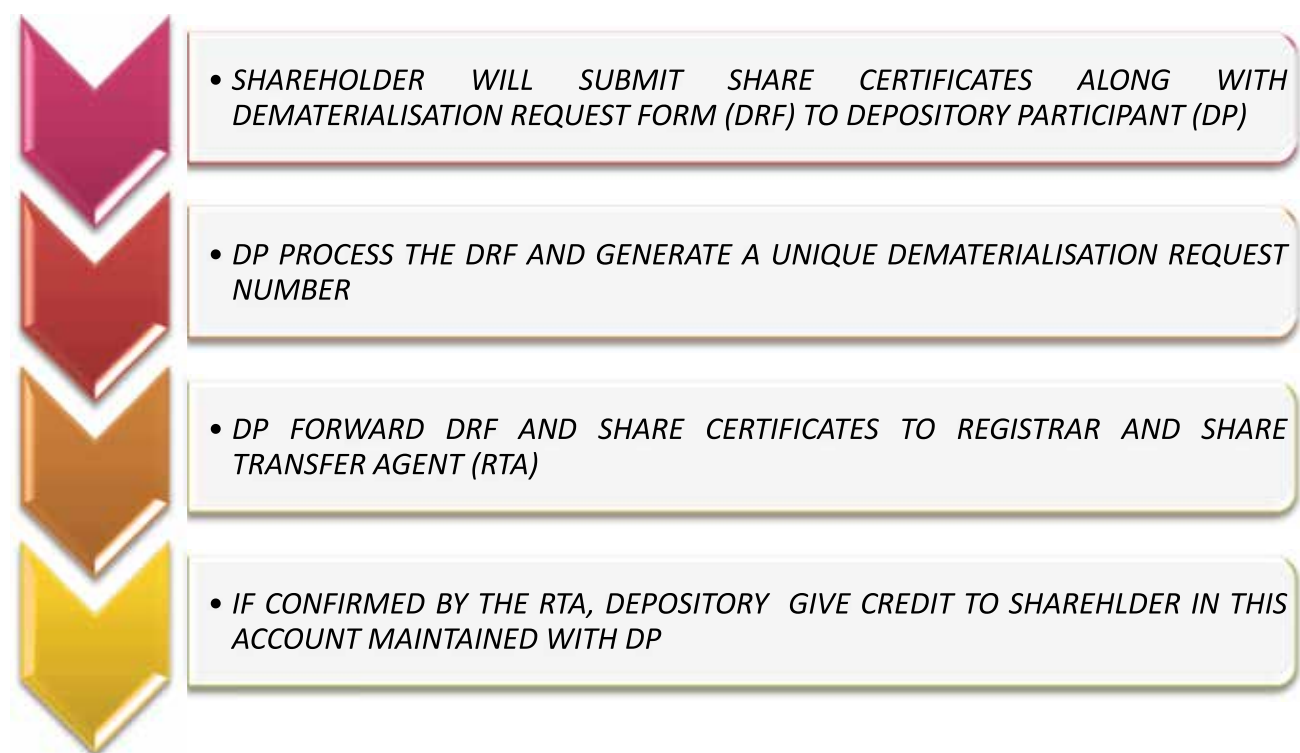
M/s Alankit Assignments Limited, New Delhi acts as the Registrar and Share Transfer Agent of the Company for handling the share transfer work both in physical and electronic form. All correspondence relating to Share Transfer, Transmission, Dematerialization, Rematerialisation etc. can be made at the following address:

Alankit Assignments Limited

1E/13,
Jhandewalan Extension
New Delhi-110055.
Contact Person – Mr. Ram Avtar Pandey
Email: ramap@alankit.com
Tel.: 011 42541955

Share Transfer System

Shares sent for transfer in physical form are processed and completed by our Registrar and Share Transfer Agents within a period of 15 days from the date of receipt provided all the documents are in order. In case of shares in electronic form, the transfers are processed by NSDL/CDSL through respective Depository Participants. Shares under objection are returned within two weeks.



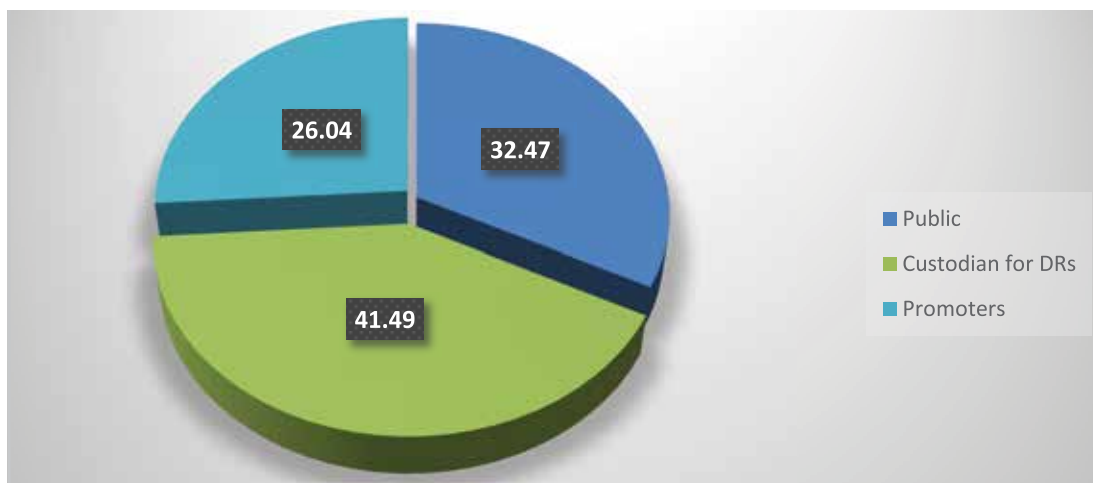
Shareholders can trade in the Company's share only in electronic form. The process for getting the shares dematerialised is as follows:

This process takes approximately 10-15 days from the date of receipt of Dematerialization Request Form.

As trading in shares of the Company can be done only in electronic form, it is advisable that the shareholders who have shares in physical form get their shares dematerialised.

Senior Executive of the Company are empowered to approve the transfer of the shares and other investor related matters. Grievances received from investors and other miscellaneous correspondence on change of address, mandates etc. are processed by the Registrar within 15 days.

Distribution of Shareholding as on March 31, 2016



Shareholding Pattern as on March 31, 2016

| Category code | Category of Shareholder | Total number of Shares | % of Shareholding |
|---------------|--|------------------------|-------------------|
| A | Shareholding of Promoter and Promoter Group | | |
| (1) | Indian | | |
| (a) | Individuals/ Hindu Undivided Family | 73,28,640 | 18.07 |
| (b) | Bodies Corporate | 32,31,943 | 7.97 |
| | Sub Total-A(1) | 1,05,60,583 | 26.04 |
| (2) | Foreign | 0 | 0.00 |
| | Sub Total-A (2) | 0 | 0.00 |
| | Total Shareholding of Promoter and Promoter Group A= A(1)+A(2) | 1,05,60,583 | 26.04 |
| B | Public Shareholding | | |
| (1) | Institutions | | |
| (a) | Mutual Funds/ UTI | 429 | 0.00 |
| (b) | Financial Institutions / Banks | 9,67,087 | 2.38 |
| (c) | Foreign Institutional Investors (FII) | 27,65,689 | 6.82 |
| (d) | Foreign Portfolio Investor (FPI) | 39,79,248 | 9.81 |
| (e) | Any Other (specify) | 0 | 0.00 |
| | Sub-Total-B(1) | 77,12,453 | 19.01 |
| (2) | Non-institutions | | |
| (a) | Bodies Corporate | 48,11,430 | 11.86 |
| (b) | Individuals | | |
| I | Individual shareholders holding nominal share capital up to Rs 2 lacs | 3,35,001 | 0.83 |
| II | Individual shareholders holding nominal share capital in excess of Rs. 2 lacs. | 3,06,411 | 0.76 |
| (c) | Any Other (specify) | | |
| I | Non Resident Indian | 1,730 | 0.00 |
| II | Clearing member | 2,392 | 0.01 |
| | Sub-Total-B(2) | 54,56,964 | 13.46 |
| | Total Public Shareholding B= B (1)+B (2) | 1,31,69,417 | 32.47 |
| C | Shares held by Custodians and against which Depository Receipts have been issued | | |
| (a) | Promoter and Promoter Group | 0 | 0.00 |
| (b) | Public | 1,68,30,000 | 41.49 |
| | Sub-Total (C) | 1,68,30,000 | 41.49 |
| | GRAND TOTAL - A+B+C | 4,05,60,000 | 100.00 |

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Shareholding Pattern by Size as on March 31, 2016

The Distribution of Shareholding as on March 31, 2016 is given below:

| Shareholding of Nominal Value of Rs. | Shareholders | | Amounts | |
|--------------------------------------|--------------|------------|--------------|------------|
| | Number | % of Total | Rs. | % of Total |
| 1 - 5000 | 1,779 | 92.947 | 7,90,950 | 0.195 |
| 5001 - 10000 | 22 | 1.149 | 1,69,740 | 0.042 |
| 10001 - 20000 | 20 | 1.045 | 3,20,360 | 0.079 |
| 20001 - 30000 | 7 | 0.366 | 1,84,100 | 0.045 |
| 30001 - 40000 | 5 | 0.261 | 1,98,620 | 0.049 |
| 40001 - 50000 | 0 | 0.000 | 0 | 0.000 |
| 50001 - 100000 | 14 | 0.731 | 10,10,570 | 0.249 |
| 100001 - Above | 67 | 3.501 | 40,29,25,660 | 99.341 |
| Total | 1,914 | 100.00 | 40,56,00,000 | 100.00 |

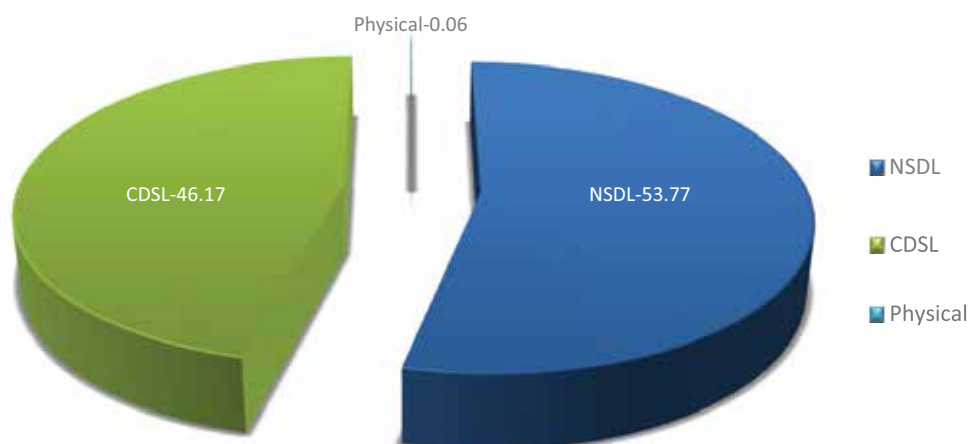
Details of Public Shareholding more than 1 % holding as on March 31, 2016 (Other than Promoter/Directors/Custodian for DRs)

| on May 6, 2016 | Name of the Shareholder(s) | Number of shares held | % of Shareholding |
|----------------|---|-----------------------|-------------------|
| 1. | Elara India Opportunities Fund Limited | 18,46,067 | 4.55 |
| 2. | Davos International Fund | 18,39,841 | 4.54 |
| 3. | Krishna Human Resource Management Pvt. Ltd. | 13,86,000 | 3.42 |
| 4. | Plutus Terra India Fund | 13,37,607 | 3.30 |
| 5. | Life Insurance Corporation of India Limited | 9,67,087 | 2.38 |
| 6. | Antara India Evergreen Fund Limited | 7,55,826 | 1.86 |
| 7. | Nomura Singapore Limited | 7,40,000 | 1.82 |
| | TOTAL | 88,72,428 | 21.88 |

Dematerialization of Shares as on March 31, 2016

The equity shares of the Company can be held and traded in Electronic Form. As on March 31, 2016, 99.94% of the total equity shares have been dematerialized.

Dematerializaion of Shares





S. E. Investments Limited

Outstanding GDRs/ADRs/Warrants or any Convertible instruments, conversion date and likely impact on Equity

The Depository Receipts of Company are listed on Luxembourg Stock Exchange. Each five (5) Depository Receipts represents One (1) Equity Share of Rs. 10/- each of the Company. The details of outstanding Depository Receipts as on March 31, 2016 are as follows:

| Listing on Foreign Stock Exchange | Luxembourg Stock Exchange (LSE) |
|-----------------------------------|--|
| Security Type | DRs |
| ISIN | US78413C1009 |
| Security Code/ Symbol | SEIN:IN |
| Outstanding Securities | 8,41,50,000 Depository Receipts |
| Address | 11, Av De La Porte - Neuve, L – 2227, Luxembourg |

Since the underlying equity shares represented by DRs have been allotted in full, the outstanding have no impact on the equity of the Company.

There are no outstanding warrants issued by the Company.

Reconciliation of Share Capital Audit

As stipulated by SEBI, Reconciliation of Share Capital Audit is carried out every quarter and the report thereon is timely submitted to Stock Exchanges.

Address for correspondence

| For any query relating to the shares of the Company | | For Grievance Redressal and any query on Annual Report |
|---|---|---|
| For Shares held in Physical Form | For Shares held in Demat Form | |
| Alankit Assignments Limited 1E/13, Jhandewalan Extension, New Delhi-110 055 Contact Person: Mr. J P Rustagi Tel.011-42541955 Email: ramap@alankit.com, info@alankit.com | To the Investors' Depository participant(s) or Alankit Assignments Limited | Secretarial Department S. E. Investments Limited 101, CSC, Pocket 52, CR Park, Near Police Station, New Delhi-110019 Phone No.: 91- 011-43518888, Fax No.: 91-011-43518816 E-mail ID: cs@seil.in Website: www.seil.in |

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CERTIFICATE ON CORPORATE GOVERNANCE

To,
The Shareholders of
S. E. Investments Limited,

We have examined the compliance of conditions of Corporate Governance by S. E. Investments Limited for the year ended March 31, 2016, as stipulated in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination was limited to the procedures and implementation thereof, adopted by the Company for ensuring the compliance of conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned Regulations.

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

Place : Delhi
Date : 7th May, 2016

For **P M S & Co.**
Chartered Accountants
Firm Reg. No. 013398C

Sd/-
(Shilpi Agarwal)
Partner
Membership No. 405692



S. E. Investments Limited

COMPLIANCE WITH CODE OF CONDUCT

To,
The Shareholders of
S. E. Investments Limited,

The Company has adopted "Code of Conduct for Directors and Senior Management Personnel and also for Independent Directors".

In accordance with Regulations of SEBI (LODR) Regulations, I hereby certify that Members of Board of Directors and Senior Management Personnel of the Company have affirmed compliance with the Company's Code of Conduct applicable to Board of Directors and Senior Management, for the year ended March 31, 2016.

Place : Delhi
Date : May 7, 2016

For **S. E. Investments Ltd.**

Sd/-
(Sunil Agarwal)
Managing Director
DIN: 00006991

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MANAGING DIRECTOR & CHIEF FINANCIAL OFFICER CERTIFICATION

The Board of Directors,
S. E. Investments Limited
Delhi

Dear Members of the Board,

We have reviewed the financial statements and cash flow statement for the year 2015 -16 and to the best of our knowledge and belief:

1. These statements do not contain any materially untrue statement or omit any material fact or contain statement that might be misleading;
2. These statements present a true & fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations;
3. There are no transactions entered into by the Company during the year, which is fraudulent, illegal or in violation to the Company's Code of Conduct.
4. We accept the responsibility of establishing and maintaining Internal Controls and that we have evaluated the effectiveness of the internal control systems of the Company and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of internal control, if any, of which we are aware and the steps we have taken or proposed to take to rectify these deficiencies;
5. We further certify that:

There has been no significant changes in internal control system during the year,

There has been no significant changes in accounting policies during the year and that the same has been disclosed in the notes to the financial statements; and

We are not aware of any instance during the year about any significant fraud with involvement therein of the management or any employee having a significant role in the Company's internal control system over financial reporting.

Place : Delhi
Date : May 7, 2016

For & on behalf of the Board of Directors of S. E. Investments Ltd.

Sd/-
(Sunil Agarwal)
Managing Director
DIN: 00006991

Sd/-
(Harish Singh)
Director
DIN: 00039501



**INDEPENDENT AUDITORS' REPORT
AND FINANCIAL STATEMENTS
(STANDALONE & CONSOLIDATED)**

Annual Report 2015-16

INDEPENDENT AUDITORS' REPORT

TO,
THE MEMBERS OF
M/S S. E. INVESTMENTS LIMITED
DELHI

REPORT ON THE STANDALONE FINANCIAL STATEMENTS

We have audited the accompanying standalone financial statements of M/S S. E. INVESTMENTS LIMITED (the Company) which comprise of the Balance Sheet as at 31st March 2016, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

MANAGEMENT'S RESPONSIBILITY FOR THE STANDALONE 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 standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of 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 financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

AUDITORS' RESPONSIBILITY

Our responsibility is to express an opinion on these standalone 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 in accordance with the Standards on Auditing specified under section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, as well as evaluating the overall presentation of the financial statements.

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



S. E. Investments Limited

OPINION

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone 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:

1. In the case of the balance sheet, of the state of affairs of the Company as at 31st March 2016;
2. In the case of the statement of profit and loss, of the profit for the year ended on that date; and
3. In the case of the cash flow statement, of the cash flows for the year ended on that date;

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-Section (11) of Section 143 of the Companies Act, 2013, we give in the Annexure 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 audit of all the branch offices of the Company has been conducted by us, hence section 143 (8) is not applicable;
 - d. The Balance Sheet, Statement of Profit and Loss and Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - e. In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - f. On the basis of written representations received from the directors as on 31st March, 2016, taken on record by the Board of Directors, none of the directors are disqualified as on 31st March, 2016, from being appointed as a director in terms of Section 164(2) of the Act.
 - g. With respect to the adequacy of internal financial control over financial reporting of the company and operating effectiveness of such control. The Company has proper internal control system.
 - h. With respect to the other matters included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditor's) Rules 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - I) The Company does not have any pending litigations (other than in the ordinary course of business) which would impact its financial position.
 - II) The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.
 - III) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company

For R. LAL & COMPANY

Chartered Accountants
Firm Reg. No. 000926C

Sd/-

(CA. RAM LAL AGRAWAL)

Proprietor

M. No. 017583

For P M S & Co.

Chartered Accountants
Firm Reg. No. 013398C

Sd/-

(CA. SHILPI AGARWAL)

Partner

M. No. 405692

Date : 07th May, 2016

Place : Delhi

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ANNEXURE TO AUDITORS' REPORT

(Referred to in our Report of even date for F. Y. 2015-16)

- i. The Company has maintained proper records to show full particulars including quantitative details and situation of fixed assets. As explained to us, the fixed assets have been physically verified by the management at reasonable interval. According to the information and explanations given to us, no material discrepancies were noticed on such verification. According to information and explanations given to us, the title deeds of immovable properties are held in the name of the company.
- ii. As explained to us, inventory have been physically verified by the management at reasonable interval and no material discrepancies were noticed on physical verification.
- iii. The Company has granted loans, secured or unsecured to companies, firms, limited liability partnership or other parties listed in the register maintained under Section 189 of the Companies Act, 2013. The terms & conditions of grant of such loans are not prejudicial to the interest of the company. The repayment/receipt of the principal and interest of loan granted is regular and there is no amount which is overdue.
- iv. According to the information and explanations given to us, the provision of section 185 and 186 of the Companies Act, 2013 in respect of loans, investments, guarantees and security have been complied with.
- v. The Company is Non Banking Financial (Non-Deposit Accepting or Holding) Company, hence directives issued by Reserve Bank of India and provisions of Section 73 to 76 or any other relevant provisions of the Companies Act, 2013 and the Rules framed there under are not applicable to the Company.
- vi. Maintenance of cost records under sub-section (1) of section 148 of the Companies Act, 2013 are not applicable to the company.
- vii.
 - a) According to the information and explanations given to us, the Company has been regular in depositing with appropriate authorities undisputed statutory dues and there are no undisputed amounts of Income Tax, Service Tax, Cess, Employees State Insurance, Wealth Tax, Sales Tax, Customs Duty, Excise Duty, Provident Fund etc. outstanding as at the last day of financial year concerned for a period of more than six months from the date they became payable.
 - b) There are no dues of Income Tax, Sales Tax, Service Tax, Custom Duty, Excise Duty and Value Added Tax on account of any dispute.
- viii. The Company has not defaulted in the repayment of loans or borrowings to a Financial Institution or Bank or Government or due to Debenture holders.
- ix. According to information and explanations given to us, the Company had not raised money by way of initial public offer or further public offer or term loan during the year.
- x. According to the information, explanations given to us, no fraud by the company or any fraud on the company by its officers or employees has been noticed or reported during the year.
- xi. According to the information & explanations given to us, provision of section 197 read with Schedule V to the Companies Act for managerial remuneration paid or provided have been complied with.
- xii. According to the information & explanation given to us, the Company is Non Banking Financial (Non-Deposit Accepting or Holding) Company, therefore this clause is not applicable to the company.
- xiii. According to the information & explanation given to us, the provisions of section 177 and 188 of the Companies Act, 2013 regarding transaction with related parties have been complied with and details of the transaction as per applicable accounting standard have been disclosed in the notes to accounts of the financial statements.



अर्थ: समाजस्य न्यासः

S. E. Investments Limited

- xiv. According to the information & explanation given to us, this clause is not applicable to the company because the company has not made preferential allotment or private placement of share or fully or partly convertible debenture during the year.
- xv. According to the information & explanation given to us, no non-cash transactions with directors or persons connected with him, have been taken place during the year, hence the provisions of section 192 of the Companies Act, 2013 are not applicable to the company.
- xvi. According to the information & explanation given to us, the company is registered under section 45-IA of the Reserve Bank of India Act, 1934 as Non Banking Financial (Non-Deposit Accepting or Holding) Company.

For R. LAL & COMPANY

Chartered Accountants
Firm Reg. No. 000926C

Sd/-

(CA. RAM LAL AGRAWAL)

Proprietor

M. No. 017583

Date : 07th May, 2016

Place : Delhi

For P M S & Co.

Chartered Accountants
Firm Reg. No. 013398C

Sd/-

(CA. SHILPI AGARWAL)

Partner

M. No. 405692

Annual Report 2015-16

Balance Sheet as on 31st March 2016

| Sr. No. | Particulars | Note No. | Figures as at the end of current reporting period | Figures as at the end of previous reporting period |
|-----------|--|----------|---|--|
| | | | ₹ | ₹ |
| I | EQUITY AND LIABILITIES | | | |
| | (1) Shareholder's Funds | | | |
| | (a) Share Capital | 1 | 40,56,62,500 | 43,06,62,500 |
| | (b) Reserves and Surplus | 2 | 4,69,78,05,791 | 4,79,18,36,206 |
| | (c) Money received against share warrants | | - | - |
| | (2) Share application money pending allotment | | - | - |
| | (3) Non-Current Liabilities | | | |
| | (a) Long-Term Borrowings | 3 | 2,12,20,000 | 8,04,02,000 |
| | (b) Deferred Tax Liabilities (Net) | 4 | 4,55,84,140 | 5,44,43,407 |
| | (c) Other Long Term Liabilities | 5 | 25,71,16,910 | 45,40,72,104 |
| | (d) Long Term Provisions | 6 | 3,13,64,749 | 2,45,58,379 |
| | (4) Current Liabilities | | | |
| | (a) Short-Term Borrowings | 7 | 5,05,05,69,206 | 4,02,36,32,700 |
| | (b) Trade Payables | | - | - |
| | (c) Other Current Liabilities | 8 | 1,01,23,58,717 | 98,36,23,955 |
| | (d) Short-Term Provisions | 9 | 1,40,88,51,404 | 27,61,24,339 |
| | Total Equity & Liabilities | | 12,93,05,33,417 | 11,11,93,55,590 |
| II | ASSETS | | | |
| | (1) Non-Current Assets | | | |
| | (a) Fixed Assets | 10 | | |
| | (i) Tangible Assets | | 2,99,22,350 | 3,10,51,759 |
| | (ii) Intangible Assets | | - | - |
| | (iii) Capital work-in-progress | | - | - |
| | (iv) Intangible Assets under Development | | - | - |
| | (b) Non-Current Investments | 11 | 68,46,51,858 | 44,40,50,066 |
| | (c) Deferred Tax Assets (net) | | - | - |
| | (d) Long Term Loans and Advances | 12 | 19,14,73,425 | 19,07,98,715 |
| | (e) Other Non-Current Assets | 13 | 12,90,25,670 | 15,74,04,629 |
| | (2) Current assets | | | |
| | (a) Current Investments | 14 | 11,43,056 | 4,16,78,609 |
| | (b) Inventories | 15 | 9,96,94,46,446 | 9,61,20,90,144 |
| | (c) Trade Receivables | | - | - |
| | (d) Cash and Cash Equivalents | 16 | 24,04,41,899 | 13,32,80,130 |
| | (e) Short-Term Loans and Advances | 17 | 56,46,46,701 | 50,90,01,538 |
| | (f) Other Current Assets | 18 | 1,11,97,82,012 | - |
| | Total Assets | | 12,93,05,33,417 | 11,11,93,55,590 |

Notes to the Accounts & Significant Accounting Policies annexed
Notes referred to above form an integral part of these Financial Statements
Signed in terms of our Report of even date

FOR R. LAL & COMPANY
Chartered Accountants
Firm Reg. No. 000926C

Sd/-
(CA. RAM LAL AGRAWAL)
Proprietor
Membership No. 017583

Date : 7th May, 2016
Place : Delhi

FOR P M S & Co.
Chartered Accountants
Firm Reg. No. 013398C

Sd/-
(CA. SHILPI AGRAWAL)
Partner
Membership No. 405692

For and on behalf of the Board

Sd/-
SUNIL AGARWAL

Managing Director

Sd/-
HARISH SINGH

Executive Director

Sd/-
DR. ARUN GOPAL AGARWAL

Director

Sd/-
VISHAL SHARMA

Company Secretary



अर्थ: समाजस्य न्यासः

S. E. Investments Limited

Profit & Loss Statement For The Year Ended on 31st March 2016

| Sr. No | Particulars | Note No. | Figures as at the end of current reporting period | Figures as at the end of previous reporting period |
|--------|--|----------|---|--|
| | | | ₹ | ₹ |
| I | Revenue from Operations | 19 | 1,93,36,69,441 | 1,78,37,84,086 |
| | Total Revenue (I) | | 1,93,36,69,441 | 1,78,37,84,086 |
| II | Expenses: | | | |
| | Employee Benefit Expenses | 20 | 12,78,32,135 | 10,74,38,550 |
| | Financial Cost | 21 | 64,87,43,482 | 55,92,56,917 |
| | Depreciation and Amortization Expenses | 22 | 5,36,93,837 | 6,29,45,030 |
| | Other Expenses | 23 | 41,74,13,906 | 38,71,13,468 |
| | Total Expenses (II) | | 1,24,76,83,360 | 1,11,67,53,965 |
| III | Profit before Exceptional and Extraordinary Items and Tax (I-II) | | 68,59,86,081 | 66,70,30,121 |
| IV | Exceptional Items | | - | - |
| V | Profit before Extraordinary Items and Tax (III-IV) | | 68,59,86,081 | 66,70,30,121 |
| VI | Extraordinary Items | | - | - |
| VII | Profit before Tax (V-VI) | | 68,59,86,081 | 66,70,30,121 |
| VIII | Tax Expense: | | | |
| | (1) Current Tax | | 24,35,31,672 | 22,60,65,263 |
| | (2) Deferred Tax | | (88,59,267) | (1,02,68,209) |
| | (3) Previous Year Income Tax | | - | 60,81,168 |
| IX | Profit/(Loss) from the period from Continuing Operations (VI-VIII) | | 45,13,13,676 | 44,51,51,899 |
| X | Profit/(Loss) from Discontinuing Operations | | - | - |
| XI | Tax Expense of Discontinuing Operations | | - | - |
| XII | Profit/(Loss) from Discontinuing Operations (X-XI) | | - | - |
| XIII | Profit/(Loss) for the period (IX+XII) | | 45,13,13,676 | 44,51,51,899 |
| XIV | Earning per Equity Share: | 26 | | |
| | (1) Basic | | 11.13 | 10.90 |
| | (2) Diluted | | 11.13 | 10.90 |

Notes to the Accounts & Significant Accounting Policies annexed
Notes referred to above form an integral part of these Financial Statements
Signed in terms of our Report of even date

FOR R. LAL & COMPANY
Chartered Accountants
Firm Reg. No. 000926C

Sd/-
(CA. RAM LAL AGRAWAL)
Proprietor
Membership No. 017583

Date : 7th May, 2016
Place : Delhi

FOR P M S & Co.
Chartered Accountants
Firm Reg. No. 013398C

Sd/-
(CA. SHILPI AGARWAL)
Partner
Membership No. 405692

For and on behalf of the Board

Sd/-
SUNIL AGARWAL Managing Director

Sd/-
HARISH SINGH Executive Director

Sd/-
DR. ARUN GOPAL AGARWAL Director

Sd/-
VISHAL SHARMA Company Secretary

Annual Report 2015-16

Cash Flow Statement

(Amount in ₹)

| Sr. No. | Particulars | 31.03.2016 | 31.03.2015 |
|------------|--|-----------------------|-----------------------|
| A | Cash Flow from Operating Activities: | | |
| | Net Profit before tax and extraordinary items and Interest | 1,33,47,29,563 | 1,22,62,87,038 |
| | Adjustments for | | |
| I | Depreciation | 43,51,117 | 80,01,102 |
| II | Preliminary Expenses W/O | - | 1,01,84,198 |
| III | Deferred Expense W/O | 4,93,42,720 | 4,47,59,730 |
| IV | Profit/loss on Sale of Investments/Assets | 1,42,53,764 | (1,43,41,848) |
| | Operating Profit before working capital changes | 1,40,26,77,164 | 1,27,48,90,220 |
| | Adjustments for | | |
| I | Change in Trade & Other Receivable (L&A) | (16,08,85,137) | (47,80,92,651) |
| II | Change in Inventories | (35,73,56,302) | (89,80,37,992) |
| III | Change in Trade Payable & other Current Liabilities | 2,87,34,762 | 35,85,39,509 |
| IV | Misc. Expenses | (2,09,63,761) | (1,98,42,104) |
| | Cash generated from Operations | 89,22,06,726 | 23,74,56,982 |
| I | Interest paid | (64,87,43,482) | (55,92,56,917) |
| II | Income Tax paid | (12,15,00,000) | (11,20,00,000) |
| III | Paid Expenses on CSR | (1,80,00,000) | (1,95,00,000) |
| | Cash flow before Extraordinary Items | 10,39,63,244 | (45,32,99,935) |
| I | Extraordinary items | - | - |
| | Net Cash from Operating Activities | 10,39,63,244 | (45,32,99,935) |
| B | Cash Flows from Investing Activities: | | |
| I | Purchase of Fixed Assets | (41,53,624) | (1,38,94,771) |
| II | Sale of Fixed Assets | 10,20,000 | - |
| III | Purchase/transfer of Investments | (21,44,08,087) | 46,99,41,664 |
| | Net Cash from Investing activities | (21,75,41,711) | 45,60,46,893 |
| C | Net Cash from Financing Activities: | | |
| I | Payment of Long Term Borrowings | (5,91,82,000) | (13,93,94,909) |
| II | Payment of Long Term Liabilities | (19,69,55,194) | (9,49,31,962) |
| III | Proceeds from Short Term Borrowings | 1,02,69,36,506 | 37,64,90,916 |
| IV | Dividend Paid | (5,00,59,076) | (4,90,09,214) |
| V | Redemption of Preference Shares | (50,00,00,000) | - |
| | Net Cash from Financing activities | 22,07,40,236 | 9,31,54,831 |
| | Net Increase in cash & cash equivalents | 10,71,61,769 | 9,59,01,790 |
| | Cash & Cash equivalents at beginning of period | 13,32,80,130 | 3,73,78,341 |
| | Cash & Cash equivalent at end of period | 24,04,41,899 | 13,32,80,130 |

Signed in terms of our Report of even date

FOR R. LAL & COMPANY
Chartered Accountants
Firm Reg. No. 000926C

Sd/-
(CA. RAM LAL AGRAWAL)
Proprietor
Membership No. 017583

Date : 7th May, 2016
Place : Delhi

FOR P M S & Co.
Chartered Accountants
Firm Reg. No. 013398C

Sd/-
(CA. SHILPI AGRAWAL)
Partner
Membership No. 405692

AUDITORS' REPORT

We have verified the attached Cash Flow Statement of S. E. Investments Limited, derived from audited financial statements and the books and records maintained by the Company for the year ended 31st March 2016 and 31st March 2015 and found the same in agreement here with.

Date : 7th May, 2016
Place : Delhi

FOR R. LAL & COMPANY
Chartered Accountants
Firm Reg. No. 000926C
Sd/-
(CA. RAM LAL AGRAWAL)
Proprietor
Membership No. 017583

For and on behalf of the Board

Sd/-
SUNIL AGARWAL

Managing Director

Sd/-
HARISH SINGH

Executive Director

Sd/-
DR. ARUN GOPAL AGARWAL

Director

Sd/-
VISHAL SHARMA

Company Secretary

FOR P M S & Co.
Chartered Accountants
Firm Reg. No. 013398C
Sd/-
(CA. SHILPI AGRAWAL)
Partner
Membership No. 405692



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S. E. Investments Limited

ACCOUNTING POLICIES AND NOTES ON ACCOUNTS

ACCOUNTING POLICIES:

A. BASIS OF PREPARATION OF FINANCIAL STATEMENTS

The financial statements have been prepared under the historical cost convention method, in accordance with the generally accepted accounting principles and the provisions of the Companies Act, 2013, as adopted consistently by the Company. The Company has followed Mercantile System of Accounting and the accounts have been made consistently on accrual basis as a going concern.

The Company complies with the directions issued by the Reserve Bank of India (RBI) for non-Banking Financial (Non-Deposit Accepting or Holding) Companies (NBFC-ND), relevant provision of the Companies Act, 2013 and applicable accounting Standards prescribed by the Companies (Accounting Standards) Rules, 2006 issued by the Central Government of India and the guidelines issued by the Securities and Exchange Board of India (SEBI) to the extent applicable. The financial statements are presented in Indian rupees rounded off to the nearest rupee.

B. STOCK IN TRADE/ASSETS HELD FOR SALE

Inventories being book debts relating to loans, advances to borrowers are valued at book value net of Future Interest including overdue installments. Stock of shares and debentures are valued at cost or market value whichever is lower.

C. CASH FLOW STATEMENT

As required by Accounting Standard-3 "Cash Flow Statement" issued by "The Institute of Chartered Accountants of India" the Cash Flow for the period is reported using indirect method. The Cash and Cash Equivalent of the Company comprises of Cash in hand and Current account with Scheduled Banks.

D. DEPRECIATION

Depreciation has been provided on straight-line method in the manner and at the useful life specified in Schedule II to the Companies Act, 2013 and on pro rata basis from the date of installation till the date the assets are sold or disposed off.

E. REVENUE RECOGNITION

Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured:

- i. Income from lease rentals and interest on loans and advances cases are recognized as revenue as per the terms of the agreements entered into with Lessees/Borrowers. Interest Income are accounted for on accrual basis in accordance with the due dates of installments of loan and advances.
- ii. Late Payment Interest on overdue of installments from Lessees/Borrowers and allowance of rebate for good and timely payment are accounted for as and when received or allowed because these income and rebates are contingent.

F. FIXED ASSETS

All assets held with the intention of being used for the purpose of producing goods or providing services and not for sale in the normal course of business are reconized as Fixed Assets and are stated at cost less accumulated depreciation after considering lease adjustment account. All costs including finance cost attributable to fixed assets till assets are ready for intended use are capitalized.

Subsequent expenditure related to an item of fixed asset is added to its book value only if it increases the future benefits from the existing asset beyond its previously assessed standard of performance. All other expenses on existing fixed assets, including day-to-day repair and maintenance expenditure and cost of replacing parts, are charged to the statement of profit and loss for the period during which such expenses are incurred.

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G. INVESTMENTS

In respect of Investments, the following policies have been adopted :

- i) Investments that are readily realizable and are intended not to be held for more than one year from the date of acquisition are classified as current investments. All other investments are classified as Long term investments. However, that part of long-term investments which is expected to be realised within 12 months after the reporting date is also presented under 'current assets' as "current portion of long-term investments" in consonance with the current/non-current classification.
- ii) The Company values its Investments based on the accounting standard 13 "Accounting for Investments" issued by the Institute of Chartered Accountants of India:
 - a) Investment held as long-term investments are valued at cost. Provision for diminution in value is made only if there is a permanent decline in their net realizable value.
 - b) Current investments are valued at lower of cost or net realizable value.

H. EMPLOYEE RETIREMENT BENEFITS

Contributions to Provident Fund and Super annuation fund made during the year, are charged to Statement of Profit and Loss.

Employees Gratuity liability has been calculated on the basis of actuarial valuation made at the end of each financial year and charged to Statement of Profit and Loss as contribution to LIC policy premium

I. BORROWING COSTS

- i) Borrowing costs, which are directly attributable to the acquisition /construction of fixed assets, till the time such assets are ready for intended use, are capitalized as a part of the cost of assets.
- ii) All borrowing costs other than mentioned above are expensed in the period they are incurred. In case of unamortized identified borrowing cost is outstanding at the year end, it is classified under loans and advances as unamortized cost of borrowings.
- iii) In case any loan is prepaid/ cancelled then the unamortized borrowing cost, if any, is fully expensed off on the date of prepayment/cancellation.

J. RELATED PARTIES

Parties are considered to be related if at any time during the reporting period one party has the ability to control the other party or exercise significant influence over the other party in making financial and/or operating decisions.

As required by AS-18 "Related Party Disclosure" only following related party relationships are covered:

- (a) Enterprises that directly, or indirectly through one or more intermediaries, control, or are controlled by, or are under common control with, the reporting enterprise (this includes holding Companies, subsidiaries and fellow subsidiaries);
- (b) Associates and joint ventures of the reporting enterprise and the investing party or venture in respect of which the reporting enterprise is an associate or a joint venture;
- (c) Individuals owning, directly or indirectly, an interest in the voting power of the reporting enterprise that gives them control or significant influence over the enterprise, and relatives of any such individual;
- (d) Key management personnel (KMP) and relatives of such personnel; and
- (e) Enterprises over which any person described in (c) or (d) is able to exercise significant influence.

K. LEASE ASSETS

Assets taken on lease are accounted for in accordance with AS-19 "Accounting for Lease" issued by "The Institute of Chartered Accountants of India".



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L. EARNING PER SHARE

The Earning per Share (Basic as well as Diluted) is calculated based on the net profit or loss for the period attributable to equity shareholders i.e. the net profit or loss for the period after deducting Proposed Preference Dividend and any attributable tax thereto.

For the purpose of calculating (Basic and Diluted EPS), the number of equity shares taken are the weighted average number of equity shares outstanding during the period.

M. PROVISION FOR CURRENT TAX AND DEFERRED TAX

Income-tax expense comprises of 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 differences between accounting income and taxable income for the period). The deferred tax charge or credit and the corresponding deferred tax liabilities or assets are recognized using the tax rates that have been enacted or substantively enacted by the balance sheet date. Deferred tax assets are recognized only to the extent there is reasonable certainty that the assets can be realized in future; however, where there is unabsorbed depreciation or carried forward loss under taxation laws, deferred tax assets are recognized only if there is virtual certainty of realization of such assets, deferred tax assets/liabilities are reviewed as at each balance sheet date and written down or written up to reflect the amount that is reasonably/virtually certain (as the case may be) to be realized/incurred.

Provisions of AS-22 "Accounting for Taxes on Income" issued by "The Institute of Chartered Accountants of India" have been complied with to all possible extent.

N. INTERIM FINANCIAL REPORT

Interim Financial Reports are prepared in accordance with AS-25 "Interim Financial Reporting" issued by "The Institute of Chartered Accountants of India."

O. INTANGIBLE ASSETS

Intangible assets are recognized only when four of below mentioned criteria are fulfilled:

- Asset is identifiable.
- Control of the enterprise over that asset.
- It is probable that future economic benefits attributable to the asset will flow to the enterprise.
- Cost of the asset can be measured reliably.

If any of the above four criteria is not fulfilled the expenditure incurred to acquire the asset is recognized as an expense, in the year in which it is incurred.

Intangible assets are initially measured at cost, after initial recognition the intangible asset is carried at its carrying value i.e. cost less any accumulated amortization and accumulated impairment losses.

P. IMPAIRMENT OF ASSETS

An asset is treated as impaired, when carrying cost of asset exceeds its recoverable amount.

At each Balance Sheet Date, it is seen that whether there is any indication that an asset may be impaired, if any such indication exist, the recoverable amount of the asset is estimated in order to determine the extent of impairment loss; if any. Such impairment loss is charged to the profit and loss account in the year in which an asset is identified as impaired.

When an impairment loss is subsequently reversed, the carrying amount of the asset is increased to its revised estimate of its recoverable amount. However this increased amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for that asset in prior period. A reversal of an impairment loss is recognized as income immediately in the Profit & Loss Account.

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Q. PROVISIONS, CONTINGENT LIABILITIES AND CONTINGENT ASSETS

Provisions involving substantial degree of estimation in measurement are recognized when there is present obligation as a result of past events and it is probable that there will be outflow of resources. Provisions are measured at the best estimate of the expenditure required to settle the present obligation at the Balance Sheet date and are not discounted to its present value. Further the company being NBFC also complies with provisioning norms specified by RBI. Contingent liabilities are not recognized but are disclosed in the notes on accounts. Contingent assets are neither recognized nor disclosed in the financial statements and will be recognise only when its realisation is virtually certain.

R. PROVISIONING FOR SUBSTANDARD/DOUBTFUL/LOSS ASSETS

Provisioning for Substandard Assets/Doubtful Assets/Loss Assets has been made in compliance with the directions of Reserve Bank of India. As per decision of the Board of Directors in the cases where loan installments are overdue for more than 5 months and management is of the opinion that its recovery chances are very remote or negligible, the Company first treats these overdue and future installments as bad debts and after this treatment the provisioning for non performing assets is made in compliance with Systemically Important Non-Banking Financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2015, as applicable to the company. As per the RBI circular dated 27th March, 2015 Company has made general provision of 0.30% of Standard assets. Other directives of Reserve Bank of India have been duly complied with.

S. CONSOLIDATED FINANCIAL STATEMENT

The Consolidated Financial Statements have been prepared in accordance with Accounting Standard 21 (AS 21) – ‘Consolidated Financial Statement’.

T. USE OF ESTIMATES AND JUDGEMENTS

The preparation of financial statements requires the management to make estimates and assumptions considered in the reported amount of assets and liabilities (including contingent liabilities) as on the date of the financial statements and the reported income and expenses during the reporting period. Management believes that the estimates used in the preparation of the financial statements are prudent and reasonable. Actual results could differ from these estimates. Any revision to accounting estimates is recognized prospectively in current and future periods.

U. FOREIGN CURRENCY

As prescribed in Accounting Standard 11 (AS 11)- ‘The Effects of Changes in Foreign Exchange Rates’ Transactions in foreign currency are recorded at the rates of exchange prevalent on the date of transaction. Exchange difference, if any, arising from foreign currency transaction are dealt in the Statement of Profit & Loss at year end rates.



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Notes Forming Integral Part of the Financial Statement as at 31st March 2016

Note 1 : Share Capital

| Sr. No | Particulars | ₹ | ₹ |
|----------|---|-----------------------|-----------------------|
| | | Current Year | Previous Year |
| 1 | AUTHORIZED CAPITAL | | |
| | 12,00,00,000 Equity Shares of Rs 10 per share | 1,20,00,00,000 | 1,20,00,00,000 |
| | 50,00,000 Preference Shares of Rs. 10 each | 5,00,00,000 | 5,00,00,000 |
| | | 1,25,00,00,000 | 1,25,00,00,000 |
| 2 | ISSUED , SUBSCRIBED CAPITAL | | |
| | 4,05,72,500 Equity Shares of Rs 10 per Share | 40,57,25,000 | 40,57,25,000 |
| | 25,00,000(Current Year NIL) Preference Shares of Rs 10 each | - | 2,50,00,000 |
| | | 40,57,25,000 | 43,07,25,000 |
| 3 | PAID UP CAPITAL | | |
| | 405,60,000 Equity Shares of Rs 10 per Share fully paid up | 40,56,00,000 | 40,56,00,000 |
| | Add: Share Forfeited a/c (Amt originally Paid up on 12,500 Equity Shares of Rs 10 each) | 62,500 | 62,500 |
| | 25,00,000 (Current Year NIL) 10% Redeemable Preference Shares of Rs 10 each fully paid up | - | 2,50,00,000 |
| | Total in ₹ | 40,56,62,500 | 43,06,62,500 |

Refer to Note No. 43

More than 5% Shares - Mr. Sunil Agarwal 3162440 (7.80%)

Note 2 : Reserve & Surplus

| Sr. No | Particulars | ₹ | ₹ |
|----------|--|-----------------------|-----------------------|
| | | Current Year | Previous Year |
| 1 | Capital Reserve | 24,15,21,113 | 24,15,21,113 |
| 2 | Securities Premium Reserve | 1,46,49,91,229 | 1,93,99,91,229 |
| | Opening Balance | 1,93,99,91,229 | 1,93,99,91,229 |
| | Less:- Premium paid on Redemption of Preference Shares | 47,50,00,000 | - |
| 3 | Capital Redemption Reserve | 2,50,00,000 | - |
| 4 | General Reserve | 2,09,95,25,961 | 1,82,95,25,961 |
| | Opening Balance | 1,82,95,25,961 | 1,52,95,25,961 |
| | Addition during the year | 27,00,00,000 | 30,00,00,000 |
| 5 | Reserve Fund (As per RBI Act) | 83,60,37,224 | 74,57,74,489 |
| | Opening Balance | 74,57,74,489 | 65,67,44,110 |
| | Addition during the year | 9,02,62,735 | 8,90,30,379 |
| 6 | Surplus (Profit & Loss Account) | 3,07,30,264 | 3,50,23,413 |
| | Balance brought forward from Previous year | 3,50,23,413 | 5,12,34,218 |
| | Less: Transfer to General Reserve | 27,00,00,000 | 30,00,00,000 |
| | Provision on Standard Assets | 68,06,370 | 27,73,249 |
| | Expenditure incurred on Corporate Social Responsibility(CSR) | 1,80,00,000 | 1,95,00,000 |
| | Transfer to Capital Redemption Reserve | 2,50,00,000 | - |
| | Proposed Dividend on Preference Shares (previous year) & Equity Shares & Tax Thereon | 4,55,37,720 | 5,00,59,076 |
| | Reserve Fund (As per RBI Act) | 9,02,62,735 | 8,90,30,379 |
| | Add: Profit for the Period | 45,13,13,676 | 44,51,51,899 |
| | Total in ₹ | 4,69,78,05,791 | 4,79,18,36,206 |

Refer to Note No. 43

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Note 3 : Long Term Borrowings

| | | ₹ | ₹ |
|--------|--|--------------------|--------------------|
| Sr. No | Particulars | Current Year | Previous Year |
| 1 | Bonds / Debentures | - | - |
| 2 | Secured Term Loan | | |
| | - From Bank/ Financial Institution | | |
| | Small Industries Development Bank of India | 2,12,20,000 | 8,04,02,000 |
| | - From Other Parties | - | - |
| 3 | Unsecured loans | - | - |
| 4 | Loans & Advances From Related Parties | - | - |
| 5 | Loans from Directors including interest | - | - |
| 6 | Other Loans & Advances | - | - |
| | Total in ₹ | 2,12,20,000 | 8,04,02,000 |

Refer to Note no. 31

Note 4 : Deferred Tax Liabilities(Net)

| | | ₹ | ₹ |
|--------|-------------------------------------|--------------------|--------------------|
| Sr. No | Particulars | Current Year | Previous Year |
| 1 | Opening Balance | 5,44,43,407 | 6,47,11,616 |
| | Add: Provision made during the year | (88,59,267) | (1,02,68,209) |
| | Closing Balance | 4,55,84,140 | 5,44,43,407 |
| | Total in ₹ | 4,55,84,140 | 5,44,43,407 |

Note 5 : Other Long Term Liabilities

| | | ₹ | ₹ |
|--------|---|---------------------|---------------------|
| Sr. No | Particulars | Current Year | Previous Year |
| 1 | Other Long Term Deposits including Interest thereon | 25,71,16,910 | 45,40,72,104 |
| | Total in ₹ | 25,71,16,910 | 45,40,72,104 |

Note 6 : Long Term Provisions

| | | ₹ | ₹ |
|--------|---------------------------------|--------------------|--------------------|
| Sr. No | Particulars | Current Year | Previous Year |
| 1 | Provision For Employees Benefit | - | - |
| 2 | Others | | |
| | Provision for Standard Assets | 3,13,64,749 | 2,45,58,379 |
| | Total in ₹ | 3,13,64,749 | 2,45,58,379 |



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Note 7 : Short Term Borrowings

| | | ₹ | ₹ |
|--------|--|-----------------------|-----------------------|
| Sr. No | Particulars | Current Year | Previous Year |
| 1 | Secured Term Loan | | |
| | - From Bank/ Financial Institution | | |
| | Small Industries Development Bank of India | 5,92,00,000 | 13,97,52,000 |
| | - From Other Parties | - | - |
| 2 | Unsecured loans | - | - |
| 3 | Loan Against Fixed Deposits | | |
| | - From Bank | | |
| | HDFC Bank Ltd. | - | 2,78,22,100 |
| 4 | Loans & Advances From Related Parties | - | - |
| 5 | Others | | |
| | - Secured Borrowings - Cash Credit Limits | | |
| | Central Bank of India | 1,11,88,76,285 | 97,97,38,151 |
| | Punjab National Bank | 48,61,37,548 | 46,13,70,254 |
| | Corporation Bank | 43,28,55,726 | 49,15,98,045 |
| | Andhra Bank | 37,21,30,878 | 26,48,05,740 |
| | Bank of India | 30,59,83,142 | 28,65,73,026 |
| | Bank of Baroda | 21,33,88,139 | 24,98,06,051 |
| | UCO Bank | 22,10,28,824 | 21,39,74,130 |
| | IDBI Bank | 63,87,55,945 | 42,74,14,668 |
| | UnitedBank of India | 40,37,94,590 | 48,07,78,535 |
| | Bank of Maharashtra | 45,70,27,956 | - |
| | State Bank of Bikaner & Jaipur | 17,25,64,416 | - |
| | State Bank of Mysore | 16,88,25,757 | - |
| | Total in ₹ | 5,05,05,69,206 | 4,02,36,32,700 |

Refer to Note no. 30 & 31

Note 8 : Other Current Liabilities

| | | ₹ | ₹ |
|--------|--------------------------|-----------------------|---------------------|
| Sr. No | Particulars | Current Year | Previous Year |
| 1 | Other Liabilities | 1,01,23,58,717 | 98,36,23,955 |
| | Total in ₹ | 1,01,23,58,717 | 98,36,23,955 |

Note 9 : Short Term Provisions

| | | ₹ | ₹ |
|--------|--|-----------------------|---------------------|
| Sr. No | Particulars | Current Year | Previous Year |
| 1 | Provision For Employees Benefit | - | - |
| 2 | Others | | |
| | Provision for Proposed Dividend on Preference shares and Equity shares and tax thereon | 4,55,37,720 | 5,00,59,076 |
| | Provision for Taxation | 24,35,31,672 | 22,60,65,263 |
| | Provision for Arbitration Decree Receivable | 1,11,97,82,012 | - |
| | Total in ₹ | 1,40,88,51,404 | 27,61,24,339 |

Refer to Note no. 33

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(Amount in ₹)

Note 10 : Fixed Assets

| Sr. No | Particulars | Gross Block | | | | Depreciation | | | | Net Block | |
|--------|-------------------------------------|------------------------|--------------------------|---------------------------|------------------|------------------------|--------------------------|---------------------------|------------------|----------------------|----------------------|
| | | Value at the beginning | Addition during the year | Deduction during the year | Value at the end | Value at the beginning | Addition during the year | Deduction during the year | Value at the end | WDV as on 31.03.2016 | WDV as on 31.03.2015 |
| I | Tangible Assets | | | | | | | | | | |
| 1 | Land | 15,90,620 | - | - | 15,90,620 | - | - | - | - | 15,90,620 | 15,90,620 |
| 2 | Building | 1,84,63,090 | 6,839 | - | 1,84,69,929 | 18,15,447 | 3,11,085 | - | 21,26,532 | 1,63,43,397 | 1,66,47,643 |
| 3 | Furniture & Fittings | 1,05,03,217 | 10,20,175 | - | 1,15,23,392 | 66,76,513 | 9,50,117 | - | 76,26,630 | 38,96,762 | 38,26,704 |
| 4 | Computer Peripheral & Software | 3,70,84,568 | 26,86,081 | - | 3,97,70,649 | 3,55,18,467 | 15,07,628 | - | 3,70,26,095 | 27,44,554 | 15,66,101 |
| 5 | Vehicles | 1,01,86,737 | - | 22,04,456 | 79,82,281 | 49,90,385 | 7,67,452 | 12,72,540 | 44,85,297 | 34,96,984 | 51,96,352 |
| 6 | Equipments, Plant & Machinery | 80,83,631 | 4,40,529 | - | 85,24,160 | 58,59,292 | 8,14,835 | - | 66,74,127 | 18,50,033 | 22,24,339 |
| | Sub Total (A) | 8,59,11,863 | 41,53,624 | 22,04,456 | 8,78,61,031 | 5,48,60,104 | 43,51,117 | 12,72,540 | 5,79,38,681 | 2,99,22,350 | 3,10,51,759 |
| II | Intangible Assets | - | - | - | - | - | - | - | - | - | - |
| | Sub Total (B) | - | - | - | - | - | - | - | - | - | - |
| III | Capital Work-in-progress | - | - | - | - | - | - | - | - | - | - |
| | Sub Total (C) | - | - | - | - | - | - | - | - | - | - |
| IV | Intangible Assets Under Development | - | - | - | - | - | - | - | - | - | - |
| | Sub Total (D) | - | - | - | - | - | - | - | - | - | - |
| | Total [A+B+C+D] (Current Year) | 8,59,11,863 | 41,53,624 | 22,04,456 | 8,78,61,031 | 5,48,60,104 | 43,51,117 | 12,72,540 | 5,79,38,681 | 2,99,22,350 | 3,10,51,759 |
| | (Previous Year) | 16,27,11,772 | 1,38,94,771 | - | 17,66,06,543 | 13,75,53,682 | 80,01,102 | - | 14,55,54,784 | 3,10,51,759 | 2,51,58,090 |



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Note 11: Non Current Investment

| Sr. No | Particulars | ₹ Current Year | ₹ Previous Year |
|--------|--|---------------------|---------------------|
| 1 | Investment in Equity Shares of Group Companies | 23,90,30,800 | - |
| 2 | Investments in Equity Shares of Subsidiary Company | 42,23,91,000 | 42,23,91,000 |
| 3 | In Fixed Deposits | | |
| | -With Banks | 2,19,64,998 | 2,01,60,607 |
| | -Interest accrued but not received | 12,65,060 | 14,98,459 |
| | Total in ₹ | 68,46,51,858 | 44,40,50,066 |

Refer to Note No. 32 & 35

Note 12 : Long Term Loans and Advances

| Sr. No | Particulars | ₹ Current Year | ₹ Previous Year |
|--------|--|---------------------|---------------------|
| 1 | Security Deposit | | |
| | a) Secured, Considered Good : | | |
| | Earnest Money Deposit | 19,00,00,000 | 19,00,00,000 |
| | Other Deposit | 14,73,425 | 7,75,985 |
| | b) Unsecured, Considered Good : | | |
| | c) Doubtful | | |
| 2 | Loans & Advances to related parties | - | - |
| 3 | Other Loans & Advances | | |
| | a) Secured, Considered Good : | - | 22,730 |
| | b) Unsecured, Considered Good : | - | - |
| | c) Doubtful | - | - |
| | Total in ₹ | 19,14,73,425 | 19,07,98,715 |

Note 13 : Other Non Current Assets

| Sr. No | Particulars | ₹ Current Year | ₹ Previous Year |
|--------|------------------------------|---------------------|---------------------|
| 1 | Deferred Revenue Expenditure | 12,90,25,670 | 15,74,04,629 |
| | Total in ₹ | 12,90,25,670 | 15,74,04,629 |

- Deferred Revenue Expenses are written off over a period of five years.

Note 14 : Current Investment

| Sr. No | Particulars | ₹ Current Year | ₹ Previous Year |
|--------|-------------------------------------|-------------------|--------------------|
| 1 | In Short Term Fixed Deposits | | |
| | With Banks | 11,29,344 | 3,48,24,224 |
| 2 | Interest accrued but not received | 13,712 | 68,54,385 |
| | Total in ₹ | 11,43,056 | 4,16,78,609 |

Refer to Note No. 32

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Note 15 : Inventories

| | | ₹ | ₹ |
|--------|--|-----------------------|-----------------------|
| Sr. No | Particulars | Current Year | Previous Year |
| 1 | Book Debts i.e. Advances made against agreements secured by property/ vehicles and/or other assets and/or personal guarantees excluding unexpired finance charges etc including overdue installments at book value considered good. (As certified by the management) | 9,96,94,46,446 | 9,61,20,90,144 |
| | Total in ₹ | 9,96,94,46,446 | 9,61,20,90,144 |

Note 16 : Cash & Cash Equivalent

| | | ₹ | ₹ |
|--------|---|---------------------|---------------------|
| Sr. No | Particulars | Current Year | Previous Year |
| 1 | Cash-in-Hand | | |
| | Cash Balances | 1,93,09,511 | 2,97,66,474 |
| | Sub Total (A) | 1,93,09,511 | 2,97,66,474 |
| 2 | Bank Balances | | |
| | Current accounts with Scheduled Banks (Subject to Reconciliation) | 22,11,32,388 | 10,35,13,656 |
| | Sub Total (B) | 22,11,32,388 | 10,35,13,656 |
| | Total in ₹ [A + B] | 24,04,41,899 | 13,32,80,130 |

Note 17 : Short Terms Loans and Advances

| | | ₹ | ₹ |
|--------|---|---------------------|---------------------|
| Sr. No | Particulars | Current Year | Previous Year |
| 1 | Loans & Advances to related parties | | |
| | a) Secured, Considered Good | - | 25,33,72,648 |
| | b) Unsecured, Considered Good | - | - |
| | c) Doubtful | - | - |
| 2 | Others | | |
| | Advance Recoverable in cash or in kind or for value to be considered good | | |
| | - Income Tax and TDS paid | 27,06,50,301 | 23,51,65,875 |
| | - Prepaid Expenses | 1,62,949 | 1,48,944 |
| | - Other loan and advances | 29,38,33,451 | 2,03,14,071 |
| | Total in ₹ | 56,46,46,701 | 50,90,01,538 |

Note 18: Other Current Assets

| | | ₹ | ₹ |
|-------|-------------------------------|-----------------------|---------------|
| Sr.No | Particulars | Current Year | Previous Year |
| 1 | Arbitration Decree Receivable | 1,11,97,82,012 | - |
| | Total in ₹ | 1,11,97,82,012 | - |

Refer to Note No. 33



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Note 19 : Revenue from Operations

| Sr.No | Particulars | Current Year | Previous Year |
|-------|---------------------------------------|-----------------------|-----------------------|
| 1 | Interest on Loans | 1,91,75,60,791 | 1,77,50,41,560 |
| 2 | Dividend Income | 1,61,08,650 | 80,54,325 |
| 3 | Income on Government Guaranteed Bonds | - | 6,88,201 |
| | Total in ₹ | 1,93,36,69,441 | 1,78,37,84,086 |

Note 20 : Employment Benefit Expenses

| Sr. No | Particulars | Current Year | Previous Year |
|--------|---|---------------------|---------------------|
| 1 | Salaries & Establishment | 7,47,32,135 | 5,43,38,550 |
| 2 | Mg. Director's & Directors Remuneration | 5,26,80,000 | 5,26,80,000 |
| 3 | Mg. Director's & Directors House Rent Allowance | 4,20,000 | 4,20,000 |
| | Total in ₹ | 12,78,32,135 | 10,74,38,550 |

No remuneration has been paid to Directors except remuneration to Managing Director, Whole time Director and Executive Director. The remuneration paid to Managing Director, Whole Time Director and Executive Director during the F. Y. 2015-16 is Rs. 5,31,00,000 (Previous year Rs. 5,31,00,000) which is less than the permitted u/s 197 read with Schedule V of the companies Act 2013.

Note 21 : Financial Cost

| Sr. No | Particulars | Current Year | Previous Year |
|--------|-------------------------------------|---------------------|---------------------|
| 1 | Interest Discounting & Bank Charges | 64,87,43,482 | 55,92,56,917 |
| | Total in ₹ | 64,87,43,482 | 55,92,56,917 |

Note 22 : Depreciation & Amortised Cost

| Sr. No | Particulars | Current Year | Previous Year |
|--------|---------------------------|--------------------|--------------------|
| 1 | Depreciation | 43,51,117 | 80,01,102 |
| 2 | Preliminary Expenses w/o | - | 1,01,84,198 |
| 3 | Deferred Revenue Exp. w/o | 4,93,42,720 | 4,47,59,730 |
| | Total in ₹ | 5,36,93,837 | 6,29,45,030 |

Note 23 : Other Expenses

| Sr. No | Particulars | Current Year | Previous Year |
|--------|---|---------------------|---------------------|
| 1 | Car & Scooter Expenses | 98,77,722 | 76,74,067 |
| 2 | Travelling Expenses | 2,72,18,851 | 1,97,48,678 |
| 3 | Repair & Maintenance Expenses | 51,27,782 | 31,21,919 |
| 4 | Insurance Expenses | 3,68,515 | 3,39,490 |
| 5 | Electricity & Water Expenses | 30,33,750 | 20,57,730 |
| 6 | Rates & Taxes | 29,231 | 43,199 |
| 7 | Legal Expenses & Professional fees | 4,53,54,901 | 2,60,97,460 |
| 8 | Printing & Stationery | 85,73,940 | 65,91,519 |
| 9 | Postage & Telephone Expenses | 72,31,763 | 58,74,578 |
| 10 | Bad Debts Written off | 14,21,40,683 | 19,64,86,414 |
| 11 | Auditors Remuneration | 91,30,000 | 90,19,120 |
| 12 | Rent | 96,51,317 | 88,84,248 |
| 13 | Rebate, Remission & Brokerage | 65,67,207 | 56,20,556 |
| 14 | Advertisement & Business Promotion Expenses | 9,49,90,685 | 8,23,69,293 |
| 15 | Recovery Expenses | 43,39,408 | 37,72,770 |
| 16 | Office and General Expenses | 2,95,24,387 | 2,37,54,275 |
| 17 | Loss on sale of assets/shares | 1,42,53,764 | (1,43,41,848) |
| | Total in ₹ | 41,74,13,906 | 38,71,13,468 |

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Note 24 : Remuneration to Auditors:

(In ₹)

| Particulars | 2015-16 | 2014-15 |
|---------------------------------------|------------------|------------------|
| For Statutory Audit | 16,12,500 | 15,92,700 |
| Tax Audit | 16,12,500 | 15,92,700 |
| For Certification work/other services | 59,05,000 | 58,33,720 |
| Total | 91,30,000 | 90,19,120 |

Note 25 : No amount is payable to Small Scale Industrial Undertakings. The Company has not received any intimation from suppliers regarding their status under the Micro, Small and Medium Enterprises Act, 2006 and hence disclosures, if any relating to amounts unpaid as at the year end together with interest paid/payable as required under the Act can not be furnished.

Note 26 : Earning per Share:

(In ₹)

| Particulars | 2015-16 | 2014-15 |
|--|--------------|--------------|
| Net profit for the year (After Tax) | 45,13,13,676 | 44,51,51,899 |
| Proposed dividend on Preference shares and tax thereon | — | 29,99,853 |
| No. of Equity Shares (Weighted) | 4,05,60,000 | 4,05,60,000 |
| Basic and diluted Earning per share | 11.13 | 10.90 |

Note 27 : Figures for the previous year have been regrouped/rearranged/reclassified wherever considered necessary.

Note 28 : The Company has given Corporate guarantee for the loan of Rs. 2000 lacs and Rs. 5360 taken by its wholly owned Subsidiary Company from Karnataka Bank and Reliance Capital Limited respectively-

Note 29 : Disclosure of related party transactions:

A. Wholly owned Subsidiary : Nupur Finvest Pvt. Ltd.

B. List of related parties and relationship

Related Party

Key Managerial Personnel

Mr. Sunil Agarwal

Mr. Harish Singh

Mr. Sachin Agarwal*

(Relation)

(Managing Director)

(Executive Director)

(Whole Time Director)

Relatives of K M P

Mr. Purushottam Agrawal

Mrs. Raj Agarwal

Mrs. Neetu Agarwal

Mrs. Shikha Agarwal*

Mrs. Preeti Chauhan

Mrs. Sushila Devi Chauhan

Ms. Suniti Agarwal

Mr. Shantanu Agarwal

(Father of Mr. Sunil Agarwal)

(Mother of Mr. Sunil Agrawal)

(Spouse of Mr. Sunil Agarwal)

(Spouse of Mr. Sachin Agarwal)

(Spouse of Mr. Harish Singh)

(Mother of Mr. Harish Singh)

(Daughter of Mr. Sunil Agarwal)

(Son of Mr. Sunil Agarwal)

*Mr. Sachin Agarwal has resigned from directorship of the company w.e.f. May 6, 2016.



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C. Enterprises over which significant influence exercised by key Managerial Personnel/ Relatives of Key Managerial Personnel as on date of signing of Balance Sheet

- 1 Agrim Marketing Pvt. Ltd.
- 2 Aradhna Infradev Pvt. Ltd.
- 3 Athens Computer Technologies Pvt. Ltd.
- 4 Balram Retails Pvt. Ltd.
- 5 Bhavya Electronics and Networks Pvt. Ltd.
- 6 Diamond Infradev Pvt. Ltd.
- 7 Gajodhari Chemicals Pvt. Ltd.
- 8 Helios Aviation Pvt. Ltd.
- 9 Aerotech Aviation India Pvt. Ltd.
- 10 S.E. Micro Housing Finance Pvt. Ltd.
- 11 Baba Herbals Pvt. Ltd.
- 12 Agarwal Meadows Pvt. Ltd.
- 13 Sunil Agarwal HUF
- 14 Harish Singh HUF
- 15 P N Agarwal & Sons HUF

D. Disclosures required for related party transactions

(₹ in Lacs)

| | KMP & Relative | Enterprise over which significant influence exercised by KMP/Directors | Subsidiary | Total |
|---|----------------|--|------------|----------|
| Transactions during the year | | | | |
| Remuneration | 531.00 | - | - | 531.00 |
| Transfer of Investments | - | - | 2,533.73 | 2,533.73 |
| Loan received | - | - | - | - |
| Loans given/repaid | - | - | - | - |
| Rendering of Services/Sale of Portfolio | 9.00 | 1.89 | 1,873.85 | 1,884.74 |
| Interest/Expenses paid | - | - | 194.85 | 194.85 |
| Dividend Received | - | - | 161.09 | 161.09 |
| Amount outstanding at | | | | |
| Balance Sheet date | | | | |
| —Amount Payable | - | - | - | - |
| —Amount Receivable | - | - | 161.09 | 161.09 |

Notes:

- (1) Related party relationship is as identified by the Company on the basis of information available with them and accepted by the auditors as correct.
- (2) No amount has been written off or written back during the year in respect of debt due from or to related parties.
- (3) Company has entered into transactions with certain parties as listed above during the year under consideration. Full disclosures have been made and the Board considers such transactions to be in normal course of business and at rates agreed between the parties.
- (4) The key management personnel and their relatives have given personal guarantees and collaterals for loans raised by the Company but Company has not provided any guarantee to these persons nor paid any consideration for furnishing such guarantees.

Note 30 : Working Capital Borrowings

The Company has availed a working capital facilities provided by consortium of twelve Bankers in which the Lead Bank is Central Bank of India Delhi. This facility is secured by hypothecation of books debts / receivables, equitable mortgage on office premises and a flat belonging to the Company, equitable mortgage of five commercial properties in the name of the guarantors, personal guarantee of directors and their relatives and corporate guarantee of the companies who have stood as guarantor. The proportions of the Bankers in the consortium are as follows:

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(₹ In Lacs)

| S. No. | Name of Bank | Sanctioned Amount | Share in Consortium (%) | Rate of Interest |
|--------|--------------------------------|-------------------|-------------------------|------------------|
| 1 | Central Bank of India | 12,500.00 | 20.51 | Base Rate+2.50% |
| 2 | IDBI Bank | 7,500.00 | 12.31 | Base Rate+2.50% |
| 3 | Punjab National Bank | 6,000.00 | 9.85 | Base Rate+2.25% |
| 4 | United Bank of India | 5,000.00 | 8.20 | Base Rate+2.80% |
| 5 | Corporation Bank | 5,000.00 | 8.20 | Base Rate+3.00% |
| 6 | Bank of Maharashtra | 5,000.00 | 8.20 | Base Rate+2.50% |
| 7 | Bank of India* | 4,250.00 | 6.98 | Base Rate+2.50% |
| 8 | Andhra Bank | 4,000.00 | 6.56 | Base Rate+2.50% |
| 9 | UCO Bank | 3,700.00 | 6.07 | Base Rate+3.00% |
| 10 | State Bank of Bikaner & Jaipur | 3,000.00 | 4.92 | Base Rate+2.50% |
| 11 | Bank of Baroda | 2,500.00 | 4.10 | Base Rate+2.75% |
| 12 | State Bank of Mysore | 2,500.00 | 4.10 | Base Rate+2.50% |
| | Total | 60,950.00 | 100.00 | |

*Bank of India has sanctioned Credit facility of Rs. 300 lacs. Documentation still pending.

Note 31: Term Loans

Small Industries Development Bank of India

Term loan assistance secured by hypothecation of book debts, term deposits and equitable mortgage of immovable property in the name of guarantors, Personal guarantee of directors and their relatives, and corporate guarantee of the Company who has stood as guarantor.

(₹ In Lacs)

| Name of Financial Institutions | Date of Sanction | Sanctioned Amount | Rate of Interest | Repayment (Monthly) | Terms of repayment | Maturity Date |
|--------------------------------|------------------------------|-------------------|------------------|---------------------|---|---------------|
| SIDBI TL1 | 22 nd March, 2012 | 2500.00 | PLR+0.75% | 41.00 | 60 monthly installments (Last Installment of ₹ 81 Lacs) | Sep. 2017 |
| SIDBI TL2 | 5 th March, 2013 | 2500.00 | 13.75% (Fixed) | 75.47 | 33 monthly installments | June 2016 |

Note 32: Detail of Bank FDR's (principal amount) held as on 31.03.2016

Held as Cash Collateral for Term Loan

(₹ In Lacs)

| | | | |
|---|--|------------|---------------|
| 1 | Small Industries Development Bank of India | Term Loan | 213.07 |
| | Subtotal | (A) | 213.07 |

Held to avail overdraft facility against FDRs

(₹ In Lacs)

| | | | |
|---|-----------------------|------------|-------------|
| 1 | Central Bank of India | Over Draft | 0.27 |
| | Subtotal | (B) | 0.27 |



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Held to avail Cash Credit facility against FDRs

(₹ In Lacs)

| | | | |
|---|----------------------|-------------|-------------|
| 1 | United Bank of India | Cash Credit | 6.32 |
| | Subtotal | (C) | 6.32 |

Held as Guarantee

(₹ In Lacs)

| | | | |
|---|----------------------|------------|-------------|
| 1 | Punjab National Bank | Guarantee | 0.42 |
| | Subtotal | (D) | 0.42 |

Held as Investments

(₹ In Lacs)

| | | | |
|---|-----------------------------|--------------------|---------------|
| 1 | Punjab National Bank | Unencumbered | 0.05 |
| 2 | Corporation Bank | Unencumbered | 10.82 |
| | Subtotal | (E) | 10.87 |
| | Grand Total of FDR'S | (A+B+C+D+E) | 230.95 |

Note 33 : During the Current year Rs.11,197.82 Lacs, Arbitration Awards have become executable Decrees, out of overdue of Loan amounts with borrower which have been written off as bad debts in previous years. These Decrees are not challenged by Judgement Debtors (against whom award pronounced). The Accounting treatment has been done as per Accounting Standard 29 "Provisions, Contingent Liabilities and Contingent Assets" issued by The Institute of Chartered Accounts of India.

The management has decided to recognize the Decretal amount which become asset and shown under the head Current Assets in the name of "Arbitration Decree Receivable" and created 100% Provisions against such assets in the name of "Provision for Arbitration Decree Receivable" under the head Short Term Provisions. However no amount/income has accrued and recovered yet out of Arbitration Decrees awarded.

Note 34 : Capital Risk Adequacy Ratio (CRAR)

| Sr. No. | Particulars | 2015-16 | 2014-15 |
|---------|---|---------|---------|
| 1 | CRAR % | 41.69% | 47.48% |
| 2 | CRAR – Tier I Capital % | 41.42% | 47.00% |
| 3 | CRAR – Tier II Capital % | 0.27% | 0.48% |
| 4 | Amount of subordinated debt raised as Tier-II Capital | Nil | Nil |
| 5 | Amount raised by issue of Perpetual Debt Instruments | Nil | Nil |

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Note 35 : Investments

(₹ In Lacs)

| Sr. No. | Particulars | 2015-16 | 2014-15 |
|---------|---|---------|---------|
| 1) | Value of Investments | | |
| i) | Gross value of Investments | | |
| a) | In India | 6857.95 | 4857.29 |
| b) | Outside India | Nil | Nil |
| ii) | Provision for Depreciation | | |
| a) | In India | Nil | Nil |
| b) | Outside India | Nil | Nil |
| iii) | Net Value of Investments | | |
| a) | In India | 6857.95 | 4857.29 |
| b) | Outside India | Nil | Nil |
| 2) | Movement of Provisions held towards depreciation on investments | Nil | Nil |
| i) | Opening Balance | Nil | Nil |
| ii) | ADD: Provision made during the year | Nil | Nil |
| iii) | Less: Write – off / write – back of excess provisions during the year | Nil | Nil |
| iv) | Closing Balance | Nil | Nil |

During the financial year 2014-15, The Company has transferred its investment in Unquoted Equity Shares of Spring Infradev Limited to its wholly owned subsidiary Nupur Finvest Private Limited but due to non-fulfillment of terms of agreement, the transaction has not materialised and corresponding financial effect has been taken into financial statements.

Note 36 : The Company had not taken any exposure in Derivatives during the financial year 2015-16.

Note 37 : Disclosure relating to Securitization

- The Company has not done securitization of any of its loans & advances to any organization during the financial year 2015-16 and there is no outstanding as on Balance Sheet date. Also, the Company has not sold its financial assets to any Securitization/ Reconstruction Company for Asset Reconstruction. Further the Company has not undertaken any assignment transaction during the Financial Year 2015-16
- The Company has not purchased any non-performing assets (NPAs) from other NBFCs or financial institutions.
- Details of stock sold during the year:

(₹ In Lacs)

| Sr. No. | Particulars | 2015-16 | 2014-15 |
|---------|----------------------------------|---------|---------|
| 1 | No of accounts sold | 3979 | 2 |
| 2 | Aggregate outstanding | 2205 | 1149 |
| 3 | Aggregate consideration received | 1874 | 875 |



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Note 38 : Asset Liability Management Maturity pattern of certain items of Assets and Liabilities

(₹ In Lacs)

| | Up to 30/31 days | Over 1 Month upto 2 Months | Over 2 months upto 3 months | Over 3 months & upto 6 months | Over 6 month & upto 1 year | Over 1 year & Upto 3 years | Over 3 years & upto 5 years | Over 5 Years | Total |
|------------------------------|------------------|----------------------------|-----------------------------|-------------------------------|----------------------------|----------------------------|-----------------------------|--------------|---------|
| Deposits | - | - | - | - | - | - | - | - | - |
| Advances | 10,306 | 9,548 | 8,290 | 25,762 | 30,672 | 23,625 | 1,850 | 5,510 | 115,563 |
| Investments | 11 | - | - | 1 | - | 241 | - | 6,614 | 6,867 |
| Borrowings | 594 | 408 | 465 | 1,334 | 51,760 | 1,413 | 3 | - | 55,977 |
| Foreign Currency Assets | - | - | - | - | - | - | - | - | - |
| Foreign Currency Liabilities | - | - | - | - | - | - | - | - | - |

Note 39 : Exposures

a) Exposures to Real Estate Sector

(₹ in Lacs)

| Sr. No. | Category | 2015-16 | 2014-15 |
|----------|--|---------|---------|
| A | Direct Exposure | | |
| i) | Residential Mortgages | | |
| | Lending fully secured by mortgages on residential property that is or will be occupied by the borrower or that is rented | 3,437 | 2,350 |
| ii) | Commercial Real Estate | | |
| | Lending secured by mortgages on commercial real estates (office buildings, retail space, multipurpose commercial premises, multi-family residential buildings, multi-tenanted commercial premises, industrial or warehouse space, hotels, land acquisition, development and construction, etc.). Exposure would also include non-fund based limits | 7,865 | 7,146 |
| iii) | Investments in Mortgage Backed Securities (MBS) and other securitized exposures | | |
| | a) Residential | - | - |
| | b) Commercial Real Estate | - | - |
| B | Indirect Exposure | - | 13 |

b) Capital Market Exposure

The company has not taken any exposure in capital market during the financial year 2015-16, and also the inventory of the company as at 31st March 2016 does not contain any exposure to capital market

c) Details of financing of parent company products : NIL

d) Details of Single Borrower Limit and Group Borrower Limit exceeded by NBFC

The company has adhered to the Prudential Exposure norms as prescribed by RBI and has not given any advances exceeding the limits as prescribed for Single borrower and Group Borrower.

e) Unsecured Advances

The unsecured advances outstanding as at Balance Sheet date are ₹ 17863 lacs. The Company does not have any loan or advances which are partially secured against any sort of licenses, rights, authorizations charged to the company.

Note 40 : Registration obtained from other financial sector regulators:

RBI Registration No. : B-14.02997

Company Identification No. : L65921DL1992PLC120483

The company has never been penalized for any non-compliance by financial sector regulators.

Note 41 : Bank borrowings of the Company has been assigned rating of "IND A-" by M/s India Ratings & Research Private Limited (A Fitch Group Company) which denotes "Instruments with this rating are considered to have adequate degree of safety regarding timely servicing of financial obligations. Such instruments carry low credit risk"

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Note 42 : Provisions and Contingencies

(₹ in Lacs)

| Break up of Provisions and contingencies | 2015-16 | 2014-15 |
|---|---------|---------|
| Provisions for depreciation on investment | Nil | Nil |
| Provision towards NPA | Nil | Nil |
| Provision made towards income tax | 2,435 | 2,261 |
| Other provision and contingencies (Provision for Arbitration Decree) | 11,198 | Nil |
| Provision for Standard Assets at the Balance Sheet date | 314 | 246 |

Note 43 : The company is consistent in earning profits and paying dividend to its shareholders. During the year, the Company has redeemed 2,500,000 10% Preference Shares of Rs. 10/- each fully paid up @ Rs. 200/- each.

The Company has utilized Rs. 4,750 lacs from the balance available in security premium reserve for re-paying the premium on redemption of preference shares & Rs. 250 lacs from profit & loss account for creating Capital Redemption Reserve during the financial year 2015-16 and relevant provision of Companies Act, 2013, and other applicable laws have been complied with.

Note 44 : Concentration of Deposits, Advances , Exposures and NPAs

a) Concentration of Deposits

The Company has not taken any deposits from public.

b) Concentration of Advances

(₹ in Lacs)

| | |
|---|--------|
| Total Advances to twenty largest borrowers | 18,459 |
| % of advances to twenty largest borrowers to total advances of the NBFC | 18.52% |

c) Concentration of Exposures

(₹ in Lacs)

| | |
|---|--------|
| Total Exposure to twenty largest borrowers / customers | 18,459 |
| % of exposures to twenty largest borrowers / customers to total exposure of the NBFC on borrowers / customers | 18.52% |

d) Concentration of NPAs

Provisioning for Substandard Assets/Doubtful Assets/Loss Assets has been made in compliance with the directions of Reserve Bank of India. As per decision of the Board of Directors in the cases where loan installments are overdue for more than 5 months and management is of the opinion that its recovery chances are very remote or negligible, the Company first treats these overdue and future installments as bad debts and after this treatment the provisioning for non performing assets is made in compliance with Systemically Important Non-Banking financial (Non-Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2015, as applicable to the company.

Note 45 : The Company is domiciled in India and does not have any joint venture, associate or subsidiary abroad.

Note 46 : Off Balance Sheet SPVs sponsored

The Company has not sponsored off Balance Sheet SPVs.

Note 47 : Disclosures of Complaints

| | | |
|----|--|---|
| a) | No. of complaints pending at the beginning of the year | - |
| b) | No. of complaints received during the year | 5 |
| c) | No. of complaints redressed during the year | 5 |
| d) | No. of complaints pending at the end of the year | - |



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Schedule to the Balance Sheet of a Non-Deposit taking Non-Banking Financial Company (As required in Systemically Important Non-Banking Financial (Non-Deposit accepting or holding) Companies prudential Norms (Reserve Bank) Directions, 2015):

| | | PARTICULARS | (₹ in Lacs) | |
|---------------|--|---|--------------------|---------|
| | | LIABILITIES SIDE | | |
| 1. | Loans and advances availed by the NBFCs inclusive of interest Amount accrued there on but not paid | | Amount Outstanding | Overdue |
| | (a) | Debentures | | |
| | | Secured | - | - |
| | | Unsecured | - | - |
| | | (other than falling within the meaning of public deposits*) | | |
| | (b) | Deferred Credits | - | - |
| | (c) | Term Loans | 804 | - |
| | (d) | Inter-corporate loans and borrowing | 2,718 | - |
| | (e) | Commercial Paper | - | - |
| | (f) | Other Loans (specify nature) | | |
| | | Punjab National Bank (Cash Credit a/c) | 4,861 | - |
| | | Central Bank of India (Cash Credit a/c) | 11,189 | - |
| | | Bank of India (Cash Credit a/c) | 3,060 | - |
| | | Andhra Bank (Cash Credit a/c) | 3,721 | - |
| | | Corporation Bank (Cash Credit a/c) | 4,329 | - |
| | | Bank of Baroda (Cash Credit a/c) | 2,134 | - |
| | | United Bank of India (Cash Credit a/c) | 4,038 | - |
| | | UCO Bank (Cash Credit a/c) | 2,210 | - |
| | | IDBI Bank (Cash Credit a/c) | 6,388 | - |
| | | State Bank of Bikaner & Jaipur (Cash Credit a/c) | 1,726 | - |
| | | State Bank of Mysore (Cash Credit a/c) | 1,688 | - |
| | | Bank of Maharashtra (Cash Credit a/c) | 4,570 | - |
| | | Assignment of Book Debts | - | - |
| | | *Please see Note 1 below | - | - |
| ASSETS SIDE : | | | | |
| 2. | Break-up of Loans and Advances including bills receivables (other than those included in (4) below) | | | |
| | (a) | Secured | 81,831 | - |
| | (b) | Unsecured | 17,863 | - |
| 3. | Break -up of Leased Assets and stock on hire and hypothecation loans counting towards AFC activities | | | |
| | (i) | Lease assets including lease rentals under sundry debtors | | |
| | (a) | Financial lease | - | - |
| | (b) | Operating lease | - | - |

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| | | | | |
|-----------|--------------------------------|---|-------|---|
| | (ii) | Stock on hire including hire charges under sundry debtors | | |
| | (a) | Assets on hire | - | - |
| | (b) | Reposessed Assets | - | - |
| | (iii) | Other loans counting towards AFC activities | | |
| | (a) | Loans where assets been reposessed | - | - |
| | (b) | Loans other than (a) above | - | - |
| 4. | Break-up of Investments | | | |
| | 1 | Current Investments | | |
| | | Quoted | | |
| | (i) | Shares | | |
| | (a) | Equity | - | - |
| | (b) | Preference | - | - |
| | (ii) | Debentures and Bond | - | - |
| | (iii) | Units of mutual funds | - | - |
| | (iv) | Government Securities | - | - |
| | (v) | Others (please specify) | - | - |
| | | Unquoted | | |
| | (i) | Shares | | |
| | (a) | Equity (Group Companies) (Net) | - | - |
| | (b) | Preference | - | - |
| | (ii) | Debentures and Bonds | - | - |
| | (iii) | Units of mutual funds | - | - |
| | (iv) | Government Securities | - | - |
| | (v) | Others (please specify) | | |
| | | Fixed Deposit with NBFC | - | - |
| | | Fixed deposit with Bank's | 11 | - |
| | | Interest accrued | 0.14 | - |
| | 2 | Long Term Investments | | |
| | | Quoted | | |
| | (i) | Share | | |
| | (a) | Equity | - | - |
| | (b) | Preference | - | - |
| | (ii) | Debentures and Bonds | - | - |
| | (iii) | Units of mutual funds | - | - |
| | (iv) | Government Securities | - | - |
| | (v) | Others (Please specify) | - | - |
| | | Unquoted | | |
| | (i) | Share | | |
| | (a) | Equity- Subsidiary Company | 4,224 | - |



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S. E. Investments Limited

| | | | | |
|--|-------|-------------------------------|------|---|
| | (b) | Equity- Group Company | 2390 | - |
| | (b) | Preference | - | - |
| | (ii) | Debentures and Bonds | - | - |
| | (iii) | Units of mutual funds | - | - |
| | (iv) | Government Securities | - | - |
| | (v) | Others (please specify) | | |
| | | Investment in Partnership/LLP | - | - |
| | | Fixed Deposit with Banks | 220 | - |
| | | Interest accrued | 13 | - |

(5) Borrower group-wise classification of assets financed as in (2) and (3) above

Please see Note 2

| Sr. No. | Category | | Amount net of provisions | | Total |
|---------|----------------------------|-----------------------------|--------------------------|-----------|--------|
| | | | Secured | Unsecured | |
| 1 | Related parties** | | | | |
| | (a) | Subsidiaries | - | - | - |
| | (b) | Companies in the same group | - | - | - |
| | (c) | Other related parties | - | - | - |
| 2 | Other than related parties | | 81,831 | 17,863 | 99,694 |
| | Total | | 81,831 | 17,863 | 99,694 |

(6) Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted)

| Sr. No. | | | Market Value / Value Break up or Fair Value or NAV | Book Value (Net of provisions) |
|---------|----------------------------|-----------------------------|--|--------------------------------|
| 1 | Related parties ** | | | |
| | (a) | Subsidiaries | 4,224 | 4,224 |
| | (b) | Companies in the same group | 2,390 | 2,390 |
| | (c) | Other related parties | - | - |
| 2 | Other than related parties | | 244 | 244 |
| | Total | | 6,858 | 6,858 |

** As per Accounting Standard of ICAI (Please see note 2)

(7) Other Information

| Sr. No. | Particulars | | Amount |
|---------|---|----------------------------|--------|
| 1 | Gross Non-performing Assets | | |
| | (a) | Related Parties | — |
| | (b) | Other than related parties | — |
| 2 | Net Non-Performing Assets | | |
| | (a) | Related Parties | — |
| | (b) | Other than related parties | — |
| 3 | Assets acquired in satisfaction of debt | | — |

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Notes:

1. Provisioning norms shall be applicable as prescribed in the Systemically Important Non-Banking Financial (Non Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2015.
2. All Accounting Standards and Guidance Notes issued by ICAI are applicable including for valuation of investments and other assets as also assets acquired in satisfaction of debt. However, market value in respect of quoted investments and break up/fair value/NAV in respect of unquoted investments should be disclosed irrespective of whether they are classified as long term or current in column (4) above.

Notes referred to above form an integral

Part of these Financial Statements

As per our Report of even date attached

FOR R. LAL & COMPANY

Chartered Accountants
Firm Reg. No. 000926C

Sd/-
(CA. RAM LAL AGRAWAL)
Proprietor
Membership No. 017583

Date : 7th May, 2016
Place : Delhi

FOR P M S & Co.

Chartered Accountants
Firm Reg. No. 013398C

Sd/-
(CA. SHILPI AGARWAL)
Partner
Membership No. 405692

For and on behalf of the Board

Sd/-
SUNIL AGARWAL Managing Director

Sd/-
HARISH SINGH Executive Director

Sd/-
DR. ARUN GOPAL AGARWAL Director

Sd/-
VISHAL SHARMA Company Secretary



अर्थ: समाजस्य न्यासः

S. E. Investments Limited

INDEPENDENT AUDITORS' REPORT ON CONSOLIDATED FINANCIAL STATEMENTS

**TO,
THE MEMBERS OF
M/S S. E. INVESTMENTS LIMITED
DELHI**

REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS

We have audited the accompanying Consolidated financial statements of M/S S. E. INVESTMENTS LIMITED (the Company) and its wholly owned subsidiary Nupur Finvest Private Limited which comprise of the Consolidated Balance Sheet as at 31st March 2016, the Consolidated Statement of Profit and Loss, the Consolidated Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

MANAGEMENT'S RESPONSIBILITY FOR THE CONSOLIDATED FINANCIAL STATEMENTS

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

AUDITORS' RESPONSIBILITY

Our responsibility is to express an opinion on these consolidated 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 in accordance with the Standards on Auditing specified under section 143(10) of the Companies Act, 2013. 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 financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's Directors, as well as evaluating the overall presentation of the financial statements.

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

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OPINION

We believe that our audit provides a reasonable basis for our opinion:

1. We report that the Consolidated Financial Statements have been prepared by the company's management in accordance with requirements of Accounting Standard 21 issued by the ICAI, "Consolidated Financial Statements".
2. In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:
 - a. In the case of the Consolidated balance sheet, of the state of affairs of the Company as at 31st March 2016;
 - b. In the case of the Consolidated statement of profit and loss, of the profit for the year ended on that date; and
 - c. In the case of the Consolidated cash flow statement, of the cash flows for the year ended on that date.

For R. LAL & COMPANY

Chartered Accountants
Firm Reg. No. 000926C

Sd/-

(CA. RAM LAL AGRAWAL)

Proprietor

M. No. 017583

For P M S & Co.

Chartered Accountants
Firm Reg. No. 013398C

Sd/-

Sd/- **(CA. SHILPI AGARWAL)**

Partner

M. No. 405692

Place : Delhi

Date : 7th May, 2016



अर्थ: समाजस्य न्यासः

S. E. Investments Limited

Consolidated Balance Sheet as on 31st March 2016

| Sr. No. | Particulars | Note No. | Figures as at the end of current reporting period | Figures as at the end of previous reporting period |
|-----------|--|----------|---|--|
| I | EQUITY AND LIABILITIES | | ₹ | ₹ |
| | (1) Shareholder's Funds | | | |
| | (a) Share Capital | 1 | 40,56,62,500 | 43,06,62,500 |
| | (b) Reserves and Surplus | 2 | 4,78,99,65,413 | 4,88,75,21,477 |
| | (c) Money received against share warrants | | - | - |
| | (2) Share application money pending allotment | | - | - |
| | (3) Non-Current Liabilities | | | |
| | (a) Long-Term Borrowings | 3 | 18,52,60,157 | 8,04,02,000 |
| | (b) Deferred Tax Liabilities (Net) | 4 | 4,55,52,271 | 5,44,50,973 |
| | (c) Other Long Term Liabilities | 5 | 25,71,16,910 | 45,40,72,104 |
| | (d) Long Term Provisions | 6 | 3,46,58,442 | 2,58,26,164 |
| | (4) Current Liabilities | | | |
| | (a) Short-Term Borrowings | 7 | 5,50,47,19,644 | 4,02,36,32,700 |
| | (b) Trade Payables | | - | - |
| | (c) Other Current Liabilities | 8 | 1,01,43,40,883 | 98,72,90,649 |
| | (d) Short-Term Provisions | 9 | 1,42,10,05,533 | 27,99,59,836 |
| | Total Equity & Liabilities | | 13,65,82,81,753 | 11,22,38,18,404 |
| II | ASSETS | | | |
| | (1) Non-current assets | | | |
| | (a) Fixed Assets | 10 | | |
| | (i) Tangible Assets | | 3,07,43,913 | 3,19,36,061 |
| | (ii) Intangible Assets | | - | - |
| | (iii) Capital work-in-progress | | - | - |
| | (iv) Intangible Assets under Development | | - | - |
| | (b) Non-Current Investments | 11 | 26,22,60,858 | 2,16,59,066 |
| | (c) Deferred Tax Assets (Net) | | - | - |
| | (d) Long Term Loans and Advances | 12 | 19,14,73,425 | 19,07,98,715 |
| | (e) Other Non-Current Assets | 13 | 12,90,25,670 | 15,74,45,632 |
| | (2) Current assets | | | |
| | (a) Current Investments | 14 | 41,43,056 | 29,80,51,257 |
| | (b) Inventories | 15 | 11,06,73,44,044 | 10,11,29,40,926 |
| | (c) Trade Receivables | | - | - |
| | (d) Cash and Cash Equivalents | 16 | 27,92,80,418 | 14,85,97,403 |
| | (e) Short-Term Loans and Advances | 17 | 57,42,28,357 | 26,23,89,344 |
| | (f) Other Current Assets | 18 | 1,11,97,82,012 | - |
| | Total Assets | | 13,65,82,81,753 | 11,22,38,18,404 |

Notes to the Accounts & Significant Accounting Policies annexed
Notes referred to above form an integral part of these Financial Statements
Signed in terms of our Report of even date

FOR R. LAL & COMPANY
Chartered Accountants
Firm Reg. No. 000926C

Sd/-
(CA. RAM LAL AGRAWAL)
Proprietor
Membership No. 017583

Date : 7th May, 2016
Place : Delhi

FOR P M S & Co.
Chartered Accountants
Firm Reg. No. 013398C

Sd/-
(CA. SHILPI AGARWAL)
Partner
Membership No. 405692

For and on behalf of the Board
Sd/-
SUNIL AGARWAL

Managing Director

Sd/-
HARISH SINGH

Executive Director

Sd/-
DR. ARUN GOPAL AGARWAL

Director

Sd/-
VISHAL SHARMA

Company Secretary

Annual Report 2015-16

Consolidated Profit & Loss Statement for the Year Ended on 31st March 2016

| Sr. No. | Particulars | Note No. | Figures as at the end of current reporting period | Figures as at the end of previous reporting period |
|---------|---|----------|---|--|
| | | | ₹ | ₹ |
| I | Revenue from Operations | 19 | 2,05,01,61,763 | 1,90,57,84,206 |
| | Total Revenue (I) | | 2,05,01,61,763 | 1,90,57,84,206 |
| II | Expenses: | | | |
| | Employee Benefit Expenses | 20 | 14,85,95,756 | 12,71,70,476 |
| | Financial Cost | 21 | 66,65,87,789 | 58,08,54,545 |
| | Depreciation and Amortization Expenses | 22 | 5,39,65,789 | 6,36,79,737 |
| | Other Expenses | 23 | 48,44,11,396 | 46,84,16,037 |
| | Total Expenses (II) | | 1,35,35,60,730 | 1,24,01,20,795 |
| III | Profit before Exceptional and Extraordinary Items and Tax (I-II) | | 69,66,01,033 | 66,56,63,411 |
| IV | Exceptional Items | | - | - |
| V | Profit before Extraordinary Items and Tax (III-IV) | | 69,66,01,033 | 66,56,63,411 |
| VI | Extraordinary Items | | - | - |
| VII | Profit before Tax (V-VI) | | 69,66,01,033 | 66,56,63,411 |
| VIII | Tax Expense: | | | |
| | (1) Current Tax | | 25,24,06,459 | 22,82,90,700 |
| | (2) Deferred Tax | | (88,98,702) | (1,04,27,173) |
| | (3) Previous Year Income Tax | | - | 60,81,168 |
| IX | Profit/(Loss) from the period from Continuing Operations (VI-VIII) | | 45,30,93,276 | 44,17,18,716 |
| X | Profit/(Loss) from Discontinuing Operations | | - | - |
| XI | Tax Expense of Discontinuing Operations | | - | - |
| XII | Profit/(Loss) from Discontinuing Operations (X-XI) | | - | - |
| XIII | Profit/(Loss) for the period (IX+XII) | | 45,30,93,276 | 44,17,18,716 |
| XIV | Earning per Equity Share: | 27 | | |
| | (1) Basic | | 11.17 | 10.82 |
| | (2) Diluted | | 11.17 | 10.82 |

Notes to the Accounts & Significant Accounting Policies annexed
Notes referred to above form an integral part of these Financial Statements
Signed in terms of our Report of even date

FOR R. LAL & COMPANY
Chartered Accountants
Firm Reg. No. 000926C

Sd/-
(CA. RAM LAL AGRAWAL)
Proprietor
Membership No. 017583

Date : 7th May, 2016
Place : Delhi

FOR P M S & Co.
Chartered Accountants
Firm Reg. No. 013398C

Sd/-
(CA. SHILPI AGARWAL)
Partner
Membership No. 405692

For and on behalf of the Board
Sd/-
SUNIL AGARWAL Managing Director

Sd/-
HARISH SINGH Executive Director

Sd/-
DR. ARUN GOPAL AGARWAL Director

Sd/-
VISHAL SHARMA Company Secretary



अर्थ: समाजस्य न्यासः

S. E. Investments Limited

Consolidated Cash Flow Statement

(Amount in ₹)

| Sr. No. | Particulars | 31.03.2016 | 31.03.2015 |
|------------|--|-----------------------|-----------------------|
| A | Cash Flow from Operating Activities: | | |
| | Net Profit before tax and extraordinary items and Interest | 1,36,31,88,822 | 1,24,65,17,956 |
| | Adjustments for | | |
| I | Depreciation | 45,82,066 | 86,57,881 |
| II | Preliminary Expenses W/O | 41,003 | 1,02,62,126 |
| III | Deferred Expense W/O | 4,93,42,720 | 4,47,59,730 |
| IV | Profit/loss on Sale of Investments/Assets | 1,42,53,764 | (1,43,41,848) |
| | Operating Profit before working capital changes | 1,43,14,08,375 | 1,29,58,55,845 |
| | Adjustments for | | |
| I | Change in Trade & Other Receivable (L&A) | (41,90,39,424) | (23,41,16,619) |
| II | Change in Inventories | (95,44,03,118) | (47,66,72,244) |
| III | Change in Trade Payable & other Current Liabilities | 2,70,50,234 | 36,05,27,321 |
| IV | Misc. Expenses | (2,09,63,760) | (1,98,42,104) |
| | Cash generated from Operations | 6,40,52,307 | 92,57,52,199 |
| I | Interest paid | (66,65,87,789) | (58,08,54,545) |
| II | Income Tax paid | (12,17,65,000) | (11,24,55,000) |
| III | Paid Expenses on CSR | (1,80,00,000) | (1,95,00,000) |
| | Cash flow before Extraordinary Items | (74,23,00,483) | 21,29,42,654 |
| I | Extraordinary items | - | - |
| | Net Cash from Operating Activities | (74,23,00,483) | 21,29,42,654 |
| B | Cash Flows from Investing Activities: | | |
| I | Purchase of Fixed Assets | (43,21,834) | (1,38,94,771) |
| II | Sale of Fixed Assets | 10,20,000 | - |
| III | Purchase/transfer of Investments | 3,89,64,561 | 21,65,69,015 |
| | Net Cash from Investing activities | 3,56,62,727 | 20,26,74,244 |
| C | Net Cash from Financing Activities: | | |
| I | Payment of Long Term Borrowings | - | (13,93,94,909) |
| II | Proceeds from Long Term Borrowings | 10,48,58,157 | - |
| III | Payment of Long Term Liabilities | (19,69,55,194) | (9,49,31,962) |
| IV | Proceeds from Short Term Borrowings | 1,48,10,86,944 | - |
| V | Payment of Short Term Borrowing | - | (7,32,93,827) |
| VI | Dividend Paid | (5,16,69,136) | (4,90,09,214) |
| VII | Redemption of Preference Shares | (50,00,00,000) | - |
| | Net Cash from Financing activities | 83,73,20,770 | (35,66,29,912) |
| | Net Increase in cash & cash equivalents | 13,06,83,015 | 5,89,86,987 |
| | Cash & Cash equivalents at beginning of period | 14,85,97,403 | 8,96,10,417 |
| | Cash & Cash equivalent at end of period | 27,92,80,418 | 14,85,97,403 |

Signed in terms of our Report of even date

FOR R. LAL & COMPANY
Chartered Accountants
Firm Reg. No. 000926C

Sd/-
(CA. RAM LAL AGRAWAL)
Proprietor
Membership No. 017583

Date : 7th May, 2016
Place : Delhi

FOR P M S & Co.
Chartered Accountants
Firm Reg. No. 013398C

Sd/-
(CA. SHILPI AGRAWAL)
Partner
Membership No. 405692

Sd/-
SUNIL AGARWAL

For and on behalf of the Board

Managing Director

Sd/-
HARISH SINGH

Executive Director

Sd/-
DR. ARUN GOPAL AGARWAL

Director

Sd/-
VISHAL SHARMA

Company Secretary

AUDITORS' REPORT

We have verified the attached Cash Flow Statement of S. E. Investments Limited, derived from audited consolidated financial statements and the books and records maintained by the Company for the year ended 31st March 2016 and 31st March 2015 and found the same in agreement here with.

Date : 7th May, 2016
Place : Delhi

FOR R. LAL & COMPANY
Chartered Accountants
Firm Reg. No. 000926C
Sd/-
(CA. RAM LAL AGRAWAL)
Proprietor
Membership No. 017583

FOR P M S & Co.
Chartered Accountants
Firm Reg. No. 013398C
Sd/-
(CA. SHILPI AGRAWAL)
Partner
Membership No. 405692

SIGNIFICANT ACCOUNTING POLICIES AND NOTES ON ACCOUNTS ON CONSOLIDATED ACCOUNTS

A. PRINCIPLE OF CONSOLIDATION

The Consolidated Financial Statements relate to S. E. Investments Ltd. (the Company) and its subsidiary Nupur Finvest Pvt. Ltd. The Consolidated Financial Statements have been prepared on the following basis:

- a) The Consolidated Financial Statements have been prepared in accordance with Accounting Standard (AS) 21- "Consolidated Financial Statements". The financials are combined on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after fully eliminating intra- group balances and intra- group transactions.
- b) Investment in Associate Companies has been accounted under the equity method as per AS 23- "Accounting for Investments in Associates in Consolidated Financial Statements".
- c) As far as possible, the Consolidated Financial Statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented in the same manner as the Company's separate financial statements.

B. INVESTMENTS OTHER THAN IN SUBSIDIARIES AND ASSOCIATES

Investments other than in subsidiaries and associates have been accounted as per Accounting Standards AS 13 on "Accounting for Investments".

C. OTHER SIGNIFICANT ACCOUNTING POLICIES

These are set out under "Significant Accounting Policies" as given in the Company's separate financial statements.



अर्थ: समाजस्य न्यासः

S. E. Investments Limited

Notes Forming Integral Part of the Consolidated Financial Statements as at 31st March 2016

Note 1 : Share Capital

| Sr. No. | Particulars | ₹ | ₹ |
|----------|---|-----------------------|-----------------------|
| 1 | AUTHORIZED CAPITAL | | |
| | 12,00,00,000 Equity Shares of Rs 10 per share | 1,20,00,00,000 | 1,20,00,00,000 |
| | 50,00,000 Preference Shares of Rs. 10 each | 5,00,00,000 | 5,00,00,000 |
| | | 1,25,00,00,000 | 1,25,00,00,000 |
| 2 | ISSUED, SUBSCRIBED CAPITAL | | |
| | 4,05,72,500 Equity Shares of Rs 10 per Share | 40,57,25,000 | 40,57,25,000 |
| | 25,00,000(Current Year NIL) Preference Shares of Rs 10 each | - | 2,50,00,000 |
| | | 40,57,25,000 | 43,07,25,000 |
| 3 | PAID UP CAPITAL | | |
| | 405,60,000 Equity Shares of Rs 10 per Share fully paid up | 40,56,00,000 | 40,56,00,000 |
| | Add: Share Forfeited a/c (Amt originally Paid up on 12,500 Equity Shares of Rs 10 each) | 62,500 | 62,500 |
| | 25,00,000 (Current Year NIL) 10% Redeemable Preference Shares of Rs 10 each fully paid up | - | 2,50,00,000 |
| | Total in ₹ | 40,56,62,500 | 43,06,62,500 |

- Refer to Note No. 43 of SEIL notes on accounts

- More than 5% Shares- Mr. Sunil Agarwal 3,162,440 (7.80%)

Note 2 : Reserve & Surplus

| Sr. No. | Particulars | ₹ | ₹ |
|----------|--|-----------------------|-----------------------|
| 1 | Capital Reserve | 24,15,21,113 | 24,15,21,113 |
| 2 | Securities Premium Reserve | 1,46,49,91,229 | 1,93,99,91,229 |
| | Opening Balance | 1,93,99,91,229 | 1,93,99,91,229 |
| | Less:- Premium on Redemption of Preference Shares | 47,50,00,000 | - |
| 3 | Capital Redemption Reserve | 2,50,00,000 | - |
| 4 | General Reserve | 2,17,22,94,961 | 1,90,22,94,961 |
| | Opening Balance | 1,90,22,94,961 | 1,60,20,79,961 |
| | Addition during the year | 27,00,00,000 | 30,02,15,000 |
| 5 | Reserve Fund (As per RBI Act) | 85,04,02,100 | 75,65,61,715 |
| | Opening Balance | 75,65,61,715 | 66,66,07,108 |
| | Addition during the year | 9,38,40,385 | 8,99,54,607 |
| 6 | Surplus (Profit & Loss Account) | 3,57,56,010 | 4,71,52,459 |
| | Balance brought forward from Previous year | 4,71,52,459 | 6,84,49,542 |
| | Less: Transfer to General Reserve | 27,00,00,000 | 30,02,15,000 |
| | Provision on Standard Assets | 88,32,278 | 16,77,056 |
| | Expenditure incurred on Corporate Social Responsibility(CSR) | 1,80,00,000 | 1,95,00,000 |
| | Transfer to Capital Redemption Reserve | 2,50,00,000 | - |
| | Proposed Dividend on Preference Shares (previous year) & Equity Shares & Tax Thereon | 4,88,17,062 | 5,16,69,136 |
| | Reserve Fund (As per RBI Act) | 9,38,40,385 | 8,99,54,607 |
| | Add: Profit for the Period | 45,30,93,276 | 44,17,18,716 |
| | Total in ₹ | 4,78,99,65,413 | 4,88,75,21,477 |

- Refer to Note No. 43 of SEIL notes on accounts

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Note 3 : Long Term Borrowings

| | | ₹ | ₹ |
|---------|--|---------------------|--------------------|
| Sr. No. | Particulars | Current Year | Previous Year |
| 1 | Bonds / Debentures | - | - |
| 2 | Secured Term Loan | | |
| | - From Bank/ Financial Institution | | |
| | Small Industries Development Bank of India | 2,12,20,000 | 8,04,02,000 |
| | - From Other Parties | | |
| | Reliance Capital Limited | 16,40,40,157 | - |
| 3 | Unsecured loans | - | - |
| 4 | Loans & Advances From Related Parties | - | - |
| 5 | Loans from Directors including interest | - | - |
| 6 | Other Loans & Advances | - | - |
| | Total in ₹ | 18,52,60,157 | 8,04,02,000 |

- Refer to Note No. 30

Note 4 : Deferred Tax Liabilities (Net)

| | | ₹ | ₹ |
|---------|-------------------------------------|--------------------|--------------------|
| Sr. No. | Particulars | Current Year | Previous Year |
| 1 | Opening Balance | 5,44,50,973 | 6,48,78,146 |
| | Add: Provision made during the year | (88,98,702) | (1,04,27,173) |
| | Closing Balance | 4,55,52,271 | 5,44,50,973 |
| | Total in ₹ | 4,55,52,271 | 5,44,50,973 |

Note 5 : Other Long Term Liabilities

| | | ₹ | ₹ |
|---------|---|---------------------|---------------------|
| Sr. No. | Particulars | Current Year | Previous Year |
| 1 | Other Long Term Deposits including Interest thereon | 25,71,16,910 | 45,40,72,104 |
| | Total in ₹ | 25,71,16,910 | 45,40,72,104 |

Note 6 : Long Term Provisions

| | | ₹ | ₹ |
|---------|---------------------------------|--------------------|--------------------|
| Sr. No. | Particulars | Current Year | Previous Year |
| 1 | Provision For Employees Benefit | - | - |
| 2 | Others | | |
| | Provision for Standard Assets | 3,46,58,442 | 2,58,26,164 |
| | Total in ₹ | 3,46,58,442 | 2,58,26,164 |



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S. E. Investments Limited

Note 7 : Short Term Borrowings

| Sr. No. | Particulars | ₹ Current Year | ₹ Previous Year |
|----------|--|-----------------------|-----------------------|
| 1 | Secured Term Loan | | |
| | - From Bank/ Financial Institution | | |
| | Small Industries Development Bank of India | 5,92,00,000 | 13,97,52,000 |
| | - From Other Parties | | |
| | Reliance Capital Limited | 26,84,65,006 | - |
| 2 | Unsecured loans | - | - |
| 3 | Loan Against Fixed Deposits | | |
| | - From Bank | | |
| | HDFC Bank Ltd. | - | 2,78,22,100 |
| 4 | Loans & Advances From Related Parties | - | - |
| 5 | Others | | |
| | - Secured Borrowings - Cash Credit Limits | | |
| | Central Bank of India | 1,11,88,76,285 | 97,97,38,151 |
| | Punjab National Bank | 48,61,37,548 | 46,13,70,254 |
| | Corporation Bank | 43,28,55,726 | 49,15,98,045 |
| | Andhra Bank | 37,21,30,878 | 26,48,05,740 |
| | Bank of India | 30,59,83,142 | 28,65,73,026 |
| | Bank of Baroda | 21,33,88,139 | 24,98,06,051 |
| | UCO Bank | 22,10,28,824 | 21,39,74,130 |
| | IDBI Bank | 63,87,55,945 | 42,74,14,668 |
| | United Bank of India | 40,37,94,590 | 48,07,78,535 |
| | Bank of Maharashtra | 45,70,27,956 | - |
| | State Bank of Bikaner & Jaipur | 17,25,64,416 | - |
| | State Bank of Mysore | 16,88,25,757 | - |
| | Karnataka Bank | 18,56,85,432 | - |
| | Total in ₹ | 5,50,47,19,644 | 4,02,36,32,700 |

- Refer to Note no. 30 & 31

Note 8 : Other Current Liabilities

| Sr. No. | Particulars | ₹ Current Year | ₹ Previous Year |
|----------|--------------------------|-----------------------|---------------------|
| 1 | Other Liabilities | 1,01,43,40,883 | 98,72,90,649 |
| | Total in ₹ | 1,01,43,40,883 | 98,72,90,649 |

Note 9 : Short Term Provisions

| Sr. No. | Particulars | ₹ Current Year | ₹ Previous Year |
|----------|--|-----------------------|---------------------|
| 1 | Provision For Employees Benefit | - | - |
| 2 | Others | | |
| | Provision for Proposed Dividend on Preference shares and Equity shares and tax thereon | 4,88,17,062 | 5,16,69,136 |
| | Provision for Taxation | 25,24,06,459 | 22,82,90,700 |
| | Provision for Arbitration Decree Receivable | 1,11,97,82,012 | - |
| | Total in ₹ | 1,42,10,05,533 | 27,99,59,836 |

- Refer to Note no. 33 of SEIL notes on accounts

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Note 10 : Fixed Assets

(Amount in ₹)

| Sr. No. | Particulars | Gross Block | | | | Depreciation | | | | Net Block | |
|---------|--|------------------------|--------------------------|---------------------------|---------------------|------------------------|--------------------------|---------------------------|---------------------|----------------------|----------------------|
| | | Value at the beginning | Addition during the year | Deduction during the year | Value at the end | Value at the beginning | Addition during the year | Deduction during the year | Value at the end | WDV as on 31.03.2016 | WDV as on 31.03.2015 |
| I | Tangible Assets | | | | | | | | | | |
| 1 | Land | 15,90,620 | - | - | 15,90,620 | - | - | - | - | 15,90,620 | 15,90,620 |
| 2 | Building | 1,84,63,090 | 6,839 | - | 1,84,69,929 | 18,15,447 | 3,11,085 | - | 21,26,532 | 1,63,43,397 | 1,66,47,643 |
| 3 | Furniture & Fittings | 1,17,32,685 | 10,55,785 | - | 1,27,88,470 | 71,36,479 | 11,52,123 | - | 82,88,602 | 44,99,868 | 45,96,206 |
| 4 | Computer Peripheral & Software | 3,81,96,347 | 28,18,681 | - | 4,10,15,028 | 3,66,30,246 | 15,22,941 | - | 3,81,53,187 | 28,61,841 | 15,66,101 |
| 5 | Vehicles | 1,01,86,737 | - | 22,04,456 | 79,82,281 | 49,90,385 | 7,67,452 | 12,72,540 | 44,85,297 | 34,96,984 | 51,96,352 |
| 6 | Equipments, Plant & Machinery | 83,16,041 | 4,40,529 | - | 87,56,570 | 59,76,902 | 8,28,465 | - | 68,05,367 | 19,51,203 | 23,39,139 |
| | Sub Total (A) | 8,84,85,520 | 43,21,834 | 22,04,456 | 9,06,02,898 | 5,65,49,459 | 45,82,066 | 12,72,540 | 5,98,58,985 | 3,07,43,913 | 3,19,36,061 |
| II | Intangible Assets | - | - | - | - | - | - | - | - | - | - |
| | Sub Total (B) | - | - | - | - | - | - | - | - | - | - |
| III | Capital Work-in-progress | - | - | - | - | - | - | - | - | - | - |
| | Sub Total (C) | - | - | - | - | - | - | - | - | - | - |
| IV | Intangible Assets Under Development | - | - | - | - | - | - | - | - | - | - |
| | Sub Total (D) | - | - | - | - | - | - | - | - | - | - |
| | Total [A+B+C+D] (Current Year) | 8,84,85,520 | 43,21,834 | 22,04,456 | 9,06,02,898 | 5,65,49,459 | 45,82,066 | 12,72,540 | 5,98,58,985 | 3,07,43,913 | 3,19,36,061 |
| | (Previous Year) | 16,52,85,429 | 1,38,94,771 | - | 17,91,80,200 | 13,85,86,258 | 86,57,881 | - | 14,72,44,139 | 3,19,36,061 | 2,66,99,171 |



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Note 11 : Non Current Investments

| Sr. No. | Particulars | ₹ Current Year | ₹ Previous Year |
|---------|--|---------------------|--------------------|
| 1 | Investment in Equity Shares of Group Companies | 23,90,30,800 | - |
| 2 | In Fixed Deposits | | |
| | - With Banks | 2,19,64,998 | 2,01,60,607 |
| | - Interest accrued but not received | 12,65,060 | 14,98,459 |
| | Total in ₹ | 26,22,60,858 | 2,16,59,066 |

- Refer to Note no. 32

Note 12 : Long Term Loans and Advances

| Sr. No. | Particulars | ₹ Current Year | ₹ Previous Year |
|---------|--|---------------------|---------------------|
| 1 | Security Deposit | | |
| | a) Secured, Considered Good : | | |
| | Earnest Money Deposit | 19,00,00,000 | 19,00,00,000 |
| | Other Deposit | 14,73,425 | 7,75,985 |
| | b) Unsecured, Considered Good | - | - |
| | c) Doubtful | - | - |
| 2 | Loans & Advances to related parties | - | - |
| 3 | Other Loans & Advances | | |
| | a) Secured, Considered Good | - | 22,730 |
| | b) Unsecured, Considered Good | - | - |
| | c) Doubtful | - | - |
| | Total in ₹ | 19,14,73,425 | 19,07,98,715 |

Note 13 : Other Non Current Assets

| Sr. No. | Particulars | ₹ Current Year | ₹ Previous Year |
|---------|------------------------------|---------------------|---------------------|
| 1 | Preliminary Expenses | - | 41,003 |
| 2 | Deferred Revenue Expenditure | 12,90,25,670 | 15,74,04,629 |
| | Total in ₹ | 12,90,25,670 | 15,74,45,632 |

- Preliminary Expenses & Deferred Revenue Expenses are written off over a period of five years.

Note 14 : Current Investments

| Sr. No. | Particulars | ₹ Current Year | ₹ Previous Year |
|---------|--------------------------------------|-------------------|---------------------|
| 1 | In Short Term Fixed Deposits | | |
| | - With Banks | 41,29,344 | 3,78,24,224 |
| 2 | Interest accrued but not received | 13,712 | 68,54,385 |
| 3 | Investment in Unquoted Equity Shares | - | 25,33,72,648 |
| | Total in ₹ | 41,43,056 | 29,80,51,257 |

Refer to Note No. 32

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Note 15 : Inventories

| Sr. No. | Particulars | ₹ Current Year | ₹ Previous Year |
|---------|--|------------------------|------------------------|
| 1 | Book Debts i.e. Advances made against agreements secured by property/vehicles and/or other assets and/or personal guarantees excluding unexpired finance charges etc including overdue installments at book value considered good. (As certified by the management) | 11,06,73,44,044 | 10,11,29,40,926 |
| | Total in ₹ | 11,06,73,44,044 | 10,11,29,40,926 |

Note 16 : Cash & Cash Equivalents

| Sr. No. | Particulars | ₹ Current Year | ₹ Previous Year |
|---------|---|---------------------|---------------------|
| 1 | Cash-in-Hand | | |
| | Cash Balances | 4,31,27,003 | 4,82,22,400 |
| | Sub Total (A) | 4,31,27,003 | 4,82,22,400 |
| 2 | Bank Balances | | |
| | Current accounts with Scheduled Banks (Subject to Reconciliation) | 23,61,53,415 | 10,03,75,003 |
| | Sub Total (B) | 23,61,53,415 | 10,03,75,003 |
| | Total in ₹ [A + B] | 27,92,80,418 | 14,85,97,403 |

Note 17 : Short Terms Loans and Advances

| Sr. No. | Particulars | ₹ Current Year | ₹ Previous Year |
|---------|---|---------------------|---------------------|
| 1 | Loans & Advances to related parties | | |
| | a) Secured, Considered Good | - | - |
| | b) Unsecured, Considered Good | - | - |
| | c) Doubtful | - | - |
| 2 | Others | | |
| | Advance Recoverable in cash or in kind or for value to be considered good | | |
| | - Income Tax and TDS paid | 29,21,88,012 | 24,67,17,520 |
| | - Prepaid Expenses | 1,62,949 | 1,48,944 |
| | - Other loan and advances | 28,18,77,396 | 1,55,22,880 |
| | Total in ₹ | 57,42,28,357 | 26,23,89,344 |

Note 18 : Other Current Assets

| Sr. No. | Particulars | ₹ Current Year | ₹ Previous Year |
|---------|-------------------------------|-----------------------|--------------------|
| 1 | Arbitration Decree Receivable | 1,11,97,82,012 | - |
| | Total in ₹ | 1,11,97,82,012 | - |

Refer to Note No. 33 of SEIL notes on accounts

Note 19 : Revenue from Operations

| Sr. No. | Particulars | ₹ Current Year | ₹ Previous Year |
|---------|---------------------------------------|-----------------------|-----------------------|
| 1 | Interest on Loans | 2,05,01,61,763 | 1,90,50,96,005 |
| 2 | Income on Government Guaranteed Bonds | - | 6,88,201 |
| | Total in ₹ | 2,05,01,61,763 | 1,90,57,84,206 |



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S. E. Investments Limited

Note 20 : Employment Benefit Expenses

| Sr. No. | Particulars | ₹ Current Year | ₹ Previous Year |
|---------|---|---------------------|---------------------|
| 1 | Salaries & Establishment | 9,54,95,756 | 7,40,70,476 |
| 2 | Mg. Director's & Directors Remuneration | 5,26,80,000 | 5,26,80,000 |
| 3 | Mg. Director's & Directors House Rent Allowance | 4,20,000 | 4,20,000 |
| | Total in ₹ | 14,85,95,756 | 12,71,70,476 |

- No remuneration has been paid to Directors except remuneration to Managing Director, Whole time Director and Executive Director. The remuneration paid to Managing Director, Whole Time Director and Executive Director during the F. Y. 2015-16 is Rs. 5,31,00,000 (Previous year Rs. 5,31,00,000) which is less than the permitted u/s 197 read with Schedule V of the companies Act 2013.

Note 21 : Financial Cost

| Sr. No. | Particulars | ₹ Current Year | ₹ Previous Year |
|---------|-------------------------------------|---------------------|---------------------|
| 1 | Interest Discounting & Bank Charges | 66,65,87,789 | 58,08,54,545 |
| | Total in ₹ | 66,65,87,789 | 58,08,54,545 |

Note 22 : Depreciation & Amortised Cost

| Sr. No. | Particulars | ₹ Current Year | ₹ Previous Year |
|---------|---------------------------|--------------------|--------------------|
| 1 | Depreciation | 45,82,066 | 86,57,881 |
| 2 | Preliminary Expenses w/o | 41,003 | 1,02,62,126 |
| 3 | Deferred Revenue Exp. w/o | 4,93,42,720 | 4,47,59,730 |
| | Total in ₹ | 5,39,65,789 | 6,36,79,737 |

Note 23 : Other Expenses

| Sr. No. | Particulars | ₹ Current Year | ₹ Previous Year |
|---------|---|---------------------|---------------------|
| 1 | Car & Scooter Expenses | 98,77,722 | 76,74,067 |
| 2 | Travelling Expenses | 4,41,03,193 | 3,31,47,974 |
| 3 | Repair & Maintenance Expenses | 59,25,196 | 39,91,824 |
| 4 | Insurance Expenses | 3,68,515 | 3,39,490 |
| 5 | Electricity & Water Expenses | 30,33,750 | 20,57,730 |
| 6 | Rates & Taxes | 29,231 | 43,199 |
| 7 | Legal Expenses & Professional Fees | 4,91,92,312 | 2,77,11,135 |
| 8 | Printing & Stationery | 1,03,52,190 | 84,30,336 |
| 9 | Postage & Telephone Expenses | 79,63,251 | 65,55,300 |
| 10 | Bad Debts Written off | 14,53,33,379 | 20,88,65,089 |
| 11 | Auditors Remuneration | 1,01,78,125 | 1,00,54,375 |
| 12 | Rent | 96,94,317 | 90,69,048 |
| 13 | Rebate, Remission & Brokerage | 67,77,583 | 56,24,724 |
| 14 | Advertisement & Business Promotion Expenses | 12,83,97,578 | 12,67,88,786 |
| 15 | Recovery Expenses | 43,39,408 | 37,72,770 |
| 16 | Office and General Expenses | 3,45,91,882 | 2,86,32,038 |
| 17 | Loss on sale of assets/shares | 1,42,53,764 | (1,43,41,848) |
| | Total in ₹ | 48,44,11,396 | 46,84,16,037 |

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Note 24 : Remuneration to Auditors

| | | ₹ | ₹ |
|---------|---------------------------------------|--------------------|--------------------|
| Sr. No. | Particulars | Current Year | Previous Year |
| 1 | For Statutory Audit | 21,50,000 | 21,23,600 |
| 2 | Tax Audit | 18,27,500 | 18,05,060 |
| 3 | For Certification work/other services | 62,00,625 | 61,25,715 |
| | Total ₹ | 1,01,78,125 | 1,00,54,375 |

Note 25 : The SEIL has given Corporate guarantee for the loan of Rs. 2000 lacs & Rs. 5360 lacs taken by its wholly owned Subsidiary Company from Karnataka Bank & Reliance Capital Limited respectively.

Note 26 : No amount is payable to Small Scale Industrial Undertakings. The Company has not received any intimation from suppliers regarding their status under the Micro, Small and Medium Enterprises Act, 2006 and hence disclosures, if any relating to amounts unpaid as at the year end together with interest paid/payable as required under the Act can not be furnished.

Note 27 : Earning per Share:

| | | ₹ | ₹ |
|---------|---|--------------|---------------|
| Sr. No. | Particulars | Current Year | Previous Year |
| 1 | Net profit for the year (After Tax) | 45,30,93,276 | 44,17,18,716 |
| 2 | Proposed Preference shares dividend and tax thereon | — | 29,99,853 |
| 3 | No. of Equity Shares (Weighted) | 4,05,60,000 | 4,05,60,000 |
| 4 | Basic and diluted Earning per share | 11.17 | 10.82 |

Note 28 : Figures for the previous year have been regrouped/rearranged/reclassified wherever considered necessary.

Note 29 : Disclosures of related party transaction :

Refer note no. 29 (A, B & C) of the SEIL notes on accounts.

D. Disclosures required for related party transactions:

(₹ in Lacs)

| | KMP & Relative Relative | Enterprise over which significant influence exercised by KMP/Directors | Total |
|--|----------------------------|---|-------|
| Transactions during the year | | | |
| Remuneration | 531 | - | 531 |
| Loan received | - | - | - |
| Loans given | - | - | - |
| Purchase of Fixed Asset | - | - | - |
| Rendering of Services/Sale of Portfolio | 9 | 1.89 | 10.89 |
| Interest paid | - | - | - |
| Interest / Dividend Received | - | - | - |
| Amount outstanding at Balance Sheet date | | | |
| —Amount Payable | - | - | - |
| —Amount Receivable | - | - | - |



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S. E. Investments Limited

Notes:

- (1) Related party relationship is as identified by the Company on the basis of information available with them and accepted by the auditors as correct.
- (2) No amount has been written off or written back during the year in respect of debt due from or to related parties.
- (3) Company has entered into transactions with certain parties as listed above during the year under consideration. Full disclosures have been made and the Board considers such transactions to be in normal course of business and at rates agreed between the parties.
- (4) The key management personnel and their relatives have given personal guarantees and collaterals for loans raised by the Company but Company has not provided any guarantee to these persons nor paid any consideration for furnishing such guarantees.

Note 30 : Term Loan details:

During the year, the Nupur Finvest Pvt. Ltd. has taken two term loans from Reliance Capital Limited, which are fully secured by first charge on hypothecation of book debts, personal guarantees of Directors and Corporate guarantee of its holding Company, the details are as under:-

(₹ in Lacs)

| Name of Financial Institution | Date of Sanction | Sanctioned Amount | Rate of Interest | Terms of Repayment | Maturity Date |
|-------------------------------|---------------------------------|-------------------|------------------|-------------------------|-----------------|
| Reliance Capital Ltd. | 28 th August, 2015 | 2,575.00 | 14.50% | 24 monthly Installments | September, 2017 |
| Reliance Capital Ltd. | 28 th December, 2015 | 2,485.00 | 14.50% | 24 monthly Installments | January, 2018 |

For other details of term loans refer note no. 31 of SEIL notes on accounts.

Note 31 : Working Capital Borrowing

During the year, the Nupur Finvest Pvt. Ltd. has availed a working capital facility from Karnataka Bank Ltd. Delhi. This facility is secured by hypothecation of book debts / receivables, equitable mortgage on office premises belonging to the guarantor, personal guarantee of Directors and Corporate guarantee of its holding Company & another Company who stood as guarantor.

(₹ in Lacs)

| S. No. | Name of Bank | Sanctioned Amount | Date of Sanction | Rate of Interest |
|--------|---------------------|-------------------|---------------------------------|------------------|
| 1 | Karnataka Bank Ltd. | 2,000.00 | 28 th December, 2015 | Base Rate+2.00% |

For other details of facilities refer note no. 30 of SEIL notes on accounts.

Note 32 : Detail of Bank FDR's (principal amount) held as on 31.03.2016:

Held as Cash Collateral for Term Loan

| S. No. | Name of Bank | Purpose | Principal Amount |
|--------|----------------------|------------|------------------|
| 1 | Punjab National Bank | Over Draft | 30,00,000 |
| | | Subtotal | 30,00,000 |

For other details of Bank FDR, refer note no. 32 of SEIL notes on accounts.

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Note 33 : Additional information as required in respect of Consolidated Financial Statements:

(₹ in Lacs)

| Name of the Entity | Net Assets, i.e., total assets minus total liabilities | | Share in profit or loss | |
|-------------------------------|--|--------------------|-------------------------------------|-------------------|
| | As % of consolidated net assets | Amount | As % of consolidated profit or loss | Amount |
| 1 | 2 | 3 | 4 | 5 |
| Total Consolidated | 100.00 | 51,956.28 | - | 4,530.93 |
| Holding Co. : | | | | |
| S. E. Investments Ltd. | 90.10 | 46,810.77 (Note 1) | 96.05 | 4,352.05 (Note 2) |
| Subsidiaries - Wholly Owned : | | | | |
| Nupur Finvest Pvt. Ltd. | 9.90 | 5,145.51 | 3.95 | 178.88 |

S. E. Investments Ltd is not holding of any foreign subsidiary company/ Joint Venture

Note 1. Net of Investment in Subsidiary Company

Note 2. Net of Income from Subsidiary Company

Notes to the Accounts & Significant Accounting Policies annexed
Notes referred to above form an integral part of these Financial Statements
Signed in terms of our Report of even date

FOR R. LAL & COMPANY
Chartered Accountants
Firm Reg. No. 000926C

FOR P M S & Co.
Chartered Accountants
Firm Reg. No. 013398C

Sd/-
(CA. RAM LAL AGRAWAL)
Proprietor
Membership No. 017583

Sd/-
(CA. SHILPI AGRAWAL)
Partner
Membership No. 405692

Date : 7th May, 2016
Place : Delhi

For and on behalf of the Board

Sd/-
SUNIL AGARWAL Managing Director

Sd/-
HARISH SINGH Executive Director

Sd/-
DR. ARUN GOPAL AGARWAL Director

Sd/-
VISHAL SHARMA Company Secretary



S. E. Investments Limited

Form No. AOC-I

(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

Statement containing salient features of the financial statement of subsidiaries/associate companies /joint ventures:

Part "A": Subsidiaries

(₹ in Lacs)

| 1. | Name of the subsidiary | M/s Nupur Finvest Pvt. Ltd. |
|-----|---|---|
| 2. | Reporting period for the subsidiary concerned, if different from the holding company's reporting period | Same i.e. April 1, 2015 to March 31, 2016 |
| 3. | Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries | N.A. |
| 4. | Share capital | 536.96 |
| 5. | Reserves & surplus | 4,608.55 |
| 6. | Total assets | 11,662.80 |
| 7. | Total Liabilities | 11,662.80 |
| 8. | Investments | 30.00 |
| 9. | Turnover | 1,520.86 |
| 10. | Profit before taxation | 267.23 |
| 11. | Provision for taxation | 88.35 |
| 12. | Profit after taxation | 178.88 |
| 13. | Proposed Dividend (excluding dividend distribution tax) | 161.09 |
| 14. | % of shareholding | 100% |

Names of subsidiaries which are yet to commence operations. : N. A.

Names of subsidiaries which have been liquidated or sold during the year. : N. A.

Part "B": Associates and Joint Ventures

: NIL

FOR R. LAL & COMPANY
Chartered Accountants
Firm Reg. No. 000926C

Sd/-
(CA. RAM LAL AGRAWAL)
Proprietor
Membership No. 017583

Date : 7th May, 2016
Place : Delhi

FOR P M S & Co.
Chartered Accountants
Firm Reg. No. 013398C

Sd/-
(CA. SHILPI AGRAWAL)
Partner
Membership No. 405692

For and on behalf of the Board

| | |
|---------------------------------------|---------------------------|
| Sd/- SUNIL AGARWAL | MANAGING DIRECTOR |
| Sd/- HARISH SINGH | EXECUTIVE DIRECTOR |
| Sd/- DR. ARUN GOPAL AGARWAL | DIRECTOR |
| Sd/- VISHAL SHARMA | COMPANY SECRETARY |

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Notes



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S E INVESTMENTS LIMITED

S. E. INVESTMENTS LIMITED

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