

# NIKKI GLOBAL FINANCE LTD.

Registered Office: I-9, LGF, Lajpat Nagar -I New Delhi- 110024 CIN: L65999DL1986PLC024493

Telefax: +91-11-64000323 | Web: www.nikkiglobal.com | E-mail: info@nikkiglobal.com

Ref. No.: - Nikki/2017-18/

Date: 01.09.2017

To,  
The Deputy General Manager,  
Department of Corporate Services,  
Bombay Stock Exchange, Mumbai  
Phiroze Jeejeebhoy Towers  
Dalal Street,  
Mumbai- 400001

**Sub: Notice of Annual General Meeting**

**Ref.: Scrip Code - 531272**

Dear Sir / Madam,

This is to inform you that 31<sup>st</sup> Annual General Meeting of the Members of the Company will be held on Friday, September 29, 2017 at 11:00 a.m. at Mehta Farm, Village Chhawla, beyond BSF Camp, Rajkhari, Nazabgarh Road, New Delhi - 110071.

We attach herewith soft copy of the Annual Report for the financial year 2016-17 alongwith Notice of AGM, Proxy Form, Attendance Slip and Route Map.

Kindly acknowledge the receipt.

Thanking you,

Yours Faithfully,

For Nikki Global Finance Limited



(Ashesh Agarwal)

Managing Director

DIN: 02319026

Address: 98, Ratan Lal Nagar, Kanpur- 208022

Encl.: - a/a

# **31<sup>ST</sup> ANNUAL REPORT 2016-17**

## **NIKKI GLOBAL FINANCE LIMITED**

**Regd. Off.: I-9, LGF, Lajpat Nagar -I, New Delhi -110024  
CIN: L65999DL1986PLC024493**

**Tele Fax: 011-64000323, Mobile No. 09871005526  
E-mail: [info@nikkiglobal.com](mailto:info@nikkiglobal.com), [investors@nikkiglobal.com](mailto:investors@nikkiglobal.com),  
Website: [www.nikkiglobal.com](http://www.nikkiglobal.com)**

## BOARD OF DIRECTORS

Mr. Ashesh Agarwal (DIN: 02319026)  
Mr. Shashwat Agarwal (DIN: 00122799)  
Mr. Subodh Agarwal (DIN: 00122844)  
Mr. Gaya Prasad Gupta (DIN: 00335302)  
Mr. Manoj Kumar (DIN: 02855139)  
Mrs. Kavita Awasthi (DIN: 03106803)

Managing Director  
Director  
Director  
Director  
Director  
Director

Mr. Sanjay Jain

Chief Financial Officer

I-9, LGF, Lajpat Nagar -1, New Delhi – 110024,

Registered Office

SKYLINE FINANCIAL SERVICES PVT. LTD.  
D-153/A, 1<sup>st</sup> Floor, Okhla Industrial Area,  
Phase – 1, New Delhi – 110020

Registrar & Transfer  
Agent

M/s Rajani Mukesh & Associates

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## NOTICE

Notice is hereby given that 31<sup>st</sup> Annual General Meeting of Shareholders of Nikki Global Finance Limited (CIN: L65999DL1986PLC024493) will be held on Friday, the 29<sup>th</sup> day of September, 2017 at 11:00 A.M. at Mehta Farm, Village Chhawla, beyond BSF Camp, Rajkhari, Nazabgarh Road, New Delhi - 110071 to transact the following businesses:

### ORDINARY BUSINESSES

1. To receive, consider and adopt the audited financial statements for the financial year ended on 31<sup>st</sup> March, 2017 including the Balance Sheet and the Profit and Loss Account of the Company for the financial year ended on 31<sup>st</sup> March, 2017 and notes thereto and the Reports of Board of Directors and Auditor's thereon.
2. To appoint a Director in place of Mr. Ashesh Agarwal (DIN: 02319026), who retires by rotation and being eligible, offers himself for re-appointment.
3. To consider and if thought fit, to pass with or without modification(s), following resolution as an ordinary resolution:-

"RESOLVED THAT pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, Rajani Mukesh & Associates, Chartered Accountants, Kanpur (ICAI Firm Registration No.: 004072C), be and are hereby appointed as Statutory Auditors of the Company, to hold office for a period of 5 years from the conclusion of this, the 31<sup>st</sup> Annual General Meeting (AGM) of the Company till the conclusion of the 36<sup>th</sup> AGM of the Company to be held in 2022 (subject to ratification of their appointment at every AGM by the members of the Company, if so required under the Act) to examine and audit the accounts of the Company, on such remuneration as may be mutually agreed upon between the Board of Directors of the Company and the Auditors."

For Nikki Global Finance Limited



(Ashesh Agarwal)  
Managing Director  
DIN: 02319026

Address: 98, Ratan Lal Nagar, Kanpur - 208022

Place: - New Delhi

Date: - 29.08.2017



## NOTES:

1. There is no Special Business in Notice of Annual General Meeting of the Company, therefore, It is not strictly required to provide an Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, still, your attention is drawn that Rajani Mukesh & Associates, Chartered Accountants, were appointed as Statutory Auditor of the Company to hold office till the conclusion of this forthcoming Annual General Meeting of the Company and now, it is proposed to appoint them as Statutory Auditor of the Company for a period of 5 years from the conclusion of this Annual General Meeting, 31<sup>st</sup> Annual General Meeting of the Company till 36<sup>th</sup> Annual General Meeting of the Company to be held in the year 2022.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/PROXIES TO ATTEND AND VOTE ON POLL ON HIS / HER / THEIR BEHALF AND THE PROXY/PROXIES NEED NOT BE A MEMBER OF THE COMPANY.** Pursuant to Section 105 of the Companies Act, 2013, a person can act as a Proxy on behalf of not more than fifty members holding in aggregate, not more than ten percent of the total share capital of the Company carrying voting rights. Members holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as Proxy, who shall not act as a Proxy for any other Member. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A Blank Proxy Form (MGT 11) 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. Corporate Members intending to send their authorized representatives to attend the meeting in terms of Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the Board Resolution authorising such representative to attend and vote in their behalf at the Meeting.
4. The Register of Members and Share Transfer Books of the Company will be closed from Friday, September 22, 2017 to Friday, September 29, 2017, both days inclusive.
5. In case of joint holder attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
6. Additional Information pursuant to the SEBI (LODR) Regulations, 2015 and SS-2 in respect of Director seeking re-appointment as mentioned under item no. 2 in the notice of Annual General Meeting is provided hereunder. The said Director has furnished necessary documents/ declarations for their re-appointment.

**Information of Directors being appointed/re-appointed as required under Regulation 36 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard -2:-**

<b>Name of the Director</b>	<b>Mr. Ashesh Agarwal</b>
Date of Birth	04.01.1963
Date of Appointment on the Board	17.08.2010
Number of Shares held in the Company	-
Number of Meetings of the Board attended/held	10/10
Directorships held in other public companies (excluding	3

foreign companies and Government Bodies)	
Chairman/Member in the committees of the Boards of Companies in which he is Director (includes only Audit Committee, Stakeholder relationship Committee and Nomination and Remuneration Committee)	-
Disclosure of relationship between director inter-se	Mr. Shashwat Agarwal & Mr. Ashesh Agarwal are brothers

7. There is no Unclaimed/Unpaid Dividend.
8. Notice of Annual General Meeting with complete Annual Report for the Financial Year 2016-17 are available for inspection by the Members of the Company at the registered office during normal business hours on all working days, Except Saturdays, Sundays and Public Holidays, between 11:00 a.m. to 1:00 p.m. upto date of the Annual General Meeting of the Company i.e. September 29, 2017.
9. Members/Proxy(ies)/Authorized representatives are requested to:
  - a. Bring their copy of the annual report and duly filled attendance slip(s) to attend the meeting and produce it at the entrance, for admission to the Meeting venue.
  - b. Note that all correspondence relating to share transfers should be addressed to Registrar and Transfer Agent of the Company, viz. Skyline Financial Services Private Limited, at D-153, 1<sup>st</sup> Floor, Okhla Industrial Area, Phase-1, New Delhi -110020, Ph. No. 011-26812682-83/64732681-88, E-mail: admin@skylinerta.com.
  - c. Quote their DP ID No. /Client ID No. or folio number in all their correspondence.
10. Members are requested to notify immediately any change in their addresses to the Company's Registrar and Share Transfer Agents, Skyline Financial Services Private Limited for shares held in physical form and to their respective Depository Participants (DP) for shares held in electronic form.
11. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made thereunder, Companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their e-mail address either with the Company or with the Depository. Members, who have not registered their e-mail address with the Company, can now register the same with the Company by sending an email on ngfltd@rediffmail.com or info@nikkiglobal.com mentioning subject as to register email id(s), or at admin@skylinerta.com to our Registrar and Transfer Agent, M/s. Skyline Financial Services Private Limited. Members holding shares in demat form are requested to register their e-mail address with their Depository Participant(s) only. Members of the Company, who have registered their e-mail address, are entitled to receive such communication in physical form upon request. Thus the Annual Report 2016-17 along with the notice of Annual General Meeting, Attendance Slip & Blank Proxy Form (MGT 11) are being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories, unless any Member has requested for a physical copy of these documents. For Members who have not registered their e-mail addresses, physical copies are being sent by the permitted mode.
12. Please note that the meeting is for members or their proxies only. Please avoid being accompanied by non members and children.



13. Members of the Company can opt any one of the mode for Voting:

- (i) Re-mote E-voting
- (ii) E-voting at Venue of Annual General Meeting
- (iii) Through Ballot / Poll Papers at venue of Annual General Meeting

Members are requested to opt only one mode of voting and if the Members opted more than one mode then vote cast through E-voting will prevail and voting cast by other modes will be treated invalid.

14. Voting rights shall be reckoned on the paid up value of shares registered in the name of the Members as on September 22, 2017.

15. The Scrutinizer will submit his consolidated report (i.e. including voting by all means- Voting through Re-mote E-voting, E-voting at venue of Annual General Meeting and through Ballot/Poll Paper) to the Chairman or any other Director after the completion of voting at Annual General Meeting and the results of voting will be declared by the Chairman or any other Director on or before October 1, 2017 at the Registered Office of the Company at I-9, LGF, Lajpat Nagar-I, New Delhi - 110024 and will also be displayed on the website of the Company i.e. [www.nikkiglobal.com](http://www.nikkiglobal.com) and communicated to the Stock Exchange and also to the agency which is providing Re-mote E-voting Facility or E-voting at Venue of Annual General Meeting of the Company.

16. **Voting through Electronic means:**

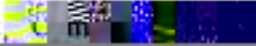
(i) In compliance with the Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is pleased to offer the facility of voting through electronic means and the business set out in the Notice above may be transacted through such electronic voting. The facility of voting through electronic means is provided through the e-voting platform of Central Depository Services (India) Limited (herein after referred as CDSL).

(ii) The facility of electronic voting and Ballot / Poll Paper shall be provided to the Members at the Annual General Meeting who have not yet cast their vote either through Re-mote E-voting.

17. A person who has acquired the shares and has become a Member of the Company after the despatch of the Notice of the AGM and prior to the Cut-off date i.e. 22<sup>nd</sup> September, 2017, shall be entitled to exercise his/her vote for all the items specified in the Notice of AGM.

18. The e-voting will commence on Tuesday, September 26, 2017 at (9:00 a.m.) and will close on Thursday, 28<sup>th</sup> September, 2017 at (5:00 p.m.). During this period, the Members of the Company holding shares either in physical form or in demat form as on the Cut-off date i.e. September 22, 2017, may cast their vote electronically. The Members will not be able to cast their vote electronically beyond the date and time mentioned above and the electronic voting module shall be disabled for voting by CDSL thereafter.

19. Once the vote on a resolution is cast by the member, he/she shall not be allowed to change it subsequently or cast the vote again.

20. The facility for voting through Ballot/Poll Paper would be made available at the AGM and the members attending the meeting who have not already cast their votes by Re-mote E-voting shall be able to exercise their right at the meeting through Ballot/Poll Paper. The members who have already cast their vote by Re-mote E-voting prior to the meeting, may also attend the Meeting, but shall not be entitled to cast their vote again.
21. The voting rights of the members shall be in proportion to their share in the paid up equity share capital of the Company as on the Cut-off date i.e. September 22, 2017.
22. The 





- (xiii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xiv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xv) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvi) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xvii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xviii) Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- (xix) **Note for Non – Individual Shareholders and Custodians**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves as Corporates.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

- (xx) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).

**Contact Details:**

<b>Company</b>	: Mr. Ashesh Agarwal, Managing Director, Nikki Global Finance Limited Regd. Office: I-9, LGF, Lajpat Nagar-1, New Delhi - 110024, CIN: L65999DL1986PLC024493 Telefax: 011-64000323, E-mail ID: <a href="mailto:investors@nikkiglobal.com">investors@nikkiglobal.com</a> , Website: <a href="http://www.nikkiglobal.com">www.nikkiglobal.com</a>
<b>Registrar and Transfer Agent</b>	: Skyline Financial Services Private Limited D-153, 1 <sup>st</sup> Floor, Okhla Industrial Area, Phase-1, New Delhi - 110020, Tel: +91-11-64732681 to 88 Fax : +91-11-26812682 E-mail: <a href="mailto:admin@skylinerta.com">admin@skylinerta.com</a>
<b>Remote e-voting Agency</b>	: Central Depository Services (India) Limited E-mail ID: <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> Phone Nos.: 022- 22723333/ 8588
<b>Scrutinizer</b>	: Ms. Neha Jain Practising Company Secretary E-mail ID: <a href="mailto:nehajain115@gmail.com">nehajain115@gmail.com</a> , Phone No.: 0512-2332397



## DIRECTOR'S REPORT

Your Directors have pleasure in presenting the 31<sup>st</sup> Annual Report together with the Audited Statement of Accounts for the year ended on 31<sup>st</sup> March, 2017. The report also includes the Management discussion and Analysis Report in accordance with the

Companies Act, 2013

The Directors have pleasure in presenting the 31<sup>st</sup> Annual Report together with the Audited Statement of Accounts for the year ended on 31<sup>st</sup> March, 2017. The report also includes the Management discussion and Analysis Report in accordance with the Companies Act, 2013.

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**CHANGES IN SHARE CAPITAL:** During the year, there has been no change in Share Capital.

**CLAIMS OF LOANS, GUARANTEES OR INVESTMENTS:** The claims of loans, guarantees or investments covered under the provisions of the Companies Act, 2013 have been disclosed in the financial statements.

The claims of loans, guarantees or investments have been disclosed in financial statements.

## STATE OF THE COMPANY'S AFFAIRS AND NATURE OF BUSINESS:

Your Directors are to report that the company's sale turnover during the year under review has decreased to Rs. 21,797,261 from Rs. 29,725,895.00 during the previous financial year. The Profit before depreciation & tax during the year has however increased to Rs. 10,958.00 as against loss of Rs. (7,50,228.00) in the previous year. The Profit after tax has also increased to Rs. 7,07,410.00 as against loss of Rs. (7,50,228.00) in the previous year. The increase in profit is due to the change in nature of business of the Company during the year.

- (a) Mr. Shashwat Agarwal, who was liable to retire at the last AGM held in the year 2016.

**Declaration by the Independent Directors of the Company:**

Your Company has received declarations from all the Independent Directors of the Company confirming that they meet with the criteria of independence as prescribed under sub-section (6) of Section 149 of the Companies Act, 2013 and under Regulation 16 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and there has been no change in the circumstances from last Financial Year which may affect their status as Independent Director during the year.

As required under Regulation 36 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the particulars of the Directors proposed for appointment/re-appointment has been given in the Notice of the Annual General Meeting.

**Key Managerial Personnel:**

There have been no changes in Key Managerial Personnel(s) during the financial year 2016-17 except Ms. Gunjita Kalani, Company Secretary cum Compliance Officer has resigned the Company w.e.f. 1<sup>st</sup> November, 2016, and the Board of Directors of the Company appointed Mr. Mohit Choudhary as Company Secretary cum Compliance Officer of the Company w.e.f. 21<sup>st</sup> day of April, 2017, who also resigned the Company w.e.f. 31<sup>st</sup> day of July, 2017.

Two other Key Managerial Personnel, Mr. Ashesh Agarwal, Managing Director and Mr. Sanjay Jain, Chief Financial Officer of the Company are continuing their offices in the Company.

**Board Evaluation:**

The Board of Directors has carried out an annual evaluation of its own performance, Board committees and individual directors pursuant to the provisions of the Companies Act, 2013 read with rules made thereunder and under Regulation 16 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The performance of the Board was evaluated by the Board after seeking inputs from all the Directors on the basis of the criteria such as the Board composition and structure, effectiveness of Board processes, information and functioning, etc.

The performance of the committees was evaluated by the Board after seeking inputs from the committee members on the basis of the criteria such as the composition of committees, effectiveness of committee meetings, etc.



The Board and the Nomination and Remuneration Committee ("NRC") reviewed the performance of the individual directors on the basis of the criteria such as the contribution of the individual director to the Board and committee meetings like preparedness on the issues to be discussed, meaningful and constructive contribution and inputs in meetings, etc. In addition, the Chairman was also evaluated on the key aspects of his role.

In a separate meeting of independent Directors, performance of non-independent directors, performance of the board as a whole and performance of the Chairman was evaluated, taking into account the views of executive directors and non-executive directors. The same was discussed in the board meeting that followed by the meeting of the independent Directors, at which the performance of the Board, its committees and individual directors was also discussed.

#### **DIRECTORS' RESPONSIBILITY STATEMENT:**

Pursuant to Section 134(5) of the Companies Act, 2013, the Board of Directors, to the best of their knowledge and ability, state the following:

- a. that in the preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures, if any;
- b. that directors have selected such accounting policies and applied consistently and judgements and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit of the Company for that period;
- c. The Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- d. The Directors have prepared the annual accounts on a going concern basis;
- e. The Directors have laid down such internal financial controls that are adequate and operating effectively;
- f. The Directors have devised systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

#### **AUDITORS & AUDITOR'S REPORT:**

Pursuant to the provisions of Section 139 of the Act and the rules framed thereunder, the Members of the Company at their extra-ordinary general meeting held on January 20, 2017, approved appointment of Rajani Mukesh & Associates, Chartered Accountants (ICAI Firm Registration No. 004072C) as Statutory Auditors of the Company till the conclusion of this Annual General Meeting, now the Board of Directors of the Company are recommending the appointment of Rajani Mukesh & Associates as Statutory Auditors of the Company for 5 years from the conclusion of this 31<sup>st</sup> Annual General Meeting

(AGM) of the Company till the conclusion of the thirty sixth Annual General Meeting (AGM) to be held in the year 2022, subject to ratification of their re-appointment at every AGM, if required by the Companies Act, 2013.

The Company has received a letter from statutory auditors, M/s. [REDACTED] the effect that their re-appointment, if made, would be in accordance with the provisions prescribed under Section 139, 141 and 144 of the Companies Act, 2013, read with Companies (Audit & Auditors) Rules, 2014. Our Directors recommend their appointment for 5 years.

[REDACTED] does not contain any qualifications, reservations or adverse remarks and Notes to the financial statements referred in the Auditor's Report are self-explanatory. [REDACTED] does not call for any comments under Section 134 of the Companies Act, 2013.

#### **STATISTICAL AUDITOR'S REPORT**



## **SUBSIDIARIES, JOINT VENTURES OR ASSOCIATE COMPANIES:**

There are no Subsidiaries, Joint Ventures or Associate Companies.

## **DISCLOSURES:**

### **Audit Committee:**

The Audit Committee comprises of Independent Directors namely Mr. Gaya Prasad Gupta, Mr. Subodh Agarwal, Mr. Manoj Kumar and Mr. Shashwat Agarwal as Executive Director of the Company.

The Audit Committee played an important role during the year. It coordinated with the Statutory Auditors, Internal Auditors and other key Managerial Personnel of the Company and has rendered guidance in the areas of internal audit and control, finance and accounts.

All the recommendations made by the Audit Committee were accepted by the Board. Four meetings of the Audit Committee were held during the year.

### **Stakeholders Relationship Committee:**

The Committee has met four times during the year, the Committee overlook the usual requests received for Dematerialization, transfer/transmission of shares and resolved or answered the complaints of members.

### **Nomination and Remuneration Committee:**

The Nomination and Remuneration Committee recommends to the Board the suitability of candidates for appointment as Key Managerial Personnel, Directors and the remuneration packages payable to them and other employees. The Nomination and Remuneration met **four times** during the year.

### **Vigil Mechanism / Whistle Blower Policy:**

The Company is committed to the high standards of Corporate Governance and stakeholder responsibility. The Company has established a vigil mechanism to be known as the 'Whistle Blower Policy' for its Directors and employees, to report instances of unethical behaviour, actual or suspected, fraud or violation of the Company's Code of Conduct. The aim of the policy is to provide adequate safeguards against victimization of whistle blower who avails of the mechanism and also provide direct access to the Chairman of the Audit Committee, in appropriate or exceptional cases.

Accordingly, 'Whistle Blower Policy' has been formulated with a view to provide a mechanism for the Directors and employees of the Company to approach the Ethics.

The purpose of this policy is to provide a framework to promote responsible and secure whistle blowing. It protects employees willing to raise a concern about serious irregularities within the Company.



**Number of Meetings of the Board:**

Ten meetings of the board were held during the year. For details of the meetings of the board, please refer to the corporate governance report, which forms part of this report. The intervening gap between the Meetings was within the period prescribed under the Companies Act, 2013.

**Prevention of Insider Trading:**

The Company has adopted a Code of Conduct for Prevention of Insider Trading with a view to regulate trading in securities by the Directors and designated employees of the Company. The Code requires pre-clearance for dealing in the Company's shares and prohibits the purchase or sale of Company shares by the Directors and the designated employees while in possession of unpublished price sensitive information in relation to the Company. The Board is responsible for implementation of the Code. All Board Directors and the designated employees have confirmed compliance with the Code.

**Business Risk Management:**

The main identified risks at the Company are business operating risks. Your Company has established a comprehensive business risk management policy to ensure the risk to the Company's continued existence as a going concern and to its development are id

### **Independent Directors Meeting:**

The Independent Directors met on 30<sup>th</sup> March, 2017, without the attendance of Non-Independent Directors and members of the Management. The Independent Directors reviewed the performance of non-independent directors and the Board as a whole; the performance of the Chairman of the Company, taking into account the views of Executive Directors and Non-Executive Directors and assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonably perform their duties.

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

The information required under Section 134(3)(M) of the Companies Act, 2013 read with Rule 8(3) of The Companies (Accounts) Rules, 2014 is as under:-

#### **[A] CONSERVATION OF ENERGY**

- a) Energy Conservation Measures taken: The Company has taken all measures for conservation of energy most economically.
- b) The steps taken by the Company for utilizing alternate source of energy:- No such steps have been taken by the Company.
- c) The capital Investments on energy conservation equipments: - No such investment has been made by the Company
- d) Impact of measures at (a) above for energy conservation: -These measures have led to consumption of energy more economically.

#### **[B] TECHNOLOGY ABSORPTION:**

Since there is no manufacturing activity in the Company hence the information under this heading is not applicable to the Company

#### **[C] FOREIGN EXCHANGE EARNINGS AND OUTGO :**

During the year, there were no Foreign Exchange earnings and outgo.

### **Corporate Governance and Management Discussion and Analysis Report:**

Separate reports on Corporate Governance compliance and Management Discussion and Analysis as required under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 which forms part of this Annual Report along with the Certificate from Statutory Auditors of the Company regarding compliance of the conditions of Corporate Governance as stipulated in Chapter IV of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In compliance with Corporate Governance requirements, your Company has formulated and implemented a Code of Business Conduct and Ethics for all Board members and senior management personnel of the Company, who have affirmed the compliance thereto.

**Details of significant and material orders passed by the Regulators or Courts or Tribunals impacting the going concern status and company's operations in future:**

There were no such order passed by the Regulations or Courts or Tribunals which may impact the going concern status and company's operations in future.

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

The Company has Sexual Harassment Policy in place and available on the Company's website [www.nikkiglobal.com](http://www.nikkiglobal.com). During the year under review, there were no complaints from any of the employee.

**ACKNOWLEDGEMENTS:**

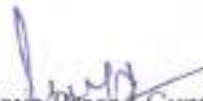
Your directors take this opportunity to extend their thanks to the customers, business, partners, business associates and bankers of the Company for their continued support during the year. The directors also sincerely acknowledge the dedication and commitment of the employees of the company at all levels.

FOR NIKKI GLOBAL FINANCE LIMITED

Place: New Delhi  
Date: 29.08.2017



(Ashesh Agarwal)  
Managing Director  
DIN: 02319026



(Gayatri Prasad Gupta)  
Director  
DIN: 00335302



Annexure - A

NEHA JAIN  
COMPANY SECRETARY

OFFICE NO. 811, 8<sup>TH</sup> FLOOR,  
KAN CHAMBERS,  
14/113 CIVIL LINES,  
KANPUR - 208001 (UP)  
PH - (0512) 2332397  
EMAIL - nehajain115@gmail.com

## SECRETARIAL AUDIT REPORT

For the Financial Year ended 31<sup>st</sup> March 2013

For the Financial Year ended 31<sup>st</sup> March 2013  
For the Financial Year ended 31<sup>st</sup> March 2013  
For the Financial Year ended 31<sup>st</sup> March 2013

I have conducted the secretarial audit of  
the compliance of applicable statutory

the Company, its officers, agents and authorized representatives of  
the Company. In the course of secretarial audit, I hereby report that in my opinion, the company has

NEHA JAIN  
COMPANY SECRETARY

OFFICE NO. 811, 8<sup>TH</sup> FLOOR,  
KAN CHAMBERS,  
14/113 CIVIL LINES,  
KANPUR – 208001 (UP)  
PH – (0512) 2332397  
EMAIL – nehajain115@gmail.com

I have examined the books, papers, minute books, forms and returns filed and other records maintained by NIKKI GLOBAL FINANCE LIMITED for the financial year ended on March 31<sup>st</sup>, 2017 according to the provisions of:

- i) The Companies Act, 2013 (The Act) and the Rules made there under;
- ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings; **(Not applicable to the Company during the year)**
- v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):-
  - a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; **(Not applicable to the Company during the year)**
  - d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; **(Not applicable to the Company during the year)**
  - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the Company during the year)**





NEHA JAIN  
COMPANY SECRETARY

OFFICE NO. 811, 8<sup>TH</sup> FLOOR,  
KAN CHAMBERS,  
14/113 CIVIL LINES,  
KANPUR – 208001 (UP)  
PH – (0512) 2332397  
EMAIL – nehajain115@gmail.com

- f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; **(Not applicable to the Company during the year)**
- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable to the Company during the year)**
- h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998; **(Not applicable to the Company during the year)**

**I further report that,** as per the management representation letter for Secretarial Audit, there is no specific law, applicable to the company.

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

- a) Secretarial Standards issued by The Institute of Company Secretaries of India;
- b) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 pursuant to listing agreement entered into by the Company with Bombay Stock Exchange Limited (BSE).

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

**I further report that:-**

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

Adequate notices were given to all the directors to schedule the Board Meetings, agenda and detailed notes on agenda were also sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the





NEHA IAS

FORM NO. AOC -2

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.

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

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

(a) Name (s) of the related party & nature of relationship-

(b) Nature of contracts/arrangements/transactions-

(c) Duration of the contracts/arrangements/transactions-

(d) Salient terms of the contracts or arrangements or transaction including the value, if any-

(e) Justification for entering into such contracts or arrangements or transactions-

(f) Date(s) of approval by the Board-

(g) Amount paid as advances, if any:

(h) Date on which the special resolution was passed in General meeting as required under first proviso to Section 188-

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





Govt(s)									
d) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0.00
e) Banks / FI	0	0	0	0.00	0	0	0	0.00	0.00
f) Any other...	0	0	0	0.00	0	0	0	0.00	0.00
<b>Sub Total (A) (1)</b>	<b>266824</b>	<b>100</b>	<b>266924</b>	<b>7.81</b>	<b>266824</b>	<b>100</b>	<b>266924</b>	<b>7.81</b>	<b>0.00</b>
<b>(2) Foreign</b>									
a) NRIs- Individuals	0	0	0	0.00	0	0	0	0.00	0.00
b) other- Individuals	0	0	0	0.00	0	0	0	0.00	0.00
c) Bodies Corp.	0	0	0	0.00	0	0	0	0.00	0.00
d) Banks/FI	0	0	0	0.00	0	0	0	0.00	0.00
e) Any Other...	0	0	0	0.00	0	0	0	0.00	0.00
<b>Sub-total (A) (2)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>Total shareholding of Promoter (A) = (A)(1)+(A)(2)</b>	<b>266824</b>	<b>100</b>	<b>266924</b>	<b>7.81</b>	<b>266824</b>	<b>100</b>	<b>266924</b>	<b>7.81</b>	<b>0.00</b>

ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakh	822800	94100	916900	26.81	925300	178675	1103975	32.28	5.47
c) Others:									
Non Resident Indians	965	0	965	0.03	965	0	965	0.03	0.00
Hindu Undivided Family	286168	0	286168	8.36	260268	0	260268	7.61	(0.75)
Overseas Corporate Bodies	0	0	0	0.00	0	0	0	0.00	0.00
Foreign Nationals	0	0	0	0.00	0	0	0	0.00	0.00
Clearing Members	0	0	0	0.00	0	0	0	0.00	0.00
Trusts	0	0	0	0.00	0	0	0	0.00	0.00
Foreign Bodies - D R	0	0	0	0.00	0	0	0	0.00	0.00
<b>Sub-total (B)(2):-</b>	<b>2947924</b>	<b>203652</b>	<b>3151576</b>	<b>92.15</b>	<b>2773870</b>	<b>377706</b>	<b>3151576</b>	<b>92.15</b>	<b>0.00</b>
<b>Total Public Shareholding (B)=(B)(1)+(B)(2)</b>	<b>2949124</b>	<b>203652</b>	<b>3152776</b>	<b>92.19</b>	<b>2775070</b>	<b>377706</b>	<b>3152776</b>	<b>92.19</b>	<b>0.00</b>
<b>C. Shares held by Custodian for GDRs &amp; ADRs</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>
<b>Grand Total (A+B+C)</b>	<b>3215948</b>	<b>203752</b>	<b>3419700</b>	<b>100.00</b>	<b>3041894</b>	<b>377806</b>	<b>3419700</b>	<b>100.00</b>	<b>-</b>

**(ii) Shareholding of Promoters:**

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	
1	Arun Prakash Setia	100	0.00	0.00	100	0.00	0.00	0.00
2	Shashwat Agarwal	15326	0.45	0.00	15326	0.45	0.00	0.00
3	Kamal Kishore Chaurasia	251498	7.36	0.00	251498	7.36	0.00	0.00
	<b>Total</b>	<b>266924</b>	<b>7.81</b>	<b>0.00</b>	<b>266924</b>	<b>7.81</b>	<b>0.00</b>	<b>-</b>

**(iii) Change in Promoters' Shareholding:**

There was no change in Promoters Shareholding during the year.

## (iv) Shareholding Pattern of top ten Shareholders:

(Other than Directors, Promoters and Holders of GDRs and ADRs):

Sl. No.	Name of the shareholders	Shareholding at the beginning of the year		Date wise Increase/Decrease in Shareholding during the year specifying the reasons for increase/decrease (e.g. allotment/transfer/bonus/sweet equity etc.)			Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	Date	No. of Shares	Reason	No. of shares	% of total shares of the company
1	Jasmine Commodities Pvt. Ltd.	77758	2.27	20.05.2016 21.10.2016 28.10.2016 04.11.2016 11.11.2016	3250 15000 26100 14000 17000	Purchase Purchase Purchase Purchase Purchase	81008 96008 122108 136108 153108	2.37 2.81 3.57 3.98 4.48
	At the end of the year (or on the date of separation, if separated during the year)						153108	4.48
2	Swati Agarwala	150000	4.39	No change during the year			150000	4.39
	At the end of the year (or on the date of separation, if separated during the year)						150000	4.39
3	Banani Chakrabarti	110000	3.22	No change during the year			110000	3.22
	At the end of the year (or on the date of separation, if separated during the year)						110000	3.22
4	Suman Agarwal	105000	3.07				105000	3.07
	At the end of the year (or on the date of separation, if							



	At the end of the year (or on the date of separation, if separated during the year)						50000	1.46
11	R.K Stockholding Private Limited	50000	1.46					

		company					the company
1	Ashesh Agarwal	No Shareholding in the company					
2	Sanjay Jain	No Shareholding in the company					

\* Ms. Gunjita Kalani, Company Secretary of the Company has resigned the Company w.e.f. November 1, 2016, and The Board of Directors appointed Mr. Mohit Choudhary as Company Secretary of the Company w.e.f. 21<sup>st</sup> April, 2017, who also resigned the Company w.e.f. July 31, 2017.

#### V. INDEBTEDNESS -Indebtedness of the Company including interest outstanding/accrued but not due for payment.

(Amount in Rupees)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	Nil	14,250,000	Nil	14,250,000
ii) Interest due but not paid	Nil	Nil	Nil	Nil
iii) Interest accrued but not due	Nil	Nil	Nil	Nil
<b>Total (i+ii+iii)</b>	Nil	14,250,000	Nil	14,250,000
<b>Change in Indebtedness during the financial year</b>				
* Addition	Nil	Nil	Nil	Nil
* Reduction	Nil	(9,150,000)	Nil	(9,150,000)
<b>Net Change</b>	Nil	(9,150,000)	Nil	(9,150,000)
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	Nil	5,100,000	Nil	5,100,000
ii) Interest due but not paid	Nil	Nil	Nil	Nil
iii) Interest accrued but not due	Nil	Nil	Nil	Nil
<b>Total (i+ii+iii)</b>	Nil	5,100,000	Nil	5,100,000

#### VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL-

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

(In Rupees)

Sl. No.	Particulars of Remuneration	MD / Manager	WTD / Manager	Total Amount
1	Gross salary (a) Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961 (b) Value of perquisites as 17(2) of Income Tax Act, 1961 (c) Profit in lieu of salary under section 17(3) of Income Tax Act, 1961	Ashesh Agarwal Managing Director	WTD Manager	
2	Stock Option			
3	Swamp facility			
4	Commission - as % of profit - others, specify			

5.	Others, Please specify	-	-	-	-
	<b>Total (A)</b>	24,00,000	-	-	24,00,000
	Ceiling as per the Act	Since Profits of the Company was insufficient or inadequate, henceforth, remuneration paid or payable to Mr. Ashesh Agarwal has been determined subject to the provision of Schedule V (erstwhile Schedule XIII to the Companies Act, 1956) of the			



	- as % of profit - others, specify...				
5	Others, please specify	-	-	-	-
	Total	-	0.93	1.20	2.13

\* Since, there is no CEO in the Company, MD of the Company has been categorized as KEY MANAGERIAL PERSONNEL under Section 203 of the Companies Act, 2013, whose remuneration has been given in point no. A.

\*\* Salary of CS and CFO has been shown on accrual basis, though payment of salary may be forthcoming financial year.

\*\*\*There have been changes in

II. PENALTIES / PUNIS

MENT/ COMPOUNDING OF OFFENCES:



Details of familiarization programmes imparted to independent directors during the year, are disclosed on the Company's website i.e. [www.nikkiglobal.com](http://www.nikkiglobal.com).

### 3. AUDIT COMMITTEE

The Audit Committee has been constituted in line with the provisions of the Section 177 of the Companies Act, 2013 read with Regulation 18 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Audit Committee of the Company comprises of 5 Non-Executive Directors in total and it is functioning as under:

The Audit Committee presently consists of the 3 Non-Executive & Independent Directors.



- (4) Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the board for approval, with particular reference to:
- (a) Matters required to be included in the director's responsibility statement to be included in the board's report in terms of clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013;
  - (b) Changes, if any, in accounting policies and practices and reasons for the same;
  - (c) Major accounting entries involving estimates based on the exercise of judgment by management;
  - (d) Significant adjustments made in the financial statements arising out of audit findings;
  - (e) Compliance with listing and other legal requirements relating to financial statements;
  - (f) Disclosure of any related party transactions;
  - (g) Modified opinion(s) in the draft audit report;
- (5) Reviewing, with the management, the quarterly financial statements before submission to the board for approval;
- (6) Reviewing, with the management, the statement of uses / application of funds raised through an issue (public issue, preferential issue, etc.), the sta

public or rights issue, and making appropriate recommendations to the  
up steps in this matter;  
and monitoring the audit performance and

to take  
drawing

#### 4. STAKEHOLDER RELATIONSHIP COMMITTEE:

The Stakeholders Relationship Committee has been constituted in line with the provisions of the Section 178 of the Companies Act, 2013 read with Regulation 20 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, The Stakeholders Relationship Committee of the Company comprises of 3 directors, its composition is as under:

##### Composition

Mr. Subodh Agarwal	Chairman (Non-Executive/Independent Director)
Mr. Manoj Kumar	Member, Non-Executive Director/Independent Director
Mr. Gaya Prasad Gupta	Member, Non-Executive Director/Independent Director

##### Meeting and attendance during the year

Members	Meeting Held	Meeting Attended
Mr. Subodh Agarwal	4	4
Mr. Manoj Kumar	4	4
Mr. Gaya Prasad Gupta	4	4

The Committee has been constituted to specially look into Shareholders grievances such as transfer, de-materialization related matters. The Committee has also been subsisted with the power to approve transfer/transmission, issue of new or duplicate certificates, sub-divisions of shares or spit of shares and all other related matters of shares.

There were no complaints pending as on 31.03.2017.

Our Company Secretary Ms. Gunjita Kalani has resigned the office of the Company w.e.f. November 1, 2016. The Board of Directors appointed Mr. Mohit Choudhary as Company Secretary cum Compliance Officer w.e.f. April 21, 2017, who also resigned the Company w.e.f. July 31, 2017.

Ms. Neha Jain, Practising Company Secretary, Kanpur is conducting Reconciliation of Share Capital Audit Report of the Company.

#### 5. NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee has been constituted in line with the provisions of the Section 178 of the Companies Act, 2013 read with Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, The Stakeholders Relationship Committee of the Company comprises of three (3) directors

**Meeting and attendance during the year**

Members	Meeting Held	Meeting Attended
Mr. Manoj Kumar	4	4
Mr. Subodh Agarwal	4	4
Mr. Gaya Prasad Gupta	4	4

No sitting fees have been paid by the Company to any Directors for attending Board Meetings or any Committee Meetings during the financial year 2016-17.

The Nomination and Remuneration Committee shall identify persons who are qualified to become directors of the company and who may be appointed in senior management in accordance with criteria laid down by the company. It recommends to the Board for their appointment as Directors or at senior management level.

The Committee had been consulted to review and approve the annual salaries, commission, service management and other employment conditions for the executive directors.

**Terms of Reference:**

The terms of reference of the Nomination and Remuneration Committee are in line with the requirements of the Companies Act, 2013.



## COMPLIANCE OFFICER:

During the Year, our Company Secretary cum Compliance Officer, Ms. Gunjita Kalani has resigned the Company w.e.f. November 1, 2016, thereafter, the Board of Directors of the Company appointed Mr. Mohit Choudhary as Company Secretary cum Compliance Officer of the Company w.e.f. 21<sup>st</sup> April, 2017, who also resigned the Company w.e.f. July 31, 2017.

## PERFORMANCE EVALUATION OF THE BOARD, DIRECTORS AND COMMITTEES:

After taking into consideration one to one inputs received from the Directors, covering various aspects of the Board's functioning such as adequacy of the composition of the Board and its Committees, Board culture, execution and performance of specific duties, obligations and governance; pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, the Board has carried out the annual performance evaluation of its own performance, the Directors individually as well as the evaluation of the working of its Audit, Appointment and Remuneration Committees.

### Independent Directors Meeting

During the year under review, the Independent Directors met on March 30, 2017, inter alia, to discuss:

1. Evaluation of the performance of Non Independent Directors and the Board of Directors as a Whole;
2. Evaluation of the performance of the Chairman of the Company, taking into account the views of the Non executive Directors.
3. Evaluation of the quality, content and timelines of flow of information between the management and the Board that is necessary for the Board to effectively and reasonably perform its duties.

All the Independent Directors were present at the meeting

## 6. SHAREHOLDER'S MEETINGS

### (a) Details of last three AGMs held:

Year	Date	Venue	Time
2016-17	30.09.2016	Mehta Farm, Village – Chhawla, beyond BSF Camp, Rajokari, Najafgarh Road, New Delhi - 110071	3:30 P.M.
2015-16	29.09.2015	Mehta Farm, Village – Chhawla, beyond BSF Camp, Rajokari, Najafgarh Road, New Delhi - 110071	11:00 A.M.
2014-15	29.09.2014	Mehta Farm, Village – Chhawla, beyond BSF Camp, Rajokari, Najafgarh Road, New Delhi - 110071	11:00 A.M.

**(b) Business:**

Year	Special Resolution passed for:
2016-17	<ol style="list-style-type: none"><li>1. Authorization to enter in contracts and /or arrangements with Related Party under Section 188 of the Companies Act, 2013</li><li>2. To borrow sum or sums of money which may exceed aggregate for time being of the paid up capital and free reserves which shall not exceed the Rs. 50 Crores</li></ol>
2015-16	<ol style="list-style-type: none"><li>1. Re-appointment of Mr. Ashesh Agarwal as Managing Director of the Company for a period of 3 years commencing from September 1, 2015 to August 31, 2018.</li><li>2. Adoption of new set of Articles of Association of the Company under the Companies Act, 2013.</li><li>3. Alteration in Liability Clause the Memorandum of Association of the Company</li></ol>
2014-15	<ol style="list-style-type: none"><li>1. Alteration in Articles of Association of the Company</li></ol>

**(b) Whistle Blower Policy:**

The Company believes in the conduct of the affairs of its various constituents in a fair and transparent manner, by adopting the highest standard of professionalism, honesty, integrity and ethical behaviour and open communication. The Company has Whistle Blower Policy under which the employees are encouraged to report any irregularities or



**(b) Annual General Meeting:**

**(Day, Date, Time and Venue)**

Friday, September 29, 2017 at 11:00 a.m.

Mehta Farm, Village Chhawla, beyond BSF Camp, Rajkhari, Nazabgarh Road, New Delhi – 110071

**(c) Financial Year:**

Financial Year – April 1, 2016 to March 31, 2017

**(d) Book Closure Date:**

September 22, 2017 (Friday) to September 29, 2017 (Friday) (both days inclusive). No Dividend is being declared at ensuing AGM.

**(e) Listing:**

Equity Shares of the Company are actively listed on BSE.

Scrip Code: 531272

ISIN: INE652D01014

- (i) Bombay Stock Exchange Ltd.  
Phirize Jeejeephoy Towers,  
Dalal Stret, Mumbai – 400001

**(f) Market Price Data:**

Monthly Open, High, Low and Close price and the trading volumes on BSE of equity shares the Company are hereunder:

Month	Open Price	High Price	Low Price	Close Price	No. of Shares
Apr-16	17.10	17.10	17.10	17.10	530
May-16	17.00	17.10	17.00	17.10	5277
Jun-16	17.05	17.05	17.05	17.05	400
Jul-16	17.05	17.05	17.05	17.05	1000
Aug-16	17.05	17.05	16.20	16.25	1801
Sep-16	15.95	15.95	14.50	14.50	73
Oct-16	14.75	14.75	14.75	14.75	41159
Nov-16	14.70	14.70	14.50	14.50	31150
Dec-16	14.48	14.48	14.48	14.48	507
Jan-17	14.20	14.99	14.20	14.70	2800
Mar-17	14.70	14.70	13.22	13.22	283



(j) Shareholding Pattern as on March 31, 2017:

Category	No. of Shares	% of Holding
(A) Promoters Holding		
Individuals	266924	7.81
Bodies Corporate	0	0.00
Sub-Total (A)	266924	7.81

**(l) The Company has not issued any GDRs/ADRs.**

**(m) Branches/Plants:**

The Company has no branch / Plant.

**(n) Payment of Listing Fees:**

Annual Listing Fees for the year 2017-18 has been paid by the Company to BSE.

**(o) Payment of Depository Fees:**

Annual Custody/Issuer Fess for the year 2017-18 has been paid by the Company to Depositories (NSDL & CDSL).

**(p) E-mail ID of Grievance Redressal Division:**

ngfltd@rediffmail.com, investors@nikkiglobal.com

**(q) Address for correspondence:**



**(II) CEO AND CFO CERTIFICATION:**

Managing Director and Chief Financial Officer of the Company give annual Compliance Certificate in accordance with Regulation 17(8) read with Part B of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The annual compliance certificate given by the Chairman and Managing Director and Chief Financial Officer is attached in Annual report.

**DECLARATION OF COMPLIANCE WITH CODE OF CONDUCT**

I, Ashesh Agarwal, Managing Director of the Company, hereby declare that, all the members of the Board and the Senior Management personnel have confirmed their compliance with the Code of Conduct for the year ended March 31, 2017.

For Nikki Global Finance Limited



(Ashesh Agarwal)  
Managing Director  
DIN:02319026

Place: New Delhi  
Date: 29.08.2017

**CEO/CFO CERTIFICATION**  
**(Pursuant to Regulation 17(8) of SEBI (LODR) Regulations, 2015)**

In terms of Regulation 17(8) of SEBI (LODR) Regulations, 2015, Managing Director and  
Chief Financial Officer of the Company

# **Management Discussion & Analysis**

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## **ECONOMIC OVERVIEW**

The economic conditions in the country in the current fiscal have been challenging with inflation being the major factor driving economic policy. Policy formulation has become more complicated and Indian rupee has tended to remain weak against major international currencies. There was overall slowdown in the economy of the country.

## **FINANCIAL PERFORMANCE**

During the year, the Company earned net profit of Rs. 761,416.00 and it is expected that the company will perform better in coming years.

## **OPPORTUNITIES AND STRENGTHS**

The Company is searching for new avenues. Your company continues to focus on the diversification its business activities. Although business opportunities are available, additional resources continues to be constraint.

## **BUSINESS OVERVIEW**

The company has good recognition among its shareholders spread throughout country. The company has evolved new vision and focus. The company has a strategy to diversify its business activities in coming years.

## **RISKS AND CONCERNS**

The Capital market industry in which your Company is operating is subject to extensive regulation. The Company evaluates the technological obsolescence and the associated risks and makes investment accordingly.

business leaders by employing best talent in the industry, providing opportunities, empowerment by delegations, training and taking care of their growth.

#### DISCLOSURES





## **RAJANI MUKESH & ASSOCIATES**

*Chartered Accountants*

510, Prem Ratan Vatika,

7/180, Swaroop Nagar, Kanpur – 208 002.

Phones: Off. 0512-3043251, Mob : 09839035251, 09307929209

e-mail : rajani.ca@gmail.com, pleaseemailrajani@gmail.com

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### **CERTIFICATE ON COMPLIANCE WITH THE CONDITIONS OF CORPORATE GOVERNANCE**

#### **TO THE MEMBERS OF NIKKI GLOBAL FINANCE LIMITED**

We have examined the compliance of conditions of Corporate Governance by Nikki Global Finance Limited (the Company), for the financial year ended on 31<sup>st</sup> March, 2017, as stipulated in Chapter IV of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 pursuant to the Listing Agreement of the said Company with Stock Exchange.

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

In our opinion and to the best of our information and according to the explanations given to us, we certify that



**RAJANI MUKESH & ASSOCIATES**

*Chartered Accountants*

510, Prem Ratan Vatika,

7/180, Swaroop Nagar, Kanpur – 208 002.

Phones: Off. 0512-3043251, Mob : 09839035251, 09307925209

e-mail : [rajani.ca@gmail.com](mailto:rajani.ca@gmail.com)

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**INDEPENDENT AUDITOR'S REPORT**

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on our 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, we consider internal financial control relevant to the Company's preparation of the financial statements that give true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by 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;

### 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 section 143(11) of the Act, we give in the "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.
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 appears from our examination of those books.
  - c) The Balance Sheet, the Statement of Profit and Loss, and 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 written representations received from the directors as on 31 March, 2017, taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2017, from being appointed as a director in terms of Section 164(2) of the Act.
  - f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".



g) In our opinion and to the best of our information and according to the explanations ( )



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

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

**(i) In respect of its fixed assets:**

- (a)** The Company has maintained proper records showing full particulars, including quantitative details and situation of the fixed assets.
- (b)** As explained to us, fixed assets have been physically verified by the management during the year in accordance with the phased programme of verification adopted by the management which, in our opinion, provides for physical verification of all the fixed assets at reasonable intervals. According to the information and explanations given to us, no material discrepancies were noticed on such verification.
- (c)** No immovable properties are held by the Company, so this clause of the Order is not applicable.

**(ii) In respect of its inventory:**

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

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

- (v) The Company has not accepted any deposits from the public and hence the directives issued by the Reserve Bank of India and the provisions of Sections 73 to 76 or any other relevant provisions of the Act and the Companies (Acceptance of Deposit) Rules, 2015 with regard to the deposits accepted from the public are not applicable.
- (vi) As informed to us, the Central Government has not prescribed maintenance of cost records under sub-section (1) of Section 148 of the Act, in respect of the activities carried on by the Company.
- (vii) In respect of statutory dues:
- (a) According to the records of the company and information and explanations given to us, the Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, employees state insurance (ESI), Investor Education and Protection Fund, Income-tax, Tax deducted at sources, Tax collected at source, Professional Tax, Sales Tax, value added tax (VAT), Wealth Tax, Service Tax, Custom Duty, Excise Duty, Cess and other material statutory dues applicable to it, with the appropriate authorities.
- (b) According to the information and explanations given to us, there are no dues of income tax, sales tax, service tax, duty of customs, duty of excise, value added tax outstanding on account of any dispute.
- (viii) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to financial institutions, banks and debenture holders.
- (ix) The company has not raised any money by way of initial public offer or further public offer and has not obtained any term loans during the year, so this para of the Order is not applicable.
- (x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.
- (xi) In our opinion and according to the information and explanations given to us, the Company has paid and provided the managerial remuneration in accordance with the requisite approvals mandated by the provisions of section 197 read with schedule V to the Companies Act.
- (xii) The Company is not a Nidhi Company, so this para of the Order is not applicable.
- (xiii) In our opinion and according to the information and explanations given to us, all transactions with related parties are in compliance with section 177 and section 188 of the Companies Act, 2013 and all details have been disclosed in the Financial Statements as required by the applicable accounting standards.



- (xiv) In our opinion and according to the information and explanations given to us, the Company has not made any preferential allotment or private placement of shares or fully convertible debentures during the year under review, so this para of the Order is not applicable.
- (xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transaction with directors or person connected with him, so this para of the Order is not applicable.
- (xvi) The Company is registered under section 45 IA of the Reserve Bank of India Act, 1934.

PLACE: NEW DELHI  
DATE: 26.05.2017

For RAJANI MUKESH & ASSOCIATES,  
CHARTERED ACCOUNTANTS,  
FIRN: 004072C

(C. MUKESH RAJANI)  
Proprietor, No. 073098  
M.No.: 073098  
PAN: AANPR6167J



## **"Annexure B" to the Independent Auditor's 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 NIKKI GLOBAL FINANCE LIMITED ("the Company") as of March 31, 2017 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

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

The Company's management is responsible for establishing and maintaining internal financial controls based on essential components of internal financial control system as required under the Companies Act, 2013.

Our responsibility, as required under the Companies Act, 2013.

**Our 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 on Internal Financial Controls Over Financial Reporting (the "Guidance Note") issued by ICAI and deemed to be prescribed under section 143(5) of the Companies Act, 2013, and the Standards on Internal Financial Controls, both applicable to an audit of Internal Financial Controls and, both issued by the Institute of Cost Accountants of India. These Standards require the auditor to obtain reasonable assurance about whether the internal financial controls were effectively designed and maintained and if such controls operated effectively in all material respects.

In performing procedures to obtain audit evidence about the adequacy of the internal financial controls, we have used the professional judgment and have also exercised due professional care.



### 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

Source: Definition of Internal Financial Controls Over Financial Reporting

Balance Sheet as at	Note	31/03/2017	31/03/2016
<b>EQUITY AND LIABILITIES</b>			
Shareholders' funds			
Share capital	2.1	34,197,000.00	34,197,000.00
Reserves and surplus	2.2	(16,801,334.00)	(17,562,750.00)
Money received against share warrants		17,395,066.00	16,634,250.00
Share application money pending allotment		-	-
<b>Non-current liabilities</b>			
Long-term borrowings	2.3	5,100,000.00	14,250,000.00
Deferred tax liabilities (Net)	2.4	21,606.00	21,606.00
Other Long term liabilities	2.5	37,463,291.00	80,600,759.00
Long-term provisions		-	-
		42,584,897.00	94,872,365.00
<b>Current liabilities</b>			
Short-term borrowings		-	-
Trade payables		-	-
Other current liabilities	2.6	37,657,119.00	-
Short-term provisions	2.7	240,242.00	100,759.00
		37,897,361.00	100,759.00
<b>TOTAL</b>		<b>97,877,924.00</b>	<b>111,607,374.00</b>
<b>ASSETS</b>			
<b>Non-current assets</b>			
Fixed assets			
Tangible assets	2.8	18,101.00	18,101.00
Intangible assets		-	-
Capital work-in-progress		-	-
Intangible assets under development		-	-
		18,101.00	18,101.00
Non-current investments	2.9	7,501,100.00	7,501,100.00
Deferred tax assets (net)		-	-
Long-term loans and advances	3.0	79,380,360.00	80,101,158.00
Other non-current assets		-	-
		86,889,561.00	87,620,359.00
<b>Current assets</b>			
Current investments	3.1	1,230,616.00	1,265,998.00
Inventories	3.2	8,811,998.00	21,803,582.00
Trade receivables	3.3	421,651.00	761,538.00
Cash and cash equivalents		-	-
Short-term loans and advances	3.4	514,698.00	155,897.00
Other current assets		10,978,363.00	23,987,015.00
<b>TOTAL</b>		<b>97,877,924.00</b>	<b>111,607,374.00</b>

In terms of our attached report of even date

For Nikki Global Finance Associates

Chartered Accountants

004072C

CHARTERED

ACCOUNTANTS

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CHARTERED

Place: NEW DELHI

Date: 26/05/2017

For NIKKI GLOBAL FINANCE LIMITED

*Ashesh Agarwal*

ASHESH AGARWAL  
(MANAGING DIRECTOR)  
(DIN : 02319026)

FOR NIKKI GLOBAL FINANCE LIMITED

*Company Secretary*

COMPANY SECRETARY

*G. P. Gupta*  
G. P. GUPTA  
(DIRECTOR)  
(DIN : 00335302)

For Nikki Global Finance Ltd.

*Chief Financial Officer*  
Chief Financial Officer

NIKKI GLOBAL FINANCE LIMITED  
I-9, LGF, LAJPAT NAGAR-1, NEW DELHI -110024  
CIN : L65999DL1986PLC024493

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED 31/03/2017

In ₹

Statement of Profit and Loss for the	Note	31/03/2017	31/03/2016
Revenue from operations	3.5	21,797,261.00	29,725,895.00
Other income	3.6	2,679,903.00	712,430.00
<b>Total Revenue</b>		<b>24,477,164.00</b>	<b>30,438,325.00</b>
<b>Expenses</b>			
Purchases of Stock-In-Trade	3.7	21,772,978.00	29,974,508.00
Changes in inventories of finished goods work-in-progress and Stock-In-Trade	3.8	35,382.00	(221,544.00)
Employee benefits expense	3.9	644,630.00	552,280.00
Finance costs	4.0	1,623.00	1,458.00
Depreciation and amortization expense	4.1	-	-
Other expenses	4.2	1,211,593.00	881,851.00
<b>Total expenses</b>		<b>23,666,206.00</b>	<b>31,188,553.00</b>
Profit before exceptional items and tax		810,958.00	(750,228.00)
Exceptional Items		129,700.00	-
Profit before tax		940,658.00	(750,228.00)
Tax expense:	4.3		
Current tax		179,242.00	-
Deferred tax		-	-
Profit (Loss) for the period from continuing operations		761,416.00	(750,228.00)
Tax expense of discontinuing operations		-	-
Profit (Loss) from Discontinuing operations (after tax)		-	-
<b>Profit (Loss) for the period</b>		<b>761,416.00</b>	<b>(750,228.00)</b>

**NOTES ON ACCOUNTS FOR THE YEAR ENDED MARCH 31 2017**

**2.1 Share Capital**

		In `	
Particular	31/03/2017	31/03/2016	
<b>Authorised</b>			
4000000 (4000000) Equity Shares of ` 10/- Par Value	40,000,000.00	40,000,000.00	
	40,000,000.00	40,000,000.00	
<b>Issued</b>			
3419700 (3419700) Equity Shares of ` 10/- Par Value	34,197,000.00	34,197,000.00	
	34,197,000.00	34,197,000.00	
<b>Subscribed</b>			
3419700 (3419700) Equity Shares of ` 10/- Par Value	34,197,000.00	34,197,000.00	
	34,197,000.00	34,197,000.00	
<b>Paidup</b>			
3419700 (3419700) Equity Shares of ` 10/- Par Value Fully Paidup	34,197,000.00	34,197,000.00	
	34,197,000.00	34,197,000.00	

**Holding More Than 5%**

Particular	31/03/2017	% Held	31/03/2016	% Held
KAMAL KISHORE CHAURASIA	251,498.00	7.35	251,498.00	7.35

**Reconciliation**

Particular	31/03/2017		31/03/2016	
	Number of Share	Amount	Number of Share	Amount
Number of shares at the beginning	3,419,700.00	34,197,000.00	3,419,700.00	34,197,000.00
Add : Issue	-	-	-	-
Less : Bought Back	-	-	-	-
Others	-	-	-	-
Number of shares at the end	3,419,700.00	34,197,000.00	3,419,700.00	34,197,000.00

**2.2 Reserve and Surplus**



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NARAIN DASS		3,600,000.00
P.N.G. & CO.	400,000.00	400,000.00
RAJ KISHORE AGARWAL		3,500,000.00
RAJEEV TOSHNIWAL	750,000.00	750,000.00
RUSTAM FOODS PRIVATE LIMITED	9,477,178.00	8,500,000.00
SAGAR KRISHI YANTRA PVT. LTD.	480,000.00	480,000.00
SKYLINE INFRA HEGHITS P. LTD.	10,000,000.00	10,000,000.00
VASUNDHRA CAPITAL & SECURITIES LTD.	3,171,158.00	3,171,158.00
WM BLUE CHIP INVESTMENT SERVICES PVT. LTD.	25,500,000.00	25,500,000.00
	<b>79,380,360.00</b>	<b>80,101,158.00</b>

### 3.1 Inventories

In ₹		
Particular	31/03/2017	31/03/2016
Others		
Other		
CLOSING STOCK- QUOTED SHARES	1,230,616.00	1,265,998.00
	<b>1,230,616.00</b>	<b>1,265,998.00</b>

### 3.2 Trade receivables

In ₹		
Particular	31/03/2017	31/03/2016
Trade Receivable		
Secured considered good		

## 3.5 Revenue from operations

Particular	31/03/2017	31/03/2016
Sale of Products		
Other Goods		
SALES	21,796,976.00	29,533,471.00
Other Operating Revenues		
M TO M	285.00	192,424.00
	<b>21,797,261.00</b>	<b>29,725,895.00</b>

## 3.6 Other Income

Particular	31/03/2017	31/03/2016
Interest	2,675,303.00	-
Dividend		
DIVIDEND	4,600.00	2,429.00
Miscellaneous		
SALES CONSULTANCY CHARGES	-	710,000.00
BALANCE WRITTEN OFF	-	1.00
	<b>2,679,903.00</b>	<b>712,430.00</b>

## 3.7 Purchases of Stock-in-Trade

Particular	31/03/2017	31/03/2016
Stock in Trade		
PURCHASES	21,772,978.00	29,974,508.00
	<b>21,772,978.00</b>	<b>29,974,508.00</b>

## 3.8 Changes in inventories of finished goods work-in-progress and Stock-in-Trade

Particular	31/03/2017	31/03/2016
Opening		
Other	1,265,998.00	1,044,454.00
	<b>1,265,998.00</b>	<b>1,044,454.00</b>
Closing		
Other	1,230,616.00	1,265,998.00
	<b>1,230,616.00</b>	<b>1,265,998.00</b>
Increase/Decrease		
Other	35,382.00	(221,544.00)
	<b>35,382.00</b>	<b>(221,544.00)</b>

## Details of Changes in Inventory

Particular	31/03/2017	31/03/2016
Other		
STOCK	35,382.00	(221,544.00)
	<b>35,382.00</b>	<b>(221,544.00)</b>

## 3.9 Employee benefits expense

Particular	31/03/2017	31/03/2016
Salary Wages & Bonus		
SALARIES	644,630.00	552,280.00
	<b>644,630.00</b>	<b>552,280.00</b>

## 4.0 Finance costs

Particular	31/03/2017	31/03/2016
Interest Expenses		
Bank Charges		
BANK CHARGES	1,623.00	1,458.00
	<b>1,623.00</b>	<b>1,458.00</b>

For Nikki Global Finance Limited

*Arshad Aggarwal*  
Managing Director

For Nikki Global Finance Ltd.

*Mukesh*  
Director

For Nikki Global Finance Ltd.

61 *Sangai Jain*







#### 4.4 Earnings per equity share

Particular	In ₹	
	31/03/2017	31/03/2016
<b>Earnings Per Equity Share</b>		
<b>Basic</b>		
Basic EPS Before Extra Ordinary Item	0.22	(0.22)
Extra Ordinary Item Adjustment	-	-
<b>Diluted</b>		
Diluted EPS Before Extra Ordinary Item	0.22	(0.22)
Extra Ordinary Item Adjustment	-	-
<b>Number of Shares used in computing EPS</b>		
Basic	3,419,700.00	3,419,700.00
Diluted	3,419,700.00	3,419,700.00
<b>Weighted Average Number of shares</b>		
Number of Shares for basic EPS calculation		
Number of shares for dilutive calculation	3,419,700.00	3,419,700.00

In terms of our attached report of even date

For RAJESH MOHANTY & ASSOCIATES

CHARTERED ACCOUNTANTS

MEMBER OF ICAI

CHARTERED ACCOUNTANTS

RAJESH MOHANTY

PROPRIETOR

MEMBER OF ICAI

MEMBER OF ICAI

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For NIKKI GLOBAL FINANCE LIMITED

*Ashish Agarwal*

ASHISH AGARWAL  
(MANAGING DIRECTOR)  
(DIN : 02319026)

*Geeta Gupta*

GEETA GUPTA  
(DIRECTOR)  
(DIN : 00395502)

For Nikki Global Finance Ltd.

FOR NIKKI GLOBAL FINANCE LIMITED

*Sanjai Jain*  
Chief Financial Officer

*Geeta Gupta*  
COMPANY SECRETARY



**NIKKI GLOBAL FINANCE LIMITED**  
**1-B LGF LAJPAT NAGAR-1 NEW DELHI -110024**  
**CIN : L65999DL1986PLC024493**  
**CASH FLOW STATEMENT FOR THE YEAR ENDED 31st March 2017**

	For the year Ended 31-Mar-17 Amount (Rs.)	For the year Ended 31-Mar-16 Amount (Rs.)
<b>Cash flows from operating activities</b>		
Net Profit/(Loss) as per Profit & Loss A/c Before Tax	810,958.00	(750,228.00)
Adjustments for :		
Depreciation	-	-
P/P Expenses	-	150,000.00
Income Tax	179,242.00	-
Other Adjustments	129,700.00	3,500,000.00
Operation profit before working capital changes	761,416.00	(4,400,228.00)
Change in Current Asset	12,668,765.00	6,470,078.00
Change in Current Liabilities	37,796,602.00	5,285.00
<b>NET CASH FROM OPERATING ACTIVITIES</b>	<b>51,226,783.00</b>	<b>2,075,135.00</b>
<b>Cash flows from investing activities</b>		
Purchase of Investment	-	-
Purchase of fixed Assets	-	-
Sale of fixed Assets	-	-
(Increase)/Decrease in Loans & Advances	720,798.00	(10,279,519.00)
<b>NET CASH FROM INVESTING ACTIVITIES</b>	<b>720,798.00</b>	<b>(10,279,519.00)</b>
<b>Cash flows from Financing activities</b>		
Proceeds from issuance of Share Capital	-	-
Increase/(Decrease) in Unsecured Loans & Non current liabilities	(52,287,468.00)	8,025,000.00
<b>NET CASH FROM FINANCING ACTIVITIES</b>	<b>(52,287,468.00)</b>	<b>8,025,000.00</b>
<b>Net increase/(Decrease) in cash and cash equivalents</b>	<b>(339,887.00)</b>	<b>(179,384.00)</b>
<b>Cash and Cash equivalents beginning of year</b>	<b>761,538.00</b>	<b>940,922.00</b>
<b>Cash and Cash equivalents at end of year</b>	<b>421,651.00</b>	<b>761,538.00</b>

Notes:1

Figures in brackets indicate cash outflow

Notes:2

This is the cash flow statement referred to in our report of even date prepared under the indirect method set out in AS-3 issued by the Institute of Chartered Accountants of India.

In terms of our attached report of even date

For RAJANT HOKER AND ASSOCIATES

CHARTERED ACCOUNTANTS

FRM 004072C

CHARTERED ACCOUNTANTS

CHARTERED ACCOUNTANTS

CHARTERED ACCOUNTANTS

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For NIKKI GLOBAL FINANCE LIMITED

*Ashish Agarwal*

ASHISH AGARWAL  
(MANAGING DIRECTOR)  
(DIN : 02319028)

*G. P. Gupta*

G. P. GUPTA  
(DIRECTOR)  
(DIN : 00335302)

For Nikki Global Finance Ltd.

*Sanjay Jain*  
Chief Financial Officer

FOR NIKKI GLOBAL FINANCE LIMITED

*[Signature]*  
COMPANY SECRETARY

Place: NEW DELHI

Date: 26/05/2017

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**M/S NIKKI GLOBAL FINANCE LTD.**

**(AS ON 31<sup>ST</sup> MARCH, 2017)**

**Significant Accounting Policies for the period ended March, 2017.**

**1. SIGNIFICANT ACCOUNT POLICIES:**

**(a) System of Accounting and Revenue Recognition**

- (i) Accounts are prepared under historical cost convention in accordance with applicable mandatory Accounting Standards referred to in Section 133 of the Companies Act, 2013.
- (ii) Income on non-performing assets is recognized in accordance with the provisions of Prudential Norms for Income Recognition prescribed by the Reserve Bank of India and is accounted for in the year of realization.
- (iii) Profit / (Losses) on sale of investments are recognized on trade date on First in First out basis.
- (iv) Dividend on shares is accounted for as and when received.
- (v) Loans and advances are stated net of provisions for non-performing advances. Balances of various parties are subject to confirmations.
- (vi) Other Income and expenses are accounted for on accrual basis.
- (vii) The inventories of shares & securities have been valued at lower of cost price or market value as at 31<sup>st</sup> March, 2017.

**(b) Fixed Assets**

Fixed Assets are stated at cost less accumulated depreciation.

**(c) Depreciation**

The depreciation has been provided on WDV method at the rates provided in Schedule II of the Companies Act, 2013 on pro-rata basis.

**(d) Investments**

- (i) The investments is categorized into 'Non- Current'.
- (ii) Investments are valued at cost. Provision for diminution in the value of investment, if any, is made if the Decline in value is of permanent nature.

CONTINGENT LIABILITIES

and against the company's acknowledgment, (Previous Year: NIL)

Investments: NIL



**Related party where significant influence exists:**

Party	Relationship	Transaction	Amount in Rs.
Horizon Portfolio Ltd.	Entity in which key Management Personnel can exercise significant control	Purchase & Sale of Securities	4,35,79,081.17
Rich Udyog Network Ltd	Entity in which key Management Personnel Can exercise significant control	Repayment of Loan	4,31,20,000.00

**8. Amount outstanding as on 31<sup>st</sup> March, 2017:**

(i) Key Management Personnel	3,73,91,499.00 Cr.	3,73,91,499.00 Cr.
(ii) Others Related Parties	0.00	0.00

9. The particulars as required in terms of Paragraph 9BB of Non-Banking Financial Companies Prudential Norms (Reserve Bank) Directions 1998 given in Schedule I-(I) is not appended hereto.

10. Keeping in view the current year losses of the company, net deferred tax liabilities have not been recognized in accordance with Accounting Standard AS-22 "Accounting for taxes on income" issued by the Institute of Chartered Accountants of India.

11. Payment of Gratuity Act, 1972 and Provident Fund Act, 1952 are not presently applicable to the Company. The company does not have a policy of encashment of unavailed leaves.

12. Earnings in Foreign Currency: NIL (Previous Year: Rs. NIL)

13. Expenses in Foreign Currency: NIL (Previous Year: Rs. NIL)

14. The company has identified that there is no impairment of assets and as such no provision is required for the same in terms of Accounting Standard 28 issued by Institute of Chartered Accountants of India.

15. Figures have been rounded off to the nearest rupees.

16. Previous year's figures have been regrouped / rearranged wherever considered necessary.

17. The details of Specified Bank Notes (SBN) during the period from 8th November, 2016 to 30th December, 2016 is as follows:

	SBNs	Other denomination notes	Total
Closing cash in hand as on 08.11.2016	NIL	548190.00	548190.00
(+) Permitted receipts	NIL	0.00	0.00
(-) Permitted Payments	NIL	20350.00	20350.00
(-) Amount deposited in Banks	NIL	0.00	0.00
Closing cash in hand as on 30.12.2016	NIL	527840.00	527840.00

In terms of our attached report of even date

For Nikki Global Finance Ltd.

For RAJAN MUKESH & ASSOCIATES,  
CHARTERED ACCOUNTANTS

FRN: 004072C

CHARTERED  
ACCOUNTANTS  
RAJAN MUKESH & ASSOCIATES  
(Proprietorship)  
M. NO. : 073098

Date : 28/05/2017  
Place: NEW DELHI

For Nikki Global Finance Limited

Ashu Agarwal  
Managing Director

FOR NIKKI GLOBAL FINANCE LIMITED

COMPANY SECRETARY

\*For Nikki Global Finance Ltd.

Singh Jai  
Chief Financial Officer

## PROXY FORM

{Pursuant to Section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014}

31<sup>ST</sup> ANNUAL GENERAL MEETING – SEPTEMBER 29, 2017

### NIKKI GLOBAL FINANCE LIMITED

Regd. Office: I-9, LGF, Lajpat Nagar-1, New Delhi -110024  
CIN: L65999DL1986PLC024493

Name of the member(s)	:
Registered Address	:
E-mail ID	:
Folio No/Client ID	:
DP ID	:

I / We, being the member(s) of the above named Company hold ..... shares,  
hereby appoint:

Name:	Address:
E-mail ID:	Signature:

or failing him/her

Name:	Address:
E-mail ID:	Signature:

or failing him/her

Name:	Address:
E-mail ID:	Signature:

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 31<sup>st</sup> Annual General Meeting of the Company, to be held on Friday, September 29, 2017 at 11.00 a.m. at Mehta Farm, Village Chhawla, beyond BSF Camp, Rajkhari, Nazabgarh Road, New Delhi – 110071 and at any adjournment thereof in respect of such resolutions as are indicated below:

#### Ordinary Business

1. To receive, consider and adopt the audited financial statements for the financial year ended on 31<sup>st</sup> March, 2017 including the Balance Sheet and the Profit and Loss Account of the Company for the financial year ended on 31<sup>st</sup> March, 2017 and notes thereto and the Reports of Board of Directors and Auditor's thereon (Ordinary Resolution).
2. Re-appointment of Mr. Ashesh Agarwal, who retires by rotation (Ordinary Resolution).
3. Appointment of Rajani Mukesh & Associates, Chartered Accountants, Kanpur as Statutory Auditors of the Company for 5 years from the conclusion of this 31<sup>st</sup> Annual General Meeting till the conclusion of 36<sup>th</sup> Annual General Meeting to be held in the year 2022 and fixing their remuneration (Ordinary Resolution).

Signed this ..... day of ..... 2016.

Signature of shareholder: .....

Affix 1  
Rupees  
Revenue  
Stamp

Signature of Proxy holder(s): .....

*Note: 1. 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.*

2. *A person can act as a Proxy on behalf of not more than fifty members holding in aggregate, not more than ten percent of the total share capital of the Company. Members holding more than ten percent of the total share capital of the Company may appoint a single person as Proxy, who shall not act as a Proxy for any other Member.*



## ATTEDANCE SLIP

31<sup>ST</sup> ANNUAL GENERAL MEETING – SEPTEMBER 29, 2017

### NIKKI GLOBAL FINANCE LIMITED

Regd. Office: I-9, LGF, Lajpat Nagar-1, New Delhi -110024

CIN: L65999DL1986PLC024493

DP ID/Client ID/Folio No.

No. of shares held

I Certify that I am a member/proxy for the member of the Company.

I, hereby record my presence at the 31<sup>st</sup> Annual General Meeting held on Friday, September 29, 2017 at 11:00 a.m. at Mehta Farm, Village Chhawla, beyond BSF Camp, Rajkhari, Nazabgarh Road, New Delhi – 110071.

Name of the Member

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Name of the Proxy

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Signature

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*Note: Please complete this Attendance Slip and hand it over at the Attendance Verification Counter at the entrance of the meeting hall. Members are requested to bring their copy of the Annual Report for reference at the meeting.*



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