



22nd ANNUAL REPORT 2015-16

NAM SECURITIES LIMITED



**22nd ANNUAL GENERAL MEETING 2015-2016
BOARD OF DIRECTORS**

KIRAN GOYAL	Managing Director	DIN: 00503357
DIVYA GOYAL	Director	DIN: 01995354
RAVI BERRY	Independent Director	DIN: 00468594
REKHA CHAUHAN	Independent Director	DIN: 02783776

BANKERS

HDFC BANK LTD
Asaf Ali Road, New Delhi – 110002

REGISTERED OFFICE

LGF, PLOT NO.410, SECTOR 31,
GURGAON-122001(HARYANA)

CORPORATE OFFICE

213, Arunachal Building,
19 Barakhamba Road, New Delhi-110001

AUDITORS

Raj k Sri & Co.
Chartered Accountants, New Delhi

**22nd ANNUAL GENERAL
MEETING**

DATE 30th September, 2016
DAY Friday
TIME 10.45 AM
PLACE **The Domus”, 410,
Sector 31, Gurgaon-
122001(Haryana)**

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DIRECTORS' REPORT AND MANAGEMENT ANALYSIS

Dear Members,

Your Director has pleasure in presenting the 22nd Annual Report of the financial year ended 31st March, 2016.

FINANCIAL HIGHLIGHTS

Rs. In lacs

Particulars	Year ended Mar.31,2016	Year ended Mar.31,2015
Gross Income	159.96	62.41
Gross Profit before Dep. & I.TAX	28.42	16.92
Depreciation	10.42	8.50
Tax Expense	4.03	2.00
NET PROFIT AFTER TAX	13.97	6.42
Add: Balance b/f from Previous year	15.03	8.61
Less: transfer to General Reserves	Nil	Nil
Amount carried to Balance Sheet	29.00	15.03

DIVIDEND

During the Year 2015-16, the Board of Directors of the Company has not declared dividend due to ploughing back of the meagre profits made.

TRANSFER TO RESERVES

There is Nil amount Transferred to the Reserves during the year.

MANAGEMENT DISCUSSION AND ANALYSIS REVIEW OF PERFORMANCE

- 1) The Company recorded revenue of Rs.159.96lacs for the year ended 31st March,2016 as against Rs. 62.41lacs in the previous year ended 31.03.15
- 2) The profit before tax at Rs.18.00lacs for the ended 31st March,2016 as against Rs. 8.42 lacs in the previous year ended 31.03.2015
- 3) Net profit after tax at Rs.13.97 lacs for the year ended 31st March, 2016 as against Rs. 6.42lacs in the previous year ended 31.03.2015.

KEY FACTORS WHICH AFFECT THE PERFORMANCE OF THE COMPANY

- a. Economic factors like Inflation rate, Credit policy, GDP growth, Trade & Fiscal deficit
- b. Political Factors like stability, Expansion, liberalization and FDI & Disinvestment Policy framework of the Government.

CAPITAL EXPENDITURE AND FUNDING

- i) The Capital expenditure incurred and funded for the year is Rs.9.00lacs

ii) During the year under review, your company has not sold/deleted/adjusted any assets.

OUTLOOK OF THE INDUSTRY & FUTURE PROSPECTS

With major liberalization and expansion policies of the Government and the passage of GST bill in both the Houses of Parliament, your company is hopeful of achieving better results in the coming year(s). The Present government has also announced Disinvestment in public sector undertakings for the substantial amounts. Many IPO's has already opened and performed successfully, and many more are in the pipeline and all these shall have direct impact on the performance of your company during the current year.

SUBSIDIARY COMPANY

There is no subsidiary company.

INTERNAL CONTROLS SYSTEMS AND INTERNAL AUDIT

The Company maintains adequate internal Control Systems and the internal audit is handled by a qualified chartered accountant and his team of subordinates.

PUBLIC DEPOSITS

Your Company has neither invited nor accepted deposits from the public falling within the ambit of Section 73 of the Companies Act, 2013 and the Companies (Acceptance of Deposits) Rules, 2014.

CEO/CFO CERTIFICATION

The compliance to the requirement of Regulation 17 (8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 entered with the stock exchanges, the managing director has submitted to the board a certificate relating to financial statements and other matters as envisaged in the said clause.

EXTRACT OF ANNUAL REPORT

The details forming part of the extract of the Annual Return in Form MGT-9 is appended as Annexure to the Board's Report.

DIRECTORS AND THE DETAILS OF MEETINGS HELD

Ms Divya Goyal, Director who retires by rotation & being eligible, offers herself for Re-appointment.

The Board met Five times during the financial year, the details of which are given The intervening gap between any two meeting was within the period prescribed by the Companies Act, 2013

The composition of the board and its four committee(s) and the number of meetings held during the period are given in the Corporate Governance Report that forms part of this Annual Report.

Formal evaluation of all the directors, the board as a whole and the committees was conducted and was found satisfactory.

BOARD EVALUATION

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board has carried out an annual evaluation of its own performance of the Directors individually. Feedback was sought covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its committees, Board Culture, execution and performance of specific duties, obligations and governance and the evaluation was carried out based on responses received from the directors.

A separate exercise was carried out by the Nomination & Remuneration Committee of the Board to evaluate the performance of individual Directors. The performance evaluation of the Non- Independent Directors. The performance evaluation of the Chairman of the Company was also carried out by the Independent Directors. The Directors expressed their satisfaction with the evaluation process.

DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Section 134(3)(c) of the companies act, 2013, the Directors, based on the representation received from the operating management, conform that:

1. In preparation of the Annual accounts, the applicable accounting standards have been followed and there are no material departure from the same;
2. In order to provide a true and fair view of the state of affairs of the Company as on March 31, 2016 and the profits for the year ended on that date, reasonable and prudent judgments and estimates have been made and generally accepted accounting policies have been selected and consistently applied.
3. For safeguarding the asset of the assets of the Company and preventing and detecting any material fraud and irregularities, Partner er and sufficient care has been taken for maintenance of adequate accounting records in accordance with the provisions of the Act;
4. The annual accounts presented to the members have been prepared on a going concern basis;
5. The directors have laid down internal financial controls to be followed by the company and that such controls are adequate and operating effectively;
6. The directors have devised proper systems to ensure compliance with the provisions of all applicable laws and those systems are adequately and

operating effectively.

CORPORATE GOVERNANCE REPORT

As per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate section on Corporate Governance report as on 31st March, 2016 together with a certificate for compliance of the provisions of Corporate Governance issued by Statutory Auditors as on that date forms an integral part of this Report.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

A Business Responsibility Report as per Regulation 34 of the Listing Regulations, detailing the various initiatives taken by your Company on the environmental, social and governance front forms as integral part of this report.

KEY MANAGERIAL PERSONAL

Mr. Pradeep Kumar was appointed as the Chief Financial Officer (CFO) of the company, with effect from 21st March, 2016.

Ms. Deepa Bisht was appointed as the Company Secretary of the company, with effect from 4th March, 2016.

AUDITORS AND AUDITOR'S REPORT

STATUTORY AUDITORS:

M/s Raj K Sri & CO., Chartered Accountants, were re-appointed as Statutory Auditors of the company hold office till the conclusion of ensuing Annual General Meeting subject to the approval of the shareholders each year, on such remuneration as may be approved by the company.

In terms of first proviso to Section 139 of the Companies Act, 2013, the re-appointment of Statutory Auditors is required to be placed for rectification at every Annual General Meeting. Accordingly, the appointment of M/s Raj K Sri & Co., Chartered Accountants, as Statutory Auditors of the Company for the financial year 2016-17, is placed for rectification by the shareholders of the company at this Annual General Meeting.

In this regard, the Company has received a certificate from the Statutory Auditors to the effect that the rectification of their appointment, if made, would be in accordance with the provisions of Section 141 of the Companies Act, 2013.

As required under Regulations 33(1) (d) of the Listing Regulations, the Statutory Auditors have confirmed that they have subjected themselves to the peer review process of the institute of ICAI and that they hold a valid certificate issued by the Peer Review Board of ICAI.

SECRETARIAL AUDITORS:

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has appointed M/s Sarita Yadav & Associates, Company Secretaries, Gurgaon as the Secretarial Auditor of the Company to conduct secretarial audit.

The Secretarial audit of the company has been conducted in respect of the matters as set out in the said rules and have been provided in the Secretarial Audit Report for the financial year 2015-16, which is given as an annexure to this report.

There are no qualifications, reservations of adverse remarks made by M/s Sarita Yadav & Associates, Company Secretaries, Secretarial Auditor of the Company in their report.

COST AUDITORS:

The company does not require cost auditor.

ADOPTION OF NEW ARTICLES OF ASSOCIATION OF YOUR COMPANY

During the financial year 2015-16, new Articles of Association of your Company were adopted in accordance with the provisions of the Companies Act, 2013 read with the Rules issued there under.

DISCLOSURES OF COMMITTEES AND ITS POLICIES

RISK MANAGEMENT POLICY

Pursuant to the requirement of Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has formed a Risk Management Policy. This Policy seeks to create transparency, minimize adverse impact on the business objectives and enhance the Company's competitive advantage. The policy defines the risk Management approach across the enterprises at various levels including documentation and reporting. The Risk Management Policy as approved by the Board is uploaded on the Company Website.

ENVIRONMENT POLICY

The Company has over the years, gone beyond the requirements of law in improving the environment in the ecosystem that it operates in and it has formalized and adopted a Corporate Environment Policy.

NOMINATION AND REMUNERATION COMMITTEE POLICY

The policy of the Company on Director's Appointment and remuneration, specifying criteria for determining qualifications, positive attributes, independence of a Director and other matters provided under sub section (3) of the section 178 of the Companies Act, 2013, adopted by the Board, is appended as Board Report. We affirm that the remuneration paid to the

Directors is as per the terms laid under in the Nomination & Remuneration Policy of the Company.

AUDIT COMMITTEE

The Audit Committee comprises of Two Independent Director namely Mr. Ravi Berry and Mrs. Rekha Chauhan and one Non- Independent Executive Director Namely Mrs. Kiran Goyal. All the recommendations made by the Audit Committee were accepted by the Board.

STAKEHOLDERS AND INVESTORS GRIEVANCE COMMITTEE

The audit committee comprises of independent directors namely Ravi Berry, Rekha Chauhan and Ms. Kiran Goyal(chairman) as other member. All the recommendations made by the said committee were accepted by the board.

VIGIL MECHANISM CUM WHISTLE BLOWER POLICY

The Vigil mechanism of the company, which also incorporates a whistle blower policy in terms of the listing agreement, includes Ethics and Compliance Task Force comprising the senior executives of the company, which works in the line with the best of standards.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

Loans, Guarantees and Investments covered under Section 186 of the Companies Act, 2013 form part of the notes to the financial statements provided in this Annual Report.

LISTING AND DEMATERIALISATION OF SHARES

As your company's shares are listed on BSE Ltd., and is enjoying active status. Listing Fees for and up to the year 2016-17, has been paid to the stock exchanges.

The ISIN of the company is INE792G01011 and Trading Code on BSE is 538395, with the symbol "NAM".

STAKEHOLDERS INITIATIVES

Your company adheres strictly to all the statutory and other legal compliances. Your company has been one of the first to implement any initiatives for shareholder benefit directed from SEBI. On occurrence of any event, which has a bearing on the share price or otherwise, your company intimates the stock exchanges, within stipulated period. Your company has in place regulations for preventing and regulating insider trading and has adhered to a code of conduct and business ethics by which the shareholder is treated at par with an employee on availability of information about the company.

Your company has been prompt and regular in its replies to your queries. Your company also replies within the stipulated time to all legal and statutory authorities. The total number of shares dematerialized as on 31st March, 2016 are shares which represent of the shares of the company.

PARTICULARS OF EMPLOYEES

There is no employee of the company requiring Information as prescribed under section 197 of the companies Act, 2013, read with the rule 5 of the Companies (appointment and remuneration of managerial personnel) Rules, 2014.

CONTRACTS AND ARRANGEMENTS WITH RELATED PARTIES

All related Party Transactions entered during the year were in the ordinary course of business and on arm's length basis. No material Related Party Transactions were entered during the year by your Company. Accordingly, the disclosure of Related Party Transactions to be provided under section 134 (3)(h) of the Companies Act, 2013 in form ACO-2 is not applicable.

CORPORATE SOCIAL RESPONSIBILITY

Your company always places greater importance to manage its affairs with highest level of transparency, accountability and integrity and maintain high standards of corporate governance on sustained basis. Your company is committed to its social responsibilities. However, the based on the size & profits made by the company, CSR provisions are not attracted.

MATERIAL CHANGES AND COMMITMENT AFFECTING FINANCIAL POSITION OF THE COMPANY OCCURRED BETWEEN THE END OF FINANCIAL YEAR AND DATE OF REPORT

There is no such change and/or commitment held between the end of the financial year and the date of Report.

SIGNIFICANT AND MATERIAL ORDERS PASSED BY REGULATORS OR COURTS

There are no significant material orders passed by the Regulators or Courts which would impact the going concern status of the company and its future operations.

INTERNAL FINANCIAL CONTROLS

The company has in place the adequate internal financial controls with reference to financial statements. During the year, such controls were tested and no reportable material weakness in the design or operation were observed.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNINGS & OUTGO

The information pursuant to Section 134(m) of the companies Act, 2013, read with the rule 8 of the Companies (accounts) rules, 2014, relating to the Conservation of Energy, Technology Absorption and Foreign Exchange

Earnings and outgo are implemented to the extent that the company's electric circuits are made to order be completely switched off after office hours and air-conditioners and led lightings are replaced with energy savings counter-parts.

Our operations are domestically based so there are no foreign exchange earnings and out-gos.

CODE FOR PREVENTION OF INSIDER TRADING PRACTICES

In accordance with the provisions of SEBI (Prohibition of Insider Trading) Regulations, 2015, your Company has formulated and adopted "Code of Conduct for prevention of Insider Trading" and "Code of practices and procedures for fair disclosures of Unpublished Price Sensitive Information".

DISCLOSURES UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION & REDRESSAL) ACT, 2013

The Company is committed to provide a safe and conducive work environment to its employees. During the year under review, no case of sexual harassment was reported

ACKNOWLEDGEMENTS

Your Directors acknowledge the significant contribution made by the employees of the company at all levels towards its overall success. The Directors also take this opportunity to place on record their appreciation to all stakeholders, bankers and Clients for their continued support to the company.

PLACE: GURGAON

Dated: 1st Sept, 2016

By Order of the Board

Sd-

(Kiran Goyal)

Managing Director(DIN:00503357)

Add: C-95, East of Kailash, N Delhi-110065

MANAGEMENT DISCUSSION AND ANALYSIS REPORT (MDAR)

As per the requirements of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015, the Management Discussion and Analysis Report is provided as under:

Business Outlook

Reports of various agencies and leading economists reflect that there is an early sign of revival of economic with strong positive sentiments. Growth in GDP numbers and other economic parameters being positive overall economic scenario looks favorable for coming years.

However Fiscal deficit, Inflation still remains a cause of concern and any negative news form global front may hurt the positive market sentiments. Despite the challenges, the outlook seems positive. There is a sense of optimism for the future.

Industry Performance

The Stock Broking Industry is a cyclical industry and performance of the industry is correlated to economy and broader equity market. After being beaten down for the past several years, stocks of brokerage firms have finally witnessed an upswing, thanks to the positive market sentiment seen in the run-up to the election results. Expectations of better economic scenario the markets entering the first leg of bull phase that started in January have translated into increase in client activity resulting growth in revenue earnings.

Strength of the Company

i) Experienced top management

The promoter of NAM Group Mrs. Kiran Goyal is associated with financial market related services for over three decades. Our top management team comprises of qualified and experienced professionals, with proven track record.

ii) Complete Access to Capital Market

We cater to provide complete access to Capital Markets. We have presence in Equities, Derivatives, Currency, Depository, IPO Distribution, and Mutual Fund Distribution by obtaining membership of NSE, BSE, and MCX-SX & DP with NSDL.

iii) Quality research

Research is the solid foundation of any Brokerage firm and we believe in providing quality research reports to our client so that they can take informative and timely decisions. We are known for our expertise in Market research and Reports have received wide coverage in the media over the years.

Future Prospects

Improvement of overall economy and significant change in market sentiment future prospects of the business looks positive. Last few months have seen a revival in the number of clients trading per day, with increase in daily call trading volumes and new account opening. With policy changes and reforms from new government it is expected that there will be a greater participation by all investors in coming years which will be beneficial for company in long run.

Opportunities

- Overall economic outlook being positive, business is set for a growth.
- A greater participation by all class of investors is expected with change in overall market sentiment.
- Management is looking to expand by opening new branches.

Threats

- Cut throat competition thrown by local and global players.
- Unclear global scenario may impact investor's sentiment.
- Rapid technological developments.

Exchange Risks

Our business is mainly domestic based so we are not exposed to any risk associated with change in currency exchange rate.

Risk Management

Risk is an inherit part of any business but risk can be managed. We have a clearly formulated risk management system in place to identify both external and internal risk and to take appropriate corrective action on time.

Internal Control System and their Adequacy

The Company has an adequate system of internal control implemented by the management towards achieving efficiency in operations, optimum utilization of resources and effective monitoring thereof and compliance with applicable laws.

The company's Internal Controls are supplemented by sound internal audit practices conducted by the experienced chartered accountants, to assess the adequacy of the internal controls procedures and processes, and their reports are reviewed by the Audit Committee of the Board. Policy and process corrections are undertaken based on inputs from the internal auditors.

Industrial Relation

The management and employees enjoy a cordial relationship and objective of both of them are in line to meet the overall objectives of the company.

Cautionary Statement

Statement in this report on Management Discussion and Analysis describing the projections, estimates, expectations or predictions may be "forward looking statements" which the meaning of applicable securities law or regulations. These statements are based on certain assumptions and expectations of future events. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company operations include global and domestic demand supply conditions, Government regulations, tax regimes, economic developments and other factors such as litigation and business relations.

PLACE: GURGAON

Dated: 1st Sept, 2016

By Order of the Board

Sd-

(Kiran Goyal)

Managing Director(DIN:00503357)

Add: C-95, East of Kailash,N.Delhi-110065

REPORT ON CORPORATE GOVERNANCE

1. COMPANY'S PHILOSOPHY ON CODE OF CORPORATE GOVERNANCE

The Company is committed to high standard of Corporate Governance in all its activities and processes. Through its Corporate Governance measures, the company aims to maintain transparency in its financial reporting and keep all its shareholders informed about its policies performance and developments. The key elements of Corporate Governance viz transparency, internal controls, risk management and communications are being scrupulously followed and being practiced.

The Company formed various committees to oversee the functions of the management. The Committees meet regularly and transact the business assigned to it.

2. BOARD OF DIRECTORS

The details of composition of the Board, attendance of each Director at the Board meeting held during the year under review as well as last Annual General Meeting and the number of other Directorship/Committee Membership held by them are as follows:

Name of the Director	Chairman/Director	Promoter/Independent/Nominee Director	No. of other Co. in which Director	Committee in which he is a Member/chairman
Divya Goyal	Director	Promoter	3	1
Kiran Goyal	Director	Promoter	3	3
Ravi Berry	Director	Independent	-	4
Rekha Chauhan	Director	Independent	-	4

a) BOARD MEETINGS & AGM-DIRECTORS' ATTENDANCE

Name of the director	Category of Directorship	Board meeting		Last AGM	
		Hel d	Attendan ce	Attended	Not Attended
1.Ravi Berry	Director	5	5	Yes	-
2.Divya Goyal	Director	5	4	Yes	-
3.Kiran Goyal	MD	5	5	Yes	-
4.Rekha Chauhan	Director	5	4	Yes	-

b) Board Meeting and Procedures

Board meetings are held at least once in every quarter and the time gap between the two meetings is not more than four months, thereby complying

with applicable statutory requirements. During the financial year ended March 31, 2016, the board met 5 times.

The board is regularly apprised and informed of important business-related information. The agenda papers are circulated in advance to all the board members.

Post meeting follow up mechanism

The important decisions taken at Board and Committee meetings are communicated to the respective departments after meetings for implementations of the decisions taken by the Board.

c) DIRECTORS SEEKING APPOINTMENT/AND RE-APPOINTMENT AT THIS AGM

Divya Goyal ,non-independent director, retiring by rotation, offers herself for re-appointment.

Name	Divya Goyal	Rekha Chauhan
DIN	01995354	02783776
Date of Birth	21.01.1983	09.12.1960
Relationship with other Directors	Kiran Goyal(mother)	Nil
Qualification	Com. Grad., MBA	Graduate
Expertise in area	10 years	16 years
No. Of shares held	222000	Nil
List of Director-ships held in other Companies	a)Nikiya Exports P.. Ltd.,b)Nam Credit Inv.. Con. ltd.,c)Agile commodities P. Ltd	Nil
Chairman/Member of Committee of Board of other companies in which he/she is Director	1	4

AUDIT COMMITTEE: Composition and Meetings

There are three members of the Audit Committee. Audit Committee comprises of one non-independent director and two independent directors. The committee met four times during this year. The constitution of the committee and the particulars of attendance at the committee meetings are given below:

Name of the Director/Member	Category	Audit Committee Meeting	
		Held	Attended
Ravi Berry	Chairman	4	4
Kiran Goyal	Member	4	3
Rekha Chauhan	Member	4	4

CHAIRMAN OF AUDIT COMMITTEE HAD ATTENDED THE LAST ANNUAL GENERAL MEETING

The Minutes of the Audit Committee Meetings were circulated to the Board, where it was discussed and taken note of. The Audit Committee considered and

reviewed the accounts for the year 2015-2016, before it was placed in the Board.

TERMS OF REFERENCE

The Audit Committee periodically reviews the adequacy of internal control system of the company and reviews the reports of the Statutory Auditors and discusses their findings. The terms of reference made by the Board to the Audit Committee are in accordance with the items listed in clause 49(II) (D) of the Listing Agreement, inter alia, including

- a) Review of financial statement before submission to the Board of Directors.
- b) To initiate steps for implementing effective internal control systems to safeguard asset of the co.
- c) To investigate in to any matter, either in relation to the terms specified in section 292A of the Companies Act, 2013 or referred to it by the Board.
- d) Review the Company’s financial and risk management policies.
- e) The Statutory Auditors of the Company were invited to attend the meeting.

NOMINATION & REMUNERATION COMMITTEE

The Board of Directors constituted this committee which comprises of three members, two of them are independent directors, and one as Non-Independent as under:-

Name of the Director/Member	Member
Ravi Berry	Chairman
Rekha Chauhan	Member
Kiran Goyal	Member

During the year ended 31st March, 2016, only one meeting of this committee was held.

BRIEF DESCRIPTION OF TERMS OF REFERENCE

The broad terms of reference to the Remuneration Committee are to recommend to the Board regarding salary (including annual increments), Perquisites and commission/incentives to be paid to the Co’s Managing Director, Executive Director.

Details of remuneration paid to Mg./Exec. director for year 2015-16 are given below: Name of the Director	Salary Amt(Rs)	Perquisites & Expenses Re-imburement	Sitting fees	Amt (Rs)
Divya Goyal	3,60,000	36000	NIL	396000

STAKEHOLDERS RELATIONSHIP AND GRIEVANCE COMMITTEE

The Board of Directors constituted this committee which comprises of three members, one non-independent director and two independent directors.

The Shareholders’ and Investor Grievances committee specifically looks into redressing of shareholders and investors complaints such as transfer of shares, non-receipt of share certificates and/or dividends and to ensure expeditious share transfer process. The committee endeavors to settle shareholders complaints in minimum possible time.

The Committee consists of the following directors:-

Name of the Director/Member	Designation
Kiran Goyal	Chairman
Ravi Berry	Member
Rekha Chauhan	Member

During the year under review, the Committee met three times to deliberate on various matters referred above and also responsible for redressal of investors complaints.

Ms. Deepa Bisht, Company Secretary of the Company is the Compliance Officer of the Company and also responsible for redressal of investors complaints

RISK MANAGEMENT COMMITTEE : Composition and Meetings

There are three members of Risk Management Committee. It comprises of one non-independent director & two independent directors. The Committee met once during this year. The constitution of the committee and the particulars of attendance at the committee meetings are given below:

Name of the Director/Member	Category	Audit Committee Meeting	
		Held	Attended
Ravi Berry	Chairman	1	1
Divya Goyal	Member	1	1
Rekha Chauhan	Member	1	1

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Management Discussion and Analysis Report forms part of this Annual Report

GENERAL BODY MEETINGS

Date	Category	Venue	Time	No. of Special Resolutions	Members present
14.07.2015	AGM	LGF,410,Sector-31, Gurgaon-122001, HR	9.30AM	3	36
30.9.2014	AGM	410,Sector 31, Gurgaon	9.30	3	41
30.09.2013	AGM	H-20,Sainik Farms New Delhi	9.31	3	37
31.08.2012	AGM	----Do---	9.30	NIL	45

Venue of the General Meeting has been chosen for its location, prominence, & capacity.

Whether special resolutions were put through postal ballot last year- **NIL**

Details of non-compliance by the company, penalties and strictures imposed on the Company by Stock Exchange or SEBI or any authority on any matter related to capital markets, during last 3 years: **NIL**

MEANS OF COMMUNICATIONS

1	Half-Yearly report sent to each Shareholders	NIL
2	In which newspaper quarterly results normally published in	Mint (English), Naya India (Hindi)
3	Any website where displayed	www.namsecurities.in

4	Whether it displays official news releases	Yes
5	Presentation made to institutional investors or to the analysts	NIL
6	Whether Management Discussions and Analysis is part of annual report or not	Yes, it is a part of the annual report

Shareholder's Information

(a) As indicated in Notice to our shareholders, Annual General Meeting of the Company will be held on Friday, 30th Sep., 2016 at 10.45 A.M. at **"The Domus"**, 410, Sector 31, Gurgaon-122001.

(b) **Book closure:** From 28th September, 2016 to 30th September, 2016 (both dates inclusive) for the purpose of Annual General Meeting of the Company.

(c) **Listing of company equity shares:** The shares of the Company are listed on:

i) BSE Ltd, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai-400001

Annual Listing fees have been paid to the stock exchange for & up to year 2016-17, with NIL dues.

(d) **Financial Calendar:** Tentative Financial Calendar

Fourth Qr. & Full Year Audited Financial Results 2015-16: 30th May, 2016

First Qr. Results 2016-17: 13th Aug, 2016

21st Annual General Meeting 14th July, 2015

Second Qr. Results for 2016-17 on or before 15th Nov., 2016

Third Qr. Results for 2015-16 on or before 15th Feb., 2017

(e) Share Price Movements

The high and Low prices of the company share on BSE Ltd, from April, 15 to March, 16 are as under.

Month	BSE LTD. (script not listed on NSE)		No. of Shares		(Figure-Rs.)
	High	Low	Close	Traded	Sensex Month close
April, 2015	16.25	13.50	15.95	114570	27011
May, 2015	18.10	15.50	17.15	99010	27828
June, 2015	18.20	15.50	18.20	58635	27781
July, 2015	20.50	18.50	20.30	2510	28114
August, 2015	20.30	18.15	18.15	6750	26283
Sep. 15 to Dec., 2015	No Quotes				
January, 2016	18.05	17.80	18.00	9050	24871
February, 2016	19.40	17.80	19.40	11445	23002
March, 2016	23.25	19.75	23	5301	25342

(f) **Stock Code/ISIN:** BSE LTD:538395/NSDL & CSDL:INE792G01011

(g) Share Transfer System

The Board delegated its authority to transfer shares to the committee of directors called Share Transfer Committee. The Company has appointed as Registrar & Share Transfer Agent, viz., Beetal Financial & Computer Services P. Ltd for carrying out all the work related to the Share deptt. for both physical & electronic mode of Share Transfers and all the work of Share Department related activity is handled by the office of Registrar and Share Transfer Agent.

The Committee oversees transfers, transmissions, dematerialization of shares.

A).Distribution of Shares according to the size of holding, as on 31.03.2016:

No. of Shares	No. of Shareholders	% of Shareholders	No. of Share held	% share holding
Upto 500	260	45.93	106768	3.50
501-1000	257	45.40	215913	7.07
1001-2000	9	1.59	15100	0.49
2001-3000	7	1.23	18150	0.59
3001-4000	1	0.18	3505	0.11
4001-5000	3	0.53	15000	0.50
5001-10000	16	2.82	141899	4.65
10001-50000	7	1.24	142065	4.66
50001-00000	2	0.36	120700	3.96
100001 & Above	4	0.72	2271000	74.47
TOTAL	566	100%	3050100	100%

Categories of shareholding as on 31.03.2016:

Category	Nos. of Shareholders	Nos. of Shares Held	Voting Strength
Promoters-Bodies Corporate	-	-	-
Promoters-Individual (PAC)	5	2271500	74.47%
Other Directors, their Relatives	-	-	-
Bodies Corporate (Domestic)/Trust	5	2491	0.08%
Banks	-	-	-
Mutual Funds	-	-	-
Financial Institutions	-	-	-
FII's	-	-	-
Non-resident individuals/FCB/OCB/Foreign bank	1	205	0.01%
Resident Individuals	555	775904	25.44%
TOTAL:	566	3050100	100%

(h) Registrar and Share Transfer Agents

Beetal Financial & Computer Services P. Ltd., 3rd floor,99, Madangir, behind Local shopping Centre, Near Dada Harsukhdas Mandir,N.Delhi-62, for physical and electronic transfer of company's shares.

(i) Dematerlisation of Shares and Liquidity

The equity shares of the company are in DEMAT mode. In order to enable the members to hold their shares electronic form and to facilitate scripless trading, the company has enlisted its shares with NSDL & CDSL. Dematerialization of shares as on 31.03.2016 and its status is as under:

Particulars	No. of share (% in share capital)	ISIN no.	CIN
NSDL 2713507	88.96	INE792G01011	L74899HR1994PLC053200
CDSL 46443	1.52	INE792G01011	---do---

(j) **COMPLIANCE OFFICER:**Deepa Bisht, Company Secretary
213, Arunachal Building, 19, Barakhamba Road, New Delhi-1100011

(k) Share Transfer System Registrar

The Company's shares are covered under the compulsory dematerialization list & are transferable through the depository system of both NSDL & CSDL. All requests for demat of shares are processed and confirmed to the depositories, NSDL & CDSL within 4 working days. Shares received for physical transfers are registered within a maximum period of two weeks from the date of receipt, if the documents are clear in all respects. The share transfer is approved by the share Transfer committee which meets as and when required.

(l) OUTSTANDING GDR'S/ADR'S/WARRANTS OR ANY CONVERTIBLE INSTRUMENTS, CONVERSION DATE AND LIKELY IMPACT ON EQUITY: NIL

(m) Consolidation of folios and avoidance of multiple mailing

In order to enable the company to reduce costs and duplicity of efforts for investing servicing, members who may have more than one folio in their individual name or jointly with other persons mentioned in the same order, are requested to consolidate all similar holdings under one folio. This would also help in monitoring the folios more efficiently.

(n) Code Of Conduct

The company has in place a code of conduct applicable to the board members as well as the senior management and that the same has been hosted on the company's website. All the board members and the senior management personnel have affirmed compliance with Code of conduct as on 31st Mar, 2016.

The company's Managing director's declaration to this effect forms part of this report.

(o) Code for Prevention of Insider Trading

The company has framed a Code of conduct for prevention of Insider Trading based on SEBI (Insider Trading) Regulations, 2015. This Code is applicable to all the directors/officers/designated employees. The Code ensures the of dealing in shares by persons having access to unpublished price sensitive information.

(p) Other Requirements

Chairman of the Board: The company maintains the office of the chairman at its Corporate office.

i) Remuneration Committee: The board has duly constituted a remuneration committee which determines the remuneration for the directors.

ii) Shareholders' rights: Qrly. Results are published in Newspaper as stated elsewhere in the report.

(q) Address for correspondence

All correspondence should be addressed to: Kiran Goyal, Managing Director, Corporate office at: 213, Arunachal, 19 Barakhamba Road, New Delhi-110001



DECLARATION UNDER CLAUSE 49 OF THE LISTING AGREEMENT

I, KIRAN GOYAL, Managing Director of the company, hereby declare that the Board of Directors has laid down a Code of Conduct for its Board members and senior management personnel of the company and the Board members and senior Management personnel have affirmed compliance with the said Code of Conduct in respect of the financial year ended on 31st March, 2016.

Place: Gurgaon

Date: 1st Sept, 2016

Sd-

Kiran Goyal

Managing Director (DIN:00503357)

Add: C-95, East of Kailash, N.D.-110065

FORM NO. MGT-9:EXTRACT OF ANNUAL RETURN for the financial year ended on 31.03.2016

{Pursuant to Sec. 92(3) of the Companies Act, 2013& Rule12(1) of the Companies (Management and Administration)Rules, 2014}

I. REGISTRATION AND OTHER DETAILS:

CIN	L74899HR1994PLC053200
Registration Date	5 TH July, 1994
Name of the Company	Nam Securities Limited
Category / Sub-Category of the Company	Public Company, Limited by Shares
Address of the Registered office and contact details	LGF, 410, Sector-31, Gurgaon-122001, 0124-2383996
Whether listed company	Yes
Name, Address and Contact details of Registrar and Transfer Agent, if any	Beetal Financial & Computer Services P. Ltd, 3 rd Floor 99, Madangir, Behind Local Shopping Centre, Near Dada Harsukhdas Mandir, New Delhi-110062

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Securities Dealing	803	100

II. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE

COMPANIES - None

IV.SHARE HOLDING PATTERN (Equity Share Capital Breakup as %ageof Total Equity)

i) Category-wise Share Holding

Category of Shareholders	No. of Shares held at beginning of				No. of Shares held at end of the Year				% Change
	Demat	Physical	Total	% of Total Share	Dem at	Phy sical	Total	% of Total Share	
A. Promoter s									
(1) Indian									
a) Individual/ HUF	2271500	Nil	2271500	74.47	2271500	Nil	2271500	74.47	Nil
b) CentralGovt	-								
c) State Govt(s)									
d) Bodies Corp.									
e) Banks / FI									
f) AnyOther....									
Sub-total (A) (1):-									
2) Foreign	2271500	Nil	2271500	74.47	2271500	Nil	2271500	74.47	Nil



a) NRIs - Individuals	-	-	-	-	-	-	-	-	-
b) Other - Individuals c) Bodies Corp.	-	-	-	-	-	-	-	-	-
d) Banks / FI e) Any Other....	-	-	-	-	-	-	-	-	-
Sub-total (A) (2):- Total shareholding of	2271500		227150	74.47	227150		227150	74.47	Nil
B. Public Shareholding	-	-	-	-	-	-	-	-	-
1. Institutions	-	-	-	-	-	-	-	-	-
a) Mutual Funds	-	-	-	-	-	-	-	-	-
b) Banks / FI	-	-	-	-	-	-	-	-	-
c) Central Govt	-	-	-	-	-	-	-	-	-
d) State Govt	-	-	-	-	-	-	-	-	-
(s) e) Venture: Capital Funds	-	-	-	-	-	-	-	-	-
f) Insurance Co	-	-	-	-	-	-	-	-	-
g) FIIs	-	-	-	-	-	-	-	-	-
i) Others (specify)	205	nil	205	0.00	205	nil	205	0.00	nil
Sub-total (B)(1):-	205	nil	205	0.00	205	nil	205	0.00	nil
2. Non- Institution	4334	Nil	4334	0.14	2491	nil	2491	0.08	-0.06
a) Bodies Corp.									
i) Indian									
ii) Overseas									
b) Individuals	202301	307150	509451	16.71	192078	290150	482228	15.82	-0.89
i) Individual shareholders holding nominal share capital upto Rs. 2 lakh	145700	Nil	145700	4.78	174780	nil	174780	5.73	0.95
ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh	118910	Nil	118910	3.90	118896	nil	118896	3.90	--
c) Others (specify)	471245	307150	778395	25.53	488245	290150	778395	25.53	--
Sub-total (B)(2):-									
C. Shares held by Custodian for	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	-

Grand Total (A+B+C)	2742950	307150	305010 0	100	275995 0	290150	305010 0	100	-
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(ii) Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change in share holding during the
Sr. No.	Name	No. of Shares	% of total Shares of the	% of Shares Pledged / encumber	No. of Shares	% of total Shares of the	% of Shares Pledged / encumber	% change in share holding during the
1	Ashwani Goyal	122100	40.03	Nil	122100	40.03	Nil	Nil
2	Divyanshu	39500	12.95	Nil	39500	12.95	Nil	Nil
3	Divya Goyal	22200	7.28	Nil	22200	7.28	Nil	Nil
4	Ashwani Goyal HUF	43300	14.20	Nil	43300	14.20	Nil	Nil
5	Kiran Goyal	500	0.01	Nil	500	0.01	Nil	Nil
	Total	22715	74.47		22715	74.47	Nil	Nil

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

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

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during	
	For Each of the Top 10 Shareholder	No. of shares	% of total shares of the	No. of shares	% of total shares of the
	At beginning of	272785	8.94	272785	8.94
	Date wise Increase / Decrease in Share holding during the year specifying the				
	At the End of the year (or on the date of	272785	8.94	272785	8.94

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
	For Each of the Directors	No. of	% of total shares of	No. of share	% of total shares of the
	At beginning of the year	222500	7.30	222500	7.30

Date wise Increase / Decrease in Share holding during the year specifying the	Nil	Nil	Nil	Nil
At the End of	222500	7.30	222500	7.30

V. INDEBTEDNESS: NIL

Indebtedness of the Co. incl. interest outstanding/accrued, but not due for payment : Nil

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sl.	Particulars of Remuneration	Name of			Total
		Divya	---	----	
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of the Income-tax Act 1961	360000			360000
2.	Stock Option	-	-	-	-
3.	Sweat Equity	-	-	-	-
4.	Commission	-	-	-	-
5.	Others, please specify	-	-	-	-
	Total (A)	396000			396000
	Ceiling as per the Act	-	-	-	-

B. Remuneration to other directors: NIL

C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD:

S.no	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
1.	Gross salary (a) Salary as per provisions contained in section 17(1) of Income-tax Act, 1961 (b) Value of perquisites u/s 17(2) Income Tax Act, 1961		120000	264000	384000
2.	Stock Option		Nil	Nil	Nil
3.	Sweat Equity		Nil	Nil	Nil
4.	Commission		Nil	Nil	Nil
5.	Others, please specify		Nil	Nil	Nil
	Total		120000	264000	384000

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES: NIL

Form No: MR 3
Secretarial Audit Report

(For the period 31st March, 2016)

[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 Board of Directors
NAM Securities Limited
Gurgaon, HR

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **NAM Securities Limited** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon. Based on our 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, we hereby report that in our opinion, the Company has, during the audit period ended on 31.03.2016, 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:

1. We have examined the books, papers, minute books, forms and returns filed and other records maintained by **NAM Securities Limited ("The Company")** for the period ended on 31.03.2016 according to the provisions of:
 - I. The Companies Act, 2013 (**the Act**) and the Rules made thereunder;
 - II. The Securities Contracts (Regulation) Act, 1956 (**'SCRA'**) and the Rules made thereunder;
 - III. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
 - IV. Foreign Exchange Management Act, 1999 and the Rules and Regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;
 - V. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 2015 (**'SEBI Act'**) to the extent applicable to the Company :-
 - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
 - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;

- d. 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;
- e. The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; and
- f. The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
- g. the Company has complied with the requirements under the Equity Listing Agreements entered into with BSE Limited, National Stock Exchange of India Limited; and
- h. The Memorandum and Articles of Association.

VI) and other applicable laws.

We have also examined compliance with the applicable clauses of the following:

- i) Secretarial Standards issued by The Institute of Company Secretaries of India.
- ii) The Listing Agreements entered into by the Company with the BSE Limited, During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, Listing Agreements etc mentioned above.

2. We further report that:

_ The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors, Women Directors and Independent Directors. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

_ 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.

_ Majority decision is carried through while the dissenting members' views are captured and recorded as part of the minutes.

_ The Company has obtained all necessary approvals under the various provisions of the Act; and

_ There was no prosecution initiated and no fines or penalties were imposed during the year under review under the Act, SEBI Act, SCRA, Depositories Act, Listing Agreement and Rules, Regulations and Guidelines framed under these Acts against / on the Company, its Directors and Officers.

_ The Directors have complied with the disclosure requirements in respect of their eligibility of appointment, their being independent and compliance with the Code of Business Conduct & Ethics for Directors and Management Personnel;

4. The Company has complied with the provisions of the Securities Contracts (Regulation) Act, 1956 and the Rules made under that Act, with regard to maintenance of minimum public shareholding.

3. We further report that:

- a. the Company has complied with the requirements under the Equity Listing Agreements entered into with BSE Limited,
- b. the Company has complied with the provisions of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 including the provisions with regard to disclosures and maintenance of records required under the said Regulations;
- c. the Company has complied with the provisions of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 including the provisions with regard to disclosures and maintenance of records required under the said Regulations;

4. We further report that:

Based on the information received and records maintained 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.

We further report that 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.

Place : Gurgaon
Date : 1st Sept, 2016

For Sarita Yadav & Associates
Company Secretaries

Sd-
(Sarita Yadav)
Proprietor
M. No: 40566
Cp No: 15203



CEO/CFO CERTIFICATE UNDER CLAUSE 49(ix)

To,

The Board of Directors of Nam Securities limited

Pursuant to the provisions as contained in the Listing Regulations, we hereby certify that:

a) We have reviewed financial statements and cash flow statement of Nam Securities Limited for the year ended 31st March 2016 and that to the best of our knowledge and belief:

- i. these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading
- ii. 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.

b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or which will violate the Company's Code of Conduct.

c) We accept responsibility for establishing and maintaining internal controls for financial reporting and we have evaluated the effectiveness of internal control

i) Systems pertaining to financial reporting. we have not come across any reportable deficiencies in the design or operation of such internal controls.

ii) We have indicated to the Auditors and the Audit Committee:

- i. That there are no significant changes in internal control over financial reporting during the year,
- ii. That there are no significant changes in accounting polices during the year and
- iii. That there are no instances of significant fraud of which we have become aware.

Place: Gurgaon
Date: 1st Sept,2016
Sd- Kiran Goyal
Managing Director
(00503357)
Add: C-95, East of Kailash,
New Delhi-110065

Sd- Pradeep Kumar
CFO
(PAN:BLLPK9804K)
15-361, B-15,
Trilokpuri, ND-110091

Auditors' Compliance Certificate on Corporate Governances

To the Members of Nam Securities Ltd.,

We have examined the compliance of conditions of corporate governance by Nam Securities Ltd. ("the Company") for the year ended on 31st March, 2016, as stipulated in Chapter IV of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 pursuant to the Listing Agreement of the said Company with stock exchanges.

The compliance of conditions of Corporate Governance is the responsibility of the management. Our examination has been limited to procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance as stipulated in the said report. 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 and based on the representation made by the Directors and the management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the provisions specified in Chapter IV of Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015, pursuant to the Listing Agreement of the said company with Stock Exchanges..

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

RAJ K SRI & CO
CHARTERED ACCOUNTANTS
FIRM no. 014141N

Sd-

Place: New Delhi
Date: 1st Sept, 2016

(Sumit Kumar Gupta)
Partner (Mem.no.529461)

Independent Auditor's Report: To The Shareholders of Nam Securities Limited

Report on the Standalone Financial Statements

We have audited the accompanying financial statements of Nam Securities Limited, regd. Office: LGF, Plot no.410, Sector 31, Gurgaon-122001, which comprise the Balance Sheet as at March 31, 2016, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The company's Board of Directors Management is responsible for the matters stated in section 134(5) of the Companies Act, 2013 (the Act), with respect to preparation of these 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 u/s 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 provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of Partner riate Accounting Policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the Accounting records relevant to the preparation and presentation of the financial statements that give a true and fair view & are free from material mis-statement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit.

We have taken into Account the provisions of the Act, the Accounting and Auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made 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 financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend upon the auditor's judgment, including the assessment of risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal control relevant to the company's preparation and of the financial statements that give true and fare view in order to design audit procedures that are Partner riate in the circumstances, but for not the purpose of expressing an opinion on

whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the Partner riateness of accounting policies used and the reasonableness of the accounting estimates made by the Company Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and Partner riate to provide a basis for our audit opinion in the financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2016, and its Profit and its Cash Flows for the year ended on that date.

Other Matters

In our opinion there is no other matter which needs any qualification.

Report on Other Legal and Regulatory Requirements

1.As required by the Companies(Auditor’s Report) Order,2016(“the Order”) issued by the Central Government of India in terms of sub-section (11) of Section 143 of the Act, We give in the Annexure A, a statement on the matters specified in Para(s) 3 & 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 purpose of our audit;
- b) In our opinion, Partner books of accounts as required by law have been kept by Company so far as appears from our examination of books.
- c) The Balance sheet, Statement of Profit and Loss, & Cash Flow Statement dealt with by this Report are in agreement with the books of account;
- d) In our opinion, the Balance sheet, Statement of Profit and Loss, and Cash Flow Statement 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 31.03.2016, and taken on record by the Board of Directors, we report that none of the directors are disqualified as on March 31, 2016, 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 operation effectiveness of such controls, refer to our separate Report in “Annexure B”
- g) With respect to the other matters to be included in the Auditors Report in accordance with the Rule 11 of the Companies (Audit and Auditors), Rules 2014 in our opinion and to the best of our information and according to the explanations given to us :



- (i) The company has disclosed the impact of pending litigations, if any, on its financial positions in its financial statements,
- (ii) The company has made provisions, as required under the applicable law or Accounting Standards, for material foreseeable losses if any, and as required in long term contracts including derivatives contracts
- (iii) That there were no amounts which was required to be transferred by the Company to the Investor Education and Protection Fund

RAJ K SRI & CO
CHARTERED ACCOUNTANTS
FIRM no. 014141N
Sd-
(Sumit Kumar Gupta)
Partner (M.No.529461)

Place: New Delhi
Date: 1st Sept, 2016

Annexure to the Independent Auditors' Report

As referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' of our Report of even date to the members of Nam Securities Limited on the accounts of the company for the year ended 31st March, 2016

On the basis of such checks as we considered appropriate and according to the information and Explanations given to us during the course of our audit, we report that:

(i) In respect of its fixed assets:

- (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of the fixed assets.
- (b) As explained to us, fixed assets have been physically verified by the management during the year in accordance with the phased programme of verification adopted by the management which, in our opinion, provides for physical verification of all the fixed assets at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (c) There is no immovable property owned by the company.

(ii) In respect of its inventory:

- a) As explained to us, the inventories of finished goods, semi-finished goods, stores, spare parts and raw materials were physically verified at regular intervals/ (at the end of the year) by the Management. In case of inventories lying with third parties, certificates of stocks holding have been received.
- b) In our opinion and according to the information and explanation given to us, the procedures of physical verification of inventories followed by the Management were reasonable and adequate in relation to the size of the Company and the nature of its business.
- c) .In our opinion and according to the information and explanations given to us, the Company has maintained proper records of its inventories and no material discrepancies were noticed on physical verification of stocks as compared to book records.

(iii) In respect of loans, secured or unsecured, granted to the parties covered in register maintained under section 189 of the Companies Act 2013:

According to the information and explanations given to us, the Company has not granted any loans to companies, firms or other parties covered in the Register maintained under Section 189 of the Companies Act, 2013; and therefore paragraph 3(iii) of the Order is not applicable.)

(iv) In our opinion, and according to the information and the explanation given to us, the company has not given any guarantee for loans taken by others from banks or financial institutions during the year;

- (v) In our opinion and according to the information and explanation given to us, the company has not received/accepted any public deposits during the year.
- (vi) As informed to us, the Central Government has not prescribed maintenance of cost records under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the Company.
- (vii) In respect of statutory dues:
- (a) According to the records of the company and information and explanations given to us, the Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, employees state insurance (ESI), Investor Education and Protection Fund, Income-tax, Tax deducted at sources, Tax collected at source, Professional Tax, Sales Tax, value added tax (VAT), Wealth Tax, Service Tax, Custom Duty, Excise Duty, Cess and other material statutory dues applicable to it, with the appropriate authorities.
- (b) According to the information and explanations given to us, there were no undisputed amounts payable in respect of Income-tax, Wealth Tax, Custom Duty, Excise Duty, sales tax, VAT, Cess and other material statutory dues in arrears /were outstanding as at 31 March, 2016 for a period of more than six months from the date they became payable.
- (c) According to the information and explanations given to us, there were no amounts which required to be transferred by the Company to the Investor Education and Protection Fund
- (viii) On, the basis of information and explanation provided to us, Company has not defaulted in repayments of loans and borrowings to the bank. There were no dues outstanding towards debenture holders as at March 31, 2016 .
- (ix) The Company did not raise any money by way of initial public or further public offer(including debt instruments) during the year. No Term loans is taken by the company.
- (x) According to the information and explanations given to us, No fraud by the company or on the company by its officers or employee has been noticed or reported during Course of our audit.
- (xi) The company has paid / provided managerial remuneration to its directors during the year in accordance with provision of section 197 read with Schedule V to the Companies Act, 2013 as applicable to the Company.
- (xii) The Company is not a nidhi company hence the provisions of paragraph 3(xii) pf the Companies (Auditor's Report) Order, 2016 are not applicable to the Company.
- (xiii) During the course of our examination of the books and records of the Company, all transactions entered with the related parties are in compliance with Section 177 and 188 of the Companies Act, 2013 and the details have been disclosed in the financial statements etc, as required by the applicable accounting standards.
- (xiv) The Company has not made any preferential allotment or private placement of shares of fully or partly convertible debentures during the year under review. Accordingly, the provisions of para 3(xiv)of the



Companies(Auditor's Report) Order 2016 are not applicable to the Company

- (xv)** The Company has not entered into any non-cash transaction with directors or persons connected with him. Accordingly, the provisions of paragraph 3(xv) of the Companies (Auditors Report) Order, 2016 are not applicable to the Company.
- (xvi)** The Company is not required to be registered under section 45-IA of the Reserve Bank of India Act 1934. Accordingly the provisions of paragraph 3(xvi) of the Companies (Auditors Report) Order 2016 are not applicable to the Company.

For: RAJ K SRI & CO.
CHARTERED ACCOUNTANTS
(Firm No: 014141N)

Place: New Delhi
Date: 1st Sept, 2016

Sd-
(Sumit Kumar Gupta)
Prop. (M.No. 529461)

Annexure B

Annexure B to the Independent Auditor's Report of even date to the members of NAM Securities Limited, on the Financial Statements for the year ended March 31, 2016.

Independent Auditor's report on the internal Financial Controls under clause (i) of sub-section 3 of Section 143 of the Companies Act, 2013 (the "Act")

1. In conjunction with our audit of the financial statements of Nam Securities Limited ("the Company") as of and for the year ended March 31, 2016, we have audited the internal financial controls over financial reporting (IFCoFR) of the Company as of that date.

Management's Responsibility for Internal Financial Controls

2. The Company's Board of Directors 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 (the "Guidance Note") issued by the Institute of Chartered Accountant 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 the Company's business, including adherence to Company's Policies, the safeguarding of frauds and errors, the accuracy and completeness of the accounting records and the timely preparation of reliable financial information, as required under the Act.

Auditor's Responsibility

3. Our responsibility is to express an opinion on the Company's IFCoFR based on the audit. We conducted our audit in accordance with the Standards on Auditing, issued by the ICAI and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an Audit of Internal Financial Controls over Financial Reporting issued by the ICAI. 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 IFCoFR were established and maintained and if such controls operated effectively in all material respects.

4. Our audit involves performing procedures to obtain audit evidence about the adequacy of the IFCoFR and their operating effectiveness. Our audit of IFCoFR included obtaining an understanding of IFCoFR, 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 risk of material misstatement of the financial statements, whether due to fraud or error.

5. 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 IFCoFR.

Meaning of Internal Financial Controls over Financial Reporting

6. A Company's IFCoFR is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purpose in accordance with generally accepted accounting principles. A Company's IFCoFR 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 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

7. Because of the inherent limitations of IFCoFR, 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 IFCoFR to future provides are subject to the risk that IFCoFR may become inadequate because of changes in conditions, or that the degree of compliance with the policies Or procedures may deteriorate.

Opinion

8. In our opinion, the Company has, in all material respects, adequate internal financial controls over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2016, 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 ICAI.

**For: RAJ K SRI & CO.
CHARTERED ACCOUNTANTS
Firm No: 014141N**

Sd-

**Place: New Delhi
Date: 1st Sept, 2016**

**(Sumit Kumar Gupta)
Partner. (M.No. 529461)**



Balance Sheet as at 31st March, 2016			
Particulars	Note No	As At 31.03.2016 Rs.	As At 31.03.2015 Rs.
I. EQUITY AND LIABILITIES			
(1) Shareholder's Funds			
(a) Share Capital	1	30501000	30501000
(b) Reserves and Surplus	2	12900262	11503740
(2) Non-Current Liabilities			
(a) Deferred Tax Liabilities(Net)	3	496415	422665
(3) Current Liabilities			
(a) Trade payables	4(a)	1089629	427380
(b) Other Current Liabilities	4(b)	841353	772215
Total		45828659	43627000
II.ASSETS			
(1) Non-current assets			
(a) Fixed assets	5		
I Tangible Assets		6257281	6399157
II Intangible Assets		NIL	NIL
(b) Non-current investments	6	10979000	9925000
(2) Current assets			
(a) Inventories	7(a)	12164915	13748455
(b) Trade Receivables	7(b)	3917752	383857
(c) Cash & Bank Balance	7(c)	10813160	12026105
(d) Other current Assets	7(d)	1696551	1144426
(3) Other misc. expenditure (to the extent not written off)		NIL	NIL
Total		45828659	43627000

Significant Accounting Policies and Accompanying Notes forming an integral part of the financial statements.

AS PER OUR REPORT ATTACHED
RAJ K SRI & CO
CHARTERED ACCOUNTANTS
(FIRM NO: 014141N)

FOR AND ON BEHALF OF THE BOARD

Sd-
(Sumit Kumar Gupta)
PARTNER(M.NO.529461)

Sd-
PRADEEP KUMAR **DIVYA GOYAL** **KIRAN GOYAL**
CFO **DIRECTOR** **MANAGING DIRECTOR**

PLACE: New Delhi
DATE: 1st Sept, 2016

Statement Of Profit and Loss for the year ended 31st March, 2016

Particulars	Note No	Current Year (2015-16)	Previous Year (2014-15)
I. Revenue from operations - Brokerage & Income from Prop. Trades/share sales		15630159	6055754
II. Other Income - Dividend Income		366221	185724
III. Total Revenue (I +II)		15996380	6241478
IV. Expenses:			
Employee benefit expense	8	1834029	1403464
Financial costs	9	57207	56680
Depreciation and amortization expense		1041876	850163
Other expenses -Administration & other Expenses -Cost of shares sold	10	3518761 7744235	3088643 Nil
Total Expenses		14196108	5398950
V. Profit before tax		1800272	842528
VI. Tax expense:			
(1) Current tax		330000	150000
(2) Deferred tax		73750	50500
VII. Profit after tax (V-VI)		1396522	642028
XIII. Earning per equity share:			
(1) Basic/Diluted	12	0.48/0.48	0.21/0.21

Significant Accounting Policies and Accompanying Notes forming an integral part of the financial statements

AS PER OUR REPORT ATTACHED
RAJ K SRI & CO
CHARTERED ACCOUNTANTS
(FIRM NO: 014141N)

FOR AND ON BEHALF OF THE BOARD

Sd-
(Sumit Kumar Gupta)
PARTNER(M.NO.529461)

Sd-
PRADEEP KUMAR **DIVYA GOYAL** **KIRAN GOYAL**
CFO **DIRECTOR** **MANAGING DIRECTOR**

PLACE: New Delhi
DATE: 1st Sept, 2016

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2016
Current Year Previous Year
(Rs. In Lacs) (Rs. in Lacs)

A) CASH FLOW FROM OPERATION ACTIVITIES:

NET PROFIT BEFORE TAX AND EXTRAORDINARY ITEMS	18.00	8.43
DEPRECIATION	10.42	8.50
FOREIGN EXCHANGES	---	---
INVESTMENTS	---	---
INTEREST/DIVIDEND (NOT SEPARATELY CONSIDERED COMPANY BEING INVESTMENT COMPANY)	---	---

OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES

28.42 **16.93**

ADJUSTMENT FOR :TRADE & OTHER RECEIVABLES	(30.67)	52.45
INVENTORIES	15.83	3.65
TRADE PAYABLE	7.32	(31.43)

CASH GENERATED FORM OPERATIONS **20.90** **41.60**

INTEREST PAID	---	---
DIRECT TAXES PAID	(3.30)	(2.00)
EXTRAORDINARY ITEMS (PREL. & PUBLIC ISSUE EXPS.---	---	---
EARLIER YEAR ADJUSTMENTS	-----	-----

NET CASH FROM OPERATING ACTIVITIES 17.60 39.60

B) CASH FLOW FROM INVESTMENTS ACTIVITIES

PURCAHSE OF FIXED ASSET	(9.00)	(40.11)
SALE OF FIXED ASSETS	--	3.56
ACQUISITION OF COMPANIES (AS PER ANNEXURE)	----	---
PURCHASE OF INVESTMENTS	(10.54)	----
SALE OF INVESTMENTS	---	---
INTEREST RECEIVED'	---	---
DIVIDEND RECEIVED	---	---

NET CASH USED IN INVESTING ACTIVITIES (1.94) (3.05)

c) CASH FLOW FROM FINANCING ACTIVITIES

PROCEEDS FROM ISSUE OF SHARE CAPITAL	---	---
--------------------------------------	-----	-----



PROCEEDS FROM LONG TERM BORROWINGS	-	
REPAYMENTS OF FINANCIAL LEASE LIABILITIES	—	—
DIVIDENDS PAID	----	---
NET CASH USED IN FINANCIAL ACTIVITIES	----	---
NET INCREASE/DECREASE IN CASH AND CASH EQUIVALENTS	1.94	(3.05)
CASH AND CASH EQUIVALENTS AS AT 01.04.2015	5.99	2.94
(OPENING BALANCE)		
CASH AND CASH EQUIVALENTS AS AT 31.03.2016	4.05	5.99
(CLOSING BALANCE)		

Note: Figures in brackets indicate cash outflow

This is the Cash Flow Statement referred to in our Report of even date.

AS PER OUR REPORT ATTACHED
RAJ K SRI & CO
CHARTERED ACCOUNTANTS
(FIRM NO: 014141N)

FOR AND ON BEHALF OF THE BOARD

Sd-

(Sumit Kumar Gupta)
PARTNER(M.NO.529461)

Sd-

PRADEEP KUMAR **DIVYA GOYAL** **KIRAN GOYAL**
CFO **DIRECTOR** **MANAGING DIRECTOR**

PLACE: New Delhi

DATE: 1ST Sept, 2016

Notes to Financial Statements for the year ended.

Note 1: Corporate Information:

NAM Securities Limited (The Company) is a member of NSE, BSE, MCX-SX and DP with NSDL. The Company is in list in the business of dealing in securities.

Note2: Significant Accounting policies and Notes to Accounts:

Note2 (i) Accounting Convention:

These financial statements have been prepared to comply with the Generally Accepted Accounting Principles in India (Indian GAAP), comprises mandatory Accounting Standards notified under relevant provisions of Section 133 the Companies Act, 2013 read with rule 7 of the Companies (Accounts) Rules, 2014 an guidelines issued by SEBI.

The financial statements are prepared on accrual basis under the historical cost convention; the financial statements are presented in Indian rupees.

ii. Use of Estimates:

The preparation of financial statements in conformity with India GAAP requires judgments, estimates and assumption to be made that affect the reported amount of assets and liabilities, disclosure of contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Difference between the actual results and estimates are recognized in the period in which the results are known /materialized.

iii. Fixed Assets & Depreciation

Fixed Assets are stated at cost less accumulated depreciation thereon. The cost of fixed assets comprises purchase price and any attributable cost of bringing the asset to its working condition for its intended use. The Company provides pro-rata depreciation from the date on which asset is acquired/ put to use. In respect of assets sold, pro-rata depreciation is provided up to the date on which the asset is sold. On all assets, except as mentioned below, depreciation has been provided using the Straight Line method at the rates specified in Schedule XIV to the Companies Act, 2013.

- a) Assets costing Rs 5,000/- or less are fully depreciated in the year of purchase.
- b) Improvements to leased Assets are depreciated over the initial period of lease. Expenditure which are attributable to Construction of a project are included as part of the cost of the construction project during construction period and Included under capital work in progress which is allocated to the respective fixed assets on the completion of the Construction period.
- c) There are no intangible assets during the year.
- d) There is no immovable property owned by the company.
- e) There no fixed assets operating under lease during the year.
- f) Interest and other costs in connection with the borrowing of the funds to the extent related/ attributed to the acquisition/ construction of qualifying fixed assets are capitalized up to the date when such assets

are ready for its intended use and other borrowing costs are charged to Profit & Loss account.

iv. Investments:

Investments are classified into long-term investments and current investments. Investments that are intended to be held for one year or more are classified as long-term investments and investments that are intended to be held for less than one year are classified as current investments. Long term investments are valued at cost. Provision for diminution in value of long term investments is made if in the opinion of management such a decline is other than temporary. Current investments are valued at cost or market/fair value, whichever is lower.

Units of Mutual Funds (Non - Exchange traded funds) are valued at cost or market value whichever is lower. Net asset value of units declared by mutual funds is considered as market value for non-exchange traded Mutual Funds.

v. Revenue Recognition:

- a) Interest Income is recognized on the time proportionate basis starting from the date of disbursement of loan. In case of Non Performing Assets, interest income is recognized on receipt basis, as per NBFC Prudential norms. Dividend income is recognized when the right to receive payment is established.
- b) Income from investment in Private Equity Funds (“the fund”), is booked as and when the same is distributed by the Fund Return of capital contribution is reduced from the original cost of investment.
- c) Income from arbitrage and trading in securities and derivatives comprises profit/loss on sale of securities/currency held as stock-in-trade and profit/loss on related derivative instruments.
- d) Profit/loss on sale of securities is determined based on the Weighted Average cost of the securities sold.
- e) The company has designated the securities as financial assets at “fair value through Statement of Profit or loss”. Such designations are
- f) Considered by the Company to eliminate/significantly reduce measurement / recognition inconsistency that would otherwise arise. These instruments are measured at fair value and changes therein are recognized in the Statement of Profit or Loss.

vi. Stock In Trade:

- a) Shares are valued at cost price. Cost is considered on Weighted Average Basis.
- b) Units of Mutual Funds (Exchange traded funds) are valued at cost or market value whichever is lower.

vii. Employment Benefits

None of the employees is covered under the provisions of the provident Fund, Family Pension Fund, or the Payment of Gratuity Act, during year

viii. Taxation:

Tax expense companies of current tax and deferred tax. Current tax is measured at the amount expected to be paid to the tax authorities, using

the applicable tax rates. Deferred income tax reflect the current period timing differences between taxable income and accounting income for the period and reversal of timing differences of earlier years/period. Deferred tax assets are recognized only the extent that there is a reasonable certainty that sufficient future income will be available excepted that deferred tax assets, In case there are unabsorbed depreciation or losses, are recognized if there is virtual certainty that sufficient future taxable income will be available to the release the same. Deferred tax assets and liabilities are measured using the tax rates and tax law that have been enacted or substantively enacted by the Balance Sheet date.

ix. Provisions and Contingencies:

The Company creates a provision when there is present obligation as a result of a past event that probably requires an outflow of resources and a reliable estimate can be made of the amount of the obligation. A disclosure for a contingent liability is made when there is a possible obligation or a present obligation that may, but probably will not, require an outflow of resources. When there is a possible obligation or a present obligation in respect of which the likelihood of outflow of resources is remote, no provision or disclosure is made.

Provisions are reviewed at each balance sheet date and adjusted to reflect the current best estimate. If it is no longer probable that the outflow of resources would be required to settle the obligation, the provision is reversed.

Contingent assets are not recognized in the financial statements. However, contingent assets are assessed continually and if it is virtually certain that an economic benefit will arise, the asset and related income are recognized in the period in which the change occurs.

x. Impairment of Assets:

The company assesses at each balance sheet date whether there is any indication that an asset may be impaired. If any such indication exists, the company estimates the recoverable amount of the asset. If such recoverable amount of the asset or the recoverable amount of the cash generating unit which the asset belongs to, is less than its carrying amount, the carrying amount is reduced to its recoverable amount. The reduction is treated as an impairment loss and is recognized in the Statement of Profit and Loss. If at the balance sheet date there is an indication that a previously assessed impairment loss no longer exists, the recoverable amount is reassessed and the asset is reflected at the recoverable amount subject to a maximum of depreciable historical cost.

xi. Earnings per share

Basic earnings per share is calculated by dividing the net profit or loss for the year attributable to equity shareholders (after deducting preference dividends and attributable taxes) by the weighted average number of equity shares outstanding during the year. The weighted average numbers of equity shares outstanding during the year are

adjusted for events of bonus issue to existing shareholders & share split. For the purpose of calculating diluted earnings per share, the net profits attributable to equity shareholders and the weighted average number of share outstanding are adjusted for the effect of all dilutive potential equity shares from the exercise of options on unissued share capital. The number of equity shares is the aggregate of the weighted average number of equity shares and the weighted average number of equity shares, which would be issued on the conversion of all dilutive potential equity shares into equity shares. Options on unissued equity shares are deemed to have been converted into equity shares.

xii. Derivative Financial Instruments

As per the institute of Chartered Accountants of India(ICAI) announcement , accounting for derivative contracts , if any, other than those covered under AS 11 , are marked to market on a portfolio basis, and the loss is charged to income statement. Net gains are ignored.

xiii. Operating Cycle

All assets and liabilities have been classified as current or non-current as per each Company's normal operating cycle & other criteria set out in the Revised Sch.VI to Act.

xiv. Sundry Debtors/Loans and Advances

Sundry Debtors and Loans and advances are stated after making adequate provisions for doubtful balances.

xv. Foreign Currency

There is no business in the company involving foreign currency.

xvi. Lease

There is no business in the company involving Lease taken or given..

xvii. Expenditure

Expenses are accounted on accrual basis and provision is made for all known losses and liabilities.

xviii) Cash Flow Statement

Cash Flows are reported using the indirect method, where by profit before tax is adjusted for the effects of a transaction non- cash nature, any deferrals or accruals of past or future operating cash receipts or payments an item of Income or expenses associated with investing or financing cash flows. The cash flows from operating, investing and financing activities of the company are segregated.

xix) Cash and Cash Equivalents

Cash and Cash Equivalents comprise cash and cash on deposit with banks and corporations. The Company considers all highly liquid investments with a remaining maturity at the date of purchase of three months or less and that are readily convertible to known amounts of cash to be cash equivalents.

**Notes forming part of the financial statements for the year ended
31.03.2016**

Note no.1: SHARE CAPITAL

	2016		2015	
	No. of Shares	Amount Rs.	No. of Shares	Amount Rs.
(a) Authorized share capital				
Equity Share Capital of Rs. 10 Each	3250000	32500000	3250000	32500000
(b) Issued, Subscribed and fully paid-up share capital				
Equity share of Rs, 10 each fully paid-up	3050100	30501000	3050100	30501000

(c) Rights of shareholders

The company has only one class of equity shareholders. Each holder of equity shares is entitled to one vote per share.

(d) Reconciliation of the share outstanding at beginning& end of the year

Equity share capital	2016		2015	
	No. of Shares	Amount Rs.	No. of Shares	Amount Rs.
At the beginning of the year	3050100	30501000	3050100	30501000
Add: Issued during the year	NIL	NIL	NIL	NIL
Add: Bought back during the year	NIL	NIL	NIL	NIL
At the end of the year	3050100	30501000	3050100	30501000

(e) Terms /Rights attached to Equity shares

The Company only one class of equity shares having a par value of Rs. 10/- share each holders of equity shares is entitled to one vote per share. The company declares and pays dividend in Indian rupees. The dividend proposed by the Board of Directors is subject to the approval of shareholder in the ensuing annual general meeting.

In the event of liquidation of the company, the holder of equity share 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.

(f) Shares received under option: Nil

(g) Aggregate Number of share issued for consideration other than cash and shares bought back during the period of 5 years immediately proceeding the date March 31, 2016: Nil

(h) Shareholders holding more than 5% shares in the company

NAME	2016		2015	
	No. of Shares	Amt.Rs.	No. of Shares	Amount Rs.
ASHWANI GOYAL	1221000	12210000	1221000	12210000
DIVYA GOYAL	222000	2220000	222000	2220000
DIVYANSHU GOYAL	395000	3950000	395000	3950000
ASHWANI GOYAL & SONS(HUF)	433000	4330000	433000	4330000

Note No. 2: Reserves and Surplus

	2016	2015
General reserves		
Opening balance	10000000	10000000
Add: during the year	Nil	Nil
Closing balance	10000000	10000000
Profit & Loss account-Opening balance	1503740	861712
	1396522	642028
Add: during the year	2900262	1503740
Total	Nil	Nil
Less: Transferred to General Reserves	2900262	1503740
Closing balance		
Total reserves & surplus	12900262	11503740

Note no. 3: Deferred Tax Liabilities

Net Deferred Tax Liability/Asset is on account of:

Difference between Book & Tax WDV of depreciable Fixed Assets	2016	2015
As per last balance sheet:	422665	375165
Unabsorbed Deferred Tax	73750	50500
TOTAL	496415	422665

Note No. 4: Current liabilities

(a) Particulars	2016	2015
Trade payables	1089629	427380
Total	1089629	427380
(b) Particulars		

Other Current Liabilities -Expenses Payable	841353	772215
Total	841353	772215

- i) Current liabilities do not include any amount to be credited to Investor.
ii) No interest payments have been made during the year

Note No. 5: Fixed Assets

Description	Gross Block at cost				Depreciation				Net Block	
	01.04.15	Addition during the year	Deduction	31.03.16	1.4.15	Addition during the year	De du ctio n during the year	31.03.16	31.03.16	31.03.15
Furniture & Fixtures	641010	--	--	641010	277140	32980	--	310120	330890	363870
Office Equipment	1069634	92100	---	1161734	884647	109169	--	993816	167918	184987
Computer Equipment	5588566	807900	---	6396466	4435185	404376	---	4839561	1556905	1153381
Vehicles	5693157	---	---	5693157	1404470	475158	---	1879628	3813529	4288687
Generating Set	428425	--	--	428425	20193	20193	---	40386	388039	408232
Total	13420792	900000	---	14320792	7021635	1041876		8063511	6257281	6399157
Pre. Year	10916907	4010977	1507092	13420792	7322671	850163	1151199	7021635	6399157	3594236

Note: There are no intangible assets accounted for in the balance sheet.

Note No.6:Non-Current Investments

PARTICULARS	2016	2015
Deposit under Membership with Stock Exchanges & Equity shares	10979000	9925000
Total	10979000	9925000

Note No. 7: Current Assets

a) Inventories: Stock-in-trade	2016	2015
Shares & Debentures-Valued at Cost,(As valued, verified & certified by management)	12164915 ----- 12164915 -----	13748455 ----- 13748455 -----
Total		
b)Trade Receivables (Unsecured,considered good)	2867452	217175
-Less than six months old	1050300 -----	166682 -----
-more than six months old	3917752 -----	383857 -----
Total		
c) Cash & Bank balances		
i) Cash and Cash Equivalents		
Bank Balance-in Current account	236488	480047
-Cash in hand	169056 -----	119281 -----
Total-i)	405544 -----	599328 -----
ii)Other Bank Balances:		
-Balances with bank in fixed deposit (more than 3 months old)	10275000 132616 -----	10045000 1381777 -----
-Interest accrued on fixed deposits	10407616 -----	11426777 -----
Total-ii)	10813160	12026105
Grand Total-i) +ii)		
Note: Fixed deposits of Rs. 68.75 Lacs are pledged with Indusind Bank Ltd against Bank Guarantee of the same amount		
d) Other Current Assets (Unsecured, considered Good)	1696551 -----	1144426 -----
Security Deposit & Misc. Advances	1696551 -----	1144426 -----
Total		

Note No.8: Employee Benefit Expense

PARTICULARS	2016	2015
Salaries & allowances	1368330	973220
Directors remuneration & reimbursement exp	360000	360000
Staff welfare	105699	70244
Total	1834029	1403464

Note no. 9: Financial Costs

PARTICULARS	2016	2015
Bank Interest & charges	57207	56680
Total	57207	56680

Note No. 10: Other Expenses-Administrative & Other expenses

PARTICULARS	2016	2015
Printing & stationery	28215	32520
Office expenses	85233	45421
Postage & courier	37122	51118
Conveyance	98762	42240
Telephone expenses	153184	107728
Listing Charges	224720	170634
AGM expenses	50700	45550
STT	852490	1293834
Annual Membership Charges	263445	95051
Vehicle expenses	191881	120432
VSAT & TXN charges	300201	323279
Rate, taxes & legal expenses	202461	57908
Audit fees	50000	50000
Newspaper & periodicals	12350	10790
Traveling expenses	80113	30279
Insurance	57000	60040
Rent	204000	---
Stock exchange & DP charges	19626	42642
NSDL fees	323358	239933
Electricity expenses	260419	230829
Repair & maintenance	23481	38415
Total	3518761	3088643

Note no.11: Related Party Disclosures

Particulars	Key Management Personnel and their Relative (i) &	Entities on which Key Management Personnel has control	Entities on which relative of Key Management

	(ii)	(iii)	Personnel has
Loan and Advances-Unsecured	Nil	Nil	Nil
Rent	2.04 lacs	Nil	Nil
Interest Expenses	Nil	Nil	Nil
Director's Remuneration			
Divya Goyal	3.96 lacs	Nil	Nil
Outstanding Balance As at March 31, 2016	Nil	Nil	Nil

Relationship:

I. Key Management Personnel a) Kiran Goyal b) Divya Goyal	III. Entities over which Key Management Personnel has control a) Nikiya Exports P Ltd., b) Nam Credit & Invt. Consults. Ltd, c) Agile Commodities P Ltd.
II. Relative of Key Management Personnel a) Ashwani Goyal b) Ashwani Goyal (HUF) c) Divyanshu Goyal	

Name of the related Parties & Description of relationship:

- a) Subsidiaries: Nil
b) Associates i) Nikiya Exports P. Ltd, ii) Nam Credit & Invt.Conslts. Ltd.
iii) Agile commodities p. Ltd

Note No. 12: Earning per Equity Share

The following table sets forth the computation of basic and diluted earnings per share:

	2016	2015
Net profit after tax:	Rs.1470272	Rs. 642088
a) Weighted average number of equity shares	3050100	3050100
b) i) Nominal Value of shares(Rs.)	10	10
ii) Earnings per share-basic & diluted (Rs.)	0.48	0.21

There is no change in share capital during the year.



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