

# **SECUR INDUSTRIES LIMITED**

**TWENTY NINTH ANNUAL REPORT  
2017-2018**

# 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

### STATUTORY AUDITORS

RAJENDRA K AGARWAL & COMPANY  
CHARTERED ACCOUNTANTS, GHAZIABAD (U.P.)

### BANKERS

BANK OF INDIA

### REGISTERED OFFICE

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

### WEBSITE

[www.securindustriesltd.in](http://www.securindustriesltd.in)

### EMAIL

[agar@bol.net.in](mailto:agar@bol.net.in)

### CONTACT NO.

011-23262982

### REGISTRAR & TRANSFER AGENT

BEETAL FINANCIAL & COMPUTER SERVICES PRIVATE LTD.,  
99, MADANGIR, NEW DELHI-110062

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**NOTICE**

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NOTICE IS HEREBY GIVEN THAT THE TWENTY NINTH ANNUAL GENERAL MEETING OF THE MEMBERS OF SECUR INDUSTRIES LIMITED WILL BE HELD AT BHAIJGOVINDAM BANQUET, VOLGA PLACE, VASANT ROAD, GHAZIABAD-201001 (U.P.) ON FRIDAY, 20TH DAY OF JULY, 2018 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, 2018, together with the Reports of the Directors and Auditors thereon.
2. To consider appointment of a Director in place of Mr. Ashutosh Agrawal, who retires by rotation and being eligible, offers himself for re-appointment.

To appoint a Director in place of Mr. Ashutosh Agrawal (DIN : **00421089**) , who retire by rotation and being eligible, offers himself 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 Mr. Ashutosh Agrawal, as Director of the Company, liable to retire by rotation.”

3. To ratify the appointment of Auditors and to fix their remuneration and in this connection 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, 141 & 142 and other applicable provisions of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules 2014, including any amendment, modification, variation or re-enactment thereof for the time being in force, consent of members of the Company be and is hereby accorded to ratify the appointment of M/s Rajendra K Agarwal & Co, Chartered Accountants, Ghaziabad having Registration No. 0020049C, as Auditors of the Company from the conclusion of this Annual General Meeting of the Company till the conclusion of Thirty Third Annual General Meeting of the Company.”

**RESOLVED FURTHER THAT** Board be and is hereby authorised to fix the remuneration of Statutory Auditors of the Company as recommended by the Audit Committee in consultation with the Statutory Auditors, in addition to certification & miscellaneous expenses and reimbursement of out of pocket expenses.”

**SPECIAL BUSINESS:**

4. To consider and, if thought fit, to pass with or without modification, the following Resolution as Special Resolution for issue of equity shares through preferential allotment/ private placement:

**“RESOLVED THAT** pursuant to the provisions of Section 42 and 62(1)(c), and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014 and the Companies (Prospectus and Allotment of Securities) Rules, 2014 (collectively, the “CA 2013”) and other applicable provisions, if any, of the Companies Act, 2013 as amended from time to time or any other law for the time being in force (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force), consent of members of the Company be and is hereby accorded to offer for subscription, and to issue and allot 30,50,000 (Thirty Lakh Fifty Thousand) Equity Shares of INR 1/- (Rupee One Only) on preferential allotment/private placement basis at a price of Re. 1/- per equity share in one or more tranches on such terms and conditions as may be fixed and determined by the Board prior to the issue and offer thereof:

Name & occupation of Allottee	Number of shares to be allotted	Address of Allottee
Name: Hari Prakash Agrawal Occupation: Professional	10,00,000	2103, Tower-I, Eldeco Utopia, Sector-93A, Noida (UP)
Name: Utpal Agrawal Occupation: House Wife	5,00,000	2103, Tower-I, Eldeco Utopia, Sector-93A, Noida (UP)
Name: HP Agrawal HUF Occupation: NA	15,00,000	4/8, Asaf Ali Road, New Delhi-110002
Name : Anand Bharti Occupation : Service	50,000	A-2/78B, Lawrance Road, Delhi-110035
Total	30,50,000	

**“RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolution, the Board of Directors of the Company, be and is hereby authorized to do all such acts, deeds, matters and things as it may, at its discretion deem necessary or desirable with power to settle any question, difficulty or doubt that may arise in regard to such issue and / or allotment.”

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

**Hari Prakash Agrawal  
(Chairman & Director)  
DIN: 00421360**

Place: Ghaziabad

Date: 12.06.2018

**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 MEMBERS NOT EXCEEDING AND HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHTS MAY APPOINT A SINGLE PERSON AS PROXY AND SUCH PERSON SHALL NOT ACT AS A PROXY FOR ANY OTHER PERSON OR MEMBER. 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. A Statement pursuant to Section 102(1) of the Companies Act, 2013 ("the Act"), relating to the Special Business to be transacted at the Meeting is annexed hereto.
6. The Register of Members and Share Transfer Books shall remain closed from 13th July, 2018 to 20th July, 2018 (both days inclusive).
7. 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.
8. Members are requested to notify the company their change of address, if any, to Registered Office of the Company.
9. Members are requested to bring their attendance slip and copy of the Annual Report with them at the Annual General Meeting.
10. All correspondence relating to shares may be addressed to the registered office of the company.
11. 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.
12. 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.
13. 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.
14. Members may kindly note that no 'Gifts' will be distributed at the Annual General Meeting.
15. 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. 19.
16. 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.
17. 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.
18. The Route map and landmark venue of the AGM is enclosed.
- 19. 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 13th July, 2018.
- h) Remote e-voting facility will be available during the following period:

Commencement of remote e-voting	Tuesday, 17th July, 2018, 9:00 a.m.
End of remote e-voting	Thursday, 19th July, 2018, 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.in**. The results shall simultaneously be communicated to the concerned authorities.

**The instructions for e-voting are as under:**

- 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.
- The shareholders should log on to the e-voting website <https://www.evoting.nsdl.com>.
- Click on Shareholder – Login
- Put User ID and password as initial password/PIN noted in step (1) above. Click Login.
- 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.
- Home page of remote e-voting opens. Click on remote e-voting: Active Voting Cycles.
- Select "EVEN" of 'Secur Industries Limited'.
- 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.
- 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](http://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 authorized to vote, to the scrutinizer through email to [service@vvanda.com](mailto:service@vvanda.com) with copy marked to [evoting@nsdl.co.in](mailto: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](http://www.evotingindia.com) under help section or write an email to [evoting@nsdl.com.com](mailto:evoting@nsdl.com.com).
- xii. The Results shall be declared on the date of AGM of the Company i.e. 20th July, 2018. The Results declared along with the Scrutinizer's Report shall be placed on the Company's website [www.securindustriesltd.in](http://www.securindustriesltd.in) 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 copies of the following documents are open for inspection at the registered office of the Company between 11.00 am and 1.00 pm on any working day except Saturdays and Sundays and company holidays:

1. Copy of the Board Resolution
2. Notice of the AGM with Explanatory
3. Memorandum and Articles of Association of the Company
4. Balance Sheet as on 31st March, 2018 along with Profit & Loss Account and Auditors' Report thereon of the Company.

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**Explanatory Statement u/s 102 of the Companies Act, 2013**

The following explanatory statement sets out all material facts relating to the Special Business set out in the accompanying notice of the Annual General Meeting of the Members of Secur Industries Limited to be held on Friday, 20.07.2018 at 10:00 A.M. at Bhajgovindam Banquet, Volga Place, Vasant Road, Ghaziabad-201001.

**ITEM NO. 4**

The Board of Directors has decided to infuse more working capital in order to manage the affairs of the Company in more efficient manner. The Company is constantly inclined towards expansion in order to maximize shareholder's wealth. Apart from constraints of working capital requirement, liquidity shall be maintained in order to meet future contingencies in wake of changing external environment and in order to combat competition.

Considering the capital requirement of the Company, the Board has decided to seek shareholder's approval to issue and allot 30,50,000 (Thirty Lakh Fifty Thousand) Equity Shares of INR 1/- (Rupee One Only) at Rs. 1/- (Rs. One Only) in one or more tranches each to such person and on such terms and conditions as may be fixed and determined by the Board of Directors of the Company.

Approval of the members by way of special resolution is required inter alia in terms of Sections 42 and 62 (1) (c) of the Companies Act, 2013, the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014 (collectively, the "CA 2013").

The equity shares proposed to be issued shall rank Pari-Passu with the existing equity shares of a company.

None of the Directors or relatives of directors are interested in the resolution otherwise than as members.

Your Directors therefore, recommend the resolution to be passed as Special Resolution.

The following disclosures are pursuant to the requirement of Rule 13 (2) (d) of Companies (Share Capital and Debentures) Rules, 2014:



Objects of the issue	To infuse more working capital in order to manage the affairs of the Company in more efficient manner.
Total No. of Equity Shares to be issued	30,50,000 (Thirty Lakh Fifty Thousand Only)
The price at which Allotment is proposed	Rs. 1/- per equity share
Basis on which price has been arrived at along with report of registered valuer	Valuation Report obtained from Fast Track Finsec Private Limited B 502, B Wing, Stateman House, 147, Barakhamba Road, Delhi-110001 dated 11.06.2018
Relevant date with reference to which the price has been arrived at	12th June, 2018
The class or classes of persons to whom the allotment is proposed to be made	Individuals and HUF
Intention of Promoters, directors or KMP's to subscribe to the offer	Except Mr. Hari Prakash Agrawal, Director of the Company who will subscribe to the Equity Shares in the preferential issue, none of the other promoters and directors or key managerial personnel of the Company intend to apply/ subscribe to any of the Equity Shares
The proposed time within which the allotment shall be completed	12 months from the date of passing of special resolution
The names of the proposed allottees and the percentage of post preferential offer capital that may be held by them	<p>Proposed Allottee:</p> <p>Mr. Hari Prakash Agrawal : 10,00,000 shares  Mrs. Utpal Agrawal : 5,00,000 shares  HP Agrawal HUF : 15,00,000 shares  Mr. Anand Bharti : 50,000 shares</p> <p>Post Percentage:</p> <p>Mr. Hari Prakash Agrawal - 27.20%  Mr. Utpal Agrawal - 3.24%  HP Agrawal HUF - 12.45%  Anand Bharti - 0.64%</p>
The change in control, if any, in the company that would occur consequent to preferential offer	N.A.
Justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer	N.A.

Pre and post allotment shareholding pattern:					
Sr. No.	Category	Pre-Issue (as on 31.05.2018)		Post-Issue	
		No. of Shares held	% of Shareholding	No. of Shares held	% of Shareholding
A	<b>Promoters' holding</b>				
1	Indian:				
	Individual	7902421	62.42	10952421	69.71
	<b>Bodies Corporate</b>	1154605	9.12	1154605	7.35
	<b>Sub-Total</b>	9057026	71.54	12107026	77.06
2	Foreign Promoters	-	-	-	-
	<b>Sub-Total (A)</b>	<b>9057026</b>	<b>71.54</b>	<b>12107026</b>	<b>77.06</b>
B	<b>Non-Promoters' holding:</b>				
1	Institutional Investors				
2	Non-Institutions:				
	Private Corporate Bodies	141400	1.12	141400	0.90
	Indian Public	3462003	27.34	3462003	22.04
	Others (Including NRIs)				
	<b>Sub-Total (B)</b>	3603403	28.46	3603403	22.94
	<b>GRAND TOTAL</b>	<b>12660429</b>	<b>100%</b>	<b>15710429</b>	<b>100%</b>

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

Hari Prakash Agrawal  
(Chairman & Director)  
DIN: 00421360

Place: Ghaziabad

Date: 12.06.2018

**DIRECTORS' REPORT**

To,

**THE SHAREHOLDER(S),**

Your Directors have pleasure in presenting the 29th Annual Report together with the audited statement of accounts of the Company for the financial year ended 31st March, 2018..

**1. FINANCIAL RESULTS**

Sl. No.	PARTICULARS	CURRENT YEAR (2017-18)	PREVIOUS YEAR (2016 -17)
1.	Sales and other income	78,96,775	6,31,856
2.	Profit before Depreciation	44,27,878	(25,71,310)
3.	Depreciation	5,305	5,305
4.	Profit after Depreciation but before Taxation	44,22,573	(25,76,310)
5.	Provision for Taxation	NIL	NIL
6.	Profit after Depreciation and Taxation	44,22,573	(25,76,310)
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	44,22,573	(25,76,310)

**2 RESULTS OF OPERATIONS & STATE OF COMPANY'S AFFAIRS**

The Company recorded a turnover of ₹ 78,96,775 during the year as against ₹ 6,31,856 in the previous year and the Company has earned a profit after tax of ₹ 44,22,573 as compared to the loss of ₹ 25,76,310 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. SHARE CAPITAL**

The Authorized Share Capital of the Company is ₹ 5,00,00,000/- divided into 4,80,00,000 Equity Shares of ₹ 1/- each and 20,000 11% Redeemable Cumulative Preference Shares of ₹ 100/- each. During the year under review, there was no change in the Company's issued, subscribed and paid-up equity share capital. On March 31, 2018, the paid-up capital stood at ₹ 1,23,72,929/- divided into 1,26,60,429 Equity Shares of ₹ 1/- each less calls in arrears of ₹ 2,87,500/-.

**5. 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.

**6. 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.

**7. 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 available at [www.securindustriesltd.in](http://www.securindustriesltd.in).

**8. NUMBER OF MEETING OF BOARD OF DIRECTORS**

During the year the Board met 6 (six) times to deliberate on various matters. The Meetings were held as on 15.06.2017, 14.08.2017, 25.09.2017, 12.12.2017, 04.02.2018 & 25.03.2018. 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	6	5
Hari Prakash Agrawal	6	6
Shilpa Agarwalla	6	5
Bandana Agrawal*	3	3
Ashutosh Agrawal	6	5

*\*Ms. Bandana Agrawal resigned from the Board of the Company w.e.f. 04.12.2017*

**9. 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, 2018, 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.

**10. 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.

**11. 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 (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

5 (five) meetings of the Audit committee were held during the year. The dates on which the said meetings were held: 15.06.2017, 14.08.2017, 25.09.2017, 12.12.2017 & 25.03.2018

NAMES OF DIRECTORS	No. of Meeting held	No. of meetings attended
Anil Kumar Aggarwal	5	4
Hari Prakash Agrawal	5	5
Shilpa Agarwalla	5	5

#### 12. SHAREHOLDERS' /INVESTORS' GRIEVANCE COMMITTEE (STAKEHOLDER RELATIONSHIP COMMITTEE)

The Board of Directors of the Company has constituted Shareholders/ Investors Grievance Committee (Stakeholder Relationship Committee) consisting of 3 (Three) members Mrs. Shilpa Agarwalla (Independent Director), Mr. Hari Prakash Agrawal (Director) & Mr. Anil Kumar Aggarwal (Independent Director). Mr Anil Kumar Aggarwal is the Chairman of the above said Committee.

7 (seven) meetings of share transfer committee meetings were held during the financial year 2017-2018. The dates on which such meetings were held are 18.05.2017, 30.06.2017, 20.07.2017, 18.10.2017, 09.11.2017, 09.01.2018 and 08.02.2018.

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

#### 13. 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 behavior, 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 Bharti at email: agar@bol.net.in and at contact No. 9899211949. Whistle Blower Policy is uploaded on the website of the Company i.e. at www.securindustriesltd.in.

#### 14. 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:

- Criteria for nomination as Director, Key Managerial Personnel and Independence of a Director:
- Criteria for determining Remuneration of Directors, Key Managerial Personnel and Senior Management Other Employees of the Company.
- 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   |

5 (five) meetings of the Nomination & Remuneration Committee were held during the year. The dates on which the said meetings were held: 15.06.2017, 14.08.2017, 25.09.2017, 12.12.2017 & 25.03.2018

NAMES OF DIRECTORS	No. of Meeting held	No. of meetings attended
Anil Kumar Aggarwal	5	4
Ashutosh Agrawal	5	5
Shilpa Agarwalla	5	5

Nomination & Remuneration Policy is uploaded on the website of the Company i.e. at [www.securindustriesltd.in](http://www.securindustriesltd.in)

#### 15. REMUNERATION OF DIRECTORS

The Company has not given Remuneration to any Director of the Company in this financial year. Therefore Disclosure under Section 197(12) of the Companies Act 2013 is not required to be given.

#### 16. 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)**.

#### 17. 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).

#### 18. 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.

#### 19. 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.

#### 20. 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.

#### 21. CORPORATE SOCIAL RESPONSIBILITY

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

#### 22. DIRECTORS AND KEY MANAGERIAL PERSONNEL

Ms. Bandana Agrawal resigned from the Company w.e.f 04.12.2017.

**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. | Mr. Anil Kumar Aggarwal  | Independent Director |

#### 23. BOARD EVALUATION

Pursuant to the provisions of Section 134 (3) of the Companies Act, 2013 and the rules made thereunder, the Board was required to carry out the Annual Performance Evaluation of the Board of Directors, its Committees and individual Directors.

Accordingly, the Board has carried out the annual evaluation of the Board as a whole, Directors individually and the following Committees of the Board of Directors.

- i) Audit Committee;
- ii) Nomination and Remuneration Committee; and

The performance of the Board of Directors and its Committees were evaluated on various parameters such as structure, composition, experience, performance of specific duties and obligations, quality of decision making and overall effectiveness.

The performance of individual Directors was evaluated on parameters, such as meeting attendance, participation and contribution and independent judgement.

The Board members noted from time to time the suggestions/ inputs of Independent Directors, Nomination Committee and Audit Committee and also discussed various initiatives to further improve the Board effectiveness.

In a separate meeting of Independent Directors held on 12.03.2018, performance of non-independent directors, performance of the Board as a whole and performance of the Chairman was evaluated.

#### **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**

Shareholders of the Company has appointed M/s Rajendra K. Agarwal & Co. on 27.09.2017 for a term of 5 years i.e. from the conclusion of Twenty Eight Annual General Meeting upto the conclusion of Thirty Third Annual General Meeting at a remuneration as may be decided by the Board of Directors from time to time.

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. MATERIAL CHANGES AND COMMITMENTS**

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year of the Company to which the financial statements relates and date of this report.

#### **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. 2017-18.

**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 ₹ 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 ₹ 4 Crores, which amount was received by the Company.

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 ₹ 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 shown the amount received under the head Short Term Provision.

**31. LISTING/DE-LISTING**

The company was referred to Dissemination Board as per SEBI's circular dated 30.05.2012 for exit policy of derecognized/ non-operational stock exchanges.

Bombay Stock Exchange vide its Notice No. 20171226-37 dated 26.12.2017 removed the name of the Company from Exclusively Listed Companies from Dissemination Board of BSE.

**32. 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.

**33. 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 & Director)**

**Din: 00421360**

**Ashutosh Agrawal**

**(Director)**

**Din: 00421089**

Place: Ghaziabad

Date: 12.06.2018



**ANNEXURES TO DIRECTOR REPORT****ANNEXURE I****LOANS, GUARANTEE, INVESTMENT****Long Term borrowings (Unsecured Loan)**

Particulars	As on 31/03/2018	As on 31/03/2017
Long Term loans and advances		
- from Related Parties	NIL	NIL
- from others	17,51,181	17,51,181
<b>Total</b>	<b>17,51,181</b>	<b>17,51,181</b>

**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: 12.06.2018

**ANNEXURE II****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 2017-18. 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: 12.06.2018

## 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 2018, the statement of profit and loss and the cash flow statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

#### Management's Responsibility for the 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 2018 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 2018 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2018 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.

for Rajendra K Agarwal & Company

Chartered Accountants

Regn. No. 0020049C

(Rajendra K Agarwal)

Proprietor

M No 072074

Place : Ghaziabad

Date : 12.06.2018

**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 2018, 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 2018 for a period of more than six months from the date they became payable.
- (b) According to the information and explanations given to us and the records of the Company examined by us, there is no 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.
- (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 Rajendra K Agarwal & Company

Chartered Accountants

Regn. No. 0020049C

(Rajendra K Agarwal)

Proprietor

M No 072074

Place : Ghaziabad

Date : 12.06.2018

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**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 2018 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 2018, based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

for Rajendra K Agarwal & Company

Chartered Accountants

Regn. No. 0020049C

(Rajendra K Agarwal)

Proprietor

M No 072074

Place : Ghaziabad

Date : 12.06.2018

**BALANCE SHEET AS AT MARCH 31, 2018**

	Sch. No.	As at 31.03.2018 ₹	As at 31.03.2017 ₹
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders' funds</b>			
Share Capital	2	12,372,929	12,372,929
Reserves and surplus	3	(43,108,238)	(47,530,811)
<b>Non - current liabilities</b>			
Long - term borrowings	4	1,751,181	1,751,181
Long Term Provisions	5	543,462	525,807
<b>Current Liabilities</b>			
Other Current Liabilities	6	1,455,125	1,618,847
Short Term Provisions	7	40,000,000	48,437,690
<b>TOTAL</b>		<b>13,014,459</b>	<b>17,175,643</b>
<b>ASSETS</b>			
<b>Non - current assets</b>			
Fixed assets			
Tangible assets	8	27,455	32,760
Non - current investments	9	1,000,000	1,000,000
Long Term Loan and Advances	10	224,000	228,464
<b>Current assets</b>			
Trade receivables	11	2,215,922	2,215,922
Current investments	9.1	2,500,000	1,000,000
Inventories		6,786,233	9,370,332
Cash and Bank Balances	12	194,673	170,127
Short - term loans and advances	13	66,175	3,158,037
Other current assets		-	-
<b>TOTAL</b>		<b>13,014,459</b>	<b>17,175,643</b>
Significant Accounting Policies	1		
Notes on Financial Statements			

As per our report of even date attached.

Rajendra K Agarwal & Company  
Chartered Accountants  
Regn. No. 0020049C

(Rajendra K Agarwal)  
Proprietor  
M.No. 072074

For and On Behalf of the Board

(H. P. Agrawal)  
Chairman

(Ashutosh Agrawal)  
Managing Director

Place: Ghaziabad  
Dated: 12.06.2018



**PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED MARCH 31, 2018**

	Sch. No.	For the year ended 31.03.2018 ₹	For the year ended 31.03.2017 ₹
<b>Revenue</b>			
Revenue from operations	14	(552,519)	463,908
Other income	15	8,449,295	167,948
Total Revenue		7,896,775	631,856
<b>Expenses</b>			
Employee benefits expense	16	847,380	627,875
Depreciation	8	5,305	5,305
Other expenses	17	2,621,517	2,574,986
Total Expenses		3,474,202	3,208,166
<b>Profit / (Loss) before tax</b>		4,422,573	(2,576,310)
<b>Tax Expense</b>			
Income tax		-	-
Profit / (Loss) for the year		4,422,573	(2,576,310)
Earnings per equity share (par Value of Re. 1 each)	18		
Basic		0.35	(0.20)
Diluted		0.35	(0.20)
Significant Accounting Policies Notes on Financial Statements	1		

As per our report of even date attached.

Rajendra K Agarwal & Company  
Chartered Accountants  
Regn. No. 0020049C

(Rajendra K Agarwal)  
Proprietor  
M.No. 072074

For and On Behalf of the Board

(H. P. Agrawal)  
Chairman

(Ashutosh Agrawal)  
Managing Director

Place: Ghaziabad  
Dated: 12.06.2018

**CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2018**

	As at 31.03.2018 ₹	As at 31.03.2017 ₹
<b>Cash Flow from Operating Activities</b>		
Net Profit after tax	4,422,573	(2,576,310)
Adjustments:		
Depreciation / Amortization	5,305	5,305
Interest/Dividend Received	(56,105)	(167,948)
<b>Operating profit before changes in working capital</b>	<b>4,371,774</b>	<b>(2,738,953)</b>
Decrease/ (increase) in trade & other receiveables	-	20,602
Decrease/ (increase) in loan & advances	3,096,326	1,398,763
Decrease/ (increase) in Deffered Tax	-	-
Increase/(Decrease) in trade and other payables	(8,583,757)	1,269,688
<b>Net Cash from Operating Activities (A)</b>	<b>(1,115,658)</b>	<b>(49,900)</b>
<b>Cash Flow from Investing Activities</b>		
Purchase of Fixed Assets	-	-
Sale/Purchase of Investment/Shares	1,084,099	(1,959,139)
<b>Net Cash used in Investing Activities (B)</b>	<b>1,084,099</b>	<b>(1,959,139)</b>
<b>Cash Flow from Financing Activities</b>		
Proceeds from / (Repayments of Loans)	-	(6,182,518)
Increase in Capital	-	6,182,517
Interest /Dividend Received	56,105	167,948
Interest Paid	-	-
<b>Net Cash from Financing Activities (C)</b>	<b>56,105</b>	<b>167,947</b>
<b>NET INCREASE/(DECREASE) IN CASH (A+B+C)</b>	<b>24,546</b>	<b>(1,841,091)</b>
<b>CASH AND CASH EQUIVALENTS (OPENING BALANCE)</b>	<b>170,127</b>	<b>2,011,218</b>
<b>CASH AND CASH EQUIVALENTS (CLOSING BALANCE)</b>	<b>194,673</b>	<b>170,127</b>

As per our report of even date attached.

Rajendra K Agarwal & Company  
Chartered Accountants  
Regn. No. 0020049C

(Rajendra K Agarwal)  
Proprietor  
M.No. 072074

For and On Behalf of the Board

(H. P. Agrawal)  
Chairman

(Ashutosh Agrawal)  
Managing Director

Place: Ghaziabad  
Dated: 12.06.2018

**SECUR INDUSTRIES LIMITED****Notes to Financial Statements for the year ended March 31 2018****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**

Investments are stated at cost.

**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** Bombay Stock Exchange vide its Notice No. 20171226-37 dated 26.12.2017 removed the name of the Company from Exclusively Listed Companies from Dissemination Board of BSE. Therefore, IND-AS is not applicable to the Company.

**1.14** 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.

**1.15** 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.

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

**1.17** Following contingent liabilities existed as at 31.03.18 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 (₹ 1.88 Lacs) (Previous Year ₹ 1.88 Lacs)

**1.18** 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 ₹ 1,45,81,556.16, ₹ 2,98,99,873.04 and ₹ 2,17,63,962.40 respectively aggregating to ₹ 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 ₹ 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 ₹ 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 ₹ 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 shown the amount received under the head Short Term Provisions.

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

#### 1.20 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 2018	As at 31 March 2017
Amount of transaction during the year with persons referred to in (d) above		
Loan taken by company	160,000	800,000
Repayment of the loan	160,000	800,000
Amount payable as on 31.03.2018 with persons referred to in (d) above	-	-

#### 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, 2018. (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. Investment of ₹ 10 Lakh into Unquoted Equity Shares of Sampark Entertainment Pvt Ltd is shown at cost as fair market value as on 31.03.2018 is not ascertainable.

**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.

**1.28** 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.

Rajendra K Agarwal & Company  
Chartered Accountants  
Regn. No. 0020049C

(Rajendra K Agarwal)  
Proprietor  
M.No. 072074

For and On Behalf of the Board

(H. P. Agrawal)  
Chairman

(Ashutosh Agrawal)  
Managing Director

Place: Ghaziabad  
Dated: 12.06.2018

**2 Share Capital**

Particulars	As at 31 March 2018		As at 31 March 2017	
	Number	Amount (₹)	Number	Amount (₹)
<b>Authorised</b>				
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
<b>Issued, Subscribed &amp; Fully Paid up</b>				
12660429 (Previous Year 12660429) Equity Shares of Re.1/- each	12,660,429	12,372,929	12,660,429	12,372,929

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

Opening	12,660,429	12,660,429	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	12,660,429	12,372,929

**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 2018		As at 31 March 2017	
	No. of Shares Held	% of Holding	No. of Shares held	% of Holding
<b>Equity Shares</b>				
Ashutosh Agrawal (HUF)	3,610,000	29%	3,610,000	29%
H. P. Agrawal & Co. P. Ltd.	1,154,605	9%	1,154,605	9%
HP Agrawal	3,260,118	26%	3,110,118	25%

**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 2018	As at 31 March 2017
<b>Surplus/(deficit) in Statement of Profit &amp; Loss</b>		
Opening Balance	(47,530,811)	(44,954,501)
(+) Net Profit/(Net Loss) For the current year	4,422,573	(2,576,310)
Closing Balance	(43,108,238)	(47,530,811)

**4 Long Term Borrowings**

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

Particulars	As at 31 March 2018	As at 31 March 2017
<b>Loans and Advances</b>		
- From Others	1,751,181	1,751,181
<b>Total</b>	<b>1,751,181</b>	<b>1,751,181</b>

**Particulars of security / guarantees / terms of repayment / default**

Maximum Balance outstanding of other unsecured borrowings at any time during the year being ₹ 1,751,181/- (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 2018	As at 31 March 2017
Provision for Employees Benefits :		
- Gratuity	543,462	525,807
<b>Total</b>	<b>543,462</b>	<b>525,807</b>

**6 Other Current Liabilities**

Particulars	As at 31 March 2018	As at 31 March 2017
Expenses & other Payable	1,356,189	1,608,655
Salary and Wages Payable	57,600	-
Statutory dues payable	41,336	10,192
<b>Total</b>	<b>1,455,125</b>	<b>1,618,847</b>



## 7. Short Term Provisions

Particulars	As at 31 March 2018	As at 31 March 2017
Other Provisions : ( refer note 1.18)		
- Excise Duty Provisions	-	8,437,690
- Other Dues	40,000,000	40,000,000
<b>Total</b>	<b>40,000,000</b>	<b>48,437,690</b>

## 8 Tangible Assets

Particulars	Gross Carrying Value				Depreciation				Net Carrying Value	
	Balance as at 1 April 2017	Additions	Deletions/ Adjustments	Balance as at 31 March 2018	Balance as at 1 April 2017	Depreciation for the period	Deletions/ Adjustments	Balance as at 31 March 2018	Balance as at 31 March 2018	Balance as at 31 March 2017
Computers	25,300	-	-	25,300	24,520	-	-	24,520	780	780
Vehicles	55,839	-	-	55,839	23,859	5,305	-	29,164	26,675	31,980
<b>Total</b>	<b>81,139</b>	<b>-</b>	<b>-</b>	<b>81,139</b>	<b>48,379</b>	<b>5,305</b>	<b>-</b>	<b>53,684</b>	<b>27,455</b>	<b>32,760</b>
Previous Year	81,139	-	-	81,139	43,074	5,305	-	48,379	32,760	38,065

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 since 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, 2018		As at 31 March, 2017	
	Number	Amount (₹)	Number	Amount (₹)
<b>Unquoted Investment (Non-Trade, At Cost)</b>				
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
<b>Total</b>	<b>10,000</b>	<b>1,000,000</b>	<b>10,000</b>	<b>1,000,000</b>

## 9.1 Current Investments

Particulars	As at 31 March, 2018		As at 31 March, 2017	
	Amount (₹) Cost	Amount (₹) NRV	Number	Amount (₹)
<b>Investment in Mutual Funds of :</b>				
Franklin India Ultrashort Fund	2,500,000	2,506,556	-	1,000,000
<b>Total</b>	<b>2,500,000</b>	<b>2,506,556</b>	<b>-</b>	<b>1,000,000</b>

## 10 Long Term Loan and Advances

Particulars	As at 31 March 2018	As at 31 March 2017
<b>Unsecured, considered good unless stated otherwise</b>		
Security Deposit	24,000	24,000
Loans & Advances	200,000	204,464
<b>Total</b>	<b>224,000</b>	<b>228,464</b>

## 11 Trade Receivables

Particulars	As at 31 March 2018	As at 31 March 2017
<b>Unsecured, considered good unless stated otherwise</b>		
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
<b>Total</b>	<b>2,215,922</b>	<b>2,215,922</b>

## 12 Cash and Bank Balances

Particulars	As at 31 March 2018	As at 31 March 2017
<b>Cash &amp; Cash Equivalents</b>		
Cash in hand	25,562	6,684
Balances with banks :		
- Current Account	169,111	163,443
<b>Total</b>	<b>194,673</b>	<b>170,127</b>

## 13 Short Term Loans and Advances

Particulars	As at 31 March 2018	As at 31 March 2017
<b>Unsecured, considered good unless stated otherwise</b>		
Balances with statutory authority	66,175	3,158,037
<b>Total</b>	<b>66,175</b>	<b>3,158,037</b>

## 14

Particulars	Period Ended March 31, 2018	Period Ended March 31, 2017
<b>Revenue from Operations</b>		
Opening Stock	9,370,333	8,411,194
Purchase during the year	27,647,916	21,168,978
Sale During the Year	29,824,938	19,071,797
Closing Stock	6,786,233	9,370,333
Profit on F&O Transactions	(145,441)	1,601,951
<b>Total</b>	<b>(552,519)</b>	<b>463,908</b>

## 15

Particulars	Period Ended March 31, 2018	Period Ended March 31, 2017
<b>Other Income</b>		
Interest Income from bank deposit and others	-	133,292
Dividend Income	30,540	21,050
Gain/Loss from Mutual Fund Investment	25,565	-
Provision written Back	8,393,190	-
Other Income	-	13,606
<b>Total</b>	<b>8,449,295</b>	<b>167,948</b>

## 16

Particulars	Period Ended March 31, 2018	Period Ended March 31, 2017
<b>Employee Benefits Expense</b>		
Salaries and Wages	802,255	614,615
Staff Welfare Expenses	45,125	13,260
<b>Total</b>	<b>847,380</b>	<b>627,875</b>

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Particulars	Period Ended March 31, 2018	Period Ended March 31, 2017
<b>Other Expenses</b>		
Power and Fuel	52,119	51,340
Communication expenses	16,241	16,824
Repairs & maintenance-others	34,030	71,562
Share Transfer Expenses	38,001	36,594
Rent	79,680	79,380
Advertisement and Business Promotion	22,302	33,755
Travelling & Conveyance	141,572	34,286
Printing & Stationery	208,748	165,176
Legal & Professional Expenses	1,182,967	1,118,121
Postage & Courier	588,930	779,775
Payment to Auditors	29,500	25,000
Interest on TDS	150	-
Excise Duty & Penalty	55,000	-
Fee & Subscription	1,200	15,669
Bank Charges	1,374	636
AGM Expenses	86,548	66,600
Miscellaneous Expenses	83,155	80,268
<b>Total</b>	<b>2,621,517</b>	<b>2,574,986</b>

17.1

Particulars	Period Ended March 31, 2018	Period Ended March 31, 2017
<b>Payment to Auditor</b>		
As Auditor:		
Audit fee	29,500	25,000
<b>Total</b>	<b>29,500</b>	<b>25,000</b>

18

Particulars	Period Ended March 31, 2018	Period Ended March 31, 2017
<b>Earnings per Equity Share</b>		
Net Profit/(Loss) after tax	4,422,573	(2,576,310)
Net Profit/(Loss) after tax available for equity shareholders (Rs.)	4,422,573	(2,576,310)
Weighted average number of equity share		
For Basic EPS	12,660,429	12,660,429
For Diluted EPS	12,660,429	12,660,429
Nominal Value of shares	1	1
Earning per share (EPS) (In Rupees)		
<b>Basic</b>	0.35	(0.20)
<b>Diluted</b>	0.35	(0.20)

**ATTENDANCE SLIP**

**SECUR INDUSTRIES LIMITED**

CIN: U74120UP1989PLC019383

Regd. Office: 545, Kirtan Wali Gali Choti Bazaria,

Near Anmol Studio, Ghaziabad, UP-201001

Website: [www.securindustriesltd.in](http://www.securindustriesltd.in)

Tel: +91 011-23262982

**29th Annual General Meeting– 20th July, 2018**

I, We hereby accord my/our presence at the 29th Annual General Meeting of the Company at Bhajgovindam Banquet, Volga Place, Vasant Road, Ghaziabad-201001 (U.P.) on Friday, 20th day of July, 2018 at 10:00A.M.

.....	.....	.....
Member Folio No	Member's/ Proxy Name in Capital Letters	Members/ Proxy Signature

**Note:**

Please complete the Folio No. and name, sign the attendance slip and handover at the attendance verification counter at the meeting hall.

## Proxy Form

## SECUR INDUSTRIES LIMITED

CIN: U74120UP1989PLC019383

Regd. Office: 545, Kirtan Wali Gali Choti Bazaria,

Near Anmol Studio, Ghaziabad, UP-201001

Website: www.securindustriesltd.in

Tel: +91 011-23262982

I, We being the member(s) of ..... Equity Shares of the above named company appoint:

Name: ..... Address .....

Email ID ..... Signature.....or falling him;

Name: ..... Address .....

Email ID ..... Signature.....

As my/ our proxy to attend and vote (on a poll) for me/ us and on my/ our behalf at the 29th Annual General Meeting of the Company at Bhajgovindam Banquet, Volga Place, Vasant Road, Ghaziabad-201001 (U.P.) on Friday, 20th day of July, 2018 at 10:00 A.M. and at any adjournment thereof in respect of such resolutions as are indicated below:

S.N.	Resolution(s)		NST
1.	Adoption of audited financial statements of the Company for the financial year 2017-18		
2.	Reappointment of Mr. Ashutosh Agrawal, Director retiring by rotation		
3.	Ratification of appointment of M/s Rajendra K Agarwal & Co, Chartered Accountants as statutory auditors of the Company		
4.	Issue of Equity Shares through preferential allotment/ private placement		

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2018

Signature of Shareholder \_\_\_\_\_

Signature of Proxy holder \_\_\_\_\_

## Notes :

- This form of Proxy in order to be effective should be duly completed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the Meeting.
- The resolutions, explanatory statements and notes please refer to the Notice of 29th Annual General Meeting.
- Complete all details including details of member(s) in the above box before submission.

## MAP FOR AGM VENUE

**Name of the Company:** Secur Industries Limited

**Date of AGM:** 20th July, 2018

**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.

