

SYSTEMATIX SECURITIES LTD.

Registered Office: Plot 35, Old Industrial RIICO Area, Chittorgarh, Rajasthan, India 312001, Mob. No. - 9414111117
Web: www.systematixsecurities.in, E-mail- systematixctor@gmail.com, CIN: L65999RJ1986PLC070811

INFORMATION MEMORENDUM

SYSTEMATIX SECURITIES LTD

CIN – L65999RJ1986PLC070811; ISIN – INE07P301011

REGISTERED OFFICE

Plot No.35, Old Industrial RIICO Area, Chittorgarh, Rajasthan - 312001

Tel. No.:9414111117

Email:systematixctor@gmail.com; **Web:** www.systematixsecurities.in

REGISTRAR & TRANSFER AGENT OF COMPANY

Ankit Consultancy Private Limited

Plot No. 60, Electronic Complex,

Pardesipura, Indore-452010 (M.P.), India.

Tel. No.0731-2551745/46; **Fax No.** 0731-4065798

Email: ankit_4321@yahoo.com

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SECTION 1: DEFINITIONS AND ABBREVIATIONS

ABBREVIATIONS	
Abbreviation	Full Form
A/c	Account
AGM	Annual General Meeting
AOA	Articles of Association
AS	Accounting Standards as issued by the Institute of Chartered Accountants of India(ICAI)
AY	Assessment Year
B. Com	Bachelor of Commerce
CA	Current Account
CAGR	Compounded Annual Growth Rate
CDSL	Central Depository Services (India) Limited
CIN	Corporate Identification Number
EPS	Earnings Per Share
EGM	Extraordinary General Meeting

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FY / Financial Year	Period of twelve months ended March 31 of that particular year, unless otherwise stated
GOI/Government	Government of India
HUF	Hindu Undivided Family
IM	Information Memorandum
IT Act	Income Tax Act, 1961, as amended from time to time
KMP	Key Management Personnel
L.L. B	Bachelor of Law and Legislature
M.A.	Master of Arts
MOU	Memorandum of Understanding
M.P.	Madhya Pradesh
NAV	Net Asset Value
NSDL	National Securities Depository Limited
P.A.	Per annum
PAN	Permanent Account Number
PAT	Profit After Tax
P/E Ratio	Price/Earnings Ratio
RBI	Reserve Bank of India
ROC	Registrar of Companies
RONW	Return on Net Worth
Rs. / INR	Rupees or Legal Currency of India

CONVENTIONAL / GENERAL TERMS	
Terms	Description
AOA / Articles of Association	Articles of Association of Systematix Securities Limited
Auditors	The Statutory Auditors of the Company i.e., B.K. Dad & Associates (FR No. 018840C)
Board of Directors / Board	The Board of Directors of Systematix Securities Limited
Companies Act	The Companies Act, 1956 or The Companies Act, 2013 as amended from time to time
Depositories Act	The Depositories Act, 1996, as amended from time to time
Equity Shares	Equity Shares of Systematix Securities Limited of face value of Rs. 10/- each unless otherwise specified in the context thereof
KMP	Key Management Personnel of Systematix Securities Limited
MOA/Memorandum of Association	Memorandum of Association of Systematix Securities Limited

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Person or Persons	Any individual, sole proprietorship, unincorporated association, unincorporated organization, body corporate, corporation, company, partnership, limited liability company, joint venture, or trust or any other entity or organization validly constituted and/or incorporated in the jurisdiction in which it exists and operates, as the context requires.
Promoter or Promoters Group	Neelam Sethiya, Anand Sethiya, Rakesh Sethiya and Systematix Leasing & Investment Ltd and others
Registered Office	Plot No.35, Old Industrial RIICO Area, Chittorgarh, Rajasthan - 312001
SEBI	The Securities and Exchange Board of India constituted under the SEBI Act, 1992
SEBI Act	Securities and Exchange Board of India Act, 1992, as amended from time to time
SEBI (ICDR) Regulations, 2018	Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.

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SECTION 2: RISK FACTORS

Market data used throughout this Information Memorandum was obtained primarily from internal company reports. The information contained in this Information Memorandum has been obtained from sources believed to be reliable, but their accuracy and completeness and underlying assumptions are not guaranteed and their Reliability cannot be assured. Although the Company believes that the market data used in this Information Memorandum is reliable, it has not been independently verified. Similarly, internal reports and data, which are believed to be reliable, have not been verified by any independent source.

2.1 INTERNAL RISK FACTORS

1. ***Our Company's success depends in large part upon its senior management, directors and key management personnel and its ability to retain them and attract new key personnel when necessary.***

Our Company's senior management and key personnel collectively have many years of experience and would be difficult to replace. Any loss of its senior managers or other key personnel or the inability to recruit further senior managers or other key personnel could impair our Company's future by impairing its day-to-day operations, hindering its production and supply. Also, it hampersthe company's ability to develop, maintain and expand client relationships.

2. ***We do not have a registered trademark. Our inability or failure to protect the trademark may adversely affect our business goodwill on account of possible misuse by any third party.***

We do not have a registered trademark under the Trade Marks Act, 1999 and consequently, do not enjoy the statutory protection accorded to a trademark registered in India. In the event of the Company's trademark being subjected to any challenge or there being a delay in registration, the Company's business and goodwill may be affected adversely.

3. ***Any material adverse effect on the Company's future earnings, financial condition, cash flows will affect the ability of the Company to pay dividends in future.***

The ability of the Company to pay dividends in future will depend on the earnings, financial condition and capital requirements of the Company. The Company's business depends on change in credit policy, cost overrunand other factors over which the Company will have no control.

2.2 EXTERNAL RISK FACTORS

1. ***A slowdown in economic growth in India could cause our business to suffer.***

The Company's performance and growth are dependent on the health of the Indian economy. The economy could be adversely affected by various factors such as political or regulatory actions, including adverse changes in liberalization policies, social disturbances, terrorist attacks and other acts of violence or war, natural calamities,

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interest rates, commodity and energy prices and various other factors. Any significant change may adversely affect our business and financials.

2. *A significant change in the Government of India's economic liberalization and deregulation policies or Key Industries Regulations could disrupt our business and cause the price of our Equity Shares to decline.*

The Company's assets and customers are predominantly located in India. The Government has traditionally exercised and continues to exercise a dominant influence over many aspects of the economy. Its economic policies have had and could continue to have a significant effect on private sector entities and on market conditions and prices of Indian securities, including the Equity Shares.

3. *Post-Listing volatility in prices of the scrip:*

The price of our Company's equity shares in Indian stock exchanges may fluctuate after this listing as a result of several factors, including:

- Volatility in the Indian and Global securities market
- The results of operations and performance of our Company
- Perceptions about our Company's future performance or the performance of other Indian companies in the same industry
- Performance of our Company's competitors in the industry and market perception of investments in the Chemical & Fertilizer sector
- Adverse media reports on our Company or on the industry
- Change in the estimates of our Company's performance or recommendations by financial analysts
- Significant development in India's economic liberalization and deregulation policies and
- Significant development in India's fiscal and environmental regulations

SECTION 3: INTRODUCTION

3.1 GENERAL INFORMATION

The shares of the Company are listed at BSE Ltd. Due to delayed compliances of the SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015 and non-payment of penalty imposed by the BSE Ltd, the trading in equity shares of the Company has been suspended by BSE Ltd. W.e.f. 11th April, 2019 due to penal reason. The Company has done all compliances as per the SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015 and also paid penalty imposed by BSE Ltd.

The Company is filing this information Memorandum for revocation of suspension of trading of equity shares of the Company by BSE Ltd.

PROHIBITION BY SEBI

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The Company its directors, its promoters, other Companies promoted by the promoters and Companies with which the Company's directors are associated as directors have not been prohibited from accessing the capital markets under any order or direction passed by SEBI.

CAUTION

The Company accepts no responsibility for statements made otherwise than in the Information Memorandum or in the advertisements to be published or any other material issued by or at the instance of the Company and anyone placing reliance on any other source of information would be doing so at his or her own risk. All information shall be made available by the Company to the public and investors at large and no selective or additional information would be available for a section of the Investors in any manner.

GENERAL RISKS

Investment in equity and equity-related securities involve a degree of risk and investors should not invest in the equity shares of the Company unless they can afford to take the risk of losing their investment. Investors are advised to read the Risk Factors carefully before taking an investment decision in the equity shares of Systematix Securities Limited. For taking an investment decision, investors must rely on their own examination of the Company including the risks involved.

ABSOLUTE RESPONSIBILITY OF THE COMPANY

Systematix Securities Limited having made all reasonable inquiries, accepts responsibility for, and confirms that this Information Memorandum contains all information with regard to Systematix Securities Limited, which is material, that the information contained in the Information Memorandum is true and correct in all material aspects and is not misleading in any material respect, that the opinions and intentions expressed herein are honestly held and that there are no other facts, the omission of which makes this Information Memorandum as a whole or any of such information or the expression of any such opinions or intentions misleading in any material respect.

DISCLAIMER CLAUSE OF STOCK EXCHANGE

As required, a copy of this Information Memorandum shall be submitted to the Stock Exchanges, BSE. The disclaimer clause as intimated by the BSE to us, shall be provided separately prior to filing with the Stock Exchanges.

DEMAT CREDIT

The Company has executed Agreements with Central Depository Services Limited ("CDSL") on April 25, 2019 and with National Securities Depository Limited ("NSDL") on 21st December, 2020 for admitting its securities in demat form.

3.2 BRIEF INFORMATION ABOUT THE COMPANY

Particulars	Details
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Date of Incorporation	March 17, 1986
Company Registration Number	40357 / 1986
Company Identification Number	L65999RJ1986PLC070811
Business Classification	Finance Service/ Investment
Address of Registrar of Companies	Registrar of Companies, Jaipur Corporate Bhawan, G/6-7, Second Floor, Residency Area, Civil Lines, Jaipur-302001
Name of the Stock Exchange where shares are currently listed	BSE Limited ("BSE") Scrip No. of the Company: 531432
Subsidiary / Holding / Group Companies	There are no subsidiaries, holding and group companies of Systematix Securities Limited.

BOARD OF DIRECTORS OF THE COMPANY

Sr. No.	Name of the Director	Designation	Status
1.	Mr. Rajesh Kumar Inani	Whole Time Director	Executive Non-Independent Director
2.	Mr. Basanti Lal Agal	Director	Non-Executive Independent Director
3.	Mrs. Anita Maheshwari	Director	Non-Executive Independent Director
4.	Mr. Madhav Inani	Director	Non-Executive Independent Director

OTHER DETAILS OF THE COMPANY

<p>AUDITORS OF THE COMPANY</p> <p>M/s B.K. Dad & Associates. Chartered Accountants M. No. 424791 FR No. 018840C Near New Cloth Market, Chittorgarh – 312001, Rajasthan. Tel. No. 095299-99222 Email: dadbk09@yahoo.com</p>	<p>COMPANY SECRETARY / COMPLIANCE OFFICER OF THE COMPANY</p> <p>Mrs. Pratibha Ranka 13, Jawahar Nagar, Opp. Old RTO office, Chittorgarh (Raj.) 312001 Tel. No. 91-9920782827 Email: pratibha.kothari5@gmail.com</p>
<p>BANKERS TO THE COMPANY</p> <p>Axis Bank Ground And First Floor, Plot No. A-2, Sukhadia Market, Sector 1, Chittorgarh Branch, Chittorgarh – 312001, Rajasthan. Tel No.: 01472-514750/51/52/53</p>	<p>REGISTRAR TO THE COMPANY</p> <p>Ankit Consultancy Private Limited Plot No. 60, Electronic Complex, Pardesipura, Indore – 452010, Madhya Pradesh. Tel. No. 0731-2551745/46 Fax No. 0731-4065798 Email: ankit_4321@yahoo.com</p>

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Email: ibrm@axisbank.com
Website: www.axisbank.com

3.3 CAPITAL STRUCTURE

The Capital Structure of the Company and related information is set forth below:

Sr. No.	Particulars	Nominal Value (Rs.)
A	Authorized Capital	
	70,00,000 Equity Shares of Rs. 10/- each	7,00,00,000
B	Issued and Subscribed Capital	
	50,00,000 Equity Shares of Rs. 10/- each	5,00,00,000
C	Paid up Capital	
	50,00,000 Equity Shares of Rs. 10/- each fully paid up	5,00,00,000
	Total Paid-up Capital	5,00,00,000

CLASSES OF SHARES

The Company has one class of shares. The issued, subscribed and Paid-up Equity Share Capital is Rs. 5,00,00,000/- divided into 50,00,000 Equity Shares of Rs. 10/- each. There are no other classes of shares except "Equity Shares" in the Share Capital of the Company. There are no partly paid-up shares in the Company and also, there are no outstanding instruments which are convertible into equity shares at any later date.

3.4 SHAREHOLDING PATTERN OF THE COMPANY

SHAREHOLDING FOR QUARTER ENDED ON 30TH JUNE 2021

Fully paid-up shares: -	Introductory sub-table (I)(a)		
	No. of Fully paid-up shares	As a % of total no. of Fully paid-up shares	As a % of total no. of shares of the company
Held by promoter/promoter group	525500	10.51	10.51
Held by public	4474500	89.49	89.49
Total	5000000	100.00	100
Outstanding convertible securities: -	No. of outstanding securities	As a % of total no. of outstanding convertible securities	As a % of total no. of shares of the company, assuming full conversion of the convertible securities

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Held by promoter/promoter group	0	0	0
Held by public	0	0	0
Total	0	0	0
Warrants: -	No. of warrants	As a % of total no. of warrants	As a% of total no. of shares of the company, assuming full conversion of warrants
Held by promoter/promoter group	0	0	0
Held by public	0	0	0
Total	0	0	0
Total paid-up capital of the company, assuming full conversion of warrants and convertible securities	50,00,000	100.00	100.00

			Table (I)(a)					
Category code	Category of Shareholder	Number of Shareholders	Total number of shares	Number of shares held in dematerialized form	Total shareholding as a percentage of total number of shares		Shares Pledged or otherwise encumbered	
					As a % of (A+B) ¹	As a % of (A+B+C)	Number of shares	As a %
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)= (VIII)/(IV)*100
(A)	Shareholding of Promoter and Promoter Group²							
1	Indian							
(a)	Individuals/ Hindu Undivided Family	3	392500	0	7.85	7.85	0	0.00
(b)	Central Government/ State Government(s)	0	0	0	0.00	0.00	0	0.00
(c)	Bodies Corporate	1	133000	0	2.66	2.66	0	0.00
(d)	Financial Institutions/ Banks	0	0	0	0.00	0.00	0	0.00

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(e)	Any Others(Specify)	0	0	0	0.00	0.00	0	0.00
(e-i)	Directors	0	0	0	0.00	0.00	0	0.00
(e-ii)	Director Relatives	0	0	0	0.00	0.00	0	0.00
(e-iii)	Person Acting in Concern	0	0	0	0.00	0.00	0	0.00
								0.00
	Sub Total(A)(1)	4	525500	0	10.51	10.51	0	0.00
2	Foreign							
a	Individuals (Non-Residents Individuals/ Foreign Individuals)	0	0	0	0.00	0.00	0	0.00
b	Bodies Corporate	0	0	0	0.00	0.00	0	0.00
c	Institutions	0	0	0	0.00	0.00	0	0.00
d	Qualified Foreign Investor	0	0	0	0.00	0.00	0	0.00
e	Any Others(Specify)	0	0	0	0.00	0.00	0	0.00
								0.00
	Sub Total(A)(2)	0	0	0	0.00	0.00	0	0.00
	Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)	4	525500	0	10.51	10.51	0	0.00
(B)	Public shareholding							
1	Institutions							
(a)	Mutual Funds/ UTI	0	0	0	0.00	0.00	0	0.00
(b)	Financial Institutions / Banks	0	0	0	0.00	0.00	0	0.00
(c)	Central Government/ State Government(s)	0	0	0	0.00	0.00	0	0.00
(d)	Venture Capital Funds	0	0	0	0.00	0.00	0	0.00
(e)	Insurance Companies	0	0	0	0.00	0.00	0	0.00
(f)	Foreign Institutional Investors	0	0	0	0.00	0.00	0	0.00
(g)	Foreign Venture Capital Investors	0	0	0	0.00	0.00	0	0.00
(h)	Qualified Foreign Investor	0	0	0	0.00	0.00	0	0.00
(i)	Any Other (specify)	0	0	0	0.00	0.00	0	0.00
	Sub-Total (B)(1)	0	0	0	0.00	0.00	0	0.00
B 2	Non-institutions							
(a)	Bodies Corporate	5	19900	0	0.40	0.40	0	0.00
(b)	Individuals	0	0	0	0.00	0.00	0	0.00
I	Individuals -i. Individual shareholders holding nominal share capital up to Rs 2 lakh	1271	732600	0	14.65	14.65	0	0.00

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II	ii. Individual shareholders holding nominal share capital in excess of Rs. 2 lakh.	48	3720600	0	74.41	74.41	0	0.00
(c)	Qualified Foreign Investor	0	0	0	0.00	0.00	0	0.00
(d)	Any Other (specify)	0	0	0	0.00	0.00	0	0.00
(d-i)	NRI (Repat & Non-Repat)	2	1400	0	0.03	0.03	0	0.00
(d-ii)	OCB's	0	0	0	0.00	0.00	0	0.00
(d-iii)	Trust	0	0	0	0.00	0.00	0	0.00
(d-iv)	Hindu Undivided Family	0	0	0	0.00	0.00	0	0.00
(d-v)	Employee	0	0	0	0.00	0.00	0	0.00
(d-vi)	Clearing Members	0	0	0	0.00	0.00		0.00
	Sub-Total (B)(2)	1326	4474500	0	89.49	89.49	0	0.00
(B)	Total Public Shareholding (B)= (B)(1) +(B)(2)	1326	4474500	0	89.49	89.49	0	0.00
	TOTAL (A)+(B)	1330	5000000	0	100.00	100.00	0	0.00
(C)	Shares held by Custodians and against which Depository Receipts have been issued							
1	Promoter and Promoter Group	0	0	0		0.00	0	0.00
2	Public	0	0	0		0.00	0	0.00
	Sub-Total (C)	0	0	0		0	0	0.00
	GRAND TOTAL (A)+(B)+(C)	1330	5000000	0	100.00	100.00	0	0.00

(I)	Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Promoter and Promoter Group"					
(b)						
Sr. No.	Name of the shareholder	Details of Shares held	Encumbered shares (*)	Details of warrants	Details of convertible securities	Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital

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		Number of shares held	As a % of grand total (A) + (B) + (C)	No.	As a percentage	As a % of grand total (A)+(B)+(C) of sub-clause (I)(a)	Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	As a % total number of convertible securities of the same class	
(I)	(II)	(III)	(IV)	(V)	(VI) =(V) (II) I*100	(VII)	(VIII)	(IX)	(X)	(XI)	(XII)
1	NEELAM SETHIYA	377500	7.55	0	0	0	0	0	0	0	7.55
2	ANAND SETHIYA	10000	0.20	0	0	0	0	0	0	0	0.20
3	RAKESH SETHIYA	5000	0.10	0	0	0	0	0	0	0	0.10
4	MANISH VIDHYA	0	0	0	0	0	0	0	0	0	0
5	MANOJ GUPTA	0	0	0	0	0	0	0	0	0	0
6	BASANTSETHIYA	0	0	0	0	0	0	0	0	0	0
7	RAVI VIDHYA	0	0	0	0	0	0	0	0	0	0
8	GEMS FORWARD TRADES PVT LTD (formerly known as Systematix Leasing & Investment Ltd.)	133000	2.66	0	0	0	0	0	0	0	2.66
9	YUG SOFTWARE PVT LTD(formerly known as Cactus software pvt ltd)	0	0	0	0	0	0	0	0	0	0
10	MICROSE FUND MANAGEMENT PVT LTD	0	0	0	0	0	0	0	0	0	0
11	TARNADO INVESTMENT & SALES PVT LTD	0	0	0	0	0	0	0	0	0	0
12	SYSTEMATIX MERCANTILE LTD	0	0	0	0	0	0	0	0	0	0

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TOTAL	525500	10.51	0	0	0	0	0	0	0	10.51
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(*) The term “encumbrance” has the same meaning as assigned to it in regulation 28(3) of the SAST Regulations, 2011

(I)(c)(i) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category “Public” and holding more than 1% of the total number of shares										
Sr. No.	Name of the shareholder	Number of shares held	Shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}	Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital		
				Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	% w.r.t total number of convertible securities of the same class			
1	DINESH KUMAR INANI	119400	2.39	0	0	0	0	2.39		
2	KUSUMA DEVI CHAUHAN	99500	1.98	0	0	0	0	1.98		
3	PRAKASH CHAND JAIN	99000	1.98	0	0	0	0	1.98		
4	PUSHPA BORADE	99000	1.98	0	0	0	0	1.98		
5	ANTIMA PAL	97300	1.95	0	0	0	0	1.95		
6	GIRISH VERMA	96990	1.94	0	0	0	0	1.94		
7	VIJAY HIRVE	96800	1.94	0	0	0	0	1.94		
8	JITENDRA KUMAR PADIHAR	96600	1.93	0	0	0	0	1.93		
9	KAMALA BAI DEWDA	95000	1.90	0	0	0	0	1.90		
10	MEGHA RATHORE	94700	1.89	0	0	0	0	1.89		

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11	NEHA RATHORE	93900	1.88	0	0	0	0	1.88
12	RAM NARAYAN HIRVE	92300	1.85	0	0	0	0	1.85
13	SANTOSH	92100	1.84	0	0	0	0	1.84
14	ARPIT SINGH KUSHWAH	91900	1.84	0	0	0	0	1.84
15	KAMLESH SINGH TOMAR	91000	1.82	0	0	0	0	1.82
16	SAMIR MAL BAFNA	90500	1.81	0	0	0	0	1.81
17	KAPIL GUPTA	89100	1.78	0	0	0	0	1.78
18	BHARAT DEWDA	88600	1.77	0	0	0	0	1.77
19	MADHUR SOLANKI	87600	1.75	0	0	0	0	1.75
20	CHETAN WAGLE	87400	1.75	0	0	0	0	1.75
21	AMBALAL	85510	1.71	0	0	0	0	1.71
22	HEMLATA BAFNA	85000	1.70	0	0	0	0	1.70
23	AMIT WAGLE	84000	1.68	0	0	0	0	1.68
24	JAY RATHORE	83500	1.67	0	0	0	0	1.67
25	RAJESH WAGLE	80000	1.60	0	0	0	0	1.60
26	SURUSH CHANDRA GHODAWAT	80000	1.60	0	0	0	0	1.60
27	VIJAY KUMAR TAYDE	80000	1.60	0	0	0	0	1.60
28	SHASHANK JAISWAL	79600	1.59	0	0	0	0	1.59
29	MANISH PARMAR	78000	1.56	0	0	0	0	1.56

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30	VAISHALI RATHORE	75700	1.51	0	0	0	0	1.51
31	ARVIND HIRVE	75700	1.51	0	0	0	0	1.51
32	DHARMENDRA RATHORE	75000	1.50	0	0	0	0	1.50
33	SUNIL CHHIPANI	75000	1.50	0	0	0	0	1.50
34	DEVENDER RATHORE	73700	1.47	0	0	0	0	1.47
35	RAJESH KUMAR VYAS	70000	1.40	0	0	0	0	1.40
36	MADHUBALA	67900	1.36	0	0	0	0	1.36
37	HEMLATA PRAKASH JAIN	66000	1.32	0	0	0	0	1.32
38	VARSHA SAMDANI	61000	1.22	0	0	0	0	1.22
39	TARUN PRAJAPAT	59700	1.19	0	0	0	0	1.19
40	CHETAN B. SHAH	59300	1.19	0	0	0	0	1.19
TOTAL		3393300	67.87	0	0	0	0	67.87

(I)(c) Statement showing holding of securities (including shares, warrants, convertible securities) of persons (together with PAC)								
(ii) belonging to the category "Public" and holding more than 5% of the total number of shares of the company								
Sr. No.	Name(s) of the shareholder(s) and the Persons Acting in Concert (PAC) with them	Number of shares	Shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}	Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of
				Number of warrants	As a % total number of warrants of the same class	Number of convertible securities held	% w.r.t total number of convertible securities of the same class	

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								diluted share capital
1	0	0	0	0	0	0	0	0
TOTAL		0	0	0	0	0	0	0

(I) Statement showing details of locked-in shares				
(d)				
Sr. No.	Name of the shareholder	Number of locked-in shares	Locked-in shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}	Promoter / Promoter Group / Public
1	NA	0	0.00	
TOTAL		0	0.00	

(II) Statement showing holding of Depository Receipts (DRs), where underlying shares held by				
(b) "promoter/promoter group" are in excess of 1% of the total number of shares				
Sr. No.	Name of the DR Holder	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}
1	NA	0	0	0.00
TOTAL		0	0	0.00

(II) (a) Statement showing details of Depository Receipts (DRs)				
Sr. No.	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of outstanding DRs	Number of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}
1	NIL	0	0	0.00

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TOTAL	0	0	0.00
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TOP 10 SHAREHOLDERS OF THE COMPANY AS ON 30th June, 2021

Sr.No	Name of the Shareholders	No. of Shares held	% of Share Capital
1	DINESH KUMAR INANI	119400	2.39
2	KUSUMA DEVI CHAUHAN	99500	1.99
3	PRAKASH CHAND JAIN	99000	1.98
4	PUSHPA BORADE	99000	1.98
5	ANTIMA PAL	97300	1.95
6	GIRISH VERMA	96990	1.94
7	VIJAY HIRVE	96800	1.94
8	JITENDRA KUMAR PADIHAR	96600	1.93
9	KAMLA BAI DEWDA	95000	1.90
10	MEGHA RATHORE	94700	1.89

3.5 FINANCIAL SUMMARY OF THE COMPANY

I. STATEMENT OF ADJUSTED ASSETS AND LIABILITIES

(Amount in Rupees)

Particulars	As at March 31, 2021	As at March 31, 2020	As at March 31, 2019	As at March 31, 2018	As at March 31, 2017
Fixed Assets:					
Gross Block	2968063	1216168	1216168	1216168	1216168
Less: Depreciation	110541	1155360	1155360	1155360	1153519
Net Block	2857522	60808	60808	60808	62649
Add: Capital Work in Progress and Advances on Capital Account	0	0	0	0	0
Total (A)	2857522	60808	60808	60808	62649
Investments (B)	13751875	14251875	14251875	18486075	18993544
Deferred Tax Assets (C)	0	0	0	0	0
Current Assets, Loans and Advances:					
Inventories	0	0	0	0	0
Sundry Debtors	0	74033	74033	74033	0

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Cash and Bank Balances	400847	1006107	1035887	111557	543116
Loans and Advances	71091763	69679440	66567303	60830156	59790113
Other Current Assets	5392613	5078016	5436774	1904533	1921308
TOTAL (D)	76885233	75837596	73113997	62920279	62254537
Liabilities and Provisions:					
Secured Loans	0	0	0	0	0
Unsecured Loans	2634705	0	0	0	0
Finance Lease Obligations	0	0	0	0	0
Deferred Tax Liabilities	28396	0	0	0	0
Current Liabilities and Provisions	2255669	4688412	4309088	1917694	1928507
TOTAL (E)	4918770	4688412	4309088	1917694	1928507
Net Worth (A+B+C+D-E)	88575851	85461867	84646788	79549468	79382223
Represented by					
1. Equity Share Capital	50000000	50000000	50000000	50000000	50000000
2. Share Application Money Pending Allotment/Refund	0	0	0	0	0
3. Reserves & Surplus	38575851	35461867	34646788	29549468	29382223
4. Less: Miscellaneous Expenditure (to the extent not written off or adjusted)	0	0	0	0	0
Net Worth (1+2+3-4)	88575851	85461867	84646788	79549468	79382223

II. STATEMENT OF ADJUSTED PROFITS AND LOSSES

(Amount in Rupees)

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Particulars	As at March 31, 2021	As at March 31, 2020	As at March 31, 2019	As at March 31, 2018	As at March 31, 2017
Income					
Sales					
Revenue from Operations	7719741	6632943	6336660	3732187	3866389
Of Products traded in by the Company	0	0	0	0	0
Net Sales	7719741	6632943	6336660	3732187	3866389
Other Income	22000	2566	0	544536	501015
Increase /(Decrease) in Inventories	0	0	0	0	0
Total	7741741	6635509	6336660	4276723	4367404
Expenditure					
Raw Materials consumed	0	0	0	0	0
Purchase of finished goods	0	0	0	0	0
Staff Costs	1253710	1008000	840000	2015000	1832000
Stores, spares & packing materials consumed	0	0	0	0	0
Loss on Derivatives	0	0	0	0	0
Power and fuel	0	0	0	0	0
Freight, forwarding and other charges	0	0	0	0	0
Brokerage, Commission & Discounts	0	0	0	0	0
Directors Remuneration	0	0	0	0	0
Preliminary expenses written off	0	0	0	0	0
Provision for diminution in the value of investment (Non- Recurring)	0	0	0	0	0

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Other expenses	2356004	2277600	396073	2050141	1343310
Interest and other finance charges	20972	944	3267	3124	2136
Depreciation	110541	0	0	1841	11868
Total	3741227	3286544	1239340	4070106	3189314
Net Profit / (Loss) before tax	4000513	3348965	5097320	206617	1178090
Taxation	886529	1004690	1529196	39371	209054
Net Profit / (Loss) before extra-ordinary items	3113984	2344275	3568124	167246	969036
Extra-ordinary items (net of tax)	0	0	0	0	0
Net Profit/(Loss) after tax and extraordinary items	3113984	2344275	3568124	167246	969036

III. STATEMENT OF ADJUSTED CASH FLOWS

(Amount in Lakhs)

	Particulars	As at March 31, 2021	As at March 31, 2020	As at March 31, 2019	As at March 31, 2018	As at March 31, 2017
A.	CASH FLOW FROM OPERATING ACTIVITIES					
	Net profit/(loss) before tax	4000513	3348965	5097320	206617	1178090
	Adjustments for:					
	- Depreciation	110541	0	0	1841	11868
	- Preliminary Expenses W/off	0	0			
	Excess Income Tax Provision W/back	0	0	0	0	0
	Loss on Sale/Derocognition of Property, Plant & Equipment	55808	0	0	0	0

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- Interest & Finance Charges	0	0	0	0	0
- Interest received	-7019741	-6632943	-6336660	-3760827	-3947369
Dividend received	0	-2566			
Loss(Profit) on Sale of Shares	-700000	0	0	0	0
Operating profit before working capital changes	-3574879	-3286544	-1239340	-3552369	-2757411
Adjustments for :					
- Inventories	0	0	0	0	0
-Trade and other receivables	-1152888	-2753379	-9270000	-1097301	-1605501
-Trade and other payables/ provisions	-3180225	-625366	8610000	158870	1103676
Cash generated from operations	-7907992	-6665289	-9648340	-4490800	-3259236
- Direct taxes refunded / (paid)	-755000	0	0	-209054	-209054
Interest Paid	0	0	0	0	0
-Extraordinary Item	0	0	0	0	0
Net cash from operating activities	-8662992	-6665289	-9648341	-4699854	-3468290
B.	CASH FLOW FROM INVESTING ACTIVITIES				
Purchase of fixed assets	-2796714	0	0	0	0
Sale of fixed assets	0	0	0	0	0

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	Interest received	7019741	6632943	6305056	3732187	3866389
	(inclusive of tax deducted at source)					
	Purchases of long term Investments	0	0	0	0	-408604
	Sale of long term Investments	1200000	0	4236009	507469	50267
	Dividend Income	0	2566	31604	0	0
	Capital WIP, Cap. Adv. & Pre-op. Expenses	0	0	0	0	0
	Others	0	0	0	0	0
	Net cash from/ (used in) investing activities	5423027	6635509	10572669	4268296	3589032
C.	CASH FLOW FROM FINANCING ACTIVITIES					
	Interest paid	0	0	-0	0	0
	Proceeds from issue of Equity Shares incl. of premium	0	0	0	0	0
	Proceeds from long term borrowings	2634705	0	0	0	0
	Net cash from/(used in) financing activities	2634705	0	0	0	0

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	Net Increase / (decrease) in cash & cash equivalents (A+B+C)	-605260	-29780	924329	-431558	120742
	Cash & cash equivalents at the beginning of the period	1006107	1035887	111558	543116	422373
	Cash & cash equivalents at the end of the period	400847	1006107	1035877	111558	543116

IV. SUMMARY OF ACCOUNTING RATIOS

Particulars	Unit	As at March 31, 2021	As at March 31, 2020	As at March 31, 2019	As at March 31, 2018	As at March 31, 2017	As at March 31, 2016
Nominal value of shares	Rupees	10	10	10.00	10.00	10.00	10.00
Basic and diluted earnings per Share	Rupees	0.62	0.47	0.71	0.03	0.19	0.23
Net Asset Value per share	Rupees	17.72	17.09	16.62	15.91	15.88	15.68
Return on net worth	%	3.52%	2.74%	4.29%	0.21%	1.22%	1.45%
Weighted average number of shares	No.	5000000	5000000	5000000	5000000	5000000	5000000

Note: Definition of ratios

Basic and diluted earnings per Share	=	{Adjusted Profit / (Loss) after tax as per the Statement of Adjusted Profits and Losses} / {Weighted average number of shares}
Net Asset Value	=	{Net worth as per Statement of Adjusted Assets and Liabilities as reduced by share application money pending allotment/refund} / {Weighted average number of shares}
Return on Net worth	=	{Adjusted Profit / (Loss) after tax as per Statement of Adjusted Profits and Losses} / {Net worth as per Statement of Adjusted Assets and Liabilities}

Note: Figures are re-grouped and rounded-off wherever required in the para 3.5 of the Information Memorandum.

SECTION 4: ABOUT THE COMPANY

4.1 COMPANY & BUSINESS

Systematix Securities Limited was originally incorporated on 17th March, 1986 under the companies Act, 1956 (No. 1 of 1956) as "Murari Consultancy Services Private Limited" having registration no. 40357 of 1986 with Registrar of Companies, West Bengal. The name of the company subsequently changed to "Systematix Securities Private

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Limited” and a fresh certificate of change of name is obtained from ROC, West Bengal on 19th December, 1994. The name of the company was again changed from “Systematix Securities Private Limited” to “Systematix Securities Limited” on 21st December, 1994 vide a fresh certificate of change of name from ROC, West Bengal. The Corporate Identification Number (CIN) of the Company is L65999WB1986PLC040357. The Company does not have any subsidiaries.

The Registered office of the company was situated earlier at 237, Kamalaya Centre, 156-A Lenin Sarani, Kolkata - 700087, West Bengal but for more effective operations we have transferred our registered office to Rajasthan at 35, Old Industrial RIICO Area, Chittorgarh, Rajasthan - 312001 Tel.No. 09414111117
Email: systematixctor@gmail.com, Website: www.systematixsecurities.in .

The Main Object of the company to be pursued by the company on its incorporation are:

1. To carry on business, profession or vocation of acting as Consultant, Advisors, Managers, Trustees, Attorneys and Agents for all Matters and problems arising out of, relating to or touching upon the field of finance, Investment, real estate, foreign exchange, taxation, law, import-export, administration, organisation, management, technoeconomics, costings, commencement and expansion of trade, commerce and industries, Including construction of plants and building, purchasing techniques, production, storage, purchases, sales, marketing, distribution, advertising, publicity, material and cost control and rendering of services to individuals, firms, bodies corporate, institutions, concerns and association (whether incorporated or not and departments of the Government) and all public and Local Authorities (whether Indian or Foreign).
2. To carry on business of an Investment company and to underwrite sub-underwrite, to invest in, and hold, sell, buy, or otherwise deal in shares, debentures, debenture- stocks, bonds units obligations, mortgages and securities issued for guarantee by Indian or Foreign Government, States, Dominions Sovereigns, Municipalities or Public Authorities or bodies and shares, Stocks, debentures, debentures-stocks, bonds, obligation, mortgages and securities and guaranteed by any company, corporation, firm or person whether incorporated or established in India or elsewhere provided that the Company shall not carry on the business of banking as defined in the Banking Regulation Act, 1949 or of Insurance as defined in the Insurance Act, 1938, or any Statutory modification thereof.

4.2 MANAGEMENT

The Articles of Association of our Company requires that the number of directors shall be a minimum of three (3) and a maximum of twelve (12). Currently, the Board of Directors of our Company comprises Six (4) directors, consisting of one (1) Whole Time Director (Executive), Three (3) Independent Non-Executive Directors.

The Company is currently managed by Mr. Rajesh Kumar Inani (Whole Time Director) with the help of other Key Managerial Personnel namely Mr. Ajit Singh Kumpawat Chief Financial Officer (CFO) and Mrs. Pratibha Ranka, Company Secretary and Compliance Officer of the Company.

OUR BOARD OF DIRECTORS

Sr.	Name, Age,	Designation,	No. of	Other Directorship	Residential Address
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No.	Qualification, Occupation and DIN	Date of Appointment	Shares held in the Company		
1.	Mr. Rajesh Kumar Inani 55years M.com Business DIN – 00410591	Whole Time Director (Executive) and Non-Independent Director 27/09/2018	Nil	NIL	32-A, Shri ram Kutir Kumbha Nagar Chittorgarh, RJ – 312001.
2	Mr. Basanti Lal Agal 63 years M.com DIN: 08416577	Non-Executive Independent Director 22/04/2019	NIL	NIL	Surana Mohalla, Chittorgarh (Raj.)312001
3	Anita Maheshwari 33 years Graduate DIN: 08416603	Non-Executive Independent Director 22/04/2019	Nil	NIL	12-A, Kumbha Nagar, Chittorgarh (Raj.)312001
4	Madhav Inani 31 years Graduate DIN: 03370896	Non-Executive Independent Director 31/03/2020	Nil	NIL	Shri ram kutir, 32-A, Kumbha nagar, Chittorgarh (Raj.)312001

BRIEF PROFILE OF THE BOARD OF DIRECTORS OF OUR COMPANY

Mr. Rajesh Kumar Inani, aged 53 years, is an Executive, Whole Time Director and Non-Independent Director of the Company. He has been on the Board of our Company since September 27, 2018. He is commerce graduate. He is very instrumental in the growth of the Company. He looks after day-to-day affairs of the Company.

Mrs. Anita Maheshwari, aged 33 years, is a Non-Executive Independent Director. She has been on the Board of our Company since April 22, 2019. He is a qualified as in BA.

Mr. Basanti Lal Agal, aged 63 years, is a Non-Executive Independent Director. He has been on the Board of our Company since April 22, 2019. He is a qualified as in M.COM.

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Mr. Madhav Inani, aged 31 years, is Non-Executive Non-Independent Director of the Company. He is qualified as B.com. He has been on the Board of our Company since March 31, 2020.

CHANGES IN BOARD OF DIRECTORS LAST 3 YEARS

Name	Nature of Change	Date of Change	Reasons for Change
Mr. Sudhir Samdani	Resignation	28/09/2018	Due to other professional work
Mrs. Swati Chhajed	Resignation	07/12/2018	Due to other professional work
Mrs. Anita Maheshwari	Appointment	22/04/2019	Not applicable
Mr. Basanti Lal Agal	Appointment	22/04/2019	Not applicable
Mr. Rakesh Sethiya,	Resignation	31/03/2019	Retirement
Mr. Bhahwati Prasad Sharma,	Resignation	31/03/2019	Retirement
Mr. Jagdish Rathi,	Resignation	31/03/2019	Retirement
Mr. Vasudev Bharadia	Appointment	31/03/2019	Not applicable
Mr. Madhav Inani	Appointment	31/03/2019	Not applicable
Mr. Vasudev Bharadia	Resignation	10/08/2019	Due to other professional work
Mr. Madhav Inani	Resignation	10/08/2019	Due to other professional work
Mr. Madhav Inani	Appointment	31/03/2020	Not applicable

COMPENSATION TO DIRECTORS

No compensation is paid to any directors of the Company in FY 2020-21.No sitting fee has been paid to any directors for board meeting or committee meetings.

INTEREST OF DIRECTORS

All of our Directors, including our Independent Directors, may be deemed to be interested to the extent of fees, if any, payable to them for attending meetings of the Board or a committee thereof, as well as to the extent of other remuneration and reimbursement of expenses, if any, payable to them under our Articles of Association.

Our directors may also be deemed to be interested to the extent of equity shares held by them, if any, and any dividend payable to them and other distributions in respect of the said Equity Shares.

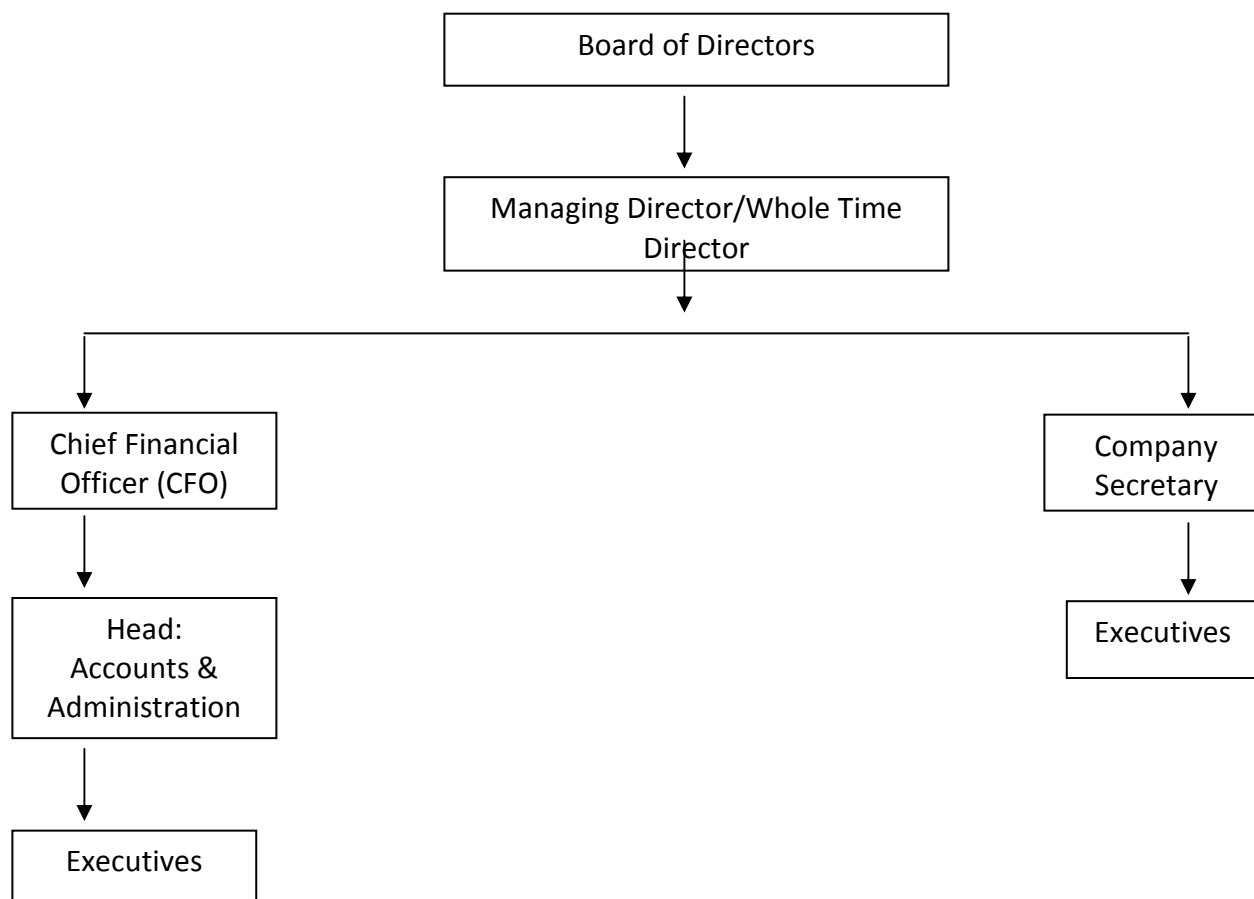
MATERIAL CONTRACTS / AGREEMENTS

There are no material contracts, agreements (including agreements for technical advice and collaboration), concessions and similar other documents (except those entered into in the ordinary course of business carried on or intended to be carried on by the company) has been entered by the Company including shareholders' agreement.

ORGANIZATION STRUCTURE

SYSTEMATIX SECURITIES LTD.

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Web: www.systematixsecurities.in, E-mail- systematixctor@gmail.com, CIN: L65999RJ1986PLC070811



4.3 CORPORATE GOVERNANCE

Our Company has taken necessary steps to implement the provisions of the Corporate Governance in the spirit of listing of its equity shares on the Stock Exchange. The Issuer has complied with the requirements of Corporate Governance contained in the Listing Regulations, particularly those relating to composition of board of directors, constitution of committees. The Issuer Company has already constituted the following committees:

- Audit Committee
- Stakeholder Relationship Committee
- Nomination and Remuneration Committee

The details of committees constituted in compliance with the Corporate Governance are:

1. AUDIT COMMITTEE

The Audit Committee has two Independent and Non- Executive Directors and one Executive Director. The CFO of the Company is the permanent invitee to the Audit Committee Meetings. The composition of Audit Committee is as under:

Name of the Member	Category	Status
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Mr. Basanti Lal Agal	Non-executive Independent Director	Chairman
Smt. Anita Maheshwari	Non-executive Independent Director	Member
Mr. Madhav Inani	Non-executive Independent Director	Member

Terms of reference of the Audit Committee

The terms of reference of Audit Committee are as under:

- Overseeing the Company's financial reporting process and disclosure of financial information to ensure that the financial statement is correct, sufficient and credible.
- Recommending the appointment and removal of external auditor, fixation of audit fee and approval of payment of any other services:
- Reviewing with management, the annual financial statement before submission to the Board for approval, with particular reference to:
 - a. Matters required to be included in the Directors responsibility statement to be included in the board's report as per Section 134(3)(C) of the Companies Act, 2013.
 - b. Changes in the Accounting policies and practices and the reasons for the same, major accounting entries and significant adjustments made in the financial statements arising out of audit findings.
 - c. Compliance with listing and other legal requirements relating to financial statements.
 - d. Disclosure of any related party transactions.
 - e. Qualifications in the draft audit report if any.
- Discussing with external auditors before the audit commences on the nature and scope of audit, as well as having post-audit discussion to ascertain any area of concern,
- Reviewing the management discussion and analysis of the financial conditions and results of operations
- .Reviewing with the management and the statutory auditors anticipated changes in the Accounting Standards.
- Reviewing the Company's financial and risk management policies;
- Undertake such other functions as may be entrusted to it by the Board from time to time.

2. REMUNERATION COMMITTEE

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The composition of Remuneration Committee is as under:

Name of the Member	Category	Status
Mr. Basanti Lal Agal	Non-executive Independent Director	Chairman
Smt. Anita Maheshwari	Non-executive Independent Director	Member
Mr. Madhav Inani	Non-executive Independent Director	Member

Functions of reference in brief

- Formulate Remuneration Policy and a policy on Board diversity
- Formulate criteria for evaluation of Directors and the Board.
- To ensure that the Remuneration Policy shall also include the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board a policy, relating to the remuneration for the Directors, Key Managerial Personnel and other employees.
- Identify persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down, recommend to the Board their appointment and removal and shall carry out evaluation of every Director's performance.
- To ensure that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully; relationship of remuneration to performance is clear and meets appropriate performance benchmarks.
- Remuneration to Directors, Key Managerial Personnel and Senior Management involves a balance between fixed and incentive pay reflecting short- and long-term performance objectives appropriate to the working of the Company and its goals.

3. STAKEHOLDERS' RELATIONSHIP COMMITTEE

The composition of Shareholders/Investors' Grievance and Share Transfer Committee is as under:

Name of the Member	Category	Status
Mr. Basanti Lal Agal	Non-executive Independent Director	Chairman
Smt. Anita Maheshwari	Non-executive Independent Director	Member
Mr. Madhav Inani	Non-executive Independent Director	Member

Functions of Reference:

- Oversee and review all matters connected with the transfer of the Company's securities.
- Monitor redressal of investors' / shareholders' / security holders' grievances.
- Oversee the performance of the Company's Registrar and Transfer Agents.
- Recommend methods to upgrade the standard of services to investors.
- Carry out any other function as is referred by the Board from time to time or enforced by any statutory notification / amendment or modification as may be applicable.

KEY MANAGERIAL PERSONNEL ("KMP")

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The following are the Key Managerial Personnel of the Company in addition to Mr. Rajesh Kumar Inani, the Whole Time Director of the Company:

Name	Designation
Mr. Ajit Singh Kumpawat	Chief Financial Officer
Mrs. Pratibha Ranka	Company Secretary & Compliance Officer

4.4 PROMOTER & PROMOTER GROUP

The Promoter & Promoter Group of the Company is as under:

Name	Address	Qualification	Experience
Mrs. Neelam Sethiya	Flat 301 Lotus Garden 26/2 Manorama Ganj, Indore, MP – 452010	B.COM	25 Years
Mr. Anand Sethiya	Flat 301 Lotus Garden 26/2 Manorama Ganj, Indore, MP – 452010	B.COM, CA	35 Years
Manoj Gupta	502, Chocolate regency, 146/1, Bhaktawar Ram nagar, Sector F, Near child care hospital, Tilaknagar, Indore	B.COM	20 Years
Mr. Rakesh Sethiya	Juna Bazar, Chittorgarh, RJ - 312001	BSC	30 Years
Madhu Khandelwal	210, Ashirwad apartment, kailash park, geeta bhawan, Indore	B.COM	15 years
C.P. Khandelwal	210, Ashirwad apartment, kailash park, geeta bhawan, Indore	B.COM	25 Years
Ravi Vidhya	B6/9 Mhananda Nagar, Near Shopping Complex Ujjain - 456010	B.COM	17 Years
Basant Sethiya	Juna Bazar Chittorgarh - 312001	B.COM	20 Years
Manish Vidhya	405 konark apartment, 16/2, Manorma ganj, Indore (M.P.)	Engineer	18 Years
Gems Forward Trades Pvt. Ltd (Formerly known as Systematix Leasing & Investment Ltd)	106 Manas Bhawan 11 RNT Marg, Indore, MP – 452010	NA	NA
Yug Software P. Limited (Formar known as Cactus Software Limited)	113/131 Swaroop Nagar, Kanpur (U.P.)	NA	NA

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Microse Fund Management Pvt Ltd	26 PK Tagore Street Kolkata WB - 700006	NA	NA
Tarnado Investment & Sales Pvt Ltd	111 Manas Bhawan RNT Marg, Indore, MP – 452010	NA	NA
Systematix Mercantile Ltd	Classic house Flat No. 202 Manik Bagh Road Indore - 452010	NA	NA

CHANGE IN MANAGEMENT CONTROL OF THE COMPANY

There is no change in management control of the Company during the last 10 years.

The shareholding pattern of the Promoter's Group of our company as on 30th June, 2021 is as under:

Promoters' Group	No. of Shares	% of Paid-up Capital
Mr. Rakesh Sethiya	5,000	0.10%
Mrs. Neelam Sethiya	3,77,500	7.55%
Mr. Anand Sethiya	10,000	0.20%
Systematix Leasing & Investment Ltd	1,33,000	2.66%
Total	5,25,500	10.51%

HOLDING / SUBSIDIARIES OF THE COMPANY

There are no holding and/or subsidiaries of the Company.

CHANGES IN ACCOUNTING POLICIES IN THE LAST 3 YEARS

There is a change in accounting policies during the last 3 years of the Company.

GOVERNMENT APPROVALS OR LICENSING AGREEMENTS

There is no government approval which is pending as on date. Also, there is no licensing agreement entered with any entity by the Company.

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5.1 EXTRACT FROM ANNUAL REPORT OF 2020-21

DIRECTOR'S REPORT

To the members of SYSTEMATIX SECURITIES LIMITED

Your directors have pleasure in presenting their 35th Annual Report and the Audited Accounts for the Financial Year ended 31st March 2021.

Financial Results and Operations:

(Rupees in Lacs)

Particulars	2020-21	2019-20
Revenue from operations	77.42	66.36
Profit before Interest, Dep. & Taxes	41.32	33.50
Interest	0.21	0.01
Depreciation	1.11	-
Profit Before Tax	40.00	33.49
Provision for Taxation	8.58	10.05
Provision for Deferred Tax	0.28	0.00
Profit After Tax	31.14	23.44
Other Comprehensive Income	0.00	0.00
Total Comprehensive Income	31.14	23.44
Earnings Per Share	0.62	0.47

DIVIDEND

To provide more strength to the company, your Directors have not recommended any dividend for the year under review

FIXED DEPOSITS

Your company has not accepted or invited any deposits from public under Companies Act 2013, during the year under review.

DIRECTORS:

In accordance with the provision of the Companies Act, 2013 no director is liable to retire by rotation as independent directors are proposed to appoint for five years in forthcoming annual general meeting.

Mr. Madhav Inani is appointed as Additionaldirector w.e.f. 31.03.2020possess appropriate balance of skill expertise and knowledge and is qualified for appointment as director under Companies Act 2013.

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All Independent Directors of the company have confirmed that they are complying with the requirement of section 149(6) of the companies act, 2013 and applicable provisions of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

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DIRECTOR'S RESPONSIBILITIES STATEMENT

Pursuant to the requirement under Section 134(3)(C) read with section 134(5) of the Companies Act, 2013, with respect to the Director's Responsibility Statement, your directors hereby confirm:

- I) That in the preparation of the annual accounts for the financial year ended 31st March 2021; the applicable accounting standards have been followed;
- II) That they have selected such accounting policies and applied them consistently and made judgments, and estimate 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 financial year and of the profit of the Company for the year under review;
- III) That they have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provision of this Act, for safeguarding the assets of the Company and for preventing and detecting Fraud and other irregularities.
- IV) That they have prepared the annual accounts on a going concern basis.
- V) That they have laid down internal financial controls in the company that are adequate and were operating effectively.
- VI) That they have devised proper systems to ensure compliance with the provisions of all applicable laws and these are adequate and are operating effectively.

AUDITORS:

M/s. B.K. Dad & Associates., Chartered Accountants, Chittorgarh, who are the Statutory Auditors of the Company hold office till the conclusion of the forthcoming AGM and are eligible for re-appointment. Pursuant to the provision of Section 139 of the Companies Act, 2013 and the Rules framed there under, it is proposed to appoint M/s. B.K. Dad & Associates as statutory auditors of the Company for the financial year 2021-22

COMMENTS ON AUDITORS REPORT

The Board has duly reviewed the Statutory Auditors' Report on the Accounts. The observations and comments, if any, appearing in the Auditors' Report are self-explanatory and do not call for any further explanation/clarification by the Board of Directors.

AUDIT COMMITTEE

Under the provisions of section 177 of Companies Act, 2013 and Listing Regulation with the Stock Exchanges an Audit Committee Comprises of Shri Basanti Lal Agal, Smt. Anita Maheshwari, and Shri Madhav Inani are independent directors of the Company.

CORPORATE GOVERNANCE:

A separate section titled "Corporate Governance" including a certificate from the Auditors of the Company confirming compliance of the conditions of the Corporate Governance as stipulated under Regulation 27 of the Listing Regulation and also the Management Discussion and Analysis Report and CEO certification are annexed hereto and form part of the report.

PARTICULARS OF EMPLOYEES

The Company did not have any employee, during the year drawing remuneration attracting the provision of section 197 read with rule 5 of the Companies Act, 2013 read with the Companies (particulars of employees) Rule 1975. The company continued to have cordial and harmonious relations with employees. In totality our employees have shown a high degree of maturity and responsibility in responding to the changing environment, economic and the market condition.

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HUMAN RESOURCES DEVELOPMENT

Your Company believes that nurturing and development of human capital is of key importance for its operations, The HR policies and procedures of your Company are geared up towards this objective. In totality our employees have shown a high degree of maturity and responsibility in responding to the changing environment, economic and the market condition.

CODE OF CONDUCT

The company has laid-down a code of conduct for all Board members and senior management of the Company. All the Board members and senior management personnel have affirmed compliance with the code of conduct. The code of conduct has posted on website of the company i.e <http://www.systematixsecurities.in>

EXTRACT OF ANNUAL RETURN

The detail forming part of the extract of the Annual Return in Form MGT-9 is annexed herewith as **Annexure-A**

CORPORATE SOCIAL RESPONSIBILITY (CSR)

In terms of section 135 and Schedule VII of the Companies Act, 2013 are not applicable to our company. So there is not constituted a CSR Committee of the Board.

SECRETARIAL AUDIT

Pursuant to provisions of Section 204 of the Companies Act, 2013 read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules 2014, your Company engaged the services of M/s BHOMIA SOLANKI & ASSOCIATES LLP, Company Secretary in Practice, Indore to conduct the Secretarial Audit of the Company for the financial year ended March 31, 2021. The Secretarial Audit Report (in Form MR-3) is attached as **Annexure-B** to this Report

RELATED PARTY TRANSACTIONS

Related party transactions that were entered during the financial year were on an arm's length basis and were in the ordinary course of business. There were no materially significant related party transactions with the Company's Promoters, Directors, Management or their relatives, which could have had a potential conflict with the interest of the company. Transactions with related parties entered by the company in the normal course of business are periodically placed before the Audit Committee for its omnibus approval and the particulars of contracts entered during the year as per Form AOC-2 is enclosed as **Annexure-C**

The board of Director of the company has on the recommendation of the Audit Committee adopted a policy to regulate transactions between the Company and its Related Parties, in compliance with the applicable provisions of the Companies Act 2013, the Rules thereunder and the Listing Regulations. This Policy was considered and approved by the Board has been uploaded on the website of the company at www.systematixsecurities.in under investors/policy documents/Related Party Policy link.

BOARD MEETING HELD DURING THE YEAR

During the year, 6 meetings of the Board of Directors were held. The dates on which board meeting were held are as follow:

30th June, 2020, 29th August, 2020, 15th October, 2020, 08th December, 2020 and 28th January, 2021.

ACKNOWLEDGMENT:

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The Board places on record its deep appreciation of the devoted services of loyal workers, executives and other staff of the Company, who have contributed to the performance and company's continue inherent strength. Your directors also wish to thank the banks and other stakeholders for their continued support and faith respond in the Company. We look forward to their continued support in the future.

5.2 FINANCIAL STATEMENT

SYSTEMATIX SECURITIES LIMITED			
BALANCE SHEET AS AT 31.03.2021			
		(Amount in Lakhs)	
		2020-21	2019-20
I. EQUITY & LIABILITIES		(Rs. In Lakhs)	(Rs. In Lakhs)
(1) Shareholders' funds			
(a) Share Capital		500.00	500.00
(b) Reserves & Surplus		385.77	354.62
(2) Share application money pending allotment		-	-
(3) Non-current Liabilities			
(a) Long-term borrowings		26.35	-
(b) Deferred tax liabilities (Net)		0.28	-
(c) Long term provisions		-	-
(4) Current Liabilities			
(a) Short Term borrowings		-	-
(b) Trade payables		-	-
(c) Other current liabilities		19.00	18.68
(d) Short-term provisions		2.52	28.20
(e) Current tax liabilities (net)		1.03	-
Total		934.95	901.50
II. ASSETS			
(1) Non-current assets			
(a) Fixed assets			
(i) Tangible assets		28.58	0.61
(ii) Capital Work in Progress			

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(b) Non-current investments		137.52	142.52
(c) Long term loans and advances		-	-
(2) Current assets			
(a) Inventories		-	-
(b) Trade receivables		-	0.74
(c) Cash & cash equivalents		4.01	10.06
(d) Short term loans and advances		710.92	696.79
(e) Other current assets		53.92	50.78
Total		934.95	901.50

SYSTEMATIX SECURITIES LIMITED

PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED 31.03.2021

Particulars	2020-21	2019-20
	(Rs. In Lakhs)	(Rs. In Lakhs)
<u>INCOME :</u>		
Revenue from operations	70.20	66.32
Other Income	7.22	0.03
Total Revenue	77.42	66.35
<u>EXPENSES :</u>		
Cost of materials consumed	-	-
Changes in inventories of finished goods and work-in-progress	-	-
Employee benefits expense	12.54	10.08
Finance cost	0.21	0.01
Depreciation	1.11	-
Other expenses	23.56	22.78
Total expenses	37.42	32.87
Profit before exceptional and extraordinary items and tax	40.00	33.49
Exceptional Items	-	-
Profit before extraordinary items and tax	40.00	33.49
Extraordinary Items	-	-
Profit before tax	40.00	33.49
Tax expense:		
(1) Current tax	8.58	10.05

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(2) Deferred tax	0.28	-
(3) Earlier year tax	-	-
Profit/(Loss) for the year (after tax)	31.14	23.44
Earning per equity share:		
(1) Basic	0.62	0.47
(2) Diluted	0.62	0.47

SYSTEMATIX SECURITIES LIMITED		
CASH FLOW STATEMENT		
For the year ended 31.03.2021		
Particulars	Year Ended	Year Ended
	31.03.2020	31.03.2019
	(In Lakhs)	(In Lakhs)
A. Cash flow from operating activities		
Net profit before tax & extraordinary items	40.01	33.49
Adjustment for :		
Depreciation	1.11	-
(Profit)/loss on sale of Fixed Assets	-	-
Interest/Dividend Received	(70.20)	(66.36)
Discount received	(0.22)	-
Loss/ (Profit) on sale of shares	(7.00)	-
Loss on sale/derecognition of Property,Plant& Equipment	0.56	-
Operating profit before working capital changes	(35.74)	(32.87)
Adjustment for :		
Trade and Other Receivables	(11.53)	(27.53)
Inventories	-	-
Trade Payables	(31.82)	(6.25)
Cash generated from operations	(79.09)	(66.65)
Interest Paid	-	-
Income Tax paid	(7.55)	-
Cash flow before extraordinary items	(86.64)	(66.65)
Extraordinary items	-	-

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Net cash from operating activities	(86.64)	(66.65)
B. Cash flow from investment activities		
Sale of Investment	12.00	-
Purchase of Fixed Assets	(27.96)	-
Capital WIP, Cap. Adv. & Pre-op. Exps.	-	-
Interest received	70.20	66.33
Dividend Received	-	0.03
Net cash from investment activities	54.24	66.36
C. Cash flow from financing activities		
Proceeds from Share Capital	-	-
Proceeds from borrowings	26.35	-
Repayment of borrowings	-	-
Capital receipts	-	-
Interest paid	-	-
Net cash from financing activities	26.35	-
Net increase in cash and cash equivalents	(6.05)	(0.30)
Cash and cash equivalents opening balance		
Cash & Bank balance	10.06	10.36
Cash and cash equivalents closing balance		
Cash & Bank balance	4.01	10.06

5.3 MANAGEMENT DISCUSSION AND ANALYSIS: (Extract from Annual Report FY 2019-20)

Indian Economy And Industry Overview

The Indian economy had its own sets of challenges during the year. It dealt with issues like high inflation, tightening monetary policy, weakening industrial growth and investments and depreciating rupee. In the domestic market, better macroeconomic conditions, coupled with improved sentiment post the general elections, helped India to be among the better performing emerging market economies. There was a slight increase in the GDP growth, while inflation moderated and the Rupee remained relatively stable during the year.

Economic Overview (2020-21)

The COVID-19 Pandemic event has severely affected industry in financial year 2020-21.

OPPORTUNITIES & THREATS

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As a financial services intermediary, the company's growth and profitability are, to a large part, dependent on the stable growth and functioning of the Capital markets. The growth of financial services sector will allow the Company to grow businesses in each of the verticals. However, stubborn inflation, high fiscal and slow pace of reforms has led to the sliding of Indian GDP growth to around 6.1%. Renewed political uncertainty at the centre currently is continuing to cast its shadow on the return of growth. Given this none too-rosy scenario for FY21, the goal for this year for the Company will be to improve operating efficiency.

RISKS AND CONCERNS

The Company faces normal business challenges of market competition in its business and needs to continuously seek attractive growth opportunities. The Company adopts suitable business strategies to counter these challenges. As a part of the overall risk management strategy, the Company consistently insures its assets and generally follows a conservative financial profile by following prudent business practices.

INTERNAL CONTROL SYSTEM

The Companies Internal control/supervisory system is established to ensure that board and management are able to achieve their business objectives in a prudent manner, safeguarding the interest of Companies shareholders and other stakeholders whilst minimizing the key risk such as fraud, misleading financial statements, breach of legal and contractual obligation, unauthorized business activity.

HUMAN RESOURCE

Your Company follows a strategy of attracting and retaining the best talent and keep employees engaged, motivated and innovative. The Company continues to have cordial relations with its employees and provide personnel development opportunities for all round exposure to them.

FINANCIAL & OPERATIONAL PERFORMANCE

Financial and Operational performance forms part of the Annual Report and is presented elsewhere in the report.

CAUTIONARY STATEMENT

Some of the Statements in Management discussion and Analysis describing Companies objective may be "forward looking statement" within the meaning of applicable Securities law and Regulations. Actual results may differ substantially or materially from those expressed or implied. Important factors that could influence companies operation include various global and domestic economic factors.

SECTION 6: LEGAL AND OTHER INFORMATION OF THE COMPANY

CASES INVOLVING THE COMPANY

There are no cases against the Company in any courts in India or abroad.

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CASES INVOLVING THE PROMOTERS AND DIRECTORS OF THE COMPANY

There are no cases against the Company in any courts in India or abroad.

CASES INVOLVING GROUP COMPANIES

Not applicable as there are no group companies to Systematix Securities Limited.

MECHANISM FOR REDRESSAL OF INVESTOR GRIEVANCES

The agreement between the Registrar & Transfer Agent and the Company provides for retention of records with the Registrar to the Company for a period of at least one year from the last date of dispatch of the letters of allotment, demat credit and refund orders to enable the investors to approach the Registrar to the Issue for redressal of their grievances.

All grievances relating to the Company may be addressed to the Registrar to the Company, giving full details such as name, folio number, address of the applicant, contact details, email and a brief about the matter.

DISPOSAL OF INVESTORS' GRIEVANCES

The Company or the Registrar to the Company shall redress routine investor grievances within thirty business days from the date of receipt of the complaint. In case of non-routine complaints and complaints where external agencies are involved, our Company will seek to redress these complaints as expeditiously as possible.

The Board of Directors of our Company has constituted a Stakeholders Relationship Committee which, inter-alia, approves issue of duplicate certificates and oversees and reviews all matters connected with securities transfers and other processes.

The Committee also looks into redressal of shareholders' complaints related to transfer of shares, non-receipt of declared dividend, etc. The Committee oversees performance of the R&TA and recommends measures for overall improvement in the quality of investor services. The summary statement of investor related transactions and details are also considered by the Board of Directors of the Company.

The company assures that the Board of Directors in respect of the complaints, if any; to be received shall adhere to the following schedule:

Sr. No.	Nature of Complaints	Time Table for redressal
1	Non-receipt of Share Certificate / Demat Credit	Within 30 working days of receipt of complaint subject to production of satisfactory evidence(s)
2	Any other complaint w.r.t. the Company	Within 30 working days of receipt of complaint with all relevant papers / evidence(s)

As of date of the Information Memorandum, there were no investor complaints pending with / against our Company.

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The Company has appointed Mrs. Namita Acharya, Company Secretary of the Company, as Compliance Officer who would directly deal with respect to implementation /compliance of various laws, regulations and other directives issued by SEBI and matters related to investor Complaints.

CHANGES IN AUDITORS OF THE COMPANY

There is no change in Statutory Auditors of the Company for the last 5 years.

CAPITALIZATION OF RESERVES OR PROFITS

The company has not carried out capitalization of Reserves or Profits during the last 5 years.

REVALUATION OF ASSETS

The company has not revalued its assets during the last five years.

SECTION 7: OTHER INFORMATION

7.1 LIST MATERIAL CONTRACTS AND DOCUMENTS FOR INSPECTION

1. Memorandum and Articles of Association of our Company as amended from time to time.
2. Tripartite Agreement dated April 24, 2019 between the CDSL, the Company and the Registrar.
3. Tripartite Agreement dated December, 21, 2020 between the NSDL, the Company and the Registrar.
4. Copy of the Annual Reports of the Company for the last 5 financial years (FY2017 to FY2021) and Quarterly Results for the quarter ended on June, 30, 2021.
5. Reconciliation Share Capital Audit Report for the quarters ended on June, 30, 2021.
6. SCORES Authentication Report as received from SEBI
7. All disclosures as required under the Listing Agreement and SEBI Regulations during the last one year by the promoters, directors and the company.
8. Copies of fresh Certificate of Incorporation consequent upon Change of Name over the period of time which was obtained from Registrar of Companies, West Bengal time to time.

Note: All documents are available for verification at the Registered Office of the Company during its working hours except on Sundays and Public Holidays.

7.2 DECLARATION

No statement made in this information memorandum shall contravene any of the provisions of the Companies Act, 2013 and the rules made thereunder. All the legal requirements as also the guidelines, instructions, etc. issued by SEBI, government or any other competent authority in respect of listing of equity shares have been duly complied with.

All the information contained in this document is true and correct.

Signed on behalf of the Board of Directors of the Company:

SYSTEMATIX SECURITIES LTD.

Registered Office: Plot 35, Old Industrial RIICO Area, Chittorgarh, Rajasthan, India 312001, Mob. No. - 9414111117

Web: www.systematixsecurities.in, E-mail- systematixctor@gmail.com, CIN: L65999RJ1986PLC070811

Rajesh Kumar Inani
Whole Time Director

Place: Chittorgarh

Date:23.08.2021