

31st Annual Report
2016-2017

**SHREE GLOBAL
TRADEFIN LIMITED**

SHREE GLOBAL TRADEFIN LIMITED

CIN: L27100MH1986PLC041252

CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Rajesh R. Gupta
Mr. Ravindra Deshpande
Mr. Mohan Krishnamoorthy
Mrs. Uniza Shaikh

Chairman & Managing Director
Non Executive Director
Independent Director
Independent Director

Chief Financial Officer

Mr. Viresh Sohoni

Company Secretary

Mr. Jitendra K. Sharma

Statutory Auditor

M/s Todarwal & Todarwal
12, Maker Bhavan No. 03,
1st Floor, 21, New Marine Lines,
Mumbai- 400020,
Maharashtra

Secretarial Auditor

M/s K.C. Nevatia & Associates
Suravi House, Ground Floor,
53-A, Pali Village, Off 16th Road,
Bandra (West), Mumbai 400 050.

CORPORATE IDENTIFICATION NUMBER

L27100MH1986PLC041252

BANKERS

Union Bank of India
Punjab and Maharashtra Co-operative Bank Ltd.

REGISTERED OFFICE

35, Ashok Chambers,
Broach Street, Devji Ratansey Marg,
Masjid Bunder, Mumbai-400 009
Maharashtra.

REGISTRAR & SHARE TRANSFER AGENT

BIGSHARE SERVICES PRIVATE LIMITED

E-2/3, Ansa Industrial Estate,
Sakivihar Road, Saki Naka,
Andheri (E), Mumbai – 400072.
Phone: 022- 4043 0200
Fax : 022 - 2847 5207
E-mail: investor@bigshareonline.com

Contents	Page No.
Notice	3
Directors' Report	10
Report on Corporate Governance	25
<u>Standalone</u>	
Auditors' Report	33
Balance Sheet	37
Profit & Loss	38
Cash Flow Statement	39
Schedules	40
<u>Consolidated</u>	
Auditors' Report	47
Balance Sheet	49
Profit & Loss	50
Cash Flow Statement	51
Schedules	52
Proxy Form & Attendance Slip	

NOTICE

NOTICE is hereby given that the Thirty First Annual General Meeting of the Members of **Shree Global Tradefin Limited will be held on Thursday, 13th July, 2017 at 10.30 a.m.** at The Qube, CTS No. 1498 A/2, Asan Pada Road, Opp. Hotel Sunshine, Marol, Andheri East, Mumbai 400059, Maharashtra, to transact the following business:

ORDINARY BUSINESS:

- To receive, consider and adopt the audited standalone financial statement of the Company for the financial year ended 31st March, 2017, the reports of the Board of Directors and Auditors thereon.
- To receive, consider and adopt the audited consolidated financial statement of the Company for the financial year ended 31st March, 2017 and Auditors Report thereon.
- To appoint a Director in place of Mr. Rajesh R. Gupta, Chairman and Managing Director (DIN: 00028379), who retires by rotation and being eligible offers himself for re-appointment.
- To Ratify the appointment of Statutory Auditor of the Company**

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to the resolution passed by the Members of the Company at the 30th Annual General Meeting held on 29th September, 2016 and pursuant to the provisions of Sections 139, 142 and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the consent of the Members of the Company be and is hereby accorded for ratification of the appointment of M/s Todarwal & Todarwal, Chartered Accountants (ICAI Registration No: 111009W) as the Statutory Auditor of the Company, to hold office from the conclusion of Thirty First Annual General Meeting until the conclusion of Thirty Second Annual General Meeting of the Company to be held in the year 2018, on such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds and things as may be necessary for the purpose of giving effect to this resolution.”

SPECIAL BUSINESS:

- Revision of Remuneration of Mr. Rajesh R. Gupta, Managing Director of the Company w.e.f 1st April, 2017 to 31st December, 2017**

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

“RESOLVED THAT in accordance with the provisions of section 197 read with Schedule V and all other applicable provisions of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force) and such other consents and permission as may be necessary, the consent of the Members be and is hereby accorded for revision in the

remuneration of Mr. Rajesh R. Gupta [DIN: 00028379], Managing Director of the Company w.e.f 1st April, 2017 to be paid as under including salary, allowances and perquisites for the remainder period of his tenure i.e upto 31st December, 2017 within the maximum ceiling limit prescribed under Section II of Part II of Schedule V to the Companies Act, 2013 as may be amended from time to time and in force unless approval from Central Government is obtained to pay in excess of the limits prescribed.

Details of Remuneration:- Salary Per Month

Details	(Amount in ₹)
Basic Salary	1,00,000
House Rent Allowance	1,25,000
Conveyance	50,000
Education Allowance	10,000
Transport Allowance	10,000
General Allowance	44,667
Special Allowance	55,000
L.T.A	30,000
Medical	30,000
Perquisite	2,00,000
Provident Fund	12,000
Total	6,66,667 per month

RESOLVED FURTHER THAT Mr. Rajesh R. Gupta, Managing Director shall also be eligible for the following perquisites which shall not be included in the computation of the ceiling on remuneration:

- Contribution to Provident Fund to the extent these either singly or put together are not taxable under the Income Tax Act, 1961;
- Gratuity payable at a rate not exceeding half a month's salary for each completed year of service;

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to take such steps and do all such acts, deeds, matters and things as may be considered necessary, proper and expedient to give effect to this Resolution.”

- To re-appoint Mr. Rajesh R. Gupta (DIN: 00028379) as the Managing Director [designated as Chairman & Managing Director] of the Company**

To consider and, if thought fit, to pass, with or without modification(s), the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 read with Schedule V and other applicable provisions if any, of the Companies Act, 2013, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and the Articles of Association of the Company; and subject to such other approval(s), permission(s) and sanction(s), as may be required, the

members hereby accords its approval and consent to the re-appointment of Mr. Rajesh R. Gupta (DIN: 00028379) as the Managing Director of the Company, (designated as Chairman & Managing Director) being liable to retire by rotation for a period of three years w.e.f 01st January, 2018 and to his receiving remuneration as recommended by the Nomination and Remuneration Committee of the Board with effect from 1st January, 2018 to be paid as under including salary, allowances and perquisites within the maximum ceiling limit prescribed under Section II of Part II of Schedule V to the Companies Act, 2013 as may be amended from time to time and in force unless approval from Central Government is obtained to pay in excess of the limits prescribed.

Details of Remuneration:- Salary Per Month

Details	(Amount in ₹)
Basic Salary	1,00,000
House Rent Allowance	1,25,000
Conveyance	50,000
Education Allowance	10,000
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General Allowance	44,667
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L.T.A	30,000
Medical	30,000
Perquisite	2,00,000
Provident Fund	12,000
Total	6,66,667 per month

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- Contribution to Provident Fund to the extent these either singly or put together are not taxable under the Income Tax Act, 1961;
- Gratuity payable at a rate not exceeding half a month's salary for each completed year of service;

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to take such steps and do all such acts, deeds, matters and things as may be considered necessary, proper and expedient to give effect to this Resolution.

By Order of the Board of Directors

Date: 26th May, 2017
Place: Mumbai

Jitendra K. Sharma
Company Secretary

NOTES:

- A member entitled to attend and vote at the Annual General Meeting (the "Meeting") is entitled to appoint a proxy to attend and vote on a poll instead of himself and the proxy need not be a member of the Company.**
- The instrument appointing proxy, in order to be effective, must be received by the Company at the Registered Office not later than 48 hours before the commencement of the Meeting. Members / Proxies are requested to sign the attendance slip annexed to the proxy form and hand it over at the gate of the venue of the Meeting.**
- A person can act as a proxy on behalf of members not exceeding 50 (fifty) and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
- The proxy form should be in writing and be signed by the appointer or his/her attorney duly authorized in writing or, if the appointer is a body corporate, be under its seal or be signed by an officer or an attorney duly authorised by it.
- 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.
- The information regarding the Director who is proposed to be re-appointed, as required to be provided under Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings issued, is annexed hereto.
- An explanatory Statement setting out details relating to the ordinary and special business to be transacted at the Annual General meeting pursuant to Section 102(1) of the Companies Act, 2013, is annexed hereto.
- The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are therefore requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company or to the Registrar and Share Transfer Agent.
- Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of Companies Act, 2013 and Register of Contracts or arrangements in which directors are interested maintained under section 189 of the Companies Act, 2013 will be available for inspection by the members at the Annual General Meeting.
- The business set out in the Notice will be transacted through electronic voting system and the Company

is providing facility for voting by electronic means. Instructions and other information relating to e-voting are given in this Notice under Note No. 18.

11. 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.
12. The Register of Members and Share Transfer Books of the Company will remain closed from Thursday, 6th July, 2017 to Thursday, 13th July, 2017 (both days inclusive) in terms of the provisions of Section 91 of the Companies Act, 2013.
13. In line with the Green Initiative of the Ministry of Corporate Affairs, hard copy of the Annual Report containing the Balance Sheet, the Statement of Profit and Loss, the Cash Flow Statement etc. will be sent to those shareholders who have not registered their e-mail addresses. Shareholders who have registered their e-mail addresses will be sent the soft copies by e-mail. However, a shareholder continues to retain the right to request the Company for a hard copy of the Report.
14. Relevant documents referred to in the accompanying Notice and the Explanatory Statement, the Statutory Registers, the Audited Standalone and Consolidated Financial Statements, the Directors' Report and the Auditor's Report, will remain open for inspection at the Registered Office of the Company on all working days between 09:00 a.m. to 5:00 p.m. excluding Saturdays, Sundays and public holidays upto the date of the AGM. The Audited Financial Statements, the Directors' Report and the Auditor's Report will be placed on the Company's website on www.sgtl.in
15. Members desiring any information as regards to Accounts are requested to write 7 days in advance to the Company before the date of the meeting to enable the Management to keep full information ready.
16. Members are requested to notify any changes in their address to the Company's Registrar & Share Transfer Agent, M/s. Bigshare Services Pvt. Ltd., E-2/3, Ansa Industrial Estate, Saki Vihar Road, Saki Naka, Andheri (East), Mumbai - 400 072.
17. Members are requested to quote their Folio No. or DP ID / Client ID, in case shares are in physical / dematerialized form, as the case may be, in all correspondence with the Company / Registrar and Share Transfer Agent.
18. **Information and other instructions relating to e-voting are as under:**
 - 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 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, 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 ballot 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 'ballot'.

- 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. Please note that if a Member casts vote by both the modes, then votes cast through e-voting shall prevail and voting at the Meeting will be treated invalid.
- d. The Company has engaged the services of Central Depository Services Limited ("CDSL") as the Agency to provide e-voting facility.
- e. The Board of Directors of the Company has appointed K. C. Nevatia, Practicing Company Secretary (Membership No. FCS 3963, CP No. 2348), as the Scrutinizer, to scrutinize the voting 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.
- f. Voting rights shall be reckoned on the paid-up value of shares registered in the name of the member / beneficial owner (in case of electronic shareholding) as on the cut-off date i.e. Thursday, 6th July, 2017.
- g. A person, whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date, i.e. 6th July, 2017 only shall be entitled to avail the facility of remote e-voting /Ballot.
- h. The Scrutinizer, after scrutinizing the votes cast at the meeting (Ballot) 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.sgtl.in. The results shall simultaneously be communicated to the Stock Exchange.
- i. Subject to receipt of requisite number of votes, the Resolutions shall be deemed to be passed on the date of the Meeting, i.e. 13th July, 2017.
- j. Once the vote on a resolution is cast by a member, the member shall not be allowed to change it subsequently or cast the vote again.

The instructions for shareholders voting electronically are as under:

- i) The voting period begins on 10th July, 2017 at 9.00 a.m. and ends on 12th July, 2017 at 5.00 p.m. During this period, Shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 6th July, 2017 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii) Shareholders who have already voted prior to the meeting date through remote e-voting would not be entitled to vote at the meeting venue.
- iii) The shareholders should log on to the e-voting website www.evotingindia.com during the voting period.
- iv) Click on "Shareholders" tab.

SHREE GLOBAL TRADEFIN LIMITED

- v) Now Enter your User ID
- For CDSL: 16 digits beneficiary ID,
 - For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - Members holding shares in Physical Form should enter Folio Number registered with the Company.
- vi) Next enter the Image Verification as displayed and Click on Login.
- vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- viii) If you are a first time user follow the steps given below:
For Members holding shares in Demat Form and Physical Form

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/ Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN Field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN Field.
DOB	Enter the Date of Birth as recorded in your demat account or in the company records for the said demat account or folio in dd/mm/yyyy format.
Dividend Bank Details	<p>Enter the Dividend Bank Details as recorded in your demat account or in the company records for the said demat account or folio.</p> <ul style="list-style-type: none"> Please enter the DOB or Dividend Bank Details in order to login. If the details are not recorded with the depository or Company please enter the Member ID / folio number in the Dividend Bank details field as mentioned in instruction (v).

- ix) After entering these details appropriately, click on "SUBMIT" tab.
- x) Members holding shares in physical form will then directly reach the Company selection screen. However, Members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that Company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- xii) Click on the EVSN for "**SHREE GLOBAL TRADEFIN LIMITED**" on which you choose to vote.
- xiii) On the voting page, you will see "**RESOLUTION DESCRIPTION**" and against the same the option "**YES/NO**" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xiv) Click on the "**RESOLUTIONS FILE LINK**" if you wish to view the entire Resolution details.
- xv) 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.
- xvi) Once you "**CONFIRM**" your vote on the resolution, you will not be allowed to modify your vote.
- xvii) You can also take out print of the voting done by you by clicking on "**Click here to print**" option on the Voting page.
- xviii) If Demat account holder has forgotten the same password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- xix) Note for Non-Individual Shareholders and Custodians :

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

19. The route map of the venue of the Annual General Meeting is given in this Annual Report.
20. Pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the following information is furnished in respect of Director seeking re-appointment.

Details of Director seeking re-appointment

Disclosure required under Regulation 36 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 in respect of Directors seeking re-appointment :-

Name of Director	Rajesh R. Gupta
Date of Birth	10 th October, 1964
Age	52 Years
DIN	00028379
Date of first appointment on the Board	01/05/2014
A Brief Resume of the Director & Nature of his Expertise in Specific Functional Areas;	Mr. Rajesh R. Gupta is a successful industrialist having vast knowledge and rich experience of over 25 years in Production, Management, Consultancy and other areas in Steel, Power and Trading Industry. Under his Leadership, companies like Uttam Value Steels Ltd (Formerly Lloyds Steel Industries Ltd.) and Lloyds Metals and Energy Ltd. implemented several projects in Steel Sector, including power plant.
Qualification	B.Com
Disclosure of Relationships Between Directors Inter-Se;	None
Names of Listed Entities in which the person also holds the Directorship and the Membership/ Chairmanship of Committees of the Board	Directorship 1. Shree Global TradeFin Limited 2. Lloyds Metals and Energy Limited \$ Membership of Committees- None \$ Chairmanship of Committees- None
No. of Shares held in the Company	Nil
No. of Board meetings attended during last Financial Year	6 (Six)
Terms and conditions of appointment	Managing Director, Liable to retire by Rotation.

\$ Includes only Audit Committee and Shareholders' / Investors' Grievance Committee

By Order of the Board of Directors

Date: 26th May, 2017
Place: Mumbai

Jitendra K. Sharma
Company Secretary

STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013 ("the Act")

The following Statement sets out all material facts relating to the Ordinary and Special Business mentioned in the accompanying Notice.

Item No. 4

Pursuant to Section 139 of the Companies Act, 2013 and rules made thereunder, the Board of Directors on the recommendation of the Audit Committee appointed M/s Todarwal & Todarwal, Chartered Accountants (ICAI Registration No: 111009W), as the Statutory Auditors of the company for the period of five financial years commencing from the conclusion of 30th Annual General Meeting until the conclusion of 35th Annual General Meeting. The appointment was subsequently approved at the Annual General Meeting of the Company held on 29th September, 2016.

In view of above, the Board based on the recommendation of the Audit Committee, recommends the ratification of the appointment of M/s Todarwal & Todarwal, Chartered Accountants (ICAI Registration No: 111009W). The members are thus requested to ratify the appointment of aforesaid Statutory Auditors at the ensuing Annual General Meeting to hold office from the conclusion of 31st Annual General Meeting until the conclusion of 32nd Annual General Meeting.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives are concerned or interested in the Resolution mentioned at Item No. 4 of the Notice.

The Board recommends for your approval the Resolution as set out in Item No. 4 of the Notice.

Item No. 5

The Board of Directors of the Company at its meeting held on 13th April, 2017 proposed to seek the approval of members by way of special resolution for the revised remuneration payable to Mr. Rajesh R. Gupta with effect from 1st April, 2017, for remainder period of his tenure i.e upto 31st December, 2017, in terms of applicable provisions of the Companies Act, 2013 and as recommended by the Nomination and Remuneration Committee.

The details as required under Schedule V to the Companies Act, 2013 is provided in Item No. 6 of the Notice under the heading "DISCLOSURES AS PER SUB CLAUSE (iv) OF THE SECOND PROVISO TO CLAUSE (B) OF SECTION II OF PART-II OF SCHEDULE V OF THE ACT"

Except Mr. Rajesh R. Gupta, none of the other Directors, Key Managerial Personnel or any of their relatives are, in any way, concerned or interested, financially or otherwise in this resolution.

The Board recommends the special resolution for your approval as set out in Item No. 5 of the Notice.

Item No. 6

Mr. Rajesh R. Gupta was appointed by the Shareholders through Postal Ballot as Managing Director of the Company for a period of three years i.e. from 1st January, 2015 to 31st December, 2017. His term as Managing Director of the Company will expire on 31st December, 2017.

SHREE GLOBAL TRADEFIN LIMITED

Keeping in view that Mr. Rajesh R. Gupta has rich and varied experience in the Industry and has been involved in the operations of the Company over a period of time, it is proposed to re-appoint him for further period of three years from 1st January, 2018 to 31st December, 2020. The re-appointment of Mr. Rajesh R. Gupta (DIN: 00028379) as the Managing Director of the Company shall require the approval of the shareholders by way of passing of Special Resolution pursuant to the provisions of Sections 196, 197, 198, 203, Schedule V and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or reenactment thereof for the time being in force), the approvals of the Central Government and other authorities, if so required.

The proposed re-appointment of and payment of remuneration to Mr. Rajesh R. Gupta (DIN: 00028379)) as the Managing Director has been considered and recommended by the Nomination and Remuneration Committee at its meetings held on 26th May, 2017.

The remuneration and terms of re-appointment are set out below:

Details	(Amount in ₹)
Basic Salary	1,00,000
House Rent Allowance	1,25,000
Conveyance	50,000
Education Allowance	10,000
Transport Allowance	10,000
General Allowance	44,667
Special Allowance	55,000
L.T.A	30,000
Medical	30,000
Perquisite	2,00,000
Provident Fund	12,000
Total	6,66,667 per month

In addition to this Mr. Rajesh R. Gupta is also eligible for:-

- Contribution to Provident Fund to the extent these either singly or put together are not taxable under the Income Tax Act, 1961;
- Gratuity payable at a rate not exceeding half a month's salary for each completed year of service;

General

- The Managing Director will perform his Duties as such with regard to all work of the Company and he will manage and attend to such business and carry out the orders and directions given by the Board from time to time in all respects.
- The Managing Director shall act in accordance with the Articles of Association of the Company and shall abide by the provisions contained in Section 166 of the Companies Act, 2013 with regard to duties of directors.
- The Managing Director shall adhere to the Company's code of conduct.

Mr. Rajesh R. Gupta satisfies all the conditions set out in Part-I of Schedule V of the Act as also conditions set out under sub-section (3) of Section 196 of the Companies Act, 2013, for his re-appointment. He is not disqualified for being appointed as directors in terms of section 164 of the Companies Act, 2013.

The above may be treated as a written memorandum setting out the terms of re-appointment of Mr. Rajesh R. Gupta under section 190 of the Companies Act, 2013.

As per Audited Financial Statements of the Company for the Financial Year 2016-17, the Company has incurred loss, therefore, pursuant to the provisions of Section 197 of the Companies Act, 2013, the remuneration payable to Managing Director should be in accordance with the provisions of Schedule V of the Act.

DISCLOSURES AS PER SUB CLAUSE (iv) OF THE SECOND PROVISO TO CLAUSE (B) OF SECTION II OF PART-II OF SCHEDULE V OF THE ACT:

I. General Information:

1	Nature of industry	Trading Concern		
2	Date or expected date of commencement of commercial production	The Company was incorporated on 15 th October, 1986 and the Commencement of Business Certificate was granted on 10 th November, 1986. The Company had since commenced its business.		
3	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable		
4	Financial performance based on given indicators	Financial Year 2016-17	Financial Year 2015-16	
		(₹ in Lakhs)	(₹ in Lakhs)	
		Total Income	4,764.71	13,348.63
		Profit/ (Loss) before tax	(365.05)	(498.68)
	Net profit after Taxation	(365.05)	(533.29)	
5	Foreign investments or collaborations, if any.	Not Applicable		

II. Information about Mr. Rajesh R. Gupta:

1	Background details	Mr. Rajesh R. Gupta is a successful industrialist having vast knowledge and rich experience of over 25 years in Production, Management, Consultancy and other areas in Steel, Power and Trading Industry. Under his Leadership, companies like Uttam Value Steels Ltd (Formerly Lloyds Steel Industries Ltd.) and Lloyds Metals and Energy Ltd. implemented several projects in Steel Sector, including power plant.
2	Past remuneration	₹ 25,44,000 per annum
3	Recognition or awards	None

4	Job profile and his suitability	Mr. Rajesh R. Gupta, Managing Director of the Company. He is having vast experience of over 25 years in Production, Management, Consultancy and other areas in Steel, Power and Trading Industry and hence most suitable for the post of Managing Director of the Company.
5	Remuneration proposed	₹ 80,00,004 per annum.
6	Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin)	The proposed remuneration is commensurate with size and nature of business of the company and the huge responsibility Mr. Rajesh R. Gupta is carrying. The remuneration differs from company to company in the industry depending on the respective operations.
7	Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any.	Apart from drawing remuneration as Managing Director of the Company, there are no other pecuniary relationships. The Appointee is not related to any managerial personnel of the Company.

III. Other information:

Reasons of loss or inadequate profits	The Company has incurred losses due to the payment of Contingent Liability of Sales Tax under the Amnesty Scheme.
Steps taken or proposed to be taken for improvement	The Company is planning to enter into more profitable ventures.
Expected increase in productivity and profits in measurable terms.	Though the Steel Industry is following a downturn, in anticipation of revival of the market in the near future, the steps taken/proposed to be taken by the Company are expected to increase the productivity and profits of the Company.

Profile of Mr. Rajesh R. Gupta is given in this notice. The Board considers that his reappointment would be of immense benefit to the Company. Accordingly the Board of Directors recommends his re-appointment. His period of office shall be liable to determination by retirement of directors by rotation.

Except Mr. Rajesh R. Gupta, being appointee, none of the other Directors, Key Managerial Personnel or any of their relatives are, in any way, concerned or interested, financially or otherwise in this resolution.

The Board recommends the special resolution for your approval as set out in Item No. 6 of the Notice.

By Order of the Board of Directors

**Date: 26th May, 2017
Place: Mumbai**

**Jitendra K. Sharma
Company Secretary**

DIRECTORS' REPORT

Dear Members,

Your Directors are pleased to present the Company's Thirty First Annual Report and the Company's audited financial statement for the financial year ended 31st March, 2017.

FINANCIAL RESULTS

The Company's financial performance, for the year ended 31st March, 2017 is summarized below:

(₹ in Lakhs)

Particulars	Standalone		Consolidated	
	Current Year	Previous Year	Current Year	Previous Year
	2016-17	2015-16	2016-17	2015-16
Sales (Net)	4,735.12	13,195.30	4,735.12	13,195.30
Other Income	29.59	153.33	29.59	153.33
Total Income :	4,764.71	13,348.63	4,764.71	13,348.63
"Profit before Interest, Depreciation & Tax"	(562.11)	(647.65)	(562.11)	(647.65)
Less : Finance Cost	196.86	148.47	196.86	148.47
Depreciation	0.20	0.50	0.20	0.50
Profit/(Loss) before tax	(365.05)	(498.68)	(365.05)	(498.68)
Less : Current Tax	-	-	-	-
Taxation of Earlier Years	-	34.61	-	34.61
"Add: Share in profit of Associates"	-	-	272.35	281.36
Net Profit/ (Loss) after Tax	(365.05)	(533.29)	(92.70)	(251.93)

OPERATIONS AND OVERALL PERFORMANCE**On Standalone Basis**

The Company has a net loss of ₹ 365.05 Lakhs for the year under review as against ₹ 533.29 Lakhs loss in the last year. The total Income of the Company was ₹ 4,764.71 Lakhs as against ₹13,348.63 Lakhs during the last year.

On Consolidated Basis

The Company has consolidated net loss of ₹ 92.70 Lakhs for the year under review as against ₹ 251.93 Lakhs loss in the last year. The total consolidated income of the Company was ₹ 4,764.71 Lakhs for the year under review as against ₹ 13,348.63 Lakhs during the last year.

MANAGEMENT DISCUSSION AND ANALYSIS

The core business of the Company is Trading in Iron & Steel products. The Management discussion and analysis is given hereunder:-

- Industry structure and development:** Company is engaged in trading activity primarily having vast potential & now being getting attention of the organised sector.
- Opportunities and threats:** Sustained economic growth in the country may affect the business of the Company and sector overall. However, the Company is taking proper steps to mitigate the business risk.
- Segment-wise performance:** The Company is operating on only one broad segment and hence separate segmental reporting is not applicable. The Company has no activity outside India.

- Outlook:** The outlook for 2017-2018 has to be viewed in the context overall economic scenario etc.
- Risk and concerns:** The Company is exposed to general market risk and is initiating adequate step.
- Internal control system:** The Company maintains adequate internal control systems, which provide adequate safeguards and proper monitoring of the transactions.
- Discussion on financial performance with respect to operating performance:** The operating performance of the Company has been discussed in Directors Report under the head 'Financial Highlights and Operations and Overall Performance' in the current year.
- Human resources and industrial relations:** During the year under review the Employee/Industrial relations remained cordial.
- Cautionary Statement:** The Management Discussion and Analysis describe Company's projections, expectations or predictions and are forward looking statements' within the meaning of applicable laws and regulations. Actual results could differ materially from those expressed or implied. Important factors that could make a difference to the Company's operations include economic conditions affecting demand and supply and price conditions in domestic and international market, changes in Government regulations, tax regimes, economic developments and other related and incidental factors.

SUBDIVISION OF SHARES

Pursuant to approval of the Shareholders obtained on 29th September 2016, your Company has sub-divided the face value of its equity shares of ₹ 5/- each, fully paid up into equity shares of ₹1/- each, fully paid up. The Board of Director of your Company has fixed 22nd December, 2016 as the "Record Date" for the Purpose of ascertaining the eligible Shareholders for receiving the aforesaid sub-divided equity shares. Subsequent to the aforesaid Record Date new share certificate have been dispatched to the shareholder who held share in physical mode and also credited to the respective demat account, who held shares in electronic mode.

DIVIDEND

In view of the losses incurred by the Company, your Directors have not recommended any dividend for the year ended 31st March, 2017.

CONSOLIDATED FINANCIAL STATEMENTS

In accordance with the Companies Act, 2013 ("the Act") and Accounting Standard (AS) - 21 on Consolidated Financial Statements read with AS - 23 on Accounting for Investments in Associates, the audited consolidated financial statement is provided in the Annual Report.

SUBSIDIARIES, ASSOCIATES AND JOINT VENTURES

As on 31st March, 2017 we have 5 associate companies, a list of which is given in note no. 23 to the financial statement. None of the companies have become or ceased to be the associate companies during the year under review.

In accordance with section 129(3) we have prepared

consolidated financial statements of the Company and all its associates. Further, a statement containing salient features of the financial statement of our associates in the prescribed format AOC-1 is appended as “Annexure A” to the Board’s Report.

INVESTOR SERVICES

The Company and its Registrar M/s. Bigshare Services Private Limited who is looking after the physical as well as Demat work and also shareholders correspondence in terms of SEBI direction for having a common Registrar and Share Transfer Agent, endeavored their best to service the Investors satisfactorily.

RESERVES

The Company did not propose to transfer any amount to any reserves.

MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION OF THE COMPANY

There have been no material changes and commitments affecting the financial position of the Company which have occurred between the end of the financial year of the Company to which the financial statements relate and the date of this report.

CHANGE IN THE NATURE OF BUSINESS

During the year under review, there are no changes in the nature of the business of the company.

INTERNAL FINANCIAL CONTROLS

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

DIRECTORS’ RESPONSIBILITY STATEMENT

Your Directors state that:

1. in the preparation of the annual accounts for the year ended 31st March, 2017, the applicable accounting standards have been followed and there are no material departures from the same;
2. the Directors have selected such accounting policies and applied them consistently and made 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 as at 31st March, 2017 and of the profit & loss of the Company for the year ended on that date;
3. the Directors have taken proper and sufficient care for the 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 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 are operating effectively; and
6. the Directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems are adequate and operating effectively.

BOARD MEETINGS

Seven meetings of the Board of Directors were held during the Financial Year 2016-17 on 30th May, 2016, 22nd June, 2016, 21st July, 2016, 14th August, 2016, 11th November, 2016, 23rd December, 2016 and 09th February, 2017. In respect of such meetings proper notices were given and the proceedings were properly recorded and signed in the Minutes book maintained for the purpose. No circular resolutions were passed by the Company during the financial year under review.

DIRECTORS AND KEY MANAGERIAL PERSONNEL

MR. RAJESH R. GUPTA (DIN 00028379)

In accordance with the provisions of Companies Act, 2013 and the Articles of Association of the Company, Mr. Rajesh R. Gupta (DIN 00028379), Director of the Company, retires by rotation at the ensuing Annual General Meeting and being eligible, offers himself for reappointment.

MR. JAIKISHAN SARDA

Mr. Jaikishan Sarma retired as the Chief Financial Officer of the Company w.e.f 06th June, 2016.

MR. VIRESH SOHONI

Pursuant to section 203 of the Companies Act, 2013 the Board appointed Mr. Viresh Sohoni as the Chief Financial officer of the company w.e.f 22nd June, 2016. He has a vast experience of more than 24 years in the field of finance, accounts and taxation.

DECLARATION BY INDEPENDENT DIRECTORS

The Independent Directors have submitted the Declaration of Independence, as required pursuant to section 149(7) of the Companies Act, 2013, stating that they meet the criteria of independence as provided in sub-section 149(6) of Companies Act, 2013.

SEPARATE MEETING OF INDEPENDENT DIRECTORS

During the year under review, the Independent Directors had, in accordance with the provisions of Schedule IV (Code for Independent Directors) of the Companies Act, 2013 and Regulation 25 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, met separately and discussed and reviewed, inter alia, the performance of Non Independent Directors and the Board as a whole after taking into consideration the views of Executive and Non- Executive Directors.

PERFORMANCE EVALUATION OF THE DIRECTORS

The Nomination and Remuneration Committee has laid down the criteria for performance evaluation of the Individual Directors and the Board.

The framework of performance evaluation of the Independent Directors captures the following points:

- A. Key attributes of the Independent Directors that justify his / her extension / continuation on the Board of the Company;
- B. Participation of the Directors in the Board proceedings and his / her effectiveness;

The evaluation was carried out by means of the replies given / observations made by all the Directors on the set of questions developed by them which brought out the key attributes of the Directors, quality of interactions among them and its effectiveness.

SHREE GLOBAL TRADEFIN LIMITED

PARTICULARS OF EMPLOYEES AND RELATED DISCLOSURES

Disclosures pertaining to remuneration and other details as required under Section 197(12) of the Act read with Rule 5(1), 5(2) and 5(3) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 as amended are annexed hereto marked as “Annexure B” and forms part of this report.

PARTICULARS OF LOANS GIVEN, INVESTMENTS MADE, GUARANTEE GIVEN AND SECURITIES PROVIDED

Investments

The Company has not made any investments during the year under review.

Security / Guarantee

Details of Pledge Creation during the year			
Sr. No	Created in Favour of	Security Name	No. of Shares Pledged
1	Mr. Sunil Dalal	Lloyds Steels Industries Limited	1,57,08,000
2	Mr. Sunil Dalal	Lloyds Steels Industries Limited	2,31,20,000
3	Mr. Sunil Dalal	Uttam Value Steels Limited	5,45,00,000
4	Mr. Sunil Dalal	Uttam Value Steels Limited	15,42,62,322
5	Duli Trade & Commodities Private Limited	Lloyds Steels Industries Limited	1,02,00,000
6	Duli Trade & Commodities Private Limited	Uttam Value Steels Limited	8,60,00,000
7	Duli Trade & Commodities Private Limited	Uttam Value Steels Limited	2,50,00,000
8	Duli Trade & Commodities Private Limited	Lloyds Steels Industries Limited	34,00,000

Loans

The Company has not given any loan during the year under review.

PARTICULARS OF CONTRACTS AND ARRANGEMENTS WITH RELATED PARTY

The Company did not enter into any transactions or arrangements or contracts with any of the related party during the financial year ended 31st March, 2017 pursuant to section 188 of the Companies Act, 2013.

COMMITTEES AND POLICIES

Audit Committee

The Audit Committee comprises of Mr. Mohan Krishnamoorthy as the Chairman and Mr. Ravindra Deshpande and Mrs. Uniza Shaikh as the Members.

All the recommendations made by the Audit Committee are accepted and implemented by the Board of Directors. More details on the committee are given in the Corporate Governance Report.

Nomination and Remuneration Committee

The Nomination and Remuneration Committee comprises of Mr. Mohan Krishnamoorthy as the Chairman and Mr. Ravindra Deshpande and Mrs. Uniza Shaikh as the Members.

During the financial year 2016-2017, two meetings of Nomination and Remuneration Committee was held on 22nd June, 2016 and 09th February, 2017.

Stakeholders Relationship Committee

The Stakeholders Relationship Committee is entrusted with the responsibility of redressing the shareholders'/ investors' complaints with respect to transfer of shares, non-receipt of Annual Report, non-receipt of dividend etc. The Stakeholders Relationship Committee comprises of Mr. Mohan Krishnamoorthy as the Chairman and Mr. Ravindra Deshpande and Mrs. Uniza Shaikh as the Members.

Risk Management Committee

The Risk Management Committee of the company comprises of Mr. Rajesh R. Gupta as the Chairman and Mr. Mohan Krishnamoorthy, Mr. Ravindra Deshpande and Mrs. Uniza Shaikh as the Members.

Risk Management Policy

The Risk Management policy is formulated and implemented by the company in compliance with the provisions of the new Companies Act, 2013. The policy helps to identify the various elements of risks faced by the company, which in the opinion of the Board threatens the existence of the Company. The Risk Management Policy as approved by the Board is uploaded on the company's website at the web link: <http://www.sgtl.in/policies.html>.

Remuneration Policy

The Remuneration policy provides guidelines to the Nomination & Remuneration Committee relating to the Appointment, Removal & Remuneration of Directors and KMP. It also provides criteria for determining qualifications, positive attributes and independence of a director.

The Nomination and Remuneration policy as approved by the Board is uploaded on the company's website at the web link: <http://www.sgtl.in/policies.html>.

Whistle Blower Policy & Vigil Mechanism

The Company has formulated Whistle Blower Policy & established Vigil Mechanism for the directors and employees of the Company to report, serious and genuine unethical behavior, actual or suspected fraud and violation of the Company's code of conduct or ethics policy. It also provides adequate safeguards against victimization of persons, who use such mechanism and makes provision for direct access to the chairperson of the Audit Committee in appropriate or exceptional cases. None of the employees of the Company has been denied access to the Audit Committee.

Mr. Rajesh R. Gupta, Chairman and Managing Director of the company, has been designated as Vigilance and Ethics Officer for various matters related to Vigil Mechanism.

The Policy on Vigil Mechanism and Whistle Blower Policy as approved by the Board is uploaded on the company's website at the web link: <http://www.sgtl.in/policies.html>.

Policy for Determination of Materiality of an Event or Information

In pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the company has adopted this policy for determination of materiality based events on the criteria mentioned in the said regulation and that the information has been and is being promptly forwarded to the stock exchange.

Policy on Preservation of Documents

In pursuant to Regulation 9 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company has adopted the policy on preservation of the documents.

Familiarization Programme

The Company has put in place familiarization programme for all its Directors including the Independent Directors. The details of Familiarization Programme are provided in the Corporate Governance Report and is also available on the website of the Company at the weblink <http://www.sgtl.in/policies.html>.

CORPORATE GOVERNANCE

The Company has taken adequate steps to ensure that all mandatory provisions of Corporate Governance as prescribed under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are complied with. The report on Corporate Governance as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 forms an integral part of this Report. The requisite certificate from the Auditors of the Company confirming compliance with the conditions of corporate governance is annexed hereto marked as “Annexure C” and forms part of this report.

AUDITORS AND AUDITORS' REPORT

Statutory Auditor

Pursuant to Section 139 of the Companies Act, 2013, Rules made thereunder and subject to approval of the members of the company at the Annual General Meeting, the Board of Directors on the recommendation of the Audit Committee appointed M/s Todarwal & Todarwal, Chartered Accountants (ICAI Registration No: 111009W), as the Statutory Auditors of the company for the period of five financial years commencing from 1st April, 2016 to 31st March, 2021. The Board based on the recommendation of the Audit Committee, recommends the ratification of the appointment of M/s Todarwal & Todarwal, Chartered Accountants (ICAI Registration No: 111009W), as the Statutory Auditors. The members are thus requested to ratify the appointment of aforesaid Statutory Auditors for the next financial year 2017-2018 at the ensuing Annual General Meeting.

The Auditors' Report for the financial year 2016-17 does not contain any qualification, reservation or adverse remark. The Auditors' Report is enclosed with the financial statement in this Annual Report.

Secretarial Auditor

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board has appointed Mr. K. C Nevatia of K. C Nevatia & Associates, a firm of Company Secretaries in Practice to undertake the Secretarial Audit of the Company for the financial year 2016-17. The

Secretarial Audit Report does not contain any qualification, reservation or adverse remark. The Secretarial Audit Report is annexed hereto marked as “Annexure D” and forms part of this Report.

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

The Information on conservation of energy, technology absorption, foreign exchange earnings and out go, in accordance with provisions of section 134(3)(m) of the Companies Act, 2013, read with Rule 8 of Companies (Account) Rules, 2014 is not required since the Company is not a manufacturing Company.

EXTRACT OF THE ANNUAL RETURN

The Extract of the Annual Return for the Financial Year 2016-17 is enclosed with this report pursuant to section 92 (3) of the Companies Act, 2013 as a “Annexure E” and forms part of this report.

GENERAL DISCLOSURE

Your Directors state that no disclosure or reporting is required in respect of the following items as there were no transactions on these items during the year under review:

1. Details relating to deposits covered under Chapter V of the Companies Act, 2013.
2. Issue of equity shares with differential rights as to dividend, voting or otherwise.
3. Issue of shares (including sweat equity shares) to employees of the Company under any scheme save or ESOS.
4. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

Your Directors further state that during the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

ACKNOWLEDGEMENT

Your Directors place on record their sincere appreciation and gratitude for the assistance and generous support extended by all Government authorities, Financial Institutions, Banks, Customers and Vendors during the year under review. Your Directors wish to express their immense appreciation for the devotion, commitment and contribution shown by the employees of the company while discharging their duties.

For and on behalf of the Board

Date : 26th May, 2017
Place : Mumbai

Rajesh R. Gupta
Chairman & Managing Director

**Annexure A
Part B: Associates and Joint Ventures
AOC 1**

Name of Associates/Joint-Ventures	Latest Audited Balance Sheet Date	Shares of Associate/Joint Ventures held by the company on the year end			Networth	Description of how there is significant influence	Reason why the associate/joint-Ventures is not consolidated	Net worth attributable to shareholding as per latest audited Balance Sheet	Profit/Loss for the year	
		No.	Amount of Investment in Associates/Joint-Ventures	Extent of Holding%					Considered in Consolidation	Not Considered in Consolidation
EmetaSteel.Com Private Limited	31st March, 2017	21,980	0	43.96	(18,52,597)		(8,14,401.64)	-	(10,433)	
Halan Properties Private Limited	31st March, 2017	4,90,000	2,94,00,000	49.00	9,13,23,525		4,47,48,527.25	36,63,798	38,13,340	
Indrajit Properties Private Limited (Consolidated)	31st March, 2017	21,472	1,76,300	42.94	2,64,18,31,694	Due to percentage of Shareholding	1,13,45,08,202.67	2,35,71,441	3,13,22,460	
Triumph Trade & Properties Developers Private Limited	31st March, 2017	1,99,494	0	39.94	(15,25,731)		(6,09,357.72)	-	(24,20,717)	
Vidarbha Power Private Limited	31st March, 2017	11,980	1,19,800	23.96	(15,29,733)		(3,66,524.03)	-	(6,743)	

For and on behalf of the Board

Rajesh R. Gupta
Managing Director
DIN : 00028379

Ravindra Deshpande
Director
DIN : 01003990

Viresh Sohoni
Chief Financial Officer

Jitendra K. Sharma
Company Secretary
ACS 37622

Place : Mumbai
Date : 26th May, 2017

Particulars of Employees

Annexure - B

Information as per Rule 5(2) & 5(3) of Chapter XIII, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014
Top 10 employees in terms of remuneration drawn during the year

Sr. No.	Name	Designation / Nature of Duties	Remuneration	Qualification	Experience (in years)	Date of Commencement of Employment	Age (in years)	Last Employment Held
1	Rajesh R. Gupta	Chairman & Managing Director	25,44,000	B.COM	34	01/05/2014	52	Lloyds Steels Industries Limited
2	Viresh Sohoni	Chief Financial Officer	15,30,940	B.COM	23	02/02/1998	45	J. B. Palekar & Co. Chartered Accountants
3	Nandakumar Patkar	Manager- Accounts	7,01,321	B.COM	23	21/03/1994	48	Lloyds Capital Services Limited
4	L. N. Sharma	Officer	6,39,382	B.COM	40	01/01/1987	62	Shrinivas mill
5	Jitendra K Sharma	Company Secretary	1,80,000	B.COM, ACS	3	01/12/2014	31	-
6	Sejal Parkar	Assistant- Accounts	2,83,470	B.COM	25	13/11/2006	41	Prakash Roadlines Limited
7	Ashok G. Pavlekar	Assistant	2,28,431	B.A	38	01/01/1988	59	R. N. Gupta & Co.
8	Deepak Chawan	Senior Assistant	3,29,171	B.A	32	10/10/1988	44	-
9	Prakash Gurav	Assistant P & A	2,71,069	B.A	31	05/01/1990	49	S.N.D.T College
10	Laxman Kamble	Assistant	2,15,851	B.A	36	04/05/1989	59	Diamond Market

Notes:

1. Details of Employees who were :

- (A) Employed throughout the Financial Year under review and in receipt of remuneration for the Financial Year in the aggregate of not less than ₹ 1,02,00,000 per annum- **None**
 - (B) Employed for the part of the Financial Year under review and in receipt of remuneration at the rate of not less than ₹ 8,50,000/- per month - **None**
2. There was no employee either throughout the financial year or part thereof who was in receipt of remuneration which in the aggregate was in excess of that drawn by the Managing Director or Whole-time Director and who held by himself or alongwith his spouse or dependent children two percent or more of the Equity Shares of the Company.
3. None of the above employees is a relative of any Director of the Company.

DETAILS PERTAINING TO REMUNERATION AS REQUIRED UNDER SECTION 197(12) OF THE COMPANIES ACT, 2013 READ WITH RULE 5(1) OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014

- i. The percentage increase in remuneration of each Director, Chief Financial Officer and Company Secretary during the financial year 2016-17 and ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year 2016-17 are as under:

Sr. No	Name of Director/ KMP and Designation	Remuneration of Director/ KMP for Financial year 2016-17 (in ₹)	% increase in Remuneration in the Financial Year 2016-17	Ratio of Remuneration of each Director to median remuneration of employees
1.	Mr. Rajesh R. Gupta Chairman & Managing Director	25,44,000	Nil	8.31
2.	Mr. Ravindra Deshpande Non Executive Director	Nil	Nil	Nil
3.	Mr. Mohan Krishnamoorthy Non Executive Independent Director	Nil	Nil	Nil
4.	Mrs. Uniza Shaikh Non Executive Independent Director	Nil	Nil	Nil
5.	Mr. Viresh Sohoni Chief Financial Officer	15,30,940	*	Not Applicable
6.	Mr. Jitendra K. Sharma Company Secretary and Compliance Officer	1,80,000	Nil	Not Applicable

* Details not given as Mr. Viresh Sohoni was a Chief Financial Officer only for part of the financial year 2016-17.

- ii. The median remuneration of employees of the Company during the financial year was ₹ 3,06,321.
- iii. In the financial year, there was a decrease of (0.15) % in the median remuneration of employees.
- iv. There were 10 permanent employees on the rolls of Company as on 31st March, 2017.
- v. Average percentage decrease made in the salaries of employees other than the managerial personnel in the last financial year i.e. 2016-17 was (5.35) % whereas there was (0.34) % decrease in the managerial remuneration for the same financial year.
- vi. It is hereby affirmed that the remuneration paid is as per the Remuneration Policy for Directors, Key Managerial Personnel and other Employees.

Annexure C

**AUDITORS' CERTIFICATE REGARDING COMPLIANCE
OF CONDITIONS OF CORPORATE GOVERNANCE**

**To the Members of
Shree Global Tradefin Limited**

We have examined the compliance of conditions of corporate governance by Shree Global Tradefin Limited ('the Company') for the year ended 31st March, 2017, as prescribed in Regulations 17 to 27, 46 (2) (b) to (i) and para C, D and E of Schedule V of Chapter IV of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR).

We state that the compliance of conditions of Corporate Governance is the responsibility of the management, and 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 statements of the Company.

In our opinion, and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the above mentioned LODR.

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

**For TODARWAL & TODARWAL
Chartered Accountants
Firm Reg No.: 111009W**

**Date : 26th May, 2017
Place: Mumbai**

**Sunil Todarwal
Partner
Membership No. 032512**

Annexure D

Form No. MR-3

SECRETARIAL AUDIT REPORT

For the Company's Financial Year from 1st April, 2016 to 31st March, 2017

[Pursuant to section 204(1) of the Companies Act, 2013 and Rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel)]

To,

**The Members,
Shree Global Tradefin Limited
Mumbai**

We have conducted the Secretarial Audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Shree Global Tradefin Limited** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conduct / statutory compliances and expressing our opinion thereon.

Based on our verification of **Shree Global Tradefin Limited's** books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended **March 31, 2017**, complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter.

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on **March 31, 2017** according to the provisions of:

1. The Companies Act, 2013 (the Act) and the rules made thereunder;
2. Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings were not attracted to the Company during the financial year under report;
3. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made thereunder.
4. 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 (Listing Obligations and Disclosure Requirements) Regulations, 2015;
5. Employees Provident Fund and Miscellaneous Provisions Act, 1952

SHREE GLOBAL TRADEFIN LIMITED

6. Employers Liability Act, 1938
7. Equal Remuneration Act, 1976
8. Indian Contract Act, 1872
9. Income Tax Act, 1961 to the extent of Tax Deducted at Source under various Sections and T.D.S. Returns filed.
10. Indirect Tax Laws relating to collections, deductions, wherever applicable, payments made and returns filed.
11. Indian Stamp Act, 1899
12. The Maharashtra Stamp Act, 1958
13. Maternity Benefits Act, 1961
14. Minimum Wages Act, 1948
15. Negotiable Instruments Act, 1881
16. Payment of Bonus Act, 1965
17. Payment of Gratuity Act, 1972
18. Payment of Wages Act, 1936 and other applicable labour laws

We have also examined compliance with the applicable clauses of the Secretarial Standards issued by The Institute of Company Secretaries of India.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above to extent applicable.

We further report that the Board of Directors of the Company is duly constituted with proper balance of Executive Director, Non-Executive Director and Independent Directors. No Change took place in the composition of Board of Directors and Committees thereof during the financial year under review.

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

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

We further report that there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period, there were no instances of:

- (i) Public / Rights / debentures / sweat equity/ Preferential issue of share.
- (ii) Redemption / buy-back of securities.
- (iii) Major decisions taken by the Members in pursuance to Section 180 of the Companies Act, 2013.
- (iv) Merger / amalgamation / reconstruction etc.
- (v) Foreign technical collaborations.

We further report that during the audit period the Company has-

- (i) Sub-divided its Equity Shares from the face value of ₹ 5/- per share to face value of ₹ 1/- per share

- (ii) Altered Capital Clause of its Memorandum of Association after complying with the applicable provisions of law.

**For K. C. Nevatia & Associates
Company Secretaries**

**K. C. Nevatia
Proprietor
FCS No.: 3963
C P No.: 2348**

**Place : Mumbai
Date : 26th May, 2017**

This report is to be read with our letter of even date which is annexed and forms an integral part of this report.

To,
The Members
Shree Global Tradefin Limited

Our report of even date is to be read along with this letter.

1. Maintenance of Secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and process as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
4. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, Rules, Regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For K. C. Nevatia & Associates
Company Secretaries**

**K. C. Nevatia
Proprietor
FCS No.: 3963
C P No.: 2348**

**Place : Mumbai
Date : 26th May, 2017**

Form No. MGT-9**EXTRACT OF ANNUAL RETURN**as on the financial year ended on 31st March, 2017

[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

1.	CIN	L27100MH1986PLC041252
2.	Registration Date	15/10/1986
3.	Name of the Company	Shree Global Tradefin Limited
4.	Address of the Registered office and contact details.	35, Ashok Chambers, Broach Street, Devji Ratansey Marg, Masjid Bunder , Mumbai - 400 009 Tel: 022 23480526
5.	Category/Sub Category of the Company	Company Limited by Shares/Indian Non Government Company
6.	Whether Listed Company (Yes/No)	Yes (Listed on BSE)
7.	Name, Address and Contact details of Registrar and Transfer Agent, if any	Bigshare Services Private Limited E-2/3, Ansa Industrial Estate, Sakivihar Road, Saki Naka, Andheri (E), Mumbai-400 072. Phone: 022-40430200, Fax: 022-28475207, Email Id : investor@bigshareonline.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

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

Sr. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Trading in Sponge Iron & Steel	24102	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sr. No.	Name and Address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate of the Company	% of Shares held	Applicable Section
1.	Emetalsteel.Com Private Limited	U70102MH1994PTC081326	Associate	43.96	2(6)
2.	Halan Properties Private Limited	U65900MH1997PTC109168	Associate	49.00	2(6)
3.	Indrajit Properties Private Limited	U40100MH2011PTC215074	Associate	42.94	2(6)
4.	Triumph Trade & Properties Developers Private Limited	U70102MH1993PTC073593	Associate	39.94	2(6)
5.	Vidarbha Power Private Limited	U40100MH1995PTC094903	Associate	23.96	2(6)

SHREE GLOBAL TRADEFIN LIMITED
IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Share Holding

Category of Shareholders	No of Shares held at the beginning of the year				No. of Shares held at the end of the Year				% Change during the Year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoter									
1. Indian									
a. Individual/ HUF	8,70,666	0	8,70,666	0.382	43,53,330	0	43,53,330	0.382	0.00
b. Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
c. State Govt.	0	0	0	0.00	0	0	0	0.00	0.00
d. Bodies Corp.	15,40,91,800	0	15,40,91,800	67.613	77,04,59,000	0	77,04,59,000	67.613	0.00
e. Bank/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
Sub Total-A(1)	15,49,62,466	0	15,49,62,466	67.995	77,48,12,330	0	77,48,12,330	67.995	0.00
2. Foreign									
a. NRI 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. Body Corporates	0	0	0	0.00	0	0	0	0.00	0.00
d. Bank/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
Sub Total-A(2)	0	0	0	0.00	0	0	0	0.00	0.00
Total Shareholders of Promoters (1+2)	15,49,62,466	0	15,49,62,466	67.995	77,48,12,330	0	77,48,12,330	67.995	0.00
B. Public Shareholding									
1. Institution									
a. Mutual Funds	0	0	0	0.00	0	0	0	0.00	0.00
b. Bank/FI	0	0	0	0.00	0	0	0	0.00	0.00
c. Central Govt.	0	0	0	0.00	0	0	0	0.00	0.00
d. State Govt.	0	0	0	0.00	0	0	0	0.00	0.00
e. Venture Capital	0	0	0	0.00	0	0	0	0.00	0.00
f. Insurance Co.	0	0	0	0.00	0	0	0	0.00	0.00
g. FIs	0	0	0	0.00	0	0	0	0.00	0.00
h. Foreign portfolio Corporate	0	0	0	0.00	0	0	0	0.00	0.00
i. Foreign Venture Capital Fund	0	0	0	0.00	0	0	0	0.00	0.00
j. Others	0	0	0	0.00	0	0	0	0.00	0.00
Sub Total-B(1)	0	0	0	0.00	0	0	0	0.00	0.00

Category of Shareholders	No of Shares held at the beginning of the year				No. of Shares held at the end of the Year				% Change during the Year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
2. Non-Institution									
a. Body Corp	3,75,77,403	0	3,75,77,403	16.488	18,61,33,690	0	18,61,33,690	16.335	-0.154
b. Individual									
i. Individual Shareholders holding nominal share capital upto ₹ 2 Lakh	6,80,267	2,86,373	9,66,640	0.424	32,83,340	3,43,365	36,26,705	0.318	-0.106
ii. Individual Shareholders holding nominal share capital in excess of ₹ 2 Lakh	3,43,81,314	0	3,43,81,314	15.086	17,36,53,742	0	17,36,53,742	15.239	0.153
c. Others									
i. NRI (Rep)	11,475	0	11,475	0.005	59,790	0	59,790	0.005	0.000
ii. NRI (Non Rep)	0	0	0	0.00	0	0	0	0.00	0.00
iii. Foreign National	0	0	0	0.00	0	0	0	0.00	0.00
iv. OCB	0	0	0	0.00	0	0	0	0.00	0.00
v. Trust	0	0	0	0.00	0	0	0	0.00	0.00
vi. In Transit	1,795	0	1,795	0.001	1,30,708	0	1,30,708	0.012	0.011
vii. Unclaimed Suspense Account	0	0	0	0.000	0	10,88,500	10,88,500	0.096	0.096
Sub Total-B(2)	7,26,52,254	2,86,373	7,29,38,627	32.005	36,32,61,270	14,31,865	36,46,93,135	32.005	0.00
Net Total(1+2)	7,26,52,254	2,86,373	7,29,38,627	32.005	36,32,61,270	14,31,865	36,46,93,135	32.005	0.00
C. Shares held by Custodian for GDRs & ADRs									
Promoter & Promoter Group	0	0	0	0.00	0	0	0	0.00	0.00
Public	0	0	0	0.00	0	0	0	0.00	0.00
Grand Total (A+B+C)	22,76,14,720	2,86,373	22,79,01,093	100.000	1,13,80,73,600	14,31,865	1,13,95,05,465	100.00	0.00

Note: The shares of Shree Global TradeFin Limited is subdivided from ₹ 5 per share to ₹ 1 per share w.e.f. 22nd December, 2016.

SHREE GLOBAL TRADEFIN LIMITED

ii) Shareholding of Promoters:

Sr. 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	Teamwork Properties Developments LLP	7,73,11,000	33.92	2.19	38,65,55,000	33.92	0.00	0.00
2	Blossom Trade & Interchange LLP	7,67,80,800	33.69	2.19	38,39,04,000	33.69	0.00	0.00
3	Abha M. Gupta	8,70,666	0.38	0.00	43,53,330	0.38	0.00	0.00

Note: The shares of Shree Global Tradefin Limited is subdivided from ₹ 5 per share to ₹ 1 per share w.e.f. 22nd December, 2016.

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

Sr. No.	Shareholding at the beginning of the Year		Cumulative Shareholding during the Year	
	No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
No change in Promoter Shareholding				

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

Sr. No.	Top Ten Shareholders	Shareholding at the beginning of the Year		Shareholding at the end of the Year	
		No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
1	Pragya Realty Developers Private Limited	2,33,81,093	10.26	11,69,05,465	10.26
2	Aristo Realty Developers Ltd	90,45,200	3.97	4,52,26,000	3.97
3	Ravi Agarwal - HUF	49,57,500	2.18	2,47,87,500	2.18
4	Kiran B Agarwal	49,17,000	2.16	2,45,85,000	2.16
5	Ravi Agarwal	49,10,000	2.15	2,45,50,000	2.15
6	Pooja Agarwal	48,80,000	2.14	2,44,00,000	2.14
7	Babulal Agarwal – HUF	46,89,448	2.06	2,34,47,240	2.06
8	Prawas Leasing and Finance Private Limited	16,02,393	0.70	80,11,965	0.70
9	Shine Star Build-Cap Private Limited	12,30,000	0.54	61,50,000	0.54
10.	Pace Stock Broking Services Private Limited	9,10,000	0.40	45,50,000	0.40

Note: The shares of Shree Global Tradefin Limited is subdivided from ₹ 5 per share to ₹ 1 per share w.e.f. 22nd December, 2016.

(v) Shareholding of Directors and Key Managerial Personnel:

Sr. No	For each of the Directors and KMP	Shareholding at the beginning of the Year		Shareholding at the end of the Year	
	Name of the Director/KMP	No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
Directors and Key Managerial Personnel are not holding any shares					

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment

Particulars	Secured Loans excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
1. Principal Amount	-	-	-	-
2. Interest due but not paid	-	-	-	-
3. Interest accrued but not due	-	-	-	-
Total of (1+2+3)	-	-	-	-
Change in Indebtedness during the financial year				
+ Addition	-	-	-	-
- Reduction	-	-	-	-
Net Change	-	-	-	-
Indebtedness at the end of the financial year				
1. Principal Amount	-	-	-	-
2. Interest due but not paid	-	-	-	-
3. Interest accrued but not due	-	-	-	-
Total of (1+2+3)	-	-	-	-

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

Sr. No.	Particulars of Remuneration	Name of MD/WTD/Manager	Total
		Rajesh Gupta Managing Director	
1.	Gross Salary		
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act	19,20,000	19,20,000
	(b) Value of perquisites u/s 17 (2) of Income Tax Act	4,80,000	4,80,000
	(c) Profits in lieu of salary u/s 17 (3) of Income tax Act	-	-
2.	Stock Option	-	-
3.	Sweat Equity	-	-
4.	Commission - As % of profit - Others, specify	-	-
5.	Others, please specify Provident Fund & other Funds	1,44,000	1,44,000
	Performance Bonus	-	-
	Total (A)	25,44,000	25,44,000
	Ceiling as per the Act	₹1,20,00,000 Per Annum	

B. Remuneration to other directors:

Sr. No.	Particulars of Remuneration	Name of the Directors		Total Amount
		Mohan Krishnamoorthy	Uniza Shaikh	
1	(a) Fee for attending board/ committee meetings	-	-	-
	(b) Commission	-	-	-
	(c) Others, please specify	-	-	-
	Total (1)	-	-	-

SHREE GLOBAL TRADEFIN LIMITED

Sr. No.	Particulars of Remuneration	Name of the Directors	Total Amount
2	Other Non Executive Directors	Ravindra Deshpande	-
	(a) Fee for attending board/ committee meetings	-	-
	(b) Commission	-	-
	(c) Others, please specify.	-	-
	Total (2)	-	-
	Total (B)=(1+2)	-	-
	Total Managerial Remuneration	-	-
	Overall Ceiling as per the Act.	Not Applicable	

C. Remuneration to Key Managerial Personnel other than MD/Manager/WTD

Sr. No	Particulars of Remuneration	Name of Key Managerial Personnel		Total
		CFO Viresh Sohoni	Company Secretary Jitendra Sharma	
1	Gross Salary			
	(a) Salary as per provisions contained in section 17(1) of the Income Tax Act	13,71,508	1,64,964	15,36,472
	(b) Value of perquisites u/s 17 (2) of Income Tax Act	-	-	-
	(c) Profits in lieu of salary u/s 17 (3) of Income tax Act	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission - As % of profit - Others, specify	-	-	-
5	Others, please specify Provident Fund & other Funds	1,59,432	15,036	1,74,468
6	Performance Bonus	-	-	-
	Total C	15,30,940	1,80,000	17,10,940

VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES (under the Companies Act):

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

REPORT ON CORPORATE GOVERNANCE

I. COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

The Company's philosophy on Corporate Governance envisages the attainment of the highest levels of transparency, accountability and equity, in all facets of its operation, and all its interactions with the stakeholders including shareholders, employees, customers, government and suppliers.

II. BOARD OF DIRECTORS

a. Board Composition and Category of Directors, Attendance of Directors at Board Meetings and at Last Annual General Meeting (AGM) and Number of other Directorships and Chairmanships / Memberships of Committees of each director in various Companies, Shareholding in the Company thereto.

The Company has an appropriate combination of Executive and Non-Executive Directors including Independent Directors to maintain independence of the Board. The Directors have expertise in the fields of industry, operations, finance, legal and management. The Board provides strategic guidance and independent views to the Company's management while discharging its fiduciary responsibilities.

Structure of Board of Directors during the financial year 2016-17, attendance of each director at Board meetings and Annual General Meeting (AGM) held during the said year, number of other directorships and chairmanships / memberships of committees of each director in various companies, shareholding of the Non Executive Directors in the Company as per the requirements of Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 is provided in the following table:

Sr. No.	Name and Designation (DIN)	Category	Attendance in FY 2016-17		Number of Directorships in other Companies		Committee Membership and Chairmanship in other Companies\$		Shareholding in the Company
			Board Meetings (7 Meetings held)	AGM	Private	Public	Chairmanship	Membership	
1.	Mr. Rajesh R. Gupta Chairman & Managing Director (00028379)	Executive	6	Yes	-	1	-	-	-
2.	Mr. Ravindra Deshpande Director (01003990)	Non – Executive	7	Yes	2	-	-	-	-
3.	Mr. Mohan Krishnamoorthy Director (02542406)	Non Executive and Independent	7	Yes	-	-	-	-	-
4.	Mrs. Uniza Shaikh Director (06975961)	Non Executive and Independent	7	No	-	-	-	-	-

Note:

\$ Includes only Audit Committee and Shareholders' / Investors' Grievance Committee in all public limited companies (whether listed or not) and excludes private limited companies, foreign companies and Section 8 companies.

There is no relationship between the Directors inter-se.

b. Board Meetings

The Board meets at regular intervals to discuss and decide on Company / business policies and strategy apart from other regular business matters. Board Meetings are held at the Registered Office of the Company at Mumbai. During the financial year ended on 31st March, 2017, Seven Board Meetings were held on 30th May, 2016, 22nd June, 2016, 21st July, 2016, 14th August, 2016, 11th November, 2016, 23rd December, 2016 and 09th February, 2017. Maximum time gap between two consecutive meetings had not exceeded 120 days.

The agenda and notes are circulated to the Directors in advance. All material information is included in the agenda for facilitating meaningful discussions at the meeting. The Board is updated on the discussions held at the Committee meetings and the recommendations made by various Committees.

c. Selection of Independent Directors

Considering the requirement of skill sets on the Board, eminent people having an independent standing in their respective field/profession, and who can effectively contribute to the Company's business and policy decisions are considered by the Nomination and Remuneration Committee, for appointment, as Independent Directors on the Board. The Committee, inter alia, considers qualification, positive attributes, area of expertise and number of Directorships and Memberships held in various committees of other companies by such persons in accordance with the Company's Policy for Selection of Directors and determining Directors' independence. The Board considers the Committee's recommendation, and takes appropriate decision.

Every Independent Director, at the first meeting of the Board in which he participates as a Director and thereafter at the first meeting of the Board in every financial year, gives a declaration that he meets the criteria of independence as provided under law.

d. Performance evaluation of Independent Directors

The Nomination and Remuneration Committee has laid down the criteria for performance evaluation of Independent Directors. The framework of performance evaluation of the Independent Directors will capture the following points:

1. Key attributes of the IDs that justify his / her extension / continuation on the Board of the Company;
2. Participation of the Directors in the Board proceedings and his / her effectiveness;

The assessment to determine the key attributes of the Directors should cover the following:

- i) **Relevant experience and skills**
Impact:
 - Ability and willingness to speak up
 - Ability to carry others
 - Ability to disagree, stand his/her ground**Integrity:**
 - Focus on shareholder value creation
 - High governance standards
- ii) **Assessment of Committee's Effectiveness Knowledge of business:**
 - Competition and competitive structure
 - Markets and customers
 - Suppliers and dealers
 - SWOT

e. Separate meetings of the Independent Directors

The Independent Directors held a Meeting on 09th February, 2017, without the attendance of Non-Independent Directors and members of Management. All the Independent Directors were present at such meeting. At the Meeting, they –

1. Reviewed the performance of non-independent directors and the Board as a whole;
2. Reviewed the performance of the Chairperson of the Company, taking into account the views of Executive Directors and Non-Executive Directors;
3. 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.

The Independent Directors hold an unanimous opinion that the non independent Directors, including the Managing Director bring to the Board, abundant knowledge in their respective field and are experts in their areas. Besides, they are insightful, convincing, astute, with a keen sense of observation, mature and have a deep knowledge of the Company.

The Board as a whole is an integrated, balanced and cohesive unit where diverse views are expressed and dialogued when required, with each Director bringing professional domain knowledge to the table. All Directors are participative, interactive and communicative.

The Chairperson has abundant knowledge, experience, skills and understanding of the Board's functioning, possesses a mind for detail, is meticulous to the core and conducts the Meetings with poise and maturity.

The information flow between the Company's Management and the Board is complete, timely with good quality and sufficient quantity.

f. Familiarization programme for Independent Directors

Whenever any person joins the Board of the Company as an Independent Director, an induction programme is arranged for him / her wherein he / she is familiarized with the Company, their roles, rights and responsibilities in the Company, the code of conduct to be adhered, nature of the industry in which the Company operates, business model of the Company, meeting with the senior management team members, etc.

The detail of such familiarization programmes is disclosed on the Company's website at www.sgtl.in.

III. COMMITTEES OF THE BOARD

The Board Committees play a vital role in strengthening the Corporate Governance practices and focus effectively on the issues and ensure expedient resolution of the diverse matters. The Committees also make specific recommendations to the Board on various matters when required. All observations, recommendations and decisions of the Committees are placed before the Board for information or for approval. The Board of Directors has, from time to time, constituted the following Committees, namely:

AUDIT COMMITTEE**Composition of Audit Committee**

Name of the Director	Position
Mr. Mohan Krishnamoorthy	Chairman
Mr. Ravindra Deshpande	Member
Mrs. Uniza Shaikh	Member

The Committee's composition meets with the requirements of Section 177 of the Companies Act, 2013 and Regulation 18 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The Company Secretary acts as the secretary to the Committee.

Meetings and Attendance of Audit Committee

Six Audit Committee meetings were held during the financial year 2016-17 on 30th May, 2016, 22nd June, 2016, 21st July, 2016, 14th August, 2016, 11th November, 2016 and 09th February, 2017. Details of meetings attended by the members are given below:

Sr. No	Committee Members	Position	Meetings held (6 Meetings Held)	Meetings Attended	Remark
1.	Mr. Mohan Krishnamoorthy	Chairman	6	6	-
2.	Mr. Ravindra Deshpande	Member	6	6	-
3.	Mrs. Uniza Shaikh	Member	6	6	-

Terms of Reference of the Audit Committee**Powers of the Audit Committee**

- To investigate any activity within its terms of reference
- To seek information from any employee
- To obtain outside legal or other professional advice
- To secure attendance of outsiders with relevant expertise, if it considers necessary

Role of the Audit Committee, inter alia, includes the following

- Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible
 - Recommending the appointment, remuneration and terms of appointment of statutory auditors including cost auditors of the Company
 - Approving payment to statutory auditors, including cost auditors, for any other services rendered by them
 - Reviewing with the management, the annual financial statements and auditors report thereon before submission to the Board for approval, with particular reference to:
 - Changes, if any, in accounting policies and practices and reasons for the same;
 - Major accounting entries involving estimates based on the exercise of judgement by the management;
 - Significant adjustments made in financial statements arising out of audit findings;
 - Compliance with listing and other legal requirements relating to financial statements;
 - Disclosure of any related party transactions; and Modified opinions in draft audit report.
- Reviewing, with the management, the quarterly financial statements before submission to the Board for approval;
 - Reviewing with the management, the statement of uses/ application of funds raised through an issue (public issue, rights issue, preferential issue, etc.), the statement of funds utilised for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, and making appropriate recommendations to the Board to take up steps in this matter;
 - Reviewing and monitoring the auditor's independence and performance, and effectiveness of audit process;
 - Approval or any subsequent modification of transactions of the Company with related parties;
 - Scrutiny of inter-corporate loans and investments;
 - Valuation of undertakings or assets of the Company, wherever it is necessary;
 - Evaluation of internal financial controls and risk management systems;
 - Reviewing, with the management, the performance of statutory auditors and internal auditors, adequacy of internal control systems;
 - Reviewing the adequacy of internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure coverage and frequency of internal audit;
 - Discussion with internal auditors of any significant findings and follow-up thereon;
 - Reviewing the findings of any internal investigations by the internal auditors into matters where there is suspected fraud or irregularity or a failure of internal control systems of a material nature and reporting the matter to the Board;
 - Discussion with statutory auditors before the audit commences, about the nature and scope of audit as well as post audit discussion to ascertain any area of concern;
 - To look into the reasons for substantial defaults, if any, in the payment to depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors;
 - To review the functioning of the Whistle Blower mechanism;

SHREE GLOBAL TRADEFIN LIMITED

- s. Approval of appointment of the CFO after assessing qualifications, experience and background, etc. of the candidate;
- t. Carrying out any other function as is mentioned in the terms of reference of the Audit Committee;
- u. Reviewing the following information;
 - The Management Discussion and Analysis of financial condition and results of operations;
 - Statement of significant related party transactions (as defined by the Audit Committee), submitted by management;
 - Management letters/letters of internal control weaknesses issued by the statutory auditors;
 - Internal audit reports relating to internal control weaknesses; and Reviewing the appointment, removal and terms of remuneration of the Chief internal auditor / internal auditor(s);
 - Statement of deviations;
 - (a) quarterly statement of deviation(s) including report of monitoring agency, if applicable, submitted to stock exchange(s) in terms of Regulation 32(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
 - (b) annual statement of funds utilized for purposes other than those stated in the offer document/prospectus/notice in terms of Regulation 32(7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Chairman of the Audit Committee was present at the last Annual General Meeting held on 29th September, 2016.

NOMINATION AND REMUNERATION COMMITTEE

Composition of Nomination and Remuneration Committee

Sr. No	Committee Members	Position	Meetings held (2 Meetings Held)	Meetings Attended	Remark
1.	Mr. Mohan Krishnamoorthy	Chairman	2	2	-
2.	Mr. Ravindra Deshpande	Member	2	2	-
4.	Mrs. Uniza Shaikh	Member	2	2	-

The Committee's composition meets with requirements of Section 178 of the Companies Act, 2013 and Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Terms of Reference of the Committee, inter alia, includes the following:

- To identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and to recommend to the Board their appointment and/or removal
- To carry out evaluation of every Director's performance
- To formulate the criteria for determining qualifications,

positive attributes and independence of a Director, and recommend to the Board a policy, relating to the remuneration for the Directors, Key Managerial Personnel and other employees

- To formulate the criteria for evaluation of Independent Directors and the Board
- To decide whether to extend or continue the term of appointment of Independent Director, on the basis of the report of performance evaluation of independent directors.
- To devise a policy on Board diversity
- To recommend/review remuneration of the Managing Director(s) and Whole-time Director(s) based on their performance and defined assessment criteria
- To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable;
- To perform such other functions as may be necessary or appropriate for the performance of its duties.

Remuneration of Directors:

Name of the Director	Salary	Perquisites and allowances	Performance Linked Incentive	Sitting Fees	Total	Stock options granted
Mr. Rajesh R. Gupta	20,64,000	4,80,000	-	-	25,44,000	-
Mr. Ravindra Deshpande	-	-	-	-	-	-
Mr. Mohan Krishnamoorthy	-	-	-	-	-	-
Mrs. Uniza Shaikh	-	-	-	-	-	-

The tenure of office of Mr. Rajesh R. Gupta, Chairman and Managing Director is for three years w.ef. 01st January, 2015. There is no provision for notice period and payment of severance fees.

There were no pecuniary relationships or transactions of Non-Executive Directors vis-à-vis the Company. The Company has not granted any stock option to any of its Non-Executive Directors.

STAKEHOLDERS RELATIONSHIP COMMITTEE

Composition of Stakeholders Relationship Committee

Name of the Director	Position
Mr. Mohan Krishnamoorthy	Chairman
Mr. Ravindra Deshpande	Member
Mrs. Uniza Shaikh	Member

Name of non-executive director heading the committee	Mohan Krishnamoorthy
Name and designation of compliance officer	Mr. Jitendra K. Sharma Company Secretary
Number of shareholders' complaints received so far	Nil
Number not solved to the satisfaction of shareholders	Nil
Number of pending complaints	Nil

IV. SUBSIDIARY COMPANIES

There is no subsidiary company

V. GENERAL BODY MEETINGS**a. Annual General Meeting**

The details of the preceding three years Annual and / or Extraordinary General Meetings are as follows:

AGM	Year	Date, Day & Time	Venue	Brief Description of Special Resolution
28 th	2013-2014	2 nd August, 2014 Saturday, 10.30 A.M.	Orchid', 1 st Floor, Centre 1, Cuffe Parade, Mumbai 400005, Maharashtra	1. Appointment of Rajesh R. Gupta as the Whole time director of the company for a period of three years with effect from 1 st May, 2014. 2. Authorizing Board of directors to create, offer, issue and allot 1,90,00,000 Convertible warrants of face value of ₹ 5/- each on preferential allotment basis.
29 th	2014-2015	29 th September, 2015 Tuesday, 10.30 A.M.	Orchid', 1 st Floor, Centre 1, Cuffe Parade, Mumbai 400005, Maharashtra	No Special resolution was passed.
30 th	2015-2016	29 th September, 2016 Thursday, 11.00 A.M.	The Qube, CTS No. 1498 A/2, Asan Pada Road, Opp. Hotel Sunshine, Marol, Andheri East, Mumbai 400059, Maharashtra	1. Sub-division of Equity Shares from the Face Value of ₹ 5/- per share to Face Value of ₹ 1/- per share. 2. Alteration of the Capital Clause of Memorandum of Association of the Company.

b. Extra Ordinary General Meeting (EGM)

No Extra Ordinary General Meeting (EGM) was held during the last financial year i.e 2016-2017.

c. Postal Ballot

No Special Resolution was passed through postal ballot during the last financial year i.e 2016-17.

None of the businesses proposed to be transacted at the ensuing Annual General Meeting require passing a resolution through Postal Ballot.

VI MEANS OF COMMUNICATION

Information like quarterly / half yearly / annual financial results and press releases on significant developments in the Company that have been made available from time to time, are hosted on the Company's website www.sgtl.in and have also been submitted to the Stock

Exchanges to enable them to put them on their websites and communicate to their members. The quarterly / half-yearly / annual financial results are published in Business Standard (English) and Mumbai Lakshadweep (Marathi) newspapers. The Company is electronically filing all reports / information including Quarterly Results, Shareholding Pattern and Corporate Governance Report etc on the BSE website i.e www.listing.bseindia.com.

VII. GENERAL SHAREHOLDER INFORMATION**a. Annual General Meeting**

Date	Thursday, 13 th July, 2017
Time	10.30 a.m.
Venue	The Qube, CTS No. 1498 A/2, Asan Pada Road, Opp. Hotel Sunshine, Marol, Andheri East, Mumbai 400059, Maharashtra

b. Financial Year Reported

1st April, 2016 to 31st March, 2017

c. Financial Calendar (Tentative)**Results for the quarter ended**

Financial Year 1st April, 2017 to 31st March, 2018

30th June, 2017 – On or before 14th September, 2017

30th September, 2017 - On or before 14th December, 2017

31st December, 2017 - On or before 14th February, 2018

31st March, 2018 - On or before 30th May, 2018

Annual General Meeting - On or before 30th September, 2018

d. Dates of Book Closure:

Thursday, 06th July, 2017 to Thursday, 13th July, 2017 (both days inclusive) for the purpose of Annual General Meeting.

e. Dividend Payment Date.

No Dividend was declared during the financial year 2016-17.

f. Listing on Stock Exchanges

Equity Shares
BSE Limited (BSE)
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001

Stock Code 512463

ISIN No.: INE080I01025

g. Annual listing fee

Annual listing fee for the year 2017-18 is paid to BSE within due date.

h. Stock Market Price Data – BSE

The monthly movement of Equity Share Price on Bombay Stock Exchange			
2016-2017	Share Price (In ₹)		BSE Sensex
Months	High	Low	Close
April	20.75	18.65	25,606.62
May	20.55	18.75	26,667.96
June	18.60	15.55	26,999.72
July	15.20	12.50	28,051.86
August	14.70	11.60	28,452.17
September	15.12	12.00	27,865.96
October	16.60	15.00	27,930.21
November	15.75	13.75	26,652.81
December	16.60	3.15	26,626.46
January	3.80	3.18	27,655.96
February	3.60	2.85	28,743.32
March	3.06	2.27	29,620.50

i. Registrar and Share Transfer Agent

Bigshare Services Private Limited
E-2/3, Ansa Industrial Estate, Sakivihar Road,
Saki Naka, Andheri East, Mumbai 400072.
Phone : 022-40430200; Fax : 022-28475207
E-mail : investor@bigshareonline.com

j. Share Transfer System

Share Transfer request are registered within a period of 15 days from the day of receipt. Share transfer request in physical form with demat request have been discontinued from February 2004 in terms of SEBI directive.

k. Reconciliation of Share Capital Audit

The Reconciliation of Share Capital Audit is conducted by a Chartered Accountant in practice to reconcile the total admitted capital with National Securities Depository Limited and Central Depository Services (India) Limited ("Depositories") and the total issued and listed capital. The audit confirms that the total issued/paid-up capital is in agreement with the aggregate of the total number of shares in physical form and the total number of shares in dematerialised form (held with Depositories) and that the requests for dematerialisation of shares are processed by the R&T agent within stipulated period of 21 days and uploaded with the concerned depositories.

l. Distribution of Shareholding

The shareholding distribution of equity shares as on 31st March, 2017 is given hereunder: (Nominal value of each share ₹ 1/-)

No. of Shareholders	% of Total	Shareholding	No. of shares	% of total
1,504	89.15	1 - 5000	13,87,290	0.12
69	4.09	5001 - 10000	4,99,529	0.04
37	2.19	10001 - 20000	5,41,818	0.05
13	0.77	20001 - 30000	3,03,146	0.03
5	0.30	30001 - 40000	1,70,504	0.01

2	0.12	40001 - 50000	86,325	0.01
6	0.36	50001 - 100000	4,21,406	0.04
51	3.02	100001 and above	1,13,60,95,447	99.70
1,687	100.00	Total	1,13,95,05,465	100.00

m. Categories of Shareholders (as on 31st March, 2017)

The categories of shareholders are shown hereunder:

Category	Number of shareholders	No. of Shares	% of Holding
Promoters	3	77,48,12,330	68.00
FII / NRI / OCB's	6	59,790	0.01
Bodies Corporate	40	18,72,22,190	16.43
Clearing Members	15	1,30,708	0.01
Public	1,623	17,72,80,447	15.56
Total	1,687	1,13,95,05,465	100.00

n. Dematerialisation of Shares

Over **99.87** % of the shares have been dematerialized upto 31st March, 2017. Trading in Equity Shares of the Company is permitted only in dematerialized form w.e.f. 8th May, 2000 as per notification issued by the Securities and Exchange Board of India.

Liquidity: Company's Shares are traded on the Bombay Stock Exchange.

o. Information on Deviation from Accounting Standards, if any

There has been no deviation from the Accounting Standards in preparation of annual accounts for the financial year 2016-17.

p. Outstanding GDRs/ ADRs/ Warrants or any convertible instruments, Conversion date and date and likely impact on the Equity:-

Not Applicable

q. Commodity price risk or foreign exchange risk and hedging activities:

Not Applicable

r. Green Initiative

Pursuant to section 101 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 as amended the Company can send Notice of Annual General Meeting, financial statements and other Communication in electronics forms. This Company is sending the Annual Report including the Notice of Annual General Meeting, Audited Standalone and Consolidated Financial Statements, Directors Report, Auditors Report along with their annexure etc. for the financial year 2016-17 in the electronic mode to the shareholders who have registered their e-mail ids with the Company and/or their respective Depository Participates (DPs).

Shareholders who have not registered their e-mail

addresses so far are requested to register their e-mail addresses. Those holding shares in demat form can register their e-mail addresses with their concerned DPs. Shareholders who hold shares in physical form are requested to register their e-mail addresses with the Company, by sending a letter, duly signed by the first/sole holder quoting details of Folio No.

s. Address for Correspondence

Investor Correspondence

For transfer / dematerialisation of shares and any other query relating to the shares of the Company.

Bigshare Services Private Ltd

E-2/3, Ansa Industrial Estate,
Sakivihar Road, Saki Naka,
Andheri(East), Mumbai – 400072.
Tel No. – 022 – 4043 0200;
Fax No. – 022 – 2847 5207
E-mail: investor@bigshareonline.com

Any query on Annual Report

Secretarial Department:

35 Ashok Chambers, Broachstreet,
Devji Ratensey Marg, Masjid Bunder,
Mumbai 400009.
Tel. No. 022-23480526
E mail: sgtl2008@gmail.com

t. CEO and CFO Certification

The Managing Director and CFO of the Company have given the certification on financial reporting and internal controls to the Board in terms of Regulation 17(8) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the requisite certificate from the Managing Director and CFO of the Company is annexed thereto marked as Annexure “F” and forms part of this report.

VIII. OTHER DISCLOSURES

a. Disclosures on materially significant related party transactions that may have potential conflict with the interests of listed entity at large;

There were no transactions with related parties pursuant to section 188 of Companies Act, 2013. The policy on dealing with related party transaction is placed on the Company’s website at www.sgtl.in.

b. Details of non-compliance by the listed entity, penalties, strictures imposed on the listed entity by stock exchange(s) or the board or any statutory authority, on any matter related to capital markets, during the last three years :

None

c. Details of establishment of vigil mechanism, whistle blower policy, and affirmation that no personnel has been denied access to the audit committee:

The Company has formulated Whistle Blower Policy & established Vigil Mechanism in the Board Meeting held on 27th September, 2014 for the directors and employees of the Company to report, serious and genuine unethical behavior, actual or suspected fraud and violation of the Company’s code of conduct or ethics policy.

No personnel have been denied access to the audit committee.

d. Details of Compliance with mandatory requirements and adoption of the non-mandatory requirements of this clause:

The company has complied with all the mandatory requirements. As regards the Non-Mandatory requirements they are complied with to the extent possible.

e. Web link where policy for determining material subsidiaries is disclosed

Not Applicable

f. Weblink where policy on dealing with Related Party Transactions

<http://www.sgtl.in/pdf/Policy%20on%20Related%20Party%20Transaction.pdf>

g. Disclosure of Commodity Price Risks and Commodity Hedging Activities:

Not Applicable

IX. ADOPTION OF MANDATORY AND NON MANDATORY REQUIREMENTS

The Company has complied with all mandatory requirements of Corporate Governance under SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015. The Company has adopted following non-mandatory requirements as per Part E of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015:

Reporting of Internal Auditor

The Internal Auditor directly reports to the Audit Committee

X. DISCLOSURES WITH RESPECT TO DEMAT SUSPENSE ACCOUNT/ UNCLAIMED SUSPENSE ACCOUNT

As per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the listed entity shall disclose the following details in its annual report, as long as there are shares in the unclaimed suspense account. The details of Shree Global Tradefin Limited unclaimed suspense account are as follows:-

Sr. No	Particulars	Demat	
		Number of Shareholders	Number of equity shares
1	Aggregate number of shareholders and the outstanding shares in the suspense account lying at the beginning of the year;	-	-

Sr. No	Particulars	Demat	
		Number of Shareholders	Number of equity shares
2	Number of shareholders who approached listed entity for transfer of shares from suspense account during the year;	-	-
3	Number of shareholders to whom shares were transferred from suspense account during the year;	-	-
4	Aggregate number of shareholders and the outstanding shares in the suspense account lying at the end of the year	2,177	10,88,500

The voting rights on the shares in the unclaimed suspense accounts as on 31st March, 2017 shall remain frozen till the rightful owners of such shares claim the shares.

XI. COMPLIANCES UNDER SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

The Company has complied with corporate governance requirements specified in regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

XII. CERTIFICATE ON COMPLIANCE WITH CODE OF CONDUCT

This Code has been laid down with a view to promote good corporate governance and exemplary personal conduct and is applicable to all the Directors and Senior Managerial Personnel of the Company. This Code is also available on the website of the Company www.sgtl.in.

Declaration of compliance of the Code of Conduct in terms of Schedule V (D) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is given hereunder:

In terms of Regulation 26 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as per 'affirmation of compliance' letters received from the Directors and the members of senior managerial personnel of the Company, I hereby declare that members of board of directors and senior management personnel have affirmed compliance with the code of conduct of board of directors and senior management during the financial year 2016-17."

For and on behalf of the Board

**Date : 26th May, 2017
Place: Mumbai**

**Rajesh R. Gupta
Chairman & Managing Director**

CEO/CFO CERTIFICATE [Regulation 17(8)]

To,

The Board of Directors

Shree Global Tradefin Limited

We hereby certify that we have reviewed the Financial Statements and the Cash Flow Statement for the financial year ended 31st March, 2017 and that to the best of our knowledge and belief:

1. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading.
2. These statements together present a true and fair view of the Company's affairs and are in compliance with existing Accounting Standards, applicable laws and regulations.
3. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the aforesaid period which are fraudulent, illegal or violative of the Company's Code of Conduct.
4. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal control systems, if any, of which we are aware, and that we have taken the required steps to rectify these deficiencies.
5. We have indicated to the Auditors and the Audit Committee that:
 - (a) There have been no significant changes in internal control over financial reporting during the year.
 - (b) There have been no significant changes in accounting policies during the year.
 - (c) There have been no instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

**Rajesh R. Gupta
Chairman & Managing Director**

**Viresh Sohoni
Chief Financial Officer**

**Date : 26th May, 2017
Place: Mumbai**

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF SHREE GLOBAL TRADEFIN LIMITED

Report on the Standalone financial statements

We have audited the accompanying standalone financial statements of Shree Global TradeFin Limited ("the Company"), which comprise the Balance Sheet as at March 31, 2017, and the Statement of Profit and Loss and Cash Flow Statement for the year then ended, and a summary of significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone 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 standalone 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 standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder. We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the standalone financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence, on a test basis, about the amounts and disclosures in the standalone financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the standalone financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's

preparation of the standalone financial statements that give a 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 management, as well as evaluating the overall presentation of the standalone financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the standalone 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:

- (a) in the case of the Balance Sheet, of the state of affairs of the Company as at March 31, 2017;
- (b) in the case of the Statement of Profit and Loss, of the loss for the year ended on that date; and
- (c) in the case of the Cash Flow Statement, of the cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act 2013, 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 it appears from our examination of those books;
 - c) The Company has no branch office and hence the company is not required to conduct audit under section 143 (8) of the Act;
 - d) 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;
 - e) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014;
 - f) In our opinion and based on the information given to us, there are no financial transactions or matters which have any adverse effect on the functioning of the Company.

- g) On the basis of the written representations received from the directors as on 31st March 2017 taken on record by the Board of Directors, none of the directors is disqualified as on 31st March 2017 from being appointed as a director in terms of Section 164 (2) of the Act;
- h) There is no qualification, reservation or adverse remark relating to the maintenance of accounts and other matters connected therewith.
- i) 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"; and
- j) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position to the Financial Statement.
 - ii. The Company has not entered into any long-term contracts including derivative contracts hence this clause is not applicable.
 - iii. During the year, no amounts were required to be transferred to the Investor Education and Protection Fund by the Company. The question of delay in transferring such sums does not arise.
 - iv. The Company has provided requisite disclosures in the standalone financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8th November, 2016 to 30th December, 2016. Based on audit procedures and relying on the management representation we report that the disclosures are in accordance with books of account maintained by the Company and as produced to us by the Management.

**For Todarwal & Todarwal
Chartered Accountants
ICAI Reg No : 111009W**

**Sunil L Todarwal
Partner
M. No. : 032512**

**Dated 26th May, 2017
Place: Mumbai**

Annexure - A to Independent Auditor's Report

The Annexure A referred to in Independent Auditor's Report to the Members of the Company on the Standalone Financial Statements for the year ended 31st March 2017, we report that:

- (i) (a) According to the information and explanation given to us and based on the records produced before us, we are of the opinion that the Company is maintaining proper records showing full particulars including quantitative details and situation of fixed assets.
- (b) According to the information and explanation given to us, fixed assets are physically verified by the management according to a phased programme designed to cover all the locations which in our opinion, is reasonable having regard to the size of the company and the nature of its assets.
- (c) According to the information and explanation given to us and based on the records produced before us, the title deeds of immovable properties are held in the name of the company
- (ii) According to the information and explanation given to us Inventory has been physically verified by the management during the year. No material discrepancies were noticed that would have an impact over the standalone financial statements.
- (iii) According to the information and explanation given to us, the Company has not granted any secured or unsecured loans to companies, firms, parties covered in the register maintained under Section 189 of the Act.
- (iv) According to the information and explanation given to us, we are of the opinion that in respect of loans, investments, guarantees, and security, provisions of section 185 and 186 of the Companies Act, 2013 have been complied with.
- (v) According to the information and explanation given to us, the company has not accepted any deposits within the meaning of Section 73 to 76 of the Act and the rules framed there under.
- (vi) In the opinion of the Management the Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, in respect of trading activity and hence such records have not been maintained by the Company.
- (vii) (a) According to the books and records as produced and audited by us in accordance with generally accepted auditing practices in India and also Management representations, undisputed statutory dues in respect of Provident fund, Employees' State Insurance, Income Tax, Sales Tax, Service tax, Custom duty, Excise duty, Value Added Tax, Cess and other statutory dues has been regularly deposited with the appropriate authorities.

- (b) According to the information and explanation given to us and the record produced before us, there are no material dues of Income Tax, Sales Tax, Wealth Tax, Service Tax, Custom Duty, Excise Duty, Value Added Tax which have not been deposited with the appropriate authorities on account of any dispute except as listed hereunder:

Name of the Statute	Nature of Dues	Amount (₹)	Period to which the amount relates	Forum where dispute is pending
Income Tax Act, 1961	Tax, Penalty & Interest	10,53,26,852	FY - 2006-07	CIT Appeals
		72,03,66,459	FY - 2007-08	
		1,44,50,69,328	FY - 2008-09	
		1,20,04,94,687	FY - 2009-10	
		23,46,219	FY - 2010-11	Income Tax Appellate Tribunal
		61,28,640	FY - 2008-09	CIT Appeals
		1,05,41,757	FY - 2009-10	

- (viii) In our opinion and according to the information and explanation given to us and the books of accounts verified by us, the company does not have any loan taken from any financial institution, bank, Government or dues to debenture holders.
- (ix) According to the information and explanation given to us and the record produced before us, the company has not raised moneys by way of initial public offer or further public offer (including debt instruments) or by way of any term loan during the year.
- (x) During the course of our examination of the books of account carried in accordance with the generally accepted auditing standards in India, we have neither come across any instance of fraud on or by the Company by its officers or employees, either noticed or reported during the year, nor have we been informed of such case by the Management.
- (xi) According to the information and explanation given to us and the record produced before us, managerial remuneration has been paid during the year as per the provisions of section 197 read with Schedule V to the Act.
- (xii) In our opinion and according to the information and explanations given to us, the Company is not a Nidhi Company as specified in the Nidhi Rules, 2014. Accordingly, paragraph 3(xii) of the order is not applicable.
- (xiii) According to the information and explanation given to us and the record produced before us, all transactions with the related parties are in compliance with sections 177 and 188 of Companies Act, 2013 where applicable and the details have been disclosed in the standalone financial statements etc., as required by the applicable accounting standards.
- (xiv) According to the information and explanation given to us and the record produced before us, the company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures during the year under review. Hence the provision of this clause is not applicable to the company.
- (xv) As per the information and explanation given to us and the record produced before us, the company has not entered into any non-cash transactions with directors or persons connected with him.
- (xvi) The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

**For Todarwal & Todarwal
Chartered Accountants
ICAI Reg No : 111009W**

**Sunil L Todarwal
Partner
M. No. : 032512**

**Dated 26th May, 2017
Place: Mumbai**

Annexure – B to the Independent Auditors' Report

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

We have audited the internal financial controls over financial reporting of Shree Global Tradefin Limited (“the Company”) as of 31st March 2017 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

We believe that the audit evidence we have obtained is

sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

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

**For Tadarwal & Tadarwal
Chartered Accountants
ICAI Reg No : 111009W**

**Sunil L Tadarwal
Partner
M. No. : 032512**

**Dated 26th May, 2017
Place: Mumbai**

BALANCE SHEET AS AT 31ST MARCH, 2017

(in ₹)

Particulars	Note No.	As at 31 st March, 2017	As at 31 st March, 2016
I. EQUITY AND LIABILITIES			
Shareholder's Funds			
(a) Share Capital	2	1,13,95,05,465	1,13,95,05,465
(b) Reserves and Surplus	3	3,16,41,22,625	3,20,06,27,549
Non-Current Liabilities			
(a) Long-term Provisions	4	19,94,593	24,74,277
Current Liabilities			
(a) Other Current Liabilities	5	11,20,03,332	30,08,11,565
(b) Short-term Provisions	6	15,08,149	3,42,058
Total		4,41,91,34,164	4,64,37,60,914
II. ASSETS			
Non-Current Assets			
(a) Fixed Assets			
Tangible Assets	7	44,429	64,274
(b) Non-current Investments	8	2,97,16,63,240	3,21,85,63,240
(c) Long-term Loans and Advances	9	1,35,51,52,440	1,35,56,72,440
Current Assets			
(a) Trade Receivables	10	8,94,31,960	6,48,29,746
(b) Cash and Cash Equivalents	11	7,56,246	5,38,910
(c) Short-term Loans and Advances	9	20,85,849	40,92,304
Total		4,41,91,34,164	4,64,37,60,914
Summary of significant Accounting Policies			
1			
The Notes referred to above form an integral part of Financial Statements As per our Report of even date attached			
For TODARWAL & TODARWAL		For and on behalf of the Board	
Chartered Accountants			
Firm Reg. No. 111009W			
		Rajesh R. Gupta	Ravindra Deshpande
		Managing Director	Director
		DIN : 00028379	DIN : 01003990
Sunil Todarwal			
Partner			
Membership No. 032512			
		Viresh Sohoni	Jitendra K. Sharma
		Chief Financial Officer	Company Secretary
			ACS 37622
Place : Mumbai			
Date : 26th May, 2017			

STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED 31ST MARCH, 2017

(in ₹)

Sr. No	Particulars	Note No.	For the year ended 31 st March, 2017	For the year ended 31 st March, 2016
	Income:			
I	Revenue from Operations		47,35,12,128	1,31,95,30,210
II	Other Income	12	29,58,584	1,53,33,190
III	Total Revenue (I + II)		47,64,70,712	1,33,48,63,400
IV	Expenses:			
	Purchase of Traded Goods		47,24,80,712	1,31,47,48,426
	Employee Benefit Expense	13	78,65,012	83,58,226
	Finance Costs	14	1,96,86,219	1,48,47,131
	Depreciation Expenses	15	19,845	50,277
	Other Expenses	16	1,29,23,848	4,67,26,809
	Total Expenses (IV)		51,29,75,636	1,38,47,30,869
V	Profit / (Loss) before tax (III-IV)	(III-IV)	(3,65,04,924)	(4,98,67,469)
VI	Tax expense:			
	Taxation of Earlier Years		-	34,61,109
VII	Profit / (Loss) for the year after tax	(V-VI)	(3,65,04,924)	(5,33,28,578)
VIII	Earning per equity share (Nominal Value of Share ₹ 1/- each)			
	Basic and Diluted	24	(0.03)	(0.05)
	Summary of significant Accounting Policies	1		

The Notes referred to above form an integral part of Financial Statements

As per our Report of even date attached

For TODARWAL & TODARWAL**Chartered Accountants****Firm Reg. No. 111009W****Sunil Todarwal****Partner****Membership No. 032512****Place : Mumbai****Date : 26th May, 2017****For and on behalf of the Board****Rajesh R. Gupta****Managing Director****DIN : 00028379****Viresh Sohoni****Chief Financial Officer****Ravindra Deshpande****Director****DIN : 01003990****Jitendra K. Sharma****Company Secretary****ACS 37622**

CASH FLOW STATEMENT FOR THE YEAR 2016-17

(in ₹)

	Particulars	For the year ended 31 st March, 2017	For the year ended 31 st March, 2016
A	Cash Flow From Operation Activities:		
	Net Profit before tax and extraordinary items	(3,65,04,924)	(4,98,67,469)
	Adjustments for :		
	(Profit)/loss on Sale of Investment	(25,89,959)	(1,36,84,589)
	Provision for Diminution in Value of Investment	-	3,15,00,000
	Dividend Received	-	(16,48,600)
	Depreciation	19,845	50,277
	Operating Profit before working capital changes	(3,90,75,038)	(3,36,50,381)
	Adjustments for changes in working Capital :		
	(Increase) / Decrease in Short-term Loans & Advances	20,06,455	7,18,62,174
	(Increase) / Decrease in Trade Receivables	(2,46,02,214)	-
	(Increase) / Decrease in long-term Loans & Advances	5,20,000	3,73,02,329
	Increase / (Decrease) in Other Current Liabilities	(18,88,08,232)	5,38,21,513
	Increase / (Decrease) in Trade Payables	-	(23,86,42,267)
	Increase / (Decrease) in Short-term Provisions	11,66,091	(10,942)
	Increase / (Decrease) in Long-term Provisions	(4,79,684)	(7,39,635)
	Cash generated from operation	(24,92,72,623)	(11,00,57,209)
	Taxes		
	Income Tax Paid (Refund)	-	-
	Net Cash From Operating Activities - A	(24,92,72,623)	(11,00,57,209)
B	Cash Flow from Investing Activities :		
	Capital Advances	-	15,15,52,234
	Dividend Received	-	16,48,600
	Sale of Investment	24,94,89,959	12,69,22,687
	Purchase of Investment/LLP	-	(17,01,00,000)
	Purchases of Fixed Assets	-	(74,987)
	Cash Flow from Investing Activities- B	24,94,89,959	10,99,48,534
C	Cash Flow from Financing Activities :		
	Proceeds from Issue of Equity Shares	-	-
	Share Issue Expenses	-	-
	Cash Flow from Financing Activities - C	-	-
	Net increase / decrease in cash and cash equivalents (A+B+C)	2,17,336	(1,08,675)
	Opening Balance of cash and cash equivalents	5,38,910	6,47,585
	Closing Balance of cash and cash equivalents (Refer Note No.11)	7,56,246	5,38,910
	Components of Cash and Cash Equivalents		
	Cash on Hand	49,306	42,963
	Balance with Schedule Banks in : Current account	7,06,940	4,95,947
	Total Cash and Cash Equivalents	7,56,246	5,38,910

The Notes referred to above form an integral part of Financial Statements
As per our Report of even date attached

For TODARWAL & TODARWAL

Chartered Accountants

Firm Reg. No. 111009W

Sunil Todarwal

Partner

Membership No. 032512

Place : Mumbai

Date : 26th May, 2017

For and on behalf of the Board

Rajesh R. Gupta

Managing Director

DIN : 00028379

Viresh Sohoni

Chief Financial Officer

Ravindra Deshpande

Director

DIN : 01003990

Jitendra K. Sharma

Company Secretary

ACS 37622

Notes to Financial Statement as at and for the year ended 31st March, 2017

1. Significant Accounting Policies:

1.1) Basis of preparation:

These financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values. GAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies Act, 2013 ('Act') read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified). Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

1.2) Use of Estimates :

The preparation of financial statements require judgments, estimates and assumptions to be made that affect the reported amount of assets and liabilities including contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Differences, if any, between actual results and estimates are recognized in the period in which the results are known / materialized.

1.3) Recognition of Revenue & Accrual of Expenses:

- a) Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. All revenues are accounted for on accrual basis except as otherwise stated.
- b) Expenses are accounted on the accrual basis and provisions are made for all known losses and liabilities.

1.4) Fixed Assets :

Tangible Fixed assets

- a) Fixed Assets are stated at cost of acquisition, less accumulated depreciation.
- b) Depreciation on all the assets has been provided on Straight Line Method ("SLM") as per Schedule II of the Companies Act, 2013. Assets individually costing ₹ 5,000 or less are depreciated fully in the year of purchase.

1.5) Investments :

Long-term investments are valued at cost of acquisition. Cost of acquisition includes brokerage, legal, professional and other charges incidental/related to the acquisition. Provision for diminution in the value of Non-Current investments is made only if such a decline is other than temporary.

Current Investments are carried at the lower of cost and quoted/fair value of each class of investments.

1.6) Inventories :

Inventories are valued at cost or net realizable value whichever is lower. Cost is determined on weighted average basis. Cost comprises expenditure incurred in the normal course of business in bringing such inventories to their location and condition and includes appropriate overheads.

1.7) Cash & Cash Equivalents :

Cash and cash equivalents for the purposes of Cash Flow Statement comprise cash at bank and in hand and short term investments with an original maturity of three months or less.

1.8) Employee Benefits/Retirement Benefits :

The Company's contribution to Provident Fund is considered as defined contribution plans and Short term employee benefit expenses are charged as an expense to the Statement of Profit and Loss. The Company has unfunded defined benefit plans of gratuity for eligible employees, the liabilities for which are determined on the basis of actuarial valuations, conducted by an independent actuary at the end of the financial year in accordance with Accounting Standard 15 (Revised 2005) – 'Employee Benefits'. Actuarial gains/ losses comprise experience adjustments and the effects of change in actuarial assumptions, and are recognised in the Statement of Profit and Loss as income or expenses

1.9) Leases :

Lease rental for assets taken on operating lease are charged to the Statement of Profit and Loss in accordance with Accounting Standard 19 on Leases.

1.10) Earnings Per Share :

Basic earnings per share is calculated by dividing the net profit or (loss) after tax for the period to attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

The net profit / (loss) after tax and the weighted average number of shares outstanding during the year are adjusted for all effects of dilutive potential equity shares for calculating the diluted earnings per share.

1.11) Accounting of Taxes on Income :

Current tax is determined on the basis of the amount of tax payable for the year under Income Tax Act 1961.

Tax Credit for Minimum Alternate Tax (MAT) is recognized when there is virtual certainty of its realisation against future tax liability.

Deferred Tax is recognized, subject to the consideration of prudence on timing difference, being the difference between the taxable income and accounting income that originates in one period and are capable of reversal in one or more subsequent periods.

1.12) Provisions, Contingent Liabilities & Contingent Assets :

Provisions are recognized in respect of present obligations arising out of past events where there are reliable estimates of the probable outflow of resources. Contingent liabilities are the possible obligation of the past events, the existence of which will be confirmed only by the occurrence or non-occurrence of a future event. These are not provided for but are disclosed by way of Notes on Accounts. Contingent Assets are not provided for or disclosed.

Notes to Financial Statement as at and for the year ended 31st March, 2017

Note 2 : Share Capital (in ₹)

Sr. No	Particulars	As at 31 st March, 2017	As at 31 st March, 2016
1	Authorised Share Capital 7,50,00,00,000* Equity Shares of ₹ 1*/- each (Previous Year 1,50,00,00,000 Equity Shares of ₹ 5/- each)	7,50,00,00,000	7,50,00,00,000
		7,50,00,00,000	7,50,00,00,000
2	Issued, Subscribed & Paid up Share Capital 1,13,95,05,465* Equity Shares of ₹ 1*/- each fully paid up (Previous Year 22,79,01,093 Equity shares of ₹ 5/- each fully paid up)	1,13,95,05,465	1,13,95,05,465
	Total	1,13,95,05,465	1,13,95,05,465

Notes:

- i. Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period

Equity Shares :

Particulars	As at 31 st March, 2017		As at 31 st March, 2016	
	No. of Shares	₹	No. of Shares	₹
Shares outstanding at the beginning of the year	22,79,01,093	1,13,95,05,465	22,79,01,093	1,13,95,05,465
Shares issued during the year *	91,16,04,372	-	-	-
Shares outstanding at the end of the year	1,13,95,05,465	1,13,95,05,465	22,79,01,093	1,13,95,05,465

- ii. Terms/rights attached to equity shares

The company has only one class of equity shares having a par value of ₹1*/- per share (PY ₹5/-). Each holder of equity shares is entitled to one vote per share.

- iii. Shareholding more than 5% shares

Name of Shareholder	As at 31 st March, 2017		As at 31 st March, 2016	
	No. of Shares held	% of total holding	No. of Shares held	% of total holding
Equity shares of ₹ 1*/- each fully paid up (Previous year shares of ₹ 5/-each fully paid up)				
Teamwork Properties Developments LLP	* 38,65,55,000	33.92%	7,73,11,000	33.92%
Blossom Trade & Interchange LLP	* 38,39,04,000	33.69%	7,67,80,800	33.69%
Pragya Realty Developers Pvt. Ltd.	* 11,69,05,465	10.26%	2,33,81,093	10.26%

*During the year, the company has Sub-divided each Equity Shares of face Value of ₹ 5 each to 5(Five) Equity Shares of ₹ 1 each.

The Effective date for the said Sub-Division was 22nd December, 2016.

Consequently, the number of shares and face value forming part of authorised, issued, subscribed and paid up share capital have been revised as at 31st March 2017.

Note 3 : Reserve & Surplus (in ₹)

Sr. No	Particulars	As at 31 st March, 2017	As at 31 st March, 2016
1	Capital Reserve : As per the last Financial Statements	76,42,26,318	76,42,26,318
		76,42,26,318	76,42,26,318
2	General Reserve : As per the last Financial Statements	5,13,18,434	5,13,18,434
		5,13,18,434	5,13,18,434
3	Securities Premium Reserve : As per the last Financial Statements	2,55,43,77,807	2,55,43,77,807
		2,55,43,77,807	2,55,43,77,807
4	Surplus / (Deficit) in the Statement of Profit & Loss As per the last Financial Statements Add: Profit/(Loss) for the Year	(16,92,95,010) (3,65,04,924)	(11,59,66,432) (5,33,28,578)
		(20,57,99,934)	(16,92,95,010)
	Total	3,16,41,22,625	3,20,06,27,549

Note 4 : Long-term Provisions (in ₹)

Sr. No	Particulars	As at 31 st March, 2017	As at 31 st March, 2016
1	Provision for employee benefits	19,94,593	24,74,277
	Total	19,94,593	24,74,277

Note 5 : Other Current Liabilities (in ₹)

Sr. No	Particulars	As at 31 st March, 2017	As at 31 st March, 2016
1	Advance from Customer	10,57,56,817	28,50,06,852
2	Statutory Dues	2,15,579	3,79,852
3	Other Payables	60,30,936	1,54,24,860
	Total	11,20,03,332	30,08,11,565

Note 6 : Short-term Provisions (in ₹)

Sr. No	Particulars	As at 31 st March, 2017	As at 31 st March, 2016
1	Provision for employee benefits	13,10,149	1,44,058
2	Provision for Expenses	1,98,000	1,98,000
	Total	15,08,149	3,42,058

SHREE GLOBAL TRADEFIN LIMITED
Notes to Financial Statement as at and for the year ended 31st March, 2017
Note 7 : Fixed Asset

(in ₹)

Sr. No	Particulars	Gross Block				Depreciation				Net Block	
		As at 01/04/2016	Addition during the year	Deduction during the year	As at 31/03/2017	As at 01/04/2016	For the year	Deduction during the year	As at 31/03/2017	As at 31/03/2017	As at 31/03/2016
	Tangible Assets										
1	Computer	88,337	-	-	88,337	41,617	18,173	-	59,790	28,547	46,720
2	Furniture & Fixtures	17,600	-	-	17,600	46	1,672	-	1,718	15,882	17,554
	TOTAL	1,05,937	-	-	1,05,937	41,663	19,845	-	61,508	44,429	64,274
	(Previous Year)	14,31,990	74,987	14,01,040	1,05,937	13,92,426	50,277	14,01,040	41,663	64,274	39,564

Note 8 : Investments

(in ₹)

Name of the Company	Face Value	As at 31 st March, 2017			As at 31 st March, 2016		
		No. of Shares	Non Current	Current	No. of Shares	Non Current	Current
A) Equity Shares (Quoted)							
<i>Investment in others</i>							
ACI Infocom Limited	1	96,000	-	-	96,000	-	-
Lloyds Finance Limited	10	10,000	-	-	10,000	-	-
Lloyds Metals & Energy Limited *	1	2,88,90,380	24,44,87,198	-	2,19,45,190	37,13,87,198	-
Ushdev International Limited *	10	13,10,000	23,29,00,000	-	13,10,000	23,29,00,000	-
Uttam Value Steels Limited **	1	93,80,01,435	1,50,31,91,481	-	1,01,30,01,435	1,62,31,91,481	-
Lloyds Steels Industries Limited *	1	13,77,68,194	96,10,12,610	-	13,77,68,194	96,10,12,610	-
Total " A "			2,94,15,91,290			3,18,84,91,290	
B) Equity Shares (Unquoted)							
<i>Investment in Associate</i>							
Emetalsteel.Com Private Limited	10	21,980	-	-	21,980	-	-
Halan Properties Private Limited	10	4,90,000	2,94,00,000	-	4,90,000	2,94,00,000	-
Indrajit Properties Private Limited *	10	21,472	1,76,300	-	21,472	1,76,300	-
Triumph Trade & Properties Developers Pvt. Limited	10	1,99,494	-	-	1,99,494	-	-
Vidarbha Power Private Limited	10	11,980	1,19,800	-	11,980	1,19,800	-
			2,96,96,100			2,96,96,100	
<i>Investment in others</i>							
The City Co Op Bank Limited	25	10	250	-	10	250	-
The Kapol Co Op Bank Limited	10	60	600	-	60	600	-
Meta Copper & Alloys Limited	10	31,50,000	3,15,00,000	-	31,50,000	3,15,00,000	-
Less: Provision for Diminution in Value of Investment			(3,15,00,000)			(3,15,00,000)	
			850			850	
Total " B "			2,96,96,950			2,96,96,950	
C) Investment in LLP							
Freelance Infralex LLP (Refer Note. 28)			3,75,000	-	-	3,75,000	-
Total " C "			3,75,000			3,75,000	
GRAND TOTAL " A " + " B " + " C "			2,97,16,63,240			3,21,85,63,240	

* Full Pledged

** Partial Pledged

Notes:

1) Aggregate Market Value of Non Current Quoted Investments is ₹ 1,34,02,19,662/- (Previous Year ₹ 1,57,77,67,068/-)

2) Aggregate Value of Non Current Unquoted Investments is ₹ 3,00,71,950/- (Previous Year ₹ 3,00,71,950/-)

3) Aggregate Value of Current Unquoted Investments is ₹ NIL (Previous Year NIL)

 4) The shares of Lloyds Metals and Energy Limited is subdivided from ₹ 2 per share to ₹ 1 per share w.e.f 27th July, 2016

Notes to Financial Statement as at and for the year ended 31st March, 2017

Note 9 : Loans and Advances

(in ₹)

Sr. No	Particulars	As at 31 st March, 2017		As at 31 st March, 2016	
		Long Term	Short Term	Long Term	Short Term
	<u>Loans & Advances</u> (Unsecured, Considered Good unless otherwise mention)				
1	Advances Recoverable in cash or in kind or for value to be received	1,35,51,52,440	25,815	1,35,56,72,440	32,270
2	Balance with Revenue Department	-	-	-	20,00,000
3	Advance Income Tax/Refund Due (Net)	-	19,85,034	-	19,85,034
4	Other Receivable	-	75,000	-	75,000
	Total	1,35,51,52,440	20,85,849	1,35,56,72,440	40,92,304

Note 10 : Trade Receivables

(in ₹)

Sr. No	Particulars	As at 31 st March, 2017	As at 31 st March, 2016
	(Unsecured, Considered good, unless otherwise stated)		
1	Outstanding for more than six months	6,48,29,746	6,48,29,746
2	Others	2,46,02,214	-
	Total	8,94,31,960	6,48,29,746

Note 11 : Cash and Cash Equivalent

(in ₹)

Sr. No	Particulars	As at 31 st March, 2017	As at 31 st March, 2016
1	<u>Cash-in-Hand</u> Cash Balance	49,306	42,963
2	<u>Bank Balance</u> With Schedule Bank	7,06,940	4,95,947
	Total	7,56,246	5,38,910

Note 12 : Other Income

(in ₹)

Sr. No	Particulars	For the year ended 31 st March, 2017	For the year ended 31 st March, 2016
1	Dividend	-	16,48,600
2	Other Receipts	15,466	1
3	Excess Provision now reversed	3,53,159	
4	Profit on Sale of Shares (Net)	25,89,959	1,36,84,589
	Total	29,58,584	1,53,33,190

Note 13 : Employee Benefit Expense

(in ₹)

Sr. No	Particulars	For the year ended 31 st March, 2017	For the year ended 31 st March, 2016
1	Salaries, Bonus & Other Allowances	68,51,890	71,90,113
2	Contribution to Provident Funds and Others	6,04,401	6,71,679
3	Gratuity	3,01,301	3,51,458
4	Staff welfare Expenses	1,07,420	1,44,976
	Total	78,65,012	83,58,226

Notes to Financial Statement as at and for the year ended 31st March, 2017

Note 14 : Financial Cost (in ₹)

Sr. No	Particulars	For the year ended 31 st March, 2017	For the year ended 31 st March, 2016
1	Interest	321	1,48,47,131
2	Interest Arrears under Amnesty Scheme	1,96,85,898	-
	Total	1,96,86,219	1,48,47,131

Note 15 : Depreciation Expenses (in ₹)

Sr. No	Particulars	For the year ended 31 st March, 2017	For the year ended 31 st March, 2016
1	Depreciation	19,845	15,941
	Total	19,845	15,941

Note 16 : Other Expenses (in ₹)

Sr. No	Particulars	For the year ended 31 st March, 2017	For the year ended 31 st March, 2016
1	Advertisement & Publicity	22,744	31,197
2	<u>Auditor's Remuneration</u>		
	Audit Fees	1,50,000	1,00,000
	Tax Audit Fees	50,000	37,500
	Certification & Other Fees	30,000	91,500
3	Bank Charges	11,022	11,196
4	Brokerage & Commission	-	14,934
5	Conveyance Charges	3,93,967	4,62,770
6	Demat Charges	1,263	11,173
7	Provision for Diminution in Value of Investment	-	3,15,00,000
8	Custodian Charges	-	1,09,00,000
9	Electricity Charges	17,800	22,940
10	Fees & Subscription	5,16,993	4,27,469
11	General Expenses	14,760	83,963
12	Legal & Professional Charges	22,16,139	24,91,394
13	Pledge & Transaction Charges	96,034	-
14	Postage Charges	52,583	35,783
15	Printing & Stationary	77,527	98,982
16	Rent (Refer Note No.27)	2,57,455	2,56,910
17	Repairs & Maintenance	68,408	81,765
18	Stamp duty Expenses	9,824	2,160
19	Sundry Debit Balance W/off	4	3
20	Telephone Expenses	40,262	65,169
21	Vat Arrears	88,97,063	-
	Total	1,29,23,848	4,67,26,809

17) Contingent Liabilities: (₹ in Lakhs)

Particulars	Current Year	Previous Year
Sales Tax	-	2,588.01
Income Tax	34,902.74	34,998.89
Investments Pledged	27,831.15	31,886.68

Tax Liability is under dispute.

18) Dues to Small-Scale Industrial Undertakings :

As of March 31st 2017, the Company has no outstanding dues to small-scale industrial undertakings.

19) In the opinion of the Board, Loans & Advances, Trade Receivables and Current Assets have a realizable value in the

ordinary course of business not less than the amount at which they are stated in the Financial Statement.

20) The Company has not capitalized any borrowing costs during the year.

21) As per Accounting Standard 15 "Employee benefits", the disclosures as defined in the Accounting Standard are given below :

a) Defined contribution plans

Contribution to Defined Contribution Plans, recognised as expense for the year is as under:

(₹ in Lakhs)

Sr. No.	Particulars	Current Year	Previous Year
1.	Contribution to Employees Provident Fund	5.54	6.16

b) Defined Benefit Plan (Unfunded)

i) General Description of Plan : Defined Gratuity Benefit obligation (Unfunded)

ii) Method of Valuation of Gratuity : Projected Unit Credit Method.

iii) Reconciliation of opening and closing balance of defined benefit obligation

(₹ in Lakhs)

Particulars	Gratuity (Unfunded)		Compensated Absences (Unfunded)
	2016-2017	2015-2016	
Obligation as at the beginning of the year	24.74	32.14	3.87
Current Services Cost	1.56	1.45	0.09
Interest Cost	1.92	2.49	0.29
Actuarial (Gain)/Loss	(0.47)	(0.43)	0.68
Benefits paid	0.00	(10.91)	(0.67)
Obligation as at the end of the year	27.75	24.74	4.26

iv) Expenses recognised during the year.

(₹ in Lakhs)

Particulars	Gratuity (Unfunded)		Compensated Absences (Unfunded)
	2016-2017	2015-2016	
Current Services Cost	1.56	1.45	0.09
Interest Cost	1.92	2.49	0.29
Actuarial (Gain)/Loss	(0.47)	(0.43)	0.68
Total Expenses recognized during the year	3.01	3.51	1.06*

* During the Financial Year 2016-2017 the total expenses recognised is ₹ 4.93 Lakhs out of which ₹ 3.87 Lakhs are of previous years .As this is the first time of recognition of defined benefit obligation for Compensated Absences previous years expenses are accounted in the current year.

Notes to Financial Statement as at and for the year ended 31st March, 2017

v) Amount to be recognized in Balance Sheet

(₹ in Lakhs)

Sr. No.	Particulars	Gratuity (Unfunded)		Compensated Absences (Unfunded)
		2016-2017	2015-2016	2016-2017
1	Present Value of Defined Benefit Obligation	27.75	24.74	4.26
2	Fair Value of Plan Asset	Nil	Nil	Nil
3	Liability recognised in Balance Sheet	27.75	24.74	4.26

vi) Actuarial Assumptions.

Sr. No.	Particulars	Gratuity (Unfunded)	Compensated Absences (Unfunded)
1	Rate of Interest	7.75% P.A.	7.75% P.A.
2	Salary Growth	5% P.A.	5% P.A.
3	Withdrawal Rate	1% at all ages	1% at all ages
4	Mortality Rate	Indian Assured Lives (2006-08) ultimate Mortality Rates	Indian Assured Lives (2006-08) ultimate Mortality Rates
5	Retirement Age	60 years	60 years

22) Segment Reporting:

The Company is engaged in the business of Trading and there are no separate reportable segments as per Accounting Standard (AS-17) "Segment Reporting". The Company's operations are within India.

23) Related Party Disclosures :

As per Accounting Standard 18, the disclosures of transactions with the related parties are given below :

a) Name of Party and Nature of Relationship:

Nature of Relationship	Name of Party
Associate Concern	Halan Properties Pvt. Ltd.(HPPL)
	Vidarbha Power Pvt. Ltd. (VPPL)
	EmetalSteel.Com Pvt. Ltd. (ECPL)
	Triumph Trade & Properties Developers Pvt. Ltd. (TTPDPL)
	Indrajit Properties Pvt. Ltd. (IPPL)
Substantial Interest	Teamwork Properties Developments LLP (TPDL)
	Blossom Trade & Interchange LLP (BTIL)
Key Managerial Personnel	Mr. Rajesh R. Gupta (Managing Director) Mr. Viresh Sohoni (Chief Financial Officer) Mr. Jitendra K. Sharma (Company Secretary)

b) Details of Transaction with the parties stated above:

Sr. No.	Nature of Party / Nature of Transaction	Current Year (₹ In Lakhs)	Previous Year (₹ In Lakhs)
1.	Advances given to ECPL	-	0.09
2.	Advances repaid by ECPL	-	18.42
3.	Advances given to TTPDPL	1.30	0.21
4.	Advances repaid by TTPDPL	1.00	279.00
5.	Salary Paid to Mr. Rajesh R. Gupta	25.44 *	25.44 *
6.	Emoluments Paid to Mr. Jaikishan Sarda	-	19.47
7.	Salary Paid to Mr. Viresh Sohoni #	13.14 *	-
8.	Salary Paid to Mr. Jitendra K. Sharma	1.90	1.90

* The above figures does not include Gratuity provisions.

Mr. Viresh Sohoni has been employed for the part of the financial year.

c) Details of Closing balances:

Sr. No.	Name of Party	Current Year (₹ In Lakhs)	Previous Year (₹ In Lakhs)
A.	Loans and Advances given		
1.	Triumph Trade & Properties Developers Pvt. Ltd.	7,439.93 (Debit Balance)	7,439.63 (Debit Balance)

24) Earnings per Share :

Sr. No.	Particulars	Units	2016-2017	2015-2016
a)	Profit/(Loss) after tax	In Rupees	(3,65,04,924)	(5,33,28,578)
b)	The weighted average number of Equity Share*	Numbers	1,13,95,05,465	1,13,95,05,465
c)	The nominal value per Equity Share *	In Rupee	1	1
d)	Basic & Diluted Earnings Per Share	In Rupee	(0.03)	(0.05)

* The weighted Average number of equity shares has been restated on account on Sub-division of equity shares of face value ₹ 5 each to equity shares of face value of ₹ 1 each.

25) During the Financial Year, the Company has substantial Unabsorbed Depreciation & Carried forward losses. However, there is no reasonable certainty that these assets can be realized. Hence the Deferred Tax Assets have not been created. The policy is being followed by the Company from past years.

26) In the opinion of the management during financial year no diminution in value of Quoted investment is recognized in the financial statement as the fall in the value of the investment is of temporary nature.

27) Lease rentals recognized during the year is ₹ 2.57 Lakhs (Previous Year ₹ 2.57 Lakhs).

Future minimum rentals payable under cancellable operating leases are as follows:

Particulars	Amount (₹ In Lakhs)
Not later than one year	2.06
Later than one year	0.90

SHREE GLOBAL TRADEFIN LIMITED**Notes to Financial Statement as at and for the year ended 31st March, 2017**

28) Details of investments in the Freelance Infraalex LLP :

Sl. No.	Name of the Partners	Share in Profit	Capital Investment (₹ In Lakhs)
1	Shree Global Tradefin Limited	75.00%	3.75
2	Duli Trade & Commodities Private Limited	23.00%	1.15
3	Blossom Trade & Interchange LLP	1.00%	0.05
4	Teamwork Properties Developments LLP	1.00%	0.05
Total		100.00%	5.00

The LLP has not made any Profit/Loss during the Financial year 2016-17.

29) Details of Specified Bank Notes (SBN) held and transacted during the period from 8th November, 2016 to 30th December, 2016:

Particulars	SBNs	Other denomination notes	Total
Closing cash in hand as on 8/11/2016	NIL	₹ 24,231/-	₹ 24,231/-
(+) Withdrawn from Bank	NIL	₹ 2,96,000/-	₹ 2,96,000/-
(+) Permitted receipts	NIL	NIL	NIL
(-) Permitted payments	NIL	₹ 78,871/-	₹ 78,871/-
(-) Amount deposited in Banks	NIL	₹ 1,50,000/-	₹ 1,50,000/-
Closing cash in hand as on 30/12/2016	NIL	₹ 91,360/-	₹ 91,360/-

30) Previous year's figures have been re-grouped and rearranged wherever necessary.

The Notes referred to above form an integral part of Financial Statements

As per our Report of even date attached

For TODARWAL & TODARWAL

Chartered Accountants

Firm Reg. No. 111009W

Sunil Todarwal

Partner

Membership No. 032512

Place : Mumbai

Date : 26th May, 2017

For and on behalf of the Board

Rajesh R. Gupta

Managing Director

DIN : 00028379

Ravindra Deshpande

Director

DIN : 01003990

Viresh Sohoni

Chief Financial Officer

Jitendra K. Sharma

Company Secretary

ACS 37622

INDEPENDENT AUDITORS REPORT ON CONSOLIDATED FINANCIAL STATEMENTS

TO THE MEMBERS OF SHREE GLOBAL TRADEFIN LIMITED

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of Shree Global Tradefin Limited ('the Holding Company') and its associate (collectively referred to as 'the Group'), comprising the Consolidated Balance Sheet as at 31st March 2017, the Consolidated Statement of Profit and Loss, the Consolidated Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information (hereinafter referred to as 'the consolidated financial statements').

Management's Responsibility for the Consolidated Financial Statement

The Holding Company's Board of Directors is responsible for the preparation of the consolidated financial statements in terms of the requirements of the Companies Act, 2013 ('the Act') that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated 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 Companies Act, 2013 (hereinafter referred to as 'the Act') read with Rule 7 of the Companies (Accounts) Rules, 2014. The Boards of Directors of the Company is responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the 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, which have been used for the purpose of preparation of the Consolidated Financial Statements by the Directors of the Holding Company, as aforesaid.

Auditor's Responsibility

Our responsibility is to express an opinion on these Consolidated Financial Statements based on our audit. While conducting the audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

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

from material misstatement.

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

We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in sub-paragraph (a) of the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated Financial Statements.

Opinion

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

Other Matters

We did not audit the financial statements / consolidated financial statements of any of the subsidiaries/ associates as considered in the preparation of the consolidated financial statements. These financial statements have been audited by other auditors whose reports have been furnished to us by the Management and our opinion on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries/ associates and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, in so far as it relates to the aforesaid subsidiaries/associates, is based solely on the reports of other auditors.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and the financial statements certified by the Management.

Report on Other Legal and Regulatory Requirements

1. As required by sub-section (3) of Section 143 of the Act, we report, to the extent applicable, 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 of the aforesaid consolidated financial statements;
 - (b) In our opinion proper books of account as required by law relating to preparation of the aforesaid consolidated financial statements have been kept so far as it appears from our examination of those books and the reports of the other auditors;
 - (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account, working and records maintained for the purpose of preparation of the consolidated financial statements;
 - (d) In our opinion the aforesaid consolidated 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) In our opinion and based on the information and explanations given to us, there are no financial transaction or matters which have any adverse effect on the functioning of the company.
 - (f) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2017 taken on record by the Board of Directors of the Holding Company and the reports of the statutory auditors of its subsidiary companies, associate companies and jointly controlled companies incorporated in India, none of the directors of the Group companies, its associate companies and jointly controlled companies incorporated in India is disqualified as on March 31, 2017 from being appointed as a director in terms of sub-section (2) of the Section 164 of the Act; and
 - (g) There are no qualifications, reservation or adverse remark relating to the maintenance of accounts and other matters connected herewith.
 - (h) The company has adequate internal financial controls system in place and there is an operating effectiveness of such controls. A report giving our responsibilities and opinion has been annexed herewith.
 - (i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule

11 of the Companies (Audit and Auditor's) Rules, 2014 as amended, in our opinion and to the best of our information and according to the explanations given to us:

- i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group, its associates and jointly controlled entities— Refer Note 18 to the consolidated financial statements;
- ii. Provision has been made in the consolidated financial statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long term contracts including derivative contracts
- iii. There were no amounts, which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, and its subsidiary companies, associate companies and jointly controlled companies incorporated in India.
- iv. The Company has provided requisite disclosures in the consolidated financial statements as to holdings as well as dealings in Specified Bank Notes during the period from 8th November, 2016 to 30th December, 2016. Based on audit procedures and relying on the management representation we report that the disclosures are in accordance with books of account maintained by the Company and as produced to us by the Management.

For Todarwal & Todarwal
Chartered Accountants
ICAI Reg No : 111009W

Sunil L Todarwal
Partner

M. No. : 032512

Dated 26th May, 2017

Place: Mumbai

CONSOLIDATED BALANCE SHEET AS AT 31ST MARCH, 2017

(in ₹)

Particulars	Note No.	As at 31 st March, 2017	As at 31 st March, 2016
I. EQUITY AND LIABILITIES			
Shareholder's Funds			
(a) Share Capital	2	1,13,95,05,465	1,13,95,05,465
(b) Reserves and Surplus	3	3,32,45,75,355	3,33,38,45,040
Non-Current Liabilities			
(a) Long-term Provisions	4	19,94,593	24,74,277
Current Liabilities			
(a) Other Current Liabilities	5	11,20,03,332	30,08,11,565
(b) Short-term Provisions	6	15,08,149	3,42,058
Total		4,57,95,86,894	4,77,69,78,405
II. ASSETS			
Non-Current Assets			
(a) Fixed Assets			
Tangible Assets	7	44,429	64,274
(b) Non-current Investments	8	3,13,21,15,970	3,35,17,80,731
(c) Long-term Loans and Advances	9	1,35,51,52,440	1,35,56,72,440
Current Assets			
(a) Trade Receivables	10	8,94,31,960	6,48,29,746
(b) Cash and Cash Equivalent	11	7,56,246	5,38,910
(c) Short-term Loans and Advances	9	20,85,849	40,92,304
Total		4,57,95,86,894	4,77,69,78,405
Summary of significant Accounting Policies	1		

The Notes referred to above form an integral part of Financial Statements
As per our Report of even date attached

For TODARWAL & TODARWAL
Chartered Accountants
Firm Reg. No. 111009W

Sunil Todarwal
Partner
Membership No. 032512

Place : Mumbai
Date : 26th May, 2017

For and on behalf of the Board

Rajesh R. Gupta
Managing Director
DIN : 00028379

Viresh Sohoni
Chief Financial Officer

Ravindra Deshpande
Director
DIN : 01003990

Jitendra K. Sharma
Company Secretary
ACS 37622

CONSOLIDATED PROFIT & LOSS STATEMENT FOR THE YEAR ENDED 31ST MARCH, 2017

(in ₹)

Sr. No	Particulars	Note No.	For the year ended 31 st March, 2017	For the year ended 31 st March, 2016
	Income:			
I	Revenue from Operations		47,35,12,128	1,31,95,30,210
II	Other Income	12	29,58,584	1,53,33,190
III	Total Revenue (I + II)		47,64,70,712	1,33,48,63,400
IV	Expenses:			
	Purchase of Traded Goods		47,24,80,712	1,31,47,48,426
	Employee Benefit Expense	13	78,65,012	83,58,226
	Finance Costs	14	1,96,86,219	1,48,47,131
	Depreciation Expenses	15	19,845	50,277
	Other Expenses	16	1,29,23,848	4,67,26,809
	Total Expenses (IV)		51,29,75,636	1,38,47,30,869
V	Profit / (Loss) before tax	(III-IV)	(3,65,04,924)	(4,98,67,469)
VI	Tax expense:			
	Taxation of Earlier Years		-	34,61,109
VII	Profit(Loss) from the period from continuing operations (V-VI)	(V-VI)	(3,65,04,924)	(5,33,28,578)
VIII	Add : Share in profit of Associates		2,72,35,239	2,81,35,907
IX	Profit for the period		(92,69,685)	(2,51,92,671)
IX	Earning per equity share (Nominal Value of Share ₹ 1/- each)			
	(1) Basic		(0.01)	(0.02)
	(2) Diluted		(0.01)	(0.02)
	Summary of Significant Accounting Policies	1		

The Notes referred to above form an integral part of Financial Statements

As per our Report of even date attached

For TODARWAL & TODARWAL

Chartered Accountants

Firm Reg. No. 111009W

Sunil Todarwal

Partner

Membership No. 032512

Place : Mumbai

Date : 26th May, 2017

For and on behalf of the Board

Rajesh R. Gupta
Managing Director

DIN : 00028379

Ravindra Deshpande
Director

DIN : 01003990

Viresh Sohoni
Chief Financial Officer

Jitendra K. Sharma
Company Secretary

ACS 37622

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR 2016-17

(in ₹)

	For the year ended 31 st March, 2017	For the year ended 31 st March, 2016
A Cash Flow From Operation Activities:		
Net Profit after tax and extraordinary items	(92,69,685)	(2,51,92,671)
Adjustments for :		
(Profit)/loss on Sale of Investment	(25,89,959)	(1,36,84,589)
Provision for Diminution in Value of Investment	-	3,15,00,000
Tax expenses	-	34,61,109
Share in Income of Associates	(2,72,35,239)	(2,81,35,907)
Dividend Received	-	(16,48,600)
Depreciation	19,845	50,277
Operating Profit before working capital changes	(3,90,75,038)	(3,36,50,381)
Adjustments for changes in working Capital :		
(Increase) / Decrease in Short-term Loans & Advances	20,06,455	7,18,62,174
(Increase) / Decrease in Trade Receivables	(2,46,02,214)	-
(Increase) / Decrease in long-term Loans & Advances	5,20,000	3,73,02,329
Increase / (Decrease) in Other Current Liabilities	(18,88,08,232)	5,38,21,513
Increase / (Decrease) in Trade Payables	-	(23,86,42,267)
Increase / (Decrease) in Short-term Provisions	11,66,091	(10,942)
Increase / (Decrease) in Long-term Provisions	(4,79,684)	(7,39,635)
Cash generated from operation	(24,92,72,623)	(11,00,57,209)
Taxes		
Income Tax Paid (Refund)	-	-
Net Cash From Operating Activities - A	(24,92,72,623)	(11,00,57,209)
B Cash Flow from Investing Activities :		
Capital Advances	-	15,15,52,234
Dividend Received	-	16,48,600
Sale of Investment	24,94,89,959	12,69,22,687
Purchase of Investment/LLP	-	(17,01,00,000)
Purchases of Fixed Assets	-	(74,987)
Cash Flow from Investing Activities - B	24,94,89,959	10,99,48,534
C Cash Flow from Financing Activities :		
Cash Flow from Financing Activities - C	-	-
Net increase / decrease in cash and cash equivalents (A+B+C)	2,17,336	(1,08,675)
Opening Balance of cash and cash equivalents	5,38,910	6,47,585
Closing Balance of cash and cash equivalents	7,56,246	5,38,910
Components of Cash and Cash Equivalents		
Cash on Hand	49,306	42,963
Balance with Schedule Banks in : Current account	7,06,940	4,95,947
Total Cash and Equivalents	7,56,246	5,38,910

The Notes referred to above form an integral part of Financial Statements
As per our Report of even date attached

For TODARWAL & TODARWAL
Chartered Accountants
Firm Reg. No. 111009W

Sunil Todarwal
Partner
Membership No. 032512

Place : Mumbai
Date : 26th May, 2017

For and on behalf of the Board

Rajesh R. Gupta
Managing Director
DIN : 00028379

Ravindra Deshpande
Director
DIN : 01003990

Viresh Sohoni
Chief Financial Officer

Jitendra K. Sharma
Company Secretary
ACS 37622

Notes to Consolidated Financial Statements as at and for the year Ended 31st March, 2017

1. Significant Accounting Policies:

1.1) Basis of preparation:

These consolidated financial statements are prepared in accordance with Indian Generally Accepted Accounting Principles (GAAP) under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values. GAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies Act, 2013 ('Act') read with Rule 7 of the Companies (Accounts) Rules, 2014, the provisions of the Act (to the extent notified). Accounting policies have been consistently applied except where a newly issued accounting standard is initially adopted or a revision to an existing accounting standard requires a change in the accounting policy hitherto in use.

1.2) Use of Estimates :

The preparation of financial statements require judgments, estimates and assumptions to be made that affect the reported amount of assets and liabilities including contingent liabilities on the date of the financial statements and the reported amount of revenues and expenses during the reporting period. Differences, if any, between actual results and estimates are recognized in the period in which the results are known / materialized.

1.3) Principles of Consolidation

a. The consolidated financial statements relate to the Company, its Subsidiary companies, Associate company and Jointly controlled entities (collectively referred hereinunder as the "Group"). The consolidated financial statements have been prepared on the following basis:

1. In respect of Subsidiary companies, the financial statements have been consolidated on a line-by-line basis by adding together the book values of like items of assets, liabilities, income and expenses, after fully eliminating intra-group balances and unrealised profits / losses on intra-group transactions as per Accounting Standard - AS 21 "Consolidated Financial Statements".
2. In case of Jointly controlled entities, the financial statements have been consolidated as per Accounting Standard - AS 27 "Financial Reporting of Interests in Joint Ventures".
3. Investment in Associate company has been accounted under the equity method as per Accounting Standard (AS) 23 "Accounting for Investments in Associates in Consolidated Financial Statements", whereby the investment is initially recorded at cost, identifying

any goodwill/capital reserve arising at the time of acquisition. The carrying amount of the investment is adjusted thereafter for the post acquisition change in the Company's share of net assets of the Associate company.

4. The excess of cost to the Company of its investment in the Subsidiary / Associate / Jointly controlled entity is recognized in the financial statements as Goodwill, which is tested for impairment on every balance sheet date. The excess of Company's share of equity and reserves of such entities over the cost of acquisition is treated as Capital Reserve. Amortisation of goodwill is confined to goodwill on amalgamation in accordance with the applicable Accounting Standards.
5. The consolidated financial statements have been prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented to the extent possible, in the same manner as the Company's separate financial statements.

b. The Subsidiary companies including step down subsidiaries, Associates and Jointly controlled entities considered in the consolidated financial statements are:

Sr. No.	Name of the Company	Country of Incorporation	% voting power held as at March 31, 2017
1	Vidarbha Power Private Limited	India	23.96%
2	Emetalsteel.Com Private Limited	India	43.96%
3	Triumph Trade & Properties Developers Pvt Ltd	India	39.94%
4	Halan Properties Private Limited	India	49.00%
5	Indrajit Properties Private Limited	India	42.94%

1.4) Recognition of Revenue & Accrual of Expenses;

- a) Revenue is recognized to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. All revenues are accounted for on accrual basis except as otherwise stated.
- b) Expenses are accounted on the accrual basis and provisions are made for all known losses and liabilities.

Notes to Consolidated Financial Statements as at and for the year Ended 31st March, 2017

1.5) Fixed Assets :

Tangible Fixed assets

- a) Fixed Assets are stated at cost of acquisition, less accumulated depreciation.
- b) Depreciation on all the assets has been provided on Straight Line Method ("SLM") as per Schedule II of the Companies Act, 2013. Assets individually costing ₹ 5,000 or less are depreciated fully in the year of purchase.

1.6) Investments

Long-term investments are valued at cost of acquisition. Cost of acquisition includes brokerage, legal, professional and other charges incidental/related to the acquisition. Provision for diminution in the value of Non-Current investments is made only if such a decline is other than temporary.

Current Investments are carried at the lower of cost and quoted/fair value of each class of investments.

1.7) Inventories

Inventories are valued at cost or net realizable value whichever is lower. Cost is determined on weighted average basis. Cost comprises expenditure incurred in the normal course of business in bringing such inventories to their location and condition and includes appropriate overheads.

1.8) Cash & Cash Equivalents

Cash and cash equivalents for the purposes of Cash Flow Statement comprise cash at bank and in hand and short term investments with an original maturity of three months or less.

1.9) Employee Benefits/Retirement Benefits

The Company's contribution to Provident Fund is considered as defined contribution plans and Short term employee benefit expenses are charged as an expense to the Statement of Profit and Loss. The Company has unfunded defined benefit plans of gratuity for eligible employees, the liabilities for which are determined on the basis of actuarial valuations, conducted by an independent actuary at the end of the financial year in accordance with Accounting Standard 15 (Revised 2005) – 'Employee Benefits'. Actuarial gains/ losses comprise experience adjustments and the effects of change in actuarial assumptions, and are recognised in the Statement of Profit and Loss as income or expenses

1.10) Leases

Lease rental for assets taken on operating lease are charged to the Statement of Profit and Loss in accordance with Accounting Standard 19 on Leases.

1.11) Earnings Per Share

Basic earnings per share is calculated by dividing the net profit or (loss) after tax for the period to attributable to equity shareholders by the weighted average number of equity shares outstanding during the period.

The net profit / (loss) after tax and the weighted average number of shares outstanding during the year are adjusted for all effects of dilutive potential equity shares for calculating the diluted earnings per share.

1.12) Accounting of Taxes on Income :

Current tax is determined on the basis of the amount of tax payable for the year under Income Tax Act 1961.

Tax Credit for Minimum Alternate Tax (MAT) is recognized when there is virtual certainty of its realisation against future tax liability.

Deferred Tax is recognized, subject to the consideration of prudence on timing difference, being the difference between the taxable income and accounting income that originates in one period and are capable of reversal in one or more subsequent periods.

1.13) Provisions, Contingent Liabilities & Contingent Assets

Provisions are recognized in respect of present obligations arising out of past events where there are reliable estimates of the probable outflow of resources. Contingent liabilities are the possible obligation of the past events, the existence of which will be confirmed only by the occurrence or non-occurrence of a future event. These are not provided for but are disclosed by way of Notes on Accounts. Contingent Assets are not provided for or disclosed.

Notes to Consolidated Financial Statements as at and for the year Ended 31st March, 2017

Note 2 : Share Capital

(in ₹)

Sr. No	Particulars	As at 31 st March, 2017	As at 31 st March, 2016
1	Authorised Share Capital 7,50,00,00,000* Equity Shares of ₹ 1*/- each (Previous Year 1,50,00,00,000 Equity Shares of ₹ 5/- each)	7,50,00,00,000	7,50,00,00,000
		7,50,00,00,000	7,50,00,00,000
2	Issued, Subscribed & Paid up Share Capital 1,13,95,05,465* Equity Shares of ₹ 1*/- each fully paid up (Previous Year 22,79,01,093 Equity shares of ₹ 5/- each fully paid up)	1,13,95,05,465	1,13,95,05,465
	Total	1,13,95,05,465	1,13,95,05,465

Foot Notes:

i. Reconciliation of the number of shares outstanding at the beginning and at the end of the reporting period

Equity Shares :

Particulars	As at 31 st March, 2017		As at 31 st March, 2016	
	No. of Shares	₹	No. of Shares	₹
Shares outstanding at the beginning of the year	22,79,01,093	1,13,95,05,465	22,79,01,093	1,13,95,05,465
Shares issued during the year *	91,16,04,372	-	-	-
Shares outstanding at the end of the year	1,13,95,05,465	1,13,95,05,465	22,79,01,093	1,13,95,05,465

ii. Terms/rights attached to equity shares

The company has only one class of equity shares having a par value of ₹ 1*/- per share (PY ₹ 5/-).

Each holder of equity shares is entitled to one vote per share.

iii. Shareholding more than 5% shares

Name of Shareholder	As at 31 st March, 2017		As at 31 st March, 2016	
	No. of Shares held	% of total holding	No. of Shares held	% of total holding
Equity shares of ₹ 1*/- each fully paid up (Previous year shares of ₹ 5/-each fully paid up)				
Teamwork Properities Developments LLP	*38,65,55,000	33.92%	7,73,11,000	33.92%
Blossom Trade & Interchange LLP	*38,39,04,000	33.69%	7,67,80,800	33.69%
Pragya Realty Developers Pvt. Ltd.	*11,69,05,465	10.26%	2,33,81,093	10.26%

*During the year, the company has Sub-divided each Equity Shares of face Value of ₹ 5 each to 5 (Five) Equity Shares of ₹ 1 each.

The Effective date for the said Sub-Division was 22nd December,2016.

Consequently, the number of shares and face value forming part of Authorised, Issued, Subscribed and Paid Up Share Capital have been revised as at 31st March, 2017.

Notes to Consolidated Financial Statements as at and for the year Ended 31st March, 2017

Note 3 : Reserve & Surplus

(in ₹)

Sr. No	Particulars	As at 31 st March, 2017	As at 31 st March, 2016
1	<u>Capital Reserve :</u> As per the last Financial Statements	76,42,26,318	76,42,26,318
		76,42,26,318	76,42,26,318
2	<u>General Reserve :</u> As per the last Financial Statements	5,13,18,434	5,13,18,434
		5,13,18,434	5,13,18,434
3	<u>Securities Premium Reserve :</u> As per the last Financial Statements Add : During the year Less : Share Issue Expenses	2,55,43,77,807 - -	2,55,43,77,807 - -
		2,55,43,77,807	2,55,43,77,807
4	<u>Surplus / (Deficit) in the Statement of Profit & Loss</u> As per the last Financial Statements Less : De-Recognition due to Dilution of Associates Add: Profit/(Loss) for the Year	(3,60,77,519) - (92,69,685) (4,53,47,204)	(88,57,097) (20,27,751) (2,51,92,671) (3,60,77,519)
	Total	3,32,45,75,355	3,33,38,45,040

Note 4 : Long-term Provisions

(in ₹)

Sr. No	Particulars	As at 31 st March, 2017	As at 31 st March, 2016
1	Provision for employee benefits (Refer Note No.21)	19,94,593	24,74,277
	Total	19,94,593	24,74,277

Note 5 : Other Current Liabilities

(in ₹)

Sr. No	Particulars	As at 31 st March, 2017	As at 31 st March, 2016
1	Advance from Customer	10,57,56,817	28,50,06,852
2	Statutory Dues	2,15,579	3,79,852
3	Other Payables	60,30,936	1,54,24,860
	Total	11,20,03,332	30,08,11,565

Note 6 : Short-term Provisions

(in ₹)

Sr. No	Particulars	As at 31 st March, 2017	As at 31 st March, 2016
1	Provision for employee benefits	13,10,149	1,44,058
2	Provision for Expenses	1,98,000	1,98,000
	Total	15,08,149	3,42,058

Notes to Consolidated Financial Statements as at and for the year Ended 31st March, 2017

Note 7 : Fixed Asset

(in ₹)

Sr. No	Particulars	Gross Block			Depreciation				Net Block		
		As at 01/04/2016	Addition during the year	Deduction during the year	As at 31/03/2017	As at 01/04/2016	For the year	Deduction during the year	As at 31/03/2017	As at 31/03/2017	As at 31/03/2016
	Tangible Assets										
1	Computer	88,337	-	-	88,337	41,617	18,173	-	59,790	28,547	46,720
2	Furniture & Fixtures	17,600	-	-	17,600	46	1,672	-	1,718	15,882	17,554
	TOTAL	1,05,937	-	-	1,05,937	41,663	19,845	-	61,508	44,429	64,274
	(Previous Year)	14,31,990	74,987	14,01,040	1,05,937	13,92,426	50,277	14,01,000	41,663	64,274	39,564

Note 8 : Investments

(in ₹)

Name of the Company	Face Value	As at 31 st March, 2017			As at 31 st March, 2016		
		No. of Shares		Non Current	No. of Shares		Non Current
A) Equity Shares (Quoted)							
<u>Investment in others</u>							
ACI Infocom Limited	1	96,000	-	-	96,000	-	-
Lloyds Finance Limited	10	10,000	-	-	10,000	-	-
Lloyds Metals and Energy Limited *	1	2,88,90,380	24,44,87,198	-	2,19,45,190	37,13,87,198	-
Ushdev International Limited *	10	13,10,000	23,29,00,000	-	13,10,000	23,29,00,000	-
Uttam Value Steels Limited *	1	93,80,01,435	1,50,31,91,481	-	1,01,30,01,435	1,62,31,91,481	-
Lloyds Steels Industries Limited *	1	13,77,68,194	96,10,12,610	-	13,77,68,194	96,10,12,610	-
Supreme Holding & Hospitality (I) Limited		-	-	-	-	-	-
Total " A "					2,94,15,91,290		3,18,84,91,290
B) Equity Shares (Unquoted)							
<u>Investment in Associate</u>							
Emetalsteel.Com Private Limited	10	21,980			21,980		
Share of Net Assets of associates as at date of Investment			(1,62,661)			(1,62,661)	
Add: Goodwill/(Capital Reserve)			1,62,661			1,62,661	
Add: Proportionate Share in Post Acquisition Profit/(Loss)			-			-	
Halan Properties Private Limited	10	4,90,000			4,90,000		
Share of Net Assets of associates as at date of Investment			2,88,47,049			2,88,47,049	
Add: Goodwill/(Capital Reserve)			5,52,951			5,52,951	
Add: Proportionate Share in Post Acquisition Profit/(Loss)			2,94,00,000			2,94,00,000	
			1,59,01,479	4,53,01,479		1,22,37,681	4,16,37,681
Indrajit Properties Private Limited *	10	21,472			21,472		
Share of Net Assets of associates as at date of Investment			98,97,31,478			98,97,31,478	
Add: Goodwill/(Capital Reserve)			(98,95,55,178)			(98,95,55,178)	
Add: Proportionate Share in Post Acquisition Profit/(Loss)			1,76,300			1,76,300	
			14,46,71,051	14,48,47,351		12,10,99,610	12,12,75,910
Triumph Trade & Properties Developers Pvt. Limited	10	1,99,494			1,99,494		
Share of Net Assets of associates as at date of Investment			7,13,771			7,13,771	
Add: Goodwill/(Capital Reserve)			(7,13,771)			(7,13,771)	
Add: Proportionate Share in Post Acquisition Profit/(Loss)			-			-	
			-			-	

Notes to Consolidated Financial Statements as at and for the year Ended 31st March, 2017

Name of the Company	Face Value	As at 31 st March, 2017			As at 31 st March, 2016		
		No. of Shares		Non Current	No. of Shares		Non Current
Vidarbha Power Private Limited	10	11,980			11,980		
Share of Net Assets of associates as at date of Investment			1,19,800			1,19,800	
Add: Goodwill/(Capital Reserve)			-			-	
Add: Proportionate Share in Post Acquisition Profit/(Loss)			1,19,800 (1,19,800)			1,19,800 (1,19,800)	
				19,01,48,830			16,29,13,591
<u>Investment in others</u>							
Meta Copper & Alloys Limited	10	31,50,000		3,15,00,000	31,50,000		3,15,00,000
Less: Provision for Diminution in Value of Investment				(3,15,00,000)			(3,15,00,000)
The City Co Op Bank Limited	25	10		250	10		250
The Kapol Co Op Bank Limited	10	60		600	60		600
				850			850
Total " B "				19,01,49,680			16,29,14,441
C) Investment in LLP							
Freelance Infraelex LLP (Refer Note No.29)				3,75,000			3,75,000
Total "C"				3,75,000			3,75,000
GRAND TOTAL " A " + " B " + " C "				3,13,21,15,970			3,35,17,80,731

*Full Pledged

Notes:

- 1) Aggregate Market Value of Non Current Quoted Investments is ₹ 1,34,02,19,662/- (Previous Year ₹ 1,57,77,67,068/-)
- 2) Aggregate Value of Non Current Unquoted Investments is ₹ 3,00,71,950/- (Previous Year ₹ 3,00,71,950/-)
- 3) Aggregate Value of Current Unquoted Investments is ₹ NIL (Previous Year NIL)
- 4) The shares of Lloyds Metals and Energy Limited is subdivided from ₹ 2 per share to ₹ 1 per share w.e.f 27th July, 2016

Note 9 : Loans and Advances

(in ₹)

Sr. No.	Particulars	As at 31 st March, 2017		As at 31 st March, 2016	
		Long Term	Short Term	Long Term	Short Term
	<u>Loans & Advances</u> (Unsecured, Considered Good unless Otherwise mention)				
1	Advances Recoverable in cash or in kind or for value to be received	1,35,51,52,440	25,815	1,35,56,72,440	32,270
2	Balance with Revenue Department	-	-	-	20,00,000
3	Advance Income Tax/Refund Due (Net)	-	19,85,034	-	19,85,034
4	Other Receivable	-	75,000	-	75,000
	Total	1,35,51,52,440	20,85,849	1,35,56,72,440	40,92,304

Notes to Consolidated Financial Statements as at and for the year Ended 31st March, 2017

Note 10 : Trade Receivables

(in ₹)

Sr. No	Particulars	As at 31 st March, 2017	As at 31 st March, 2016
	(Unsecured, Considered good, unless otherwise stated)		
1	Outstanding for more than six months	6,48,29,746	6,48,29,746
2	Others	2,46,02,214	-
	Total	8,94,31,960	6,48,29,746

Note 11 : Cash and Cash Equivalent

(in ₹)

Sr. No	Particulars	As at 31 st March, 2017	As at 31 st March, 2016
1	Cash-in-Hand		
	Cash Balance	49,306	42,963
2	Bank Balance		
	With Schedule Bank	7,06,940	4,95,947
	Total	7,56,246	5,38,910

Note 12 : Other Income

(in ₹)

Sr. No	Particulars	For the year ended 31 st March, 2017	For the year ended 31 st March, 2016
1	Dividend	-	16,48,600
2	Other Receipts	15,466	1
3	Excess Provision now reversed	3,53,159	-
4	Profit on Sale of Shares	25,89,959	1,36,84,589
	Total	29,58,584	1,53,33,190

Note 13 : Employee Benefit Expense

(in ₹)

Sr. No	Particulars	For the year ended 31 st March, 2017	For the year ended 31 st March, 2016
1	Salaries, Bonus & Other Allowances	68,51,890	71,90,113
2	Contribution to Provident Funds and Others	6,04,401	6,71,679
3	Gratuity (Refer Note No. 21)	3,01,301	3,51,458
4	Staff welfare Expenses	1,07,420	1,44,976
	Total	78,65,012	83,58,226

Note 14 : Financial Cost

(in ₹)

Sr. No	Particulars	For the year ended 31 st March, 2017	For the year ended 31 st March, 2016
1	Interest	321	1,48,47,131
2	Interest Arrears under Amnesty Scheme	1,96,85,898	-
	Total	1,96,86,219	1,48,47,131

Notes to Consolidated Financial Statements as at and for the year Ended 31st March, 2017

Note 15 : Depreciation Expenses

(in ₹)

Sr. No	Particulars	For the year ended 31 st March, 2017	For the year ended 31 st March, 2016
1	Depreciation	19,845	50,277
	Total	19,845	50,277

Note 16 : Other Expenses

(in ₹)

Sr. No	Particulars	For the year ended 31 st March, 2017	For the year ended 31 st March, 2016
1	Advertisement & Publicity	22,744	31,197
2	<u>Auditor's Remuneration</u>		
	Audit Fees	1,50,000	1,00,000
	Tax Audit Fees	50,000	37,500
	Certification & Other Fees	30,000	91,500
3	Bank Charges	11,022	11,196
4	Brokerage & Commission	-	14,934
5	Conveyance Charges	3,93,967	4,62,770
6	Demat Charges	1,263	11,173
7	Provision for Diminution in Value of Investment	-	3,15,00,000
8	Custodian Charges	-	1,09,00,000
9	Electricity Charges	17,800	22,940
10	Fees & Subscription	5,16,993	4,27,469
11	General Expenses	14,760	83,963
12	Legal & Professional Charges	22,16,139	24,91,394
13	Pledge & Transaction Charges	96,034	-
14	Postage Charges	52,583	35,783
15	Printing & Stationary	77,527	98,982
16	Rent (Refer Note No.20)	2,57,455	2,56,910
17	Repairs & Maintenance	68,408	81,765
18	Stampduty Expenses	9,824	2,160
19	Sundry Debit Balance W/off	4	3
20	Telephone Expenses	40,262	65,169
21	Vat Arrears	88,97,063	-
	Total	1,29,23,848	4,67,26,809

17) Contingent Liabilities:

(₹ in Lakhs)

Particulars	Current Year	Previous Year
Sales Tax	-	2,588.01
Income Tax	34,902.74	34,998.89
Investments Pledged	27,831.15	31,886.68

Tax Liability is under dispute.

Notes to Consolidated Financial Statements as at and for the year Ended 31st March, 2017

18) Dues to Small-Scale Industrial Undertakings :

As of March 31st 2017, the Company has no outstanding dues to small-scale industrial undertakings.

19) In the opinion of the Board, Loans & Advances, Trade Receivables and Current Assets have a realizable value in the ordinary course of business not less than the amount at which they are stated in the Financial Statement.

20) The Company has not capitalized any borrowing costs during the year.

21) As per Accounting Standard 15 "Employee benefits", the disclosures as defined in the Accounting Standard are given below :

a) Defined contribution plans

Contribution to Defined Contribution Plans, recognised as expense for the year is as under:

(₹ in Lakhs)

Sr. No.	Particulars	Current Year	Previous Year
1.	Contribution to Employees Provident Fund	5.54	6.16

b) Defined Benefit Plan (Unfunded)

i) General Description of Plan : Defined Gratuity Benefit Obligation (Unfunded)

ii) Method of Valuation of Gratuity : Projected Unit Credit Method.

iii) Reconciliation of opening and closing balance of defined benefit obligation

(₹ in Lakhs)

Particulars	Gratuity (Unfunded)		Compensated Absences (Unfunded)
	2016-2017	2015-2016	2016-2017
Obligation as at the beginning of the year*	24.74	32.14	3.87
Current Services Cost	1.56	1.45	0.09
Interest Cost	1.92	2.49	0.29
Actuarial (Gain)/Loss	(0.47)	(0.43)	0.68
Benefits paid	0.00	(10.91)	(0.67)
Obligation as at the end of the year	27.75	24.74	4.26

iv) Expenses recognized during the year.

(₹ in Lacs)

Particulars	Gratuity (Unfunded)		Compensated Absences (Unfunded)
	2016-2017	2015-2016	2016-2017
Current Services Cost	1.56	1.45	0.09
Interest Cost	1.92	2.49	0.29
Actuarial (Gain)/Loss	(0.47)	(0.43)	0.68
Total Expenses recognized during the year*	3.01	3.51	1.06*

* During the Financial Year 2016-2017 the total expenses recognised is ₹4.93 Lakhs out of which ₹3.87 Lakhs are of previous years .As this is the first time of recognition of defined benefit obligation for Compensated Absences previous years expenses are accounted in the current year.

v) Amount to be recognized in Balance Sheet

(₹ in Lakhs)

Sr. No.	Particulars	Gratuity (Unfunded)		Compensated Absences (Unfunded)
		2016-2017	2015-2016	2016-2017
1	Present Value of Defined Benefit Obligation	27.75	24.74	4.26
2	Fair Value of Plan Asset	Nil	Nil	Nil
3	Liability recognised in Balance Sheet	27.75	24.74	4.26

vi) Actuarial Assumptions.

Sr. No.	Particulars	Gratuity (Unfunded)	Compensated Absences (Unfunded)
1	Rate of Interest	7.75% P.A.	7.75% P.A.
2	Salary Growth	5% P.A	5% P.A
3	Withdrawal Rate	1% at all ages	1% at all ages
4	Mortality Rate	Indian Assured Lives (2006-08) ultimate Mortality Rates	Indian Assured Lives (2006-08) ultimate Mortality Rates
5	Retirement Age	60 years	60 years

22) Segment Reporting:

The Company is engaged in the business of Trading and there are no separate reportable segments as per Accounting Standard (AS-17) "Segment Reporting". The Company's operations are within India.

23) Related Party Disclosures :

As per Accounting Standard 18, the disclosures of transactions with the related parties are given below :

a) Name of Party and Nature of Relationship:

Nature of Relationship	Name of Party
Substantial Interest	Teamwork Properties Developments LLP (TPDL)
	Blossom Trade & Interchange LLP (BTIL)
Key Managerial Personnel	Mr. Rajesh R. Gupta (Managing Director) Mr. Jaikishan Sarda (Chief Financial Officer) Mr. Jitendra K. Sharma (Company Secretary)

b) Details of Transaction with the parties stated above:

Sr. No.	Nature of Party / Nature of Transaction	Current Year (₹ In Lakhs)	Previous Year (₹ In Lakhs)
1.	Salary Paid to Mr. Rajesh R. Gupta	25.44	25.44
2.	Emoluments Paid to Mr. Jaikishan Sarda	19.47	8.10
3.	Salary Paid to Mr. Jitendra K. Sharma	1.90	0.45

SHREE GLOBAL TRADEFIN LIMITED
24) Statement of Net Assets and Profit or Loss attributable to owners and minority interest

Name of Entity		Reporting Currency	As % of consolidated net assets	Net Assets, i.e. total assets minus total liabilities	As % of consolidated profit or loss	Share in profit or (loss) (₹) Amount (₹)
A. Parent						
	Shree Global Tradefin Limited	INR	100	4,30,36,28,090	100	(3,65,04,924)
B. Associates						
1	Vidarbha Power Pvt.Ltd.	INR		(15,29,733)		Nil
2	Emetalsteel.Com Private Limited	INR		(18,52,597)		Nil
3	Triumph Trade & Properties Developers Pvt. Ltd.	INR		(15,25,731)		Nil
4	Halan Properties Private Limited	INR		9,13,23,525		36,63,798
5	Indrajit Properties Private Limited	INR		2,64,18,31,694		2,35,71,441

25) Earnings per Share :

Particulars	Units	2016-2017	2015-2016
a) Profit /(Loss)after tax	In Rupees	(92,69,685)	(2,51,92,671)
b) The weighted average number of Equity Share*	Numbers	1,13,95,05,465	1,13,95,05,465
c) The nominal value per Equity Share	In Rupees	1	1
d) Basic & Diluted Earnings Per Share	In Rupees	(0.01)	(0.02)

* The weighted Average number of equity shares has been restated on account on Sub-division of equity shares of face value ₹ 5 each to equity shares of face value of ₹ 1 each.

- 26) During the Financial Year, the Company has substantial Unabsorbed Depreciation & Carried forwarded losses. However, there is no reasonable certainty that these assets can be realized. Hence the Deferred Tax Assets have not been created. The policy is being followed by the Company from past years.
- 27) In the opinion of the management during financial year no diminution in value of Quoted investment is recognized in the financial statement as the fall in the value of the investment is of temporary nature.
- 28) Lease rentals recognized during the year is ₹ 2.57 Lakhs (Previous Year ₹ 2.57 Lakhs).
Future minimum rentals payable under cancellable operating leases are as follows:

Particulars	Amount (₹ In Lakhs)
Not later than one year	2.06
Later than one year	0.90

29) Details of investments in the Freelance Infraalex LLP :

Sr. No.	Name of the Partners	Share in Profit	Capital Investment (₹ In Lakhs)
1	Shree Global Tradefin Limited	75.00%	3.75
2	Duli Trade & Commodities Private Limited	23.00%	1.15
3	Blossom Trade & Interchange LLP	1.00%	0.05
4	Teamwork Properities Developments LLP	1.00%	0.05
Total		100.00%	5.00

The LLP has not made any Profit/Loss during the Financial year 2016-17.

- 30) Details of Specified Bank Notes (SBN) held and transacted during the period from 8th November, 2016 to 30th December, 2016:

Particulars	SBNs	Other denomination notes	Total
Closing cash in hand as on 8/11/2016	NIL	₹ 24,231/-	₹ 24,231/-
(+) Withdrawn from Bank	NIL	₹ 2,96,000/-	₹ 2,96,000/-
(+) Permitted receipts	NIL	NIL	NIL
(-) Permitted payments	NIL	₹ 78,871/-	₹ 78,871/-
(-) Amount deposited in Banks	NIL	₹ 1,50,000/-	₹ 1,50,000/-
Closing cash in hand as on 30/12/2016	NIL	₹ 91,360/-	₹ 91,360/-

- 31) Previous year's figures have been re-grouped and rearranged wherever necessary.

The Notes referred to above form an integral part of Financial Statements
As per our Report of even date attached

For TODARWAL & TODARWAL
Chartered Accountants
Firm Reg. No. 111009W

Sunil Tadarwal
Partner
Membership No. 032512

Place : Mumbai
Date : 26th May, 2017

For and on behalf of the Board

Rajesh R. Gupta
Managing Director
DIN : 00028379

Ravindra Deshpande
Director
DIN : 01003990

Viresh Sohoni
Chief Financial Officer

Jitendra K. Sharma
Company Secretary
ACS 37622

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SHREE GLOBAL TRADEFIN LIMITED

Regd. Off:- 35, Ashok Chambers, Broach Street, Devji Ratansey Marg, Masjid Bunder, Mumbai – 400 009.
Tel. 022 – 2348 0526 **email :** sgtl2008@gmail.com **CIN :** L27100MH1986PLC041252 **Website :** www.sgtl.in

Dear Shareholder,

Sub: Registration of E-mail ID for servicing of documents by the Company under the Companies Act, 2013 – A Green Initiative by Ministry of Corporate Affairs, Govt. of India

Ministry of Corporate Affairs (“MCA”) vide its circular no. 17/2011 and 18/2011 dated 21st April, 2011 and 29th April, 2011 respectively has notified a “Green Initiative in the Corporate Governance”, by allowing paperless compliances by Companies. In terms of the said circulars, the Companies are permitted to send Annual Reports and various notices / documents to the shareholders through electronic mode to the registered e-mail addresses of shareholders.

The “Green Initiative” proved a welcome step for benefits of society at large for creating sustainable greener environment and your Company continues to fully support the above initiative.

As a step forward to implement the above initiative, we propose to send documents such as notices of general meeting(s), annual reports and other shareholder communications to you by electronic mode. Hence, we appeal all the shareholders, who have yet to register their e-mail id, to register / update the same at the earliest in any of the following manner:

- By registering with your Depository Participant (“DP”) in case the Company’s shares are held in demat form.
- By sending an e-mail to Bigshare Services Private Limited, Registrar and Share Transfer Agent (“RTA”) at E-2/3, Ansa Industrial Estate, Sakivihar Road, Saki Naka, Andheri (East), Mumbai – 400072.
- By returning the duly filled in form to the RTA, in case the Company’s shares are held in physical form.

Please note that these documents shall be available on Company’s website www.sgtl.in and shall also be kept open for inspection by the Members at the registered office of the Company during office hours.

The Shareholders will also be entitled to receive Annual Reports / other communications, free of cost, upon receipt of a requisition from you, any time, as a member of the Company.

We are sure, that as a responsible citizen, you will whole heartedly support and co-operate with the Company in implementing this initiative of the MCA.

Best Regards,

For Shree Global Tradefin Limited

Jitendra K. Sharma
Company Secretary

----- Tear Here ----- ✂ -----

E-COMMUNICATION REGISTRATION FORM

Date:

To,

Bigshare Services Private Ltd.

E-2/3, Ansa Industrial Estate, Sakivihar Road,
Saki Naka, Andheri(East), Mumbai – 400072.

UNIT – SHREE GLOBAL TRADEFIN LIMITED

Dear Sir,

Sub : Registration of E-mail ID for serving of Notices / Annual Reports through electronic mode by Company

We hereby register our E-mail ID for the purpose of receiving the notices, Annual Reports and other documents / information in electronic mode to be sent by the Company.

Folio No. / DP ID / Client ID	:
E-mail ID	:
Name of the First / Sole Shareholder	:
Signature	:

Note: Shareholder(s) are requested to notify the Company as and when there is any change in the e-mail address.

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SHREE GLOBAL TRADEFIN LIMITED

Regd. Off:- 35, Ashok Chambers, Broach Street, Devji Ratansey Marg, Masjid Bunder, Mumbai – 400 009.
Tel. 022 – 2348 0526 **email :** sgtl2008@gmail.com **CIN :** L27100MH1986PLC041252 **Website :** www.sgtl.in

Form No. MGT-11

Proxy Form

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

Name of the Company : **SHREE GLOBAL TRADEFIN LIMITED**
Registered Office : 35, Ashok Chambers, Broach Street, Devji Ratansey Marg, Masjid Bunder, Mumbai – 400009, Maharashtra.

Name of the member(s):

Registered Address:

E-mail Id:

Folio No./Client Id:

DP ID:

I/We, being the member(s) of Shares of the above named Company, hereby appoint,

1. Name:

Address:

E-mail Id:

Signature:, or failing him

2. Name:

Address:

E-mail Id:

Signature:, or failing him

3. 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 31st Annual General Meeting of the Company, to be held on the Thursday, 13th July, 2017 at 10.30 a.m. at The Qube, CTS No. 1498 A/2, Asan Pada Road, Opp Hotel Sunshine, Marol, Andheri East, Mumbai 400059, Maharashtra and at any adjournment thereof in respect of such resolutions as are indicated below:

** I wish my above Proxy to vote in the manner as indicated in the box below:

Sr. No	RESOLUTIONS	For	Against
1.	Receive, consider and adopt the audited standalone financial statement of the Company for the year ended 31 st March, 2017, the reports of the Board of Directors and Auditors thereon.		
2.	Receive, consider and adopt the audited consolidated financial statement of the Company for the year ended 31 st March, 2017 and Auditors Report thereon.		
3.	Appointment of a Director in place of Mr. Rajesh R. Gupta (DIN: 00028379), who retires by rotation and being eligible offers himself for re-appointment.		
4.	To ratify the appointment of the M/s Todarwal & Todarwal, Statutory Auditor of the Company to hold office from the conclusion of Thirty First Annual General Meeting until the conclusion of Thirty Second Annual General Meeting of the Company to be held in the year 2018.		
5.	Revision of Remuneration of Mr. Rajesh R. Gupta, Managing Director of the Company w.e.f. 1 st April, 2017 to 31 st December, 2017.		
6.	To re-appoint Mr. Rajesh R. Gupta (DIN: 00028379) as the Managing Director [designated as Chairman & Managing Director] of the Company.		

Signed this..... day of 2017

Signature of Shareholder(s)



Signature of Proxy holder(s)

Notes:

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 Proxy need not be a member of the Company.
3. A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. A member holding more than 10% of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or shareholder.
- **4. This is only optional. Please put a '✓' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.
5. Appointing a proxy does not prevent a member from attending the meeting in person if he so wishes.
6. In the case of joint holders, the signature of any one holder will be sufficient, but names of all the joint holders should be stated.

SHREE GLOBAL TRADEFIN LIMITED

Regd. Off: 35, Ashok Chambers, Broach Street, Devji Ratansey Marg, Masjid Bunder, Mumbai – 400 009.
Tel.: 022 – 2348 0526 **email :** sgtl2008@gmail.com **CIN :** L27100MH1986PLC041252 **Website :** www.sgtl.in

31ST Annual General Meeting

ATTENDANCE SLIP

(To be handed at the entrance of the Meeting Hall)

DP ID *	
Client ID *	

Folio No.	
No. of Shares	

(To be handed over at the entrance of the Meeting Hall)

I, Certify that I am a registered Member/ Proxy for the registered Member of the Company, I hereby record my presence at the 31st Annual General Meeting of the Company held at The Qube, CTS No. 1498 A/2, Asan Pada Road, Opp Hotel Sunshine, Marol, Andheri East, Mumbai 400059, Maharashtra on **Thursday, 13th July, 2017 at 10.30 a.m.**

Full Name of Member (in BLOCK LETTERS) _____

Name of the Proxy (in BLOCK LETTERS) _____

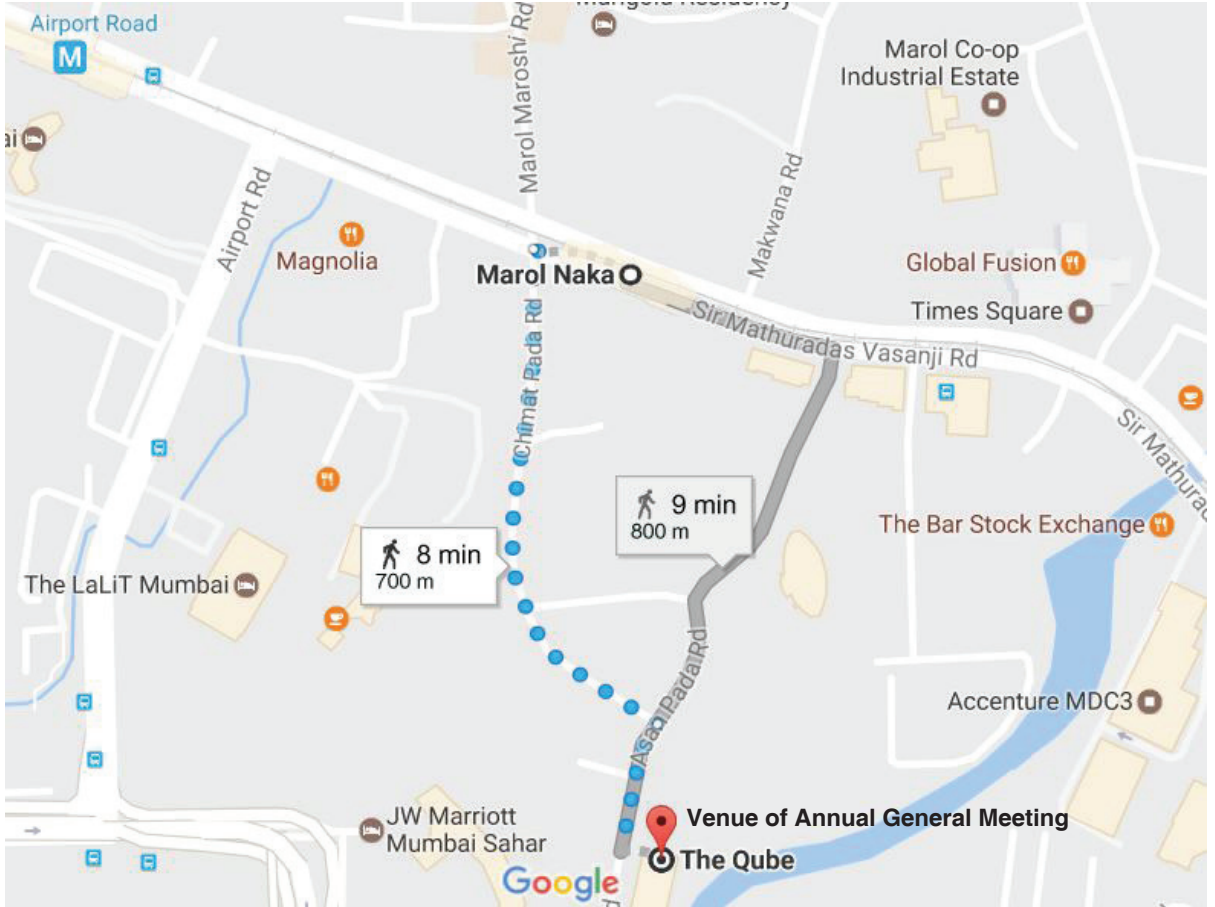
(To be filled in if the Proxy attends instead of Member/s)

Member's/Proxy's Signature _____

* Applicable for investors holding shares in electronic form.

ROUTE MAP

The Qube, CTS No. 1498 A/2, Asan Pada Road, Opp Hotel Sunshine, Marol, Andheri East, Mumbai 400059, Maharashtra



COURIER

If undelivered please return to :

BIGSHARE SERVICES PRIVATE LIMITED

(Unit : Shree Global Tradefin Limited)

E-2/3, Ansa Industrial Estate, Sakivihar Road,

Saki Naka, Andheri (East),

Mumbai – 400 072.

Phone : 022-4043 0200 / 299

Fax : 2847 5207