

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF SKP INSURANCE BROKERS & ADVISORS PRIVATE LIMITED

REPORT ON THE FINANCIAL STATEMENTS

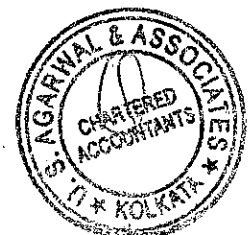
We have audited the accompanying financial statements of SKP Insurance Brokers & Advisors Pvt. Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2015 and the Profit and Loss Statement for the year then ended and a summary of significant accounting policies and other explanatory 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 and financial performance in accordance with the accounting principles generally accepted in India including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

AUDITORS' RESPONSIBILITY

Our responsibility is to express an opinion on these financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder. 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 misstatements. An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the Company's directors, as well as evaluating the overall presentation of the financial statements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the financial statements.



OPINION

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid 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, 2015, and its profit for the year ended on that date.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

As required by Section 143(3) of the Act, we report that:

- a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
- b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
- c) The Balance Sheet and the Profit and Loss Statement dealt with by this Report are in agreement with the books of account.
- d) In our opinion, the 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 March 31, 2015, taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2015, from being appointed as a director in terms of Section 164 (2) of the Act.
- f) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:

- (i) The Company has disclosed the impact of pending litigations on its financial position in its financial statements as referred to in Note 33.2 (d), (e) and Note 34 to the financial statements.
- (ii) The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, and as required on long-term contracts including derivative contracts.
- (iii) There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For U S AGARWAL & ASSOCIATES

Chartered Accountants

FRN: B-1213E

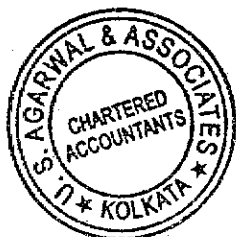
CA U S AGARWAL

Partner

Membership No. : 051895

Place: Kolkata

Date: 24.04.2015



SKP INSURANCE BROKERS & ADVISORS PRIVATE LIMITED

BALANCE SHEET AS AT 31.03.2015

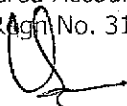
<u>Particulars</u>	<u>Note</u> <u>No.</u>	<u>As at</u> <u>31.03.2015</u> <u>Rs.</u>	<u>As at</u> <u>31.03.2014</u> <u>Rs.</u>
I. EQUITY & LIABILITIES			
1 Shareholders' funds			
a) Share Capital	3	200,000.00	200,000.00
b) Reserve & Surplus	4	1,168,771.93	1,130,887.02
2 Current Liabilities			
a) Other Current Liabilities	5	16,339.00	7,304.00
b) Short Term Provisions		61,708.00	44,769.00
		<u>1,446,818.93</u>	<u>1,382,960.02</u>
II. ASSETS			
1 Non Current Assets			
a) Trade Receivables	6	18,834.00	18,834.00
2 Current Assets			
b) Cash & Cash Equivalents	7	1,115,380.93	1,112,151.02
c) Short Term Loans & Advances		312,604.00	251,659.00
d) Other Current Assets		-	316.00
		<u>1,446,818.93</u>	<u>1,382,960.02</u>
		<u>1,446,818.93</u>	<u>1,382,960.02</u>

See accompanying notes (1 to 16) to the financial statements.

As per our report of even: date

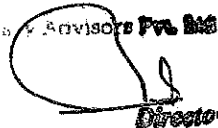
For **U S AGARWAL & ASSOCIATES** ~~SKP Insurance Brokers & Advisors Pvt. Ltd~~

Chartered Accountants
Firm Regn.No. 314213E



CA U S AGARWAL
Partner
Membership No. 051895

Kolkata
Dated : 24.04.2015


Director

~~SKP Insurance Brokers & Advisors Pvt. Ltd~~
Nikhil Pachua
Director



SKP INSURANCE BROKERS & ADVISORS PRIVATE LIMITED

PROFIT & LOSS STATEMENT FOR THE YEAR ENDING 31.03.2015

<u>Particulars</u>	<u>Note No.</u>	<u>2014-15</u> Rs.	<u>2013-14</u> Rs.
Revenue from Operations	8	9,453.00	14,140.00
Other Income	9	683,336.66	391,907.57
Total Revenue		692,789.66	406,047.57
 EXPENSES			
Employee Benefit Expense	10	622,543.00	351,360.00
Other Expenses	11	15,422.75	28,683.75
Total Expenses		637,965.75	380,043.75
Profit before tax		54,823.91	26,003.82
Tax expense:			
(1) Current tax		16,939.00	8,034.00
(2) Deferred tax		-	(1,521.00)
(3) Income tax for Earlier Years		-	13,272.00
Profit after Tax		37884.91	6218.82
 Earnings per Share - Basic & Diluted	 13	 1.89	 0.31

See accompanying notes (1 to 16) to the financial statements.

As per our report of even date

For **U S AGARWAL & ASSOCIATES** ~~SKP Insurance Brokers & Advisors Pvt. Ltd~~ **SKP Insurance Brokers & Advisors Pvt. Ltd**

Chartered Accountants

Firm Regn No. 314213E

CA U S AGARWAL

Partner

Membership No. 051895

Kolkata

Dated : 24.04.2015



[Signature]
Director

~~SKP Insurance Brokers & Advisors Pvt. Ltd~~ **SKP Insurance Brokers & Advisors Pvt. Ltd**

[Signature]
Director

SKP INSURANCE BROKERS & ADVISORS PRIVATE LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDING 31ST MARCH 2015

	<u>YEAR ENDED</u> <u>31.03.2015</u> <u>Rs.</u>	<u>YEAR ENDED</u> <u>31.03.2014</u> <u>Rs.</u>
A. Cash flow from operating activities :		
Net profit before tax and extra-ordinary items	54,824	26,004
Adjustments for :		
Add/(Less):		
Depreciation	-	-
Issue/Preliminary Expenses written off	-	-
Interest Expense	-	-
Dividend	-	-
Interest earned on Fixed deposit	(947)	(316)
Operating profit before working Capital changes	<u>53,877</u>	<u>25,688</u>
Adjustments for change in Working Capital :		
Adjustments for :		
(Increase)/Decrease in Debtors	-	10,800
(Increase)/Decrease in Other Current Assets	316	(316)
(Increase)/Decrease in Loans & Advances	(60,945)	91,969
Increase/(Decrease) in Current Liabilities	9,035	(13,434)
Cash generated from operation	<u>(51,594)</u>	<u>89,019</u>
Direct taxes paid		122,866
Cash flow before extraordinary items	<u>(51,594)</u>	<u>(33,847)</u>
Net cash from operating activities	<u>2,283</u>	<u>(8,159)</u>
B. Cash flow from investing activities :		
Purchase of Fixed assets		-
Sale/Discard of Fixed Assets		5,324
Purchase/Sale of Investments	-	-
Interest Received	947	316
Dividend Received	-	-
Net cash used in investing activities	<u>947</u>	<u>5,640</u>
C. Cash flow from financial activities :		
Proceeds from Issuance of Equity Share Capital	-	-
Secured Loan	-	-
Dividends Paid including Tax on Dividend	-	-
Interest expense	-	-
Net cash from/(used in) financing activities	<u>-</u>	<u>-</u>
Net increase in cash and cash equivalents	3,230	(2,519)
Opening Cash and cash equivalents	1,112,151	1,114,670
Closing Cash and cash equivalents	1,115,381	1,112,151

For U S AGARWAL & ASSOCIATES
Chartered Accountants
Firm Registration No. 314213E

CA U S Agarwal
(Partner)
(Membership No. 051895)

42/1, B.B. Ganguly Street
Kolkata - 700 012
Dated : 24.04.2015



For and on behalf of Board of Directors

Naresh Pachisia
Director

Nikunj Pachisia
Director

SKP INSURANCE BROKERS & ADVISORS PRIVATE LIMITED

NOTES FORMING PART OF FINANCIAL STATEMENTS

1) CORPORATE INFORMATION

SKP Insurance Brokers & Advisors Private Limited (the Company) is a Private Limited Company incorporated in India under the provisions of the Companies Act, 1956. The Company is dealing in business of insurance advisory.

2) SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of Accounting

These financial statements have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP). These Financial Statements have been prepared to comply in all material respects with the Accounting Standards ('AS') specified under Section 133 of the Companies Act 2013, read with Rule 7 of the Companies (Accounts) Rules, 2014, other pronouncements of the Institute of Chartered Accountants of India and relevant provisions of the Companies Act, 2013.

The Company follows Mercantile System of Accounting and recognises its Income & Expenditure on accrual basis.

2.2 Uses of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires estimates and assumptions to be made that affect the reported amounts of assets and liabilities on the date of the financial statements and the reported amounts of revenues and expenses during the reporting period. Difference between

2.3 Earnings Per Share

Basic EPS is calculated by dividing the Net Profit for the year attributable to Equity Shareholders by the weighted number of Equity Shares outstanding during the year.

2.4 Provision for Current Tax

Provision for Current tax is made with reference to taxable income computed for the accounting period for which the financial statements are prepared by applying the tax rates relevant to the respective 'previous year'.

2.5 Provisions, Contingent Liabilities and Contingent Assets:

Provision is recognized in respect of obligations where, based on the evidence available, their existence at the Balance Sheet date is considered probable.

Contingent Liabilities are shown by way of notes to the Accounts in respect of obligations where, based on the evidence available, their existence at the Balance Sheet date is considered not probable.

3) SHARE CAPITAL

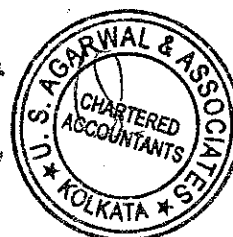
	<u>As at</u> 31.03.2015 <u>Rs.</u>	<u>As at</u> 31.03.2014 <u>Rs.</u>
a AUTHORISED 500000 Equity Shares of Rs. 10/- each	5,000,000.00	5,000,000.00
b ISSUED, SUBSCRIBED & PAID UP 20000 Equity Shares of Rs. 10/- each	200,000.00	200,000.00
c Shareholder holding more than 5% Shares		

Name of Shareholder	As at 31.3.2015		As at 31.3.2014	
	No	% of holding	No	% of holding
SKP Securities Limited	20,000	100	-	-
Naresh Pachisia	-	-	10,000	50
Rajesh Pachisia	-	-	10,000	50

SKP Insurance Brokers & Advisors Pvt. Ltd. SKP Insurance Brokers & Advisors Pvt. Ltd.

(Signature)
Director

Nikunj Pachisia
Director



d Shares held by Holding Company

Name of Shareholder	As at 31.3.2015		As at 31.3.2014	
	No	% of holding	No	% of holding
SKP Securities Limited	20,000	100	-	-

The Company has become 100% subsidiary of SKP Securities Limited w.e.f 4th August, 2014.

e Reconciliation of number of shares

	2014-15		2013-14	
	Number of Shares	Amount	Number of Shares	Amount
		Rs		
Opening Balance	20,000	200,000	20,000	200,000
Changes during the year	-	-	-	-
Closing Balance	20,000	200,000	20,000	200,000

f Rights, Preferences and Restrictions attaching to each class of shares

The Company has only 1 Class of Equity Shares having a par value of Rs 10/- per share. Each holder of Equity Share is entitled to one vote per share. In the event of liquidation of the Company, the holders of Equity shares will be entitled to receive remaining assets of the company, after distribution of all preferential amounts. The distribution will be in the proportion to the No. of shares held by the shareholders.

4) **RESERVES & SURPLUS**

Profit & Loss Account
As per last Account
Add : Profit for the year

1,130,887.02	1,124,668.20
37,884.91	6,218.82
<u>1,168,771.93</u>	<u>1,130,887.02</u>

5) **CURRENT LIABILITIES**

a Other Current Liabilities
Other Liabilities

16,339.00	7,304.00
<u>16,339.00</u>	<u>7,304.00</u>

b Short Term Provisions
Provision for tax

61,708.00	44,769.00
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6) **NON CURRENT ASSETS**

a Trade Receivables
(Unsecured, considered Good)
More than six months

18,834.00	18,834.00
<u>18,834.00</u>	<u>18,834.00</u>

7) **CURRENT ASSETS**

b Cash & Cash Equivalents
i) Balances with Banks
ii) Cash on Hand

1,109,063.35	1,105,693.44
6,317.58	6,457.58
<u>1,115,380.93</u>	<u>1,112,151.02</u>

c Short Term Loans & Advances:
Advance Income Tax

312,604.00	251,659.00
<u>312,604.00</u>	<u>251,659.00</u>

d Other Current Assets:
Accrued Interest on Fixed Deposit

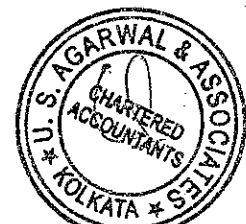
-	316.00
-	<u>316.00</u>

8) **REVENUE FROM OPERATIONS**

Insurance Commission

2014-15	2013-14
Rs.	Rs.
9,453.00	14,140.00

(Handwritten signature)



9)	OTHER INCOME		
	Advisory Fees	600,000.00	300,000.00
	Profit on Sale of Investments	82,389.66	91,591.57
	Interest on Fixed Deposit	947.00	316.00
		<u>683,336.66</u>	<u>391,907.57</u>
10)	EMPLOYEES BENEFIT EXPENSES		
	Salary	<u>622,543.00</u>	<u>351,360.00</u>
11)	OTHER EXPENSES		
	Rate & Taxes	4,540.00	4,100.00
	Auditors' Remuneration		
	Audit Fees	5,618.00	5,618.00
	For other Services	1,686.00	1,686.00
	Bank Charges	78.75	33.75
	Filing Fees	3,500.00	1,500.00
	Miscellaneous Expenses	-	35.00
	Computer Software	-	449.00
	Conveyance	-	163.00
	Communication Expenses	-	7,789.00
	Loss on Discard of Fixed Assets	-	5,324.00
	Professional Fees	-	1,986.00
		<u>15,422.75</u>	<u>28,683.75</u>

12) **Related party and relationship for which disclosure is required under AS 18:**

Holding Company	SKP Securities Limited
Key Management Person	Mr. Naresh Pachisia Mr. Nikunj Pachisia Mr. Rajesh Pachisia (upto 1.8.2014)

Transaction with Related Party	Holding Company (w.e.f 4.8.2014)	Concerns over which KMP have substantial interest (from 1.4.2014 to 3.8.2014)	2013-14
i) Advisory Service	400,000	200,000	300,000

ii) There are no amount due from related parties and hence no provision for doubtful debts in respect of dues from such related parties is required.

13) **Earnings per share:**

Particulars	2014-15 (RS)	2013-14 (RS)
Net profit for the year attributable to Equity Shareholders	37826.91	6218.82
Weighted Average Number of Equity Shares	20000	20000
Basic & Diluted earnings per share of Rs.10 each	1.89	0.31

14) **Additional Information :**

Traded Items	2014-2015		2013-2014	
	Quantity In Nos.	Amount Rs.	Quantity In Nos.	Amount Rs.
Opening Stock of Mutual Fund Units	-	-	-	-
Purchases of Mutual Fund Units	630,457	1,098,263	660,245	1,050,000
Switched/Redemption of Mutual Fund Units	630,457	1,180,653	660,245	1,141,592
Closing Stock of Mutual Fund Units	-	-	-	-

15) The Company has not received any information from any of the suppliers as defined under the "Micro, Small and Medium Enterprises Act, 2006". Hence, the amount outstanding to these units as on 31st March 2015 is not ascertainable.

16) Figures for the Previous Year have been regrouped / rearranged wherever necessary.