

SMC Credits Ltd.

24, Ashoka Chambers, 5-B Rajindra Park, Pusa Road, New Delhi – 110060

CIN: L65910DL1992PLC049566

Email id: smccorp011@gmail.com

Ph: 011-45012880

Website: www.smccredits.com

December 02, 2020

BSE Limited

Phiroz Jeejeebhoy Towers

Dalal Street,

Mumbai – 400001

Scrip Code: 532138

Sub: Submission of Notice of Annual General Meeting and Annual Report for the financial year 2019-20

Dear Sir,

We hereby enclose herewith the Notice of 28th Annual General Meeting of the Company scheduled to be held on Monday, 28th December, 2020 as informed.

Further, pursuant to Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Annual Report of the Company for financial year 2019-20 is also attached herewith.

Kindly take the above submissions to your records.

This is for your information and record.

For SMC Credits Limited



Suma Ashish Parikh

Company Secretary and Compliance Officer

Encl:

1. Notice to Annual General Meeting
2. Annual Report for the f.y. 2019-20

SMC CREDITS LIMITED

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NOTICE

Notice is hereby given that the 28th Annual General Meeting of the company will be held on Monday the 28th December, 2020 at 5.00 P.M at the registered office of the Company to transact the following business:-

ORDINARY BUSINESS:

1. To receive, consider and adopt the financial statements of the company for the financial year ended 31st March, 2020, together with the report of the Board of Directors and Auditors' thereon.
2. To appoint the Director in place of Mr. Yashpriya Devpriya Arya (DIN :00505675) who retire by rotation and being eligible, offer himself for re-appointment.

SPECIAL BUSINESS:

Item No.3 To authorize under Section 180(1)(a) of the Companies Act, 2013 to sell, lease or otherwise dispose of, to mortgage/ create charges on the properties of the Company

To consider and if thought fit to pass with or without modification(s) the following resolution as a Special resolution:

“RESOLVED FURTHER THAT pursuant to Section 180(1)(a) of the Companies Act, 2013 and relevant rules made thereto including any statutory modifications or re-enactments thereof, consent of the members of the company be and is hereby accorded to the Board of Directors of the Company to pledge, mortgage, hypothecate and/or charge in such form and manner and on such terms and at such time(s) as the Board of Directors may deem fit, on all or any of the movable and / or immovable assets and properties of the Company, wherever situate, both present and future, whether presently belonging to the Company or not, in favour of any person including, but not limited to, financial / investment institution(s), bank(s), insurance company(ies), mutual fund(s), corporate body(ies), trustee(s) to secure the loans, borrowings, debentures, hire purchase and / or working capital facilities and other credit facilities of the Company up to a sum not exceeding Rs.500,00,00,000/- (Rupees Five Hundred Crore Only) or such other amount as per the borrowing limits of the Company determined by the members of the Company under Section 180(1)(c) of the Act from time to time.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to execute and finalize the form, extent and manner of, and the documents and deeds, as may be applicable, for creating the aforesaid appropriate mortgages and/or charges on such of the immovable and / or movable properties of the Company on such terms and conditions and at such time(s) / tranch(es) as may be decided by the Board of Directors in consultation with the lenders and for reserving the

aforesaid right and for performing all such acts and things as may be necessary for giving effect to this resolution.”

Item No. 4.To authorize to borrow in excess of the paid-up capital and free reserves pursuant to Section 180(1)(c) of the Companies Act, 2013

To consider and if thought fit to pass with or without modification(s) the following resolution as a **Special resolution**:

“RESOLVED THAT pursuant to Section 180(1)(c) of the Companies Act, 2013 and relevant rules made thereto including any statutory modifications or re-enactments thereof, consent of the members be and is hereby accorded to the Board of Directors of the Company to borrow from time to time, for the purpose of the Company’s business, such sum or sums of money, as they in their absolute discretion think fit, notwithstanding that the monies so borrowed together with the monies already borrowed by the Company and remaining outstanding may exceed the aggregate of the paid-up share capital and free reserves, provided the sums so borrowed and remaining outstanding at any time shall not exceed Rs.500,00,00,000/- (Rupees Five Hundred Crores Only).

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to finalize the form, extent and manner of, and the documents and deeds, as may be applicable, for creating the appropriate mortgages and/or charges on such of the immovable and / or movable properties of the Company on such terms and conditions and at such time(s) / tranche(s) as may be decided by the Board of Directors in consultation with the lenders and for reserving the aforesaid right and for performing all such acts and things as may be necessary for giving effect to this resolution.”

Item No. 5: To approve the limits for the Loans and Investment by the Company in terms of the provisions of the Section 186 of the Companies Act, 2013

To consider and if thought fit to pass with or without modification(s) the following resolution as a **Special resolution**:

"RESOLVED THAT pursuant to the provisions of Section 186 of the Companies Act, 2013, read with The Companies (Meetings of Board and its Powers) Rules, 2014 as amended from time to time and other applicable provisions of the Companies Act, 2013 (including any amendments thereto or re-enactments thereof for the time being in force), if any, the approval of the members of the Company be and is hereby accorded to the Board to (a) give any loan to any body corporate(s) / person (s); (b) give any guarantee or provide security in connection with a loan to any body corporate(s) / person (s); and (c) acquire by way of subscription, purchase or otherwise, securities of any body corporate from time to time in one or more tranches as the Board of Directors as in their absolute discretion deem beneficial and in the interest of the Company, for an amount not exceeding Rs.500,00,00,000/- (Rupees Five Hundred Crores Only) outstanding at any time notwithstanding that such investments, outstanding loans given or to be given and guarantees and security provided are in excess of the limits prescribed under Section 186 of the Companies Act, 2013.

RESOLVED FURTHER THAT for the purpose of giving effect to the above, Board of Directors of the Company and/or any person authorized by the Board from time to time be and is hereby empowered and authorised to take such steps as may be necessary for obtaining approvals, statutory or otherwise, in relation to the above and to settle all matters arising out of and incidental thereto and to sign and to execute deeds, applications, documents and writings that may be required, on behalf of the Company and generally to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution.”

Place : New Delhi
Dated :05.11.2020

By Order of the Board
-Sd-

Chairman
(Prasahesh Arya)
DIN:00006507

NOTES:

- 1. A member entitled to attend and vote at the Annual General Meeting (the “Meeting”) is entitled to appoint a proxy to attend and vote on a poll instead of himself/herself and the proxy need not be a member of the Company. The instrument appointing the proxy should, however, be deposited at the registered office of the Company not less than forty eight hours before the commencement of the meeting.**

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

2. The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in this Notice under Note No. 20. The Company will also send communication relating to remote e-voting which inter alia would contain details of User ID and password.
3. Corporate members intending to send their authorized representatives to attend the Meeting are requested to send to the Company a certified true copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
4. Members are requested to bring their attendance slip along with their copy of Annual Report to the Meeting.
5. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.

6. Relevant documents referred to in the accompanying Notice and the Statement are open for inspection by the members at the Registered Office of the Company on all working days, except Saturdays, during business hours up to the date of the meeting.
7. The Company has notified closure of Register of Members and Share Transfer Books from Monday, 21st December, 2020 to Monday, 28th December, 2020, both days inclusive.
8. The Notice of 28th Annual General Meeting and Annual Report for the year 2019-20 are being sent only by electronic mode to those Members whose email address was registered with the Company/Depositories unless any Member has requested for a Physical Copy of the same. Members may please note that this Notice and Annual Report for the year 2019-20 has been uploaded on the Company's website: www.smccredits.com, website of the Stock Exchange i.e. BSE Ltd at www.bseindia.com and on the website of Registrar and Share Transfer Agent ('RTA') of the Company i.e. Beetal Financial & Computer Services Pvt. Ltd at <https://www.beetalfinancial.com>.
9. Members who have not registered their e-mail address with the Company can now register the same by sending an email to Company Secretary and Compliance Officer of the Company at smccorp011@yahoo.co.in and/or by sending a request to RTA through email beetalrta@gmail.com
10. Attendance Slip, Proxy Form and Route map of the venue are annexed to the Notice.
11. An Explanatory Statement pursuant to Section 102 (1) of the Act, in respect of special business to be transacted at the AGM, as set out under item no. 3, 4 and 5 above and the relevant details of the Directors seeking re-appointment under item No. 2 above as required under Regulation 26(4) and 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) and as required under Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India.
12. Members are requested to send their queries, if any, on the accounts and operations of the Company to the Company at its email id smccorp011@yahoo.co.in at least a week in advance, so that relevant information may be made available, if the Company permits such information to be furnished.
13. Members holding shares in electronic form are requested to intimate immediately any change in their address or bank mandates to their Depository Participants with whom they are maintaining their demat account(s). Members holding shares in physical form are requested to advise any change in their address or bank mandate immediately to the Company/ to the RTA i.e. M/S Beetal Financial & Computer Service Private Limited.
14. SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participant with whom they are maintaining their demat account(s). Members holding shares in physical form can submit their PAN to the Company/ to the RTA i.e. Beetal Financial & Computer Service Private Limited.

15. Pursuant to Section 72 of the Companies Act, 2013, shareholders holding shares in electronic/demat form may file nomination in the prescribed Form SH-13 (in duplicate) with the respective Depository Participant and in respect of shares held in physical form, the nomination form may be filed with the RTA i.e. Beetal Financial & Computer Service Private Limited.
16. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to the RTA i.e. Beetal Financial & Computer Service Private Limited, for consolidation into a single folio.
17. Members are requested to furnish or update their e-mail IDs with the Registrar for sending the soft copy of the Notice, Annual Report, remote e-voting ID & Password and all other communications from the Company electronically vide Circular No. 17/2011 dated April 21, 2011 and Circular No. 18/2011 dated April 29, 2011 issued by the Ministry of Corporate Affairs.
18. Members are requested to send their queries, if any, on the accounts and operations of the Company to the Company at its email id smccorp011@gmail.com at least a week in advance, so that relevant information may be made available, if the Company permits such information to be furnished.
19. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
20. Information and other instructions relating to e-voting are as under:
 - I. In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide remote e-voting facility to the members of the Company to exercise their right to vote in respect of the resolutions to be passed at the 28th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL).
 - II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right to vote at the meeting through ballot paper.
 - III. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

- IV. The remote e-voting period will commence on 25th December, 2020 (10:00 a.m.) and ends on 27th December, 2020 (5:00 p.m). During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 21st December, 2020, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- V. The process and manner for remote e-voting are as under:

Step 1 : Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

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

Details on Step 1 is mentioned below:

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholders' section.
3. A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details will be as per details given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****.

c) For Members holding shares in Physical Form.	<p>EVEN Number followed by Folio Number registered with the company</p> <p>For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***</p>
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5. Your password details are given below:

- a. If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
 - b. If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need enter the 'initial password' and the system will force you to change your password.
 - c. How to retrieve your 'initial password'?
 - i. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The pdf file contains your 'User ID' and your 'initial password'.
 - ii. If your email ID is not registered, your 'initial password' is communicated to you on your postal address.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
- a. Click on "[Forgot User Details/Password?](#)" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b. "[Physical User Reset Password?](#)" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c. If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Details on Step 2 is given below:

How to cast your vote electronically on NSDL e-Voting system.

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

General Guidelines for shareholders:

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer (Mr. Neeraj Arora, PCS, Membership No. FCS 10781 & CP No. 16186) by e-mail to csneerajarora@gmail.com with a copy marked to evoting@nsdl.co.in.
 2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on www.evoting.nsdl.com to reset the password.
 3. In case of any queries, you may refer to the Frequently Asked Questions (FAQs) for members and e-voting user manual for members available at the Downloads sections of www.evoting.nsdl.com or contact NSDL at the following toll free no.: 1800-222-990 or send a request to (Ms. Pallavi Mhatre, Manager, Phone No. 022-24994545) also can write at evoting@nsdl.co.in/pallavid@nsdl.co.in.
- VI. The voting rights of members shall be in proportion to their shares of the paid up equity share capital of the company as on the cut-off date of 21st December, 2020.

- VII. Any person, who acquires shares of the Company and become member of the Company after dispatch of the notice and holding shares as of the cut-off date i.e. 21st December, 2020 may obtain the login ID and password by sending a request at evoting@nsdl.co.in or the Company/RTA. However, if you are already registered with NSDL for remote e-voting then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" option available on www.evoting.nsdl.com or contact NSDL at the toll free no.:1800-222-990.
- VIII. A member may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again at the AGM.
- IX. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting as well as voting at the AGM through ballot paper.
- X. The Board of Directors have appointed Mr. Neeraj Arora, Practising Company Secretary (M. No. F10781 & C.P. No. 16186) as the Scrutinizer to scrutinize the remote e-voting process and voting at the e-AGM in a fair and transparent manner..
- XI. The Chairman shall, at the AGM, at the end of discussion on the resolutions on which voting is to be done, allow voting with the assistance of scrutinizer by using "Ballot Paper" for those members who are present at the AGM but have not cast their votes by availing the remote e-voting facility.
- XII. The Scrutinizer shall after the conclusion of voting at the general meeting, will first count the votes cast at the meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than three days of the conclusion of the AGM, a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
- XIII. The results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.smccredits.com and on the website of NSDL immediately after the declaration of result by the Chairman or a person authorized by him in writing. The results shall also be immediately forwarded to the BSE Ltd., Mumbai.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to i.e.smccorp011@gmail.com.

2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to smccorp011@gmail.com.
21. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker may send their request mentioning their name, demat account number/folio number, email id, mobile number at smccorp011@gmail.com.
22. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at smccorp011@gmail.com. The same will be replied by the company suitably.
23. Pursuant to regulation of 36 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, a brief profile and other details of Directors for reappointment vide item no. 2 as follows :

S.N	Particulars	Mr. YashpriyaDevpriya Arya
1	DIN	DIN :00505675
2	Date of Birth	September 20, 1965
3	Date of appointment	03/10/2006
4	Qualifications	B.A (Hindu College, Sonapat)
5	Number of Shares held in the Company	NIL
6	Relationship with any Director(s) of the Company	NA
7	Experience in specific functional areas	Administrative & Liaisoning work for the purpose of Business requirements of the Company.
8	Directorship in other listed company	NIL
9	Membership/ Chairmanship of Committees of listed entities (including only Audit Committee and Stakeholders Relationship Committee)	Audit Committee : SMC Credits Limited Stakeholder Relationship Committee : SMC Credits Limited

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 (“the Act”) The following statement sets out all material facts relating to the Special Business mentioned in Item No. 3, 4 & 5 of the accompanying notice:

ITEM NO. 3:

To authorise under Section 180(1)(a) of the Companies Act, 2013 to sell, lease or otherwise dispose of, to mortgage/ create charges on the properties of the Company

In terms of the provisions of section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013 and rules thereof (as amended from time to time), the Board of Directors of the Company requires shareholders’ approval by way of Special Resolution to increase the limits for mortgage and/or charge, in addition to any other mortgage/ charges created/ to be created by the Company, on all or any of the immovable and movable (both tangible and intangible) properties of the company, wherever situated, both present and future or the whole or substantially the whole of the undertaking or undertakings of the Company in such form and manner and with such ranking and at such time and on such terms as the Board of Directors may think fit, together with power to take over the management of the business and concern of the Company, for securing any loans and/or advances already obtained or that may be obtained from any financial institutions/Banks/insurance companies or person or persons by the Company or any of its associates and/or subsidiaries or any other body corporate, and/or to secure any debentures issued and/or that may be issued by the Company, within the overall limit of Rs. 500 Crore (Rupees Five Hundred Crores only), and all interests, compound /additional interest, liquidated damages, commitment charges, prepayment premium, fees, costs, charges, expenses and all other moneys payable by the Company or its associates, subsidiaries or any body corporate, in terms of the finance documents to the concerned lenders (including their agent(s) and trustees).

In view of the above, the Board of Directors recommends passing of resolutions as Special Resolutions.

None of the Directors or Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the Special Resolution except to the extent of their shareholding in the Company, if any.

Item No. 4.

To authorize to borrow in excess of the paid-up capital and free reserves pursuant to Section 180(1)(c) of the Companies Act, 2013

Keeping in view the Company's existing and future financial requirements to support its business operations, the Company needs additional funds. For this purpose, the Company is desirous of raising finance from various Banks and/or Financial Institutions and/ or any other lending institutions and/or Bodies Corporate and/or such other persons/ individuals as may be considered fit, which, together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in ordinary course of business) may exceed the aggregate of the paid-up capital and the free reserves of the Company. Hence it is proposed to increase the maximum borrowing limits upto Rs. 500 Crores (Rupees Five Hundred Crores only). Pursuant to Section 180(1)(c) of the Companies Act, 2013, the Board of Directors cannot borrow more than the aggregate amount of the paid-up capital of the Company and its free reserves at any one time except with the consent of the members of the Company in a general meeting.

In view of the above, the Board of Directors recommends passing of resolution as Special Resolution.

None of the Directors or Key Managerial Personnel of the Company and their relatives is concerned or interested, financially or otherwise, in the Special Resolution except to the extent of their shareholding in the Company, if any.

ITEM NO. 5:

To approve the limits for the Loans and Investment by the Company in terms of the provisions Section 186 of the Companies Act, 2013

In order to make optimum use of funds available with the Company and also to achieve long term strategic and business objectives, the Board of Directors of the Company proposes to make use of the same by making investment in other bodies corporate or granting loans, giving guarantee or providing security to other persons or other body corporate or as and when required.

Pursuant to the provisions of section 186(3) of the Companies Act, 2013 and rules made there under, the Company needs to obtain prior approval of shareholders / members by way of special resolution passed at the General Meeting in case the amount of investment, loan, guarantee or security proposed to be made is more than the higher of sixty percent of the paid up share capital, free reserves and securities premium account or one hundred percent of free reserves and securities premium account.

Accordingly, the Board of Directors of the Company proposes to obtain approval of shareholders by way of special resolution as contained in the notice of the Annual General Meeting for an amount not exceeding Rs. 500 Crores outstanding at any time notwithstanding that such investments, outstanding loans given or to be given and guarantees and security provided are in excess of the limits prescribed under Section 186 of the Companies Act, 2013.

The Directors therefore, recommend the Special Resolution for approval of the shareholders.

None of the Directors, Key Managerial Personnel of the Company or their relatives or any of other officials of the Company as contemplated in the provisions of Section 102 of the Companies Act, 2013 is, in any way, financially or otherwise, concerned or interested in the resolution.

Place : New Delhi

By Order of the Board

Dated :05/11/2020

Sd/-

Chairman
(Prasahesh Arya)
DIN:00006507

SMC CREDITS LIMITED

CIN: L65910DL1992PLC049566

Registered Office: 24, Ashoka Chambers, 5-B, Rajindra Park, Pusa Road, New Delhi 110 060

ATTENDANCE SLIP

28th Annual General Meeting, Monday , 28th December,2020 at the registered office of the Company at 5.00 p.m.

Regd. Folio No._____/DP ID_____/Client ID/Ben. A/C_____/No. of shares held_____

I certify that I am a registered shareholder/proxy for the registered Shareholder of the Company and hereby record my presence at the 28th Annual General Meeting of the Company on Monday, 28th December,2020 at 5.00 p.m at 24, Ashoka Chambers, 5-B, Rajindra Park, Pusa Road, New Delhi 110 060.

SMC CREDITS LIMITED

CIN: L65910DL1992PLC049566

Registered Office: 24, Ashoka Chambers, 5-B, Rajindra Park, Pusa Road, New Delhi 110 060

PROXY FORM

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

Name of the Member(s):

Registered Address:

E mail id:

Folio No/ *Client Id:

*DP Id:

I/We, being the member(s) of holding shares of SMC Credits Limited, hereby appoint:

1. _____ of _____ having e-mail ID _____ or failing him

2. _____ of _____ having e-mail ID _____ or failing him

3. _____ of _____ having e-mail ID _____ or failing him

and whose signature(s) are appended below as my/our proxy to attend and vote (on poll) for me/us and on my/our behalf at the 28th Annual General Meeting of the Company, to be held on Monday, the 28th December, 2020 at 5.00 p.m. at 24, Ashoka Chambers, 5-B, Rajindra Park, Pusa Road, New Delhi-110060 and at any adjournment thereof in respect of such resolutions as are indicated below:

S.No.	Resolutions	For	Against
1	To consider and adopt the audited financial statement of the Company for the year ended 31st March, 2020, the Statement of Profit & Loss Account for the year ended & Report of the Board of Directors and Auditors thereon.		
2	To appoint the Director in place of Mr. Yashpriya Devpriya Arya (DIN : 00505675) who retire by rotation and being eligible, offer himself for re-appointment.		
3	To authorise under Section 180(1)(a) of the Companies Act, 2013 to sell, lease or otherwise dispose of, to mortgage/ create charges on the properties of the Company		
4	To authorize to borrow in excess of the paid-up capital and free reserves pursuant to Section 180(1)(c) of the Companies Act, 2013		
5	To approve the limits for the Loans and Investment by the Company in terms of the provisions of the Section 186 of the Companies Act, 2013		

Signed this _____ day of _____ 2020

Affix
Re.1/-
Revenue
Stamp

Shareholder

Signature of

Signature of first proxy holder
holder

Signature of second proxy holder

Signature of third proxy

Notes:

(1) This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

(2) A Proxy need not be a member of the Company.

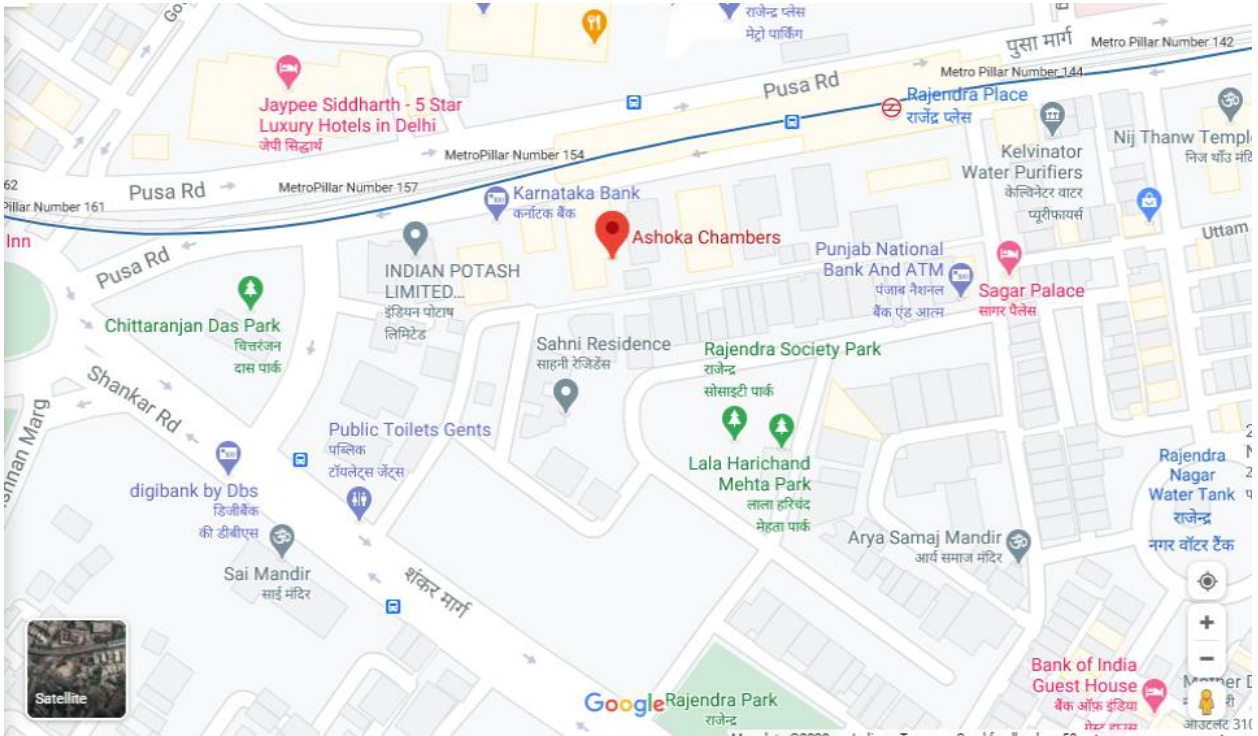
(3) A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.

** (4) This is only optional. Please put a '√' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.

(5) Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.

(6) In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated

Route Map



ANNUAL REPORT

2019-2020

SMC CREDITS LIMITED

BOARD OF DIRECTORS

Mr. Prasahesh Arya
Mr. Yashpriya Devpriya Arya
Mr. Harsh Priya Arya
Smt. Sukeerti Arya

CHIEF FINANCIAL OFFICER & MANAGER

Mr. Rajesh Goenka

**COMPANY SECRETARY
& COMPLIANCE OFFICER
Ms. SUMA ASHISH PARIKH
(November 01, 2019)**

STATUTORY AUDITORS

AVP & CO.
(Chartered Accountants)

REGISTRAR & SHARE TRANSFER AGENTS

Beetal Financial & Computer Services (P) Ltd

BANKERS

Canara Bank
HDFC Bank Ltd
AU Small Finance Bank Ltd

REGISTERED OFFICE

24, Ashoka Chambers,
5-B, Rajindra Park,
Pusa Road, New Delhi-110060

SMC CREDITS LIMITED

Regd. Off: 24, Ashoka Chambers, 5-B, Rajindra Park, Pusa Road, New Delhi-110060

CIN: L65910DL1992PLC049566

Directors' Report

To
The Members,

Your Directors take pleasure in presenting the 28th Directors' Report together with the Audited Financial Statements of the company for the financial year ended 31st March, 2020.

1. FINANCIAL RESULTS:-

The highlights of the financial statement of your Company for the year ended 31st March, 2020 along with the previous year's figures are given as under:

<u>Particulars</u>	31st March, 2020	31st March, 2019
	(Amount in Rs.)	(Amount in Rs.)
Profit before depreciation and taxation	342,39,753	247,12,974
Less: Depreciation	378,816	3,94,990
Provision for Tax		
a) Current Tax	2,103,509	19,77,246
b) Deferred Tax	(156,454)	(11,21,391)
c) prior period tax	----	---
Profit after depreciation and taxation	3,19,13,882	2,30,67,139

During the year under review your company achieved a profit of Rs.3,19,13,882 as against Rs. 2,30,67,139 for the same period last year, showing an increase of 38.35%.

2. DIVIDEND AND RESERVES:

Considering the future requirements of the Company, your Board of Directors do not recommend any dividend and have not transferred any amount to reserve for the financial year ended 31st March, 2020.

3. DIRECTORS & KEY MANAGERIAL PERSONNEL:

Directors

There is no change in the composition of Directorship of the Company. During the year, Mr. Yashpriya Devpriya Arya (DIN: 00505675), Director of the Company retires by rotation and is eligible to offer himself for re-appointment.

Key Managerial Personnel:

During the year Mr. Rajesh Goenka has been appointed as Chief Financial Officer (CFO) of the company w.e.f 24th of April, 2019.

Ms. Suma Ashish Parikh has been appointed as Company Secretary of the Company w.e.f 01st of November, 2019.

4. COVID-19

In the last month of FY 2020, the COVID-19 pandemic developed rapidly into a global crisis, forcing governments to enforce lock-downs of all economic activity. The year that started with weak demand owing to slow-down in Auto sector and other segments along with liquidity squeeze, ended with the global economy coming to an indeterminate standstill following the outbreak of COVID-19. Furthermore, the Government's decision to put the country into full lockdown during the latter phase of the fourth quarter had a major impact on the Company.

The Company is taking utmost care of its staff and work force like sanitisation, social distancing, mandatory mask wearing, thermal check at the gate, maintaining proper hygiene.

5. DIRECTORS RESPONSIBILITY STATEMENT

In accordance with the provisions of Section 134(5) of the Companies Act, 2013 the Board to the best of their knowledge and belief and based on the representation and compliance certificate received from the Operating Management and after enquiry, confirm that:—

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

(b) The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true

and fair view of the state of affairs of the Company at the end of the financial year and of the profit and loss of the Company for that period;

(c) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(d) The Directors had prepared the annual accounts on a going concern basis;

(e) The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively; and

(f) Proper internal financial controls were in place and that such internal financial controls were adequate and were operating effectively.

6. DEPOSITS

The Company has neither accepted nor renewed any deposits during the year under review. Further, there are no unclaimed or unpaid deposits lying with the Company.

7. AUDITORS REPORT

The Auditors **M/s AVP & Co.**, Chartered Accountants, will retire at the conclusion of the ensuing Annual General Meeting and being eligible, offer themselves for re-appointment from the conclusion of this Annual General Meeting till the conclusion of thirty second Annual General Meeting. The company has received a certificate from the auditor to the effect that the reappointment, if made, would be in accordance with section 139 & Section 141 of the Companies Act, 2013. The Board recommends their appointment. The observations of the Auditors have been explained wherever necessary in the appropriate notes to the Accounts and do not call for any further comments.

The Auditors' Report is self- explanatory and do not call for any further comments. The Auditors' Report does not contain any qualification, reservation or adverse remark.

8. REPORT AS PER SECTION 134 READ WITH RULE 8 AND SUB RULE 5 OF COMPANIES ACCOUNTS RULES 2014

Change in nature of business, if any: NIL

Name of Companies which have become or ceased to be its subsidiaries, Joint Ventures or associate companies during the year: Not Applicable

9. DISCLOSURES

a. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

The Company has not given any loans, guarantees or investments covered under the provisions of Section 186 of the Companies Act, 2013 during the year under review.

b. PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

During the financial year ended on 31st March, 2020, there were no materially significant related party transactions that may have potential conflict with the interest of the Company at large. Hence, there is no requirement to furnish Form AOC -2 as per Section 188 (1) of the Companies Act, 2013. **Annexure-I**

c. MATERIAL CHANGES AND COMMITMENT AFFECTING FINANCIAL POSITION OF THE COMPANY

There are no material changes and commitments, affecting the financial position which has occurred between the end of the financial year of the Company i.e. 31st March, 2020 and the date of the Directors' Report.

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

Information under Section 134(3)(m) of the Companies Act, 2013, read with rule 8(3) of the Companies (Accounts) Rules, 2014 is given below:

A. Conservation of Energy

Steps taken for Conservation of Energy	The operations of the Company are not energy-intensive. However, wherever possible, the Company endeavour to look for ways and means to achieve energy conservation in every possible way
Steps taken for utilizing alternate sources of energy	
Capital investment on energy conservation equipment	

B. Technology Absorption

Efforts in brief made towards technology absorption	The Company always follows a practice of upgrading equipment on an ongoing basis.
Benefits derived	NIL

Expenditure incurred on Research and Development	
Details of technology imported, if any	
Year of import	
Whether imported technology fully absorbed	
Areas where absorption of imported technology has not taken place, if any	

C. Foreign Exchange Earnings and Outgo - NIL

e. PARTICULARS OF EMPLOYEES

None of the employee of the Company is getting the remuneration whose particulars/information is required to be furnished Pursuant to the Rule 5(2) of Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

f. Disclosure under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

No complaint has been filed/ received under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

g. Any Significant and material orders were passed by the regulators or courts or tribunals impacting the going concern status and Company's operation in future.

No significant and material orders were passed by the regulators or courts or tribunals impacting the going concern status and Company's operations in future.

h. STOCK OPTIONS SCHEME

The Company does not have any Scheme of Stock Option for its employees, Directors etc.

i. DISCLOSURE UNDER SECTION 43(A)(III) AND SECTION 54(1)(D) OF THE COMPANIES ACT, 2013

During the year under review, the Company has not issued any shares with differential voting rights and sweat equity shares and hence, no information as required under Section 43(a)(iii) & Section 54(1)(d) of the Companies Act, 2013 read with applicable rules is required to be disclosed

j. Secretarial Audit Report

Pursuant to provisions of Section 204 of the Act and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company had appointed Mr. Neeraj Arora (M. No. 40574 & CP No. 16186), Practicing Company Secretary as its Secretarial Auditor to conduct secretarial audit of the Company for financial year 2019-20. The Secretarial Audit Report given by the Secretarial Auditors in Form no. MR-3 is annexed as **Annexure-I** and forms an integral part of this Report. There is no qualification or adverse remark in the report.

10. CORPORATE GOVERNANCE

As per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the detailed report on Corporate Governance is given separately and forms part of Annual Report and the certificate obtained from Practicing Company Secretary confirming compliance of the conditions of corporate governance is attached to the said report. As per the new clause inserted in SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, the certificate from Company Secretary in practice also forms part of Corporate Governance Report regarding none of the directors on the board of the company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/Ministry of Corporate Affairs or any such statutory authority. The same is annexed to this report as **Annexure IV**.

11. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

In terms of the SEBI (Listing Obligations and disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Management Discussion and Analysis Report is given separately and forming part of the Annual Report as **Annexure V**.

12. DECLARATION OF INDEPENDENT DIRECTORS:

The Independent Directors of the Company have given a declaration confirming that they meet the criteria of independence as prescribed under Section 149(6) of the Act and Regulation 16(b) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015.

13. PERFORMANCE EVALUATION:

Pursuant to the applicable provisions of the Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Guidance Note on Board Evaluation issued by the SEBI dated January 05, 2017, performance evaluation of

the board, its committees and individual directors has been duly done. The performance of the individual directors was evaluated on parameters, such as meeting attendance, participation and contribution, responsibility towards stakeholders and independent judgment.

The statement including the manner in which the evaluation exercise was conducted, the observations of the Board and the proposed action to be taken based on the observation of the Board is included in the Corporate Governance report forming part of this annual report.

14. NOMINATION & REMUNERATION POLICY

The Board has maintained the Nomination & Remuneration Policy and adhering to it.

The policy for selection of Directors and determining Directors independence may be accessed from Company's website at the link [www.smccredits.com](http://www.smccredits.com/details.aspx?cat=Policies) (<http://www.smccredits.com/details.aspx?cat=Policies>) and may be accessed from Company's website.

15. BOARD MEETINGS, COMMITTEES MEETINGS AND ANNUAL GENERAL MEETING:

During the financial year 2019-2020, 6 (Six) Board meetings were held. The details of meetings including dates of meetings indicating the number of meetings attended by each director are given in the Corporate Governance Report. The particulars of meeting of all Committees held during the financial year ended 31st March, 2020 are also disclosed in the Corporate Governance report. The intervening gap between two Board Meetings did not exceed 120 days.

The 27th Annual General Meeting (AGM) of the Company was held on 30th September, 2019.

16. CORPORATE SOCIAL RESPONSIBILITY:

Since the Company is not falling under any of the criteria provided under Section 135 of the Companies Act, 2013 and rules made thereunder. Hence, the provisions of Corporate Social Responsibility are not applicable on the Company.

17. CHANGES IN SHARE CAPITAL:

There has been no change in the capital structure of the Company during the year under review.

18. PREVENTION OF INSIDER TRADING:

The Company has maintained and adhering to the Code of Conduct for Prevention of Insider Trading in code of internal procedures and conduct for regulating, monitoring and reporting of trading by designated persons ("Code") in accordance with SEBI (Prohibition of Insider Trading) Regulations, 2015, as amended from time to time.

19. CODE OF CONDUCT:

The Board of Directors has approved a Code of Conduct which is applicable to the Members of the Board and Senior Management Personnel of the Company. The Company believes in "Zero Tolerance" against bribery, corruption and unethical dealings/ behaviors of any form and the Board has laid down the directives to counter such acts. The Code of Conduct is available on the Company's website [www.smccredits.com](http://www.smccredits.com/pdf/Code%20of%20Conduct.pdf) (<http://www.smccredits.com/pdf/Code%20of%20Conduct.pdf>).

20. EXTRACT OF ANNUAL RETURN:

The extract of Annual Return in Form MGT-9 as required under Section 134(3)(a) of the Act read with Rule 12 of the Companies (Management and Administration) Rules, 2014 is given in **Annexure - II** to this Report. The annual return, forming part of the Annual Report of the Company is available in the Company's website i.e. [www.smccredits.com](http://www.smccredits.com/details.aspx?cat=Statutory%20Information) (<http://www.smccredits.com/details.aspx?cat=Statutory%20Information>).

21. COMPLIANCE WITH SECRETARIAL STANDARDS:

Your Company is in Compliance with the Secretarial Standards on Meeting of the Board of Directors (SS-1) and Secretarial Standards on General Meeting (SS-2) for the financial year ended March 31, 2020.

22. VIGIL MECHANISM/ WHISTLE BLOWER POLICY:

The Company promotes ethical behaviour in all its business activities and has put in place a vigil mechanism for Directors, Employee and other person dealing with the Company for reporting illegal or unethical behaviour, actual or suspected fraud or violation of the company's Code of Conduct. The mechanism provides for adequate safeguards against victimization of Directors, employees or other persons who avail of the mechanism. In exceptional cases, Directors and employees have direct access to the Chairman of the Audit Committee.

The Company has formulated Vigil Mechanism/ Whistle Blower Policy to deal with instances of fraud and mismanagement, if any and the Company is adhering to the same.

The Whistle Blower Policy is available on the Company's website, which may be accessed at the link: [www.smccredits.com](http://www.smccredits.com/pdf/Whistle-Blower-Policy_SMC.pdf) (http://www.smccredits.com/pdf/Whistle-Blower-Policy_SMC.pdf)

23. DEVELOPMENT AND IMPLEMENTATION OF A RISK MANAGEMENT POLICY

Pursuant to section 134(3)(n) of the Companies Act, 2013 the Company has framed Risk Management Policy which lays down the framework to define, assess, monitor and mitigate the business, operational, financial and other risks associated with the business of the Company. During the year under review, the Company has not identified any element of risk which may threaten the existence of the Company.

24. GREEN INITIATIVES:

Electronic copies of the Annual Report 2019-20 and Notice of the Annual General Meeting are sent to all shareholders whose email addresses are registered with the Company. For shareholders who have not registered their email address, physical copies will be sent to them through the permitted mode. Members are requested to register their email ids with Company or RTA for receiving e-copies of Annual Report and Notice to the Annual General Meeting.

25. LISTING FEES:

The Company affirms that the annual listing fees for the year 2019-20 to BSE Limited (Bombay Stock Exchange) has been paid.

26. ACKNOWLEDGEMENT

Your Directors placed on record their appreciation for company's customer, suppliers, Bankers and Central and State Governments for their continued guidance, support and cooperation.

Your Directors place on the record their deep appreciation of contribution made by employees at all levels. Yours company's consistent growth was made possible by their Hard work, commitment, teamwork and loyalty.

The board of Directors of the company also expresses their gratitude to the share holders for their valuable and un-stinted support extended to the company throughout the year.

BY ORDER OF THE BOARD

Place : New Delhi
Dated : 27.08.2020

Sd/-
CHAIRMAN
(Prasahesh Arya)
DIN:00006507

Annexure-I

Form No. AOC-2

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

Form for disclosure of particulars of contracts/arrangements entered into by the company with related parties referred to in sub-section (1) of section 188 of the Companies Act, 2013 including certain arm's length transaction under third proviso thereto.

- 1. Details of contracts or arrangements or transactions not at Arm's length basis.: NIL**

- 2. Details of Material contracts or arrangements or transactions at Arm's length basis.: NIL**

Annexure II

SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31st MARCH, 2020

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

To,
The Members,
SMC CREDITS LIMITED
(CIN: L65910DL1992PLC049566)
24, Ashoka Chambers, 5-B, Rajindra Park,
Pusa Road, New Delhi-110060.

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

We report that-

- a) Maintenance of secretarial records is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
- b) We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed, provide a reasonable basis for our opinion.
- c) We have not verified the correctness and appropriateness of the financial statements of the Company.
- d) Wherever required, we have obtained the management representation about the compliances of laws, rules and regulations and happening of events etc.

- e) The compliance of the provisions of the corporate and other applicable laws, rules, regulations, standards etc. are the responsibility of the management. Our examination was limited to the verification of procedures on test basis.
- f) The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of Secretarial Audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2020 ("Audit Period") complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31st March, 2020 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, which has been generally complied with.
- (v) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (vi) The following Regulations prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
 - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (c) *The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) *The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
 - (e) *The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
 - (g) *The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;

- (h) *The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; and
- (i) The Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 (SEBI LODR Regulations).

* No event took place under these regulations during the audit period.

We have also examined compliance with the applicable clauses of the Secretarial Standard on Meetings of the Board of Directors (SS-1) and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India which has been generally complied with.

During the Audit Period, the Company has complied with the provisions of the Act, Rules, Regulations and Guidelines to the extent applicable, as mentioned above except that

- *During the period from May 10, 2019 to October 31, 2019, there was no company secretary in the Company;*
- *A statement of cash flows (for the half year ended September 30, 2019) was not enclosed with the financial results submitted with stock exchange on November 30, 2019 as required under Regulation 33(3)(g) of SEBI LODR Regulations.*

I further report that, during the review period, there was no event related to appointment/ re-appointment/ resignation of statutory auditor in the listed entity post SEBI Circular No. CIR/CFD/CMD 11114/2019 ("SEBI Circular") dated October 18, 2019 and the listed entity is in process of modification of the terms of appointment of its existing auditor as required under the said SEBI Circular dated October 18, 2019.

- (iv) The Company is engaged in the business of carrying NBFC activities. As informed by the Management, there is no sector specific law applicable to the Company.

We have checked the compliance management system of the Company to obtain reasonable assurance about the adequacy of systems in place to ensure compliance of specifically applicable laws and this verification was done on test basis. We believe that the Audit evidence which we have obtained is sufficient and appropriate to provide a basis for our audit opinion. In our opinion and to the best of our information and according to explanations given to us, we believe that the compliance management system of the Company seems adequate to ensure compliance of laws specifically applicable to it, which could be further strengthened.

We further report that the Board of Directors of the Company was duly constituted as on March 31, 2020 with proper balance of Non-Executive Directors and Independent Director. There were no changes in the composition of the Board of Directors took place during the audit period and the changes in the KMP's that took place during the audit 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 in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting for meaningful participation at the meeting.

Board decisions are carried out with unanimous consent and therefore, no dissenting views were required to be captured and recorded as part of the minutes.

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

We further report that during the audit period, the trading in the equity shares of the Company has been suspended and as reported by the management, the Company was in the process of suspension of revocation of trading.

For Neeraj Arora & Associates
Company Secretaries
Firm Registration No. S2019DE706400

New Delhi
August 27, 2020

Neeraj Arora
Proprietor
CP No.: 16186
UDIN No.: A040574B000624718

Annexure -III**SMC CREDITS LIMITED**

Regd. Off: 24, Ashoka Chambers, 5-B, Rajindra Park, Pusa Road, New Delhi-110060
CIN: L65910DL1992PLC049566

Form No. MGT-9

EXTRACT OF ANNUAL RETURN

As on the financial year ended 31st March, 2019

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

I. REGISTRATION & OTHER DETAILS:

1	CIN	CIN: L65910DL1992PLC049566
2	Registration Date	15/07/1992
3	Name of the Company	SMC Credits Limited
4	Category/Sub-category of the Company	Limited Company
5	Address of the Registered office & contact details	24, Ashoka Chambers, 5-B, Rajindra Park, Pusa Road, New Delhi-110 060
6	Whether listed company	Yes
7	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Beetal Financial & computer Services (P) Ltd Beetal House, 3 rd floor, 99, Madangir, Behind Local shopping centre, New Delhi-110062

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY (All the business activities

S. No.	Name and Description of main products / services	NIC Code of the Product/service	% to total turnover of the company
1	NA	NA	NA

contributing 10 % or more of the total turnover of the company shall be stated)

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

SN	Name and Address of the Company	CIN	Holding/ Subsidiary/Associate	% of shares held	Applicable Section
1	NA	NA	NA	NA	NA

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

(i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year [As on 31-March-2019]				No. of Shares held at the end of the year [As on 31-March-2018]				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/ HUF			-				-		
b) Central Govt			-				-		
c) State Govt(s)			-				-		
d) Bodies Corp.	950000	451200	1401200	13.98%	1401200	-	1401200	13.98%	0.00%
e) Banks / FI			-						
f) Any other			-						
Sub Total (A) (1)	950000	451200	1401200	13.98%	1401200	-	1401200	13.98%	0.00%
(2) Foreign									
a) NRI Individuals			-						
b) Other Individuals			-						
c) Bodies Corp.			-						
d) Any other			-						
Sub Total (A) (2)	-	-	-						
TOTAL (A)	950000	451200	1401200	13.98%	1401200	-	1401200	13.98%	0.00%
B. Public Shareholding									
1. Institutions									
a) Mutual Funds			-						
b) Banks / FI			-						

c) Central Govt			-						
d) State Govt(s)			-						
e) Venture Capital Funds			-						
f) Insurance Companies			-						
g) FIs			-						
h) Foreign Venture Capital Funds			-						
i) Others (specify)			-						
Sub-total (B)(1):-	-	-	-						
2. Non-Institutions									
a) Bodies Corp.									
i) Indian	4381800	2236100	6617900	66.03%	4381800	2236100	6617900	66.03%	0.00%
ii) Overseas			-						
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs. 1 lakh	3600	1893100	1897600	18.93%	3600	1893100	1897600	18.93%	0.00%
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh		105500	105500	1.05%		105500	105500	1.05%	0.00%
c) Others (specify)									
Non Resident Indians			-						
Overseas Corporate Bodies			-						
Foreign Nationals			-						
Clearing Members			-						
Trusts			-						
Foreign Bodies - D R			-						
Sub-total (B)(2):-	4385400	4235600	8621000	86.02%	4385400	4235600	8621000	86.02%	0.00%
Total Public (B)	4385400	4235600	8621000	86.02%	4385400	4235600	8621000	86.02%	0.00%
C. Shares held by Custodian for GDRs & ADRs			-	0.00%				0.00%	0.00%

Grand Total (A+B+C)	5335400	4686800	10022200	100%	5335400	4686800	10022200	100%	0.00%
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(ii) Shareholding of Promoter-

SN	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding 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	
	Focal Leasing & Credits Ltd	1401200	13.98	----	1401200	13.98	----	--

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

Sl.No.	Particulars	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
-----THERE HAS BEEN NO CHANGE IN THE SHAREHOLDING-----					

(ii) Shareholding Pattern of top ten Shareholders:

(Other than Directors, Promoters and Holders of GDRs and ADRs):

SN	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	Name				
1	Shuklamber Exports Ltd	1493300	14.90	1493300	14.90
2	Zeal Impex & Traders Pvt Ltd	1359900	13.57	1359900	13.57

3	Amity Infotech Pvt Ltd	1403100	14.00	1403100	14.00
4	Jbm International Ltd	952100	9.50	952100	9.50
5	Atoz Securities Ltd	1403100	14.00	1403100	14.00
6	Ashish Singh	105500	1.05	105500	1.05
7	Globe Industrial finance ltd	6400	0.064	6400	0.064
8	Om Prakash Sharma	3600	0.036	3600	0.036
9	Bimla Agarwal	1000	0.010	1000	0.010
10	Deen Dayal Gaur	1000	0.010	1000	0.010

(iii) Shareholding of Directors and Key Managerial Personnel: NOT APPLICABLE

SN	Shareholding of each Directors and each Key Managerial Personnel	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year				
	Date wise Increase / Decrease in Promoters Shareholding during the year specifying the reasons for increase /decrease (e.g. allotment / transfer / bonus/ sweat equity etc.):				
	At the end of the year				
	At the end of the year	-	-	-	-

V) INDEBTEDNESS -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	0	0	0	0
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	0	0	0
Change in Indebtedness during the financial year	0	0	0	0
* Addition	0	0	0	0
* Reduction	0	0	0	0
Net Change	0	0	0	0

Indebtedness at the end of the financial year	0	0	0	0
i) Principal Amount	0	0	0	0
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	0	0	0

V. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

NOT APPLICABLE

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

SN.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
		----	----	----	---	
1	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961					
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961					
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961					
2	Stock Option					
3	Sweat Equity					
4	Commission - as % of profit - others, specify...					
5	Others, please specify					
	Total (A)					
	Ceiling as per the Act					

B. REMUNERATION TO OTHER DIRECTORS-NOT APPLICABLE

SN.	Particulars of Remuneration	Name of Directors				Total Amount
		----	----	----	---	
1	Independent Directors					
	Fee for attending board committee meetings					
	Commission					
	Others, please specify					
	Total (1)					
2	Other Non-Executive Directors					

	Fee for attending board committee meetings					
	Commission					
	Others, please specify					
	Total (2)					
	Total (B)=(1+2)					
	Total Managerial Remuneration					
	Overall Ceiling as per the Act					

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD:
NOT APPLICABLE

SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961				
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961				
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961				
2	Stock Option				
3	Sweat Equity				
4	Commission				
	- as % of profit				
	others, specify...				
5	Others, please specify				
	Total				

VII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES: NOT APPLICABLE

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

Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					

Corporate Governance Report

Company's philosophy on code of governance.

Corporate Governance is the application of best management practices, continued compliances of law and adherence to highest ethical standards to achieve the objectives of the Company of enhancing stakeholder's value and its own image. An effective Corporate Governance practices constitute the strong foundation on which successful commercial enterprises are built to last.

The Company's philosophy on corporate governance oversees business strategies and ensures fiscal accountability, ethical corporate behavior and fairness to all stakeholders. The Company strongly believes that sound, robust and unambiguous system of Corporate Governance practices go a long way in retaining investor trust and preserving the interest of all existing as well as prospective Stakeholder.

The Board has adopted the principles of good Corporate Governance in line with the requirements of the corporate practices enumerated in the Listing Agreement entered into by the Company with the Stock Exchanges. The Company aims to achieve greater transparency by making adequate disclosures.

A report on compliances with the Corporate Governance provisions as prescribed under Listing Regulations is given hereunder.

Board of Directors

As on March 31, 2020, the Company has an optimum combination of Executive, Non-Executive and Independent Directors.

The composition of the Board of your Company is in conformity with Regulation 17 of the Listing Regulations. The maximum tenure of Independent Directors is in compliance of the Act and the Listing Regulations. All the Independent Directors of the Company have confirmed that they meet the criteria as mention in Regulation 16(1)(b) of the Listing Regulations and Section 149 (6) of the Act.

As on 31st March, 2020, The Company's Board comprises of 1Executive, 1 Non-Executive Non Independent Director and 1 Non Executive Independent Directors. Attendance of each Director at the Board meetings, last Annual General Meeting and number of other directorship and chairmanship/membership of committee of each Director in various companies:

Other relevant Details of Directors (Directorship as at 31st March, 2020 unless otherwise stated)

S no	Name of Directors	Category	No of Directorship(s)		No of Other committee(s)*		Name of the Listed Entity in which Director includig this entity	Number of Share & convertible instrument s held by non-executive directors
			Public	Private	Member	Chairman		
1.	Mr. Prasaresh Arya	Chairman	5	4	0	0	SMC Credits Limited	Nil
2.	Mr. Yashpriya Dev Priya Arya	NED	2	0	3	0	SMC Credits Limited	Nil
3	Mr. Harsh Priya.Arya	Independent	1	0	3	0	SMC Credits Limited	Nil
4	Mr. Sukeerti Arya	Independent	1	0	0	3	SMC Credits Limited	Nil

* Excludes directorships of private limited companies, foreign companies and companies under Section 8 of the Companies Act, 2013 and alternate directorships. Committee means Audit committee and stakeholders Relationship committee including membership held in said committee of the Company. Also refer below mentioned table to see information relating to the Board Meeting & AGM.

Board Meeting held during the year

During the year 6 (six) meetings of the Board of Directors of the Company were held. The Board meets at least once in a quarter with a time gap of not more than one hundred and twenty days between two consecutive meetings. The necessary quorum was present for all the meetings. Agenda papers were circulated to the Directors in advance for each meeting. All relevant information as required under Schedule II of the SEBI (Listing Obligations and

Disclosures Requirements) Regulations, 2015 was placed before the Board from time to time. The details of Board Meetings are given below:

S No.	Date of Board Meeting	Total Strength of the Board on the date of Board Meeting	No. of Directors present at the Board Meeting
1.	24 th April, 2019	4	4
2.	30 th May, 2019	4	4
3.	13 th August, 2019	4	4
4.	07 October, 2019	4	4
3	14 th November, 2019	4	4
4	14 th February, 2020	4	4

The attendance of the Directors at the meeting above was as under:

Name of the Directors	Attendance at the Board Meetings		Whether attended the AGM held on 30.09.2019
	Held	Attended	
Prasahesh Arya	6	6	Yes
Yashpriya Devpriya Arya	6	6	Yes
Harshpriya Arya	6	6	Yes
Sukeerti Arya	6	6	Yes

Audit Committee:

The Audit Committee, comprises of chairman, non-executive and independent Directors viz. Ms. Sukeerti Arya, Mr. Yash Priya Devpriya Arya and Mr. Harsh Priya Arya.

The terms of reference of the Audit Committee are as per applicable guidelines.

Four Audit Committee Meetings were held during the financial year 2019-2020 on 30.05.2019, 13.08.2019, 14.11.2019 and 14.02.2020. All the committee members were present at all the meetings.

Nomination & Remuneration committee:

The Board has framed the Nomination and Remuneration policy for its Directors, Key Managerial Personnel and other employees which ensures that level and composition of remuneration is reasonable and meets the performance benchmarks. The Composition of Nomination and Remuneration Committee is in accordance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 19 of the Listing Regulations. The Nomination and Remuneration Committee comprises of Ms. Sukeerti Arya (Non-Executive – Independent Director, Chairperson), Mr. Harsh Priya Arya (Non-Executive –Independent Director, Member) & Mr. Yashpriya Devpriya Arya (Non-Executive – Non Independent Director,

Member). This Committee meeting was held on November 01st, 2019. All the members were present at the meeting.

Shareholders' Relationship Committee:

The Board of Directors of the Company has constituted a Stakeholder Relationship Committee which oversees and review all matters relating to transfer/transmission of shares, issue of duplicate share certificates (including transfer of Investor Education and Protection Fund) and also monitor redressal of the grievances of security holders of the Company including complaints related to transfer of shares, non-receipt of annual report etc. The Shareholders' Relationship Committee comprises of Ms. Sukeerti Arya (Non-Executive – Independent Director, Chairperson), Mr. Harsh Priya Arya (Non-Executive –Independent Director, Member) & Mr. Yashpriya Devpriya Arya (Non-Executive – Non Independent Director, Member). This Committee meeting was held on February 14, 2020. All the members were present at the meeting.

General Body Meetings:

The last three General Meetings of the Company were held as under:

Year	Location	Date	Time
2017-2018 a.m.	24, Ashoka chambers, 5-B, Rajindra Park, Pusa Road, New Delhi- 110060	29 th September, 2017	10.00
2018-2019 a.m.	24, Ashoka chambers, 5-B, Rajindra Park, Pusa Road, New Delhi- 110060	29 th September, 2018	10.00
2019-2020 a.m.	24, Ashoka chambers, 5-B, Rajindra Park, Pusa Road, New Delhi- 110060	30 th September, 2019	10.00

Disclosures

- I. During 2019-2020, the Company had no materially significant related party transactions which are considered to have potential conflict with the interests of the Company at large.
- II. During the year all recommendation by all committees which were mandatorily required were accepted.
- III. The Company do not have any subsidiary company.
- IV. Policy on dealing with Related Party Transaction is available at web link:
<http://www.smccredits.com/investors.aspx>
- V. Disclosure under Regulation 32 (7A) is not applicable for the year ended 31.03.2020.
- VI. The Company has a Code of Conduct for its Board and Senior Management Personnel (as per

Code of Corporate Governance), which is available on the Company's website. The Company has obtained a compliance certificate from all concerned

VII. There has not been any non-compliance, penalties, strictures imposed on the company by the stock exchange, SEBI, or any other statutory authority, or any matter related to capital markets.

General shareholder information

Annual General Meeting

Date and time : 29th September, 2020 at 05:00 pm.

Venue : Through Video Conference

Financial Calendar

(tentative and subject to change):

First Quarter	-	September , 2020
Second Quarter	-	November, 2020
Third Quarter	-	February , 2020
Year ending on 31 st march, 2020	-	May 2021

Book closure date : 23rd September, 2020 to 29th September, 2020

Equity Shares Listed on : Bombay Stock Exchange Limited

Demat ISIN in NSDL : INE440E01012

Registrar and Transfer Agents : M/s Beetal Financial & Computer Services (P) Ltd., Beetal House, 3rd Floor, 99, Madangir, Behind local Shopping Centre, Near Dada Harsukhdas Mandir, New Delhi-110062

Share Transfer system : Presently, the share transfers in physical form are processed and share certificates returned with in a period of 15 days from the date of receipt, subject to the documents being clear in all respects. The Company also offer transfer-cum-demat facility for the convenience of the investors.

Distribution of Shareholding
as on 31st March, 2020 :

Category	%
Financial Institution/Banks/Mutual Funds	-
NRI/OCBs	-
Bodies Corporate	80.01%
Others	19.99%
Total	100%

Any query on Annual report : Secretarial Department
24, Ashoka Chambers, 5-B, Rajindra Park,
Pusa Road, New Delhi-110 060

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Economic Review

Global Economy

As per the IMF, Global growth is projected at –4.9 percent in 2020, 1.9 percentage points below the April 2020 World Economic Outlook (WEO) forecast. The COVID-19 pandemic has had a more negative impact on activity in the first half of 2020 than anticipated, and the recovery is projected to be more gradual than previously forecast. In 2021 global growth is projected at 5.4 percent. Overall, this would leave 2021 GDP some 6½ percentage points lower than in the pre-COVID-19 projections of January 2020. The adverse impact on low-income households is particularly acute, imperiling the significant progress made in reducing extreme poverty in the world since the 1990s.

COVID-19 Crisis: More Severe Economic Fallout than Anticipated

Economic data available at the time of the April 2020 WEO forecast indicated an unprecedented decline in global activity due to the COVID-19 pandemic. Data releases since then suggest even deeper downturns than previously projected for several economies.

Indian Economy

Before the **COVID-19** pandemic and lockdown, both the RBI and the Central Statistics Office (CSO) of the Government of India had revised the GDP growth rate downwards. The RBI changed its full year GDP growth estimate from an initial 7.2% to 5% in December 2019, and ascribed the tapering of growth to a tight credit market impacting fresh investments, weak capital expenditure and a slowdown in manufacturing. In a similar vein, the second advance estimates of national income for FY2020 released by the CSO on 28 February 2020 was substantially lower: GDP growth for FY2020 was pegged at 5% — a decadal low — compared to 6.1% in the financial year 2018-19 (FY2019); and growth in gross value added was estimated at 4.9% in FY2020 versus 6% in FY2019.

On 29 May 2020, the CSO released its estimates of GDP and GVA growth for FY2020 and the fourth quarter of FY2020. In this exercise, it also substantially revised downward its earlier estimates for the first three quarters of FY2020.

GDP growth was 5.7% in January-March 2019; fell to 5.2% in April-June 2019; then yet again to 4.4% in July-September 2019; followed by 4.1% growth in October-December 2019 and 3.1% growth in January-March 2020. GDP growth for FY2020 was 4.2% — worst in the last 11 years.

India, too, has initiated relief measures for combating the COVID-19 repercussions. The Government of India announced a slew of wide-ranging reforms across varied sectors amidst a comprehensive package aggregating Rs. 20 lakh crore — or approximately 10% of nominal GDP — which covered among others (i) direct cash transfers and food security for vulnerable sections of society, (ii) collateral free loans and concessional credit to farmers and street vendors, (iii) enhancement of systemic liquidity by the Reserve Bank of India (RBI), (iv) special

liquidity and partial credit guarantee scheme to provide liquidity to NBFCs, HFCs, MFIs and mutual funds, (v) 100% credit guarantee scheme for aggregate Rs. 3 lakh crore of emergency credit lines by banks and NBFCs to their MSME borrowers and (vi) subordinated debt and equity support to MSMEs.

The Government has also initiated compliance relief measures across various regulatory requirements. The RBI has also initiated several measures like reduction in policy rates, monetary transmission, credit flows to the economy and providing relief on debt servicing.

Our Company also took immediate steps to manage this force majeure situation, some of which have been:

1. Keeping employee safety as the topmost priority, and so ensuring that all employees moved immediately to 'Work-from-Home' (WFH). All employees were advised to strictly follow lockdown guidelines of the Government,
2. IT team of the Company and its subsidiaries moved in swiftly to ensure availability of sufficient bandwidth, setting up virtual private networks and making available multiple platforms for collaboration using digital media,
3. Engaging all business partners digitally and through WFH protocol for business continuity.

Industry Structure and Developments

The NBFC sector continued to grow its share in the financial services industry. Credit growth of scheduled commercial banks (SCBs) continued to moderate throughout FY2020. On 31 March 2019, growth in advances of SCBs was 13.2%. By 30 September 2019, this had reduced to 8.7% and on 27 March 2020, it was further down to 6.1%. SCBs also continued to face asset quality challenges in FY2020. Data published by the RBI in its Financial Stability Report dated 27 December 2019 show that NBFCs have outperformed SCBs on asset quality, as the figures below indicate.

While the importance of NBFCs in credit intermediation continued to grow, repayment default

by a systemically important NBFC in September 2018 brought to focus asset-liability mismatches of the sector — where some NBFCs were more impacted than the others. To strengthen the asset-liability profile of the sector, RBI introduced a liquidity coverage ratio (LCR) requirement for all NBFCs with AUM of Rs. 5,000 crore and above. The LCR regulation mandates NBFCs to maintain a minimum level of high-quality liquid assets to cover expected net cash outflows in a stressed scenario. The regulation also stipulates that NBFCs should attain LCR of 100% in a phased manner over a period of four years starting December 2020. It is a welcome regulatory change and will significantly strengthen ALM profile of the NBFC sector. BFL's liquidity buffer management framework exceeds these requirements even today — and demonstrates its strong orientation towards liquidity management

SEEKING LONG-TERM GROWTH OPPORTUNITIES

NBFCs have played a vital role in bringing the economically underprivileged sections of society to the nation's financial lifeline. At Mahindra Finance, we have always been bullish on the intrinsic potential of semi-urban and rural India to emerge as the potential growth engine of the nation.

Despite significant hardship in our macro environment owing to the COVID-19 impact, we are confident of a faster rural rebound, which will augur well for our business, going forward. The government's sector-specific support measures, strong fiscal stimulus by the Reserve Bank of India (RBI), prospects of a good monsoon and harvest is expected to help revive the rural economy. Another landmark policy initiative by the Government of India is the 'Atmanirbhar Bharat' mission, designed to strengthen our indigenous skills, reduce dependence on imports and put more emphasis on local supply channels.

AATMA NIRBHAR BHARAT ABHIYAAN

A comprehensive package, in coordination with the RBI, of Rs. 20 lakh crore was announced by the Government of India, aimed at softening the blow to the domestic industry and setting the foundation for a self-reliant India movement- 'Aatma Nirbhar Bharat Abhiyan'. The movement resting on the five pillars of Economy, Infrastructure, System, Vibrant Demography and Demand. The strategy lays renewed thrust on agriculture and micro, small and medium enterprises (MSMEs), along with preference for domestically manufactured products. .

The agri sector package may benefit the auto sector indirectly in the medium term but the Indian automotive industry is expecting an immediate stimulus in the form of reduction in GST (goods and services tax), an incentive-based vehicle scrappage policy and other reforms to boost demand, .

Moreover, initiatives taken for Indian MSMEs auto component manufacturers will help to resume business and fortify the supply chain. Furthermore, this will also help companies ramp up their businesses and reduce automaker's reliance on other countries for components.

The Indian automotive industry supports employment of more than 3.7 crore people and contributes to 15 per cent of GST amounting to Rs 1.50 lakh crore every year

Capital Management

While adhering to the guidelines laid down by the RBI from time to time, the Company works towards maximising the returns on capital employed through an efficient capital management strategy.

SWOT ANALYSIS:-

Opportunities and Threats:

Strengths

- Simplified and prompt loan request appraisals and disbursements.
- Innovative resource mobilisation techniques and prudent fund management practices.

Weakness

- Regulatory restrictions – continuously evolving government regulations may impact operations.
- Uncertain economic and political environment.

Opportunities

- Use of digital solutions for business/collections.

Threats

- High cost of funds.
- Rising Non-Performing Assets (NPAs).
- Restrictions on deposit-taking NBFCs.
- Competition from other NBFCs and banks.

Risks and Concerns

The Company like any other Company is exposed to specific risks that are particular to its business and the environment within which it operates. The Company is confident of managing these risks by maintaining a conservative financial profile, and by following prudent business and risk management practices.

ENVIRONMENT, HEALTH, AND SAFETY (EHS):

Your Company strives hard to maintain the highest standards to preserve and protect the environment and Safety, with the able support of its suppliers, customers, and stakeholders. Moreover, this is a major step of the Company towards enhancing the health and safety of its employees and communities. The focus of the Company hinges around Environmental protection and occupational health and safety, as it strives for continuous improvement in all these parameters.

In recent times, The Company is going through COVID situation as witnessed globally. Many actions have been taken within organisation to align with expectations of management in following guidelines issued by Ministry of Home Affairs and Ministry of Health and Family Welfare. We have initiated several measures for maintaining Social Distancing, sanitization of employees & vehicles.

We are committed to follow all guidelines of government in letter and spirit.

Outlook

India has a huge proportion of un-banked and underbanked consumers and businesses. Hence, there is a lot of potential for NBFCs, which can still be tapped for future growth. NBFCs are here to stay and play an important role in economic growth and financial inclusion. As India's economy grows, the requirement for credit will rise more than proportionately. We need both banks and NBFCs to rise to the occasion and power the economy with free flowing credit lines. NBFCs with robust business models, strong liquidity mechanisms and governance & risk management standards are poised to reap the benefit of the market opportunity.

NBFCs that are well prepared with their business continuity and contingency plans can quickly bounce back in the post COVID-19 era. With proper planning and strategic initiatives, NBFCs can limit and overcome the impact of this disruption.

Segment wise Performance

The company's major source of earning is dividend income which comes from investments in shares and securities.

The highlights of the financial statement of your Company for the year ended 31st March, 2020 along with the previous year's figures are given as under:

<u>Particulars</u>	31st March, 2020	31st March, 2019
	(Amount in Rs.)	(Amount in Rs.)
Profit before depreciation and taxation	342,39,753	247,12,974
Less: Depreciation	378,816	3,94,990
Provision for Tax		
a) Current Tax	2,103,509	19,77,246
b) Deferred Tax	(156,454)	(11,21,391)
c) prior period tax	----	---
Profit after depreciation and taxation	3,19,13,882	2,30,67,139

During the year under review your company achieved a profit of Rs.3,19,13,882 as against Rs. 2,30,67,139 for the same period last year, showing an increase of 38.35%.

Operations:

During the year under review the company had a total revenue of Rs 63,870,070/- and earned a profit (after tax for the year) of Rs. 31,913,882/-

Internal Control Systems

The Company has proper and adequate system of internal controls to ensure that all its assets are safeguarded and protected against loss from unauthorized use or disposition of assets and that the transactions are recorded and reported. The Company ensures adherence to all internal control policies and procedures as well as compliance with all regulatory guidelines.

Human Resources Policies

The Company has employee friendly HR policy and taking care and redressing their all concern. For this Company the people are the biggest assets and for all-round development of its employees at all levels various initiatives are taken in regular interval.

Industrial Relations

The company has maintained healthy industrial relations which were cordial during the period under review.

Acknowledgement

The Directors express their sincere thanks and gratitude for the guidance, support and co-operation extended by Banks, government authorities/ departments, and other private organizations

Forward Looking Statement

In this Annual Report, we have disclosed forward-looking information to enable investors to comprehend our prospects and take informed investment decisions. This report and other statements - written and oral - that we periodically make contain forward looking statements that set out anticipated results based on the Management's plans and assumptions. We cannot guarantee that these forward-looking statements will be realized, although we believe we have been prudent in assumptions. The achievement of results is subject to risks, uncertainties and even inaccurate assumptions. Should known or unknown risks or uncertainties materialize, or should underlying assumptions prove inaccurate, actual results could vary materially from those anticipated, estimated or projected.

DISCLAIMER

The information and opinion expressed in this section of the Annual Report consists of 'outlook' which the management believes are true to the best of its information at the time of preparation. The Company shall not be liable for any loss, which may arise as a result of any action taken on the basis of the information contained herein.

CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

**To,
The Members of
SMC Credits Limited**

1. The SMC Credits Limited (CIN: L65910DL1992PLC049566) is having registered office at 24, Ashoka Chambers, 5-B, Rajindra Park, Pusa Road, New Delhi-110060 (hereinafter referred as "the Company"). The equity shares of the Company are listed on BSE Limited and Trading in the equity share of the Company has been suspended. Further, as reported by the management, the Company in the process of suspension of revocation of trading.
2. I have examined the relevant registers, records, forms, returns and disclosures received from the Directors of the Company, produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para C Sub clause 10 (i) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
3. As on 31st March, 2020, the Board of Directors of the Company comprises of the following directors:

Sr. No.	Name of the Director	Director Identification Number (DIN)
1.	Mr. Prasahesh Arya	00006507
2.	Mr. Yashpriya Devpriya Arya	00505675
3.	Mr. Harsha Priya Arya	02771786
4.	Ms. Sukeerti Arya	02744569

4. Based on verification and examination of the disclosures/ register under section 184/ 189, 170, 164, 149 of the Companies Act, 2013 (the Act) and DIN based search on MCA Portal (<http://www.mca.gov.in/mcafoportal/showEnquireDIN.do>), I certify that none of the above named Directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Securities and Exchange Board of India /Ministry of Corporate

Affairs or any such statutory authority for the Financial Year ending 31st March, 2020.

5. Ensuring the eligibility of the appointment / continuity of every Director on the Board is the responsibility of the management of the Company. My responsibility is to express an opinion on these based on my verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.
6. This certificate is based on the information and records available up to date of this certificate and I have no responsibility to update this certificate for the events and circumstances occurring after the date of the certificate.

For Neeraj Arora & Associates

Company Secretaries

**New Delhi
August 27, 2020**

**Neeraj Arora
Proprietor
CP No.- 16186**

CODE OF CONDUCT COMPLIANCE CERTIFICATE FOR FINANCIAL YEAR 2018-19

To the best of my knowledge and belief and information available with me, I hereby declare that all the Board Members and Senior Management Personnel of M/s SMC Credits Limited have complied with the code of conduct during the financial year 2019-20 (as applicable on them).

Date: 27th August, 2020
Place: New Delhi

(PRASAHESH ARYA)
Executive Director
DIN: 00006507

CORPORATE GOVERNANCE CERTIFICATE

To,
The Members,
SMC CREDITS LIMITED
(CIN: L65910DL1992PLC049566)
24, Ashoka Chambers, 5-B, Rajindra Park,
Pusa Road, New Delhi-110060

We have examined the compliance of conditions of Corporate Governance by Fortis Healthcare Limited ("the Company"), for the financial year ended March 31, 2020, as stipulated under Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and Para C, D and E of Schedule V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations").

The compliance of conditions of Corporate Governance is the responsibility of the management of the Company. Our examination was limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the 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 under Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and Para C, D and E of Schedule V to the Listing Regulations except that:-

- *During the period from May 10, 2019 to October 31, 2019, there was no company secretary in the Company;*
- *A statement of cash flows (for the half year ended September 30, 2019) was not enclosed with the financial results submitted with stock exchange on November 30, 2019 as required under Regulation 33(3)(g) of SEBI LODR Regulations.*

I further report that, during the review period, there was no event related to appointment/ re-appointment/ resignation of statutory auditor in the listed entity post SEBI Circular No. CIR/CFD/CMD 11114/2019 ("SEBI Circular") dated October 18, 2019 and the listed entity is in process of modification of the terms of appointment of its existing auditor as required under the said SEBI Circular dated October 18, 2019.

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.

For Neeraj Arora & Associates
Company Secretaries
Firm Registration No. S2019DE706400

New Delhi
August 27, 2020

Neeraj Arora
Proprietor
CP No.: 16186
UDIN No.: A040574B000624729

CEO AND CFO CERTIFICATION

The Board of Directors,
SMC Credits Limited,
24, Ashoka Chambers, 5-B Rajindra Park, Pusa Road,
New Delhi-110060

27th August, 2020

Sub: Annual Certificate of Compliance for FY 2019-20

Dear Sir/Madam,

We, Prasahesh Arya, Executive Director and Rajesh Goenka, CFO of the Company hereby states that:

- a) We have reviewed financial statement and the cash flow statement for the year ended 31st March, 2020 and to the best of our knowledge and belief:
 - i) These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - ii) These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

Thanking you,

(Prasahesh Arya)
Executive Director
DIN: 00006507

(Rajesh Goenka)
CFO

INDEPENDENT AUDITORS' REPORT To The Members of SMC CREDITS LIMITED

Report on the Audit of the Financial Statements

Opinion

We have audited the Financial Statements of SMC Credits Limited ("the Company"), which comprise the Balance Sheet as at 31 March 2020, and the Statement of Profit and Loss (including other comprehensive income), Statement of Changes in Equity and Statement of Cash Flows for the year then ended, and notes to the Financial Statements, including a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the Financial Statements").

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2020, and profit/(loss) and its cash flows for the year ended on that date.

Basis for Opinion

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the Financial Statements under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined the matters described below to be the Key Audit Matters to be communicated:

SN	Key audit matter	Auditor's response
1.	Impairment of Loan Assets The company is has outstanding loan asset to corporates under its NBFC business. The company has classified such loan asset as standard asset and sub-standard and provision thereof as per the RBI Prudential Norms on Asset Classification.	Our procedure includes: Review of loan agreements and management representation on recoverability of these loans. Our Results: We did not find any material risk in recoverability of the loans.

Other Information

The Company's management and Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the Financial Statements and our auditors' report thereon.

Our opinion on the Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Financial Statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Management's Responsibility for the Financial Statements

The Company's management and Board of Directors are responsible for the matters stated in Section 134(5) of the Act with respect to the preparation of these Financial Statements that give a true and fair view of the state of affairs, profit / loss (including other comprehensive income), changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) specified under Section 133 of the Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls 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.

In preparing the Financial Statements, management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Board of Directors is also responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain

professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to Financial Statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Financial Statements, including the disclosures, and whether the Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

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 in terms of Section 143(11) of the Act, we give in the "Annexure – A", 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 appears from our examination of those books;
 - (c) The Balance Sheet, the Statement of Profit and Loss (including other comprehensive income), the Statement of Changes in Equity and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account.
 - (d) in our opinion, the aforesaid financial statement comply with the Indian Accounting Standards specified in section 133 of the Act;
 - (e) On the basis of the written representations received from the directors as on 31 March 2020 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2020 from being appointed as a director in terms of Section 164(2) of the Act.
 - (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure – B".
 - (g) With respect to the other matters to be included in the Auditors' Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - (i) The Company does not have any pending litigations which would impact its financial position as on March 31, 2020.
 - (ii) The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.
 - (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

- (h) With respect to the matter to be included in the Auditors' Report under section 197(16):

In our opinion and according to the information and explanations given to us, the remuneration paid by the Company to its directors during the current year is in accordance with the provisions of Section 197 of the Act. The remuneration paid to any director is not in excess of the limit laid down under Section 197 of the Act. The Ministry of Corporate Affairs has not prescribed other details under Section 197(16) which are required to be commented upon by us.

For AVP & Co

F. R. N.: 025193N

Chartered Accountants

Arvind Sharma

M. No. : FCA 525962

Partner

Date : 31-07-2020

Place : New Delhi

ICAI UDIN 20525962AAAADC2531

SMC Credits Limited
Balance Sheet as at 31 March 2020

Amount in `

Particulars	Notes	As at 31 March 2020	As at 31 March 2019	As at 31 March 2018
ASSETS				
(1) Financial assets				
(a) Cash and cash equivalents	2	56,980,248	3,759,201	17,455,793
(b) Bank Balance other than (a) above	3	-	240,000,000	-
(c) Receivables	4			
(I) Trade Receivables		275,012	102,182	1,000
(II) Other Receivables		-	724,680	2,635,199
(d) Loans	5	372,379,789	100,953,786	93,603,786
(e) Investments	6	2,379,095,465	3,540,610,028	4,299,382,699
(f) Other Financial assets	7	724,513	8,562,410	200,420
		2,809,455,027	3,894,712,287	4,413,278,897
(2) Non-financial Assets				
(a) Current tax assets (Net)	8	2,004,498	1,997,628	438,630
(b) Deferred tax Assets (Net)	9	1,405,233	1,248,779	127,388
(c) Property, Plant and Equipment	10	21,732,784	22,111,600	22,506,590
(d) Other non-financial assets	11	-	1,797,735	-
		25,142,515	27,155,742	23,072,608
TOTAL ASSETS		2,834,597,542	3,921,868,029	4,436,351,505
LIABILITIES AND EQUITY				
LIABILITIES				
(1) Financial Liabilities				
(a) Payables	12			
(I) Trade Payables				
(i) total outstanding dues of micro enterprises and small enterprises		-	-	-
(ii) total outstanding dues of creditors other than micro enterprises and small enterprises		131,535	197,905	31,492
(b) Borrowings (Other than Debt Securities)	13	256,711,440	225,000,000	-
(c) Other financial liabilities	14	-	1,291,960	-
		256,842,975	226,489,865	31,492
(2) Non-Financial Liabilities				
(a) Other non-financial liabilities	15	1,580,317	1,473,444	1,191,185
		1,580,317	1,473,444	1,191,185
(3) Equity				
(a) Equity share capital	16	100,222,000	100,222,000	100,222,000
(b) Other equity	17	2,475,952,250	3,593,682,720	4,334,906,828
		2,576,174,250	3,693,904,720	4,435,128,828
TOTAL EQUITY AND LIABILITIES		2,834,597,542	3,921,868,029	4,436,351,505
Significant accounting policies	1			
Notes to the financial statements	2 -25			

In terms of our Audit Report

For AVP & Co

FRN. 025193N

Chartered Accountants

For and on behalf of the Board

Arvind Sharma

MN. FCA 525962

Partner

Prasahesh Arya

DIN 00006507

Director

Y P Arya

DIN 00505675

Director

Date: 31-07-2020

Place: New Delhi

SMC Credits Limited
Statement of Profit and loss for the year ended 31 March 2020

Amount in `

Particulars	Notes	For the year ended 31 March 2020	For the period ended 31 March 2019
REVENUE FROM OPERATIONS			
Interest Income	18	26,803,324	14,232,258
Dividend Income	19	30,059,658	17,280,060
Net gain on fair value changes	20	(1,837,412)	71,821
Other income	21	8,844,500	9,912,000
Total income		63,870,070	41,496,139
Expenses			
Financing expenses	22	21,602,563	10,434,761
Depreciation and amortization expense	23	378,816	394,990
Other expenses	24	8,027,754	6,348,404
Total expenses		30,009,133	17,178,155
Profit before tax		33,860,937	24,317,984
Tax expense:			
Current tax		2,103,509	1,977,246
Deferred tax		(156,454)	(1,121,391)
Total tax expense		1,947,055	855,855
Profit after tax for the year		31,913,882	23,462,129
Other Comprehensive Income		-	-
Items that will not be reclassified to profit or loss			
Fair value changes on equity instruments through OCI		(1,163,586,404)	(764,686,237)
Income tax impact thereon		-	-
Total other comprehensive income		(1,163,586,404)	(764,686,237)
Total Comprehensive Income for the year		(1,131,672,522)	(741,224,108)
Earnings per equity share:	25		
Basic		3.18	2.34

Diluted		3.18	2.34
Significant accounting policies	1		
Notes to the financial statements	2 -25		

In terms of our Audit Report

For AVP & Co

FRN. 025193N

Chartered Accountants

For and on behalf of the Board

Arvind Sharma

MN. FCA 525962

Partner

Prasahesh Arya

DIN 00006507

Director

Y P Arya

DIN 00505675

Director

Date: 31-07-2020

Place: New Delhi

SMC Credits Limited
Cash flow statements for the year ended 31 March 2020
Amount in `

Particulars	Notes	For the year ended 31 March 2020	For the year ended 31 March 2019
A Cash flows from operating activities			
Profit before tax		33,860,937	24,317,984
Adjustment to reconcile profit before tax to net cash flows			
Depreciation		378,816	394,990
Operating profit before working capital changes		34,239,753	24,712,974
Movements in working capital:			
Other bank balance		240,000,000	(240,000,000)
Receivables		551,850	1,809,337
Loans		(271,426,003)	(7,350,000)
Other financial assets		7,837,897	(8,361,990)
Other non-financial assets		1,797,735	(1,797,735)
Trade Payable		(66,370)	166,413
Financial liabilities		31,711,440	225,000,000
Other financial liabilities		(1,291,960)	1,291,960
Other non-financial liabilities		106,873	282,259
Cash generated from operations		43,461,215	(4,246,782)
Direct taxes paid (net of refunds)		(2,110,379)	(3,536,244)
Net cash flow from operating activities		41,350,836	(7,783,026)
B Cash flows from investing activities			
Proceed from Sale/Redemption of Investments		90,669,588	-
Purchase of Investments (Net)		(78,799,377)	(5,913,566)
Net cash flow (used in) investing activities		11,870,211	(5,913,566)
C Cash flows from financing activities			
Net cash flow from financing activities		-	-

Net increase in cash and cash equivalents	53,221,047	(13,696,592)
Cash and cash equivalents at the beginning of the year	3,759,201	17,455,793
Cash and cash equivalents at the end of the year	56,980,248	3,759,201

Significant accounting policies 1
Notes to the financial statements 2 -25

In terms of our Audit Report

For AVP & Co

FRN. 025193N

Chartered Accountants

For and on behalf of the Board

Arvind Sharma

MN. FCA 525962

Partner

Prasaresh Arya

DIN 00006507

Director

Y P Arya

DIN 00505675

Director

Date: 31-07-2020

Place: New Delhi

SMC CREDITS LIMITED
Notes to the Financial Statements

1. Earning Per Share

Particulars	For the year ended 31st March 2020	For the year ended 31st March 2019
Net profits attributable to Equity Shareholders (₹)	3,19,13,882	2,34,62,129
Weighted Average No. of Equity Shares		
- For Basic EPS	1,00,22,200	1,00,22,200
- For Diluted EPS	1,00,22,200	1,00,22,200
Nominal Value per share (₹)	10	10
Basic EPS (₹)	3.18	2.34
Diluted EPS (₹)	3.18	2.34

2. Contingent liabilities and commitments (to the extent not provided for) CY Nil PY Nil.

3. Fair values

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced or liquidation sale.

The management assessed that investments, cash and cash equivalents, trade receivables, short term borrowings, trade payables and short term financial liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

4. Financial risk management objectives and policies

The Company's principal financial liabilities comprise trade and other payables. The main purpose of these financial liabilities is to finance the Company's operations. The Company's principal financial assets include cash and cash equivalents that derive directly from its operations.

The Company is exposed to various financial risk such as market risk, credit risk and liquidity risk. The Company's senior management has assigned the responsibility to oversee the management of these risks to its treasury team. The treasury team assesses the financial risks and takes appropriate action to mitigate those risks. The treasury team provides assurance to the Company's senior management that the Company's financial risk activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with the Company's policies and risk objectives.

All derivative activities for risk management purposes are carried out by specialist teams that have the appropriate skills, experience and supervision. It is the Company's policy that no trading in derivatives for speculative purposes may be undertaken. The Board of Directors reviews and agrees policies for managing each of these risks, which are summarized below.

Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: interest rate risk, currency risk and other price risk. Financial instruments affected by market risk include loans and borrowings and security deposits.

The sensitivity analyses in the following sections relate to the position as at 31st March 2020 and 31st March 2019.

The analyses exclude the impact of movements in market variables on: the carrying values of gratuity, other post-retirement obligations and other provisions.

The sensitivity of the relevant profit or loss item is the effect of the assumed changes in respective market risks. This is based on the financial assets and financial liabilities held at 31st March 2020 and 31st March 2019.

a. Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company does not have any obligations with floating rate of interest. Accordingly, the Company is not exposed to interest rate risks.

b. Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of an exposure will fluctuate because of changes in foreign exchange rates. The Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Company's operating activities (when revenue or expense is denominated in a foreign currency). The Company do not have any significant exposure to foreign currency risks as there are no significant foreign currency denominated assets / liabilities.

c. Credit risk

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Company is exposed to credit risk from its financing activities, including deposits with banks and financial institutions and other financial instruments.

B

Balances with banks

Credit risk from balances with banks and financial institutions is managed by the Company's treasury department in accordance with the Company's policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty. The limits are set to minimize the concentration of risks and therefore mitigate financial loss through counterparty's potential failure to make payments.

The Company's maximum exposure to credit risk for the components of the balance sheet at 31st March 2020 and 31st March 2019 is the carrying amounts of balances with banks.

d. Liquidity risk

The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of long term bank loans, short term borrowings and finance leases etc. The Company has access to a sufficient variety of sources of funding and debt maturing within 12 months can be rolled over with existing lenders.

The table below summarizes the maturity profile of the Company's financial liabilities based on contractual undiscounted payments.

Particulars	On demand	Less than 3 months	3 to 12 months	1 to 5 years	> 5 years	Total
Trade payables						
Year ended 31-Mar-2020	-	131535	-	-	-	131535
Year ended 31-Mar-2019	-	197905	-	-	-	197905
Year ended 31-Mar-2018	-	31492	-	-	-	31492
Borrowings						
Year ended 31-Mar-2020	256711440	-	-	-	-	256711440
Year ended 31-Mar-2019	-	-	225000000	-	-	225000000
Other financial liabilities						
Year ended 31-Mar-2019	-	1291960	-	-	-	1291960

5. Capital management

For the purpose of the Company's capital management, capital includes issued equity capital and other equity attributable to the equity holders of the parent. The primary objective of the Company's capital management is to maximize the shareholder value.

The Company manages its capital structure and makes adjustments in light of changes in economic conditions and the requirements of the financial covenants. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. The Company monitors capital using a debt-equity ratio, which is net debt divided by total equity. The Company includes within net debt, interest bearing loans and borrowings less cash and cash equivalents.

In order to achieve this overall objective, the Company's capital management, amongst other things, aims to ensure that it meets financial covenants attached to the interest-bearing loans and borrowings that define capital structure requirements. Breaches in meeting the financial covenants would permit the bank to immediately call loans and borrowings. There have been no breaches in the financial covenants of any interest-bearing loans and borrowing in the current period.

No changes were made in the objectives, policies or processes for managing capital during the years ended 31st March 2019 and 31st March 2018.

6. Related Party Transactions

There is no transaction done with related parties as defined in the Ind AS 24 "Related Party Disclosures".

A. List of Related Parties

Key management personnel

Prasahesh Arya	Director
Yashpriya Devpriya Arya	Director
Sukeerti Arya	Director
Harsh Priya Arya	Director
Suma Ashish Parikh	Company Secretary
Rajesh Goenka	CFO

7. The company has initiated the process of identification of suppliers registered under Micro, Small and Medium Enterprise

Development Act, 2006, by obtaining confirmations from all suppliers. Information has been collected only to the extent of information received as at balance sheet date. Based on the information available with the company, there are no suppliers who are registered as micro, small or medium enterprise under "The Micro, Small and Medium Enterprises Development Act 2006" as at 31st March, 2020.

8. Significant accounting judgements, estimates and assumptions

The preparation of the Company's financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. These include recognition and measurement of financial instruments, estimates of useful lives and residual value of Property, Plant and Equipment and intangible assets, valuation of inventories, measurement of recoverable amounts of cash-generating units, measurement of employee benefits, actuarial assumptions, provisions etc.

Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods. The Company continually evaluates these estimates and assumptions based on the most recently available information. Revisions to accounting estimates are recognized prospectively in the Statement of Profit and Loss in the period in which the estimates are revised and in any future periods affected.

Judgments

In the process of applying the Company's accounting policies, management has made the following judgments, which have the most significant effect on the amounts recognized in the financial statements:

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

9. First time adoption of Ind AS

A. Explanation of transition to Ind AS

These financial statements, for the year ended 31st March 2020, are the first financial statements the Company has prepared in accordance with Ind AS. For periods up to and including the year ended 31st March 2019, the Company prepared its financial statements in accordance with accounting standards notified under section 133 of the Companies Act 2013, read together with paragraph 7 of the Companies (Accounts) Rules, 2014 (Indian GAAP or previous GAAP) and in accordance with prudential norms for income recognition, assets classification and provisioning for non-performing assets as well as contingency provision for standard assets as prescribed by the Reserve Bank of India (RBI) for NBFCs to the extent applicable (collectively referred as "Previous GAAP").

In preparing these financial statements, the Company's opening balance sheet was prepared as at 01st April 2018, the Company's date of transition to Ind AS. This note explains the principal adjustments made by the Company in restating its Indian GAAP financial statements, including the balance sheet as at 01st April 2018 and the financial statements as at and for the year ended 31st March 2019.

In preparing the financial statements, the Company has applied the optional exemptions and mandatory exceptions. Significant items are explained below:

(i) Property, plant and equipment, intangible assets and investment properties

As permitted by Ind AS 101, the Company has elected to continue with the carrying values under previous GAAP for all the items of property, plant and equipment. The same election has been made in respect of intangible assets also.

(ii) Derecognition of financial assets and liabilities

The Company has elected to apply the derecognition principles of Ind AS 109 retrospectively.

B. Reconciliation of equity and total comprehensive income

(i) Reconciliation of equity as at 1 April 2018 and 31st March 2019

As at 01st April 2018							
SN	Particulars	Previous GAAP	Adjustment on transition to Ind AS	Ind AS	Previous GAAP	Adjustment on transition to Ind AS	Ind AS
ASSETS							
(1)	Financial assets						
(a)	Cash and cash equivalents	1,74,55,793	-	1,74,55,793	37,59,201	-	37,59,201
(b)	Bank Balance other than (a) above	-	-	-	24,00,00,000	-	24,00,00,000
(c)	Receivables						
	(I) Trade Receivables	1,000	-	1,000	1,02,182	-	1,02,182
	(II) Other Receivables	26,35,199	-	26,35,199	7,24,680	-	7,24,680
(d)	Loans	9,36,03,786	-	9,36,03,786	10,09,53,786	-	10,09,53,786

SN	Particulars	As at 01st April 2018			As at 31st March 2019		
		Previous GAAP	Adjustment on transition to Ind AS	Ind AS	Previous GAAP	Adjustment on transition to Ind AS	Ind AS
(e)	Investments ^	22,69,78,947	4,07,24,03,752	4,29,93,82,699	23,28,92,513	3,30,77,17,515	3,54,06,10,028
(f)	Other Financial assets	2,00,420	-	2,00,420	85,62,410	-	85,62,410
(2)	Non-financial Assets						
(a)	Current tax assets (Net)	4,38,630	-	4,38,630	19,97,628	-	19,97,628
(b)	Deferred tax Assets (Net)	1,27,388	-	1,27,388	12,48,779	-	12,48,779
(c)	Property, Plant and Equipment	2,25,06,590	-	2,25,06,590	2,21,11,600	-	2,21,11,600
(d)	Other non-financial assets	-	-	-	17,97,735	-	17,97,735
	TOTAL ASSETS	36,39,47,753	4,07,24,03,752	4,43,63,51,505	61,41,50,514	3,30,77,17,515	3,92,18,68,029
	LIABILITIES AND EQUITY						
	LIABILITIES						
(1)	(1) Financial Liabilities						
(a)	Payables						
	(i) Trade Payables						
	(i) total outstanding dues of micro enterprises and small enterprises	-	-	-	-	-	-
	(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	31,492	-	31,492	1,97,905	-	1,97,905
	(ii) Other Payables						
	(i) total outstanding dues of micro enterprises and small enterprises	-	-	-	-	-	-
	(ii) total outstanding dues of creditors other than micro enterprises and small enterprises	-	-	-	-	-	-
(b)	Borrowings (Other than Debt Securities)	-	-	-	22,50,00,000	-	22,50,00,000
(c)	Other financial liabilities	-	-	-	12,91,960	-	12,91,960
(2)	Non-Financial Liabilities						
(a)	Other non-financial liabilities	11,91,185	-	11,91,185	14,73,444	-	14,73,444
(3)	Equity						
(a)	Equity share capital	10,02,22,000	-	10,02,22,000	10,02,22,000	-	10,02,22,000
(b)	Other equity ^	26,25,03,076	4,07,24,03,752	4,33,49,06,828	28,59,65,205	3,30,77,17,515	3,59,36,82,720
	TOTAL EQUITY AND LIABILITIES	36,39,47,753	4,07,24,03,752	4,43,63,51,505	61,41,50,514	3,30,77,17,515	3,92,18,68,029

* Previous GAAP figures have been reclassified to conform to Ind AS presentation requirements for the purpose of this note.

(ii) Reconciliation of total comprehensive income for the year ended 31st March 2019

Particulars	Previous GAAP	Adjustment on transition to Ind AS	Ind AS
REVENUE FROM OPERATIONS			
Interest Income	1,42,32,258	-	1,42,32,258
Dividend Income	1,72,80,060	-	1,72,80,060
Net gain on fair value changes	71,821	-	71,821
Other income	99,12,000	-	99,12,000
Total income	4,14,96,139	-	4,14,96,139
Expenses			
Financing expenses	1,04,34,761	-	1,04,34,761
Depreciation and amortization expense	3,94,990	-	3,94,990
Other expenses ^	1,06,67,169	-43,18,765	63,48,404
Total expenses	2,14,96,920	-43,18,765	1,71,78,155
Profit before tax	1,99,99,219	43,18,765	2,43,17,984
Tax expense:			
Current tax	19,77,246	-	19,77,246
Deferred tax	-11,21,391	-	-11,21,391
Total tax expense	8,55,855	-	8,55,855
Profit after tax for the year	1,91,43,364	43,18,765	2,34,62,129
Other Comprehensive Income			
Items that will not be reclassified to profit or loss ^	-	-76,46,86,237	-76,46,86,237
Fair value changes on equity instruments through OCI	-	-	-
Total other comprehensive income	-	-76,46,86,237	-76,46,86,237
Total Comprehensive Income for the year	1,91,43,364	-76,03,67,472	-74,12,24,108

C. Summary reconciliations between Ind-AS and Previous GAAP for equity, total comprehensive income and statement of cash flows are given below.

(i) Reconciliation of total equity as at 31st March 2019 and 1 April 2018

Particulars	As at 31st March 2019	As at 31st March 2018
Equity as reported under Previous GAAP	38,61,87,205	36,27,25,076
Adjustments resulting in increase / (decrease) in equity as reported under Previous GAAP :		
(a) Fair valuation of financial assets and liabilities carried through other comprehensive income ^	3,30,77,17,515	4,07,24,03,752
Total adjustments on transition to Ind AS	3,30,77,17,515	4,07,24,03,752
Equity as per Ind AS	3,69,39,04,720	4,43,51,28,828

(ii) Reconciliation of total comprehensive income for the year ended 31st March 2019

Particulars	As at 31st March 2019
Profit after tax under Previous GAAP	1,91,43,364
(a) Impact on application of Expected Credit Loss method for impairment on financial instruments with corresponding reversal & related adjustments *	43,18,765
Profit after tax as per Ind AS	2,34,62,129
Other comprehensive income, net of taxes ^	-76,46,86,237
Total comprehensive income for the year	-74,12,24,108

(iii) Impact of Ind AS adoption on the statement of cash flows for the year ended 31st March 2019

Particulars	Previous GAAP	Adjustment	Ind AS
Net cash flow from operating activities	61,72,191	-1,39,55,217	4,13,50,836
Net cash flow from investing activities	-23,44,34,022	22,85,20,456	1,18,70,211
Net cash flow from financing activities	21,45,65,239	-21,45,65,239	-
Net increase/(decrease) in cash and cash equivalents	-1,36,96,592	-	-1,36,96,592
Cash and cash equivalents as at 1 April 2018	1,74,55,793	-	1,74,55,793
Cash and cash equivalents as at 31st March 2019	37,59,201	-	37,59,201

^ Under the previous GAAP, investments were classified as long-term investments or current investments based on intention of management at the time of purchase. Long-term investments were carried at cost less provision for other than temporary decline in the value of such investments. Current investments were carried at lower of cost and fair value. In accordance with Ind AS, the Company has recognised the net fair value changes through OCI.

Items of income and expense that are not recognised in profit or loss but are shown in other comprehensive income includes fair value gains or (losses) on FVOCI instruments. The concept of other comprehensive income did not exist under previous GAAP.

* On transition to Ind AS, the Company has recognised impairment loss on loans and other financial assets based on the expected credit loss (ECL) model as required by Ind AS 109 read with notification RBI/2019-20/170 issued by Reserve Bank of India on Implementation of Indian Accounting Standards. Consequently, loans and other financial assets have been stated at fair value adjusted with impairment loss, if any, and short/excess amount has been debited/credited to Impairment Reserve.

10. (A) Statement in pursuance of NBFC Auditor's Report (Reserve Bank) Directions, 2016:

- The Company has obtained a Certificate of Registration (CoR) from the Reserve Bank of India.
- The Company has financial assets and financial income more than 50% of total assets and total income respectively and therefore it is entitled to continue to hold CoR.
- The Company has meet the requirement of minimum Net Owned Fund (NFO) of Rs. 2 crore.
- The Board of Directors has passed a resolution for the non-acceptance of any public deposits.
 - The Company has not accepted any public deposit during the year and
 - The Company has complied with the prudential norms relating to income recognition, accounting standard, assets classification and provisioning for bad and doubtful debts as applicable to it.

(B) Schedule in terms of paragraph 13 of Non-Banking Financial (Non - Deposit Accepting or Holding) Companies Prudential Norms (Reserve Bank) Directions, 2007

Particulars	Amount in `	
	Amount Outstanding	Amount Overdue
Liabilities Side;		
(1) Loans and advances availed by the NBFCs inclusive of interest accrued thereon but not paid :		
a) Debentures		
: Secured	Nil	Nil
: Unsecured	Nil	Nil
(other than falling within the meaning of public deposits)		
b) Deferred credits	Nil	Nil
c) Term loans	Nil	Nil

d)	Inter-corporate loans & borrowings	216423802	Nil
e)	Commercial paper	Nil	Nil
f)	Public deposits	Nil	Nil
g)	Other loans –		
i)	Working capital loans from banks	Nil	Nil
ii)	Security deposit for corporate guarantee	Nil	Nil
iii)	Unsecured loans	40287638	Nil
(2)	Break-up of (1)(f) above (outstanding public deposits inclusive of interest accrued thereon but not paid) :		
a)	In the form of unsecured debentures :	Nil	Nil
b)	In the form of partly secured debentures i.e., debentures where there is a shortfall in the value of security	Nil	Nil
c)	Other public deposits	Nil	Nil

Assets Side;		Amount outstanding	
(3)	Break-up of Loans and advances including bills receivables [other than those included in (4) below :]		
a)	Secured		Nil
b)	Unsecured		372379789
(4)	Break up of Leased Assets and stock on hire and other assets counting towards AFC activities		
i)	Lease assets including lease rentals under sundry debtors		
a)	Financial lease		Nil
b)	Operating lease		Nil
ii)	Stock on hire including hire charges under sundry debtors :		
a)	Assets on hire		Nil
b)	Reposessed assets		Nil
iii)	Hypothecation loans counting towards EL / HP activities		
a)	Loans where assets have been reposessed		Nil
b)	Loans other than (a) above		Nil
(5)	Break-up of Investments :		
1.	Quoted:		
i)	Shares: a) Equity	1159993031	
	b) Preference		Nil
ii)	Debentures and Bonds		Nil
iii)	Units of mutual funds	202270	
iv)	Government Securities		Nil
v)	Others (please specify) ; PMS	5567879	
2.	Unquoted		
i)	Shares: a) Equity	1192259270	
	b) Preference		20347871
ii)	Debentures and Bonds		725144
iii)	Units of mutual funds		Nil
iv)	Government Securities		Nil
v)	Others (please specify)		Nil

(6)	Borrower group-wise classification of all leased assets, stock-on hire and loans and advances		
Category	Amount net of provisions ()		Total
	Secured	Unsecured	
1. Related Parties			
a) Subsidiaries	Nil	Nil	Nil
b) Companies in the same group	Nil	Nil	Nil
c) Other related parties	Nil	Nil	Nil
2. Other than related parties	Nil	372379789	372379789
Total	Nil	372379789	372379789

(7)	Investor group-wise classification of all investments in shares and securities (both quoted and unquoted)		
Category	Market Value / Break up or fair value or NAV ()	Book value (net of provision) ()	
1. Related Parties			
(a) Subsidiaries	Nil		Nil

(b) Companies in the same group	Nil	Nil
(c) Other related parties	Nil	Nil
2. Other than related parties	2379095465	2379095465
TOTAL	2379095465	2379095465

(8) Other Information

Particulars	Amount in `
i) Gross Non-Performing Assets	
a) Related parties	Nil
b) Other than related parties	Nil
ii) Net Non-Performing Assets	
a) Related parties	Nil
b) Other than related parties	Nil
iii) Assets acquired in satisfaction of debt	Nil

11. Previous year's figures have been rearranged and re-grouped wherever found necessary to make comparable with those of the current year and the figures has been rounded off to the nearest to rupee.

In terms of our Audit Report

For AVP &Co

F. R. N.: 025193N
Chartered Accountants

For and on behalf of Board

Arvind Sharma

M. N.: FCA 525962
Partner
Date : 31-07-2020
Place : New Delhi

Prasahesh Arya

DIN 00006507
Director

Y P Arya

DIN 00505675
Director