

# DEEPLOK FINANCIAL SERVICES LIMITED



Directors	:	Sri S. K. Bachhawat Sri M. K. Bachhawat Sri Prakash Bachhawat
Independent Directors	:	Sri Hemraj Kathotia Ms. Dibya Baid
Company Secretary	:	Mrs. Sudha Jain
Chief Financial Officer	:	Mr. Pradip Kumar Bera
Registered Office	:	<b>"IDEAL PLAZA"</b> South Block 2nd Floor, S. 207 & 209 11/1, Sarat Bose Road, Kolkata - 700 020 CIN : L17115WB1981PLC033469 Phone : (033) 2283-7495 / 6 Fax : (033) 2283-7497 E-mail : info@jbggroup.info Web : www.deeplokfinancialservices.com
Statutory Auditors	:	<b>R. Kothari &amp; Co.</b> Chartered Accountants 16A, Shakespeare Sarani, Kolkata-700 071
Secretarial Auditor	:	Asit Kumar Labh 40, Weston Street, 3rd Floor, Kolkata-700 013
Internal Auditor	:	Shyamsukha Associates 7A, Elgin Road, 2nd Floor Kolkata-700 020
Registrars & Share Transfer Agents	:	Maheshwari Datamatics Pvt. Ltd. 23 R. N. Mukherjee Road Kolkata-700 001
Bankers	:	HDFC Bank Kotak Mahindra Bank
Listed at	:	Calcutta Stock Exchange

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## DEEPLOK FINANCIAL SERVICES LIMITED

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### NOTICE

**NOTICE** is hereby given that the 38th Annual General Meeting of Deeplok Financial Services Limited will be held on Monday, the 24th day of September, 2018 at 10.30 A.M. at the Registered Office of the Company at Ideal Plaza, South Block, 2nd Floor, S. 207 & 209, 11/1, Sarat Bose Road, Kolkata-700 020 to transact the following businesses:

#### **ORDINARY BUSINESS**

1. To receive, consider and adopt the Audited Financial Statements (Standalone and Consolidated) of the Company together with Reports of the the Directors' and the Auditors' thereon for the financial year ended 31st March, 2018.
2. To appoint a Director in place of Mr. Mahendra Kumar Bachhawat (DIN : 00129820), who retires by rotation and being eligible, offers himself for re-appointment.

#### **Special Business**

3. To consider and, if thought fit, to pass the following as a **Ordinary Resolution** :

##### **Appointment of Ms. Dibya Baid (DIN: 08023692) as an Independent Director**

**“RESOLVED THAT** Ms. Dibya Baid (DIN:08023692) who was appointed as an Additional Director of the Company by the Board of Directors w.e.f. from 26th December, 2017 under Section 161 of the Companies Act, 2013 (the Act) and who holds office upto the date of the Annual General Meeting, but who is eligible for appointment and in respect of whom the Company has received a notice in writing from a Member under Section 160 of the Act proposing her candidature for the office of Director of the Company, be and is hereby appointed as a Director of the Company;

**RESOLVED FUTHER THAT** pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Act and the Rules made thereunder read with Schedule IV of the Act, as amended from time to time, Ms. Dibya Baid, who has submitted declaration that she meets the criteria for independence as provided under Section 149(6) of the Act and who is eligible for appointment be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a consecutive period of 5 years with effect from 26th December, 2017.”

4. To consider and, if thought fit, to pass the following as a **Special Resolution**:

##### **Authority under Section 180(1)(c) of the Companies Act, 2013**

**“RESOLVED THAT** pursuant to the provisions of Section 180 (1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) (including any statutory modifications or re-enactments thereof, for the time being in force) and Rules made thereunder, consent of the Company be and is hereby accorded to the Board of Directors of the Company to borrow from time to time any sum or sums of money from Banks, Companies, Bodies Corporate, Financial Institutions, other Lending Institutions, Firms or Persons on such terms and conditions as may be considered appropriate by them in the interest of the Company, notwithstanding that the moneys to be borrowed together with the moneys already borrowed by the Company, apart from the temporary loans obtained from the Company's Bankers in the ordinary course of business, will exceed aggregate of its Paid up Share Capital and Free Reserves, so however that the total amount already borrowed or to be borrowed by the Board of Directors and outstanding at any one time shall not exceed Rs. 200 Crores (Rupees Two Hundred Crores) exclusive of interest.”

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## DEEPLOK FINANCIAL SERVICES LIMITED

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5. To consider and, if thought fit, to pass the following as a **Special Resolution**:

**Authority under Section 180(1)(a) of the Companies Act, 2013**

“**RESOLVED THAT** pursuant to the provisions of Section 180 (1)(a) and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) (including any statutory modifications or re-enactments thereof, for the time being in force) and Rules made thereunder, the Board of Directors of the Company be and is hereby authorised to mortgage and / or charge and / or otherwise dispose of the immovable and moveable properties, both present and future or whole or substantially the whole of the undertaking or the undertakings of the Company for the purpose of securing i) any loan whether by way of Term Loan, overdraft or in any other manner obtained or as may be obtained from any Bank, Company, Body Corporate, Financial Institution, other Lending Institution, Firm or Person and / or ii) any issue of Debentures whether convertible or non-convertible to any of the aforesaid or to any member(s) of the Company or to any person(s) together with interest, cost, charges, expenses and any other money payable by the Company for an aggregate value not exceeding the borrowing limit available to the Board in terms of Section 180(1)(c) of the Act.”

6. To consider and, if thought fit, to pass the following as a **Special Resolution**:

**Authority under Section 186 of the Companies Act, 2013**

“**RESOLVED THAT** pursuant to the provisions of Section 186 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) and the Rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), consent of the Members be and is hereby accorded to the Board of Directors (hereinafter referred to as the Board, which term shall be deemed to include any Committee which the Board may constitute for this purpose or any person(s) authorized by the Board) to (a) give loans, from time to time, to any person or other body corporate or other entity; (b) give guarantee or provide any security in connection with a loan to any person or body corporate or other entity and/or (c) acquire by way of subscription, purchase or otherwise, the securities of any other body corporate or other entity, as the Board may, in its absolute discretion deem beneficial and in the interest of the Company, upto 60% of the Company's paid-up share capital, free reserves and securities premium account or 100% of its free reserves and securities premium account, whichever is more, or upto an aggregate sum of Rs. 200 Crores (Rupees Two Hundred Crores only), whichever is higher;

**RESOLVED FURTHER THAT** the Board be and is hereby authorized to do all acts, deeds and things as may be appropriate and necessary in this connection and incidental thereto, as they may in their absolute discretion, deem fit to give effect to this resolution.”

**By order of the Board  
For Deeplok Financial Services Limited**

“Ideal Plaza” South Block 2<sup>nd</sup> Floor,  
S.207 & 209, 11/1, Sarat Bose Road,  
Kolkata-700 020  
CIN : L17115WB1981PLC033469  
Phone : (033) 2283-7495/6  
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Website : www.deeplokfinancialservices.com  
E-mail : info@jbggroup.info

Sd/-  
**Surendra Kumar Bachhawat**  
Managing Director  
DIN : 00129471

Date : 30.05.2018

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## DEEPLOK FINANCIAL SERVICES LIMITED

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### NOTES

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM MAY APPOINT A PROXY TO ATTEND AND VOTE ON A POLL ON HIS/HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. THE INSTRUMENT APPOINTING A PROXY DULY COMPLETED MUST BE DEPOSITED AT THE COMPANY'S REGISTERED OFFICE NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE AGM.**
2. **A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or member.**
3. Explanatory Statement in terms of Section 102 of the Companies Act, 2013 is enclosed and constitutes part of the notice.
4. Corporate Members are required to send to the company a duly certified copy of the Board Resolution, pursuant to Section 113 of the Companies Act, 2013, authorizing their representative to attend and vote at the AGM.
5. Members/Proxies should bring the enclosed Attendance Slip duly filled in for attending the meeting.
6. In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
7. Relevant documents referred to in the accompanying notice including Annual Report for the financial year 2017-18 are open for inspection by members at the registered office of the company on all working days of the Company (Monday to Friday) between 11.00 a.m. and 1.00 p.m. up to the date of AGM.
8. The Register of Members and Share Transfer Books will remain closed under Section 91 of the Companies Act, 2013 from **18th September, 2018 to 24th September, 2018 (both days inclusive)**.
9. All requests for physical transfer of Equity Shares, change of address and allied matters by shareholders should preferably be sent directly to the Company's Registrar & Share Transfer Agent M/s. Maheswari Datamatics Pvt. Ltd., 23, R. N. Mukherjee Road, Kolkata 700 001.
10. Members desiring any information on accounts are advised to write to the company at least seven days before the Meeting to enable the Management to keep the information ready at the Meeting.
11. SEBI has made it mandatory for every participant in Capital Market to furnish Income Tax Permanent Account Number (PAN). Accordingly, all members holding shares in Physical form are also requested to submit self-attested copy of PAN (both sides) to the Registrar & Share Transfer Agents.
12. Ministry of Corporate Affairs (MCA) has launched "Green Initiative in Corporate Governance vide Circular No. 17/2011 dated 21st April, 2011 allowing dispatch of notices, Annual Report and other correspondence through electronic mode via E-Mails. All shareholders — both Physical and DP are requested to send their Email Id to our Registrar & Share Transfer Agent for a faster communication.

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13. Members may appoint nomination for Physical Shares held by them by sending completed Form available with the Company's Registrar & Share Transfer Agent and directly with their DP for Shares held in electronic mode. The Nomination Form is available on Company's website : [www.deeplokfinancialservices.com](http://www.deeplokfinancialservices.com)
14. Information about the Directors to be appointed and reappointed at the Annual General Meeting as stipulated under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 :-

Name of Director	Mr. Mahendra Kumar Bachhawat	Ms. Dibya Baid
Date of Birth & Age	15.03.1961 (57 Years)	07.11.1993 (25 Years)
Nationality	Indian	Indian
Date of appointment	09.07.1989	26.12.2017
Qualification	B.Com	B.Com. CA (Inter)
Expertise in Specific function areas	Finance	Accounts
List of Directorship held in other Companies	10	NIL
Membership/Chairmanship of Committees Across other Companies	Nil	Nil
Number of Shares held by Director in the company	68,350	NIL
Director identification number	00129820	08023692

15. The Notice of the AGM along with the Annual Report 2017-2018 is being sent by electronic mode to those members whose e-mail addresses are registered with the Company/Depositories, unless any member has requested for a physical copy of the same. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.
16. Complete particulars of the venue of the Meeting including route map and prominent land mark for easy location is enclosed for the convenience of the members. The same has also been hosted at the website of the Company at [www.deeplokfinancialservices.com](http://www.deeplokfinancialservices.com).

### 17. VOTING THROUGH ELECTRONIC MEANS

- I. In compliance to Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules 2015 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company is pleased to provide members facility to exercise their right to vote on resolutions proposed to be considered at the Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes by the members using an electronic voting system from a place other than venue of the, AGM ("remote e-voting") will be provided by Central Depository Services (India) limited (CDSL).
- II. The facility for voting through ballot paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through ballot paper. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.

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## DEEPLOK FINANCIAL SERVICES LIMITED

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### III. The process and manner for remote e-voting are as under :

- (i) The remote e-voting period commences on 21st September, 2018 (09:00 am) and ends on 23rd September, 2018 (5:00 pm). During this period members' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 17th September, 2018, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.
- (ii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com) during the voting period.
- (iii) Click on "Shareholders" tab.
- (iv) Now enter your User ID
  - a. For CDSL - 16 digits beneficiary ID,
  - b. For NSDL - 8 Character DP ID followed by 8 Digits Client ID.
  - c. Members holding shares in Physical Form should enter Folio Number registered with the Company, excluding the special characters.
- (v) Next enter the image Verification as displayed and Click on Login.
- (vi) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- (vii) If you are a first time user follow the steps given below :

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

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

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## DEEPLOK FINANCIAL SERVICES LIMITED

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18. Institutional Members/Bodies Corporate (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/Authority letter etc. together with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote through e-mail at [aklabhcs@gmail.com](mailto:aklabhcs@gmail.com) with a copy marked to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) on or before 23rd September, 2018 upto 5.00 pm without which the vote shall not be treated as valid.
19. The notice of Annual General Meeting will be sent to the members, whose names appear in the register of members/register of beneficial owners maintained by depositories as at closing hours of business, on 3rd August, 2018.
20. The shareholders shall have one vote per equity share held by them as on the cut-off date of 17th September, 2018. The facility of e-voting would be provided once for every folio/client id, irrespective of the number of joint holders. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date of 17th September, 2018.
21. Since the Company is required to provide members the facility to cast their vote by electronic means, shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 17th September, 2018, and not casting their vote electronically, may only cast their vote at the Annual General Meeting.
22. Notice of the AGM along with attendance slip, proxy form along with the process, instructions and the manner of conducting e-voting is being sent electronically to all the members whose email IDs are registered with the Company / Depository Participant(s). For members who request for a hard copy and for those who have not registered their email address, physical copies of the same are being sent through the permitted mode.
23. Investors who became members of the Company subsequent to the dispatch of the Notice / Email and hold the shares as on the cut-off date i.e. 17th September, 2018 are requested to send the written / email communication to the Company at [sacmill@hotmail.com](mailto:sacmill@hotmail.com) by mentioning their Folio No. / DP ID and Client ID to obtain the Login-ID and Password for e-voting.
24. Mr Atul Kumar Labh, Practicing Company Secretary, (FCS-4848 / CP No- 3238) has been appointed as the Scrutinizer to scrutinize the remote e-voting process and voting at the AGM in a fair and transparent manner. The Scrutinizer will submit, not later than 48 hours of conclusion of the AGM, a consolidated Scrutinizers Report of the total votes cast in favour or against, if any, to the Chairman of the Company or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith.
25. The Results declared along with the Scrutinizer's Report shall be placed On the Company's website at [www.deeplokfinancialservices.com](http://www.deeplokfinancialservices.com) and on the website of CDSL. The same will be communicated to the Stock Exchange where the shares of the Company are listed.

**By order of the Board  
For Deeplok Financial Services Limited**

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Website : [www.deeplokfinancialservices.com](http://www.deeplokfinancialservices.com)  
E-mail : [info@jbggroup.info](mailto:info@jbggroup.info)

Sd/-  
**Surendra Kumar Bachhawat**  
Managing Director  
DIN : 00129471

Date: 30.05.2018



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## **DEEPLOK FINANCIAL SERVICES LIMITED**

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### **EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013**

#### **Item No. 3**

The Board of Directors of the Company had appointed Ms. Dibya Baid as an Additional Director in Independent capacity with effect from 26<sup>th</sup> December, 2017, on the basis of recommendation of the Nomination and Remuneration Committee and in accordance with the provisions of the Articles of Association of the Company read with Section 161 of the Act. Ms. Dibya Baid holds office only upto the date of the forthcoming Annual General Meeting. A notice has been received from a Member, as required under Section 160 of the Act, proposing Ms. Dibya Baid as a candidate for the office of Director of the Company.

Ms. Dibya Baid has submitted a declaration that she meets the criteria for independence as provided under Section 149(6) of the Act. In compliance with provisions of Section 149 read with Schedule IV of the Act, the appointment of Ms. Dibya Baid as an Independent Director w.e.f 26.12.2017 for 5 years, not liable to retire by rotation, is now being placed before the Members at the Annual General Meeting for their approval.

The Board recommends the resolution set out at Item No. 3 for the approval of the Members of the Company.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 3.

#### **Item No. 4**

As per the provisions of Section 180(1)(c) of the Act, the Board of Directors of a Company cannot, without the consent of the Company by a Special Resolution, borrow money where the money to be borrowed together with the money already borrowed by the Company will exceed the aggregate of its Paid Up Share Capital and Free Reserves apart from temporary loans obtained from the Company's Bankers in the ordinary course of business. Keeping in view the Company's growth strategy for its various business segments and future plans, the Company may have to resort to borrowings as and when considered appropriate, which in the aggregate may exceed the aggregate amount of the Paid Up Share Capital and Free Reserves. In view of this, it is considered prudent to seek the consent of the Members by way of a Special Resolution in accordance with Section 180(1)(c) of the Act to enable the Board of Directors of the Company to borrow up to a maximum of Rs. 200 Crores (Rupees Two Hundred Crores) exclusive of interest.

The Board recommends the resolution set out at Item No. 4 for the approval of the Members of the Company.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 4.

#### **Item No. 5**

As per the provisions of Section 180(1)(a) of the Act, the Board of Directors of a Company cannot, without the consent of the Company by a Special Resolution, sell, lease or otherwise dispose of the whole or substantially the whole of any of the undertakings of the Company. The Board of Directors of the Company while borrowing money for the business needs of the Company for meeting its working capital requirement as well as for financing various projects is required to create mortgage / charge on the moveable as well immovable properties of the Company in favour of the concerned lender. Since the relevant Clauses of the security documents empower the lender to take over the properties and assets provided as security and the lenders have the power to sell the said properties and assets to the exclusion of any third party or without the intervention of any Court of law, it may be construed that

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## DEEPLOK FINANCIAL SERVICES LIMITED

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the creation of mortgage/ charge on the properties or undertakings of the Company in favour of the lender would attract the provisions of Section 180(1)(a) of the Act. Thus, the consent of the Members is being sought by a Special Resolution to enable the Board of Directors to create such mortgage/ charge.

The Board recommends the resolution set out at Item No. 5 for the approval of the Members of the Company.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 5.

### **Item No. 6**

Pursuant to the provisions of Section 186 of the Companies Act, 2013, a Company can give any loan, guarantee, provide security or make investment in shares, debentures etc. up to an amount of 60% of its paid up capital, free reserves and securities premium account or 100% of free reserves and securities premium account, whichever is higher. A Company may give loan, guarantee, provide security or make investment in shares, debentures etc. exceeding the above limits with the prior approval of shareholders by means of a special resolution.

Aggregate amount of the loans and investments so far made, the amount for which guarantees and securities so far provided by the Company may exceed the limits as detailed above in the near future. Accordingly, the Board of Directors in its meeting held on 30.05.2018 approved increasing the aforesaid threshold to Rs. 200 Crores (Rupees Two Hundred Crores) subject to approval of the Shareholders.

The Board recommends the resolution set out at Item No. 6 for the approval of the Members of the Company.

None of the Directors and Key Managerial Personnel of the Company and their relatives is concerned or interested, financial or otherwise, in the resolution set out at Item No. 6.

**By order of the Board  
For Deeplok Financial Services Limited**

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E-mail : info@jbggroup.info

Sd/-  
**Surendra Kumar Bachhawat**  
**Managing Director**  
**DIN : 00129471**

Date: 30.05.2018

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## DEEPLOK FINANCIAL SERVICES LIMITED

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### DIRECTOR'S REPORT TO THE SHAREHOLDERS

Your Directors hereby present the 38th Annual Report and Audited financial statement for the year ended 31st March 2018.

#### **Financial Performance**

The Company's financial performance for the year ended 31st March, 2018 is summarized below :

Particulars	As on 31.03.2018	As on 31.03.2017
	(Rs.)	(Rs.)
Total Revenue	15,55,75,537	3,55,20,610
Profit before taxation	14,46,60,698	3,48,51,171
Tax	22,77,078	59,43,692
Profit for the year	14,23,83,620	2,89,07,479
Earning per share	149.47	30.35

#### **Financial Performance**

During the financial year under review, total revenue increased from Rs. 3,55,20,610/- to Rs. 15,55,75,537/-. The net profit for the financial year stood at Rs. 14,23,83,620/- as compared to net profit of Rs. 2,89,07,479/- in the previous financial year.

#### **Dividend**

The Board of Directors regrets their inability to recommend any dividend for the financial year under report.

#### **Change in the nature of business, if any**

There is no change in the nature of the business of the Company.

#### **Details of significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future**

Your Company has declared that there are no pending litigations.

#### **Material changes and commitments, if any, affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report**

There were no material changes and commitments affecting the financial position of the Company occurring between March 31, 2018 and the date of this Report of the Directors.

#### **Subsidiary / Joint Ventures / Associates**

The details of the Subsidiary / Joint Venture / Associate companies are annexed as **Annexure-I** of the report.

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## **DEEPLOK FINANCIAL SERVICES LIMITED**

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### **Internal Financial Control**

The Company has in place an established internal control system designed to ensure proper recording of financial and operational information and compliance of various internal controls and other regulatory and statutory compliances.

### **Share Capital**

The paid up Equity Share Capital as on March 31, 2018 was Rs. 95,25,950. During the year under review, your Company has not issued any shares or any convertible instruments.

### **Risk Management**

The Board members were informed about risk assessment and minimization procedures after which the Board formally adopted steps for framing, implementing and monitoring the risk management plan for the company.

### **Board of Directors**

The Board of Directors of your Company comprised of the following Directors as on 31.03.2018 :

Mr. Surendra Kumar Bachhawat - Managing Director

Mr. Mahendra Kumar Bachhawat - Director

Mr. Prakash Bachhawat - Director

Mr. Hemraj Kathotia - Independent Director

Ms. Dibya Baid - Additional Director (Independent)

During the year under report, Mrs. Preksha Modi resigned as a Director from the Board w.e.f 26.12.2017 and Ms. Dibya Baid (DIN: 08023692) was appointed as Additional Director (Independent) w.e.f. 26.12.2017. Her appointment is due for confirmation at the ensuing Annual General Meeting of the Company. The Board took on record its deep sense of appreciate for the services rendered by Mrs. Modi during the tenure of her directorship.

Mr. Mahendra Kumar Bachhawat (DIN : 00129820) is liable to retire by rotation and being eligible offers himself for re-appointment at the ensuing Annual General Meeting of the Company.

### **Key Managerial Personnel**

The following persons were formally appointed as Key Managerial Personnel (KMP) of the Company in compliance with the provisions of Section 203 of the Companies Act, 2013 :

- a) Mr. Surendra Kumar Bachhawat - Managing Director
- b) Mr. Pradip Kumar Bera - Chief Financial Officer (CFO)
- c) Ms. Sudha Jain - Company Secretary

### **Meeting of Board**

During the financial year 2017-18, the Board met 7 times on 30.05.2017, 27.07.2017, 30.10.2017, 02.11.2017, 26.12.2017, 30.01.2018 and 21.03.2018.

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## DEEPLOK FINANCIAL SERVICES LIMITED

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### **Board Evaluation**

The Nomination & Remuneration Committee laid down the policy and process of evaluation of Board of Directors. Under this policy a set of parameters to be used in the evaluation process has been determined for :

- i. Self evaluation of the Board Members
- ii. Evaluation of Non-Independent Directors' performance by Independent Directors.
- iii. Evaluation of Chairman's performance by independent Directors.
- iv. Assessment of quantity, quality and timeliness of information to the Board

Using the parameters mentioned above and in accordance with SEBI Guidance Note on Board Evaluation, the evaluation of the Board Members was carried out.

### **Remuneration Policy**

Nomination and Remuneration Committee has formulated the Nomination, Remuneration and Evaluation Policy for Directors, Key Managerial Personnel (KMPs) and other employees in terms of the provisions of Section 178(3) of the Companies Act, 2013. The said policy which has been approved by the Board outlines the appointment criteria and qualifications, the term/tenure of the Directors on the Board of Company and the matters related to remuneration of the Directors.

### **Audit Committee**

The composition of the Audit Committee as on 31st March, 2018 is as follows :

1. Mr. Hemraj Kathotia, Chairman
2. Mr. Mahendra Kumar Bachhawat
3. Ms. Dibya Baid

### **Vigil Mechanism**

The Company has in place a vigil mechanism details of which are available on the Company's website [www.deeplokfinancialservices.com](http://www.deeplokfinancialservices.com).

### **Contracts and Arrangements with Related Party**

All transactions entered into with related parties as defined under the Companies Act 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 during the financial year were in the ordinary course of Business and on arm's length pricing basis. The details of Related Party Transactions are enclosed as **Annexure – II**

### **Loans, guarantees and investments**

The particulars of loans guarantees and investments made in securities under section 186 of the Companies Act, 2013 read with the Companies (Meetings of Board and its Powers) Rules, 2014 has been provided in the financial statements of the Company.

### **Disclosure under Section 197(12) and Rule 5 of the Companies (Appointment & Remuneration of Managerial Personnel) Rules, 2016**

Information in accordance with the provisions of Section 197(12) of the Companies Act, 2013 read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2016 is given in **Annexure-III** forming part of the Directors' Report.

### **Extract of the Annual Return**

The extract of the Annual Return in Form No. MGT-9 is enclosed as **Annexure-IV** and forms part of this Report.

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## **DEEPLOK FINANCIAL SERVICES LIMITED**

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### **Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo**

Your Company does not have any activity relating to Conservation of Energy and Technology Absorption and also there has been no Foreign Exchange Earnings and Outgo during the financial year under review.

### **Directors' Responsibility Statement**

Pursuant to Section 134(3) (c) read with Section 134(5) of the Companies Act, 2013 the Directors of your Company confirm that :

- i) In the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any ;
- ii) The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period ;
- iii) The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities ;
- iv) The Directors have prepared the annual accounts on a going concern basis ;
- v) The Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and are operating effectively ; and
- vi) There is a proper system to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

### **Deposits**

The Company has not accepted any deposits from the public, and as such, there are no outstanding deposits in terms of the Companies (Acceptance of Deposits) Rules, 2014, as amended.

### **Listing**

The Equity Shares of the Company continues to be listed with Calcutta Stock Exchange and the annual listing fees has been paid up to date.

### **Corporate Governance**

The Corporate Governance Report giving the details as required in terms of Regulation 34(3) read with clause C of Schedule V of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 is given separately as **Annexure - V** and forms part of this Report of the Directors

### **Corporate Social Responsibility (CSR)**

The provisions of Sections 135 of the Companies Act, 2013 relating to Corporate Social Responsibility is applicable to the Company. The details of the CSR activities is enclosed and marked as **Annexure-VI**.

### **Audit and Auditors**

In terms of the provisions of Section 139 of the Companies Act, 2013 read with provisions of the Companies (Audit and Auditors) Rules, 2014 as amended, M/s. R. Kothari & Co., Chartered Accountants (ICAI Firm Registration No.307069E) was appointed as the Auditors of the Company

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## **DEEPLOK FINANCIAL SERVICES LIMITED**

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from conclusion of the 37<sup>th</sup> AGM until conclusion of the 40<sup>th</sup> AGM of the Company scheduled to be held in the year 2020.

The members may note that consequent to the changes made in the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 by the Ministry of Corporate Affairs (MCA) vide notification dated May 7, 2018, the proviso to Section 139 of the Companies Act, 2013 read with explanation to sub-rule 7 of Rule 3 of the Companies (Audit and Auditors) Rules, 2014, the requirement for ratification of Auditors appointment at every AGM has been done away. Therefore, the requirement of ratifying the appointment of M/s. R. Kothari & Co., as the Auditors of the Company at the every AGM does not arise.

Your Company has received a certificate from M/s. R. Kothari & Co., Chartered Accountants confirming their eligibility to continue as Auditors of the Company in terms of the provisions of Section 141 of the Companies Act, 2013 and the Rules framed thereunder. They have also confirmed that they hold a valid certificate issued by the Peer Review Board of the Institute of Chartered Accountants of India (ICAI) as required under the provisions of Regulation 33 of the Listing Regulations.

### **Secretarial Audit & Observations**

Secretarial Audit was conducted during the year by Mr. Asit Kumar Labh, practising Company Secretary (ACS-32891, CP No. 14664) in accordance with the provisions of section 204 of the Companies Act, 2013. The Secretarial Auditor's Report is attached as **Annexure-VII** and forms a part of this Report of the Directors and does not contain any observation / adverse remark.

### **Internal Audit & Controls**

In terms of Section 138 of the Companies Act, 2013 read with Rule 13 of the Companies (Accounts) Rules, 2014, M/s. Shyamsukha Associates, Chartered Accountants was the Internal Auditors for the Company during the financial year.

Internal Auditors' findings are discussed and suitable corrective actions are taken as per the directions of Audit Committee on an ongoing basis to improve efficiency in operations.

### **Disclosures under Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013**

The provisions under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 is not applicable on your company.

### **Secretarial Standards**

The Board of Directors hereby affirms that your Company has adhered to the Secretarial Standards as prescribed by the Institute of Company Secretaries of India during the financial year under report.

### **Acknowledgement**

Your Directors wish to place on record their appreciation of assistance and co-operation received from bankers, lenders, suppliers, customers, Government Authorities, employees & other stake holders.

On behalf of the Board of Directors

Place : Kolkata Date : 30.05.2018	Sd/- <b>Surendra Kumar Bachhawat</b> Managing Director DIN : 00129471	Sd/- <b>Prakash Bachhawat</b> Director DIN : 05156658
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## DEEPLOK FINANCIAL SERVICES LIMITED

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ANNEXURE - I

Form AOC-1

*[Pursuant to first provisio of Sub-section (3) of section 129 read with  
Rule 5 of Companies (Accounts) Rules, 2014*

Statement containing salient features of the financial statement of subsidiaries / associate companies / joint ventures

**Part "A" : Subsidiaries**

NIL

**Part "B" : Associates and Joint Ventures**

Name of associate	WOODSIDE FASHIONS LIMITED
Latest audited Balance Sheet Date	31st March, 2018
Shares of Associate held by the company on the year end No.	5,39,000
Amount of Investment in Associates	Rs. 1,34,75,000/-
Extend of Holding %	23.96%
Description of how there is significant influence	Through Shareholding
Reason why the associate is not consolidated	N.A.
Net worth attributable to shareholding as per latest audited Balance Sheet	Rs. 22,64,88,891/-
<b>Profit/Loss for the year</b>	
Considered in Consolidation	Rs. 2,00,00,270/-
Not Considered in Consolidation	-

Sd/-  
**Surendra Kumar Bachhawat**  
Managing Director  
DIN : 00129471

Sd/-  
**Prakash Bachhawat**  
Director  
DIN : 05156658

Sd/-  
**Sudha Jain**  
Company Secretary  
Membership No. : A36440

Sd/-  
**Pradip Kumar Bera**  
CFO  
PAN : AKQPB9617E

Place : Kolkata  
Date : 30.05.2018



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# DEEPLOK FINANCIAL SERVICES LIMITED

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ANNEXURE - II

Form No. AOC-2

**[Pursuant to Clause (h) of Sub-section (3) of section 134 of the Act  
Rule 8(2) of the Companies (Accounts) Rules, 2014**

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

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

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

- i) a) Name(s) of the related party and nature of relationship — Rajendra Kumar Bachhawat, Relative of Key Managerial Personnel  
b) Nature of contracts/arrangements/transactions — Sale of Investments  
c) Duration of the contracts / arrangements / transactions — As and when arises  
d) Salient terms of the contracts or arrangements or transactions including the value, if any — Prevailing Market Price, Aggregate value of Rs. 51,94,475/-  
e) Date (s) of approval by the Board, if any — No  
f) Amount paid as advances, if any — NIL

On behalf of the Board of Directors

Sd/-

**Surendra Kumar Bachhawat**  
Managing Director  
DIN : 00129471

Sd/-

**Prakash Bachhawat**  
Director  
DIN : 05156658

Place : Kolkata  
Date : 30.05.2018

## DEEPLOK FINANCIAL SERVICES LIMITED

### ANNEXURE-III

**PARTICULARS OF EMPLOYEES PURSUANT TO SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) AMMENDMENT RULES, 2016**

Name of the Director/ CEO / CFO / Company Secretary / Manager	Designation	(i) Ratio of the remuneration of each director to the median remuneration of the employees of the Company for the financial year 2017-18	(ii) Percentage increase in remuneration during 2017-18
Mr. Surendra Kumar Bachhawat	Managing Director	—	—
Mr. Mahendra Kumar Bachhawat	Director	—	—
Mr. Prakash Bachhawat	Director	—	—
Mr. Pradip Kumar Bera	CFO	N.A.	9.27%
Ms. Sudha Jain	CS	N.A.	NIL

Sl. No.	Description	Remarks
iii.	the percentage increase in the median remuneration of the employees in the financial year	NIL
iv.	the number of permanent employees on the rolls of company ;	6
v.	average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration;	Average Salary increase of non-manual employees is — 22.11%  Average Salary increase of managerial employees — 9.27%
vi.	It is hereby affirmed that the remuneration to managerial personnel referred to above is as per the remuneration policy of the Company.	

## DEEPLOK FINANCIAL SERVICES LIMITED

**PARTICULARS OF EMPLOYEES PURSUANT TO SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5 (2) AND 5(3) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) AMENDMENT RULES, 2016**

It is hereby affirmed that:

- (i) No employee was in receipt of remuneration for the year in aggregate of more than Rs. 1.02 Crores (if employed throughout the financial year);
- (ii) No employee was in receipt of remuneration for any part of the year at a rate which in aggregate was more than Rs. 8.5 lacs per month (if employed for a part of the financial year);
- (iii) No employee was in receipt of remuneration in excess of that drawn by the Managing Director or Whole-time Director or Manager nor holds by himself or along with his spouse and dependent children more than two percent of the equity shares of the Company.

Top Ten Employees in terms of Remuneration drawn for F.Y. 2017-18:

Sl. No.	Name	Designation	Remuneration (Rs.)	Nature of Employment	Qualification and Experience	Date of Commencement of Employment	Age	Last Employment Held	% of equity shares held	Whether relative of any of Director / Manager
1	Pradip Kumar Bera	CFO	1,83,617	Permanent	B.Com. / 13 yrs	01.07.2005	55	-	Nil	No
2	Ashok Garai	Accounts Assistant	1,70,406	Permanent	B.Com. / 18 yrs.	01.04.2000	51	-	Nil	No
3	Sudha Jain	Company Secretary	1,44,000	Permanent	C.S.	01.02.2016	33	Athene Construction Ltd.	Nil	No
4	Kalyan Sardar	Office Assistant	1,51,859	Permanent	B.Com.	01.07.2012	39	-	Nil	No
5	Ajoy Ghosh	Office Assistant	1,20,123	Permanent	H.S.	01.01.2014	53	-	Nil	No
6	Rajesh Agrawal	Taxation Executive	39,850	Permanent	M.Com.	01.03.2018	27	Woodside Fashion Ltd.	Nil	No

# DEEPLOK FINANCIAL SERVICES LIMITED

ANNEXURE-IV

Form No. MGT-9

## EXTRACT OF ANNUAL RETURN

As on the financial year ended on 31<sup>st</sup> March, 2018

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

### I. REGISTRATION AND OTHER DETAILS :

CIN	L17115WB1981PLC033469
Registration Date	18.04.1981
Name of the Company	<b>DEEPLOK FINANCIAL SERVICES LIMITED</b>
Category / Sub-Category of the Company	Company having share capital
Address of the Registered Office and contact details	IDEAL PLAZA, 11/1, SARAT BOSE ROAD R.NO.S-209, KOLKATA – 700020
Whether listed company	YES, Listed at Calcutta Stock Exchange Limited
Name, Address and contact details of Registrar & Transfer Agents (RTA), if any	<b>MAHESHWARI DATAMATICS PVT. LTD.</b> 23, R. N. MUKHERJEE ROAD, 5TH FLOOR KOLKATA-700 001 033-2243 5809 / 5029 mdpldc@yahoo.com

### II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl. No.	Name and Description of main products /services	NIC Code of the Product/Services	% of total turnover of the Company
1	Other Financial Service activities except insurance and pension funding activities	6499	100%

### III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -

Sl. No.	Name & Address of the Company	CIN/GIN	Holding/Subsidiary/ Associate	% of Share held	Applicable Section
1	WOODSIDE FASHIONS LIMITED	U20221WB2001PLC092767	Associate	23.96	2(6)

## DEEPLOK FINANCIAL SERVICES LIMITED

### IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of total Equity)

#### (i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year (As on 01.04.17)				No. of Shares held at the end of the year (As on 31.03.18)				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
<b>A. PROMOTERS</b>									
<b>(1) Indian</b>									
a) Individual / HUF	435949	0	435949	45.7644	479949	0	479949	50.3833	4.6189
b) Central Government	0	0	0	0	0	0	0	0	0
c) State Government	0	0	0	0	0	0	0	0	0
d) Bodies Corporate	203350	0	203350	21.3470	203350	0	203350	21.3470	0.0000
e) Banks / Financial Institutions	0	0	0	0	0	0	0	0	0
f) Any Other	0	0	0	0	0	0	0	0	0
Sub-total (A)(1)	639299	0	639299	67.1114	683299	0	683299	71.7303	4.6189
<b>(2) Foreign</b>									
a) NRIs - Individuals	0	0	0	0	0	0	0	0	0
b) Other - Individuals	0	0	0	0	0	0	0	0	0
c) Bodies Corporate	0	0	0	0	0	0	0	0	0
d) Banks / Financial Institutions	0	0	0	0	0	0	0	0	0
e) Any Other	0	0	0	0	0	0	0	0	0
Sub-total (A)(2)	0	0	0	0.0000	0	0	0	0.0000	0
Total Shareholding of Promoter (A) = (A)(1)+(A)(2)	639299	0	639299	67.1114	683299	0	683299	71.7303	4.6189
<b>B. PUBLIC SHAREHOLDING</b>									
<b>(1) Institutions</b>									
a) Mutual Funds	0	0	0	0	0	0	0	0	0
b) Banks / Financial Institutions	0	0	0	0	0	0	0	0	0
c) Central Governments	0	0	0	0	0	0	0	0	0
d) State Governments	0	0	0	0	0	0	0	0	0
e) Venture Capital Funds	0	0	0	0	0	0	0	0	0
f) Insurance Companies	0	0	0	0	0	0	0	0	0
g) Foreign Institutional Investors (FII)	0	0	0	0	0	0	0	0	0
h) Foreign Venture Capital Funds	0	0	0	0	0	0	0	0	0
i) Others (Specify)	0	0	0	0	0	0	0	0	0
Sub-total (B)(1)	0	0	0	0	0	0	0	0	0
<b>(2) Non-Institutions</b>									
a) Bodies Corporate									
i) Indian	49675	625	50300	5.2803	49675	625	50300	5.2803	0.0000

## DEEPLOK FINANCIAL SERVICES LIMITED

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% Change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
ii) Overseas	0	0	0	0	0	0	0	0	0
b) Individuals	0	0	0	0	0	0	0	0	0
i) Individual shareholders holding nominal share capital upto Rs 1 lakh	11700	32125	43825	4.6006	11700	32125	43825	4.6006	0.0000
ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	201171	18000	219171	23.0078	157171	18000	175171	18.3889	-4.6189
c) Others Specify									
NRI	0	0	0	0	0	0	0	0	0
Qualified Foreign Investor									
Custodian of Enemy Property									
Foreign Nationals	0	0	0	0	0	0	0	0	0
Clearing Members	0	0	0	0	0	0	0	0	0
Trusts	0	0	0	0	0	0	0	0	0
Foreign Bodies - D.R.	0	0	0	0	0	0	0	0	0
Sub-total (B)(2)	262546	50750	313296	32.8887	218546	50750	269296	28.2697	-4.6189
Total Public Shareholding (B) = (B)(1)+(B)(2)	262546	50750	313296	32.8887	218546	50750	269296	28.2697	-4.6189
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
<b>GRAND TOTAL (A+B+C)</b>	<b>901845</b>	<b>50750</b>	<b>952595</b>	<b>100.0000</b>	<b>901845</b>	<b>50750</b>	<b>952595</b>	<b>100.0000</b>	<b>0.0000</b>

### (ii) Shareholding of Promoters

SI No.	Shareholder's Name	Shareholding at the beginning of the year [As on 01.04.2017]			Share holding at the end of the year [As on 31.03.2018]			% change-in Shareholding during the year	PAN
		No. of Shares	% of total Shares of the company	% of Shares Pledge/encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledge/encumbered to total shares		
1.	Rejendra Kumar Bachhawat	88000	9.2379	0.0000	88000	9.2379	0.0000	0.0000	AEEP8725R
2.	Surendra Kumar Bachhawat	82699	8.6814	0.0000	82699	8.6814	0.0000	0.0000	AEEP8727P
3.	Prakash Bachhawat	30750	3.2280	0.0000	74750	7.8470	0.0000	4.6190	AKWPB9763F
4.	Mahendra Kumar Bachhawat	68350	7.1751	0.0000	68350	7.1751	0.0000	0.0000	AEKPB3106Q
5.	Daulat Financial Services Pvt. Ltd.	68300	7.1699	0.0000	68300	7.1699	0.0000	0.0000	AAACD8739N
6.	Deeplok Securities Ltd.	56450	5.9259	0.0000	56450	5.9259	0.0000	0.0000	AAACD9152H
7.	Surendra Kumar Bachhawat	44300	4.6505	0.0000	44300	4.6505	0.0000	0.0000	AANFR1074Q
8.	Rajendra Kumar Bachhawat	43600	4.5770	0.0000	43600	4.5770	0.0000	0.0000	AACHR7193H
9.	Vinayak Dealer Pvt. Ltd.	43500	4.5665	0.0000	43500	4.5665	0.0000	0.0000	AAACV9573C

## DEEPLOK FINANCIAL SERVICES LIMITED

Sl No.	Shareholder's Name	Shareholding at the beginning of the year [As on 01.04.2017]			Share holding at the end of the year [As on 31.03.2018]			% change-in Share-holding during the year	PAN
		No. of Shares	% of total Shares of the company	% of Shares Pledge/ encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledge/ encumbered to total shares		
10.	Deepak Bachhawat	37500	3.9366	0.0000	37500	3.9366	0.0000	0.0000	AGXPB6375J
11.	RSM Builders & Securities Pvt. Ltd.	35100	3.6847	0.0000	35100	3.6847	0.0000	0.0000	AABCR3143B
12.	Alok Bachhawat	28900	3.0338	0.0000	28900	3.0338	0.0000	0.0000	AGGPB5662D
13.	Mishri Debi Bachhawat	11800	1.2387	0.0000	11800	1.2387	0.0000	0.0000	AEEP8726N
14.	Saroj Bachhawat	50	0.0052	0.0000	50	0.0052	0.0000	0.0000	ADJPB0879Q
	Total	639299	67.1113	0.0000	683299	71.7303	0.0000	4.6190	

### (iii) Change in Promoters' Shareholding (please specify, if there is no change)

Sl. No.	NAME	Shareholding at the beginning (01/04/17) / end of the year (31/03/2018)		Cumulative Shareholding during the year (01/04/17 to 31.03.2018)		PAN
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company	
1	Daulat Financial Services Pvt. Ltd.					AAACD8739N
	1/4/2017	68300	7.1699			
	31/3/2018	68300	7.1699	68300	7.1699	
2.	Deeplok Securities Ltd.					AAACD9152H
	1/4/2017	56450	5.9259			
	31/3/2018	56450	5.9259	56450	5.9259	
3.	Vinayak Dealer Pvt. Ltd.					AAACV9573C
	1/4/2017	43500	4.5665			
	31/3/2018	43500	4.5665	43500	4.5665	
4.	R S M Builders & Securities Pvt. Ltd.					AABCR3143B
	1/4/2017	35100	3.6847			
	31/3/2018	35100	3.6847	35100	3.6847	
5.	Rajendra Kumar Bachhawat					AACHR7193H
	1/4/2017	43600	4.5770			
	31/3/2018	43600	4.5770	43600	4.5770	
6.	Surendra Kumar Bachhawat					AANFR1074Q
	1/4/2017	44300	4.6505			
	31/3/2018	44300	4.6505	44300	4.6505	
7.	Saroj Bachhawat					ADJPB0879Q
	1/4/2017	50	0.0052			
	31/3/2018	50	0.0052	50	0.0052	
8.	Rajendra Kumar Bachhawat					AEEP8725R
	1/4/2017	88000	9.2379			
	31/3/2018	88000	9.2379	88000	9.2379	

## DEEPLOK FINANCIAL SERVICES LIMITED

Sl. No.	NAME	Shareholding at the beginning (01/04/17) / end of the year (31/03/2018)		Cumulative Shareholding during the year (01/04/17 to 31.03.2018)		PAN
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company	
9.	Mishri Devi Bachhawat					AEEP8726N
	1/4/2017	11800	1.2387			
	31/3/2018	11800	1.2387	11800	1.2387	
10.	Surendra Kumar Bachhawat					AEEP8727P
	1/4/2017	82699	8.6814			
	31/3/2018	82699	8.6814	82699	8.6814	
11.	Mahendra Kumar Bachhawat					AEKPB3106Q
	1/4/2017	68350	7.1751			
	31/3/2018	68350	7.1751	68350	7.1751	
12.	Alok Bachhawat					AGGPB5662D
	1/4/2017	28900	3.0338			
	31/3/2018	28900	3.0338	28900	3.0338	
13.	Deepak Bachhawat					AGXPB6375J
	1/4/2017	37500	3.9366			
	31/3/2018	37500	3.9366	37500	3.9366	
14.	Prakash Bachhawat					AKWPB9763F
	1/4/2017	30750	3.2280			
	30/09/2017 - Transfer	44000	4.6190	74750	7.8470	
	31/3/2018	74750	7.8470	74750	7.8470	

**(iv) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):**

Sl. No.	Name	Shareholding at the beginning [01/Apr./17] / end of the year [31/Mar./18]		Cumulative Shareholding during the year [01/Apr./17 to 31/Mar./18]		PAN
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company	
1.	Suharsh Trade & Holdings Private Limited	49675	5.21	49675	5.21	
2.	Indra Kumar Jain	45000	4.72	45000	4.72	ACIPJ7267N
3.	Manphool Devi Baid	45000	4.72	45000	4.72	ADUPB4530D
4.	Nirmal Kumar Singhi	44000	4.62	0	0.00	AMAPS5279H
5.	Suresh Kumar Jhunjhunwala	25000	2.62	25000	2.62	
6.	Sanjeev Kumar Baid	24241	2.54	24241	2.54	AECPB9647Q
7.	Hazari Mal Pandya#	18000	1.89	0	0.00	AFRPP4592G
8.	Sushil Kumar Baid*	0	0.00	18000	1.89	AAQPB3256P
9.	Kavita Baid	17930	1.88	17930	1.88	AEEP85478D
10.	Kamal Singh Jain	10000	1.05	10000	1.05	ACQPJ7558L
11.	Manika Choudhary	4075	0.43	4075	0.43	
12.	Patra Surajit*	3750	0.39	3750	0.39	

\* Not in the list of Top 10 shareholders as on 01/04/2017. The same has been reflected above since the shareholder was one of the Top 10 shareholders as on 31/03/2018.

# Ceased to be in the list of Top 10 shareholders as on 31/03/2018. The same is reflected above since the shareholder was one of the Top 10 shareholders as on 01/04/2017.



## DEEPLOK FINANCIAL SERVICES LIMITED

### (v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	Name	Shareholding at the beginning of the year		Cumulative Shareholding during the financial year		PAN
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company	
1	Surendra Kumar Bachhawat					AEEP8727P
	1/4/2017	82699	8.6814			
	31/3/2018	82699	8.6814	82699	8.6814	
2	Mahendra Kumar Bachhawat					AEKPB3106Q
	1/4/2017	68350	7.1751			
	31/3/2018	68350	7.1751	68350	7.1751	
3	Prakash Bachhawat					AKWPB9763F
	1/4/2017	30750	3.2280			
	30/09/2017 - TRANSFER	44000	4.6190	74750	7.8470	
	31/3/2018	74750	7.8470	74750	7.8470	

### (vi) Indebtedness of the company including interest outstanding/accrued but not due for payment :

No Indebtedness

### (vii) Remuneration of Director and Key managerial Personnel

- A. Remuneration to Managing Director, Wholetime Director and / or Manager : NIL  
 B. Remuneration to Other Directors : NIL  
 C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD.

Rs. in Lakhs

Sl. No.	Particulars of remuneration	CFO	Company Secretary
		Sri Pradip K. Bera	Ms. Sudha Jain
1.	Gross Salary		
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act 1961	1,83,617	1,44,000
	(b) Value of Perquisites u/s 17(2) of the income tax Act 1961	—	—
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act 1961	—	—
2.	Stock Option	—	—
3.	Sweat Equity	—	—
4.	Commission		
	— As % of profit	—	—
	— Other, specify	—	—
5.	Others, Sepecity	—	—
	<b>Total</b>	<b>1,83,617</b>	<b>1,44,000</b>

### (viii) Penalties / Punishment / Compounding offences :

There were no penalties / punishment / compounding of offences during the year ended 31st March, 2018.

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## DEEPLOK FINANCIAL SERVICES LIMITED

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### ANNEXURE - V

#### ANNEXURE TO DIRECTORS' REPORT REPORT ON CORPORATE GOVERNANCE

##### CORPORATE GOVERNANCE

**1. Company's philosophy on code of Governance :**

Your Company has always believed in the concept of good corporate governance involving transparency, empowerment, accountability and integrity with a view to increase stakeholders' value in all respects. The objective of your company is not only to meet the statutory requirements of the code but to go well beyond it by instituting such system and procedures as are in accordance with the latest global trend of making management completely transparent and institutionally sound.

**2. Board of Directors :**

**(a) Composition and Category of Directors :**

There are total five Directors comprising of a Managing Director, 2 Non-Executive Non-Independent Directors and 2 Non-Executive Independent Directors. There are two independent directors in the Board. The independent directors do not have any pecuniary relationship or transaction with the Company, Promoters and Management, which may affect their judgment in any manner. The independent Directors have confirmed their Independence to the Company The directors are eminently qualified and experienced professional in business, law, finance, public enterprises and corporate management. The Promoter Directors are related to each other. All the directors are above 21 years of age. The composition of the Board as on 31<sup>st</sup> March, 2018 was as follows:

Sl. No.	Name of Director	Category
1.	Mr. Surendra Kumar Bachhawat	Managing Director (Promoter)
2.	Mr. Mahendra Kumar Bachhawat	Non-Executive Director (Promoter)
3.	Mr. Prakash Bachhawat	Non-Executive Director (Promoter)
4.	Mr. Hemraj Kathotia	Non-Executive Independent Director
5.	Ms. Dibya Baid	Additional Director (Non-Executive Independent)

\* Ms. Preksha Modi resigned from the Board w.e.f. 26.12.2017 and Ms. Dibya Baid was appointed as Additional Director (Independent) with effect from the same date.

**(b) Attendance of each Director at the Board meeting held during the financial year 2017-18 and the last Annual General Meeting :**

Sl. No.	Name of Director	No. of Board Meetings Held during tenure	No. of Board Meetings Attended	Attendance at the last AGM
1.	Mr. Surendra Kumar Bachhawat	7	6	Yes
2.	Mr. Mahendra Kumar Bachhawat	7	7	Yes
3.	Mr. Prakash Bachhawat	7	7	Yes
4.	Mr. Hemraj Kathotia	7	7	Yes
5.	Mrs. Preksha Modi*	4	4	Yes
6.	Ms. Dibya Baid*	3	3	N.A.

\* Ms. Preksha Modi resigned from the Board w.e.f. 26.12.2017 and Ms. Dibya Baid was appointed as Additional Director (Independent) with effect from the same date.

## DEEPLOK FINANCIAL SERVICES LIMITED

(c) **Number of other Directorship and Chairmanship/Membership of Committee of each Director:**

Sl. No.	Name of Director	No. of Directorship In other Boards*	No. of Chairmanship/ Membership of Other Board Committee*
1.	Mr. Surendra Kumar Bachhawat	10	nil
2.	Mr. Mahendra Kumar Bachhawat	10	nil
3.	Mr. Prakash Bachhawat	6	nil
4.	Mr. Hemraj Kathotia	1	nil
5.	Ms. Dibya Baid	0	nil

**Note:** \* Number of directorship / membership held in other companies exclude directorship / membership in foreign companies, membership of various committees of various chambers / bodies whereas the membership or chairmanship of other committee includes Audit Committee and Stakeholders Relationship Committees only.

(d) **Details of Board Meeting held during the year :**

D a t e	Board Strength	No. of Directors Present
30.05.2017	5	4
27.07.2017	5	5
30.10.2017	5	5
02.11.2017	5	5
26.12.2017	5	5
30.01.2018	5	5
21.03.2018	5	5

(e) Meeting of Independent Directors was held on 30.12.2017 and was attended by all the Independent Directors of the Company.

**3. Committees of the Board :**

**a. Audit Committee :**

The Audit Committee consists of the following Directors as on 31.03.2018 :-

Sl. No.	Name	Status	Category
1.	Mr. Hemraj Kathotia	Chairman	Independent Director
2.	Mr. Mahendra Kumar Bachhawat	Member	Director
3.	Ms. Dibya Baid	Member	Additional Director (Independent)

Ms. Dibya Baid was inducted in the Committee after Ms. Preksha Modi resigned with effect from 26.12.2017. All the members of the Committee are financially literate and possess relevant financial expertise and vast experience. During the year, the Committee met four times on 30.05.2017, 27.07.2017, 30.10.2017 and 30.01.2018. The meetings were attended by all the members of the Committee. The Company Secretary of the Company acts as a Secretary to the Committee.

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## DEEPLOK FINANCIAL SERVICES LIMITED

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The role/terms of reference of the Audit Committee are in conformity with SEBI (LODR) Regulations, 2015 and Section 177 of the Companies Act, 2013. The Committee acts as a link between the management, auditors and the Board of Directors of the Company and has full access to financial information.

\* Functions of the Committee:

1. Review with the management and/or Internal Audit Department and/or Statutory Auditors :
  - i) Company's financial statements and reports;
  - ii) Disclosure of company's financial information to ensure the same are correct, sufficient and credible;
  - iii) Changes/Improvements in Financial/Accounting practices;
  - iv) Adequacy of Internal Audit Function and Systems; and
  - v) Charter of Audit Committee.
2. Hold discussion with :
  - i) Statutory Auditors, before and after audit on the scope and area of Concern;
  - ii) Internal Audit Department on its significant findings and also failure of Internal control systems, if any; and
  - iii) Management before submission of financial statements to the Board.

**b. Nomination and Remuneration Committee :**

The Nomination and Remuneration Committee comprises of the following Directors as on 31.03.2018 :

Sl. No.	Name	Status	Category
1.	Mr. Hemraj Kathotia	Chairman	Independent Director
2.	Mr. Mahendra Kumar Bachhawat	Member	Director
3.	Ms. Dibya Baid	Member	Additional Director (Independent)

Ms. Dibya Baid was inducted in the Committee after Ms. Preksha Modi resigned with effect from 26.12.2017. The terms of reference of the Nomination and Remuneration Committee are as specified in Section 178 of the Companies Act, 2013 and relevant rules of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 19 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

During the year, two meetings of the Committee were held on 30.05.2017 and 26.12.2017 and were attended by all the members.

**Shares/Convertible Instruments held by the Non-Executive Directors as on 31.03.2018 :**

Sl. No.	Name of the Non-Executive Directors	No. of shares of the Company held by the directors	Convertible Instruments
1.	Mr. Mahendra Kumar Bachhawat	68350	N.A.
2.	Mr. Prakash Bachhawat	74750	N.A.
3.	Mr. Hemraj Kathotia	NIL	N.A.
4.	Ms. Dibya Baid	NIL	N.A.

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## DEEPLOK FINANCIAL SERVICES LIMITED

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The Company does not have any stock option/convertible instruments.

### \* Remuneration Policy

The remuneration policy is directed towards rewarding performance based on review of achievements on a periodical basis. The Management of the Company follows a policy relating to remuneration of Directors, Key Managerial Personnel and other employees in a positive manner so as to attract retain and motivate employees at all levels to run the business of the Company efficiently. The remuneration policy is in consonance with the existing industry practice.

During the financial year under report, no remuneration / sitting fees was paid to any Director of the Company.

### c. Stakeholders Relationship Committee:

The Shareholders' & Investor's Grievance committee consists of the following Directors as on 31.03.2018 :-

Sl. No.	Name	Status	Category
1.	Mr. Hemraj Kathotia	Chairman	Independent Director
2.	Mr. Mahendra Kumar Bachhawat	Member	Director
3.	Ms. Dibya Baid	Member	Additional Director (Independent)

Ms. Dibya Baid was inducted in the Committee after Ms. Preksha Modi resigned with effect from 26.12.2017. The terms of reference of the Nomination and Remuneration Committee are as specified in Section 178 of the Companies Act, 2013 and relevant rules of the Companies (Meetings of Board and its Powers) Rules, 2014 and Regulation 20 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

The Committee shall consider and resolve the grievances of the security holders of the Company including complaints related to transfer of shares, non-receipt of annual report and non-receipt of declared dividends and shall consider and resolve the grievances of security holders of the Company.

The Committee met 2 times during the financial year on 30.05.2017 and 01.02.2018 which was attended by all the members.

### Compliance Officer:

Ms. Sudha Jain, Company Secretary is the Compliance Officer of the Company.

**Address:** "Ideal Plaza", South Block, 2<sup>nd</sup> Floor, S. 207 & 209, 11/1, Sarat Bose Road, Kolkata – 700020

**Phone No.** (033) 2283-7495/6; **Fax No.** (033) 2283-7497

**E-mail:** [info@jbggroup.info](mailto:info@jbggroup.info)

### **INVESTOR GRIVENCE REDRESSAL MECHANISM**

Pursuant to SEBI (LODR), Regulations, 2015 the Company's email ID for grievance redressal purpose is [info@jbggroup.info](mailto:info@jbggroup.info) where complaints can be lodged by the investors.

During the financial year ended 31<sup>st</sup> March, 2017 no complaint was received from the

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## DEEPLOK FINANCIAL SERVICES LIMITED

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shareholders. The status of Complaints for the financial year ended 31<sup>st</sup> March, 2018 is given below :-

No. of Investor Grievances pending at the beginning of the year	:	NIL
No. of Investor Grievances received during the year	:	NIL
No. of Investor Grievances replied/resolved during the year	:	NIL
Break-up of Investors' Grievances received during the year	:	NIL

**\* Functions of the Committee :**

The Committee, inter alia, approves issue of duplicate certificates and oversees and reviews all matters connected with the securities transfer. The Committee also looks into redressal of shareholders'/Investors' complaints like transfer of shares, non-receipt of Balance Sheet, non-receipt of dividends etc. During the year under review the Company has processed all the applications within time. During the year the Company had not received any complaints from the shareholders.

**\*Share Transfer System :**

The stakeholders relationship committee approved the transfer/transmission of shares, sub-division or consolidation of shares and issue of new / duplicate share certificate and related matters whenever it required.

The company's shares are traded at Calcutta Stock Exchange (CSE) compulsorily in demat mode, shares in physical mode which are lodged for transfer are processed and returned to the shareholders within the specified time.

Pursuant to SEBI (LODR) Regulations, 2015, this is for information of all concerned that for the purpose of redressal of grievances of shareholders /investors the Company's email ID is [info@jbggroup.info](mailto:info@jbggroup.info) where complaints can be lodged by the shareholders/investors.

**d. CSR Committee:**

The CSR committee consists of the following Directors as on 31.03.2018 :-

Sl. No.	Name	Status	Category
1.	Mr. Surendra Kumar Bachhawat	Chairman	Managing Director
2.	Mr. Mahendra Kumar Bachhawat	Member	Director
3.	Mr. Hemraj Kathotia	Member	Independent Director

The terms of reference of the CSR Committee are in accordance with the provisions of Section 135 of the Companies Act, 2013 and the applicable rules therein. The CSR Committee met once on 05.06.2017 during the year under review. All the Directors were present in the above meetings.

**4. Code of Conduct:**

The Company has formulated and implemented a Code of Conduct for all Board Members and Senior Management of the Company in compliance with SEBI (LODR) Regulations, 2015. All board members and Senior Management personnel have affirmed compliance with the code on annual basis. A declaration to this effect duly signed by Managing Director of the Company is annexed with this report. The code of conduct is being displayed on the Website of the Company [www.deeplokfinancialservices.com](http://www.deeplokfinancialservices.com)

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## DEEPLOK FINANCIAL SERVICES LIMITED

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### 5. General Body Meetings :

The last three Annual General Meetings of the Company were held as under:

Year	Location	Date	Time	No. of Special Resolution Passed
2014-2015	Ideal Plaza South Block, 2 <sup>nd</sup> Floor S.207 & 209 11/1, Sarat Bose Road Kolkata - 700020	30.09.2015	11.00 A.M.	1
2015-2016	Ideal Plaza South Block, 2 <sup>nd</sup> Floor S.207 & 209 11/1, Sarat Bose Road Kolkata - 700020	30.09.2016	11.00 A.M.	0
2016-2017	Ideal Plaza South Block, 2 <sup>nd</sup> Floor S.207 & 209 11/1, Sarat Bose Road Kolkata - 700020	25.09.2017	10.30 A.M.	1

**Notes:**

*i. Neither any special resolution was required to be passed through Postal Ballot in the financial year under report nor any special resolution is proposed to be passed through postal ballot in the current year as envisaged at present.*

### 6. Disclosures :

- a) The financial statements are prepared following the applicable Accounting Standards and there is no deviation from it in general.
- b) None of the transactions with any of the related parties were in conflict with the interests of the Company. Further the same is already placed in the Notes of the accounts forming part of the statement of accounts.
- c) There were no such significant instances of non-compliances of any matter related to the capital markets during the last year.
- d) With regard to training of Board Members, the Directors of the company are continuously trained in the business model of the company and the risk profile of business parameters through various presentations at Board/Committee Meetings. Familiarisation programme is displayed on the Company's website [www.deeplokfinancialservices.com](http://www.deeplokfinancialservices.com)
- e) With regard to whistle Blower Policy, the Company is examining the formulation and implementation of the same, after which the same would be submitted to the Board and uploaded on the Company's website.
- f) The Company has adopted policy on dealing with related party transactions and the same is being displayed on the website of the Company [www.deeplokfinancialservices.com](http://www.deeplokfinancialservices.com)
- g) Letter of appointment issued to Independent Directors is being displayed on the website of the Company [www.deeplokfinancialservices.com](http://www.deeplokfinancialservices.com)

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## DEEPLOK FINANCIAL SERVICES LIMITED

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- h) The Company has adopted the policy for determining material subsidiaries and the same is being displayed on the website of the company [www.deeplokfinancialservices.com](http://www.deeplokfinancialservices.com)
- i) The Company has adopted the Policy on determination of materiality for disclosures.
- j) The Company has adopted the Policy on preservation of documents and Archival policy.
- k) The Company has complied with all the mandatory requirements of Corporate Governance as per the SEBI (LODR) Regulations, 2015.

### 7. Particulars of appointment/re-appointment of director:

Name of Director	Mr. Mahendra Kumar Bachhawat	Ms. Dibya Baid
Date of Birth	15.03.1961	07.11.1993
Date of Appointment	09.07.1989	26.12.2017
Qualification	B. Com	B.Com, CA(Inter)
Experience	25 Years	01 Year
Directorship in other Companies	10	0
Chairman/Membership of any Board /Committees	0	0

### 8. Means of Communication :

The Company has published its quarterly results generally in Business Standard (English Language) and Sukhabar (Bengali Language), whereas the printed Annual Report along with statement of accounts and notices convening the Annual General Meeting are mailed to the shareholders.

### 9. Management Discussion & Analysis Report Industry Structure & Development :

#### Industry Trend and Development

The Company's core business being investment in shares and securities, the business strategy mainly depends on the economic scenario of the Country and the Government policies and the Reserve Bank of India's guidelines. Accordingly, the Management from time to time continues to review the business strategy depending on the changes in the policies of Government and Reserve Bank of India. During the year under review market conditions were volatile which have been reflected in the profitability of the Company.

#### Opportunities and Threats

With the optimistic approach of the Government and RBI it appears that new opportunities may open up for sustained growth of Investment Companies. However, the Management is not contented about the future growth of the Company. So continuous effort has been given to frequently examine the ups and downs of the market particularly taking into consideration that the Company is a small sized NBFC and there are plenty of hindrances which may hamper its growth.

#### Risk and Concern

As mentioned above, the Company's business is very much dependent on Monetary and Financial policies of Government and RBI. The Management censoriously observes the ups and downs of the Market and this is a matter of constant concern for the Management. The



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## DEEPLOK FINANCIAL SERVICES LIMITED

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business strategy needs to be examined and modified properly to meet the transformed situation.

### Outlook

Indian Economy is a growing economy so the GDP is expected to rise day by day. World Bank but other authorities also appear to be optimistic about the growth potential of India's economy. The financial results of the year under review have improved and it is expected that the current year may produce even better results excepting unexpected situations.

### Internal Control System

The internal control system is adequately commensurate with the size of the Company and the management is constantly reviewing the system for achieving improved efficiency.

### Cautionary Statement

Statements made in this Management Discussion and Analysis describing the Company's current position and expectations for the future may be "forward looking statements" within the meaning of the applicable laws and regulations. Actual results may differ substantially or materially from those expressed or implied. Important developments that could affect the Company's operation include the downtrend in the industry – global or domestic or both, significant changes in political and economic environment in India.

## 10. General Shareholder Information :

### a. Annual General Meeting :

**Date & Time** : Monday, the 24<sup>th</sup> day of September, 2018 at 10.30 A.M.

**Venue** : IDEAL PLAZA, South Block, 2<sup>nd</sup> Floor, S. 207 & 209  
11/1, Sarat Bose Road, Kolkata - 700020

### b. Book Closure date : 18.09.2018 to 24.09.2018 (both days inclusive)

### c. Financial Calendar 2018-2019 (tentative)

Annual General Meeting (next year) September, 2019

Results for the quarter ending June 30, 2018 – by 14.08.2018

Results for the quarter ending Sept 30, 2018 – by 14.11.2018

Results for the quarter ending Dec 31 2018 – by 14.02.2019

Results for the quarter ending March 31, 2019 – by 30.05.2019

### d. Listing : Shares of the Company are listed at :

Name of Exchange	Address	Scrip Code
The Calcutta Stock Exchange Limited	7, Lyons Range, Dalhousie, B. B. D. Bagh, Kolkata - 700001	14063

### Demat ISIN No. : INE875C01013

The Company's shares are currently listed at The Calcutta Stock Exchange Limited only. The listing fee has been paid for the financial year 2017-18.

### e. Stock Market Rate : (Rs.2/- each)

There was no trading during the financial year under review.

## DEEPLOK FINANCIAL SERVICES LIMITED

**f. Registrar & Share Transfer Agents :**

**MAHESHWARI DATAMATICS (P) LTD.**

23, R. N. Mukherjee Road, 5th Floor

Kolkata – 700 001

Phone: 2243-5809/5029, 2248-2248

Fax: (033) 2248-4787

E-mail: [mdpl@cal.vsnl.net.in](mailto:mdpl@cal.vsnl.net.in)

**g. Dividend Payment Date: Not Applicable**

**h. (i) Distribution of Shareholding (as on 31.03.2018) :**

CATEGORY SHAREHOLDERS	NO. OF SHAREHOLDER	NO. OF SHAREHOLDING	% OF SHAREHOLDING
<b>Promoters</b>			
Individual	10	479949	50.38
Body Corporate	4	203350	21.35
<b>Sub Total - A</b>	<b>14</b>	<b>683299</b>	<b>71.73</b>
<b>Public - Non Institutional Holding</b>			
Bodies Corporate	11	50300	5.28
Resident Individual (not exceeding Rs.2 Lakhs)	210	79755	8.37
Resident Individual (exceeding Rs.2 Lakhs)	4	139241	14.62
<b>Sub Total - B</b>	<b>225</b>	<b>251296</b>	<b>28.27</b>
<b>Grand Total (A + B +C)</b>	<b>239</b>	<b>952595</b>	<b>100.00</b>

**ii. Distribution Schedule (as on 31.03.2018)**

Share Holding (Notional Value of Rs.)	No. of Share Holder	% of age	Amount (Rs.)	% of age
Upto 5000	211	88.2845	186250	1.9552
5,001 to 10,000	2	0.8368	16500	0.1732
10,001 to 20,000	1	0.4184	11000	0.1155
20,001 to 30,000	2	0.8368	53000	0.5564
30,001 to 40,000	1	0.4184	37500	0.3937
40,001 to 50,000	1	0.4184	40750	0.4278
50,001 to 1,00,000	1	0.4184	100000	1.0498
1,00,001 and Above	20	8.3682	9080950	95.3285
<b>Total :</b>	<b>239</b>	<b>100.0000</b>	<b>9525950</b>	<b>100.0000</b>

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## DEEPLOK FINANCIAL SERVICES LIMITED

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- iii. The Company has agreements with NSDL and CDSL whereby shareholders have an option to dematerialize the share with either of the depositories.

	HOLDERS	SHARES	% AGE
PHYSICAL	215	50750	5.33
NSDL	21	802929	84.29
CDSL	3	98916	10.38
TOTAL :	239	952595	100.00

**i. Address for :**

**a. Correspondence :**

“Ideal Plaza”  
South Block, 2<sup>nd</sup> Floor  
S. 207 & 209  
Kolkata – 700 020  
Phone: (033) 2283-7495/6  
Fax: (033) 2283-7497  
E-mail: [info@jbggroup.info](mailto:info@jbggroup.info)

**b. Investors' Correspondence :**

Maheshwari Datamatics (P) Ltd.  
23, R. N. Mukherjee Road, 5th Floor  
Kolkata – 700 001.  
Phone: 2243-5809/5029, 2248-2248  
Fax: (033) 2248-4787  
E-mail: [mdpl@cal.vsnl.net.in](mailto:mdpl@cal.vsnl.net.in)

**11. CEO/CFO Certification:**

In accordance with provisions of Regulation 17(8) of SEBI (LODR) Regulations, 2015, CEO/CFO certification is attached to this report.

**12. Certificate:**

The company has obtained the Certificate from CS A. K. Labh, Practising Company Secretary of M/s A. K. Labh & Co., Company Secretaries regarding compliance of Corporate Governance as stipulated in Chapter IV of SEBI (LODR) Regulations, 2015 and the same is annexed.

All material requirements with respect to Corporate Governance as stipulated in the SEBI (LODR) Regulations, 2015 have been complied with.

**By order of the Board  
For Deeplok Financial Services Limited**

Sd/-

**(Surendra Kumar Bachhawat)**

**Managing Director**

**DIN: 00129471**

Sd/-

**(Prakash Bachhawat)**

**Director**

**DIN: 05156658**

Place: Kolkata  
Dated: 30.05.2018

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## DEEPLOK FINANCIAL SERVICES LIMITED

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### DECLARATION BY THE DIRECTOR ON THE CODE OF CONDUCT

Pursuant to SEBI (LODR) Regulations, 2015, with the Stock Exchanges, I, Surendra Kumar Bachhawat, Managing Director of Deeplok Financial Services Limited, declare that all the Board Members and Senior Executives of the company have affirmed their compliance with the Code of Conduct of the company during the financial year 2017-18.

**By order of the Board  
For Deeplok Financial Services Limited**

Place: Kolkata  
Dated: 30.05.2018

Sd/-  
**(Surendra Kumar Bachhawat)**  
**Managing Director**  
**DIN: 00129471**

### **Certificate**

#### **To the Members of Deeplok Financial Services Limited**

We have examined the compliance of conditions of Corporate Governance by **Deeplok Financial Services Limited** ("the Company") in terms of Regulation 15(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") for the year ended 31.03.2018.

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

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

We further state such compliance is neither an assurance as to future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For **A. K. LABH & Co.**  
**Company Secretaries**

Sd/-  
**(CSA. K. LABH)**  
**Practicing Company Secretary**  
**FCS – 4848 / CPNo - 3238**

**Place : Kolkata**  
**Dated : 30 May 2018**

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## DEEPLOK FINANCIAL SERVICES LIMITED

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### CEO/CFO Certification

The Board of Directors  
Deeplok Financial Services Limited  
Kolkata

Re : Financial Statements for the financial year 2017-18 – Certification by Managing Director and CFO

We, Surendra Kumar Bachhawat, Managing Director and Pradip Kumar Bera , CFO of Deeplok Financial Services Limited, on the basis of the review of the financial statements and the cash flow statement for the 12 months period ended 31<sup>st</sup> March, 2018 and to the best of our knowledge and belief, hereby certify that :-

1. These statements do not contain any materially untrue statements or omit any material fact or contain statements that might be misleading;
2. These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
3. There are, to the best of my knowledge and belief, no transactions entered into by the company during the 12 months period ended 31<sup>st</sup> March, 2018 which is fraudulent, illegal or violative of the Company's Code of Conduct.
4. We accept responsibility for establishing and maintaining internal controls for financial reporting, we have evaluated the effectiveness of the internal control systems of the company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee those deficiencies in the design or operation of such internal controls of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
5. We have indicated to the Auditors & the Audit Committee :-
  - (a) There have been no significant changes in internal control over financial reporting during this period.
  - (b) There have been no significant changes in accounting policies during this period.
  - (c) There have been no instances of significant fraud of which we have become aware and the involvement therein, of management or an employee having significant role in the Company's internal control systems over financial reporting.

**By order of the Board  
For Deeplok Financial Services Limited**

Place: Kolkata  
Dated: 30.05.2018

Sd/-  
**(Surendra Kumar Bachhawat)**  
**Managing Director**  
**(DIN : 00129471)**

Sd/-  
**(Pradip Kumar Bera )**  
**CFO**  
**(PAN : AKQPB9617E)**

## DEEPLOK FINANCIAL SERVICES LIMITED

### Annexure VI

#### Report on Corporate Social Responsibility

[ Pursuant to clause (o) of subsection 134 of the Act and Rule 9 of the Companies ( Corporate Social Responsibility Policy ) Rules, 2014 ]

1	A brief outline of the Company's CSR policy, including overview of projects or programs proposed to be undertaken and a reference to the web-link to the CSR policy and projects or programs.	<p>“Corporate Social Responsibility” (CSR) is a way of conducting business, by which corporate entities visibly contribute to the social good. The essence of CSR is to integrate economic, environmental and social objectives with the company's operations and growth.CSR is the process by which an organization thinks about and evolves its relationships with society for the common good and demonstrate its commitment by giving back to the society for the resources it used to flourish by adoption of appropriate business processes and strategies.</p> <p>In its endeavors to mutually achieve the said objective, the Act stipulates the provisions Regarding mandatory adherence to the Corporate Social Responsibility practices by the prescribed companies.</p> <p>CSR activities in the company is carried out by way of contribution /donation to organizations, Specialised Agencies, Trust and institutions as may be permitted under the applicable laws from time to time.</p>	
2	The Composition of the CSR Committee	Mr. Surendra Kumar Bachhawat	Chairman
		Mr. Mahendra Kumar Bachhawat	Member
		Mr. Hemraj Kathotia	Member
3	Average net profit of the Company for last three Financial Years	Rs. 344.90 Lacs	
4	Prescribed CSR Expenditure (two percent of the amount as in item 3 above)	Rs. 6.90 Lacs	
5	<p>Details of CSR spent during the Financial Year</p> <p>(a) Total amount to be spent for the financial year</p> <p>(b) Amount unspent, if any</p> <p>(c) Manner in which the amount spent during the financial year</p>	<p>(a) Rs. 6.90 Lacs</p> <p>(b) Nil ( Company has spent Rs. 7.00 lacs )</p> <p>(c) As detailed below in the table</p>	

## DEEPLOK FINANCIAL SERVICES LIMITED

1	2	3	4	5	6	7	8
SL. No	CSR projects or activity identified	Sector in which the Project is covered	Projects or Programs 1) Local area or other 2) Specify the state and district where projects or programs was undertaken	Amount Outlay (Budget) project or programs wise	Amount spent on the projects or programs <b>Sub-heads:</b> 1) Direct expenditure On Projects or programs 2) Overheads *	Cumulative expenditure upto the reporting period	Amount Spent: Direct or through implementing agency
1	Education	Establishment/ Running a Madhyamik School	Dumma Deoghar	Rs.7.00 Lacs	Rs.7.00 Lacs	Rs.7.00 Lacs	Sheo Bai Bansal Charitable Trust

\*Overheads – NIL

- 6) In case the company has failed to spend the 2% of the average net profit of the last three Financial years or any part thereof, the Company shall provide the reasons for not spending the amount in its Board Report : **Not Applicable**
- 7) A responsibility statement of the CSR Committee that the implementation and monitoring of CSR policy is in compliance with CSR objectives and policy of the Company.

The CSR Committee of the Company confirms that the implementation and monitoring of the CSR Policy is in compliance with the CSR objectives and Policy of the Company.

Sd/-  
**Surendra Kumar Bachhawat**  
Managing Director  
DIN: 00129471

Sd/-  
**Prakash Bachhawat**  
Director  
DIN: 05156658

Place : Kolkata  
Dated: 30.05.2018

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# DEEPLOK FINANCIAL SERVICES LIMITED

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Annexure-VII

## SECRETARIAL AUDIT REPORT

FOR THE FINANCIAL YEAR ENDED 31.03.2018

[ Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 ]

**To**  
**The Members**  
**Deeplok Financial Services Limited**  
**Ideal Plaza, South Block**  
**2nd Floor, S. 207 & 209**  
**11/1, Sarat Bose Road**  
**Kolkata-700 020**

I have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Deeplok Financial Services Limited** having its Registered Office at Ideal Plaza, South Block, 2nd Floor, S. 207 & 209, 11/1, Sarat Bose Road, Kolkata – 700 020, West Bengal (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has, during the audit period covering the financial year ended 31.03.2018 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

### **Auditors' Responsibility**

Maintenance of Secretarial Records is the responsibility of the management of the Company. My responsibility is to express an opinion on existence of adequate Board process and compliance management system, commensurate to the size of the Company, based on these secretarial records as shown to me during the said audit and also based on the information furnished to me by the officers' and the agents of the Company during the said audit.

I have followed the audit practices and processes as were appropriate to the best of my understanding to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. I believe that the processes and practices, I followed, provide a reasonable basis for my opinion.

I have not verified the correctness, appropriateness and bases of financial records, books of accounts and decisions taken by the Board and by various committees of the Company during the period under scrutiny. I have checked the Board process and compliance management system to



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## DEEPLOK FINANCIAL SERVICES LIMITED

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understand and to form an opinion as to whether there is an adequate system of seeking approval of respective committees of the Board, of the Board, of the members of the Company and of other authorities as per the provisions of various statutes as mentioned hereinafter.

Wherever required, I have obtained the management representation about the compliance of the laws, rules and regulations and happening of events, etc.

The Compliance of the provisions of Corporate and other applicable laws, rules, regulations and standards is the responsibility of the management. My examination was limited to the verification of compliance procedures on test basis.

My report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness or accuracy with which the management has conducted the affairs of the Company.

**I report that,** I have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended 31.03.2018 according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) Secretarial Standards as issued by The Institute of Company Secretaries of India;
- (iii) The Securities Contracts (Regulation) Act, 1956 and the rules made there under;
- (iv) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (v) Foreign Exchange Management Act, 1999 and the rules and regulation made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
- (vi) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992:
  - (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulation, 2011;
  - (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - (c) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
  - (d) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**I further report that,** having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test-check basis, the Company has specifically complied with the provisions of the following Acts:

1. Reserve Bank of India Act, 1932 (pertaining to NBFC matters)

to the extent of their applicability to the Company during the financial year ended 31.03.2018 and my examination and reporting is based on the documents, records and files as produced and shown to and the information and explanations as provided to me by the Company and its management and to the best of my judgment and understanding of the applicability of the different enactments upon the

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## DEEPLOK FINANCIAL SERVICES LIMITED

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Company. Further, to the best of my knowledge and understanding there are adequate systems and processes in the Company commensurate with its size and operation to monitor and ensure compliances with applicable laws including general laws, labour laws, competition law, environments laws, etc.

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

During the period under review, provisions of the following regulations/guidelines/standards were not applicable to the Company:

- (i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
- (ii) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (iii) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (iv) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulation, 2009;
- (v) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009.

**I further report that :**

- (a) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. The changes in the composition of the Board of Directors that took place, if any, during the period under review were carried out in compliance with the provisions of the Act.
- (b) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- (c) Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.
- (d) There are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

Sd/-  
**(Asit Kumar Labh)**  
**Practicing Company Secretary**  
**ACS – 32891 / C.P. No. - 14664**

**Place: Kolkata**  
**Dated: 30.05.2018**

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# DEEPLOK FINANCIAL SERVICES LIMITED

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## INDEPENDENT AUDITOR'S REPORT

TO  
THE MEMBERS OF  
DEEPLOK FINANCIAL SERVICES LIMITED

### **Report on the Standalone Financial Statements**

We have audited the accompanying standalone financial statements of **Deeplok Financial Services Limited** ("the Company"), which comprise the Balance Sheet as at 31st March 2018, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

### **Management's Responsibility for the Standalone Financial Statements**

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of 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 the 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 standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

### **Auditor's 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 there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the standalone financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the standalone financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error. In making those risk assessments, the auditor consider internal financial control relevant to the Company's preparation of the standalone financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the company's management, as well as evaluating the overall presentation of the standalone 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 aforesaid standalone financial statements give the information required by the Act in the manner so

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## DEEPLOK FINANCIAL SERVICES LIMITED

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required and give a true and fair view in conformity with the accounting principles generally accepted in India,

- (a) In the case of Balance Sheet of the **state of affairs** of the Company as at 31st March 2018 ;
- (b) In the case of Statement of Profit and Loss, of the **profit** of the Company for the year ended on that date ; *and*
- (c) In the case of Cash Flow Statement, of the **cash flows** of the Company for the year ended on that date.

### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditors Report) Order, 2016 ('the order') issued by the Central Government of India in terms of subsection (11) of the section 143 of the Act, we give in the Annexure-A a statement on the matters specified in the paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143(3) of the Act, we report that :
  - a) We have sought and obtained all the information and 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, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
  - d) 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.
  - e) On the basis of written representations received from the directors as on 31st March 2018, and taken on record by the Board of Directors, none of the directors is disqualified as on 31st March, 2018, from being appointed as a director in terms of Section 164(2) of the Act;
  - f) With respect to adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate report in "Annexure B" ; and
  - (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us :
    - i) The Company does not have any pending litigations which would impact on financial position in its standalone financial statements ;
    - ii) The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.
    - iii) There were no amounts which were required to be transferred by the Company to the Investor Education and Protection Fund.
    - iv) The disclosure requirements relating to holding as well as dealings in Specified Bank Notes during the period from 8th November, 2016 to 30th December, 2016 which are not relevant to these Standalone Financial Statement. Hence, reporting under this clause is not applicable.

**For R. Kothari & Company**  
*Chartered Accountants*  
**(Firm Registration No. 307069E)**

Sd/-  
**K. C. Soni**  
*(Partner)*

Membership No. : 057620

Place : Kolkata  
Date : 30.05.2018

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## DEEPLOK FINANCIAL SERVICES LIMITED

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### **Annexure-A to the Independent Auditor's Report (referred to in our report of even date)**

The Annexure referred to in Independent Auditor's report to the members of the company on standalone financial statements for the year ended 31st March, 2018, we report that :

- (i) (a) The company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) The Fixed Assets have been physically verified by the management at reasonable intervals and no material discrepancies were noticed on such verification. In our opinion, the frequency of verification of fixed assets is resonable having regard to the size of the company and the nature of its assets.
- (c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, the title deeds of immovable properties are held in the name of the Company.
- (ii) The company does not have any inventory. Hence Paragraph 3 Clause (ii) of the Order is not applicable to the company.
- (iii) The Company has not granted loan, to any body corporate covered in the register maintained under Section 189 of the Companies Act, 2013 ('the Act'). Hence, paragraph 3 Clause (iii) of the Order is not applicable to the company.
- (iv) In our opinion and according to the information and explanations given to us, the Company has not granted any loan under section 185 of Companies Act, 2013. The Company is a Non Banking Financial Institution, hence the provisions under section 186 of Companies Act, 2013 with regard to Loan and Investment is not applicable to the Company.
- (v) The Company has not accepted any deposits from the public.
- (vi) The Central Government has not prescribed the maintenance of the Cost records under section 148(1) of the Companies Act, 2013. Hence, paragraph 3 Clause (vi) of the order is not applicable.
- (vii) (a) According to the information and explanations given to us and on the basis of our examinations of the records of the company, amounts deducted/accrued in the books of account in respect of undisputed statutory dues including Income Tax and other material statutory dues have been regularly deposited during the year by the company with the appropriate authorities. Further no undisputed amount payable in report thereof were outstanding at the year end for a period of more than six month from the date they become payable.
- (b) According to the information and explanations given to us, there are no dues of Income Tax and other material statutory dues which have not been deposited as on 31st March, 2018 with the appropriate authorities on account of any dispute.
- (viii) Based on our audit procedures and on the information and explanations given by the management, the Company did not have any outstanding dues to the financial institutions, banks, Government or debenture holders during the year.

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## DEEPLOK FINANCIAL SERVICES LIMITED

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- (ix) The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Hence, paragraph 3 Clause (ix) of the Order is not applicable to the Company.
- (x) According to the information and explanations given to us, no material fraud by the Company or on the Company by its officers or employees have been noticed or reported during the course of our audit.
- (xi) According to the information and explanations provided to us, managerial remuneration has not been paid or provided by the Company during the year. Hence, paragraph 3 clause (xi) of the Order is not applicable to the Company.
- (xii) According to the information and explanations provided to us, the company is not a Nidhi Company as defined under section 406 of Companies Act, 2013.
- (xiii) In our opinion and according to the information and explanations given to us, all transactions with the related parties are in compliance with Section 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the standalone Financial Statements etc as required by the applicable accounting standards.
- (xiv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year.
- (xv) According to the information and explanations given to us and based on our examination of the records of the Company, the Company has not entered into non-cash transactions with directors or persons connected with him. Accordingly, paragraph 3 Clause (xv) of the Order is not applicable.
- (xvi) According to the information and explanations provided to us and based on our examination of the records of the Company, the Company is required to be registered under section 45-IA of the Reserve Bank of India Act, 1934 and such registration has been obtained.

**For R. Kothari & Company**  
*Chartered Accountants*  
**(Firm Registration No. 307069E)**

Place : Kolkata  
Date : 30th May, 2018

Sd/-  
**K. C. Soni**  
*(Partner)*  
Membership No. : 057620

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## DEEPLOK FINANCIAL SERVICES LIMITED

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### Annexure-B to the Auditors' Report

#### Report on the Internal Financial Controls over Standalone Financial Statements under Clause(i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")

We have audited the internal financial controls over financial reporting of DEEPLOK FINANCIAL SERVICES LIMITED ("the Company") as at 31 March 2018 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

#### Management's Responsibility for Internal Financial Controls

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

#### Auditors' Responsibility

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

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

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

#### Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of standalone financial statements for external purposes in accordance with generally accepted

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## DEEPLOK FINANCIAL SERVICES LIMITED

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

### **Inherent Limitations of Internal Financial Controls Over Financial Reporting**

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

### **Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March, 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For R. Kothari & Company**  
*Chartered Accountants*  
**(Firm Registration No. 307069E)**

Place : Kolkata  
Date : 30th May, 2018

Sd/-  
**CA K. C. Soni**  
*(Partner)*  
Membership No. : 057620



## DEEPLOK FINANCIAL SERVICES LIMITED

### BALANCE SHEET AS AT 31ST MARCH, 2018

(Amount in Rupees)

Particulars	Note No.	As at 31.03.2018	As at 31.03.2017
<b>(I) EQUITY AND LIABILITIES</b>			
<b>(1) Shareholders' funds</b>			
(a) Share Capital	1	9,525,950	9,525,950
(b) Reserves and surplus	2	462,794,355	320,410,735
		<b>472,320,305</b>	<b>329,936,685</b>
<b>(2) Current Liabilities</b>			
(a) Other current liabilities	3	80,280	83,455
(b) Short-term provisions	4	245,313	191,453
		<b>325,593</b>	<b>274,908</b>
	<b>TOTAL</b>	<b>472,645,898</b>	<b>330,211,593</b>
<b>II. ASSETS</b>			
<b>(1) Non-current assets</b>			
(a) Fixed assets			
(i) Tangible assets	5	1,573,249	379,521
(b) Non-current investments	6	230,801,873	201,657,443
(c) Deferred tax Assets (Net)	7	44,873	(26,426)
(d) Long-term loans and advances	8	5,856,128	7,278,656
		<b>238,276,123</b>	<b>209,289,194</b>
<b>(2) Current assets</b>			
(a) Current investments	9	130,577,659	39,313,261
(b) Cash and cash equivalents	10	4,047,584	3,421,601
(c) Short-term loans and advances	11	98,411,497	76,644,502
(d) Other current assets	12	1,333,035	1,543,035
		<b>234,369,775</b>	<b>120,922,399</b>
	<b>TOTAL</b>	<b>472,645,898</b>	<b>330,211,593</b>

Summary of significant accounting policies

I

The accompanying Notes (1 to 27) are integral part of the financial statements.

**For R. Kothari & Company**  
**Chartered Accountants**  
**FRN - 307069E**

Sd/-  
**(K. C. Soni)**  
Partner

Place : Kolkata  
Date : 30.05.2018

For and on behalf of the Board

Sd/- S. K. Bachhawat <i>Director</i> DIN : 00129471	Sd/- Prakash Bachhawat <i>Director</i> DIN : 05156658
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Sd/- Sudha Jain <i>Company Secretary</i>	Sd/- Pradip Kumar Bera <i>Chief Financial Officer</i>
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## DEEPLOK FINANCIAL SERVICES LIMITED

### Statement of Profit and Loss for the year ended 31st March, 2018

(Amount in Rupees)

Particulars	Note No.	31st March, 2018	31st March, 2017
I. Revenue from operations	13	18,127,885	18,928,968
II. Other Income	14	137,447,652	16,591,642
<b>III. Total Revenue (I + II)</b>		<b>155, 575,537</b>	35,520,610
<b>IV. Expenses :</b>			
Employee benbefits expense	15	857,044	719,629
Depreciation and amortization expense	5	316,966	48,073
Other expenses	16	9,740,829	2,401,737
<b>Total expenses</b>		<b>10,914,839</b>	31,69,439
V. Profit/Loss before exceptional and extraordinary items and tax (III-IV)		144,660,698	32,351,171
VI. Exceptional items - Reverse of Provision of Doubtful Assets (Refer Note No. 24 of Additional Notes to Accounts)		—	(2,500,000)
VII. Profit/Loss before extraordinary items and tax (V - VI)		144,660,698	34,851,171
VIII. Extraordinary Items		—	—
<b>IX. Profit/Loss before tax (VII-VIII)</b>		<b>144,660,698</b>	34,851,171
X. Tax expense :			
(1) Current tax		3,900,000	5,600,000
(2) Adjustment of Tax for Earlier Year		82,996	107,861
(3) MAT Credit (Entitlement)/Utilized		(1,634,619)	236,586
(4) Total Current Tax		2,348,377	5,944,447
(5) Defeffed tax		(71,299)	(756)
<b>XI. Profit/(Loss) for the period (IX-X)</b>		<b>142,383,620</b>	28,907,479
XII. Earnings per Share			
(1) Basic		149.47	30.35
(2) Diluted		149.47	30.35

Summary of significant accounting policies

I

The accompanying Notes (1 to 27) are integral part of the financial statements

**For R. Kothari & Company**  
Chartered Accountants  
FRN - 307069E

Sd/-  
**(K. C. Soni)**  
Partner

Place : Kolkata  
Date : 30.05.2018

For and on behalf of the Board

Sd/-  
S. K. Bachhawat  
Director  
DIN : 00129471

Sd/-  
Prakash Bachhawat  
Director  
DIN : 05156658

Sd/-  
Sudha Jain  
Company Secretary

Sd/-  
Pradip Kumar Bera  
Chif Financial Officer

## DEEPLOK FINANCIAL SERVICES LIMITED

### CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2018

PARTICULARS	For the Year ended 31.03.2018 Rs.	For the Year ended 31.03.2017 Rs.
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>		
Net Profit before Tax and Extra Ordinary Items	144,660,698	34,851,171
<b>Adjustment for :</b>		
Depreciation	316,966	48,073
Provisions for standard and Sub standard assets	53,860	(2,583,288)
Bad Debt	—	138,920
Fixed Asset Written off	—	5,835
Profit on Sale of Car	(110,000)	—
(Profit)/Loss on Sale of Investment	(14,231,524)	(13,252,612)
Dividend Income	(123,106,128)	(3,339,030)
	(137,076,826)	(18,982,102)
<b>Operating Profit Before Working Capital Changes</b>	<b>7,583,872</b>	<b>15,869,069</b>
<b>Adjustment for Changes in Working Capital :</b>		
(Increase)/Decrease in Other Current Assets	210,000	(374,496)
Increase/(Decrease) in Sundry Creditors/Current Liabilities	(3,175)	14,036
	206,825	(360,460)
Cash used for Operations	<b>7,790,697</b>	15,508,609
<b>Direct Taxes Paid :</b>		
Direct Taxes Paid	3,925,849	4,887,060
Cash Flow before Extra Ordinary Items	3,864,848	10,621,549
Extraordinary Items	—	—
Net Cash inflow/(outflow) from Operating Activities (A)	<b>3,864,848</b>	<b>10,621,549</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>		
Loan Disbursed, Recd. & Repayment recd. (net)	(18,766,994)	37,081,028
Sale of Fixed Assets & CWIP	150,000	—
Purchase of Fixed Assets	(1,550,696)	—
(Purchase) / Sale of Investments	(106,177,303)	(65,529,854)
Dividend Received	123,106,128	3,339,030
Net Cash Inflow/(Outflow) from Investing Activities (B)	<b>(3,238,865)</b>	<b>(25,109,796)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Net Cash Inflow/(Outflow) from Financing Activities (C)	—	—
Net Increase/(Decrease) in Cash & Cash Equivalents	625,983	(14,488,248)
Add : Opening Cash & Cash Equivalents	3,421,601	17,909,849
Closing Cash & Cash Equivalents	<b>4,047,584</b>	<b>3,421,601</b>

**Notes :**

- The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Accounting Standard-3 on Cash Flow Statement.
- Previous Year figures have been regrouped wherever considered necessary.

Summary of significant accounting policies I

The accompanying Notes (1 to 27) are integral part of the financial statements

**For R. Kothari & Company**  
**Chartered Accountants**  
**FRN - 307069E**

Sd/-  
**(K. C. Soni)**  
Partner

Place : Kolkata  
Date : 30.05.2018

For and on behalf of the Board

Sd/-  
S. K. Bachhawat  
Director  
DIN : 00129471

Sd/-  
Prakash Bachhawat  
Director  
DIN : 05156658

Sd/-  
Sudha Jain  
Company Secretary

Sd/-  
Pradip Kumar Bera  
Chif Financial Officer

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# DEEPLOK FINANCIAL SERVICES LIMITED

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## NOTES TO FINANCIAL STATEMENTS

### Notes No. I

#### SIGNIFICANT ACCOUNTING POLICIES

**1. Basis of Preparation of Financial Statements :**

The financial statements are prepared under historical cost convention in accordance with the generally accepted accounting principles in India and the provisions of the Companies Act 2013 and the Accounting Standards notified in Rule 7 of the Companies (Accounts) Rules, 2014 to the extent applicable.

**2. Basis of Accounting :**

The Company follows the Mercantile System of Accounting and recognizes Income and Expenditure on accrual basis except income on non performing assets which is accounted for on actual receipt basis as prescribed by the prudential norms for Non Banking Financial Companies issued by the Reserve Bank of India and Insurance charges and Rates & Taxes which is being accounted for on cash basis.

**3. Cash Flow Statement :**

Cash Flow are reported using indirect method, whereby profit/(loss) before extra ordinary 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 flow from operating, investing and financing activities of the company is segregated based on the available information. Cash Flow Statement has been prepared by following Indirect Method mentioned in AS-3.

**4. Revenue Recognition :**

Interest on deployment of surplus fund is recognized using the time proportion method based on the underlying interest rates.

Sale and purchase of shares are recognized on passing of ownership in shares and debentures etc. based on broker contract note.

All other income is recognized as and when received.

**5. Fixed Assets :**

Fixed Assets are stated at their original cost less accumulated depreciation. Cost comprises cost of acquisition, cost of improvements, borrowing costs and any attributable cost of bringing the assets to the condition for its intended use. Costs also include direct expenses incurred upto the date of capitalization/commissioning.

**6. Depreciation :**

Depreciation has been provided on written down value method in accordance with the useful life of assets prescribed under Schedule-II of the Companies Act, 2013.

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## DEEPLOK FINANCIAL SERVICES LIMITED

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### **7. Investments :**

Investments in shares and securities are treated as long term investments and are stated at cost. Diminution in value thereof as determined which are not temporary in nature are adjusted there from and charged to revenue. Investments in mutual funds are treated as current investment and are valued at lower of cost or net realizable value.

### **8. Inventories :**

Inventories comprising of shares are valued at lower of cost or market value as applicable.

### **9. Employee Benefit Expenses :**

Employee Benefits are recognised as an expense in the year in which the related service is rendered.

### **10. Impairment of Assets :**

At each Balance Sheet date the company assess whether there is any indication that assets may be impaired. If any such indication exists the company estimates the recoverable amount. If the carrying amount of the assets exceeds its recoverable amount in impairment loss is recognized in the accounts to the extent the carrying amount exceeds the recoverable amount.

### **11. Taxation :**

Income Tax is accounted for in accordance with Accounting Standard — 22 on Accounting for Taxes on income. Taxes Comprise both current and deferred Tax.

Current tax is measured at the amount expected to be paid to taxation authorities, using the applicable tax rates and tax laws.

The effect of the timing difference that results between taxable income and accounting income and are capable of reversal in one or more subsequent period are recorded as a deferred tax liability. They are measured using the substantively enacted tax rates and tax regulations.

### **12. Provision & Contingencies :**

A Provision is recognized for a present obligation as a result of past events if it is probable that an outflow of resources will be required to settle the obligation and in respect of which a reliable estimate can be made. Provisions are determined based on best estimate of the amount required to settle the obligation at the Balance Sheet date. Contingent liabilities are disclosed when the company has a possible obligation or a present obligation and it is probable that a cash outflow will not be required to settle the obligation. Provisions and Contingent liabilities are revalued at each Balance Sheet date.

**DEEPLOK FINANCIAL SERVICES LIMITED**  
**NOTES TO BALANCE SHEET**

<b>Note : 1 Share Capital</b>		
<b>Particulars</b>	<b>31.03.2018</b>	<b>31.03.2017</b>
Authorized Share Capital	90,000,000	90,000,000
9,000,000 (P.Y. 9,000,000) Equity shares of Rs. 10 each		
Issued, Subscribed and fully Paid up Share Capital 952,595 (P.Y. 952,595) Equity shares of Rs. 10 each fully paid up	9,525,950	9,525,950
<b>Total Issued, Subscribed and Fully Paid up</b>	<b>9,525,950</b>	<b>9,525,950</b>

**Reconciliation of the shares outstanding at the beginning and at the end of the reporting period**

<b>Equity Shares</b>	<b>31.03.2018</b>		31.03.2017	
	<b>No.</b>	<b>Rs.</b>	No.	Rs.
At the beginning of the period	952,595	9,525,950	952,595	9,525,950
Issued during the period	—	—	—	—
<b>Outstanding at the end of the period</b>	<b>952,595</b>	<b>9,525,950</b>	<b>952,595</b>	<b>9,525,950</b>

**Terms/rights attached to equity shares**

The company has only one class of equity shares having a par value of Rs. 10 per share. On a show of hands, every member, present in person or by proxy, is entitled to one vote and in case of poll, the voting rights of every member shall be in proportion to his shares of the paid-up equity share capital of the company.

The company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

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 proportion to the number of equity shares held by the shareholders.

**Details of shareholders holding more than 5% shares in the company**

<b>Equity Shares</b>	<b>31.03.2018</b>		31.03.2017	
	<b>No.</b>	<b>Rs.</b>	No.	Rs.
Rajendra Kumar Bachhawat	9.24	88,000	9.24	88,000
Surendra Kumar Bachhawat	8.68	82,699	8.68	82,699
Mahendra Kumar Bachhawat	7.18	68,350	7.18	68,350
Prakash Bachhawat	7.85	74,750	—	—
Daulat Financial Services (P) Ltd.	7.17	68,300	7.17	68,300
Deeplok Securities Limited	5.93	56,450	5.93	56,450
Suharsh Trade & Holding Pvt. Ltd.	5.21	49,675	5.21	49,675

## DEEPLOK FINANCIAL SERVICES LIMITED

### NOTES TO BALANCE SHEET

<b>Note : 2</b>		
<b>Reserves and Surplus</b>		
Particulars	31.03.2018	31.03.2017
	Rs.	Rs.
<b>Securities Premium Account</b>		
Balance as per the last financial statements	35,600,000	35,600,000
Additions during the year	—	—
Closing Balance	35,600,000	35,600,000
<b>Amalgamation Reserve</b>		
Balance as per the last financial statements	12,929,104	12,929,104
Additions during the year	—	—
Closing Balance	12,929,104	12,929,104
<b>Special Reserve</b>		
Balance as per the last financial statements	55,802,750	50,002,750
Add : Transferred from statement of Profit and Loss (As per section 45-IC of RBI Act, 1934)	28,500,000	5,800,000
Closing Balance	84,302,750	55,802,750
<b>General Reserve</b>		
Balance as per the last financial statements	2,376,310	2,376,310
Add : Transferred from statement of Profit and Loss	—	—
Closing Balance	2,376,310	2,376,310
<b>Surplus/(deficit) in the statement of profit and loss</b>		
Balance as per the last financial statements	213,702,571	190,595,092
Add : Profit for the year	142,383,620	28,907,479
Less : Appropriations		
- Transfer to Special Reserve	28,500,000	5,800,000
<b>Net Surplus/(deficit) in the statement of profit and loss</b>	<b>327,586,191</b>	213,702,571
<b>Total Reserves and Surplus</b>	<b>462,794,355</b>	<b>320,410,735</b>

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**DEEPLOK FINANCIAL SERVICES LIMITED**  
**NOTES TO BALANCE SHEET**

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<b>Note : 3</b> <b>Other Current Liabilities</b>		
<b>Particulars</b>	<b>31.03.2018</b>	<b>31.03.2017</b>
	<b>Rs.</b>	<b>Rs.</b>
Liabilities for Expenses	67,605	62,453
Statutory Liabilities	12,675	21,002
<b>TOTAL</b>	<b>80,280</b>	<b>83,455</b>

<b>Note : 4</b> <b>Short - Term Provisions</b>		
<b>Particulars</b>	<b>31.03.2018</b>	<b>31.03.2017</b>
	<b>Rs.</b>	<b>Rs.</b>
Contingent Provision against Standard Assets	245,313	191,453
<b>TOTAL</b>	<b>245,313</b>	<b>191,453</b>



**DEEPLOK FINANCIAL SERVICES LIMITED**

**NOTES TO BALANCE SHEET**

**Note 5**

**TANGIBLE ASSETS**

	Building		Furniture & Fixture		Computers		Office Equipment		Motor Cars		Total	
	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
Cost or valuation												
<b>At 1st April 2016</b>	1,037,811	289,127	53,340	340,014	800,000	2,520,292						
Additions	—	—	—	—	—	—						
Disposals	—	289,127	—	—	—	—						
Other Adjustments	—	—	—	—	—	—						
<b>At 31 March 2017</b>	1,037,811	—	53,340	340,014	800,000	2,231,165						
Additions	—	—	—	—	1,550,695	1,550,695						
Disposals	—	—	—	—	800,000	800,000						
Other Adjustments	—	—	—	—	—	—						
<b>At 31st March 2018</b>	1,037,811	—	53,340	340,014	1,550,695	2,981,860						
Depreciation												
<b>At 1st April 2016</b>	723,088	283,292	53,340	324,726	702,418	2,086,864						
Charge for the year	12,659	—	—	—	35,414	48,073						
Other Adjustments	—	5,835	—	—	—	5,835						
Disposals	—	289,127	—	—	—	—						
Earnings	—	—	—	—	—	—						
<b>At 31 March 2017</b>	735,747	—	53,340	324,726	737,832	1,851,645						
Charge for the year	12,150	—	—	—	304,816	316,966						
Other Adjustments	—	—	—	—	—	—						
Disposals	—	—	—	—	760,000	760,000						
<b>At 31 March 2018</b>	747,897	—	53,340	324,726	282,648	1,408,611						
Net Block												
<b>At 31 March 2017</b>	302,064	—	—	15,288	62,168	379,520						
<b>At 31 March, 2018</b>	<b>289,914</b>	—	—	<b>15,288</b>	<b>1,268,047</b>	<b>1,573,249</b>						

## DEEPLOK FINANCIAL SERVICES LIMITED

### NOTES TO BALANCE SHEET

<b>Note : 6</b>					
<b>Non Current Investments</b>					
Particulars	F.V.	31.03.2018		31.03.2017	
	Rs.	No.	Rs.	No.	Rs.
<b>Non-Trade Investments</b>					
<b>(i) Quoted</b>					
<b>(a) Investments in Fully Paid up Equity Instruments</b>					
Coal India Ltd.	10/-	1,529	374,605	1529	374,605
Gujarat Fluro Chemical Ltd.	1/-	21,400	5,158,326	35000	8,460,782
Reliance Capital Ltd.	10/-	400	13,560	400	13,560
Tata Steel Ltd. (Refer Note No. 22)	10/-	2,801	298,528	2720	257,218
Kiran Vyapar Ltd. (Bonus Share)	10/-	—	—	24000	—
Indian Oil Corporation	10/-	21,000	8,103,525	—	—
Indian Oil Corporation - Bonus Shares	10/-	21,000	—	—	—
NHPC	10/-	20,000	567,751	—	—
Reliance Home Finance Ltd.	10/-	400	—	—	—
Tata Steel Ltd - PP	10/-	57	8,778	—	—
			<b>14,525,073</b>		<b>9,106,165</b>
<b>(b) Investments in Non-Convertible Preference Shares</b>					
6% Zee Entertainment Enterprises Ltd. (Non-Convertible Preference Share)		7,025,000	<b>63,241,534</b>	3,950,000	<b>36,016,012</b>
<b>(c) Investments in Tax Free Bond</b>					
8.00% IRFC Tax Free Bond-23 FEB22	1,000	4,590	4,511,640	4590	4,511,640
8.10% Hudco Tax Free Bond-5MAR22	1,000	1,227	1,257,840	1227	1,257,840
8.10% IRFC Tax Free Bond-23FEB27	1,000	600	589,121	600	589,121
8.20% Hudco Tax Free Bond-5MAR27	1,000	132	135,705	132	135,705
8.30% NHAI Tax Free Bond-25JAN27	1,000	1,931	1,935,398	1931	1,935,398
8.50% IIFCL Tax Free Bond	1,000	10,000	10,000,000	10000	10,000,000
8.50% NHAI Tax Free Bond-05FEB29	1,000	10,000	10,000,000	10000	10,000,000
8.51% Hudco Tax Free Bond-2013-14	1,000	2,000	2,000,000	2000	2,000,000
8.66% IIFCL Tax Free Bond-22JAN34	1,000	10,000	10,000,000	10000	10,000,000
8.67% NHPC Tax Free Bond-2NOV33	1,000	805	805,000	805	805,000
8.50% NHAI Tax Free Bond-5FEB29	1,000	500	498,394	500	498,394
			<b>41,733,098</b>		<b>41,733,098</b>
<b>(d) Investments in Bond</b>					
NHAI-54EC Capital Gain Bond	10,000	—	—	350	3,500,000
16.46% Infrastructure Leasing & Financial-24SEP22	15000	1,335	20,047,168	1,335	20,047,168
16.46% Infrastructure Leasing & Financial-15OCT22	15000	1,334	20,010,000	1,334	20,010,000
10.25% Yes Bank Perpetual-2020	1000000	50	50,945,000	50	50,945,000
			<b>91,002,168</b>		<b>94,502,168</b>
<b>(a)+(b)+(c)+(d)</b>			<b>210,501,873</b>		<b>181,357,443</b>
<b>(ii) Unquoted</b>					
<b>(a) Investments in Fully Paidup Equity Instruments in Associates</b>					
Woodside Fashion Ltd.	10/-	<b>539,000</b>	<b>13,475,000</b>	539000	13,475,000
<b>In Others</b>					
The Eastern Tea Company Ltd.	25/-	—	—	755	—
Bengal NRI Complex Ltd.	10/-	<b>722,500</b>	<b>6,825,000</b>	722500	6,825,000
			<b>20,300,000</b>		<b>20,300,000</b>
<b>TOTAL</b>			<b>230,801,873</b>		<b>201,657,443</b>
Aggregate amount of Unquoted Investments			<b>20,300,000</b>		<b>20,300,000</b>
Aggregate amount of Quoted Investments			<b>210,501,873</b>		<b>181,357,443</b>
Market Value of Quoted Investment			<b>222,951,119</b>		<b>204,769,046</b>

## DEEPLOK FINANCIAL SERVICES LIMITED

### NOTES TO BALANCE SHEET

<b>Note : 7 Deferred Tax Assets</b>		
Particulars	31.03.2018	31.03.2017
	Rs.	Rs.
Opening Deferred Tax Liabilities	(26,426)	(27,182)
Fixed Assets : Impact of difference between tax depreciation and depreciation/amortisation charged and carried forward losses in the books of accounts.	71,299	756
<b>TOTAL</b>	<b>44,873</b>	<b>(26,426)</b>

<b>Note : 8 Long-term loans and advances</b>		
Particulars	31.03.2018	31.03.2017
	Rs.	Rs.
<b>Unsecured, Considered good</b>		
Capital Advance	—	3,000,000
Mat Credit Entitlement	5,449,792	3,815,173
Advance Taxes (Net)	406,336	463,483
<b>TOTAL</b>	<b>5,856,128</b>	<b>7,268,656</b>

<b>Note : 9 Current Investments</b>				
Particulars	31.03.2018		31.03.2017	
	Nos.	Rs.	Nos.	Rs.
<b>Investment in Mutual Fund</b>				
L & T Liquid Fund Growth	—	—	5.664	10,000
Birla Sunlife Savings Fund	92,319.367	30,000,000	—	—
India Bulls Liquid Fund	13,804.877	22,858,469	12,956	20,418,015
ICICI Prudential Liquid Plan	172,127.047	43,275,499	33,671	8,052,658
Reliance Liquid Plan Treasury Plan	8,312.629	34,443,691	2,753	10,832,588
<b>TOTAL</b>		<b>130,577,659</b>		<b>39,313,261</b>
NAV of Mutual Fund		134,060,318		46,042,171

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**DEEPLOK FINANCIAL SERVICES LIMITED**

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**NOTES TO BALANCE SHEET**

<b>Note : 10</b>		
<b>Cash &amp; Cash Equivalents</b>		
<b>Particulars</b>	<b>31.03.2018</b>	<b>31.03.2017</b>
	<b>Rs.</b>	<b>Rs.</b>
Balances with banks - in Current Account	4,037,933	3,406,472
Cash in hand (As certified by the Management)	9,651	15,129
	<b>4,047,584</b>	<b>3,421,601</b>

<b>Note : 11</b>		
<b>Short Term Loans and Advances</b>		
<b>Particulars</b>	<b>31.03.2018</b>	<b>31.03.2017</b>
	<b>Rs.</b>	<b>Rs.</b>
<b>(Unsecured, considered good unless otherwise stated)</b>		
Loans to Bodies Corporate :		
Considered Good	98,402,397	76,581,302
Considered Doubtful	5,000,000	
Less : Provision for Doubtful Assets	<u>5,000,000</u>	<u>—</u>
Other Advances	9,100	63,200
(Amount recoverable in cash or in kind or value to be received thereof)		
<b>TOTAL</b>	<b>98,411,497</b>	<b>76,644,502</b>

<b>Note : 12</b>		
<b>Other Current Assets</b>		
<b>Particulars</b>	<b>31.03.2018</b>	<b>31.03.2017</b>
	<b>Rs.</b>	<b>Rs.</b>
Interest receivable on Bonds	1,333,035	1,543,035
<b>TOTAL</b>	<b>1,333,035</b>	<b>1,543,035</b>

## DEEPLOK FINANCIAL SERVICES LIMITED

### NOTES TO FINANCIAL STATEMENTS

<b>Note : 13</b>		
<b>Revenue form Operations</b>		
Particulars	31.03.2018	31.03.2017
	Rs.	Rs.
Interest Income		
On Tax free Bonds	3,532,405	3,532,537
On Others	14,595,480	15,396,431
<b>Revenue From Operations</b>	<b>18,127,885</b>	<b>18,928,968</b>

<b>Note : 14</b>		
<b>Other Income</b>		
Particulars	31.03.2018	31.03.2017
	Rs.	Rs.
Profit/(Loss) on disposal of Long term Investments		
Shares		
With STT	11,211,016	9,705,668
Without STT	755	—
Profit/(Loss) on disposal of Short term Investments		
Shares		
With -STT	(599,796)	—
Mutual Funds		
Profit on Mutual Fund - Long Term	2,853	—
Profit on Mutual Fund - Short Term	3,609,691	3,536,558
Dividend Income		
Shares	123,106,128	3,339,030
Mutual Funds	—	—
Profit on Share speculation	7,006	10,386
Profit on sale of Fixed Asset	110,000	—
<b>TOTAL</b>	<b>137,447,652</b>	<b>16,591,642</b>

<b>Note : 15</b>		
<b>Employee Benefit Expenses</b>		
Particulars	31.03.2018	31.03.2017
	Rs.	Rs.
Salaries and Allowances	845,405	709,983
Staff's Medclaim Insurance Premium	11,639	9,646
<b>TOTAL</b>	<b>857,044</b>	<b>719,629</b>

## DEEPLOK FINANCIAL SERVICES LIMITED

### NOTES TO FINANCIAL STATEMENTS

<b>Note : 16</b>		
<b>Other Expenses</b>		
Particulars	31.03.2018	31.03.2017
	Rs.	Rs.
Advertisement	20,681	32,724
Bad Debt	—	138,920
Car Expenses	301,626	90,846
CSR Donation	700,000	850,000
Demat Charges	22,386	21,650
Filing Fees	6,000	58,200
Fixed Assets Written Off	—	5,835
Insurance Charges	12,188	521,794
Interest on Income Tax	117,670	25,572
Internal Audit Fees	6,000	6,000
Legal & Professional Charges	523,565	424,448
Listing Fees	28,750	46,375
Maintenance Charges	59,476	45,036
Miscellaneous Expenses	91,554	39,873
Provision for Doubtful Assets	5,000,000	—
Rates & Taxes	21,728	22,130
STT - Investment	50,055	12,575
Travelling & Conveyance	49,861	2,660
Telephone Charges	36,396	47,237
Unrealised Interest of earlier years written off	2,531,713	—
Contingent provision against Standard Assets	53,860	(83,288)
Payment of Auditors (Refer Note 17)	107,320	93,150
<b>TOTAL</b>	<b>9,740,829</b>	2,401,737

<b>Note : 17</b>		
<b>Payments to the Auditor</b>		
Particulars	31.03.2018	31.03.2017
	Rs.	Rs.
Audit Fees —		
— For Statutory Audit	40,000	35,000
— For Tax Audit	20,000	15,000
— For Other Certification Work	47,320	35,650
Service Tax Paid	—	7,500
<b>TOTAL</b>	<b>107,320</b>	93,150

# DEEPLOK FINANCIAL SERVICES LIMITED

## NOTES TO FINANCIAL STATEMENTS

### Additional Disclosures

#### 18. Segment Reporting :

The company is primarily engaged in the business of finance and investments and related activities. Accordingly there are no reportable segments as per Accounting Standard No. 17 issued by the Institute of Chartered Accountants of India on "Segment Reporting".

#### 19. Earning per Share

(Amount in Rs.)

Particulars	As at 31.03.2018	As at 31.03.2017
Net Profit After Tax	142,383,620	28,907,479
Weighted Average No. of Shares for Basic	952,595	952,595
Weighted Average No. of Shares for Diluted	952,595	952,595
Earning Per Share — Basic	149.47	30.35
Earning Per Share — Diluted	149.47	30.35
Nominal Value of Shares	10	10

#### 20. Related Party Disclosures :

(A) List of related parties where control exists and related parties with whom transactions have taken place and relationships :

Sl.	Name of the Related parties	Relationship
1	Woodside Fashions Limited	Associates
1	Surendra Kumar Bachhawat	Key Management Personnel
2	Mahendra Kumar Bachhawat	
3	Prakash Bachhawat	
1	Rajendra Kumar Bachhawat	Relative of Key Management Personnel

(B) Transactions during the year with related parties :

(Amount In Rs.)

Sl. No.	Nature of Transactions with Related Party	Associates	Key Management Personnel	Relative of Key Management Personnel	Outstanding as on 31st March '2018
1.	Sale of Investments (Shares)	—	—	51,94,475 (42,82,248)	—

\*\* Previous Year's figures are given in bracket

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## DEEPLOK FINANCIAL SERVICES LIMITED

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### NOTES TO FINANCIAL STATEMENTS

21. As per notification no. RBI/DNBR/2016-17/44 issued by the Reserve Bank of India, Contingent Provision against standard Assets have been provided amounting to Rs. 53,860/- (P.Y. Reversed Rs. 83,288/-).
22. 2,290 Shares of Tata Steel Ltd. shown under Non-current investment in the financial statements is yet to be transferred in the name of the company due to litigation with respect to ownership of shares.
23. Schedule to the Balance Sheet of a Non - Banking Financial Company as required in terms of Paragraph 16 of Non-Banking Financial Company — Non-Systemically Important Non-Deposit taking Company (Reserve Bank) Directions, 2016 issued vide Notification No. DNBR.PD.007/03.10.119/2016-17 dated Septemeber 01, 2016 is as per Annexure 1.
24. The Company had made a provision for Doubtful Asset for a sum of Rs. 25,00,000/- as on 31st March, 2015 for the loan given to Varun Resources Ltd. (formerly known as Varun Shipping Company Ltd.). Since the matter is mutualy settled with the party vide Agreement of Settlement dated 22nd February 2017, the company has received a sum of Rs. 12,50,000/- during the year 2016-17 and Rs. 6,25,000/- received during the year, balance Rs, 6,25,000/- is still receivable.
25. The Company had given a loan for sum of Rs. 50,00,000/- to M/s. Ural India Limited in the Financial Year 2007-08. The borrower has incurred substantial business lossess therefore there financial position has been affected adversely. In such circumstances the borrower has not been able to repay the principal amount and interest since Financial Year 2013-14. As such interest booked in earlier years amounting Rs. 25,31,713/- has been written off during the year. The company also made the provision for doubtful assets of Rs. 50,00,000/- as per the prudential norms prescribed by Reserve Bank of India Non-Banking Financial Company-Non-Systemically Important Non-Deposit taking Company.
26. TDS Receivable as per books of Accounts is subject to Reconcilliation.
27. Previous year's figures have been regrouped/rearranged wherever considered necessary.

As per our Report of even date.

**For R. Kothari & Company**  
**Chartered Accountants**  
**FRN - 307069E**

Sd/-  
**(K. C. Soni)**  
Partner

Place : Kolkata  
Date : 30.05.2018

For and on behalf of the Board

Sd/-	Sd/-
S. K. Bachhawat	Prakash Bachhawat
Director	Director
DIN : 00129471	DIN : 05156658

Sd/-	Sd/-
Sudha Jain	Pradip Kumar Bera
Company Secretary	Chif Financial Officer



## DEEPLOK FINANCIAL SERVICES LIMITED

Annexure-I

**SCHEDULE TO THE BALANCE SHEET AS AT 31.03.2018 OF  
DEEPLOK FINANCIAL SERVICES LIMITED a Non-Deposit taking Non-Banking Financial Company**  
(As required in terms of Paragraph 16 of Non-Banking Financial Company — Non-Systemically Important Non-Deposit taking Company (Reserve Bank) Directions, 2016 issued vide Notification No. DNBR.PD.007/03.10.119/2016-17 dated September 01, 2016)

PARTICULARS	(Rs. in Lakhs)	
	Amount Outstanding	Amount Overdue
<b>LIABILITIES SIDE :</b>		
<b>1. Loans and Advances availed by the non-banking financial company inclusive of interest accrued thereon but not paid :</b>		
a) Debentures : Secured	—	—
Unsecured (Other than falling within the meaning of public deposits)	—	—
b) Deferred Credits	—	—
c) Term Loans	—	—
d) Inter-Corporate Loans & Borrowings	—	—
e) Commercial Paper	—	—
f) Public Deposits	—	—
g) Other Loans (Shareholders and their relatives)	—	—
i) Advance from Holding Company		
ii) Advance from Body Corporate		
Secured		
Unsecured	—	—
iii) Advance from Banks (Secured)		
<b>2. Break-up of 1(f) above (Outstanding public deposits inclusive of interest accrued thereon but not paid) :</b>		
a) In terms of Unsecured debentures	—	—
b) In the form of partly secured debentures i.e. debentures where there is a shortfall in the value of security	—	—
c) Other Public Deposits	—	—
<b>ASSET SIDE :</b>	<b>AMOUNT OUTSTANDING</b>	
<b>3. Break-up of Loans and Advances including Bills Receivables [ Other than those included in (4) below ] :</b>		
a) Secured	—	
b) Unsecured	984.11	

## DEEPLOK FINANCIAL SERVICES LIMITED

4. Break-up of Leased Assets and Stock on Hire and other assets counting towards AFC activities :	(Rs. in Lakhs)
<ul style="list-style-type: none"> <li>i) Lease Assets including Lease Rentals under Sundry Debtors : <ul style="list-style-type: none"> <li>a) Financial Lease</li> <li>b) Operating Lease</li> </ul> </li> <li>ii) Stock on Hire including Hire Charges under Sundry Debtors : <ul style="list-style-type: none"> <li>a) Assets on Hire</li> <li>b) Repossessed Assets</li> </ul> </li> <li>iii) Other loans counting towards AFC activities <ul style="list-style-type: none"> <li>a) Loans where assets have been repossessed</li> <li>b) Loans other than (a) above</li> </ul> </li> </ul>	<ul style="list-style-type: none"> <li>—</li> <li>—</li> <li>—</li> <li>—</li> <li>—</li> </ul>
<b>5. Break-up of Investments :</b>	
<i>Current Investments :</i>	
1. Quoted :	
(i) Shares : (a) Equity	—
(b) Preference	—
(ii) Debentures & Bonds	—
(iii) Units of Mutual Funds	1305.78
(iv) Government Securities	—
(v) Others (please specify)	—
2. Unquoted :	
(i) Shares : (a) Equity	—
(b) Preference	—
(ii) Debentures & Bonds	—
(iii) Units of Mutual Funds	—
(iv) Government Securities	—
(v) Others	—
<i>Long Term Investments :</i>	
1. Quoted :	
(i) Shares : (a) Equity	145.25
(b) Preference	632.41
(ii) Debentures & Bonds	1327.35
(iii) Units of Mutual Funds	—
(iv) Government Securities	—
(v) Others	—
2. Unquoted :	
(i) Shares : (a) Equity	203
(b) Preference	—
(ii) Debentures & Bonds	—
(iii) Units of Mutual Funds	—
(iv) Government Securities	—
(v) Others (Residential Property)	—

## DEEPLOK FINANCIAL SERVICES LIMITED

6. Borrower group-wise classification of assets financed as in (3) and (4) above :			
Category	Amount net of provision		
	Secured	Unsecured	Total
1. Related Parties			
(a) Subsidiaries	—	—	—
(b) Companies in the same group	—	—	—
(c) Other related parties	—	—	—
2. Other than related parties	—	984.11	984.11
<b>TOTAL</b>	—	984.11	984.11
7. Investor group-wise classification of all investments (current and long term) in shares and securities (both quoted and unquoted) :			
Category	Market Value / Break-up or fair Value or NAV	Book Value (Net of Provisions)	
1. Related Parties			
(a) Subsidiaries	—	—	—
(b) Companies in the same group	2,120.70	134.75	
(c) Other related parties	—	—	—
2. Other than related parties	3,638.36	3,479.05	
<b>TOTAL</b>	5,759.06	3,613.80	
8. Other Information			
Particulars	Amount		
(i) Gross Non-performing Assets			
(a) Related Parties			—
(b) Other than related Parties			—
(ii) Net Non-Performing Assets			
(a) Related Parties			—
(b) Other than related Parties			—
(iii) Assets acquired in satisfaction of debts			—

**For R. Kothari & Company**  
**Chartered Accountants**  
**FRN - 307069E**

Sd/-  
**(K. C. Soni)**  
*Partner*

Place : Kolkata  
Date : 30.05.2018

For and on behalf of the Board

Sd/-	Sd/-
S. K. Bachhawat	Prakash Bachhawat
<i>Director</i>	<i>Director</i>
DIN : 00129471	DIN : 05156658

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# DEEPLOK FINANCIAL SERVICES LIMITED

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## INDEPENDENT AUDITOR'S REPORT

**TO  
THE MEMBERS OF  
M/S DEEPLOK FINANCIAL SERVICES LIMITED**

### **Report on the Consolidated Financial Statements**

We have audited the accompanying Consolidated Financial Statements of **M/s DEEPLOK FINANCIAL SERVICES LIMITED** ("the Company"), which comprise the Balance Sheet as at 31<sup>st</sup> March 2018 and the Statement of Profit and Loss for the year ended 31<sup>st</sup> March 2018, and a summary of significant accounting policies and other explanatory information.

### **Management's Responsibility for the Consolidated Financial Statements**

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of Companies Act, 2013 ("the Act") with respect to the preparation of these Consolidated 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 the 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 Consolidated Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

### **Auditor's Responsibility**

Our responsibility is to express an opinion on these Consolidated 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 there under.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the Consolidated Financial Statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated 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 Consolidated Financial Statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes

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## DEEPLOK FINANCIAL SERVICES LIMITED

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evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by the company's management, as well as evaluating the overall presentation of the consolidated 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 consolidated financial statements.

### Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated 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 Balance Sheet of the **state of affairs** of the Company as at 31st March 2018;
- (b) In the case of Statement of Profit and Loss, of the **profit** of the Company for the year ended on that date; **and**
- (c) In the case of Cash Flow Statement, of the **cash flows** of the Company for the year ended on that date.

### Report on Other Legal and Regulatory Requirements

1. This report does not include a statement on the matters specified in Paragraph '3 and 4' of the Companies (Auditor's Report) Order, 2016 issued by Central Government of India since in our opinion and according to the information and explanations given to us the said order is not applicable to the company.
2. 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, the Statement of Profit and Loss and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
  - (d) In our opinion, the aforesaid Consolidated 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 written representations received from the directors as on 31<sup>st</sup> March 2018, and taken on record by the Board of Directors, none of the directors is disqualified as on 31<sup>st</sup> March 2018, from being appointed as a director in terms of Section 164 (2) of the Act;
  - (f) With respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate report in "Annexure A"; and
  - (g) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to

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## DEEPLOK FINANCIAL SERVICES LIMITED

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the best of our information and according to the explanations given to us:

- i. The Company does not have any pending litigations which would impact on financial position in its Consolidated Financial Statements;
- ii. The Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses.
- iii. There were no amounts which were required to be transferred by the Company to the Investor Education and Protection Fund.
- iv. The disclosure requirements relating to holding as well as dealings in specified bank notes were applicable for the period from 8 November 2016 to 30 December 2016 which are not relevant to these consolidated financial statement. Hence, reporting under this clause is not applicable.

**For R. Kothari & Company**  
Chartered Accountants  
FRN: 307069E

Sd/-  
**(K. C. Soni)**  
Partner  
Membership Number: 057620

Place : Kolkata  
Date : 30.05.2018

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## **DEEPLOK FINANCIAL SERVICES LIMITED**

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### **Annexure - A to the Independent Auditors' Report**

#### **Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls over financial reporting of M/s DEEPLOK FINANCIAL SERVICES LIMITED ("the Company") as on 31<sup>st</sup> March, 2018 in conjunction with our audit of the Consolidated Financial Statements of the Company for the year ended on that date.

#### **Management's Responsibility for Internal Financial Controls**

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

#### **Auditors' Responsibility**

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

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

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

#### **Meaning of Internal Financial Controls over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of

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## **DEEPLOK FINANCIAL SERVICES LIMITED**

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Consolidated Financial Statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of Consolidated Financial Statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

### **Inherent Limitations of Internal Financial Controls over Financial Reporting**

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

### **Opinion**

In our opinion, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31 March 2017, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For R. Kothari & Company**  
Chartered Accountants  
FRN: 307069E

Sd/-  
**(K. C. Soni)**  
Partner  
Membership Number: 057620

Place : Kolkata  
Date : 30.05.2018



# DEEPLOK FINANCIAL SERVICES LIMITED

## CONSOLIDATED BALANCE SHEET AS AT 31.03.2018

Particulars	Note No.	31.03.2018	31.03.2017
<b>I. EQUITY AND LIABILITIES</b>			
<b>(1) Shareholders' funds</b>			
(a) Share capital	1	9,525,950	9,525,950
(b) Reserves and surplus	2	679,575,264	517,191,375
		<u>689,101,214</u>	<u>526,717,325</u>
<b>(2) Current liabilities</b>			
(a) Other current liabilities	3	80,280	83,455
(b) Short-term provisions	4	245,313	191,453
		<u>325,593</u>	<u>274,908</u>
<b>TOTAL</b>		<u><b>689,426,807</b></u>	<u><b>526,992,233</b></u>
<b>II. ASSETS</b>			
<b>(1) Non-current assets</b>			
(a) Fixed assets			
(i) Tangible assets	5	1,573,249	379,521
(b) Non-current investments	6	447,582,782	398,438,083
(c) Deferred tax Assets (Net)	7	44,873	(26,426)
(d) Long-term loans and advances	8	5,856,128	7,278,656
		<u>455,057,032</u>	<u>406,069,833</u>
<b>(2) Current assets</b>			
(a) Current investments	9	130,577,659	39,313,261
(b) Cash and cash equivalents	10	4,047,584	3,421,601
(c) Short-term loans and advances	11	98,411,497	76,644,502
(d) Other current assets	12	1,333,035	1,543,035
		<u>234,369,775</u>	<u>120,922,399</u>
<b>TOTAL</b>		<u><b>689,426,807</b></u>	<u><b>526,992,233</b></u>

Summary of significant accounting policies

**I**

The accompanying notes(1-27) are integral part of the consolidated financial statements

**For R. Kothari & Company**  
**Chartered Accountants**  
**FRN - 307069E**

Sd/-  
**(K. C. Soni)**  
Partner

Date : 30.05.2018  
Place : Kolkata

For and on behalf of the Board

Sd/-  
S. K. Bachhawat  
Director  
DIN : 00129471

Sd/-  
Prakash Bachhawat  
Director  
DIN : 05156658

Sd/-  
Sudha Jain  
Company Secretary

Sd/-  
Pradip Kumar Bera  
Chief Financial Officer

## DEEPLOK FINANCIAL SERVICES LIMITED

### STATEMENT OF CONSOLIDATED PROFIT AND LOSS FOR THE YEAR ENDED 31ST MARCH 2018

(Amount in Rs.)

Particulars	Note No.	31st March 2018	31st March 2017
I. Revenue from operations	13	18,127,885	18,928,968
II. Other income	14	137,447,652	16,591,642
<b>III. Total Revenue (I + II)</b>		<b>155,575,537</b>	<b>35,520,610</b>
<b>IV. Expenses:</b>			
Employee benefits expense	15	857,044	719,629
Depreciation and amortization expense	5	316,966	48,073
Other expenses	16	9,740,829	2,401,737
<b>Total expenses</b>		<b>10,914,839</b>	<b>3,169,439</b>
V. Profit/Loss before exceptional and extraordinary items and tax (III-IV)		144,660,698	32,351,171
VI. Exceptional items			
Reverse of Provision of Doubtful Asset. (Refer Note no. 24 of Additional Notes to Accounts.)		—	(2,500,000)
VII. Profit/Loss before extraordinary items and tax (V - VI)		144,660,698	34,851,171
VIII. Extraordinary Items		—	—
<b>IX. Profit/Loss before tax (VII- VIII)</b>		<b>144,660,698</b>	<b>34,851,171</b>
X Tax expense:			
(1) Current tax		3,900,000	5,600,000
(2) Adjustment of Tax for Earlier Year		82,996	107,861
(3) MAT Credit (Entitlement) / Utilized		(1,634,619)	236,586
(4) Total Current tax		2,348,377	5,944,447
(5) Deferred tax		(71,299)	(756)
<b>XI. Profit/(Loss) for the period (IX-X)</b>		<b>142,383,620</b>	<b>28,907,480</b>
<b>XII. Share of Profit of Associate for the year</b>		<b>20,000,270</b>	<b>16,737,585</b>
<b>XIII. Profit after Tax &amp; Share of Profit of Associate</b>		<b>162,383,891</b>	<b>45,645,065</b>
XIV. Earnings per Share			
(1) Basic		170.46	47.92
(2) Diluted		170.46	47.92

Summary of significant accounting policies

I

The accompanying notes(1-27) are integral part of the financial statements

**For R. Kothari & Company**  
**Chartered Accountants**  
**FRN - 307069E**

Sd/-  
**(K. C. Soni)**  
Partner

Place : Kolkata  
Date : 30.05.2018

For and on behalf of the Board

Sd/-  
S. K. Bachhawat  
*Director*  
DIN : 00129471

Sd/-  
Prakash Bachhawat  
*Director*  
DIN : 05156658

Sd/-  
Sudha Jain  
*Company Secretary*

Sd/-  
Pradip Kumar Bera  
*Chif Financial Officer*

# DEEPLOK FINANCIAL SERVICES LIMITED

## CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH 2018

PARTICULARS	For the year ended 31.03.2018		For the year ended 31.03.2017	
	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)	Amount (Rs.)
<b>A. CASH FLOW FROM OPERATING ACTIVITIES</b>				
<b>Net Profit before Tax and Extra Ordinary Items</b>		144,660,698		34,851,171
<b>Adjustment for:</b>				
Depreciation	316,966		48,073	
Provisions for standard and sub standard assets	53,860		(2,583,288)	
Bad Debt	—		138,920	
Fixed Asset written off	—		5,835	
Profit on Sale of Car	(110,000)		—	
(Profit)/Loss on Sale of Investment	(14,231,524)		(13,252,612)	
Dividend Income	(123,106,128)	(137,076,826)	(3,339,030)	(18,982,102)
<b>Operating Profit Before Working Capital Changes</b>		<b>7,583,872</b>		15,869,069
<b>Adjustment for Changes in Working Capital :</b>				
(Increase)/Decrease in Other Current Assets	210,000		(374,496)	
Increase/(Decrease) in Sundry Creditors/Current Liabilities	(3,175)	206,825	14,036	(360,460)
Cash used for Operations		7,790,697		15,508,609
<b>Direct Taxes Paid:</b>				
Direct Taxes Paid		3,925,849		4,887,060
Cash Flow before Extra Ordinary Items		3,864,848		10,621,549
Extraordinary Items		—		—
<b>Net Cash inflow/(outflow) from Operating Activities (A)</b>		<b>3,864,848</b>		<b>10,621,549</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES</b>				
Loan Disbursed, Recd.& Repayment recd.(net)		(18,766,994)		37,081,028
Sale of Fixed Assets & CWIP		150,000		—
Purchase of Fixed Assets		(1,550,696)		—
(Purchase) / Sale of Investments		(106,177,303)		(65,529,854)
Dividend Received		123,106,128		3,339,030
<b>Net Cash Inflow/(Outflow) from Investing Activities (B)</b>		<b>(3,238,865)</b>		<b>(25,109,796)</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>				
Net Cash Inflow/(Outflow) from Financing Activities (C)		—		—
Net Increase/(Decrease) in Cash & Cash Equivalents		625,983		(14,488,248)
Add: Opening Cash & Cash Equivalents		3,421,601		17,909,849
<b>Closing Cash &amp; Cash Equivalents</b>		<b>4,047,584</b>		<b>3,421,601</b>

**Notes:**

1 The above Cash Flow Statement has been prepared under the "Indirect Method" as set out in the Accounting Standard - 3 on Cash Flow Statement

2 Previous Year figures have been regrouped wherever considered necessary.

Summary of significant accounting policies

The accompanying Notes (1 to 27) are integral part of the financial statements

**I**

**For R. Kothari & Company**  
**Chartered Accountants**  
**FRN - 307069E**

Sd/-  
**(K. C. Soni)**  
*Partner*

Place : Kolkata  
 Date : 30.05.2018

For and on behalf of the Board

Sd/-  
 S. K. Bachhawat  
*Director*  
 DIN : 00129471

Sd/-  
 Prakash Bachhawat  
*Director*  
 DIN : 05156658

Sd/-  
 Sudha Jain  
*Company Secretary*

Sd/-  
 Pradip Kumar Bera  
*Chif Financial Officer*

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## DEEPLOK FINANCIAL SERVICES LIMITED

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NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

### Note No. – 1

#### **A) SIGNIFICANT ACCOUNTING POLICIES**

**1) Basis of Preparation of Consolidated Financial Statements:**

The consolidated financial statements are prepared under historical cost convention in accordance with the generally accepted accounting principles in India and the provisions of the Companies Act 2013 and the Accounting Standards notified in Rule 7 of the Companies (Accounts) Rules, 2014, to the extent applicable.

**2) Basis Of Accounting:**

The Company follows the Mercantile System of Accounting and recognizes Income and Expenditure on accrual basis except income on non performing assets which is accounted for on actual receipt basis as prescribed by the prudential norms for Non Banking Financial Companies issued by the Reserve Bank of India and Insurance charges & Rates & Taxes which is being accounted for on cash basis.

**3) Cash Flow Statement:**

Cash Flow are reported using indirect method, whereby profit/(loss) before extra ordinary 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 flow from operating, investing and financing activities of the company is segregated based on the available information. Cash Flow Statement has been prepared by following Indirect Method mentioned in AS-3.

**4) Revenue Recognition:**

Interest on deployment of surplus fund is recognized using the time proportion method based on the underlying interest rates.

Sale and purchase of shares are recognized on passing of ownership in shares and debentures etc based on broker contract note.

All other income is recognized as and when received

**5) Fixed Assets:**

Fixed Assets are stated at their original cost less accumulated depreciation. Cost comprises cost of acquisition, cost of improvements, borrowing costs and any attributable cost of bringing the assets to the condition for its intended use. Costs also include direct expenses incurred upto the date of capitalization/ commissioning.

**6) Depreciation:**

Depreciation has been provided on written down value method in accordance with the useful life of assets prescribed under Schedule- II of the Companies Act, 2013.

**7) Investments:**

Investments in shares and securities are treated as long term investments and are stated at cost. Diminution in value thereof as determined which are not temporary in nature are adjusted there from and charged to revenue.

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## DEEPLOK FINANCIAL SERVICES LIMITED

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Investments in mutual funds are treated as current investment and are valued at lower of cost or net realizable value.

**8) Inventories:**

Inventories comprising of shares are valued at lower of cost or market value as applicable

**9) Employee Benefit Expenses:**

Employee Benefits are recognized as an expense in the year in which the related service is rendered.

**10) Impairment of Assets :**

At each Balance Sheet date the company assess whether there is any indication that assets may be impaired. If any such indication exists the company estimates the recoverable amount. If the carrying amount of the assets exceeds its recoverable amount an impairment loss is recognized in the accounts to the extent the carrying amount exceeds the recoverable amount.

**11) Taxation:**

Income Tax is accounted for in accordance with Accounting Standard – 22 on Accounting for Taxes on income. Taxes Comprise both current and deferred Tax.

Current tax is measured at the amount expected to be paid to taxation authorities, using the applicable tax rates & tax laws.

The effect of the timing difference that results between taxable income and accounting income and are capable of reversal in one or more subsequent period are recorded as a deferred tax liability. They are measured using the substantively enacted tax rates and tax regulations.

**12) Provision & Contingencies:**

A Provision is recognized for a present obligation as a result of past events if it is probable that an outflow of resources will be required to settle the obligation and in respect of which a reliable estimate can be made. Provisions are determined based on best estimate of the amount required to settle the obligation at the Balance Sheet date. Contingent liabilities are disclosed when the company has a possible obligation or a present obligation and it is probable that a cash outflow will not be required to settle the obligation. Provisions and Contingent liabilities are revalued at each Balance Sheet date.

## DEEPLOK FINANCIAL SERVICES LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

<b>Note 1 SHARE CAPITAL</b>		
Particulars	31.03.2018	31.03.2017
	Rs.	Rs.
Authorized share capital 9,000,000. ( P.Y. 9,000,000) Equity shares of Rs.10 each	90,000,000	90,000,000
Issued, Subscribed and Fully Paid up 952,595 ( P.Y. 952,595) Equity shares of Rs.10 each fully paid up	9,525,950	9,525,950
<b>Total Issued, Subscribed and Fully Paid up</b>	<b>9,525,950</b>	<b>9,525,950</b>

### Reconciliation of the shares outstanding at the beginning and at the end of the reporting period

Equity shares	31.03.2018		31.03.2017	
	No.	Rs.	No.	Rs.
At the beginning of the period	952,595	9,525,950	952,595	9,525,950
Issued during the period	-	-	-	-
<b>Outstanding at the end of the period</b>	<b>952,595</b>	<b>9,525,950</b>	<b>952,595</b>	<b>9,525,950</b>

### Terms/rights attached to equity shares

The company has only one class of equity shares having a par value of Rs.10 per share. On a show of hands, every member, present in person or by proxy, is entitled to one vote and in case of poll, the voting rights of every member shall be in proportion to his shares of the paid-up equity share capital of the company.

The company declares and pays dividends in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders in the ensuing Annual General Meeting.

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 proportion to the number of equity shares held by the shareholders.

### Details of shareholders holding more than 5% shares in the company

Equity shares	31.03.2018		31.03.2017	
	%	No.	%	No.
Rajendra Kumar Bachhawat	9.24	88,000	9.24	88,000
Surendra Kumar Bachhawat	8.68	82,699	8.68	82,699
Mahendra Kumar Bachhawat	7.18	68,350	7.18	68,350
Prakash Bachhawat	7.85	74,750	—	—
Daulat Financial Services (P) Ltd	7.17	68,300	7.17	68,300
Deeplok Securities Limited	5.93	56,450	5.93	56,450
Suharsh Trade & Holding Pvt Ltd	5.21	49,675	5.21	49,675

## DEEPLOK FINANCIAL SERVICES LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

<b>Note 2 Reserves and Surplus</b>		
<b>Particulars</b>	<b>31.03.2018</b>	<b>31.03.2017</b>
	Rs.	Rs.
<b>Securities Premium Account</b>		
Balance as per the last financial statements	35,600,000	35,600,000
Additions during the year	—	—
Closing Balance	<b>35,600,000</b>	35,600,000
<b>Amalgation Reserve</b>		
Balance as per the last financial statements	12,929,104	12,929,104
Additions during the year	—	—
Closing Balance	<b>12,929,104</b>	12,929,104
<b>Special Reserve</b>		
Balance as per the last financial statements	55,802,750	50,002,750
Add: Transferred from statement of Profit and Loss (as per Section 45-IC of RBI Act, 1934)	28,500,000	5,800,000
Closing Balance	<b>84,302,750</b>	55,802,750
<b>General reserve</b>		
Balance as per the last financial statements	2,376,310	2,376,310
Add: Transferred from statement of Profit and Loss	—	—
Closing Balance	<b>2,376,310</b>	2,376,310
<b>Surplus/(deficit) in the statement of profit and loss</b>		
Balance as per the last financial statements	410,483,210	370,638,145
Profit for the year	162,383,891	45,645,065
Less: Appropriations		
- Transfer to Special Reserve	28,500,000	5,800,000
<b>Net surplus/ (deficit) in the statement of profit and loss</b>	<b>544,367,100</b>	410,483,210
<b>Total Reserves and Surplus</b>	<b>679,575,264</b>	517,191,375

<b>Note 3 Other Current Liabilities</b>		
<b>Particulars</b>	<b>31.03.2018</b>	<b>31.03.2017</b>
	Rs.	Rs.
Liabilities for Expenses	67,605	62,453
Statutory Liabilities	12,675	21,002
<b>TOTAL</b>	<b>80,280</b>	83,455

<b>Note 4 Short - Term Provisions</b>		
<b>Particulars</b>	<b>31.03.2018</b>	<b>31.03.2017</b>
	Rs.	Rs.
Contingent Provision against Standard Assets	245,313	191,453
<b>TOTAL</b>	<b>245,313</b>	191,453

**DEEPLOK FINANCIAL SERVICES LIMITED**

**Note 5** NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

**TANGIBLE ASSETS**

	Building		Furniture & Fixture		Computers		Office Equipment		Motor Cars		Total	
	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
Cost or valuation												
<b>At 1st April, 2016</b>	1,037,811	289,127	53,340	340,014	800,000							2,520,292
Additions	—	—	—	—	—	—	—	—	—	—	—	—
Disposals	—	289,127	—	—	—	—	—	—	—	—	—	289,127
Other adjustments	—	—	—	—	—	—	—	—	—	—	—	—
<b>At 31 March 2017</b>	1,037,811	—	53,340	340,014	800,000							2,231,165
Additions	—	—	—	—	—	—	—	—	—	—	—	1,550,695
Disposals	—	—	—	—	—	—	—	—	—	—	—	800,000
Other Adjustments	—	—	—	—	—	—	—	—	—	—	—	—
<b>At 31 March 2018</b>	1,037,811	—	53,340	340,014	1,550,695							2,981,860
Depreciation												
<b>At 1st April 2016</b>	723,088	283,292	53,340	324,726	702,418							2,086,864
Charge for the year	12,659	—	—	—	35,414							48,073
Other Adjustments	—	5,835	—	—	—							5,835
Disposals	—	289,127	—	—	—							289,127
Earnings	—	—	—	—	—							—
<b>At 31 March 2017</b>	735,747	—	53,340	324,726	737,832							1,851,645
Charge for the year	12,150	—	—	—	304,816							316,966
Other Adjustments	—	—	—	—	—							—
Disposals	—	—	—	—	760,000							760,000
<b>At 31 March 2018</b>	747,897	—	53,340	324,726	282,648							1,408,611
Net Block												
<b>At 31 March 2017</b>	302,064	—	—	15,288	62,168							379,521
<b>At 31 March, 2018</b>	<b>289,914</b>	—	—	<b>15,288</b>	<b>1,268,047</b>							<b>1,573,249</b>



## DEEPLOK FINANCIAL SERVICES LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

<b>Note 6</b>					
<b>Non Current Investments</b>					
<b>Particulars</b>	<b>F.V</b>	<b>31.03.2018</b>		<b>31.03.2017</b>	
		<b>Rs.</b>	<b>No.</b>	<b>Rs.</b>	<b>No.</b>
<b>Non-Trade Investments</b>					
<b>(i) Quoted</b>					
<b>(a) Investments in Fully Paid up Equity Instruments</b>					
Coal India Ltd	10	1529	374,605	1529	374,605
Gujrat Fluro chemical Ltd	1	214,008	5,158,326	35,000	8,460,782
Reliance Capital Ltd	10	400	13,560	400	13,560
Tata Steel Ltd (Refer Note No. 22)	10	2,801	298,528	2,720	257,218
Kiran Vyapar Ltd (Bonus Shares)	10	-	-	24000	-
Indian Oil Corporation	10	21,000	8,103,525	-	-
Indian Oil Corporation - Bonus Shares	10	21,000	-	-	-
NHPC	10	20,000	567,751	-	-
Reliance Home Finance Ltd.	10	400	-	-	-
Tata Steel Ltd. - PP	10	57	8,778	-	-
			<b>14,525,073</b>		<b>9,106,165</b>
<b>(b) Investment in Non Convertible Preference Shares</b>					
6% Zee Entertainment Enterprise Ltd. (Non-Convertible Preference Share)		7,025,000	63,241,534	3,950,000	36,016,012
<b>(c) Investments in Tax Free Bond</b>					
8.00% IRFC Tax Free Bond-23FEB22	1000	4590	4,511,640	4590	4,511,640
8.10% Hudco Tax Free Bond-5MAR22	1000	1227	1,257,840	1227	1,257,840
8.10% IRFC Tax Free Bond-23FEB27	1000	600	589,121	600	589,121
8.20% Hudco Tax Free Bond-5MAR27	1000	132	135,705	132	135,705
8.30% NHAI Tax Free Bond-25JAN27	1000	1931	1,935,398	1931	1,935,398
8.50% IIFCL Tax Free Bond-	1000	10000	10,000,000	10000	10,000,000
8.50% NHAI Tax Free Bond-05FEB29	1000	10000	10,000,000	10000	10,000,000
8.51% Hudco Tax Free Bond-2013-14	1000	2000	2,000,000	2000	2,000,000
8.66% IIFCL Tax Free Bond-22JAN34	1000	10000	10,000,000	10000	10,000,000
8.67% NHPC Tax Free Bond-2NOV33	1000	805	805,000	805	805,000
8.50% NHAI Tax Free Bond-5FEB29	1000	500	498,394	500	498,394
			<b>41,733,098</b>		<b>41,733,098</b>
<b>(d) Investments in Bond</b>					
NHAI -54EC Capital Gain Bond	10000	-	-	350	3,500,000
16.46% Infrastructure Leasing & Financial-24SEP22	15000	1,335	20,047,168	1,335	20,047,168
16.46% Infrastructure Leasing & Financial-15OCT22	15000	1,334	20,010,000	1,334	20,010,000
10.25% Yes Bank Perpetual - 2020	1000000	50	50,945,000	50	50,945,000
			<b>91,002,168</b>		<b>94,502,168</b>
<b>(a)+(b)+(c)+(d)</b>			<b>210,501,873</b>		<b>181,357,443</b>

## DEEPLOK FINANCIAL SERVICES LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

Particulars	F.V Rs.	31.03.2018		31.03.2017	
		No.	Rs.	No.	Rs.
<b>(ii) Unquoted</b>					
<b>Investments in Fully Paid up Equity Instruments in Associates</b>					
Woodside Fashion Ltd.*	10/-	539000	230,255,909	539,000	210,255,639
<b>In Others</b>					
The Eastern Tea Co. Ltd	25/-	-	-	755	-
Bengal NRI Complex Ltd.	10/-	722500	6,825,000	722500	6,825,000
			<b>237,080,909</b>		<b>217,080,639</b>
<b>TOTAL</b>			<b>447,582,782</b>		<b>398,438,082</b>
Aggregate amount of Unquoted Investments			<b>237,080,909</b>		<b>217,080,639</b>
Aggregate amount of Quoted Investments			<b>210,501,873</b>		<b>181,357,443</b>
Market Value of Quoted Investment			<b>222,951,119</b>		<b>204,769,046</b>
* Cost of Investments (including Goodwill of Rs. 37,67,020)			13,475,000		13,475,000
Add: Post Acquisition profit of Associate till 31.03.2017			196,780,638		180,043,053
Add: Post Acquisition profit of Associate for current year			20,000,270		16,737,586
Carrying amount of Investments as at 31.03.2018.			<b>230,255,909</b>		<b>210,255,639</b>

<b>Note 7 Deferred Tax Asset</b>		
Particulars	31.03.2018	31.03.2017
	Rs.	Rs.
Opening Deferred Tax Liabilities	(26,426)	(27,182)
Fixed Assets : Impact of Difference between tax depreciation and depreciation / amortisation charged and carried forward losses in the books of accounts.	71,299	756
<b>TOTAL</b>	<b>44,873</b>	<b>(26,426)</b>

## DEEPLOK FINANCIAL SERVICES LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

<b>Note 8 Long-term loans and advances</b>		
<b>Particulars</b>	<b>31.03.2018</b>	<b>31.03.2017</b>
<b>Unsecured, Considered good</b>	Rs.	Rs.
Capital Advance	-	3,000,000
Mat Credit Entitlement	5,449,792	3,815,173
Advance Taxes (Net)	406,336	463,483
<b>TOTAL</b>	<b>5,856,128</b>	<b>7,278,656</b>

<b>Note 9 Current Investments</b>				
<b>Particulars</b>	<b>31.03.2018</b>		<b>31.03.2017</b>	
	<b>Nos.</b>	<b>Rs.</b>	<b>Nos.</b>	<b>Rs.</b>
<b>Investment in Mutual Fund</b>				
L & T Liquid Fund Growth	—	—	5,664	10,000
Birla Sunlife Savings Fund	92,319.367	30,000,000	—	—
India Bulls Liquid Fund	13,804.877	22,858,469	12,956	20,418,015
ICICI Prudential Liquid Plan	172,127.047	43,275,499	33,671	8,052,658
Reliance Liquid Plan Treasury Plan	8,312.629	34,443,691	2,753	10,832,588
<b>TOTAL</b>		<b>130,577,659</b>		<b>39,313,261</b>
<b>NAV of Mutual Fund</b>		<b>134,060,318</b>		<b>39,487,539</b>

<b>Note 10 Cash &amp; Cash Equivalents</b>		
<b>Particulars</b>	<b>31.03.2018</b>	<b>31.03.2017</b>
	<b>Rs.</b>	<b>Rs.</b>
Balances with banks - in Current Account	4,037,933	3,406,472
Cash in hand ( As certified by the Management)	9,651	15,129
<b>TOTAL</b>	<b>4,047,584</b>	<b>3,421,601</b>

<b>Note 11 Short Term Loans and Advances</b>		
<b>Particulars</b>	<b>31.03.2018</b>	<b>31.03.2017</b>
<b>Unsecured, considered good (unless otherwise stated)</b>	<b>Rs.</b>	<b>Rs.</b>
Loans to Bodies Corporate		
Considered Goods	98,402,397	76,581,302
Considered Doubtful	5,000,000	
Less : Provision for Doubtful Assets	<u>5,000,000</u>	-
Other Advances	9,100	63,200
(Amount recoverable in cash or in kind or value to be received thereof)		
<b>TOTAL</b>	<b>98,411,497</b>	<b>76,644,502</b>

## DEEPLOK FINANCIAL SERVICES LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

<b>Note 12 Other Current Assets</b>		
<b>Particulars</b>	<b>31.03.2018</b>	<b>31.03.2017</b>
	<b>Rs.</b>	<b>Rs.</b>
Interest receivable on Bonds	1,333,035	1,543,035
<b>TOTAL</b>	<b>1,333,035</b>	<b>1,543,035</b>

<b>Note 13 Revenue From Operations</b>		
<b>Particulars</b>	<b>31.03.2018</b>	<b>31.03.2017</b>
	<b>Rs.</b>	<b>Rs.</b>
Interest Income		
On Tax Free Bond	3,532,405	3,532,537
On Others	14,595,480	15,396,431
<b>Revenue From Operations</b>	<b>18,127,885</b>	<b>18,928,968</b>

<b>Note 14 Other Income</b>		
<b>Particulars</b>	<b>31.03.2018</b>	<b>31.03.2017</b>
	<b>Rs.</b>	<b>Rs.</b>
Profit / (Loss) on disposal of Long term Investments		
Shares		
With STT	11,211,016	9,705,668
Without STT	755	-
Profit / (Loss) on disposal of Short term Investments		
Shares		
With STT	(599,796)	-
Mutual Fund		
Profit on Mutual Fund-Long Term	2,853	-
Profit on Mutual Fund-Short Term	3,609,691	3,536,558
Dividend Income		
Shares	123,106,128	3,339,030
Mutual Fund	-	-
Profit on Share Speculation	7,006	10,386
Profit on sale of Fixed Asset	110,000	-
<b>TOTAL</b>	<b>137,447,652</b>	<b>16,591,642</b>

<b>Note 15 Employee Benefit Expenses</b>		
<b>Particulars</b>	<b>31.03.2018</b>	<b>31.03.2017</b>
	<b>Rs.</b>	<b>Rs.</b>
Salaries and Allowances	845,405	709,983
Staff's Mediclaim Insurance Premium	11,639	9,646
<b>TOTAL</b>	<b>857,044</b>	<b>719,629</b>

## DEEPLOK FINANCIAL SERVICES LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

<b>Note 16 Other Expenses</b>		
<b>Particulars</b>	<b>31.03.2018</b>	<b>31.03.2017</b>
	<b>Rs.</b>	<b>Rs.</b>
Advertisement	20,681	32,724
Bad Debt	-	138,920
Car Expenses	301,626	90,846
CSR Donation	700,000	850,000
Demat Charges	22,386	21,650
Filing Fees	6,000	58,200
Fixed Asset Written Off	-	5,835
Insurance Charges	12,188	521,794
Interest on Income Tax	117,670	25,572
Internal Audit Fees	6,000	6,000
Interest Income written off	2,531,713	-
Legal & Professional Charges	523,565	424,448
Listing Fees	28,750	46,375
Maintenance Charges	59,476	45,036
Miscellaneous Expenses	91,554	39,873
Rates & Taxes	21,728	22,130
STT - Investment	50,055	12,575
Travelling & Conveyance	49,861	2,660
Telephone Charges	36,396	47,237
Provision for Doubtful Assets	5,000,000	-
Contingent provision against Standard Assets	53,860	(83,288)
Payment to Auditors	107,320	93,150
<b>TOTAL</b>	<b>9,740,829</b>	<b>2,401,737</b>

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## DEEPLOK FINANCIAL SERVICES LIMITED

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### NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

#### 17. ADDITIONAL DISCLOSURES :

##### i) Principles of Consolidation :

A) The Consolidated Financial Statements relate to M/s. Deeplok Financial Services Limited (hereinafter referred to as the 'Parent Company') and its associates. In the preparation of these Consolidated Financial Statements, investments in associate is accounted for in accordance with Accounting Standard (AS-23) "Accounting of investment in Associates in Consolidated Financial Statement" referred to in Section 133 of Companies Act 2013 read with Rule 7 of Company (Accounts) Rules, 2014. The Consolidated Financial Statements are prepared on the following basis :

- In case of associate where the Company directly or indirectly through subsidiary hold 20% or more of the equity, it is presumed that the investor has the significant influence, unless it can be clearly demonstrated that this is not the case. Investments in Associates are accounted for using equity method as prescribed in Accounting Standard (AS-23) "Accounting of Investment in Associates".
- The company account for its share in the change of net assets of the associates, post-acquisition, after eliminating unrealized profit and loss resulting from transaction between the company and its associates to the extent of its share, through its profit and loss account to the extent such change is attributable to the associates' profit and loss account and through its reserves for the balance, based on available information.
- As far as possible, the consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented, to the extent possible, in the same manner as the Parent Company's stand-alone financial statements. Differences in accounting policies are disclosed separately.
- The financial statements of the entitles used for the purpose of consolidation are drawn up to reporting date as that of the Parent Company i.e. March 31st 2018.

##### B) Information of Associate Company :

The following is the detail of all associate company along with the proportion of voting powers held.

Name of Companies	Holding / Status	Country of incorporation and other particulars
M/s. Woodside Fashions Ltd.	23.96% (Associate)	Company was incorporated in West Bengal, India on 12th January, 2001

## DEEPLOK FINANCIAL SERVICES LIMITED

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST MARCH, 2018

**C) Additional Information, as required under Schedule III to the Companies Act, 2013, of enterprises consolidated as Associates :**

Name of the Enterprises	Net Assets i.e. total assets minus total liabilities		Share in Profit or Loss	
	As % of total consolidated net assets	Amount (In Rs.)	As % of total consolidated Profit & Loss	Amount (In Rs.)
<b>Parent Company</b> Deeplok financial Services Limited	68.56	47,23,20,305	87.68	14,23,83,620
<b>Associate</b> Woodside Fashions Limited	31.44	21,67,80,909	12.32	200,00,271
<b>Total</b>	100	68,91,01,214	100	16,23,83,891

**18. Segment Reporting :**

The company is primarily engaged in the business of finance and investments and related activities. Accordingly there are no reportable segments as per Accounting Standard No. 17 issued by the Institute of Chartered Accountants of India on "Segment Reporting".

**19. Earning per Share**

(Amount in Rs.)

Particulars	As at 31.03.2018	As at 31.03.2017
Net Profit After Tax	162,383,891	45,645,065
Weighted Average No. of shares for Basic	952,595	9,52,595
Weighted Average No. of equity shares for Diluted	952,595	9,52,595
Earning per Share - Basic	170.46	47.92
Earning per Share - Diluted	170.46	47.92
Nominal Value of Shares	10	10

**20. Related Party Disclosures :**

**(A) List of related parties where control exists and related parties with whom transactions have taken place and relationships :**

Sl. No.	Name of the Related parties	Relationship
1	Mr. Surendra Kumar Bachhawat	Key Management Personnel
2	Mr. Mahendra Kumar Bachhawat	
3	Mr. Prakash Bachhawat	
1	Mr. Rajendra Kumar Bachhawat	Relative of Key Management Personnel

## DEEPLOK FINANCIAL SERVICES LIMITED

### NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

#### (B) Transactions during the year with related parties :

(Amount In Rs.)

Sl. No.	Nature of Transactions with Related Party	Associates	Key Management Personnel	Relative of Key Management Personnel	Outstanding as on 31st March, 2018
1.	Sale of Investments (Shares)	-	-	51,94,475 (42,82,248)	-

*\*\* Previous Year's figures are given in bracket*

21. As per notification no. RBI/DNBR/2016-17/44 issued by the Reserve Bank of India, Contingent Provision against Standard Assets have been provided reversed amounting to Rs. 53,860/- (P.Y. reversed Rs. 83,288/-).
22. 2,290 Shares of Tata Steel Ltd. shown under Non-current investment in the financial statements is yet to be transferred in the name of the company due to litigation with respect to ownership of shares.
23. Schedule to the Balance Sheet of Non - Banking Financial Company as required in terms of Paragraph 16 of Non-Banking Financial Company — Non-Systemically Important Non-Deposit taking Company (Reserve Bank) Directions, 2016 issued vide Notification No. DNBR.PD.007/03.10.119/2016-17 dated September 01, 2016 is as per Anneuxre 1.
24. The Company had made a provision for Doubtful Asset for a sum of Rs. 25,00,000/- as on 31st March, 2015 for the loan given to Varun Resources Ltd. (formerly known as Varun Shipping Company Ltd.). Since the matter is mutually settled with the party vide Agreement of Settlement dated 22nd February, 2017, the company has received a sum of Rs. 12,50,000/- during the year 2016-17 and Rs. 6,25,000/- received during the year, balance Rs. 6,25,000/- is still receivable.
25. The Company has given a loan for sum of Rs. 50,00,000/- to M/s. URAL India Limited in the Financial year 2017-18. The borrower has incurred substantial business losses therefore there financial position has been affected adversely. In such circumstances the borrower has not been able to repay the principal amount and interest since Financial Year 2013-14. As such interest booked in earlier years amounting Rs. 25,31,713/- has been written off during the year shown under other expenses. the company also made the provision for doubtful assets of Rs. 50,00,000/- as per the prudential norms prescribed by Reserve Bank of India Non Banking Financial Company-Non Systemically Important Non-Deposit taking Company.
26. TDS Receivables as per books of Accounts is subject to Reconciliation.
27. Previous year's figures have been regrouped/rearranged wherever considered necessary.

As per our report of even date attached

**For R. Kothari & Company**  
**Chartered Accountants**  
**FRN - 307069E**

Sd/-  
**(K. C. Soni)**  
Partner

Place : Kolkata  
Date : 30.05.2018

For and on behalf of the Board

Sd/-  
S. K. Bachhawat  
*Director*  
DIN : 00129471

Sd/-  
Prakash Bachhawat  
*Director*  
DIN : 05156658

Sd/-  
Sudha Jain  
*Company Secretary*

Sd/-  
Pradip Kumar Bera  
*Chief Financial Officer*



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## DEEPLOK FINANCIAL SERVICES LIMITED

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### STATEMENT REGARDING ASSOCIATE COMPANY

**PURSUANT TO FIRST PROVISIO TO SUB-SECTION (3) OF THE SECTION 129  
READ WITH RULE 5 OF COMAPNIES (ACCOUNTS) RULES, 2014**

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1. Name of the Associate Company	: <b>Woodside Fashions Limited</b>
2. Reporting period for the Associate Company	: Similar to the reporting period of Holding Company
3. Reporting Currency of the Associate Company	: INR
4. Share Capital of the Associate Company	: 22,500,010
5. Reserves & Surplus of the Associate Comapny	: 922,779,166
6. Total Assets of the Associate Comapny	: 1,008,185,284
7. Total Liabilities of the Associate Company	: 1,008,185,284
8. Investments of the Associate Company	: 250,788,813
9. Turnover of the Associate Company	: 165,848,414
10. Profit before Taxation of the Associate Company	: 106,137,061
11. Provision for Taxation of the Associate Company	: 21,503,243
12. Profit after Taxation of the Associate Comapny	: 83,473,582
13. Proposed Dividend of the Associate Company	: NIL
14. % of Shareholding as on 31.03.2018	: 23.96% shares held by Deeplok Financial Services Limited.

**For R. Kothari & Company**  
**Chartered Accountants**  
**FRN - 307069E**

Sd/-  
**(K. C. Soni)**  
Partner

Place : Kolkata  
Date : 30.05.2018

For and on behalf of the Board

Sd/-  
S. K. Bachhawat  
*Director*  
DIN : 00129471

Sd/-  
Prakash Bachhawat  
*Director*  
DIN : 05156658

Sd/-  
Sudha Jain  
*Company Secretary*

Sd/-  
Pradip Kumar Bera  
*Chief Financial Officer*

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**DEEPLOK FINANCIAL SERVICES LIMITED**

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**Deeplok Financial Services Limited**

Regd. Office : "Ideal Plaza", South Block 2nd Floor  
S. 207 & 209, 11/1, Sarat Bose Road, Kolkata-700 020

CIN : L17115WB1981PLC033469

Phone : (033) 2283-7495 / 6 Fax : (033) 2283-7497

Website: [www.deeplokfinancialservices.com](http://www.deeplokfinancialservices.com); E-mail: [info@jbggroup.info](mailto:info@jbggroup.info)

**ATTENDANCE SLIP**

(To be handed over at the entrance of the Meeting Hall)  
(Annual General Meeting on 24th September, 2018 at 10.30 A.M.)

I hereby record my presence at the 38th ANNUAL GENERAL MEETING of the Company on Monday, 24th September, 2018 at Ideal Plaza, South Block 2nd Floor, S. 207 & 209, 11/1, Sarat Bose Road, Kolkata-700 020 at 10.30 a.m.

Full Name of Member ( In BLOCK LETTERS )

.....

Folio No. .... DP ID No. .... Client ID No. : .....

Full Name of Proxy (s) ( In BLOCK LETTERS )

.....

No. of Shares held ..... Member / Proxy(s) Signature .....

# DEEPLOK FINANCIAL SERVICES LIMITED

## Deeplok Financial Services Limited

Regd. Office : "Ideal Plaza", South Block 2nd Floor  
S. 207 & 209, 11/1, Sarat Bose Road, Kolkata-700 020

CIN : L17115WB1981PLC033469

Phone : (033) 2283-7495 / 6 Fax : (033) 2283-7497

Website: www.deeplokfinancialservices.com; E-mail: info@jbgroup.info

### PROXY FORM (Form No. MGT-11)

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

Name of the Company : **DEEPLOK FINANCIAL SERVICES LTD.** CIN : L17115WB1981PLC033469

Registered Office : Ideal Plaza, South Block 2nd Floor, S. 207 & 209, 11/1, Sarat Bose Road, Kolkata-700 020

Name of Member(s) : .....

Registered Address : .....

E-mail ID : .....

Folio No. .... DP ID No. .... Client ID No. : .....

I/We, being a member(s) holding ..... Equity Shares of above named Company hereby appoint :

1. Name ..... Address .....

E-mail ID ..... Signature ..... or failing him/her

2. Name ..... Address .....

E-mail ID ..... Signature ..... or failing him/her

3. Name ..... Address .....

E-mail ID ..... Signature ..... or failing him/her

As my/our Proxy to attend and vote on (poll) for me / us, on my / our behalf at the 38th Annual General Meeting of the Company to be held on Monday, 24th September, 2018 at ideal Plaza, South Block 2nd Floor, S. 207 & 209, 11/1, Sarat Bose Road, Kolkata-700 020 at 10.30 a.m. and at any adjournment thereof in respect of such resolution(s) as are indicated below :

Sl. No.	Resolutions	Vote for	Vote Against
<b>A. ORDINARY BUSINESS</b>			
1.	To receive, consider and adopt Audited Financial Statements (Standalone and Consolidated) together with the Reports of the Directors and Auditors thereon for FY 2017-18		
2.	To re-appoint Mr. Mahendra Kumar Bachhawat (DIN-00129820), director who retires by rotation.		
<b>B. SPECIAL BUSINESS</b>			
3.	Appointment of Ms. Dibya Baid (DIN : 08023692) as an Independent Director		
4.	Authority under Section 180(1)(c) of the Companies Act, 2013		
5.	Authority under Section 180(1)(a) of the Companies Act, 2013		
6.	Authority under Section 186 of the Companies Act, 2013		

Signed this ..... day of ..... 2018

Affix  
Revenue  
Stamp

Signature of Member ..... Signature of Proxy : .....

**NOTE : The Form of Proxy duly completed must be deposited at the Regd. Office of the company not later than 48 hours before time of commencement of the meeting.**

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## DEEPLOK FINANCIAL SERVICES LIMITED

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### Deeplok Financial Services Limited

Regd. Office : "Ideal Plaza", South Block 2nd Floor  
S. 207 & 209, 11/1, Sarat Bose Road, Kolkata-700 020

CIN : L17115WB1981PLC033469

Phone : (033) 2283-7495 / 6 Fax : (033) 2283-7497

Website: [www.deeplokinancialservices.com](http://www.deeplokinancialservices.com); E-mail: [info@jbggroup.info](mailto:info@jbggroup.info)

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**(ANNEXURE TO THE NOTICE FOR THE 38th ANNUAL GENERAL MEETING OF THE COMPANY  
TO BE HELD ON 24th September, 2018 at 10.30 a.m.)**

1. Name & Registered Address of  
Sole/ First named Member :
2. Joint Holders Name (if any) :
3. Folio No. / DP ID & Client ID :
4. No. of Equity Shares Held :

Dear Shareholder,

**Subject : Process and manner for availing E-voting facility**

Pursuant to Provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and regulation 44 of SEBI (Listing obligation and disclosures requirements) Regulations, 2015 the Company is pleased to provide E-voting facility to the members to cast their votes electronically on all resolutions proposed to be considered at the 38th Annual General Meeting to be held on Monday, 24th September, 2018 at Ideal Plaza, South Block 2nd Floor, S. 207 & 209, 11/1, Sarat Bose Road, Kolkata-700 020 at 10.30 a.m. and at any adjournment thereof.

The Company has engaged the services of Central Depository Services (India) Limited (CDSL) to provide the e-voting facility. The e-voting facility is available at the link <https://www.evotingindia.com>.

The Electronic Voting Particulars are set out below :

<b>EVSN</b> (Electronic Voting Sequence Number)	<b>User ID</b>	<b>PAN / Sequence No.</b>
180813017		

The E-voting facility will be available during the following voting period :

<b>Remote e-Voting Starts On</b>	<b>Remote e-Voting Ends On</b>
21st September, 2018 (9:00 am) (IST)	23rd September, 2018 (5:00 pm) (IST)

\*Please read the instructions mentioned in the Notice before exercising your vote.

Place : Kolkata

Dated : 30.05.2018

By Order of the Board  
For **Deeplok Financial Services Ltd.**

Sd/-  
**Surendra Kumar Bachhawat**  
Managing Director  
DIN : 00129471

Note : AGM Notice/Attendance Slip/Proxy Form are given in the enclosed Annual Report - 2017-18

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## DEEPLOK FINANCIAL SERVICES LIMITED

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### Deeplok Financial Services Limited

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BALLOT PAPER

Sr. No.

Date of AGM	Monday, 24th day of September, 2018
Time	10.30 A.M.
Venue	Ideal Plaza, South Block, 2nd Floor, S. 207 & 209, 11/1, Sarat Bose Road, Kolkata-700 020

Sl. No.	Particulars	Details
1.	Name of the First Named Shareholder (In block letters)	
2.	Postal Address	
3.	Registered folio No. / *Client ID No. (*Applicable to investors holding shares in dematerialization form)	
4.	Class of Share	
5.	No. of shares	

I hereby exercise my vote in respect of resolutions enumerated below by recording my assent or dissent to the said resolutions in the following manner :

Item No.	ORIDNARY BUSINESS	No. of shares held by me	I assent to the resolution	I dissent from the resolution
1.	Adoption of Audited Financial Statements (Standalone and Consolidated), Report of Board of Directors and Auditors thereon for FY 2017-18			
2.	Re-appointment of Mr. Mahendra Kumar Bachhawat (DIN : 00129820), director who retires by rotation			
	<b>SPECIAL BUSINESS</b>			
3.	Appointment of Ms. Dibya Baid (DIN : 08023692) as an Independent Director			
4.	Authority under Section 180(1)(c) of the Companies Act, 2013			
5.	Authority under Section 180(1)(a) of the Companies Act, 2013			
6.	Authority under Section 186 of the Companies Act, 2013			

Place :

Date :

(Signature of the shareholder)

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# DEEPLOK FINANCIAL SERVICES LIMITED

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## ROUTE MAP



Map data ©2016 Google 50 m



**DEEPOK FINANCIAL SERVICES LIMITED**

**ANNUAL REPORT**

**FOR THE PERIOD**

**From 1st April, 2017 to 31st March, 2018**