SOFTRAK VENTURE INVESTMENT LIMITED

SOFTRAK
REACHING FOR PERFECTION

Reg Office: 6th Floor, Agrawal Complex, C. G. Road, Ahmedabad
Email Id: softrakventure@gmail.com CIN: L99999GJ1993PLC020939
Phone No.: 9824695328

30th September, 2017

To,
The Department of Corporate Services
BSE Limited
Ground Floor, P. J. Tower
Dalal Street,
Mumbai – 400 001

Scrip Code: 531529

Dear Sir/Madam,

Sub: Submission of Annual Report for FY 2016-2017

With reference to above, please find copy of Annual Report for Financial Year 2016-2017 in compliance in with Regulation 34 of SEBI (Listing obligation and Disclosure Requirement) Regulations, 2015.

Please take the same on your record and oblige.

Yours faithfully,

For Softrak Venture Investment Limited

SOFTRAK VENTURE INVESTMENT LIMITED

AUTHORISED SIGNATORY / DIRECTOR

Dhiraj Gaglani
Director
DIN: 03496531

Encl.: As Above

SOFTRAK VENTURE INVESTMENT LIMITED

Softrak Venture Investment Limited

Board of Directors

Mr. Dhirajlal Gaglani	Executive Director
Mr. Bhadresh Varde	Executive Director
Ms. Varsha Vakharia	Non-executive Director

Auditors

M/s P. Dalal & Co.,
Chartered Accountant,
Ahmedabad

Registered Office
6th Floor, Agrawal Complex,
C.G. Road, Navrangpura,
Ahmedabad – 380 009

SOFTRAK VENTURE INVESTMENT LIMITED

NOTICE FOR ANNUAL GENERAL MEETING

NOTICE is here by given that Annual General Meeting of the Company will be held at 6th Floor, Agrawal Complex, C.G. Road, Navrangpura, Ahmedabad – 380 009 on 29th September, 2017 at 11.30 a.m. to transact the following business:-

ORDINARY BUSINESS:

1. To receive and adopt the audited balance sheet as 31st March, 2017 and profit & loss account of the company for the year ended on 31st March, 2017 and the Report of the Directors' and Auditors.

2. To appoint a Director in place of Mr. Dhirajlal Gaglani who retires by rotation and being eligible, offers himself for reappointment.

3. To re-appoint M/s P. Dalal & Co., Chartered Accountant, Ahmedabad as a statutory Auditors of the Company and to fix their remuneration.

For & on behalf of the Board of Director
Softrak Venture Investment Limited

Date: 18/05/2017
Place: Ahmedabad

Sd/-	**Sd/-**
(Dhirajlal Gaglani)	**(Bhadresh Varde)**
Director	**Director**
DIN: 03496531	**DIN: 02101777**

NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS / HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty members and holding in aggregate not more than ten percent of the total Share Capital of the Company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other Member. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A Proxy Form is annexed to this Report. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution / authority, as applicable.

2. The Register of Members and Share Transfer Books of the Company will remain closed from 21st September, 2017 to 30th September, 2017 (both days inclusive). The book closure dates have been fixed in consultation with the Stock Exchanges.

3. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made there under, Companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their e-mail address either with the Company or with the Depository. Members holding shares in demat form are requested to register their e-mail address with their Depository Participant(s) only. Members of the Company, who have registered their e-mail address, are entitled to receive such communication in physical form upon request.

4. The Notice of AGM, Annual Report and Attendance Slip are being sent in electronic mode to Members whose e-mail IDs are registered with the Company or the Depository Participant(s) unless the Members have registered their request for a hard copy of the same. Physical copy of the Notice of AGM, Annual Report and Attendance Slip are being sent to those Members who have not registered their e-mail IDs with the Company or Depository Participant(s). Members who have received the Notice of AGM, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance Slip and submit a duly filled in Attendance Slip at the registration counter to attend the AGM.

5. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013, will be available for inspection at the AGM.

6. Members holding shares in demat form are hereby informed that bank particulars registered with their respective Depository Participant(s), with whom they maintain their demat accounts; will be used by the Company for payment of dividend. The Company or its Registrar cannot act on any request received directly from the Members holding shares in demat form for any change in bank particulars. Members holding shares in demat form are requested to intimate any change in their address and / or bank mandate to their Depository Participants immediately.

7. Corporate members intending to send their authorized representative to attend the meeting pursuant to the section 113 of the Companies Act, 2013 are requested to send to the company a certified true copy of the relevant board resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the meeting.

8. Members holding shares in physical form are requested to intimate any change of address and / or bank mandate to M/s. Sharepro Services (India) Private Limited, Registrar and Share Transfer agent of the Company immediately.

9. Members are requested to note that as per Section 205A of the Companies Act, 1956, dividends not encased / claimed within seven years from the date of declaration will be transferred to the Investor Education and Protection Fund (IEPF). After transfer of the said amount to IEPF, no claims in this respect shall lie against IEPF or the Company.

10. The Securities and Exchange Board of India has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in demat form are, therefore, requested to submit PAN details to the Depository Participants with whom they have demat accounts. Members holding shares in physical form can submit their PAN details to M/s. Sharepro Services (India) Private Limited, Registrar and Share Transfer agent of the Company.

11. For convenience of the Members and proper conduct of the meeting, entry to the meeting venue will be regulated by Attendance Slip. Members are requested to sign at the place provided on the Attendance Slip and hand it over at the registration counter.

12. Members desiring any information relating to the accounts are requested to write to the Company well in advance so as to enable the management to keep the information ready.

For & on behalf of the Board of Director
Softrak Venture Investment Limited

Date: 18/05/2017
Place: Ahmedabad

Sd/-	**Sd/-**
(Dhirajlal Gaglani)	**(Bhadresh Varde)**
Director	**Director**
DIN: 03496531	**DIN: 02101777**

SOFTRAK VENTURE INVESTMENT LIMITED

Annexure to Notice

Notes on directors seeking appointment/re-appointment as required under Clause 49 of the Listing Agreement entered into with Stock Exchanges:

ITEM NO. 2

Name	:	Mr. Dhirajlal Gaglani
Date of birth	:	29/11/1938
Qualification	:	Graduate
Expertise	:	Administration
Director of the Company since	:	25/10/1999
Directorship in other public limited companies	:	NIL
Membership of Committees of other public limited companies	:	NIL
No. of Shares held in the Company	:	NIL

For & on behalf of the Board of Director
Softrak Venture Investment Limited

Date: 18/05/2017
Place: Ahmedabad

Sd/-
(Dhirajlal Gaglani)
Director
DIN: 03496531

Sd/-
(Bhadresh Varde)
Director
DIN: 02101777

SOFTRAK VENTURE INVESTMENT LIMITED

DIRECTOR'S REPORT

To,
The Members

The Directors' present the Annual report on the business and operations of your Company for the year 2016-17.

1. **Financial Results and Operational Review**

FINANCIAL RESULTS AND OPERATIONAL REVIEW:

Particulars	**Year Ended 31.03.2017 (Rs.)**	**Year Ended 31.03.2016 (Rs.)**
Gross Sales/Income	62,910	55,900
Less Depreciation	0	0
Profit/(Loss) before Tax	(11,085)	(14,550)
Taxes/Deferred Taxes	Nil	Nil
Profit/(Loss) After Taxes	(11,085)	(14,550)
P& L Balance b/f	(1,84,35,547)	(1,84,20,997)
Profit/ (Loss) carried to Balance Sheet	(1,84,46,632)	(1,84,35,547)

Above mentioned figures were derived from audited Balance Sheet for the financial year ended on 31st March, 2017.

2. **Brief description of the Company's working during the year/State of Company's affair**

During the year under review, the Company has earned income of Rs. 62,910 as compared to Rs. 55,900 of previous year. The Company has made Loss of Rs. 11,085 as compared to Rs. 14,550. Efforts were being made to improve the performance of the Company.

3. **Change in the nature of business:**

The Company has not changed its main object during the year under review.

4. **Dividend**

Since the Company has made Losses, the directors are unable to recommend any dividend during the year under review.

5. **Reserves**

The Board of Directors of the company has not proposed any amount to carry to any reserves.

6. Change of Name

The Company has not changed its name during the year under review.

7. Share Capital

ISSUE OF SHARES WITH DIFFERENTIAL RIGHTS

The company has not issued any shares with differential rights during the year under review.

ISSUE OF SWEAT EQUITY SHARE

The company has not issued any sweat equity shares during the year under review.

8. Directors and Key Managerial Personnel

Mr. Dhiraj Gaglani, Director retire by rotation at the forthcoming Annual General Meeting and being eligible, offer themselves for reappointment.

No other changes taken place in the Composition of Directors during the year under review.

9. Particulars of Employees

None of the employees of the Company drew remuneration of Rs. 60,00,000/- or more per annum Rs. 5,00,000/- or more per month during the year. Hence, no information is required to be furnished as required under Rule, 5(2) and 5(3) of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

10. Meetings

A calendar of Meetings is prepared and circulated in advance to the Directors. During the year Four (4) Board Meetings and four Audit Committee Meetings were convened and held. The details of which are given in the Corporate Governance Report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

11. Board Evaluation

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit,

Nomination & Remuneration and Compliance Committees. The manner in which the evaluation has been carried out has been explained in the Corporate Governance Report.

12. Remuneration Policy

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration. The Remuneration Policy is stated in the Corporate Governance Report.

13. Details of Subsidiary/Joint Ventures/Associate Companies

The Company has no any Subsidiary/Joint Ventures/Associate Companies during the year under review. Hence, details for the same are not required to mention.

14. Auditors

The Auditors, M/s P. Dalal & Co., Chartered Accountant, Ahmedabad retire at the ensuing Annual General Meeting and, being eligible; offer themselves for reappointment for a period of one year from the conclusion of this Annual General Meeting [AGM] till the conclusion of next AGM.

15. Auditors' Report

The Auditors' Report does not contain any qualification. Notes to Accounts and Auditors remarks in their report are self-explanatory and do not call for any further comments.

16. Secretarial Audit Report

In terms of Section 204 of the Act and Rules made there under, M/s. Preeti Jain, Practicing Company Secretary have been appointed Secretarial Auditors of the Company. The report of the Secretarial Auditors is enclosed as **ANNEXURE – I** to this report.

Reply for qualification Remark in Secretarial Audit Report:

1. Promoter holding of the Company is not in demat form as required under Regulation 31(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The company noted the same and the Company and instructed respective promoters so as to achieve 100% promoter holding in demat form and comply with the requirement of above mentioned regulation.

2. Though the Company has not published notice for Financial Result, the company has uploaded the same on Website of the company and also submitted to Bombay Stock Exchange.
3. The Company is in process of appointment of Chief Financial Officer and Company Secretary as Key Managerial Person of the Company as required under section 203 of Companies Act, 2013.

17. Internal Audit & Controls

Though the Company has not appointed any chartered accountant as internal auditor, the accounting and other system have been designed in such a manner that review of entire process for safeguarding the assets of the company, its operational efficiency, effectiveness of the systems are taken care of properly. Moreover, it is to be noted that the quantum of the day to day transactions as well as turnover are of small size and hence, internal auditor have not been appointed.

18. Issue of employee stock options

The company has not issued any employee stock options during the year under review.

19. Vigil Mechanism

In pursuant to the provisions of section 177(9) & (10) of the Companies Act, 2013, and Regulation 22 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a Vigil Mechanism for directors and employees to report genuine concerns has been established. The Company has a vigil mechanism named Whistle Blower Policy to deal with instances of fraud and mismanagement, if any. The details of the Whistle Blower Policy is explained in the Corporate Governance Report and also posted on the website of the Company.

20. Risk management policy

Risk management is embedded in your company's operating framework. Your company believes that managing risk helps in maximizing returns. The company's approach to addressing business risk is comprehensive and includes periodic review of such risks and a framework for mitigating controls and reporting mechanism of such risks. The risk management framework is reviewed periodically by the Board and the Audit Committee. Some of the risks that the company is exposed to are:

Commodity Price Risks:

The Company is exposed to the risk of price fluctuation of raw material as well as finished goods. The company proactively manages these risks through forward booking, Inventory management and proactive vendor development practices. The Company's reputation for quality, product differentiation and

service, coupled with existence of powerful brand image with robust marketing network mitigation the impact the impact of price risk on finished goods.

Regulatory Risks

The company is exposed to risks attached to various statues and regulations including the company Act. The company is mitigating these risks through regular review of legal compliances carried out through internal as well as external compliance audits.

Human Resources Risks

Retaining the existing talent pool and attracting new talent are major risks. The company has initialed various measures including rolling out strategic talent management system, training and integration of learning and development activities.

Strategic Risks

Emerging businesses, capital expenditure for capacity expansion, etc., are normal strategic risk faced by the company. However, the company has well-defined processes and procedures for obtaining approvals for investments in new business and capacity expansion etc.

22. Extract of Annual Return:

As required pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of annual return in **MGT- 9** as a part of this Annual Report as **ANNEXURE II .**

23. Material changes and commitments, if any, affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report

There is no any Material changes occurred subsequent to the close of the financial year of the Company to which the balance sheet relates and the date of the report.

24. Details of significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future

The company has not obtained any order passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

25. Details in respect of adequacy of internal financial controls with reference to the Financial Statements

The Company has adequate of internal financial controls with reference to the Financial Statements during the year under review.

26. Deposits

Your Company has not accepted / renewed any deposits from the public/share holders during the year under review.

27. Particulars of loans, guarantees or investments under section 186

Details of Loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013 are given in the notes to the Financial Statements.

28. Particulars of contracts or arrangements with related parties:

The company has not entered into any contracts or arrangements with related parties during the year under review.

29. Corporate Governance Certificate

The Compliance certificate from the auditors regarding compliance of conditions of corporate governance as stipulated in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 shall be annexed with the report.

30. Management Discussion and Analysis:

The Management Discussion and Analysis and Report on Corporate Governance forms part of this Annual Report for the year ended 31st March, 2017.

31. Obligation of Company under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013

Company has adopted a policy for prevention of Sexual Harassment of Women at workplace and has set up Committee for implementation of said policy. During the year Company has not received any complaint of harassment.

32. Conservation of energy, technology absorption and foreign exchange earnings and outgo

The Particulars regarding Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo, pursuant to Section 134 of the Companies act 2013 read with the Companies (Account) Rules, 2014 are NIL.

33. Corporate Social Responsibility (CSR): Not Applicable

34. Human Resources

Your Company treats its "human resources" as one of its most important assets. Your Company continuously invests in attraction, retention and development of talent on an ongoing basis. A number of programs that provide focused people attention are currently underway. Your Company thrust is on the promotion of talent internally through job rotation and job enlargement.

35. Director's Responsibility Statement

The Directors' Responsibility Statement referred to in clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, shall state that—

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

(b) The directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

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

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

(e) The directors had laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively.

(f) The directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

36. Transfer of Amounts to Investor Education and Protection Fund

The Company does not have any funds lying unpaid or unclaimed for a period of seven years. Therefore there were no funds which were required to be transferred to Investor Education and Protection Fund (IEPF).

37. Listing With Stock Exchanges:

Equity Shares of the Company are suspended from trading on Bombay Stock Exchange.

The Company has paid Annual Listing Fees to the Stock Exchanges where the Company's shares are listed for the financial Year up to 21-02-2003.

38. Declaration by an Independent Director(s) and re- appointment, if any

All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

39. Acknowledgement:

The management is grateful to the government authorities, Bankers, Vendors for their continued assistance and co-operation. The directors also wish to place on record the confidence of members in the company.

For & on behalf of the Board of Director
Softrak Venture Investment Limited

Date: 18/05/2017
Place: Ahmedabad

Sd/-	**Sd/-**
(Dhirajlal Gaglani)	**(Bhadresh Varde)**
Director	**Director**
DIN: 03496531	**DIN: 02101777**

SOFTRAK VENTURE INVESTMENT LIMITED

Report on Corporate Governance
(Pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

1 **Company Philosophy:**

We continue to believe that good corporate Governance is essential to achieve long-term corporate goals and to enhance stockholders value. The Company has complied with in all material respect with the features of corporate governance as specified in the Listing Agreement

Board of Directors:

Category	No. of directors
Non-Executive & Independent Directors	1
Other Non-Executive Directors	Nil
Executive Director (Including Managing Director and Chairman)	2
Total	3

The Chairman of the Board is an Executive Director.

Other Relevant details of Directors:

Name of Director	Date of Appointment	Category	No. of Directorship(s) held in Indian public & private Limited Companies	Committee(s) position	
				Member (Excluding This Company)	Chairman (Excluding This Company)
Mr. Bhadresh Varde	30/09/2004	Director	Nil	Nil	Nil
Mr. Dhirajlal Gaglani	25/10/1999	Director	Nil	Nil	Nil
Ms. Varsha Vakharia	23/12/2014	Director	Nil	Nil	Nil

Board Meetings held during the year:

30/05/2016	12/08/2016	27/10/2016	03/02/2017

Name of the Director	Designation	Category	No. of Board meetings attended	Attendance at last AGM
Mr. Bhadresh Varde	Director	Executive	4	Yes
Mr. Dhirajlal Gaglani	Director	Executive	4	Yes
Ms. Varsha Vakharia	Director	Executive	4	Yes

Responsibilities of the Board:

The responsibility such as policy formulation, performance review and analysis and control, direction and management of the affairs of the company is vested in the Board of Directors presided over by the Chairman. The Board has delegated some of its powers to the executives of the company. The Board reviews from time to time such delegated powers and their utilization for effective functioning of the Company.

Evaluation of the Board's Performance

During the year, the Board adopted a formal mechanism for evaluating its performance and as well as that of its Committees and individual Directors, including the Chairman of the Board. The exercise was carried out through a structured evaluation process covering various aspects of the Boards functioning such as composition of the Board & committees, experience & competencies, performance of specific duties & obligations, governance issues etc. Separate exercise was carried out to evaluate the performance of individual Directors including the Board Chairman who were evaluated on parameters such as attendance, contribution at the meetings and otherwise, independent judgment, safeguarding of minority shareholders interest etc.

The Directors were satisfied with the evaluation results, which reflected the overall engagement of the Board and its Committees with the Company.

Code of Conduct for Directors and Senior Management Personnel

In terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors of the Company has laid down a Code of Conduct for all Board Members and Senior Management Personnel of the Company. The said Code of Conduct has been posted on the website of the Company. The Board Members and Senior Management Personnel of the Company have affirmed compliance with the Code. The Chairman of the Company has given a declaration to the Company that all the Board Members

and Senior Management Personnel of the Company have affirmed compliance with the Code.

Prevention of Insider Trading

The Securities and Exchange Board of India (SEBI) has promulgated the SEBI (Prohibition of Insider Trading) Regulation, 2015 ("The PIT Regulations"). The PIT regulations has come into effect from May 15, 2015 and replaced the earlier Regulations. The object of the PIT Regulation is to curb the practice of insider trading in the securities of a listed company.

The company has adopted an 'Internal Code of Conduct for Regulating, Monitoring and Reporting of Trades by insiders' ("the code") in accordance with the requirements of the PIT regulations.

The Code is applicable to promoters and Promoter's Group, all Directors and such Designated Employees who are expected to have access to unpublished price sensitive information relating to the Company. The Company Secretary is the Compliance Officer for monitoring adherence to the said Regulations.

The company has also formulated 'The Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information (UPSI)' in compliance with SEBI (Prohibition of Insider Trading) Regulation, 2015. This Code is displayed on the Company's website.

3. COMMITTEE OF BOARD

The Company had Three Board Committees. These are

1. Audit Committee
2. Remuneration Committee
3. Share Transfer & Shareholders/Investor Grievance Committee

Moving with various committees formed and reported in the previous Annual Report and in line with the requirements of SEBI and Stock Exchanges, the Board has formally constituted the following committees of Directors.

3.1 Audit Committee:

The Audit committee constituted by the Board of directors as per the Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as well as in Section 177 of the Companies Act, 2013 as below.

a. Composition:

As on 31.03.2017, the Audit Committee comprised of three Directors namely:

No.	Name of Director	Category
1	Mr. Dhirajlal Gaglani	Chairman
2	Ms. Varsha Vakharia	Member
3	Mr. Bhadresh Varde	Member

The Audit Committee of the Board of Directors of the Company, Inter-alia, provides assurance to the Board on the adequacy of the internal control systems and financial disclosures.

The audit committee while reviewing the Annual Financial Accounts ensures compliance of the Accounting Standard (AS) issued by the Institute of Chartered Accountants of India.

Brief description of terms of reference:

A. Overseeing the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.

B. Recommending the appointment and removal of external auditor, fixation of audit fees and also approval for payment of any other Consultancy services provided by the statutory auditor.

C. Reviewing with management the annual financial statements before submission to the Board, focusing primarily on:

- Review the financial reporting process and disclosure of its financial information
- Review with the management, Annual financial statements before submission to the Board
- Review with the management, statutory Auditors and Internal Auditors and adequacy of internal control systems
- Review the company's accounting and risk management policies
- Review the company's accounting and management reporting systems and updates the same from time to time recommend the appointment and removal of statutory and Internal Auditors and fixation of fees for the same.

- Review quarterly financial statement.
- Review internal investigations made statutory/ Internal Auditors.
- Scope of Statutory/ Internal Audit
- Review fixed deposits/repayment systems etc.
- Any other applicable functions as described in Corporate Governance.
- Review related party transactions.

Executive summary of the Audit Committee Meetings are placed before the immediate next Board Meetings held after the Audit Committee for deliberations and the full minutes of the same are placed before the following Board Meeting for recode. The Board of Directors, regularly appraised on the recommendations for the Audit Committee, further, at the beginning of the financial year, the Committee discuss the plan for the internal audit and statutory audit.

Dates of the Audit Committee Meetings are fixed in advance and agenda is circulated to the Directors at least seven days before the meeting.

As required under Regulation 18(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Audit Committee had reviewed the following information:

- Management Discussion and analysis of financial condition and results of operations.
- Statement of significant related party transactions submitted by management
- Management letters/letters of internal controls, weaknesses issued by the Statutory Auditors.
- Internal Auditors Reports relating to internal control weaknesses.
- Appointment, removal and terms of remuneration of the internal auditors.

During the year under review, the 4 Audit Committee meetings were held during Financial Year 2016-17. The dates on which the said meetings were held as follows:

30/05/2016	12/08/2016	27/10/2016	03/02/2017

3.2 Remuneration Committee:

During the year under review, no Remuneration Committee Meetings were held during Financial Year 2016-2017.

Details of sitting fees paid to Directors for the year ended March, 2017:

Name of Director	Amount(Rs.) (p.a)
Dhiraj Gaglani	5,000
Bhadresh Varde	5,000

Non- Executive Director

The Company has paid sitting fees to the Directors of the Company as mentioned above.

Remuneration Policy

Payment of remuneration to the Managing/Whole Time Director is governed by the respective Agreements executed between them and the company. These agreements were approved by the Board and the Shareholders. Their Remuneration structure comprises salary, perquisites and allowances.

Terms of reference of the Committee inter alia, include the following:
Nomination of Directors / Key Managerial Personnel / Senior Management*

1. To evaluate and recommend the composition of the Board of Directors;

2. To identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria led down by the Committee;

3. Consider and recommend to the Board appointment and removal of directors, other persons in senior management and key managerial personnel (KMP);

4. Determining processes for evaluating the effectiveness of individual directors and the Board as a whole and evaluating the performance of individual Directors;

5. To administer and supervise Employee Stock Options Schemes (ESOS) including framing of policies related to ESOS and reviewing grant of ESOS;

6. Formulate the criteria for determining qualifications, positive attributes and independence of a Director;

7. To review HR Policies and Initiatives.

Remuneration of Directors / Key Managerial Personnel / Senior Management*/ other Employees

1. Evolve the principles, criteria and basis of Remuneration policy and recommend to the Board a policy relating to the remuneration for all the Directors, KMP, Senior Management and other employees of the Company and to review the same from time to time.

2. The Committee shall, while formulating the policy, ensure the following :
   (a) The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully;

   (b) Relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and

   (c) Remuneration to Directors, KMP and Senior Management involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of the Company and its goals.

* Senior Management for the above purpose shall mean personnel of the Company who are members of its core management team excluding Board of Directors comprising all members of management one level below the executive directors, including the functional heads.

<u>Nomination & Remuneration Policy:</u>

Purpose of this Policy:

The company has adopted this Policy on appointment and remuneration of the Directors, Key Managerial Personnel and Senior Management (the "Policy") as required by the provisions of Section 178 of the Companies Act, 2013 (the "Act") and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The purpose of this Policy is to establish and govern the procedure applicable:

a) To evaluate the performance of the members of the Board.

b) To ensure that remuneration to Directors, KMP and Senior Management involves a balance between fixed and incentive pay

reflecting short and long-term performance objectives appropriate to the working of the Company and its goals.

c) To retain, motivate and promote talent and to ensure long term sustainability of talented managerial persons and create competitive advantage.

The Committee should ensure that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully and the relationship of remuneration to performance is clear and meets appropriate performance benchmarks.

Definitions:

Independent Director means a director referred to in Section 149(6) of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

Key Managerial Personnel (the "KMP") shall mean "Key Managerial Personnel" as defined in Section 2(51) of the Act.

Nomination and Remuneration Committee, by whatever name called, shall mean a Committee of Board of Directors of the Company, constituted in accordance with the provisions of Section 178 of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Remuneration means any money or its equivalent given or passed to any person for services rendered by him and includes perquisites as defined under the Income-tax Act, 1961.

Senior Management means personnel of the Company who are members of its core management team excluding Board of Directors. This would include all members of management one level below the Executive Directors, including all functional heads.

Words and expressions used and not defined in this Policy, but defined in the Act or any rules framed under the Act or the Securities and Exchange Board of India Act, 1992 and Rules and Regulations framed there under or in the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 or the Accounting Standards shall have the meanings assigned to them in these regulations.

Composition of the Committee:

The composition of the Committee is / shall be in compliance with the Act, Rules made there under and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

Mr. Bhadresh Varde	Chairperson and Executive Director
Mr. Dhirajlal Gaglani	Member Executive Director
Ms. Varsha Vakharia	Member Executive Director

Role of the Committee:

The Committee shall:

a) Formulate the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the board of directors a policy relating to, the remuneration of the directors, key managerial personnel and other employees;

b) Identify persons who are qualified to become Director and persons who may be appointed in Key Managerial and Senior Management positions in accordance with the criteria laid down in this Policy;

c) Lay down the evaluation criteria for performance evaluation of Independent Director and the Board;

d) Recommend to the Board, appointment, remuneration and removal of Director, KMP and Senior Management;

e) To devise a Policy on Board diversity.

f) Whether to extend or continue the term of appointment of the independent director, on the basis of the report of performance evaluation of independent directors.

Criteria for Determining the followings:-

1 Qualifications for appointment of Directors (including Independent Directors)

a) Persons of eminence, standing and knowledge with significant achievements in business, professions and/or public service;

b) Their financial or business literacy/skills;

c) Other appropriate qualification/experience to meet the objectives of the Company;

d) As per the applicable provisions of Companies Act, 2013, Rules made there under and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Nomination and Remuneration Committee shall have discretion to consider and fix any other criteria or norms for selection of the most suitable candidate/s.

2 Positive attributes of Directors (including Independent Directors):

• Directors are to demonstrate integrity, credibility, trustworthiness, ability to handle conflict constructively and the willingness to address issues proactively;

• Actively update their knowledge and skills with the latest developments in the railway/heavy engineering/infrastructure industry, market conditions and applicable legal provisions;

• Willingness to devote sufficient time and attention to the Company's business and discharge their responsibilities;

• To assist in bringing independent judgment to bear on the Board's deliberations especially on issues of strategy, performance, risk management, resources, key appointments and standards of conduct;

• Ability to develop a good working relationship with other Board members and contribute to the Board's working relationship with the senior management of the Company;

• To act within their authority, assist in protecting the legitimate interests of the Company, its shareholders and employees;

• Independent Directors to meet the requirements of the Companies Act, 2013 read with the Rules made there under and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.

3 Independence Standards

The following would be the independence review procedure and criteria to assist the Committee to evaluate the independence of Directors for recommending to the Board for appointment. A Director is independent if the Board affirmatively determines that the Director does not have a direct or indirect material relationship with the Company, including its affiliates or any member of senior management. "Affiliate" shall mean any company or other

entity that controls, is controlled by, or is under common control with the Company.

Also, the candidate shall be evaluated based on the criteria provided under the applicable laws including Companies Act, 2013 read with Rules thereon and the Listing Agreement with the Stock Exchanges. In addition to applying these guidelines, the Board will consider all relevant facts and circumstances in making its determination relating to a director's independence.

Independence Review Procedures

1. Annual Review

The director's independence for the independent director will be determined by the Board on an annual basis upon the declaration made by such Director as per the provisions of the Companies Act, 2013 read with Rules thereon and the Listing Agreement.

2. Individual Director's Independence Determinations

If a director nominee is considered for appointment to the Board between Annual General Meetings, a determination of independence, upon the recommendation of the Committee, shall be made by the Board prior to such appointment.

All determinations of independence shall be made on a case-by-case basis for each director after consideration of all the relevant facts and circumstances and the standards set forth herein. The Board reserves the right to determine that any director is not independent even if he or she satisfies the criteria set forth by the provisions of the Companies Act, 2013 read with Rules thereon and the Listing Agreement.

3. Notice of Change of Independent Status

Each director has an affirmative obligation to inform the Board of any change in circumstances that may put his or her independence at issue.

5.4 Criteria for appointment of KMP/Senior Management

• To possess the required qualifications, experience, skills & expertise to effectively discharge their duties and responsibilities;

• To practice and encourage professionalism and transparent working environment;

• To build teams and carry the team members along for achieving the goals/objectives and corporate mission;

- To adhere strictly to code of conduct

5.5 Term

The Term of the Directors including Managing /Whole time Director / Independent Director shall be governed as per the provisions of the Act and Rules made there under and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

Whereas the term of the KMP (other than the Managing/Whole time Director) and Senior Management shall be governed by the prevailing HR policies of the Company.

5.6 Evaluation

The Committee shall carry out evaluation of performance of every Director.

The Committee shall identify evaluation criteria which will evaluate Directors based on knowledge to perform the role, time and level of participation, performance of duties, level of oversight, professional conduct and independence. The appointment / re-appointment / continuation of Directors on the Board shall be subject to the outcome of the yearly evaluation process.

5.7 Removal

Due to reasons for any disqualification mentioned in the Act or under any other applicable Act, Rules and Regulations there under and / or for any disciplinary reasons and subject to such applicable Acts, Rules and Regulations and the Company's prevailing HR policies, the Committee may recommend, to the Board, with reasons recorded in writing, removal of a Director, KMP or Senior Management.

6. Remuneration of Managing / Whole-time Director, KMP and Senior Management

The remuneration / compensation / commission, etc., as the case may be, to the Managing / Whole time Director will be governed by the relevant provisions of the Companies Act, 2013 and applicable Rules and Regulations and will be determined by the Committee and recommended to the Board for approval. The remuneration / compensation / commission, etc., as the case may be, shall be subject to the prior / post approval of the shareholders of the Company and Central Government, wherever required. Further, the Chairman & Managing Director of the Company is authorized to decide the remuneration of KMP (other than Managing / Whole time Director) and Senior Management based on the standard market practice and prevailing HR policies of the Company.

7. Remuneration to Non-executive / Independent Director

The remuneration / commission / sitting fees, as the case may be, to the Non-Executive / Independent Director, shall be in accordance with the provisions of the Act and the Rules made there under for the time being in force or as may be decided by the Committee / Board / shareholders.

An Independent Director shall not be entitled to any stock option of the Company unless otherwise permitted in terms of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

3.3 Share Transfer & Shareholders'/Investor Grievance Committee:

The Share Transfer & Shareholders'/Investor Grievance committee comprises as under:

Sr. No.	Name	Position
1	Mr. Bhadresh Varde	Chairman
2	Mr. Dhirajlal Gaglani	Member
3	Ms. Varsha Vakharia	Member

The committee is responsible for approving and monitoring transfers, transmission, splitting and consolidation of shares issued by the Company. In addition to that, the committee also monitors redressal of complaints from shareholders relating to transfer of shares, non-receipt of balance sheet etc., Sitting fees is paid to the committee members. The Committee reviewed redressal of investors Grievances pertaining to share transfer, dematerialization of shares, replacement of lost, mutilated and old share certificates, change of address etc. The committee has also taken steps to strengthening investors relations

The members of Committee meet 4 times in the following year:

30/05/2016	12/08/2016	27/10/2016	03/02/2017

The status of shareholders' complaints received so far/number not solved to the satisfaction of shareholders/number of pending share transfer transactions (as on 31st March, 2017) is given below:

Complaints Status: 01.04.2016 to 31.03.2017

- Number of complaints received so far : Nil
- Number of complaints solved : Nil

- Number of pending complaints : Nil

4. GENERAL BOARD MEETING:

a. Location and time where last three AGMs were held:

Year of AGM	Date of the AGM	Time	Place of AGM Held
2014	30/09/2014	11:30	6th Floor, Agrawal Complex, C.G. Road, Navrangpura, Ahmedabad – 380 009
2015	30/09/2015	11:30	6th Floor, Agrawal Complex, C.G. Road, Navrangpura, Ahmedabad – 380 009
2016	29/09/2016	11:30	6th Floor, Agrawal Complex, C.G. Road, Navrangpura, Ahmedabad – 380 009

(b) All the resolutions including special resolutions set out in the respective notices were passed by the shareholders. The following special resolutions were passed in previous Three Annual General Meeting for the year:

2016

No special resolution passed in the year under review.

2015

No special resolution passed in the year under review.

2014

No special resolution passed in the year under review.

EXTRA ORDINARY GENERAL MEETING DURING THE YEAR

No Extra Ordinary General Meeting held during the financial year under review.

5. DISCLOSURES:

a. Materially significant related party transactions:

There were no significant or material related party transactions that have taken place during the year which have any potential conflict with the interest of the company at large. The detailed related party information and transactions have not been provided in Notes forming parts of Accounts.

b. During the last three Years, there were no penalties, strictures imposed by either SEBI or stock Exchange or any statutory authority for non-Compliance of any matter related to the capital market.

6. MEANS OF COMMUNICATIONS:

The Quarterly Unaudited Financial Results and other presentation as to the Company's Performance etc. are made available to the institutional investors/Financial Analysts as and when felt expedient.

The Management discussion and analysis forms part of the Annual Report.

Whistle Blower Policy:

Recently, the Security & Exchange Board of India has also prescribed the adoption by all listed companies, of a Whistle Blower Policy as a non-mandatory requirement. The company has adopted a Whistle Blower Policy, which affords protection and confidentially to Whistle blowers.

The Audit Committee Chairman is authorized to receive Protected Disclosures under this Policy. The Audit Committee is also authorized to supervise the conduct of investigations of any disclosures made whistle blowers in accordance with policy.

No personnel have been denied access to the Audit Committee. As of March 31, 2017, no Protected Disclosures have been received under this policy.

In pursuance of Regulation 22 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 The Vigil Mechanism/ Whistle Blower Policy has been uploaded on the website of the Company.

8. GENERAL SHAREHOLDER INFORMATION:

a. Annual General Meeting: Date, Time and venue: 30th September, 2017, at 11.30 a.m. at the Registered Office of the Company.

b. Financial Year: 1st April 2016 to 31st March, 2017.

c. Financial Calendar:

1st quarter results – last week of May, 2017

2nd quarter results – last week of July, 2017

3rd quarterly results – last week of November, 2017

4th quarterly results – last week of February, 2018

d. Date of Book Closure: 21st September, 2017 to 30th September, 2017

e. Dividend Payment Date: N.A.

f. Listing of Equity Shares on Stock Exchanges: The Company has paid Annual Listing Fees to the Stock Exchanges where the Company's shares are listed for the financial Year up to 21-02-2003.

g. Stock Code: BSE 531529

h. Demat ISIN number: **INE562E01013**

i. High / Low of Monthly Market Price of the Companies Equity Shares traded on Bombay Stock Exchange during the financial year 2016-2017 are furnished below:

The trading of equity shares of the Company was suspended during the year and hence no Market Price Data is available during the year under review.

j. Performance of the Company's shares in comparison with broad-based indices as BSE's Sensex: The Company has nothing to report on the matter.

k. Registered and Transfer Agent: The Company has appointed M/s Sharepro Services (India) Private Limited as Registrar and Share Transfer Agent of the Company.

l. Share Transfer System: Valid Share transfer in physical form and complete in all respects were approved and registered within the stipulated period.

m. Distribution of Shareholding as on Dated 31.03.2017

Share Holding of Nominal Value		Share Holders		Share Amount	
Rs.	Rs.	No.	% to total	In Rs.	% to total
Up to	5,000	641	42.45	2491410	0.55

5,001 to	10,000	342	22.65	3207700	0.71
10,001 to	20,000	193	12.78	3423800	0.76
20,001 to	30,000	88	5.83	2421180	0.54
30,001 to	40,000	37	2.45	1368370	0.30
40,001 to	50,000	62	4.11	3024000	0.67
50,001 to	1,00,000	77	5.10	6294000	1.40
1,00,001 &	above	70	4.64	428548540	95.07
Total		1510	100	450779000	100

n. Shareholding pattern as on 31.03.2017

Category	**No of Shares held**	**% of Shareholding**
a. Promoters and persons		
who may be deemed to be		
acting in concert including		
promoter/directors group		
Companies	203000	0.45
b. Mutual Fund/Trust	NIL	0.00
c. Financial Institution Banks	NIL	0.00
d. Bodies Corporate	106600	0.24
e. Indian public	44760300	99.30
f. NRI Non Repatriable	8000	0.02
TOTAL	**45077900**	**100**

Dematerialization of shares: As on 31.03.2017. Demat shares accounted for 44829300 Equity Shares of total equity.

Outstanding GDR / ADR / Warrants: Not Applicable

O. Address for communication:

Softrak Venture Investment Limited
Regd Off.
6th Floor, Agrawal Complex,
C.G. Road, Navrangpura,
Ahmedabad – 380 009

SOFTRAK VENTURE INVESTMENT LIMITED

Declaration of compliance with the code of conduct

All the Directors and senior management personal have, respectively, affirmed compliance with the code of conduct as approved and adopted by the Board of Directors.

For & on behalf of the Board of Director
Softrak Venture Investment Limited

Date: 18/05/2017
Place: Ahmedabad

Sd/-	**Sd/-**
(Dhirajlal Gaglani)	**(Bhadresh Varde)**
Director	**Director**
DIN: 03496531	**DIN: 02101777**

SOFTRAK VENTURE INVESTMENT LIMITED

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

1) INDUSTRY STRUCTURE AND DEVELOPMENTS

During the period, the industry registered a cumulative growth as against the corresponding period of last year. The cumulative growth for the eight core industries remained same as previous year. With the entry of new players in the already fragmented markets, high price volatility and variations in prices is experienced in different regions and different periods of time.

2) OPPORTUNITIES AND THREATS

Opportunities

- Increase in income levels will aid greater penetration of financial products.
- Positive regulatory reforms.
- Increase in corporate growth & risk appetite.
- Greater efficiency in debt market operations which will also help greater penetration.
- Increased securitization.
- Focus on selling new product/services.

Threats

- Inflation could trigger increase in consumer price inflation, which would dampen growth.
- Increased competition in both local & overseas markets.
- Unfavorable economic development.
- Market risk arising from changes in the value of financial instruments as a result of changes in market variables like interest rate and exchange rates.

3) SEGMENT-WISE PERFORMANCE

The Company has identified its activities as single segment. Hence, the Company's performance is to be viewed as a single segment company operating in Natural Food Color Industry.

4) RECENT TREND AND FUTURE OUTLOOK:

Notwithstanding global uncertainties, regulatory tightening and cyclical economic downtrend, financial services industry in India on the whole, will continue to much ahead at a healthy pace in the long term. We expect interest rates to remain stable or move southward and liquidity to ease in the coming quarters. This should augur well for demand growth in financing and lending

business. However your company is making all possible efforts will improve its position.

5) RISK AND CONCERNS

Like any other industry, this industry is also exposed to risk of competition, government policies, natural factor etc. As the Company is proposed to export raw materials/ finished product, the Company has risk on account of Exchange Rate fluctuations. The Company has taken necessary measures to safeguard its assets/interests etc.

6) INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

The Company has proper and adequate system of Internal Controls to ensure that all the assets are safeguarded, protected as against loss from unauthorized use or disposition and that transactions are authorized , recorded and reported correctly. The Company conducted the audit of various departments through an independent internal auditor. The views of the statutory auditors are also considered to ascertain the adequacy of the internal control system.

7) FINANCIAL PERFORMANCE WITH RESPECT TO OPERATIONAL PERFORMANCE

The financial performance of the Company for the year 2016-17 is described in the Directors' Report under the head `Operations of the Company'.

8) MATERIAL DEVELOPMENTS IN HUMAN RESOURCES AND INDUSTRIAL RELATIONS FRONT

Your Company likes to inform you that, since the company has very few employees who have been personally taken care by the Board of Directors of the company, there is no such HR policy in the company.

9) CAUTIONARY STATEMENT:

Statement in this Management Discussion and Analysis Report, describing the Company's objectives, estimates and expectations may constitute `Forward Looking Statements' within the meaning of applicable laws or regulations. Actual results might differ materially from those either expressed or implied.

For & on behalf of the Board of Director
Softrak Venture Investment Limited

Date: 18/05/2017
Place: Ahmedabad

Sd/-	**Sd/-**
(Dhirajlal Gaglani)	**(Bhadresh Varde)**
Director	**Director**
DIN: 03496531	**DIN: 02101777**

SOFTRAK VENTURE INVESTMENT LIMITED

CERTIFICATE ON FINANCIAL STATEMENTS

To,
The Members,
Softrak Venture Investment Limited

We have hereby certified that:

1. We have reviewed the financial statements and the cash flow statements of **SOFTRAK VENTURE INVESTMENT LIMITED** for the financial year 2016-17 and to the best of our knowledge and belief, we state that:

   a. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

   b. These statements together present a true and fair view of the Company's affairs for the period presented in this report and are in compliance with existing accounting standards, applicable laws and regulations.

2. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or in violation of the Company's Code of Conduct.

3. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.

4. We have indicated to the Auditors and the Audit Committee:

   a. significant changes in internal control over financing reporting during the year;

   b. significant changes in accounting policies made during the year and that the same have been disclosed suitably in the notes to the financial statements; and

   c. that there were no Instances of significant fraud that involves management or other employees who have a significant role in the Company's internal control system over financial reporting.

For & on behalf of the Board of Director
Softrak Venture Investment Limited

Date: 18/05/2017
Place: Ahmedabad

Sd/-
(Dhirajlal Gaglani)
Director
DIN: 03496531

SOFTRAK VENTURE INVESTMENT LIMITED

CEO/CFO CERTIFICATION

We the undersigned, in our respective capacities as managing Director and Chief Financial Officer of Softrak Venture Investment Limited ("the Company") to the best of our knowledge and belief certify that:

a. We have reviewed the financial statements and the cash flow statement for the year 2016-17 and that to the best of our knowledge and belief:

• These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;

• These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations;

b. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year 2016-17 which are fraudulent, illegal or violative of the Company's code of conduct;

c. We accept responsibility for establishing and maintaining internal controls and that we have evaluated the effectiveness of the internal control systems of the Company and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of the internal control, if any, of which we are aware of and the steps we have taken or propose to take to rectify these deficiencies.

d. We have indicated to the Auditors and the Audit Committee -
• Significant changes in internal control over the financial reporting during the year 2016-17;

• Significant changes in accounting policies during the year 2016-17 and that the same have been disclosed in the notes to the financial statements; and

• Instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over the financial reporting.

For & on behalf of the Board of Director
Softrak Venture Investment Limited

Date: 18/05/2017
Place: Ahmedabad

Sd/-
(Dhirajlal Gaglani)
Director
DIN: 03496531

AUDITOR'S CERTIFICATE REGARDING COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

To,
The Members,
SOFTRAK VENTURE INVESTMENT LIMITED,

We have examined the compliance of condition of Corporate Governance by **SOFTRAK VENTURE INVESTMENT LIMITED**, for the year ended March 31, 2017 as stipulated in Regulation 17,18,19,20,21,22,23,24,25,26,27 and clauses (b) to (i) of sub- regulation (2) of regulation 46 and Para C, D and E of schedule V of the securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation, 2015 (collectively referred to as "SEBI Listing Regulation, 2015).

The compliance of conditions of corporate Governance is the responsibility of the Company's management. Our examination was carried out in accordance with the Guidance note on certification of corporate Governance, issued by the institute of Chartered Accountant of Indian and was limited to procedures and implementation thereof, adopted by the company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the company.

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

We certify that such compliance is neither as assurance as to the future viability of the company nor the efficient with which the management has conducted the affairs of the company.

For M/s P Dalal & Co.
Chartered Accountants
Firm No. – 102046W

Date: 18/05/2017
Place: Ahmedabad

Sd/-
CA Prashant Dalal
Partner
M. No.: 037983

Compliance Certificate

To,
The Members,
SOFTRAK VENTURE INVESTMENT LIMITED

We have examined the compliance of Corporate Governance by SOFTRAK VENTURE INVESTMENT LIMITED for the year ended on **31st March, 2017**, as stipulated in clause 49 of the Listing Agreement of the said Company with Stock Exchanges.

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

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

We state that no investor grievance(s) is/ are pending for a period exceeding for one month against the Company as per the records maintained by the Shareholders/Investors Grievance Committee.

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

For M/s P Dalal & Co.
Chartered Accountants
Firm No. – 102046W

Date: 18/05/2017
Place: Ahmedabad

Sd/-
CA Prashant Dalal
Partner
M. No.: 037983

Independent Auditor's Report

To the Members of
Softrak Venture Investment Limited

Report on the Financial Statements

We have audited the accompanying (Standalone) financial statements of Softrak Venture Investment Limited. ("the Company") which comprise the Balance Sheet as at **31st March, 2017**, the Statement of Profit and Loss, Cash Flow Statement for the period then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the (Standalone) Financial Statements

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

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made 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, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. 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 (Standalone) 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 31 March 2017, and its Profit/Loss and its Cash Flow for the period ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), as amended, issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the **"Annexure A"** a statement on the matters specified in paragraphs 3 and 4 of the Order.

2. As required by section 143 (3) of the Act, we report that:

a. we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;

b. in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;

c. 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;

d. in our opinion, the aforesaid (Standalone) financial statements comply with the Accounting Standards specified under section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.

e. On the basis of 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;

f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in **"Annexure B"**.

g. With respect to the other matters to be included in the 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:

i. The Company does not have any pending litigations which would impact its financial position.

ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses.

iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

iv The Company has been providing requisite disclosers in its standalone financial statements as to holding as well as dealing in specified bank notes during the period from November 8, 2016 to December 30, 2016 and these are in accordance with the books of account maintained by the company.

For M/s P Dalal & Co.
Chartered Accountants
Firm No. – 102046W

Place: Ahmedabad

Date: 18/05/2017

Sd/-
CA Prashant Dalal
Partner
M. No.: 037983

"Annexure A" to the Independent Auditors' Report

Referred to in paragraph 1 under the heading 'Report on Other Legal & Regulatory Requirement' of our report of even date to the financial statements of the Company for the period ended **31st March 2017;**

1) (a) The Company does not have any fixed assets. Hence, maintenance of records for the same is not applicable;

   (b) Not Applicable

   (c) Not Applicable.

2) (a) The management has conducted the physical verification of inventory at reasonable intervals.

   (b) The discrepancies noticed on physical verification of the inventory as compared to books records which has been properly dealt with in the books of account were not material.

3) The Company has not granted loans, secured or unsecured to companies, firms, Limited Liability partnerships or other parties covered in the Register maintained under section 189 of the Act.

4) In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 and 186 of the Companies Act, 2013 In respect of loans, investments, guarantees, and security made.

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

6) As informed to us, the maintenance of Cost Records has not been specified by the Central Government under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the company.

7) (a) According to information and explanations given to us and on the basis of our examination of the books of account, and records, the Company has been generally regular in depositing undisputed statutory dues including Provident Fund, Employees State Insurance, Income-Tax, Sales tax, Service Tax, Duty of Customs, Duty of Excise, Value added Tax, Cess and any other statutory dues with the appropriate authorities.

According to the information and explanations given to us, no undisputed amounts payable in respect of the above were in arrears as at March 31, 2017 for a period of more than six months from the date on when they become payable.

(b) According to the information and explanation given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute.

8) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks.

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

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

11) Based upon the audit procedures performed and the information and explanations given by the management, the managerial remuneration has been paid or provided in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act;

12) In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 4 (xii) of the Order are not applicable to the Company.

13) In our opinion, the company has not entered into any related party transactions during the year under review. Hence, disclosure of details of the same are not applicable.

14) 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.

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

16) In our opinion, the company is not required to be registered under section 45 IA of the Reserve Bank of India Act, 1934 and accordingly, the provisions of clause 3 (xvi) of the Order are not applicable to the Company and hence not commented upon.

For M/s P Dalal & Co.
Chartered Accountants
Firm No. – 102046W

Place: Ahmedabad

Date: 18/05/2017

Sd/-
CA Prashant Dalal
Partner
M. No.: 037983

"Annexure B" to the Independent Auditor's Report of even date on the Standalone Financial Statements of SOFTRAK VENTURE INVESTMENT LIMITED.

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 SOFTRAK VENTURE INVESTMENT LIMITED. ("the Company") as of **31st March 2017** in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditor's Responsibility

Our responsibility is to express an opinion on the Company's internal 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 Act, 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 control 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, assigning a 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 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 depositions 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 managements 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 the 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 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.

For M/s P Dalal & Co.
Chartered Accountants
Firm No. – 102046W

Place: Ahmedabad

Date: 18/05/2017

Sd/-
CA Prashant Dalal
Partner
M. No.: 037983

SOFTRAK VENTURE INVESTMENTS LIMITED

Balance Sheet as at 31st March, 2017

Particulars	Note No	As at 31st March, 2017 Amount (₹)	As at 31st March, 2016 Amount (₹)
I. EQUITY AND LIABILITIES			
(1) Shareholders' Funds			
(a) Share Capital	1	450,779,000	450,779,000
(b) Reserves and Surplus	2	(18,446,632)	(18,435,547)
(2) Non-Current Liabilities			
(a) Deferred tax liabilities (Net)	3	-	-
(3) Current Liabilities			
(a) Short-term borrowings	4	-	-
(b) Trade payables	5	-	-
(c) Other current liabilities	6	-	-
(d) Short-term provisions	7	-	-
Total		**432,332,368**	**432,343,453**
II.Assets			
(1) Non-current assets			
(a) Fixed assets			
(i) Tangible assets	8	-	-
(ii) Capital work-in-progress		-	-
(b) Non-current investments	9	-	-
(c) Long term loans and advances	10	4,210,000	4,210,000
(d) Other non-current assets			
(2) Current assets			
(a) Inventories	11	-	-
(b) Trade receivables	12	427,670,268	427,685,268
(e) Cash and cash equivalents	13	452,100	448,185
(f) Short-term loans and advances	14	-	-
(g) Other current assets	15	-	-
Total		**432,332,368**	**432,343,453**

As per our report of even date
For, P. Dalal & Co.
Chartered Accountants

Sd/-
CA Prashant Dalal
(Partner)
Membership No. 37983

Place : Ahmedabad
Dated: 18/05/2017

For and on behalf of the Board
Softrak Venture Investments Limited

Sd/-
Dhirajlal Gaglani
Director
DIN: 03496531

Sd/-
Bhadresh Varde
Director
DIN: 02101777

Place : Ahmedabad
Dated: 18/05/2017

SOFTRAK VENTURE INVESTMENTS LIMITED

Statement of Profit and Loss for the year ended 31st March, 2017

	Particulars	Note No	As at 31st March, 2017 Amount (₹)	As at 31st March, 2016 Amount (₹)
I.	Revenue from operations	16	47,910	38,900
II.	Other Income	17	15,000	17,000
III.	**Total Revenue (I +II)**		**62,910**	**55,900**
IV.	**Expenses:**			
	Cost of materials consumed	18	-	-
	Purchase Cost of Stock in Trade	19	-	-
	Changes in inventories of finished goods and Stock-in-Trade	20	-	-
	Employee benefit expense	21	39,000	38,000
	Financial costs	22	-	-
	Depreciation and amortization expense	8	-	-
	Other expenses	23	34,995	32,450
	Bad Debts Written Off		-	-
	Total Expenses		**73,995**	**70,450**
V.	Profit before tax (III - IV)		**(11,085)**	**(14,550)**
VI.	Tax expense:			
	(1) Current tax		-	-
	(2) Short Excess Provision of Earlier years		-	-
	(3) Deferred tax		-	-
VII.	Profit/(Loss) for the period (XI + XIV)		**(11,085)**	**(14,550)**
VIII.	Earning per equity share:			
	(1) Basic		(0.00)	(0.00)
	(2) Diluted		(0.00)	(0.00)

As per our report of even date
For, P. Dalal & Co.
Chartered Accountants

Sd/-
CA Prashant Dalal
(Partner)
Membership No. 37983

Place : Ahmedabad
Dated: 18/05/2017

For and on behalf of the Board
Softrak Venture Investments Limited

Sd/-
Dhirajlal Gaglani
Director
DIN: 03496531

Sd/-
Bhadresh Varde
Director
DIN: 02101777

Place : Ahmedabad
Dated: 18/05/2017

SOFTRAK VENTURE INVESTMENT LIMITED
CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH,2017

Particulars	AMOUNT 2016-2017	AMOUNT 2015-2016
A.CASH FLOW FROM OPERATING ACTIVITIES		
NET PROFIT BEFORE INTEREST,TAX AND EXTRAORDINARY ITEMS	-11085.00	-14550.00
Adjustments for		
Depreciation	0.00	0.00
Share/Debentre Issue Expenses written off	0.00	0.00
Preliminery Expenses Written off	0.00	0.00
Excess provision for Taxation/Dividend written back	0.00	0.00
	-11085.00	-14550.00
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES		
Adjustments for increase/decrease in :		
Trade and Other Receivables	0.00	0.00
Inventories	0.00	0.00
Trade & Other Payables	0.00	0.00
CASH GENERATED FROM OPERATIONS	-11085.00	-14550.00
Interest Paid	0.00	0.00
Direct Taxes Paid (TDS deducted from various income)	0.00	0.00
CASH FLOW BEFORE EXTRAORDINARY ITEMS	-11085.00	-14550.00
EXTRAORDINARY ITEMS	0.00	0.00
NET CASH FROM OPERATING ACTIVITES (A)	-11085.00	-14550.00
B.CASH FLOW FROM INVESTING ACTIVITIES		
Purchase of Fixed Assets	0.00	0.00
Sales of Fixed Assets	0.00	0.00
Purchase of Investments/Increase in Investment	0.00	0.00
Sales of Investments/Decrease in Investment in AOP	0.00	0.00
Interest/Dividend Received	0.00	0.00
NET CASH USED IN INVESTING ACTIVITIES (B)	**0.00**	**0.00**
C.CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from Issue of Share Capital	0.00	0.00
Proceeds from Long Term Borrowings	0.00	0.00
Proceeds from Short Term Borrowings	0.00	0.00
Share/Debenture Issue Expenses/Preliminery Expenses	0.00	0.00
Increase/(Decrease) in Unsecured Loan	15000.00	15000.00
Increase/(Decrease) in Current Liabilities		
Dividend Paid	0.00	0.00
NET CASH USED IN FINANCING ACITIVITES (C)	***15000.00***	***15000.00***
NET INCREASE IN CASH AND CASH EQUIVALENTS (A+B+C)	**3915.00**	**450.00**
CASH AND CASH EQUIVALENTS AS AT THE BEGINNING OF THE YEAR	448185.00	447735.00
CASH AND CASH EQUIVALENTS AS AT THE END OF THE YEAR	452100.00	448185.00
NET INCREASE/DECREASE IN CASH EQUIVALENTS	3915.00	450.00

NOTE : FIGURES IN BRAKETS SHOWS OUTFLOW

AUDITORS CERTIFICATE

We have examined the above Cash Flow Statemnt of SOFTRAK VENTURE INVESTMENT LIMITED, AHMEDABAD for the year ended 31st March, 2017. The Statement has been prepared by the Company in accordance with the requirements of SEBI (LODR) Regulations, 2015 and is based on the corresponding Profit and Loss Account and Balance Sheet of the Company covered by our report of even date to the members of the company.

As Per our Attached Report of even date

For, P. Dalal & Co.
Chartered Accountants

Sd/-
CA Prashant Dalal
(Partner)
Membership No. 37983

Place : Ahmedabad
Dated: 18/05/2017

NOTES FORMING PART OF BALANCE SHEET AND STATEMENT OF PROFIT AND LOSS ACCOUNT

Note No	PARTICULARS	As at 31st March, 2017 Amount (₹)	As at 31st March, 2016 Amount (₹)
1	**Share Capital**		
	Equity Share Capital		
	Authorised Share capital	451,000,000	451,000,000
	(4,51,00,000 Equity Shares of Rs.10/- each)		
	Issued, Subscribed & fully Paid Share Capital		
	4,50,77,900 Equity Shares of Rs.10/- each	450,779,000	450,779,000
	(Previous Year : 4,50,77,900)		
	Total	**450,779,000**	**450,779,000**
	ii) Reconciliation of the number of shares;		
	No. of Equity shares issued at the beginning of the period	45,077,900	45,077,900
	Add no. of Equity shares issued during the period	-	-
	Less no. of Equity shares bought back during the year	-	-
	No. of Equity shares at the end of the period	45,077,900	45,077,900
	ii) List of Shareholder holding more than 5% of shares	**No of Shares**	**No of Shares**
1	DHIRAJLAL PANACHAND GAGLANI	32,002,286	32,002,286
2	Keyur Shah	3,731,180	3,731,180
3	DEEPAK PRABHAKAR KAPRE	3,735,120	3,735,120

Note No	PARTICULARS	As at 31st March, 2017 Amount (₹)	As at 31st March, 2016 Amount (₹)
2	**Reserves and Surplus**		
	Capital Reserves	-	-
	Securities Premium Reserves	-	-
	Profit & Loss account		
	OPENING BALANCE	(18,435,547)	(18,420,997)
	ADDITION DURING THE YEAR	(11,085)	(14,550)
	TRANSFERRED TO RESERVES AND SURPLUS	**(18,446,632)**	**(18,435,547)**
	Total	**(18,446,632)**	**(18,435,547)**

Note No	PARTICULARS	As at 31st March, 2017 Amount (₹)	As at 31st March, 2016 Amount (₹)
3	**Deferred Tax Liability**		
	Balance as per last year	-	-
	Add: Provided during the year	-	-
	Total	**-**	**-**

Note No	PARTICULARS	As at 31st March, 2017 Amount (₹)	As at 31st March, 2016 Amount (₹)
4	**Short-tems borrowings**		
	Secured		
	CASH CREDITS/ OVERDRAFTS		
		-	-
	Unsecured		
	Loan From Directors	-	-
		-	-
	Total	**-**	**-**

Note No	PARTICULARS	As at 31st March, 2017 Amount (₹)	As at 31st March, 2016 Amount (₹)
5	**Trade Payables - Current**		
	Unsecured and considered good	-	-
	Total	**-**	**-**

Note No	PARTICULARS	As at 31st March, 2017 Amount (₹)	As at 31st March, 2016 Amount (₹)
6	**Other current liabilities**		
	Other payables	-	-
	Unsecured and considred good		
	Total	**-**	**-**

Note No	PARTICULARS	As at 31st March, 2017 Amount (₹)	As at 31st March, 2016 Amount (₹)
7	**Short-term provisions**		
	Provision for Income Tax	-	-
	Provision for the Expenses	-	-
	Provision for the Service Tax	-	-
	VAT/CST Payable	-	-
	Provison for Tax Deducted at Source	-	-
	Total	**-**	**-**

Note No	PARTICULARS	As at 31st March, 2017 Amount (₹)	As at 31st March, 2016 Amount (₹)
9	**Non-current investments**		
	Investments in Equity instruments		
	UNQUOTED		
		-	-
	QUOTED		
		-	-
	Total	**-**	**-**

Note No	PARTICULARS	As at 31st March, 2017 Amount (₹)	As at 31st March, 2016 Amount (₹)
10	**Long Term Loans and Advances**		
	Unsecured considered good		
	Capital Advances	-	-
	Other loans and advances	4,210,000	4,210,000
	Long Term Loans and Advances	**4,210,000**	**4,210,000**
	Other Non Current Assets		
	Security Deposits	-	-
	Total	**4,210,000**	**4,210,000**

Note No	PARTICULARS	As at 31st March, 2017 Amount (₹)	As at 31st March, 2016 Amount (₹)
11	**Inventories**		
		-	-
	Total	**-**	**-**

Note No	PARTICULARS	As at 31st March, 2017 Amount (₹)	As at 31st March, 2016 Amount (₹)
12	**Trade receivables**		
	Unsecured and considred good	-	-
	Others	427,670,268	427,685,268
	Total	**427,670,268**	**427,685,268**

Note No	PARTICULARS	As at 31st March, 2017 Amount (₹)	As at 31st March, 2016 Amount (₹)
13	**Cash and cash equivalents**		
	Cash on Hand	452,100	448,185
	Balances with banks	-	-
	Total	**452,100**	**448,185**

Note No	PARTICULARS	As at 31st March, 2017 Amount (₹)	As at 31st March, 2016 Amount (₹)
14	**Short term loans and advances**		
	Unsecured Considred Good		
		-	-
		-	-
	Total	**-**	**-**

Note No	PARTICULARS	As at 31st March, 2017 Amount (₹)	As at 31st March, 2016 Amount (₹)
15	**Other Current Assets**		
		-	-
		-	-
	Total	**-**	**-**

Note No	PARTICULARS	As at 31st March, 2017 Amount (₹)	As at 31st March, 2016 Amount (₹)
16	**Revenue from Operations**		
	Revenue from Sales of Services As per note A Below	47,910	38,900
	Other operating revenues		
	Total	**47,910**	**38,900**

	PARTICULARS	As at 31st March, 2017 Amount (`)	As at 31st March, 2016 Amount (`)
	(A) :		
	Domestic Sales of Services	47,910	38,900
	Export Sales of Services	-	-
	Total	**47,910**	**38,900**

Note No	PARTICULARS	As at 31st March, 2017 Amount (₹)	As at 31st March, 2016 Amount (₹)
17	**Othe Income**		
	Dividend income	-	-
	Net gain/ loss on sale of investments/Assets	-	-
	Other non-operating income (net of expenses directly attributable to such income)	15,000	17,000
	Total	**15,000**	**17,000**

Note No	PARTICULARS	As at 31st March, 2017 Amount (₹)	As at 31st March, 2016 Amount (₹)
18	**Raw Material Consumption**	-	-
	Total	**-**	**-**

Note No	PARTICULARS	As at 31st March, 2017 Amount (₹)	As at 31st March, 2016 Amount (₹)
19	**Purchase cost of Stock In Trade**		
	Purchases	-	-
	Total	**-**	**-**

Note No	PARTICULARS	As at 31st March, 2017 Amount (₹)	As at 31st March, 2016 Amount (₹)
20	**INCREASE/ DECREASE IN STOCK OF FINISHED GOODS and Stock in Trade**		
	Opening Stock	-	-
	Total	**-**	**-**
	Closing Stock		
	Total	**-**	**-**
	Increase or Decrease in Stock	**-**	**-**

Note No	PARTICULARS	As at 31st March, 2017 Amount (₹)	As at 31st March, 2016 Amount (₹)
21	**Employee Benefits Expense**		
	Salaries and wages	39,000	38,000
	Directors Sitting Fees / Remuneration	-	-
	Staff Welfare Exp	-	-
	Total	**39,000**	**38,000**

Note No	PARTICULARS	As at 31st March, 2017 Amount (₹)	As at 31st March, 2016 Amount (₹)
22	**Finance Costs**		
	Total Interest expenses	-	-
	Other borrowing costs	-	-
	Total	**-**	**-**

Note No	PARTICULARS	As at 31st March, 2017 Amount (₹)	As at 31st March, 2016 Amount (₹)
23	**Other Expenses**		
	Printing and Stationery	17,550	16,000
	Repairing	-	-
	Conveyance	4,120	3,950
	Miscellaneous Expenses	-	-
	Payment to Auditors	2,500	2,500
	ROC Filing Exp.	0	0
	Legal Exp. (Advocate Fees)	0	0
	Website Payment	0	0
	Listing Fees	0	0
	Sitting fees (Directors)	10,000	10,000
	Courier Exp.	825	0
	Bank Charges	0	0
	R & T Fees	0	0
	Total	**34,995**	**32,450**

Note No		As at 31st March, 2017 Amount (₹)	As at 31st March, 2016 Amount (₹)
24	**Contingent liabilities and commitments (to the extent not provided for)**		
	Contingent liabilities		
	Sales Tax Demand (Pending before Sales tax Tribulnal for the Financial year 1993-1994)	0	0
	Income tax Demand (Pending before Income tax Tribunal for the Financial year 2007-2008)	0	0
	Total	**0**	**0**

SOFTRAK VENTURE INVESTMENT LIMITED

PROXY FORM

Registered Folio No:
No of Shares held:

I/We _____of _____ being Member / Members of Softrak Venture Investment Limited, hereby appoint Shri / Smt._____ of _____ or failing him Shri / Smt._____ of _____ as my/ our proxy to vote for me/ us and on my/ us behalf at the Annual General Meeting of the Company to be held on 30th September, 2017 at 11.30 a.m.

Signed by the said _____ day of _____ 2017

Signature:_____

Affix Rs. 1 Revenue Stamp

Applicable to the members holding shares in electronic form.

NOTE:
The proxy to be effective should be deposited at the Registered Office of the Company not less than 48 hours before the commencement of the meeting.

SOFTRAK VENTURE INVESTMENT LIMITED

ATTENDANCE SLIP

Please complete this Attendance slip and hand it over at the entrance of the Meeting Hall. It helps us to make proper arrangements. Failures to bring this Attendance Slip create unnecessary inconvenience to you. Please write below

Reg. Folio No:

I hereby record my presence at the Annual General Meeting of the Company held at 6th Floor, Agrawal Complex, C.G. Road, Navrangpura, Ahmedabad – 380 009 Navrangpura, Ahmedabad – 380 009 on 30th September, 2017 at 11.30 a.m.

Full Name of the Members/Proxy_____
(In Block Letters, to be filled in if the proxy attends instead of the Member)

_____
Members/ Proxy Signature

Application to the members holding shares in electronic form.

NOTES:

1. Members/ Proxy holders are requested to bring their copy of the Notice with them at the Meeting.
2. Please carry with you this Attendance Slip and hand over the same duly completed, stamped signed at the space provided, at the entrance of the Meeting Hall.
3. Shareholders / Proxy holders should bring their copy of the Annual Report for the meeting.

SOFTRAK VENTURE INVESTMENT LIMITED

If Undelivered, please return to:-
Softrak Venture Investment Limited
6th Floor, Agrawal Complex,
C.G. Road, Navrangpura,
Ahmedabad – 380 009
Email: softrakventure@gmail.com
Website: www.softrakventure.com