



**TARANGINI
INVESTMENTS LIMITED**

**ANNUAL REPORT
2017-2018**

BOARD OF DIRECTORS & KEY MANAGERIAL PERSONNEL

Mr. Pankaj Khetan	- Director
Mrs. Rachna Khetan	- Whole Time Director
Mr. Jalaj Sri Vastava	- Independent Director
Mr. Baldev Singh Dhillon	- Independent Director
Ms Neha Bansal	- Chief Financial Officer
Ms. Neha	- Company Secretary & Compliance Officer

AUDITORS

M/s Arun K Gupta & Associates
Chartered Accountant
D-58, East of Kailash, 1st Floor, New Delhi-110065

BANKERS

Kotak Mahindra Bank
9, Birbal Road, Jangpura Extention,
New Delhi-110014

REGISTERED OFFICE

H-38, LGF, Jangpura Extention, New Delhi-110014
Phone no: 011-43542277
Email Id: tarangini0123@gmail.com
Website: www.taranginiinvestmentsltd.com
CIN: L74899DL1982PLC013486

REGISTRAR & SHARE TRANSFER AGENT

M/s. Skyline Financial Services private Limited
D-153A, 1st Floor, Okhla industrial Area, Phase-1
New Delhi-110020
Email Id: info@skylinerta.com
Contact Details: 011-64732681 (10 Lines), 26812682-83

BOARD'S REPORT

**To,
The Members,
Tarangini Investments Limited**

Your Directors are pleased to present their report on the affairs of the Company for the Financial Year ended March 31, 2018.

FINANCIAL RESULTS

During the year under review, the financial results for the year ended 31st March, 2018 are as under: -

(Rs. In Lacs)			
S. No.	Particular	2017-18	2016-17
1.	Gross Income	53.52	40.12
2.	Profit(Loss) Before Tax	2.32	6.00
	Less: Current Tax	0.6	1.85
	Profit After Current Tax	2.92	4.15
	Less: Deferred tax	(0.03)	0.01
	Less: Tax adjustments relating to prior years	(0.06)	--
	Profit after Deferred tax	1.81	4.14
3.	Balance carried over to the Balance Sheet	1.81	4.14

KEY HIGHLIGHTS

The Total Revenue for the year increased from Rs. 40.12 Lacs in 2016-17 to Rs. 53.53 Lacs in 2017-18, resulting in a increase of 33.42%. The Net Profit for the year declined to Rs. 1.81 Lacs in 2017-18 from Rs. 4.14 Lacs in the previous year a decline of 56.28%.

STATE OF COMPANY'S AFFAIRS

Your Company is in transformation stage. The management is looking for various options for taking the business ahead. Although there is big competition, the future prospects look good.

DIVIDEND

Keeping in view the business scenario of the Company, your Board proposes to plough back the profits in the business of the Company. As a matter of this, your Board does not recommend any dividend for the Financial Year ended 31st March, 2018.

TRANSFER TO RESERVES:

During the year under review, the company has not transferred any amount to the General Reserve.

MATERIAL CHANGES AND COMMITMENT AFFECTING THE FINANCIAL POSITION BETWEEN THE END OF THE FINANCIAL YEAR AND THE DATE OF REPORT

No material changes and commitments affecting the financial position of the Company occurred between the end of the financial year to which this financial statements relate on the date of this report.

CHANGE IN THE NATURE OF BUSINESS

There is no change in the nature of the Business during the financial year under review.

CAPITAL STRUCTURE

As at 31 March 2018, the paid-up share capital of the Company stood at Rs. 3,10,60,000/- (Rupees Three Crore Ten Lakh and Sixty Thousand Only). During the year under review, the Company has neither issued any equity shares nor issued any shares with differential voting rights nor has granted any stock options or sweat equity.

NUMBER OF MEETINGS OF THE BOARD

The Board met Six (6) times during the Financial Year 2017-18 on 20th April, 2017, 29th May, 2017, 10th August, 2017, 13th September, 2017, 11th December, 2017 and 13th February, 2018.

NUMBER OF MEETINGS ATTENDED BY THE DIRECTORS

Name of the Directors	Category	No. of Board Meetings held	No. of Board Meetings Attended
Mr. Pankaj Khetan	Non Independent, Non Executive Director	6	6
Mrs. Rachna Khetan	Non Independent, Executive Director	6	6
Mr. Jalaj Sri Vastva	Independent, Non-Executive Director	6	6
Mr. Baldev Singh Dhillon	Independent, Non-Executive Director	6	6

DIRECTORS AND OTHER KEY MANAGERIAL PERSONNEL

At present followings are the Directors & KMPs:

S. No.	Name	Designation
1.	Mr. Pankaj Khetan	Director
2.	*Mrs. Rachna Khetan	Whole Time Director
3.	Mr. Jalaj Sri Vastva	Independent Director
4.	Mr. Baldev Singh Dhillon	Independent Director
5.	**Ms. Rency George	Company Secretary & Compliance Officer
6.	Ms. Neha Bansal	Chief Financial Officer
7.	***Ms. Neha	Company Secretary & Compliance Officer

***Mrs. Rachna Khetan:** As per the provisions of Section 152 of the Companies Act, 2013, Mrs. Rachna Khetan, retires at the ensuing Annual General Meeting and being eligible, offers herself for re-appointment. The Board recommends her re-appointment for approval of the members in the forthcoming Annual General Meeting.

****Ms. Rency George:** The Board has appointed Ms. Rency George as Company Secretary and Compliance Officer of the company w. e. f. 10.11.2015. She resigned from the post of Company Secretary and Compliance Officer of Company w. e. f. 20.04.2017.

*****Ms. Neha:** Ms. Neha was appointed as a Company Secretary and Compliance Officer (KMP as per Section 203 of the Companies Act, 2013) of the Company w. e. f. 20.04.2017, to perform the duties which shall be performed by the Company Secretary under the Companies Act, 2013.

Pursuant to the Provisions of Section 203 of the Companies Act, 2013, the Key Managerial Personnel of the Company are Mrs. Rachna Khetan, Whole Time Director, Ms. Neha Bansal, Chief Financial Officer and Ms. Neha, Company Secretary.

Further, during the year under review, the non-executive directors of the Company had no pecuniary relationship or transaction.

DECLARATION BY INDEPENDENT DIRECTORS

The Independent directors have submitted their disclosure to the Board that they fulfill all the requirements and criteria of independence as provided in Section 149(6) read with Schedule IV of the Companies Act, 2013 and there has been no change in the circumstances which may affect their status as independent director during the year.

DIRECTORS' RESPONSIBILITY STATEMENT

Your Directors confirm that:

- a) in the preparation of the annual accounts, the applicable accounting standards had been followed and there is no material departures;
- b) they had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit of the company for that period;

- c) they had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) they had prepared the annual accounts on a going concern basis;
- e) they have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively.
- f) they had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

FORMAL ANNUAL EVALUATION

The Companies Act, 2013 mandates that the Board shall monitor and review the Board evaluation framework. The framework includes the evaluation of directors on various parameters such as:

- Board dynamics and relationships
- Information flows
- Decision-making
- Relationship with stakeholders
- Company performance and strategy
- Tracking Board and committees' effectiveness
- Peer evaluation

The Companies Act, 2013 states that a formal annual evaluation needs to be made by the Board of its own performance and that of its committees and individual directors. Schedule IV of the Companies Act, 2013 states that the performance evaluation of independent directors shall be done by the entire Board of Directors, excluding the director being evaluated. The evaluation of all the directors and the Board as a whole was conducted based on the criteria and framework adopted by the Board and as collated by Nomination and Remuneration Committee and the Board expressed its satisfaction.

EXTRACT OF THE ANNUAL RETURN

The extracts of Annual Return in Form MGT-9 pursuant to the provisions of Section 92 read with Rule 12 of the Companies (Management and Administration) Rules, 2014 are attached as **Annexure 'A'** to this Report.

AUDITORS

Statutory Auditors

M/s. Arun K. Gupta & Associates Chartered Accountants (FRN.: 000605N), New Delhi have tendered their resignation from the position of Statutory Auditors of the Company due to preoccupation in other assignments, resulting into a casual vacancy in the office of Statutory Auditors of the Company. Pursuant to Section 139(8) of the Companies Act, 2013 read with the Companies (Audit & Auditors) Rules, 2014, casual vacancy caused by the resignation of auditors can only be filled up by the Company in general meeting. The Board of Directors of the Company at their meeting held on 13.08.2018 and on the recommendation of Audit Committee, have made its

recommendation for the appointment of M/s. GGS & Company, Chartered Accountants (FRN.: 028448N), Delhi, to fill the casual vacancy caused due to the resignation of M/s. Arun K. Gupta & Associates Chartered Accountants (FRN.: 000605N), New Delhi, for a period of five consecutive years from the conclusion of this 36th Annual General Meeting till the Conclusion of 41st Annual General Meeting to be held in the year 2023. The first year of audit will be of the financial statements for the year ended March 31, 2019.

The Company has received a written consent and a certificate from the Auditors that they satisfy the criteria provided under section 141 of the Act and their appointment, if made by the members, shall be in accordance with the applicable provisions of the Act and rules framed thereunder. Accordingly pursuant to Section 139(8) of the Companies Act, 2013, a resolution, proposing the appointment of M/s. GGS & Company, Chartered Accountants (FRN.: 028448N), Delhi as the statutory auditors of the Company for a term of five consecutive years i.e. from the conclusion of the ensuing Annual General Meeting till the conclusion of 41st Annual General Meeting to be held in the Financial Year 2023 forms part of the Notice of the ensuing Annual General Meeting of the Company.

As required under Regulation 33 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, the said firm has confirmed that they hold a valid certificate issued by Peer Review Board of the ICAI and thus are qualified to give reports for a Listed Companies.

AUDITOR'S REPORT

The Auditor's Report submitted by the Statutory Auditors on the Financial Statements of the Company for the year ended March 31, 2018 forms part of the Annual Report. There has been no qualification, reservation or adverse remark or disclaimer in their report. The auditors has not reported any matter under section 143(12) of the Act, therefore no detail is required be disclosed under section 134 (3)(ca) of the Act and no comment of Board on audit report is required to be given.

SECRETARIAL AUDITORS

Pursuant to the provision of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company with the approval of the Board, appointed USR & Associates, Practicing Company Secretary to conduct the Secretarial Audit of the Company for the financial year 2017-18, as required under Companies Act, 2013. The Secretarial Audit Report submitted by the Secretarial Auditor for the F.Y. 2017-18 is annexed herewith as **Annexure B** and forms an integral part of this report.

Further, the Secretarial Auditor in its report mentioned that the Company has made an application with Hon'ble Ministry of Corporate Affairs u/s 460(1) of the Companies Act, 2013 for condoning the delay in filing Form MGT-14 for approval of Board's Report and Financial Statements for the F.Y. 2015-16 and on the request made by the company the Hon'ble Ministry has passed an order and condoned the delay in filing of Form MGT-14 and did not imposed any penalty on the company and on its Directors and officers thereof.

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION, FOREIGN EXCHANGE EARNING AND OUTGO

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION

Since the Company do not involve in any manufacturing or processing activities, the particulars as per the Companies (Disclosure of Particulars in the Report of Board of Directors) Rules, 1988 regarding conservation of energy and technology absorption are not applicable.

FOREIGN EXCHANGE EARNINGS AND OUTGO

PARTICULARS	(Amount in Rs.)	
	CURRENT YEAR	PREVIOUS YEAR
Foreign Exchange Outgo	N.A	N.A
Foreign Exchange Earning	N.A	N.A

INTERNAL FINANCIAL CONTROL

The Board has adopted the policies and procedures for ensuring the orderly and efficient conduct of its business, including adherence to the 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 disclosures.

The Company's Internal Control Systems are commensurate with the nature of its business and the size and complexity of its operations.

The Internal Auditor independently evaluate the adequacy of internal controls and concurrently audit the financial transactions and review various business processes. Independence of the Internal Auditor and therefore compliance is ensured by the direct report of internal Auditors to the Audit Committee of the Board.

RISK MANAGEMENT POLICY

Pursuant to Section 134(3)(n) of the Companies Act, 2013, the Company's has developed and implemented the Risk Management Policy for the Company including identification therein of elements of risk, if any, which is in the opinion of the Board may threaten the existence of the Company.

PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS MADE UNDER SECTION 186 OF THE COMPANIES ACT, 2013

During the year under review, the Company has complied with the provisions of Section 186 of the Companies Act, 2013.

PARTICULARS OF CONTRACTS OR ARRANGEMENTS MADE WITH RELATED PARTIES

All related party transactions that were entered into during the financial year ended 31st March, 2018 were on an arm's length basis and were in the ordinary course of business. Therefore, the provisions of Section 188 of the Companies Act, 2013 were not attracted. Further, there are no materially significant related party transactions during the year under review made by the Company with Promoters, Directors, or other designated persons which may have a potential conflict with the interest of the Company at large. Thus, disclosure in Form AOC-2 is not required.

However, the disclosure of transactions with related party for the year, as per Indian Accounting Standard -24 Related Party Disclosures is given in Note no. 18 to the Balance Sheet as on 31st March, 2018.

CORPORATE SOCIAL RESPONSIBILITY (CSR)

Pursuant to the provisions of Section 135 of the Companies Act, 2013, every company having net worth of rupees five hundred crores or more, or turnover of rupees one thousand crores or more or a net profit of rupees five crores or more during any financial year shall constitute a Corporate Social Responsibility Committee of the Board and shall formulate a Corporate Social Responsibility Policy. Your Company is not falling under the preview of said section during the year.

SUBSIDIARIES, JOINT VENTURES AND ASSOCIATE COMPANIES

The Company does not have any unlisted/listed subsidiary company or Joint Ventures or any Associate Companies .Thus, Form AOC-1 does not form part of this Report.

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

As required under Regulation 34 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 with Stock Exchanges, the Management Discussion and Analysis Report is included in this Report as **Annexure-C** and forms part of this Board Report.

COMPOSITION OF COMMITTEES

Audit Committee

As per the provisions of Section 177 of the Companies Act, 2013 your Company has Constituted an Audit committee. The Audit Committee comprises of majority of the Independent Directors. All the members of the Committee have experience in financial matters. The details of the composition of the committee are set out in the following table:

S. No.	Name	Designation
1.	Mr. Baldev Singh Dhillon	Chairman (Non- Executive Independent Director)
2.	Mr. Jalaj Sri vastava	Member (Non-Executive Independent Director)
3.	Mr. Pankaj Khetan	Member and Director

The Audit Committee shall meet as and whenever need arises and their term of reference shall include the following:

- To recommend the appointment, remuneration and terms of appointment of auditors of the Company;
- To review and monitor the auditor's independence and performance and effectiveness of audit process;
- To examine the financial statement and the auditor's report thereon;
- To approve or any subsequent modification of transactions of the Company with related parties;

- To do scrutiny of inter-corporate loans and investments;
- Evaluation of internal financial controls and risk management systems;
- Any other area as specified by the board.

The Audit Committee shall have the authority to investigate into any matter in relation to the items specified above or as referred by the Board and for the purpose shall have the authority to interact with the Auditors, management, key managerial personnel of the Company or to obtain professional advice from external sources.

Nomination and Remuneration Committee

Nomination and Remuneration Committee of the board pursuant to Section 178 of the Companies, Act 2013 and the relevant rules made under the Companies (Meetings of Board and its Powers) Rules, 2014 comprising of the following members:

S. No.	Name	Designation
1.	Mr. Baldev Singh Dhillon	Chairman (Non- Executive Independent Director)
2.	Mr. Jalaj Sri vastava	Member (Non-Executive Independent Director)
3.	Mr. Pankaj Khetan	Member and Director

The Committee shall meet as and whenever need arises and their term of reference shall include the following:

- To identify and recommend to the Board persons who are qualified to become directors and who may be appointed in senior management. To recommend to the board about their appointment and removal and shall carry out evaluation of every director’s performance.
- To recommend to the Board a policy relating to the remuneration for the directors, key managerial personnel and other employees.
- Any other area as specified by the board.

Stakeholder Relationship Committee

As per the provisions of Section 178 of the Companies Act, 2013 your Company has Constituted Stakeholder Relationship Committee. The Committee comprise of following Directors:

S. No.	Name	Designation
1.	Mr. Baldev Singh Dhillon	Chairman (Non- Executive Independent Director)
2.	Mr. Jalaj Sri vastava	Member (Non-Executive Independent Director)

3.	Mr. Pankaj Khetan	Member and Director
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The Stakeholder Relationship Committee shall consider and resolve the grievances of security holders of the Company.

POLICY ON DIRECTORS' APPOINTMENT AND REMUNERATION

The Company's Policy relating to appointment of Directors, payment of Managerial remuneration, Directors' qualifications, positive attributes, independence of Directors and other related matters as provided under Section 178(3) of the Companies Act, 2013 is as under:

The Board, on the recommendation of the Nomination and Remuneration Committee, shall review and approve the remuneration payable to the Executive Directors of the Company within the overall limits approved by the shareholders. The Board, on the recommendation of the Nomination and Remuneration Committee, shall also review and approve the remuneration payable to the Key Managerial Personnel of the Company.

The remuneration structure to the Executive Directors and Key Managerial Personnel shall include the following components:

- Basic Pay
- Perquisites and Allowances
- Annual Performance Bonus

ESTABLISHMENT OF VIGIL MECHANISM FOR DIRECTORS AND EMPLOYEES

The Company has established a vigil mechanism and oversees through the committee, the genuine concerns expressed by the employees and other Directors. The Company has also provided adequate safeguards against victimization of employees and Directors who express their concerns. The Company has also provided direct access to the chairman of the Audit Committee on reporting issues concerning the interests of co employees and the Company.

CORPORATE GOVERNANCE

As per Regulation 15(2) of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, compliance with the Corporate Governance provisions as specified in regulation 17 to 27 and clause (b) to (i) of the sub-regulation (2) of regulation 46 and Para C, D, and E of Schedule V shall not apply to the company having paid up equity share capital not exceeding Rs. Ten Crores and net worth not exceeding Rs. Twenty Five Crores, as on the last day of the previous financial year. The Company is covered under the limit as prescribed in Regulation 15(2) of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, therefore Company is not required to comply with the said provisions.

CODE OF CONDUCT

The Board of Directors has approved a Code of Conduct which is applicable to the Members of the Board and all employees in the course of day to day business operations of the company. The Code has been placed on the Company's website www.taranginvestmentsltd.com

The Code lays down the standard procedure of business conduct which is expected to be followed by the Directors and the designated employees in their business dealings and in particular on matters relating to integrity in the work place, in business practices and in dealing with stakeholders.

All the Board Members and the Senior Management personnel have confirmed compliance with the Code.

PARTICULARS OF EMPLOYEES

Information required with respect to Section 197(12) of the Companies Act, 2013 Read With Rule 5(1) Of The Companies (Appointment And Remuneration Of Managerial Personnel) Rules, 2014

- (i) The ratio of the remuneration of each Director to the median remuneration of the employees of the Company for the financial year under review

Name of Director/ KMP	Remuneration (In Rs.)	Ratio of Directors Remuneration to Median Remuneration	Percentage Increase in Remuneration
Mrs. Rachna Khetan (WTD)	1200000/-	10:1	Nil
Mr. Pankaj Khetan (Director)	Nil	Nil	Nil
Mr. Baldev Singh Dhillon (Independent Director)	Nil	Nil	Nil
Mr. Jalaj Srivastava (Independent Director)	Nil	Nil	Nil
Ms. Neha Bansal (CFO)	2,95,500/-	2.47:1	Nil
*Ms. Rency K. George (Company Secretary)	12600/-	0.105:1	Nil
**Ms. Neha	2,50,327/-	2.08:1	Nil

*Ms. Rency has resigned from the post of Company Secretary & Compliance Office Officer w. e. f. 20.04.2017.

**Ms. Neha has appointed as Company Secretary and Compliance Officer of the Company w. e. f. 20.04.2017.

- (ii) The Median Remuneration of Employees is Rs. 2,50,327/-
- (iii) The Company has 3 permanent Employees on the rolls of Company as on 31st March, 2018 and 19 contractual employees.
- (iv) During the Year 2017-18, there was no increase in the salary of Employees.
- (v) Affirmation that the remuneration is as per the remuneration policy of the Company.
The Company affirms that the remuneration is as per the remuneration policy of the Company.

Information required with respect to Section 197(12) of the Companies Act, 2013 Read With Rule 5(2) Of The Companies (Appointment And Remuneration Of Managerial Personnel) Rules, 2014

None of the employee drawn remuneration more than of Rs. 1 Crore 2 Lakh per annum or Rs. 8.50 Lakh per month if any part of the year. Hence the provision of Section 197(12) of the Companies Act, 2013 read with Rule 5(2) of The Companies (Appointment And Remuneration Of Managerial Personnel) Rules, 2014 are not applicable for the period under review.

FRAUD REPORTING

No frauds have been reported to the Audit Committee/ Board during the year.

DEPOSITS

Your Company has neither accepted nor any fixed deposits was outstanding as of the Balance Sheet date.

PREVENTION OF SEXUAL HARASSMENT AT WORKPLACE

No complaint was received during the year.

GENERAL DISCLOSURES

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

1. Details relating to deposits covered under Chapter V of the Act.
2. Issue of equity shares with differential rights as to dividend, voting or otherwise.
3. Issue of shares (including sweat equity shares/ ESOP) to employees of the Company under any scheme.
4. As there is no subsidiary, hence this clause is not applicable.
5. No significant or material orders were passed by the Regulators or Courts or Tribunals which impact the going concern status and Company's operations in future.

ACKNOWLEDGEMENTS

The Board of Directors acknowledges with gratitude the co-operation extended by the Company's Bankers and also appreciates the continued trust and confidence reposed by the Shareholders in the management. They also place on record their appreciation for the valuable contribution and whole hearted support extended by the Company's employees at all levels.

**BY ORDER OF THE BOARD
FOR TARANGINI INVESTMENTS LIMITED**

**Date: 29.05.2018
Place: Delhi**

**Sd/-
Rachna Khetan
Whole Time Director
DIN: 06982598
Add: H. No. 15, 1st Floor,
Sector-14, Gurgaon, Haryana-
122001**

**Sd/-
Pankaj Khetan
Director
DIN: 01567415
Add: H. No. 15, Sector-14,
Gurgaon, Haryana- 122001**

Form No. MGT-9

**EXTRACT OF ANNUAL RETURN AS ON THE FINANCIAL YEAR ENDED ON 31-03-2017
[Pursuant to section 92(3) of the Companies Act, 2013 and rule 12(1) of the
Companies (Management and Administration) Rules, 2014]**

I. REGISTRATION AND OTHER DETAILS:

CIN	L67190DL1982PLC013486
Registration Date	15/04/1982
Name of the Company	TARANGINI INVESTMENTS LIMITED
Category/Sub-Category of the Company	Company limited by shares
Address of the Registered office	H-38, LGF, JANGPURA EXTENSION, NEW DELHI- 110014
contact details	011-43542277
Whether listed company	YES
Details of Registrar and Transfer Agent:-	
Name	SKYLINE FINANCIAL SERVICES PVT. LTD.
Address	D-153/A, IST FLOOR, OKHLA INDUSTRIAL AREA, PHASE-I, NEW DELHI- 110020
Contact details	011-64732681 (10 Lines),26812682-83, FAX: 91-11-26812682

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:-

S. No.	Name and Description of main products / services	NIC Code of the Product/ service	% to total turnover of the company
1	Other Financial Activities	64990	99.71%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

S. No.	Name and Address of the Company	CIN/ GLN	Holding/Subsidiary/ Associate	% of shares held	Applicable Section
1	NA				

d) State Govt.(s)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
e) Venture Capital Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
f) Insurance Companies	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
g) FIIs	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
h) Foreign Venture Capital Funds	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
i) Others (specify)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Sub-total(B)(1)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
2. Non Institutions									
a) Bodies Corp. (i) Indian (ii)Overseas	1500000 Nil	1000 Nil	1501000 Nil	4.83 Nil	2400000 Nil	1000 Nil	2401000 Nil	7.73 Nil	2.9 Nil
b) Individuals (i)Individual shareholders holding nominal share capital upto Rs. 2 lakh	2950000	414000	3364000	10.83	3050000	414000	3464000	11.15	0.32
(ii) Individual shareholders holding nominal share capital in excess of Rs 2 lakh	11505000	Nil	11505000	37.04	10505000	Nil	10505000	33.82	3.22
c) Others(Specify) (HUF)	1675000	25000	1700000	5.47	1675000	25000	1700000	5.47	Nil
Sub-total (B)(2)	17630000	440000	18070000	58.18	17630000	440000	18070000	58.18	6.44
Total Public Shareholding (B)=(B)(1)+(B)(2)	17630000	440000	18070000	58.18	17630000	440000	18070000	58.18	6.44
C. Shares held by Custodian for GDRs & ADRs	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Grand Total (A+B+C)	30620000	440000	31060000	100	30620000	440000	31060000	100	6.44

(ii) Shareholding of Promoters

S. No	Shareholder's Name	Shareholding at the beginning of the year			Share holding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares	% of Shares Pledged	No. of Shares	% of total Shares	% of Shares Pledge d	
1	PANKAJ KHETAN	7610000	24.50	Nil	7610000	24.50	Nil	Nil
2	RACHNA KHETAN	4160000	13.39	Nil	4160000	13.39	Nil	Nil
3	MASTER BHAVYE	110000	0.35	Nil	110000	0.35	Nil	Nil
5	PANKAJ KHETAN HUF	1110000	3.57	Nil	1110000	3.57	Nil	Nil

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

Sr. no		Shareholding at the beginning of the year		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
	At the beginning of the year				
	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):		NO CHANGE		
	At the End of the year				

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

S. No.	For Each of the Top 10 Shareholders	Shareholding at the beginning of the year		Shareholding at the End of the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company
1.	SAPNA JAIN	156000	5.02	1560000	5.02

2.	H.L. SEKHRI	1150000	3.70	1150000	3.70
3.	ASHA JAIN	111000	3.57	1110000	3.57
4.	VIKAS SHAH	Nil	Nil	1000000	3.22
5.	ISHWAR CHAND JINDAL	1000000	3.22	1000000	3.22
6.	3DIMENSION CAPITAL SERVICES LIMITED	Nil	Nil	900000	2.90
7.	KANWALDEEP SINGH MAKKER	500000	1.61	500000	1.61
8.	SANGEETA	500000	1.61	500000	1.61
9.	LALLAN SHAH	500000	1.61	500000	1.61
10.	RAJAT JINDAL	500000	1.61	500000	1.61

(v) Shareholding of Directors and Key Managerial Personnel

S. No	For Each of the Directors and KMP	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.	PANKAJ KHETAN				
	At the beginning of the year	7610000	24.5	7610000	24.5
	Date wise Increase/Decrease in 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	7610000	24.5	7610000	24.5
2.	<u>RACHNA KHETAN</u>				
	At the beginning of the year	4160000	13.39	4160000	13.39
	Date wise Increase/Decrease in 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	4160000	13.39	4160000	13.39
3.	JALAJ SRI VASTAV	Nil	Nil	Nil	Nil
4.	BALDEV SINGH DHILLON	Nil	Nil	Nil	Nil
5.	*RENCY GEORGE	Nil	Nil	Nil	Nil
6.	NEHA BANSAL	Nil	Nil	Nil	Nil

7.	**NEHA	Nil	Nil	Nil	Nil
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***Rency George:** Ms. Rency George has resigned from the post of company Secretary and Compliance Officer w.e.f. 20.04.2017

****Neha:** Ms. Neha was appointed as a Company Secretary and Compliance Officer (KMP as per Section 203) of the Company w.e.f. 20.04.2017.

(V) INDEBTEDNESS

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

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

(VI) REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

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

S. No.	Particulars of Remuneration	Name of MD/WTD/ Manager	Total Amount
		RACHNA KHETAN	
1	Gross salary		
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	12,00,000	12,00,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	NIL	NIL
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	NIL	NIL

2	Stock Option	NIL	NIL
3	Sweat Equity	NIL	NIL
4	Commission	NIL	NIL
5	Others, please specify	NIL	NIL
	Total (A)	12,00,000	12,00,000

B. Remuneration to the directors:

Sl. No.	Particulars of Remuneration	Name of Director				Total Amount
	<u>Independent Directors</u> ·Fee for attending board committee meetings ·Commission ·Others, please specify	NIL	NIL	NIL	NIL	NIL
	Total(1)	NIL	NIL	NIL	NIL	NIL
	<u>Other Non-Executive Directors</u> ·Fee for attending board committee meetings ·Commission ·Others, please specify	NIL	NIL	NIL	NIL	NIL
	Total(2)	NIL	NIL	NIL	NIL	NIL
	Total(B)=(1+2)	NIL	NIL	NIL	NIL	NIL
	Total Managerial Remuneration	NIL	NIL	NIL	NIL	NIL
	Overall Ceiling as per the Act	NIL	NIL	NIL	NIL	NIL

C. Remuneration to Key Managerial Personnel Other Than MD/Manager/WTD

Sl. no.	Particulars of Remuneration	Key Managerial Personnel			
		Company Secretary		CFO	Total
		Ms. Rency George	Ms. Neha		
1.	Gross salary (a)Salary as per provisions contained in section17(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 section17(3)Income-tax Act,1961	12600	250327	295500	558427
2.	Stock Option	Nil	Nil	Nil	Nil
3.	Sweat Equity	Nil	Nil	Nil	Nil
4.	Commission - as % of profit	Nil	Nil	Nil	Nil

	-others, specify...				
5.	Others, please specify	Nil	Nil	Nil	Nil
	Total	12600	250327	295500	558427

(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)
A. Company					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
B. Directors					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil
C. Other Officer in default					
Penalty	Nil	Nil	Nil	Nil	Nil
Punishment	Nil	Nil	Nil	Nil	Nil
Compounding	Nil	Nil	Nil	Nil	Nil

Date: 29.05.2018
Place: New Delhi

Sd/-
(Rachna Khetan)
Whole Time Director
DIN: 06982598
Add: H. No. 15, 1st Floor, Sector-14,
Gurgaon, Haryana- 122001

By Order of the Board
For **Tarangini Investments Limited**
Sd/-
Pankaj Khetan
Director
DIN: 01567415
Add: H. No. 15, Sector-14,
Gurgaon, Haryana-122001

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

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

To,
The Members,
TARANGINI INVESTMENTS LIMITED
H-38, LGF, Jangpura Extension,
New Delhi-110014

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **TARANGINI INVESTMENTS 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 **TARANGINI INVESTMENTS LIMITED** books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, We hereby report that in our opinion, the company has, during the audit period covering the financial year ended on **31st March, 2018** complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by **TARANGINI INVESTMENTS LIMITED** ("the Company") for the financial year ended on **31st March, 2018** according to the provisions of:

- (i) The Companies Act, 2013 (the Act) and the rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) The Foreign Exchange Management Act, 1999 and the Rules and Regulations made under that Act to the extent applicable to Overseas Direct Investment (ODI), Foreign Direct Investment (FDI) and External Commercial Borrowings (ECB); **(Not applicable to the Company during the audit period)**
- (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, 1992;
 - c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009; **(Not Applicable as the Company has not issued any further capital under the regulations during the period under review)**;
 - d) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; **(Not applicable to the Company during the Audit period)**
 - e) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008.; **(Not applicable to the Company during the Audit period)**
 - f) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client.
 - g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not applicable to the Company during the Audit period)** and
 - h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998. **(Not applicable to the Company during the Audit period)**
- (vi) Other laws applicable to the Company as per the representations made by the Management.
- a) The Income Tax Act, 1961;
 - b) Service Tax; and
 - c) Goods & Service Tax Law.

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

- i. The Secretarial Standards issued by the Institute of Company Secretaries of India.
- ii. The Listing Regulation entered into by the Company with Metropolitan Stock Exchange and the Calcutta Stock Exchange.

During the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, 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. There is no change in the composition of the Board of Directors during the year under review.
- In majority cases adequate notice is given to all directors to schedule the Board /Committee Meetings, agenda and detailed notes on agenda were sent at least seven days in advance.
- A system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

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

We further report that the Company had delayed in filing of MGT-14 with regard to filing of Board Resolution dated 28.05.2016 for approval of Financial Statement and Board Report for the F.Y. 2015-16, which resulted in condonation of delay u/s 460(b) of the Companies Act, 2013. **However, the same has been complied with by filing the below forms:**

Form CG-1(Form for filing application or documents with Central Government):

Vide SRN: G45697976 DATED: 09.06.2017

INC-28(Notice of Order of the Court or any other competent authority):

Vide SRN: G55353049 DATED: 09.10.2017

MGT-14 (Filing of Resolutions and agreements to the Registrar):

Vide SRN: G58311705 DATED:26.10.2017

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

For USR & Associates

Company Secretaries

Sd/-

Swati Goel

(Partner)

M.No. 32678

CP No. 14830

Place: New Delhi

Date: 25th May, 2018

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,
TARANGINI INVESTMENTS LIMITED
H-38, LGF, Jangpura Extension,
New Delhi-110014

Our Secretarial Audit Report for the financial year **31st March, 2018** is to be read along with this letter.

Management's Responsibility

1. It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively. Our responsibility is to express an opinion on these secretarial records based on our audit.

Auditor's Responsibility

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in Secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
4. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.

Disclaimer

5. 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.
6. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.

Place: New Delhi
Date: 25th May, 2018

For USR & Associates
Company Secretaries
Sd/-
Swati Goel
(Partner)
M. No. -32678
CP. No. 14830

MANAGEMENT DISCUSSION AND ANALYSIS REPORT

(A) INDUSTRY STRUCTURE AND DEVELOPMENT

Our company has taken many steps drastically to revive the operations . The Directors has utilized their contacts to take the new business and during the financial year 2017-18, the company has successfully did the job undertaken.

(B) OPPORTUNITY, THREATS AND CONCERNS

Except as otherwise and the following important factors could cause actual results to differ materially from the expectations include, among others:

- **General economic and business conditions**

As a company operating in India, we are affected by general economic and business conditions in the markets in which the Company operates and in the local, regional and national and international economies.

The Indian economy has grown steadily over the past several years. This improved performance was propelled by the growth in industrial activity and robust services sector. The overall economic growth will therefore impact the results of its operations. The growth prospects of the business of the Company and its ability to implement the strategies will be influenced by macroeconomic growth.

- **Factors affecting industrial activity**

Any change in the factors such as industrial policies, improper relationships with our customers, etc. which may affect our results of operation. The supply of financial services is determined by the cost curves associated with those services which are in turn determined by the cost of the factors of production and the underlying production function. Three aspects of these cost curves have an important effect on the supply of financial services and the structure of the industry — economies of scale, economies of joint production and distribution, and the management of risk. The nature of the cost and production functions underlying the supply of financial services and the structure of the industry is affected by several exogenous factors. Foremost among them are the economy, technology, regulation, and the role of the Federal government in financial service markets.

- **Changes in laws and regulations that apply to the industry**

Our business is subject to numerous laws, regulations and policies. Changes in the laws, regulations and policies, including the interpretation or enforcement thereof, which affect, or will affect, our business. In case of a failure to comply with these laws and regulations or to obtain or renew the necessary permits and approvals our business may be affected.

- **Changes in fiscal, economic or political conditions in India**

External factors such as potential terrorist attacks, acts of war or geopolitical and social turmoil in many parts of the world could constrain our ability to do business, increase the costs and negatively affect our financial performance.

(C) OUTLOOK

The report contains forward-looking statements, identified by words like 'plans', 'expects', 'will', 'anticipates', 'believes', 'intends', 'projects', 'estimates' and so on. The company is committed to put

continuous efforts for providing superior quality products with research and innovation using best practices, adopting sales and marketing strategies, investment in people development and expansion of manufacturing capacity. The company is confident of continuous good performance of growth by using better technologies and consistent efforts. Fundamental growth drivers of the Indian economy continue to exist. Since these are based on certain assumptions and expectations of future events, the Company cannot guarantee that these are accurate or will be realized. The overall scenario for economy is showing recovery trends and we believe it will help our industry to grow at a faster rate, and we at Tarangini Investments Limited remains optimistic about our future.

(D) INTERNAL CONTROL SYSTEM AND THEIR ADEQUACY

The Company has engaged the services of an independent Auditor to carry out the internal audit and ensure that recording and reporting are adequate and proper, the internal controls exist in the system and that sufficient measures are taken to update the internal control system. The system also ensures that all transaction are appropriately authorised, recorded and reported. All these measures are continuously reviewed by the management and as and when necessary improvements are affected.

(E) CORPORATE SOCIAL RESPONSIBILITY.

The management of your company is of the opinion that the company's contribution to the society should be of its own volition and not out of compulsion.

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

During the Financial Year 2016-17 the company has taken many steps to retain their man power and for the welfare of the employee as employee are the back bone of any company and no company can survive without the satisfaction of their employees.

CAUTIONARY STATEMENT

The statements in the "Management Discussion and Analysis Report" section describes the Company's objectives, projections, estimates, expectations and predictions, which may be "forward looking statements" within the meaning of the applicable laws and regulations. The annual results can differ materially from those expressed or implied, depending upon the economic and climatic conditions, Government policies and other incidental factors.

**BY ORDER OF THE BOARD
FOR TARANGINI INVESTMENTS LIMITED**

**Date: 29.05.2018
Place: Delhi**

**Sd/-
Rachna Khetan
Whole Time Director
DIN: 06982598
Add: H. No. 15, 1st Floor,
Sector-14, Gurgaon, Haryana-
122001**

**Sd/-
Pankaj Khetan
Director
DIN: 01567415
Add: H. No. 15, Sector-14,
Gurgaon, Haryana-
122001**

COMPLIANCE OF CODE OF CONDUCT

This is to certify that the Company has laid down a Code of Conduct ("the Code") as provided under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for all Board Members and Senior Management of the Company and copy of the Codes have been placed on Company's website www.taranginiinvestmentsltd.com

It is further certified that all Directors and Senior Management Personnel of the Company have affirmed compliance with the code of conduct of the Company for the year ended March 31, 2018.

**BY ORDER OF THE BOARD
FOR TARANGINI INVESTMENTS LIMITED**

**Date: 29.05.2018
Place: Delhi**

**Sd/-
Rachna Khetan
Whole Time Director
DIN: 06982598
Add: H. No. 15, 1st Floor,
Sector-14, Gurgaon, Haryana-
122001**

**Sd/-
Pankaj Khetan
Director
DIN: 01567415
Add: H. No. 15, Sector-14,
Gurgaon, Haryana-
122001**

CERTIFICATION ON FINANCIAL STATEMENTS OF THE COMPANY

We, Rachna Khetan, Whole Time Director and Neha Bansal, Chief Financial Officer of Tarangini Investments Limited ('the Company'), certify that:

- (a)** We have reviewed the financial statements and the cash flow statement of the company for the year ended March 31, 2018 and that to the best of our knowledge and belief:
 - i)** These statements do not contain any materially untrue statement or omit any material fact or contain statement that might be misleading;
 - ii)** These statements together present a true and fair view of the company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.

- (b)** To the best of our knowledge and belief, no transactions entered into by the company during the year ended March 31, 2018 are fraudulent, illegal or violative to the company's Code of Conduct.

- (c)** We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the company pertaining to financial reporting and have disclosed to the Auditors and Audit Committee deficiencies in the design or operation of such internal controls, if any, of which we are aware and steps taken or proposed to be taken to rectify these deficiencies.

- (d)** During the year:
 - i)** there has not been any significant change in internal control over financial reporting;
 - ii)** there have been no instances of significant fraud of which we are aware that involve management or other employees having significant role in the Company's internal control system over financial reporting.

Place: New Delhi
Date: 29 May, 2018

Sd/-
Rachna Khetan
Whole Time Director
(DIN 06982598)

Sd/-
Neha Bansal
Chief Financial Officer

INDEPENDENT AUDITOR'S REPORT

**To the Members of
Tarangini Investments Limited**

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements Ind AS financial statements of **Tarangini Investments Limited** ('the Company'), which comprise the Balance Sheet as at March 31, 2018, the Statement of Profit and Loss, the Statement of Cash Flows for the year then ended and Notes to the Standalone Financial Statements, including a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) prescribed under Section 133 of the Act read with relevant rules issued thereunder.

This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the standalone financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit. In conducting our audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder and the Order issued under section 143(11) of the Act.

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

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

statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the Ind AS financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the Ind AS financial statements.

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

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India including, of the state of affairs of the Company as at March 31, 2018, its profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of section 143(11) of the Act, we give in the **Annexure A**, a statement on the matters specified in the paragraph 3 and 4 of the order.
2. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) in our opinion proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
 - (c) the Balance Sheet, the Statement of Profit and Loss and the Statement of Cash Flows dealt with by this Report are in agreement with the books of account;
 - (d) in our opinion, the aforesaid standalone financial statements comply with the Indian Accounting Standards specified under Section 133 of the Act read with relevant rule issued thereunder;
 - (e) on the basis of the written representations received from the directors of the Company as on March 31, 2018 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2018 from being appointed as a director in terms of Section 164 (2) of the Act;
 - (f) with respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "**Annexure B**". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting.

- (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 does not have any pending litigations as at March 31, 2018 which would impact its financial position.
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses as at March 31, 2018.
 - iii. There were no amounts which were required to be transferred, to the Investor Education and Protection Fund by the Company during the year ended March 31, 2018.

For **Arun K. Gupta & Associates**
Firm Registration No. 000605N
Chartered Accountants

Place : New Delhi
Date: 29.05.2018

Sd/-
(SACHIN KUMAR)
Partner
M.No. 503204

“Annexure A” To THE INDEPENDENT AUDITOR’S REPORT

(Referred to in paragraph 1 under the heading “Report on other legal and regulatory requirements” of our report to the Members of Tarangini Investments Limited of even date)

1.
 - (a) As per the information and explanations provided to us, the company is maintaining proper records showing full particulars, including quantitative details and situation of fixed assets;
 - (b) The company has a regular system of verification of fixed assets which, in our opinion, is reasonable having regard to the size of the company and the nature of its assets. Fixed assets were verified by the company and no discrepancy was noticed.
 - (c) The Company does not carry any immovable property.
2. The company does not carry inventory and hence no comment is made on its physical verification and any discrepancies therein.
3. As per the information and explanations given to us, the company has not granted any loans, secured or unsecured to companies, firms, LLPs or other parties covered in the register maintained under section 189 of the Companies Act, 2013.
4. In our opinion and according to the information and explanations given to us in respect of loans, investments, guarantees and securities, the company has complied with the provisions of Section 185 and 186 of the Companies Act , 2013.
5. According to the information and explanations given to us, we are of opinion that the company has not accepted any deposit in pursuance of sections 73 to 76 or any other relevant provisions of the Companies Act and the rules framed thereunder.
6. The Central Government has not prescribed the maintenance of cost record under Section 148(1) of the Act, in respect of the services rendered by the company.
7.
 - (a) According to the information and explanations given to us and books and records as produced and examined by us are in accordance with generally accepted auditing practices in India and also based on management representation, the company is regular in depositing undisputed statutory dues including income-tax, service tax, goods and service tax and any other statutory dues with the appropriate authorities. Further, we report that no undisputed amount payable in respect to income tax, service tax and any other statutory dues were outstanding as at March 31, 2018 for a period of more than six months from the date they became payable.
 - (b) According to the information and explanations given to us, there are no dues of income-tax, service tax, goods and service Tax and any other statutory dues which have not been deposited on account of any dispute. .

8. In our opinion and according to the information and explanations given to us, the company has no any dues to the banks. We further report that the company has no dues to financial institutions or government or debenture holders during the year.
9. In our opinion and according to the information and explanations given to us, the money has not been raised by way of initial public offer or further public offer (including debt instrument). Further, the company has not taken any term loan during the year.
10. According to the information and explanations given to us, no fraud by or on the company by its officers/employees has been noticed or reported during the course of our audit.
11. The Managerial remuneration has been paid or provide in accordance with the requisite approvals mandated by the provisions of section 197 read with Schedule V to the Companies Act.
12. In our opinion, the Company is not a chit fund or a nidhi company. Therefore, this clause is not applicable to the company.
13. The company transactions with the related parties are in compliance with section 177 and 188 of Companies Act, 2013 and the details have been disclosed in the financial statement as required by the accounting standard and Companies Act, 2013.
14. The company has not made any preferential allotment/private placement of shares or fully or partly convertible debentures during the year.
15. The company has not made any non-cash transaction with directors or persons connected with him.
16. The company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For Arun K. Gupta & Associates
Firm Registration No. 000605N
Chartered Accountants

Place : New Delhi
Date: 29.05.2018

Sd/-
(SACHIN KUMAR)
Partner
M.No. 503204

Annexure - B TO THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 1(f) under the heading "Report on other legal and regulatory requirements" of our report to the Members of Tarangini Investments Limited of even date)

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

We have audited the internal financial controls over financial reporting of **Tarangini Investments Limited** ("the Company") as of March 31, 2018 in conjunction with our audit of the standalone financial statements of the Company for the year ended on that date.

Management's Responsibility for Internal Financial Controls

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

Auditors' Responsibility

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

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

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

Meaning of Internal Financial Controls over Financial Reporting

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that

1. pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
2. provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations 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.

Inherent Limitations of Internal Financial Controls Over Financial Reporting

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

Opinion

In our opinion, to the best of our information and according to the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31st March 2018, based on the internal 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 **Arun K. Gupta & Associates**
Firm Registration No. 000605N
Chartered Accountants

Place : New Delhi
Date: 29.05.2018

Sd/-
(SACHIN KUMAR)
Partner
M.No. 503204

Tarangini Investments Limited
CIN: L67190DL1982PLC013486
Balance Sheet as at 31st March 2018

(Amount in Rs)

Particulars	Note	As at 31st March, 2018	As at 31st March, 2017	As at 31st March, 2016
ASSETS				
Non-current assets				
Property, Plant & Equipments	2	26,754	50,820	74,895
Deferred tax assets (net)	3	-	-	-
Intangible assests		-	-	-
Financial assests		-	-	-
Investments		-	-	-
Trade receivables		-	-	-
Loans		-	-	-
Other financial assests		-	-	-
Income tax assets (net)		-	-	-
Other non-current assests		-	-	-
Total non-current assests		26,754	50,820	74,895
Current assets				
Inventories		-	-	-
Financial Assets				
Investments		-	-	-
Trade Receivable	4	-	3,412,500	-
Cash and cash equivalents	5	17,026,395	19,019,503	19,393,299
Loans	6	12,786,828	10,000,000	10,000,000
Other financial assest		-	-	-
Current Tax Assets (Net)		211,929	215,739	206,915
Other current assests: Prepaid Expenses		10,000	-	6,742
Total Current Assests		30,035,152	32,647,742	29,606,956
Total Assets		30,061,906	32,698,562	29,681,851
EQUITY AND LIABILITIES				
EQUITY				
Equity share capital	7	31,060,000	31,060,000	31,060,000
Other equity	8	(1,034,644)	(1,216,108)	(1,630,692)
Total Equity		30,025,356	29,843,892	29,429,308
LIABILITIES				
Non-current liabilities				
Financial Liabilities				
(i) Borrowings		-	-	-
(ii) Trade payable		-	-	-
(iii) Other Non- Current Financial Liabilities		-	-	-
Provisions		-	-	-
Deferred tax liabilities (Net)	3	2,050	5,634	4,399
Other non-current liabilities		-	-	-
Total Non Current Liabilities		2,050	5,634	4,399
Current liabilities				
(a) Financial Liabilities				
(i) Borrowings	9	-	1,910,000	-
(ii) Trade payables	10	-	56,454	47,823
(iii) Other Current Financial Liabilities		-	-	-
(b) Other current liabilities	11	34,500	882,582	200,321
(c) Provisions		-	-	-
Total Current Liabilities		34,500	2,849,036	248,144
Total Equity and Liabilities		30,061,906	32,698,562	29,681,851

The accompanying summary of significant accounting policies and other explanatory informtaion (notes) are an integral part of the Condensed Financial Statements.

This is the Condensed Balance Sheet referred to in our report of even date.

For Arun K. Gupta & Associates
Chartered Accountants
Firm Registration No. 000605N

For and on behalf of the Board of Directors
of Tarangini Investments Limited

Sd/-
Sachin Kumar
Partner
M.No. 503204
Place: New Delhi
Date: 29.05.2018

Sd/-
Rachna Khetan
Whole Time Director
(DIN 06982598)

Sd/-
Pankaj Khetan
Director
(DIN 01567415)

Sd/-
Neha Bansal
(CFO)

Sd/-
Neha
(Company Secretary
& Compliance Officer)

Tarangini Investments Limited
CIN: L67190DL1982PLC013486
Statement of Profit and Loss for the year ended 31st March 2018

(Amount in Rs)

Particulars	Note	As at 31st March, 2018	As at 31st March, 2017	As at 31st March, 2016
Revenue from operations	12	5,239,050	4,000,000	5,469,608
Other Income	13	113,557	11,578	6,417
Total Income		5,352,607	4,011,578	5,476,025
Expenses				
Cost of services consumed	14	-	-	2,010,000
Employee benefits expense	15	3,976,249	3,004,438	1,899,829
Depreciation and amortization expense	2	24,066	24,075	5,330
Other expenses	16	1,120,650	382,986	448,242
Total expenses		5,120,965	3,411,499	4,363,401
Profit / (loss) before tax		231,642	600,079	1,112,624
Tax expense				
Current tax		59,905	184,261	340,046
Deferred tax (Assets)/Liabilities)		(3,584)	1,234	4,399
Income tax for earlier years		(6,143)	-	2,160
		<u>50,178</u>	<u>185,495</u>	<u>346,605</u>
Profit/(Loss) for the period (IX + XII)		181,464	414,584	766,019
Other Comprehensive Income				
(i) Items that will not be reclassified to profit or loss				
Remeasurements of net defined benefit plans : Gains / (Loss)		-	-	-
(ii) Income tax relating to items that will not be reclassified to profit or loss				
Remeasurements of net defined benefit plans		-	-	-
Other Comprehensive Income for the year		<u>-</u>	<u>-</u>	<u>-</u>
Total Comprehensive Income for the year		181,464	414,584	766,019
Earnings per equity share of Rs. 10 each				
Basic & Diluted	17	0.00	0.01	0.02

The accompanying summary of significant accounting policies and other explanatory information (notes) are an integral part of the Condensed Financial Statements.

This is the Condensed Statement of Profit and Loss referred to in our report of even date.

For Arun K. Gupta & Associates
Chartered Accountants
Firm Registration No. 000605N
Sd/-
Sachin Kumar
Partner
M.no. 503204
Place: New Delhi
Date: 29.05.2018

For and on behalf of the Board of Directors
of Tarangini Investments Limited

Sd/-
Rachna Khetan
Whole Time Director
(DIN 06982598)

Sd/-
Pankaj Khetan
Director
(DIN 01567415)

Sd/-
Neha Bansal
CFO

Sd/-
Neha
Company Secretary
& Compliance Officer

Tarangini Investments Limited

CIN: L67190DL1982PLC013486

Cash flow statement for the period ended as on 31st March 2018

(Amount in Rs.)

	For the year ended March 31, 2018	For the year ended March 31, 2017	For the year ended March 31, 2016
Cash flow from operating activities			
Net Profit / (Loss) before extraordinary items and tax	231,642	600,079	1,112,624
Adjustment for:			
Depreciation	24,066	24,075	5,330
Other Assets Written off	-	280	-
Operating profit before working capital changes	255,708	624,434	1,117,954
Movements in working capital :			
Decrease/ (increase) in Trade receivables	3,412,500	(3,412,500)	-
Decrease/ (increase) in Long term loans and advances	-	-	6,742
Decrease/ (increase) in Short Term Loans & Advances	(2,786,828)	6,742	18,793,085
Decrease/ (increase) in other current assets	(10,000)	-	131,671
Increase / (decrease) in other Current Liability & Provisions	(2,758,082)	415,262	168,770
Increase / (decrease) in trade & other payable / provisions	(56,454)	8,351	22,323
Cash generated from operations	(1,943,156)	(2,090,711)	20,240,545
Net income tax paid	(49,952)	(193,085)	(504,244)
Net cash flow from operating activities (a)	(1,993,108)	(2,283,796)	19,736,301
Cash flows from investing activities			
Purchase of Fixed Assets	-	-	(80,225)
Sale of fixed assets	-	-	-
Net cash flow from/(used in) investing activities (b)	-	-	(80,225)
Cash flows from financing activities			
Proceeds from issuance of share capital including premium	-	-	-
Proceeds from short-term borrowings	-	1,910,000	950,000
Repayment of short term borrowing	-	-	(1,575,735)
Net cash flow from/(used in) in financing activities (c)	-	1,910,000	(625,735)
Net increase/(decrease) in cash and cash equivalents (a + b + c)	(1,993,108)	(373,796)	19,030,341
Cash and cash equivalents at the beginning of the year	19,019,503	19,393,299	362,958
Cash and cash equivalents at the end of the year	17,026,395	19,019,503	19,393,299
Reconciliation of Cash and cash equivalents with the Balance Sheet:			
Cash and bank balances as per Balance Sheet	17,026,395	19,019,503	19,393,299
Net Cash and cash equivalents (as defined in AS 3 Cash Flow Statements)	17,026,395	19,019,503	19,393,299
Cash and cash equivalents at the end of the year			
Comprises:			
Cash on hand	78,172	327	327,977
Balance with scheduled Banks			
In current accounts	84,908	5,861	52,007
Cheque in hand	16,863,315	19,013,315	19,013,315
	17,026,395	19,019,503	19,393,299
As per our report of even date	For and on behalf of the Board of Directors		
For Arun K. Gupta & Associates	of Tarangini Investments Limited		
Chartered Accountants			
Firm Registration No. 000605N			
Sd/-	Sd/-	Sd/-	
Sachin Kumar	Rachna Khetan	Pankaj Khetan	
Partner	Director	Director	
M.No. 503204	(DIN 06982598)	(DIN 01567415)	
Place: New Delhi			
Date : 29.05.2018	Sd/-	Sd/-	
	Neha Bansal	Neha	
	CFO		
		Company Secretary	
		& Compliance Officer	

Tarangini Investments Limited

CIN: L67190DL1982PLC013486

Statement of Changes in Equity for the year ended March 31, 2018

Note No 1

A. EQUITY SHARE CAPITAL

(Amount in Rs)

Particulars	Note No.	Balance at the beginning of the year / half year	Changes in equity share capital during the year / half year	Balance at the end of the year / half year
For the year ended March 31, 2016		31,060,000	-	31,060,000
For the year ended March 31, 2017	6	31,060,000	-	31,060,000
For the year ended March 31, 2018		31,060,000	-	31,060,000

B. OTHER EQUITY

(Amount in Rs)

Particulars	Note No.	Retained Earnings	Total
Balance at April 01, 2015		(2,396,711)	(2,396,711)
Profit for the year		766,019	766,019
Other comprehensive income for the year		-	-
Total comprehensive income for the year		766,019	766,019
Balance at 31st March 2016		(1,630,692)	(1,630,692)
Balance at April 01, 2016		(1,630,692)	(1,630,692)
Profit for the year		414,584	414,584
Other comprehensive income for the year		-	-
Total comprehensive income for the year		414,584	414,584
Balance at 31st March 2017		(1,216,108)	(1,216,108)
Balance at April 01, 2017		(1,216,108)	(1,216,108)
Profit for the Year		181,464	181,464
Other comprehensive income for the year		-	-
Total comprehensive income for the year		181,464	181,464
Balance at 31st March 2018		(1,034,644)	(1,034,644)

This is statement of change of equity referred to in our report of even date.

For Arun K. Gupta & Associates
Chartered Accountants
Firm Registration No. 000605N

For and on behalf of the Board of Directors
of Tarangini Investments Limited

Sd/-
Sachin Kumar
Partner
M.No. 503204
Place: New Delhi
Date: 29.05.2018

Sd/-
Rachna Khetan
Whole Time Director
(DIN 06982598)

Sd/-
Pankaj Khetan
Director
(DIN 01567415)

Sd/-
Neha Bansal
(CFO)

Sd/-
Neha
(Company Secretary
& Compliance Officer)

Tarangini Investments Limited
CIN: L67190DL1982PLC013486

Notes to Accounts of Financial Statements for the year ended March 31, 2018

Note No 3 - Deferred Tax Assets (Net)

(Amount in Rs)

	As at 31st March, 2018	As at 31st March, 2017	As at 31st March, 2016
Deferred Tax Assets (Opening balance)	(5,634)	(4,399)	-
During the year :Deferred Tax Liabilities	3,584	(1,234)	(4,399)
Fixed Assets : Impact of difference between depreciation as per Income Tax Act and depreciation/amortization charges as per Companies Act.			
	(2,050)	(5,634)	(4,399)

(Amount in Rs)

Note 4 Trade Receivables

	As at 31st March, 2018	As at 31st March, 2017	As at 31st March, 2016
Trade Receivables	-	3,412,500	-
	-	3,412,500	-

Note 5 Cash and cash equivalents

(Amount in Rs)

	As at 31st March, 2018	As at 31st March, 2017	As at 31st March, 2016
Cash and cash equivalents			
Balances with banks			
- in current accounts			
Kotak Mahindra Bank	84,908	5,861	19,065,322
Bank Overdraft	-	-	-
Cheques in Hand	16,863,315	19,013,315	-
Cash in hand	78,172	327	327,977
	17,026,395	19,019,503	19,393,299

Note 6 Short term Loans & Advances

(Amount in Rs)

	As at 31st March, 2018	As at 31st March, 2017	As at 31st March, 2016
Other Loans & Advances	12,786,828	-	-
Amounts Recoverable from Revenue Authorities	-	-	-
Advance for capital goods	-	10,000,000	10,000,000
	12,786,828	10,000,000	10,000,000

Notes to Financial Statements for the year ended March 31, 2018

Note 7 - Share Capital and Other equity

Note 7a - Authorised Share Capital

(Amount in Rs)

Particulars	Nos of Shares	As at 31st March, 2018	As at 31st March, 2017	As at 31st March, 2016
At the beginning of the year/quarter	40,000,000	40,000,000	40,000,000	40,000,000
Add : Increase during the year/quarter	-	-	-	-
At the end of the year/quarter	40,000,000	40,000,000	40,000,000	40,000,000

Note 7b - Issued, subscribed and paid-up equity share capital

At the beginning of the year/quarter	31,060,000	31,060,000	31,060,000	31,060,000
Add : Increase during the year/quarter	-	-	-	-
At the end of the year/quarter	31,060,000	31,060,000	31,060,000	31,060,000

Note 7c - Terms and rights attached to equity shares

The Company has only one class of shares referred to as Equity Shares having a Par Value of Rs.1/- each.

Note 7d - Reconciliation of the number of Equity shares outstanding

(Amount in Rs)

Particulars	As at 31st March, 2018	As at 31st March, 2017	As at 31st March, 2016
Nos of Shares at the beginning of the year/quarter	31,060,000	31,060,000	31,060,000
Add : Nos of Shares issued during the year/quarter	-	-	-
Nos of Shares at the end of the year/quarter	31,060,000	31,060,000	31,060,000

Note 7e Details of shareholders holding more than 5% shares in the Company

(Amount in Rs)

Name of Shareholder	As at 31st March 2018		As at 31st March 2017	
	No. of Equity Shares Held	Percentage of Holding (%)	No. of Equity Shares Held	Percentage of Holding (%)
Pankaj Khetan	7,610,000	24.50	7,610,000	24.50
Rachna Khetan	4,160,000	13.39	4,160,000	13.39
Sapna Jain	1,560,000	5.02	1,560,000	5.02

Note 8 Reserve & Surplus

a. Retained Earnings

(Amount in Rs)

Particulars	Note No	As at 31st March, 2018	As at 31st March, 2017	As at 31st March, 2016
Opening balance		(1,216,108)	- 1,630,692.41	(2,396,711)
Net profit for the year		181,464	414,584	766,019
		(1,034,644)	(1,216,108)	(1,630,692)

Notes to Financial Statements for the year ended March 31, 2018

Note 9 - Borrowings - Current	(Amount in Rs)		
	As at 31st March, 2018	As at 31st March, 2017	As at 31st March, 2016
Unsecured			
(unsecured, repayable on demand and interest free)			
Loans and advances to related parties	-	1,910,000	-
	-	1,910,000	-
Note 10 - Trade Payables	(Amount in Rs)		
	As at 31st March, 2018	As at 31st March, 2017	As at 31st March, 2016
Due of other than Micro and Small Enterprises	-		47,823
Trade Payables	-	56,454	-
	-	56,454	47,823
Note 11 - Other current liabilities	(Amount in Rs)		
	As at 31st March, 2018	As at 31st March, 2017	As at 31st March, 2016
Other Payable	14,500	123,800	145,500
Audit Fee Payable	5,000	-	-
Duties & Taxes Payable	15,000	491,782	54,821
Book Overdraft	-	267,000	
	34,500	882,582	200,321

Tarangini Investments Limited
CIN: L67190DL1982PLC013486

Notes to Accounts of Financial Statements for the year ended March 31, 2018

	(Amount in Rs)		
Note 12- Revenue from operations	As at 31st March, 2018	As at 31st March, 2017	As at 31st March, 2016
Consulting Income	5,239,050	4,000,000	5,469,608
	5,239,050	4,000,000	5,469,608
			(Amount in Rs)
Note 13 - Other income	As at 31st March, 2018	As at 31st March, 2017	As at 31st March, 2016
Intrest From Bank	4,883	2,263	6,417
Interest on income tax refund	12,198	-	-
Interest income	96,476	9,315	-
	113,557	11,578	6,417
			(Amount in Rs)
Expenses	As at 31st March, 2018	As at 31st March, 2017	As at 31st March, 2016
Note 14 -Cost of services consumed			
Commission Paid	-	-	2,010,000
	-	-	2,010,000
			(Amount in Rs)
Note 15 -Employee Benefit Expenses	As at 31st March, 2018	As at 31st March, 2017	As at 31st March, 2016
Salaries, wages and bonus	3,918,627	3,003,740	1898350
Staff Welfare Expenses	57,622	698	1,479
	3,976,249	3,004,438	1,899,829
			(Amount in Rs)
Note 16 - Other expenses	As at 31st March, 2018	As at 31st March, 2017	As at 31st March, 2016
Advertisement Expenses	26,480	21,774	22,680
Audit fees	5,000	10,000	5,000
Bank Charges	2,522	1,857	4,453
Books & Periodicals	15,512	-	-
Business Development Expenses	150,713	-	-
Computer Expenses	7,720		
Conveyance Charges	86,486	4,580	20,654
Depository Expenses	21,105		
E-voting Expenses	5,900		
Electricity Charges	56,560	60,740	72,420
Filling Fees	22,600	-	-
Interest on Service Tax	27,579	-	-
Interest on TDS	200	-	-
Miscellaenous Expenses	180,090	-	-
Stock Exchange Fees	69,000		

Office Expenses	168,484	3,525	9,440
Other expenses	-	4,884	5,102
Postage & Courier Charges	9,939	11,517	13,757
Printing & Stationery	29,006	5,233	28,685
Professional Expenses	81,165	87,513	29,943
Rates & Taxes	-	55,205	149,384
Rent	60,000	90,000	75,000
Repair & Maintenance Charges	53,441	11,510	11,724
Telephone Expenses	38,203	14,368	-
Short & Excess	2,945	280	-
	1,120,650	382,986	448,242

Note 17 - Earnings Per Share

The calculation of basic and diluted earning per share for profit attributable to Equity Shareholders of the company is based on the following data:

	(Amount in Rs)		
	As at 31st March, 2018	As at 31st March, 2017	As at 31st March, 2016
Nominal rate of Equity Shares	1	1	1
Profit attributable to equity shareholders	181,464	414,584	766,019
Number of equity shares outstanding during the year	31,060,000	31,060,000	31,060,000
Basic/Diluted Earning Per Share	0.00	0.01	0.02

Tarangini Investments Limited
 CIN: L67190DL1982PLC013486
 Notes to Accounts of Financial Statements for the year ended March 31, 2018
 Fixed Assets as on March 31, 2018

Note No. 2

(Amount in Rs)

S.No.	PARTICULARS	GROSS BLOCK			DEPRECIATION/AMORTISATION			NET BLOCK		
		AS AT 01.04.17	ADDITION DURING THE YEAR	SALE / ADJUSTMENT	AS AT 31.03.18	UPTO 01.04.17	FOR THE YEAR	SALE/ ADJUSTMENT	AS AT 31.03.18	AS AT 31.03.17
1	Computers:-									
	Printer	16,000		-	16,000	5,991	5,324	-	4,685	10,009
	Laptop	44,226			44,226	18,417	14,742	-	11,067	25,809
2	Mobile	19,999		-	19,999	4,997	4,000	-	11,002	15,002
	Total	80,225	-	-	80,225	29,405	24,066	-	26,754	50,820
	Previous Year Figure	80,225	-	-	80,225	5,330	24,075	-	50,820	-

Tarangini Investments Limited
Annual Accounts: 2017-18
Significant Accounting Policies - 1

Nature of Operations

Tarangini Investments Limited is engaged in the business of consultancy.

1.1 Basis of preparation

These Financial Statements comply in all material aspects with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013 (the Act) [Companies (Indian Accounting Standards) Rules, 2015] and other relevant provisions of the Act. These Financial Statements have been prepared in accordance with the requirements of the information and disclosures mandated by Schedule III of the Act, applicable Ind AS, other applicable pronouncements and regulations.

These Financial Statements have been prepared on a historical cost basis, except for certain assets and liabilities which have been measured at fair value. For the purpose of preparation of these Financial Statements, the transition date to Ind AS is considered as April 1, 2016.

Accounting standards issued but not yet effective

Ind AS 115 'Revenue from contracts with customers' have been published by Ministry of Corporate Affairs (MCA) but are not yet effective. Ind AS 115 establishes principles for reporting useful information to users of the financial statements about the nature, amount, timing and uncertainty of revenue and cash flows arising from an entity's contract with customers. Ind AS 115 supersedes other revenue standards i.e. Ind AS 11 and Ind AS 18 notified by Ministry of Corporate Affairs (MCA). Management has undertaken an assessment of the impact of this standard and does not believe that the impact would be material.

1.2 Summary of Significant accounting policies

a. Current versus non-current classification

The Company presents assets and liabilities in the balance sheet based on current/ non-

current classification.

An asset is treated as current when it is:

- Expected to be realised or intended to be sold or consumed in normal operating cycle
- Expected to be realised within twelve months after the reporting period, or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in normal operating cycle
- It is due to be settled within twelve months after the reporting period, or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period

All other liabilities are classified as non-current.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

The operating cycle is the time between the acquisition of assets for processing and their realization in cash and cash equivalents. The Company has identified twelve months as its operating cycle.

1.3 Functional and presentation currency

Items included in the Financial Statements of the Company are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The Financial Statements are presented in Indian Rupees (₹), which is the Company's functional and presentation currency.

1.4 Revenue recognition

Revenue is measured at the fair value of the consideration received or receivable. The Company recognizes revenue when the amount of revenue can be reliably measured; when it is probable that future economic benefits will flow to the entity;

1.5 Taxes

Current income tax

Current income tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the reporting date in the countries where the Company operates and generates taxable income. Current income tax relating to items recognized outside the Statement of Profit and Loss is recognized outside the Statement of Profit and Loss (either in other comprehensive income or in equity). Current tax items are recognized in correlation to the underlying transaction either in other comprehensive income or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Deferred tax

Deferred tax is provided using the balance sheet approach on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities and assets are recognized for all taxable temporary differences

Deferred tax assets are recognized for unused tax losses to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax losses can be utilized.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilized. Unrecognized deferred tax assets are re-assessed at each reporting date and are recognized to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realized or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

1.6 Provisions

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation. When the Company expects some or all of a provision to be reimbursed the reimbursement is recognized as a separate asset, but only when the reimbursement is virtually certain. The expense relating to a provision is presented in the Statement of Profit and Loss net of any reimbursement.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognized as a finance cost.

1.7 Employee benefits

Short term obligations

Liabilities for wages and salaries, including non-monetary benefits that are expected to be settled wholly within 12 months after the end of the period in which the employees render the related service are recognized in respect of employees' services up to the end of the reporting period and are measured at the amounts expected to be paid when the liabilities are settled. The liabilities are presented as current employee benefit obligations in the balance sheet.

1.8 Cash and cash equivalents

Cash and cash equivalents in the balance sheet comprise cash at banks and on hand and short-term deposits with an original maturity of three months or less, which are subject to an insignificant risk of changes in value.

For the purpose of the Statement of Cash Flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

1.9 Financial instruments

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

Financial assets

Initial recognition and measurement

All financial assets are recognised initially at fair value, in the case of financial assets not recorded at fair value through Statement of Profit and Loss, net of directly attributable transaction cost to the acquisition of the financial asset. Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

For purposes of subsequent measurement, financial assets are classified in following categories;

- at amortised cost
- at fair value through profit or loss (FVTPL)
- at fair value through other comprehensive income (FVTOCI)

Financial Assets at amortised cost

Financial assets are measured at the amortised cost if both the following conditions are met:

- a) The asset is held within a business model whose objective is to hold assets for collecting contractual cash flows, and
- b) Contractual terms of the asset give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

This category is the most relevant to the Company. All the Loans and other receivables under financial assets (except Investments) are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market.

After initial measurement such financial assets are subsequently measured at amortised cost using the Effective Interest Rate (EIR) method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortization is included in finance income in the Statement of Profit and Loss. The losses arising from impairment are recognized in the Statement of Profit and Loss. This category generally applies to loans and other receivables.

Financial Assets at Fair Value through Statement of Profit and Loss/Other Comprehensive Income

All investments in scope of Ind AS 109 are measured at fair value. The Company has investment in mutual funds which are held for trading, are classified as at FVTPL. The Company makes such election on an instrument by instrument basis. The classification is made on initial recognition and is irrevocable.

If the Company decides to classify an instrument as at FVTOCI, then all fair value changes on the instrument, excluding dividends, are recognized in the Other Comprehensive Income. There is no recycling of the amounts from Other Comprehensive Income (OCI) to the Statement of Profit and Loss, even on sale of investment. However, the Company may transfer the cumulative gain or loss within equity. Instruments included within the FVTPL category are measured at fair value with all changes recognized in the Statement of Profit and Loss.

De-recognition

A financial asset (or, where applicable, a part of a financial asset or part of the Company's similar financial assets) is primarily derecognized (i.e. removed from the Company's balance sheet) when:

The rights to receive cash flows from the asset have expired, or

The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset.

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if and to what extent it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognize the transferred asset to the extent of the Company's continuing involvement. In that case, the Company also recognizes an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Tarangini Investments Limited

Annual Accounts: 2017-18

Notes to Accounts of Financial Statements for the year ended March 31, 2018

Note-18 Related Party Disclosure

A) List of Related parties with whom transactions have taken place during the year is as under:

Nature of Relationship	Name of the Person
i) Key Management personnel	a) Mr. Pankaj Khetan (Director) b) Mrs. Rachna Khetan (Whole Time Director) c) Mr. Jalaj Srivastava (Non Executive-Independent Director) d) Mr. Baldev Singh Dhillon (Non- Executive Independent Director)
ii) Enterprises owned or significantly influenced by key management personnel or their relatives	a) Construction Solution b) Moneyplant Capital Services Private Limited c) 3Dimension Capital Services Limited

B) Related Party Transactions

(Amount in Rs)

Nature of Transactions	Key Management Personnel			Enterprises owned or significantly influenced by key management personnel or their relatives			TOTAL
	As at 31st March, 2018	As at 31st March, 2017	As at 31st March, 2016	As at 31st March, 2018	As at 31st March, 2017	As at 31st March, 2016	
Loan Received-							
Pankaj Khetan	300000	250000	-	-	-	-	550000
3Dimension Capital Services Limited	-	-	-	4950000	2720000	-	7670000
Money Plant Capital Services Pvt. Ltd	-	-	-	100000	600000	-	700000
Construction Solution	-	-	400000	-	-	-	400000
Rachna Khetan	200000	-	-	-	-	-	200000
Loan Repaid							
Pankaj Khetan	550000	-	*625735	-	-	-	*625735 550000
3Dimension Capital Services Limited	-	-	-	6310000	1360000	-	7670000

Money Plant Capital Services Pvt. Ltd.	-	-	-	400000	300000	-	700000
Construction Solution	-	-	950000	-	-	-	950000
Rachna Khetan	200000	-	-	-	-	-	200000

*Loan amounting to Rs. 625735/- taken by the Company from Mr. Pankaj Khetan (Director) in the FY 2014-15, has repaid on 23.11.2015 i.e. in the FY 2015-16.

C) Balances outstanding at the year end

(Amount in Rs)

Nature of Transactions	Key Management Personnel			Enterprises owned or significantly influenced by key management personnel or their relatives		
	As at 31st March, 2018	As at 31st March, 2017	As at 31st March, 2016	As at 31st March, 2018	As at 31st March, 2017	As at 31st March, 2016
Loan Payable Pankaj Khetan	Nil	2500000	Nil	-	-	-
3DimesionCapital Services Limited	-	-	-	Nil	1360000	-
Moneyplant Capital Services Private Limited	-	-	-	Nil	300000	-
Director's Remuneration Payable Rachna Khetan	Nil	92500	92750	-	-	-

i) No amount has been written off or provided for in respect of transactions with the related.

Note 19 Auditor's Remuneration

S. No	Particulars	As at 31st March, 2018	As at 31st March, 2017	As at 31st March, 2016
		Rs.	Rs.	Rs.
a.	For Statutory audit	5,000	5,000	5,000
Total		5,000	5,000	5,000

Note 20

The Company has adopted Ind AS with effect from 1st April 2017. There are no adjustments on translation of the financial results in accordance with Ind AS from the previous Indian GAAP for the corresponding period ended 31st March, 2017 and opening balance as on 1st April, 2016.

Note 21

There are no reconciliation items of its Net loss and Reserves between Ind AS and Previous GAAP for the earlier periods.

Note 22

Figures have been rounded off to the nearest rupee.

Note 23 Previous Year Figures

Previous year figures have been regrouped and/or rearranged wherever considered necessary.

As per our report of even date

For ARUN K. GUPTA & ASSOCIATES

Chartered Accountants

Firm Registration No. 000605N

For and on behalf of the Board of Directors

Sd/-

Sachin Kumar

Partner

M.N. 503204

Place: New Delhi

Date:29.05.2018

Sd/-

Rachna Khetan

Whole Time Director

(DIN: 06982598)

Sd/-

Pankaj Khetan

Director

(DIN:01567415)

Sd/-

Neha Bansal

Chief Financial Officer

Sd/-

Neha

**Company Secretary &
Compliance Officer**