ISHWARSHAKTI HOLDINGS & TRADERS LIMITED

Regd. Office : Seksaria Chambers, 5th Floor, 139, Nagindas Master Road, Fort, Mumbai - 400 001 Tel.: +9122-40500900 - 40500999 • Fax : +9122-22624989

CIN: L51100MH1983PLC030782

NOTICE

Notice is hereby given that the 34th Annual General Meeting of the Members of ISHWARSHAKTI HOLDINGS & TRADERS LIMITED (CIN: L51100MH1983PLC030782) will be held on Friday the 15th day of September, 2017 at 03.00 p.m. at the registered office of the Company at 5th Floor, Seksaria Chambers, 139 Nagindas Master Road, Fort, Mumbai - 400001 to transact the following business:

ORDINARY BUSINESS:

ITEM NO. 1 - ADOPTION OF AUDITED FINANCIAL STATEMENTS:

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2017, together with the Reports of the Board of Directors and the Auditors thereon.

ITEM NO. 2 - APPOINTMENT OF A DIRECTOR:

To appoint a Director in place of Mr. Vivek K. Seksaria (DIN: 00116698), who retries by rotation and, being eligible, seeks re-appointment.

ITEM NO. 3 - APPOINTMENT OF STATUTORY AUDITORS:

To consider and if thought fit to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 139, 142 and all other applicable provisions, if any, of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014, M/s. Poneet Gupta & Co., Chartered Accountants (Firm Registration No. 107959W), Mumbai, be and are hereby appointed as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the 39th Annual General Meeting to be held in Financial Year 2022, (subject to ratification of their appointment at every Annual General Meeting) at such remuneration apart from reimbursement of out of pocket expenses and taxes as applicable, as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors."

NOTES:

- (a) With respect to Item No. 2 forms part of this Notice, additional information, pursuant to Regulations 26(4) and 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Secretarial Standard on General Meetings in respect of Director seeking re-appointment at the Annual General Meeting is furnished as annexure to the Notice.
- (b) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITILED TO APPOINT A PROXY TO ATTEND AND VOTE IN THE MEETING INSTEAD OF HIMSELF/HERSELF, AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.
- (c) Proxies, in order to be effective, must be received at the Company's Registered Office not less than 48 hours before the meeting. Members are requested to note that a person can act as a proxy on behalf of members not exceeding 50 and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
- (d) Corporate Members intending to send their authorized representatives to attend the Meeting are requested to send a certified copy of the Board Resolution authorizing their representative to attend and vote on their behalf at the Meeting.
- (e) Members/proxies/authorised representatives are requested to bring the duly filled Attendance Slip enclosed herewith to attend the meeting.
- (f) The Register of Members and Share Transfer Books of the Company will be closed from Friday, September 08, 2017 to Friday, 15 September, 2017 (both days inclusive) for the purpose of Annual General Meeting.
- (g) Shareholders desiring any information as regards the Accounts, are requested to write to the Company at an early date so as to enable the management to keep the information ready at the meeting.

- (h) As per the provisions of the Companies Act, 2013, facility for making nominations is available to the members in respect of the shares held by them. Nomination forms can be obtained from the Company's Registrars and Transfer Agents by Members holding shares in physical form. Members holding shares in electronic form may obtain Nomination forms from their respective Depository Participant.
- (i) Section 20 of the Companies Act, 2013 permits service of documents on members by a Company through electronic mode. So in accordance with the Companies Act, 2013 read with the Rules framed thereunder, the Annual Report 2016-17 is being sent through electronic mode to those members whose email addresses are registered with the Company/Depository Participant unless any member has requested for a physical copy of the report. For members who have not registered their email addresses, physical copies of the Annual Report 2016-17 are being sent by the permitted mode.
- (j) Members holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate all risks associated with physical shares for ease of portfolio management. Members can contact the Company or Company's Registrar and Transfer Agents, M/s. Bigshare Services Private Limited for assistance in this regard.
- (k) To support the 'Green Initiative' the Members who have not registered their email addresses are requested to register the same with Bigshare Services Private Limited/Depositories.

Updation of Members' Details:

The format of the Register of Members prescribed by the Ministry of Corporate Affairs under the Companies Act, 2013 requires the Company/Registrars and Transfer Agents to record additional details of Members, including their Permanent Account Number details ("PAN"), email address, bank details for payment of dividend, etc.

Further, the Securities and Exchange Board of India ("SEBI") has mandated the submission of PAN by every participant in the securities market.

A form for capturing the above details is appended to this Notice. Members holding shares in physical form are requested to submit the filled in form to the Company or its Registrars and Transfer Agents. Members holding shares in electronic form are requested to submit the details to their respective Depository Participant.

Information and other instructions relating to e-voting are as under:

1. In compliance with Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standard on General Meetings (SS2) issued by the Institute of Companies Secretaries of India, the Company is pleased to provide to its members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting by electronic means and the business may be transacted through e-voting services arranged Central Depository Services Limited ("CDSL"). The Members may cast their votes using an electronic voting system from a place other than the venue of the Annual General Meeting ("remote e-voting"). Instructions for e-voting are given herein below.

The e-voting period will commence at 09.00 a.m. on Tuesday, September 12, 2017 and will end at 5.00 p.m. on Thursday, September 14, 2017. The Company has appointed Mr. Milan Mehta, Practicing Company Secretary (Membership No.

FCS No. 6401), to act as the Scrutinizer, for conducting the scrutiny of the votes cast. The Members desiring to vote through electronic mode may refer to the detailed procedure on e-voting given hereinafter.

- 2. The facility for voting through electronic voting system or ballot paper shall be made available at the Annual General Meeting 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.
- 3. The Members who have cast their vote by remote e-voting prior to the Annual General Meeting may also attend the meeting but shall not be entitled to cast their vote again.

The instructions for members for voting electronically are as under:-

- (a) The voting period begins on at 09.00 a.m. on Tuesday, September 12, 2017 and will end at 5.00 p.m. on Thursday, September 14, 2017. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date September 08, 2017 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (b) Log on to the e-voting website www.evotingindia.com
- (c) Click on Shareholders
- (d) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (e) Next enter the Image Verification as displayed and Click on Login.
- (f) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- (g) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)
	 Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number (refer serial no. printed on the name and address sticker/Postal Ballot Form/mail) in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. E.g. If your name is Ramesh Kumar with serial number 1 then enter RA00000001 in the PAN field.
Dividend	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy
Bank	format) as recorded in your demat account or in the company records
Details	in order to login.
OR	 If both the details are not recorded with the depository or
Date of	company please enter the member id / folio number in the
Birth	Dividend Bank details field as mentioned in instruction (iv).
(DOB)	

- (h) After entering these details appropriately, click on "SUBMIT" tab.
- (i) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (j) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (k) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (l) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

- (m) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (n) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (o) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (p) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (q) If Demat account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (r) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.

(s) Note for Non - Individual Shareholders and Custodians

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to <u>www.evotingindia.com</u> and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to <u>helpdesk.evoting@cdslindia.com</u>.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which
 they have issued in favour of the Custodian, if any, should be uploaded in
 PDF format in the system for the scrutinizer to verify the same.

(t) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com.

In case of members receiving the physical copy:

- (a) Please follow all steps from sl. no. (i) to sl. no. (xix) above to cast vote.
- (b) The voting period begins on at 09.00 a.m. on Tuesday, September 12, 2017 and will end at 5.00 p.m. on Thursday, September 14, 2017. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e the date for determining the no. of eligible shareholders to vote by electronic means cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (c) have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to helpdesk.evoting@cdslindia.com.

By Order of the Board

FOR ISHWARSHAKTI HOLDINGS & TRADERS LIMITED

Vinay K. Seksaria

Director

DIN: 00116582

Place: Mumbai

Date: July 28, 2017

Registered Office:

5th Floor, Seksaria Chambers

139 Nagindas Master Road,

Fort, Mumbai-400001

Email Id: ishwarshakti@rediffmail.com

ANNEXURE A

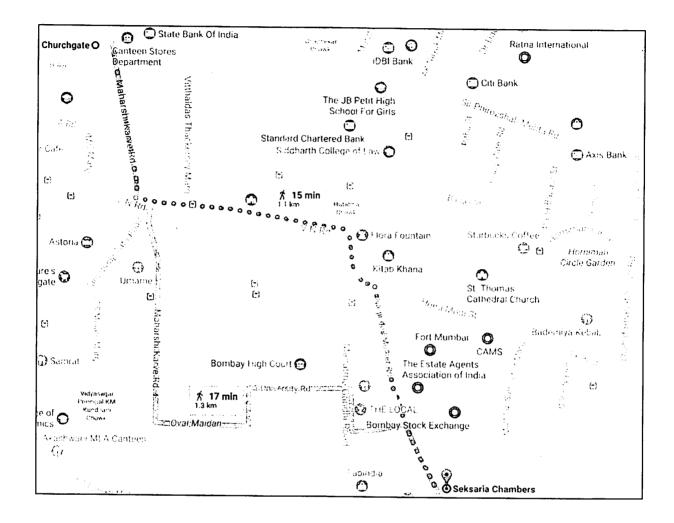
Details of the directors seeking Re-Appointment in the forthcoming Annual General Meeting (In pursuance of Regulation 36 of the Securities and Exchange Board of India [Listing Obligation and Disclosure Requirement] Regulations, 2015)

Name of the Director	Mr. Vivek K. Seksaria
Date of Birth	October 13, 1964
Date of Appointment	July 26,1986
Relationship with Directors	 Son of Mr. Kailashchandra Seksaria and Mrs. Geeta Seksaria Brother of Mr. Vinay Seksaria
Expertise in Specific functional area	Vast experience in Sugar Industry
Qualification	Graduate from Mumbai University
Board Membership of Companies as on March 31, 2017	1(One)
Chairman/Member of the Committee of the Board of directors as on March 31, 2017 ²	NIL
Number of Shares held in the Company as on March 31, 2017	1,38,560 shares

- 1. Only Public Limited Companies have been taken into consideration for the purpose of Board membership of Companies as on March 31, 2017.
- 2. Only Audit and Stakeholder Relationship Committees of Public Limited Companies have been taken into consideration for the purpose determining the Chairmanships/Memberships of the Committees of the Board of directors as on March 31, 2017.

Route Map of Venue of Annual General Meeting

<u>Venue:</u> Seksaria Chambers, 5th Floor, 139, Nagindas Master Road, Fort, Mumbai - 400001



ATTENDANCE SLIP

34TH ANNUAL GENERAL MEETING ON FRIDAY, SEPTEMBER 15, 2017 AT 03.00 P.M. (IST)

Add	dress of the Member :		
Nui	mber of Shares Held :		
hele Flo	ereby record my presence at the 34th d at the Registered Office of the Comor, 139 Nagindas Master Road, Fort, May, September 15, 2017.	pany situated at S	Seksaria Chambers, 5th
Nar	me of the Member/Proxy* :		
Sign	nature of the Member/Proxy* :		
	rike out whichever is not applicable.	a to attend the m	
*Stı	rike out whichever is not applicable. A shareholder/proxyholder wishin attendance slip to the meeting and the meeting hall, duly signed.	g to attend the m d hand over the sa	eeting must bring the ame at the entrance of
	A shareholder/proxyholder wishin attendance slip to the meeting and	d hand over the sa	ame at the entrance of meeting should bring
(1)	A shareholder/proxyholder wishin attendance slip to the meeting and the meeting hall, duly signed. A shareholder/proxyholder desirin his/her copy of the Annual Report	d hand over the sa	ame at the entrance of meeting should bring
(1)	A shareholder/proxyholder wishin attendance slip to the meeting and the meeting hall, duly signed. A shareholder/proxyholder desirin his/her copy of the Annual Report	d hand over the saing to attend the for reference of the	ame at the entrance of meeting should bring meeting.

Form MGT-11

PROXY FORM

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

34TH ANNUAL GENERAL MEETING ON SEPTEMBER 15, 2017 AT 03:00 P.M. (IST)

Name of		the	T:	
Member(s)		tire		
			L	
Address of		the	:	
Member				
E-mail			:	
Folio	No	./DP	:	
ID/(Client ID)				
I /37/- 1 ·				
I/We, being me	emi	per(s)	of	shares of Ishwarshakti Holdings & Traders
Limited, hereby	ar	point		
Name	:			
E-mail	1:			
A 1 1	Щ.			
Address	:			
Signature	:			
or failing him/h	ner			
Name	:			
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E-mail	:			
Address	:			
Signature	:			
or failing him/h	er			
Name	:]			
E-mail				
E-mail	:			
Address	:			
Signature	:			

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 34th Annual General Meeting to be held on September 15, 2017 AT 03:00 P.M. (IST) at the Registered office of the Company situated at Seksaria Chambers, 5th Floor, 139 Nagindas Master Road, Fort, Mumbai – 400001, Maharashtra, India, and at any adjournment(s) thereof in respect of such resolutions as are indicated below:

Das	olutions	Vote		
Res	Olutions	For	Against	Abstain
and the same	ORDINARY BUSINESS			
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2017 together with the Reports of Board of Directors and Auditors thereon.			
2.	Appointment of Director in place of Mr. Vivek K. Seksaria, (DIN: 00116698) who retires by rotation and being eligible, seeks reappointment.			
3.	Appointment of Statutory Auditor			

Signed this	day of	2017

Affix revenue stamp of not less than Rupee 1

Name of the Member/ Proxy	:	
Signature of the Member/ Proxy	:	

NOTE:

- 1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Annual General Meeting.
- 2. A proxy need not be a member of the Company.

ISHWARSHAKTI HOLDINGS & TRADERS LIMITED

Regd. Office: Seksaria Chambers, 5th floor, 139 Nagindas Master Road, Fort, Mumbai – 400 001, Email: ishwarshakti@rediffmail.com, Phone No. 022-40500900 to 99, Fax-22624989, Website-www.ishwarshakti.com

DIRECTORS' REPORT

To The Members.

Your Directors are pleased to present the Annual Report and the Audited Accounts for the financial year ended March 31, 2017.

SUMMARY OF THE FINANCIAL RESULTS:

(₹ in Lacs)

Particulars	2016-2017	2015-2016
Revenue from operations (Net)	81.73	69.30
Profit before Interest, Depreciation and Taxation	6.75	5.93
Profit after Tax	6.14	0.48
Balance brought forward from previous year	48.29	47.81
Available for appropriation	54.43	48.29
The Directors have made the following appropriations:		
Dividend (Proposed)		-
Tax on distributed Profits		-
General Reserve		-
Carry forward	54.43	48.29
EPS	0.43	0.03

DIVIDEND:

In order to conserve the resources for future operations of the Company, your Directors do not recommend any dividend for the year ended March 31, 2017.

BOARD OF DIRECTORS:

During the year under review, there was one appointment (regularization) of Director and that as on March 31, 2017, the Board comprised of below mentioned four (4) Directors:

Sr. Name of the Directors No.		Designation
01	Mr. Kailashchandra Seksaria (DIN: 00115565)	Director
02	Mrs. Geeta K. Seksaria (DIN: 06960055)	Director
03	Mr. Vinay K. Seksaria (DIN: 00116582)	Director
04	Mr. Vivek Seksaria (DIN: 00116698)	Director

Number of Meetings of the Board:

During the year, Four (4) Board meetings were held and convened. The details of which are mentioned herein below. The intervening gap between the meetings was within the period prescribed under the Act.

The details of Board Meetings held are as follows:

Sr. No. Date of Board meetings		
1.	May 25, 2016	
2.	August 05, 2016	
3.	November 10, 2016	
4.	January 30, 2017	

Number of Board Meetings attended by Directors are as under:

Name of Director	Category	No. of meeting held	No. of Meetings Attended
Mr. Kailashchandra Seksaria	Executive and Non Independent	4	4
Mrs. Geeta K. Seksaria	Executive and Non Independent	4	4
Mr. Vinay K. Seksaria	Executive and Non Independent	4	4
Mr. Vivek K. Seksaria	Executive and Non Independent	4	4

DIRECTOR'S RESPONSIBILITY STATEMENT:

Pursuant to the provisions of Section 134(5) of the Act, the Directors hereby confirm that:

- a) in the preparation of the annual accounts, the applicable accounting standards have been followed and there are no material departures;
- b) they have selected such accounting policies and applied them consistently and made judgements 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 of the Company for that period;
- c) they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the asset of the Company and for preventing and detecting fraud and other irregularities;
- d) they have prepared the annual accounts on a going concern basis;
- e) they have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively;
- f) they have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

AUDIT COMMITTEE:

The role of the Audit Committee is in accordance with the provisions of regulation 18 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter called as SEBI (LODR), Regulations, 2015) and the terms of reference specified under Section 177 of the Act.

The terms of reference for the Audit Committee include:

- Examination of Financial Statement and Statutory Auditors' report thereon and discussion of any related issues with the Internal & Statutory Auditors and the management of the Company.
- Review of Financial Statement before their submission to the Board, including Directors' Responsibility Statement, changes in accounting policies and practices, statutory compliances and qualification in draft audit report.
- Approval or any subsequent modification of transactions of the Company with related parties.
- Scrutiny of inter-corporate loans and investments.
- Valuation of undertakings or assets of the Company, wherever it is necessary.
- Valuation of internal financial controls.
- Valuation of risk management system.
- Monitoring end use of funds raised through public offers and related matters.
- Establishing a vigil mechanism for Directors and employees to report genuine concerns and to make provision for direct access to the Chairperson of the Committee in appropriate or exceptional cases and review its findings.
- Review of Company's financial reporting processes and the disclosure of financial information to ensure that the Financial Statement is correct, sufficient and credible.
- Look into reasons for substantial defaults in payments to stakeholders.
- Approval of appointment of CFO or any other person heading Finance function after assessing the qualifications, experience, background etc. of the candidate.
- Recommendation for appointment, remuneration and terms of appointment of the Statutory Auditors of the Company.
- Review and monitor the Auditor's independence and performance, effectiveness of audit process and adequacy of internal control systems.

- Call for comments of the Statutory Auditors about internal control system, the scope of audit, including the observations of the Statutory Auditors.
- Reviewing the adequacy of the Internal Audit function including the structure of the Internal Audit department, Staffing and Seniority of the official heading the department, reporting structure coverage and frequency of Internal Audit.
- Discussion with statutory auditors before the audit commences, about nature and scope of audit as well as post audit discussion to ascertain any area of concern.
- Reviewing findings of any internal investigation into matters where there is suspected fraud or irregularity or failure of internal control systems of a material nature and reporting the matter to the Board.
- The Chairman of the Committee to attend the General Meeting to respond to the queries of shareholders.

During the period under review, Audit Committee met Four (4) times on following dates:

The details of Audit Committee meetings held are as follows:

Sr. No	Date of Board meetings
1.	May 25, 2016
2.	August 08, 2016
3.	November 10, 2016
4.	January 30, 2017

The composition of Audit Committee is as under:

Name of Director	Category	No. of meeting held	No. of Meetings Attended
Mr. Kailashchandra Seksaria	Executive and Non-Independent	4	4
Mr. Vinay K. Seksaria	Executive and Non-Independent	4	4
Mr. Vivek K. Seksaria	Executive and Non-Independent	4	4

NOMINATION AND REMUNERATION COMMITTEE:

Pursuant to Clause 19 of the SEBI (LODR), Regulations, 2015) and Section 178 of the Act, the Board has re-constituted and renamed the Remuneration Committee as Nomination and Remuneration Committee and adopted new terms of reference.

The terms of reference for the Nomination and Remuneration Committee Include:

- To formulate a Nomination and Remuneration Policy on:
 - determining qualifications, positive attributes and independence of a director.
 - guiding remuneration of Directors, Key Managerial Personnel ("KMP") and other employees and Board diversity.
- Recommend Nomination and Remuneration Policy to the Board.
- Identify candidates who are qualified to become Directors.
- Identify persons who are qualified to become Senior Management (Senior Management of the Company means employees of the Company who are Divisional Heads and Corporate Functional Heads).
- Recommend to the Board the appointment and removal of Directors and Senior Management.
- Lay down the process for evaluation of the performance of every Director on the Board.
- The Chairman of the Committee to attend the General Meeting to respond to the queries of shareholders

During the period under review, the Nomination and Remuneration Committee met Once on January 30, 2017.

Constitutions of the Nomination and Remuneration Committee and attendance details during the financial year ended March 31, 2017 are given below:

Category	No. of meeting held	No. of Meetings Attended
Executive and Non-Independent	1	1
Executive and Non-Independent	1	1
Executive and Non-Independent	1	1
	Executive and Non-Independent Executive and Non-Independent	Category meeting held Executive and Non-Independent 1 Executive and Non-Independent 1

VIGIL MECHANISM:

The Company has established a vigil mechanism through the Audit Committee to oversee the genuine concerns expressed by the employees and other Directors. The Company has also provided adequate safeguards against victimisation of employees and Directors who may express their concerns pursuant to this policy. The Company has also provided a direct access to the Chairman of the Audit Committee on reporting issues concerning the interests of the employees and the Company.

CORPORATE GOVERNANCE:

During the period of review, the Company's Paid-up Share Capital and Net Worth is less than Rs.10 crores and Rs. 25 crores respectively, so the Corporate Governance Report in term of Regulation 27 of SEBI (LODR) Regulations, 2015 is not applicable to the Company.

RELATED PARTY TRANSACTIONS:

All the related party transactions entered by the Company are on arm's length basis and in the ordinary course of the business. All the related party transactions as required under AS-18 are reported in the Notes to the financial statement.

In terms of Section 134(3)(h) of the Act read with Rule 15 of the Companies (Meetings of Board and its Power Rules) 2014, the particulars of the Contracts or arrangements with related parties in the prescribed forms are provided in **Annexure** "A"

RISK MANAGEMENT POLICY AND INTERNAL FINANCIAL CONTROLS:

Business Risk Evaluation and its Management is an ongoing process within the Organization. The Company has a healthy risk management framework to identify, monitor and minimize risks as also identify business opportunities.

The Company has in place adequate internal Control with reference to financial transactions.

DIRECTORS AND KEY MANAGEMENT PERSONNEL:

As per Companies Act, 2013 Mr. Vivek K. Seksaria (DIN: 00116698) will retire by rotation at the forthcoming Annual General Meeting of the Company and being eligible, for reappointment. The Board has recommended his re-appointment.

As per Companies Act, 2013 the Company has to appoint Independent Director on the Board. The Company is in process of finding suitable candidate for holding the office of Independent Director.

As per section 203 of the Companies Act, 2013, the Company has to appoint Managing Director or Chief Executive Director or Manager and Whole-time Director and CFO and Company Secretary, the Company is in search of suitable candidate for the same.

PUBLIC DEPOSITS:

During the year under review, your Company has neither accepted nor renewed any deposit from public within the meaning of Section 73 of the Act, 2013.

<u>PARTICULARS OF LOANS, GUARANTEES, OR INVESTMENTS MADE UNDER</u> SECTION 186 OF THE COMPANIES ACT, 2013

The particulars of Loans, guarantees or investment made under the provisions of section 186 of the Act, 2013 are given in the notes forming part of the financial statements provided in the Annual Report.

AUDITORS:

M/s. Phirodia Bafna & Associates, Chartered Accountants, Mumbai (Firm Registration No. 107911W) as a Statutory Auditors of the Company have been in office for more than ten years and in compliance with the provisions of the Act, the Audit Committee and the Board of Directors of the Company at their meeting held on May 26, 2017, recommended the appointment of M/s. Poneet Gupta & Co., Chartered Accountants (Firm Registration No. 107911W), as the Statutory Auditors (new auditors) of the Company in place of the existing Statutory Auditors to hold office from the conclusion of the this AGM till the conclusion of the Sixth AGM from this AGM of the Company, subject to ratification by the members at every AGM. The necessary resolution is being placed before the shareholders for approval.

The new Auditors have confirmed their eligibility to the effect that their appointment, if made, would be within the prescribed limits under the Act and that they are not disqualified for appointment.

The notes on financial statement referred to in the Auditors report are self-explanatory and do not call for any further comments. The Auditors report does not contain any qualification, reservation or adverse remark.

SECRETARIAL AUDITORS:

In terms of Section 204 of the Act read with the Companies (Appointment and remuneration of Managerial Personnel) Rules 2014, the Board appointed M/s. Milan Mehta & Associates, Practicing Company Secretaries (CP: 4826), Mumbai for conducting the Secretarial Audit for the financial year ended March 31, 2017. The Report of the Secretarial Auditors is provided as **Annexure "B"** to this report.

INTERNAL AUDITORS:

During the period under review the Board has appointed M/s. B. L. Dasharda & Associates. Chartered Accountants as Internal Auditor of the Company.

CONSERVATION OF ENERGY AND TECHNOLOGY ABSORPTION, ETC.:

Considering the activities in which Company is engaged, the relevant data pursuant to Section 134(3)(m) of the Act, 2013, read with the relevant rules, are not required to be given.

PARTICULARS AS PER SECTION 197 OF THE COMPANIES ACT, 2013:

Statement containing particulars of employees as required under Section 197 of the Act, read with Rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 is not given, as none of the employees of the Company is covered under the provisions of the said section.

FOREIGN EXCHANGE EARNING AND OUT GO

There is no a foreign exchange earnings or outgo during the year.

REGISTRAR AND SHARE TRANSFER AGENT:

The Company has appointed M/s. Bigshare Services Pvt. Ltd., 1st Floor, Bharat Tin Works Building, Opp. Vasant Oasis Apartments (next to Keys Hotel), Marol Maroshi Road, Andheri East, Mumbai - 400059 as its Registrar & Share Transfer Agent for handling transfer of shares and other work related to share registry.

EXTRACTS OF ANNUAL RETURN:

Pursuant to section 92 (3) of the Companies Act, 2013 and Rule 12(1) of the Companies (Management and Administration) Rules, 2014, extract of the Annual return in the prescribed form is annexed as **Annexure** "C."

ACKNOWLEDGEMENT:

Your Directors place on record their appreciation of the support and co-operation received during the year from the Company's Bankers, Statutory Authorities, and all organizations connected with its business.

For and on behalf of the Board of Directors For Ishwarshakti Holdings & Traders Limited

Mr. Kailashchandra Kesardeo Director (DIN: 00115565)

Director (DIN: 00116582)

Mr. Vinay K. Seksaria

Mr. Vivek K. Seksaria Director (DIN: 00116698)

Place: Mumbai Date: May 26, 2017



ANNEXURE -

Form No. AOC - 2

(Pursuant to clause (h) of sub-section (3) of Section 134 of the Companies Act, 2013 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 arms length transactions under third proviso thereto.

1. Details of contracts or arrangements or transactions not at arm's length basis:

Sr. No.	Name of Related P	Relationship	Nature, duration, particulars and amount of contract/arrangement/ Transaction	Date of Approval by Members

2. Details of material contracts or arrangement or transactions at arm's length basis

Sr. No.	Name of the Related Party	Relationship	Nature, duration, particulars and amount of contract/arrangement/ Transaction	Date of Approval by Board	Date of Approval by Members
01.	Mr. Kailashchandra Kesardeo	Director	Interest paid (Gross) ₹ 2,25,000	May 08, 2015	
02.	Mr. Vivek K. Seksaria	Director	Interest paid (Gross) ₹ 2,25,000	May 08, 2015	
03.	Mr. Kailashchandra Kesardeo	Director	Loan received ₹ 1,20,000 (50,000)	May 08, 2015	
04.	Mr. Vinay Seksaria	Director	Loan received ₹ 1,80,000 (NIL)	August 05, 2017	
05.	Mr. Vivek K. Seksaria	Director	Loan received ₹ 1,30,000 (NIL)	May 08, 2015	1-1 - 4
06.	The Seksaria Biswan Sugar Factory Limited	Equity Investment	Dividend received ₹ 2,93,200 (2,93,200)	May 08, 2015	

For and on behalf of the Board of Directors
For Ishwarshakti Holdings & Traders Limited

Mr. Kailashchandra Seksaria Director (DIN: 00115565)

(ena ac

Mr. Vinay K. Seksaria

Mr. Vivek K. Seksaria

Director (DIN: 00116582) Director (DIN: 00116698)

Place: Mumbai Date: May 26, 2017 Conservation of Energy, Technology Absorption, Foreign Exchange Earnings and Outgo

Information under section 134 of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2013 and forming part of the Boards Report for the year ended March 31, 2017

a.	Conservation of Energy						
	1.	Steps taken for conservation	N.A.				
	2.	Steps taken for utilizing alternate sources of energy	N.A.				
	3.	Capital investment on energy conservation equipments	N.A.				
	T						
b.	Tec	chnology absorption					
	1.	Efforts made for technology absorption	N.A.				
	2.	Benefits derived	N.A.				
	3.	Expenditure on Research & Development, if any	N.A.				
	4.	Details of Technology imported, if any	N.A.				
	5.	Year of Import	N.A.				
	6.	Whether imported technology fully absorbed	N.A.				
	7.	Areas where absorption of imported technology has not taken place, if any	N.A.				
c.	For	reign Exchange Earnings and Outgo					
	1.	Foreign Exchange Earnings by the Company	N.A.				
	2.	Foreign Exchange Expenditure by the Company	N.A.				

For and on behalf of the Board of Directors For Ishwarshakti Holdings & Traders Limited

Mr. Kailashchandra Seksaria Director (DIN: 00115565) Mr. Vinay K. Seksaria Director (DIN: 00116582) Mr. Vivek K. Seksaria Director (DIN: 00116698)

Place: Mumbai

Date: May 26, 2017







ANNEXURE B

Form No. MR-3 SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2017 [Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To, **The Members, Ishwarshakti Holdings and Traders Limited**Mumbai

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

Based on our verification of the 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, 2017 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, audit report and returns filed as per Annexure 1 as maintained by the Company for the financial year ended on 31st March, 2017 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 there under as applicable to the Company;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under as applicable to the Company;
- (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 as applicable to the Company;

- (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act') as applicable to the Company:-
- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
- (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- (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 regarding the Companies Act and dealing with client;
- (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
- (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
- (vi) We have relied on the representation made by the Company and its officers for system and mechanism formed by the company for compliances under other applicable acts, laws and regulations as applicable to the Company is given in Annexure 2.

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

- (i) As represented to us, the Company is complying with Secretarial Standards issued by The Institute of Company Secretaries of India.
- (ii) The Listing Agreement is as entered by the Company with the Bombay Stock Exchange.

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

Provisions relating to Corporate Governance are not applicable to the Company since the paid up capital and reserves of the company is below the threshold limit as specified.

As informed to us the Company is in process of appointing Key Managerial Persons as per provisions of the Section 203 of the Companies Act and a suitable candidate as a Company Secretary of the Company.

As informed to us the Company is in process of appointing Independent Director.



We further report that The Board of Directors of the Company is constituted with proper balance of Executive, Non Executive and Women Director. There were no changes in the composition of the Board of Directors that took place during the period under review.

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

As represented to us, majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

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

We further report that during the audit period there were no instances of:

- (i) Public/Right/Preferential issue of shares / debentures/sweat equity, etc.
- (ii) Redemption / buy-back of securities
- (iii) Major decisions taken by the members in pursuance to section 180 of the Companies Act, 2013
- (iv) Merger / amalgamation / reconstruction, etc.

(v) Foreign technical collaborations

For Milan Mehta & Associates **Company Secretaries**

(Milan Mehta - Proprietor) FCS 6401, CP: 4826

Mumbai, 26th May 2017

List of Documents Verified

Annexure 1

- 1. Memorandum & Articles of Association of the Company
- 2. Annual Report, Audit Report for the year ended 31.03.2016
- 3. Annual Report, Audit Report and notes thereon for the year 31.03.2017
- 4. Minutes of the Meeting of Board of Directors
- 5. Minutes of last Annual General Meeting of the Company
- 6. Statutory Registers of the Company as per Companies Act, 2013
- 7. Declaration received from the Directors of the Company u/s 184 of the Companies Act, 2013
- 8. E-forms filed by the Company from time to time as required under the Companies Act, 2013
- 9. Listing Agreement Compliances as applicable
- 10. NBFC compliances as per provisions of RBI Act, 1934 as applicable
- 11. Other forms and returns filed by the company as per applicable laws

List of Laws as applicable to the Company

Annexure 2

- 1. Acts Prescribed under Direct Tax Act
- 2. Provident Fund and Employees State Insurance Act
- 3. Wealth Tax
- 4. Service Tax
- 5. RBI Act of 1934 as applicable to NBFC Company



ANNEXURE C

Form No. MGT-9

Extract of Annual Return As on the financial year ended on March 31, 2017

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

I. Registration and other details:

(i)	CIN	:	L51100MH1983PLC030782			
(ii)	Registration Date	:	September 07, 1983			
(iii)	Name of the Company	:	Ishwarshakti Holdings & Traders			
			Limited			
(iv)	Category /	:	Company Limited by Share			
	Sub-Category of the Company		Indian Non-Government Company			
(v)	Address of the Registered	:	Seksaria Chambers, 5th Floor, 139 Nagindas			
	office and contact details		Master Road, Fort, Mumbai - 400001			
			Contact Details: 022- 40500900 Fax Number: 022 - 22624989 E-mail Id: ishwarshakti@rediffmail.com			
(vi)	Whether listed Company	:	No			
(vii)	Name, Address and Contact	:	N.A.			
	details of Registrar and					
	Transfer Agent, if any					

II. Principal Business Activities of the Company:

All the business activities contributing 10 % or more of the total turnover of the Company shall be stated:-

Sr. No	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the Company
1)	Investment Activity	6430	95.68

III. Particulars of Holding, Subsidiary and Associate Companies -

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

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

1.	Category-wise Shareholding	Annexure I
2.	Shareholding of Promoters	Annexure II
3.	Change in promoters shareholding	Annexure III
4.	Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):	Annexure IV
5.	Shareholding of Directors and KMP	Annexure V

V. Indebtedness:

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

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness				
Ind	Indebtedness at the beginning of the financial year							
i) Principal Amount		67,58,370		67,58,370				
ii) Interest due but		4,05,000		4,05,000				
not paid								
iii) Interest accrued		**						
but not due								
Total (i+ii+iii)		71,63,370		71,63,370				
С	hange in Indebtedness	during the finar	ncial year					
 Addition 	••	50,000		50,000				
 Reduction 								
 Addition 	••							
 Reduction 								
Net Change		50,000	••	50,000				
lı .	ndebtedness at the en	nd of the finan	cial year					
i)Principal Amount		68,08,370		68,08,370				
ii)Interest due but	••	4,05,000		4,05,000				
not paid								
iii)Interest accrued				P. 0				
but not due								
Total (i+ii+iii)		72,13,370		72,13,370				

VI. Remuneration of Directors and Key Managerial Personnel:

1.	Remuneration to Managing Director, Whole-time Directors and/or Manager	Annexure VI
2.	Remuneration to other directors	Annexure VII
3.	Remuneration to Key Managerial Personnel other than MD/Manager/WTD	Annexure VIII

VII. Penalties / Punishment/ Compounding of offences:

Type A. Company	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT / COURT]	Appeal made, if any (give Details)	
	γ 		Y		·	
Penalty						
Punishment						
Compounding		****				
B. Directors	I			L		
Penalty						
Punishment						
Compounding						
C. Other Officers in default						
Penalty						
Punishment						
Compounding						

ANNEXURE - D

Statement annexed to the Director's Report showing names and the other particulars of every employees of the Company pursuant to sub rule (2) and (3) of rule 5 of the Companies (Appointment and Remuneration) Rules, 2014 for the period ended March 31, 2017:

Statement showing the details of employees drawing remuneration @ Rs. 60.00 lakhs per annum or Rs. 5,00,000 per month or more, where employed for a part of the year:

1. Name of the Employee: N.A.

2. Date of commencement of employment: N.A.

Sr. No.	Design ation	Remun eration Receive d (Rs.)	Nature of employme nt, whether contractual or otherwise	Qualific ation and experie nce	Age (Years)	Last employme nt held before joining the company	Percentag e of equity shares held	Whether the employee is a relative of any Director or manager of the Company and if so, name of such Director or manager

For and on behalf of the Board of Directors For Ishwarshakti Holdings & Traders Limited

Mr. Kailashchandra Seksaria

Director (DIN: 00115565)

Mr. Vinay K. Seksaria

Director (DIN: 00116582)

Mr. Vivek K. Seksaria

Director (DIN: 00116698)

Place: Mumbai

Date: May 26, 2017

Annexure I - Category Wise Shareholding

Category of Shareholders	Number of the year	the year							
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	during the year
A. Promoters					777				
1. Indian									
a. Individual/HUF	9,26,670		9,26,670	64.35	9,26,670		9,26,670	64.35	****
b. Central Government									
c. State Government(s)									
d. Bodies Corporate	1,52,130		1,52,130	10.56	1,52,130		1,52,130	10.56	
e. Banks/FI									
f. Any Other									
Sub - Total (A) (1)	10,78,800		10,78,800	74.92	10,78,800		10,78,800	74.92	
2. Foreign									
a. NRI – Individuals	1,200		1200	0.08	1200		1200	0.08	
b. Other Individuals									
c. Bodies Corporate									
d. Banks/FI									
e. Any Other				•					
Sub – Total (A) (2)	1,200		1,200	0.08	1,200		1,200	0.08	
Total Shareholding Promoter A = (A) (1) + (A) (2) B. Public Shareholding	of 10,80,000		10,80,000	75.00	10,80,000		10,80,000	75.00	
I. Institutions									
a. Mutual Funds/UTI									
b. Banks / FI									
c. Central Government									

d. State Government (s)				T					
e. Venture Capital Funds									
f. Insurance Companies									
g. Foreign Institutional Investors									
h. Foreign Venture Capital Funds									
i. Others									
Sub Total B(1)									
Non - Institutions									
a. Bodies Corporate									
l. Indian	1,29,420	7,110	1,36,530	9.48	1,29,420	7,110	1,36,530	9.48	
II. Overseas									
b. Individual									
I. Individual shareholders holding nominal share capital upto Rs. 1 Lakh	5,450	37,860	43,310	3.00	5,450	37,860	43,310	3.00	
II. Individual shareholders holding nominal share capital in excess of Rs. 1 Lakh	1,60,160	20,000	1,80,160	12.52	1,60,160	20,000	1,80,160	12.51	
c. Others									
Sub-total (B)(2):-	2,95,030	64,970	3,60,000	25.00	2,95,030	64,970	3,60,000	24.99	
Total Public Shareholding (B)=(B)(1)+(B)(2)	13,75,030	64,970	14,40,000	100.00	13,75,030	64,970	14,40,000	100.00	
C. Shares held by Custodian for GDRs & ADRs									
Grand Total (A+B+C)	13,75,030	64,970	14,40,000	100.00	13,75,030	64,970	14,40,000	100.00	

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Annexure II- Shareholding of Promoters

Sr.	Shareholder's Name	Sharehold	ing at the be	ginning of the	Share ho	% change in		
No		year				share		
		No. of	% of total	% of Shares	No. of	% of total	ĺ	holding
		Shares	Shares of	, ,	Shares	Shares of	Pledged /	during the
			the Company	encumbered to total shares		the Company	encumbered to total shares	year
			• •	to total silales		-	total silales	
01.	Late Mrs. Savitribai	10	0.00		10	0.00		
	Kesardeo							
02.	Mr. Kailashchandra	1,32,250	9.18		1,32,250	9.18		
	Kesardeo							
03.	Kailashchandra	2,150	0.15		2,150	0.15		
	Kesardeo HUF							
04.	Kailashchandra &	500	0.03		500	0.03		
	Sons HUF							
05.	Kesardeo & Sons HUF	500	0.03		500	0.03		
06.	Mrs. Geeta Seksaria	1,34,200	9.32		1,34,200	9.32		
07.	Mr. Vinay Seksaria	1,39,090	9.66		1,39,090	9.66		
08	Vinay Corporation	500	0.03		500	0.03		
	HUF							
09.	Mr. Vivek Seksaria	1,38,560	9.62		1,38,560	9.62	******	*****
10.	Vivek & Sons HUF	1,100	0.08		1,100	0.08		
11.	Mrs. Radhika Seksaria	1,31,410	9.13		1,31,410	9.13		
12.	Mr. Shyam Sunder	40,000	2.78		40,000	2.78		
	Saraf			:				·
13.	Mrs. Aparna Seksaria	1,38,200	9.60		1,38,200	9.60		
14.	Ms. Shrishti Seksaria	500	0.03		500	0.03		
15.	Mr. Yashasvi Seksaria	67,700	4.70		67,700	4.70		

	Total	10,80,000	75.0	***	10,80,000	75.0	as so so so so so so	
18.	Ashutosh Saraf	1,200	0.08		1,200	0.08		
17.	Bhavnagar Oil Mills Private Limited	1,39,000	9.65		1,39,000	9.65		
16.	Anushree Fabrics Private Limited	13,130	0.91		13,130	0.91		

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Annexure IV - Shareholding Pattern of Top Ten Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs)

Sr. No			ding at the 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	
1.	Mrs. Lakshmi Devi Saraf					
	At the beginning of the year	81,700	5.67	81,700	5.67	
	Date wise Increase/Decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/ bonus / sweat equity etc):					
	At the End of the year (or on the date of separation, if separated during the year)	81,700	5.67	81,700	5.67	

Sr. No		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
2.	Mr. Sł	nyamsunder Pai	nda		
	At the beginning of the year	67,960	4.86	67,960	4.86
	Date wise Increase/Decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/ bonus / sweat equity etc):				
	At the End of the year (or on the date of separation, if separated during the year)	67,960	4.86	67,960	4.86

Annexure III - Changes in Promoters Shareholding

Sr. No.		1	at the beginning of e 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 Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NO CHANGE	NO CHANGE	NO CHANGE	NO CHANGE
	At the End of the year	-	-	-	-

Sr. No			ding at the 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
3.	M/s. Nawal	Finance Private	e Limited		
	At the beginning of the year	64,870	4.50	64,870	4.50
	Date wise Increase/Decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/ bonus / sweat equity etc):				
	At the End of the year (or on the date of separation, if separated during the year)	64,870	4.50	64,870	4.50

Sr. No		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
1.	M/s. Premier Co	nsultant and Tr	aders Limited		
	At the beginning of the year	64,870	4.50	64,870	4.50
	Date wise Increase/Decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/ bonus / sweat equity etc):				
	At the End of the year (or on the date of separation, if separated during the year)	64,870	4.50	64,870	4.50

Sr. No		Shareholding at the beginning of the year			Shareholding the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company	
5.	Mr. Nimesh Makharia					
	At the beginning of the year	20,000	1.39	20,000	1.39	
	Date wise Increase/Decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/ bonus / sweat equity etc):					
	At the End of the year (or on the date of separation, if separated during the year)	20,000	1.39	20,000	1.39	

Sr. No		Shareholding at the beginning of the year		1	Shareholding the year
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
6.	Mrs	. Anjana Agrawa	al		
	At the beginning of the year	10,500	0.73	10,500	0.73
	Date wise Increase/Decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/ bonus / sweat equity etc):				
	At the End of the year (or on the date of separation, if separated during the year)	10,500	0.73	10,500	0.73

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Sr. No		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
7.	Mrs. Sav	vita Ramesh Phi	irodia		
	At the beginning of the year	10,000	0.69	10,000	0.69
	Date wise Increase/Decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/ bonus / sweat equity etc):				
	At the End of the year (or on the date of separation, if separated during the year)	10,000	0.69	10,000	0.69

Sr. No		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	
8.	Mr. Sa	ilesh Suresh Ma	anot		-	
	At the beginning of the year	10,000	0.69	10,000	0.69	
	Date wise Increase/Decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/ bonus / sweat equity etc):					
	At the End of the year (or on the date of separation, if separated during the year)	10,000	0.69	10,000	0.69	

Sr. No		Shareholding at the beginning of the year		Cumulative Shareholdir during the year	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
9.	M/s. Sai Finance	& Investment Private Limited			
	At the beginning of the year	6,050	0.42	6,050	0.42
	Date wise Increase/Decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/ bonus / sweat equity etc):				
	At the End of the year (or on the date of separation, if separated during the year)	6,050	0.42	6,050	0.42

Sr. No		Shareholding at the beginning of the year		ŀ	Shareholding the year
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the Company
10.	Mr. Jite	ndra Ramanlal	Joshi		
	At the beginning of the year	3,400	0.24	3,400	0.24
	Date wise Increase/Decrease in Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/ bonus / sweat equity etc):				
	At the End of the year (or on the date of separation, if separated during the year)	3,400	0.24	3,400	. 0.24

Annexure V – Shareholding of Directors and Key Managerial Personnel

Sr. No.	Name of Director	Shareholding at the beginning of the year		_	Shareholding the year	Shareholding at the End of the year	
		No. of shares	% of total shares of the Company	Increase	Decrease	No. of shares	% of total shares of the
			43				Company
1.	Mr. Kailashchandra Kesardeo	1,32,250	9.18			1,32,250	9.18
2.	Mrs. Geeta K. Seksaria	1,34,200	9.32			1,34,200	9.32
3.	Mr. Vinay K. Seksaria	1,39,090	9.66			1,39,090	9.66
4.	Mr. Vivek K. Seksaria	1,38,560	9.62			1,38,560	9.62

Annexure VI - Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sr.	Particulars of Remuneration	Name of MD/WTD/	Total Amount
No.		Manager	
1.	Gross Salary	Nil	Nil
	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)	Nil	Nil
	Ceiling as per the Act	-	-

Annexure VII - Remuneration to other Directors:

Sr. No	Particulars of Remuneration		Name of Dire	ectors		Total Amount
1.	Independent Directors					
	a. Fee for attending board/committee meetings		 		 	
	b. Commission		 		 	
	c. Others, please specify		 		 	
	Total (1)		 		 	
2.	Other Non		 		 	
	Executive Directors				<u>.</u>	
	a. Fee for attending board/committee meetings		 		 	
	b. Commission		 		 	
	c. Others, please specify		 		 	
	Total (2)		 		 	
	Total (B)=(1+2)		 		 	
	Total Managerial Remuneration		 			
	Overall Ceiling as per the Act		 			

Annexure VIII - Remuneration to Key Managerial Personnel Other Than MD/Manager/WTD:

Sr. No.	Particulars of Remuneration	Key Ma	nagerial Personne	1	Total Amount
		CEO	Company Secretary	CFO	
1.	Gross Salary				
	d) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961				
	e) Value of perquisites u/s 17(2) Income-tax Act, 1961				
	f) 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				

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FINANCIAL STATEMENTS & NOTES

For the Year ended

31ST MARCH, 2017

PHIRODIA BAFNA & ASSOCIATES
CHARTERED ACCOUNTANTS
101A, MAXHEAL HOUSE, BANGUR NAGAR, OPP. AYAPPA TEMPLE, GOREGAON (W),
MUMBAI:- 400 090.

PHIRODIA BAFNA & ASSOCIATES

Chartered Accountants

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ISHWARSHAKTI HOLDINGS & TRADERS LTD

Report on the Financial Statements

We have audited the accompanying standalone financial statements of ISHWARSHAKTI HOLDINGS & TRADERS LTD("the Company"), which comprise the Balance Sheet as at 31st March, 2017, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding 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.

Auditor's Responsibility

Our responsibility is to express an opinion on the financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

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

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31st March, 2017, and its **Profit** and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

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.

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 purposes of our audit.
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- (c) The Company does not have any branch office and hence no reporting under this clause is required.
- (d) The Balance Sheet, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
- (e) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (f) On the basis of the written representations received from the directors as on 31st March, 2017 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2017 from being appointed as a director in terms of Section 164 (2) of the Act.



- (g) With respect to 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";
- (h) With respect to the other matters to be included in the Auditor's 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:
 - The Company does not have any pending litigations which would impact its financial position.;
 - The Company did not have any long-term contracts including derivative contracts for which any material foreseeable losses are expected.
 - There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. The company has provided requisite disclosure in its financial statement as to holdings as well as dealings in Specified Bank Notes during the period from 8th November 2016 to 30th December 2016. These are in accordance with the books of accounts maintained by the company.

FOR PHIRODIA BAFNA & ASSOCIATES
CHARTERED ACCOUNTANTS

Firm Registration No. 107911W

PLACE: MUMBAI

DATED:2 6 MAY 2017

(DEVEN BAFNA)

PARTNER

Membership No. 043314



PHIRODIA BAFNA & ASSOCIATES

Chartered Accountants

Annexure - A to the Auditors' Report

ANNEXURE AS REFERRED TO IN OUR REPORT TO THE MEMBERS OF ISHWARSHAKTI HOLDINGS & TRADERS LIMITED FOR THE YEAR ENDED 31ST MARCH, 2017

Fixed Assets

- a) The Company has generally maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- b) The fixed assets have been physically verified by the management during the year and no material discrepancies were noticed on such verification.
- c) The Company does not hold any immovable property in its name. Therefore, paragraph 3(i)(c) of the order is not applicable.

ii) Inventory

The inventory has been physically verified during the year by the management. In our opinion, the frequency of verification is reasonable & no material discrepancies were noticed on verification between the physical stocks and the book records.

iii) Loans and Advances to parties covered u/s 189 of Companies Act 2013

The Company has not granted any loan, secured or unsecured, to companies, firms or other parties covered in the register maintained under section 189 of the Companies Act, 2013. Accordingly, sub clause (a),(b) and (c) are not applicable and hence not commented upon.

iv) Reporting on Compliance with Sec 185 and 186 as regards Loans, Investments, Guarantees and Securities.

In Our opinion and according to the information and explanation given to us, the company has complied with the provisions of Sec 185 & Sec 186 of the Act with respect to the Loans and Investments, guarantees, and security made.

v) Acceptance of Public Deposits

The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.

vi) Maintenance of Cost Records

We have been informed by the management that the Company is not engaged in production, processing, manufacturing or mining activities. Hence, maintenance of cost records is not specified by the Central Government under section 148(1) of the Companies Act 2013.

vii) Payment/Non Payment of Statutory Dues

a) According to the records of the company, the company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, sales-tax, wealth tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues, as applicable, with appropriate authorities.

According to the information and explanations given to us, no undisputed statutory dues are outstanding as at 31-3-2017 for a period of more than six months from the date they become payable.

b) According to the records of the company, there are no dues of income tax or sales tax or wealth tax or service tax or duty of customs or duty of excise or value added tax or cess which have not been deposited on account of any dispute.

viii) Default in repayment to Banks / FIs / Govt. Debenture Holders

According to the records of the company, the company has not borrowed money from financial institution or bank or debenture holder. Hence, the question of reporting of default in repayment of dues to financial institution or bank or debenture holders does not arise.

ix) End use of monies raised by way of IPO/ FPO/ Term Loans

Based upon the audit procedures performed and the information and explanations given by the management, the company has not raised moneys by way of initial public offer or further public offer including debt instruments and term Loans. Accordingly, the provisions of clause 3 (ix) of the Order are not applicable to the Company and hence not commented upon.

x) Frauds noticed /reported

Based upon the audit procedures performed and the information and explanations given by the management, we report that no fraud by the Company or on the company by its officers or employees has been noticed or reported during the year.

xi) Managerial Remuneration

Based upon the audit procedures performed and the information and explanations given by the management, no managerial remuneration has been paid or provided. Accordingly, the provisions of clause 3 (xi) of the Order are not applicable to the Company and hence not commented upon.



xii) Reporting on compliances by Nidhi Company

In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 3 (xii) of the Order are not applicable to the Company.

xiii) Related party transactions

According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.

xiv) Private Placement / Preferential Allotment of Shares / FCDs / PCDs

Based upon the audit procedures performed and the information

Based upon the audit procedures performed and the information and explanations given by the management, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3 (xiv) of the Order are not applicable to the Company and hence not commented upon.

xv) Non-cash transactions involving directors or connected persons

Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3 (xv) of the Order are not applicable to the Company and hence not commented upon.

xvi) Registration of NBFC under section 45-IA of RBI Act, 1934

The company is already registered under section 45 IA of the Reserve Bank of India Act, 1934.

(Registration Certificate no. - 13.00633, issued dated 07th April 1998)

PLOT NO. 169, CTS 1043,
MAXHEAL HOUSE
BANGUR NAGAR,
GOREGAON (W),
MUMBAI-400 104

PLACE: MUMBAI

DATED: 2 6 MAY 2017

FOR PHIRODIA BAFNA & ASSOCIATES

CHARTERED ACCOUNTANTS

Firm Registration No. 107911W

(DEVEN BAFNA)

PARTNER

Membership No. 043314

PHIRODIA BAFNA & ASSOCIATES

Chartered Accountants

Annexure - B to the Auditors' Report

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

We have audited the internal financial controls over financial reporting of ISHWARSHAKTI HOLDINGS& TRADERS LIMITED ("the Company") as of 31st March 2017 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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



Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.



PLACE: MUMBAI

DATED: 2 6 MAY 2017

FOR PHIRODIA BAFNA & ASSOCIATES CHARTERED ACCOUNTANTS

Firm Registration No. 107911W

(DEVEN BAFNA)

PARTNER

Membership No. 043314

BALANCE SHEET AS AT 31ST MARCH, 2017

	Note No.	As at 31st March, 2017 Rs	As at 31st March, 2016 Rs
EQUITY AND LIABILITIES			
SHAREHOLDERS' FUNDS			
Share Capital	2	1,44,00,000	1,44,00,000
Reserves and Surplus	3	1,40,02,450	1,33,88,538
NON-CURRENT LIABILITIES		1,40,02,430	1,55,00,550
Long Term Borrowings	4	80,48,370	72,13,370
CURRENT LIABILITIES			
Other Current Liabilities	5	2,59,196	1,54,006
TOTAL		3,67,10,016	3,51,55,914
ASSETS			
NON-CURRENT ASSETS			
Fixed Assets			
Tangible Assets	6	180	180
Non-Current Investments	7	2,35,30,565	2,36,98,368
Deferred Tax Assets (net)	T.	2,71,741	2,72,418
ong Term Loans and Advances	8	69,08,181	60,89,438
Other Non Current assets	9	1,00,000	1,00,000
CURRENT ASSETS		1,00,000	1,00,000
nventories	10	57,97,807	48,82,812
Cash and Cash Equivalents	11	83,735	78,586
Other Current Assets	12	17,807	34,112
TOTAL		3,67,10,016	3,51,55,914
Significant Accounting Policies	1		
Other Explanatory Notes To Accounts	19		

As per our attached report of even date attached.

PHIROOM

PLOT NO. 169, CTS 1043,

MAXHEAL HOUSE

BANGUR NAGAR,

GOREGAON (W).

For PHIRODIA BAFNA & ASSOCIATES

Chartered Accountants

Firm Registration no. 107911W BAFNA & ASSOC

(Deven J. Bafna)

Partner

Membership No. 043314

Place : Mumbai

Date: 2 6 MAY 2017

FOR AND ON BEHALF OF THE BOARD

Kailashchandra

Course C

Seksaria Director

Vinay Seksaria Director

Vivek Seksaria Director

DIN NO: 00115565 DIN NO: 00116582 DIN NO: 00116698

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2017

	Note No.	Year ended 31st March, 2017 Rs	Year ended 31st March, 2016
INCOME		NS.	Rs
Revenue From Operations	13	78,20,213	65 20 60m
Other Income	14	3,52,809	65,39,687 3,89,938
TOTAL		81,73,022	69,29,625
EXPENDITURE			
Purchase of Stock-in-Trade		50 70 705	1200
Changes in inventories of Stock-in-Trade	15	69,70,385	62,47,706
Employee Benefit Expense	16	(9,14,996)	(9,17,554)
Financial Costs	17	8,38,345	3,82,976
Other Administrative Expenses	18 .	4,50,694 6,04,469	4,50,264 6,22,927
TOTAL		79,48,897	67,86,319
Profit / (Loss) before tax		2,24,124	1,43,306
Tax Expense:			
Current Tax		28,072	50,124
MAT Credit Availment	3	14,072	
MAT Credit Entitlement AY 2015-16		(4,33,797)	(9,135)
Deferred Tax Charge / (Credit)		677	
(Excess) / Short provision of tax of earlier years		1,189	58,511
		(3,89,787)	(4,511) 94,989
Profit after tax		6,13,912	48,317
farning per equity share: (Face value of Rs. 10/- per share)		0,13,312	40,317
(1) Basic			Ch. Hall
(2) Diluted		0.43	0.03
ignificant Accounting Policies		0.43	0.03
Other Explanatory Notes To Accounts	1		

As per our attached report of even date attached.

For PHIRODIA BAFNA & ASSOCIATES

Chartered Accountants Firm Registration no. 107911W

(Deven J. Bafna)

Partner Membership No. 043314

Place: Mumbai

Date: 2 6 MAY 2017 PLOT NO. 169, CTP
MAXHEA

BALL

GOREGAON (W)

RATERED ACCO

FOR AND ON BEHALF OF THE BOARD

Kailashchandra

Seksaria

Director

DIN NO: 00115565

Vinay Seksaria

Director

DIN No: 00116582 DIN No: 00116698

Vivek Seksaria

Director

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2017

		Year ended 31st March, 2017	Year ended 31st March, 2016
A)	Cash Flow from Operating Activities	Rs.	Rs.
	Net Profit / (Loss) before tax & extraordinary items	2,24,124	1,43,306
	Adjustments for : Depreciation	*	
	Interest / Dividend received / Profit on sale of investments	(3,35,503)	(3,61,787)
	Operating Profit before Working Capital Changes	(1,11,378)	(2,18,481)
	Inventories Sundry Creditors / Other Liabilities Long Term Loans & Advances Given	(9,14,996) 1,05,190	(9,17,554) (1,59,658)
	Short Term Loans & Advances Given Other Current Assets	(8,18,743) - 16,305	83,679 10,000 (15,587)
	Net Cash generated from / (used in) Operating activities (before tax)	(17,23,622)	(12,17,601)
	Taxes Expense	(3,90,465)	(36,478)
	Net Cash generated from / (used in) Operating activities (after tax)	(13,33,157)	(12,54,079)
B)	Cash Flow from Investing Activities		
	Interest received Dividend received Redemption / Switch out of Mutual Fund units Purchase / Switch in of Mutual Fund units	10,106 2,93,200 2,00,000	19,778 2,93,200 5,50,000
	Net Cash generated from / (used in) Investment Activities	5,03,306	8,62,978
C)	Cash Flow from Financing Activities		
	Unsecured Loans (paid) / received	8,35,000	4,55,000
	Net Cash generated from / (used in) Financing Activities	8,35,000	4,55,000
	Net Increase / (Decrease) in Cash & Cash Equivalents	5,148	63,899
	Cash & Cash Equivalents		
	Cash & Cash Equivalents as at end of the year Cash & Cash Equivalents as at beginning of the year	83,735 78,586	78,586 14,688
		5,148	63,899

As per our attached report of even date attached.

For PHIRODIA BAFNA & ASSOCIATES

Chartered Accountants Firm Registration no. 107911W

(Deven J. Bafna)

Partner

Membership No. 043314

Kailashchandra Seksaria

Director

DIN NO: 00115565

Vinay Seksaria

Director

FOR AND ON BEHALF OF THE BOARD

DIN NO: 00116582

Vivek Seksaria

Director

DIN NO: 00116698

Place: Mumbai

2017

BAFNA & ASON 101/A, PLOT NO, 165 MAXHIP GOREGAON (W). MUMBAI-400 104 ATTERED ACCOU

AUDITOR'S CERTIFICATE

We have verified the above Cash Flow Statement of Ishwarshakti Holdings & Traders Ltd. derived from the audited financial statements for the year ended 31st March, 2017 & 31st March 2016 and found the same is drawn in accordance with Accounting Standard AS 3 "Cash Flow Statement and with the requirements of Clause 32 of the listing agreement with the stock exchange.

PLOT NO. 169, CTS 1043, MAXHEAL HOUSE BANGUR NAGAR, GOREGAON (W), MUMBAL-400 104

Place: Mumbai

Date: 2 6 MAY

FOR PHIRODIA BAFNA & ASSOCIATES

CHARTERED ACCOUNTANTS

FIRM REGISTRATION NO. 107911W

(DEVEN J. BAFNA)

PARTNER

Membership No. 043314

ISHWARSHAKTI HOLDINGS AND TRADERS LIMITED

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017

NOTE 1 SIGNIFICANT ACCOUNTING POLICIES:

A Basis of Accounting:

The financial statements are prepared under historical cost convention on an accrual basis and are in accordance with the requirements of the Companies Act, 2013 and as per the guidelines issued by the Reserve Bank of India, wherever applicable.

B Revenue Recognition:

Interest and other dues are accounted for on accrual basis except in respect of non-performing assets, wherein income is recognised on cash basis.

Sale of Shares and Securities is accounted on execution of contract notes.

Dividend income is recognized on receipt basis.

C Provision for Doubtful Debts and Written-off of Bad Debts :

Debts specifically considered fully or partially irrecoverable are written-off and Provision against substandard and doubtful assets is made in accordance with the guidelines issued by Reserve Bank of India. Sums recovered against debts earlier written off and provision no longer considered necessary in the context of the current status of the borrower are written back.

D Fixed Assets:

Fixed Assets are stated at cost of acquisition less accumulated depreciation.

E Depreciation:

The depreciation is provided on Written Down Value Method as per useful life specified in Schedule II of the Companies Act, 2013.

F Investments:

Investments are stated at cost of acquisition & provision for diminution is made if fall in value is other than temporary in nature. Dividends are accounted for when received.

G Inventories:

Inventories are valued at lower of average cost or market price. Cost for the purpose of closing stock valuation has been taken on annual average basis.

H Retirement Benefits:

- (a) Earned leave by the employees is to be utilised or encashed in the same year, no carry forward of leave is allowed.
- (b) No provision for gratuity has been made, as no employee has yet put in the qualifying period for service for entitlement to this benefit.

I Contingent Liabilities:

These are disclosed by way of notes to accounts.



ISHWARSHAKTI HOLDINGS AND TRADERS LIMITED

NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017

NOTE 1 SIGNIFICANT ACCOUNTING POLICIES:

J Taxation:

Provision is made for Income Tax liability estimated to arise on the results for the year at the current rate of tax in accordance with Income Tax Act, 1961. Deferred income tax is provided, using the liability method, on all temporary differences at the Balance Sheet date between the tax bases of assets and their carrying amounts liabilities and for financial reporting purpose.

Deferred tax assets are recognised only to the extent that there is a reasonable certainty that sufficient future taxable profits will be available against which such deferred tax assets can be realised.

Deferred tax assets and liabilities are measured using the tax rates and the law that have been enacted or subsequently enacted at the Balance Sheet date.





NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017

0		As at 31st March, 2017 Rs	As at 31st March, 2016 Rs
2	SHARE CAPITAL		
Α	AUTHORIZED CAPITAL 20,00,000 (20,00,000) Equity Shares of Rs. 10/- each.	2,00,00,000	2,00,00,000
		2,00,00,000	2,00,00,000
	ISSUED, SUBSCRIBED & PAID UP CAPITAL		
	14,40,000 (14,40,000) Equity Shares of Rs. 10/- each fully paid up	1,44,00,000	1,44,00,000
	Total	1,44,00,000	1,44,00,000

B Reconciliation of number of Equity Shares outstanding at the beginning and at the end of the year:

Particulars	As at 31st M	arch, 2017	As at 31st March, 2016		
	No. of Shares	Amount	No. of Shares	Amount	
Shares outstanding at the beginning of the year	14,40,000	1,44,00,000	14,40,000	1,44,00,000	
Add: Shares issued during the year				-,.,,	
Less: Shares bought back during the year				_	
Shares outstanding at the end of the year	14,40,000	1,44,00,000	14,40,000	1,44,00,000	

C Terms / Right attached with Equity Shares

The Company has only one class of Equity Shares having a par value Rs. 10/- per share. Each holder of Equity Shares is entitled to one vote per share.

D Equity Shares in the Company held by each shareholder holding more than 5% shares:

Shareholder's Name	As at 31st I	As at 31st March, 2017		
	No. of Shares	Percentage %	No. of Shares	Percentage %
Vinay K. Seksaria	1,39,090	9.66	1,39,090	9.66
Vivek K. Seksaria	1,38,560	9.62	1,38,560	9.62
Aparna Seksaria	1,38,200	9.60	1,38,200	9.60
Geeta K. Seksaria	1,34,200	9.32	1,34,200	9.32
Kailashchandra Seksaria	1,32,250	9.18	1,32,250	9.18
Radhika Seksaria	1,31,410	9.13	1,31,410	9.13
Bhavnagar Oil Mills P. L.	1,39,000	9.65	1,39,000	9.65
Lakshmi Devi Saraf	81,700	5.67	81,700	5.67



		As at	As at
		31st March,	31st March,
		2017	2016
		Rs	Rs
3 RE	ESERVES & SURPLUS		
Ge	eneral Reserve		
As	per last balance sheet	85,59,388	85,59,388
		85,59,388	85,59,388
Su	rplus/(Deficit) in statement of Profit & Loss		
	pening Balance	48,29,150	47,80,833
	ld: Net Profit/(Loss) For the Year	6,13,912	48,317
An	nount available for appropriation	54,43,062	48,29,150
То	tal Reserve and Surplus	1,40,02,450	1,33,88,538
4 LO	NG TERM BORROWINGS		
Un	secured Loans		
Fro	om Directors	80,48,370	72,13,370
To	tal	80,48,370	72,13,370
5 OT	HER CURRENT LIABILITIES		
	atutory Dues	95,160	53,150
	her Payables	1,64,036	1,00,856
To	tal	2,59,196	1,54,006



NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017

NOTE: 6 FIXED ASSETS

Amount in Rs

			Gross	s Block		Depreciation			Net Block		
Sr. No	Particulars	As at 01/04/2016	Addition during the year	Deduction during the year	As at	As at 31/03/2016	Addition during the year	Deduction during the year	As at 31/03/2017	WDV as at 31/03/2017	WDV as at 31/03/2016
1	AIR CONDITIONER	15,900		~	15,900	15,742		-	15,742	158	158
2	COMPUTER	27,000			27,000	26,978	-		26,978	22	22
	CURRENT YEAR	42,900	16	_	42,900	42,720		-	42,720	180	180
	PREVIOUS YEAR	42,900	- 2	-	42,900	42,720		-	42,720	180	180

Note: As per the provisions of Companies Act 2013, Schedule II Part A, the remaining useful life of the assets is Nil, at the same time the residual value is considered atleast equal to the carrying amounts. In view of this, NIL depreciation is charged for the year.

OB OCIANIANIS & CANTER OF THE OCIANIANIS & CANTER OCIANIANIS & CAN

			As at 31st March, 2017 Rs	As at 31st March, 2016 Rs
7	NON CURRENT INVESTMENTS		NAME OF THE PERSON OF THE PERS	
A)	Investment in Equity Instrument - (Unquoted)			
	14,500 (14,500) Equity Shares of Rs. 100/- each full Seksaria Confectionaries Pvt. Ltd.		14,50,000	14,50,000
	7,500 (7,500) Equity Shares of Rs. 100/- each fully p U.P. National Ind. Corp. Pvt. Ltd.		7,50,000	7,50,000
	11,72,800 (11,72,800) Equity Shares of Rs. 10/- each Seksaria Biswan Sugar Factory Ltd.		1,53,62,643	1,53,62,643
	49,000 (49,000) Equity Shares of Rs. 100/- each full Seksaria Industries Pvt. Ltd.	y paid up of	9,68,865	9,68,865
3977			1,85,31,508	1,85,31,508
B)	Investment in Mutual Fund - Quoted			
	3872.722 (P.Y. 3872.722) units of Principal Cash			
	Management Fund - Growth		49,07,339	49,07,339
	44.476 (P.Y. 125.847) units of Principal Debt			
	Oppurtunities Fund Cons.		91,718	2,59,520
	Dir. Growth Plan			
	{Aggregate Market Value Rs. 62,52,743/- {P.Y. 60,1	8,329/-)}	10.00.057	F4 55 050
	Total (A+B)	19	49,99,057 2,35,30,565	51,66,860 2,36,98,368
	(1.5)	- 1	2,33,30,303	2,30,30,300
8	LONG TERM LOANS AND ADVANCES			
	Unsecured, Considered Good:			
	Loans & Advance to others		60,35,871	56,22,055
	(Earlier classified as short term loans & advances) Security Deposits		6 000	6 000
	Income Tax Refund Receivable (Net)		6,000 1,34,354	6,000 99,028
	Mat Credit Entitlement for A.Y. 2010-11		2,98,159	3,53,220
	Mat Credit Entitlement for A.Y. 2016-17		2,50,155	9,135
	Mat Credit Entitlement for A.Y. 2015-16		4,33,797	-
	Unsecured, Considered Doubtful:		4,33,737	
	Capital Advance	8,16,000		
	Other Advance	50,000		
		8,66,000		
	Less: Provision for Doubtful Advances	(8,66,000)		
			•	•
	Total		69,08,181	60,89,438
9	OTHER NON CURRENT ASSETS		CE TONO POR DE	25 (252) 252
	Fixed Deposits in Schedule Bank		1,00,000	1,00,000
	Total		1,00,000	1,00,000
10	INVENTORIES			
10	INVENTORIES Shares & Securities		57,97,807	48,82,812



	As at 31st March, 2017 Rs	As at 31st March, 2016 Rs
11 CASH & CASH EQUIVALENT		113
Cash On Hand	15,162	10,624
Balance with Schedule Banks:	650 1 70 0.	1,000
In Current Account	68,573	67,962
Total	83,735	78,586
12 OTHER CURRENT ASSETS		
Prepaid Expenses	13,495	29,863
Interest Accrued on Fixed Deposit with Bank	4,250	4,250
Kahan Advertising	62	
	17,807	34,113



		Year ended 31st March, 2017 Rs	Year ended 31st March, 2016 Rs
			1.0
.3	REVENUE FROM OPERATIONS		
	Sale of Shares and Debentures	71,31,461	56,29,614
	Dividend from Shares	28,752	82,813
	Interest on Loan Given	6,60,000	8,27,260
	Total	78,20,213	65,39,687
4	OTHER INCOME		
	Dividend from Non-Current Investments	2,93,200	2,93,200
	Profit on sale of Non Current Investments	32,198	48,809
	Speculation Profit on Shares	15,958	28,151
	Interest Income	25,550	20,231
	Banks	7,252	8,500
	Others	2,853	11,278
	Excess Bonus Provisions Written Back	1,348	-
	Total	3,52,809	3,89,938
5	CHANGES IN INVENTORIES		
	Opening Stock		
	Shares & Securties	48,82,812	39,65,257
	Closing Stock		
	Shares & Securties	57,97,807	48,82,812
	Total	(9,14,996)	(9,17,554)
6	EMPLOYEE BENEFIT EXPENSE		
	Salary, Bonus & Allowances	7,98,521	3,78,987
	Leave Encashment	39,824	3,989
	Total	8,38,345	3,82,976
7	FINANCE COSTS		
	Bank Charges	694	264
	Interest Paid on Loans	4,50,000	4,50,000
	Total	4,50,694	4,50,264
	All Burnet B	Contr	

18 OTHER EXPENSES

Other Matters	54,674	10,096
Other Matters	E4 674	10.000
Audit Fees	28,750	28,625
Payment to Auditors		
Printing & Stationery	990	1,311
Annual Listing Fees	2,29,000	2,33,053
Advertisement Expenses	32,023	50,223



NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017

19 OTHER EXPLANATORY NOTES TO ACCOUNTS

A Deferred Tax Assets / (Liabilities)

Particulars	As at 31st March, 2017	As at 31st March, 2016
Assets		
Provision for Substandard Assets & Advances	2,67,594	2,67,594
Brought Forward Losses	-	
Excess of WDV as per provisions of I. Tax		-
Act over Net Block as per Books	4,148	4,824
	2,71,742	2,72,418
Liabilities		
Deferred Tax Assets (Net)	2,71,742	2,72,418

- B The Company does not owe any sum exceeding Rs. 1,00,000/- to small scale undertaking which is outstanding for more than 30 days.
- C The Company has single reportable segment Viz Investment and Financial Activity for the purpose of Accounting Standard 17 on Segment reporting.

D Related Party Disclosures:

- i) Enterprises where control exists:
 - SUBSIDIARY COMPANIES

NIL

ii) CONTROLLING COMPANIES

NIL

- ii) Other related parties with whom company had transactions etc.:
 - i) Associates

Seksaria Industries Pvt. Ltd.

Seksaria Confectionaries Pvt. Ltd.

ii) Key Management Personnel:

Mr. Kailashchandra Kesardeo Seksaria

- Director

Mr. Vinay Seksaria

- Director

Mr. Vivek Seksaria

- Director

Sr. No.	Nature of Transaction	Vinay Seksaria	Vivek Seksaria	Kailashchandra Kesardeo Seksaria	The Seksaria Biswan Sugar Factory Ltd.
1	Dividend Received	-		-	2,93,200
			-		(2,93,200
2	Interest Paid(Gross)	-	2,25,000	2,25,000	
			(2,25,000)	(2,25,000)	
3	Loans Received	1,80,000	1,30,000	1,20,000	
	DV-0400A0040000A000A00A0	-		(50,000)	
4	Repayment of Loans	-	4	-	
			-		

Figures in brackets pertain to previous year

E Calculation of Earning Per Share (EPS) is as follows :-

	2016-17	2015-16
Earnings attributable to Equity Shareholders (Rs.)	6,13,912	48,317
Weighted average no. of equity shares outstanding (No.)	14,40,000	14,40,000
Basic earning per share (Rs.)	0.43	0.03
Diluted earning per share (Rs.)	0.43	0.03
Nominal value of shares (Rs.)	10	10



NOTES ON FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2017

- F Contingent Liabilities: Nil (P.Y. Nil)
- G The Company does not have any pending litigations which would impact its financial position.
- H The Company did not have any long-term contracts including derivative contracts for which any material foreseeable losses are expected.
- 1 There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- j Details of Specified Bank Notes (SBN) held and transacted during the period from 8th November 2016 to 30th December 2016.

	SBN's	Other	Total
	Amount	Amount	Amount
Closing cash in hand as on 08.11.2016	6,000	446	6,446
(+) Withdrwal from Bank accounts	-	15,000	15,000
(+) Permitted Receipt		-	
(+) Non Permitted Receipt (if any)	-	-	
(-) Permitted payments		(110)	(110)
(-) Non Permitted payments (If any)	-	-	-
(-) Deposited in Bank accounts	6,000	-	(6,000)
Closing cash in hand as on 30.12.2016		15,336	15,336

k The previous year's figures have been regrouped / rearranged, wherever necessary, to make them comparable with current year's figures.

As per our attached report of even date attached.

For PHIRODIA BAFNA & ASSOCIATES

Chartered Accountants

Firm Registration No. 107911W

(Deven J. Bafna)

Partner

Membership No. 43314

Place: Mumbai

For and on behalf of the Board

Kailashchandra Seksaria

Director

DIN NO: 00115565

Vinay Seksaria

Director DIN NO: 00116582 Vivek Seksaria

Director

DIN NO: 00116698

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BALANCE SHEET GROUPING AS AT 31ST MARCH, 2017

Particulars		As at 31st March, 2017 Rs
Long Term Borrowing - Unsecured		
from Directors		
Kailashchandra Kesardeo Seksaria		4116685
Vinay K. Seksaria		180000
Vivek K Seksaria		3751685
	Total	80,48,370
Sundry Creditors For Expenses		
Phirodia Bafna & Associates		46575
Bonus Payable		109545
Bigshare Services Pvt. Ltd.		7916
	Total	1,64,036
Statutory Dues		
TDS Payable		55136
Profession Tax Payable.		200
Provision for Leave Encashment		39824
	Total	95,160
Provision for Income Tax		
Provision for Current Tax A.Y. 2017-18		28,072
Less:		
Advance Tax A.Y. 2017-18		30,000
TDS A.Y. 2017-18		66,000
	Total	(67,928
Long Term Loans & Advance to Others		
S.D. Bhalerao Associates		5500000
Interest Receivable		53587
	Total	60,35,871
		Conr
		ا ا

Deposits

Hodiwala Bhathena & Co		6000
	Total	6,000
Income Tax Refund Receivable		
I.T. Refund Due A.Y. 2011-12		66426
I.T. Refund Due A.Y. 2017-18		67928
	Total	1,34,354
Capital & Other Advances - Doubtful		
Capital Advance		816000
Ajay Pathak		50000
	Total	8,66,000

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ISHWARSHAKTI HOLDINGS & TRADERS LTD. PROFIT & LOSS GROUPING FOR THE YEAR ENDED 31ST MARCH, 2017

Particulars	For the year ended 31st March, 2017
Miscelleneous Expenses	
Books and Periodicals	390
Company Profession Tax	2000
Demat Charges	2413
Filing Fees	1376
Interest on TDS	437
Membership and Subscription	67663
Misc. Expenses	10019
Postage Expenses	2907
Rent, Rates & Taxes	1440
Repairs & Maintenance	6000
Security Transaction Tax	14383
Telephone Charges	2762
Total	1,11,790

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