

SECUR INDUSTRIES LIMITED

**TWENTY EIGHTH ANNUAL REPORT
2016-2017**

SECUR INDUSTRIES LIMITED

COMPANY INFORMATION

BOARD OF DIRECTORS

MR. HARI PRAKASH AGRAWAL	:	CHAIRMAN-DIRECTOR
MR. ASHUTOSH AGRAWAL	:	MANAGING DIRECTOR
Mrs. SHILPA AGARWALLA	:	INDEPENDENT DIRECTOR
MR. ANIL KUMAR AGGARWAL	:	INDEPENDENT DIRECTOR
MRS. BANDANA AGRAWAL	:	WOMEN DIRECTOR

STATUTORY AUDITORS

SHRI PRAKASH ASSOCIATES,
CHARTERED ACCOUNTANTS, GHAZIABAD (U.P.)

BANKERS

BANK OF INDIA

REGISTERED OFFICE

545, KIRTAN WALI GALI, CHOTI BAZARIA,
GHAZIABAD UTTAR PRADESH- 201001

WEBSITE

www.securindustriesltd.com

EMAIL

agar@bol.net.in

CONTACT NO.

011-23262982

REGISTRAR & TRANSFER AGENT

M/s BEETAL FINANCIAL & COMPUTER.
99, MADANGIR, NEW DELHI-110062

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NOTICE

Notice is hereby given that the Twenty Eighth Annual General Meeting of the Members of Secur Industries Limited will be held at Bhajgovindam Banquet, Volga Place, Vasant Road, Ghaziabad-201001 (U.P.) on Wednesday, 27th day of September, 2017 at 10:00 A.M. to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2017, together with the Reports of the Directors and Auditors thereon.
2. To consider appointment of a Director in place of Ms. Bandana Agrawal, who retires by rotation and being eligible, offers herself for re-appointment.

To appoint a Director in place of Ms. Bandana Agrawal, who retire by rotation and being eligible, offers herself for re-appointment as a Director and in this regard, pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, the approval of the members of the company be and is hereby accorded to the reappointment of Ms. Bandana Agrawal, as Director of the Company, liable to retire by rotation."

3. To appoint M/s Rajendra K. Agarwal & Co. as the Auditor of the Company and to fix their remuneration and in this regard and to consider and if thought fit, to pass with or without modification(s) the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to Section 139(1) and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force), and pursuant to the recommendation of the Audit Committee, M/s Rajendra K. Agarwal & Co., Chartered Accountants, Ghaziabad be and is hereby appointed as Statutory Auditors of the Company subject to approval of members of the company who shall hold office from the conclusion of this Annual General Meeting until the conclusion of 33rd Annual General Meeting subject to ratification at every Annual General Meeting at a remuneration to be fixed by the Board."

For & on Behalf of Board of Directors,
Secur Industries Limited.

Hari Prakash Agrawal
(Chairman & Director)

DIN: 00421360

Place: Ghaziabad

Date: 14.08.2017

NOTES:

1. A Member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote instead of himself/herself and the proxy need not be a member of the company.
2. Proxy form in MGT-11 duly filled up and executed must be received at the Registered Office of the company not less than 48 hours before the time fixed for the meeting. Pursuant to Section 105 of the Companies Act, 2013, a person can act as a Proxy on behalf of not more than fifty members holding in aggregate, not more than ten percent of the total share Capital of Company may appoint a single person as Proxy, who shall not act as a Proxy for any other Member. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the Meeting. A Proxy Form is annexed to this report. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution/authority, as applicable.

3. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made there under, companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their email address either with the Company or Depository Participant(s). Members of the Company who have registered their email address are also entitled to receive such communication in physical form, upon request.
4. The Notice of AGM, Annual Report and Attendance Slip are being sent in electronic mode to Members whose email address are registered with the Company or the Depository Participant(s), unless the Members have registered their request for the hard copy of the same. Physical copy of the Notice of AGM, Annual Report and Attendance Slip are being sent to those Members who have not registered their email address with the Company or Depository Participant(s). Members who have received the Notice of AGM, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance Slip at the Registration Counter at the AGM.
5. The Register of Members and Share Transfer Books shall remain closed from 20th September, 2017 to 27th September, 2017 (both days inclusive).
6. Members desiring any further information on the business to be transacted at the meeting should write to the company at least 15 days before the date of the meeting so as to enable the management to keep the information, as far as possible, ready at the meeting.
7. Members are requested to notify the company their change of address, if any, to Registered Office of the Company.
8. Members are requested to bring their attendance slip and copy of the Annual Report with them at the Annual General Meeting.
9. All correspondence relating to shares may be addressed to the registered office of the company.
10. Corporate members intending to send their authorized representatives to attend the meeting are requested to send to the Company a certified copy of the Board resolution authorizing their representative to attend and vote on their behalf at the meeting.
11. Only bonafide members of the Company whose names appear on the Register of Members/Proxy holders, in possession of valid attendance slips duly filled and signed will be permitted to attend the meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the meeting.
12. In case of joint holders attending the meeting, only such joint holder who is higher in the order of names will be entitled to vote.
13. Members may kindly note that no 'Gifts' will be distributed at the Annual General Meeting.
14. The business set out in the Notice will be transacted through electronic voting system and the Company is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in this Notice under Note No. 18.
15. Members desiring any information/clarification on the Accounts are requested to write to the Company in advance at least seven (7) days before the meeting so as to keep the information ready at the time of Annual General Meeting.
16. As per provisions of the Companies Act, 2013 facility for making nominations is available to the shareholders in respect of the shares held by them. Nomination forms can be obtained from the Registered Office of the Company.
17. The Route map and landmark venue of the AGM is enclosed.

18. Voting Through Electronic Means:

- a) Pursuant to the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended, the Company is pleased to provide to its members facility to exercise their right to vote on resolutions proposed to be passed in the Meeting by electronic means. The members may cast their votes using an electronic voting system from a place other than the venue of the Meeting ('remote e-voting').

- b) The facility for voting through electronic voting system ('Insta Poll') shall be made available at the Meeting and the members attending the Meeting who have not cast their vote by remote e-voting shall be able to vote at the Meeting through 'Insta Poll'.
- c) The members who have cast their vote by remote e-voting may also attend the Meeting but shall not be entitled to cast their vote again.
- d) The Company shall also provide facility for voting through polling paper which shall be available at the meeting and members attending the meeting who have not already casted their vote by remote e-voting shall be able to exercise their right to vote at the meeting.
- e) The Company is providing facility for voting by electronic means to its members to enable them to cast their votes through such voting. The Company has engaged the services of National Securities Depository Limited ("NSDL") as the Authorised Agency to provide remote e-voting facility (i.e. the facility of casting votes by a member by using an electronic voting system from a place other than the venue of a general meeting).
- f) The Board of Directors of the Company has appointed Mr. Vikas Verma, a Practicing Company Secretary, New Delhi as Scrutinizer to scrutinize the Insta Poll and remote e-voting process in a fair and transparent manner and he has communicated his willingness to be appointed and will be available for same purpose.
- g) The cut-off date for the purpose of voting (including remote e-voting) is 20th Sept, 2017.
- h) Remote e-voting facility will be available during the following period:

Commencement of remote e-voting	Sunday , 24th September, 2017, 9:00 a.m.
End of remote e-voting	Tuesday, 26th September, 2017, 5:00 p.m.

Please note that remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled upon expiry of aforesaid period.

- i) The Scrutinizer, after scrutinizing the votes cast at the meeting (Insta Poll) and through remote e-voting, will, not later than three days of conclusion of the Meeting, make a consolidated scrutinizer's report and submit the same to the Chairman. The results declared along with the consolidated scrutinizer's report shall be placed on the website of the Company www.securindustriesltd.com. The results shall simultaneously be communicated to the Stock Exchanges.

The instructions for e-voting are as under:

- i. The User ID and password, to those members whose email addresses are registered with the company. For members who have not registered their email address, can use the details as provided in the e-voting instruction being sent along with the Notice.
- ii. The shareholders should log on to the e-voting website <https://www.evoting.nsdl.com>.
- iii. Click on Shareholder – Login
- iv. Put User ID and password as initial password/PIN noted in step (1) above. Click Login.
- v. Password change menu appears. Change the password/PIN with new password of your choice with minimum 8 digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- vi. Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
- vii. Select "EVEN" of 'Secur Industries Limited'.
- viii. Now you are ready for remote e-voting as Cast Vote page opens. Cast your vote by selecting appropriate option and click on 'Submit' and also 'Confirm' when prompted.
- ix. Upon confirmation, the message 'Vote cast successfully' will be displayed.

- x. Once you have voted on the resolution, you will not be allowed to modify your vote.
- xi. Note for Non-Individual Shareholders:
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to www.evoting.nsdl.com and register themselves as Corporates and Custodians respectively.
 - A scanned copy of the relevant Board Resolution/Authority Letter etc. together with attested specimen signature of the duly authorized signatories who are authorize to vote, to the scrutinizer through email to vikasverma@vvanda.com with copy marked to evoting@nsdl.co.in

In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com under help section or write an email to evoting@nsdl.com.com
- xii. The Results shall be declared on the date of AGM of the Company i.e. 27th September, 2017. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website www.securindustriesltd.com and on the website of NSDL within two days of passing of the resolutions at the AGM of the Company and communicated to all the concerned Governed Authorities.

The documents mentioned in the Notice are available for inspection at the registered office of the Company during the working hours of the Company upto the date of Annual General Meeting. Further, the copies of requisite documents shall also be made available at the Annual General Meeting.

\DIRECTORS' REPORT

To,

THE SHAREHOLDER(S),

Your Directors have pleasure in presenting the 28th Annual Report together with the audited statement of accounts of the Company for the financial year ended 31st March, 2017.

1. FINANCIAL RESULTS

Sl. No.	PARTICULARS	CURRENT YEAR (2016 -17)	PREVIOUS YEAR (2015 -16)
1.	Sales and other income	6,31,856	4,07,594
2.	Profit before Depreciation	(2,571,005)	(15,15,550)
3.	Depreciation	5,305	5,305
4.	Profit after Depreciation but before Taxation	(2,576,310)	(15,20,855)
5.	Provision for Taxation	NIL	NIL
6.	Profit after Depreciation and Taxation	(2,576,310)	(15,20,855)
7.	Surplus brought forward from previous year	NIL	NIL
8.	Profit available for Appropriation	NIL	NIL
9.	Proposed Dividend	NIL	NIL
10.	Tax on Proposed Dividend	NIL	NIL
11.	Transfer to General Reserve	NIL	NIL
12.	Balance Surplus carried to Balance Sheet	(2,576,310)	(15,20,855)

2 RESULTS OF OPERATIONS & STATE OF COMPANY'S AFFAIRS

The Company recorded a turnover of Rs 6,31,856 during the year as against Rs. 4,07,594 in the previous year and the Company has suffered loss of Rs 25,76,310 as compared to the loss of Rs.15,20,855 in the previous financial year. The management of the Company is putting their best efforts to improve the performance of the Company.

3. CHANGE IN THE NATURE OF BUSINESS:

There were no Changes in the Nature of Business of the Company during the Financial Year.

4. EXIT OPPORTUNITY INFORMATION:

The company has received a letter from Ahmedabad Stock Exchange and Delhi Stock Exchange stating there in that the company has been referred to Dissemination Board of National Stock Exchange of India Limited due to SEBI's circular dated 30.05.2012 for exit policy of derecognized/ non operational stock exchanges as well as NSE's letter dated 08.10.2014.

Further, Mr. Hari Prakash Agrawal one of the promoter of the Company has filed an application to dissemination board of NSE Limited on behalf of the company on 14th January, 2017, expressing an intent to provide an exit option to its public shareholders as per SEBI circular no. SEBI/HO/MRD/DSA/CIR/P/2016/110 dated October 10, 2016 by offering to purchase the shares from the public shareholders in terms of the per share value determined by the independent valuer appointed by the exit company from the panel of empanelled valuer of NSE.

Further, Company is in the process of delisting as per SEBI circular SEBI / HO /MRD /DSA/CIR /P/ 2016/110 October 10, 2016.

The status of the Company is Unlisted since the Company has filed application to Dissemination Board for delisting and given exit offer to public. Therefore the company is not required to follow the applicable provisions of a listed company.

5. ISSUE OF SHARES

During the year under review, the company has issued 61,82,517 shares having face value of Re.1/- each in respect of conversion of outstanding loan of the company amounting to Rs.61,82,517. The approval for the same was taken by the shareholders in the general meeting held on 29.12.2016

6. DIVIDEND

The Board of Directors did not recommend any dividend for the year as the operating results during the year does not justify the distribution of dividend.

7. TRANSFER OF UNCLAIMED DIVIDEND TO INVESTOR EDUCATION AND PROTECTION FUND

The provisions of Section 125(2) of the Companies Act, 2013 do not apply as there was no dividend declared and paid last year.

8. EXTRACT OF ANNUAL RETURN

As per the provisions of section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014, an extract of the Annual Return in Form MGT -9 is attached as (Annexure I) to this Annual Report.

9. NUMBER OF MEETING OF BOARD OF DIRECTORS

During the year the Board met 07 (Seven) times to deliberate on various matters. The Meetings were held as on 15/04/16, 30/05/16, 30/08/16, 05/09/16, 23/11/16, 06/01/17, 14/01/17. The maximum interval between any two meetings did not exceed 120 days.

NAMES OF DIRECTORS	No. of Board Meeting held	No. of meetings attended
Anil Kumar Aggarwal	7	6
Hari Prakash Agrawal	7	7
Shilpa Agarwalla	7	5
Ashutosh Agrawal	7	5
Bandana Agrawal	7	7

10. DIRECTORS' RESPONSIBILITY STATEMENT

As required under Section 134(5) of the Companies Act, 2013, the Directors of the Company hereby states that:

1. In the preparation of the annual accounts for the year ended 31st March, 2017, the applicable accounting standards have been followed along with proper explanation relating to material departures;
2. The Directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the Profit and Loss of the company for that period;
3. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities.
4. The Directors have prepared the annual accounts on a Going Concern Basis.
5. The Directors have laid down internal financial controls to be followed by the company and that such internal financial controls are adequate and were operating effectively ;and
6. The Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

11. DISCLOSURE OF AN INDEPENDENT DIRECTOR

Mrs. Shilpa Agarwalla and Mr. Anil Kumar Aggarwal, Independent Directors of the company have given the requisite declaration confirming that they meet the criteria of independence as per the provisions of Section 149(6) of Companies Act, 2013.

12. AUDIT COMMITTEE

The Board of Directors of the Company has constituted Audit Committee u/s 177 of the Companies Act, 2013 consisting of 3 (Three) members Mrs. Shilpa Agarwalla (Independent Director), Mr. Hari Prakash Agrawal (Executive Director) & Mr. Anil Kumar Aggarwal (Independent Director). Mrs. Shilpa Agarwalla is the chairman of the audit committee.

The primary objective of the audit committee is to monitor and provide an effective supervision of the Management's financial reporting process, to ensure accurate and timely disclosures, with the highest levels of transparency, integrity and quality of financial reporting. The audit committee oversees the work carried out in the financial reporting process by the Management, the internal auditors and the independent auditors, and notes the processes and safeguards employed by each of them. The audit committee has the ultimate authority and responsibility to select, evaluate and, where appropriate, replace the independent auditors in accordance with the law. All possible measures must be taken by the audit committee to ensure the objectivity and independence of the independent auditors.

All recommendations made by the audit committee during the year were accepted by the Board.

AUDIT COMMITTEE ATTENDANCE

Seven meetings of the Audit committee were held during the year and the gap between two meetings did not exceed one hundred and twenty days. The dates on which the said meetings were held:

15/04/16, 30/05/16, 30/08/16, 05/09/16, 23/11/16, 06/01/2017 & 14/01/17

NAMES OF DIRECTORS	No. of Meeting held	No. of meetings attended
Anil Kumar Aggarwal	7	6
Hari Prakash Agrawal	7	7
Shilpa Agarwalla	7	5

13. SHAREHOLDERS' /INVESTORS' GRIEVANCE COMMITTEE (STAKEHOLDER RELATIONSHIP COMMITTEE)

Two meetings of share transfer committee meetings were held during the financial year 2016-2017. The dates on which such meetings were held are 21/12/2016, 22/02/2017

NAMES OF DIRECTORS	No. of Meeting held	No. of meetings attended
Anil Kumar Aggarwal	2	2
Hari Prakash Agrawal	2	2
Shilpa Agarwalla	2	2

14. VIGIL MECHANISM

Your Company is committed to highest standards of ethical, moral and legal business conduct. Accordingly, the board of directors have formulated a whistle blower policy which is in compliance with the provisions of section 177(9) & (10) of the Companies Act, 2013. The Policy aims to encourage and facilitate employees to report concerns about unethical behaviour, actual/suspected frauds and violation of Company's Code of Conduct or Ethics Policy. Protected disclosures can be made by a whistle blower through an e-mail, or dedicated telephone line or a letter to the Task Force or to the Chairman of the Audit Committee or to Mr. Anand Prakash at email: agar@bol.net.in and at contact No. 9899211949.

15. POLICIES ON NOMINATION AND REMUNERATION COMMITTEE

Pursuant to Section 178(3) of the Companies Act, 2013, the Nomination and Remuneration Committee constituted by the Board of Directors have laid down the following policies:

- a. Criteria for nomination as Director, Key Managerial Personnel and Independence of a Director:
- b. Criteria for determining Remuneration of Directors, Key Managerial Personnel and Senior Management Other Employees of the Company.
- c. Evaluation of performance of the members of the Board, Key Managerial Personnel.

The following directors are the members of the Nomination and Remuneration Committee.

- | | | | |
|------|-------------------------|---|----------|
| i. | Mrs. Shilpa Agarwalla | - | Chairman |
| ii. | Mr. Ashutosh Agrawal | - | Member |
| iii. | Mr. Anil Kumar Aggarwal | - | Member |

16. REMUNERATION OF DIRECTORS

The Company has not given Remuneration to any Director of the Company. So there is no requirement to give Disclosure under Section 197(12) of the Companies Act 2013.

17. LOANS, GUARANTEE AND INVESTMENT

The particulars of Loans given, Investments made and Guarantee given by company under Section 186 of Companies Act, 2013 is annexed as (Annexure II).

18. PARTICULARS OF RELATED PARTY TRANSACTION

The particular of Contracts or Arrangements made with related parties pursuant to Section 188 is furnished in Annexure (AOC-2) and the same is attached to this report. (Annexure III).

19. PARTICULARS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO.

The particulars as required under the provisions of Section 134(3)(m) of the Companies Act, 2013 in respect of conservation of energy and technology absorption have not been furnished considering the nature of activities undertaken by the company during the year under review. Further, during the year under review, the Company has neither earned nor used any foreign exchange.

20. RISK MANAGEMENT

During the year, The Board had developed and implemented an appropriate risk management policy for identifying the element of risk which, in the opinion of the Board may threaten the existence of the company and safeguarding the company against those risks.

21. CODE OF CONDUCT AND ETHICS

The Board of directors of the Company has adopted a Code of Conduct and Ethics for the Directors and Senior Executives of the Company. The object of the Code is to conduct the company's business ethically and with responsibility, integrity, fairness, transparency and honesty. The Code sets out a broad policy for one's conduct in dealing with the Company, fellow directors and with the environment in which the Company operates. The Company has disclosed information about the establishment of the code on its website.

22. CORPORATE SOCIAL RESPONSIBILITY

The Company has not developed and implemented any Corporate Social Responsibility Initiatives as per the provisions of section 135(1) of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014 are not applicable.

23. DIRECTORS AND KEY MANAGERIAL PERSONNEL

Mr. Alok Gupta resigned from the company w.e.f 30/08/2016 and Ms. Shilpa Agrawalla was appointed w.e.f the same date.

At present composition of board of directors are as follow:

BOARD OF DIRECTORS

- | | | |
|----|--------------------------|----------------------|
| 1. | Mr. Ashutosh Agrawal | Managing Director |
| 2. | Mr. Hari Prakash Agrawal | Director/Chairman |
| 3. | Mrs. Shilpa Agarwalla | Independent Director |
| 4. | Ms. Bandana Agrawal | Women Director |
| 5. | Mr. Anil Kumar Aggarwal | Independent Director |

24. SUBSIDIARY COMPANIES

The company does not have any Subsidiary, Joint Venture or Associate Company; hence the provisions of Section 129(3) of the Companies Act, 2013 relating to preparation of consolidated financial statements are not applicable.

25. AUDITORS & AUDITORS REPORT

The term of Appointment of Shri. Prakash & Associates is upto the tenure of the conclusion of this Annual General Meeting and as his tenure is expired from the conclusion of this Annual General Meeting, the Board of Directors wish to appoint M/s Rajendra K. Agarwal & Co. for the period of five years starting from the conclusion of this Annual General Meeting upto the conclusion of Thirty Third Annual General Meeting at a remuneration as may be decided by the Board of Directors

Further, The Notes on financial statement referred to in the Auditors' Report are self-explanatory and do not call for any further comments. The Auditors' Report does not contain any qualification, reservation or adverse remark.

26. PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

In terms of the provisions of Section 197(12) of the Act read with Rules 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, no employee has drawn remuneration in excess of the limits set out in the said rules.

27. INTERNAL AUDIT & CONTROLS

The Company being a Sick unit, as declared by the Director of Industries (U.P.), is not in a position to appoint an Internal Auditor of the Company.

28. INTERNAL CONTROL SYSTEM

According to Section 134(5)(e) of the Companies Act, 2013, the term "Internal Financial Control (IFC)" means the policies and procedures adopted by the Company for ensuring the orderly and efficient conduct of its business, including adherence to the company's policies, safeguarding of its assets, prevention and detection of frauds and errors, accuracy and completeness of the accounting records and timely preparation of reliable financial information. The company has a well-placed, proper and adequate Internal Financial Control system which ensures that all the assets are safeguarded and protected and that the transactions are authorised, recorded and reported correctly. To further strengthen the internal control process, the company has developed the very comprehensive compliance management tool to drill down the responsibility of the compliance from top management to executive level.

29. DEPOSITS

The company has neither accepted nor renewed any deposits from the public and as such, no amount on account of principal or interest on deposits from public was outstanding as on the date of the balance sheet for the F.Y.2016-17.

30. ORDER OF COURT/TRIBUNAL/REGULATOR

As already reported in Notes to Accounts, Accounting Policy and Directors' Report for the year ended March, 2008, an award was passed in favour of your company in the dispute against Godrej & Boyce Manufacturing Co. Ltd. for a principal amount of Rs. 4,72,88,000/- along with interest till the date of payment. Godrej & Boyce Manufacturing Co. Ltd. had file an appeal against the arbitral award, which was dismissed by the District Court, Kanpur. In the meantime, as an interim measure, the District Court, Kanpur directed Godrej to pay Rs. 4 Crores, which amount was received by the Company under official lien of the Court.

Against the order of District Court, Godrej filed appeal in Allahabad High Court against the order of the District Judge, Kanpur. The High Court decided the case against the Company. The case is now pending before the Supreme Court of India. During the proceedings before Allahabad High Court the company has received a sum of Rs. 4,00,00,000/- from Godrej. As the matter has been decided against the Company by Allahabad high Court, therefore, during the pendency of appeal before Hon'ble Supreme Court the company has made provision for the amount received.

Further, the company has deposited Rs. 29,41,862/- out of Rs. 84,37,690/- and the matter is pending with CESTAT. CESTAT has granted stay of demand against unpaid disputed demand.

31. OBLIGATION OF COMPANY UNDER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

In order to prevent sexual harassment of women at work place a new act The Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 has been notified on 9th December, 2013. Under the said Act every company is required to set up an Internal Complaints Committee to look into complaints relating to sexual harassment at work place of any women employee.

Company has adopted a policy for prevention of Sexual Harassment of Women at workplace and has set up Committee for implementation of said policy. During the year Company has not received any complaint of harassment.

32. ACKNOWLEDGEMENT

The Board express their gratitude to its all stakeholders i.e. members, customers, Government agencies and their departments, Bankers of the Company for their continued support and faith. The Director places on record their sincere appreciation to all the employees of the company for their contribution in the growth of the company.

For & on Behalf of Board of Directors

Secur Industries Limited.

Hari Prakash Agrawal
(Chairman cum Director)

Din: 00421360

Ashutosh Agrawal
(Director)

Din: 00421089

Place: Ghaziabad

Date: 14.08.2017

ANNEXURES TO DIRECTOR REPORT

S.No. Content

- I. Annual Return Extracts in MGT 9
- II. Loans, Investment and Guarantee
- III. Particulars of Related Party Transaction (AOC-2)

ANNEXURE I

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN
as on financial year ended on 31.03.2017
Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I REGISTRATION & OTHER DETAILS

i	CIN	L74120UP1989PLC019383
ii	Registration Date	25th September, 1989
iii	Name of the Company	SECUR INDUSTRIES LIMITED
iv	Category/Sub-category of the Company	Non- Government Company
v	Address of the Registered office & contact details	545, Kirtan Wali Gali, Choti Bazaria, Ghaziabad-201001
vi	Whether listed company	No
vii	Name , Address & contact details of the Registrar & Transfer Agent, if any.	M/s Beetal Financial & Computer Services P Ltd 99, Madangir, New Delhi-110062 Ph : 011-29961281-283

II PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

SL No	Name & Description of main products/services	NIC Code of the Product /service	% to total turnover of the company
1	—	—	—

III PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES

SI No	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1	NA	NA	NA	NA	NA

IV SHAREHOLDING PATTERN (Equity Share Capital Break up as % to total Equity) For F.Y. 2016-17

Category of Shareholders	No. of Shares held at the beginning of the year				No. of Shares held at the end of the year				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
(1) Indian									
a) Individual/HUF	0	1669904	1669904	25.78	0	7877421	7877421	62.22	36.44% Increase
b) Bodies Corporates	0	1154605	1154605	17.82	0	1154605	1154605	9.12	8.7 % decrease
SUB TOTAL:(A)(1)	0	2824509	2824509	43.60	0	9032026	9032026	71.34	27.44% increase
A(2) Foreign	0	0	0	0	0	0	0	0	0
Total Shareholding of Promoter (A)= (A)(1)+(A)(2)	0	2824509	2824509	43.60	0	9032026	9032026	71.34	27.44% increase
B. PUBLIC SHAREHOLDING									
B(1) Institutions	0	0	0	0	0	0	0	0	0
(2) Non Institutions									
a) Bodies corporates									
i) Indian	0	141400	141400	2.18	0	141400	141400	1.11	1.07% decrease
b) Individuals									
i) Individual shareholders holding nominal share capital up to Rs.1 lakh	0	3045000	3045000	47	0	3020003	3020003	23.85	23.15% decrease
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakh	0	300000	300000	4.63	0	300000	300000	2.36	2.27% Decrease
c.1) Others (specify) HUF	0	77000	77000	1.19	0	77000	77000	0.60	0.59% Decrease
c.2) Others (NRI)	0	90000	90000	1.5		90000	90000	0.71	0.81% decrease
SUB TOTAL (B)(2):	0	3653403	3653403	56.4	0	3628403	3628403	28.66	27.74% decrease
Total Public Shareholding (B)= (B)(1)+(B)(2)	0	3653403	3653403	56.4	0	3628403	3628403	28.66	27.44% Decrease
C. Shares held by Custodian for GDRs & ADRs	0	0	0	0	0	0	0	0	0
Grand Total (A+B+C)	0	6477912	6477912	100	0	12660429	12660429	100	0

• Calls in arrears for 287500 shares

(ii) SHARE HOLDING OF PROMOTERS

Sl. No	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No. of shares	% of total shares of the company	% of shares pledged encumbered to total shares	No. of shares	% of total shares of the company	% of shares pledged/ encumbered to total shares	
1	Ashutosh Agrawal	38401	0.59	NIL	38401	0.300	NIL	0.29 decrease
2	Utpal Agrawal	7600	0.12	NIL	7600	0.06	NIL	0.06 decrease
3	H P Agrawal	162601	8.68	NIL	162601	1.280	NIL	7.4 decrease
4	C K Hazari	5000	0.08	NIL	5000	0.0400	NIL	0.04 Decrease
5	Poonam Bhan	1000	0.02	NIL	1000	0.010	NIL	0.01 decrease
6	Poonam Bhan	1000	0.02	NIL	1000	0.010	NIL	0.01 decrease
7	Shivani Hazari	1600	0.02	NIL	1600	0.010	NIL	0.01 decrease
8	Vivek Kishan Hazari	1800	0.03	NIL	1800	0.0100	NIL	0.02 decrease
9	Rajni Khaneja	3500	0.05	NIL	3500	0.0300	NIL	0.02 decrease
10	Rajni Khaneja	71600	0.03	NIL	71600	0.565	NIL	0.535 decrease
11	Arun Kumar Madan	1800	0.02	NIL	1800	0.0100	NIL	0.02 decrease
12	Suman Gupta	1000	0.02	NIL	1000	0.0079	NIL	0.0121 decrease
13	Dhirendra Vir Rastogi	10000	0.15	NIL	10000	0.08	NIL	0.07 decrease
14	Mandakini Madan	3500	0.05	NIL	3500	0.02	NIL	0.03 decrease
15	Rinku Madan	3500	0.05	NIL	3500	0.02	NIL	0.03 decrease
16	Chander Shekhar Arya	5200	0.08	NIL	5200	0.04	NIL	0.4 decrease
17	Renu Sud	5000	0.08	NIL	5000	0.0400	NIL	0.04 decrease
18	Rajan Desai	17900	0.28	NIL	17900	0.141	NIL	0.139 decrease
19	Vimesh Kumari	100	0	NIL	100	0.00	NIL	NIL
20	Bhim Singh	200	0	NIL	200	0.00	NIL	NIL
21	Anurag Garg	1100	0.02	NIL	1100	0.01	NIL	0.01 decrease
22	Beena Goyal	500	0.01	NIL	500	0.00	NIL	0.01 decrease
23	Bharti Agrawal	7600	0.12	NIL	7600	0.06	NIL	0.06 decrease
24	Anand Bharti	1	0	NIL	1	0	NIL	NIL
25	Geeta Goyal	5000	0.08	NIL	5000	0.04	NIL	0.04 decrease
26	Jyoti Bala	1	0	NIL	1	0	NIL	NIL
27	Atul Garg	1400	0.02	NIL	1400	0.01	NIL	0.01 decrease
28	N.K.Jain	2000	0.03	NIL	2000	0.02	NIL	0.01 decrease
29	Anuradha Agarwal	6700	0.1	NIL	6700	0.05	NIL	0.04 decrease
30	Avantika Madan	3300	0.05	NIL	3300	0.03	NIL	NIL
31	H.P.Agrawal & Co. P Ltd.	1154605	17.82	NIL	1154605	9.12	NIL	8.7 decrease
32	H.P. Agrawal HUF	450000	6.95	NIL	450000	3.55	NIL	3.44 decrease
33	Ashutosh Agrawal HUF	450000	6.95	NIL	3610000	28.51	NIL	21.56 increase
34	Bandana Aggarwal	0	0	NIL	500000	3.949	NIL	3.949 increase
35	Hari Prakash Agrawal	400000	6.17	NIL	2947517	23.281	NIL	17.11 increase

III.CHANGE IN PROMOTERS' SHAREHOLDING (SPECIFY IF THERE IS NO CHANGE)

Sl. No.	PARTICULARS	Share holding at the beginning of the Year		Cumulative Share holding during the year	
		No. of Shares	% of total shares of the company	No of shares	% of total shares of the company
	Name of the promoters- Mr. H P Agrawal				
	At the beginning of the year	562601	8.68	562601	8.68
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/ sweat equity etc)	increase due to allotment of shares and transfer of shares	24.56%	increase due to allotment of shares and transfer of shares	24.56%
	At the end of the year	3110118	24.56%	3110118	24.56%

Sl. No.	PARTICULARS	Share holding at the beginning of the Year		Cumulative Share holding during the year	
		No. of Shares	% of total shares of the company	No of shares	% of total shares of the company
	Name of the promoters- Ms. Bandana Agrawal				
	At the beginning of the year	0	0	500000	39.49
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/ sweat equity etc)	increase due to allotment of shares	39.49%	increase due to allotment of shares	39.49%
	At the end of the year	500000	39.49	500000	39.49

Sl. No.	PARTICULARS	Share holding at the beginning of the Year		Cumulative Share holding during the year	
		No. of Shares	% of total shares of the company	No of shares	% of total shares of the company
	Name of the promoters- Ashutosh Agrawal HUF				
	At the beginning of the year	450000	6.95	450000	6.95
	Date wise increase/decrease in Promoters Share holding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/ sweat equity etc)	increase due to allotment of shares	39.49%	increase due to allotment of shares	39.49%
	At the end of the year	3610000	28.5	3610000	28.5

(IV) Shareholding Pattern of top ten Shareholders (other than Directors, Promoters & Holders of GDRs & ADRs)

S. N o.	Name of the Shareholder	At the beginning of the year (i.e. 01.04.2016)		At the end of the year (i.e. 31.03.2017)		Cumulative Shareholding during the year		Monthwise Increase /Decrease in Share holding during the year
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company	No. of shares	% of total Shares of the company	
1	Vijay Kr. Gupta	300000	4.63	300000	2.37	300000	2.37	Nil
2	Anand Bharti	100000	1.54	50000	3.94	50000	3.94	Nil
3	N K Rastogi & Sons (HUF)	76400	1.18	76400	6.03	76400	6.03	Nil
4	Shyam Sharma	50100	0.73	50100	3.95	50100	3.95	Nil
5	Sapna Jain	50000	0.77	25000	1.94	25000	1.94	Nil
6	Yogesh Jain	50000	0.77	25000	1.94	25000	1.94	Nil
7	Jagat Infrawell P Ltd	50000	0.77	50000	0.394	50000	0.394	Nil
8	Alok Kumar Gupta	0	0	25000	1.97	25000	1.97	Nil
9	Bhim Singh	0	0	25000	1.97	25000	1.97	Nil
10	Shiv Kumar Singh	0	0	25000	1.97	25000	1.97	Nil

V. Shareholding of Directors and Key Managerial Personnel:

S. No.	Name of the Directors / KMP (Designation)	At the beginning of the year (i.e. 01.04.2016) At the end of the year (i.e 31.03.2017)				Cumulative Shareholding during the year		Increase /Decrease in Share holding during the year
		No. of Shares	% of total Shares of the company	No. of Shares	% of total Shares of the company	No. of shares	% of total Shares of the company	
1	Mr. Ashutosh Agrawal (Managing Director)	38401	0.59	38401	0.30	NIL	NIL	0.29% decrease in shareholding percentage due to increase in paid up share capital
2	Mr. H P Agrawal (Director)	562601	8.68	3110118	24.56	3110118	24.56	15.88% Increase
3	Mrs. Bandana Agrawal (Director)	NIL	NIL	500000	3.94	500000	3.94	3.94% increase
4	Ms. Shilpa Agarwalla (Director)	NIL	NIL	NIL	NIL	NIL	NIL	N.A
5	Mr. Anil Kumar Agarwal (Director)	NIL	NIL	NIL	NIL	NIL	NIL	N.A

V : INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment				
	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	0	7933698	0	7933698
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)				
Change in Indebtedness during the financial year				
Additions	0	0	0	0
Reduction	0	6182518	0	6182518
Net Change	0	6182518	0	6182518
Indebtedness at the end of the financial year				
i) Principal Amount	0	1751181	0	1751181
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
Total (i+ii+iii)	0	1751181	0	1751181

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**A. Remuneration to Managing Director, Whole time director and/or Manager:**

Sl.No	Particulars of Remuneration	Name of the MD/WTD/Manager			Total Amount	
1	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income Tax, 1961.					
	(b) Value of perquisites u/s 17(2) of the Income tax Act, 1961					
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961					
2	Stock option					
3	Sweat Equity					
4	Commission					
	as % of profit					
	others (specify)					
5	Others, please specify					
	Total (A)					
	Ceiling as per the Act					

B. Remuneration to other directors:

Sl.No	Particulars of Remuneration	Name of the Directors			Total Amount	
1	Independent Directors					
	(a) Fee for attending board committee meetings					
	(b) Commission					
	(c) Others, please specify					
	Total (1)					
2	Other Non Executive Directors					
	(a) Fee for attending board committee meetings					
	(b) Commission					
	(c) Others, please specify.					
	Total (2)					
	Total (B)=(1+2)					
	Total Managerial Remuneration					
	Overall Ceiling as per the Act.					

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

Sl. No.	Particulars of Remuneration	Key Managerial Personnel				Total
		CEO	Company Secretary	CFO	Total	
1	Gross Salary					
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act, 1961.					
	(b) Value of perquisites u/s 17(2) of the Income Tax Act, 1961					
	(c) Profits in lieu of salary under section 17(3) of the Income Tax Act, 1961					
2	Stock Option					
3	Sweat Equity					
4	Commission					
	as % of profit					
	others, specify					
5	Others, please specify					
	Total					

VII

PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty/Punishment/Compounding fees imposed	Authority (RD/NCLT /Court)	Appeal made-if any (give details)
A. COMPANY					
Penalty					
Punishment					
Compounding					
B. DIRECTORS					
Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty					
Punishment					
Compounding					

For & on Behalf of Board of Directors

Secur Industries Limited.

Hari Prakash Agrawal
(Chairman cum Director)
Din: 00421360

Ashutosh Agrawal
(Director)
Din: 00421089

Place: Ghaziabad

Date: 14.08.2017

ANNEXURE II**LOANS, GUARANTEE, INVESTMENT****Long Term borrowings (Unsecured Loan)**

Particulars	As on 31/03/2017	As on 31/03/2016
Long Term loans and advances		
- from Related Parties	NIL	61,82,518
- from others	17,51,181	17,51,181
Total	17,51,181	79,33,699

For & on Behalf of Board of Directors

Secur Industries Limited.

Hari Prakash Agrawal
(Chairman cum Director)
Din: 00421360

Ashutosh Agrawal
(Director)
Din: 00421089

Place: Ghaziabad

Date: 14.08.2017

ANNEXURE-III**Form No. AOC-2**

(Pursuant to clause (h) of sub-section (3) of section 134 of the Act and Rule 8(2) of the Companies (Accounts) Rules, 2014)

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

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

Out of the total Related Party transaction done during the financial year 2016-17. There were no contracts or arrangements or transaction with such parties which were not at arm's length basis.

2. Details of material contracts or arrangement or transactions at arm's length basis

No transaction under Section 188 has been undertaken hence there is no need to prepare form AOC-2

For & on Behalf of Board of Directors

Secur Industries Limited.

Hari Prakash Agrawal
(Chairman cum Director)

Din: 00421360

Ashutosh Agrawal
(Director)

Din: 00421089

Place: Ghaziabad

Date: 14.08.2017

Independent Auditors' Report

To The Members of Secur Industries Limited

Report On the Financial Statements

We have audited the accompanying financial statements of Secur Industries Limited ('the Company'), which comprise the balance sheet as at 31 March 2017, the statement of profit and loss and the cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

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

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 thereunder.

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

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

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at 31 March 2017 and its profit and its cash flows for the year ended on that date.

Report on other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 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 the paragraph 3 and 4 of the Order, to the extent applicable.
2. As required by Section 143 (3) of the Act, we report that:
 - (a) we have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) the balance sheet, the statement of profit and loss and the cash flow statement dealt with by this Report are in agreement with the books of account;
 - (d) in our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - (e) on the basis of the written representations received from the directors as on 31 March 2017 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2017 from being appointed as a director in terms of Section 164 (2) of the Act; and
 - (f) with respect to the adequacy of the internal financial controls over financial reporting of the Company and operating effectiveness of such controls, refer to our separate report in "Annexure B"; and
 - (g) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. the company has disclosed the impact of pending litigation on its financial position in its financial statements;
 - ii. the Company did not have any long term contracts including derivate contracts therefore question on commenting on any material foreseeable losses thereon does not arise ;
 - iii. there has not been any amount that required to be transferred to the Investor Education and Protection Fund by the Company therefore question of delay in transferring such sum does not arise.
 - iv. the Company has provided requisite disclosures in its financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8 November, 2016 to 30 December, 2016 and these are in accordance with the books of accounts maintained by the Company. Refer Note 1.20 to the financial statements.

for Shri Prakash Associates

Chartered Accountants

Regn. No. 006177C

(S. P. Agarwal)

Proprietor

M.No. 74896

Place : Ghaziabad

Date : 14/08/2017

ANNEXURE TO THE AUDIT REPORT TO THE SECUR INDUSTRIES LIMITED

The Annexure referred to in our Independent Auditors' Report to the members of the Company on the financial statements for the year ended 31 March 2017, we report that:

- (i) (a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) The Company has program of physical verification of its fixed assets which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Management has physically verified fixed assets during the year. There were no discrepancies noticed on such verification between the physical balances and fixed assets records.
- (c) There is no immovable property held in the name of the Company. Consequently this clause is not applicable.
- (ii) (a) The inventories of the Company represent shares held by the company in demat form. There are no physical certificates, the same has been verified by the management from Demat Account maintained by it.
- (b) In our opinion and according to the information and explanations given to us, the verification of inventories is being conducted at the reasonable intervals.
- (c) In our opinion and according to the information and explanation given to us, the Company is maintaining proper records of inventory. There is no discrepancies noticed on verification of inventory.
- (iii) As per the information and explanation given to us and on the basis of our examination of the records, the Company has not granted any loans, secured or unsecured to companies, firms, Limited Liability Partnership or other parties covered in the register maintained under section 189 of the Companies Act, 2013.
- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of section 185 and 186 of the Act, with respect to the loans and investments made.
- (v) The Company has not accepted any deposits from the public and consequently, the directives issued by the Reserve Bank of India & the provisions of Sections 73 to 76 of the Companies Act, 2013 and the rules framed there-under are not applicable.
- (vi) According to the information and explanations given to us, the Central Government has not prescribed the maintenance of cost records under sub-section (1) of Section 148 of the Companies Act, 2013.
- (vii) According to the information and explanations given to us and on the basis of our examination of the records of the company, amounts deducted / accrued in the books of account in respect of undisputed statutory dues including income tax have been regularly deposited during the year by the company with the appropriate authorities. As explained to us, the Company did not have any dues on account of employees' state insurance, provident fund, excise duty, sales tax, wealth tax, service tax, customs duty, value added tax & cess.

According to the information and explanations given to us, no undisputed amounts payable in respect of income tax and other material statutory dues were in arrears as at 31 March 2017 for a period of more than six months from the date they became payable.

- (b) According to the information and explanations given to us and the records of the Company examined by us, the particulars of dues of income tax, sales tax, custom duty, wealth tax, excise duty, service tax and cess, which have not been deposited on account of any dispute, are as follows: -

Name of the Statute	Nature of Dues	Forum where the dispute is pending	Amount (Rs.)
Central Excise Act, 1944	Excise Duty	CESTAT, DELHI	54,95,828

- (viii) The Company does not have any loans or borrowings from any financial institution, banks, government or debenture holders during the year. Accordingly, paragraph 3(viii) of the Order is not applicable.

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

for Shri Prakash Associates

Chartered Accountants

Regn. No. 006177C

(S. P. Agarwal)

Proprietor

M.No. 74896

Place : Ghaziabad

Date : 14/08/2017

Annexure - B to the Auditors' Report

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

We have audited the internal financial controls over financial reporting of **Secur Industries Limited** ("the Company") as of 31 March 2017 in conjunction with our audit of financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

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

for Shri Prakash Associates
Chartered Accountants
Regn. No. 006177C

(S. P. Agarwal)
Proprietor
M.No. 74896

Place : Ghaziabad

Date : 14/08/2017

BALANCE SHEET AS AT MARCH 31, 2017

	Sch. No.	As at 31.03.2017 ₹	As at 31.03.2016 ₹
EQUITY AND LIABILITIES			
Shareholders' funds			
Share Capital	2	12,372,929	6,190,412
Reserves and surplus	3	(47,530,811)	(44,954,501)
Non - current liabilities			
Long - term borrowings	4	1,751,181	7,933,699
Long Term Provisions	5	525,807	497,192
Current Liabilities			
Other Current Liabilities	6	1,618,847	377,774
Short Term Provisions	7	48,437,690	48,437,690
TOTAL		17,175,643	18,482,265
ASSETS			
Non - current assets			
Fixed assets			
Tangible assets	8	32,760	38,065
Non - current investments	9	1,000,000	1,000,000
Long Term Loan and Advances	10	228,464	1,404,000
Current assets			
Trade receivables	11	2,215,922	2,215,922
Current investments	9.1	10,370,332	8,411,193
Cash and Bank Balances	12	170,127	2,011,218
Short - term loans and advances	13	3,158,037	3,381,264
Other current assets	14	-	20,602
TOTAL		17,175,643	18,482,265

Significant Accounting Policies

1

Notes on Financial Statements

As per our report of even date attached.

Shri Prakash Associates
Chartered Accountants
Regn. No. 006177C

For and On Behalf of the Board

(S.P. Agarwal)
Proprietor
M.No. 74896

(H. P. Agrawal)
Chairman

(Ashutosh Agrawal)
Managing Director

Place: Ghaziabad
Dated: 14.08.2017

PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED MARCH 31, 2017

	Sch. No.	For the year ended 31.03.2017 ₹	For the year ended 31.03.2016 ₹
Revenue			
Revenue from operations	15	463,908	145,131
Other income	16	167,948	262,463
Total Revenue		631,856	407,594
Expenses			
Employee benefits expense	17	627,875	623,922
Depreciation	18	5,305	5,305
Other expenses	19	2,574,986	1,299,222
Total Expenses		3,208,166	1,928,449
Profit / (Loss) before tax		(2,576,310)	(1,520,855)
Tax Expense			
Income tax		-	-
Profit / (Loss) for the year		(2,576,310)	(1,520,855)
Earnings per equity share (par Value of Re. 1 each)	20		
Basic		(0.20)	(0.23)
Diluted		(0.20)	(0.23)
Significant Accounting Policies	1		
Notes on Financial Statements			

As per our report of even date attached.

Shri Prakash Associates
Chartered Accountants
Regn. No. 006177C

(S.P. Agarwal)
Proprietor
M.No. 74896

(H. P. Agrawal)
Chairman

For and On Behalf of the Board

(Ashutosh Agrawal)
Managing Director

Place: Ghaziabad
Dated: 14.08.2017

CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2017

	As at 31.03.2017 ₹	As at 31.03.2016 ₹
Cash Flow from Operating Activities		
Net Profit after tax	(2,576,310)	(1,520,855)
Adjustments:		
Depreciation / Amortization	5,305	5,305
Interest Received	(167,948)	(262,463)
Operating profit before changes in working capital	(2,738,953)	(1,778,013)
Decrease/ (increase) in trade & other receivables	20,602	4,785
Decrease/ (increase) in loan & advances	1,398,763	3,812,151
Decrease/ (increase) in Deferred Tax	-	-
Increase/(Decrease) in trade and other payables	1,269,688	82,735
Net Cash from Operating Activities (A)	(49,900)	2,121,658
Cash Flow from Investing Activities		
Purchase of Fixed Assets	-	-
Sale/Purchase of Investment	(1,959,139)	(2,488,714)
Net Cash used in Investing Activities (B)	(1,959,139)	(2,488,714)
Cash Flow from Financing Activities		
Proceeds from / (Repayments of Loans)	(6,182,518)	150,001
Increase in Capital	6,182,517	-
Interest /Dividend Received	167,948	262,463
Interest Paid	-	-
Net Cash from Financing Activities (C)	167,947	412,464
NET INCREASE/(DECREASE) IN CASH (A+B+C)	(1,841,091)	45,407
CASH AND CASH EQUIVALENTS(OPENING BALANCE)	2,011,218	1,965,811
CASH AND CASH EQUIVALENTS(CLOSING BALANCE)	170,127	2,011,218

As per our report of even date attached.

Shri Prakash Associates
Chartered Accountants
Regn. No. 006177C

For and On Behalf of the Board

(S.P. Agarwal)
Proprietor
M.No. 74896

(H. P. Agrawal)
Chairman

(Ashutosh Agrawal)
Managing Director

Place: Ghaziabad
Dated: 14.08.2017

SECUR INDUSTRIES LIMITED**Notes to Financial Statements for the year ended March 31 2016****Corporate information**

SECUR INDUSTRIES LIMITED (the Company) is a limited company domiciled in India and incorporated under the provisions of the Companies Act, 1956. The Company is having its registered office at Ghaziabad (UP). The Company was engaged in the business of Manufacturing of locks. Presently the company deals in shares and securities.

The company being an SSI Unit is exempt for reference to BIFR, but has been declared as a Sick Unit by The Director of Industries (U.P.).

1 Significant Accounting Policies**1.01 Basis of Preparation**

The financial statements of the company have been prepared in accordance with generally accepted accounting principles in India (Indian GAAP). The financial statements have been prepared to comply in all material respects with the accounting standards notified under the Companies (Accounting Standards) Rules, 2014, (as amended and as applicable from time to time) and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared on an accrual basis on Going Concern basis.

1.02 Presentation and disclosure of financial statements

The company has regrouped/ reclassified the previous year figures in accordance with the requirements applicable in the current year.

1.03 Use of Estimates

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent liabilities at the date of the financial statements and the results of operations during the reporting period. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates. Difference between the actual result and estimates are recognised in the period in which the results are known/ materialized.

1.04 Fixed Assets**Tangible Assets**

Fixed assets are stated at historical cost less accumulated depreciation. Historical cost comprises the purchase price (net of CENVAT / duty credits wherever applicable) and all direct costs attributable to bringing the asset to its working condition for intended use.

1.05 Depreciation

Depreciation on Fixed Assets are charged as per Schedule II of the Companies Act, 2013

1.06 Foreign Currency Transactions

No foreign currency transaction made during the year by the company, hence no comment.

1.07 Borrowing Costs

All other borrowing costs are expensed in the period they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

1.08 Revenue Recognition

Revenue is recognised on accrual basis.

Interest Income

Interest is recognized on a time proportion basis taking into account the amount outstanding and the rate applicable.

Dividend Income

Dividend is recognized when right to receive payment is established.

1.09 Inventories

Inventories are valued at the lower of cost, determined on FIFO basis, and net realizable value.

1.10 Investments

Long term investment are stated at cost. Current Investment are stated at cost or market value which ever is lower.

1.11 Employee Benefits

Expenses and liabilities in respect of employee benefits are recorded in accordance with Revised Accounting Standard 15 – 'Employee Benefits' notified by Companies (Accounting Standards) Rules, 2006, (as amended).

Provident Fund and ESI

The Provident Fund and ESI is not applicable to the company.

Gratuity

Provision on Gratuity is made on accrual basis. No provision is made for Leave Encashment as it is paid to the employees as and when it is due.

Other Short Term Benefits

Expenses in respect of other short term benefits are recognized on the basis of amount paid or payable for the period during which services are rendered by the employee.

1.12 Provisions, Contingent Liabilities and Contingent Assets

Provisions are made when the present obligation as a result of a past event gives rise to a probable outflow, embodying economic benefits on settlement, and the amount of obligation can be reliably estimated.

Contingent Liability is disclosed after careful evaluation of facts, uncertainties and possibility of reimbursement, unless the possibility of an outflow of resources embodying economic benefits is remote.

Provisions and Contingent Liabilities / Assets are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. However contingent assets are neither accounted for nor disclosed in Accounts.

Other Notes

1.13 No provision for taxation has been made as there is no taxable income as per the computation of the company under the Income tax Act, 1961.

1.14 No Provision has been made for penal interest demanded / or as per agreement for default in timely payment to finance companies as this amount is not ascertainable or accepted.

1.15 As the company has been declared sick unit no provision has been made for interest due on loans from banks / financial institutions.

1.16 Following contingent liabilities existed as at 31.03.17 on account of claim filed by the parties, though not acknowledged by the company:

(a) On account of court case filed by Uday Management Services (P) Limited against the company (Rs. 1.88 Lacs) (Previous Year Rs. 1.88 Lacs)

(b) Bank Guarantee of Rs. NIL (Previous Year Rs. 1 crores) for Shabro International Pte. Ltd.

1.17 The company had raised various debit notes on 26.12.95, 03.11.98 and 02.09.99 on Godrej & Boyce Mfg. Co. Ltd. for Rs. 1,45,81,556.16, Rs. 2,98,99,873.04 and Rs. 2,17,63,962.40 respectively aggregating to Rs. 6,62,45,401.60. However, no entries have been passed in books of accounts as the claim has not been acknowledged / accepted by the Godrej & Boyce Mfg. Co. Ltd.

The company had filed claim for recovery of Rs. 6,62,45,401.60 and interest thereon on Godrej & Boyce Manufacturing Co. Ltd. under the Interest on Delayed Payments to Small Scale and Ancillary Industrial Undertakings Act, 1993 with Industries Facilitation Council, Kanpur. The claim was awarded in favour of the company for Rs. 4,72,88,000/- alongwith interest thereon till the date of payment. Against the said award, Godrej filed appeal before Dist Court, Kanpur, which upheld the award vide order dated 28.07.2009. Against the Dist Court Order, Godrej filed appeal before Allahabad High Court which decided the case in favour of Godrej. Against the said order of Allahabad High Court, the Company filed appeal before Hon'ble Supreme Court, which is pending as on date. During the proceedings before Allahabad High Court, the Company has recovered a sum of Rs. 4,00,00,000/- from Godrej. As the matter has been decided against the Company by Allahabad High Court, therefore, during the pendency of appeal before Hon'ble Supreme Court the Company has made provision for the amount received.

- 1.18 Out of disputed Excise Duty aggregating to Rs. 84,37,690/-, the company has deposited 29,41,862/- and the matter is pending with CESTAT. CESTAT has granted stay of demand against unpaid disputed demand.

There were no disputed amounts in respect to Income-tax, Custom duty, Sales-tax and Wealth tax during the year.

1.19 Related Party Disclosures

- (a) Enterprises that directly or indirectly through one or more intermediaries, control or are controlled by or are under common control with the reporting enterprise (this includes holding companies, subsidiaries and fellow subsidiaries).

H.P. Agrawal & Co. P. Ltd.

- (b) Associates and Joint Venture Companies

None

- (c) Individuals owning directly or indirectly, an interest in the voting power of the reporting enterprise that gives them control or significant influence over the enterprise, and relatives of any such individual.

H. P. Agrawal

- (d) Key Management Personnel and their relatives

Mr. H.P. Agrawal (Chairman)

Mr. Ashutosh Agrawal (Managing Director)

Mrs. Bandana Agrawal (wife of Managing Director)

Mrs. Utpal Agrawal (Wife of Chairman)

- (e) Enterprises over which any person described in (c) or (d) is able to exercise significant influence.

H. P. Agrawal & Co. P. Ltd.

- (f) The following transactions were carried out with the related parties in the ordinary course of business:

(Amount in Rs.)

Nature of Transaction	As at 31 March 2017	As At 31 March 2016
Amount of transaction during the year with persons referred to in (d) above		
Loan taken by company	800,000	150,00
Repayment of the loan	800,000	-
Amount payable as on 31.03.2017 with persons referred to in (d) above	-	6,182,517

1.20 CASH TRANSACTED DURING THE PERIOD 08.11.2016 TO 30.12.2016 :

	Amount
Closing cash in hand as on 08.11.2016	33,038.91
(+) Amount received	NIL
(-) Amount Paid	NIL
(-) Amount deposited in Banks	28,500.00
Closing cash in hand as on 30.12.2016	4,538.91

1.21 Segment Information

The company's principal business activity falls within a single primary business segment. Hence "Segment Reporting", under AS-17 is not applicable.

1.22 Capital Commitments

- As per the information available with the management and as certified by them, there is no outstanding Capital Commitment as on 31st March, 2017. (Pr. Yr. NIL)
- There are no hedged and unhedged foreign currency exposures at end of the financial year.

1.23 Details of dues to Micro, Small & Medium Enterprises as defined under the MSMED Act, 2006

Based on information so far available with the company in respect of MSMED Act (as defined in The Micro, Small and Medium Enterprises Development Act, 2006) there are no payment dues to such enterprises during the year and there are no dues payable at the year end. Further, no interest has been paid / payable to such enterprises.

1.24 Balance under advances, trade receivables, payables, staff and unsecured loans from financial companies are subject to confirmation / reconciliation.

1.25 In the opinion of the Management, trade receivables are doubtful of recovery. However, no provision for doubtful has been made.

1.26 No deferred tax asset has been created as there is no virtual certainty about the future profits.

1.27 Impairment of Assets

In accordance with the provisions of Accounting Standard on impairment of Assets (AS-28), the management has made assessment of assets in use & considering the business prospects related thereto, no provision is considered necessary in these accounts on account of impairment of assets.

Inventories, loans & advances, trade receivables and other current / non-current assets are reviewed annually and in the opinion of the Management do not have a value on realization in the ordinary course of business, less than the amount at which they are stated in the Balance Sheet

As per our report of even date attached.

Shri Prakash Associates
Chartered Accountants
Regn. No. 006177C

For and On Behalf of the Board

(S.P. Agarwal)
Proprietor
M.No. 74896

(H. P. Agrawal)
Chairman

(Ashutosh Agrawal)
Managing Director

Place: Ghaziabad
Dated: 14.08.2017

2 Share Capital

Particulars	As at 31 March 2017		As at 31 March 2016	
	Number	Amount (₹)	Number	Amount (₹)
Authorised				
4,80,00,000 Equity shares of Re. 1 each (Previous year 4,80,00,000 Equity shares of Re.1 each)	48,000,000	48,000,000	48,000,000	48,000,000
20,000 11% Redeemable Cumulative Preference shares of Rs. 100/- each (Previous year 20,000 Redeemable Cumulative Preference shares of Rs. 100/- each)	20,000	2,000,000	20,000	2,000,000
Issued, Subscribed & Fully Paid up 12660429 (Previous Year 6477912) Equity Shares of Re. 1/- each	12,660,429	12,372,929	6,477,912	6,190,412

2.1 Reconciliation of no. of shares outstanding at the beginning and at the end of the reporting period

Opening	6,477,912	6,477,912	6,477,912	6,477,912
Additions	6,182,517	6,182,517	-	-
Deductions	-	-	-	-
Less : Calls in arrear by others		(287,500)		(287,500)
Closing	12,660,429	12,372,929	6,477,912	6,190,412

2.2 Detail of shares held by shareholders holding more than 5% of the aggregate shares in the company

Name of Shareholder	As at 31 March 2017		As at 31 March 2016	
	No. of Shares Held	% of Holding	No. of Shares held	% of Holding
Equity Shares				
Ashutosh Agrawal (HUF)	3,610,000	29%	450,000	7%
H. P. Agrawal & Co. P. Ltd.	1,154,605	9%	1,154,605	18%
HPAgrawal	3,110,118	25%	562,601	9%

2.3 Right and restrictions attached to shares are as under :

Company has only one class of equity shares having a par value of ₹ 1/-. Each holder of equity shares is entitled to one vote per share.

The company has not declared any dividend for the year.

3 Reserve and Surplus

Particulars	As at 31 March 2017	As at 31 March 2016
Surplus /(deficit) in Statement of Profit & Loss		
Opening balance	(44,954,501)	(43,433,647)
(+) Net Profit/(Net Loss) For the current year	(2,576,310)	(1,520,855)
Closing Balance	(47,530,811)	(44,954,501)

4 Long Term Borrowings

The requisite particulars in respect of unsecured borrowings are as under:

Particulars	As at 31 March 2017	As at 31 March 2016
Loans and Advances		
- From Related Parties	-	6,182,518
- From Others	1,751,181	1,751,181
Total	1,751,181	7,933,699

Particulars of security / guarantees /terms of repayment / default

Maximum Balance outstanding of other unsecured borrowings at any time during the year being ₹ 79,33,699/- (previous year ₹ 79,33,699/-). The loan being continuing since long, but is repayable on demand.

5 Long Term Provisions

Particulars	As at 31 March 2017	As at 31 March 2016
Provision for Employees Benefits :		
- Gratuity	525,807	497,192
Total	525,807	497,192

6 Other Current Liabilities

Particulars	As at 31 March 2017	As at 31 March 2016
Expenses & other Payable	1,608,655	320,001
Salary and Wages Payable	-	40,200
Statutory dues payable	10,192	17,573
Total	1,618,847	377,774

7. Short Term Provisions

Particulars	As at 31 March 2017	As at 31 March 2016
Other Provisions : (refer note 1.18)		
- Excise Duty Provisions	8,437,690	8,437,690
- Other Dues	40,000,000	40,000,000
Total	48,437,690	48,437,690

8 Tangible Assets

Particulars	Gross Carrying Value				Depreciation				Net Carrying Value	
	Balance as at 1 April 2016	Additions	Deletions/ Adjustments	Balance as at 31 March 2017	Balance as at 1 April 2016	Depreciation for the period	Deletions/ Adjustments	Balance as at 31 March 2017	Balance as at 31 March 2017	Balance as at 31 March 2016
Computers	25,300	-	-	25,300	24,520	-	-	24,520	780	780
Vehicles	55,839	-	-	55,839	18,554	5,305	-	23,859	31,980	37,285
Total	81,139	-	-	81,139	43,074	5,305	-	48,379	32,760	38,065
Previous Year	81,139	-	-	81,139	37,769	5,305	-	43,074	38,065	43,370

Note 1 : The remaining useful life of the computers owned by the Company as on 01.04.2015 is NIL considering the useful lives defined in Part-C, Schedule II of the Companies Act, 2013. Therefore, depreciation on Computers has not been charged for the year ended 31.03.2016. Moreover, the value of computers as on 01.04.15 is less than 5% of the total cost of computers, therefore, the residual value has been retained and no adjustment has been made out of retained earnings of the Company (in accordance with Notes 7 of Schedule II of Companies Act, 2013).

Note 2 : Depreciation has been calculated with in accordance with provisions of Schedule II of the Companies Act, 2013 after considering a residual value of 5% of the cost of the assets.

9 Non Current Investments

Particulars	As at 31 March, 2017		As at 31 March, 2016	
	Number	Amount (₹)	Number	Amount (₹)
Unquoted Investment (Non-Trade, At Cost)				
Investment in Equity instruments of Sampark Entertainment Pvt Ltd				
10,000/- equity shares of Face value of Rs. 10/- each	10,000	1,000,000	10,000	1,000,000
Total	10,000	1,000,000	10,000	1,000,000

9.1 Current Investments

Particulars	As at 31 March, 2017		As at 31 March, 2016	
	Number	Amount (₹)	Number	Amount (₹)
Investment (Quoted, Trade, At Cost or Mkt Value which ever is lower)				
Investment in Equity instruments of				
ALKALI	1,000	81,124	-	-
ASIAN PAINTS LTD	350	335,734	-	-
ASNSAL PROPERTIES LTD	25,000	421,176	-	-
BAJAJ HIND LTD	-	-	5,000	94,047
BANK OF INDIA	-	-	500	121,325
CIPLA LTD.	-	-	1,000	639,080
DHANLAKSHMI BANK	5,000	152,576	-	-
GLOBAL OFFSHORE LTD	3,000	176,335	-	-
GUJARAT NRE	50,000	187,750	-	-
ICICI BANK	-	-	1,250	386,943
INFORAMA IND LTD	5,150	180,112	-	-
ITC LTD	-	-	1,000	313,657
JAI CORPORATION	2,935	210,204	-	-
JAIPRAK ASSOCIATES	40,000	580,769	112,000	2,528,950
JAIPRAKASH POWER VENTURES	220,500	2,270,364	288,000	2,663,401
JAYPEE INFRASTRUCTURE LTD	5,000	46,275	-	-
KANSAI NERO	900	321,062	-	-
NCC LTD	-	-	1,000	83,792
PUNJ LLOYD	26,627	763,798	25,000	722,859
RELIANCE CAPITAL LTD	-	-	500	214,073
RELIANCE INDUSTRIAL INFRASTRUCTURE	2,000	888,421	-	-
RENUKA SUGAR	-	-	5,000	64,282
SATINN CREDIT NET LTD	399	246,988	-	-
STATE BANK OF INDIA	-	-	500	143,815
SUNDRAM FINANCE	200	276,138	-	-
TCS LTD	500	1,206,352	-	-
UGAR SUGAR W	2,000	63,031	-	-
UNITECH LTD	107,000	772,527	54,000	434,970
ZEE NEWS	5,000	189,595	-	-
Investment in Mutual Funds of:				
Franklin India Ultrashort Fund	-	1,000,000	-	-
Total	502,561	10,370,332	494,750	8,411,193

(market value of Quoted Investment (Equity) as on 31.03.2017 is Rs. 76,22,995.60)

10 Long Term Loan and Advances

Particulars	As at 31 March 2017	As at 31 March 2016
Unsecured, considered good unless stated otherwise		
Security Deposit	24,000	24,000
Loans & Advances	204,464	1,380,000
Total	228,464	1,404,000

11 Trade Receivables

Particulars	As at 31 March 2017	As at 31 March 2016
Unsecured, considered good unless stated otherwise		
Trade receivables outstanding for a period more than six months from the date they are due for payment	-	-
Unsecured, considered doubtful	2,215,922	2,215,922
Total	2,215,922	2,215,922

12 Cash and Bank Balances

Particulars	As at 31 March 2017	As at 31 March 2016
Cash & Cash Equivalents		
Cash in hand	6,684	30,904
Balances with banks :		
- Current Account	163,443	380,315
Other Bank Balances:		
- Fixed Deposit		1,600,000
Total	170,127	2,011,218

12.1

Particulars	As at 31 March 2017			As at 31 March 2016		
	Total	Kept as security	Free from any lien	Total	Kept as security	Free from any lien
FDR Balances with Bank						
- Upto 3 months maturity from date of acquisition	-	-	-	-	-	-
- Upto 12 months maturity from date of acquisition	-	-	-	-	-	-
- Maturity more than 12 months but within one year from the reporting date	-	-	-	1,600,000	-	1,600,000
Shown as Current Assets	-	-	-	1,600,000	-	1,600,000
- Maturity more than 12 months but after one year from 12 months from the reporting date	-	-	-	-	-	-
Shown as Non-current Assets	-	-	-	-	-	-
Total	-	-	-	1,600,000	-	1,600,000

13 Short Term Loans and Advances

Particulars	As at 31 March 2017	As at 31 March 2016
Unsecured, considered good unless stated otherwise		
Balances with statutory authority	3,158,037	3,166,698
Advances Recoverable in cash or in kind	-	214,566
Loan & Advances to employees	-	-
Total	3,158,037	3,381,264

14 Other Current Assets

Particulars	As at 31 March 2016	As at 31 March 2015
Unsecured, considered good unless stated otherwise		
Interest Accrued	-	20,602
Total	-	20,602

15.

Particulars	Period Ended March 31, 2017	Period Ended March 31, 2016
Revenue from Operations		
Other Operating Income	463,908	145,131
Total	46,3908	145,131

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Particulars	Period Ended March 31, 2016	Period Ended March 31, 2015
Other Income		
Interest Income from bank deposit and others	133,292	262,463
Dividend Income	21,050	-
Other Income	13,606	-
Total	167,948	262,463

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Particulars	Period Ended March 31, 2017	Period Ended March 31, 2016
Employee Benefits Expense		
Salaries and Wages	614,615	601,392
Staff Welfare Expenses	13,260	22,530
Total	627,872	623,922

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Particulars	Period Ended March 31, 2017	Period Ended March 31, 2016
Depreciation		
Depreciation	5,305	5,305
Total	5,305	5,305

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Particulars	Period Ended March 31, 2017	Period Ended March 31, 2016
Other Expenses		
Power and Fuel	51,340	69,748
Communication expenses	16,824	18,336
Repairs & maintenance-others	71,562	20,655
Share Transfer Expenses	36,594	55,767
Rent	79,380	79,230
Advertisement and Business Promotion	33,755	6,506
Travelling & Conveyance	34,286	21,037
Printing & Stationery	165,176	147,905
Legal & Professional Expenses	1,118,121	232,667
Postage & Courier	779,775	389,789
Payment to Auditors	25,000	29,000
Fee & Subscription	15,669	6,111
Bank Charges	636	1,860
AGM Expenses	66,600	104,500
Miscellaneous Expenses	80,268	116,112
Total	2,574,986	1,299,222

19.1

Particulars	Period Ended March 31, 2017	Period Ended March 31, 2016
Payment to Auditor		
As Auditor:		
Audit fee	25,000	22,000
Certification Fee		4,000
Total	25,000	29,000

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Particulars	Period Ended March 31, 2017	Period Ended March 31, 2016
Earnings per Equity Share		
Net Profit/(Loss) after tax	(2,576,310)	(1,520,855)
Net Profit/(Loss) after tax available for equity shareholders (Rs.)	(2,576,310)	(1,520,855)
Weighted average number of equity share		
For Basic EPS	6,477,912	For Diluted EPS
	-	6,477,912
Nominal Value of shares	1	1
Earning per share (EPS) (In Rupees)		
Basic	(0.20)	(0.23)
Diluted	(0.20)	(0.23)

Form No. MGT-11**Proxy Form**

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

CIN : L74120UP1989PLC019383
 Name of Company : Secur Industries Limited
 Registered Office : 545, Kirtan Wali Gali, Choti Bazaria, Ghaziabad-201301

Name of the Member(s)	
Registered Address	
Email ID	
Folio No./Client ID	

I/We, being the member(s) holding shares of the above named company, hereby appoint

- Name :
 Address :
 Email ID :
 Signature : , or failing him/her
- Name :
 Address :
 Email ID :
 Signature : , or failing him/her
- Name :
 Address :
 Email ID :
 Signature :

as my/ our proxy to attend and vote for me/ us on my/ our behalf at the 28th Annual General Meeting of the company to be held at Bhajgovindam Banquet, Volga Place, Vasant Road, Ghaziabad - 121001 (U.P.) on the 27th day of September, 2017 at 10 A.M. and/ or at any adjournment thereof in respect of such resolutions as are indicated below:

S.N.	Resolution(s)	Option Please mention no. of shares)		
		No. of Shares	For	Against
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2017, together with the Reports of the Directors and Auditors thereon.			
2	To consider appointment of a Director in place of Ms. Bandana Agrawal, who retires by rotation and being eligible, offers herself for re-appointment			
3.	To appoint M/s Rajendra K. Agarwal & Co. as the Auditor of the Company and to fix their remuneration			

Signed this _____ day of _____ 2017

Signature _____

Address _____

Notes :

This form, in order to be effective, should be duly stamped, completed, signed and deposited at the registered office of the Company, not less than 48 hours before the Annual General Meeting i.e., to reach on or before 25th day of September, 2017 at 10:00 A.M.

ATTENDANCE SLIP

(To be handed over at the entrance of the meeting hall)

SECUR INDUSTRIES LIMITED

CIN: L74120UP1989PLC019383

28th Annual General Meeting– 27th September, 2017

Full name of the member(s) attending _____

(In block capitals)

Registered Folio no. / DP ID no. / Client ID no. : _____

No. of shares held: _____

Name of Proxy: _____

(To be filled in, if the proxy attends instead of the member)

I hereby record my presence at the 28th Annual General Meeting of Secur Industries Limited at Bhajgovindam Banquet, Volga Place, Vasant Road, Ghaziabad-201001 (U.P.) on 27th day of September, 2017 at 10:00 A.M.

(Member's /Proxy's Signature)

Notes:

- 1) Members are requested to bring their copies of the Annual Report to the meeting, since further copies will not be available.
- 2) The Proxy, to be effective should be deposited at the Registered Office of the Company not less than FORTY EIGHT HOURS before the commencement of the meeting.
- 3) A Proxy need not be a member of the Company.
- 4) In the case of joint holders, the vote of the senior who tenders a vote, whether in person or by Proxy, shall be accepted to the exclusion of the vote of the other joint holders. Seniority shall be determined by the order in which the names stand in the Register of Members.
- 5) The submission by a member of this form of proxy will not preclude such member from attending in person and voting at the meeting.

FORM No. MGT-12**POLLING PAPER****SECUR INDUSTRIES LIMITED****CIN: L74120UP1989PLC019383**

Serial No. :

1. Name (s) of Shareholder(s) / Beneficial Owner :
Including joint-holders, if any
2. Registered Address of the Sole / :
First named Shareholder
3. Registered Folio No. / Client ID No.:
4. No. of Shares held:
5. I / we hereby exercise my / our vote in respect of the Ordinary Resolution / s to be passed through Postal Ballot for the business stated in the Notice of the Company by sending my / our assent / dissent to the said Resolution/s by placing Tick (v) mark at the appropriate box below:

S.No.	Ordinary Resolution	I / We assent the Resolution	I / We dissent the Resolution
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2017, together with the Reports of the Directors and Auditors thereon.		
2.	To consider appointment of a Director in place of Ms. Bandana Agrawal, who retires by rotation and being eligible, offers herself for re-appointment		
3.	To appoint M/s Rajendra K. Agarwal & Co. as the Auditor of the Company and to fix their remuneration		

Place :

Signature of the Shareholder /Beneficial Owner

Date:

MAP FOR AGM VENUE

Name of the Company: Secur Industries Limited

Date of AGM: 27th September, 2017

Place of AGM: Bhajgovindam Banquet, Volga Place, Vasant Road, Ghaziabad-201001 (U.P.)

Nearest Landmark- Police Chowki, Sihani Gate, Richalpuri, Naya Ganj, Ghaziabad, Uttar Pradesh-201001.

