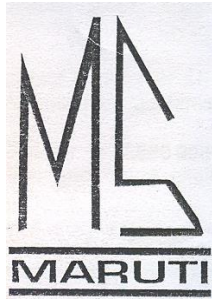


**25th**

**ANNUAL REPORT**

**2018-2019**



**MARUTI SECURITIES LIMITED**

**COMPANY INFORMATION**

**BOARD OF DIRECTORS**

B.Srinivas  
Sripathi Vamshi Krishna  
B Kavitha

Managing Director (DIN 00102911)  
Independent Director (DIN 06959997)  
Independent Director (DIN 06943821)

B Arun

Chief Financial Officer

Corporate Identification Number

L67120TG1994PLC018087

E-mail – [msl\\_1994@rediffmail.com](mailto:msl_1994@rediffmail.com)

Website – [www.mslsec.com](http://www.mslsec.com)

**BANKERS**

Bank of Baroda

**AUDITORS**

M/S P C N & Associates.,  
Chartered Accountants,  
Plot No:12 “ N Heights ” Ground Floor,  
Software Layout Unit  
Cyberabad, Hyderabad - 500 081

**REGISTERED OFFICE**

Plot No: 66, Parkview Enclave  
Manovikas Nagar,  
Secunderabad - 500 009.  
Phone No: 040-2775 6556  
Mail ID: [msl\\_1994@rediffmail.com](mailto:msl_1994@rediffmail.com)

**SHARE TRANSFER AGENT**

M/s Aarathi Consultants Pvt Ltd.,  
1-2-285, Domalguda,  
Hyderabad- 500 029

Email – [lnof@aarthiconsultants.com](mailto:lnof@aarthiconsultants.com)

Website: [www.aarthiconsultants.com](http://www.aarthiconsultants.com)

**STOCK EXCHANGE WHERE COMPANY SHARES ARE LISTED**

BSE Limited

**NOTICE TO THE SHARE HOLDERS**

Notice is hereby given that the Twenty Fifth Annual General Meeting of M/s. MARUTI SECURITIES LIMITED will be held on Saturday the 28<sup>th</sup> September, 2019 at 10.00 A.M. at the Registered Office of the Company at Plot No.66,Parkview Enclave, Manovikas Nagar, Secunderabad 500 009 to transact the following business:

**ORDINARY BUSINESS:**

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March 2019, the Profit and Loss Account for the year ended on that date and Report of the Directors and the Auditors thereon.

**SPECIAL BUSINESS:**

2. **To consider, if thought fit to approve with or without modification the following resolution as Special Resolution**

To re-appoint Mr. Sripathi Vamshi Krishna as an Independent Director of the Company for another period of five years

“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 there under read with Schedule IV to the Act, as amended from time to time, Mr. Sripathi Vamshi Krishna (DIN: 06959997), a non-executive independent director of the Company, 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 re-appointed as an Independent Director of the Company, for a further period of Five Years with effect from 25<sup>th</sup> August 2019.”

3. **To consider, if thought fit to approve with or without modification the following resolution as Special Resolution**

To re-appoint Ms. B.Kavita, as an Independent Director of the Company for another period of five years.

“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 there under read with Schedule IV to the Act, as amended from time to time, Ms. B Kavitha (DIN: 06943821), a non-executive independent director of the Company, 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 re-appointed as an Independent Director of the Company, for a further period of Five Years with effect from 25<sup>th</sup> August 2019.”

4. **To consider, if thought fit to approve with or without modification the following resolution as Special Resolution**

**To appoint Mr. Sri B. Srinivas( DIN - 00102911) as Managing Director of the Company**

“RESOLVED THAT pursuant to the provisions Section 196, 197, 203 of the Companies Act 2013 and rules made there under, read with Schedule V of the said Act, Sri B. Srinivas, Director of the Company be and is hereby appointed as Managing Director of the Company for the period of five years with effect from 31<sup>st</sup> March, 2020 on the terms and conditions as recommended by the Nomination and Remuneration Committee and which is laid before the Board.

FURTHER RESOLVED THAT Mrs. B. Kavitha, Director of the Company be and is hereby authorized to do to file the forms with the Registrar of the Companies, Hyderabad and to do all such Acts, Deeds and execute all documents, things as required in the furtherance of this Resolution.”

Place: Secunderabad

By Order of the Board

Date: 23-08-2019

B.SRINIVAS  
(DIN: 00102911)  
MANAGING DIRECTOR

**NOTES:**

1. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS / HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty members and holding in aggregate not more than ten percent of the total Share Capital of the Company. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other Member. The instrument of Proxy, in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not later than 48 hours before the commencement of the meeting. A Proxy Form is annexed to this Report. Proxies submitted on behalf of limited companies, societies, etc., must be supported by an appropriate resolution / authority, as applicable.
2. The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, 21<sup>st</sup> September 2019 to Saturday, 28<sup>th</sup> September, 2019 (both days inclusive). The book closure dates have been fixed in consultation with the Stock Exchanges.
3. The relevant details of Director seeking appointment / re-appointment under items no. 2 of this Notice is provided in the Annual Report.
4. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made there under, Companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their e-mail address either with the Company or with the Depository. Members who have not registered their e-mail address with the Company can now register

the same by submitting a duly filled in 'E-Communication Registration Form', available on the website of the Share Transfer Agent of the Company [www. aarthiconsultants.com](http://www.aarthiconsultants.com), to M/s. Aarthi Consultants Private Limited. Members holding shares in demat form are requested to register their e-mail address with their Depository Participant(s) only. Members of the Company, who have registered their e-mail address, are entitled to receive such communication in physical form upon request.

5. The Notice of AGM, Annual Report and Attendance Slip are being sent in electronic mode to Members whose e-mail IDs are registered with the Company or the Depository Participant(s) unless the Members have registered their request for a hard copy of the same. Physical copy of the Notice of AGM, Annual Report and Attendance Slip are being sent to those Members who have not registered their e-mail IDs with the Company or Depository Participant(s). Members who have received the Notice of AGM, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance Slip and submit a duly filled in Attendance Slip at the registration counter to attend the AGM.
6. Pursuant to Section 108 of the Companies Act, 2013, read with the relevant Rules of the Act, the Company is pleased to provide the facility to Members to exercise their right to vote by electronic means. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on 20<sup>th</sup> September 2019, are entitled to vote on the Resolutions set forth in this Notice. Members who have acquired shares after the dispatch of the Annual Report and before the book closure may approach the Share Transfer Agent of the Company for issuance of the User ID and Password for exercising their right to vote by electronic means. The e-voting period will commence at 10.00 a.m. on Wednesday 25<sup>th</sup> September 2019 and will end at 5.00 p.m. on Friday, 27<sup>th</sup> September 2019. The Company has appointed Mrs. Sarada putcha Practising Company Secretary, to act as the Scrutinizer, for conducting the scrutiny of the votes cast. The Members desiring to vote through electronic mode may refer to the detailed procedure on e-voting given hereinafter.

#### PROCEDURE FOR E-VOTING

- I. The Company has entered into an arrangement with CDSL for facilitating e-voting for AGM. The instructions for e-voting are as under:

##### (a) Instructions for e-voting

- a) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- b) Click on "Shareholders" tab.
- c) Now enter your User ID

For Members holding shares in Demat Form	For Members holding shares in Physical Form
For NSDL: 8 Character DP ID followed by 8 Digits Client ID, For CDSL: 16 digits beneficiary ID,	Folio Number registered with the Company

- d) Next enter the Image Verification as displayed and Click on Login.
- e) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier voting of any company, then your existing password is to be used.
- f) If you are a first time user follow the steps given below:

	For Members holding shares in Demat Form and Physical Form
PAN	Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)

	<ul style="list-style-type: none"> <li>Physical Shareholders who have not updated their PAN with the Company are requested to use the first two letters of their name in Capital Letter followed by 8 digits folio number in the PAN Field. In case the folio number is less than 8 digits enter the applicable number of 0's before the folio number. Eg. If your name is Ramesh Kumar with folio number 1234 then enter RA00001234 in the PAN field</li> <li>Demat Shareholders who have not updated their PAN with their Depository Participant are requested to use the first two letters of their name in Capital Letter followed by 8 digit CDSL client id. For example: CDSL Account holder name is Rahul Mishra and Demat A/c No. is 12058700 00001234 then default value of PAN is 'RA00001234'. NSDL Account holder name is Rahul Mishra and DP ID. is IN300000 and client ID 12345678 then default value of PAN is 'RA12345678'.</li> </ul>
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> <p>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 folio/client id.</p>

- g) After entering these details appropriately, click on "SUBMIT" tab.
- h) Members holding shares in Physical form will then reach directly to the voting screen.
- i) 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.  
If Demat account holder has forgotten the changed password then enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- j) Click on the relevant EVSN for the "Maruti Securities Limited" on which you choose to vote.
- k) On the voting page, you will see Resolution Description and against the same the option 'YES/NO' for voting. Enter the number of shares (which represents number of votes) under YES/NO.
- l) Click on the "RESOLUTION FILE LINK" if you wish to view the entire Notice of the Annual General Meeting.
- m) 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.
- n) Once you 'CONFIRM' your vote on the resolution, you will not be allowed to modify your vote.
- o) You can also take out print of the voting done by you by clicking on "Click here to print" option on the Voting page.
- p) Note for Non-Individual Shareholders & Custodians:
  - Institutional shareholders (i.e. other than Individuals, HUF, NRI etc.) are required to log on to <https://www.evotingindia.com> and register themselves as Corporates.

- They should submit a scanned copy of the Registration Form bearing the stamp and sign of the entity to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details they have to create a user who would be able to link the account(s) which they wish to vote on.
  - The list of accounts should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - They should upload a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, in PDF format in the system for the scrutinizer to verify the same.
- q) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com) under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com)

- II. In case of any queries, you may refer to the ‘Frequently Asked Questions’ (FAQs) and ‘e-voting user manual’ available in the downloads section of CDSL’s e-voting website.
- III. If you are already registered with CDSL for e-voting then you can use your existing User ID and Password for casting vote.
- IV. The voting rights shall be as per the number of equity share held by the Member(s) as on Friday 20th September 2019. Members are eligible to cast vote electronically only if they are holding shares as on that date.
- V. The Companies (Management and Administration) Rules, 2014 provides that the electronic voting period shall be commenced at least three days prior to the date of AGM. Accordingly, the voting period shall commence at 10.00 a.m. on Wednesday 25<sup>th</sup> September 2019 and will end at 5.00 p.m. on Friday 27<sup>th</sup> September, 2019. The e-voting module shall be disabled by CDSL at 5.00 p.m. on the same day.
- VI. The results shall be declared on or after the AGM. The results along with the Scrutinizer’s Report shall also be placed on the website of the Company.
- VII. Members holding shares in physical form are requested to intimate any change of address and / or bank mandate to M/s. Aarathi Consultants Private Limited / Investor Service Department of the Company immediately.
- VIII. The Securities and Exchange Board of India has mandated submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in demat form are, therefore, requested to submit PAN details to the Depository Participants with whom they have demat accounts. Members holding shares in physical form can submit their PAN details to M/s. Aarathi Consultants Private Limited / Investor Service Department of the Company.
- IX. For convenience of the Members and proper conduct of the meeting, entry to the meeting venue will be regulated by Attendance Slip. Members are requested to sign at the place provided on the Attendance Slip and hand it over at the registration counter.
- X. Members desiring any information relating to the accounts are requested to write to the Company well in advance so as to enable the management to keep the information ready.

**Explanatory Statement  
Pursuant to Section 102 of the Companies Act 2013**

**Resolution No. 2 & 3**

**To re-appoint Mr. Sripathi Vamshi Krishna & Ms. B. Kavitha as Independent Directors for another period of five years**

Mr. Sripathi Vamshi Krishna & Ms. B. Kavitha were earlier appointed as Independent Directors of the Company for a period of five years w.e.f 25<sup>th</sup> August 2014. Now, it is proposed to re-appoint them again for another period of five years.

As per the provisions of the Companies Act, 2013 with respect to appointment and tenure of the Independent Directors, the Independent Directors shall be appointed for not more than two terms of five years each and shall not be liable to retire by rotation at every AGM. Accordingly, the Independent Directors will serve for not more than two terms of five years each on the Board of the Company. In line with the requirements of the Companies Act, 2013, it is therefore proposed to re-appoint them as Independent Directors on the Board of the Company for a term upto five consecutive years, commencing from 25<sup>th</sup> August, 2019. A brief profile of proposed Independent Directors, including nature of their expertise, is provided in this Annual Report.

Notices have been received from Members proposing candidature of the above Directors for the office of Independent Directors of the Company. In the opinion of the Board, they fulfil the conditions specified in the Companies Act, 2013 and the Rules made thereunder for appointment as Independent Directors of the Company. A copy of the draft Letter of Appointment for Independent Directors, setting out terms and conditions of their appointment, is available for inspection at the Registered Office of the Company during business hours on any working day.

None of the Directors or Key Managerial Personnel of the Company and their relatives, other than Independent Directors for their respective appointment, are concerned or interested, financially or otherwise, in these Resolutions. The Board recommends the Special Resolutions as set out at items no. 2 & 3 for approval of the Members.

**Resolution No. 4**

**To re-appoint Mr. B Srinivas as Managing Director of the Company for another period of five years**

Mr. B Srinivas was earlier appointed as Managing Directors of the Company for a period of five years w.e.f 31<sup>st</sup> March 2015. Now, it is proposed to re-appoint him again for another period of five years.

A copy of the draft Letter of Appointment, setting out terms and conditions of his appointment, is available for inspection at the Registered Office of the Company during business hours on any working day.

None of the Directors or Key Managerial Personnel of the Company and their relatives, other than Mr. B Srinivas for his respective appointment, are concerned or interested, financially or otherwise, in these Resolutions. The Board recommends the Special Resolutions as set out at item no. 4 for approval of the Members.



**ADDITIONAL INFORMATION**

Brief Details of Directors seeking re-appointment at this Annual General Meeting  
(Pursuant to SEBI (LODR) Regulations 2015)

As required under SEBI (LODR) Regulations 2015, the particulars of Director who are proposed to be re-appointed are given below:

Name : B.Kavitha  
Age : 39 years  
Qualification : B.A,  
Experience : 19 years

Other Directorships : NIL

Name : Sripathi Vamshi Krishna  
Age : 26 years  
Qualification : B.Com.,  
Experience : 6 years

Other Directorships : NIL

Name : Sri B. Srinivas  
Age : 49 years  
Qualification : Diploma in Electrical Engineering  
Experience : 25 years

Other Directorships : NIL

## DIRECTORS' REPORT

To  
The Members,  
Maruti Securities Limited.

Your Directors have pleasure in presenting the Twenty Fourth Annual Report together with Audited Accounts of the Company for the year ended 31st March, 2019.

### OPERATIONS

Your Directors report that your Company has reported Rs.0.13 lakhs income from other income and a Gross Loss before tax of Rs.13.53 Lakhs as against Gross Loss before tax of Rs .37.88 Lakhs in the previous year respectively.

### Financial Results:

Particulars	2018-2019 in Rupees	2017-2018 in Rupees
Gross Income	12,713	4,26,772
Profit before Tax(+)/Loss(-)	(13,53,421)	(37,88,379)
Provision for Tax	NIL	NIL
Profit after Tax(+)/Loss(-)	(13,53,421)	(37,88,379)
Deferred Income Tax Assets /Liabilities during the year	NIL	NIL
Profit/(Loss) from the period from Continuing operations	(13,53,421)	(37,88,379)
Profit/(Loss) at the beginning of the year	(38,15,97,667)	(38,02,09,288)
Profit/(Loss) for the period	(38,29,51,088)	(38,15,97,667)

### FINANCIAL PERFORMANCE

The Company incurred a loss of Rs. 13,53,421/- during the financial year 2018-19.

### DIVIDEND

In view of the loss carried out for the previous financial years including current year, your Directors express their inability to recommend payment of dividend on equity shares to the members and on preference shares to the preference share holders.

### MANAGEMENT DISCUSSION & ANALYSIS

#### Overall Review

Pursuant to ITAT Order in favour of the Company for the Asst.Year 2005-06, 2006-07,2007-08,2008-09,2009-10,2010-11 2011-12, and 2013-14 the Income Tax Department have preferred an appeal in the High Court of Telengana challenging the ITAT Order.

#### Business Risk Management

The Company, like any other enterprise, is exposed to business risk which can be internal risks as well as external risks.

The Country's economic scenario has many challenges to overcome the financial liquidity in the economy and to obtain growth of 6% to 7% for the current financial year. Global Economy continues to face threats of imposing additional duties to overcome and curtail excess supply from other developed nations.

The Government's thrust on infrastructure and growth in the industrialization with huge investments, the economic activity continuous to grow at a single digit growth.

**MATERIAL DEVELOPMENTS IN HUMAN RESOURCES/INDUSTRIAL RELATIONS FRONT, INCLUDING NUMBER OF PEOPLE EMPLOYED.**

The Human Relations in the organization have been cordial. Your Company believes that man power is its greatest asset and endeavors to improve employee welfare at all times.

Foreign exchange earnings and outflows are: NIL

**DIRECTOR**

Smt.Kavitha, independent director whose period of office expires on 25-08-2019 after completion of five years and eligible for re-appointment for further period of five years . A notice under Section 160(1) of the Act has been received from a Member signifying his intention to propose his appointment as a Director.

Sri.Sripathi Vamshi Krishna, independent director whose period of office expires on 25-08-2019 after completion of five years and eligible for re-appointment for further period of five years . A notice under Section 160(1) of the Act has been received from a Member signifying his intention to propose his appointment as a Director.

**Deposits**

The Company has not accepted deposits covered under Chapter V of the Companies Act, 2013 and accordingly, the disclosure requirements stipulated under the said Chapter are not applicable.

**Particulars of Loans, Guarantees and Investments**

During the year under review, the company has not given any loans, Guarantees and Investments covered under the provisions of Section 186 of the Companies Act, 2013

**Extract of Annual Return**

The details forming part of the extract of the Annual Return in form MGT-9 is annexed herewith

**AUDITORS' REPORT**

The Auditors' Report to the members read together with the relevant notes thereon are self explanatory and hence do not warrant any comments under Section 217 of the Companies Act, 1956.

**AUDITORS**

The provisions of Section 139(2) of the Companies Act 2013 and the Rules made there-under, mandated the Company to rotate its existing Statutory Auditors. The term of the existing Auditors M/s.P C N & Associates.,has been appointed for the period of five years with effect from the conclusion of the Annual General Meeting held on 28-09-2017 subject to ratification at every Annual General Meeting.

In this Regard, M/s. PCN & Associates, has provided a declaration stating that they are not disqualified to continue to act as the Statutory Auditors of the Company.

**CORPORATE GOVERNANCE**

Corporate Governance report and Auditors' Certificate regarding Compliance of conditions of Corporate Governance are made a part of the Annual Report as per the Annexure - A.

## **Board Evaluation**

Pursuant to the provisions of the Companies Act, 2013 and SEBI (LODR) Regulations 2015, the Board has carried out an annual performance evaluation of its own performance, the directors individually as well as the evaluation of the working of its Audit and Nomination & Remuneration Committees.

### **Number of Board Meetings held during the financial year and the dates of the Board meetings:**

Thirteen Board meetings were held during the financial year 2018-2019.

The dates on which the above Board meetings were held are as follows;

30<sup>th</sup> May 2018, 29<sup>th</sup> June 2018, 10<sup>th</sup> July, 2018, 30<sup>th</sup> July 2018, 25<sup>th</sup> August 2018, 29<sup>th</sup> September 2018, 1<sup>st</sup> October 2018, 15<sup>th</sup> October 2018, 29<sup>th</sup> October 2018, 24<sup>th</sup> December 2018, 28<sup>th</sup> January 2019, 18<sup>th</sup> February, 2019 and 30<sup>th</sup> March, 2019.

## **Independent Directors**

At the 20<sup>th</sup> Annual General Meeting of the Company held on 30<sup>th</sup> September 2014, the Members of the Company had appointed Independent Directors of the Company, for a period of 5 years. Now, it is proposed to re-appoint them again for another period of Five Years. All Independent Directors have given declarations that they meet the criteria of independence as laid down under Section 149(6) of the Companies Act, 2013 and SEBI (LODR) Regulations 2015.

## **DIRECTORS' RESPONSIBILITY STATEMENT**

Pursuant to the requirement under Section 134(3)(c) of the Companies Act, 2013, with respect to Directors responsibilities Statement it is hereby confirmed:

- a. That in preparation of the annual accounts, the applicable accounting standards have been followed along with proper explanation relating to material departures ;
- b. That the directors have selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year ended 31<sup>st</sup> March, 2019 and of the profit and loss of the company for that period;
- c. That the directors have 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. That the directors have prepared the annual accounts on a going concern basis.
- e. that proper internal financial controls were in place and that the financial controls were adequate and were operating effectively;
- f. That systems to ensure compliance with the provisions of all applicable laws were in place and were adequate and operating effectively.

## **Policies**

### **Material subsidiary**

During the year ended March 31, 2019, the Company does not have any material listed/unlisted subsidiary companies. The policy on determining material unlisted subsidiary of the Company is approved by the Board of Directors of the company.

### **Vigil Mechanism**

The Board of Directors of the company are committed to maintain the highest standard of honesty, openness and accountability and recognize that employees have important role to play in achieving the goal. As a public company the integrity of the financial matters of the Company and the accuracy of financial information is paramount. The stakeholders of

the Company and the financial markets rely on this information to make decisions. For these reasons, the Company must maintain workplace where it can retain and treat all complaints concerning questionable accounting practices, internal accounting controls or auditing matters or concerning the reporting of fraudulent financial information to our shareholders, the Government or the financial markets. The employees should be able to raise these free of any discrimination, retaliation or harassment. Pursuant to the policy, employees are encouraged to report questionable accounting practices to Mr.Sripathi Vamshikrishna, Chairman Audit Committee through email or by correspondence through post.

### **Related Party Transaction**

Policy on dealing with Related Party Transactions as approved by the Board.

### **Familiarisation programme for Independent Directors**

The Company has formulated a programme for familiarising the Independent Directors with the Company, their roles, rights, responsibilities in the company, nature of the industry in which the company operates, business model of the company etc through various initiatives.

### **Key Managerial Personnel**

B. Arun, Chief Financial Officer and Sagar Modve., Company Secretary and Compliance Officer of the Company were appointed as Key Managerial Personnel in accordance with the Section 203 of the Companies Act,

### **Related Party Transaction**

Policy on dealing with Related Party Transactions is approved by the Board:

No related party transactions were entered into during the financial year under review, there are no materially significant related party transactions made by the Company with Promoters, Directors, Key Managerial Personnel or other designated persons which may have a potential conflict with the interest of the Company at large. The same was discussed by the Audit Committee as also the Board. The policy on Related Party Transactions as approved by the Board. None of the Directors has any pecuniary relationships or transactions vis-à-vis the Company.

### **Internal Financial Controls**

The Company has in place adequate internal financial controls with reference to financial statements. Periodic audits are undertaken on a continuous basis covering all the operations i.e., manufacturing, sales & distribution, marketing, finance, etc. Reports of internal audits are reviewed by management from time to time and desired actions are initiated to strengthen the control and effectiveness of the system.

### **Secretarial Audit**

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Secretarial Audit Report is in Form No. MR-3 obtained by the company and forms part of this Annual report.

### **Disclosures pursuant to The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014**

1. The Disclosures pursuant to sub-rule (1) of Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are forms part of the Board's Report.
2. The Disclosures pursuant to sub-rule (2) of Rule 5 of The Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, in respect of employees of the Company forms part of the Board's Report.

### **Remuneration Policy**

The Board has, on the recommendation of the Nomination & Remuneration Committee framed a policy for selection and appointment of Directors, Senior Management and their remuneration. The details pertaining to criteria for determining

qualifications, positive attributes and independence of a Director and remuneration policy have been provided in Section of the attached Corporate Governance Report.

**Significant and Material Orders Passed by the Regulators or Courts**

There are no significant material orders passed by the Regulators/Courts which would impact the going concern status of the Company and its future operations

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

The Company has in place an Anti Sexual Harassment Policy in line with the requirements of Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act 2013. An Internal committee has been set up to redress the complaints received regarding sexual harassment at workplace. All employees including trainees are covered under this policy.

**DEMATERIALISATION OF SECURITIES**

As Members are aware, your Company's equity shares are compulsorily tradable in electronic form. As on March 31, 2019, 90.76% of your Company's paid up Capital representing 45,38,465 equity shares are in dematerialized form. In view of numerous advantages emanating from the depository system. Members holding equity shares in physical mode are requested to avail the facility of dematerialization of the Company's shares on either of the depositories i.e., CDSL/NSDL.

**ACKNOWLEDGEMENTS**

Your directors have pleasure in recording their appreciation of co-operation extended to the Company by the Bankers and employees.

For and on behalf of the Board

**B.Srinivas**  
**Managing Director**

**B. Kavitha**  
**Director**

Place: Secunderabad

Date: 23-08-2019

**B.Arun**  
**CFO**

**Sagar Modve**  
**Company Secretary**

**FORM No. MR-3**  
**SECRETARIAL AUDIT REPORT**

FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH 2019

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

To,  
The Members,  
MARUTI SECURITIES LIMITED

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by Maruti 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 the 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 authorised representatives during the conduct of secretarial audit and as per the explanations given to us and the representations made by the Management, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31st March, 2019 generally 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 made available to us and maintained by the Company for the financial year ended on 31st March, 2019 according to the applicable provisions of:

- i. The Companies Act, 2013 ('the Act') and the rules made there under, as applicable;
- ii. The Securities Contract (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- iii. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- iv. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment;
- v. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
  - a. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
  - b. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
  - c. The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
  - d. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
- vi. Other laws applicable to the Company as per the representations made by the Management.

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

- i. Secretarial Standards of The Institute of Company Secretaries of India with respect to board and general meetings are yet to be specified under the Act by the Institute.
- ii. SEBI (LODR) Regulations 2015 to the extent applicable to the Company.

During the period under review and as per the explanations and clarifications given to us and the representations made by the Management, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, etc. mentioned above.

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. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.

Adequate notice was given to all Directors at least seven days in advance to schedule the Board Meetings. Agenda and detailed notes on agenda were sent 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.

Decisions at the Board Meetings, as represented by the management, were taken unanimously. We further report that as per the explanations given to us and the representations made by the Management and relied upon by us there are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

We further report that during the audit period, there were no instances of Amalgamation or arrangements.

Sarada putcha  
Company Secretary  
FCS No: 21717, CP No: 8735

Hyderabad  
August 23, 2019

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,  
Maruti Securities Limited

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

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

Sarada putcha  
Company Secretary  
FCS No: 21717, CP No: 8735

Hyderabad  
August 23, 2019



Form No. MGT-9

**EXTRACT OF ANNUAL RETURN**  
**as on the financial year ended on**  
**31<sup>ST</sup> March 2019**

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

**I. REGISTRATION AND OTHER DETAILS:**

<b>CIN</b>	<b>CIN67120TG1994PLC018087</b>
Registration Date	09/08/1994
Name of the Company	Maruti Securities Limited
Category / Sub-Category of the Company	Public Limited Company
Address of the Registered office and contact details	Plot No:66,Parkview Enclave, Manovikas Nagar, Secunderabad, Telangana – 500009.
Whether listed company	Yes
Name, Address and Contact details of Registrar and Transfer Agent, if any	Ms.Aarthi Consultants Private Limited 1-2-285,Domalguda, Hyderabad-500029

**II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY**

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

Sl. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Manufacturing	NA	NA

**III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES -**

S. NO	NAME AND ADDRESS OF THE COMPANY	CIN/GLN	HOLDING/ SUBSIDIARY / ASSOCIATE
1	<b>NIL</b>	NIL	NIL





1	MSL CONSTRUCTION LIMITED	700000	14.00	-	700000	14.00	-	-
2	ALPHA SOFTWARE SERVICES LIMITED	700000	14.00	-	700000	14.00	-	-
3	K VARADRAJAN	213700	4.27	-	213700	4.27	-	-
4	K CHITRA	20100	0.40	-	20100	0.40	-	-
5	K SANDHYA	18200	0.36	-	18200	0.36	-	-
6	K ADITYA	14800	0.30	-	14800	0.30	-	-
7	ENES GLOBAL SOFTEK PVT LTD	708300	14.17	-	708300	14.17	-	-
8	ORANGE INFOTEK PVT LTD	682400	13.65	-	682400	13.65	-	-
9	ORBIT GLOBAL SOFT SOL PVT LTD	656000	13.12	-	656000	13.12	-	-

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

SN		Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year	3713500	74.27	NIL	NIL
	Date wise Increase / Decrease in Promoters Share holding during the year specifying the reasons for increase / decrease (e.g. allotment / transfer / bonus/ sweat equity etc):	NIL	NIL	NIL	NIL
	At the end of the year	3713500	74.27	NIL	NIL

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

SN	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Cumulative Shareholding during the Year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1	Amit Chanderkant Seth				
	At the beginning of the year	38400	0.77	Nil	Nil
	Date wise Increase / Decrease in Share holding during the year	0	0	0	0
	At the end of the year	38400	0.77	Nil	Nil
2	Nihita Financial Services				
	At the beginning of the year	37500	0.75	Nil	Nil
	Date wise Increase / Decrease in Share holding during the	0	0	0	0

	year				
	At the end of the year	<b>37500</b>	0.75	<b>Nil</b>	Nil
3	Raghavan K. V. N				
	At the beginning of the year	<b>30881</b>	0.60	<b>Nil</b>	Nil
	Date wise Increase / Decrease in Share holding during the year	<b>0</b>	0	<b>0</b>	0
	At the end of the year	<b>30881</b>	0.60	<b>Nil</b>	Nil
4	Deepak Haribhai Gaudani				
	At the beginning of the year	<b>26656</b>	0.52	<b>Nil</b>	Nil
	Date wise Increase/Decrease in Share Holding during the year	<b>0</b>	0	<b>0</b>	0
	At the end of the year	<b>26656</b>	0.53	<b>Nil</b>	Nil
5	Om Prakash Mishra				
	At the beginning of the year	<b>25307</b>	0.50	<b>Nil</b>	Nil
	Date wise Increase / Decrease in Share holding during the year	<b>0</b>	0	<b>0</b>	0
	At the end of the year	<b>25307</b>	0.50	<b>Nil</b>	Nil
6	Prakash Himmatlal Shah				
	At the beginning of the year	<b>25000</b>	0.49	<b>Nil</b>	Nil
	Date wise Increase/Decrease in Share Holding during the year	<b>0</b>	0	<b>0</b>	0
	At the end of the year	<b>25000</b>	0.49	<b>26112</b>	0.52
7	P. Krishna Rao				
	At the beginning of the year	<b>19400</b>	0.39	<b>Nil</b>	Nil
	Date wise Increase / Decrease in Share holding during the year	<b>0</b>	0	<b>0</b>	0
	At the end of the year	<b>19400</b>	0.39	<b>Nil</b>	Nil
8	Rajendra Naniwadikar				
	At the beginning of the year	<b>18605</b>	0.37	<b>Nil</b>	Nil
	Date wise Increase / Decrease in Share holding during the year	<b>0</b>	0	<b>0</b>	0
	At the end of the year	<b>18605</b>	0.37	<b>Nil</b>	Nil
9	Usha Kiran Finance Ltd				
	At the beginning of the year	<b>16400</b>	0.33	<b>Nil</b>	Nil
	Date wise Increase / Decrease in Share holding during the year	<b>0</b>	0	<b>0</b>	0
	At the end of the year	<b>16400</b>	0.33	<b>Nil</b>	Nil
10	Keeramare Gowda				
	At the beginning of the year	<b>15000</b>	0.30	<b>Nil</b>	Nil
	Date wise increase/Decrease in Share Holding during the year	<b>0</b>	0	<b>0</b>	0
	At the end of the year	<b>15000</b>	0.30	<b>Nil</b>	Nil

## V. INDEBTEDNESS OF THE COMPANY INCLUDING INTEREST OUTSTANDING/ACCRUED BUT NOT DUE FOR PAYMENT

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	0	0	0	0
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
<b>Total (i+ii+iii)</b>	0	0	0	0
<b>Change in Indebtedness during the financial year</b>				
* Addition	0	0	0	0
* Reduction	0	0	0	0
<b>Net Change</b>	0	0	0	0
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	0	0	0	0
ii) Interest due but not paid	0	0	0	0
iii) Interest accrued but not due	0	0	0	0
<b>Total (i+ii+iii)</b>	0	0	0	0

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

A. Remuneration to Managing Director, Whole-time Directors and/or Manager: **Not Applicable**

SN.	Particulars of Remuneration	Name of non –executive, non-independent director				Total Amount.Rs
		B.Srinivas	---	---	---	
1	Gross salary		---	---	---	---
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	-----	---	---	---	---
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-----	---	---	---	---
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	-----	---	---	---	---
2	Stock Option	-----	---	---	---	---
3	Sweat Equity	-----	---	---	---	---

4	Commission - as % of profit - others, specify...	----	---	---	---	---
5	Others, please specify-sitting fee	6,000	---	---	---	6,000
	Total (A)	6,000	---	---	---	6,000
	Ceiling as per the Act		---	---	---	---

## B. Remuneration to other directors

SN.	Particulars of Remuneration	Name of non- executive independent directors			Total Amount
		A.Rakesh*	Sripathi Vamsi Krishna	B Kavitha	
1	Independent Directors	---	---		---
	Fee for attending board committee meetings	500	6,500	6,000	13,000
	Commission	---	---		---
	Others, please specify	---	---		---
	Total (1)	500	6,500	6,000	13,000
2	Other Non-Executive non-independent Directos	K.Satyanarayan*	---		---
	Fee for attending board committee meetings	500	---		500
	Commission	---	---		---
	Others, please specify	---	---		---
	Total (2)	500	---		500
	Total (B)=(1+2)	1000	6,500	6,000	13,500
	Total Managerial Remuneration		---		19,500
	Overall Ceiling as per the Act				

Note: \* Since resigned from the Board on 10-07-2018.

## C. REMUNERATION TO KEY MANAGERIAL PERSONNEL OTHER THAN MD/MANAGER/WTD

SN	Particulars of Remuneration	Key Managerial Personnel			
		CEO	CS	CFO	Total
			Sagar Modve	B Arun	
1	Gross salary	.....	.....	.....	
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	.....	.....	.....	
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	.....	.....	.....	
	(c) Profits in lieu of salary under section 17(3) Income-	.....	.....	.....	

	tax Act, 1961				
2	Stock Option	.....	.....	.....	
3	Sweat Equity	.....	.....	.....	
4	Commission	.....	.....	.....	
	- as % of profit	.....	.....	.....	
	others, specify...	.....	.....	.....	
5	Others, please specify	.....	.....	.....	
	Total	.....	.....	.....	

**VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES:**

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give Details)
<b>A. COMPANY</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
<b>B. DIRECTORS</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
<b>C. OTHER OFFICERS IN DEFAULT</b>					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-



## ANNEXURE - A TO THE DIRECTORS' REPORT

### COMPLIANCE REPORT ON CORPORATE GOVERNANCE

#### 1. Company's Objective on Corporate Governance

Your Company is committed to good Corporate Governance against the prescribed standards. As the objective of Corporate Governance is the enhancement of value and protecting the interests of shareholders, your company aimed at assisting the management in efficient conduct of the business of the company and in meeting its obligations to shareholders and others.

#### 2. Board of Directors

##### a) Composition of the Board

As on the date of this report, the Company's Board consists of three Directors of which there are two Non-executive Independent Directors, and one non-executive & non-Independent Director. Composition of the Board is in compliance with the requirements of the provisions of Corporate Governance.

None of the Directors on the Board is a Member of more than 10 committees or Chairman of more than 5 committees as specified in SEBI (LODR) Regulations 2015, across all the Companies in which he is a Director.

Necessary disclosures regarding committee position in other public Companies as at 31st March, 2019 have been made by the Directors.

A brief resume of the Directors being re-appointed at the Annual General Meeting, the nature of their expertise in specific functional areas and names of the Companies in which they hold Directorship and Membership of the Committees of the Board is annexed to the notice.

##### b) Attendance of each director at thirteen Board Meetings held and at the last Annual General Meeting held during the financial year 2018-19

Sl.No	Name of the Director	Category of Directorship	No.Of Board Meetings Attended	Attendance at the last AGM
1	Mr.A.Rakesh	Independent Director	1	Since resigned
2	Mr.B.Srinivas	Managing Director and Non- Executive, non-independent Director	12	Yes
3	Mr.K.Satyanarayana	Non- Independent Director	1	Since resigned
4	Mr.Sripathi Vamsi Krishna	Independent Director	13	Yes
5	Mrs.B.Kavitha	Independent Director	12	Yes

No Extraordinary General Meetings were held during the financial year.

##### c) Pecuniary relationship or transactions of the non-executive Directors vis-a-vis the Company

The Company's non-executive Directors do not have any pecuniary relationship or transactions with the Company.

##### d) Number of Boards/Board Committees each Director (being a Director of the Company as at the end of the financial year) is a Director/chairman of

SI.No	Name of the Director	No.of Companies	No.of Committees those Companies constituted by the Company in which member
1	B.Srinivas	1	3
2	Sripathi Vamshi Krishna	1	3
3	B.Kavitha	1	3

e) Number of Board Meetings held during the financial year and the dates of the Board meetings:

Thirteen Board meetings were held during the financial year 2018-2019.

The dates on which the above Board meetings were held are as follows;

30<sup>th</sup> May 2018, 29<sup>th</sup> June 2018, 10<sup>th</sup> July, 2018, 30<sup>th</sup> July 2018, 25<sup>th</sup> August 2018, 29<sup>th</sup> September 2018, 1<sup>st</sup> October 2018, 15<sup>th</sup> October 2018, 29<sup>th</sup> October 2018, 24<sup>th</sup> December 2018, 28<sup>th</sup> January 2019, 18<sup>th</sup> February, 2019 and 30<sup>th</sup> March 2019

Shareholding of Directors:

NIL

### CEO/CFO Certification

The certificate from Mr.B.Arun, CEO/ CFO was placed before the Board of Directors at the meeting held on 25<sup>th</sup> August 2019.

### Code of Conduct

The Company has adopted the code of conduct for all the Board members and senior management personnel. All the Board members and Senior Management personnel have affirmed compliance with the respective Code of conduct for the year 2018-19. The text of the declaration signed by the Director (CEO) confirming compliance of Code of conduct forms a part of this report.

### 3. Audit Committee

a) Brief description of terms of reference

The terms of reference of the Audit Committee are comprehensive and cover the matters specified for Audit committee as specified under SEBI (LODR) Regulations 2015.

b) Composition, Names of members and chairperson

A qualified and an independent Audit Committee consisting of three members, with two independent Directors and one non-independent Director, was constituted. All the Directors are non-executive and the Committee consists of Mr.Sripathi Vamshikrishna, as the Chairman of the Committee while Mrs.B.Kavitha and Mr.B.Srinivas are its members.

The constitution of Audit Committee also meets with the requirements under Section 177 of the Companies Act, 2013 and SEBI (LODR) Regulations 2015 and the terms of reference stipulated by the Board for the Audit Committee, covers the matters specified which are as under;

A.The Audit Committee shall have the following powers:

- 1) To investigate any activity within its terms of reference.
- 2) To seek information from any employees.
- 3) To obtain outside legal or other professional advices.
- 4) To secure attendance of outsiders with relevant expertise, if it considers necessary.

B.The Role of the Audit Committee shall include the following:

1. Overseeing the Company's Financial Reporting process and disclosure of its financial information to ensure that the Financial Statement is correct, sufficient and credible.
2. Recommending to the Board, the appointment, Re-appointment and if required, the Replacement or Removal of Statutory Auditors and fixation of audit fee.
3. Approval of payment to Statutory Auditors for any other services rendered by the Statutory Auditors.
4. Reviewing with the management, the Annual Financial Statement before submission to the Board for approval, with particular reference to
  - a Matters required to be included in the Directors' Responsibility Statement to be included in the Directors' Report
  - b. Changes if any, in accounting policies and practices and reasons for the same.
  - c. Major accounting entries involving estimates based on the exercise of judgment by management.
  - d. Significant adjustment made in the financial statements arising out of audit findings.
  - e. Compliance with Listing and other legal requirements relating to financial statements.
  - f. Disclosure of related party transactions.
  - g, Qualification in draft Audit Report.
5. Reviewing with the management, the quarterly financial statements before submission to the Board approval.
6. Reviewing with the management, the performance of Statutory and Internal Auditors, adequacy of Internal Control System.
7. Reviewing the adequacy of Internal Audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading of the department, reporting structure, coverage and frequency of Internal Audit.
8. Discussion with Internal Auditors, any significant findings and follow up thereon.
9. Reviewing the finding of any internal investigations by the Internal Auditors into the matters where there is suspected fraud or irregularity or a failure of Internal Control Systems of a material nature and reporting the matter to the Board.
10. Discussion with Statutory Auditors before the audit commences, about the nature and scope of audit as well as post audit discussion to ascertain any area of concern.
11. Carrying out such other functions may be specifically referred to the committee by the Board of the Directors and / or other Committee of the Directors of the Company.
12. To review the following information:
  - o The management discussion and analysis of financial condition and result of operations
  - o Statement Significant Related Party Transaction (as defined by the Audit Committee) submitted by Management,
  - o Management letter/letters of internal Control weakness issued by the Statutory Auditors, Internal Audit Reports relating to Internal Control weakness and

- To appoint, removal and terms of remuneration of Internal Auditor

**C) Meetings and attendance during the year**

Nine meetings of the Audit Committee were held on 30<sup>th</sup> May,2018,29<sup>th</sup> June 2018,10<sup>th</sup> July 2018, 30<sup>th</sup> July,2018 29<sup>th</sup> September,2018, 1<sup>st</sup> October 2018, 29<sup>th</sup> October 2018 ,28<sup>th</sup> January 2019 and 18<sup>th</sup> February, 2019.and all the members of the committee attended the meeting.

Sl.No	Name of Director	No.of Meetings Attended
1	Mr.B.Srinivas	7
2	Mr.A.Rakesh	2
3	Mr.Sripathi Vamshi Krishna	9
4	Mrs.B.Kavitha	9

The Statutory Auditors are permanent invitees to the audit committee meetings. The audit committee invites senior executives, whom it considers appropriate to be present at the meetings.

The Chairman of the Audit Committee, Mr.Sripathi Vamshikrishna was present at the last Annual General Meeting of the Company held on 29-09-2018.

**4. Remuneration of Directors****a) Remuneration to Non-Executive Directors**

Presently, the non-executive directors do not receive any remuneration from the company and are paid sitting fees for attending the meetings of the Board. The Remuneration Committee comprises of three members out of which, two are independent Directors and one non-independent director. Mr.Sripathi Vamshikrishna is the Chairman and Mrs.B.Kavitha and Mr. B. Srinivas are the other members.

**Terms of reference**

To apprise the performance of Managing Director. To determine and recommend to the Board compensation payable to the Managing Director.

**Meeting and Attendance****b) Meetings and attendance during the year**

Nine meetings of the nomination and remuneration Committee were held on 30<sup>th</sup> May,2018,29<sup>th</sup> June 2018,10<sup>th</sup> July 2018, 30<sup>th</sup> July,2018 29<sup>th</sup> September,2018, 1<sup>st</sup> October 2018, 29<sup>th</sup> October 2018 ,28<sup>th</sup> January 2019 and 18<sup>th</sup> February, 2019.and all the members of the committee attended the meeting.

**Remuneration Policy**

The remuneration of the Managing Director is decided by the remuneration committee based on certain criteria such as company's performance, industry benchmarks, track record etc., and the same is reported to the Board of Directors. The Company pays remuneration by way of salary to the Managing Director as decided by the remuneration committee and approved by the Board and the shareholders at the Annual General Meeting and subject to approval of Central Government wherever required.

## b) Details of the remuneration paid to Directors are given below:

Name of Director	Relationship With other Director	Loan & Advances from company	Remuneration paid to Executive Directors	Sitting fee paid to independent Directors for attending Board Meeting	Commission paid	Total
Mr.A.Rakesh Director	None	NIL	NIL	Rs.500/-	NIL	Rs.500/-
Mr. B.Srinivas Mg. Director	None	NIL	NIL	Rs.6000/-	NIL	Rs.6000/-
Mr.K.Satyana rayana Director	None	NIL	NIL	Rs.500/-	NIL	Rs.500/-
Mr.Sropathi Vamshi Krishna Independent Director	None	Nil	Nil	Rs.6500/-	Nil	Rs.6500/-
Mrs.B.Kavitha Independent Director	Wife of Mr.B.Srinivas	Nil	Nil	Rs.6000/-	Nil	Rs.6000/-

Presently the Company does not have any scheme for the grant of Stock options either to the Managing Director or employees.

### 5. Shareholders / Investors Grievances Committee

The Board of Directors designated an "Investor Grievance Committee" as a measure of good corporate Governance and to strengthen the investor relations. The following Directors of the Company have been constituted as members of the above committee.

1. Mrs.B.Kavitha - Chairperson
2. Mr.B.Srinivas - Member
3. Mr.Sripathi Vamshikrishna - Member

## a) Name of the Non- Executive Director heading the committee:

The committee functions under the Chairmanship of Mrs. B.Kavitha, non-executive and independent director. The function of the committee are inter-alia, oversees and reviews all matters connected with the securities and looks into shareholders' complaints like transfer of shares, non receipt of balance sheet etc., The Committee also oversees the performance and working of M/s Aarthi Consultants Pvt. Ltd., the registrar and transfer agent and also takes steps for overall improvement in the quality of investor services.

During the year 2018-19, the shareholder's/investor's Grievance committee met on 30<sup>th</sup> May 2018, 29<sup>th</sup> June 2018, 10<sup>th</sup> July 2018, 30<sup>th</sup> July 2018, 29<sup>th</sup> September 2018, 1<sup>st</sup> October 2018, 29<sup>th</sup> October 2018, 28<sup>th</sup> January 2019 and 18<sup>th</sup> February 2019. All the members of the Grievance Committee have attended all the meetings.

b) Status of Investor Complaints received during the financial year 2018-19

Nature of Complaint	Received	Cleared
Non receipt of share certificates sent for Transfer	--	--
Non receipt of dividend warrant	--	--
Change of address	--	--
Non Receipt of Duplicate share certificates	--	--
Request to stop transfers	--	--
Registration of power of attorney	--	--
Non receipt of share certificates after split/Consolidation	--	--
Demat request pending	--	--
Non receipt of refund order	--	--
Any other Complaint	--	--

c) Number of pending share transfer

There were no share transfers pending as at the end of the financial year.

d) Name and the designation of the compliance officer

Mr. Sagar Modve - company secretary and compliance officer

6. General Body Meetings

a) Details of the location and time of the last three Annual General Meetings (AGMs) of the Company.

The Details in respect of the last three Annual General Meetings of the Company are as follows:

Date	Venue of the Meeting	Time of Meeting
30 <sup>th</sup> September,2016	Plot No:66, Parkview Enclave Manovikas Nagar Secunderabad- 500009	10.00 A.M..
28 <sup>th</sup> September,2017	Plot No:66, Parkview Enclave Manovikas Nagar Secunderabad- 500009	10.00 A.M.
29 <sup>th</sup> September,2018	Plot No:66, Parkview Enclave Manovikas Nagar Secunderabad- 500009	10.00 A.M.

b) Information on Directors seeking Appointment/Re-appointment under.

This information is provided separately immediately after the "NOTICE" about the Directors recommended for appointment/seeking re-appointment at the ensuing Annual General Meeting.

c) Whether Special Resolutions were put through postal ballot last year, details of voting pattern, person who conducted the postal ballot exercise, proposed to be conducted through Postal Ballot and procedure for Postal Ballot

Not applicable.

None of the resolutions had been proposed to be passed through postal ballot.

## 7. Disclosure

- a. Disclosures on materially significant Related Party Transactions i.e., transactions of the company of material nature, with its promoters, the Directors or the management, their subsidiaries or relatives etc., that may have potential conflict with the interests, of the company at large.

**None**

- b. Details of non compliance by the company, penalties, strictures imposed on the company by stock exchange or SEBI or any statutory authority/ on any matter related to capital.

**None**

## 8. Means of Communication

- a) Quarterly results are being published in two news papers as per norms.
- b) The Management and Analysis report forms part of the Directors Report.

## 9. General Shareholders Information.

- a) As indicated in the Notice to our Shareholders, the Annual General Meeting of the Company will be held on Saturday, the 28<sup>th</sup> September, 2019 at 10.00 A.M. at Plot No.66, Parkview Enclave, Manovikas Nagar, Secunderabad -500 009.
- b) The Financial Year of the Company is 1st April to 31st March. The quarterly results will be adopted by the Board of Directors as per the following tentative schedule.

c)

### Financial Calendar 2019 -20

Unaudited Quarterly Results ending June 30, 2019	Declared on 29 <sup>th</sup> July 2019
Unaudited Quarterly Results ending September 30, 2019	: October 2019
Unaudited Quarterly Results ending December 31, 2019	: January 2020
Annual Results for the Financial Year ending on 31-03-2020	: May 2020

- d) Date of book closure from 21<sup>st</sup> September, 2019 to 28<sup>th</sup> September 2019. (both days inclusive) for the purpose of the Annual General Meeting.
- d) The shares of the Company are listed in  
The BSE Limited., Mumbai
- e) Stock Code  
Scrip Code - 531319  
Trading Symbol - MARSEC  
Bombay Stock Exchange (Demat Segment)  
Demat ISIN Number in BSE : INE368C01019

f) Stock Market Data: Monthly High and Low Quotes at BSE

Month	Year	Share Price of the Company		Volume
		Highest	Lowest	
April	2018	NIL	NIL	NIL
May	2018	NIL	NIL	NIL
June	2018	NIL	NIL	NIL
July	2018	NIL	NIL	NIL
August	2018	NIL	NIL	NIL
September	2018	3.46	3.25	817
October	2018	NIL	NIL	NIL
November	2018	3.25	3.25	65
December	2018	NIL	NIL	NIL
January	2019	NIL	NIL	NIL
February	2019	NIL	NIL	NIL
March	2019	3.24	3.09	312

g) Registrars and Share Transfer Agents for both physical and Depository

M/s Aarhi Consultants Pvt Ltd  
1-2-285, Domalguda, Hyderabad-500 029,

h) Share Transfer System

The Shareholders are advised to contact the Registrar and Share Transfer Agents at their address for effecting transfer of shares both in physical and electronic form.

i) Distribution of shareholding as on 31-03-2019

No.of Equity Shares Held	Folios	%	No.of shares	% to share Capital
upto 5000	2574	88.45	342667	6.85
5001-10000	144	4.95	123205	2.46
10001-20000	78	2.68	120906	2.42
20001-30000	25	0.86	62796	1.26
30001-40000	31	1.07	109800	2.20
40001-50000	18	0.62	83415	1.67
50001-100000	14	0.48	108202	2.16
100001- & ABOVE	26	0.89	4049309	80.98
<b>TOTAL</b>	<b>2910</b>	<b>100</b>	<b>5000300</b>	<b>100.00</b>

The company has not issued any GDRs/ ADRs/Warrants or any convertible instrument. According to categories of share holders as on 31<sup>st</sup> March, 2019

A	CATEGORY	No.of Shares Held	% of ShareHolding
	<b>PROMOTERS HOLDING</b>		
1	Promoters and Promoters group		
	-- Indian Promoters	3713500	74.27
	-- Foreign Promoters	NIL	NIL
2	Persons acting in concert	NIL	NIL
	<b>NON PROMOTERS HOLDING</b>		
3.	Institutional Investors		
	a. Mutual Funds	NIL	NIL



	b. Banks, Financial Institutions Insurance Companies(Central /State Govt, Institutions/ Non Govt. Institutions)	NIL	NIL
C	FII's	NIL	NIL
4	OTHERS		
	a. Private Corporate Bodies	85165	1.70
	b. Indian Public	1200422	24.01
	c. Foreign Individuals	161	--
	d.Any Other(Clg Members)	1052	0.02
	<b>TOTAL</b>	<b>5000300</b>	<b>100.00</b>

## J) Dematerialisation of Shares

The Shares are traded in dematerialized form. The International Securities Identification Number (ISIN) allotted to the Company's scrip is INE368C01019. 4531465 Equity shares (90.76%) of the Company have been dematerialized by NSDL and CDSL as on 31-03-2019.

## k) Outstanding GDRs / ADRs / Warrants or any other convertible instruments so far.

NIL

## L) Business Location

The Company does not own any permanent office premises. It is doing business in leased premises and if any changes in the office premises will be intimated to Stock Exchange and through public announcement.

## m) Address for Correspondence

MARUTI SECURITIES LIMITED  
Plot No 66, Park View Enclave,  
Manovikas Nagar, Secunderabad -500 009

The Equity Shares of the Company are listed in the following Stock Exchanges. The listing fee for the year 2018-2019 is paid for the BSE Limited

**Steps for Prevention of Insider Trading Practices**

In compliance with the SEBI (Prevention of Insider Trading) Regulations, 1992 as amended, the Company has issued a comprehensive set of guidelines advising and cautioning management staff and other relevant business associates on the procedure to be followed while dealing in equity shares of BCL and disclosure requirements in this regard. The Company believes that 'The Code of Internal Procedure and Conduct' that it has framed in this regard will help in ensuring compliance with the amended SEBI regulations.

For and on behalf of the Board

**B.Srinivas**  
Managing Director

**B. Kavitha**  
Director

**B.Arun**  
CFO

**Sagar Modve.**  
Company Secretary

Place: Secunderabad  
Date: 23-08-2019

**DECLARATION REGARDING COMPLIANCE BY BOARD MEMBERS AND SENIOR MANAGEMENT PERSONNEL WITH THE COMPANY'S CODE OF CONDUCT.**

I, B.Srinivas, Managing Director of Maruti Securities Limited hereby declare that all the Board members and senior managerial personnel have affirmed for the year ended 31<sup>st</sup> March, 2019 compliance with the code of the Company laid down for them.

B.Srinivas  
MANAGING DIRECTOR

Place: Secunderabad  
Date: 23-08-2019

**CERTIFICATE BY THE CHIEF EXECUTIVE OFFICER (CEO)/ CHIEF FINANCIAL OFFICER (CFO)**

We certify:

1. That we have reviewed the Financial Statements and the Cash Flow Statement for the year ended 31<sup>st</sup>, March 2019 and to the best of our knowledge and belief:
  - ❖ These statements do not contain any materially untrue statements nor omit any material fact nor contain statements that might be misleading, and.
  - ❖ These statements present a true and fair view of the Company's affair and are in compliance with the existing Accounting Standards, applicable laws and regulations
2. That there are, to the best of our knowledge and belief, no transactions entered into by the company during the year, which are fraudulent, illegal or violative of the company's code of conduct;
3. That we accept responsibility for establishing and maintaining Internal Controls, we have evaluated the effectiveness of the Internal Control Systems of the company and we have disclosed to the Auditors and the Audit Committee, deficiencies in the design or the operation of Internal Controls, if any, of which we are aware and the steps that we have taken or purpose to take and rectify the deficiencies and;
4. That we have informed the Auditors and the Audit Committee of:
  - a) Significant changes in the Internal Control during the year;
  - b) Significant changes in Accounting Policies during the year and that the same have been disclosed in the notes to the Financial Statements; and
  - c) Instances of significant fraud of which we have become aware and the involvement of an employee having a significant role in the company's Internal Control System.

B Srinivas  
Managing Director

B.Arun  
CFO

Place: Secunderabad  
Date: 23-08-2019

**COMPLIANCE CERTIFICATE ON CORPORATE GOVERNANCE**

To  
The Members,  
MARUTI SECURITIES LIMITED  
Hyderabad.

We have read the report of the Board of Directors on Corporate Governance and have examined the relevant records relating to compliance condition of Corporate Governance of M/s. Maruti Securities Limited ("the company") for the year ended 31st March, 2019.

The compliance of the conditions of the Corporate Governance is the responsibility of the Management. Our examination, conducted in the manner described in the Guidance note on Certification of Corporate Governance issued by the institute of Chartered Accountants of India was limited to procedures and implementation thereof adopted by the company for ensuring Compliance with the conditions of Corporate Governance, Our examination was neither an audit nor was it conducted to express an opinion on the Financial Statements of the company,

In our opinion and to the best of our information and explanations given to us and on the basis of our examination described above, the company has complied with the conditions of Corporate Governance

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

For P C N & ASSOCIATES  
**CHARTERED ACCOUNTANTS**  
FRN: 016016S

**PLACE: HYDERABAD**  
**DATE :23/08/2019**

**Lakshmi Prasanthi S**  
**Partner**  
**M.No:236578**

**INDEPENDENT AUDITOR'S REPORT**

**To the Members of  
M/s MARUTI SECURITIES LIMITED**

**Report on the Audit of Ind AS Standalone Financial Statements****Opinion:**

We have audited the accompanying Ind AS Standalone Financial Statements of M/s **MARUTI SECURITIES LIMITED** ("the company"), which comprise the Balance Sheet as at 31st March, 2019, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of changes in equity and the Statement of Cash Flows for the year then ended on that date and notes to financial statements including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, except for the effects of the matter described in the "Basis for Qualified Opinion" section of our report, the aforesaid standalone financial statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015, as amended, ("IndAS") and other accounting principles generally accepted in India, of the state of affairs of "the Company" as at March 31, 2019, the Loss and total comprehensive income, changes in equity and its cash flows for the year ended on that date.

**Basis for Opinion:**

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

**Emphasis of Matter Paragraph:**

We draw attention to the financial statements. The accumulated losses have completely eroded the net worth of the company. The company has suffered recurring losses. The accounts of the company have been prepared on the basis of going concern assumption. However the eroded Net worth cast significant doubt upon the company's ability to continue as Going concern unless it raised capital in order to fund its operations.

**Key Audit Matters**

Key audit matters are those matters that, on our professional judgment, we are of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of financial statements as a whole, and in forming opinion thereon and we do not provide a separate opinion on these matters.

Except for the matters discussed in the Emphasis of Matter Paragraph, there are no Key audit matters to be discussed in the Auditor's report.

**Information Other than the Financial Statements and Auditor's Report Thereon**

The Company's Board of Directors is responsible for the preparation of the other information. The other information comprises the information included in the Management Discussion and Analysis, Board's Report including Annexure to Board's Report, Business Responsibility Report, Corporate Governance and Shareholder's Information, but does not include the standalone financial statements and our auditor's report thereon.

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

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

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

### **Management's Responsibility for the Financial Statements**

The Company's Board of Directors is responsible for the matters stated in section 134(5) of "the Act" with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance, total comprehensive income, changes in equity and cash flows of the Company in accordance with the Ind AS and other accounting principles generally accepted in India, including the accounting Standards specified under section 133 of "the Act". This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

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

The Board of Directors is also responsible for overseeing the Company's financial reporting process.

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

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

As our audit is conducted in accordance with Standards on Auditing, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the standalone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial statements, including the disclosures, and whether the standalone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entity or business activities of the Company to express an opinion on the financial statements.

Materiality is the magnitude of misstatements in the standalone financial statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the financial statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the financial statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards. From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

#### **Report on Other Legal and Regulatory Requirements**

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in "Annexure A" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, based on our audit 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, Statement of Changes in Equity and the Statement of Cash Flow dealt with by this Report are in agreement with the relevant books of account.
  - d) In our opinion, the aforesaid standalone financial statements comply with the Ind AS specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
  - e) On the basis of the written representations received from the directors as on March 31, 2019 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164 (2) of the Act.

- 
- f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
- g) 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, as amended in our opinion and to the best of our information and according to the explanations given to us:
- i. The Company has no pending litigations which could have impact on its financial position in its financial statements.
  - ii. The Company does not have any long term contracts including derivative contracts for which there were any material foreseeable losses.
  - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

**For P C N & Associates,  
Chartered Accountants,  
Firm Registration no: 016016S**

**Lakshmi Prasanthi. S  
Partner  
M.No:236578**

**Place: Hyderabad  
Date:29/05/2019**





**Annexure A to the Auditors Report**

**Annexure referred to in Independent Auditors Report to the Members of M/s Maruti Securities Limited on the Ind AS financial statements for the year ended 31<sup>st</sup> March 2019, we report that:**

- i. (a) The Company is not having any Fixed Assets, Hence This clause is not applicable to the company.
- ii. The Company does not have any inventory and as such the physical verification and maintenance of proper records of the same does not arise.
- iii. The company has not granted any loans, secured or unsecured to the companies, firms or other parties covered in the register maintained under section 189 of the companies Act 2013. Consequently, the provisions of clauses iii(a) and iii(b) are not applicable to the company.
- iv. The company has not given loans under Sec.185 of The companies Act 2013. The Company has made investments in compliance with the provisions of sec.185 and 186 of The Companies Act 2013.
- v. The Company has not accepted any deposits from the public covered under Section 73 to 76 of the Companies Act, 2013 and rules framed there under to the extent notified.
- vi. Maintenance of cost records have not been specified by the Central Government under sub-section (1) of section 148 of the Companies Act 2013 for the services, rendered by the company.
- vii. (a) According to the information and explanations given to us and based on the records of the company examined by us, the company is generally regular in depositing the undisputed statutory dues, including Income-tax and other material statutory dues, as applicable, with the appropriate authorities in India.  
(b) There were no undisputed amounts payable in respect of, Income-tax, and other material statutory dues in arrears as at 31<sup>st</sup> March 2019 for a period of more than 6 months for the date they became payable.  
(c) According to the information and explanations given to us and based on the records of the company examined by us, there are no dues of Income Tax or any other material statutory dues, which have not been deposited on account of any disputes.
- viii. According to the information and explanations given to us, the company has not taken any loans or borrowings from banks or financial institutions nor issued any debentures during the year under consideration or outstanding, accordingly this clause is not applicable as such.
- ix. The Company has not raised any moneys by way of initial public offer, further public offer (including debt instruments) and term loans. Accordingly, the provisions of this clause are not applicable to the Company.
- 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. The Company has paid/provided for managerial remuneration in accordance with the requisite approvals mandate by the provisions of section 197 read with schedule V to the Act.
- xii. As the Company is not a Nidhi Company and the Nidhi Rules, 2014 are not applicable to it, the Provisions of clause 3(xii) of the order are not applicable to the company.
- xiii. The company has not entered transactions with related transactions. Hence this clause is not applicable as such.
- xiv. The Company has not made any preferential allotment of private placement of shares or fully or partly convertible debentures during the year under review. Accordingly, the provisions of clause 3(xiv) of the Order are not applicable to the Company.
- xv. On the basis of records made available and according to the information and explanations given to us, The Company has not entered into any non cash transactions with its directors or persons connected with him. Accordingly, the provisions of clause 3(xv) of the Order are not applicable to the Company.
- xvi. The Company is not required to be registered under section 45-IA of The Reserve Bank of India Act 1934.

**For P C N & Associates.,  
Chartered Accountants,  
Firm's Regn.No: 016016S**

**Lakshmi Prasanthi.S  
Partner  
Membership No.236578**

**Place:Hyderabad  
Date: 29-05-2019.**

## **Annexure B to the Independent Auditor's Report**

### **Report on the Internal Financial Controls over Financial Reporting under clause (i) of the Sub-section 3 of the Section 143 of the Companies Act, 2013 ('The Act')**

We have audited the internal financial controls over financial reporting of M/s Maruti Securities Limited ('the company') as on 31<sup>st</sup> march 2019 in conjunction with our audit of Ind AS financial statements of the company for the year ended on that date.

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

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

#### **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 deed to be prescribed under section 143(10) of the Act 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 ICAI. These standards and guidance note require that we comply with ethical requirements and plan and performed the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion and the company's internal financial control system over financial reporting.

#### **Meaning of Internal Financial Controls over Financial Reporting**

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

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**Inherent Limitation of Internal Financial Controls over Financial Reporting**

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

**Opinion**

In our opinion, the company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31<sup>st</sup>, 2019, based on the internal control over financial reporting criteria established by the company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India.

**For P C N & Associates.**  
**Chartered Accountants,**  
**Firm's Regn.No: 016016S**

**Lakshmi Prasanthi.S**  
**Partner**  
**Membership No.236578**

**Place: Hyderabad**  
**Date: 29-05-2019.**

BALANCE SHEET AS AT MARCH 31, 2019(IND AS)

(In Rupees)

Particulars	Notes	As At 31 <sup>st</sup> March, 2019	As At 31 <sup>st</sup> March, 2018	As At 31 <sup>st</sup> March, 2017
<b>I.ASSETS:</b>				
1.Non Current Assets:				
a)Property, Plant and Equipment				
b)Capital Working Progress				
c)Financial Assets				
i)Non Current Investments				
ii)Loans				
iii)Other Non Current Financial assets				
d)Deferred Tax Asset	1	8,713	8,713	8,713
e)Other Non Current Assets	2	-	-	-
<b>Total Non-Current Assets</b>		8,713	8,713	8,713
<b>2.Current Assets:</b>				
a)Inventories				
b)Financial Assets				
i)Investments				
ii)Trade Receivables	3	-	--	126,846,731
iii)Cash and Cash equivalents	4	54,179	34,781	232,490
iv)Other Balances with Bank		-		
v)Loans		15,096,745		16,534,032
vi)Other Financial assets	5		15,096,745	
c)Other Current Assets				
<b>Total Current assets</b>		15,150,924	15,131,526	137,021,715
<b>TOTAL ASSETS</b>		15,159,673	15,140,239	137,030,428
<b>II.EQUITY AND LIABILITIES</b>				
Equity				
a)Equity Share Capital	6	50,003,000	50,003,000	50,003,000
b)Other Equity	7	(382,883,127)	(381,529,706)	(377,741,327)
<b>Total Equity</b>		(332,880,127)	(331,526,706)	(327,738,327)
Liabilities				
1.Non-Current Liabilities				
a)Financial Liabilities				
i)borrowings	8	345,597,930	345,141,910	462,819,599
ii)Other Financial Liabilities				
b)Provisions				
c)Deferred tax Liabilities(net)				
d)Other Non Current Liabilities				
<b>Total Non-Current Liabilities</b>		345,597,930	345,141,910	462,819,599

2.Current Liabilities				
a)Financial Liabilities				
i)Borrowings	9	-	--	1,787,392
ii)Trade Payables				
iii)Other Financial Liabilities				
b) Provisions	10	-		
c)Other Current Liabilities	11	2,441,835	1,525,035	161,764
d)Current Tax Liability(Net)				
<b>Total Current Liabilities</b>		2,441,835	1,525,035	1,949,156
<b>TOTAL EQUITY &amp; LIABILITIES</b>		15,159,638	15,140,239	137,030,428

AS PER OUR REPORT OF EVEN DATE

FOR AND ON BEHALF OF THE BOARD

For P C N & ASSOCIATES  
**CHARTERED ACCOUNTANTS**  
**FRN: 016016S**

MARUTI SECURITIES LIMITED

LAKSHMI PRASANTHI.S  
**PARTNER**  
**M.No:236578**  
**Place : Hyderabad**  
**Date : 29/05/2019**

B. SRINIVAS  
**MANAGING DIRECTOR**

B. KAVITHA  
**DIRECTOR**

B. Arun  
**CFO**

Sagar Modve  
**COMPANY SECRETARY**

## STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2019

(In Rupees)

Particulars	Notes	As At 31 <sup>st</sup> March, 2019	As At 31 <sup>st</sup> March, 2018
<b>INCOME</b>			
Revenue from Operations		-	--
Other Income	12	12,713	426,772
<b>TOTAL INCOME</b>		12,713	426,772
<b>EXPENSES</b>			
Cost of Materials Consumed			
Purchase of Stock in Trade			
Changes in Inventories of Finished goods & work in Progress			
Employees Benefit Expenses	13	461,250	471,800
Finance Cost			
Depreciation and Amortisation Expenses			
Other Operating and general Expenses	14	904,884	3,743,351
<b>TOTAL EXPENSES</b>		1,366,134	4,215,151
<b>Profit/(Loss) before exceptional items and tax</b>		(1,353,421)	(3,788,379)
Exceptional items			
<b>Profit/(Loss) before tax</b>		(1,353,421)	(3,788,379)
Tax Expenses:			
(1) Current Tax			
(2) Deferred Tax			
Total			
<b>Profit/(Loss) after Tax for the period</b>		(1,353,421)	(3,788,379)
<b>Other Comprehensive Income</b>			
A.(i) Items that will not be reclassified subsequently to Profit or Loss			
(ii) Income Tax relating to items that will not be reclassified to Profit or Loss			
B.(i) Items that will be reclassified subsequently to Profit or Loss			
(ii) Income Tax relating to items that will be reclassified to Profit or Loss			
<b>Total (Net of Tax)</b>			
<b>Total Comprehensive Income for the year</b>		(1,353,421)	(3,788,379)
<b>Earnings Per Share</b>			
a) Basic (Rs.)		(0.27)	(0.76)
b) Diluted (Rs.)		(0.27)	(0.76)
Face value per Equity Share		10	10

AS PER OUR REPORT OF EVEN DATE

FOR AND ON BEHALF OF THE BOARD

For P C N & ASSOCIATES  
**CHARTERED ACCOUNTANTS**  
**FRN: 016016S**

MARUTI SECURITIES LIMITED

LAKSHMI PRASANTHI.S  
**PARTNER**  
**M.No:236578**  
**Place : Hyderabad**  
**Date : 29/05/2019**

B. SRINIVAS  
**MANAGING DIRECTOR**

B. KAVITHA  
**DIRECTOR**

B. Arun  
**CFO**

Sagar Modve  
**COMPANY SECRETARY**

**CASH FLOW STATEMENT FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2019**

<b>PARTICULAR</b>	<b>For the Year Ended 31<sup>st</sup> March 2019</b>	<b>For the Year Ended 31<sup>st</sup> March 2018</b>
<b>A. CASHFLOW FROM OPERATING ACTIVITIES:</b>		
Net profit before taxation, and extraordinary items	(1,353,421)	(3,788,379)
Adjustments for :		
Depreciation and Amortization Expenses	-	-
Profit/Loss on sale of Fixed Assets(net)	-	-
Finance Cost	-	-
Interest Income	-	-
Interest Expenses	-	-
<b>Cash Operating Profit before working capital changes</b>	<b>(1,353,421)</b>	<b>(3,788,379)</b>
Adjustments for (increase)/Decrease in operating Assets		
Trade receivables	-	120,255,193
Inventories	-	-
Other Current Assets	-	1,437,287
Short term Loans & Advances	-	-
Other Financial Assets	-	-
Other Non Current Assets	-	-
Adjustments for increase/(decrease) in operating Liabilities		
Borrowings	-	-
Short Term Provisions	-	-
Trade Payables	-	(1,787,392)
Other Financial Liabilities	-	-
Other Non Current Liabilities	-	-
Other Short Term Liabilities	(916,800)	(1,363,271)
<b>Cash Generated from Operations</b>	<b>(916,800)</b>	<b>(117,479,980)</b>
Direct Taxes-Refund/(paid)		
<b>Net Cash Generated From Operating Activities (A)</b>	<b>(916,800)</b>	<b>(117,479,980)</b>
<b>B. CASH FLOW FROM INVESTING ACTIVITIES:</b>		
Purchase of fixed assets(net)	-	-
Sale of Fixed Assets	-	-
Dividend Income	-	-
Interest Income	-	-
<b>Net Cash Generated/Used in Investing Activities (B)</b>	<b>-</b>	<b>-</b>
<b>C. CASH FLOW FROM FINANCING ACTIVITIES</b>		
Financing Charges	-	-
Proceeds from Share Capital	-	-
Proceeds/(Repayment) from Long Term Borrowings	(456,020)	(117,677,689)
Proceeds/(Repayment) From Short Term Borrowings	-	-
<b>Net Cash Generated /Used In Financing Activities ( C)</b>	<b>(456,020)</b>	<b>(117,677,689)</b>
<b>NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C))</b>	<b>19,399</b>	<b>(197,709)</b>
Opening Cash and Cash equivalents as at 31 <sup>st</sup> March, 2018	34,782	232,490
Closing Cash and Cash equivalents as at 31 <sup>st</sup> March, 2019	54,181	34,782

AS PER OUR REPORT OF EVEN DATE

FOR AND ON BEHALF OF THE BOARD

For P C N & ASSOCIATES  
**CHARTERED ACCOUNTANTS**  
**FRN: 0160165**

MARUTI SECURITIES LIMITED

LAKSHMI PRASANTHI.S  
**PARTNER**  
**M.No:236578**  
**Place : Hyderabad**  
**Date : 29/05/2019**

B. SRINIVAS  
**MANAGING DIRECTOR**

B. KAVITHA  
**DIRECTOR**

**B. Arun**  
**CFO**

**Sagar Modve**  
**COMPANY SECRETARY**

## NOTES FORMING PART OF THE ACCOUNTS

### General:

#### **Basis of Preparation of Financial Statements:**

These financial statements are prepared in accordance with Indian generally accepted Accounting principles (GAAP) under the historical cost convention on the accrual basis. GAAP comprises mandatory accounting standards as prescribed under Section 133 of the Companies act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 and guidelines issued by the securities and exchanges board of India (SEBI). Accounting policies have been consistently applied.

#### **A. SIGNIFICANT ACCOUNTING POLICIES**

##### **1) Use of Estimates**

Preparation of Financial Statements in conformity with Generally Accepted Accounting Principles requires the Management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent liabilities at the date of the Financial Statements and the results of operations during the reporting year end. Although these estimates are based upon management's best knowledge of current events and actions, actual results could differ from these estimates.

##### **2) Revenue Recognition:**

- (i) The Company follows the mercantile system of Accounting and recognises income and expenditure on accrual basis.
- (ii) Revenue is not recognized on the grounds of prudence, until realized in respect of liquidated damages or delayed payments, as recovery of the amounts are not certain.

##### **3) Fixed Assets:**

Fixed Assets are stated at Cost less Accumulated Depreciation. Cost of Acquisition of fixed assets is inclusive of freight, duties, taxes and incidental expenses thereto.

##### **4) Depreciation and Amortization:**

Depreciation is provided on Straight Line Method on pro-rata basis and as per useful life as prescribed under Part C of Schedule II of the Companies Act, 2013.

##### **5) Inventories:**

Inventories are valued at cost or market price whichever is lower.

##### **6) Cash flow statement:**

Cash flows are reported using the indirect method, whereby profit/ (loss) before extraordinary items and tax is adjusted for the effects of transactions of non-cash nature and any deferrals or accruals of past or future cash receipts or payments. The cash flows from operating, investing and financing activities of the Company are segregated based on the available information.

## Note No 1:Deferred Tax Asset (Net)

Particulars	As At 31-03-2019	As At 31-03-2018	As At 01-04-2017
Opening Balance	8,713	8,713	8,713
Add/(less):Provision of Deferred Tax Charge/(credit) For the year	-	-	-
Closing Balance	8,713	8,713	8,713

## Note No 2:Other Non Current Assets

Particulars	As At 31-03-2019	As At 31-03-2018	As At 01-04-2017
Income Tax paid and TDS	-	-	-
Total Other Non current Assets	-	-	-

## Note No 3:Trade Receivables

Particulars	As At 31-03-2019	As At 31-03-2018	As At 01-04-2017
Current –Unsecured Considered Good	-	-	120,255,193
Considered Doubtful Total	-	-	-
Less: Allowance for Bad and Doubtful Debts	-	-	-
Total Trade Receivables	-	-	120,255,193

## Note No 4:Cash and Cash Equivalents

Particulars	As At 31-03-2019	As At 31-03-2018	As At 01-04-2017
Balance with Banks: On Current Accounts	35,083	22,784	210,790
Cheques , drafts on hand	-	-	-
Cash on hand	19,096	11,997	21,700
Total Cash and Cash Equivalents	54,179	34,781	232,400

## Note No 5:Other Current Assets

Particulars	As At 31-03-2019	As At 31-03-2018	As At 01-04-2017
Advance to Employees	-	-	-
Dividend Receivable	-	-	1,437,287
Stock in Trade	15,096,745	15,096,745	15,096,745
Other Advances	-	-	-
Total Other Current assets	15,096,745	15,096,745	16,534,032



## Note No 6: Share Capital

Particulars	As At 31-03-2019	As At 31-03-2018	As At 01-04-2017
<b>Authorised Share Capital</b> 202,50,000 Equity Shares of Rs.10/-each (31 <sup>st</sup> March,2018:202,50,000 Equity Shares of Rs.10/-each) (1 <sup>st</sup> of April 2017:202,50,000 Equity Shares of Rs.10/- Each)	202,500,000	202,500,000	202,500,000
<b>Issued Share Capital</b> 50,00,000 Equity Shares of Rs.10/-each  (31 <sup>st</sup> March,2018:202,50,000 Equity Shares of Rs.10/-each) (1 <sup>st</sup> of April 2017:202,50,000 Equity Shares of Rs.10/- Each)	50,003,000	50,003,000	50,003,000
<b>Subscribed and Paid Up</b> 50,00,000 Equity Shares of Rs.10/-each  (31 <sup>st</sup> March,2018:202,50,000 Equity Shares of Rs.10/-each) (1 <sup>st</sup> of April 2017:202,50,000 Equity Shares of Rs.10/- Each)	50,003,000	50,003,000	50,003,000

## Note No 7: Other Equity

particulars	Reserves & Surplus				Total
	Equity Component of Other Financial Instrum ents	Reserves & Surplus		Other Comprehen -sive Income	
		Reserve Fund	Retained Earnings	Equity Instruments Through other Comprehen -ive Income	
Balance as at 1 <sup>st</sup> April 2016		2,467,961	(202,320,689)		(199,852,728)
Total of Other Comprehensive Income (Net Of Tax) Dividend(Including Dividend Distribution Tax)					
Profit for the Year			(177,888,599)		
Balance as at March,2017		2,467,961	(380,209,288)		(377,741,327)
Total of Other Comprehensive Income (Net Of Tax) Dividend(Including Dividend Distribution Tax)					
Profit for the Year			(3,788,379)		
Balance as at 31 <sup>st</sup> March,2018		2,467,961	(383,997,667)		(381,529,706)
Total of Other comprehensive Income(Net of Tax) Dividend(Including Dividend Distribution Tax)					
Profit for the Year		2,467,961	(1,353,421)		
Balance as on 31 <sup>st</sup> March,2019			(385,351,088)		(382,883,127)

## Note No 8: Borrowings

Particulars	31 <sup>st</sup> March,2019	31 <sup>st</sup> March,2018	1 <sup>st</sup> April,2017
Preference Shares Issued Share Capital 2,000,000 Preference Shares ofRs.100/- (31 <sup>st</sup> March,2018:2,000,000 Preference Shares of Rs.100/-) (1 <sup>st</sup> April,2017:2,000,000 Preference Shares of Rs.100/-)	200,000,000	200,000,000	200,000,000
Subscribed and Paid Up 2,000,000 Preference Shares ofRs.100/- (31 <sup>st</sup> March,2018:2,000,000 Preference Shares of Rs.100/-) (1 <sup>st</sup> April,2017:2,000,000 Preference Shares of Rs.100/-)	200,000,000	200,000,000	200,000,000
Loans from Others Unsecured	145,597,930	145,141,910	262,819,599

Total	345,597,930	345,141,910	462,819,599
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## Note No 9:Trade Payables)

Particulars	As At 31-03-2019	As At 31-03-2018	As At 01-04-2017
Suppliers	-	--	1,787,392
Total Trade Payables	-	--	1,787,392

## Note No 10Provisions

Particulars	As At 31-03-2019	As At 31-03-2018	As At 01-04-2017
Provision for Employee Benefits			
PF Payable			
ESI Payable			
Salaries Payable			
Others			
Statutory Liabilities	-	-	-
Total Provisions	-	-	-

## Note No 11:Other Current Liabilities

Particulars	As At 31-03-2019	As At 31-03-2018	As At 01-04-2017
Outstanding expenses Payable	1,986,285	-	101,920
Audit Fee payable	11,800	-	
AGM Expenses & Others	-	516,675	
Outstanding Salary	-	476,300	
Miscellaneous Sundry Creditors	443,750	532,060	59,844
Total Other Current Liabilities	2,441,835	1,525,035	161,764

## Note No 12 : Other Income

Particulars	As At 31-03-2019	As At 31-03-2018
Loss in Capital Markets	-	-
Miscellaneous Income	41	38,810
Interest		
- From others	-	-
- Dividend Income	12,672	387,962
Total	12,713	426,772

## \Note no 13: Employee Benefit Expenses

Particulars	As At 31-03-2019	As At 31-03-2018
Salaries and Wages	461,250	471,800
Total	461,250	471,800

## Note No 14: Other Operating and General expenses

Particulars	As At 31-03-2019	As At 31-03-2018
(i) Operating Expenses consist of the following : Power and Fuel	31,400	35,600
(ii) General Expenses consist of the following: Advances Written Off	--	2,766,766
Bank Charges	414	1,104
Office Maintenance	36,200	41,200
Telephone, Postage and Others	26,800	31,500
Conveyance	42,250	56,800
Secretarial Fee	35,900	36,800
Stock Exchange Fee	295,000	344,247
Filing Fee	2,900	2,400
Advertisement Expenses	42,600	36,800
Depository Charges	95,620	111,534
AGM Expenses	261,650	251,200
Payment Made to Statutory Auditors	11,800	-
Director's Fees and Commission	19,500	24,500
Other Expenses	2,850	2,900
Total	904,884	3,743,351

**16. Notes on Financial Statements****a. Taxes on Income:**

Tax expense comprises both current and deferred taxes. The current charge for income taxes is calculated in accordance with the relevant tax regulations.

Deferred Tax is recognized on timing differences between the accounting income and the taxable income for the year, and quantified using the tax rates and laws enacted or substantively enacted as on the Balance Sheet date.

Deferred tax asset arising from unabsorbed depreciation / carried forward losses under the tax laws, is recognized only to the extent that there is virtual certainty that sufficient future taxable income will be available, against which the deferred tax assets can be realized.

**b. Earnings Per Share**

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

For the purpose of calculating basic and diluted earnings per share, the net profit/ (loss) for the year attributable to equity shareholders and the weighted average number of shares outstanding during the year will be adjusted for the effects of all dilutive potential equity shares. Potential equity shares are deemed to be dilutive only if their conversion to equity shares would decrease the net profit per share from continuing ordinary operations.

c. The Company is classified under manufacturing. The production and sale of such services cannot be expressed in any Generic Unit. Hence, it is not possible to give the quantitative details of sales and the information as required under paragraphs 5 (viii)(c) of general instructions for preparation of the Statement of Profit and Loss as per Part II of Schedule III to the Companies Act, 2013.

d. There are no dues to SSI Units outstanding for more than 45 days.

e. Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification/disclosure.

**Signatures to Notes 1-14**

AS PER OUR REPORT OF EVEN DATE

FOR AND ON BEHALF OF THE BOARD

For P C N & ASSOCIATES  
**CHARTERED ACCOUNTANTS**  
 FRN: 0160165

MARUTI SECURITIES LIMITED

LAKSHMI PRASANTHI.S  
 PARTNER  
 M.No:236578  
 Place : Hyderabad  
 Date : 29/05/2019

B. SRINIVAS  
 MANAGING DIRECTOR

B. KAVITHA  
 DIRECTOR

B. Arun  
 CFO

Sagar Modve  
 COMPANY SECRETARY

**MARUTI SECURITIES LIMITED**  
**Plot No, 66, Parkview Enclave, Manovikas Nagar, Secunderabad- 500 009.**

*Proxy form*

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]  
 CIN: L67120TG1994PLC018087

Name of the company: **MARUTI SECURITIES LIMITED**

Regd. Office: **Plot No, 66, Parkview Enclave, Manovikas Nagar, Secunderabad- 500 009.**

Name of the member (s):

Registered address:

E-mail Id:

Folio No/ Client Id:

DP ID:

**I/We, being Member /Members of Maruti Securities Limited hereby appoint**

**1. Name: .....**

**Address:**

**E-mail Id:**

**Signature:....., or failing him**

**2. Name: .....**

**Address:**

**E-mail Id:**

**Signature:....., or failing him**

**3. Name: .....**

**Address:**

**E-mail Id:**

**Signature:.....**

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 25<sup>th</sup> Annual general meeting of the company, to be held on the Saturday 28<sup>th</sup> September 2019 at 10.00 a.m. at Registered Office of the Company at Plot No.66, Parkview Enclave, Manovikas Nagar, Secunderabad 500 009 and at any adjournment thereof in respect of such resolutions as are indicated below:

Resolution No.	Resolution
<b>Ordinary Business</b>	
1.	To receive, consider and adopt the Audited Balance Sheet as at 31st March 2019 the Profit and Loss Account for the year ended on that date and the Reports of the Directors and the Auditors thereon
<b>Special Resolution</b>	
2	To re-appoint Mrs.B.Kavitha an Independent Director , for a further tenure of 5 years
3 .	To re-appoint Mr.Sripathi Vamshi Krishna an Independent Director , for a further tenure of 5 years,
4.	To-re-appoint Mr. B Srinivas as Managing Director for a further Period of Five Years

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2019 Signature of Shareholder \_\_\_\_\_

Affix  
Revenue  
Stamp

Signature of Proxy holder (s) \_\_\_\_\_

**Note:**

- a. Proxy need not be a member of the Company.
- b. The Proxy Form duly filled in and signed by the Member(s) across the revenue stamp should reach the Company's Registered Office at least 48 hours before the commencement of the meeting.
- c. Corporate members intending to send their authorized representative(s) to attend the meeting are requested to send a certified copy of the Board resolution authorizing their representative(s) to attend and vote on their behalf at the meeting.



**MARUTI SECURITIES LIMITED**

Regd.Office: **Plot No, 66, Parkview Enclave, Manovikas Nagar, Secunderabad- 500 009**

25<sup>th</sup> Annual General Meeting – Saturday 28<sup>th</sup> September 2019

***Attendance Slip***

**Folio no. / DPID and Client ID no:**

**No. of shares**

Name and address of First/sole shareholder:

I, hereby record my presence at the 25<sup>th</sup> Annual General Meeting of the Company to be held on Saturday 28<sup>th</sup> September , 2019 at 10.00 a.m. at the registered office of the company at Regd.Office: **Plot No, 66, Parkview Enclave, Manovikas Nagar, Secunderabad- 500 009**

Name of the Member/Proxy  
(Block Letters)

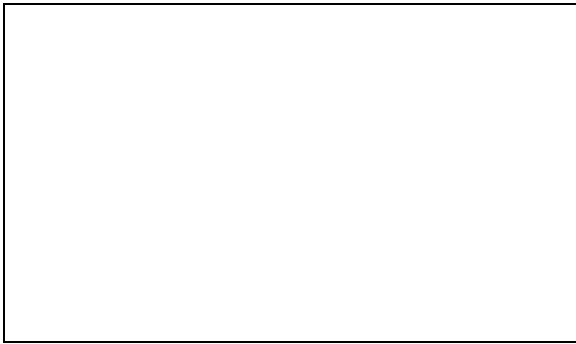
Signature of the Member/Proxy

**Notes:**

- a. Only Member/Proxy can attend the Meeting. No minors would be allowed at the Meeting.
- b. Member/Proxy who wish to attend the Meeting must bring this attendance slip to the Meeting and hand over at the entrance duly filled in and signed.
- c. Member/Proxy should bring his/her copy of the Annual Report for reference at the Meeting.



BY COURIER



If undelivered please return to:  
MARUTI SECURITIES LIMITED  
Plot No: 66, Parkview Enclave,  
Manovikas Nagar, Secunderabad- 9.