



BERYL SECURITIES LIMITED

Regd. Off.: Ground Floor, 133, Kanchan Bag, Indore - 452001 (M.P.) INDIA.

Tel. : (0731) 3961510 E-mail : berylsecurities@gmail.com CIN : L67120MP1994PLC008882

Date: 30.08.2017

To,
DCS-Listing
The Bombay Stock Exchange Limited,
Phiroze JeeJeebhoy Towers,
Dalal Street,
Mumbai- 400001

Sub: SUBMISSION OF 23rd ANNUAL REPORT

Sir/ Madam,

The Company held its 23rd Annual General Meeting on 26th August, 2017 and the business mentioned in the Notice of the Annual General Meeting were transacted.

In this regard, please find enclosed the following:-

1. Annual Report for the financial year 2016-17 as required under Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 duly approved and adopted by the Members as per the provisions of the Companies Act, 2013.

This is for your information and records.

Thanking You,

Yours Sincerely,

For Beryl Securities Limited


Sudhir Sethi
Managing Director
DIN: 00090172



23rd

ANNUAL REPORT
2016 - 2017



BERYL
SECURITIES LIMITED



BLANK

TWENTY THIRD ANNUAL REPORT 2016-2017
CORPORATE INFORMATION

BOARD OF DIRECTORS :

- Mr. Sudhir Sethi** - Managing Director
Mr. Sanjay Sethi - Chairman and Director
Mr. Yashesh Vashistha - Independent Director
Mrs. Jaya Thakur - Independent Director
Mrs. Neha Sharma - (Upto 12.04.2016)

REGISTERED OFFICE :

133, Kanchan Bagh
 Indore - 452 001 (M.P.) INDIA.

BANKERS :

1. Punjab National Bank, Indore
2. Bank of India, Indore

LISTED STOCK EXCHANGE :

1. **Bombay Stock Exchange, Mumbai**
 Phiroze Jeejeebhoy Tower, Dala Street,
 Fort, Mumbai - 400 001
2. **Jaipur Stock Exchange, Jaipur**
 Stock Exchange Building, JLN Marg
 Malviya Nagar, Jaipur- 302017

REGISTRAR AND SHARE TRANSFER AGENT :

M/s. Adroit Corporate \$ Service (P) Ltd,
 19/20, Jafferbhoy, Industrial Estate, 1 st Floor,
 Makwana Road, Marol Naka, Andheri (E),
 Mumbai - 400059
 • Mail: adroit@vsnl.net
 • Ph. 022 - 28596060, 28594060,
 • Fax : 022 - 28503748

KEY MANAGERIAL PERSONNEL :

- Mr. Sudhir Sethi** : Managing Director
Mr. Sanjay Sethi : Chairman & Director
Mr. Udai Lal Dhakar : Chief Financial Officer
Mr. Mr. Kamlesh Gupta : Company Secretary &
 Compliance Officer

SECRETARIAL AUDITORS :

M/s Ashish Karodia & Co.,
 208, Trade House, 14/3, South Tukoganj,
 Indore - 452001 (M.P)

STATUTORY AUDITORS :

Subhash Chand Jain Anurag & Associates,
 Chartered Accountants
 4, Archana Apartment, 8-B, Ratlam Kothi,
 Indore - 452 001 (M.P.)

23rd ANNUAL GENERAL MEETING
BOARD OF DIRECTORS

Date : 26th August, 2017

Day : Saturday

Time : 01:00 P.M

Place : Kanchan Palace, Community Hall,
 Nipania, Ring Road, Indore (M.P)

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NOTICE

NOTICE is hereby given that the **Twenty Third Annual General Meeting** of Members of **BERYL SECURITIES LIMITED** will be held at **Kanchan Palace, Community Hall, Nipania Ring Road Indore (M.P.)** on **Saturday, the 26th day of August, 2017** at **01.00 P.M.** to transact the businesses as set out in the Notice sent to the Shareholders.

ORDINARY BUSINESS:

1. To consider and adopt the audited financial statements of the Company for the Financial Year ended 31st March, 2017 including the Audited Balance Sheet as at 31st March, 2017, the Statement of Profit & Loss for the year ended on that date and reports of the Board of Directors and Auditors thereon and the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Sanjay Sethi (DIN: 00090277), who retires by rotation and, being eligible, offers himself for re-appointment.
3. To appoint auditors of the Company to hold office from the conclusion of 23rd Annual General Meeting until the conclusion of 28th Annual General Meeting and to fix their remuneration, and if thought fit, to pass, with or without modification(s) the following resolution as Special resolution:

"RESOLVED THAT pursuant to Section 139 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 and pursuant to recommendation made by the Audit Committee of the Board, M/S Prateek Jain & Co. having registration No. 009494C allotted by the Institute of Chartered Accountants of India be and are hereby appointed as Auditors of the Company in place of retiring Auditors M/S Shubhash Chandra Jain & Associates, who shall hold office from the conclusion of this 23rd Annual General Meeting for term of consecutive five years till conclusion of 28th Annual General Meeting (subject to ratification of the appointment by the members at every Annual General Meeting held after this Annual General Meeting), and that the Board be and is hereby authorized to fix such remuneration as may be determined by the Audit Committee."

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY AND TO ATTEND AND ON A POLL TO VOTE INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** A member unable to attend may appoint a person (whether a member or not) as his proxy in the enclosed form which shall be deposited with the principal office of the Company.
THE PROXIES IN ORDER TO BE EFFECTIVE MUST BE RECEIVED BY THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE MEETING.
2. The register of members and share transfer books of the Company will remain closed from August 18, 2017 to August 26, 2017 (both days inclusive).
3. Members are requested to intimate immediately any change in their addresses at the registered office of the Company.
4. Shareholders desiring any information on the Accounts at the Annual General Meeting are requested to intimate the Company at least 7 days in advance so, as to enable the Company to keep the information ready.
5. Shareholders are requested to bring their copy of Annual Report to the meeting along with the attendance slip.
6. The members holding shares in identical order of names in more than one folio are requested to write to the Share transfer agent of the Company to consolidate their holding in one folio.
7. Members are requested to quote their Folio Number in all their correspondence.
8. The documents referred to in this notice/ Explanatory Statements are open for inspection by the members at the principal office of the Company during the business hours of the Company on any working day upto the last date of the Annual General meeting.
9. Electronic copy of the Notice of the 23rd AGM along with the Annual Report 2016- 17 is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not

registered their email address, physical copies of the Annual Report are being sent in the permitted mode.

10. Additional information, pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of the Directors seeking appointment/ re-appointment at the AGM, is furnished as annexure to the Notice. The Directors have furnished consent/ declaration for their appointment/ re-appointment as required under the Companies Act, 2013 and the Rules there under.
11. Non-resident Indian shareholders are requested to inform about the change in the residential status on return to India for permanent settlement to our Share Transfer Agent or the concerned Depository Participant, as the case may be, immediately.
12. In Compliance with Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, as substituted by the Companies (Management and Administration) Rules, 2015, and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has provided a facility to the members to exercise their votes electronically through the electronic voting service facility arranged by Central Depository Services Limited. The facility for voting through ballot paper will also be made available at the AGM and members attending the AGM, who have not already cast their votes by remote e- voting shall be able to exercise their right at the AGM through ballot paper. Members who have cast their votes by remote e-voting prior to AGM may attend the AGM but shall not be entitled to cast their votes again. The instructions for e-voting are annexed to the Notice.

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 20th August, 2017 (09:00 A.M) and ends on 22nd August, 2017 (06:00 P.M). During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) 17th August, 2017 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website **www.evotingindia.com**.
- (iv) Click on Shareholders.
- (v) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to **www.evotingindia.com** and voted on an earlier voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form	
PAN* (Parmanent Account Number)	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Members who have not updated their PAN with the Company/Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field. • In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
Dividend, Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Members holding shares in physical form will then reach directly the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant "**Beryl Securities Limited**" on which you choose to vote.
- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- (xviii) If Demat account holder has forgotten the changed password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. I Phone and Windows phone users can download the app from the App Store and the Windows Phone Store respectively on or after 30th June 2016. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xx) **Note for Non - Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to **www.evotingindia.com** and register themselves as Corporate.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to **helpdesk.evoting@cdslindia.com**.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to **helpdesk.evoting@cdslindia.com** and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favor of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xxi) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at **www.evotingindia.com**, under help section or write an email to **helpdesk.evoting@cdslindia.com**.

Regd. Office :
133, Kanchan Bagh
Indore - 452001 (M.P.)
CIN : L67120MP1994PLC008882
Dated : 07th July, 2017

For and on Behalf of the Board
BERYL SECURITIES LTD.
Sd/-
(SUDHIR SETHI)
Managing Director
DIN : 00090172

ANNEXURE

PPURSUANT TO REGULATION 36 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, IN RESPECT OF THE DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT AT THE AGM UNDER ITEM NO. 2

Name & Designation of appointee	Qualification	Age in years	Experience	Date of appointment	Other Directorships [*]	Committee**
Mr. Sanjay Sethi	B. Pharma	54 Yrs	35 Yrs	02.01.2000	2	2

* Other directorships do not include alternate directorships, directorships of private limited companies, Section 8 companies of New Companies Act, 2013 and of companies incorporated outside India and Beryl Securities Limited.

**This includes membership / chairmanship of Audit Committee and Shareholders Grievances Committee only.

DIRECTORS' REPORT

To,
The Members,
Beryl Securities Limited
Indore.

Your Directors have pleasure in presenting their Twenty Third Annual Report of the Company along with the Audited Accounts for the financial year ended on 31st March 2017

1. FINANCIAL RESULTS AND OPERATION:

The financial performance of the Company during the financial year has been summarized as follows:

(In Rs.)

Particulars	Year ended 31.3.2017	Year ended 31.3.2016
Income from interest	6032104	6174061.00
Other income	10055534	444117.71
Total Expenditure excluding depreciation	5312767	2509738.65
Depreciation	207825	260719.59
Profit/ (loss) before prior period adjustment	10567046	3847720.46
Adjustment of Provision for Tax	3896063	1063883.00
Profit/ (loss) after tax	6535149	2749219.59

2. PERFORMANCE OF THE COMPANY:

During the year under review the company earn profit of Rs.6535149 in comparison to last year profit of **Rs. 2749219.59/-**. Your directors are putting their best effort to turn the company into more profit making company. The directors are putting their best efforts to increase the income with reducing the cost incurred. Your management is very hopeful to achieve better results in forthcoming period and expects to achieve better financial results as per the perception of the Shareholders of the Company.

3. DIVIDEND:

As the company is deciding to strengthen its position further hence your directors are not able to declare any dividend. The Directors regret for their inability to recommend any dividend for the financial year 2016-2017.

4. RESERVES:

The Company proposes to transfer Rs. 1307030 to the general reserve.

5. PUBLIC DEPOSITS:

The Company has neither invited nor accepted any deposit from the public during the year.

6. RBI REGISTRATION:

The registration granted by Reserve Bank of India as Non-Banking Financial Company is also continues during the year under review.

Further, pursuant to Non-Banking Financial Companies Auditor's Report (Reserve Bank of India) Directions, 1998, a report from the statutory auditor of the Company has been received by the Board of Directors of the Company. This report shows that the Company has complied with all the directions and prudential norms as prescribed under Reserve Bank of India Act, 1934.

7. MANAGEMENT DISCUSSION AND ANALYSIS REPORT:

In terms of the provisions of Regulation 34 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Management's discussion and analysis forms an integral part of this report and gives detail of the overview, industry structure and developments.

8. DIRECTORS AND KEY MANAGERIAL PERSONNEL :

The Board made the following appointments/ re-appointments based on the recommendations of the nomination and remuneration committee:

APPOINTMENTS & RE- APPOINTMENTS:

- As per the provisions of the Companies Act, 2013, Mr. Sanjay Sethi (DIN: 00090277) retires by rotation at the ensuing Annual General Meeting and being eligible, seeks re- appointment. The Board recommends his re- appointment.

RESIGNATIONS:

- Mrs. Neha Sharma resigned as Non Executive Director of the Company with effect from 12th April, 2016 due to personal reasons. The Board places on record its appreciation for the services rendered by Mrs. Neha Sharma during her tenure with the Company.

During the year, the non-executive directors of the Company had no pecuniary relationship or transactions with the Company.

9. DIRECTOR'S RESPONSIBILITY STATEMENT:

Pursuant to the provision of Section 134(5) of the Companies Act, 2013 as amended with respect to Director's responsibility statement and subject to where so ever otherwise contained in the Audit Report, Your Directors hereby confirm.

1. That in the preparation of the annual accounts for the financial period ended on 31st March, 2017 the applicable accounting standards subject to notes to the accounts in Auditors Report had been followed, along with proper explanation relating to material departures;
2. That the Director have 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 period ended and profit of the Company for the period under review;
3. That the Directors have taken proper and sufficient care for the 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 fraud and other irregularities;
4. That the Directors have prepared the annual accounts on a going concern basis.
5. They have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.
6. They have laid down internal financial controls, which are adequate and are operating effectively.

10. AUDITORS:**Statutory Auditors:**

At the Annual General Meeting held on 26th August, 2016, M/S Subhash Chand Jain Anurag & Associates, Chartered Accountants, Indore, were appointed as statutory auditors of the Company to hold office till the conclusion of the 23rd Annual General Meeting to be held in the calendar year 2017. Pursuant to Section 139 of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 and pursuant to recommendation made by the Audit Committee of the Board, M/S Prateek Jain & Co. having registration No. 009494C appointed as Auditors of the Company in place of retiring Auditors M/S Shubhash Chandra Jain & Associates, who shall hold office from the conclusion of this 23rd Annual General Meeting for term of consecutive five years till conclusion of 28th Annual General Meeting subject to ratification of the appointment by the members at every Annual General Meeting held after this Annual General Meeting.

The Auditors' Report for fiscal 2017 does not contain any qualifications, reservation or adverse remark. The Auditors' Report is enclosed with the Financial Statements in this Annual Report.

Secretarial Auditor:

Ashish Karodia & Co, Practicing Company Secretaries, was appointed to conduct the Secretarial audit of the Company for the fiscal 2017, as required under Section 204 of the Companies Act, 2013 and rules there under. The Secretarial Report for the fiscal 2017 forms part of this Annual report as Annexure- 3 to the Board's Report. The Secretarial Audit Report does not contain any qualification, reservation and adverse remark. The Board has appointed Ashish Karodia & Co, Practicing Company Secretaries as Secretarial

Auditor of the Company for fiscal 2017.

Auditors' Certificate on Corporate Governance:

As required by SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Auditor's certificate on Corporate Governance is enclosed as Annexure to the Board's Report. The Auditors' Certificate for fiscal 2017 does not contain any qualification, reservation or any adverse remark.

11. PARTICULARS OF EMPLOYEES:

There are no employees as on date on the rolls of the Company who are in receipt of remuneration which requires disclosures under Section 197 of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 i.e. Company does not have any employee receiving Remuneration exceeding Rs. 60, 00,000.00 per annum or Rs 5, 00,000.00 per month or part thereof.

During the year under review, relationship with the employees is cordial.

12. DISCLOSURE OF CONSERVATION OF ENERGY, TECHNOLOGY, ABSORPTION AND FOREIGN EXCHANGE EARNING AND OUTGO:

Since, Company is not a manufacturing Company; therefore the particulars with respect to conservation of energy & technology absorption as required under Companies (disclosure of particulars in the report of the Director) Rules, 1988 are not required. There was no foreign exchange earning & outgo during the year.

13. CORPORATE GOVERNANCE:

Corporate Governance is about maximizing shareholder value legally, ethically and sustainably. We believe sound corporate governance is critical to enhance and retain investor trust. We always seek to ensure that our performance is driven by integrity. Our Board exercises its fiduciary responsibilities in the widest sense of the term.

Our Corporate Governance report for fiscal 2017 forms part of this Annual Report

14. LISTING AT STOCK EXCHANGES:

The Equity Shares of the Company are listed with the Bombay Stock Exchange Ltd and Jaipur Stock Exchange Limited.

The Company has delisted its securities from Madhya Pradesh Stock Exchanges w.e.f 30th May, 2015.

15. COMMITTEES OF THE BOARD:

Currently, the Board has Four Committees: the Audit Committee, the Nomination and Remuneration Committee, The Stakeholders Relationship Committee and the Risk Management Committee. A detailed note on the composition of the Board and its committees is provided in the Corporate Governance Report section of this Annual Report.

16. TRANSACTIONS WITH RELATED PARTIES

None of the transactions with related parties falls under the scope of Section 188(1) of the Act. Information on transactions with related parties pursuant to Section 134(3)(h) of the Act read with rule 8(2) of the Companies (Accounts) Rules, 2014 are given in Annexure 1 in Form AOC-2 and the same forms part of this report.

17. EXTRACT OF ANNUAL RETURN

The details forming part of the extract of the Annual Return in Form MGT- 9 is annexed herewith as Annexure-2.

18. CORPORATE SOCIAL RESPONSIBILITY

The policy of the Corporate Social Responsibility is not applicable to the Company.

19. VIGIL MECHANISM

A "Vigil Mechanism Policy" for directors and employees of the Company is constituted, to provide a mechanism which ensures adequate safeguards to employees and Directors from any victimization on rising concerns of any violation of legal or regulatory requirements, incorrect or misrepresentation of any, financial statements and reports, etc.

The details pertaining to establishment of vigil mechanism for employees and directors are included in the Corporate Governance Report which forms part of this report.

20. NUMBER OF BOARD MEETINGS:

5 Board Meetings were held during the financial year from 1st April, 2016 to 31st March, 2017. The maximum interval between any two meetings did not exceed 120 days, as prescribed in the Companies Act, 2013.

21. FINANCIAL YEAR:

Pursuant to Section 2(41) of the Companies Act, 2013, the Company adopted April- March as its Financial Year. The Financial Year of the Company shall be for a period of 12 months i.e. 1st April to 31st March.

22. MATERIAL CHANGES AND COMMITMENT AFFECTING FINANCIAL POSITION OF THE COMPANY:

Registered office of the Company was changed within the local limits of the same city from 43-44, 2nd Floor, 13-14, RNT Marg, Indore- 452001 to 133, Kanchan Bagh, Indore- 452001 in its Board Meeting held on 5th November, 2016.

23. DECLARATION BY INDEPENDENT DIRECTORS:

The Company has received necessary declaration from each independent director under Section 149(7) of the Companies Act, 2013, that he/she meets the criteria of independence laid down in Section 149(6) of the Companies Act, 2013 and Regulation 25 of the SEBI (Listing Obligations and Disclosures Requirements) Regulation, 2015.

24. MEETING OF INDEPENDENT DIRECTORS:

During the year under review, a separate meeting of Independent Directors was held on 24th March, 2017 to discuss:

- Evaluation of the performance of Non- Independent Directors and Board of Directors as a whole.
- Evaluation of the performance of the Chairman of the Company, taking into account the views of the Executive Directors.
- Evaluation of the quality, content and timelines of flow of information between the management and the Board that is necessary for the Board to effectively and necessarily perform its duties.

All the Independent Directors were present at the said Meeting.

25. LISTING AGREEMENT:

The Securities and Exchange Board of India (SEBI), on September 2, 2015, issued SEBI (Listing Obligations and Disclosures Requirements) Regulation, 2015 with the aim to consolidate and streamline the provisions of the Listing Agreement for different segments of capital markets to ensure better enforceability. The said regulations were effective December 1, 2015. Accordingly, all listed entities were required to enter into the listing Agreement within six months from the effective date. The Company entered into Listing Agreement with BSE Limited and Ahmedabad Stock Exchange during January, 2016

26. INTERNAL CONTROL SYSTEM:

The Board has adopted policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the 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 disclosures.

27. ACKNOWLEDGEMENT:

Your Company is grateful for the continued Company-operation and assistance extended to it by the Government and Semi-Government Authorities, Banks and other Statutory Bodies. Your Director also expresses their warm appreciation for the dedicated and sincere services rendered by the employees of the Company

For and on Behalf of the Board
FOR BERYL SECURITIES LTD.

Sd/-

SUDHIR SETHI

Managing Director

DIN : 00090172

Sd/-

SANJAY SETHI

Chairman & Director

DIN : 00090277

Place : Indore

Dated : 07th July, 2017

ANNEXURE - I**Form No. AOC - 2**

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

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

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

Beryl Securities Limited (BSL) has not entered into any contract or arrangement or transaction with its related parties which is not at arm's length during financial year 2016-17.

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

- a. Name(s) of the related party and nature of relationship: N.A
- b. Nature of contracts / arrangements / transactions: N.A.
- c. Duration of the contracts / arrangements / transactions: N.A.
- d. Salient terms of the contracts or arrangements or transactions including the value, if any: N.A.
- e. Date(s) of approval by the Board, if any: N.A.
- f. Amount paid as advances, if any: N.A.

**On behalf of Board of Director of
Beryl Securities Ltd.**

Sd/-

SUDHIR SETHI

Managing Director

DIN : 00090172

**Place : Indore
Dated : 07th July, 2017**

**ANNEXURE - II
MGT - 9**

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

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

I. REGISTRATION & OTHER DETAILS:

1	CIN	L67120MP1994PLC008882
2	Registration Date	20/12/1994
3	Name of the Company	BERYL SECURITIES LIMITED
4	Category / Sub-Category of the Company	Non Banking Financial Company limited by shares
5	Address of the Registered office and Contact details	133, Kanchan Bagh, Indore - 452001 (M.P.) • Ph: 0731 - 3961510 • Email : sinhadk133@yahoo.com Website : www.berylsecurities.in Previous Regd. Office Address : 43-44, 2nd Floor, Dawa Bazaar, 13-14 RNT Marg, Indore (M.P) - 452001
6	Whether listed company Yes/ No	Yes
7	Name, Address and Contact details of Registrar and Transfer Agent, if any	ADROIT CORPORATE SERVICES PVT. LTD. 1st Floor, Makwana Road, Marol Naka, Andheri (East), Mumbai - 400059 Ph.: 022 - 42270400 Website : www.adroitcorporate.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

(All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

S.	Name and Description of Main No.	NIC Code of the Products/ Services	% of Total Turnover of the Products/ Services Company
1	Non Banking Financial Company	64990	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. No.	Name and Address Of Company	CIN/GLN	Holding / Subsidiary / Asscoiate	& of Shares Held	Applicable Section
-	-	-	-	-	-

IV. SHARE HOLDING PATTERN (EQUITY SHARE CAPITAL BREAKUP AS PERCENTAGE OF TOTAL EQUITY)
(I) CATEGORY WISE SHARE HOLDING

Category of Shareholder	No. of Shares Held at the beginning of the year As on 01st April 2016				No. of Shares Held at the end of the year As on 31st March 2017				% Change during the year
	Demat	Physical	Total	% of the total Share	Demat	Physical	Total	% of the total Share	
A. Promoter's									
(1) Indian									
a) Individual/HUF	0	0	0	0.00	0	0	0	0.00	0.00
b) Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
c) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
d) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0.00
e) Banks /FI	0	0	0	0.00	0	0	0	0.00	0.00
f) Any other									
f-1) DIRECTORS	363000	0	363000	7.48	363000	0	363000	7.48	0.00
f-2) DIRECTORS RELATIVES	918100	0	918100	18.93	918100	0	918100	18.93	0.00
Total Shareholding of promoter (A) (1)	1281100	0	1281100	26.42	1281100	0	1281100	26.42	0.00
(2) Foreign									
a) NRI Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b) Other Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0.00
d) Any other	0	0	0	0.00	0	0	0	0.00	0.00
Sub Total (A) (2)	0	0	0	0.00	0	0	0	0.00	0.00
TOTAL (A)	1,281,100	-	1,281,100	26.42%	1,281,100	-	1,281,100	26.42%	0.00%
B. Public Shareholding									
(1) Institutions									
a) Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
b) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
c) Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
d) State Govt(s)	0	0	0	0.00	0	0	0	0.00	0.00
e) Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
f) Insurance Companies	0	0	0	0.00	0	0	0	0.00	0.00
g) FIs	0	0	0	0.00	0	0	0	0.00	0.00
h) Foreign Venture Capital Funds	0	0	0	0.00	0	0	0	0.00	0.00
i) Others (Specify)	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (B) (1)	0	0	0	0.00	0	0	0	0.00	0.00
(2) Non - Institutions									
a) Bodies Corp.									
i) Indian	801332	121900	923232	19.04	783147	121900	905047	18.66	-0.37
ii) Overseas	0	0	0	0.00	0	0	0	0.00	0.00
b) Individuals									
i) Individual shareholders holding nominal share capital upto Rs.1 lakh	295534	1415500	1711034	35.28	329386	1399600	1728986	35.76	0.37
ii) Individual shareholders holding nominal share capital in excess of Rs.1 lakh									

Category of Shareholder	No. of Shares Held at the Beginning of the year As on 01st April, 2016				No. of Shares Held at the End of the year As on 31st March 2017				% Change during the year
	Demat	Physical	Total	% of the total Share	Demat	Physical	Total	% of the total Share	
C) Others (Specify)									
Non Resident Indians	0	0	0	0.00	0	0	0	0.00	0.00
Overseas Corporate Bodies	0	0	0	0.00	0	0	0	0.00	0.00
Foreign Nationals	0	0	0	0.00	0	0	0	0.00	0.00
Clearing Members	0	0	0	0.00	0	0	0	0.00	0.00
Trusts	0	0	0	0.00	0	0	0	0.00	0.00
Foreign Bodies - D R	0	0	0	0.00	0	0	0	0.00	0.00
Sub-total (B)(2):-	1796500	17772100	3568600	73.58	1812400	1756200	3568600	73.58	0.00
Total Public (B)	1796500	17772100	3568600	73.58	1812400	1756200	3568600	73.58	0.00
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0.00	0	0	0	0.00	0.00
Grand Total (A+B+C)	3077600	1772100	4894700	100	3093500	1756200	4849700	100	0

II) SHAREHOLDING OF PROMOTERS :

S. No.	Share Holder's Name	No. of Shares Held at the Beginning of the year As on 01st April, 2016			No. of Shares Held at the End of the year As on 31st March 2017			% Change during the year
		No. of Shares	% of total shares of the company	% of the Share Pledge / encumbered to total shares	No. of Shares	% of total shares of the company	% of the Share Pledge / encumbered to total shares	
1	SANJAY B SETHI HUF	93600	1.93	0.00	93600	1.93	0.00	0.00
2	SUDHIR B SETHI HUF	96100	1.98	0.00	96100	1.98	0.00	0.00
3	SOHIL SETHI	90300	1.86	0.00	90300	1.86	0.00	0.00
4	SONIYA SETHI	96300	1.99	0.00	96300	1.99	0.00	0.00
5	SANGITA SETHI	127700	2.63	0.00	127700	2.63	0.00	0.00
6	BABULAL SETHI HUF	50600	1.04	0.00	50600	1.04	0.00	0.00
7	SUDHIR SETHI	193500	3.99	0.00	193500	3.99	0.00	0.00
8	TARA SETHI	218700	4.51	0.00	218700	4.51	0.00	0.00
9	BABULAL SETHI	144800	2.99	0.00	144800	2.99	0.00	0.00
10	SANJAY SETHI	169500	3.50	0.00	169500	3.50	0.00	0.00
	TOTAL	1281100	26.42	0.00	1281100	26.42	0.00	0.00

III) CHANGE IN PROMOTERS' SHAREHOLDING (PLEASE SPECIFY, IF THERE IS NO CHANGE)

S. No.		Name of Promoter's	As on Date	No. of Shares Held at the beginning of the year		Cumulative Shareholding during the year	
				No. of Shares	% of total shares of the company	No. of shares	% of total shares
1	At the beginning of the year	BABULAL SETHI HUF	01/04/2016	50600	1.04%	50600	1.04%
	Changes during the year At the end of the year		31/03/2017	NIL 0	0.00% 0.00%	NIL 50600	0.00% 1.04%
2	At the beginning of the year	SANJAY B SETHI HUF	01/04/2016	93600	1.93	93600	1.93
	Changes during the year At the End of the year		31/03/2017	Nil 0	Nil 0.00	Nil 93600	Nil 1.93
3	At the beginning of the year	SUDHIR B SETHI HUF	01/04/2016	96100	1.98	96100	1.98
	Changes during the year At the End of the year		31/03/2017	Nil 0	Nil 0.00	Nil 96100	Nil 1.98
4	At the beginning of the year	SONIYA SETHI	01/04/2016	96300	1.99	96300	1.99
	Changes during the year At the End of the year		31/03/2017	Nil 0	Nil 0.00	Nil 96300	Nil 1.99
5	At the beginning of the year	SANGITA SETHI	01/04/2016	127700	2.63	127700	2.63
	Changes during the year At the End of the year		31/03/2017	Nil 0	Nil 0.00	Nil 127700	Nil 2.63
6	At the beginning of the year	BABULAL SETHI	01/04/2016	144800	2.99	144800	2.99
	Changes during the year At the End of the year		31/03/2017	Nil 0	Nil 0.00	Nil 144800	Nil 2.99
7	At the beginning of the year	SANJAY SETHI	01/04/2016	169500	3.50	169500	3.50
	Changes during the year At the End of the year		31/03/2017	Nil 0	Nil 0.00	Nil 169500	Nil 3.50
8	At the beginning of the year	SUDHIR SETHI	01/04/2016	193500	3.99	193500	3.99
	Changes during the year At the End of the year		31/03/2017	Nil 0	Nil 0.00	Nil 193500	Nil 3.99
9	At the beginning of the year	TARA SETHI	01/04/2016	218700	4.51	218700	4.51
	Changes during the year At the End of the year		31/03/2017	Nil 0	Nil 0.00	Nil 218700	Nil 4.51
10	At the beginning of the year	SOHIL SETHI	01/04/2016	90300	1.86	90300	1.86
	Changes during the year At the End of the year		31/03/2017	Nil 0	Nil 0.00	Nil 90300	Nil 1.86

IV) SHAREHOLDING PATTERN OF TOP TEN SHAREHOLDERS (OTHER THAN DIRECTORS, PROMOTERS AND HOLDERS OF GDRS AND ADRS):

S. No.	For Each Top 10 Share holders	Name of Shareholders	As on Date	No. of Shares Held at the beginning of the year		Cumulative Shareholding during the year	
				No. of Shares	% of total shares of the company	No. of shares	% of total shares
1	At the beginning of the year	BERYL DRUGS LIMITED	01/04/2016	678400	13.99	678400	13.99
	Changes during the year			NIL	0.00%		0.00%
	At the end of the year		31/03/2017	0	0.00%	678400	13.99%
2	At the beginning of the year	DEVENDRA SINHA	01/04/2016	172000	3.55%	172000	3.55%
	Changes during the year			NIL			0.00%
	At the end of the year		31/03/2017	0	0.00%	172000	3.55%
3	At the beginning of the year	MAYANK SIYAL	01/04/2016	117900	2.43%	117900	2.43%
	Changes during the year			NIL			0.00%
	At the end of the year		31/03/2017	0	0.00%	117900	2.43%
4	At the beginning of the year	RANJIT SECURITIES LTD.	01/04/2016	60000	1.24%	60000	1.24%
	Changes during the year			NIL			0.00%
	At the end of the year		31/03/2017	0	0.00%	60000	1.24%
5	At the beginning of the year	SIMIMON KALLUPURACKAL JOBY	01/04/2016	60000	1.24%	60000	1.24%
	Changes during the year			NIL		0.00%	0.00%
	At the end of the year		31/03/2017	0	0.00%	60000	1.24%
6	At the beginning of the year	RAMBABU VIJAY	01/04/2016	50000	1.03%	50000	1.03%
	Changes during the year			NIL		0.00%	0.00%
	At the end of the year		31/03/2017	0	0.00%	50000	1.03%
7	At the beginning of the year	VIRENDRA VIJAY	01/04/2016	50000	1.03%	50000	1.03%
	Changes during the year			NIL		0.00%	0.00%
	At the end of the year		31/03/2017	0	0.00%	50000	1.03%
8	At the beginning of the year	MADHU VIJAY	01/04/2016	50000	1.03%	50000	1.03%
	Changes during the year			NIL		0.00%	0.00%
	At the end of the year		31/03/2017	0	0.00%	50000	1.03%
9	At the beginning of the year	SWARNA SIYAL	01/04/2016	49400	1.02%	49400	1.02%
	Changes during the year			NIL		0.00%	0.00%
	At the end of the year		31/03/2017	0	0.00%	49400	1.02%
10	At the beginning of the year	ARVIND KUMAR RAWAT	01/04/2016	45000	0.93%	45000	0.93%
	Changes during the year			NIL		0.00%	0.00%
	At the end of the year		31/03/2017	0	0.00%	45000	0.93%

(V) SHAREHOLDING OF DIRECTORS AND KEY MANAGERIAL PERSONNEL:

S. No.	Shareholding of each Directors and each Key Managerial Personnel	Date	Reason	Shareholding at the beginning of the year		Cumulative Shareholding during the year	
				No. of Shares	% of total shares	No. of Shares	% of total shares
1	At the beginning of the year	-	-	-	0.00%	-	0.00%
	Changes during the year	-	-	-	0.00%	-	0.00%
	At the end of the year	-	-	-	0.00%	-	0.00%

(VI) INDEBTEDNESS

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

Details / Particulars / Description	Secured Loans Excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	Nil	Nil	Nil	Nil
ii) Interest due but not paid	Nil	Nil	Nil	Nil
iii) Interest accrued but not due	Nil	Nil	Nil	Nil
Total (i+ii+iii)	Nil	Nil	Nil	Nil
Change in Indebtedness during the financial year				
* Addition				
* Reduction	Nil	Nil	Nil	Nil
Net Change	Nil	Nil	Nil	Nil
Indebtedness at the end of the financial year	Nil	Nil	Nil	Nil
i) Principal Amount	Nil	Nil	Nil	Nil
ii) Interest due but not paid	Nil	Nil	Nil	Nil
iii) Interest accrued but not due	Nil	Nil	Nil	Nil
Total (i+ii+iii)	Nil	Nil	Nil	Nil

(VII) REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

S. No.	Particulars of Remuaneration	Name of MD / WTD / MANAGER	Total Amount (Rs. / Lac)
		Name : Mr. Sudhir Sethi Designation : Managing Director	
1	Gross Salary (PER ANNUM)	780000/-	780000/-
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961		
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-
	(c) Profits in lieu of salary under section 173 Income-tax Act, 1961		
2	Stock Option	-	-
3	Sweat Equity	-	-
4	Commission	-	-
	- as % of profit	-	-
	- others, specify	-	-
5	Others, please specify	-	-
	Total (A) PER ANNUM	780000	780000

B. REMUNERATION TO OTHER DIRECTORS

S. No.	Particulars of Remuaneration	Name of Director		Total Amount
		MR. YASHESH VASHISTHA	MRS. JAYA THAKUR	
1	Independent Directors			
	Fee for attending board committee meetings	25,000/-	25,000/-	50,000/-
	Commission	-	-	-
	Others, please specify	-	-	-
	Total (1)	25,000/-	25,000/-	50,000/-
2	Other Non-Executive Directors			
	Fee for attending board committee meetings	-	-	-
	Commission	-	-	-
	Others, please specify	-	-	-
	Total (2)	-	-	-
	Total (B)=(1+2)	25,000/-	25,000/-	50,000/-
	Total ManaBoardgerial Remuneration	-	-	50,000/-

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

S. No.	Particulars of Remuaneration	Key Managerial Personnel		Total Amount (Rs./ Lac)
		Mr. Udai Lal Dhakar CFO	Mr. Kamlesh Gupta CS	
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	Rs. 140000/- Per Annum	Rs. 69000/- Per Annum	Rs. 209000/- Per Annum
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	Nil	Nil	Nil
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	Nil	Nil	Nil
2	Stock Option	Nil	Nil	Nil
3	Sweat Equity	Nil	Nil	Nil
4	Commission	Nil	Nil	Nil
	- as % of profit	Nil	Nil	Nil
	others, specify...	Nil	Nil	Nil
5	Others, please specify	Nil	Nil	Nil
	TOTAL Rs.	140000/- P.A.	69000/- P.A.	209000/- P.A.

(VIII) PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:

TYPE	Section of the Companies Act	Brief Description	Details of Penalty / Punishment / Compounding fees imposed	Authority (RD/ NCLT / COURT)	Appeal made, if any (give details)
A. COMPANY					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
B. DIRECTORS					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
C. OTHER OFFICERS IN DEFAULT					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil

ANNEXURE - III
Form No. MR-3
SECRETARIAL AUDIT REPORT FOR
THE FINANCIAL YEAR ENDED 31st March,2017

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

To,

The Members,

BERYL SECURITIES LIMITED

CIN- L67120MP1994PLC008882

133, Kanchan Bagh, Indore - 452001

Madhya Pradesh

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **BERYL SECURITIES LIMITED** (hereinafter called the Company) having CIN-L67120MP1994PLC008882. Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March 2017, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

- i. The Companies Act, 2013 (the Act) and the rules made thereunder;
- ii. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - Not applicable as the Company has not issued any kind of securities during the period under scrutiny
 - d. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - Not applicable as the Company does not have any Employee Stock Option Scheme and Employee Stock Purchase Scheme.
 - e. The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
 - Not applicable as the Company does not have any listed debt securities
 - f. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - g. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
 - The Company has been voluntarily delisted from Madhya Pradesh Stock Exchange w.e.f. 30.05.2015.
 - h. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
 - Not applicable as the Company has not bought back any of its securities during the financial year under review.

- vi. The laws as are applicable specifically to the Company are as under:
- The Environment (Protection) Act, 1986;
 - The Water (Prevention and Control of Pollution) Act, 1974;
 - The Air (Prevention and Control of Pollution) Act, 1981;
 - The Hazardous Waste (Management, Handling & Transboundary Movement) Rules, 2008
 - Factories Act, 1948
 - Industrial Disputes Act, 1947
 - The Payment Of Wages Act, 1936
 - The Minimum Wages Act, 1948
 - The Employees State Insurance Act, 1948
 - The Employee Provident Fund And Miscellaneous Provision Act, 1952
 - The Payment Of Bonus Act, 1965
 - The Payment Of Gratuity Act, 1972
 - Contract Labour (Regulation And Abolition) Act, 1970
 - The Industrial Employment (Standing Orders) Act, 1946.
 - Reserve bank of India Act, 1934
 - NBFC (Acceptance of Public Deposits) Directions, 1998
 - NBFC (Deposit Accepting or Holding) Prudential Directions, 2007

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

- Secretarial Standards issued by The Institute of Company Secretaries of India.
- The Listing Agreements entered into by the Company with BSE Limited, Jaipur Stock Exchange and Madhya Pradesh Stock Exchange Limited;
 - The Company has been voluntarily delisted from Madhya Pradesh Stock Exchange w.e.f. 30.05.2015.

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

We further report that: -

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

Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent generally for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.

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

We further report that during the audit period:-

- The Members have accorded their consent to the Board of Directors at the Annual General Meeting held on August 26, 2016 for the following: -
 - To reappoint Mr. Sudhir Sethi (DIN-00090172)) as Managing Director of the Company for the period of 5 years.
 - To appoint Mr. Yashesh Vashishtha (DIN-07382963) as Independent Director of the Company for the period of 3 years.
 - To appoint Mrs. Jaya Thakur (DIN- 07382910)) as Independent Director of the Company for the period of 3 years.

Place : Indore

Date : 07th July, 2017

ASHISH KARODIA

Company Secretary

C.P.No.-6375 • M.No. : 6549

**ANNEXURE TO DIRECTOR'S REPORT
MANAGEMENT DISCUSSION AND ANALYSIS REPORT**

OVERVIEW:

Rapidly changing global economic & business conditions and technological innovation are creating an increasingly competitive environment that is driving companies to transform their operations globally. While the expectations of the customers have increased manifold; your Company is committed to satisfy the clients with improved quality and accelerated delivery schedules with a focus on developing long term relationships and strengthening strategic partnerships.

The Company's primary business is stock broking. The Company operates in the capital market, future and options segment, wholesale, debt market segment and the currency derivative segment.

The Company remains committed to the broking business and its investor and have exciting projects in the pipeline which will be pursued with full vigor once market conditions improve.

There has been no occurrence of any event or circumstance since the date of the last financial statements that may materially and adversely affect or is likely to affect the trading or profitability of our Company or the value of our assets or our ability to pay our liabilities.

INDUSTRY STRUCTURE & DEVELOPMENT:

The Non Banking Financial Companies (NBFCs) have come a long way from the era of concentrated regional operations, lesser credibility and poor risk management practices to highly sophisticated operations. NBFCs are now recognized as complementary to the banking system capable of absorbing shocks and spreading risks at the times of financial distress. The RBI also recognizes them as an integral part of the financial system and trying to improve credibility of the entire sector.

New opportunities like home equity, credit cards, personal finance etc. expected to take NBFCs to a new level. Growth in all these segments is sustainable at a higher rate than before given the low penetration and changing demography in the country.

The Company is looking to reduce its exposure to the broking sector and plans on entering other business in finance and technology. The Company will focus its energies on expanding horizons and rapidly expanding other promising field.

PERFORMANCE :

	Year ended 31.03.2017	(In Rs.) Year ended 31.03.2016
Income from interest	6032104	6174061.00
Other income	10055534	444117.71
Total Expenditure excluding depreciation	5312767	2509738.65
Depreciation	207825	260719.59
Profit/ (loss) before prior period adjustment	10567046	3847720.46
Adjustment of Provision for Tax	3896063	1074940.00
Profit/ (loss) after tax	6535149	279219.59

The Company's income other than interest income includes a major portion from the profit includes NPA provision written back and provision for income tax only. The Company is taking steps to generate more income from its core activities in the upcoming period.

SEGMENT-WISE PERFORMANCE:

Since the Company's entire business is conducted within India. Hence there is no reportable geographical segment for the year. Moreover the Company is mainly engaged in the business of "Finance & Investment". All the activity of the Company revolves around the main business and as such in the opinion of the management. Hence, Accounting Standard on Segment Reporting (AS-17) issued by The Institute of Chartered Accountants of India does not apply.

OPPORTUNITIES AND THREATS:**Opportunities:**

The Company is looking at opportunities in the short term that offer quick growth and steady cash flow and is looking to establish the framework that will allow the exploitation of opportunities that will arise in the long term. The Company sees short term opportunities in the consumer services business and a long term opportunity in low cost and micro finance and broking services.

Threats:

- i. High Cost of funds.
- ii. Assets Quality deterioration may not only wipe out profits but also net growth.
- iii. Growing retail thrust within banks
- iv. Uncertain capital market conditions.
- v. High Investment Risks.

RISKS & CONCERNS:

The business of the company totally depends upon the changes taking place in the economy either it be relating to fluctuations in stock and capital market, regulations governing such markets, government policies, taxation policies, changes taking place in global economies, etc. Deriving from the long years of experience in financing and trading in securities. Your Company's credit policy framework is designed to provide the right balance between business growth and portfolio quality. The Company's philosophy of not outsourcing the credit appraisal process has ensured that credit filters are uniformly applied by experienced and well-trained employees. The growth of industry provides necessary opportunities for the company to grow. However the company is under constant pressure due to steep competition from unorganized sector and industrial scenario in the nearby area. Our Company has a diversified source of income still economic slowdown, increase in interest rate, political instability remain key concerns. Our business continues to remain linked with the economic performance of the country. Company's performance shall be affected if stock markets were to decline sharply. Increased completion is also a cause of concern. Availability and retention of manpower is also a key considering the growing number of opportunity and increasing number of players in this field.

FUTURE OUTLOOK:

The Global economy seems to be weak and another recession is very likely given the current circumstances. The Company expects inflation to remain a primary concern and impediment to growth. Established sectors in India have high entry barriers and will continue to remain so however even during period of recession, the Company forecast the maturing of the consumer oriented services industry.

Factors that may affect results of the operations:

Financial conditions and results of operations of the company are affected by numerous factors inter alia-

- Growth of unorganized sector and threat from local regional players
- Changes in the market environment.
- Change in freight and forwarding charges
- General economic and business conditions
- Company's ability to successfully implement our growth strategy
- Prices of raw materials the company consume and the products it manufacture
- Changes in laws and regulations relating to the industry in which the company operates
- Changes in political and social conditions in India
- Any adverse outcome in the legal proceedings in which the company is involved
- The loss or shutdown of operations of our Company at any time due to strike or labour unrest or any other reason.
- Inadequate handling of confidential business informations.

INTERNAL CONTROL AND ADEQUACY:

The Company has a defined organization structure and has developed well policy guidelines with predefined authority levels. An extensive system of internal controls to ensure optimal utilization of resources and accurate reporting of financial transactions and strict compliance with applicable laws and regulations has also been implemented. The Company has put in place sufficient systems to ensure that assets are safeguarded against loss from unauthorized use or disposition, and that transactions are authorized, recorded and reported correctly. Also, the company has an exhaustive budgetary control system to monitor capital related as well as other costs, against approved budgets on an ongoing basis.

MATERIAL DEVELOPMENT IN HUMAN RESOURCES / INDUSTRIAL RELATIONS FRONT:

The Company's human resources philosophy is to establish and build a strong performance driven culture with greater accountability and responsibility at all levels. To that extent the Company views performance and capability as a combination of the right people in the right jobs, supported by the right processes, systems, structure and metrics.

The Industrial relations remained normal at all locations and there were no significant labour issues outstanding or remaining unresolved during the year. The Board of Directors and the Management wish to place on record their application of the efforts put in by all employees to achieve record performance. The ultimate aim of the management is to create a dependable work force that will play a key role in transforming this Company into a global player in the industry.

The industrial relations climate of the Company remained cordial during the year and continues to be focused towards improving quality and capability.

CAUTIONARY STATEMENT:

Statements in this "Management Discussion and Analysis" describing the Company's objectives, expectations or predictions are forward looking within the meaning of applicable laws and regulations. Actual results may differ materially from those expressed or implied in the statement depending on various factors and circumstances.

ACKNOWLEDGEMENT:

The Board acknowledges the co-operation and support extended by the Employees, Consultants, suppliers, customers and all its business associates.

The Directors place on record their appreciation for the continued support and co-operation they have received from Financial Institutions, Banks, Central and State Government.

For and on Behalf of the Board
FOR BERYL SECURITIES LTD.

Sd/-
SUDHIR SETHI
Managing Director
DIN : 00090172

Sd/-
SANJAY SETHI
Chairman & Director
DIN : 00090277

Place : Indore

Dated : 07th July, 2017

CORPORATE GOVERNANCE REPORT:**COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE**

The Beryl Securities Limited places great emphasis on values such as empowerment and integrity of its employees, safety of the employees & communities surrounding our plants, transparency in decision making process, fair & ethical dealings with all. These practices being followed since the inception have contributed to the Company's sustained growth.

The Beryl Securities Limited ('BSL') is committed to the adoption of best governance practices. The company's vision document spells out a direction for the policies and procedures which ensure long term sustainability. Value creation for stakeholders is thus a continuous endeavor at BSL.

On the same lines the Company has always followed fair business and corporate practices while dealing with the shareholders, employees, customers, creditors, lenders and the society at large.

In harmony with this philosophy, the Company relentlessly strives for excellence by bench marking itself with esteemed companies with good corporate governance. Your company is compliant with all the provisions of the SEBI (LODR) Regulations, 2015 as applicable to the Company.

The details of compliance are as follows:**1. The Governance Structure:**

BSL's governance structure is based on the principles of freedom to the executive management within a given framework to ensure that the powers vested in the executive management are exercised with due care and responsibility so as to meet the expectation of all the stakeholders. In line with these principles, the Company has formed three tiers of Corporate Governance structure, viz.:

- (i) **The Board of Directors** - The primary role of the Board is to protect the interest and enhance value for all the stakeholders. It conducts overall strategic supervision and control by setting the goals & targets, policies, governance standards, reporting mechanism & accountability and decision making process to be followed.
- (ii) **Committees of Directors** - such as Audit Committee, Nomination & Remuneration Committee and Risk Management Committee etc. are focused on financial reporting, audit & internal controls, compliance issues, appointment and remuneration of Directors and Senior Management Employees, implementation and the risk management framework.
- (iii) **Executive Management** - The entire business including the support services are managed with clearly demarcated responsibilities and authorities at different levels.

2. BOARD OF DIRECTORS**A. Composition of Board**

The Board of directors of the company consists of an optimum combination of executive, non-executive and independent directors, to ensure the independent functioning of the Board. The composition of the Board also complies with the provisions of the Companies Act, 2013 and the SEBI (LODR) Regulations, 2015.

The composition of the Board of directors and the number of Board Committee in which they are chairman/ member as on 31st March, 2017 are as under:

Name	Category	No. of Directorship in other public Companies	No. of Committee position held in other public Companies	
			Chairman	Member
Mr. Sudhir Sethi	Promoter & Managing Director	One	One	NIL
Mr. Sanjay Sethi	Promoter & Chairman & Non Executive Director	One	NIL	NIL
Mr. Yashesh Vashistha	Independent & Non-Executive Director	One	Three	NIL
Ms. Jaya Thakur	Independent & Non-Executive Director	NIL	NIL	Three
Mrs. Neha Sharma*	Non-Executive Director	NIL	NIL	Three

*** Mrs. Neha Sharma has been resigned from the Board of the Company w.e.f 12th April, 2016**

As at the end of corporate financial year 2016-17, the total Board consists of Four (4) non-executive directors and out of the Four(4) non-executive directors two (2) are independent Director

B. Selection and Appointment/Reappointment of Director:

The Nomination & Remuneration Committee have approved a Policy for the Selection, Appointment and Remuneration of Directors. Directors are appointed or re-appointed with the approval of the shareholders and shall remain in office in accordance with the provisions of the law and the retirement policy laid down by the Board from time-to-time.

C. Meetings, agenda and proceedings etc. of the Board Meeting:

Director attendance record of Board meetings and last Annual General Meeting are as under:

Name of Directors	No. of Board Meetings held during the year	No. of Board Meetings Attended	Attendance at the last AGM held on 26th August, 2016
Mr. Sanjay Sethi	5	5	Yes
Mr. Sudhir Sethi	5	5	Yes
Mrs. Neha Sharma	5	1	Yes
Mr. Yashesh Vashistha	5	5	Yes
Mrs. Jaya Thakur	5	5	Yes

D. Separate Meeting of Independent Directors:

As stipulated by the Code of Independent Directors under the Companies Act, 2013 and the Listing Regulations, a separate meeting of the Independent Directors of the Company was held on 24th March, 2017 to review the performance of Non-independent Directors (including the Chairman) and the entire Board.

E. Support and Role of Company Secretary:

The Company Secretary is responsible for convening the Board and Committee meetings, preparation and distribution of Agenda and other documents and recording of the Minutes of the meetings.

F. Board Evaluation:

During the year, the Board started a formal mechanism for evaluating its performance and effectiveness as well as that of its Committees and individual Directors. 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. The Directors were satisfied with the evaluation results, which reflected the overall engagement and effectiveness of the Board and its Committees.

G. Code of Conduct:

The Board has adopted the Code of Conduct for members of the Board and Senior Management personnel of the Company. The Code lays down, in details, the standards of business conduct, ethics and governance. The compliance of the same has been affirmed and

a declaration signed by the Managing Director to this effect is given at the end of the Corporate Governance Report. Code of Conduct has also been posted on the Company's

Website. www.berylsecurities.in

H. Prevention of Insider Trading Code:

As per SEBI (Prohibition of Insider Trading) Regulation, 2015, the Company has adopted a Code of Conduct for Prevention of Insider Trading. The trading window is closed during the time of declaration of results and occurrence of any material events as per the code. The Company has appointed Company Secretary as Compliance Officer, who is responsible for setting forth procedures and implementation of the code for trading in Company's securities. During the year under review there has been due compliance with the said code.

I. No. of Shares held By Non- Executive Director

Name	No. of Shares Held
Mr. Sanjay Sethi	1,69,500
Mrs. Neha Sharma	NIL

J. Web Link: www.berylsecurities.in**3. AUDIT COMMITTEE****(a) Terms of reference:**

The Board has constituted a well-qualified Audit Committee. All the members of the Committee are Non-Executive Directors with majority of them are Independent Directors including Chairman. They possess sound knowledge on accounts, audit, finance, taxation, internal controls etc.

The Audit Committee has adequate powers and detailed terms of reference to play effective role as required under the provisions of section 149 of the Companies Act, 2013 and Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 entered into with the Stock Exchanges.

(b) Constitution and Composition:

The Audit Committee of the Company as on 31st March, 2017 comprises of the following Directors of the Company.

Name of the Director	Designation
Mr. Yashesh Vashistha	Chairman
Mrs. Jaya Thakur	Member
Mr. Sanjay Sethi	Member

All the three members of the audit committee as on 31.03.2017 are non-executive directors and two of them are independent.

(C) Meeting and attendance during the year:

Four (4) meetings were held during the financial year 2016-17 on 30th May 2016, 11th July 2016, 5th November 2016 and 7th February 2017. The attendance of each member of the committee is as under:

Name of the Director	No. of Meeting attended
Mr. Yashesh Vashistha	4
Mrs. Jaya Thakur	4
Mr. Sanjay Sethi	4

4. NOMINATION & REMUNERATION COMMITTEE**(a) Terms of reference :**

The Remuneration Committee recommends remuneration, promotions, increments etc. for the whole time directors and relative of the directors to the Board for approval.

(b) Composition:

The Nomination & Remuneration Committee of the Company as on 31st March, 2017 comprises of the following Directors of the Company.

Name of the Director	Designation
Mr. Yashesh Vashistha	Chairman
Mrs. Jaya Thakur	Member
Mr. Sanjay Sethi	Member

All the three members of the Nomination and Remuneration committee are non-executive and independent directors.

(c) Meeting and attendance during the year:

One (1) meetings were held during the financial year 2016-17 on 24th Mach, 2017. The attendance of each member of the committee is as under:

Name of the Director	No. of Meeting attended
Mr. Yashesh Vashistha	1
Mrs. Jaya Thakur	1
Mr. Sanjay Sethi	1

5. STAKEHOLDERS' RELATIONSHIP COMMITTEE

- a) In compliance with the provisions of Section 178 of the Companies Act, 2013 and Regulation 20 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015. The "Stakeholders' Relationship Committee" consisting of:

Name of the Director	Designation
Mr. Yashesh Vashistha	Chairman
Mrs. Jaya Thakur	Member
Mr. Sanjay Sethi	Member

During the Financial year 2016-17, the Committee met 4 times and transacted business concerning the Committee.

c) Share holder Compliant Status during the financial year 2016-17:

No. of Shareholder Compliant received during the financial year 2016-17	No. of Complaint resolved	No. of Compliant Pending.
0	0	0

6. MD CERTIFICATION:

The CFO have issued certificate pursuant to the provisions of Regulation 17(8) of the Listing Regulations certifying that the financial statements do not contain any materially untrue statement and these statements represent a true and fair view of the Company's affairs. The said certificate is annexed and forms part of the Annual Report

7. RISK MANAGEMENT COMMITTEE:

The Committee will identify evaluate of operational, strategic and external environment risks. The committee has overall responsibility for monitoring and approving the risk policies and associated practices of the Company

Committee consists of the following Members:

Name of the Director	Designation
Mr. Sanjay Sethi	Chairman
Mr. Kamlesh Gupta	Member
Mr. Udai Lal Dhakar	Member

During the Financial year 2016-17, the Committee met 1 times and transacted business concerning the Committee.

8. INFORMATION ON GENERAL BODY MEETINGS

The details of the location and time for last three Annual General Meetings of the company are given hereunder: -

Year	Date	Place	Time	Special Resolution Passed
2015-2016	August, 26, 2016	Kanchan Palace, Community Hall, Nipania, Ring Road, Indore	01.00 P.M.	<ul style="list-style-type: none"> > To re-appoint Mr. Sudhir Sethi (DIN : 00090172) as Managing Director of the Company. > To appoint Mr. Yashesh Vashishtha (DIN: 07382963) as an Independent Director. > To appoint Mrs. Jaya Thakur (DIN: 07382910) as an Independent Director
2014-2015	September,30,2015	Kanchan Palace, Community Hall, Nipania, Ring Road, Indore	03.00 P.M.	<ul style="list-style-type: none"> > Adoption of new set of Articles of Association of the Company in accordance with the provisions of the Companies Act, 2013 > Increase borrowing limit of the Company upto Rs. 2 Crores pursuant to the provisions of Section 180(1)(c) of the Companies Act, 2013
2013-2014	September,30,2014	Kanchan Palace, Community Hall, Nipania, Ring Road, Indore	03.00 P.M.	<ul style="list-style-type: none"> > To appoint Mrs. Bharti Gurjar as Non-executive Director of the Company. > To appoint Mr. Sunil Jain as an Independent Director of the Company. > To appoint Mr. Hemant Jain as an Independent Director of the Company. > To appoint Mr. Avinash Shrama as an Independent Director of the Company. > To increase remuneration of Mr. Sudhir Sethi to Rs. 65000/- per month

Note:

- No postal ballots were used/ invited for voting at these meetings in respect of any special resolution passed during the year. The company shall comply with the requirements relating to postal ballot as and when the relevant guidelines in this connection will apply on the Company.

9. MEANS OF COMMUNICATION

The quarterly, half-yearly and yearly financial results of the Company are sent to the Stock Exchanges immediately after these are approved by the Board. These are widely published in following newspapers. These results are simultaneously posted on the website of the Company at www.berylsecurities.in and also uploaded on the website of the BSE Ltd.

Name of Daily News News	Language of News Paper
Choutha Sansar Free Press	Hindi English

10. GENERAL SHAREHOLDER INFORMATION**(a) Annual General Meeting:**

The Company is registered under the state of MP India. The CIN allotted to the Company by Ministry of Corporate Affairs is L67120MP1994PLC008882

The 23rd Annual General Meeting of the Company will be held on Saturday, the 26th August, 2017 at 01: P.M at Kanchan Palace, Community Hall, Nipania, Ring Road, Indore

(b) Financial Year: 2016-17

- a) June 30, 2016 2nd week of July, 2016
 b) September 30, 2016 2nd week of October, 2016
 c) December 31, 2016 2nd week of January, 2017
 d) March 31, 2017 2nd week on April, 2017

(c) Book Closure/Record date:

The Register of Members and the Share Transfer Books of the Company shall remain closed from Friday, 18th August, 2017 to Saturday, 26th August, 2017 (both days inclusive) for the Annual General Meeting.

(d) Interim Dividend and Record Date:

Company has not declared any dividend for the year.

(e) Dividend History

Company has not declared any dividend for the year.

(f) Listing on Stock Exchange

Presently the Equity Shares of the Company are listed with the Bombay Stock Exchange Ltd. and Jaipur Stock Exchange Ltd.

*The Company has delisted its securities from Madhya Pradesh Stock Exchange Ltd. W. e. f 30th May, 2015.

(g) Stock Code/ Details of Scrip

BSE : 531582
 ISIN NO : INE508J01015

(h) Market Price Data (Rs.)

The monthly high and low quotations of shares of the Company traded at the Stock Exchange, Mumbai during the financial year 2016-17 are given below:

MONTH	(In Rs. Per Share)	
	High Price	Low Price
April, 2016	10.93	10.93
May, 2016	10.39	10.39
June, 2016	10.00	9.50
July, 2016	9.50	9.03
August, 2016	9.48	9.47
September, 2016	9.00	9.00
October, 2016	8.55	8.55
November, 2016	8.90	8.04
December, 2016	8.04	8.04
January, 2017	7.64	7.26
February, 2017	6.90	6.56
March, 2017	6.54	6.54

(i) Share Transfer Agent

M/s Adroit Corporate Services (P) Ltd.
 19/20, Jaferbhoy, Industrial Estate, 1st Floor, Makwana Road, Marol Naka, Andheri (E),
 Mumbai - 400 059 • Ph. 022 - 42270400, 28594060 • Fax - 28503748

J) Dematerialization of Shares

The shares of the Company are under compulsory demat segment and are listed on Bombay Stock Exchange, Mumbai and Jaipur Stock Exchange.

K) Details of Demat Shares as on 31st March 2017

Depository / Type	No. of Shareholders/Beneficial Owners	No. of Shares	% of Capital
NSDL	195	799276	16.48
CDSL	231	2294224	47.31
Shares in physical form	2645	1756200	36.21
Grand Total	3071	4849700	100.00

L) Reconciliation of Share Capital Audit:

As stipulated by Securities and Exchange Board of India (SEBI), a qualified practicing Company Secretary carries out the Share Capital Audit to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital. This audit is carried out every quarter and the report thereon is submitted to stock exchanges, NSDL and CDSL and is also placed before the Board of Directors. No discrepancies were noticed during these audits.

M) Address for communication:

The shareholders may address their communication, suggestions, grievances and queries to:
M/s Adroit Corporate Services (P) Ltd.,
19/20, Jaferbhoy, Industrial Estate, 1st Floor, Makwana Road, Marol Naka, Andheri (E),
Mumbai - 400 059 • Ph.: 022 - 42270400, 28594060 • Fax : 022-28503748

11. DISCLOSURES**(A). Disclosure of non-compliance by the Company:**

There has been no instance of non-compliance on any matter related to the capital markets, during the last two years.

(B). Whistle Blower/Vigil Mechanism Policy:

The Company has laid down a Whistle Blower Policy/vigil mechanism. The company encourages an open door policy where employees have access to the Head of the business/ function. The company takes cognizance of the complaints made and suggestions given by the employees and others. Complaints are looked into and whenever necessary, suitable corrective steps are taken. No employee of the company has been denied access to the Audit Committee in this regard.

The policy provides a platform to all the employees, vendors and customers to report any suspected or confirmed incident of fraud/misconduct through any of the following reporting protocols:

* E-mail : berylsecurities@gmail.com

* Written Communication to : 133, Kanchan Bagh, Indore- 452001 (M.P)

For : Beryl Securities Ltd.

Sd/-

SUDHIR SETHI

(Managing Director)

DIN : 00090172

Place : Indore
Dated : 07th July, 2017

Declaration Regarding Compliance with the Company's Code of Conduct pursuant to Regulation 34(3) of the SEBI (Listing obligations & Disclosure Requirements) Regulations, 2015.

As required by Regulation 34(3) and Schedule V (D) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, I hereby declare that all the Directors and Senior Management of the Company have confirmed compliance with the Code of Conduct adopted by the Company.

For and on Behalf of the Board
FOR BERYL SECURITIES LTD.

Sd/-

SUDHIR SETHI

Managing Director

DIN : 00090172

Place : Indore

Dated : 07th July, 2017

REPORT ON COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE

To
The members of
Beryl Securities Limited

We have examined the compliance of the conditions of Corporate Governance by Beryl Securities Limited, Indore for the period ended 31st March, 2017 as per the regulations 17 to 27, clauses (b) to (i) of sub regulation (2) of regulation 46 and paragraph C, D and E of schedule 5 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations').

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

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

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.

Restriction of use

This certificate is issued solely for the purpose of complying with the aforesaid regulations and may not be suitable for any other purpose.

Date : 07th July, 2017

Place : Indore

CS DIPIKA KATARIA

Company Secretary

M.No. : F8078 • CP 9526

COMPLIANCE CERTIFICATE
[Under Regulation 17(8) of SEBI (LODR) Regulations, 2015]

To,
The Board of Directors
Beryl Securities Limited,
133, Kanchan Bagh
Indore - 452001 (M.P)

- (A) We have reviewed the Financial Statements, Cash Flow Statements, Books of Accounts, detailed trial balance and grouping thereof for the Financial Year 2016-17 and that to the best of our knowledge and belief:
- (1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
 - (2) 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) No transactions entered into by the Company during the year which are fraudulent, illegal or violate the Company's code of conduct.
- (C) 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 listed entity 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.
- (C) We have indicated to the auditors and the Audit committee
- (a) No significant changes in internal control over financial reporting during the Financial Year 2016-17
 - (b) No significant changes in accounting policies during the period and that the same have been disclosed in the notes of the financial statements; and
 - (c) No Instances of significant fraud of which they 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 financial reporting.

For and on Behalf of the Board
FOR BERYL SECURITIES LTD.

Sd/-
SUDHIR SETHI
Managing Director
DIN : 00090172

Sd/-
UDAI LAL DHAKAR
CFO

Place : Indore
Dated : 07th July, 2017

INDEPENDENT AUDITORS' REPORT

**TO,
THE MEMBERS
BERYL SECURITIES LIMITED**

Report on the Financial Statement

We have audited the accompanying financial statements of **Beryl Securities Limited ("the Company")**, which comprises the Balance Sheet as at March 31, 2017, and the statement of Profit and loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Companies Act 2013 ("the Act") with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with 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 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, in design, implementation and maintenance of adequate internal financial control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that gave a true and fair view and are free from material misstatements, whether due to fraud or errors.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provision of the act, the accounting and auditing standards in 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 disclosures in the financial statement. 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 statement that gives a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by management, as well as evaluating the overall presentation of the financial statement. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.

Opinion

In our opinion and to the best of our information and according to the explanation given to us 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 March 31, 2017, and its profit and its cash flows for the year ended on that date.

Emphasis of Matter

Without qualifying our report, Attention is invited to following notes to the financial statement:-

1. **Note No 11.01:-** The Company has advanced Rs.3319966.97 against purchase of flat at Noida where registry is still pending since last several years. But in the opinion of the Management the said advance as good and recoverable.

2. **Note No. 11.02** :- Company has advanced Rs.1000000/- in during the year against Purchase of Property to Accrual Realities Pvt. Ltd. which is subject to want of relevant agreement.
3. **Note No. 26:-** Balances under loans and advances are subject to confirmation.
4. **Note No. 19.2:-** Advance tax of Rs.1,99,000/- pertains to current financial year but the same has been charged to statement of profit & loss resulting in understatement of profit and assets by Rs.1,99,000/-

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the "Annexure - A", a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanation, which to the best of our knowledge and belief were necessary for the purpose of our audit.
 - (b) In our opinion, the Company has kept Proper books of account as required by the law 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 accounts.
 - (d) In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of the written representations received from the directors as on 31st March 2017 taken on record by the Board of Directors, none of the Directors is disqualified as on 31st March, 2017 from 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", and,
 - (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 explanation given to us:
 - 1) The Company does have any pending litigation which would impact on its financial position.(Refer Note. 40 to the financial statement)
 - 2) The Company did not have any long term contract, including derivatives contract for which there were any material foreseeable losses.
 - 3) There were no amounts which were required to be transferred to the investor Educations and Protections fund by the Company.
 - 4) The company has provided requisite disclosure [Note No.48] in its financial statement as to holdings as well as dealings in specified bank notes during the period from 8th November, 2016 to 30th December, 2016 and these are in accordance with the books of accounts maintained by the company.

For Subhash Chand Jain Anurag & Associates
Chartered Accountants

FRN No.: 004733C

Sd/-

(BADAL BANGUR)

PARTNER

M.NO.: 423724

Place : Indore
Date : 30th May 2017

ANNEXURE - "A" TO THE AUDITOR'S REPORT

The Annexure referred to in Independent Auditor's Report to the members of the Company on the financial statements for the year ended 31 March 2017, we report that:

(I) In respect of fixed assets:

- a) The Company is maintaining proper records showing full particulars including quantitative details and situation of fixed assets.
 - b) The Company has a regular program of physical verification of its fixed assets which is in our opinion reasonable having regards to the size of the Company & the nature of its Assets. In accordance with this program, certain fixed assets have been physically verified during the year and no material discrepancies were noticed on such verification.
 - c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- (II) The company is finance and Investment Company, hence having regards to the nature of the business of the company, the Clause (a), (b) & (c) of paragraph (ii) of the order is not applicable to the company.
- (III) The Company has not granted any loans secured or unsecured to Companies, Firms, Limited Liability Partnerships or other parties covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act'). Therefore, the provision of clause (iii) (a), (iii) (b) and (iii) (c) of the said order are not applicable to the Company.
- (IV) 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 Act, as applicable with respect to the loan and investment guarantee & security.
- (V) The Company has not accepted any deposits from the public. Hence, the provisions of clause v of the order are not applicable to company.
- (VI) According to the Information and explanation given to us, the Central Government has not specified the maintenance of the cost records under Section 148(1) of the Companies Act, 2013 for any of the product of the Company.
- (VII) a) According to the records of the Company, the Company is generally regular in depositing with appropriate authorities undisputed Statutory Dues applicable to it. No undisputed amount payable in respect of any Statutory Dues were outstanding as at 31.03.2017 for a period of more than six months from the date they became payable except the following:

Name of the statute	Nature of due	Amount	Period to which the amount is related
Professional Tax	Professional Tax	47500.00	2000-01/ 2001-02/2002-03, 2003-04 2004-05 & 2005-06, 2006-07,2007-08, 2008-09, 2009-10, 2010-11, 2011-12, 2012-13,2013-14, 2014-15, 2015-16
Income Tax	Income Tax	26400.00	2006-07
Income Tax	Income Tax	13702.00	2010-11
Wealth Tax	Wealth Tax	116567.81	2012-13, 2013-14, 2014-15
Income Tax	Income Tax	452800.00	2005-06(A.Y. 2006-07)
Income Tax	Income Tax	913410.00	2006-07(A.Y. 2007-08)

- b) According to the information and explanations given to us, there are no material dues of wealth tax, and other statutory dues which have not deposited with the appropriate authorities on account of any dispute. However, according to information and explanations given to us, the following dues of income tax have not been deposited by the Company on account of disputes:

Name of the statute	Nature of dues	Amount	Period to which amount relates	Forum where dispute is pending
Income Tax Act	Penalty under sec. 271(1)(c)	65000	F.Y. 2007-08	CIT(A)-1 Indore
Income Tax Act	Penalty under sec. 115JB	586900	F.Y. 2011-12	CIT(A)-1 Indore

- (Viii) The Company did not have any outstanding dues to financial institutions, banks or debenture holders during the year. Hence, paragraph 3(viii) is not applicable of the order.
- (IX) The company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3(ix) of the Order is not applicable.
- (X) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees has been noticed or reported during the course of our audit.
- (XI) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has paid / provided for managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Act.
- (XII) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company. Accordingly, paragraph 3(xii) of the Order is not applicable.
- (XIII) According to the information and explanations given to us and based on our examination of the records of the Company, transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details of such transactions have been disclosed in the Financial Statements as required by the applicable accounting standards.
- (XIV) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- (XV) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into any non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3(xv) of the Order is not applicable.
- (XVI) The company is duly registered under section 45-IA of the Reserve Bank of India Act, 1934, being a Non-Banking Finance Company.

For Subhash Chand Jain Anurag & Associates
Chartered Accountants
FRN No.: 004733C
Sd/-
(BADAL BANGUR)
PARTNER
M.NO.: 423724

Place : Indore
Date : 30th MAY 2017

ANNEXURE - "B" TO THE AUDITORS' REPORT**Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls over financial reporting of Beryl Securities Limited ("the Company") as of March 31, 2016 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls Over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

- (1) Pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
- (2) Provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
- (3) Provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 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 Subhash Chand Jain Anurag & Associates

Chartered Accountants

FRN No.: 004733C

Sd/-

(BADAL BANGUR)

PARTNER

M.NO.: 423724

Place : Indore
Date : 30th May, 2017

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

S.NO.	PARTICULARS	NOTE	FOR THE YEAR ENDED 31-03-2017	FOR THE YEAR ENDED 31-03-2016
	INCOME			
	Revenue from operations	"15"	6032104	6174061
	Other Income	"16"	10055534	444118
	Total Revenue		16087638	6618179
	EXPENDITURE			
	Employee benefit expense	"17"	1370000	1462000
	Finance costs	"18"	2096	4609
	Depreciation and amortization expense		207825	260720
	Other expenses	"19"	3940671	1043130
	Total Expenses		5520592	2770458
	Profit before exceptional and extraordinary items and tax		10567046	3847720
	Prior Period Item	"20"	135834	34618
	Profit before tax		10431212	3813102
	Tax Expense			
	Current tax		3920069	1074940
	Deferred tax		-24006	-11057
	Profit/(Loss) for the period		6535149	2749220
	Basic & Diluted Earning per share		1.08	0.43

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

"03"

THE ACCOMPANYING NOTES
ALSO AN INTEGRAL PART OF THE
FINANCIAL STATEMENT

"04 to 47"

AS PER OUR REPORT OF EVEN DATE
FOR SUBHASH CHAND JAIN ANURAG & ASSOCIATES
CHARTERED ACCOUNTANTS (FR. NO. 04733C)

Sd/-
(BADAL BANGUR)
PARTNER
M.NO.: 423724

WE CERTIFY TO THE CORRECTNESS OF ABOVE,
FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
OF BERYL SECURITIES LTD.

Sd/- Sd/- Sd/-
SUDHIR SETHI **SANJAY SETHI** **KAMLESH GUPTA**
Managing Director Director Company Secretary
DIN : 00090172 DIN : 00090277 M.No.: A32408

Date : 30th MAY 2017
Place : Indore (M.P.)

Date : 30th MAY 2017
Place : Indore (M.P.)

NOTE No. :- "01"**BACKGROUND**

Beryl Securities Limited (The Company) is a public Limited Company Domiciled in India and Its Shares are listed On Mumbai Stock Exchange. The Company is principally Engaged in providing Loans and Advances and is registered as an NBFC under Section 45 IA of RBI Act, 1934.

NOTE No. : "02"**BASIS OF PREPATION**

The financial statements of the company have been prepared in accordance with generally accepted accounting principle in India (India GAAP). The company has prepared these financial statement to comply with all material respect with the accounting standard notified under section 133 of the companies act 2013, Read with rule 7 of Companies (Accounts) Rules, 2014. The Financial Statement has been prepared under the Historical cost convention on the Accrual Basis Except in case of the Asset which has been recorded on fair value and Assets for Which Provision for Impairment is Made. The accounting policies have been consistently applied by the company and are consistent with those used in the Previous Year.

NOTE No. : "03"**SIGNIFICANT ACCOUNTING POLICIES FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2017****(a) USE OF ESTIMATES**

The preparation of financial statement in conformity with generally accepted accounting principles require estimate and assumptions to be made that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities on the date of financial statement and the reported amounts of revenues and expenses during the reporting period, actual results could differ from these estimates and difference between actual results and estimate are recognized in the periods in which the results are known/materialize.

(b) REVENUE RECOGNITION

The company follows the accrual basis of accounting except in the following case where the same are recorded on cash basis on ascertainment of risk and obligation

- a. Interest and other dues are recognized on accrual basis except in the case of income on Non- performing Assets (NPAs) which is recognized, as and when received, as per the prudential norms prescribed by the RBI.
- b. Dividend declared by the respective companies' up to the close of the accounting period are accounted for as income, once the right to receive is established.

(c) CASH FLOW STATEMENT

The cash flow statement is prepared using the "Indirect method set out in Accounting Standard 3" Cash Flow statement, which presents cash flow from operating, investing and financing activities of the company. Cash and cash equivalent presented in the cash flow statement consists of cash in hand and unencumbered lightly liquid Bank Balance.

(d) FIXED ASSETS

Fixed assets are carried at cost of acquisition or construction (net of CENVAT where applicable). They are carried at historical cost less accumulated depreciation.

(e) DEPRECIATION

Depreciation is charged over the estimated useful life of fixed assets on written down value basis. Depreciation is provided based on useful life of the assets as prescribed in schedule II to the Companies Act ,2013.

(f) INVESTMENT

All Investments which are held for more than one year from date of acquisition are classified as long term investment and are carried at cost.

(g) RETIREMENT BENEFIT

No provision has been made in accounts against liability in respect of future payment of Gratuity, Leave Encashment, ESI, Provident Fund and Bonus to employee as in the opinion of the management neither the Gratuity, ESI, Provident Fund and Bonus Act apply to the company nor any employee qualifies for entitlement

of such benefits.

(h) BORROWING COST

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalized as part of the cost of such assets. Borrowing costs relating to working capital are charged to statement profit and loss as expenses, if any, incurred.

(i) EARNINGS PER SHARE

The company reports basic and diluted earning per shares computed in accordance with Accounting Standard-20 -Earning per share. Basic EPS is calculated by dividing the Net Profit after tax for the year attributable to equity share holders by the weighted Average number of Equity Shares outstanding during the year.

(j) PRIOR PERIOD ITEM

Income and expenditure pertaining to prior period which were omitted to be recorded in last year due to error or omission in books are duly reflected under head of prior period items in the statement of Profit & loss of current year.

(k) TAXATION

- 1) The Provision for current tax has been provided in accordance with provision of the Income Tax Act, 1961 respectively.
- 2) Deferred tax assets and liabilities are recognized on a prudent basis for future tax consequences of timing differences arising between the carrying value of assets and liabilities and their respective tax basis, and carried forward losses. It is measured using tax rates and tax laws that have been enacted or substantially enacted at the balance sheet date. The impact of changes in deferred tax assets and liabilities is recognized in the profit and loss account.
- 3) Minimum Alternative Tax ("MAT") under the provisions of the Income-tax Act, 1961 is recognised as current tax in the Statement of Profit and Loss as per recommendations contained in the guidance notes issued by ICAI, the credit available under the Act in respect of MAT paid is recognised as an asset only when and to the extent there is convincing evidence that the company will pay normal income tax during the period for which the MAT credit can be carried forward for set-off against the normal tax liability. MAT credit recognised as an asset is reviewed at each balance sheet date and written down to the extent the aforesaid convincing evidence no longer exists.

(l) PROVISION AND CONTINGENCIES

Provisions involving substantial degree of estimation in measurement are recognized where there is a Present obligation as a result of past events and it is probable that there will be out flow of resources. Contingent liabilities are not recognized, but are disclosed in the notes of accounts, contingent assets are neither recognized nor disclosed in the financial statement.

(m) CONTINGENCIES AND EVENTS OCCURRING AFTER THE BALANCE SHEET DATE

Accounting for contingencies (gains and losses) arising out of contractual obligations, are made only on the basis of mutual acceptances. Events occurring after the date of the Balance Sheet are considered up to the date of approval of the accounts by the Board, where material.

(n) IMPAIRMENT OF ASSETS

Fixed asset are reviewed for impairment whenever events or changes in circumstances indicates that the carrying amount of assets may not be recoverable. If such assets are considered to be impaired, the impairment is recognized by debiting the Profit & Loss Account and is measured as the amount by which the carrying cost of assets exceeds the fair value of assets. The impairment loss recognized in prior accounting period is reversed, if there has been a change in the estimate of recoverable amount. By virtue of this, Company has carried out comprehensive exercise, to assess the impairment loss of assets based on such exercise.

(o) Provision/ Write Off against Loans and Other Credit Facilities

- (a) All credit exposures are classified into performing and non-performing assets as per the RBI guidelines. Further, NPAs are classified into Sub-Standard, Doubtful & Loss Assets based on the criteria stipulated by RBI. Provisions are made on Standard, Sub-Standard and Doubtful Assets at the rates prescribed by RBI. Loss Assets & Unsecured portion of Doubtful Assets are provided/ written off as per the RBI guidelines. Additional provisions are made against specific non-performing assets over and above what is stated above, if in the opinion of the management, increased provisions are necessary. However

prudential norms are not applicable to the company for the current F.Y. as the company is not accepting public deposit and not having assets of Rs.500.00 crore or more.

(b) NPA Provision has been written back of those accounts whose recovery is affected during the year.

(p) STATUTORY RESERVES

Company has made an appropriation of Rs. 13,07,029.78 (P.Y-Rs.5,49,843.92) out of the Profit for the year ended 31st March, 2017 to the statutory reserve pursuant to the requirement of RBI guidelines.

(q) EVENTS OCCURRING AFTER BALANCE SHEET DATE

Material adjustment events (that provide evidence of condition that existed on balance sheet date) occurring after the balance sheet date are recognized in the financial statement. Non adjusting events (that are indicative of the conditions that arose subsequent to the balance sheet date) occurring after the balance sheet date that represent material change and commitment affecting the financial position are disclosed in the director report.

**NOTES FORMING PART OF BALANCE SHEET
AS ON 31ST MARCH, 2017.**

S. No.	PARTICULARS	AMOUNT AS ON 31.03.2017	AMOUNT AS ON 31.03.2016
NOTE "04"			
A. SHARE CAPITAL			
I. AUTHORISED SHARE CAPITAL			
	5500000 EQUITY SHARES OF RS.10/- EACH	55000000	55000000
II. ISSUED, SUBSCRIBED & PAID UP CAPITAL			
	4849700 EQUITY SHARES @RS.10/- EACH (P.Y.4849700 EQUITY SHARES @RS.10/- EACH)	48497000	48497000
	EQUITY SHARE FORFETED (AMOUNT ORIGINALLY PAID UP)	2014500	2014500
	TOTAL	50511500	50511500

Note - 4.1 :

RECONCILIATION OF SHARE OUTSTANDING AT THE BEGINNING AND AT THE END OF THE REPORTING PERIOD

PARTICULARS	OUTSTANDING AS ON 31-03-2017 (NO. OF EQUITY SHARES)	OUTSTANDING AS ON 31-03-2016 (NO. OF EQUITY SHARES)
EQUITY SHARES OUTSTANDING AT THE BEGINNING OF THE YEAR @ RS.10/- PER EQUITY SHARE"	4849700	4849700
LESS: FORFEITED SHARES	0	0
EQUITY SHARES OUTSTANDING AT THE END OF THE YEAR @ RS.10/- PER EQUITY SHARE"	4849700	4849700

Note - 4.2 :

THE DETAILS OF SHAREHOLDER'S HOLDING MORE THAN 5% SHARES OF THE COMPANY

NAME OF SHAREHOLDER	CLASS OF SHARE	AS ON 31st MARCH 2017		AS ON 31st MARCH 2016	
		NO. OF SHARES	%OF HOLDING	NO. OF SHARES	%OF HOLDING
1. BERYL DRUGS LTD.	EQUITY SHARE	678400	13	678400	13

NOTE "05"**RESERVE & SURPLUS****A SPECIAL RESERVE (AS STIPULATED BY RBI)**

	AMOUNT AS ON 31.03.2017	AMOUNT AS ON 31.03.2016
BALANCE AT THE BEGINNING OF THE YEAR	5794098	5244254
RESERVE TRANSFER FROM STATEMENT OF P&L FOR THE YEAR	1307030	549844
RESERVE AT THE END OF THE YEAR	7101128	5794098

S.No.	PARTICULARS	AMOUNT AS ON 31.03.2017	AMOUNT AS ON 31.03.2016
B	SURPLUS IN STATEMENT OF PROFIT AND LOSS		
	BALANCE AT THE BEGINING OF THE YEAR	15357228	13157852
	ADD: NET PROFIT FOR THE YEAR	6535149	2749220
	PROFIT AVAILABLE FOR APPROPRIATION	21892377	15907072
	LESS: PROFIT TRANSFER TO SPECIAL RESERVE (FROM CUR.YR. PROFIT AS STIPULATED BY RBI)	1307030	549844
	SURPLUS BALANCE OF STATEMENT OF PROFIT AND LOSS	20585347	15357228
	TOTAL (A+B)	27686475	21151326
	NOTE "06"		
	LONG TERM PROVISIONS		
	1. PROVISIONS FOR N.P.A.	587363	247919
	TOTAL	587363	247919
	NOTE "07"		
	OTHER CURRENT LIABILITIES		
	1 ABHAY BHANDARI & ASSOCIATES	61765	71765
	2 ADROIT CORPORATE SERVICES PVT. LTD.	53923	73138
	3 ANAND RATHI SECURITIES LTD.	1852	1852
	4 ARUN TYRES	11950	0
	5 ASHISH KARODIA	47305	33285
	6 BHARAT MOTO ACCESSORIES	2335	0
	7 DEEPAK GUPTA	140000	140000
	8 INTERNATIONAL SERVICE CENTER	3509	9868
	9 KAMLESH GUPTA	2000	0
	10 LEO CORPORATE & CONSULTANT INDORE (P) LTD.	169125	169125
	11 NILESH MANGAL	207500	102500
	12 PROFESSIONAL TAX PAYABLE	47500	47500
	13 PROVISION FOR INCOME TAX DEMAND (2006-07)	26400	26400
	14 PROVISION FOR INCOME TAX DEMAND (2010-11)	13702	13702
	15 SALARY PAYBLE	29000	0
	16 SANJAY MANGAL	269500	157500
	17 SUBHASH CHAND JAIN ANURAG & ASSOCIATES	714770	646520
	18 TDS PAYABLE	3500	6774
	19 UDAI LAL DHAKAD	12000	0
	20 SERVICE TAX PAYABLE	7500	0
	TOTAL	1825136	1499929

S.No.	PARTICULARS	AMOUNT AS ON 31.03.2017	AMOUNT AS ON 31.03.2016
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NOTE "09"**SHORT TERMS PROVISIONS**

1	PROVISION FOR LISTING FEES (JAIPUR STOCK EXCHANGE)	150096	150096
2	PROVISION FOR WEALTH TAX (UPTO A.Y.2015-16)	116568	116568
3	PROVISION FOR INCOME TAX (CURRENT YEAR)	3214791	908859
4	UNREALIZED INTEREST ON NPA ACCOUNTS	274560	0

TOTAL	3756015	1175523
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NOTE "09"**FIXED ASSETS****A) TANGIBLE ASSETS**

S.No.	PARTICULARS	GROSS BLOCK			DEPRECIATION			NET BLOCK				
		RATE AS PER SCHEDULE-11	VALUE AS AT 01.04.2016	ADDITION DURING THE YEAR	DEDUCTION DURING THE YEAR	TOTAL AS AT 31.03.2017	UP TO 31.03.2016	FOR THE YEAR	DEDUCTION DURING THE YEAR	TOTAL	AS ON 31.03.2017	AS ON 31.03.2016
1	OFFICE FURNITURE	-	119.52	0.00	0.00	119.52	0.00	0.00	0.00	0.00	119.52	119.52
2	COMPUTER & PRINTER	-	1059.14	0.00	0.00	1059.14	0.00	0.00	0.00	0.00	1059.14	1059.14
3	CAR INNOVA	0.3293	1271496.00	0.00	1271496.00	0.00	959577.23	77385.08	1036962.32	0.00	0.00	311918.77
4	CARVENTRO	0.3123	0.00	1418836.00	0.00	1418836.00	0	105616.21	0.00	105616.21	1313219.79	0.00
5	OFFICE BUILDING	0.0747	2380870.56	0.00	2380870.56	0.00	1048366.18	24823.93	1073190.11	0.00	0.00	1332504.38
6	PLOT AT SCH.78	-	3924300.00	0.00	0.00	3924300.00		0.00	0.00	0.00	3924300.00	3924300.00
CURRENT YEAR TOTAL			7577845.22	1418836.00	3652366.56	5344314.66	2007943.41	207825.22	2110152.43	105616.20	5238698.46	5569901.81
PREVIOUS YEAR TOTAL			7577845.22	0.00	0.00	7577845.22	1747223.82	260719.59	0.00	2007943.41	5569901.81	5830621.41

NOTE "10"**A. NON CURRENT INVESTMENT****EQUITY SHARES (UNQUOTED) (FULLY PAID-UP)**

1	LEO S.M. FINANCE LTD.	0	505000
2	TIRUPATI CAPITAL MARKET (P) LTD.	0	500000
3	EXCLUSIVE FIN LTD.	0	500000
4	ARCSON INDUSTRIES LTD.	0	600000
5	AGRASEN CORPORATION LTD.	0	150000
6	PANJON LTD. (200 EQUITY SHARES)	11500	11500
			11500
TOTAL (A)		11500	2266500

B. EQUITY SHARES (QUOTED) (FULLY PAID-UP)

1	THE BYKE HOSPITALITY LTD. (KOTAWALA SECURITIES LTD.) (100000 EQUITY SHARES)	1000000	1000000
2	BERYL DRUGS LTD. (51600 EQUITY SHARES)	661090	661090
		1661090	1661090
TOTAL (B)		1661090	1661090
TOTAL (A+B)		1672590	3927590

S.No.	PARTICULARS	AMOUNT AS ON 31.03.2017	AMOUNT AS ON 31.03.2016
I.	AGGREGATE OF QUOTED INVESTMENT		
1.	MARKET VALUE	19298200	17314100
2.	AT COST	1661090	1661090
II.	AGGREGATE OF UNQUOTED INVESTMENT	11500	2266500
1.	AT COST		

NOTE "11"**LONG TERM LOANS & ADVANCES****A. CAPITAL ADVANCE**

1	ADVANCE AGAINST PURCHASE OF FLAT (FLAT AT GOLD SOKE AT SOHANA, GURGAON DELHI)	2404163	2404163
2	ADVANCE AGAINST PURCHASE OF FLAT (FLAT AT NOIDA)	3319967	3319967
3	ADVANCE AGAINST PURCHASE PROPERTY (ACCURAL REALITIES PVT. LTD.)	1000000	0
		6724130	5724130

B. SECURITY DEPOSIT

1	RELIANCE TELECOM LTD.	6500	6500
2	INTERNATIONAL SERVICE CENTRE	6000	6500
		12500	12500

C. OTHER ADVANCES

	MAT CREDIT ENTITLEMENT (NET OFF CURRENT YEAR AVAILMENT)	6830	0
	TOTAL	6743460	5736630

NOTE -11.01 :

The Company has advanced Rs.3319966.97 against Purchase of Flat at Noida whose Registry in absence of Purchase Agreement is still pending since last several years. Nevertheless Management opined as the said Advance as good & recoverable.

NOTE 11.02 :

Company has advanced Rs.1000000/- in during the year against Purchase of Property to Accrual Realities Pvt.Ltd. but the same is subject to relevant agreement.

NOTE "12"**CASH AND CASH EQUIVALENTS**

A.	CASH IN HAND	111763	1011101
B.	BANK BALANCE WITH SCHEDULE BANKS		
1.	CURRENT ACCOUNT		
a)	PUNJAB NATIONAL BANK	4509	4509
b)	BANK OF INDIA	2622799	1712884
		2627308	1717393
	TOTAL (A + B)	2739071	2728494

NOTE "13"**SHORT TERM LOANS & ADVANCES**

1	YOGENDRA JAIN	3600460	3600460
2	LOAN UNDER FINANCE OPERATION	62708672	50862334
	TOTAL	66309132	54462794

S. No. PARTICULAR	CURRENT YEAR 31-03-2017	PREVIOUS YEAR 31-03-2016
NOTE "14"		
OTHER CURRENT ASSETS		
1 TDS RECEIVABLES	0	497373
2 ADVANCE INCOME TAX (2015-16)	0	40000
3 PREPAID INSURANCE	0	15060
4 NATIONAL SECURITY DEPOSITORY LIMITED	450	450
5 SUDHIR SETHI	0	2500
6 TIRUMALA COOP. HOUSING SOCIETY LTD.	0	1774
7 INCOME TAX REFUNDABLE	23710	23710
8 PREPAID PROPERTY TAX	9787	0
9 DEEPIKA JAIN	25665	0
TOTAL	59612	580867
NOTE "15"		
REVENUE FROM OPERATIONS		
1 INTEREST ON FINANCE	6032104	6174061
TOTAL	6032104	6174061
NOTE "16"		
OTHER INCOME		
1 PROFIT ON SALE OF CAR INNOVA	265466	0
2 PROFIT ON SALE OF FLAT AT BOMBAY	9692320	0
3 STANDARD PROVISION WRITTEN BACK	86948	7686
4 NPA PROVISION WRITTEN BACK	10800	436432
TOTAL	10055534	444118
NOTE "17"		
EMPLOYEE BENEFIT EXPENSES		
1 EMPLOYEES SALARY	590000	652000
2 DIRECTORS REMUNERATION	780000	810000
TOTAL	1370000	1462000
NOTE "18"		
FINANCE COST		
1 BANK COMMISSION & CHARGES	2096	1948
2 INTEREST ON CAR LOAN	0	2660
TOTAL	2096	4609

S. No. PARTICULAR	CURRENT YEAR 31-03-2017	PREVIOUS YEAR 31-03-2016
NOTE "19"		
OTHER EXPENSES		
1 ADVERTISEMENT EXPENSES	28800	32793
2 TRAVELLING EXPENSES	14295	0
3 AGM EXPENSES	72200	26435
4 AUDITORS REMUNERATION	74750	57250
5 CAR INSURANCE EXPENSES	15060	17366
6 CONVEYANCE EXPENSES	74204	114437
7 DELISTING FEES	0	20674
8 DEMAT CHARGES	105777	125571
9 DIRECTORS SITTING FEES	57500	0
10 ELECTRICAL REPAIR & MAIN.	1430	6030
11 INCOME TAX A.Y.2017-18	199000	0
12 MAINTAINANCE CHARGES	29029	75653
13 INTEREST ON INCOME TAX	50646	24182
14 INTEREST ON TDS	1192	108
15 INTEREST TO OTHER	2400	0
16 INTERNAL AUDIT EXPENSES	20000	20000
17 LEGAL EXPENSES	226423	79400
18 LISTING RENEWAL FEES	229000	227453
19 OFFICE EXPENSES	1774	3977
20 OFFICE RENT	48000	48000
21 POSTAGE EXPENSES	60145	22844
22 PROFESSIONAL TAX	2500	2500
23 PROVISION FOR STANDARD ASSETS	151322	49711
24 PROVISION FOR NON PERFORMING ASSETS	285870	0
25 PROPERTY TAX	9679	0
26 SECRETERIAL FEE	7500	7500
27 STATIONERY EXPENSES	17550	19880
28 VEHICLE RUNNING MAINTENANCE EXPENSES	31374	52866
29 WEBSITE DESIGN	2000	8500
30 BROKERAGE EXPENSES	178750	0
31 LOSS ON SALE OF SHARE	1927500	0
32 NOC/TRANSFER FEES	15000	0
TOTAL	3940671	1043130

NOTE-19.1**Auditors Remuneration :-****(a) Statutory Auditors**

1 STATUTORY AUDIT FEES	30000	30000
2 INTERNAL FINANCIAL CONTROL AUDIT FEES	15000	15000
3 QUARTERLY REVIEW REPORT FEES	20000	5000
4 SERVICE TAX	9750	7250
	74750	57250

S.No.	PARTICULAR	CURRENT YEAR 31-03-2017	PREVIOUS YEAR 31-03-2016
	(b) Internal Auditors		
	Internal Audit Fees (including service tax)	20000	20000
		20000	20000

NOTE -19.02 :

Advance tax of Rs.1,99,000/- pertains to current financial year but the same has been charged to statement of profit & loss resulting in understatement of profit and assets by Rs.1,99,000/-

NOTE NO. "20"**PRIOR PERIOD ITEM**

1 MAINTAINANCE CHARGES

	135834	34618
TOTAL	135834	34618

AS PER OUR REPORT OF EVEN DATE
FOR SUBHASH CHAND JAIN ANURAG & ASSOCIATES
CHARTERED ACCOUNTANTS (FR. NO. 04733C)

Sd/-
(BADAL BANGUR)
PARTNER
M.NO.: 423724

Date : 30th MAY 2017
Place : Indore (M.P.)

WE CERTIFY TO THE CORRECTNESS OF ABOVE,
FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
OF BERYL SECURITIES LTD.

Sd/-	Sd/-	Sd/-
SUDHIR SETHI	SANJAY SETHI	KAMLESH GUPTA
Managing Director	Director	Company Secretary
DIN : 00090172	DIN : 00090277	M.No.: A32408

Date : 30th MAY 2017
Place : Indore (M.P.)

NOTES TO ACCOUNTS

FORMING PART OF THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH 2017

21. Previous year figures have been regrouped, rearranged, reclassified and recasted wherever considered necessary to confirm with current year figure.
22. Investments are classified as non current investment and same are carried at carrying Cost. Company has made the investment amounting to Rs.6.61 lakhs (P.Y. Rs.6.61 lakhs) (aggregating 13.99% of their equity shares) in Beryl Drugs Ltd., a Company under the same management.
23. Loans and advances other than doubtful have been considered as good and fully recoverable. However in terms of Reserve Bank of India Guidelines applicable to Non-Banking Finance Companies, a provision for standard assets Rs.1,51,322.49/- has been made by charging them to Profit & Loss Account. Moreover, the receipts, if any, from such old NPA borrowers have been appropriated in order of (a) Principle (b) Interest.
24. The Current Assets, Loan & Advances have a value of realization in the ordinary course of business at least equal to the amount at which they are stated in the books of accounts.
25. The Company has been classified as loan and investment Company by the Reserve Bank of India pursuant to registration as a Non-Banking Finance Company and as per information of the management said registration as Non Banking Finance Company with RBI is also continued for the year.
26. Balances under loans and advances are subject to confirmation.
27. Particulars of employees who are in receipt of remuneration aggregating to more than Rs.60,00,000.00 per annum or Rs.5,00,000.00 p.m. are not given since there are no such employees.
28. The Company has filed its return of Income Tax up to F.Y. 2015-2016 but assessment up to 2013-14 has been completed.
29. There is no impairment of assets, accordingly no adjustment in respect of loss or impairment of assets is required to be made in the accounts.
30. The Company has paid advance against purchase of one residential flat at JAYPEE GREENS, Noida for Rs.3319966.97/- and one flat at Gurgaon at (Delhi) for Rs. 2404163.00/- In earlier years. But the possession and registry of said Flat was pending till 31st march 2017. Thus the amount has been shown as Capital advance. Further Company has also paid Advance Rs.1000000/- against Purchase of one more Property during the year. Further Provisional Allotment letter of said flat is subject to verification.
31. Since the Company's entire business is conducted within India. Hence there is no reportable geographical segment. Moreover the Company's is mainly engaged in the business of "Finance & Investment". All the activity of the Company revolves around the main business and there are no separate reportable segments.
32. Company has created special reserve by Rs. 1307029.78/- (P.Y. Rs. 549843.92/-) as stipulated by RBI.
33. The company has given advances of Rs. 3600460.00/- to Yogendra Jain but same Advance is subject to Confirmation & Verification of relevant agreement.

34. Details of Investment:

a) Equity Shares quoted (Fully Paid-up)

S.No.	Name of the Company	Opening Stock	Purchase	Sold	Closing Stock
01.	The Byke Hospitality Ltd.	100000	-	-	100000
02.	Beryl Drugs Ltd.	51600	-	-	51600

b) Equity Shares unquoted (Fully paid up)

S.No.	Name of the Company	Opening Stock	Purchase	Sold	Closing Stock
01.	Leo S.M. Finance Ltd.	5050	--	5050	0
02.	Tirupati Capital Market Pvt. Ltd.	50000	--	50000	0
03.	Exclusive Finance Ltd.	50000	--	50000	0
04.	Arcson Industries Ltd.	60000	--	60000	0
05.	Agreson Corporation Ltd.	15000	--	15000	0
06.	Panjon Limited	200	--	--	200

(Market value of quoted share is Rs. 1,92,98,200/- (P.Y. Rs. 17314100.00).

Note : i) Company has not de-materialized the Quoted Equity Shares of The Byke Hospitality Ltd. up to year end and kept in physical forms. But same are subject to physical verification.

35. Directors Remuneration

	Current Year 31.03.2017	Previous Year 31.03.2016
Salary	780000.00	810000.00
Total	780000.00	810000.00

Note-35.1:

Remuneration of directors of the company has been paid as per provision of the companies act in the opinion of the management.

36. Disclosure in respect of related parties as defined in accounting standard (AS-18) issued by the ICAI with whom transaction have taken place in during the year are give below:-

A. List of Related Parties and their relationship:

1. Key Management Personnel

- Mr. Sudhir Sethi, Managing Director
- Mr. Kamlesh Gupta, C.S
- Mr. Udailal Dhakar CFO
- Mr. Sanjay Sethi , WTD

2. Entities Having Significant Influence

- Beryl Drugs Ltd.
- Kanchan Developer

B. Transaction with Related Parties

Name of related party	Relationship	Nature of Transaction	Op. Bal Dr./ Cr.	Volume of Transaction				Balance	
				2016-2017		2015-2016		31-03-16	31-03-17
				Dr.	Cr.	Dr.	Cr.		
Sudhir Sethi	Managing Director	1.Remuneration Director	-	685500	688000	782500	780000	Nil	2500
Beryl Drugs Ltd.	Same Management Company	Office Rent	-	48000	-	48000	48000	48000	Nil
	Same Management Company	Purchase of Equity Shares	661090 (DR)	-	-	-	-	661090 (DR)	661090 (DR)
Kamlesh Gupta	Company Secretary	Remuneration	-	84000	86000	69000	69000	2000	-
Udailal Dhakar	Chief Financial Officer	Remuneration	-	132000	144000	48000	48000	12000	-

37. Disclosure regarding provision made for non-performing assets.

Loan under of Finance Operation

Classification Of Advances	Loan o/s on 31.03.2016	Op.Bal Of NPA Provision	Provision For The Year	Provision Written Back During The Year	Cl. Bal Of NPA Provision
Standard Assets (Considered good)	50495897.63	109462.79	49710.91	7686.01	151487.69
Sub Standard Assets	NIL	50000.00	NIL	NIL	NIL
Doubtful Assets	366436.00	182862.50	NIL	136431.70	96430.80
Loss Asset	NIL	300000.00	NIL	300000.00	NIL
TOTAL	45227989.00	642325.29	49710.91	444117.71	247918.49

38. In view of Accounting Standard (AS-20) on earning per shares issued by the ICAI is calculated as follows for the year ended 31st March 2017.

Particulars	Year ended 31.03.2017	Year ended 31.03.2016
Profit/Loss attributable to the share holders (After adjustment)	5228119.11	2185163.87
Weighted average number of Equity shares outstanding during the period.	5051150.00	5051150.00
Nominal value of Equity Shares	10.00	10.00
Basic/ Diluted earning per share of Rs.10.00 each	1.08	0.43

39. Deferred tax assets / liability as at the year end comprise timing difference on account of :-

Particulars	Deferred Tax Asset as on 01/04/2016	Current Year / Deferred Tax Assets	Deferred Tax Assets as on 31/03/2017
Tax on difference between books / and Tax depreciation	1579920.03	25587.45	1605507.48
Net Deferred tax assets	1579920.03	25587.45	1605507.48

40. Contingent Liabilities and Capital Commitments

1. CAPITAL COMMITMENT

Particulars	Current Year 2016-2017	Previous Year 2015-2016
Estimated amount of contract remaining to be Executed on capital account & not provided for (Net of Advance)	97,35,050	77,35,050
Total	97,35,050	77,35,050

2. CONTINGENT LIABILITIES

- a) As per 1st Appeal order of CIT (A), Company have written back the provision of income tax for assessment year (2008-09) in the previous year financial statement of the company. But income tax department has filed the 2nd Appeal before ITAT Indore against 1st Appeal Order. Cash outflow for the said tax effect is determinable after in respect of judgment pending before ITAT Indore.
- b) Following TDS Liabilities, appearing on TRACES: But no Liability has been provided by the Company due to not liable being undisputed.

Financial Year	Amount (in Rs.)
2007-08	120/-
2008-09	190/-
2009-10	4180/-
2010-11	12950/-
2011-12	280/-
2014-15	110/-

- c) Following statutory dues have not been deposited by the Company on account of disputes:-

Sr. No.	Nature of the Statute	Nature of Dues	Amount (in Rs.)	Period to which the amount relates	Forum where dispute is pending
1	Income Tax Act	Penalty U/S 271(1) (c)	65000.00	F.Y. 2007 - 08	CIT (A) - 1, Indore
2	Income Tax Act	Tax Liability U/S 115JB	586900.00	F.Y. 2011 - 12	CIT (A) - 1, Indore

41. Followings are the undisputed Statutory Dues were outstanding as at 31.03.2017 for a period of more than six months from the date they became payable:

Nature of the Statute	Nature of Dues	Amount (in Rs.)	Period to which the amount relates
Professional Tax	Professional Tax	47500/-	2000-01/ 2001-02/2002-03, 2003-04, 2004-05 & 2005-06, 2006-07,2007-08, 2008-09, 2009-10, 2010-11, 2011-12, 2012-13,2013-14. 2014-15, 2015-16
Income Tax	Income Tax	26400.00	2006-07
Income Tax	Income Tax	13702.00	2010-11
Wealth Tax	Wealth Tax	116567.81	2012-13,2013-14,2014-15
Income Tax	Income Tax	452800.00	2005-06(A.Y. 2006-07)
Income Tax	Income Tax	913410.00	2006-07(A.Y. 2007-08)

42. Company has classified various loans & Advances & Liabilities as Current asset & Current Liabilities even no realization has been affected from loan & Advance and not repaid to the current liability by the company upto audit period.
43. Provision for current income tax has been made as per provision of the income tax act but liability has been shown net of MAT credit availed amount of entitlement.
44. Company has utilized MAT credit entitlement assets in accordance with the recommendation contained in the guidance notes issued by ICAI. In pursuance of this Company has recorded the MAT credit entitlement of earlier years as prior period item and net off availed amount i.e. remaining MAT credit is shown under loans and advances in the current year.
45. The company did not have any long term contract including derivative contract for which there were any material foreseeable losses.
46. Company has given capital advance of Rs. 2404163.00 for purchase of plot however as per agreement amount payable is Rs. 5809300.00 hence remaining amount of Rs. 3405137.00 as capital commitment require to be executed.
47. Disclosure on specified bank notes:

During the year the company had specified bank notes (SBN's) or other denomination notes as defined in the notification G.S.R. 308(E), Dated March 31, 2017. The detail of SBN's held and transacted during the period from November 8, 2016 to December 30, 2016, the denomination wise SBN's and other notes as per the notification as follows:

Particulars	SBN's	Other than SBN's	Total
Closing cash in hand as on 8th November, 2016	980000	92107.17	1072107.17
Add: Permitted Receipt	-	-	-
Add: Withdrawal from banks	-	50000	50000
Less: Permitted Payments	-	(8000)	(8000)
Less: Amount deposited in banks	(980000)	-	(980000)
Closing cash in hand as on 30th December, 2016	-	134107.17	134107.17

Signed notes "1 to 47"

In terms of our report of even date attached,

**AS PER OUR REPORT OF EVEN DATE
FOR SUBHASH CHAND JAIN ANURAG & ASSOCIATES
CHARTERED ACCOUNTANTS (FR. NO. 04733C)**

Sd/-
(BADAL BANGUR)
PARTNER
M.NO.: 423724

**WE CERTIFY TO THE CORRECTNESS OF ABOVE,
FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
OF BERYL SECURITIES LTD.**

Sd/- SUDHIR SETHI Managing Director DIN : 00090172	Sd/- SANJAY SETHI Director DIN : 00090277	Sd/- KAMLESH GUPTA Company Secretary M.No.: A32408
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Date : 30th MAY 2017
Place : Indore (M.P.)

**CASH FLOW STATEMENT ANNEXED TO THE BALANCE SHEET
FOR THE YEAR ENDED 31ST MARCH, 2017**

Particulars	For the year ended 31st March, 2017 (Rs. in Lacs)	For the year ended 31st March, 2016 (Rs. in Lacs)
A. CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit before exceptional and extraordinary items and tax	105.67	38.48
Adjustment for:-		
1 Depreciation	2.08	2.61
2 Profit On Sale Of Car Innova	-2.65	0.00
3 Profit On Sale Of Flat At Bombay	-96.92	0.00
4 NPA provision written back	-0.98	-4.44
5 Long term capital loss on equity shares	19.28	0.00
6 Income tax	1.99	0.00
7 Provision for NPA	4.37	0.50
	32.83	37.14
Operating Profit (before Working Capital changes)		
Increase / Decrease in long Loan & Advances	-10.07	-56.37
Increase / Decrease in short Loan & Advances	-125.52	0.00
Increase / Decrease in other current assets	5.21	0.00
Increase / Decrease in Short Term Provisions	2.75	0.00
Increase / (Decrease) in Current Liabilities	3.25	3.43
	-91.54	-15.80
Cash generated from operations before prior period item		
Prior period item	-1.36	-0.35
	-92.90	-16.15
Cash generated from operations		
Payment for Current Tax	-11.08	-7.61
	-103.98	-23.75
NET CASH FLOW FROM OPERATING ACTIVITIES (A)	-103.98	-23.75
B. CASH FLOW FROM INVESTING ACTIVITIES		
1 Advance for property	0.00	-6.24
2 Sale of investment	3.28	0.00
3 Sale of car innova	5.00	0.00
4 Sale of office building	110.00	0.00
5 Purchase of fixed assets	-14.19	0.00
	104.09	-6.24
NET CASH FLOW FROM INVESTING ACTIVITIES (B)	104.09	-6.24

Particulars	For the year ended 31st March, 2017 (Rs. in Lacs)	For the year ended 31st March, 2016 (Rs. in Lacs)
C. CASH FLOW FROM FINANCING ACTIVITIES		
Proceeds from call in arrears received	-	-
Increase/(Decrease) in Borrowings	-	-
NET CASH FLOW FROM FINANCING ACTIVITIES (C)	-	-
Net Increase/decrease in Cash & Cash Equivalents (A+B+C)	0.11	-30.00
Opening Balance of Cash and Cash Equivalents	27.28	57.28
Closing Balance of Cash and Cash Equivalents	27.39	27.28

NOTE:

- 1 Minus Figures is represent cash out flow
- 2 Cash and cash equivalent represent cash and Bank balance only
- 3 The above cash flow statement has been prepared under the indirect method as set out in the accounting standard 3 on cash flow statements issued by the Institute of Chartered Accountants of India
- 4 Previous year figures have been reclassified / regrouped & re-casted wherever considered necessary to confirm to the current year figures

AS PER OUR REPORT OF EVEN DATE
FOR SUBHASH CHAND JAIN ANURAG & ASSOCIATES
CHARTERED ACCOUNTANTS (FR. NO. 04733C)

Sd/-
(BADAL BANGUR)
PARTNER
M.NO.: 423724

Date : 30.05.2017
Place : Indore (M.P.)

WE CERTIFY TO THE CORRECTNESS OF ABOVE,
FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
OF BERYL SECURITIES LTD.

Sd/- SUDHIR SETHI Managing Director DIN : 00090172	Sd/- SANJAY SETHI Director DIN : 00090277	Sd/- KAMLESH GUPTA Company Secretary M.No.: A32408
--------------------------------------------------------------------	-----------------------------------------------------------	--------------------------------------------------------------------

Date : 30.05.2017
Place : Indore (M.P.)

To,
The Board of Directors
Beryl Securities Ltd.,
INDORE

Dear Sir,

Non Banking Financial Companies Auditor's Report
(Reserve Bank of India) Direction 1998

We have audited the annual account of Beryl Securities Limited for the year ended 31st March 2017. As required by Non-Banking Financial Companies Auditors Report (Reserve Bank of India) Direction 1998, on the basis of such checks as we appropriate and as per the information and explanation given to us.

We report that:-

1. The Company had obtained the certificate of Registration vide Registration No.03-00040 dated 03.03.98 under the provision of Section 45 IA of the RBI Act 1934 from the Reserve Bank of India and said registration continues for during the year.
2. The Company is engaged in the business of Non Banking Financial institutional and accordingly holding COR issued by the RBI. The company is entitled to hold such COR in terms of its Assets/ Income Pattern as on 31st March 2017.
3. The Board of Directors has passed the resolution on 26th April 2016 for the non-acceptance of any public deposits.
4. The Company has not accepted any public deposits during the current financial year.
5. The Company has passed a Board resolution to identify the group/holding/ subsidiary company.
6. As informed to us the company does not invested in the securities of its group /holding /subsidiary companies as a long term assets during the year.
7. As informed to us, the Company has not furnished to Reserve Bank of India, the half yearly return during the year, since the provision is not applicable to them, as the Company has not accepted any deposit from public.
8. As informed to us, the Company has not furnished to Reserve Bank of India any return on deposit because they have not accepted any deposit from public in during the year.
9. Company has created special reserve as stipulated by RBI in during the year.
10. The Company had complied with the prudential norms on Income recognition, accounting standard, assets classification and provision for non performing assets as specified in the Direction issued by the Reserve Bank of India in terms of the Non-Banking Financial Company Prudential Norms (Reserve Bank) Direction 1998. Further, no provision for fall in the market value of long term investment has been made due to in temporary nature.

AS PER OUR REPORT OF EVEN DATE
FOR SUBHASH CHAND JAIN ANURAG & ASSOCIATES
CHARTERED ACCOUNTANTS (FR. NO. 04733C)

Sd/-

(BADAL BANGUR)

PARTNER

M.NO.: 423724

Date : 30.05.2017
Place : Indore (M.P.)

BERYL SECURITIES LTD.
Schedule to the Balance Sheet of a Non-Banking Financial Company
For the year ended 31st March 2017

((as required in terms of Paragraph 13 of Non-Banking Financial (non deposit accepting) Companies Prudential Norms (Reserve Bank) Directions, 2007 as suggested by "non systematically important Non Banking Financial (non deposit) directions Company prudential norms (Reserve Bank) Directions 2015 (Rs. in lakhs)

Particulars	Current Year		Previous Year	
	31/03/2017		31/03/2016	
	Amount	Amount	Amount	Amount
	outstan- ding	overdue	outstan- ding	overdue

Liabilities side**1 Loans and availed by the NBFCs inclusive of interest accrued thereon but not paid :**

(a) Debentures	: Secured	Nil	Nil	Nil	Nil
	: Unsecured				
	(other than falling within the meaning of public deposits*)				
(b) Deferred Credits		Nil	Nil	Nil	Nil
(c) Term Loans		Nil	Nil	Nil	Nil
(d) Inter-corporate loans and borrowiwnng		Nil	Nil	Nil	Nil
(e) Commercial Paper		Nil	Nil	Nil	Nil
(f) Public Deposits*		Nil	Nil	Nil	Nil
(g) Other Loans (specify nature)		Nil	Nil	Nil	Nil

* Please see Note 1 below

2 Break-up of (1)(f) above (Outstanding public deposits inclusive of interest accrued thereon but not paid):

(a) In the form of Unsecured debentures		Nil	Nil	Nil	Nil
(b) In the form of partly secured debentures i.e. debentures where there is a shortfall in the value of security		Nil	Nil	Nil	Nil
(c) Other public deposits		Nil	Nil	Nil	Nil

* Please see Note 1 below

	Current Year		Previous Year	
	31.03.2017		31.03.2016	
	Amount	Amount	Amount	Amount
	outstanding	outstanding	outstanding	outstanding

Assets Side :**3 Break-up of Loans and Advances including bills receivables [other than those included in (4) below]:**

(a) Secured		NIL	NIL
(b) Unsecured (including debtors under activities)		627.08	508.62

4 Break-up of Leased Assets and stock on hire and hypothecation loans counting towards EL/HP activities

(i) Lease assets including lease rentals under sundry debtors :		Nil	Nil
(a) Financial lease			
(b) Operating lease			
(ii) Stock on hire including hire charges under sundry debtors :		Nil	Nil
(a) Assets on hire			

(b) Repossessed Assets		
(iii) Hypothecation loans counting towards EL/HP activities	Nil	Nil
(a) Loans where assets have been repossessed		
(b) Loans other than (a) above		

5 **Break-up of Investments :**

Current Investments

1 Quoted :			
(i) Shares	: (a) Equity	Nil	Nil
	(b) Preference	Nil	Nil
(ii) Debentures and Bonds			
(iii) Units of mutual funds			
(iv) Government Securities			
(v) Others (please specify)			
2 Unquoted :			
(i) Shares	: (a) Equity	Nil	Nil
	(b) Preference	Nil	Nil
(ii) Debentures and Bonds			
(iii) Units of mutual funds			
(iv) Government Securities			
(v) Others (please specify)			

Long Term investments :

1 Quoted :			
(i) Shares	: (a) Equity	16.61	16.61
	(b) Preference	Nil	Nil
(ii) Debentures and Bonds		Nil	Nil
(iii) Units of mutual funds			
(iv) Government Securities			
(v) Others (please specify) (partly paid up)		Nil	Nil
2 Unquoted :			
(i) Shares	: (a) Equity	0.11	22.67
	(b) Preference		
(ii) Debentures and Bonds		Nil	Nil
(iii) Units of mutual funds		Nil	Nil
(iv) Government Securities		Nil	Nil
(v) Others (please specify)		Nil	Nil

6 **Borrower group-wise classification of all leased assets, stock-on-hire and loans and advances :**

Please see Note 2 below

Category	Current Year 31.03.2017			Previous Year 31.03.2016		
	Amount net of provisions			Amount net of provisions		
	Secured	Un-secured	Total	Secured	Un-secured	Total
1. Related Parties **						
(a) Subsidiaries	Nil	Nil	Nil	Nil	Nil	Nil
(b) Companies in the same group	Nil	Nil	Nil	Nil	Nil	Nil
(c) Other related parties	Nil	Nil	Nil	Nil	Nil	Nil

2 Other than related parties (including debtors under operation)	Nil	627.08	627.08	Nil	508.62	508.62
Total	Nil	627.08	627.08	Nil	508.62	508.62

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

Please see note 3 below

Category	Current Year 31.03.2017		Previous Year 31.03.2016	
	Market Value / Break up or fair value or NAV	Book Value (Net of Provisions)	Market Value / Break up or fair value or NAV	Book Value (Net of Provisions)
1. Related Parties **				
(a) Subsidiaries				
(b) Companies in the same group	7.48	6.61	16.64	6.61
(c) Other related parties (cost of unquoted share and market value of quoted)				
2. Other than related parties	185.5	10	156.5	10
Total	192.98	16.61	173.14	16.61

As per Accounting Standard of ICAI (Please see Note 3)

8 Other information

Particulars	CURRENT YEAR	PREVIOUS YEAR
	31.03.2017 Amount	31.03.2016 Amount
(i) Gross Non-Performing Assets		
(a) Related parties	Nil	NIL
(b) Other than related parties	0.00	0.00
(ii) Net Non-Performing Assets		
(a) Related parties		
(b) Other than related parties (after provision)	0.00	0.00
(iii) Assets acquired in satisfaction of debt	--	--

Additional Disclosure

- 1 Since Company is involved in direct finance hence CRAR exposure of the other sector and other asset liability management are not given
- 2 Further Company is not involved in mortgage blocked securities investment fund or non fund based housing finance corpus

AS PER OUR REPORT OF EVEN DATE
FOR SUBHASH CHAND JAIN ANURAG & ASSOCIATES
 CHARTERED ACCOUNTANTS (FR. NO. 04733C)
 Sd/-
(BADAL BANGUR)
PARTNER
M.NO.: 423724

Date : 30.05.2017
 Place : Indore (M.P.)

WE CERTIFY TO THE CORRECTNESS OF ABOVE,
FOR AND ON BEHALF OF THE BOARD OF DIRECTORS
OF BERYL SECURITIES LTD.

Sd/- SUDHIR SETHI Managing Director DIN : 00090172	Sd/- SANJAY SETHI Director DIN : 00090277	Sd/- KAMLESH GUPTA Company Secretary M.No.: A32408
--------------------------------------------------------------------	-----------------------------------------------------------	--------------------------------------------------------------------

FORM NO. MGT - 11

PROXY FORM

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

CIN : L67120MP1994PLC008882

BERYL SECURITIES LIMITED

Regd. Office : 133, Kanchan Bagh, INDORE - 452001 (M.P.) INDIA.

Name of the member (s) :
Registered address :
E-mail Id :
Folio No/ Client Id :
DP ID :

I /We, being the member (s) of shares of the above named company, hereby appoint

1. Name: _____
Address: _____
E-mail Id: _____
Signature : _____ or failing him

2. Name: _____
Address: _____
E-mail Id: _____
Signature : _____ or failing him

3. Name: _____
Address: _____
E-mail Id: _____
Signature : _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at theAnnual general meeting/ Extraordinary general meeting of the company, to be held on the day of..... At..... a.m. / p.m. at.....(place) and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.

- 1.....
- 2.....
- 3.....

Signed this..... day of..... 20....

Signature of shareholder :

Signature of Proxy holder(s):



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

BLANK

BERYL SECURITIES LIMITED

Regd. Office : 133, Kanchan Bagh, INDORE - 452001 (M.P.) INDIA.

ATTENDANCE SLIP

(Please complete this attendance slip and hand over at the entrance of the meeting Hall)

I hereby record my presence at the **Twenty third Annual General Meeting** of the Company on **Saturday, the 26th August, 2017 at 01.00 P.M.** at **Kanchan Palace, Community Hall, Nipania Ring Road, Indore - 452 001.**

Folio No. / DP ID- Client ID :
Name of the Shareholder : (In block letters)
No. of Shares Held :
Full name of the Proxy if any : (In block letters)
Signature of the Shareholder/ Proxy :



BLANK

BLANK

**BOOK-POST
(PRINTED MATTER)**

To,

If undelivered please return to :
BERYL SECURITIES LIMITED
Regd. Office : 133, Kanchan Bagh,
INDORE - 452001 (M.P.) INDIA.