

ANNUAL REPORT



PRABHAT SECURITIES LIMITED



2017-2018

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CORPORATE INFORMATION

BOARD OF DIRECTORS

-Mr. Parshant Malani, Chairman
-Mr. Rama Kant Kushwaha, Managing Director
-Mr. Guljhari Lal Sharma, Director
-Mr. Amit Soni, Additional Director
-Mr. Krishna Kamal Prasad, Director
-Mrs. Vandana Sharma, Director

KEY MANAGERIAL PERSONNEL

-Mr. Rama Kant Kushwaha, Managing Director
-Mrs. Rekha Kejriwal, Company Secretary
-Mr. Dharmendra Kumar, Chief Financial Officer

STATUTORY AUDITORS

-R.P Khandelwal & Associates(Jaipur), Rajasthan

INTERNAL AUDITORS

-Mr. Dharmendra Kumar, Chief Financial Officer

BANKERS

-HDFC Bank Limited
Krishna Tower,15/63, Civil Lines, Kanpur

REGISTRAR & SHARE TRANSFER AGENTS

MAHESHWARI DATAMATICS PVT. LTD.
6, Mangoe Lane,
2nd Floor, Kolkata - 700 001
Phone - 033 22435029 / 22482248
Fax - 033 22484787
Email - info@mdpl.in Website - www.mdpl.in

REGISTERED OFFICE

PRABHAT SECURITIES LIMITED,
L22022UP1982PLC005759
'Satyam', 4/276, Parwati Bagla Road,Kanpur
208002, UP, IN
Phone: 91-512-3073793
Website: www.prabhatsecuritiesltd.com
Email Id: prabhatsecurities@gmail.com

CHAIRMAN'S MESSAGE

Dear Shareholders,

I have pleasure to get this opportunity to share with you the performance of your Company for the financial year 2017-18. Your Company has made untiring exertion to make a good profit, due to favorable market conditions in the financial year 2017-18, profit of the company increases in the year ended March 2018 as compared from the year ended March 2017.

The global and local macroeconomic environment saw significant events in financial year 2017-18. Events such as depreciation of currencies of many countries of the world which also adversely affect the intrinsic value of Indian Rupees. The value of Indian Rupees in terms of USD have been reached in the highest level ever in the Indian Economic History.

In July 2017, the GST took India by storm. Implementation of GST was a much debated topic and companies spent sleepless nights overhauling their existing systems to align with the new tax regime. After almost a year, GST has garnered mixed response. On the upside, there are no hidden taxes and the complex labyrinth of taxes has been simplified. Thanks to the Input Tax credit, the cascading effect of taxes has reduced and price rise has been kept in check. However, on the downside, many Indians are complaining that GST has too many tax slabs which make it confusing. Efforts to reduce the slabs are in process and the positive effects of GST are yet to seen in full form.

For the Year ended June 2018, the Gross Domestic Product (GDP) in India grew 7.2%, overtaking China's growth in the same period at 6.5%. This clearly indicated recovery of the nation following the slump in the first half of 2017. It is encouraging that the International Monetary Fund (IMF) predicts growth this year to be 7.4%.

India was among the three emerging markets which gained more than 35 per cent in 2017 in dollar terms apart from Hungary and South Korea. India's benchmark BSE Sensex earned 35 per cent return in the dollar terms in 2017, its best since 2009. In the local currency, it rose by 28 per cent hitting 34,000 for the first time. Indian market capitalization surged 46 per cent to \$2.29 trillion in 2017 thereby making it the eighth largest market in the world. This rally was witnessed across sectors with the consumer durable (101 per cent gain), real estate (91 percent) and metals (42per cent) emerging as the top performers. Nearly 40 per cent of the BSE 500 stocks gained more than 50 per cent. The coming year is expected to be peppered by political anxiety on the domestic front due to general elections in 2019.

Apart from this, the Indian economy will continue to remain jittery due to rising global oil prices and fears of interest rate rise in the US. However, India has strong fundamentals and it remains to be seen how it helps to withstand external pressures

While focusing strongly on business results, we brought about several process improvements and took initiatives to strengthen the foundations and core working systems of the Company. For better governance and smooth functioning of the company, the company adopted various policies and norms including Insider Trading Code, Independent Director Code, Whistle Blower Policy and Fair Disclosure Code. Further, for better knowledge and management on borrowers is in process for registration with remaining credit information companies registered under credit information companies (Regulation) Act, 2005 apart from the registration in CIBIL made in this year.

Your company follows strong corporate values and high qualities in service. It has shown good growth in business and in a manner which beneficial to all stakeholders.

Your company is very keen to identify, and create new opportunities for the growth of business. In this regard, I, along with all board members join each and every stakeholders of the company with great commitment and also look forward to your continued support in the fulfillment of the objective of the company.

With Warm Regards,

Sd/-

Mr. Parshant Malani

Chairman

Prabhat Securities Limited

NOTICE OF AGM

Notice is hereby given that the Thirty Sixth Annual General Meeting of **PRABHAT SECURITIES LIMITED** will be held at 'SATYAM', 4/276, Parwati Bagla Road, Kanpur 208002 on Saturday, 29th September 2018 at 01:30 P.M. to transact the following business:

▪ **ORDINARY BUSINESS**

1. To receive, consider and adopt the financial statements of the Company for the year ended on 31st March, 2018 including the audited Balance Sheet as on 31st March, 2018 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Directors and Auditors thereon.
2. To Re-appoint Mr. Rama Kant Kushwaha (DIN 02237714), Director of the Company who retires by rotation at this meeting and being eligible, offers himself for re-appointment.
3. To consider and, if thought fit, to pass, with or without modification, the following Resolution as an Ordinary Resolution:

“RESOLVED that As per section 139 and all other applicable provisions of the Companies Act, 2013 (the “Act”) read with Rule 3(7) of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), The Company ratifies the appointment of **M/S R.P. Khandelwal & Associates, Chartered Accountants, FRN 001795C**, Chartered Accountants, as the Statutory Auditors of the Company to hold office from the conclusion of this Annual general meeting until the conclusion of the 37th Annual General Meeting to be held for the financial year 2018-19 on such remuneration as may be determined by the Board of Directors.”

▪ **SPECIAL BUSINESS**

4. **To appoint Mr. Vijay Kumar Jain (DIN 08208856) as an independent Director of the Company**

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

“RESOLVED that pursuant to the provisions of sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (Act) and the Rules framed thereunder, read with Schedule IV to the Act, as amended from time to time, **Mr. Vijay Kumar Jain (DIN 08208856)**, who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an Independent Director of the Company with effect from September 29, 2018 up to September 28, 2023.”

**For & on behalf of the Board of
Prabhat Securities Limited**

Sd/-

**Mr. Ramakant Kushwaha
(Managing Director)**

Dated: 03/09/2018

Place: Kanpur

NOTES:

1. A member entitled to attend and vote is entitled to appoint a proxy, or, where that is allowed, one or more proxies, to attend and vote instead of himself, and that a proxy need not be a member.
2. Proxies, to be effective, must be received by the Company not less than 48 hours before the meeting.
3. Pursuant to provisions of Section 105 of the Companies Act, 2013, read with the applicable rules thereon, a person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights, may appoint a single person as proxy, who shall not act as a proxy for any other member.
4. 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.
5. Only bona-fide members of the Company whose names appear on the Register of Members/Proxy holders, in possession of valid attendance slips duly filled and signed will be permitted to attend the meeting. The Company reserves its right to take all steps as may be deemed necessary to restrict non-members from attending the meeting.
6. Members are requested that In order to enable us to register your attendance at the venue of the Annual General Meeting, to please bring their folio number/ demat account number/DP ID-Client ID to enable us to provide a duly filled attendance slip for your signature and participation at the meeting.
7. 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.
8. The Register of Members of the Company will remain closed from 22nd September, 2018 to 29th September, 2018 (both days inclusive) for the purpose of AGM.
9. Members holding shares in single name and physical form are advised to make nomination in respect of their shareholding in the Company. The Nomination Form SH 13 prescribed by the Government can be obtained from the Registrar and Transfer Agent or the Secretarial Department of the Company at its Registered Office.
10. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Companies (Management and Administration Rules), 2014, companies will serve Annual Reports and other communications through electronic mode to those members who have registered their e-mail address either with the Company or with the Depository. Members who have not registered their e-mail address with the Company are requested to submit their request with their valid e-mail address to M/s Maheshwari Datamatics Private Limited. Members holding shares in demat form are requested to register/update their e-mail address with their Depository Participant(s) directly. Members of the Company, who have registered their email-address, are entitled to receive such communication in physical form upon request.
11. SEBI has mandated the submission of permanent account number (PAN) by every participant in securities market. Members holdings shares in electronic form are, therefore, requested to submit the PAN to their Depository Participant with whom they are maintaining their Demat Accounts. Members holding shares in physical form can submit their PAN details to the Company.

12. SEBI has also mandated that for registration of transfer of securities the transferee(s) as well as transferor(s) shall furnish a copy of their PAN card to the Company for registration of transfer of securities.
13. Electronic copy of the Notice of the 35th Annual General Meeting of the Company inter alia indicating the process and manner of electronic voting ('e-voting') along with Attendance Slip, Proxy Form and Route Map is being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the 35th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip, Proxy Form and Route Map is being sent by the permitted mode.
14. Members may also note that the Notice of the 36th Annual General Meeting, Attendance Slip, Proxy Form, Route Map and the Annual Report for 2017-18 will also be available on the Company's website www.prabhatsecuritiesltd.com for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office at Kanpur for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: prabhatsecurities@gmail.com.
15. Members may visit the company's corporate website (prabhatsecuritiesltd.com) to view the financial statements or access information pertaining to the company. Queries if any should be sent at least ten days before the AGM to the company secretary at registered office of the company.
16. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the registered office of the Company during business hours except on holidays, up to and including the date of the Annual General Meeting of the Company.
17. Pursuant to Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Clause 44 of the Listing Regulation, the Company is pleased to provide the facility of remote e-voting to all members as per the applicable Regulations relating to e-voting. A separate e-voting instructions slip has been sent explaining the process of e-voting with necessary user id and password along with procedure for such e-voting. Such remote e-voting facility is in addition to voting that may take place at the meeting venue on September 29, 2018.

The Company has appointed Mr. Anurag Fatehpuria, Practising Company Secretary, to act as the Scrutinizer, to scrutinize the e-voting process in a fair and transparent manner.
18. Details of Directors seeking appointment/re-appointment at the Annual General Meeting of the Company to be held on September 29, 2018 are provided in **Annexure-1** of this Notice. Requisite declarations have been received from the Directors for her reappointment

Voting through electronic means

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 26.09.2018 from 09.00 A.M and ends on 28.09.2018 till 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 (record date) of 22.09.2018, may

cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

- (ii) The shareholders should log on to the e-voting website www.evotingindia.com during the voting period.
- (iii) Click on “Shareholders” tab.
- (iv) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- (v) Next enter the Image Verification as displayed and Click on Login.
- (vi) 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.
- (vii) If you are a first time user follow the steps given below:

Particulars	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 (vii).

- (viii) After entering these details appropriately, click on “SUBMIT” tab.
- (ix) 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.

- (x)** For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xi)** Click on the EVSN-180830039 or the PRABHAT SECURITIES LIMITED on which you choose to vote.
- (xii)** 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.
- (xiii)** Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xiv)** After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xv)** Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xvi)** You can also take out print of the voting done by you by clicking on “Click here to print” option on the Voting page.
- (xvii)** 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.
- (xviii)** Note for Institutional Shareholder
 - Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporate.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details they have to create compliance user should be created using the admin login and password. The Compliance user would be able to link the account(s) for which they wish to vote on.
 - The list of accounts should be mailed o helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- (xix)** 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.
- (xx)** The shareholders shall have one vote per equity share held by them as on the cut-off date (record date) of 22nd September, 2018. The facility of e-voting would be provided once for every folio / client id, irrespective of the number of joint holders.
- (xxi)** Mr. Anurag Fatehpuria, Practising Company Secretary, Kolkata, C.P. No. 3447 has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner. The Scrutinizer shall within a period not exceeding three (3) working days from the conclusion of the e-voting period unblocks the votes in the presence of at least two (2) witness not in the employment and make a Scrutinizer’s Report of the votes cast in favour or against, if any, forthwith to the Chairman of the Company.

- (xxii)** The results shall be declared on or after the AGM, but not later than three days from the conclusion of the date of the AGM. The results declared along with the Scrutinizer's Report shall be placed on the website of CDSL within and will be communicated to the Stock Exchange where the Company's Shares are listed, i.e. Calcutta Stock Exchange Limited & Metropolitan Stock Exchange of India Ltd.
- (xxiii)** Any person who acquires shares of the company and becomes a member after dispatch of the notice and holding shares as on the cut-off date i.e. 22nd September 2018 may follow the same instructions as mentioned above for e-voting.

Explanatory Statement (Pursuant to section 102(1) of the Companies Act, 2013

Item No. 4:

Pursuant to the provisions of section 149 of the Act, which came in to effect from April 1, 2014, every listed public company is required to have at least one-third of the total number of directors as independent directors, who are not liable to retire by rotation.

The Nominations Committee has recommended the appointment of the director as Independent Directors from September 29th 2018 up to September 27th, 2023.

Mr. Vijay Kumar Jain, have given a declaration to the Board that they meet the criteria of independence as provided under section 149(6) of the Act. In the opinion of the Board he fulfills the conditions specified in the Act and the Rules framed thereunder for appointment as Independent Director and he is independent of the management.

In compliance with the provisions of section 149 read with Schedule IV of the Act, the appointment of the director as Independent Directors is now being placed before the Members for their approval.

The terms and conditions of appointment of the above Director shall be open for inspection by the Members at the Registered Office of the Company during normal business hours on any working day, excluding Saturday.

A brief profile of the Independent Directors to be appointed is given below:

Mr. Vijay Kumar Jain is a Chartered Accountant, and Fellow member of Institute of Chartered Accountant of India. In a career spanning 33 years, he has held numerous senior positions and has done various audits of the Companies and Scheduled Banks as well. He is having the vast experience of approx. 35 years in the Financial Sector.

ANNEXURE- 1

Details of Directors Seeking Re-Appointment at the Annual General Meeting

Particulars	Re- Appointment
Name of Director	Mr. Ramakant Kushwaha
DIN	02237714
Date of Birth	10-06-1970
Shareholding in the Company	0.00
Date of Appointment/Re-appointment	06-12-2008
Qualification	Graduate
Expertise in specific functional Area	Mr. Rama Kant Kushwaha is a Managing Director of our Company. He has been associated with our Company since December 2008 and having the approximate 30 years of experience in the field of share market.
List of other Listed companies in which Directorship held	Nil
Memberships/Chairmanships of committees of the company	Nil

Details of Directors Seeking Appointment at the Annual General Meeting

Particulars	Re- Appointment
Name of Director	Mr. Vijay Kumar Jain
DIN	08208856
Date of Birth	31-03-1961
Shareholding in the Company	0.00
Qualification	B.Com, & Chartered Accountant
Expertise in specific functional Area	Mr. Vijay Kumar Jain being Fellow Member of Institute of Chartered Accountant of India, since 1985 (Membership No. 71780) propose to appoint as Independent Director of our Company. He is having apprx. 35 years of experience in Financial Sector.
List of other Listed companies in which Directorship held	Nil

KEY HIGHLIGHTS DURING THE YEAR

➤ **TOTAL REVENUE (GROSS)**

- **Current Year:** Rs.30, 66,977.00
- **Previous Year:** Rs. 40, 55,885.00

➤ **EXPENSES**

- **Current Year:** Rs.18, 13,404.00
- **Previous Year:** Rs. 34, 43,814.00

➤ **3. PPROFIT /LOSS AFTER DEPRECIATION AND TAXES**

- **Current Year:** Rs.5, 27,318.00
- **Previous Year:** Rs.4, 04,930.00

➤ **LISTING**

- The Equity Shares of the Company are listed on the Calcutta Stock Exchange Ltd. And Metropolitan Stock Exchange of India Limited (MSEI)

ANNUAL GENERAL MEETING DETAILS

Day: SATURDAY
 Date: 29th September 2018
 Time: 1:30 P.M.
 Venue: **PRABHAT SECURITIES LIMITED**
 'SATYAM', 4/276,
 Parwati Bagla Road,
 Kanpur, Uttar Pradesh – 208002

DIRECTORS' REPORT

To,
The Members,
PRABHAT SECURITIES LIMITED

Your Directors have pleasure in presenting the 36th Boards' Report of the Company together with audited Statement of Accounts and the Auditors' Report of your company for the financial year ended 31st March, 2018.

- **FINANCIAL RESULTS**

		(Amount in Rs.)
Financial Results	Year ended 31st March, 2018	Year ended 31st March, 2017
(a) Turnover (including Other Income)	30,66,977	40,55,885
(b) Net Profit/Loss (before depreciation and tax)	12,53,573	6,12,070
Less : Depreciation	61,803	40,302
(c) Net Profit/(Loss) before tax	11,70,653	5,77,271
Less : Provision for Tax (including for deferred tax)	5,11,506	1,72,341
(d) Net Profit/(Loss) after tax	5,27,318	4,04,930

- **PERFORMANCE OF THE COMPANY**

Company's performance during the year under report has overall improved .The Company's Profit for current year Before Depreciation and Tax increased from 5,77,271 to 11,70,653 compare to previous year.

- **EXTRACT OF ANNUAL RETURN**

The Extract of Annual Return required under Section 134(3)(a) of the Companies Act, 2013 read with Rule 12(1) of the Companies (Management and Administration) Rules, 2014, is

available on the company's website www.prabhatsecuritiesltd.com

- **BOARD MEETINGS DURING THE FINANCIAL YEAR**

During the financial year 2017-18, the Board of Directors of the Company duly meet Six (06) times as under on 30/05/2017,21/06/2017,11/08/2017,02/09/2017,15/11/2017 and 14/02/2018, the intervening gap between the two meetings was within the period as prescribed under the Companies Act, 2013.

Further, the status of attendance of Board Meeting by each of Director is as follow:

	Name of Director	No. of Board Meeting Held	No. of Board Meeting Attended
1.	VANDANA SHARMA	6	6
2.	RAMA KANT KUSHWAHA	6	6
3.	PARSHANT MALANI	6	6
4.	GULJHARI LAL SHARMA	6	6
5.	AMIT SONI	6	6
6	KRISHNA KAMAL PRASAD	6	6

- **CHANGE IN THE DIRECTORS OF THE COMPANY**

There is no change in the Board of Directors of the Company during the Financial Year 2017-18.

- **KEY MANAGERIAL PERSONNEL**

As per the definition of Key Managerial Personnel as contained in section 2(51) of the Companies Act, 2013, the "Key Managerial Personnel" in relation to the Company are:

Chief Executive Officer or Managing Director or Whole Time Director

Company Secretary

Chief Financial Officer

And, such other officer as may be prescribed

During the period under review,

- Mr. Ramakant Kushwaha (Managing Director of the Company)
- Mr. Dharmendra Kumar (Chief Financial Officer of the Company)
- Ms. Rekha Kejriwal (Company Secretary)

The Remuneration and other details of the Key Managerial Personnel for the year ended March 31, 2018 are mentioned in the Extract to the Annual Return in Form MGT-9, is available on the company's website www.prabhatsecuritiesltd.com

- **PARTICULARS OF EMPLOYEES**

None of the employees who have worked throughout the year or a part of the financial year were getting remuneration in excess of the threshold mentioned under Section 197(12) of the Act read with rule 5(2) of Companies (Appointment and Remuneration) Rules, 2014

The information required pursuant to Section 197 read with Rule 5 (1) (i) of The Companies (Appointment and Remuneration) Rules, 2014 in respect of ratio of remuneration of each director to the median remuneration of the employees of the Company for the Financial Year, will be made available for inspection at its registered office of the Company during the working hours for a period of twenty one days before the date of annual general meeting of the company pursuant to Section 136 of the Companies Act, 2013 and members, if any interested in obtaining the details thereof, shall make specific request to the Company Secretary and Compliance officer of the Company in this regard

- **LISTING OF SHARES**

The Company's shares are listed with Calcutta Stock Exchange Limited and Metropolitan Stock Exchange of India Limited, Mumbai.

- **DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to Section 134 of the Companies Act, 2013, the Directors, to the best of their knowledge and belief, confirm that:

(a) In the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;

(b) The Directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;

(c) The Directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;

(d) The Directors had prepared the annual accounts on a going concern basis; and

(e) Clause (e) of section 134(5) is not applicable as the Company is not a listed Company

(f) The Directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

- **BOARD OF DIRECTORS**

- **Composition/Category**

The present strength of the Board of Director is 6(Six). The Composition of the Board is as follows:

- Three Non Executive, Independent Directors,
- One Non Executive, Promoter Director(Women),
- One Executive, Non Independent Director,
- One Executive, Promoter Director

Sr. No.	Category	Name of Director
I.	Executive, Non Independent Director Executive and Promoter Director Non Executive, Non Independent Director	➤ Mr. Rama Kant Kushwaha,(MD) ➤ Mr. Guljhari Lal Sharma (Director) ➤ Mrs. Vandana Sharma (woman Director)
II.	Independent Directors	➤ Mr. Parshant Malani ➤ Mr. Amit Soni ➤ Mr. Krishna Kamal Prasad

- **COMMITTEES OF BOARD OF DIRECTORS**

In accordance with the applicable provisions of Companies Act, 2013 and SEBI (LODR) Regulations, 2015, The Board constituted the following committees –

1. AUDIT COMMITTEE AND RISK MANAGEMENT COMMITTEE
2. STAKEHOLDERS RELATIONSHIP COMMITTEE
3. NOMINATION AND REMUNERATION COMMITTEE

- **AUDIT COMMITTEE AND RISK MANAGEMENT COMMITTEE**

- **Brief description of Terms of Reference:**

The Audit Committee comprises of Mr. Amit Soni as Chairman Mr. Parshant Malani and Mr. Krishna Kamal Prasad and Mr. Guljhari Lal Sharma as members of the Committee. The role and Terms of reference and powers of Audit Committee are in conformity with the Section 177 and Section 178 of Companies Act, 2013 and SEBI (Listing Obligations And Disclosure Requirements)Regulations, 2015, which, inter alia, includes to oversee the Company's financial reporting process, to review Directors' Responsibility Statement, changes, if any, in accounting policies and reasons for the same, qualifications in the draft audit report, performance & independence of statutory and internal auditors, reports of the Company's internal auditors and financial statement audited by the statutory auditors and also to review the information

relating to Management Discussion and Analysis of financial statements and results of operations, statement of significant related party transactions, and internal control systems.

The Audit Committee met Four Times in the year as follows

1. 25/05/2017
2. 09/08/2017
3. 02/11/2017
4. 10/02/2018

- **STAKEHOLDERS RELATIONSHIP COMMITTEE**

- **Brief Description of Terms of Reference:**

The Committee comprises of Mr. Krishna Kamal Prasad as Chairman Mr. Parshant Malani, and Mr. Rama Kant Kushwaha as members of the Committee. The Committee's composition and the terms of reference meet with the requirements under the Provisions of section 178(5) of the Companies Act, 2013 and SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015.

During the year, the Committee Meetings were held two times as follows;

- 1) 07/08/2017
- 2) 27/01/2018

The terms of Reference inter alia include the following

- To specifically look into the redressal of grievances of shareholders and other security holders, If any.
- To Consider and resolve the grievances of the security holders of the Company including complaints related to transfer of shares, non- receipts of balance sheet, non- receipt of declared dividends: and
- To act in terms of any consequent statutory modification(s)/ amendment(s)/ revision(s) to any of the applicable provisions to the said Committee.

- **COMPLIANCE OFFICER:**

- Mrs. Rekha Kejriwal (Company Secretary) is designated as the Compliance Officer of the Company for complying with requirements of Securities Laws and Listing Agreements with Stock Exchanges.

Nature of Complaint	No. of complaints Received	No. of Complaints Redressed
Non receipt of Dividend	0	0
Issue of Duplicate certificates/ Share Certificates	0	0
Non receipt of Annual Return	0	0

- There are no outstanding complaints as on 31st March 2018.

- **NOMINATION AND REMUNERATION COMMITTEE**

- **Brief Description of Terms of Reference:**

The Committee's composition and the terms of reference meet with the requirements under the Provisions of section 178(5) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Composition: The Nomination and Remuneration Committee is comprises of Mr. Parshant Malani as Chairman, and Mr. Krishna Kamal Prasad, Mr. Amit Soni and Mrs. Vandana Sharma as members of the Committee.

During the year, the Committee Meetings were held on two times as follows ;

1. 05/08/2017
2. 25/01/2018.

- **BOARD EVALUATION**

Pursuant to the provisions of the Companies Act, 2013 the Board has carried out an annual evaluation of its Independent Directors and Independent Directors also evaluated the performance of the Non Independent Directors. The Board of Directors also expressed their satisfaction with the evaluation process. The Board of Directors also evaluated the functioning of Audit Committee, Stakeholders Relationship Committee, Nomination and Remuneration Committee and expressed the satisfaction with their functioning.

- **ANNUAL GENERAL MEETINGS**

Details of Last Three Annual General Meetings held:

Particulars	FY 2014-2015	FY 2015-2016	FY 2016-2017
Day	Saturday	Friday	Friday
Date	26-09-2015	23-09-2016	29-09-2017
Time	11.00 A.M.	01:00 P.M.	01:00 P.M
Venue	'SATYAM', 4/276, Parwati Bagla Road, Kanpur, Uttar Pradesh - 208002	'SATYAM', 4/276, Parwati Bagla Road, Kanpur, Uttar Pradesh - 208002	'SATYAM', 4/276, Parwati Bagla Road, Kanpur, Uttar Pradesh - 208002

- No Special resolutions have been passed by the Company during the last Three Financial Years
- There is no resolution passed through postal ballot process at the ensuing Annual General Meeting.

- **DETAIL OF FRAUD AS PER AUDITORS REPORT**

There is no fraud in the Company during the F.Y. ended 31st March,2018 This is also being supported by the report of the auditors of the Company as no fraud has been reported in their

audit report for the F.Y. ended 31st March,2018.

- **BOARD'S COMMENTS ON QUALIFICATION, RESERVATION & ADVERSE REMARKS OR DISCLAIMER MADE BY:**

- **Statutory Auditors**

There is No Change in Statutory Auditors M/s. R.P. Khandelwal & Associates ,Chartered Accountants (Firm Registration No.001795C),will continue as Statutory Auditors of the company as appointed for a term of the consecutive years in the last Annual General Meeting of the company pursuant to Section 139 of the Companies Act ,2013.The report given by the Statutory Auditors M/s. R.P. Khandelwal & Associates ,Chartered Accountants (Firm Registration No.001795C)on the financial statement of the company for the F.Y. 2017-18 is part of the Annual report .The Report of the Auditors on the Financial Statements including notes thereto for the F.Y. ended 31st March,2018 are self –explanatory and therefore do not call for any further comments.

- **Cost Auditor**

The Cost audit of the Company has not been conducted for the financial year 2017-18 as provisions of Section 148 of the Companies Act, 2013 are not applicable on the Company.

- **Secretarial Auditors**

The Board has re-appointed , Mr. Ashish Gupta, CP No. 6859, Company Secretary as the Secretarial Auditor for the Financial Year 2017-2018 , who issued Secretarial Audit Report pursuant to Section 204 of the Companies Act, 2013, which is annexed to Annual Report. **(Refer Annexure-3)** The Secretarial Audit Report for the Year under review does not contain any qualification, reservation or adverse remark.

- **PARTICULARS OF INTER-CORPORATE LOANS & INVESTMENT**

The Company has not made any investment during the financial year 2017-18, and loan and advances made during the F.Y. 2017-2018 is detailed as per Note no. 16 of the Financials.

Further the Company has not given any guarantee or security to any person or body corporate

- **PARTICULARS OF RELATED PARTY TRANSACTIONS**

Related party transactions that were entered into during the financial year were on arm's length basis and were in ordinary course of business. There are no materially significant related party transactions made by the Company which may have potential conflict with the interest of the Company. **(Refer Annexure-1)**

There are no material related party transactions which are not in ordinary course of business or which are not on arm's length basis and hence there is no information to be provided as required under Section 134(3)(h) of the Companies Act, 2013 read with Rule 8(2) of the Companies (Accounts) Rules, 2014.

- **BOARD ANNUAL EVALUATION**

Pursuant to the provisions of the Companies act 2013, and SEBI (Listing Obligations And Disclosure Requirements) Regulations 2015, the Board has carried out the annual performance evaluations of its own performance, the Directors individually as well as the evaluation of its

committees. The evaluation criteria, inter-alia, covered various aspects of the Boards' functioning including its composition and quality, understanding business and risks, process and procedure, oversight of financial reporting process inter controls in audit functions, ethics and compliance and monitoring activities.

The performance of individual Directors was evaluated and parameters, inter-alia such as regulatory, preparatory, participation at the Board meetings, timely execution of action items , recommendation and their periodic update to the Board, effective and successful relationships and communication with fellow Board members and senior management quality and value of their contributions at Board meeting , adherence to Company's policies and resolutions , devoting time and effort to understand the Company and its business etc.

- **DECLARATION BY INDEPENDENT DIRECTORS:**

The Company has received necessary declaration from each Independent Director under section 149(7) of the Companies Act, 2013 that he/she meets the criteria of independent laid down in Section 149(6) of the Companies Act, 2013 and Regulation 25 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

- **MEETINGS OF INDEPENDENT DIRECTORS:**

The independent directors of the company hold at least one meeting in a year, without the attendance of non-independent directors and members of management and all the independent directors of the company shall strive to be present at such meeting to:

- (a) review the performance of non-independent directors and the Board as a Whole
- (b) review the performance of the Chairperson of the company, taking into account the views of executive directors and non-executive directors;
- (c) assess 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.

During the year under review, the independent Directors of the Company met on March 13, 2018 without the presence of Non Independent Directors And management personnel to discuss the aforesaid issue.

- **MEANS OF COMMUNICATION**

The Company publishes its financial results every quarter in leading English newspapers such as "Financial Express" and in Hindi newspapers such as "Jansatta" and the same were also sent to all the Stock Exchanges where the Equity shares of the Company are listed. The results are also displayed on the Company's website www.prabhatsecuritiesltd.com.

- **STATE OF COMPANY'S AFFAIRS**

It is imperative that affair of our Company are managed in a fair and transparent manner. This is vital to gain and retain the trust of our stakeholders.

- **AMOUNT WHICH IT PROPOSES TO CARRY TO RESERVES**

The amount of Rs 33,86,635 is being is being transferred to General Reserve .Apart from this amount of Rs.1,31,830 is being is being transferred to an statutory reserve created according to Section 45 IC of Reserve Bank Of India Act,1934.

- **DIVIDEND**

With a view to conserve the financial resources of the Company for meeting financial requirements for future business projects it was decided by the Board not to declare any dividend this year.

- **MATERIAL CHANGES & COMMITMENTS**

There has been no material changes and Commitment 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 date of the Report.

- **PARTICULARS OF CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION & FOREIGN EXCHANGE EARNINGS AND OUTGO**

Pursuant to provisions of Section 134(3)(m) & Rule 8(3)(A) of Companies (Accounts) Rules, 2014 the details of energy conservation, technology absorption and foreign exchange earnings and outgo has been given in **(Refer Annexure-3)** this report.

- **DEVELOPMENT AND IMPLEMENTATION OF RISK MANAGEMENT POLICY**

The management of the Company has duly adopted the Risk Management Policy as per the requirement of the Companies Act, 2013. Further, they had taken adequate care in its implementation by identifying various element of risk which may cause serious threat to the existence of the Company.

- **DETAILS OF COMPANY'S CORPORATE SOCIAL RESPONSIBILITY**

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

- **JOINT VENTURE/ ASSOCIATE OR SUBSIDIARY COMPANIES**

Details of an associate company of the company is as follows:-

S. No.	Name of the Company	% Shareholding	of	No. of Shares held
1.	Prabhat Financial Services Limited	23.06%		3,00,000 Equity Shares of 10 each are directly held by company

- **REPORT ON PERFORMANCE OF SUBSIDIARIES**

The Company has no subsidiary company.

In accordance with Section 129(3) of the Companies Act, 2013, we have prepared Consolidated Financial Statements of the Company and its associate company, which form part of the Annual Report. The Board's Report has been prepared based on **"STAND ALONE FINANCIAL STATEMENT OF THE COMPANY"**

Associate – There is an associate company named Prabhat Financial Services Limited

Joint venture companies,

There is no joint venture company

- **DEPOSITS**

The Board states that no disclosure or reporting was required in respect of the details relating to deposits covered under Chapter V of the Act as there were no deposits during the financial year 2017-18

- **DISCLOSURE UNDER SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013**

As per the requirement of The Sexual Harassment of Women at Workplace (Prevention, Prohibition & Redressal) Act, 2013 ('Act') and rules made there under, your Company has adopted a Sexual Harassment Policy for women to ensure healthy working environment without fear of prejudice, gender bias and sexual harassment.

The Board states that there were no cases or complaints filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

- **ORDERS PASSED BY REGULATORS/COURTS/TRIBUNALS**

There is no such order passed by the Regulators/Courts/Tribunals in respect to the Company during the financial year.

- **INTERNAL FINANCIAL CONTROLS**

The Company has maintained adequate financial control system, commensurate with the size, scale and complexity of its operations and ensures compliance with various policies, practices and statutes in keeping with the organization's pace of growth and increasing complexity of operations.

- **NO CHANGES IN THE BUSINESS**

Your Directors would like to inform that Company is doing its regular business without any deviation to other objects.

- **WHISTLE BLOWER POLICY**

The Company believes in the conduct of the affairs of its constituents in a fair and transparent manner by adopting the best standards of professionalism, honesty, integrity and ethical conduct. The Company has a Whistle Blower Policy under which the employees are free to report violations of the applicable laws and regulations and the code of conduct. Whistle Blower Policy is available on the website of the Company at www.prabhatsecuritiesltd.com

- **CONSOLIDATED FINANCIAL STATEMENTS**

Company has "Prabhat Financial Services Limited" as Associate Company holding 23.06% of its Share Capital and have prepared consolidated financial statement for the F. Y. 2016-17.

The Statement as required under Section 129 of the Companies Act, 2013 are annexed and forms an integral part of this report. Consolidated Financial Statements prepared in accordance

with relevant Accounting Standards issued by the Institute of Chartered Accountants of India form part of the Annual Report and Accounts of the company.

- **GENERAL**

Your Directors state that during the financial year 2016-17:

1. The Company did not accept/renew any deposits within the meaning of Section 73 of the Companies Act, 2013 and the rules made there under and as such, no amount of principal or interest was outstanding as on the balance-sheet date.
2. The Company has not issued equity shares with differential rights as to dividend, voting or otherwise.
3. The Company has not issued any sweat equity shares during the year.
4. There are no significant and material orders passed against the Company by the Regulators or Courts or Tribunals, which would impact the going concern status of the Company and its future operations.

- **ACKNOWLEDGEMENT**

Your Directors wish to place on record their appreciation for the co-operation and support extended by the Share Holders, various authorities, banks, dealers and vendors.

The Directors also acknowledge with gratitude the dedicated efforts and valuable contribution made by all the employees of the Company.

**For & on behalf of the Board of
Prabhat Securities Limited**

**Dated: 03/09/2018
Place: Kanpur**

**Sd./
Mr. Prashant Malani
(Chairman)**

**Sd./
Mr. Ramakant Kushwaha
(Managing Director)**

ANNEXURE -1
FORM NO.-AOC -2

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

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

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

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

Name of Related Party	Nature of Relationship	Nature of Contract / Arrangement / Transactions	Amount
Ramakant Kushwaha	Managing Directors	Remuneration	2,60,000.00
Santosh Devi Sharma	Relative of Director	Rent Expenses	1,74,000.00
Ashosk Kumar Sharma		Rent Expenses	1,74,000.00
Prabhat Stock Share Broker Private Limited	Common Director	Interest Paid	19,657.00
Prabhat Financial Services Limited	Associate Company	Sales	1,45,712.00
Wollmine India (P) Ltd	Relatives of Director is Director of the Co.	Interest Received	41,622.00
VKS Fincap Private Limited	Relatives of Director is Director of the Co.	Interest Received	3,08,367.00
Wollmine India (P) Ltd	Relatives of Director is Director of the Co.	Loans and Advances Balance as on 31 st March,2018	4,87,460.00
VKS Fincap Private Limited	Relatives of Director is Director of the Co.	Loans and Advances Balance as on 31 st March,2018	39,56,049.00
VKS Fincap Private Limited	Relatives of Director is Director of the Co.	Repayment of Loan & Advances given during FY 17-18	5,25,000.00
Wollmine India (P) Ltd	Relatives of Director is Director of the Co.	Loan & Advances given during FY 17-18	2,50,000.00

ANNEXURE - 2

INFORMATION RELATING TO ENERGY CONSERVATION, TECHNOLOGY ABSORPTION, AND FOREIGN EXCHANGE EARNINGS AND OUTGO FORMING PART OF DIRECTORS' REPORT IN TERMS OF SECTION 134(3)(m) OF THE COMPANIES ACT, 2013 READ WITH THE COMPANIES (ACCOUNTS) RULES, 2014

(a) Conservation of energy

(i)	the steps taken or impact on conservation of energy	N.A.
(ii)	the steps taken by the company for utilizing alternate sources of energy	N.A.
(iii)	the capital investment on energy conservation equipments	N.A.

(b) Technology absorption

(i)	the efforts made towards technology absorption	The Company has not absorbed any technology from any source.
(ii)	the benefits derived like product improvement, cost reduction, product development or import substitution	N.A.
(iii)	in case of imported technology (imported during the last three years reckoned from the beginning of the financial year)-	N.A.
	(a) the details of technology imported	N.A.
	(b) the year of import;	N.A.
	(c) whether the technology been fully absorbed	N.A.
	(d) if not fully absorbed, areas where absorption has not taken place, and the reasons thereof	N.A.
(iv)	the expenditure incurred on Research and Development	N.A.

(c) Foreign exchange earnings and Outgo

The Foreign Exchange earned in terms of actual inflows during the year: NA

The Foreign Exchange outgo during the year in terms of actual outflows: NA.

**For & on behalf of the Board of
Prabhat Securities Limited**

**Dated: 03/09/2018
Place: Kanpur**

**Sd./
Mr. Prashant Malani
(Chairman)**

**Sd./
Mr. Ramakant Kushwaha
(Managing Director)**

ANNEXURE-3
Form No. MR-3
SECRETARIAL AUDIT REPORT
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2018

[Pursuant to Section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies
(Appointment and Remuneration Personnel) Rules, 2014]

To

The Members

PRABHAT SECURITIES LIMITED

'SATYAM' 4/276, Parwati Bagla Road,
Kanpur, Uttar Pradesh - 208002

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **PRABHAT SECURITIES LIMITED** (hereinafter called the Company). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of Company'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 on March 31, 2018 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, 2018 according to the provisions of:

1. The Companies Act, 2013 (the Act) and the rules made there under;
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
3. The Depositories Act, 1996 and the Regulations and Bye-law framed there under;
4. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment and Overseas Direct Investment; (Not applicable to the Company during the Audit period);
5. 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, 1992;
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
 - (d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
 - (e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;

- (f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
 - (g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009;
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998.
 - (i) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 w.e.f. December 01, 2015.
6. Rules, Regulations and Guidelines issued by the Reserve Bank of India as are applicable to Non-Deposit taking NBFC which are specifically applicable to the Company.
 7. Other laws applicable to the Company specifically as per the representations made by the Company

We have also examined compliance with the applicable clause of the following:

- 7.1) Secretarial Standards issued by The Institute of Company Secretaries of India.
- 7.2) We have also examined compliance with the applicable clauses of the Listing Agreements entered into by the Company with CSE Ltd. and MSEI Ltd.

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

We further report that, the Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There is no change in the composition of the Board of Directors that took place during the period 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.

All decisions at Board Meetings and Committee Meetings are carried unanimously as recorded in the minutes of the Meetings of the Board of Directors or Committee of the Board, as the case may be.

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 there were no other instances having a major bearing on the company's affairs, under above referred laws, rules, regulations, guidelines, standards etc.

Place: Kanpur
Date: 03/09/2018

Sd/-
Ashish Kumar Gupta
Company Secretary
FCS: 6433
CP: 6859

Note: This report is to be read with our letter of even date which is annexed as 'ANNEXURE A' and forms an integral part of this report.

ANNEXURE-A

To
The Members
PRABHAT SECURITIES LIMITED

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

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.

We have followed the audit practices and processes 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.

We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.

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.

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.

Place: New Delhi
Date: 03/09/2018

Sd/-
Ashish Kumar Gupta
Company Secretary
FCS: 6433
CP: 6859

MANAGEMENT DISCUSSION AND ANALYSIS

- ECONOMIC CONDITION

Amidst the global backdrop, Indian economy stood steadfast on its growth trajectory. In the framework of robust macro-economic stability, the year 2017-18 was marked by a few but robust policy developments such as passage of bankruptcy code, constitutional amendments paving way for GST in the pursuit of enhancing formalization of various segments of the economy. In June, India's GDP grew further to 7.6 per cent, retaining the fastest growing economy title. In the following months even as India's GDP dipped to 7.1 per cent it still managed to stay ahead of China's 6.7 per cent growth. Government enhanced spending and exports rose over the last few months of the year. Demonetization had a temporary adverse impact, as labour-intensive construction sector contracted

In the fiscal year 2018-19 India is expected to grow to around 7.6% provided macroeconomic parameters are favorable. There is an uptick in India's exports based on global economic activity. Consumption is also expected to witness traction as the economy catches up after demonetization.

- BUSINESS OVERVIEW

The Company is of opinion that there is ample of opportunities to work and grow even in this so called adverse business environment. It has prepared itself to meet all the future challenges and be focused on its vision.

- PERFORMANCE

Keeping in view the adverse market conditions the performance of Company for the financial year 2017-2018 has been satisfactory. The Company made a profit of Rs.5, 27,318.

- OUTLOOK

The Company repositioned itself under the prevailing financial condition and had a better over view of the economy as a whole. At macro level it seems that things are going to change with a positive note under the flagship of better policy decisions by the regulators.

- RISK AND CONCERNS

The Company assesses internal as well as external environment and fully aware of the risk factors. It implements adequate risk management measures.

- INTERNAL CONTROL SYSTEM

The Company ensures strict compliance of applicable laws and regulation for financial transactions. Audit committee of the Company oversees the internal audit function and the internal control system.

- HUMAN RESOURCES CAPITAL

The Company has best employees. It recognizes their effort in the success of company and provides platform for their growth and development.

- DISCLAIMER

The Statement and projections made in this report may vary depending on the economic conditions, government policies, and other factors beyond the control of the Company. Company is not under any obligation to amend, modify or revise any statement.

STANDALONE FINANCIAL STATEMENTS

INDEPENDENT AUDITORS' REPORT

To the members of **Prabhat Securities Limited**

Report on the Standalone Financial Statements

We have audited the accompanying Standalone financial statements of **PRABHAT SECURITIES LIMITED** ("the company"), which comprise the Balance Sheet as at 31st March 2018, the Statement of Profit and Loss (including other comprehensive incomes), the Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the financial statements").

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 of these Standalone financial statements that give a true and fair view of the financial position, financial performance "including other comprehensive incomes," cash flows and changes in equity of the company 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 the maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the Company and for preventing and detecting the 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 control, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

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

An audit involves performing procedures to obtain audit evidence about the amounts and 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 true and fair view, in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of the accounting estimates made by Company's Board of Directors, 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 the financial statements.

Basis for Qualified Opinion:

As stated in NOTE NO. 6 to the notes on accounts, the company has not made provision in the books of accounts regarding diminution in market value of investment, in compliance with the accounting standard specified under section 133 of the Act.

Opinion

In our opinion and to the best of our information and according to the explanations given to us except for the effects/possible effects of the matter described in the basis of Qualified Opinion in above paragraphs, the aforesaid 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 31st March 2018,
- b) In the case of the Statement of Profit & Loss, of the Profit 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.
- d) In the case of comprehensive income 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 ("CARO") issued by the Central Government of India in terms of sub-section (11) of section 143 of the Act, we give in the Annexure a statement on the matters Specified in paragraphs 3 and 4 of the Order, to the extent applicable.
2. As required by section 143(3) of the Act, we report that:
 - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - c) The Balance Sheet, the Statement of Profit and Loss including other comprehensive income, Cash Flow Statement and statement of changes in equity dealt with by this Report are in agreement with the books of account.
 - d) Except for the effects/possible effects of the matter described in the Basis of Qualified Opinion Paragraph, 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, to the extent applicable.

- e) On the basis of written representations received from the directors as on 31 March, 2018 and taken on record by the Board of Directors, none of the directors is disqualified as on 31 March, 2018, from being appointed as a director in terms of Section 164(2) of the Act.
- f) With respect to the adequacy of the Internal financial controls over financial reporting of the company and the operating effectiveness of such controls, refer to our separate report in Annexure B and,
- g) With respect to the other matter 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. We have been informed that the Company does not have any pending litigation which would impact its financial position.
 - ii. We have been informed that the Company did not have any long-term contracts including derivatives contracts for which there were any material foreseeable losses
 - iii. We have been informed that there were no amounts which required to be transferred by the company to the Investor Education and Protection Fund.

For R.P KHANDELWAL & ASSOCIATES

Chartered Accountants

FRN:001795C

Sd/-

CA. Ronak Khandelwal

Partner

Membership No.0423822

Place: JAIPUR

Date: 28.05.2018

**ANNEXURE A TO INDEPENDENT AUDITOR'S REPORT:
RE: PRABHAT SECURITIES LIMITED**

Referred to in paragraph (1) of our Audit Report of even date

- i) a) The Company has maintained proper records showing full particulars including quantitative details and situation of Fixed Assets.
- b) The Company has a regular program of physical verification of its fixed assets by which fixed assets are verified at the end of financial year, accordance with this program, fixed assets were verified during the year which in our opinion this periodicity of physical verification is reasonable having regard to the size of the company and the nature of its assets and no material discrepancies were noticed on such verification. In our opinion this periodicity of physical verification is reasonable having regard to the size of the Company and the nature of its assets.
- c) As company has no immovable properties as its fixed assets, comment as to whether the title deeds of Immovable properties are held in the name of company is not applicable
- ii) The inventories of Shares have been physically verified by the management during the year. As stated in Note no.5 to the Notes on account, there is mismatch between Inventory of Shares as shown in Balance Sheet and actual possession of Shares in hand/Demat Accounts. Inventory of Shares of Rs. 8,750.00 has been overstated in the books of account in comparison to the actual Inventory of Shares in hand being missing.
- iii) The company has granted unsecured loans to the companies covered in the register maintained under section 189 of the Act, in respect of which:
 - a) The terms and conditions of the grant of such loans were, in opinion, prima facie, not prejudicial to the company's interest except in one case where no interest has been charged on the loan given to a company covered in the register maintained under section 189 of the Act.
 - b) Where the schedule of repayment of principal and payment of interest has been stipulated, the receipt of interest is regular.
- iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of Section 185 and 186 of the Act in respect of Loans and Investment made.
- v) According to the information and explanations given to us, the company has not accepted any deposits from the public. Therefore, the provisions of Clause (v), of the Para 3 of the Order are not applicable to the company.
- vi) In our opinion and according to the information and explanations given to us, the company is not required to maintain cost records pursuant to the Rules made by the Central Government u/s 148 (1) of the Companies Act 2013.
- vii) a) According to the records of the company, the company is generally regular in depositing undisputed statutory dues payable including Income tax and other material statutory dues with the appropriate authority. According to the information and explanations given to us, no undisputed amounts payable in respect of any statutory dues including Income Tax were in arrears as at 31st March 2018 for a period of more than six months from the date they became payable.
- b) According to the information and explanations given to us and the records of the company, there are no material statutory dues including Income Tax which have not been deposited with the appropriate authorities on account of any dispute.

- viii) According to the information and explanations given to us, the company has not defaulted in repayment of Loan or borrowings to any financial institutions during the year. The company has not borrowed from Government or any Debenture holder.
- ix) In our opinion and according to the information and explanations given to us, the company has not raised any money by way of initial public offer, further public offer (including debt instrument) and term loan, during the year. Accordingly, paragraph 3 (ix) of the order is not applicable.
- x) According to the information and explanations given to us, no material fraud by the company or on the company by its officers or employees has been noticed or reported during the course of our audit.
- xi) According to the information and explanations given to us and bases on our examination of the records, the company has not paid/provided for managerial remuneration in accordance with the requisite approvals mandated by the provision of section 197 read with Schedule V of the Act.
- xii) In our opinion and according to the information and explanations given to us, the company is not a Nidhi Company. Accordingly, paragraph 3 xii) of the order is not applicable.
- xiii) According to the information and explanations given to us and based on our examination of the records of the company, the transactions with the related parties are in compliance with section 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
- xiv) According to the information and explanations given to us and based on our examination of the records of the company, the company has not made any preferential allotment or private placement or shares or fully or partly convertible debentures during the year.
- xv) According to the information and explanations given to us and based on our examination of the records of the company, the company has not entered into non-cash transactions with directors or persons connected with them. Accordingly, paragraph 3 xv) of the Order is not applicable.
- xvi) According to the information and explanations given to us, the company is registered under section 45-IA of the Reserve Bank of India Act, 1934.

For R.P KHANDELWAL & ASSOCIATES

Chartered Accountants

FRN:001795C

Sd/-

CA. Ronak Khandelwal

Partner

Membership No.0423822

Place: JAIPUR

Date: 28.05.2018

ANNEXURE B TO INDEPENDENT AUDITOR'S REPORT:

Report on 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 **PRABHAT SECURITIES LIMITED** (the "Company") as on March 31, 2018 in conjunction with our audit of the standalone financial statement of the company for the year ended on that date.

Management Responsibility for internal financial controls

The company's Management is responsible for establishing and maintaining internal financial control over financial reporting criteria established by the company considering the essential components of the internal control stated in the Guidance note on Audit of internal financial controls over financial reporting issued by 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 accounting records, and the timely preparation of reliable financial information, as required under the companies Act, 2013.

Auditor's 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 Accountant of India. Those Standards and the Guidance Note require that we comply with ethical requirement 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 procedure to obtain audit evidence about the adequacy of the internal financial control 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 exist, 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 judgement, including the assessment of the risk of the material misstatement of the financial statement, 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 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 procedure that (1) pertains to the maintenance records that, in reasonable details, accurately and fairly reflect the transactions and dispositions of the assets of the company. (2) Provide reasonable assurance that transaction are recorded as necessary to permit preparation of financial statements

in accordance with generally accepted accounting principles, and that receipt and expenditure of the company are being made only in accordance with the 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 inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatement due to error or fraud may occur and not be detected. Also, projection of any valuation of internal financial controls over financial reporting to future periods are subject to the risk that the internal financial controls 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 2018, based on the internal controls 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 R.P KHANDELWAL & ASSOCIATES

Chartered Accountants

FRN:001795C

Sd/-

CA. Ronak Khandelwal

Partner

Membership No. 0423822

Place: JAIPUR

Date: 28.05.2018

Balance Sheet as at 31 March, 2018

Particulars	Note No.	As at 31 March, 2018	As at 31 March, 2017
		Rs.	Rs.
A EQUITY AND LIABILITIES			
1 Shareholders' funds			
(a) Share capital	3	2,900,007.00	29,000,070.00
(b) Reserves and surplus	4	3,518,464.00	2,859,317.00
		32,518,534.00	31,859,387.00
2 Share application money pending allotment		-	-
3 Non-current liabilities			
(a) Long-term borrowings	5	-	-
(b) Deferred tax liabilities (net)	6	(92,309.00)	(105,067.00)
		(92,309.00)	(105,067.00)
4 Current liabilities			
(a) Short Term Borrowings	7	-	160,664.00
(b) Trade payables	8	-	-
(c) Other current liabilities	9	331,274.00	119,168.00
(d) Short-term provisions	10	361,732.00	164,000.00
		693,006.00	443,832.00
TOTAL		33,119,231.00	32,198,152.00
B ASSETS			
1 Non-current assets			
(a) Fixed assets			
(i) Tangible assets : Fixed Assets	11	120,237.00	120,040.00
(ii) Investments	11A	3,630,000.00	3,630,000.00
(b) Long-term loans and advances	12	-	-
		3,750,237.00	3,750,040.00
2 Current assets			
(a) Inventories	13	13,100.00	13,230.00
(b) Trade receivables	14	-	-
(c) Cash and cash equivalents	15	1,753,164.00	32,432.00
(d) Short-term loans and advances	16	27,602,730.00	28,402,450.00
		29,368,994.00	28,448,112.00
TOTAL		33,119,231.00	32,198,152.00
Accompanying notes are an integral part of the financial statements			-

In terms of our report of even date attached

FOR R.P. KHANDELWAL & ASSOCIATES
CHARTERED ACCOUNTANTS
FRN 001795C

Sd/-
CA. Ronak Khandelwal (MRN 0423822)
PARTNER
Place: JAIPUR
Date: 28/05/2018

For and on behalf of the Board of Directors

Sd/-
PARSHANT MALANI
(CHAIRMAN)
DIN:- 06368140

Sd/-
DHARMENDRA KUMAR
(C.F.O)

Sd/-
RAMA KANT KUSHWAHA
(MANAGING DIRECTOR)
DIN:- 02237714

Statement of Profit and Loss for the year ended 31 March, 2018

Particulars	Note No.	For the year ended 31 March, 2018	For the year ended 31 March, 2018
		Rs.	Rs.
A CONTINUING OPERATIONS			
1 Revenue from operations (gross)	17	30,66,977.00	40,55,884.70
Less: Service Tax on Sales		-	-
Revenue from operations (net)		30,66,977.00	40,55,884.70
2 Expenses			
(a) Cost of Shares Sold	18	-	10,51,348.40
(b) Employee benefits expense	19	10,66,600.00	9,87,500.00
(c) Changes in Inventory	20	130.00	1,500
(d) Other expenses	21	7,46,674.00	14,03,466.00
Total		18,13,404.00	34,43,814.40
3 Earnings before exceptional items, extraordinary items, interest, tax, depreciation and amortization (EBITDA) (1 - 2)		12,53,573	6,12,070.00
4 Finance costs	22	21117.00	12,194.00
5 Depreciation and amortisation expense	11	61,803.00	40,302.00
6 Other income	23		17,696.70
7 Profit / (Loss) before exceptional and extraordinary items and tax (3-4-5+6)		11,70,653.00	5,77,271.00
8 Exceptional items		-	-
9 Profit / (Loss) before extraordinary items and tax (7 + 8)		11,70,653.00	5,77,271.00
10 Extraordinary items		-	-
11 Profit / (Loss) before tax (9 + 10)		11,70,653.00	5,77,271.00
12 Tax expense:			
(a) Current tax expense for current year (M.A.T.)		3,61,732.00	1,64,000.00
(b) Current tax expense relating to prior years		1,37,016.00	-
(c) Net current tax expense			1,64,000.00
(d) Deferred tax		12,758.00	8,341.00
		5,11,506.00	1,72,341.00
13 Profit / (Loss) from continuing operations (11 + 12)		659,147.00	4,04,930.00
14 Transfer to Statutory reserve		1,31,830.00	
15 Profit / (Loss) for the year		5,27,318.00	4,04,930.00
16 Earnings per share (of Rs.10/- each):			
Basic			
(i) Net Profit From Continuing operations		527,318.00	4,04,930.00
(ii) Weighted No. of Equity Shares (No.)		29,00,007	2900007
(iii) Earning Per Share From Continuing Operations (i/ii)		0.18	0.14
Accompanying notes are an integral part of the financial statements			
In terms of our Report of even date attached FOR R.P KHANDELWAL & ASSOCIATES Chartered Accountants FRN 001795C		For and on behalf of the Board of Directors	
Sd/-		Sd/-	Sd/-
CA. RONAK KHANDELWAL(MRN 0423822)		PARSHANT MALANI	RAMA KANT KUSHWAHA
PARTNER		(CHAIRMAN)	(M. DIRECTOR)
PLACE : JAIPUR		DIN:- 06368140	DIN:- 02237714
Date : 28/05/2018		Sd/-	
		DHARMENRDA KUMAR	
		(C.F.O.)	

Funds Flow Statement For The Year Ended 31 March 2018

PARTICULARS	FOR THE YEAR ENDED 31.03.2018	FOR THE YEAR ENDED 31.03.2017
A) CASH FLOW FROM OPERATING ACTIVITIES:		
PROFIT AFTER EXCEPTIONAL ITEMS AND BEFORE TAX	1170653.00	577271.00
Add: DEPRECIATION	61803.00	40302.00
Less: DIVIDEND	0.00	-2500.00
Less: INCOME FROM DEALING IN SHARES	0.00	-15197.00
OPERATING PROFIT BEFORE WORKING CAPITAL CHARGES	1232456.00	615073.00
ADJUSTMENT FOR: TRADE & OTHER RECEIVABLES	0.00	0.00
VARIATION IN INVENTORIES	130.00	1500.00
CURRENT LIABILITIES	249176.00	-177255.00
TAX PAID DURING THE YEAR	0.00	-418000.00
	249306.00	-593755.00
CASH GENERATED FROM OPERATIONAL ACTIVITIES	983150.00	6121.00
B) CASH FLOW FROM INVESTING ACTIVITIES		
DIVIDEND RECEIVED	0.00	2500.00
INCOME FROM DEALING IN SHARES	0.00	15197.00
ADVANCES MADE	799582.00	-77700.00
PURCHASE OF FIXED ASSETS	-62000.00	-94209.00
NET CASH FLOW FROM INVESTING ACTIVITIES	737582.00	-154212.00
C) CASH FLOW FROM FINANCING ACTIVITIES		
NET PROCEEDS FROM FIXED ASSETS	0.00	0.00
NET PROCEEDS FROM SHORT TERM BORROWINGS	0.00	160664.00
NET CASH FLOW FROM FINANCING ACTIVITIES	0.00	160664.00
INCREASE/(DECREASE) IN CASH AND CASH EQUIVILANTS	1720732.00	160664.00
CASH AND CASH EQUIVALANTS AT 1st APRIL 2016	32432.00	19859.00
CASH AND CASH EQUIVALANTS AT 31st MARCH 2017	1753164.00	32432.00
FOR R.P. KHANDELWAL & ASSOCIATES CHARTERED ACCOUNTANTS FRN 001795C	For and on behalf of the Board of Directors	
Sd/- CA. Ronak Khandelwal (MRN 0423822) PARTNER	Sd/- PRASHANT MALANI (CHAIRMAN) DIN:06368140	Sd/- R.K KUSHWAHA (M. DIRECTOR) DIN:- 02237714
PLACE: JAIPUR DATE : 28/05/2018	Sd/- DHARMENRDA KUMAR (C.F.O.)	

PRABHAT SECURITIES LIMITED**"SATYAM", 4/276, PARWATI BAGLA ROAD, KANPUR****Notes forming part of the financial statements**

Note	Particulars														
1	<p>Corporate information</p> <p>The Company is working as Non-Banking Financial Company (NBFC) and the Company has Interest Income alongwith Income from dealing in shares. The registered office of the company is situated at "Satyam", 4/276, Parwati Bagla Road, Kanpur.</p>														
2	<p>Significant accounting policies</p> <p>The Company is a Small and Medium Sized Company as defined in the General Instructions in respect of Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 (as amended). Accordingly, the Company has complied with the Accounting Standards as applicable to a Small and Medium Sized Company.</p>														
2.1	<p>Basis of accounting and preparation of financial statements</p> <p>The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards notified under the Companies (Accounting Standards) Rules, 2015 (as amended) and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year except where otherwise stated.</p>														
2.2	<p>Use of estimates</p> <p>The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialise.</p>														
2.3	<p>Inventories</p> <p>As the company is a NBFC and has only Shares as Stock in Trade. The same has been valued at lower of cost or market Price, to the extent market rate available.</p>														
2.4	<p>Depreciation and amortisation</p> <p>Depreciation has been charged over the estimated useful life of a fixed assets on straight line basis as per the rates prescribed and in the manner specified in Part C of Schedule - II of the Companies Act, 2013. The useful lives of the groups of fixed assets are given below:-</p> <table border="1" style="margin-left: 20px;"> <thead> <tr> <th style="text-align: left;"><u>Fixed Assets</u></th> <th style="text-align: left;"><u>Useful Life</u></th> </tr> </thead> <tbody> <tr> <td>1) Computer</td> <td>3 years</td> </tr> <tr> <td>2) EPBX</td> <td>10 years</td> </tr> <tr> <td>3) Air Conditioner</td> <td>10 years</td> </tr> <tr> <td>4) Car</td> <td>8 years</td> </tr> <tr> <td>5) Scooter</td> <td>10 years</td> </tr> <tr> <td>6) Mobile</td> <td>5 years</td> </tr> </tbody> </table>	<u>Fixed Assets</u>	<u>Useful Life</u>	1) Computer	3 years	2) EPBX	10 years	3) Air Conditioner	10 years	4) Car	8 years	5) Scooter	10 years	6) Mobile	5 years
<u>Fixed Assets</u>	<u>Useful Life</u>														
1) Computer	3 years														
2) EPBX	10 years														
3) Air Conditioner	10 years														
4) Car	8 years														
5) Scooter	10 years														
6) Mobile	5 years														
2.5	<p>Revenue recognition</p> <p>Interest income has been recognised on the basis accrual of interest.</p>														
2.6	<p>Tangible fixed assets</p> <p>Fixed assets are carried at cost less accumulated depreciation and impairment losses, if any. The cost of fixed assets includes interest on borrowings attributable to acquisition of qualifying fixed assets up to the date the asset is ready for its intended use and other incidental expenses incurred up to that date.</p>														
2.7	<p>Earnings per share</p> <p>Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year.</p>														
2.8	<p>Taxes on income</p> <p>Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961.</p> <p>Deferred tax is recognised on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantially enacted as at the reporting date. Deferred tax liabilities are recognised for all timing differences. Deferred tax assets in respect of unabsorbed depreciation and carry forward of losses are recognised only if there is virtual certainty that there will be sufficient future taxable income available to realise such assets. Deferred tax assets are recognised for timing differences of other items only to the extent that reasonable certainty exists that sufficient future taxable income will be available against which these can be realised. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Company has a legally enforceable right for such set off. Deferred tax assets are reviewed at each Balance Sheet date for their realisability.</p>														
2.9	<p>Impairment of assets</p> <p>An impairment loss is recognized wherever the carrying amount of fixed assets exceeds the recoverable amount i.e. the higher of the assets' net selling price and value in use.</p>														
3	<p>Provisions and contingencies</p> <p>A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed in the Notes.</p>														

PRABHAT SECURITIES LIMITED

"SATYAM", 4/276, PARWATI BAGLA ROAD, KANPUR

Notes forming part of the financial statements

S.N.	Particulars	Current Year As At 31.03.2018	Previous Year As At 31.03.2017
1	Contingent Liabilities:-		
	i) Estimated Amount of Contract on Capital Account remaining to be executed and provided for	NIL	NIL
	ii) Other Contingent Liabilities	NIL	NIL
2	Director's Remuneration	2,60,000	2,60,000
3	AUDITOR'S REMUNERATION:-		
	Audit fees and fees for other Services	43660.00	39675.00
4	The balances of Loans and Advances, Current Liabilities & Provisions and other personal accounts are subject to confirmation and reconciliation, if any		
5	At the year end, the company has Inventories of Shares, amounting to Rs.13230.00, comprising investment in Equity Shares of five companies, But out of five, the company has not in possession of equity shares of two companies, amounting to Rs. 8750.00 Still these Equity Shares are showing in Stock in Trade as held in Companys possession. There is no details of these missing shares.		
6	Quoted investments of Rs. 505000.00 held by the company are stated at cost. The market value of these investments as at 31st March 2018 stands at Rs. NIL as there is no rate available as on 31st March 2018. Provision for decline in the market value has not been made as there was no market rate available.		
7	None of the employees has completed the qualifying years of services for entitlement of gratuity and hence no provision has been made for Gratuity		
8	The Deferred Tax Liability as at 31.03.2018 comprises of the following:-		
		As at 01.04.2017	Current Year charge As at 31.03.2018
	Deferred Tax Assets:-		
	Related to Fixed Assets	-105067.00	12758.00 -92309.00
		-105067.00	12758.00 -92309.00
9	Earning per share are calculated by dividing net profit/ (loss) for the year attributable to equity share holders by No. of equity shares outstanding during the year. As there is no change in the equity capital during the year, the diluted earning per share.		
10	Figures of the Previous Year have been regrouped/ rearranged wherever found necessary.		

PRABHAT SECURITIES LIMITED

"SATYAM", 4/276, PARWATI BAGLA ROAD, KANPUR

Notes forming part of the financial statements**Note 3 Share capital**

Particulars	As at 31 March 2018		As at 31 March 2017	
	Number of shares	Amount (Rs.)	Number of shares	Amount (Rs.)
(a) Authorised Equity shares of Rs.10 each with voting rights	5500000	55,000,000.00	5500000	55,000,000.00
(b) Issued, Subscribed and Fully Paid up Equity shares of Rs. 10 each with voting rights	2900007	29,000,070.00	2900007	29,000,070.00
Total	2900007	29000070.00	2900007	29000070.00
Refer Notes (i),(ii) & (iii) below				

Particulars**(i) Terms/rights attached to equity shares**

The company has only one class of equity shares with a par value of Rs.10/- per share. Each holder of equity shares is entitled to one vote per share.

In the event of liquidation of the Company, the holders of equity shares are entitled to receive the remaining assets of the company, after meeting all liabilities and distribution of all preferential amounts, in proportion to their shareholding.

(ii) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:

Particulars	Opening Balance	Fresh issue	Closing Balance
Equity shares with voting rights			
Year ended 31 March, 2018			
- Number of shares	2,900,007	-	2,900,007
- Amount (Rs.)	29,000,070.00	-	29,000,070.00
Year ended 31 March, 2017			
- Number of shares	2900007	-	2,900,007
- Amount (Rs.)	29,000,070.00	-	29,000,070.00

(iii) Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at 31 March 2018		As at 31 March 2017	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
MANOJ AGARWAL	200000	6.89	200000	6.89
DIVYA AGARWAL	200000	6.89	200000	6.89
KAMAL KISHORE SOMANI HUF	0	0.00	0	6.89
ANHUMAN KAPUR	200000	6.89	200000	6.89
SONALI DIMRI	200000	6.89	200000	6.89
SIDDARTH GUPTA	450000	15.52	450000	15.52
RAJSHREE GATANI	205000	7.06	0	0

Note 4 Reserves and surplus

Particulars	As at 31 March 2018 Rs.	As at 31 March 2017 Rs.
(c) Surplus / (Deficit) in Statement of Profit and Loss		
Opening balance	2,859,316.68	2,454,386.68
Add: Profit / (Loss) for the year	527,317.58	404,930.00
Less: Depreciation relating to previous year		
Closing balance	3,386,634.26	2,859,316.68
D) General Reserve		
Total	3518463.9	2,859,316.68

Note 5 Long-term borrowings

Particulars	As at 31 March 2018 Rs.	As at 31 March 2017 Rs.
(a) Term loans		
From banks/FI	-	-
Secured -		
From other parties	-	-
Unsecured		
Total	-	-

PRABHAT SECURITIES LIMITED
 "SATYAM", 4/276, PARWATI BAGLA ROAD, KANPUR

Notes forming part of the financial statements
 Note 5 Long-term borrowings (contd.)

Particulars

(i) Details of terms of repayment for the other long-term borrowings and security provided in respect of the secured other long-term borrowings:

Particulars	Terms of repayment and security	As at 31 March 2018		As at 31 March 2017	
		Secured	Unsecured	Secured	Unsecured
		Rs.	Rs.	Rs.	Rs.
Term loans from banks/FI:		0.00			
Total - Term loans from banks/Fis		0.00	0.00	0.00	0.00
Term loans from other parties:					
Unsecured Loans:					
From Body Corporate		0.00	0.00		0.00
Total - Term loans from other parties		-	-	-	-

(ii) The Company has defaulted in repayment of loans and interest in respect of the following:

Particulars	As at 31 March 2018		As at 31 March 2017	
	Period of default	Rs.	Period of default	Rs.
Term loans from other Parties				
Principal		-	-	-
Interest		-	-	-

PRABHAT SECURITIES LIMITED
"SATYAM", 4/276, PARWATI BAGLA ROAD, KANPUR

Notes forming part of the financial statements

Note 6 Disclosures under Accounting Standards

Particulars	As at	As at
	31 March, 2018	31 March, 2017
	Rs.	Rs.
Opening Deferred tax Liability/(Asset)	(105,067.00)	-113,408.00
<u>Tax effect of items constituting deferred tax liability</u>		
On diff. between dep. As per Co.'s Act and as per Income Tax Act/ On Absorption of Unabsorbed Depreciation during the year and Due to Fixed Assets	12,758.00	8,341.00
Others		
Tax effect of items constituting deferred tax liability	12,758.00	8,341.00
<u>Tax effect of items constituting deferred tax assets</u>		
Disallowances under Section 43B of the Income Tax Act, 1961 On difference between book balance and tax balance of fixed assets		
Tax effect of items constituting deferred tax assets		
Closing deferred tax liability/(Asset)	(92,309.00)	(105,067.00)

The Company has recognised deferred tax asset on unabsorbed depreciation to the extent of the corresponding deferred tax liability on the difference between the book balance and the written down value of fixed assets under Income Tax (or) The Company has recognised deferred tax asset on unabsorbed depreciation and brought forward business losses based on the Management's estimates of future profits considering the non-cancellable customer orders received by the Company.

PRABHAT SECURITIES LIMITED
"SATYAM", 4/276, PARWATI BAGLA ROAD, KANPUR
Notes forming part of the financial statements

Note 7 of Short-term borrowings

Particulars	As at 31 March 2018	As at 31 March 2017
	Unsecured	Secured
i) Loan Repayable on demand from Banks		
ii) Other Loan and Advances : From Body Corporates Prabhat Stock Sh. Brokers (P) Ltd.	-	- 160664.00
	-	160664.00

Note 8 Trade payables

Particulars	As at 31 March 2018	As at 31 March 2017
	Rs.	Rs.
Trade payables:		
Acceptances	-	-
Other than Acceptances : Sundry Creditors for shares	-	-
Total	-	-

Note 9 Other current liabilities

Particulars	As at 31 March 2018	As at 31 March 2017
	Rs.	Rs.
(a) Current maturities of long-term debt (Refer Note (i) below)	-	
(b) Book Overdraft (Corporation Bank SCRW A/c)	-	-
(c) Security Received		
(d) Other payables		
(i) Deposit from Employees	-	-
(ii) Advances from customers	-	-
(iii) <u>Other Sundry Liabilities</u>	-	-
Audit Fee Payable	51,160.00	36,225.00
Electricity Payable	4,092.00	2,145.00
Telephone Expenses	1,056.00	1,472.00
Professional Charges		
Salary Payable	90,000.00	
RTA Fees		23,000.00
T.D.S Payable	4,966.00	14,326.00
Ashok Kumar Sharma	174,000.00	
Santosh Devi Sharma (Rent)	6,000.00	42,000.00
Total	331,274.00	119,168.00

Note (i): Current maturities of long-term debt (Refer Notes (i) and (ii) in Note 5 - Long-term borrowings for details of

Particulars	As at 31 March 2018	As at 31 March 2017
	Rs.	Rs.
(a) Term loans		
From banks /Fis		
<u>Secured</u>		
From Other Parties :- G. L. Sharma Stock Brokers (P) Ltd.	0.00	-
<u>Unsecured</u>		
Total	-	-

Note 10 Short-term provisions

Particulars	As at 31 March 2018	As at 31 March 2017
	Rs.	Rs.
(a) Provision for tax : for the A.Y. 2017-18	361,732.00	164,000.00
	-	
Total	361,732.00	164,000.00

PRABHAT SECURITIES LIMITED

"SATYAM", 4/276, PARWATI BAGLA ROAD, KANPUR

Notes forming part of the financial statements

Note 11 Fixed assets

A	Tangible assets		Gross block				Accumulated depreciation and impairment				Net block	
			Balance as at April, 2017	Additions	Other adjustment or	Balance as at 31 March 2018	Balance as at 1 April, 2017	Depreciation amortization expense for the year	Adjustments	Balance as at 31 March, 2018	Balance as at 31 March, 2018	Balance as at 31 March, 2017
			Rs.	Rs.	Rs.	Rs.	Rs.	Rs.		Rs.	Rs.	Rs.
1	AIR CONDITIONER	10	58,000.00	-		58,000.00	53,181.00	1,380.00	-	54,561.00	3,439.00	4,819.00
2	EPABX	10	19,500.00	-		19,500.00	18,525.00	-		18,525.00	975.00	975.00
3	UPS 5KV	5	33,000.00			33,000.00	9,780.00	10,590.00		20,370.00	12,630.00	23,220.00
4	SCOOTER	10	45,051.00	-		45,051.00	38,867.00	2,101.00		40,968.00	4,083.00	6,184.00
6	VEHICLE (CAR)	8	999,339.00	-		999,339.00	955,736.00	-	-	955,736.00	43,603.00	43,603.00
6	COMPUTER	3	275,009.00			275,009.00	233,770.00	24,228.00		257,998.00	17,011.00	41,239.00
7	MOBILE			62,000.00		62,000.00		23,504.00		23,504.00	38,496.00	
Total			1,429,899.00	62,000.00		1,491,899.00	1,309,859.00	61,803.00		1,371,662.00	120,237.00	120,040.00
Previous year			1,335,690.00	94,209.00		1,429,899.00	1,269,557.00	40,302.00		1,309,859.00	120,040.00	66,133.00

PRABHAT SECURITIES LIMITED
"SATYAM", 4/276, PARWATI BAGLA ROAD, KANPUR
Notes forming part of the financial statements

Note 11A INVESTMENTS

Particulars	As at March 2018	As at March 2017
	Rs.	Rs.
QUOTED SHARES:		
50000 EQ. SHARES OF RAJENDRA FISCAL SERVICES LTD.	500000.00	500000.00
500 EQ. SHARES OF SUSHILA PULP & PAPERS LIMITED	5000.00	5000.00
UNQUOTED SHARES		
12500 EQ. SHARES OF SANTOSH HOLDINGS PVT. LTD.	125000.00	125000.00
300000 EQ. SHARES OF PRABHAT FINANCIAL SERV. LTD.	3000000.00	3000000.00
	3630000.00	3630000.00

Note 12 Long-term loans and advances

Particulars	As at March 2018	As at March 2017
	Rs.	Rs.
(a) Security deposits With : Unsecured, considered good :		
(b) Due from Director	-	-
	-	-

Note: Long-term loans and advances include amounts due from:

Particulars	As at March 2018	As at March 2017
	Rs.	Rs.
Directors	0.00	0.00
Other officers of the Company	Nil	Nil
Firms in which any director is a partner	Nil	Nil
Private companies in which any director is a director or member	Nil	Nil
	-	-

Note 13 Inventories

(At lower of cost and net realisable value)

Particulars	As at March 2018	As at March 2017
	Rs.	Rs.
(a) Shares in Trade	13,100.00	13,230.00
Total	13,100.00	13,230.00

Note 14 Trade receivables

Particulars	As at March 2018	As at March 2017
	Rs.	Rs.
(i) Trade receivables outstanding for a period exceeding six months from the date they were due for payment Unsecured, considered good	-	-
(ii) Other Trade receivables Unsecured, considered good	-	-
Total	-	-

Note 15 Cash and cash equivalents

Particulars	As at March 2018	As at March 2017
	Rs.	Rs.
(a) Cash on hand:	4,175.00	18,874.00
(b) Balances with banks		
(i) In current accounts: with HDFC Bank	1,748,989.00	13,558.00
Total	1,753,164.00	32,432.00

PRABHAT SECURITIES LIMITED
"SATYAM", 4/276, PARWATI BAGLA ROAD, KANPUR

Notes forming part of the financial statements

Note 16 Short-term loans and advances

Particulars	Asat 31 March 2018	As at 31 March 2017
	Rs.	Rs.
(a) Loans and advances to related parties		
<u>Unsecured, considered good</u>		
Prabhat Financial Services Ltd.	-	
(Interest Receivable)		
(b) Prepaid expenses - Unsecured, considered good		
Prepaid CIBIL Annual Exp.	2,473.00	1,917.00
Prepaid Insurance	<u>682.00</u>	<u>473.00</u>
	3,155.00	2,390.00
(d) Balances with government authorities		
<u>Unsecured, considered good</u>		
Advance Income Tax (2017-18)	-	
Tax Deducted at Sources F.Y. 16-17	-	
Tax Deducted at Sources F.Y. 17-18	292,128.00	301,016.00
(g) Others (specify nature)		
<u>Unsecured, considered good</u>		
Loan to Others :		
Arrow Granites Industries	-	-
CMK Developers Pvt. Ltd.	5,768,791.00	5,718,791.00
Jawan Mining & Construction Eq. Pvt. Ltd	8,082,818.00	7,416,322.00
Rodie Coffe Estates Private Limited		-
Neo Exotic Granite LLP	4,000,000.00	4,000,000.00
Vimal Exports International Gems		1,100,000.00
Northmidland Construction Pvt. Ltd.		5,552,365.00
Wollmine India Private Limited	487,460.00	200,000.00
Govind Mercantile Pvt. Ltd.	5,012,329.00	
VKS Fincap Pvt. Ltd.	3,956,049.00	4,111,566.00
	27,307,447.00	28,099,044.00
Total	27,602,730.00	28,402,450.00
Particulars		
Note: Short-term loans and advances include amounts due from:		
Particulars	Asat 31 March 2018	As at 31 March 2017
	Rs.	Rs.
<u>Directors</u>	-	0.00

PRABHAT SECURITIES LIMITED

"SATYAM", 4/276, PARWATI BAGLA ROAD, KANPUR

Notes forming part of the financial statements

Note 17 Revenue from operations

	Particulars	For the year ended 31 March 2018	For the year ended 31 March 2017
		Rs.	Rs.
(a)	Sale of products (Refer Note (i) below)	145,712.00	1,045,726.70
(b)	Income From Financing Activities (Refer Note (ii) below)	2,921,265.00	3,010,158.00
		3,066,977.00	4,055,884.70
(c)	<u>Less:</u>		-
	Total	3,066,977.00	4,055,884.70

Note	Particulars	For the year ended 31 March 2018	For the year ended 31 March 2017
		Rs.	Rs.
(i)	Sale of products comprises : Equity Shares & Securities	145,712.00	1,045,726.70
	Total - Sale of Products	145,712.00	1,045,726.70
(ii)	Income From Financing Activities comprises : Interest received from Loans & Advances given	2,921,265.00	3,010,158.00
	Total - Sale of services	2,921,265.00	3,010,158.00

Note 18 Cost of materials consumed

	Particulars	For the year ended 31 March 2018	For the year ended 31 March 2017
		Rs.	Rs.
	Opening stock; Equity & Shares	-	-
	Add: Purchases: Equity & Shares	-	1,051,348.40
	Add: Service tax on Purchase	-	-
	Total		1,051,348.40
	Less: Closing stock : Equity Shares	-	-
	Cost of Shares consumed/Sold		1,051,348.40
	Shares consumed/Sold comprises: Equity Shares		1,051,348.40
	Total		1,051,348.40

Note 19 Employee benefits expense

	Particulars	For the year ended 31 March 2018	For the year ended 31 March 2017
		Rs.	Rs.
	Staff Welfare	18,100.00	44,000.00
	Salary to Staff	788,500.00	683,500.00
	Salary to Managing Director	260,000.00	260,000.00
	Total	1,066,600.00	987,500.00

Note 20 Changes in Inventories of Finished Goods, WIP and Stock In Trade

	Particulars	For the year ended 31 March 2018	For the year ended 31 March 2017
		Rs.	Rs.
	Opening Stock of Shares	13,230.00	14,730.00
		13,230.00	14,730.00
	Closing Stock of Shares	13,100.00	13,230.00
		13,100.00	13,230.00
	Changes in Inventories	(130.00)	(1,500.00)

PRABHAT SECURITIES LIMITED
"SATYAM", 4/276, PARWATI BAGLA ROAD, KANPUR
Notes forming part of the financial statements

Note 21 Other expenses

Particulars	For the year ended 31 March 2018	For The year ended 31 March 2017
	Rs.	Rs.
Advertising Expense	47,608.00	53,913.00
Computer Software Exp.	12,744.00	86,245.00
Electricity Expenses	71,296.00	62,379.00
Fees & Subscription (Annexure "A")	55,944.00	656,219.00
Insurance	855.00	806.00
Misc. Expenses	342.00	-
Postage & Telegram	7,034.00	6,819.00
Printing & Stationery	6,213.00	4,118.00
Professional Charges	51,455.00	278,521.00
Rent, Rates And Taxes	348,000.00	168,000.00
Repair & Maintenance	14,171.00	5,618.00
ROC Filing Fees	7,800.00	6,600.00
RTA Expense	23,600.00	23,000.00
Telephone Expense	16,007.00	23,484.00
Travelling & Conveyance	16,195.00	6,250.00
Website Expense		-
Payments to auditors (Refer Note (i) below)	51,160.00	39,675.00
CDSL Expenses	16,250.00	-18,181.00
Total	746,674.00	1,403,466.00

Notes:

Particulars	For the year ended 31 March 2018	For The year ended 31 March 2017
	Rs.	Rs.
(i) Payments to the auditors comprises		
As auditors - statutory audit	29,500.00	27,175.00
For Other Services (Quarterly Audit)	14,160.00	12,500.00
For Secretarial Audit	7,500.00	
Total	51,160.00	39,675.00
(ii) Details of Prior period items (net)		
Prior period expenses	-	-
Adjustment for Income Tax of Earlier Year	-	-18,181.00
Total		-18,181.00

PRABHAT SECURITIES LIMITED
"SATYAM", 4/276, PARWATI BAGLA ROAD, KANPUR

Notes forming part of the financial statements

Note 22 Finance costs

Particulars	For The year ended 31 March 2018	For The year ended 31 March 2017
	Rs.	Rs.
(a) Interest expense on:		
(i) Borrowings From Banks		
(ii) Others		
Interest paid	20,169.00	11,849.00
Interest paid on TDS	771.00	-
(b) Other borrowing costs		
Bank Charges and Commission	177.00	345.00
Total	21,117.00	12,194.00

Note 23 Other income

Particulars	For The year ended 31 March 2018	For The year ended 31 March 2017
	Rs.	Rs.
Income from Dealing in Shares		15196.70
Dividend		2500.00
Total		17,696.70

PRABHAT SECURITIES LIMITED
"SATYAM", 4/276, PARWATI BAGLA ROAD, KANPUR

Notes forming part of the financial statements

Note 24 Disclosures under Accounting Standards

Particulars

Related party transactions
Details of related parties:

Description of relationship	Names of related parties
Key Management Personnel (KMP)	1) Mr. Guljhari Lal Sharma 2) Rama Kant Kushwaha 3) Vandana Sharma 4) Prashant Malani
Relatives of KMP	5) Amit Soni 6) Krishna Kamal Prasad 7) Dharmendra Kumar 8) Divya Gupta
Company in which KMP and relatives of KMP can exercise significant influence	1) Smt. Santosh Sharma (Wife of KMP) 2) Vimal Kumar Sharma (Son of KMP) 1) Prabhat Financial Services Ltd. 2) Prabhat Stock Share Brokers P. Ltd. 3) G.L.Sharma Stock Share Brokers P. Ltd. 4) Prabhat Commodity Brokers (P) Ltd. 5) VKS Fincap Pvt. Ltd. 6) Wollmine India (P). Ltd. 7) Rodic Mining & Developers (P) Ltd. 8) Rodic Coffee Estate (P) Ltd. 9) Rodic Sikkim Project Pvt. Ltd.

Note: Related parties have been identified by the Management.

Details of related party transactions during the year ended 31 March, 2018 and balances outstanding as at 31 March, 2018:

Particulars	KMP	Relatives of KMP	Entities in which KMP / relatives of KMP have significant influence	Total
Remuneration Paid	2600000.00			2600000.00
Interest Paid			19657.00	19657.00
Rent Paid		348000.00		348000.00
Sales Made			145712.00	145712.00
Intt. Received			349989.00	349989.00
Balances outstanding at the end of the year			4443509.00	4443509.00
Repayment of Loans and advances Given			525000.00	525000.00
Loan Given			250000.00	250000.00

PRABHAT SECURITIES LIMITED
"SATYAM", 4/276, PARWATI BAGLA ROAD, KANPUR

Notes forming part of the financial statements

Note 25 Additional information to the financial statements

Note	Particulars	As at 31 March, 2018	As at 31 March, 2017
		Rs.	Rs.
25.1	Contingent liabilities and commitments (to the extent not provided for)		
(i)	Contingent liabilities		
	(a) Claims against the Company not acknowledged as debt	Nil	Nil
	(b) Guarantees	Nil	Nil
	(c) Other money for which the Company is contingently liable	Nil	Nil
		As at 31 March, 2018	As at 31 March, 2017
(ii)	Commitments	Rs.	Rs.
	(a) Estimated amount of contracts remaining to be executed on capital account and not provided for		
	Tangible assets	Nil	Nil
	Intangible assets	Nil	Nil
	(b) Uncalled liability on shares and other investments partly paid	Nil	Nil
	(c) Other commitments	Nil	Nil
25.2	Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 The company has not received information from vendors regarding their status under the Micro, Small & Medium enterprises Development Act, 2006 and hence disclosure relating to amounts unpaid as at the year end together with interest paid / payable under this Act has not been given.		
25.3	Value of imports calculated on CIF basis :	For the year ended 31 March 2018	For the year ended 31 March 2017
		Rs.	Rs.
	Raw materials	Nil	Nil
	Components	Nil	Nil
	Spare parts	Nil	Nil
	Capital goods	Nil	Nil
25.4	Expenditure in foreign currency :	For the year ended 31 March 2018	For the year ended 31 March 2017
		Rs.	Rs.
	Royalty	Nil	Nil
	Know-how	Nil	Nil
	Professional and consultation fees	Nil	Nil
	Interest	Nil	Nil
	Other matters	Nil	Nil
25.5	Details of consumption of imported and indigenous items	For the year ended 31 March 2018	
		Rs.	Rs.
	<u>Imported (Rs. In Lacs)</u>		
	Raw materials	(Nil)	(Nil)
		(Nil)	(Nil)
	Components	Nil	NA
		(Nil)	
	Spare parts	Nil	NA
		(Nil)	
	Total	(Nil)	(Nil)
PRABHAT SECURITIES LIMITED			
"SATYAM", 4/276, PARWATI BAGLA ROAD, KANPUR			
Note 25 continued			
	<u>Indigenous</u>	For the year ended 31 March 2018	
		Rs.	%
	Raw Materials (Rs. In Lacs)	0.00	0.00%
		(0)	(0)
	Consumables	0	0%
		(NIL)	(NIL)
	Packing Materials	0	
		(NIL)	
	Total	0.00	0.00%
		(0)	(0)
	Note: Figures / percentages in brackets relates to the previous year		
		For the year ended 31 March 2018	For the year ended 31 March 2017
		Rs.	Rs.
25.6	Earnings in foreign exchange : (Rs. In Lacs)		
	Export of goods calculated on FOB basis	Nil	Nil
	Royalty, know-how, professional and consultation fees	Nil	Nil
	Interest and dividend	Nil	Nil
	Other income	Nil	Nil
25.7	In the opinion of the board of directors, the current assets, Loans & Advances if realized in the ordinary course of business would not be less than the amount at which they are stated in the Balance Sheet and that no contingent liability exists as on 31.03.2017 except those mentioned in these notes on account		

PRABHAT SECURITIES LIMITED
 "SATYAM", 4/276, PARWATI BAGLA ROAD, KANPUR

ANNEXURES: -

ANNEXURE "A" FEES & SUBSCRIPTION

PARTICULARS	As at 31 March, 2018	As at 31 March, 2017
CIBIL Annual Fees	5,344.00	3833.00
CDSL Expenses	-	16100.00
CIBIL Membership Fees	-	1900.00
MSEIL Processing Fees	-	575000.00
Listing Fees (CSE)	40,250.00	20125.00
Listing Fees (MSEIL)	-	28750.00
Membership Fees	10,350.00	0.00
NSDL Custody Fees	-	10511.00
Total	55,944.00	656219.00

PRABHAT SECURITIES LIMITED

M/s PRABHAT SECURITIES LIMITED

"SATYAM", 4/276, PARWATI BAGLA ROAD, KANPUR- 208002(U.P.)

CLOSING STOCK AS ON 31ST MARCH, 2018

S. No.	NAME OF SCRIP	OP. STOCK	COST	OPENING VALUATION	PUR. QTY	PUR. RATE	PUR. AMT.	SALE QTY	SALE RATE	SALE AMT.	CLOSING STOCK	MKT. RATE	CLOSING STOCK AT MARKET RATE	VALUATION TAKEN IN THE BALANCE SHEET
1	ELDECO HOUSING & INDUSTRIES LTD	200	1630.00	1630.00				200	727	145712	0	670.00	0.00	0.00
2	INSILCO LTD	200	2850.00	2850.00							200	26.25	5250.00	2850.00
3	J.K. SYNTHETICS	500	1500.00	1500.00							500	NOT AVAILABLE	0.00	0.00
4	J.K. CEMENT EXXOTEQ CORPORATION	50	8750.00	8750.00							50	935.25	46762.50	8750.00
5	LTD	10000	0.00	0.00							10000	NOT AVAILABLE	0.00	0.00
TOTAL		10950	14730.00	14730.00	0	0	0	200	727	145712	10750		52012.50	11600.00

*shares which are not in physical possession with the company.

INVESTMENT CHART 31ST MARCH, 2018

S. No.	PARTICULARS	OP. QTY	COST	OPENING VALUATION	CATEGORY	MKT. RATE	CL. QTY	CLOSING VALUATION	VALUATION TAKEN IN THE BALANCE SHEET
1	RAJENDRA FISCAL SERVICE LTD	5000	500000.00	500000.00	QUOTED	NOT AVAILABLE	5000	0.00	500000.00
2	SUSHILA PULP & PAPER LTD	500	5000.00	5000.00	QUOTED	NOT AVAILABLE	500	0.00	5000.00
3	SANTOSH MOTELS PVT. LTD	12500	125000.00	125000.00	UNQUOTED	--	12500	125000.00	125000.00
4	PRABHAT FINANCIAL SERVICE LTD	300000	3000000.00	3000000.00	UNQUOTED	--	300000	3000000.00	3000000.00
TOTAL		318000	3630000.00	3630000.00	0		318000	3125000.00	3630000.00

PRABHAT SECURITIES LIMITED
"SATYAM", 4/276, PARWATI BAGLA ROAD, KANPUR

INCOME TAX CHART AS ON 31 MARCH 2018

S.NO.	NAME OF ASSET	DEP.RATE	OP. BAL.	PURCHASE	TOTAL	SALE		DEP.	CL. BAL.
1.	COMPUTER	60%	25860.00	0.00	25860.00		0.00	15516.00	10344.00
2.	UPS 5KV _a	15%	28050.00	0.00	28050.00		0.00	4207.50	23842.50
3.	E.P.B.X.	15%	1548.00	62000.00	63548.00		0.00	9532.20	54015.80
4.	MOTOR CAR	15%	111513.00	0.00	111513.00		0.00	16726.95	94786.05
5.	AIR CONDITIONER	15%	8145.00	0.00	8145.00		0.00	1221.75	6923.25
6.	SCOOTER	15%	12276.00	0.00	12276.00		0.00	1841.40	10434.60
	TOTAL		187392.00	62000.00	249392.00		0.00	49045.80	200346.20

CONSOLIDATED FINANCIAL STATEMENTS

INDEPENDENT AUDITORS' REPORT

To the members of **Prabhat Securities Limited**

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of **PRABHAT SECURITIES LIMITED** ("the company"), which comprise the Balance Sheet as at 31st March 2018, the Consolidated Statement of Profit and Loss (including other comprehensive incomes), the Consolidated Cash Flow Statement for the year then ended and a summary of significant accounting policies and other explanatory information (hereinafter referred to as "the consolidated financial statements").

Management's Responsibility for the Consolidated Financial Statements

The Group Company's Board of Directors is responsible for the preparation of these Consolidated financial statements, In terms of the requirements of the companies Act, 2013 that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the group including its associates, 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.

The respective Board of Directors of group companies and its associates are responsible for maintenance of adequate accounting records in accordance with the provision of the Act for safeguarding of the assets of the group Companies and for preventing and detecting the 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 control, 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 consolidated financial statements by the Directors of the Parent company, as aforesaid

Auditor's Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit. In conducting 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 there under. We conducted our audit in accordance with the Standards on Auditing specified under section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial

statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Parent Company's preparation and presentation of the consolidated financial statements that give true and fair view, in order to design audit procedures that are appropriate in the circumstances. An audit also includes We believe that the audit evidence we have obtained by us and audit evidence obtained by other auditor in term of their report 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.

Basis for Qualified Opinion:

As stated in NOTE NO. 6 to the notes on accounts, the company has not made provision in the books of accounts regarding diminution in market value of investment, in compliance with the accounting standard specified under section 133 of the Act.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, except for the effects/possible effect of the matter described in the basis of qualified opinion in above paragraphs, 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,

- a) In the case of Balance sheet, of the state of affairs of the Company as at 31st March 2018,
- b) In the case of the statement of profit and loss, of the profit for the year ended on that date, and
- c) In the case of the Cash Flow Statement, of the cash flow for the year ended on that date.

Other Matters:

We did not audit the financial statement of one associate which reflects total assets of Rs 149869529.00.as at 31st March 2018, Total revenue of Rs 30836591.00 and net cash out flow of Rs 5942274.00 for the year then ended on that date, as considered in the consolidated financial statement, this financial statement have been audited by the other auditor whose report has been furnished to us by the management and our opinion on the consolidated financial statement, in so far as it related to the amounts and disclosure included in respect of this associated and our report in terms of sub section (3) and (11) of the section 143 of the Act, in so far as relates to the aforesaid associate is based solely in the reports of other auditor of the associates company.

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 report of other auditor and the financial statement certified by the management.

Report on other Legal and Regulatory Requirements

3. As required by section 143(3) 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 statement,
 - b) In our opinion, proper books of account as required by law relating to the preparation of the consolidated financial statement have been kept so far as it appears from our

- examination of those books and the report of other auditor.
- 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 maintained for the purpose of preparation of the consolidated financial statements.
 - d) In our opinion, the aforesaid consolidated financial statements comply with the accounting standard specified under section 133 of the Act, read with Rule 7 of the companies (Accounts) Rules, 2014.
 - e) On the basis of written representations received from the directors of the parent consolidated company as on 31 March, 2018 and taken on record by the Board of Directors of Parent company and report of the statutory auditors of its associates company, incorporated in India, none of the directors is disqualified as on 31 March, 2018, from being appointed as a director in terms of Section 164(2) of the Act.
 - f) 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 and based on the consideration of the report of the other auditor on separate financial statements of this associate company as noted in the paragraph 8 (a) of "other matter".
 - a. We have been informed that the Group company and its associates does not have any pending litigations which would impact its financial position.
 - b. We have been informed that the Group and associate did not have any long term contracts including derivative contracts.
 - c. We have been informed that there were no amounts which were required to be transferred to the investor education and protection fund by the company.

For R.P.KHANDELWAL & ASSOCIATES

Chartered Accountants
FRN:001795C

Sd/-

CA. Ronak Khandelwal

Partner

MembershipNo.0423822

Place: JAIPUR

Date: 03/09/2018

ANNEXURE TO INDEPENDENT AUDITOR'S REPORT OF EVEN DATE ON THE CONSOLIDATED FINANCIAL STATEMENTS OF PRABHAT SECURITIES LIMITED AS ON 31/03/2018

Report on internal Financial controls under clause (i) of sub section (3) of section 143 of the Companies Act 2013, (The "Act")

In conjunction with our audit of the consolidated financial statement of the company as and for the year ended 31st March 2018, we have audited the internal financial controls over financial reporting of Prabhat Securities Limited and We have relied on the audit report of the associates not audited by us, which is company incorporated in India, as of that date.

Management Responsibility for internal financial controls

The respective Board of Director of the Group company and its associates, which are companies incorporated in India, or 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 the internal financial controls over financial reporting issued by the Institute of Chartered Accountant of India. 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 accounting records, and the timely preparation of reliable financial information, as required under the companies Act, 2013.

Auditor's 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 Accountant of India. Those Standards and the Guidance Note require that we comply with ethical requirement 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 procedure to obtain audit evidence about the adequacy of the internal financial control 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 exist, 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 judgement, including the assessment of the risk of the material misstatement of the financial statement, whether due to fraud or error.

We believe that the audit evidence we have obtained and the audit evidence obtained by the other auditor in terms of their report referred to in the other matter paragraph below, 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 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 procedure that (1) pertains to the maintenance records that, in reasonable details, accurately and fairly reflect the transactions and dispositions of the assets of the company. (2) Provide reasonable assurance that transaction are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipt and expenditure of the company are being made only in accordance with the 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 inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatement due to error or fraud may occur and not be detected. Also, projection of any valuation of internal financial controls over financial reporting to future periods are subject to the risk that the internal financial controls 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 Group company and its associates, which are company incorporated in India, have, in all material respect, 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 controls 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.

Other Matter

Our aforesaid reports in the section 143 (3)(i) of the Act, on the adequacy and operating effectiveness of the Internal financial controls over financial reporting is so far as it relates to associate company which is a company incorporated in India, based on the corresponding reports of the auditors of such company incorporated in India.

For **RP.KHANDELWAL&ASSOCIATES**

Chartered Accountants
FRN:001795C

Sd/-

CA. Ronak Khandelwal

Partner

Membership No.0423822

Place: JAIPUR

Date: 03/09/2018

Consolidated Balance Sheet as at 31st March 2018

Particulars		Note No.	As at 31 March, 2017	As at 31 March, 2018
			Rs.	Rs.
A	EQUITY AND LIABILITIES			
1	Shareholders' funds			
	(a) Share capital	3	42,009,070.00	42,009,070.00
	(b) Reserves and surplus	4	94,692,321.00	85,162,543.45
	(c) Minority Interest		1578692.00	1552110.23
			138,280,083.00	128,723,723.68
2	Share application money pending allotment		-	-
3	Non-current liabilities			
	(a) Long-term borrowings	5	799,991.00	1,201,829.00
	(b) Deferred tax liabilities (net)	6	-677,052.00	-652,382.00
			122,939.00	549,447.00
4	Current liabilities			
	(a) Short Term Borrowings	7	17,750,000.00	13410664.00
	(b) Trade payables	8	28,519,455.00	32,437,507.00
	(c) Other current liabilities	9	5,335,244.00	4,531,024.00
	(d) Short-term provisions	10	2,501,532.00	1,868,000.00
			54,106,231.00	52,247,195.00
	TOTAL		192,509,253.00	181,520,365.68
B	ASSETS			
1	Non-current assets			
	(a) Fixed assets			
	(i) Tangible assets : Fixed Assets	11	3,056,473.00	3,896,515.00
	(ii) Investments	11A	39,881,717.00	28,342,963.00
	(b) Long-term loans and advances	12	11,053,000.00	11,053,000.00
			53,991,190.00	43,292,478.00
2	Current assets			
	(a) Inventories	13	13,100.00	13,230.00
	(b) Trade receivables	14	24,147,626.00	29,506,699.00
	(c) Cash and cash equivalents	15	66,226,475.00	48,329,340.68
	(d) Short-term loans and advances	16	48,130,862.00	60,378,618.00
			138,280,083.00	128,723,723.68
	TOTAL		192,509,253.00	181,520,365.68
	Accompanying notes are an integral part of the financial statements		-	-

In terms of our report of even date attached
FOR R.P KHANDELWAL & ASSOCIATES
CHARTERED ACCOUNTANTS
FRN 001795C

For and on behalf of the Board of Directors

Sd/-
CA. RONAK KHANDELWAL(MRN 0423822)
PARTNER
DATED: 03/09/2018
PLACE:JAIPUR

Sd/-
PARSHANT MALANI
(CHAIRMAN)
DIN:- 06368140

Sd/-
RAMA KANT KUSHWAHA
(M. DIRECTOR)
DIN:- 02237714

Sd/-
DHARMENRDA KUMAR
(C.F.O.)

Consolidated Profit and Loss For the Year Ended 31st March 2018

Particulars		Note No.	For the year ended 31 March, 2018	For the year ended 31 March, 2017
			Rs.	Rs.
A	CONTINUING OPERATIONS			
1	Revenue from operations (gross)	17	31,823,903.00	27,076,331.70
	Less: Service Tax on Sales		-	-
	Revenue from operations (net)		31,823,903.00	27,076,331.70
2	Expenses			
	(a) Cost of Shares Sold		-	1,051,348.00
	(b) Employee benefits expense	18	8,956,256.00	8,565,013.00
	(c) Changes in Inventory	19	130.00	1,500.00
	(d) Other expenses	20	16,151,354.00	13,935,432.00
	Total		25,107,740.00	23,553,293.00
3	Earnings before exceptional items, extraordinary items, interest, tax, depreciation and amortisation (EBITDA) (1 - 2)		6,716,163.00	3,523,038.70
4	Finance costs	21	2,324,337.00	2,166,874.00
5	Depreciation and amortisation expense	11	1,133,903.00	1,665,116.00
6	Other income	22	8,936,808.00	7,833,840.70
7	Profit / (Loss) before exceptional and extraordinary items and tax (3-4-5+6)		12,194,731.00	7,524,889.40
8	Exceptional items		-	-
9	Profit / (Loss) before extraordinary items and tax (7 ± 8)		12,194,731.00	7,524,889.40
10	Extraordinary items			
11	Profit / (Loss) before tax (9 ± 10)		12,194,731.00	7,524,889.40
12	Tax expense:			
	(a) Current tax expense for current year (M.A.T.)		2,501,532.00	1,868,000.00
	(b) Current tax expense relating to prior years		150,509.00	6,480.00
	(c) Net current tax expense		2,652,041.00	1,874,480.00
	(d) Deferred tax		-24,670.00	(102,313.00)
13	Profit / (Loss) from continuing operations (11 ± 12)		2,627,371.00	1,772,167.00
14	Less: share of profit attributable to minority share holder		26,582.09	10,508.37
	Less: Transfer to Statutory Reserve		131,830	-
15	Profit / (Loss) for the year		9,408,947.91	5,752,722.40
16	Earnings per share (of Rs.10/- each):			
	Basic			
	(i) Net Profit From Continuing operations		9,408,947.91	5,742,213.63
	(ii) Weighted No. of Equity Shares (No.)		4200907	4200907
	(iii) Earning Per Share From Continuing Operations (i/ii)		2.24	1.37
	Accompanying notes are an integral part of the financial statements			

In terms of our report of even date attached

**FOR R.P KHANDELWAL & ASSOCIATES
CHARTERED ACCOUNTANTS
FRN 001795C**

Sd/-
**CA RONAK KHANDELWAL(MRN 0423822)
PARTNER
DATED: 03/09/2018
PLACE:JAIPUR**

For and on behalf of the Board of Directors

Sd/-
**PARSHANT MALANI
(CHAIRMAN)**

Sd/-
**RAMA KANT USHWAHA
(M. DIRECTOR)
DIN:- 02237714**

Sd/-
**DHARMENRDA KUMAR
(C.F.O.)**

Consolidated Fund Flow Statement For the Year Ended 31st March 2018

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
Cash Flows from Operating Activities		
Net Profit Before Tax and Extra Ordinary Items	12,194,731.00	7,524,889.00
Adjustment For		
Depreciation	1,133,903.00	1,665,116.00
Foreign Exchange	-	-
Gain or loss of Sale of Fixed assets	-	-
Gain or loss of Investment	(3,256,157.00)	(1,744,174.70)
Finance Cost	34,653.00	2,166,874.00
Dividend Income	396,858.00	(269,761.00)
Other adjustment of non cash Item	179,296.00	-
Other adjustment to reconcile Profit	-	(507.00)
Interest Income	-	(5,819,398.00)
Total Adjustment to Profit/Loss (A)	(1,511,447.00)	(4,001,850.70)
Adjustment For working Capital Change		
Adjustment for Increase/Decrease in Inventories	(130.00)	1,500.00
Adjustment for Increase/Decrease in Trade Receivables	16,764,546.00	(10,571,668.00)
Adjustment for Increase/Decrease in Other Current Assets	-	-
Adjustment for Increase/Decrease in Trade Payable	(3,571,614.00)	7,481,479.00
Adjustment for Increase/Decrease in other current Liabilities	-	(451,424.00)
Adjustment for Provisions		
Total Adjustment For Working Capital (B)	13,192,802.00	(3,540,113.00)
Total Adjustment to reconcile profit (A+B)	11,681,355.00	(7,541,963.70)
Net Cash flow from (Used in) operation	23,876,086.00	(17,074.70)
Dividend Received	-	-
Interest received	-	-
Interest Paid	-	-
Income Tax Paid/ Refund	(1,689,430.00)	(1,849,480.00)
Net Cash flow from(Used in)operation before Extra Ordinary Items	22,186,656.00	(1,866,554.70)
Proceeds from Extra Ordinary Items		
Payment for Extra Ordinary Item	-	-
Net Cash flow From operating Activities	22,186,656.00	(1,866,554.70)
Cash Flows from Investing Activities		
Proceeds From fixed Assets	-	-
Proceeds from Investment or Equity Instruments	3,256,157.00	1,744,174.70
Purchase of Fixed Assets	293,861.00	613,067.00
Purchase Of Investments or Equity Instruments	11,538,754.00	5,980,098.00
Interest received	(179,296.00)	5,819,398.00
Dividend Received	(396,858.00)	269,761.00
Cash Receipt from Sale of Interest in Joint Venture	-	-
Cash Payment to acquire Interest in Joint Venture	-	-
Cash flow from loosing Control of subsidiaries	-	-
Cash Payment for acquiring Control of subsidiaries	-	-

Proceeds from Govt. Grant	-	
Other Inflow/Outflow Of Cash	799,582.00	507.00
Net Cash flow from (Used in) in Investing Activities before Extra Ordinary Items	(8,353,030.00)	1,240,675.70
Proceeds from Extra Ordinary Items	-	-
Payment for Extra Ordinary Item	-	-
Net Cash flow from (Used in) in Investing Activities	(8,353,030.00)	1,240,675.70
Cash Flows from Financial Activities		
Proceeds From Issuing Shares	-	-
Proceeds from Issuing Debenture /Bonds/Notes	-	-
Redemption of Preference Share	-	-
Redemption of Debenture	-	-
Proceeds from other Equity Instruments	-	-
Proceeds From Borrowing	4,098,162.00	1,818,455.00
Repayment Of Borrowing	-	4,955,403.00
Dividend Paid	-	-
Interest Paid	34,653.00	2,166,874.00
Income Tax Paid/Refund	-	-
Net Cash flow from (Used in) in Financial Activities before Extra Ordinary Items	4,063,509.00	(5,303,822.00)
Proceeds from Extra Ordinary Items		
Payment for Extra Ordinary Item		
Net Cash flow from (Used in) in Financial Activities	4,063,509.00	(5,303,822.00)
Net increase (decrease) in cash and cash equivalents before effect of exchange rate changes	17,897,135.00	(5,929,701.00)
Effect of exchange rate change on cash and cash equivalents	-	-
Net increase (decrease) in cash and cash equivalents	17,897,135.00	(5,929,701.00)
Cash and cash equivalents at beginning of period	48,329,341.00	54,259,041.00
Cash and cash equivalents at end of period	66,226,476.00	48,329,340.00
In terms of our report of even date attached		
FOR R.P KHANDELWAL & ASSOCIATES CHARTERED ACCOUNTANTS FRN 001795C	For and on behalf of the Board of Directors	
	Sd/- PARSHANT MALANI (CHAIRMAN) DIN:- 06368140	Sd/- RAMA KANT KUSHWAHA (M. DIRECTOR) DIN:- 02237714
Sd/- CA RONAK KHANDELWAL(MRN 0423822) PARTNER DATED: 03/09/2018 PLACE:JAIPUR	Sd/- DHARMENRDA KUMAR (C.F.O.)	

PRABHAT SECURITIES LIMITED
PARWATI BAGLA ROAD, KANPUR

Notes forming part of the financial statements

Note	Particulars												
1	Corporate information The Company is working as Non-Banking Financial Company (NBFC) and the Company has Interest Income along with Income from dealing in shares. The registered office of the company is situated at "Satyam", 4/276, Parwati Bagla Road, Kanpur.												
2	Significant accounting policies The Company is a Small and Medium Sized Company as defined in the General Instructions in respect of Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 (as amended). Accordingly, the Company has complied with the Accounting Standards as applicable to a Small and Medium Sized Company.												
2.1	Basis of accounting and preparation of financial statements The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards notified under the Companies (Accounting Standards) Rules, 2015 (as amended) and the relevant provisions of the Companies Act, 2013. The financial statements have been prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year except where otherwise stated.												
2.2	Use of estimates The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the financial statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialise.												
2.3	Inventories As the company is a NBFC and has only Shares as Stock in Trade. The same has been valued at lower of cost or market Price, to the extent market rate available.												
2.4	Depreciation and amortisation Depreciation has been charged over the estimated useful life of a fixed assets on straight line basis as per the rates prescribed and in the manner specified in Part C of Schedule - II of the Companies Act, 2013. The useful lives of the groups of fixed assets are given below:- <table style="margin-left: 20px;"> <thead> <tr> <th style="text-align: left;">Fixed Assets</th> <th style="text-align: left;">Useful Life</th> </tr> </thead> <tbody> <tr> <td>1) Computer</td> <td>3 years</td> </tr> <tr> <td>2) EPBX</td> <td>10 years</td> </tr> <tr> <td>3) Air Conditioner</td> <td>10 years</td> </tr> <tr> <td>4) Car</td> <td>8 years</td> </tr> <tr> <td>5) Scooter</td> <td>10 years</td> </tr> </tbody> </table>	Fixed Assets	Useful Life	1) Computer	3 years	2) EPBX	10 years	3) Air Conditioner	10 years	4) Car	8 years	5) Scooter	10 years
Fixed Assets	Useful Life												
1) Computer	3 years												
2) EPBX	10 years												
3) Air Conditioner	10 years												
4) Car	8 years												
5) Scooter	10 years												
2.5	Revenue recognition Interest income has been recognised on the basis accrual of interest.												
2.6	Tangible fixed assets Fixed assets are carried at cost less accumulated depreciation and impairment losses, if any. The cost of fixed assets includes interest on borrowings attributable to acquisition of qualifying fixed assets up to the date the asset is ready for its intended use and other incidental expenses incurred up to that date.												
2.7	Earnings per share Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year.												
2.8	Taxes on income Current tax is the amount of tax payable on the taxable income for the year as determined in accordance with the provisions of the Income Tax Act, 1961. Deferred tax is recognised on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantially enacted as at the reporting date. Deferred tax liabilities are recognised for all timing differences. Deferred tax assets in respect of unabsorbed depreciation and carry forward of losses are recognised only if there is virtual certainty that there will be sufficient future taxable income available to realise such assets. Deferred tax assets are recognised for timing differences of other items only to the extent that reasonable certainty exists that sufficient future taxable income will be available against which these can be realised. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Company has a legally enforceable right for such set off. Deferred tax assets are reviewed at each Balance Sheet date for their realisability.												
2.9	Impairment of assets An impairment loss is recognized wherever the carrying amount of fixed assets exceeds the recoverable amount i.e. the higher of the assets' net selling price and value in use.												
3	Provisions and contingencies A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed in the Notes.												

PRABHAT SECURITIES LIMITED
"SATYAM", 4/276, PARWATI BAGLA ROAD, KANPUR

Notes forming part of the financial statements

S.N.	Particulars	Current Year As At 31.03.2018	Previous Year As At 31.03.2017
1	<u>Contingent Liabilities:-</u>		
	i) Estimated Amount of Contract on Capital Account remaining to be executed and provided for	NIL	NIL
	ii) Other Contingent Liabilities	NIL	NIL
2	Director's Remuneration	2057150.00	2392400.00
3	<u>AUDITOR'S REMUNERATION:-</u>		
	Audit fees	94140.00	77935.00
4	The balances of Loans and Advances, Current Liabilities & Provisions and other personal accounts are subject to confirmation and reconciliation, if any		
5	At the year end, the company has Inventories of Shares, amounting to Rs.13230.00, comprising investment in Equity Shares of five companies, But out of five, the company has not in possession of equity shares of two companies, amounting to Rs. 8750.00 Still these Equity Shares are showing in Stock in Trade as held in Company's possession. There is no details of these missing shares.		
6	Quoted investments of Rs. 505000.00 held by the company are stated at cost. The market value of these investments as at 31st March 2017 stands at Rs. NIL as there is no rate available as on 31st March 2017. Provision for decline in the market value has not been made as there was no market rate available.		
7	None of the employees has completed the qualifying years of services for entitlement of gratuity and hence no provision has been made for Gratuity		
8	<u>The Deferred Tax Liability as at 31.03.2017 comprises of the following:-</u>		
		As at 01.04.2017	Current Year charge
		As at 31.03.2018	
	<u>Deferred Tax Assets:-</u>		
	Related to Fixed Assets	-652382.00	-24670.00
		-652382.00	-677052.00
9	Earning per share are calculated by dividing net profit/ (loss) for the year attributable to equity share holders by No. of equity shares outstanding during the year. As there is no change in the equity capital during the year, the diluted earning per share.		
10	Figures of the Previous Year have been regrouped/ rearranged wherever found necessary.		

PRABHAT SECURITIES LIMITED
"SATYAM", 4/276, PARWATI BAGLA ROAD, KANPUR
Notes forming part of the financial statements

Note 3 Share capital

Particulars	As at 31 March, 2018		As at 31 March, 2017	
	Number of shares	Amount (Rs.)	Number of shares	Amount (Rs.)
(a) Authorised				
Equity shares of Rs.10 each with voting rights	5500000	55,000,000.00	5500000	55,000,000.00
Equity shares of Rs.10 each with voting rights	1,510,000	15,100,000.00	1,510,000	15,100,000.00
(b) Issued, Subscribed and Fully Paid up				
Equity shares of Rs. 10 each with voting rights	2900007	29,000,070.00	2900007	29,000,070.00
Equity shares of Rs.10 each with voting rights	1,300,900.00	13,009,000.00	1,300,900.00	13,009,000.00
Total	4200907	42009070.00	4200907	42009070.00

Refer Notes (i),(ii) & (iii) below

Particulars

(i) Terms/rights attached to equity shares

The company has only one class of equity shares with a par value of Rs.10/- per share. Each holder of equity shares is entitled to one vote per share. In the event of liquidation of the Company, the holders of equity shares are entitled to receive the remaining assets of the company, after meeting all liabilities and distribution of all preferential amounts, in proportion to their shareholding.

(ii) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period:

Particulars	Opening Balance	Fresh issue	Closing Balance
Equity shares with voting rights			
Year ended 31 March, 2018			
- Number of shares	4,200,907	-	4,200,907
- Amount (Rs.)	42,009,070.00	-	42,009,070.00
	0		
Year ended 31 March, 2017			
- Number of shares	4,200,907		4,200,907
- Amount (Rs.)	42,009,070.00		42,009,070.00
	0		

(iii) Shares held by Holding/Ultimate Holding/Associates of Holding Company at the end of the year

Name of the Shareholder	Class of Shares	As at 31 March, 2018		As at 31 March, 2017	
		No. of Shares held	% of Shareholding	No. of Shares held	% of Shareholding
Prabhat Securities Ltd.	EQUITY	300,000.00	7.14%	300,000.00	7.14%

(iv) Details of shares held by each shareholder holding more than 5% shares:

Class of shares / Name of shareholder	As at 31 March, 2018		As at 31 March, 2017	
	Number of shares held	% holding in that class of shares	Number of shares held	% holding in that class of shares
Equity shares with voting rights				
SIDDARTH GUPTA	450000	10.71	450000	10.71

Note 4 Reserves and surplus

Particulars	As at 31 March, 2018	As at 31 March, 2017
	Rs.	Rs.
Capital Reserve	816,764.28	816,764.28
General Reserve	1,104,599.33	1,104,599.33
Surplus / (Deficit) in Statement of Profit and Loss		
Opening balance	83,241,179.84	77,498,966.21
Add: Profit / (Loss) for the year	9,408,947.91	5,742,213.63
Less: Depreciation relating to previous year	-	-
Closing balance	92,650,127.75	83,241,179.84
Add transfer to statutory reserve as per RBI norms	131,830.00	
Total	94,703,321.36	85,162,543.45

Note 5 Long-term borrowings

Particulars	As at 31 March, 2018	As at 31 March, 2017
	Rs.	Rs.
(a) Term loans		
From banks/FI		
Secured -		
From other parties	799,991.00	1,201,829.00
Unsecured	-	-
Total	799,991.00	1,201,829.00

**PRABHAT SECURITIES
LIMITED**
"SATYAM", 4/276, PARWATI BAGLA ROAD, KANPUR

Notes forming part of the financial statements
Note 5 Long-term borrowings (contd.)

Particulars

(i) Details of terms of repayment for the other long-term borrowings and security provided in respect of the secured other long-term borrowings:

Particulars	Terms of repayment and security	As at 31 March, 2018		As at 31 March, 2017	
		Secured	Unsecured	Secured	Unsecured
		Rs.	Rs.	Rs.	Rs.
Term loans from banks/FI:					
		799991.00		1201829.00	
Total - Term loans from banks/Fis		799991.00	0.00	1201829.00	0.00
<u>Term loans from other parties:</u>					
Unsecured Loans:					
From Body Corporate		0.00	0.00		0.00
Total - Term loans from other parties		-	-	-	-

(ii) The Company has defaulted in repayment of loans and interest in respect of the following:

Particulars	As at 31 March, 2018		As at 31 March, 2017	
	Period of default	Rs.	Period of default	Rs.
Term loans from other Parties				
Principal		-	-	-
Interest		-	-	-

PRABHAT SECURITIES LIMITED**"SATYAM", 4/276, PARWATI BAGLA ROAD, KANPUR****Notes forming part of the financial statements****Note 6 Disclosures under Accounting Standards**

Particulars	As at 31 March, 2018	As at 31 March, 2017
	Rs.	Rs.
Opening Deferred tax Liability/(Asset) (NET)	-677,052.00	(652,382.00)
Closing deferred tax liability/(Asset) (NET)	(677,052.00)	(652,382.00)

The Company has recognised deferred tax asset on unabsorbed depreciation to the extent of the corresponding deferred tax liability on the difference between the book balance and the written down value of fixed assets under Income Tax (or) The Company has recognised deferred tax asset on unabsorbed depreciation and brought forward business losses based on the Management's estimates of future profits considering the non- cancellable customer orders received by the Company.

PRABHAT SECURITIES LIMITED
"SATYAM", 4/276, PARWATI BAGLA ROAD, KANPUR
Notes forming part of the financial statements

Note 7 of Short-term borrowings

Particulars	As at 31 March, 2018	As at 31 March, 2017
	Secured	Secured
i) Loan Repayable on demand from Banks	17750000	13250000.00
ii) Other Loan and Advances : From Body Corporates Prabhat Stock Sh. Brokers (P) Ltd.	- 0.00	- 160664.00
	17750000.00	13410664.00

Note 8 Trade payables

Particulars	As at 31 March, 2018	As at 31 March, 2017
	Rs.	Rs.
<u>Trade payables:</u>		
Acceptances	28519455	32,437,507.00
Other than Acceptances :	-	-
Total	28,519,455.00	32,437,507.00

Note 9 Other current liabilities

Particulars	As at 31 March, 2018	As at 31 March, 2017
	Rs.	Rs.
(a) Current maturities of long-term debt (Refer Note (i) below)	401,833.00	366,067.00
(b) Book Overdraft (Corporation Bank SCRW A/c)	-	-
(c) Security (Deposit) Margin	1,389,189.00	1,494,190.00
(d) Other payables		
(i) Deposit from Employees	-	-
(ii) Advances from customers	-	-
(iii) <u>Other Sundry Liabilities</u>	-	-
Audit Fee Payable	51,160.00	36,225.00
Electricity Payable	4,092.00	2,145.00
Telephone Expenses	1,056.00	1,472.00
Professional Charges	-	-
Salary Payable	90,000.00	-
NSDL Expense	-	-
RTA Fees	-	23,000.00
Interest accrued and due on secured loan	129,952.00	101,247.00
Other Liability	850,493.00	336,915.00
Liability for Expenses	2,232,498.00	2,113,437.00
T.D.S Payable	4,966.00	14,326.00
Ashok Kumar Sharma (Rent)	174,000.00	-
Santosh Devi Sharma (Rent)	6,000.00	42,000.00
Total	5,335,239.00	4,531,024.00

Note (i): Current maturities of long-term debt (Refer Notes (i) and (ii) in Note 5 - Long-term borrowings for details of

Particulars	As at 31 March, 2018	As at 31 March, 2017
	Rs.	Rs.
(a) Term loans		
From banks /Fis		
<u>Secured</u>		
From Other Parties :-		
<u>Unsecured</u>	401833.00	366067.00
Total	401,833.00	366,067.00

Note 10 Short-term provisions

Particulars	As at 31 March, 2018	As at 31 March, 2017
	Rs.	Rs.
(a) Provision for tax : for the A.Y. 2018-19	2,501,532.00	-
(b) Provision for tax : for the A.Y. 2 2017-18	-	1,868,000.00
Total	2,501,532.00	1,868,000.00

PRABHAT SECURITIES LIMITED
 "SATYAM", 4/276, PARWATI BAGLA ROAD, KANPUR
 Notes forming part of the financial statements
 Note 11 Fixed assets

A.	Tangible assets			Gross block				Accumulated depreciation and impairment				Net block	
		Useful Life Of Assets	SHIFT	Balances as at 1 April, 2017	Additions	Other adjustments	Balance as at 31 March, 2018	Balance as at 1 April, 2017	Depreciation/ amortisation expense for the year	Adjustment with Retained Earning	Balance as at 31 March, 2018	Balance as at 31 March, 2017	Balance as at 31 March, 2018
				Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.	Rs.
1	FURNITURE	10	Single	747,914.00	-		747,914.00	723,873.00	2,299		726,172.00	21,742.00	24,041
2	UPS	5	Single	1,033,386.00			1,033,386.00	879,711.00	66,885.		946,596.00	86,790.00	153,675
3	OFFICE EQUIPMENTS	5	Single	235,612.00	17,578		253,190.00	216,903.00	10,552		227,455.00	25,735.00	18,709
4	GENERATOR	5	Single	76,498.00	-		76,498.00	76,498.00	-		76,498.00	-	-
5	AIR CONDITIONER	5	Single	1,019,923.00	31,700		1,051,623.00	903,219.00	61,772.		964,991.00	86,632.00	116,704
6	FAX MACHINE	5	Single	108,747.00	-		108,747.00	108,747.00	-		108,747.00	-	-
7	CAR	8	Single	4,017,628.00	-		4,017,628.00	2,066,654.00	600,391		2,667,045.00	1,350,583.	1,950,974
8	MOTOR CYCLE	10	Single	103,504.00	-		103,504.00	40,274.00	18,475		58,749.00	44,755.00	63,230
9	OFFICE PREMISES	60	Single	2,294,120.00	-		2,294,120.00	1,225,057.00	46,022		1,271,079.00	1,023,041.	1,069,063
10	COMPUTER	3	Single	7,434,831.00	182,583		7,617,414.00	6,985,474.00	304,003		7,289,477.00	327,937	449,357
11	ELECTRIC	10	Single	19,500.00	-		19,500.00	18,525.00	-		18,525.00	975	975
12	VEHICLES	8	Single	999,339.00	-		999,339.00	955,736.00			955,736.00	43,603	43,603
13	SCOOTER	10	Single	45,051.00	-		45,051.00	38,867.00	-		38,867.00	6,184	6,184
14	MOBILE		Single		62000		62,000.00		23504		23,504.00	38,496	62,000
	Total			18,136,053	293,861		18,429,914	14,239,538	1,133,903		15,373,441	3,056,473	3,958,515
	Previous year			17,522,986	613,067		18,136,053	12,574,422	1,665,116		14,239,538	3,896,515	4,948,564

PRABHAT SECURITIES LIMITED		
"SATYAM", 4/276, PARWATI BAGLA ROAD, KANPUR		
Notes forming part of the financial statements		
Note 11A INVESTMENTS		
Particulars	As at 31 March, 2018	As at 31 March, 2017
	RS.	RS.
QUOTED SHARES:		
50000 EQ. SHARES OF RAJENDRA FISCAL SERVICES LTD.	500000.00	500000.00
500 EQ. SHARES OF SUSHILA PULP & PAPERS LIMITED	5000.00	5000.00
UNQUOTED SHARES		
12500 EQ. SHARES OF SANTOSH HOTELS PVT. LTD.	125000.00	125000.00
300000 EQ. SHARES OF PRABHAT FINANCIAL SERV. LTD.	3000000.00	3000000.00
Investment in Equity Shares:		
-12000 Equity Shares of 10 Rs each of Prabhat Securities	360750.00	360750.00
-4000 Equity Shares of 10 Rs each of Dart limited	40000.00	40000.00
Non Trade (Quoted)	185000.00	185000.00
Other Equity Securities Long Term	284915.00	288115.00
Investment in MUTUAL FUNDS (QUOTED)	35381052.00	23839098.00
	39881717.00	28342963.00
Note 12 Long-term loans and advances		
Particulars	As at 31 March, 2018	As at 31 March, 2017
	RS.	RS.
(a) Security deposits With :		
Unsecured, considered good :		
For Membership of NSE	6,100,000.00	6,100,000.00
For VSAT-NSE	100,000.00	100,000.00
Misc Deposit	19,000.00	19,000.00
CDSL Deposit	950,000.00	950,000.00
Membership-BSE	125,000.00	125,000.00
Capital Adequacy Fund BSE	1,000,000.00	1,000,000.00
Security Deposit	2,759,000.00	2,759,000.00
(b) Due from Director	-	-
	11,053,000.00	11,053,000.00
Note 13 Inventories		
(At lower of cost and net realisable value)		
Particulars	As at 31 March, 2018	As at 31 March, 2017
	RS.	RS.
(a) Shares in Trade	13,100.00	13,230.00
Total	13,100.00	13,230.00
Note 14 Trade receivables		
Particulars	As at 31 March, 2018	As at 31 March, 2017
	RS.	RS.
(i) Trade receivables outstanding for a period exceeding six months from the date they were due for payment		
Unsecured, considered good	3,142,077.00	3,770,798.00
(ii) Other Trade receivables		
Unsecured, considered good	21,005,549.00	25,735,901.00
Total	24,147,626.00	29,506,699.00
Note 15 Cash and cash equivalents		
Particulars	As at 31 March, 2018	As at 31 March, 2017
	RS.	RS.
(a) Cash on hand:	48,101.00	58,523.00
(b) Balances with banks		
(i) In current accounts:	14,078,375.00	6,970,817.68
(ii) In STDR Accounts	52,100,000.00	41,300,000.00
Total	66,226,476.00	48,329,340.68

PRABHAT SECURITIES LIMITED
"SATYAM", 4/276, PARWATI BAGLA ROAD, KANPUR

Notes forming part of the financial statements

Note 16 Short-term loans and advances

Particulars	As at 31 March, 2018	As at 31 March, 2017
	Rs.	Rs.
(a) Loans and advances to related parties		
<u>Unsecured, considered good</u>		
Interest Accrued on STDRs	1895686	3,479,311.00
Prabhat Financial Services Ltd. (Interest Receivable)	-	
	1,895,686.00	3,479,311.00
(b) Prepaid expenses - Unsecured, considered good	288,317.00	171,195.00
Prepaid CIBIL ANNUAL EXP.	2,473.00	1,917.00
Prepaid Insurance	682.00	473.00
	291,472.00	173,585.00
(d) Balances with government authorities		
<u>Unsecured, considered good</u>		
Advance Income Tax (2015-16)	-	
Tax Deducted at Sources F.Y. 16-17	292,128.00	301,016.00
Tax Deducted at Sources F.Y. 17-18	2,418,335.00	1,700,180.00
Income Tax Receivable	18,274.00	775,492.00
(g) Others (specify nature)		
<u>Unsecured, considered good</u>		
Loan to Others :		
Arrow Granites Industries	-	-
Arrow Granites Private Limited	-	-
CMK Developers Pvt. Ltd.	5,718,791.00	5,718,791.00
Jawan Minning & Construction Eq. Pvt. Ltd	8,082,818.00	7,416,322.00
Rodic Coffe Estates Private Limited	-	-
Other Advances	311,020.00	249,990.00
Margin with IL & FS (F&O Clearing Member)	15,600,000.00	25,600,000.00
Neo Exotic Granite LLP	4,000,000.00	4,000,000.00
Vimal Exports International Gems	-	1,100,000.00
Rodic Sikkim Project PVT. LTD.	-	-
Neelkanth Granites	-	-
Northmidland Construction Pvt. Ltd.	-	5,552,365.00
Wollmine India Private Limited	487,460.00	200,000.00
Govind mercantile pvt ltd	5,012,329.00	-
VKS Fincap Pvt. Ltd.	3,956,049.00	4,111,566.00
	43,168,467.00	53,949,034.00
Total	48,084,362.00	60,378,618.00

Note 16 Short-term loans and advances (contd.)

Particulars		
Note: Short-term loans and advances include amounts due from:		
Particulars	As at 31 March, 2018	As at 31 March, 2017
	Rs.	Rs.
<u>Directors</u>	-	0.00

PRABHAT SECURITIES LIMITED
"SATYAM", 4/276, PARWATI BAGLA ROAD, KANPUR

Notes forming part of the financial statements

Note 17 Revenue from operations

Note	Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
		Rs.	Rs.
(a)	Sale of products (Refer Note (i) below)	145,712.00	1,045,726.70
(b)	Income From Financing Activities (Refer Note (ii) below)	31,678,191.00	26,030,605.00
		31,823,903.00	27,076,331.70
(c)	Less: Service Tax on Sales	-	-
	Total	31,823,903.00	27,076,331.70

Note	Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
		Rs.	Rs.
(i)	Sale of products comprises : Equity Shares & Securities	145,712.00	1,045,726.70
	Total - Sale of Products	145,712.00	1,045,726.70
(ii)	Income From Financing Activities comprises : From Brokerage	26806403.00	20897782.00
	From Depository Services	1933998.00	2069594.00
	From Revenue Other Services	16525.00	53071.00
	From Interest received from Loans & Advances given	2921265.00	3010158.00
	Total - Sale of services	31,678,191.00	26,030,605.00

Note 18 Cost of materials consumed

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
	Rs.	Rs.
Opening stock; Equity & Shares	-	-
Add: Purchases: Equity & Shares	-	1,051,348.00
Add: Service tax on Purchase	-	-
Total	-	1,051,348.00
Less: Closing stock : Equity Shares	-	-
Cost of Shares consumed/Sold	-	1,051,348.00
Shares consumed/Sold comprises: Equity Shares	-	1,051,348.00
Total	-	1,051,348.00

Note 18 Employee benefits expense

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
	Rs.	Rs.
Employees Remuneration & Benefits	6,899,106.00	6,172,613.00
Salary to Directors	2,057,150.00	2,392,400.00
Total	8,956,256.00	8,565,013.00

Note 19 Changes in Inventories of Finished Goods, WIP and Stock In Trade

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
	Rs.	Rs.
Opening Stock of Shares	13230.00	14730.00
	13230.00	14730.00
Closing Stock of Shares	13100.00	13230.00
	13100.00	13230.00
Changes in Inventories	-130.00	-1500.00

PRABHAT SECURITIES LIMITED "SATYAM", 4/276, PARWATI BAGLA ROAD, KANPUR Notes forming part of the financial statements Note 20 Other expenses		
Particulars	For the year ended	For the year ended
	31 March, 2018	31 March, 2017
	Rs.	Rs.
Advertising Expense	47608	53,913.00
Bank Charges	4554	3,793.00
Books and Periodicals	16998	16,918.00
Brokerage Commission	10256398	7,440,676.00
Business Promotion	287555	270,065.00
Fees & Subscription	293644	730,854.00
Computer Software Exp.	759965	1,007,792.00
Conveyance Charges		-
D.P. Charges		-
Depository transaction Charges	731402	513,022.00
Donation	133200	128,100.00
Electricity Expenses	434382	445,944.00
Expenses From Dealing in Shares		-
General Expenses	184791	183,439.00
Insurance	84561	110,852.00
KYC KRA Expenses	29507	37,920.00
Legal Charges	72100	94,965.00
Misc. Expenses	342	-
NSE/BSE Transaction Charges	1614	4,725.00
Postage & Telegram	134149	106,771.00
Prefrential Share Allotment Processing Fee		-
Printing & Stationery	234306	232,220.00
Professional Charges	55455	285,021.00
Rent	778268	784,321.00
Rates & Taxes	28267	1,794.00
Repair & Maintenance	253362	227,976.00
ROC Filling Fees	7800	6,600.00
RTA Expense	23600	23,000.00
Staff Food & Beverages	28398	6,172.00
Staff Training Expenses		-
Stipend to Trainees		-
Telephone	508992	551,052.00
Travelling & Conveyance	141765	119,978.00
Transaction Fee Control		-
UPSE Expense		-
Vehicles Running & Maintenance Expenses	212709	228,962.00
VSAT and Leased Line Expenses	297272	258,833.00
Website Expense		-
Payments to auditors (Refer Note (i) below)	94,140.00	77,935.00
Prior period items (net) (Refer Note (ii) below)	16250	-18,181.00
Total	16,153,354.00	13,935,432.00
Notes:		
Particulars	For the year ended	For the year ended
	31 March, 2018	31 March, 2017
	Rs.	Rs.
(i) Payments to the auditors comprises		
As auditors - statutory audit	72,480.00	65,435.00
For Other Services (Quarterly Audit)	14160	12,500.00
For Secretarial Audit	7500	
Total	94,140.00	77,935.00
(ii) Details of Prior period items (net)		
Prior period expenses	-	-
Adjustment for Income Tax of Earlier Year	-	-18,181.00
Total	-	-18,181.00

PRABHAT SECURITIES LIMITED
"SATYAM", 4/276, PARWATI BAGLA ROAD, KANPUR

Notes forming part of the financial statements

Note 21 Finance costs

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
	Rs.	Rs.
(a) Interest expense on:		
(i) Borrowings From Banks	1,855,315.00	1,802,220.00
(ii) Others		
Interest paid	145,322.00	148,411.00
Interest paid on TDS	771.00	-
(b) Other borrowing costs		
Bank Charges and Commission	322,928.00	216,243.00
Total	2,324,336.00	2,166,874.00

Note 22 Other income

Particulars	For the year ended 31 March, 2018	For the year ended 31 March, 2017
	Rs.	Rs.
Dividend	0.00	2500.00
Interest on STDR	4599862.00	5557705.00
Dividend on Mutual Fund	396858.00	267261.00
Interest from other	299254.00	261693.00
Profit on Sale of Car	0.00	0.00
Income from Dealing in Shares	0.00	15196.70
Income from Sale of Shares/Securities	268016.00	150293.00
Income on Sale of Mutual funds	3256157.00	1578685.00
Other Non Operating Income	116661.00	507.00
Total	8,936,808.00	7,833,840.70

PRABHAT SECURITIES LIMITED "SATYAM", 4/276, PARWATI BAGLA ROAD, KANPUR Notes forming part of the financial statements Note 23 Additional information to the financial statements			
Note	Particulars	As at 31 March, 2018 Rs.	As at 31 March, 2017 Rs.
23.1	Contingent liabilities and commitments (to the extent not provided for)		
(i)	Contingent liabilities		
	(a) Claims against the Company not acknowledged as debt	Nil	Nil
	(b) Guarantees	Nil	Nil
	(c) Other money for which the Company is contingently liable	Nil	Nil
(ii)	Commitments		
	(a) Estimated amount of contracts remaining to be executed on capital account and not provided for		
	Tangible assets	Nil	Nil
	Intangible assets	Nil	Nil
	(b) Uncalled liability on shares and other investments partly paid	Nil	Nil
	(c) Other commitments	Nil	Nil
23.2	Disclosures required under Section 22 of the Micro, Small and Medium Enterprises Development Act, 2006 The company has not received information from vendors regarding their status under the Micro, Small & Medium enterprises Development Act, 2006 and hence disclosure relating to amounts unpaid as at the year end together with interest paid / payable under this Act has not been given.		
23.3	Value of imports calculated on CIF basis :	For the year ended 31 March, 2018	For the year ended 31 March, 2017
		Rs.	Rs.
	Raw materials	Nil	Nil
	Components	Nil	Nil
	Spare parts	Nil	Nil
	Capital goods	Nil	Nil
23.4	Expenditure in foreign currency :	For the year ended 31 March, 2018	For the year ended 31 March, 2017
		Rs.	Rs.
	Royalty	Nil	Nil
	Know-how	Nil	Nil
	Professional and consultation fees	Nil	Nil
	Interest	Nil	Nil
	Other matters	Nil	Nil
23.5	Details of consumption of imported and indigenous items	For the year ended 31 March, 2018	
		Rs.	%
	Imported (Rs. In Lacs)		
	Raw materials	(Nil)	(Nil)
		(Nil)	(Nil)
	Components	Nil	NA
		(Nil)	
	Spare parts	Nil	NA
		(Nil)	
	Total	(Nil)	(Nil)
		(Nil)	(Nil)
PRABHAT SECURITIES LIMITED "SATYAM", 4/276, PARWATI BAGLA ROAD, KANPUR Note 23 continued			
	<u>Indigenous</u>	For the year ended 31 March, 2018	
		Rs.	%
	Raw Materials (Rs. In Lacs)	0.00	0.00%
		(0)	(0)
	Consumables	0	0%
		(NIL)	(NIL)
	Packing Materials	0	
		(NIL)	
	Total	0.00	0.00%
		(0)	(0)
	Note: Figures / percentages in brackets relates to the previous year		
23.6	Earnings in foreign exchange : (Rs. In Lacs)	For the year ended 31 March, 2018	For the year ended 31 March, 2017
		Rs.	Rs.
	Export of goods calculated on FOB basis	Nil	Nil
	Royalty, know-how, professional and consultation fees	Nil	Nil
	Interest and dividend	Nil	Nil
	Other income	Nil	Nil
23.7	In the opinion of the board of directors, the current assets, Loans & Advances if realized in the ordinary course of business would not be less than the amount at which they are stated in the Balance Sheet and that no contingent liability exists as on 31.03.2016 except those mentioned in these notes on account		

PRABHAT SECURITIES LIMITED
 "SATYAM", 4/276, PARWATI BAGLA ROAD, KANPUR

ANNEXURES: -

ANNEXURE "A" FEES & SUBSCRIPTION

PARTICULARS	Asat31 March,2017	Asat31 March,2016
CIBIL Annual Fees	5344	3833.00
CDSL Expenses		16100.00
CIBIL Membership Fees		1900.00
MCX/NCDEX Membership Fees		0.00
MSEIL Processing Fees		575000.00
Listing Fees (CSE)		20125.00
Listing Fees (MSEIL)	40250	28750.00
Membership Fees		0.00
SEBI Fees	201000	1000.00
NSDL Custody Fees	10350	10511.00
Annual Subscription to NSE/BSE/ANMI	36700	73635.00
Total	293644	730854.00

PRABHAT SECURITIES LIMITED
Reg. Off: 'SATYAM' 4/276 PARWATI BAGLA ROAD, KANPUR - 208002

ATTENDANCE SLIP

DP ID.	
CLIENT ID	

FOLIO NO.	
NO. OF SHARES	

Name & Address of Shareholder / Proxy holder

I certify that I am a registered Shareholder / Proxy for the registered Shareholder of the Company. I hereby record my presence at the Annual General Meeting of the Company held on Saturday, the 29th September 2018, at 01:30 P.M. at the Registered Office of the Company at "SATYAM' 4/276 Parwati Bagla Road, Kanpur - 208002".

Member's / Proxy's Signature

(Shareholder attending the meeting in person or by proxy is requested to complete the attendance slip and handover at the entrance of the Meeting Hall)

FORM NO. MGT-11
PROXY FORM

I / We _____

Being a Member / Members of PRABHAT SECURITIES LIMITED hereby appoint Mr. / Ms.

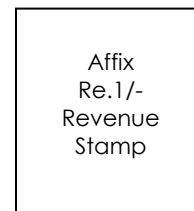
as my / our Proxy to attend and vote for me / us and on my / our behalf at the ANNUAL GENERAL MEETING of the Company to be held on Friday, the 29th September 2018, at 01:30 P.M. at the Registered Office of the Company at “SATYAM’ 4/276 Parwati Bagla Road, Kanpur 208002”, and at any adjournment(s) thereof in respect of such resolutions as are indicated below.

Resolution No.	Resolution	Optional (Please mention no. of shares)	
		For	Against
Ordinary Business:			
1	To receive, consider and adopt the financial statements of the Company for the year ended on 31st March, 2018 including the audited Balance Sheet as on 31st March, 2018 and the Statement of Profit and Loss for the year ended on that date and the Reports of the Directors and Auditors thereon		
2	To re-appoint Mr. Rama Kant Kushwaha (DIN 02237714,) Director of the Company who retires by rotation at this meeting and being eligible, offers himself for re-appointment.		
3	To Ratify the appointment of M/s. R.P. Khandelwal & Associates , Chartered Accountants (Firm Registration No. 001795C), as the Statutory Auditors of the Company		
Special Business			
4	To appoint Mr. Vijay Kumar Jain (DIN 08208856) as an independent Director of the Company		

Signed this _____ day of _____ 2018.

Signature of shareholder.....

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



FOR OFFICE USE ONLY

DATE OF RECEIPT

Notes:

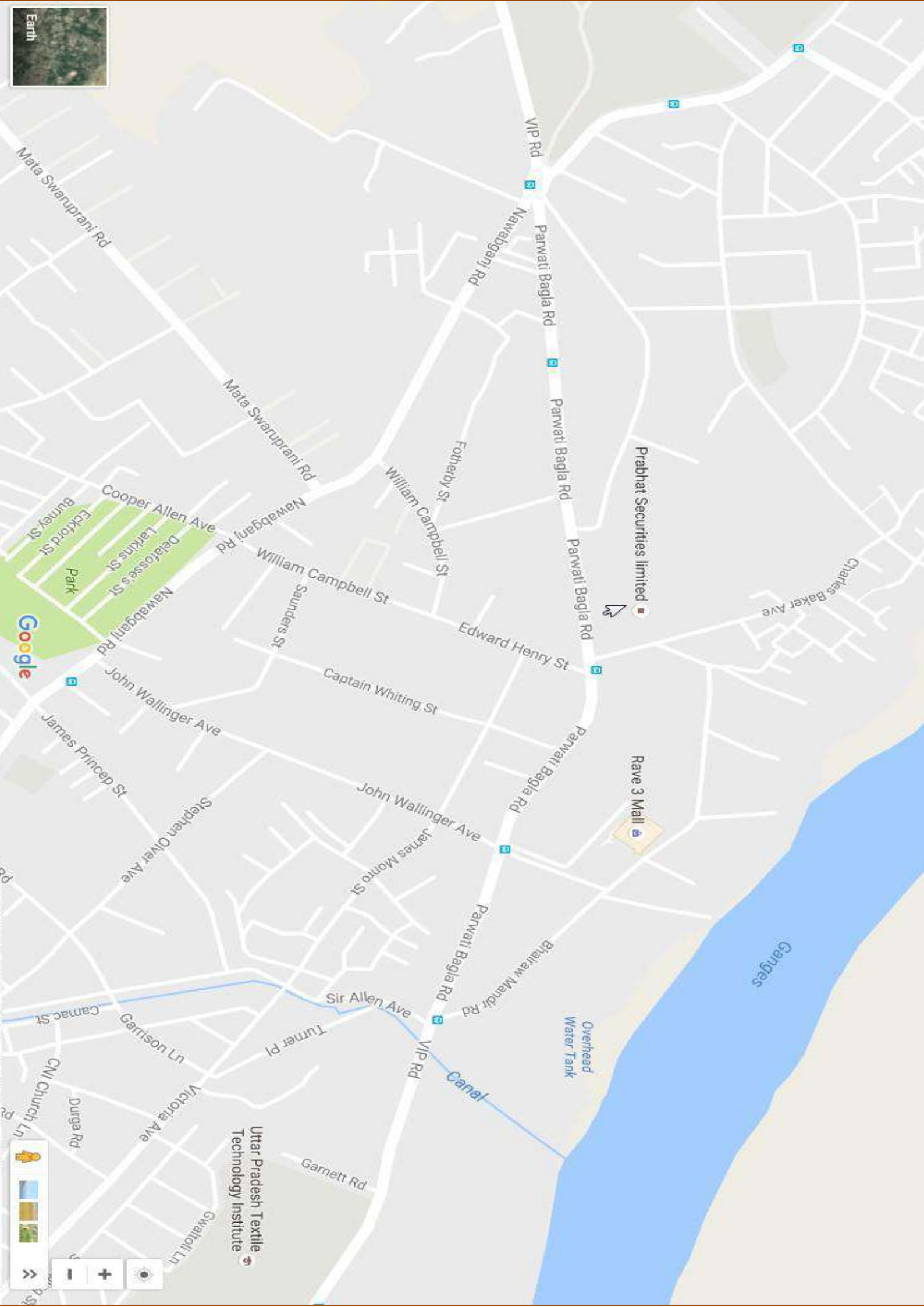
1. This form in order to be effective should be duly completed and deposited at the Registered Office of

the company, not less than 48 hours before the commencement of the meeting.

2. It is optional to indicate your preference. If you leave the for or against column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she may deem appropriate.



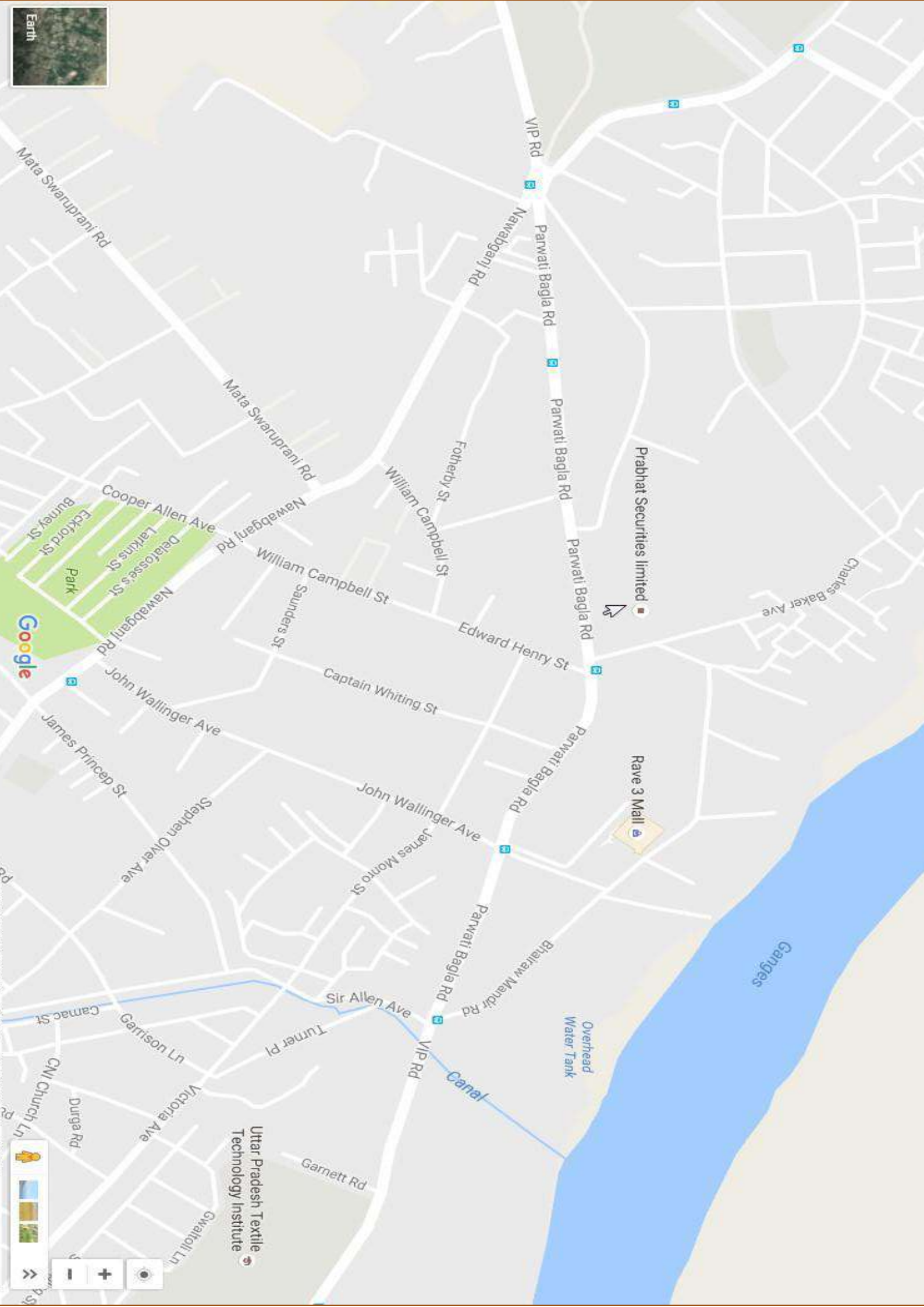
Earth



Map navigation controls including a compass, a street view pegman icon, a thumbnail gallery, and zoom in (+) and zoom out (-) buttons.



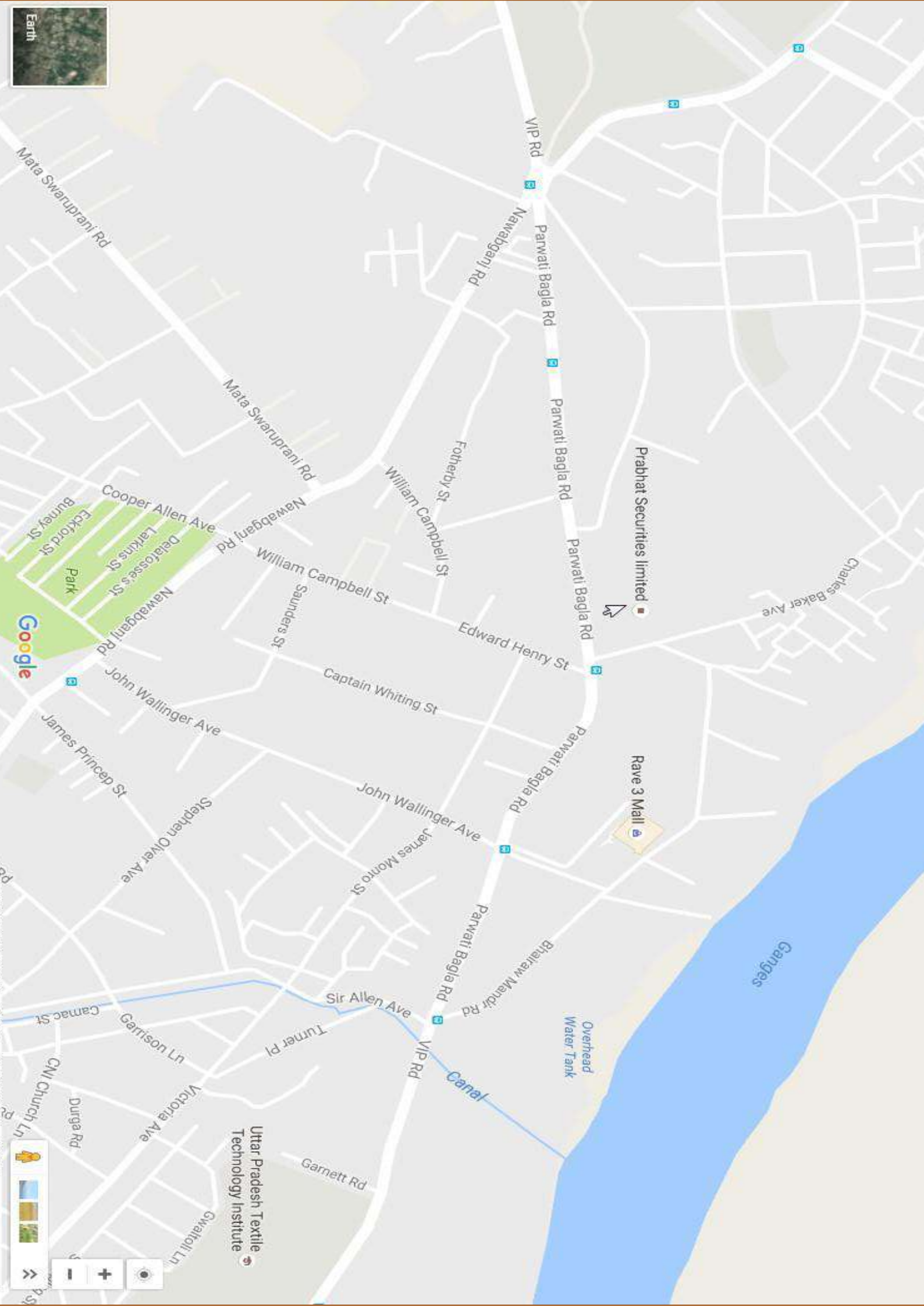
Earth



Map navigation controls including a compass, a street view pegman icon, a thumbnail gallery, and zoom in (+) and zoom out (-) buttons.



Earth



Map navigation controls including a compass, a street view pegman icon, a thumbnail gallery, and zoom in (+) and zoom out (-) buttons.

IF UNDELIVERED, PLEASE RETURN TO:-

PRABHAT SECURITIES LIMITED

Regd. Off: `Satyam`, 4/276, Parwati Bagla Road,

Kanpur-208002, Uttar Pradesh, India

Phone No.: 91-512-3073793

E-mail: prabhatsecurities@gmail.com

Website : www.prabhatsecuritiesltd.com
