Siel Financial Services Limited

Refer: SFSL/BSE/ May 23, 2018

BSE Limited
P.J. Towers,
Dalal Street
Fort, Mumbai - 400001

Sub : Standalone Audited Financial Results for the Quarter and Year ended on 31.03.2018

Dear Sir,

The Board of Directors of the Company in its meeting held today, inter-alia considered, approved and taken on record the Standalone Audited Financial Results of the Company for the year and quarter ended on 31st March, 2018.

In terms of the Regulation 33(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the followings :

1. Standalone Audited Financial Results of the Company for the Quarter and Year ended on 31st March, 2018.
2. Audit Report of the Statutory Auditors and
3. Annexure I as a Statement on Impact of Audit Qualifications.

These results have been published in the newspapers.

Thanking you,

Yours faithfully,

(MADHU VRAT KAUSHIK)
DIRECTOR
DIN-07297518

Encl: as above.

Siel Financial Services Limited

Regd. Office : Soni Mansion, 12-B, Ratlam Kothi, Indore - 452001(M.P.)

Statement of Standalone Audited Financial Results for the Quarter and Year Ended on 31.03.2018

Rs in Lacs

S.No.	Particulars	Quarter Ended			Year Ended	
		Audited	Unaudited	Audited	Audited	
		March 31,2018	December 31,2017	March 31,2017	March 31,2018	March 31,2017
I	Revenue from Operations	-	-	-	-	
II	Other Income	1.72	1.10	0.67	29.09	72.60
III	**Total Revenue (I + II)**	1.72	1.10	0.67	29.09	72.60
IV	**Expenses**					
	Cost of materials consumed	-	-	-	-	-
	Purchases of stock-in-trade	-	-	-	-	-
	Changes in inventories of finished goods, work-in-progress and stock-in-trade	-	-	-	-	-
	Employee benefits expense	-	-	-	-	-
	Finance Cost	-	-	(0.00)	-	35.31
	Depreciation and amortisation expense	-	-	-	-	-
	Other expenditure	3.88	1.28	0.99	11.80	25.56
	Total Expenses	**3.88**	**1.28**	**0.98**	**11.80**	**60.86**
V	**Profit before exceptional items and tax(III - IV)**	(2.16)	(0.17)	(0.31)	17.29	11.74
VI	Exceptional Items	-		-		190.20
VII	**Profit before tax(V - VI)**	(2.16)	(0.17)	(0.31)	17.29	201.94
VIII	Tax expenses					
	(1) Current Tax	(1.72)	-	3.27	4.45	13.97
	(2) Defered Tax	-	-	-	-	
	(3) Mat Credit Entitlement	-	-	-	-	
IX	**Profit/(Loss) for the period from continuing opertions (VII - VIII)**	(3.88)	(0.17)	(3.58)	12.84	187.97
X	**Profit / Loss for the Period**	(3.88)	(0.17)	(3.58)	12.84	187.97
XI	**Other Comprehensive Income**					
	A (i) Items that will not be reclassified to profit or loss	-	-	-	-	
	(ii) Income Tax relating to items that will not be reclassified to profit or loss	-	-	-	-	
	B (i) Items that will be reclassified to profit or loss	-	-	-	-	
	(ii) Income Tax relating to items that will be reclassified to profit or loss	-	-	-	-	
XII	**Total Comprehensive Income for the period (X + XI) (Comprising profit/(loss) and other Comprehensive Income for the period)**	(3.88)	(0.17)	(3.58)	12.84	187.97
XIII	Paid-up Equity Share Capital (Face value of Rs.10/- each	1,132.30	1,132.30	1,132.30	1,132.30	1,132.30
XIV	Reserve excluding Revaluation Reserves as per balance sheet	-	-	-		-
XV	**(i) Earning Per Share (of Rs. 10/- each)**					
	(a) Basic	(0.03425)	(0.00155)	(0.03684)	0.11338	1.66006
	(b) Diluted	(0.03425)	(0.00155)	(0.03684)	0.11338	1.66006

Notes:

1 The above financial results for the year ended March 31, 2018, have been reviewed/recommended by the Audit Committee and approved and taken on record by the Board of Directors in their respective meetings held on 23rd May, 2018.

2 The Statutory Auditors have carried out limited review of the above financial results for the quarter ended 31st March, 2018.

3 This Statement has been prepared in accordance with the Companies (Indian Accounting Standards) Rules, 2015 (Ind AS), prescribed under Section 133 of the Companies Act, 2013, and other recognised accounting practices and policies to the extent applicable. Beginning April 1, 2017, the Company has for the first time adopted Ind AS with a transition date of April 1, 2016.

4 The reconciliation of Net Profit reported in accordance with Indian GAAP to Total Comprehensive Income in accordance with Ind AS is given below:

Particulars	Quarter Ended March 31, 2017	Twelve months ended March 31, 2017
Net Profit as per previous GAAP (Indian GAAP)	**(4.17)**	**32.28**
Add/ (Less) - Adjustment for Ind-AS (net of tax):		
i)Net impact of Fair Valuation of Investments Through Profit & Loss	0.08	0.28
ii) Prior Period Items	0.51	0.52
iii) Interest on Unwinding of Preference Share Capital	-	190.20
iv)Impact of recognising finance cost on preference shares	-	(35.31)
Net Profit as per Ind AS	(3.58)	187.97
Other Comprehensive Income	-	-
Total Comprehensive Income as per Ind AS	(3.58)	187.97

5 Reconciliation of Other Equity between Ind AS and previous Indian GAAP as at 31st March, 2017

Particulars	Twelve months ended March 31, 2017
Other Equity under previous GAAP	**(1,586.28)**
Add/ (Less) - Adjustment for Ind-AS (net of tax):	
Impact of measuring investments at fair value through profit and loss(FVTPL)	0.73
Net Profit as per Ind AS	(1,585.55)
Other Comprehensive Income	-
Total Comprehensive Income as per Ind AS	(1,585.55)

6 The figures of the previous period/year have been regrouped/recast, wherever considered necessary, to conform to the current year's classification.

Place : New Delhi
Date: 23rd May 2018

For Siel Financial Services Limited

Madhu Vrat Kaushik
DIN : 07297518

Siel Financial Services Limited

Regd. Office : Soni Mansion ,12-B Ratlam Kothi , Indore -452001 (M.P.)

Standalone Balance Sheet

Rs In Lacs

	Particulars	Standalone Audited		
		As at March 31, 2018	As at March 31, 2017	As at April 01, 2016
		1	2	3
	ASSETS			
(1)	**Non-current assets**			
(a)	Property, Plant and Equipment			
(b)	Capital work- in- progress			
(c)	**Financial assets**			
	- Investments			
	- Loans			
	- Others			
(d)	Deferred tax assets (net)			
(e)	Income tax assets (net)	9.17	8.85	141.92
(f)	Other non- current assets			
	Total Non-current assets	**9.17**	**8.85**	**141.92**
(2)	**Current assets**			
(a)	Inventories	1.30	0.91	0.63
(b)	**Financial assets**			
	- Trade receivables			
	- Cash and cash equivalents	67.25	58.56	4.89
	-Other bank balances			
	-Other	5.36	2.02	-
(c)	Other current assets			
(d)	Assets classified as held for sale			
	Total current assets	**73.91**	**61.49**	**5.52**
	Total Assets	**83.08**	**70.34**	**147.44**
	EQUITY AND LIABILITIES			
	Equity			
(a)	Equity Share capital	1,132.30	1,132.30	1,132.30
(b)	Other Equity	(1,572.71)	(1,585.55)	(2,393.50)
	Equity attributable	**(440.41)**	**(453.25)**	**(1,261.21)**
	Non Controlling Interest			
	Total Equity	**(440.41)**	**(453.25)**	**(1,261.21)**
	LIABILITIES			
(1)	**Non- current liabilities**			
(a)	Financial Liabilities			
	- Borrowings	365.88	365.88	1,250.77
	-Other financial liabilities	-	-	-
(b)	Provisions	-	-	-
	Total non- current liabilities	**365.88**	**365.88**	**1,250.77**
(2)	**Current liabilities**			
(a)	Financial liabilities			
	- Borrowings	157.00	157.00	157.00
	- Trade payables	-	-	-
	- Other financial liabilities	0.62	0.71	0.87
(b)	Other current liabilities	-	-	-
(c)	Provisions	-	-	-
(d)	Current tax liabilities	-	-	-
	Total current liabilities	**157.62**	**157.71**	**157.87**
	Total Equity and liabilities	**83.08**	**70.34**	**147.44**

SVTG & Co. FRN 000935 N New Delhi India Chartered Accountants

SVTG & Co
Chartered Accountants
Flat-S-2, IInd Floor, Gobind Bhawan,
4384/4A, Tulsi Dass Street, Ansari Road,
Darya Ganj, New Delhi - 110002,
Phone : +91 11 4352 2770, 2326 6811

INDEPENDENT AUDITOR'S REPORT TO THE BOARD OF DIRECTORS OF SIEL FINANCIAL SERVICES LIMITED

1. We have audited the accompanying Statement of Standalone Ind AS financial results of Siel Financial Services Limited, having its registered office at Soni Mansion, 12-B, Ratlam Kothi, Indore-452021, Madhya Pradesh (the "Company") for the year ended March 31, 2018, together with the notes thereon (the "Statement"). The statement has been prepared by the Company pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations, 2015"), as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016.

   The statement is responsibility of the Company's Management and has been approved by the Board of Directors, has been compiled from the related Standalone Ind AS Financial Statements which has been prepared in accordance with the Indian Accounting standard prescribed under section 133. Of the companies Act, 2013 read with relevant rules issued thereunder ('Ind AS') and other recognized accounting principles generally accepted in India. Our responsibility is to express an opinion on these standalone Ind AS financial statements based on our audit.

   We conducted our audit in accordance with the Standard on Auditing issued by the Institute of Chartered Accountants of India. Those standards requires that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance as to whether the statement is free of material misstatement.

   An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the Ind AS financial statements. The procedure selected depends on the auditor's judgment, including the assessment of the risks of material misstatement of the Ind AS financial statements, whether due to fraud or error. In making those risk assessments, the auditor consider the internal financial control relevant to the company's preparation of the Ind AS financial statements that give true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the company has in place an adequate internal financial control systems over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimate made by the Company's Directors, as well as evaluating the overall presentation of the Ind AS financial statements.

FRN 000635 N
New Delhi
India
Chartered Accountants

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

Basis for Qualified Opinion

i. The 5% Cumulative Redeemable Preference Shares amounting to Rs. 7, 30, 00,000 were due for redemption in the month of January, 2007. Based on the offer given to preference shareholders regarding variation in terms of redemption of preference shares, the Preference Shareholders unanimously approved the offer in their meeting and accordingly, out of Rs. 7,30,00,000, waiver had been given for Rs. 85 per share amounting to Rs 6,20,50,000 and the remaining amount of Rs 15 per share amounting to Rs. 1,09,50,000 had been redeemed by way of payment to preference shareholders in previous year. As per section 55 of the Companies act, 2013, such preference shares would be redeemed either out of profits of the company which would otherwise be available for dividend or out of the proceeds of a fresh issue of shares made for the purpose of redemption. The company has neither created Capital Redemption Reserve nor issued equivalent amount of fresh shares. The rest amount of Rs. 6,20,50,000 was transferred to Capital Reserve.

ii. We have analyzed the following factors:

(a) The Company is not carrying on any business from considerable time due to paucity of funds. The operations of the company are restricted to realization of debtors or advances. Besides, the company has invested its surplus deposits with banks which are yielding interest income. There is no employee in the company.

(b) Reserve Bank of India has already rejected the Non-Banking Financial Companies (NBFC) License and is accordingly Company is not allowed to carry Non Banking Financial Business, and

(c) The company earned a net profit of Rs. 1,283,776 for the year ended 31st March, 2018 (Previous year profit Rs. 18,796,815) and accumulated loss as on 31st March, 2018 stands to Rs. 157,271,365/- (Previous year Rs. 158,555,141). As on 31st March, 2018, the company's current liabilities exceeded its current assets by Rs. 8,370,691/- (Previous year Rs. 9,622,627/-) and its total liabilities exceeded to its total assets by Rs. Rs. 4,40,41,470/- (Previous year Rs. 4,53,25,246/-). In view of these, the company had been reporting negative operating cash flows for few years which have also contributed to constraints of working capital. These conditions have resulted into acute working capital deficit & have casted material uncertainty on functioning of company.

As stated by the management the accounts of the company have been prepared on a "going concern" basis as on assumption & promises made by the management that adequate finances and opportunities would be available in the foreseeable future to enable the company to start operating on a profitable basis. In view of the above, the accounts of the company have been prepared on a going concern basis. **Refer Note 15**

Appropriateness of the "going concern basis" is dependent on the ability of the company to generate adequate finances to meet its obligations and to operate profitability which in our opinion after considering aforesaid factors indicate material uncertainty which further raises significant and substantial doubt on the ability of the Company to continue as going

concern and therefore, it may be unable to realize its assets and discharge its liabilities in the normal course of business. If the company is treated not to be going concern, then the valuation of the assets has to be not merely on the basis of historical cost less depreciation or impairment but at a value which the assets would fetch, if the same are lower than the value presently shown. The company has not attempted to assess the realizable value of the assets and therefore financial results for the year ended 31st March, 2018 have been prepared on a going concern basis and do not include any adjustments relating to the recoverability and classification of recorded asset amounts or to amounts or classification of liabilities that may be necessary if the Company is unable to continue as a going concern.

Qualified Opinion

In our opinion and to the best of our information and according to the explanations given to us, except for the possible effects of the matter described in the Basis for Qualified Opinion paragraph, the aforesaid Ind AS Financial results give the information required by the act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India of the state of affairs of the company as at 31st March, 2018 and its profit/loss for the year ended on that date. We also report that the statement:

(1) Is presented in accordance with the requirements of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 as Modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016 and

(2) Gives a true and fair view in conformity with the aforesaid India Accounting Statndards and other accounting principles generally accepted in India of the net profit and other financial Information of the company for the year ended 31/03/2018.

For, SVTG & Co
Chartered Accountants
Firm registration No. 006935N

CA Sanjay Vohra
Partner
M.NO. 095930
Place : New Delhi
Date : 23.05.2018

ANNEXURE I

SIEL FINANCIAL SERVICES LIMITED

Statement on Impact of Audit Qualifications (for audit report with modified opinion) submitted along-with Ind AS Audited Financial Results - (Standalone and Consolidated separately)

Statement on Impact of Audit Qualifications for the Financial Year ended March 31, 2018 [*See* Regulation 33 / 52 of the SEBI (LODR) (Amendment) Regulations, 2016]				
I	Sl. No	Particulars	Audited Figures (as reported before adjusting for qualifications	Adjusted Figures (audited figures after adjusting for qualifications
	1	Turnover / Total income	29.09	29.09
	2	Total Expenditure	11.80	11.80
	3	Net Profit/(Loss)	12.84	12.84
	4	Earnings Per Share	0.11	0.11
	5	Total Assets	83.08	83.08
	6	Total Liabilities	83.08	83.08
	7	Net Worth	(440.41)	(440.41)
	8	Any other financial item(s) (as felt appropriate by the management)		
II.	**Audit Qualification (each audit qualification separately):**			
	a. **Details of Audit Qualification:**	(i) The 5% Cumulative Redeemable Preference Shares amounting to Rs.7,30,00,000 consisting of 7,30,000 of Rs 100 each, were due for redemption in the month of January, 2007. Based on the offer given to preference shareholders regarding variation in terms of redemption of preference shares, the Preference Shareholders unanimously approved the offer in their meeting and accordingly, out of Rs 7,30,00,000, waiver had been given for Rs 85 per share amounting to Rs 6,20,50,000 and the remaining amount of Rs 15 per share amounting to Rs 1,09,50,000 had been redeemed by way of payment to preference shareholders in previous year. As per Section 55 of the Companies Act, 2013, such preference shares should be redeemed either out of profits of the company which would otherwise be available for dividend or out of the proceeds of a fresh issue of shares made for the purposes of the		

		redemption. The Company has neither created Capital Redemption Reserve nor issued equivalent amount of fresh shares. The rest of the amount of Rs 6,20,50,000 was transferred to Capital Reserve. (ii) **On Going Concern:** (a) The Company is not carrying on any business from considerable time due to paucity of funds. The operations of the Company are restricted to realization of debtors or advances. Besides, the Company has invested its surplus deposits with banks which are yielding interest income. There is no employee in the company. (b) Reserve Bank of India has already rejected the application for Non Banking Financial Companies (NBFC) License long back and accordingly Company is not allowed to carry Non-Banking Financial Business; and (c) The Company reported a net profit of Rs. 1,283,776/- for the year ended 31st March, 2018 (Previous year Profit of Rs. 18,796,815/-) which are on account of interest income earned on income tax refund pertaining to previous years and accumulated losses as on 31st March, 2018 stood at Rs. 157,271,365/- (Previous year Rs. 158,555,141/-). As on 31st March, 2018, the Company's current liabilities exceeded its current assets by Rs. 8,370, 691/- (Previous year Rs. 9,622,627/) and its total liabilities exceeded to its total assets by Rs. 4,40,41,470/- (Previous year Rs. 4,53,25,246/-). In view of these, except of current financial year, the Company had been reporting negative operating cash flows for few years which have also contributed to constraints of working capital. These conditions have resulted into acute working capital deficit & have casted material uncertainty on functioning of Company.

		As stated by the management the accounts of the company have been prepared on a "going concern" basis on an assumption & premises made by the management that adequate finances and opportunities would be available in the foreseeable future to enable the company to start operating on a profitable basis. In view of the above, the accounts of the Company have been prepared on a going concern basis. Appropriateness of the "going concern basis" is dependent on the ability of the company to generate adequate finances to meet its obligations and to operate profitably which in our opinion after considering aforesaid factors indicate material uncertainty which further raises significant and substantial doubt on the ability of the Company to continue as a going concern and therefore, it may be unable to realize its assets and discharge its liabilities in the normal course of business. If the Company is treated not to be a going concern, then the valuation of assets has to be not merely on the basis of historical cost less depreciation or impairment but at a value which the assets would fetch, if the same are lower than the value presently shown. The Company has not attempted to assess the realizable value of the assets and therefore financial results for the year ended 31st March, 2018 have been prepared on a going concern basis and do not include any adjustments relating to the recoverability and classification of recorded asset amounts or to amounts or classification of liabilities that may be necessary if the Company is unable to continue as a going concern.
	b. **Type of Audit Qualification :** Qualified Opinion / Disclaimer of Opinion / Adverse Opinion	Qualified Opinion
	c. **Frequency of qualification:** Whether appeared first time / repetitive / since how long continuing	Qualification (i) & (ii) are repeated.

	d. **For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:**	Not Applicable
	e. **For Audit Qualification(s) where the impact is not quantified by the auditor:**	**i.** As per section 55 of the Companies Act, 2013 Preference Shares cannot be redeemed except out of profits made by the Company. Alternatively, the redemption of the preference shares is possible out of proceeds of the fresh issue of shares made for the purposes of such redemption. In view of the fact that the Company has not been in operation for long period and there have been no profits available. Rather there has been substantial carried forward losses' appearing in the books of accounts. Further, the Company is not in the position to raise fresh capital. Therefore it was prudent to redeem the preference shares from the income tax refund received during the year. **ii.** The observation/qualification made by Auditors' in their report read with the relevant notes to accounts are self-explanatory and therefore do not require further explanation.
	(i) **Management's estimation on the impact of audit qualification:**	Not Applicable
	(ii) **If management is unable to estimate the impact, reasons for the same:**	N.A.
	(iii) **Auditors' Comments on (i) or (ii) above:**	

III.	Signatories	
	• Director	Santosh Kumar Director Din No. 00994313
	• Director	Madhu Vrat Kaushik Director Din No. 07297518
	• Auditors of the Company	For SVTG & Co. Chartered Accountants F. R. No. 006935N Sanjay Vohra Partner Membership No. 095930
	• Audit Committee Chairman	Santosh Kumar Director Din No. 00994313
	Place:	New Delhi
	Date:	23rd May 2018