

INDEPENDENT AUDITOR'S REPORT

To
The Members of
Libord Stock Brokers Private Limited

Report on the Financial Statements

We have audited the accompanying standalone financial statements of Libord Stock Brokers Private Limited (the "Company"), which comprise the Balance Sheet as at March 31, 2015 and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit. We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made 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 standalone financial statements.

Opinion

In our opinion, and to the best of our information and according to the explanations given to us, the accompanying standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India:

- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2015;
- (b) in the case of the Statement of Profit and Loss, of the profit for the year ended on that date; and
- (c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

- 1. As required by 'the Companies (Auditor's Report) Order, 2015 ("the Order"), issued by the Central Government of India in terms of sub-section (1) of section 143 of the Act, we give in the Annexure a statement on the matters specified in the paragraph 3 and 4 of the Order, to the extent applicable.
- 2. As required by section 143(3) of the Act, we report that:
 - a) We have sought and obtained all information and explanation which to the best of our knowledge and belief were necessary for the purpose s of our audit;
 - b) In our opinion, proper books of accounts as required by the law have been kept by the Company so far as it appears from our examination of those books;
 - c) The Company had no Branch offices during the year under audit.
 - d) The Balance Sheet, the Profit and Loss Statement, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account;
 - e) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - f) 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;

- g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanation given to us:
 - i. The Company does not have any pending litigations which would impact its financial position
 - The Company has no long-term contracts including derivative contracts; as such the question of commenting on any material foreseeable losses thereon does not arise
 - iii. There has not been an occasion in case of the Company during the year under report to transfer any sums to the Investor Education and Protection Fund. The question of delay in transferring such sums does not arise

For Amar Bafna& Associates Chartered Accountants

Firm Registration No: 114854W

Amar Bafna

Partner

Membership No. 048639

Place: Mumbai Date: May 28, 2015 ANNEXURE REFERRED TO IN PARAGRAPH 1 UNDER THE HEADING "REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS" OF OUR REPORT OF EVEN DATE TO THE MEMBERS OF THE LIBORD STOCK BROKERS PRIVATE LIMITED, WE REPORT THAT:

Clause	Sub	Particulars			
(i)	(a)	The Company does not have any fixed assets.			
	(b)	Since the Company does not have any fixed assets, this clause is not applicable to the Company, hence not reported.			
(ii)		The Company does not hold any physical inventories. Thus, paragraph 3(ii) of the Order is not applicable.			
(iii)		The Company has not any granted loan to parties covered in the register maintained under section 189 of the Companies Act, 2013 ('the Act'). Thus, paragraph 3(iii) of the Order is not applicable.			
(iv)		In our opinion and according to explanation given to us, there are adequate internal control procedures commensurate with the size of the company and the nature of its business with regards to purchase of fixed assets and sale of service. The activities of the Company do not involve purchase of inventory and the sale of goods. We have not observed any major weakness in the internal control system during the course of the audit			
(v)		The Company has not accepted deposit from the public.			
(vi)		The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the services rendered by the Company.			
(vii)	(a)	According to the information and explanations given to us and on the basis of our examination of the records of the Company, amounts deducted/ accrued in the books of account in respect of undisputed statutory dues including provident fund, income tax, sales tax, wealth tax, service tax, duty of customs, value added tax, cess and other material statutory dues have been regularly deposited during the year			

		by the Company with the appropriate authorities. As explained to us, the Company did not have any dues on account of employees' state insurance and duty of excise.
		According to the information and explanations given to us, no undisputed amounts payable in respect of provident fund, income tax, sales tax, wealth tax, service tax, duty of customs, value added tax, cess and other material statutory dues were in arrears as at 31 March 2015 for a period of more than six months from the date they became payable.
	(b)	According to the information and explanations given to us and the records of the Company examined by us, there are no dues of income-tax, sales-tax, wealth-tax, service-tax, customs duty, and excise duty which have not been deposited on account of any dispute.
	(c)	According to the information and explanations given to us the amounts, if any, which were required to be transferred to the investor education and protection fund in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and rules there under has been transferred to such fund within time.
(viii)		The Company does not have any accumulated losses at the end of the financial year. The Company has not incurred any cash losses in the financial year covered by our audit and in the immediately preceding financial year.
(ix)		The Company did not have any outstanding dues to financial institutions, banks or debenture holders during the year.
(x)		In our opinion and according to the information and the explanations given to us, the Company has not given any guarantee for loans taken by others from banks or financial institutions.
(xi)		The Company did not have any term loan outstanding during the year.

(xii)		Based on the audit procedures performed and information and explanation gives			
		the management, we report that no fraud on or by the company has been noticed or			
		reported during the year.			
	,				

For Amar Bafna & Associates

Chartered Accountants

Firm Registration No: 114854W

Amar Bafna
Partner

Membership No. 048639

Place: Mumbai Date: May 28, 2015

Libord Stock Brokers Private Limited Balance Sheet as at March 31, 2015

(Currency: Indian Rupee) Note As at As at **EQUITY & LIABILITIES** March 31, 2015 March 31, 2014 Shareholders' Funds 3,313,200 3,313,200 Share Capital 2 Reserves and Surplus 68,207 (10,412)Money Received Against Share Warrants Sub-Total 3,381,407 3,302,788 Share Application Money (Pending Allotment) **Non-Current Liabilities** Long Term Borrowings Deferred Tax Liability (Net) Other Long Term Liabilities Long Term Provisions Sub-Total **Current Liabilities** Short Term Borrowings 2,500 158,494 24,494 Trade Payables Other Current Liabilities **Short Term Provisions** 6 40,704 7,400 34,394 Sub-Total 199,198 3,580,605 3,337,182 Total ASSETS **Non-Current Assets** Fixed Assets Tangible Assts Intangible Assets Non-Current Investments Deferred Tax Assets (Net) Long term Loans and Advances 109,027 145,369 Other Non-Current Assets 109,027 Sub-Total 145,369 **Current Assets Current Investments** Trade Receivables Inventories 83,084 Cash and Bank Balances 8 11,578 Short Term Loans & Advances 3,460,000 3,108,729 Other Current Assets 3,471,578 3,191,813 Sub-Total

Summary of Significant Accounting Policies

Notes to the Financial Statements

As per our Report of even date

For Amar Bafna & Associates

Chartered Accountants

FRN No. 114854W

Amar Bafna Partner M. No. 048639 Place: Mumbai Date: 28th May 2015

ERS P JBORD

For & on behalf of Board.

3,580,605

Total

2 to 24

Director

3,337,182

Place: Mumbai Date: 28th May 2015

Libord Stock Brokers Private Limited Statement of Profit and Loss for the year ended 31 March, 2015

(Currency: Indian Rupee)

INCOME	Note	Year ended 31 March 2015	Year ended 31 March 2014
Revenue From Operations		240.000	-
Other Income Total Revenue	10	360,277 360,277	87,290 87,290
1 otal Revenue		300,277	87,290
EXPENSES			
Employee's Benefits Expenses	11	180,000	-
Finance Cost Expenses	12	360	1,528
Depreciation & Amortization Expenses			-
Other Expenses	13	66,299	63,022
Total Expenses		246,659	64,549
Profit (Loss) Before Tax		113,618	22,741
Tax Expense		.399/1209	2000 € 00 0000
Current Tax		35,000	7,400
Total Tax Expense		35,000	7,400
Profit (Loss) After Tax from Continuing Operations		78,618	15,341
Earnings Per Equity Share	14		
Basic & Diluted	14	0.34	0.07
Summary of Significant Accounting Policies	1		
Notes to the Financial Statements	2 to 24		

As per our Report of even date

For Amar Bafna & Associates **Chartered Accountants**

FRN No. 114854W

Amar Bafna Partner M. No. 048639 Place: Mumbai

Date: 28th May 2015

Director

Director

For & on behalf of Board.

Date: 28th May 2015

Place: Mumbai

Libord Stock Brokers Private Limited Cash Flow Statemet for the Year ended March 31, 2015 (Currency: Indian Rupee) 2014-15 2013-14 CASH FLOW FROM OPERATING ACTIVITIES: Net Profit Before Tax & Extraordinary items 113,618 22,741 Adjustment for Preliminary Expenses Written Off 36,342 36,342 Depreciation Depreciation Written Back Provision for Diminuation in the value of Investment Write Back Provision for Gratuity written back Loss on sale of Assets Profit on sale of Assets 36,342 36,342 Operating Profit Before Working Capital Changes 149,960 59,083 Adjustment for: Trade Receivable (3,106,229) Loans & Advances (356,271)Trade Payable & short term provisions 134,000 11,000 (222,271)(3,095,229) Cash Generated from Operations (72,311)(3,036,146)Interest Tax Paid 1,696 Proir Period/Tax provision adjustments 1,696 Net Cash From Operating Activities (74,007)(3,036,146) B. CASH FLOW FROM INVESTING ACTIVITIES: Purchases of Fixed Assets Investments Sale of Assets Preliminary Expenses Interest Received Net Cash Used in Investing Activities (74,007)(3,036,146)C. CASH FLOW FROM FINANCING ACTIVITIES: Share Application Money 3,213,200 (98,200)Proceeds from Borrowings Net Cash Used in Financing Activities 3,115,000 NET (DECREASE)/INCREASE IN CASH AND CASH (74,007)78,854 **EQUIVALENTS** OPENING CASH AND CASH EQUIVALENTS 85,584 6,730 CLOSING CASH AND CASH EQUIVALENTS 11,577 85,584 As per our Report of even date For & on behalf of Board. For Amar Bafna & Associates **Chartered Accountants** FRN No. 114854W BROKER

Amar Bafna Partner

Membership No.048639

Date: May 28, 2015 Place: Mumbai. Director

Director

Date: May 28, 2015 Place: Mumbai

Libord Stock Brokers Private Limited

Notes on Financial Statements for the year ended 31st March, 2015

1. SIGNIFICANT ACCOUNTING POLICIES

A. System of Accounting:

i) These financial statements have been prepared under historical cost convention from books of accounts maintained on an accrual basis (unless otherwise stated hereinafter) in conformity with accounting principles generally accepted in India and comply with the Accounting Standards issued by the Institute of Chartered Accountants of India and referred to Sec 129 & 133 of the Companies Act, 2013, of India. The accounting policies applied by the company are consistent with those used in previous year.

B. Revenue Recognition:

- (i) All incomes and expenses to the extent payable and receivable are accounted for on accrual basis.
- (ii) Interest Income is accounted on accrual basis and dividend income is accounted on receipt basis.

C. Taxation:

Provision is made for income tax liability estimated to arise on the results for the year at the current rate of Tax in accordance with Income Tax Act, 1961.

D. Erning Per Share:

The Company reports basic and diluted earnings per share (EPS) in accordance with the Accounting Standard 20 as specified in the Companies (Accounting Standard) Rules 2006 (as amended). The Basic EPS has been computed by dividing the income available to equity shareholders by the weighted average number of equity shares outstanding during the accounting year. The Diluted EPS has been computed using the weighted average number of equity shares and dilutive potential equity shares outstanding at the end of the year.

E. Current and Non-Current Classifications:

All the assets and liabilities have been classified as current or non-current as per the respective company's normal operating cycle and other criteria set out in Schedule III to the Companies Act, 2013. Based on the nature of activities and time between the activities performed and their subsequent realisation in cash or cash equivalents, the respective companies have ascertained their operating cycle for the purpose of current / non-current classification of assets and liabilities and the same is consolidated on a line-by-line basis.

F. Cash Flow Statement:

(i) Cash & Cash Equivalents (For the purpose of cash flow statement):

Cash comprises cash on hand and demand deposit with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to in significant risk of changes in value.

Libord Stock Brokers Private Limited

Notes on Financial Statements for the year ended 31st March, 2015

(ii) Cash Flow Statement:

Cash flows are reported using the indirect method, whereby profit / (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from regular revenue generating, financing and investing activities of the company are segregated.

G. Provisions:

A provision is recognized when an enterprise has a present obligation as a result of a past event and it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions, other than employee's benefits, are not discounted to their present value and are determined based on management estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current management estimates.



(Currency: Indian Rupee)

2	Share Capital	March 31, 2015	March 31, 2014
	Authorized Capital 1,000,000 (2013- 1,000,000) Equity Shares of par value of Rs. 10 each	10,000,000	10,000,000
		10,000,000	10,000,000
	Issued, Subscribed and Paid-up Capital 331,320 (2014-331,320) Equity Shares of par value of Rs. 10 each, fully paid-up	3,313,200	3,313,200
		3,313,200	3,313,200
(a) Reconciliation of the shares outstanding at the beginning and at the end of the reporting period.			
	At the beginning of the year, nos. 331320 (2014-331,320)	3,313,200	100,000
	Issued during the period- Nil (2014- 321,320)	-	3,213,200
	Outstanding at the end of the period, nos. 331,320 (2014-331,320)	3,313,200	3,313,200
	(b) Details of shareholders holding more than 5% shares in the company. Equity shares of Rs. 10 each fully paid up		
	Libord Finance Limited No. of share		310,000
	Share 9		93.57%
	Vandana Dangi No. o share		19,720
	9	5.95%	5.95%

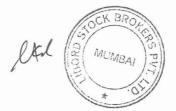
As per records of the company, including its register of shareholders/members and other declarations received from shareholders regarding beneficial interest, the above shareholding represents both legal and beneficial ownership of shares.

(c) Aggregate number of bonus shares issued during the period of five years immediately preceding the reporting date.

Equity shares alloted as fully paid bonus shares by capitalization of reserves.

(Currency : Indian Rupee)

		March 31, 2015	March 31, 2014
3	Reserves and Surplus		
	Surplus/(Deficit) in the Statement of Profit and Loss		
	Balance as per the last financial statements	(10,412)	(25,752)
	Profit (loss) for the year	78,618	15,341
	Net surplus in the statement of profit and loss	68,207	(10,412)
	Total Reserves and Surplus	68,207	(10,412)
4	Short Term Borrowings		
	Short Term Borrowings - Others	-	2,500
			2,500
5	Other Liabilities		
	For Expenses & Others	158,494	24,494
	Tot Expenses & Oniots	158,494	24,494
6	Short Term Provisions		
	Provision for Income Tax	40,704	7.400
	Provision for income 1ax	40,704	7,400 7,400
		70,704	7,400
7	Other Non-current Assets		
	Misc. Expenditure	109,027	145,369
	(to the extent not written off)	ac 200. 4 3	,
		109,027	145,369
8	Cash and Bank Balances		
	Cash on hand	6,094	1,233
	Balances with scheduled banks	0,051	2,200
	- in Current Accounts	5,484	81,851
		11,578	83,084
9	Short Term Loans & Advances		
	Loans & Advances Recoverable in Cash or Kind	3,324,000	3,000,000
	Deposit with BSE Ltd.	100,000	100,000
	Tax Deducted at Source	36,000	8,729
		3,460,000	3,108,729





(Currency: Indian Rupee)

		March 31, 2015	March 31, 2014
10	Other Income		
	Interest Received	360,277	87,290
		360,277	87,290
11	Employees's Benefit Expenses		
	Salaries and Wages	180,000	-
		180,000	
12	Finance Costs		
	Bank Charges/ Commission	360	1,528
	,	360	1,528
13	Other Expenses		
	General Expenses	11,639	-
	Misc. Expenses	1,124	1,124
	Filing Fees	10,200	3,562
	Profession Tax	2,500	17,500
	Incorporation Expenses Written Off	36,342	36,342
	Payment to Auditors	4,494	4,494
		66,299	63,022





(Currency: Indian Rupee)

	March 31, 2015	March 31, 2014
14 Earnings per Share (EPS)		
Profit computation for both basic & diluted earnings		
per share of Rs. 10 each.		
Net Profit (loss) for calculation of basic and diluted EPS	113,618	22,741
Weighted average no. of shares for basic and diluted EPS	331,320	331,320
Earning per share basic / diluted	0.34	0.07
15 Contingent Liabilities		
Corporate Guarantees given to financial Institutions against credit facilities extended to other bodies corporate.		-
16 Auditors Remuneration		
Audit Fees	4,000	4,000
Out of Pocket Expenses	494	494
	4,494	4,494
17 Expenditure incurred on employees during the year who were in receipt of Rs. 24,00,000 p.a. or Rs. 2,00,000 per month, if employed for part of the year.	-	-
18 Imports calculated on CIF basis	-	-
19 Expenditure in foreign currency	-	-
20 Earnings in Foreign currency on FOB basis	-	-

21 In the opinion of the Board of Directors, the Current Assets, Loans and Advances are approximately of the value stated if realised in the ordinary course of business. The provision for all known liabilities is adequate and not in excess of amount reasonably necessary.





(Currency: Indian Rupee)

March 31, 2015

March 31, 2014

22 Related Party Disclosure

Related Party Disclosure

(As identified & Certified by The Management Of the Company)

As per Accounting Standard 18, the disclosures of transactions with the related parties are given below:

a)Parties Where control exist: Nil

b)Key Managerial Person

b)Other Parties with Whom the Company has entered into transaction or not during the year:

- (i) Libord Securities Limited
- (ii) Libord Consultants Limited
- (iii) Libord Export Private Limited
- (iv) Neha System Service Private Limited
- (v) Vikrmaditya Trading Limited
- (vi) Libord Advisors Private Limited
- (vii) Libord Stock Brokers Private Limited
- (viii) Libord Asset Reconstruction Copany Private Limited
- (ix) Libord Commodity Futures Private Limited
- (x) Vee Global Financial Services Private Limited

Related Party Transactions

(other than holding Company)

Nil

- 23 The figures of the previous years have been regrouped / rearranged wherever necessary. The Figures or the previous years are given in brackets. The company has compiled the above accounts based on the revised/Modified schedule III applicable for the accounting period 2014-2015. The disclosure requirements are made in the notes to accounts or by way of additional statements. The other disclosures as required by the Companies Act are made in the notes to accounts.
- 24 Previous year figures have been regrouped / rearranged wherever necessary / possible.

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As per our Report of even date

For Amar Bafna & Associates

Chartered Accountants

FRN No. 114854W

Amar Bafna

Partner

M. No. 048639

Place: Mumbai

Date: 28th May 2015

For & on behalf of Board.

Director

Director