

# SECUR INDUSTRIES LIMITED

**THIRTIETH ANNUAL REPORT  
2018-2019**

# 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

## CONTENTS

Notice	1
Directors' Report	8
Annexures to Directors' Report	14
ANNEXURE I - Loans, Guarantee, Investment	14
ANNEXURE - II - Form No. AOC-2	14
Independent Auditors' Report	15
Balance Sheet	20
Profit & Loss Account	21
Cash Flow Statement	22
Schedules forming part of the Balance Sheet & Profit & Loss Account	23
Attendance Slip	34
Proxy Form	35
Map for AGM	37

## NOTICE

**NOTICE IS HEREBY GIVEN THAT THE THIRTIETH ANNUAL GENERAL MEETING OF THE SECUR INDUSTRIES LIMITED WILL BE HELD AT BHAJGOVINDAM BANQUET, VASANT ROAD, GHAZIABAD- 201001 (U.P) ON SATURDAY, 28TH DAY OF SEPTEMBER, 2019 AT 11:00 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, 2019, together with the Reports of the Directors and Auditors thereon.
2. To consider appointment of a Director in place of Mr. Hari Prakash Agrawal, who retires by rotation and being eligible, offers himself for re-appointment.

To appoint a Director in place of Mr. Hari Prakash Agrawal (DIN: **00421360**), 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. Hari Prakash Agrawal, as Director of the Company, liable to retire by rotation."

**SPECIAL BUSINESS:**

3. 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 35,00,000 (Thirty Five Lakh) 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: Vijay Kumar Gupta Occupation: Professional	15,00,000	88, Poorvi Marg, Vasant Vihar, Delhi
Name: Hari Prakash Agrawal Occupation: Professional	10,00,000	2103, Tower-1, Eldeco Utpoia, Sector-93A, NOIDA
Name: Utpal Agrawal Occupation: Housewife	10,00,000	2103, Tower-1, Eldeco Utpoia, Sector-93A, NOIDA
<b>Total</b>	35,00,000	

**“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**

Date: 24.08.2019

Place: Ghaziabad

**NOTES:**

1. A MEMBERS ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT THE PROXY 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 THE MEMBERS NOT EXCEEDING AND HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHT. A MEMBER HOLDING MORE THAN TEN PERCENT OF THE TOTAL SHARE CAPITAL OF THE COMPANY CARRYING VOTING RIGHT 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 26th September, 2019 to 28th September, 2019 (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 24th September, 2019.
- h) Remote e-voting facility will be available during the following period:

Commencement of remote e-voting	Wednesday, 25th September, 2019, 9:00 a.m.
End of remote e-voting	Friday, 27th September, 2019, 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](http://www.securindustriesltd.in). The results shall simultaneously be communicated to the concerned authorities.

**The instruction 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 shareholder.
- xii) 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.
- xiii) 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).
- xiv) 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](mailto:evoting@nsdl.com).

- xv) The Results shall be declared on the date of AGM of the Company i.e. 28th September, 2019. 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.
- xvi) 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:
- Copy of the Board Resolution
  - Notice of the AGM with Explanatory
  - Memorandum and Articles of Association of the Company
  - Balance Sheet as on 31st March, 2019 along with Profit & Loss Account and Auditors' Report thereon of the Company.

#### **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 Saturday, 28.09.2019 at 11:00 A.M. at Bhajgovindam Banquet, Volga Place, Vasant Road, Ghaziabad-201001.

#### **ITEM NO. 3**

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 35,00,000 (Thirty Five Lakh) 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 "CA2013").

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	35,00,000 (Thirty Five Lakh)
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 19.08.2019

Relevant date with reference to which the price has been arrived at	31st July, 2019
The class or classes of persons to whom the allotment is proposed to be made	Individuals
Intention of Promoters, directors or KMP's to subscribe to the offer	Except Mr. Hari Prakash Agrawal, Director of the Company, 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	Proposed Allottee: Vijay Kumar Gupta : 15,00,000, Hari Prakash Agrawal : 10,00,000 Utpal Agrawal : 10,00,000 Post Percentage: Vijay Kumar Gupta : 8.59%, Hari Prakash Agrawal : 27.25% Utpal Agrawal : 7.85%
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 31.07.2019)		Post-Issue	
		No. of Shares held	% of Shareholding	No. of Shares held	% of Shareholding
A	<b>Promoters' holding</b>				
1	Indian:				
	Individual	10952421	69.71	14452421	75.23
	<b>Bodies Corporate</b>	1154605	7.35	1154605	7.35
	<b>Sub-Total</b>	12107026	77.06	15607026	81.24
2	Foreign Promoters	-	-	-	-
	<b>Sub-Total (A)</b>	<b>12107026</b>	<b>77.06</b>	<b>15607026</b>	<b>81.24</b>

B	<b>Non- Promoters' holding:</b>				
1	Institutional Investors				
2	Non-Institutions:				
	Private Corporate Bodies	141400	0.90	141400	0.74
	Indian Public	3462003	22.04	3462003	18.02
	Others (Including NRIs)				
	<b>Sub-Total (B)</b>	3603403	22.94	3603403	18.76
	<b>GRAND TOTAL</b>	<b>15710429</b>	<b>100%</b>	<b>19210429</b>	<b>100%</b>

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

Hari Prakash Agrawal  
(Chairman & Director)  
DIN: 00421360

Date: 24.08.2019

Place: Ghaziabad

## DIRECTORS' REPORT

To,

**THE SHAREHOLDER(S),**

Your Directors have pleasure in presenting the 30th Annual Report together with the audited statement of accounts of the Company for the financial year ended 31st March, 2019.

### 1. FINANCIAL RESULTS

Sl. No.	PARTICULARS	CURRENT YEAR (2018-19)	PREVIOUS YEAR (2018 -17)
1.	Sales and other income	3,39,690	78,96,776
2.	Profit before Depreciation	(27,07,748)	44,27,879
3.	Depreciation	5,305	5,305
4.	Profit after Depreciation but before Taxation	(27,02,443)	44,22,574
5.	Provision for Taxation	NIL	NIL
6.	Profit after Depreciation and Taxation	(27,02,443)	44,22,574
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	(27,02,443)	44,22,574

### 2. RESULTS OF OPERATIONS & STATE OF COMPANY'S AFFAIRS

The Company recorded a turnover of Rs. 3,39,690 during the year as against Rs. 78,96,776 in the previous year and the Company has earned a loss after tax of Rs. 27,02,443 as compared to the Profit of Rs. 44,22,574 in the previous financial year. The management of the Company is putting their best efforts to improve the performance of the Company.

#### CHANGE IN THE NATURE OF BUSINESS:

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

### 3. SHARE CAPITAL

The Authorized Share Capital of the Company is Rs. 5,00,00,000/- divided into 4,80,00,000 Equity Shares of Rs. 1/- each and 20,000 11% Redeemable Cumulative Preference Shares of Rs. 100/- each. During the year under review, the Company has allotted 30,50,000 Equity Share of Rs. 1 each. The Company's issued, subscribed and paid-up equity share capital on March 31, 2019 is Rs. 1,54,22,929 divided into 1,57,10,429 Equity Shares of Rs. 1/- each less calls in arrears of Rs. 2,87,500/-.

### 4. 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.

### 5. 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.

**6. NUMBER OF MEETING OF BOARD OF DIRECTORS**

During the year the Board met 4 (four) times to deliberate on various matters. The Meetings were held as on 12.06.2018, 04.09.2018, 28.12.2018, 18.03.2019. The maximum interval between any two meetings did not exceed 120 days.

NAME OF DIRECTOR	No. of Board Meeting held	No. of Meetings Attended
Anil Kumar Aggarwal	4	4
Hari Prakash Agrawal	4	4
Shilpa Agarwalla	4	4
Ashutosh Agrawal	4	4

**7. 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, 2019, 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.

**8. 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.

**9. 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**

4 (four) meetings of the Audit committee were held during the year. The dates on which the said meetings were held: 12.06.2018, 04.09.2018, 28.12.2018, 18.03.2019.

NAME OF DIRECTOR	No. of Board Meeting held	No. of Meetings Attended
Anil Kumar Aggarwal	4	4
Hari Prakash Agrawal	4	4
Shilpa Agarwalla	4	4

**10. SHAREHOLDERS'/INVESTORS' GRIEVANCE COMMITTEE (STAKEHOLDER RELATIONSHIP COMMITTEES)**

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.

4 (four) meetings of share transfer committee meetings were held during the financial year 2018-2019. The dates on which such meetings were held are 12.06.2018, 04.09.2018, 28.12.2018, 18.03.2019.

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

**11. 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. Hari Prakash Agrawal 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](http://www.securindustriesltd.in).

**12. 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

4 (four) meetings of the Nomination & Remuneration Committee were held during the year. The dates on which the said meetings were held: 12.06.2018, 04.09.2018, 28.12.2018, 18.03.2019.

<b>Names of Directors</b>	<b>No. of Meeting held</b>	<b>No. of meetings attended</b>
Anil Kumar Aggarwal	4	4
Ashutosh Agrawal	4	4
Shilpa Agarwalla	4	4

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

### **13. 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.

### **14. 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 I).

### **15. 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 II).

### **16. 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.

### **17. 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.

### **18. 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.

### **19. 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.

### **20. DIRECTORS AND KEY MANAGERIAL PERSONNEL**

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 |

**21. BOARD EVALUATION**

Pursuant to the provisions of Section 134 (3) of the Companies Act, 2013 and the rules made there under, 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 judgment.

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 15.03.2019 performance of non-independent directors, performance of the Board as a whole and performance of the Chairman was evaluated.

**22. 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.

**23. 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.

**24. SECRETARIAL AUDITOR REPORT**

The Secretarial Audit is not Applicable on such company as per the section 204(1) of the Companies Act 2013 read with rule 9 of the Companies (Appointment and remuneration of managerial Personnel) Rules, 2014.

**25. 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.

**26. 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.

**27. 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.

**28. 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. 2018-19.

**29. ORDER OF COURT/TRIBUNAL/REGULATOR**

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 shown the amount received under the head Short Term Provisions. As directed by Hon'ble Supreme Court of India, the Company has deposited Rs. 1,00,00,000/- (out of Rs. 4,00,00,000/- received from Godrej) with Supreme Court of India.

**30. 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.

**31. 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**

Date: 24.08.2019

Place: Ghaziabad

## ANNEXURES TO DIRECTOR REPORT

## ANNEXURE I

## LOANS, GUARANTEE, INVESTMENT

## Long Term borrowings (Unsecured Loan)

Particulars	As on 31/03/2019	As on 31/03/2018
Long Term loans and advances		
- from Related Parties	14,00,000	-
- from others	17,51,181	17,51,181
<b>Total</b>	<b>31,51,181</b>	<b>17,51,181</b>

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

Hari Prakash Agrawal  
(Chairman & Director)  
DIN: 00421360

Date: 24.08.2019

Place: Ghaziabad

## 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 2018-19. 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 & Director)  
DIN: 00421360

Date: 24.08.2019

Place: Ghaziabad

## **Independent Auditors' Report**

**To The Members of Secur Industries Limited**

**Report on the Audit of the financial Statements**

### **Opinion**

We have audited the financial statements of Secur Industries Limited ("the Company"), which comprise the Balance Sheet as at 31st March, 2019, and the Statement of Profit and Loss and Statement of Cash Flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

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 Companies Act, 2013 ("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 2019, its profit and its cash flows for the year ended on that date.

### **Basis for Opinion**

We conducted our audit in accordance with the Standards on Auditing (SAs) specified under Section 143(10) of the Act. Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the Rules there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **Key Audit Matters**

Key Audit Matters are not applicable to the company as it is an unlisted company.

### **Other Information**

The company's Board of Directors are responsible for the other information. The other information comprises the information included in the Company's annual report, but does not include the financial statements and our auditors' report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### **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.

In preparing the financial statements, management and Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Boards of Directors are also responsible for overseeing the Company's financial reporting process

#### **Auditor's Responsibilities for the Audit of the Financial Statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
- We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

#### **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 2019 taken on record by the Board of Directors, none of the directors is disqualified as on 31 March 2019 from being appointed as a director in terms of Section 164 (2) of the Act; and
- (f) Since the Company's turnover as per last audited financial statements is less than Rs.50 Crores and its borrowings from banks and financial institutions at any time during the year is less than Rs.25 Crores, the Company is exempted from getting an audit opinion with respect to the adequacy of the internal financial controls over financial reporting of the company and the operating effectiveness of such controls vide notification dated June 13, 2017; and
- (g) The company has not paid any remuneration to its Director therefore, matter to be included in the Auditor's Report under section 197(6) is not applicable to the Company.
- (h) with respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
  - i. the company does not have any pending litigation which would impact its financial position in its financial statement;
  - ii. the Company did not have any long term contracts including derivative 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

UDIN : 19072074AAAAAA7351

Place : Ghaziabad

Date : 24.08.2019

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

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 2019, 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 2019 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 except the following :

Name of the Statute	Nature of Dues	Amount Demanded	Amount Paid	Period to which amount relates	Forum where dispute is pending
Ministry of Corporate Affairs	Penalty	1,00,000	NIL	F.Y. 2018-19	Company Law Tribunal

- (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 made preferential allotment/private placement of equity shares during the year and in respect of which the company has complied with the requirement of section 42 of the Companies Act, 2013 and the amount raised have been used for the purposes for which the funds were raised.
- (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

UDIN : 19072074AAAAAA7351

Place : Ghaziabad

Date : 24.08.2019

**BALANCE SHEET AS AT MARCH 31, 2019**

	Sch. No.	As at 31.03.2019 ₹	As at 31.03.2018 ₹
<b>EQUITY AND LIABILITIES</b>			
<b>Shareholders' funds</b>			
Share Capital	2	15,422,929	12,372,929.00
Reserves and surplus	3	(45,810,681)	(43,108,238.00)
<b>Non - current liabilities</b>			
Long - term borrowings	4	3,151,181	1,751,181.00
Long Term Provisions	5	444,555	543,462.00
<b>Current Liabilities</b>			
Other Current Liabilities	6	730,310	1,455,125.00
Short Term Provisions	7	30,000,000	40,000,000.00
<b>TOTAL</b>		<b>3,938,294</b>	<b>13,014,459.00</b>
<b>ASSETS</b>			
<b>Non - current assets</b>			
Fixed assets			
Tangible assets	8	22,150	27,455.00
Non - current investments	9	1,000,000	1,000,000.00
Long Term Loan and Advances	10	424,000	224,000.00
<b>Current assets</b>			
Trade receivables	11	2,215,922	2,215,922.00
Current investments	9.1	-	2,500,000.00
Inventories		2,650	6,786,233.00
Cash and Bank Balances	12	221,387	194,674.00
Short - term loans and advances	13	52,185	66,175.00
Other current assets		-	-
<b>TOTAL</b>		<b>3,938,294</b>	<b>13,014,459.00</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

For and On Behalf of the Board

(Rajendra K Agarwal)  
Proprietor  
M.No. 072074  
UDIN : 19072074AAAAAA7351

(H. P. Agrawal)  
Chairman

(Ashutosh Agrawal)  
Managing Director

Place: Ghaziabad  
Dated: 24.08.2019

---

**PROFIT & LOSS ACCOUNT FOR THE YEAR ENDED MARCH 31, 2019**


---

	Sch. No.	For the year ended 31.03.2019 ₹	For the year ended 31.03.2018 ₹
<b>Revenue</b>			
Revenue from operations	14	328,872	(552,519)
Other income	15	10,818	8,449,295
<b>Total Revenue</b>		<b>339,690</b>	<b>7,896,776</b>
<b>Expenses</b>			
Employee benefits expense	16	601,678	847,380
Depreciation	8	5,305	5,305
Other expenses	17	2,435,150	2,621,517
<b>Total Expenses</b>		<b>3,042,133</b>	<b>3,474,202</b>
<b>Profit / (Loss) before tax</b>		<b>(2,702,443)</b>	<b>4,422,574</b>
<b>Tax Expense</b>			
Income tax		-	-
<b>Profit / (Loss) for the year</b>		<b>(2,702,443)</b>	<b>4,422,574</b>
Earnings per equity share (par Value of Re. 1 each)	18		
Basic		(0.17)	0.35
Diluted		(0.17)	0.35
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  
UDIN : 19072074AAAAAA7351

For and On Behalf of the Board

(H. P. Agrawal)  
Chairman

(Ashutosh Agrawal)  
Managing Director

Place: Ghaziabad  
Dated: 24.08.2019

**CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2019**

	As at 31.03.2019 ₹	As at 31.03.2018 ₹
<b>Cash Flow from Operating Activities</b>		
Net Profit after tax	(2,702,443)	4,422,574
Adjustments:		
Depreciation / Amortization	5,305	5,305
Interest/Dividend Received	(10,818)	(56,105)
<b>Operating profit before changes in working capital</b>	<b>(2,707,956)</b>	<b>4,371,774</b>
Decrease/ (increase) in trade & other receivables	-	-
Decrease/ (increase) in loan & advances	(186,010)	3,096,325
Decrease/ (increase) in Deferred Tax	-	-
Increase/(Decrease) in trade and other payables	(10,823,722)	(8,583,757)
<b>Net Cash from Operating Activities (A)</b>	<b>(13,717,688)</b>	<b>(1,115,658)</b>
<b>Cash Flow from Investing Activities</b>		
Purchase of Fixed Assets	-	-
Sale/Purchase of Investment/Shares	9,283,583	1,086,099
<b>Net Cash used in Investing Activities (B)</b>	<b>9,283,583</b>	<b>1,086,099</b>
<b>Cash Flow from Financing Activities</b>		
Proceeds from / (Repayments of Loans)	1,400,000	-
Increase in Capital	3,050,000	-
Interest/Dividend Received	10,818	56,105
Interest Paid	-	-
<b>Net Cash from Financing Activities (C)</b>	<b>4,460,818</b>	<b>56,105</b>
<b>NET INCREASE/(DECREASE) IN CASH (A+B+C)</b>	<b>26,714</b>	<b>24,546</b>
<b>CASH AND CASH EQUIVALENTS(OPENING BALANCE)</b>	<b>194,673</b>	<b>170,127</b>
<b>CASH AND CASH EQUIVALENTS(CLOSING BALANCE)</b>	<b>221,387</b>	<b>194,673</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  
UDIN : 19072074AAAAAA7351

For and On Behalf of the Board

(H. P. Agrawal)  
Chairman

(Ashutosh Agrawal)  
Managing Director

Place: Ghaziabad  
Dated: 24.08.2019

---

**SECUR INDUSTRIES LIMITED****Notes to Financial Statements for the year ended March 31 2019****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 The Company has taken unsecured loan of Rs. 20,00,000/- from Asia Bulls Security Brokers Pvt Ltd which was repaid during the year.

1.18 Following contingent liabilities existed as at 31.03.19 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)"

1.19 "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 shown the amount received under the head Short Term Provisions. As directed by Hon'ble Supreme Court of India, the Company has deposited Rs. 1,00,00,000/- (out of Rs. 4,00,00,000/- received from Godrej) with Supreme Court of India as per its order."

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

### 1.21 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 2019	As at 31 March 2018
Amount of transaction during the year with persons referred to in (d) above		
Loan taken by company	2,200,000	160,000
Repayment of the loan	800,000	160,000
Amount payable as on 31.03.2019 with persons referred to in (d) above	1,400,000	-

### 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.

**1.23 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, 2019. (Pr. Yr. NIL)
- There are no hedged and unhedged foreign currency exposures at end of the financial year.

**1.24 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) an amount of Rs. 10,351/- is payable to M/s Beetal Financial & Computer Services Pvt Ltd. Further, no interest has been paid / payable to such enterprises.

**1.25** Balance under advances, trade receivables, payables, staff and unsecured loans from financial companies are subject to confirmation / reconciliation. Investment of Rs. 10 Lakh into Unquoted Equity Shares of Sampark Entertainment Pvt Ltd is shown at cost as fair market value as on 31.03.2019 is not ascertainable.

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

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

**1.28 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.

**1.29** 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  
UDIN : 19072074AAAAAA7351

For and On Behalf of the Board

(H. P. Agrawal)  
Chairman

(Ashutosh Agrawal)  
Managing Director

Place: Ghaziabad  
Dated: 24.08.2019

**2 Share Capital**

Particulars	As at 31 March 2019		As at 31 March 2018	
	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	15,710,429	15,422,929	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	12,660,429	12,660,429
Additions	3,050,000	3,050,000	-	-
Deductions	-	-	-	-
Less : Calls in arrear by others		(287,500)		(287,500)
Closing	15,710,429	15,422,929	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 2019		As at 31 March 2018	
	No. of Shares Held	% of Holding	No. of Shares held	% of Holding
<b>Equity Shares</b>				
Ashutosh Agrawal (HUF)	3,610,000	23%	3,610,000	29%
H. P. Agrawal & Co. P. Ltd.	1,154,605	7%	1,154,605	9%
HPAgrawal	4,235,118	27%	3,110,118	25%
HPAgrawal (HUF)	1,800,000	11%	300,000	2%

**2.3 Right and restrictions attached to shares are as under :**

Company has only one class of equity shares having a par value of Re. 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 2019	As at 31 March 2018
<b>Surplus /(deficit) in Statement of Profit &amp; Loss</b>		
Opening balance	(43,108,238)	(47,530,812)
(+) Net Profit/(Net Loss) For the current year	(2,702,443)	4,422,574
<b>Closing Balance</b>	<b>(45,810,681)</b>	<b>(43,108,238)</b>

**4 Long Term Borrowings**

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

Particulars	As at 31 March 2019	As at 31 March 2018
<b>Loans and Advances</b>		
- From Directors	1,400,000	-
- From Others	1,751,181	1,751,181
<b>Total</b>	<b>3,151,181</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 Rs. 31,51,181/- (previous year Rs. 17,51,181/-). The loan being continuing since long, but is repayable on demand.

**5 Long Term Provisions**

Particulars	As at 31 March 2019	As at 31 March 2018
Provision for Employees Benefits :		
- Gratuity	444,555	543,462
<b>Total</b>	<b>444,555</b>	<b>543,462</b>

**6 Other Current Liabilities**

Particulars	As at 31 March 2019	As at 31 March 2018
Expenses & other Payable	679,132	1,356,189
Salary and Wages Payable	51,000	57,600
Statutory dues payable	178	41,336
<b>Total</b>	<b>730,310</b>	<b>1,455,125</b>

**7. Short Term Provisions**

Particulars	As at 31 March 2019	As at 31 March 2018
Other Provisions : ( refer note 1.19)		
- Other Dues	30,000,000	40,000,000
<b>Total</b>	<b>30,000,000</b>	<b>40,000,000</b>

**8 Tangible Assets**

Particulars	Gross Carrying Value				Depreciation				Net Carrying Value	
	Balance as at 1 April 2018	Additions	Deletions/ Adjustments	Balance as at 31 March 2019	Balance as at 1 April 2018	Depreciation for the period	Deletions/ Adjustments	Balance as at 31 March 2019	Balance as at 31 March 2019	Balance as at 31 March 2018
Computers	25,300	-	-	25,300	24,520	-	-	24,520	780	780
Vehicles	55,839	-	-	55,839	29,164	5,305	-	34,469	21,370	26,675
<b>Total</b>	<b>81,139</b>	<b>-</b>	<b>-</b>	<b>81,139</b>	<b>53,684</b>	<b>5,305</b>	<b>-</b>	<b>58,989</b>	<b>22,150</b>	<b>27,455</b>
Previous Year	81,139	-	-	81,139	48,379	5,305	-	53,684	27,455	32,760

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, 2019		As at 31 March, 2018	
	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, 2019		As at 31 March, 2018	
	Amount (₹) Cost	Amount (₹) NRV	Number	Amount (₹)
<b>Investment in Mutual Funds of :</b>				
Franklin India Ultrashort Fund	-	-		2,500,000
<b>Total</b>	-	-		<b>2,500,000</b>

## 10 Long Term Loan and Advances

Particulars	As at 31 March 2019	As at 31 March 2018
<b>Unsecured, considered good unless stated otherwise</b>		
Security Deposit	24,000	24,000
Loans & Advances	200,000	200,000
Staff Advances	200,000	-
<b>Total</b>	<b>424,000</b>	<b>224,000</b>

## 11 Trade Receivables

Particulars	As at 31 March 2019	As at 31 March 2018
<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 2019	As at 31 March 2018
<b>Cash &amp; Cash Equivalents</b>		
Cash in hand	25,502	25,563
Balances with banks :		
- Current Account	195,885	169,111
<b>Total</b>	<b>221,387</b>	<b>194,674</b>

**13 Short Term Loans and Advances**

Particulars	As at 31 March 2019	As at 31 March 2018
<b>Unsecured, considered good unless stated otherwise</b>		
Balances with statutory authority	52,185	66,175
<b>Total</b>	<b>52,185</b>	<b>66,175</b>

**14 Revenue from Operations**

Particulars	Period Ended March 31, 2019	Period Ended March 31, 2018
Opening Stock	6,786,233	9,370,333
Purchase during the year	-	27,647,916
Sale During the Year	7,176,357	29,824,938
Closing Stock	2,650	6,786,233
Profit on F&O Transactions	(63,902)	(145,441)
<b>Total</b>	<b>328,872</b>	<b>(552,519)</b>

**15 Other Income**

Particulars	Period Ended March 31, 2019	Period Ended March 31, 2018
Dividend Income	-	30,540
Gain/Loss from Mutual Fund Investment	10,818	25,565
Provision written Back	-	8,393,190
<b>Total</b>	<b>10,818</b>	<b>8,449,295</b>

**16 Employee Benefits Expense**

Particulars	Period Ended March 31, 2018	Period Ended March 31, 2017
Salaries and Wages	585,593	802,255
Staff Welfare Expenses	16,085	45,125
<b>Total</b>	<b>601,678</b>	<b>847,380</b>

**17 Other Expenses**

<b>Particulars</b>	<b>Period Ended March 31, 2019</b>	<b>Period Ended March 31, 2018</b>
Power and Fuel	55,403	52,119
Communication expenses	16,110	16,241
Repairs & maintenance-others	37,842	34,030
Share Transfer Expenses	68,459	38,001
Rent	79,776	79,680
Advertisement and Business Promotion	22,302	22,302
Travelling & Conveyance	117,202	141,572
Printing & Stationery	175,863	208,748
Legal & Professional Expenses	1,692,500	1,182,967
Postage & Courier	1,475	588,930
Payment to Auditors	29,500	29,500
Interest on TDS	2,505	150
Excise Duty & Penalty	-	55,000
Fee & Subscription	34,400	1,200
Bank Charges	28,391	1,374
AGM Expenses	43,450	86,548
Miscellaneous Expenses	29,972	83,155
<b>Total</b>	<b>2,435,150</b>	<b>2,621,517</b>

**17.1 Payment to Auditor**

<b>Particulars</b>	<b>Period Ended March 31, 2019</b>	<b>Period Ended March 31, 2018</b>
As Auditor:		
Audit fee	29,500	29,500
Certification Fee	-	-
<b>Total</b>	<b>29,500</b>	<b>29,500</b>

## 18 Earnings per Equity Share

Particulars	Period Ended March 31, 2019	Period Ended March 31, 2018
Net Profit/(Loss) after tax	(2,702,443)	4,422,574
Net Profit/(Loss) after tax available for equity shareholders (Rs.)	(2,702,443)	4,422,574
Weighted average number of equity share		
For Basic EPS	15,710,429	12,660,429
For Diluted EPS	15,710,429	12,660,429
Nominal Value of shares	1.00	1.00
Earning per share (EPS) (In Rupees)		
<b>Basic</b>	(0.17)	0.35
<b>Diluted</b>	(0.17)	0.35

**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

**30th Annual General Meeting– 28th September, 2019**

I/ We hereby accord my/our presence at the 30th Annual General Meeting of the Company at Bhajgovindam Banquet, Volga Place, Vasant Road, Ghaziabad-201001 (U.P.) on Saturday, 28th day of September, 2019 at 11:00 A.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 30th Annual General Meeting of the Company at Bhajgovindam Banquet, Volga Place, Vasant Road, Ghaziabad-201001 (U.P.) on Saturday, the 28th day of September, 2019 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 2018-19		
2.	Reappointment of Mr. Hari Prakash Agrawal, Director retiring by rotation		
3.	Issue of Equity Shares through preferential allotment/ private placement		

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2019

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:** 28th September, 2019

**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.

