

The logo for India Lease Development Limited (ILD) is located in the top right corner. It consists of the letters "ILD" in a bold, white, italicized serif font, set against a dark grey rectangular background. The background of the entire page features a complex geometric pattern of overlapping lines and shapes in various shades of grey, creating a modern and architectural feel.

ILD

32nd
Annual Report
2016-17

INDIA LEASE DEVELOPMENT LIMITED



Shri Ved Prakash Gupta

(15th August, 1915 - 20th August 2005)

A True Karmayogi.

**Your integrity, values and vision will continue to guide
and inspire us for all our activities and future growth.**

MANAGEMENT**BOARD OF DIRECTORS****SHRI RAJIV GUPTA**

Chairman

SHRI ARUN MITTER

Director, CEO & CFO

SHRI SHARAD AGGARWAL

Director

MS. SUMANA VERMA

Director

SHRI ROHIT MADAN

Manager & Company Secretary

AUDITORS**M/S S. N. DHAWAN & Co LLP***(Formerly S. N. Dhawan & Co.)*

CHARTERED ACCOUNTANTS

410, ANSAL BHAWAN

16 KASTURBA GANDHI MARG

NEW DELHI – 110001

BANKERS

BANK OF INDIA

KOTAK MAHINDRA BANK LTD.

REGISTERED OFFICE:MGF HOUSE, 4/17-B, ASAF ALI ROAD,
NEW DELHI – 110002

PHONE : 011-41519433, 41520070

E-mail : info@indialease.com

Website: www.indialease.com

CIN : L74899DL1984PLC019218**GST No.: 07AAACI0149R1ZB****REGISTRAR AND SHARE TRANSFER
AGENTS****M/S ALANKIT ASSIGNMENTS LIMITED**

ALANKIT HEIGHTS,

1E/13, JHANDEWALAN EXTENSION,

NEW DELHI - 110055

PHONE : 011-42541953-63

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DIRECTOR'S REPORT

The Board of Directors of India Lease Development Limited take pleasure in presenting their 32nd (Thirty Second) Report on the business and operations of the company and the accounts for the financial year ended March 31, 2017.

1. FINANCIAL SUMMARY

The Board's Report is prepared based on the standalone financial statements of the company. The company's financial performance for the year under review along with previous year figures are given hereunder:-

(₹ in lakhs)

Financial Results	Year ended March 31, 2017	Year ended March 31, 2016
Gross Profit/ Loss before depreciation, finance cost and provisioning	(7.91)	5.57
Less: Depreciation including impairment	0.04	0.06
Profit/(Loss) before provisions, exceptional items and tax	(7.95)	5.51
Add: Provision for doubtful debts written back	0.00	0.00
Add :Provision for diminution in value of investments	0.00	0.81
Less: Excess Depreciation of earlier years written back	0.00	0.00
Net Profit/(Loss) for the year	(7.95)	4.70
Total (Loss)	(2117.95)	(2110.00)
Losses carried forward to Balance Sheet	(2117.95)	(2110.00)

2. REVIEW OF OPERATIONS

Recovery of the dues is the main focus of the company and the management is confident that with the maximum recovery it would be possible to deploy the funds to earn better return on investments.

3. DIVIDEND & RESERVES

In view of accumulated losses the Board has taken a conscious decision not to recommended any dividend for the year under review.

4. SHARE CAPITAL

The Paid up Equity Share Capital as on March 31, 2017 stood at ₹ 1471.30 lacs. During the year under review, there was no change in Capital Structures of the Company.

a. Equity Shares with differential rights

Your Company has not issued any Equity Shares with differential rights during the year under review:

b. Sweat Equity Shares

Your Company has not issued any Sweat Equity Shares during the year under review.

c. Employee Stock Options

Your Company has not issued any Employee Stock Options during the year under review.

5. TRANSFER TO RESERVES

During the year under review, the company has not transferred any amount to General Reserves. Reserves and Surplus as on March 31, 2017 stood at ₹ 1448.62 lacs.

6. FINANCE & ACCOUNTS

The financial statements of your Company are prepared in compliance with the requirements of the Companies Act, 2013, and they are prepared on historical cost basis. The estimates and judgments relating to the Financial Statement are made on prudent basis, so as to reflect a true and fair manner.

7. DEPOSITS

During the year under review, your Company did not invite any deposits covered under Chapter V of the Companies Act, 2013.

8. EXTRACT OF THE ANNUAL RETURN

The extract of the annual return in Form MGT-9 is enclosed herewith as Annexure C, forming part of this report.

9. CORPORATE GOVERNANCE REPORT

Your company always place major thrust on managing its affairs with diligence, transparency, responsibility and accountability thereby upholding the important dictum that an organisation's corporate governance philosophy is directly linked to high performance.

The company is committed to adopting and adhering to established world-class corporate governance practices. The company understands and respects its fiduciary role and responsibility towards its stakeholders and society at large, and strives to serve their interest, resulting in creation of value and wealth for all stakeholders.

The compliance report on corporate governance and a certificate from M/s S.N.Dhawan & Co. LLP, Chartered Accountants, Statutory Auditors of the Company, regarding compliance of the conditions of Corporate Governance, as stipulated under Chapter IV of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, is attached herewith as Annexure VI to this report.

10. DIRECTORS' RESPONSIBILITY STATEMENT

As required by Section 134(3)(c) of the Companies Act, 2013, your Directors state that:

- (a) in the preparation of the annual accounts for the financial year ended March 31, 2017, the applicable accounting standards have been followed along with proper explanation relating to material departures;
- (b) the Directors have selected such accounting policies and applied them consistently and judgments and estimates that are responsible 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 loss of the Company for that period;
- (c) the Directors have taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the Company and for preventing and detecting fraud and other regulates;
- (d) the Directors have prepared the annual accounts on a going concern basis;
- (e) the Directors have laid down internal financial controls to be followed by the Company and that such internal financial controls are adequate and were operating effectively and
- (f) the directors have devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

11. STATUTORY AUDITORS

The Current Statutory Auditors, viz, M/s S.N. Dhawan & Co LLP, Chartered Accountants(FRN No.000050N) were last re-appointed by the members at their Annual General Meeting held on September 28,2016 to hold office of the auditor from the conclusion of the 31st Annual General Meeting till the conclusion of this 32nd Annual General Meeting.

As per the provisions of Section 139 of the Companies Act, 2013, no listed company shall appoint an audit firm as auditor for more than two terms of five consecutive years. The Act also provided for an additional transition period of three years from the commencement of the Act i.e. April 1,2014. The current Statutory Auditors had completed a period of ten years at the commencement of the said Act, hence on their completing the additional transition period of three years provided under the Act, the terms of the current Statutory Auditors expires at the conclusion of the ensuing Annual General Meeting.

The Board at its meeting held on August 17, 2017 based on the recommendation of the Audit Committee has recommended the appointment of M/s Jagdish Chand & Co, Chartered Accountants (FRN No.000129N.), as the Statutory Auditors of the company to hold office for a term of five consecutive years from the conclusion of 32nd Annual General Meeting until the conclusion of 37th Annual General Meeting subject to ratification of their appointment by the members at every subsequent Annual General meeting or as may be prescribed, at such remuneration to be decided by the Board on the recommendation of the Audit Committee, in consultation with the said Auditors.

M/s Jagdish Chand & Co(FRN No.000129N.),Chartered Accountants have consented to the said appointment and confirmed that their appointment, if made, would be within the limits specified under Section 141(3) (g) of the Act and that they are not disqualified to be appointed as Statutory Auditors in terms of Section 143 of the Act.

12. AUDITORS' REPORT

The Comments on statement of accounts referred to in the report of the Auditors are self explanatory. The Auditors' Report does not contain any qualification, reservation or adverse remark.

13. SECRETARIAL AUDITOR

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, your Company has re-appointed M/s Anjali Yadav & Co. Company Secretaries as Secretarial Auditor of the Company for the FY16-17 to undertake Secretarial Audit of the Company. The Secretarial Audit Report does not contain any qualification, reservation or adverse remark. Secretarial Audit Report given by Secretarial Auditor is annexed with the report as Annexure D.

14. INTERNAL AUDITOR

The Internal audit of the company has been entrusted to Mr. S.K.Aggarwal, Chartered Accountant. The Company has in place adequate and effective internal financial controls with reference to the financial statement and is commensurate with its size, scale and complexities of its operations. With a strong internal control culture in the company, the internal Auditor monitors the compliance with the objective of providing information to the Audit Committee. The Audit Committee periodically reviews the internal control systems with the managements, Internal Auditors and Statutory Auditors and the adequacy of internal audit function, significant internal audit findings and follow up thereon, if any.

15. BOARD

The Company Secretary, in consultation with the Chairman, prepares the agenda of the Board Meeting which is intimated seven (7) days in advance in writing to the members prior to the meeting in order to permit adequate review. The Company Secretary records minutes of each meeting and draft minutes are circulated to all members of the Board well in advance.

16. COMMITTEES OF BOARD

a. Pursuant to requirement under Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Board of Directors has constituted various Committees of Board such as Audit Committee, Nomination & Remuneration Committee and Stakeholders Relationship Committee. The details of Composition of these committees are as follows:-

i. Audit Committee

The Audit Committee of the company has been reconstituted and as on the date of signing of this report comprises of four (4) Directors, namely, Sh.Rajiv Gupta (Chairman), Sh. Arun Mitter, (Independent Director) , Sh. Sharad Aggarwal, (Independent Director) and Ms. Sumana Verma, Director. Sh. Arun Mitter (Independent Director) is Chairman of the Audit Committee.

The Board accepts recommendations of the Audit Committee

ii. Nomination & Remuneration Committee

Nomination & Remuneration Committee has been reconstituted and as on the date of signing of this report comprises of four (4) Directors, namely, Sh.Rajiv Gupta (Chairman), Sh. Arun Mitter, (Independent Director), Sh. Sharad Aggarwal, (Independent Director) and Ms. Sumana Verma, (Director). Sh. Arun Mitter is Chairman of the Committee.

The Board accepts recommendations of the committee based on the policy as is required under Section 178(4) of the Act in the matter of appointment/ re-appointment of the Directors, Senior Mangers and fixation of remuneration, etc.

iii. Stakeholders Relationship Committee

Stakeholders Relationship Committee as on the date of signing of this report comprises of three(3) Directors, namely Sh. Rajiv Gupta (Chairman), Sh.Sharad Aggarwal, (Independent Director) and Ms. Sumana Verma, (Director). Sh. Sharad Aggarwal is the Chairman of the Committee.

The Committee looks into and resolves the grievances of the stakeholders, and as on the date of signing this report, there are no issue which remains to be resolved.

iv. Risk Management Committee

Risk Management Committee comprises of two (2) Directors, namely, Sh. Arun Mitter, (Director) and Sh. Sharad Aggarwal (Independent Director). Sh. Arun Mitter is the Chairman of the Committee.

b. WHISTLE BLOWER POLICY

The Company has formulated a vigil mechanism through Whistle Blower Policy to deal with instances of unethical behaviors, actual or suspected, fraud or violation of Company's code of conduct or ethics policy. The details of the policy are explained in the Corporate Governance Report and also posted on the website of the Company, i.e. www.indialease.com

17. SEPARATE MEETING OF INDEPENDENT DIRECTORS

In terms of requirements under Schedule IV of the Companies Act, 2013 and Regulation 25(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, a separate meeting of the Independent Directors was held on March 03, 2017.

The Independent Directors at the meeting, inter alia, reviewed the following:

- Performance of Non-Independent Directors and Board as a whole.
- Performance of the Chairperson of the Company, taking into account the views of other Directors.
- Assessed the quality, quantity and timeliness of flow of information between the Company Management and the Board that is necessary for the Board to effectively and reasonable perform their duties.

18. DECLARATION BY INDEPENDENT DIRECTORS

In terms of Section 149(7) of the Companies Act, 2013, every Independent Director of the Company has submitted a declaration that they meet the criteria of Independence.

19. FORMAL ANNUAL EVALUATION

Pursuant to the provisions of the Companies Act, 2013, the Board is required to carry out annual evaluation of its own performance and that of its committee and individual Directors. The Nomination and Remuneration Committee of the Board is also required to carry out evaluation of every Director's performance. Accordingly, your Company has carried out the performance evaluation during the year under review.

20. KEY MANAGERIAL PERSONNEL

During the year under review, the company has identified following persons as Key Managerial Personnel.

S. No.	Name of the Person	Designation
1.	Rajiv Gupta	Chairman
2.	Arun Mitter	Director
3.	Rohit Madan	Manager & Company Secretary

21. REMUNERATION POLICY

The Board has, on the recommendation of the Nomination & Remuneration Committee, Laid down a Nomination & Remuneration Policy for selection and appointment of the Directors, Key Managerial Personnel and Senior Management and their remuneration. The extract of the Nomination and Remuneration Policy provided in the Corporate Governance Report forms part of Board's Report.

22. MATERIAL CHANGES AND COMMITMENTS

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

23. SIGNIFICANT MATERIAL ORDERS PASSED BY REGULATORS.

No significant material orders have been passed during the year under review by the regulators or courts or tribunals impacting the going concern status and company's operations in future.

24. CHANGE IN THE NATURE OF BUSINESS, IF ANY

There is no change in the nature of business of your Company during the year under review.

25. MANAGEMENT DISCUSSION AND ANALYSIS REPORT

As required by Regulation 34(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a detailed Management Discussion and Analysis Report is presented in separate section forming part of the Annual Report.

26. MEETING OF THE BOARD OF DIRECTORS

A calendar of meetings is prepared and circulated in advance to the Directors, During the year, seven Board meetings were convened and held. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The details of All Board/Committee meetings held are given in the Corporate Governance Report.

27. PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS UNDER SECTION 186

During the year under review, your Company has not given any fresh loan or guarantee which is covered under the provisions of Section 186 of the Companies Act, 2013.

28. RELATED PARTY TRANSACTIONS

During the year, under review the company had not entered into any fresh contract/ arrangement/ transaction with related parties which could be considered material in accordance with the policy of the company on materiality of related party transactions. Suitable disclosure as required by the applicable Accounting Standards has been made in the notes to the financial statements. The Policy on Related Party Transactions as approved by the Board is uploaded on the Company's website.

29. PARTICULARS OF EMPLOYEES

There are no employees who are in receipt of remuneration which, inter-alia, requires the Company to furnish the particulars of Employees as required under Section 197(2) of the Companies Act, 2013 read with Rule, 5(1)(2)&(3) of the Companies (Appointment and Remuneration Managerial Personnel) Rules, 2014.

30. SEXUAL HARASSMENT AT WORKPLACE

Your Company has in place a formal policy for prevention of sexual harassment of its employees at work place. During the year under review, there were no cases filed pursuant to the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013.

31. BUSINESS RESPONSIBILITY REPORT

As per Regulation 34(2)(f) of SEBI(LODR) Regulations, 2015, the company is not failing in the criteria i.e. top 500 listed companies based on market capitalization and as such, Business Responsibility Report is not applicable.

32. LISTING AGREEMENT

The Listing fee for the year 2017-18 has already been paid to the credit of the Stock Exchange.

33. CSR COMMITTEE

In view of accumulated losses for the last three years formation of Committee for Corporate Social Responsibility is not applicable. In view of the same CSR Committee has not been constituted.

34. DEMATERIALIZATION

Members who have not yet got their shares dematerialized, are requested to opt for the same in their own interest and send their certificate through Depository(s) with whom, they are having dematerialized account, to the company's registrar and transfer agents, M/s Alankit Assignments Limited, Alankit Heights, 1E/13, Jhandewalan Extension, New Delhi-110055.

Further, the SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participant with whom they are maintaining their Demat Accounts. Members holding shares in physical form can submit their PAN details to the company also.

35. TRANSFER/TRANSMISSION/TRANSPPOSITION OF SHARES

The Securities and Exchange Board of India (SEBI), vide its Circular NO.MRD/DOP/Cir-05/2009 dated 20th May 2009 and

Circular No. MRD/DOP/SE/RTA/Cir-03/2010 dated 7th January, 2010 made it mandatory that a copy of the PAN Card is to be furnished to the company in the following cases:-

- Registration of physical transfer of shares
- Deletion of name of deceased shareholder(s) where shares are held jointly in the name of two or more shareholders
- Transmission of shares to the legal heirs where shares are held solely in the name of deceased shareholder: and
- Transposition of shares where order or names of shareholders are to be changed in physical shares held jointly by two or more shareholders.

Member(s), therefore, are requested to furnish the self attested copy of PAN CARD, at the time of sending the physical share certificate(s) to the Registrar and Transfer Agent of the company, for effecting any of the above state requests. Members are also requested to keep record of their specimen signature before lodgment of shares with the company so as to avoid probability of mismatch at a later date.

36. NOMINATION FACILITY

Provisions of Section 72 of the Companies Act, 2013 read with the rule 19(1) of the rules made there under extends nomination facility to individuals holding shares in the physical form. To help the legal heirs/successors get the shares transmitted in their favour, shareholder(s) are requested to furnish the particulars of their nomination in the prescribed Nomination Form. In case, any of the members wish to avail facility (Form SH-13), they are requested to send the duly completed form to the Registrars and/or at the Registered Office of the company. Member(s) holding shares in Dematerialized form are requested to register their nominations directly with their respective depository.

37. E-MAIL ID FOR INVESTOR'S GRIEVANCES

In compliance of Regulation 2(j) of SEBI (LODR) Regulations, 2015 the company has designated an e-mail address i.e. **ildcomplaints@indialease.com** for the purpose of registering complaints by investors for redressal of their grievances.

38. CONSOLIDATION OF FOLIOS

Members who may have more than one folio in their individual name or jointly with other persons mentioned in the same order, are requested to write to the Registrars and Share Transfer Agents indicating the folio numbers for consolidation of similar holding under one folio.

39. CEO/CFO CERTIFICATION

The CEO and the CFO of the company have certified to the Board with regard to the compliance made by them in terms of Regulation 17(8) of SEBI (LODR) Regulation, 2015.

40. Conservation of energy, Technology, Absorption and Foreign Exchange earnings/ Outgo

In terms of the requirements of clause (m) of sub section(3) of Section 134 of the Companies Act, 2013, read with the Companies (Accounts) Rules, 2014, the particulars are given as under:-

a) Technology	-	It is not applicable	
b) Conservation of Energy		-do-	
c) Transactions in Foreign Currency:		31.03.2017	31.03.2016
a) Expenditure in Foreign Currency		-	-
i) Repayment of Foreign Currency Loan		-	-
ii) Interest on Foreign Currency Loan		-	-
iii) Travelling Expenses		-	-
b) Shares held by Non Resident Shareholders		5960	6947
No. of Shareholders		13	15

The Company had no earnings in foreign exchange.

41. Acknowledgements

Directors place on record their thanks for the assistance and cooperation received from Banks and all other customers for their continued support and patronage.

Your Directors also wish to place on record the dedicated and devoted services rendered by all personnel of the Company.

For and on behalf of Board of Directors
For India Lease Development Limited

Place: New Delhi
Date: August 17, 2017

Rajiv Gupta
Chairman
DIN:00022964

CORPORATE GOVERNANCE REPORT

Company's Philosophy on Code of Corporate Governance

The very prime focus of Companies Act, 2013, and SEBI (LODR) Regulations, 2015 is on shareholder's democracy, e-Governance, higher transparency and more disclosures, investor protection/ minority shareholders and on professionals enhanced role and accountability. India Lease Development Ltd governance framework enjoins the highest standard of ethical and responsible conduct of business to create value for all stakeholders. It understand and respects its fiduciary role in the corporate world.

This report along with the report on Management Discussion and Analysis and additional shareholders information provides the details of implementation and disclosures which are required to be given under Companies Act, 2013/ Listed Regulations.

1. Board Composition

At India lease Development Limited, we believe that an active, well informed and independent board is necessary to ensure highest standards of Corporate Governance.

The Board as on March 31, 2017 comprises of four directors and is constituted under the Chairmanship of a Non Executive Director and comprises of two more Non Executive Independent Directors and one Non Executive Non Independent Director.

The Directors brings in expertise in the field of human, management, legal, finance, among others. The board provides strategic guidance, objective and independent view to the company's management while discharging its fiduciary responsibilities.

i) Constitution of the Board:

SI No.	Name of Director	Status
1.	Sh. Rajiv Gupta	Non-Executive -Chairman
2.	Sh. Arun Mitter	Independent Director
3.	Sh. Sharad Aggarwal	Independent Director
4.	Ms. Sumana Verma	Non-Executive Non Independent-Director

Chairmanship/Membership of Committee only includes Audit Committee and Stakeholders Relationship Committee in Indian Public Limited companies.

Details of Directors retiring or being re-appointed are given in the Notice to Annual General Meeting. The brief profile of the Board Members is also given on the website of the company (www.indialease.com)

Board Meetings

The meetings of the Board of Directors are held at the Registered Office i.e. MGF House, 4/17-B, Asaf Ali Road, New Delhi and all the directors are informed well in advance. The notice confirming the minutes of the previous meeting and the detailed agenda for the ensuing meeting is sent invariably at least seven days in advance to all the Directors. In terms of the company's Corporate Governance policy, all significant and material information are placed before the Board to enable it to discharge its responsibilities. As per the directions of the Chairman, the Company Secretary who is also the Compliance Officer, convene the meetings. Departmental Heads of the company, in case they are required, are invited to attend the Board Meetings, to make presentations and provide clarifications. The Board meets, at least, once a quarter to review the quarterly performance and financial results of the company.

i) Number of Board Meetings:

During the financial year from April 1, 2016 to March 31, 2017, the Board of Directors met seven times on the following dates:

S.No.	Date of Meeting	Board Strength	No. of Directors present
1.	May 28, 2016	4	3
2.	August 4, 2016	4	4
3.	August 12, 2016	4	4
4.	October 26, 2016	4	4
5.	November 11, 2016	4	4
6.	February 13, 2017	4	4
7.	March 9, 2017	4	4

ii) Attendance of Directors:

SI No	Name of the Director	No. of Board Meetings held	No. of Board Meetings Attended	Attendance at the last Annual General Meeting	No. of Directorship*** in other Boards as on March 31, 2017	No. of memberships in all Committees of the Board as on March 31, 2017
1.	Sh. Rajiv Gupta	7	7	Not Present	12	4
2.	Sh. Arun Mitter	7	7	Present	18	4
3.	Sh. Sharad Aggarwal	7	7	Present	11	2
4.	Ms. Sumana Verma	7	6	Not Present	7	3

Chairmanship/Membership of Committee only includes Audit Committee and Stakeholders Relationship Committee in Indian Public Limited companies.

The important decisions taken at the Board's Committee meetings are communicated to the concerned departments. The Company Secretary attends the Board/ Committee meetings and advises on compliances with applicable laws and governance.

Evaluation of Directors and the Board

With the objective of enhancing the effectiveness of the Board, the Nomination & Remuneration Committee formulated the methodology and criteria to evaluate the performance of the Board and each director.

The evaluation of the performance of the Board is based on the approved criteria such as the Board's composition, strategic planning, role of the Chairman, Non Executive Directors and other senior management, assessment of the timeliness and quality of the flow of information by the company to the board and adherence to compliance and other regulatory issues.

Meeting Fee to Directors:

No meeting fee is paid to Directors for attending Board / Committee Meetings.

2. Role of Independent Directors

Independent Directors play an important role in deliberations at the Board Meetings and bring to the company their wide experience in the field of finance, accountancy and public policy. This wide knowledge of both, their field of expertise and boardroom practices helps foster varied, unbiased, independent and experienced perspectives. The company benefits immensely from their inputs in achieving its strategic directions.

The Audit Committee, the Nomination & Remuneration Committee, the Stakeholders Relationship Committee and Risk Management Committee, have majority of Independent Directors. These committees function with the defined terms of reference in accordance with the Companies Act, 2013, the Listing Agreement and as approved by the Board, from time to time. Board members ensure that their work in other capacities do not impinge on their fiduciary responsibilities as directors of the company.

All Independent Directors of the company, at the time of their first appointment to the Board and thereafter at the first meeting of the Board in every financial year, give a declaration that they meet with the criteria of independence as provided under Regulation 25 of SEBI (LODR) Regulations 2015. In the opinion of the Board, each Independent Director possesses appropriate balance of skills, experience and knowledge, as required.

Pecuniary Relationship

Independent Directors do not have any pecuniary relationships or transactions with the company. No meeting fee is paid for attending the Board or the Committee Meetings.

None of the Directors on the Board is a member of more than 10 Committees or Chairman of more than 5 Committees across all the companies in which he is a Director.

The independent directors also held a separate meeting on March 3, 2017 to review the performance of the directors, the Chairman of the company and the overall performance of the board.

3. Board Committees

To enable better and more focused attention on the affairs of the company, the board delegates particular matters to committees of the directors set up for the purpose. These specialist committees prepare the groundwork for decision making and report at the subsequent board meetings.

The Board is assisted by various committees- Audit Committee, Nomination & Remuneration Committee, the Stakeholders Relationship Committee, Risk Management Committee.

To comply with the requirements of Regulations of the Listing Agreement, the composition, broad terms of reference and attendance of director of each committee is given hereunder:-

a) Audit Committee

S.No.	Name of Directors	Designation
1	Sh. Arun Mitter	Chairman
2	Sh. Rajiv Gupta	Member
3	Sh. Sharad Aggarwal	Member
4	Ms. Sumana Verma	Member

b) Number of Meetings:

During the financial year from April 1, 2016 to March 31, 2017, the members of the Audit Committee met seven times on the following dates May 28, 2016, August 4, 2016, August 12, 2016, October 26, 2016, November 11, 2016, February 13, 2017 and March 9, 2017.

c) Attendance of the Directors in the Audit Committee Meeting as on March 31, 2017.

SNo.	Name of Director	No. of Audit Committee Meetings held	No. of Meetings attended
1.	Sh. Rajiv Gupta	7	7
2.	Sh. Arun Mitter	7	7
3.	Sh. Sharad Aggarwal	7	7
4.	Ms. Sumana Verma	7	6

Sh.Rohit Madan, Compliance Officer is the convener of the Audit Committee.

Chairmanship/Membership of Committee only includes Audit Committee and Stakeholders Relationship Committee in Indian Public Limited companies. Members of the Board of the company do not have membership of more than ten Board level Committees or Chairman of more than five such Committees.

d) Broad Terms of Reference of the Audit Committee

In particular, the role of Audit Committee includes the following:-

- i) To Oversee of the company's financial reporting process and the disclosure of its financial information to ensure that the financial statement are sufficient and credible.
- ii) Recommending the appointment of Statutory Auditors, fixation of audit fee and approval for payment for any other services. Discussions with Statutory Auditors before the audit commences, about the nature and scope of audit as well as post audit discussions to ascertain any area of concern.
- iii) Reviewing with the management, the Quarterly, half yearly and annual financial statements before submission to the Board for approval, with particular reference to:-
 - a) Matter required to be included in the Directors' Responsibility Statement to be Included in the Board's report in terms of Section 134 (3)(c) of the Companies Act, 2013.
 - b) Changes, if any, in accounting policies and practices and reasons for the same.
 - c) To approve / modify the transactions with Related Party's and also review the statement of significant related party transactions submitted by the management
 - d) Whether the audit tests are appropriate and scientifically carried out.

- iv) Compliance with listing and other legal requirements relating to financial statements.
- v) To review Qualifications if given in the draft audit report.
- vi) Ensuring compliance with regulatory guidelines.
- vii) Reviewing with the management the adequacy of Internal Control Systems and ensuring suitable follow up action, where required.
- viii) To fix record date/book closure of share transfer book of the company from time to time.
- ix) Evaluating the internal financial control and risk management policies / system of the company.
- x) To appoint representatives to attend the General Meeting of other companies in which the company is holding shares;
- xi) To change the signatories for availment of various facilities from Banks/Financial Institutions.
- xii) Reviewing the functioning of Whistle Blower Mechanism.
- xiii) To recommend to the Board the appointment, remuneration and Terms of appointment of Internal Auditor and also review the internal audit report.
- xiv) Review of Management Discussion and Analysis of financial condition and result of operations.
- xv) Any other matter referred to by the Board of Directors..

4. Stakeholders Relationship Committee

Stakeholders Relationship Committee looks after the share transfer work besides redresel of Shareholder's Complaints. The Terms of reference of the Committee includes enquiring into and redressing complaints of shareholders and investors and to resolve the grievance of the stakeholders of the company.

a) Stakeholders Relationship Committee.

S.No.	Name of Directors	Designation
1	Sh. Sharad Aggarwal	Chairman
2	Sh. Rajiv Gupta	Member
3	Ms. Sumana Verma	Member

b) Number of Meetings:

During the financial year from April 1, 2016 to March 31, 2017, the members of the Stakeholders Relationship Committee met four times on the following dates July 27, 2016, October 19, 2016, January 18, 2017 and March 31, 2017.

c) Attendance of the Directors in the Stakeholder Relationship Committee Meeting as on March 31, 2017.

S No.	Name of Director	No. of meetings held	No. of meetings attended
1.	Sh. Sharad Aggarwal	4	4
2.	Sh. Rajiv Gupta	4	4
3.	Ms. Sumana Verma	4	4

Sh.Rohit Madan, Compliance Officer is the convener of the Shareholders Grievance Committee.

Chairmanship/Membership of Committee only includes Audit Committee and Stakeholders Relationship Committee in Indian Public Limited companies.

Details of investors complaints received during the year ended March 31, 2017

S.No	Nature of complaints	Received	Resolved	Pending
1.	Non receipt of dividend warrant(s)	2	2	-
2.	Non receipt of share certificates after transfer/ exchange/ sub-division/consolidation/merger, etc/ issue of duplicate share certificate	-	-	-
3.	Non receipt of Annual Report	8	8	-
	Total	10	10	-

Number of complaints pending with the company

All the shareholders requests/complaints received during the financial year ended March 31, 2017 by the company and/or their registrar i.e. M/s Alankit Assignments Limited were replied / resolved to their satisfaction.

Number of shares pending for transfer:

No shares were pending for transfer as on March 31, 2017.

5. Nomination and Remuneration Committee:

The power, role and terms of reference of the Nomination and Remuneration Committee covers the areas as contemplated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 178 of the Companies Act, 2013. The Nomination and Remuneration Committee comprises of four members which includes two Non-Executive Independent Directors, viz. Sh. Rajiv Gupta, Sh. Arun Mitter (Independent Director) Sh. Sharad Aggarwal (Independent Director) and Ms. Sumana Verma. Sh. Arun Mitter is the Chairman of the Committee.

The Nomination and Remuneration Committee has devised a policy on Board's diversity in terms with the requirement under Regulation 19 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

a) Membership:

S.No.	Name of Directors	Designation
1	Sh. Arun Mitter	Chairman
2	Sh. Rajiv Gupta	Member
3	Sh. Sharad Aggarwal	Member
4	Ms. Sumana Verma	Member

During the year ended March 31, 2017, the Nomination and Remuneration Committee met once on March 31, 2017.

b) Attendance of the Directors as on March 31, 2017 in the Nomination and Remuneration Committee Meeting.

S.No.	Name of Director	No. of Meetings held	No. of Meetings attended
1.	Sh. Rajiv Gupta	1	1
2.	Sh. Arun Mitter	1	1
3.	Sh. Sharad Aggarwal	1	1
4.	Ms. Sumana Verma	1	1

Sh.Rohit Madan, Compliance Officer is the convener of Nomination & Remuneration Committee

Chairmanship/Membership of Committee only includes Audit Committee and Stakeholders Relationship Committee in Indian Public Limited companies.

c) Brief description of the Terms of Reference

The Nomination and Remuneration Committee has been entrusted with responsibilities to review and grant annual increments, vary and/or modify the terms and conditions of appointment/ re-appointment including remuneration and perquisites, commission etc. payable to Manager and other Senior Management within the overall ceiling of remuneration as approved by the members.

The Committee in its meeting held on March 31,2017 noted the following terms of reference pursuant to Section 178 of

the Companies Act, 2013 & Regulations 19(4) read with Part D Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:-

- Formulation of the criteria for determining qualifications, positive attributes and independence of a Director and recommend to the Board a policy, relating to the remuneration of the Directors, Key Managerial Personnel and Other Employees.
- Formulation of criteria for evaluation of performance of Independent Directors and the Board of Directors.
- Devising a policy on diversity of Board of Directors.
- Identifying persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down, and recommend to the Board their appointment and removal.
- To see that the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of quality required to run the Company successfully.
- To see that the relationship of remuneration to performance is clear and meets appropriate performance benchmarks.
- The Nomination & Remuneration Committee shall lay down the evaluation criteria for performance evaluation of Independent Directors.

d) Remuneration Paid during the year ended March 31, 2017 is as under:-

KEY MANAGERIAL PERSONNEL

Name of Manager	Basic salary & allowance	Perquisites	Contribution to Provident Fund	Total (₹)
Sh. Rohit Madan, Manager & Company Secretary	9,93,600	73,600	66,240	11,33,440

6. Risk Management Committee

a) Composition of Risk Management Committee

S.No.	Name of Directors	Designation
1	Sh. Arun Mitter	Chairman
2	Sh. Sharad Aggarwal	Member

b) Number of Meetings:

During the financial year from April 1, 2016 to March 31, 2017, the members of the Risk Management Committee met four times on the following dates July 12, 2016, November 9, 2016, February 15, 2017 and March 30, 2017.

c) Attendance of the Directors in the Risk Management Committee

S.No.	Name of Director	No. of Meetings held	No. of Meetings attended
1.	Sh. Arun Mitter	4	4
2.	Sh. Sharad Aggarwal	4	4

Sh. Rohit Madan, Compliance Officer, is the Convener of Risk Management Committee

d) Broad Terms of reference of the Risk Management Committee

- i) to oversee the responsibility with regard to the identification, evaluation and mitigation of operational strategic and external environment risk.
- ii) The committee is responsible for reviewing and approving the risk disclosure statement in any public documents/disclosure.
- iii) The Committee objective is to assist the Board to maintain high standards of business conduct and to protect the company assets, and ensure compliance with applicable legal and regulatory requirements.

7. CSR Committee

In view of accumulated losses for the last three years formation of CSR committee is not applicable. In view of the same no CSR Committee has been constituted.

8. Business Responsibility Report

As per Regulation 34(2)(f) of SEBI(LODR) Regulations, 2015, the company is not failing in the criteria i.e. top 500 listed companies based on market capitalization and as such, Business Responsibility Report is not applicable.

9. Affirmations and Disclosures**a) Compliance with Governance Framework**

The Company is duly complying with all the Regulations practicing to SEBI (LODR) Regulations, 2015.

b) Related Party transactions

In Compliance with Section 188 of the Companies Act, 2013, Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, and rules as applicable, the Company has framed a Policy on Related Party Transactions including policy on materiality of related party transactions. The policy is to regulate transactions between the Company and its related parties based on the laws and regulations applicable to the Company.

During the year, no transaction of material nature has been entered into by the Company with its Promoters, the Directors or the Management, or relatives etc. that may have a potential conflict with the interests of the Company. Related Parties transactions with them as required under Indian Accounting Standard (Ind AS-24) are furnished under Notes on Accounts attached with the financial statements for the year ended March 31, 2017.

c) Compliance by the Company

The Company has materially complied with the requirements of the SEBI and other statutory authorities on all matters relating to capital markets during the last three years. No penalties or strictures have been imposed on the Company by the stock exchange, SEBI or any other statutory authorities relating to the above. The Company has developed an integrated internal control which provides reasonable assurance to the Management and the Board of Directors regarding effectiveness of timely compliances.

The Integrated Internal Control has been documented to provide a comprehensive view of:

- applicable laws to the Company
- key control points
- allocation of responsibilities

d) Whistle Blower Policy

The company has implemented Whistle Blower Policy and it is hereby affirmed that no personnel have been denied access to the Audit Committee.

e) Risk Management

Business risk evaluation and management is an on going process within the company. The assessment is periodically examined by the Board.

f) Disclosure of Accounting Treatment

There is no deviation in following the treatment prescribed in any Accounting Standards (AS) in the preparation of financial statements of the company.

g) Non mandatory requirements

Adoption of non mandatory requirements of Regulations of the SEBI (LODR) Regulations, 2015 are being reviewed by the Board from time to time.

h) Going Concern

The directors are satisfied that the company has adequate resources to continue its business for the foreseeable future and consequently consider it appropriate to adopt the going concern basis in preparing the financial statements.

i) CEO/CFO Certificate

As required under Clause 17(8) of the SEBI (LODR) Regulations, 2015, the CEO and CFO has certified to the Board regarding the correctness of the financial statements of the company for the financial year ended March 31, 2017.

10. Management Discussion and Analysis Report

The Company has provided a detailed Management Discussion and Analysis Report in Annexure 'B' forming part of the Director's Report.

11. Recording Minutes of proceedings at Board and Committee meetings

The Company Secretary records the minutes of the proceedings of each Board and Committee meeting. Draft minutes are circulated to all the members of the Board/Committee for their comments. The minutes are entered in the Minutes Book within 30 days from the conclusion of the meeting..

12. Particulars of Past three AGMs:

Last three Annual General Meetings were held at The Executive Club,439, Village Shahoopur, P.O. Fatehpur Beri, New Delhi-110030 on the following time and dates:-

AGM. No.	Year	Date	Time	Special Resolutions passed required for
29 th	2014	September 18, 2014	1.00 P.M.	Appointment of Sh. Arun Mitter as Independent Director for 5 years. Appointment of Sh. Sharad Aggarwal as Independent Director for 5 years. Amendments of Articles of Association in alignment with the Companies Act, 2013
30 th	2015	September 29, 2015	1.30 P.M.	Appointment of Ms. Sumana Verma, Non Executive Non Independent Director
31 st	2016	September 28, 2016	1.15 P.M.	Approval of charges for services of documents on the shareholders.

13. Consolidation of Holding

The shareholders who are holding physical shares in more than one folio in identical name, or in joint holder's name in similar order, may send the Share Certificate(s), along with request for consolidation of holding in one folio, to avoid mailing of multiple annual reports.

14. Whistle Blower Mechanism

In order to inculcate accountability and transparency in its business conduct, the Company has been constantly reviewing its existing systems and procedures. Your Company has approved a Whistle Blower Policy which will enable all employees, Directors and other stakeholders to raise their genuine concerns internally in a responsible and effective manner if and when they discover information which they believe shows serious malpractice or irregularity within the Company and/or to report to the management instances of unethical behaviour, actual or suspected, fraud or violation of Company's code of conduct or ethics policy.

In terms with the policy the company has adopted, a Whistle Blower Policy and has earmarked an exclusive e-mail ID and a dedicated telephone number to submit or report any wrong-doing or unethical activities in the functioning of the Company. During the year under review, there has been no incidence reported to the Head of Legal Department or the Chairman of the Audit Committee. The said Whistle Blower Policy has been uploaded on the website of the Company at www.Indialease.com

15. Details of Mandatory and Non-Mandatory Corporate Governance requirement.

The Company has complied with all the mandatory requirements of Corporate Governance with subject to regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

16. E-voting

To widen the participation of shareholders in Company decisions pursuant to provisions of Section 108 of Companies Act, 2013 read with Rule 20 of The Companies (Management and Administration) Rules, 2014 as amended, the Company has provided e-voting facility to its shareholders, in respect of all shareholder's resolutions to be passed at General Meetings.

17. Register e-mail address

To contribute towards greener environment, the Company proposes to send documents like shareholders meeting notice/other notices, audited financial statements, board's report, auditors' report or any other documents, to members in electronic form at the e-mail address provided by them and/or available to the Company by the Depositories.

Members who have not yet registered their e-mail address (including those who wish to change their already registered e-mail address) may get the same registered/updated either with their depository participants or by writing to the Company.

18. Code of Conduct**a) Code of Conduct for Prevention of Insider Trading**

In compliance with the SEBI regulations on prevention of insider trading the Company has formulated a comprehensive Code of Conduct for 'Prevention of Insider Trading' in the securities of the Company. This Code of Conduct is applicable to Promoters, Directors and such other employees of the Company and others who are expected to have access to Unpublished Price Sensitive Information.

The Code of Conduct lays down guidelines advising them on procedures to be followed and disclosures to be made while dealing with the shares of the Company, and cautioning them of consequences of violations. The Company Secretary of the Company is the compliance officer.

b) Code of Conduct for Directors and Senior Management

The Board of Directors of India Lease Development Ltd has laid down a code of business conduct called "The Code of Conduct for Directors and Senior Management". The Code envisages that Board of Directors and Senior Management must act within the bounds of the authority conferred upon them and with a duty to make and keep themselves informed about the development in the industry in which the Company is involved and the legal requirements to be fulfilled.

The Code is applicable to all the Directors and Senior Management of the company. The Company Secretary of the Company is the Compliance Officer.

19. Web link for various policies

The policies/information are linked with the website of the Company i.e. www.indialease.com under Corporate Policies heading.

20. Certification and Declarations**COMPLIANCE CERTIFICATE BY CHIEF EXECUTIVE OFFICER AND CHIEF FINANCIAL OFFICER UNDER REGULATION 17(8) OF SEBI (LODR) REGULATIONS, 2015**

- A. I have reviewed financial statements and the cash flow statement for the year and that to the best of my 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 Listed Entity's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- B. There are to the best of my knowledge and belief, no transactions entered into by the listed entity during the year ended March 31, 2017 are fraudulent, illegal or in violation of the company's Code of Conduct.
- C. I accept responsibility for establishing and maintaining internal controls for financial reporting and that they have evaluated the effectiveness of internal control systems of the listed entity pertaining to financial reporting and they have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, if which they are aware and the steps they have taken or purpose to take to rectify these deficiencies.
- D. I have indicated to the auditors and the Audit Committee
- i) significant changes in internal controls over financial reporting during the year.
 - ii) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
 - iii) instances of significant fraud of which they have become aware and the involvement therein, if any, of the management or an employee having a significant role in the entity's internal control systems over financial reporting.

For India Lease Development Limited

Place: New Delhi
Date: August 17, 2017

Arun Mitter
Director, CEO & CFO
DIN: 00022941

DECLARATIONS**Declaration by Independent Directors under sub-section (6) of Section 149 & Regulation 16(1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

During Financial Year 2017, the Company received declaration in terms of the provisions of Section 149(6) & 149(7) of the Companies Act, 2013 and Regulation 16(1) (b) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 from the Independent Directors namely Sh. Arun Mitter and Sh. Sharad Aggarwal.

Annual Declaration by (Chief Executive Officer) pursuant to Regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Schedule V to the said Regulations:-

As the (Chief Executive Officer) of India Lease Development Limited and as required under regulation 34 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Schedule V to the said Regulations, I hereby declare that all the Board Members and Senior Management Personnel of the Company have affirmed compliance with the company's Code of Conduct for the financial year ended March 31, 2017.

Arun Mitter
Director, CEO & CFO
DIN : 00022941

21. Shareholder Information :

Annual General Meeting	:	32 nd Annual General Meeting
Day & Date	:	Tuesday, September 26, 2017
Time	:	1.30 P.M.
Venue	:	The Executive Club, 439, Village Shahoorpur, P.O. Fatehpur Beri, New Delhi-110030

22. Financial Calendar :

Particulars	Tentative Schedule
Financial reporting for the quarter ended June 30, 2017	Second week of August, 2017
Financial reporting for the quarter ended September 30, 2017	Second week of November, 2017
Financial reporting for the quarter ended December 31, 2017	Second week of February, 2018
Financial reporting for the quarter ended March 31, 2018	Within 60 days of the close of the quarter

23. Means of Communication:

Quarterly/Half Yearly Financial Results of the company are forwarded to Bombay Stock Exchange and published in Money Makers and Dainik Mahalaxmi Bhagyodaya newspapers. Half-yearly report is not sent to each household of shareholders as the results of the company are published in the newspapers. In addition to the above, the results are also available on the company's website: www.indialease.com for the information of all the shareholders. Company has not made any presentation to any Institutional Investors / Analyst during the year.

Company has its own website and all the vital information relating to the company is displayed on the web site www.indialease.com

24. Registrar and Share Transfer Agents :

In compliance with SEBI directive M/s Alankit Assignments Ltd, Alankit Heights, 1E/13, Jhandewalan Extension, New Delhi-110055. Tel Nos. 011- 42541953-63 are carrying on assignment of both physical and demat mode.

However, keeping in view the convenience of shareholders, documents relating to the shares are continued to be received by the company at its Registered Office, at 4/17-B, Asaf Ali Road, New Delhi-110002, Tel Nos. 011- 41519433, 011-41520070

25. Nomination Facility:

Shareholders are eligible to file their nominations against shareholdings. Nomination Forms are available at the Registered Office i.e. 4/17-B, Asaf Ali Road, New Delhi-110002. Those interested in getting the facility of nominations may write to the Company Secretary for a copy of the prescribed Nomination Form.

26. Share Transfer System:

If the documents are clear in all respects, completion of transfer of shares in physical mode generally take less than 15 days. The Share Transfer Committee has delegated the responsibility of share transfers to an officer of the company to expedite share transfers. Shares under demat and physical mode are transferred by the Registrar and Share Transfer Agent normally within 15 days.

27. Compliance Officer/ Company Secretary

The undernoted official of the company has been designated for speedy redressal of shareholder's/ investor's requests/queries.

Sh Rohit Madan, Manager & Company Secretary

(ACS-13636)

Tel No. 011-41519433

28. Address for Correspondence:**(i) Registered Office:**

MGF House,
4/17-B, Asaf Ali Road, New Delhi-110002
Tel Nos.: 011-41519433, 41520070
Website: www.indialease.com
Email: info@indialease.com
CIN:L74899DL1984PLC019218
GST No.: 07AAACI0149R1ZB

(ii) Registrar & Share Transfer Agent

Alankit Assignments Limited,
Alankit Heights ,1E/13,
Jhandewalan Extension,
New Delhi – 110 055.
Tel Nos.: 011-42541953-63

29. Listing on Stock Exchange:

Bombay Stock Exchange Ltd
Phiroz Jee Jee Bhoy Towers,
Dalal Street, Mumbai – 400 001
Tel Nos.: 022-22721233/34
Fax : 91-22-22721278/1557/3354/3577

Stock Code of the Company:

Security Id : **INDLEASE**
Security Code : **500202**

ISIN No. for the Company's

Equity Shares in Demat Form: INE 333C01013

Depository Connectivity: NSDL and CDSL

30. Market Price Data: (As obtained from BSE)

Month & Year	High	Low
April – 2016	13.77	10.92
May – 2016	15.12	13.70
June – 2016	13.30	12.70
July – 2016	13.00	13.00
August – 2016	13.65	11.29
September – 2016	10.73	7.95
October – 2016	8.20	7.22
November – 2016	7.90	7.90
December – 2016	8.29	8.29
January – 2017	8.25	6.73
February – 2017	7.06	5.40
March – 2017	8.40	5.50

31. Category of Shareholding as on March 31, 2017

S.No	Category	No. of Shares held	% of Shareholding
A	Promoters *	10048768	68.36
B	Non Promoter Holding	-	-
	Mutual Funds and UTI	-	-
	Banks, Financial Institutions, Insurance Companies(Central/State Government Institutions/Non Government Institutions)	742950	5.05
C	Others		
	Private Corporate Bodies	107441	0.73
	Indian Public	3795172	25.82
	NRIs/OCBs/FIIs/Trust/Custodian	5960	0.04
	Total	14700291	100

* includes persons acting in concert.

32. Distribution of Company's Shareholding as on March 31, 2017:

Category	Shareholders			No. of Shares (Rs. 10/- per share)			Percentage (%)		
	Physical	Demat	Total	Physical	Demat	Total	Physical	Demat	Total
Upto 5000	5776	3828	9604	1039976	964442	2004418	7.07	6.56	13.64
5001- 10000	5	23	28	36000	181713	217713	0.24	1.24	1.48
10001-20000	2	6	8	34350	82093	116443	0.23	0.56	0.79
20001-30000	2	2	4	54000	50100	104100	0.37	0.34	0.71
30001-40000	1	3	4	37650	108200	145850	0.26	0.74	0.99
40001-50000	0	0	0	0	0	0	0.00	0.00	0.00
50001- 100000	0	2	2	0	142566	142566	0.00	0.97	0.97
100001 & above	0	14	14	0	11969201	11969201	0.00	81.42	81.42
Total	5786	3878	9664	1201976	13498315	14700291	8.18	91.82	100.00

33. Compliance:

A certificate has been obtained from the Statutory Auditors of the company regarding compliance of conditions of Corporate Governance and is attached to this report.

For and on behalf of Board of Directors
For India Lease Development Limited

Rajiv Gupta
 Chairman
 DIN :00022964

Place: New Delhi
 Date: August 17, 2017

INDEPENDENT AUDITOR'S CERTIFICATE ON CORPORATE GOVERNANCE

To the Members of

India Lease Development Limited

1. We have examined the compliance of conditions of Corporate Governance by **India Lease Development Limited** ("the Company"), for the year ended on March 31, 2017, as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C, D and E of Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

Management's Responsibility

2. The compliance of conditions of Corporate Governance is the responsibility of the Management. This responsibility includes the design, implementation and maintenance of internal control and procedures to ensure the compliance with the conditions of the Corporate Governance stipulated in the SEBI Listing Regulations.

Auditor's Responsibility

3. Our responsibility is limited to examining the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.
4. We have examined the books of account and other relevant records and documents maintained by the Company for the purpose of providing reasonable assurance on the compliance with Corporate Governance requirements by the Company.
5. We have carried out an examination of the relevant records of the Company in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by The Institute of Chartered Accountants of India (ICAI) which requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Opinion

7. Based on our examination of the relevant records and according to the information and explanations provided to us and the representations provided by the Management, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in regulations 17 to 27 and clauses (b) to (i) of regulation 46(2) and para C, D and E of Schedule V of the SEBI Listing Regulations during the year ended March 31, 2017.
8. We state that such compliance is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the Management has conducted the affairs of the Company.
9. The certificate is issued solely for the purpose of complying with the aforesaid Regulations and may not be suitable for any other purpose.

For **S.N. Dhawan & Co. LLP**

Chartered Accountants

(Firm's Registration No.:000050N/N500045)

S. K. Khattar

Partner

Membership No.: 084993

Place: New Delhi

Date: August 17, 2017

**MANAGEMENT DISCUSSION AND ANALYSIS:
NBFC- INDUSTRY STRUCTURE AND BUSINESS DEVELOPMENTS**

Industry Overview:

The business of the Company is that of a Non Banking Finance Company(NBFC). Non Banking Financial Companies(NBFCs) play a crucial role in broadening access to financial services, enhancing competition and diversification of the financial sector.

NBFCs have an advantage over banks as the business model is relationship-oriented, requires a good geographical spread and survives on thin margins. Banks and NBFCs compete for some similar kinds of business. In spite of strong competition faced by the NBFCs, the inner strength of NBFCs viz local knowledge, credit appraisal, skill, well trained collection machinery, close monitoring of borrowers and personalized attention to each client are catering to the needs of small and medium enterprises in the rural and semi urban area.

Outlook on opportunities, threats, risks and concerns:

The company is consolidating its position and making its best efforts to realize the maximum from the customers by taking recourse of legal remedies where warranted.

Internal control System and adequacy

Your company has an adequate system of Internal control, designed to provide reasonable assurance that assets are safeguarded, transactions are executed in accordance with management's authorization and properly recorded. Accounting records are adequate for preparation of financial statements and other financial information. Besides, the management has put in place system for review and monitoring of non performing assets of the company for effecting recoveries.

Financial

The Financial performance of the Company is given as under:-

(₹ in lacs)

Financial Results	Year ended March 31, 2017	Year ended March 31, 2016
Gross Profit/ Loss before depreciation, finance cost and provisioning	(7.91)	5.57
Less: Depreciation including impairment	0.04	0.06
Profit /(Loss) before provisions, exceptional items and tax	(7.95)	5.51
Add: Provision for doubtful debts written back	0.00	0.00
Add :Provision for diminution in value of investments	0.00	0.81
Less: Excess Depreciation of earlier years written back	0.00	0.00
Net Profit/(Loss) for the year	(7.95)	4.70
Total (Loss)	(2117.95)	(2110.00)
Losses carried forward to Balance Sheet	(2117.95)	(2110.00)

Risk and Concern

In view of no fresh business exposure, the existing clients sometimes lead to default in repayment which has a cascading effect on other customers for which suitable measures to control this trend are taken.

Human Resources

Your company considers human resources a key element. The company has a competency based performance and potential

appraisal systems for identifying and developing managerial talents and is reviewed on an on going basis. Emphasis is laid on providing adequate training to its employees, to meet the attitudinal and cultural values of the organization ethos to achieve customer satisfaction.

Disclaimer

Certain Statements in the Management Discussion and Analysis describing the company's views about the industry, expectations, objectives, etc may be understood within the meaning of applicable laws and regulations. Factors like changes in Government regulations, tax laws and other factors as such industrial relations and economic developments etc. may further influence the company's operations or performance.

FORM NO. MGT 9
EXTRACT OF ANNUAL RETURN

as on financial year ended on 31.03.2017

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Company (Management & Administration) Rules, 2014.

I REGISTRATION & OTHER DETAILS:

i	CIN	L74899DL1984PLC019218
ii	Registration Date	19.10.1984
iii	Name of the Company	INDIA LEASE DEVELOPMENT LIMITED
iv	Category/Sub-category of the Company	PUBLIC LISTED COMPANY HAVING SHARE CAPITAL
v	Address of the Registered office & contact details	MGF HOUSE, 4/17-B, ASAF ALI ROAD, NEW DELHI - 110002 PH : 011-41519433, 41520070
vi	Whether listed company	YES
vii	Name, Address & contact details of the Registrar & Transfer Agent, if any.	ALANKIT ASSIGNMENTS LIMITED, ALANKIT HEIGHTS, 1E/13, JHANDEWALAN EXTN., NEW DELHI - 110055 PH- 011-42541953 - 42541963

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 - NBFC

III PARTICULARS OF HOLDING, SUBSIDIARY & ASSOCIATE COMPANIES

SI No	Name & Address of the Company	CIN/GLN	HOLDING/ SUBSIDIARY/ ASSOCIATE	% OF SHARES HELD	APPLICABLE SECTION
1					
2	NOT APPLICABLE				
3					

IV SHAREHOLDING PATTERN (Equity Share capital Break up as % to total Equity)

Category of Shareholders	No. of Shares held at the beginning of the year 1st April, 2016				No. of Shares held at the end of the year 31st March, 2017				% change during the year	
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares		
A. Promoters										
a) Individual/HUF	1663871	30000	1693871	11.52	1665921	30000	1695921	11.54	2050	0.014
b) Central Govt. or State Govt.	-	-	-	-	-	-	-	-	-	-
c) Bodies Corporates	8343585	-	8343585	56.76	8352847	-	8352847	56.82	9262	0.063
d) Bank/FI	-	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-	-
SUB TOTAL:(A) (1)	10007456	30000	10037456	68.28	10018768	30000	10048768	68.36	11312	0.077
(2) Foreign										
a) NRI- Individuals	-	-	-	-	-	-	-	-	-	-
b) Other Individuals	-	-	-	-	-	-	-	-	-	-
c) Bodies Corp.	-	-	-	-	-	-	-	-	-	-
d) Banks/FI	-	-	-	-	-	-	-	-	-	-
e) Any other	-	-	-	-	-	-	-	-	-	-
SUB TOTAL (A) (2)	-	-	-	-	-	-	-	-	-	-
Total Shareholding of Promoter (A)= (A)(1)+(A)(2)	10007456	30000	10037456	68.28	10018768	30000	10048768	68.36	11312	0.077

B. PUBLIC SHAREHOLDING										
(1) Institutions										
a) Mutual Funds	-	-	-	-	-	-	-	-	-	-
b) Banks/FI	742950	0	742950	5.05	742950	0	742950	5.05	0	0.000
c) Central govt	-	-	-	-	-	-	-	-	-	-
d) State Govt.	-	-	-	-	-	-	-	-	-	-
e) Venture Capital Fund	-	-	-	-	-	-	-	-	-	-
f) Insurance Companies	-	-	-	-	-	-	-	-	-	-
g) FIIS	-	-	-	-	-	-	-	-	-	-
h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-	-
i) Others (specify)	-	-	-	-	-	-	-	-	-	-
SUB TOTAL (B)(1):	742950	0	742950	5.05	742950	0	742950	5.05	0	0.000
(2) Non Institutions										
a) Bodies corporates	96289	8051	104340	0.71	99390	8051	107441	0.73	3101	0.021
i) Indian	-	-	-	-	-	-	-	-	-	-
ii) Overseas	-	-	-	-	-	-	-	-	-	-
b) Individuals										
i) Individual shareholders holding nominal share capital upto Rs.1 lakh	1131838	1129899	2261737	15.39	1149536	1098775	2248311	15.29	-13426	-0.091
ii) Individuals shareholders holding nominal share capital in excess of Rs. 1 lakh	1485211	61650	1546861	10.52	1485211	61650	1546861	10.52	0	0.000
c) Others (specify)										
(i) NRI	3447	3500	6947	0.05	2460	3500	5960	0.04	-987	-0.007
SUB TOTAL (B)(2):	2716785	1203100	3919885	26.67	2736597	1171976	3908573	26.59	-11312	-0.077
Total Public Shareholding(B)=(B)(1)+(B)(2)	3459735	1203100	4662835	31.72	3479547	1171976	4651523	31.64	-11312	-0.077
C. Shares held by Custodian for GDRs & ADRs	-	-	-	-	-	-	-	-	-	-
Grand Total (A+B+C)	13467191	1233100	14700291	100.00	13498315	1201976	14700291	100.00	0	-

(ii) SHARE HOLDING OF PROMOTERS

SI No.	Shareholders Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in share holding during the year
		No of shares	% of total shares of the company	% of shares pledged encumbered to total shares	No of shares	% of total shares of the company	% of shares pledged encumbered to total shares	
1	MR. RAJIV GUPTA Jt. MS. ARTI GUPTA	856536	5.83	0	858586	5.84	0	0.014
2	MS. ARTI GUPTA Jt. MR. RAJIV GUPTA	215500	1.47	0	215500	1.47	0	0.000
3	MS. SUMANA VERMA	75350	0.51	0	75350	0.51	0	0.000
4	MR. SIDDHARTH GUPTA	196550	1.34	0	196550	1.34	0	0.000
5	MR. SHRAVAN GUPTA	243635	1.66	0	243635	1.66	0	0.000
6	MR. SIDDHANT AGGARWAL	35200	0.24	0	35200	0.24	0	0.000
7	MR. RAGHAV AGGARWAL	33000	0.22	0	33000	0.22	0	0.000
8	MS. PUNAM AGGARWAL	2000	0.01	0	2000	0.01	0	0.000
9	MS. NEERU AGGARWAL	6100	0.04	0	6100	0.04	0	0.000
10	VED PRAKASH (HUF)	30000	0.20	0	30000	0.20	0	0.000
11	BAHUBALI SERVICES LIMITED	1778870	12.10	0	1778870	12.10	0	0.000
12	GEE GEE HOLDINGS PVT. LTD.	424181	2.89	0	424181	2.89	0	0.000
13	RAMPRAKASH & CO. (P) LTD.	1531694	10.42	0	1540956	10.48	0	0.063
14	THE MOTOR & GENERAL FINANCE LIMITED	4608840	31.35	0	4608840	31.35	0	0.000
	Total	10037456	68.28	0	10048768	68.36	0	0.077

(iii) CHANGE IN PROMOTERS' SHAREHOLDING (SPECIFY IF THERE IS NO CHANGE)

Sl. No.		Share holding at the beginning of the Year i.e. 1st April, 2016		Cumulative Share holding during the year (1st April, 2016 to 31st March, 2017)	
		No. of Shares	% of total shares of the company	No. of shares	% of total shares of the company
1	At the beginning of the year	10037456	68.28		
2	Off/Market purchase during the year	11312	0.08	10048768	68.36
3	At the end of the year	10048768	68.36	10048768	68.36

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

Sl. No	For Each of the Top 10 Shareholders	Shareholding		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of Total Shares of the Company
1	PUNJAB NATIONAL BANK				
	At the beginning of the year	742950	5.05		
	Bought during the year	0	0.00	0	0.00
	Sold during the year	0	0.00	0	0.00
	At the end of the year	742950	5.05	742950	5.05
2	ASHOK VISWANATHAN/LAKSHMI VISWANATHAN				
	At the beginning of the year	640890	4.36		
	Bought during the year	0	0.00	0	0.00
	Sold during the year	0	0.00	0	0.00
	At the end of the year	640890	4.36	640890	4.36
3	SANJEEV DESAI				
	At the beginning of the year	0	0.00		
	Bought during the year	277106	1.89	277106	1.89
	Sold during the year	0	0.00	0	0.00
	At the end of the year	277106	1.89	277106	1.89
4	CHARU GUPTA				
	At the beginning of the year	275299	1.87		
	Bought during the year	0	0.00	0	0.00
	Sold during the year	0	0.00	0	0.00
	At the end of the year	275299	1.87	275299	1.87
5	VENKATRAMAN S				
	At the beginning of the year	174600	1.19		
	Bought during the year	0	0.00	0	0.00
	Sold during the year	0	0.00	0	0.00
	At the end of the year	174600	1.19	174600	1.19
6	LAKSHMI VISWANATHAN				
	At the beginning of the year	67216	0.46		
	Bought during the year	0	0.00	0	0.00
	Sold during the year	0	0.00	0	0.00
	At the end of the year	67216	0.46	67216	0.46
7	HINDUSTAN COMMERCIAL INVESTMENT TRUST LTD.				
	At the beginning of the year	40000	0.27		
	Bought during the year	0	0.00	0	0.00
	Sold during the year	0	0.00	0	0.00
	At the end of the year	40000	0.27	40000	0.27
8	LALIT GUPTA				
	At the beginning of the year	37650	0.26		
	Bought during the year	0	0.00	0	0.00
	Sold during the year	0	0.00	0	0.00
	At the end of the year	37650	0.26	37650	0.26

9	ARTI GUPTA				
	At the beginning of the year	29250	0.20		
	Bought during the year	0	0.00	0	0.00
	Sold during the year	0	0.00	0	0.00
	At the end of the year	29250	0.20	29250	0.20
10	PREM BALA				
	At the beginning of the year	24000	0.16		
	Bought during the year	0	0.00	0	0.00
	Sold during the year	0	0.00	0	0.00
	At the end of the year	24000	0.16	24000	0.16

Notes The above information is based on data received from the RTA.

(v) **Shareholding of Directors & KMP**

Sl. No	For Each of the Directors & KMP	Shareholding at the beginning of the year 1st April, 2016		Shareholding at the end of the year 31st March, 2017	
		No. of shares	% of total shares of the company	No of shares	% of total shares of the company
1	MR. RAJIV GUPTA/MRS. ARTI GUPTA				
	At the beginning of the year	856536	5.83		
	Off/Market purchase during the year	2050	0.01	858586	5.84
	At the end of the year	858586	5.84	858586	5.84

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				
	i) Principal Amount	-	-	-	-
	ii) Interest due but not paid	-	-	-	-
	iii) Interest accrued but not due	-	-	-	-
	Total (i+ii+iii)	-	-	-	-
	Change in Indebtedness during the financial year				
	• Additions	-	-	-	-
	• Reduction	-	-	-	-
	Net Change	-	-	-	-
	Indebtedness at the end of the financial year				
	i) Principal Amount	-	-	-	-
	ii) Interest due but not paid	-	-	-	-
	iii) Interest accrued but not due	-	-	-	-
	Total (i+ii+iii)	-	-	-	-

VI REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL
Remuneration to Managing Director, Whole time director and/or Manager:

Name of Manager	Basic salary & allowance	Perquisites	Contribution to Provident Fund	Total (In ₹)
Mr. Rohit Madan	993,600	73,600	66,240	1,133,440

The median remuneration of employees of the company was 23,698. In the Financial Year, there was an average increase of 4.85% in the median remuneration of employees.

Comparison of Remuneration of the Key Managerial Personnel(s) against the Performance of the Company

The company had paid the minimum remuneration to the Managerial Personnel in accordance with PART II Section II of Schedule V of the Companies Act, 2013 and as such, the same is not comparable with the operations of the company and for the purpose of median remuneration of the employees.

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	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
B. DIRECTORS					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-
C. OTHER OFFICERS IN DEFAULT					
Penalty	-	-	-	-	-
Punishment	-	-	-	-	-
Compounding	-	-	-	-	-

Form No. MR-3

SECRETARIAL AUDIT REPORTFOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2017

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]

To

The Members
India Lease Development Limited
MGF House,
4/17-B, Asaf Ali Road,
New Delhi- 110002

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **India Lease Development Limited (CIN: L74899DL1984PLC019218)** ("the Company"). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the Company and also the information provided by the Company, its officers, agents and 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, 2017 complied with the statutory provisions listed hereunder and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

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

- (i) The Companies Act, 2013 ('the Act') and the Rules made there under;
- (ii) The Securities Contracts (Regulation) Act, 1956 ("SCRA") and the Rules made there under-
- (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
- (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made under that Act to the extent applicable to Overseas Direct Investment (ODI) -**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, 2015
 - (c) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009
 - (d) The Securities and Exchange Board of India (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.**
 - (h) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 -**Not applicable to the Company during the audit period.**

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

- i. Secretarial Standards issued by The Institute of Company Secretaries of India.
- ii. The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015

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 Non-Executive Directors and Independent Directors only. There was no change in the composition of the Board of Directors during the audit period.

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

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

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.

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.

**For Anjali Yadav & Associates
Practising Company Secretaries**

Anjali Yadav
Proprietor
FCS No.: 6628
C P No.: 7257

Place : New Delhi
Date : August 12, 2017

This Report is to be read with our letter of even date which is annexed as **Annexure-D1** and form an integral part of this Report.

Annexure-D1

To
The Members
India Lease Development Limited
MGF House,
4/17-B, Asaf Ali Road,
New Delhi- 110002

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

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

**For Anjali Yadav & Associates
Practising Company Secretaries**

Anjali Yadav
Proprietor
FCS No.: 6628
C P No.: 7257

Place : New Delhi
Date : August 12, 2017

INDEPENDENT AUDITOR'S REPORT**To the Members of
India Lease Development Limited
Report on the Financial Statements**

We have audited the accompanying financial statements of **India Lease Development Limited** ("the Company"), which comprise the Balance Sheet as at March 31, 2017, the Statement of Profit and Loss and the Cash Flow Statement for the year then ended, and 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 financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended). This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the 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 financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

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

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

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

Opinion

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

Emphasis of Matter

We draw attention to the following matters in the Notes to the financial statements:

- i) Note No. 21 to the financial statements which describes the Company has discontinued fresh hire purchase / leasing business. The management is of the view that the realization of the assets will be sufficient to pay off its entire liabilities. In view of the above the financial statements have been prepared on the assumption that the Company will continue as a going concern.
- ii) Note No. 22 to the financial statements which describes that there is non-compliance of the provisions of Non Banking Financial Companies Prudential Norms (Reserve Bank) Directions 1998 with regard to maintenance of Credit Concentration/Investment Norms in respect of lending to one of the Company where these are exceeding the limits.

Our opinion is not qualified in respect of these matters.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2016 ("the Order") issued by the Central Government of India in terms of Section 143(11) of the Act, we give in the Annexure "A" a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report, to the extent applicable that:
 - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose 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 financial statements dealt with by this report are in agreement with the books of account;
 - d. In our opinion, the aforesaid financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014 (as amended);
 - e. On the basis of the written representations received from the directors as on March 31, 2017 and taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2017 from being appointed as a director in terms of Section 164(2) of the Act;
 - f. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in "Annexure B".
 - g. 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 which would impact its financial statements;
 - ii. The Company did not have any long-term contracts including derivative contracts for which there were any material foreseeable losses;
 - iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
 - iv. The Company has provided requisite disclosures in the financial statements as to holdings as well as dealings in Specified Bank Notes during the period from November 8, 2016 to December 30, 2016. Based on audit procedures and relying on the management representation we report that the disclosures are in accordance with books of account maintained by the Company and as produced to us by the Management – Refer Note 30

For **S.N. Dhawan & Co LLP**
(Formerly S. N. Dhawan & Co.)
Chartered Accountants

Firm's Registration No.: **000050N/N500045**
(S. K. Khattar)
Partner
Membership No.: 084993

Place: New Delhi
Date: May 29, 2017

Annexure "A" to the Independent Auditor's Report

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of the Independent Auditor's Report of even date to the members of **India Lease Development Limited** on the financial statements as of and for the year ended March 31, 2017)

- (i) (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of Property, Plant and Equipment.
- (b) The Company has a regular program of physical verification of its Property, Plant and Equipment under which Property, Plant and Equipment are verified in a phased manner over a period of three years, which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. In accordance with this program, certain Property, Plant and Equipment were verified during the year and according to the information and explanation given to us, no material discrepancies were noticed on such verification.
- (c) According to the information and explanations given to us and the records examined by us, the Company does not hold any immovable property. Accordingly, the provisions of clause 3(i)(c) of the Order are not applicable.
- (ii) According to the information and explanations given to us, the Company does not have any inventory. Accordingly, the provisions of clause 3(ii) of the Order are not applicable.
- (iii) According to the information and explanations given to us, the Company has granted unsecured loans to companies covered in the register maintained under Section 189 of the Act; and with respect to the same:
 - (a) in our opinion the terms and conditions of grant of such loans are not, *prima facie*, prejudicial to the Company's interest.
 - (b) According to the information and explanations given to us, no repayment schedule has been specified and accordingly the question of regularity in repayment of principal amount does not arise. However the interest is being paid regularly.
 - (c) As stated above no repayment schedule have been specified, therefore there are no amount which is overdue for more than 90 days.
- (iv) In our opinion and according to the information and explanations given to us, the Company has complied with the provisions

of Sections 185 and 186 of the Act in respect of loans, investments, guarantees, and security.

- (v) In our opinion and according to the information and explanations given to us, the Company has not accepted any deposits during the year and had no unclaimed deposits at the beginning of the year within the meaning of Sections 73 to 76 of the Act and the Companies (Acceptance of Deposits) Rules, 2014 (as amended). Accordingly, the provisions of clause 3(v) of the Order are not applicable.
- (vi) According to the information and explanations given to us, the Central Government has not specified maintenance of cost records under sub-section (1) of Section 148 of the Act, in respect of Company's services. Accordingly, the provisions of clause 3(vi) of the Order are not applicable.
- (vii) (a) According to the information and explanations given to us, the Company is regular in depositing undisputed statutory dues including provident fund, employees' state insurance, income-tax, service tax, cess and other material statutory dues, as applicable, to the appropriate authorities. Further, no undisputed amounts payable in respect thereof were outstanding at the year-end for a period of more than six months from the date they become payable.
(b) According to the information and explanations given to us, there are no dues in respect of income-tax, sales-tax, service tax, duty of customs, duty of excise and value added tax that have not been deposited with the appropriate authorities on account of any dispute.
- (viii) In our opinion and according to the information and explanations given to us, the Company has no loans or borrowings payable to a financial institution or a bank or government and no dues payable to debenture-holders during the year. Accordingly, the provisions of clause 3(viii) of the Order are not applicable.
- (ix) In our opinion and according to the information and explanations given to us, the Company did not raise moneys by way of initial public offer or further public offer (including debt instruments) and did not have any term loans outstanding during the year. Accordingly, the provisions of clause 3(ix) of the Order are not applicable.
- (x) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company or on the Company by its officers or employees has been noticed or reported during the period covered by our audit.
- (xi) In our opinion and according to the information and explanations given to us, managerial remuneration has been paid by the Company in accordance with the requisite approvals mandated by the provisions of Section 197 of the Act read with Schedule V to the Act.
- (xii) According to the information and explanations given to us, the Company is not a Nidhi Company. Therefore, the provisions of Clause 3(xii) of the Order are not applicable to the Company.
- (xiii) In our opinion and according to the information and explanations given to us, all transactions with the related parties are in compliance with Sections 177 and 188 of Act, where applicable, and the requisite details have been disclosed in the financial statements as required by the applicable accounting standards.
- (xiv) According to the information and explanations given to us, during the year, the Company has not made any preferential allotment or private placement of shares or fully or partly convertible debentures. Accordingly, provisions of clause 3(xiv) of the Order are not applicable.
- (xv) In our opinion and according to the information and explanations given to us, the Company has not entered into any non-cash transactions with the directors or persons connected with them. Accordingly, provisions of clause 3(xv) of the Order are not applicable.
- (xvi) The company is required to be registered under Section 45-IA of the Reserve Bank of India Act, 1934 and such registration has been obtained by the Company

For **S.N. Dhawan & Co LLP**
(Formerly S. N. Dhawan & Co.)
Chartered Accountants

Firm's Registration No.: **000050N/N500045**
(S. K. Khattar)
Partner
Membership No.: 084993

Place: New Delhi
Date: May 29, 2017

Annexure “B” to the Independent Auditor’s Report of even date to the members of India Lease Development Limited, on the financial statements for the year ended March 31, 2017**Annexure “B”****Independent Auditor’s 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 **India Lease Development Limited** (“the Company”) as of March 31, 2017 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

Management’s Responsibility for Internal Financial Controls

The Company’s management is responsible for establishing and maintaining internal financial controls based on internal financial controls over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. 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 the company’s business, including adherence to company’s policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Act.

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 the Institute of Chartered Accountants of India (ICAI) and deemed to be prescribed under section 143(10) of the Act, to the extent applicable to an audit of internal financial controls, both applicable to an audit of Internal Financial Controls and, both issued by the ICAI. 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 were 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 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 judgement, 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 over financial reporting.

Meaning of Internal Financial Controls over Financial Reporting

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

Inherent Limitations of Internal Financial Controls over Financial Reporting

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

Opinion

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

For **S.N. Dhawan & Co LLP**
(Formerly S. N. Dhawan & Co.)
Chartered Accountants

Firm’s Registration No.: **000050N/N500045**
(S. K. Khattar)

Partner

Membership No.: 084993

Place: New Delhi
Date: May 29, 2017

BALANCE SHEET AS AT 31st MARCH, 2017

(Amount in ₹)

Particulars	Note No.	As at 31st March 2017	As at 31st March 2016
I. EQUITY AND LIABILITIES			
(1) Shareholder's funds			
(a) Share capital	2	147,130,160	147,130,160
(b) Reserves and surplus	3	(66,932,138)	(66,136,850)
(2) Non-current liabilities			
(a) Long term provisions	4	79,184,422	79,488,180
(3) Current liabilities			
(a) Trade payables	5	1,272,675	1,134,339
(b) Other current liabilities	6	16,813,201	16,355,222
(c) Short-term provisions	7	74,510	67,848
Total		177,542,830	178,038,899
II. ASSETS			
(1) Non-current assets			
(a) Property, Plant and Equipment	8	280,023	284,041
(b) Non-current investments	9	17,797,572	17,797,572
(c) Long term loans and advances	10	43,022,340	43,156,252
(d) Other non-current assets	11	5,268,710	5,270,487
(2) Current assets			
(a) Current investments	12	-	24,750
(b) Trade receivables	13	33,272,900	33,623,399
(c) Cash and bank balances	14	137,920	1,564,983
(d) Short term loans and advances	15	76,300,000	76,300,000
(e) Other current assets	16	1,463,365	17,415
Total		177,542,830	178,038,899

Summary of significant accounting policies 1

The accompanying notes 1 to 39 form an integral part of the financial statements

As per our report of even date

For and On behalf of the Board of Directors

For S. N. Dhawan & Co LLP
(Formerly S. N. Dhawan & Co.)

Chartered Accountants
Firm Registration No.: 000050N/N500045

Rajiv Gupta
Chairman

Arun Mitter
Director

(S.K. Khattar)
Partner
Membership No. 084993

Sharad Aggarwal
Director

Rohit Madan
Manager & Company Secretary

Place : New Delhi
Dated : May 29, 2017

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

(Amount in ₹)

Particulars	Note No.	For the year ended 31st March 2017	For the year ended 31st March 2016
Income			
Revenue from operations	17	165,534	-
Other income	18	7,675,949	8,584,872
Total Income		7,841,483	8,584,872
Expenses			
Employee benefits expenses	19	3,666,589	3,367,296
Other expenses	20	4,966,164	4,660,720
Depreciation and amortization expenses	8 a	4,018	5,941
Provision for Diminution in value of Investments		-	81,225
Total Expenses		8,636,771	8,115,182
Profit/(Loss) before tax		(795,288)	469,690
Tax expenses :			
Current tax		-	-
Deferred tax		-	-
Profit / (Loss) for the year		(795,288)	469,690
Earning per equity share:(in Rs.) (Face value of Rs. 10/- each)			
(1) Basic		(0.05)	0.03
(2) Diluted		(0.05)	0.03
Summary of significant accounting policies	1		

The accompanying notes 1 to 39 form an integral part of the financial statements

As per our report of even date

For S. N. Dhawan & Co LLP
(Formerly S. N. Dhawan & Co.)
Chartered Accountants
Firm Registration No.: 000050N/N500045

(S.K. Khattar)
Partner
Membership No. 084993

Place : New Delhi
Dated : May 29, 2017

For and On behalf of the Board of Directors

Rajiv Gupta
Chairman

Sharad Aggarwal
Director

Arun Mitter
Director

Rohit Madan
Manager & Company Secretary

CASH FLOW STATEMENT FOR THE YEAR ENDED 31st MARCH, 2017

(Amount in ₹)

Particulars	For the year ended 31st March 2017	For the year ended 31st March 2016
A CASH FLOW FROM OPERATING ACTIVITIES		
Net Profit / (Loss) before Tax	(795,288)	469,490
Adjustments for :		
Depreciation	4,018	5,941
Provision for diminution in Value of Investments	-	81,225
Provision for Non Performing Assets	(484,411)	-
Excess depreciation written Back	-	-
Excess provision against doubtful/irrecoverable assets written back	(1,115,644)	(632,863)
Interest income	(6,523,715)	-
Dividend income from current investments	(135)	(262)
Profit on sale of Investments	(26,955)	(1,396,997)
	(8,146,842)	(1,942,956)
OPERATING PROFIT BEFORE WORKING CAPITAL CHANGES	(8,942,130)	(1,473,466)
Adjustments for :		
Increase/(Decrease) in non current liabilities	-	-
Increase/(Decrease) in trade payables & current liabilities	596,315	221,411
Increase/(Decrease) in provisions	187,315	-
(Increase)/Decrease in long term loans and advances	1,249,556	-
(Increase)/Decrease in other non current assets	1,777	(980,831)
(Increase)/Decrease in trade receivables	350,499	-
(Increase)/Decrease in short term loans & advances	-	-
(Increase)/Decrease in other current assets	(6,702)	979,544
NET CASH FLOW FROM OPERATING ACTIVITIES (A)	(6,563,370)	(1,253,342)
B CASH FLOW FROM INVESTING ACTIVITIES		
Addition/Sale of Investments (Net)	51,705	2,704,081
Purchase of Fixed Assets	-	(7,100)
Sale of Fixed Assets	-	-
Interest / Dividend Received	5,084,602	262
NET CASH FLOW FROM INVESTING ACTIVITIES (B)	5,136,307	2,697,243
C CASH FLOW FROM FINANCING ACTIVITIES		
NET CASH FLOW FROM FINANCING ACTIVITIES (C)		
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS (A+B+C)	(1,427,063)	1,444,101
Cash and Cash Equivalents at the Beginning of the Year	1,564,983	120,882
Cash acquired on amalgamation	-	-
Cash and Cash Equivalents at the Close of the Year	137,920	1,564,983
Component of Cash and Cash Equivalents at the Close of the Year		
Cash and Cheques in Hand	37,658	1,455,721
With Banks in Current Account	100,262	109,262
With Banks in Deposit Account	-	-
	137,920	1,564,983

Note:

1. Previous year's figures have been regrouped/ rearranged wherever considered necessary to compare with this year's figures.

As per our report of even date

For and On behalf of the Board of Directors

For S. N. Dhawan & Co LLP
(Formerly S. N. Dhawan & Co.)

Chartered Accountants
Firm Registration No.: 000050N/N500045

(S.K. Khattar)
Partner
Membership No. 084993

Rajiv Gupta
Chairman

Sharad Aggarwal
Director

Arun Mitter
Director

Rohit Madan
Manager & Company Secretary

Place : New Delhi
Dated : May 29, 2017

Notes forming part of the financial statements for the year ended 31 March 2017**1. SIGNIFICANT ACCOUNTING POLICIES****i) Accounting Convention**

The financial statements of the Company, have been prepared on historical cost convention, applicable Accounting Standards specified under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014, and the relevant provisions of Companies Act, 2013 to the extent applicable and guidelines issued by the Reserve Bank of India to Non-Banking Financial Companies from time to time.

ii) Property, Plant and Equipment

Property, Plant and Equipment (including assets given on lease upto 31.3.2001) have been stated at cost less accumulated depreciation and impairment, if any. Cost refers to cost of acquisitions.

iii) Investments

Long terms investments are valued at cost. Cost refers to actual cost of acquisition / carrying cost. Provisions for diminution in value, if any, is made if decline is of permanent nature. Current Investments are valued at lower of cost or market value.

iv) Repossessed Vehicles

Repossessed vehicles in hand are valued at the Principal or Principal and Interest amount due form hirers or at net realisable value, whichever is lower.

v) Assets given under finance lease

Assets given under finance lease w.e.f. 1st April, 2001 are recorded as receivables and shown under current assets. Finance income is recognized based on a pattern reflecting a constant periodic rate of return on the net investment outstanding. Initial direct costs incurred are charged to the Profit & Loss Account.

vi) Depreciation

(a) Depreciation on Property, Plant and Equipment is provided on the written down value (WDV) method based on the useful lives and residual value of the assets as prescribed in Schedule II to the Companies Act, 2013.

vii) Classification of Assets and Provisioning

Assets are classified into Performing and Non Performing categories based on their record of recovery as prescribed by the Reserve Bank of India's Prudential Norms and after considering adjustments effected, if any. Provisions are being made as per Reserve Bank of India's Prudential Norms.

viii) Revenue Recognition

- a) Finance Charges on hire purchase/ loans against hypothecation contracts and income from finance lease transactions are computed using Internal Rate of Return Method which ensures a constant periodic rate of return on net finance amount outstanding.
- b) Lease Rentals are accounted for as per terms of lease agreements. However, in compliance of the Guidance Note on "Accounting for Leases" issued by the Institute of Chartered Accountants of India, and applicable to transactions entered into prior to 01.4.2001, the differential between the Capital Recovery Component comprised (based on the Internal Rate of Return Method) in the lease rentals and the depreciation referred to in Para 6(ii) above, (for all assets acquired on or beginning from 1st April, 1995 from accounting year 1995-96 and in respect of assets acquired upto 1.4.1995 prospectively from the accounting year 1996-97) is carried to "Lease Equalisation" in the Profit & Loss Account.

- c) Income from Non Performing Assets is recognised when realised.
- d) Bill Discounting Charges are accounted for on accrual basis except in case of Non Performing Assets, wherein it is recognised on realisation basis.
- e) Overdue charges from hirers/lessees are accounted for on realisation basis in view of significant uncertainties.
- f) Interest income recognised on accrual basis.
- g) Dividend is accounted for on accrual basis when the right to receive dividend is established.

ix) Retirement Benefits

- a) The liability on account of Gratuity is provided on the basis of actuarial valuation at the year end.
- b) Provident Fund contribution for all employees is charged to revenue each year.

x) Deferred Tax

Deferred Tax is recognised, subject to consideration of prudence, on timing differences, representing the difference between the taxable income/ (loss) and the accounting income/ (loss) that originated in one period and are capable of reversal in one or more subsequent periods. Deferred Tax assets and liabilities are measured using tax rates and the tax laws that have been enacted or substantively enacted by the Balance Sheet date. Deferred Tax assets viz. unabsorbed depreciation and carry forward losses are recognised if there is 'virtual certainty' that sufficient future taxable income will be available against which such deferred tax assets can be realised.

xi) Impairment of Assets

The carrying amounts of assets are reviewed at each Balance Sheet date to ascertain impairment based on internal/external factors. An impairment loss is recognised when the carrying amount of an asset exceeds its realisable value. The realisable value is greater of the assets net selling price and value in use.

xii) Provisions, Contingent Liabilities and Contingent Assets

Provisions are recognized for liabilities that can be measured only by using a substantial degree of estimation, if

- a) the Company has a present obligation as a result of past event,
- b) a probable outflow of resources is expected to settle the obligation and
- c) the amount of obligation can be reliably estimated.

Reimbursements expected in respect of expenditure required to settle a provision are recognised only when it is virtually certain that the reimbursement will be received.

Contingent liability is disclosed in the case of

- a) a present obligation arising from the past event, when it is not probable that an outflow of resources will be required to settle the obligation.
- b) a possible obligation, of which the probability of outflow of resources is remote.

Contingent Assets are neither, recognised nor disclosed.

Provisions, Contingent Liabilities and Contingent Assets are reviewed at each Balance Sheet date.

(Amount in ₹)

Particulars	As at 31st March 2017	As at 31st March 2016
2 : SHARE CAPITAL		
Authorised		
1,50,00,000 (Previous Year 1,50,00,000)		
Equity Shares of Rs. 10 each	<u>150,000,000</u>	<u>150,000,000</u>
Total	<u>150,000,000</u>	<u>150,000,000</u>
Issued Subscribed & Paid-Up		
1,47,00,291 (Previous Year 1,47,00,291)		
Equity Shares of Rs.10 each fully paid up	<u>147,002,910</u>	<u>147,002,910</u>
Add:- Shares Forfeited (fully paid up)	<u>127,250</u>	<u>127,250</u>
Total	<u>147,130,160</u>	<u>147,130,160</u>

2.a The Company has one class of Equity Shares having a par value of Rs. 10 per share. Each shareholder is eligible for one vote per share held.

2. b) The reconciliation of the number of shares outstanding is set out below:

Equity Share

Shares outstanding at the beginning of the year
 Shares issued during the year
 Shares bought back during the year
 Shares outstanding at the end of the year

	As at 31st March 2017		As at 31st March 2016	
	No. of shares	(Amount in ₹)	No. of shares	(Amount in ₹)
Shares outstanding at the beginning of the year	14,700,291	147,002,910	14,700,291	147,002,910
Shares issued during the year	-	-	-	-
Shares bought back during the year	-	-	-	-
Shares outstanding at the end of the year	<u>14,700,291</u>	<u>147,002,910</u>	<u>14,700,291</u>	<u>147,002,910</u>
	No. of shares	%age of holding	No. of shares	%age of holding
2. c) Details of shares held by shareholders holding more than 5% shares at the year end				
The Motor & General Finance Limited	4,608,840	31.35	4,608,840	31.35
Bahubali Services Limited	1,778,870	12.10	1,778,870	12.10
Ram Prakash & Co. Private Limited	1,540,956	10.48	1,531,694	10.42
Punjab National Bank	742,950	5.05	742,950	5.05
Mr. Rajiv Gupta	858,586	5.84	856,536	5.83
	<u>9,530,202</u>	<u>64.83</u>	<u>9,518,890</u>	<u>64.75</u>

(Amount in ₹)

Particulars	As at 31st March 2017	As at 31st March 2016
3 : RESERVES AND SURPLUS		
Securities Premium Account		
At the beginning of the year	91,751,750	91,751,750
Additions during the year	-	-
At the end of the year	91,751,750	91,751,750
Statutory Reserve		
(U/s 45 IC Reserve Bank of India Act)		
Opening balance	35,516,204	35,422,266
Additions during the year	-	93,938
Less :- Deduction	-	-
Closing balance	35,516,204	35,516,204
General Reserve		
Opening balance	17,595,658	17,595,658
Less :- Deduction	-	-
Closing balance	17,595,658	17,595,658
Surplus/(deficit) in the statement of profit and loss		
Balance as at the beginning of the year	(211,000,462)	(211,376,214)
Profit/(Loss) for the year	(795,288)	469,690
Less Transfer to statutory reserve	-	93,938
Closing balance	(211,795,750)	(211,000,462)
Total	(66,932,138)	(66,136,850)

(Amount in ₹)

Particulars	As at 31st March 2017	As at 31st March 2016
4 : LONG TERM PROVISIONS		
Provision for employee benefits		
Provision for gratuity	1,597,124	1,416,471
Provision for non performing assets	76,152,351	76,636,762
Provision for Dimuniation in Investments	1,434,947	1,434,947
Total	79,184,422	79,488,180
5 : TRADE PAYABLES		
Trade payables	1,272,675	1,134,339
Total	1,272,675	1,134,339
6 : OTHER CURRENT LIABILITIES		
Other liabilities *	5,094,440	4,650,303
TDS payable	55,075	62,457
Deposits and advances from hirers	85,700	85,700
Bank book overdraft	239,731	218,562
Deposits and advances from lessess <i>(*include statutory dues and employees dues)</i>	11,338,255	11,338,200
Total	16,813,201	16,355,222
7 : SHORT TERM PROVISIONS		
Provision for employee benefits		
Provision for gratuity	74,510	67,848
Total	74,510	67,848
8 : Property, Plant and Equipment		
i) Tangible assets		
Assets on lease		
Gross block	51,934,452	51,934,452
Less: depreciation/impairment	51,934,452	51,934,452
Net block	-	-
Less:- accumulated lease adjustment	-	-
Total	-	-
ii) Other Property, Plant and Equipment		
Gross block	25,142,386	25,142,386
Less: depreciation/impairment	24,862,363	24,858,345
Net block	280,023	284,041
Less:- Accumulated Lease Adjustment	-	-
Total	280,023	284,041

Property, Plant and Equipment AS AT 31ST MARCH, 2017

8 a. Details of Property, Plant and Equipment

(Amount in ₹)

Particulars	GROSS BLOCK					DEPRECIATION				NET BLOCK	
	As at 01.04.2016	Additions	Deductions	As at 31st March, 2017	Upto 01.04.2016	For the year	Deductions	Impairment	Upto 31st March, 2017	As at 31st March 2017	As at 31st March 2016
Assets on Lease											
Vehicle	51,934,452	-	-	51,934,452	51,934,452	-	-	-	51,934,452	-	-
Machinery	-	-	-	-	-	-	-	-	-	-	-
TOTAL (A)	51,934,452	-	-	51,934,452	51,934,452	-	-	-	51,934,452	-	-
Land	-	-	-	-	-	-	-	-	-	-	-
Electrical Fittings	1,631	-	-	1,631	1,631	-	-	-	1,631	-	-
Airconditioning System	2,285,146	-	-	2,285,146	2,285,146	-	-	-	2,285,146	-	-
Office Equipments	2,044,192	-	-	2,044,192	2,044,192	-	-	-	2,044,192	-	-
Vehicles	5,553,370	-	-	5,553,370	5,275,702	-	-	-	5,275,702	277,668	250,185
Computers	12,237,772	-	-	12,237,772	12,231,398	4,018	-	-	12,235,416	2,356	5,541
Furniture & fixture	2,349,794	-	-	2,349,794	2,349,794	-	-	-	2,349,794	-	-
Generator	670,481	-	-	670,481	670,481	-	-	-	670,481	-	-
TOTAL (B)	25,142,386	-	-	25,142,386	24,858,345	4,018	-	-	24,862,363	280,024	255,726
TOTAL (A) + (B)	77,076,838	-	-	77,076,838	76,792,797	4,018	-	-	76,796,815	280,024	255,726
Previous Year	77,069,738	7,100	-	77,076,838	76,786,856	5,941	-	-	76,792,797	284,042	-

(Amount in ₹)

Particulars	As at 31st March 2017		As at 31st March 2016	
	At Cost	Market Value	At Cost	Market Value
9 : NON CURRENT INVESTMENTS				
Long Term				
Non - Trade Investments (valued at cost)				
Investment in Equity Instrument (Quoted)	17,777,572	-	17,777,572	32,292,213
Investment in Equity Instrument (Unquoted)	20,000	-	20,000	-
	17,797,572	-	17,797,572	32,292,213

NAME OF SHARES	Face Value	As On 01-Apr-16 No(s)	Additions During the year No(s)	Deductions During the year No(s)	As at 31st March 2017 No(s)	As on 31-March-17	As on 31-March-16
Long Term - (at cost)							
Equity Shares fully paid up:							
Quoted non trade							
The Motor & General Finance Limited	10	740,000	-	-	740,000	14,649,412	14,649,412
Jayabharat Credit Limited	10	312,401	-	-	312,401	3,128,160	3,128,160
Unquoted non trade							
Micronet Software Services (P) Ltd.	10	2,000	-	-	2,000	20,000	20,000
Total						17,797,572	17,797,572

(Amount in ₹)

Particulars	As at 31st March 2017	As at 31st March 2016
10 : LONG TERM LOANS AND ADVANCES		
i) Loans		
Secured - considered doubtful	15,078,830	15,212,742
(Against Hypothecation of Vehicles, Plant & Machinery , etc)		
Bills discounted recoverable considered doubtful	13,202,364	13,202,364
Advances recoverable in cash or in kind or for value to be received		
Considered good	21,290	21,290
Considered doubtful	14,719,856	14,719,856
Total	43,022,340	43,156,252
11: OTHER NON CURRENT ASSETS		
Unsecured -considered good		
Advance income tax / tax deducted at source	3,918,713	3,920,490
Other Deposits	1,349,997	1,349,997
Total	5,268,710	5,270,487

(Amount in ₹)

Particulars	As at 31st March 2017		As at 31st March 2016	
	At Cost	Market Value	At Cost	Market Value
12 : CURRENT INVESTMENTS				
Investment in Equity Instrument (Quoted)	-	-	24,750	44,528
Total	-	-	24,750	44,528

Details of Script wise

NAME OF SHARES	Face Value	As On 01-Apr-17 No(s)	Additions During the year No(s)	Deductions During the year No(s)	As at 31st March 2017 No(s)	As at 31-March-17	As at 31-March-16
Investment in Equity Instrument (Quoted)							
Indian Hotel Co. Limited	1	450	-	450	-	-	24,750
						-	24,750

(Amount in ₹)

Particulars	As at 31st March 2017	As at 31st March 2016
13 : TRADE RECEIVABLES		
i) Hire purchase business		
(Secured by vehicles, plant & machinery under hire purchase agreement)		
Instalments receivables from hirers outstanding for a period exceeding six months		
- Considered doubtful	33,272,900	33,623,399
Total	33,272,900	33,623,399

(Amount in ₹)

Particulars	As at 31st March 2017	As at 31st March 2016
14 : CASH & BANK BALANCES		
i) Cash & cash equivalents		
Cash in hand	37,658	481
Balances with bank		
In current accounts	100,262	109,262
Cheques in Hand	-	1,455,240
ii) Other bank balances		
In fixed deposits (under lien with sales tax department)	-	-
	137,920	1,564,983

(Amount in ₹)

Particulars	As at 31st March 2017	As at 31st March 2016
15 : SHORT TERM LOANS & ADVANCES		
Inter corporate deposits		
Un-secured		
- Considered good*	76,300,000	76,300,000
*given to related party MGF Development Ltd.		
	76,300,000	76,300,000
16 : OTHER CURRENT ASSETS		
Interest accrued on inter corporate deposits	1,439,248	-
Prepaid Expenses	24,117	17,415
Total	1,463,365	17,415

(Amount in ₹)

Particulars	For the year ended 31st March 2017	For the year ended 31st March 2016
17 : REVENUE FROM OPERATIONS		
Hire purchase income	149,446	-
Lease income	-	-
Loan Income	16,088	-
Total	165,534	-
18 : OTHER INCOME		
Interest income		
Inter corporate deposits	6,485,499	6,503,268
Income Tax Refund	29,264	31,016
Others	8,952	4,536
Dividend income from current investments	135	262
Profit on sale of Investments	26,955	1,396,997
Excess Provision Written Back	1,115,644	632,863
Other income	9,500	15,930
Total	7,675,949	8,584,872
19 : EMPLOYEE BENEFITS EXPENSE		
Salaries & allowances	3,388,388	3,089,469
Contribution to provident fund and other funds	265,022	246,631
Staff welfare	13,179	31,196
Total	3,666,589	3,367,296
20 : OTHER EXPENSES		
Travelling & conveyance	227,855	120,823
Printing & stationery	361,350	387,474
Postage & telephone	420,134	406,784
Legal & professional expenses	1,384,860	1,259,619
Repair & maintenance	112,088	128,180
Advertisement expenses	51,330	82,440
Insurance	45,260	31,602
Bank charges	5,347	8,505
Auditors remuneration		
Audit fee	225,000	225,000
Tax audit fee	30,000	30,000
Certification	60,000	60,000
Service tax	47,250	45,675
General expenses	1,995,690	1,874,618
Total	4,966,164	4,660,720

21. Going Concern

The accumulated losses as at the close of the year amounts to Rs. 19,42,00,092 (after adjustment of General Reserve) against the Paid-Up Capital and other Reserves amounting to Rs. 27,43,98,114 which results in positive net worth. The Company is already a debt free company. In view of utilization of funds to liquidate the liabilities there has been no fresh exposure of business undertaken by the Company.

The management is of the considered view that considering the availability of assets and its realization there will be sufficient cushion available to repay all other liabilities. The accounts, as such, have been prepared on a Going Concern basis.

22. The net owned funds (NOF) although have become positive yet the Company could not comply with the Reserve Bank of India guidelines prescribed for Non Banking Financial Companies Prudential Norms (Reserve Bank Directions, 1988), with regard to (i) Maintenance of Minimum Capital Adequacy Ratio, (ii) the credit / investment exposures which have become in excess of prescribed limits.
23. The Company continues to hold the certificate issued by Reserve Bank of India in Category "B" as Non-Accepting Deposits Non Banking Finance Company.
24. There is no amount due to the Micro Small and Medium Enterprises in terms of "The Micro Small and Medium Enterprises Development Act, 2006"

25. Current Taxation:-

- (a) Provision for Income Tax for the year has not been considered necessary in view of the accumulated carry forward losses and unabsorbed depreciation available for set off under the Income Tax Act, 1961 and Rules made thereunder.
- (b) Income Tax Assessments of the Company have been made up to and including the Assessment Year 2012-13. The Company's appeals for certain years are pending in respect of certain disallowances made. In view of the favourable appellate orders for earlier years, the company expects decisions in respect of the pending matters in its favour and no provision has, therefore, been made considering the taxes already paid are more than sufficient to meet the liability, if any, upon finalization of assessment.

26. Deferred Taxation:

On a prudent and conservative basis, Deferred Tax Assets, due to timing differences, arising from Unabsorbed Depreciation, Business Loss and Provisions for Non Performing Assets have not been recognised in the absence of any certainty that sufficient future taxable income will be available in the foreseeable future against which the net Deferred Tax Assets can be realised.

27. Managerial Remuneration to Manager:

Amount in ₹

Particulars	31.03.2017	31.03.2016
- Salary	9,93,600	9,39,600
- Contribution to Provident Fund	66,240	62,640
- Perquisites	73,600	69,600
Total	11,33,440	10,71,840

28. Balance in parties accounts whether in debit or in credit are subject to confirmation.
29. The Company has deposited an amount of Rs. 13,49,997 in the court against the order dated 29.07.2015 passed by office of collector of stamp duty (HQ), Delhi regarding payment of stamp duty on transfer of shares as per the scheme of amalgamation. The Company has filed an appeal against this order and the matter is pending in the High Court.
30. Details of Specified Bank Notes (SBN) held and transacted during the period 08.11.2016 to 30.12.2016 is as under :-

Particulars	SBNs*	Other Denomination Notes	Total
Closing cash in hand as on 08 November 2016	-	1,797	1,797
Add : Permitted receipts	-	5,660	5,660
Less : Permitted payments	-	7,384	7,384
Less : Amount deposited in banks	-	-	-
Closing cash in hand as on 30 December 2016	-	73	73

* Specified Bank Notes are as defined in the notification of the Government of India, Ministry of Finance, Department of Economic Affairs No. S.O. 3407(E), dated 08th November 2016.

31. **Segment Reporting**

The Company's business activities predominantly relate to providing finance by way of Hire Purchase and Leasing Operations. Accordingly revenue from financing activities comprises the primary basis of segmental reporting. Hence segmental reporting as defined in Accounting Standard – 17 is not applicable.

32. **Related Party Disclosures**

Disclosures of details pertaining to related party transactions entered into during the year in terms of Accounting Standard-18 "Related Party Disclosures".

a) **List of Related Parties**(i) **Under common control:**

The Motor and General Finance Limited
 Jayabharat Credit Limited
 Bahubali Services Limited
 MGF Estates Pvt. Ltd.
 MGF Securities Pvt. Ltd.
 Cards Services India Pvt. Ltd.
 Associated Traders & Engineers Pvt. Ltd.
 Local Goods Carrier Pvt. Ltd.
 Ram Prakash & Co. Pvt. Ltd.
 Grosvenor Estates Pvt. Ltd.
 Gee Gee Holdings Pvt. Ltd.

(ii) **Enterprises over which the key management personnel are able to exercise significant influence:** MGF Development Limited(iii) **Key Managerial Personnel:**

Shri Rajiv Gupta, Chairman,
 Shri Arun Mitter, Director
 Shri Rohit Madan, Manager & Company Secretary

b) **Details of transactions entered into with related parties:**

Particulars	Under Common Control	Enterprises over which the Key management Personnel is able to exercise significant influence	Key Managerial Personnel
Interest income from ICD's	-	64,85,499	-
Remuneration Paid to - Manager	-	-	11,33,440
Balance outstanding as on 31.03.2017			
Inter Corporate Deposits	-	7,63,00,000	-

33. Assets given under Finance Lease from 1st April, 2001 in accordance with the Accounting Standard 19 (AS-19), "Leases", with contractual maturities in lease financing activities (including hire purchase agreements with an option to the hirer to acquire the assets) are set out below:

	Gross Investment in finance lease (1)	Unearned finance Income (2)	Present value of Future lease/ Hire Purchase receivables (3) = (1) - (2)
a) Lease Receivables(In respect of transactions after 1.4.2001)			
- Not later than one year	-	-	-
- Later than one year but not later than five years	-	-	-
- Later than five years	-	-	-
Total	-	-	-
Less: Provision for uncollectible lease receivables	-		-
Total	-	-	-

b) Hire Purchase Receivables			
- Not later than one year	-	-	-
- Later than one year but not later than five years	3,32,72,900	-	3,32,72,900
- Later than five years	-	-	-
Total	3,32,72,900	-	3,32,72,900
Less: Provision for uncollectible	3,25,64,807	-	3,25,64,807
Net	7,08,093	-	7,08,093
Grand Total	7,08,093	-	7,08,093

34. Earnings/(Loss) Per Share	31.03.2017	31.03.2016
Calculation of Basic / Diluted E.P.S.		
a) Net Profit/(Loss) for the year attributable to Equity Shareholders	₹ (7,95,288)	₹ 4,69,690
b) Weighted Average Number of Equity Shares	1,47,00,291	1,47,00,291
c) Basic Earnings per share	(0.05)	0.03
d) Diluted Earnings per share	(0.05)	0.03
e) Nominal Value per share	₹ 10/-	₹10/-

35. **Contingent Liabilities & Provisions**

a) Details of Provisions' in term of Accounting Standard 29 "Contingent Liabilities & Provisions" are as under.

Particulars	Opening Balance 01.04.16	Additions/ Movement (Net of Adjustments)	Closing Balance 31.03.17
Provisions for Gratuity (current and non current)	14,84,319	1,87,315	16,71,634
Provisions for Non Performing Assets as per RBI guidelines	7,66,36,762	(4,84,411)	7,61,52,351

36. Schedules to the Balance Sheet containing additional particulars as prescribed by the Reserve Bank of India (RBI) in terms of DNBS(PD)CC.No.25/02-02/2002-03 dated 29.3.2003.

	Amount Outstanding	Amount Overdue
(1) Loans and advances availed by the NBFC's inclusive of interest accrued thereon but not paid:		
a) Debentures : Secured	-	-
: Unsecured (other than falling within the meaning of public deposits)	-	-
b) Deferred Credits	-	-
c) Term Loans	-	-
d) Inter-corporate loans and borrowing	-	-
e) Commercial Paper	-	-
f) Public Deposits including accrued interest (includes unclaimed deposits Rs. Nil. Previous Year Rs Nil)	-	-
g) Other Loans (specify nature) from Banks	-	-

(2)	Break-up of (1)(f) above (Outstanding public deposits inclusive of interest accrued thereon but not paid):		
	a) In the form of Unsecured debentures	-	-
	b) In the form of partly secured debentures i.e. debentures where there is a shortfall in the value of security	-	-
	c) Other public deposits (includes unclaimed deposits of Rs. Nil. Previous year Rs Nil)	-	-
	Assets side :		
(3)	Break-up of Loans and Advances including bills receivables [other than those included in (4) below]	Amount outstanding	
	a) Secured	-	
	b) Unsecured	109,512,220	
(4)	Break up of Leased Assets and stock on hire and hypothecation loans counting towards EL/HP activities		
	(i) Lease assets including lease rentals under sundry debtors after reducing net book value of leased assets.	-	
	a) Financial lease		
	b) Operating lease		
	(ii) Stock on hire including hire charges under sundry debtors:	33,272,900	
	a) Assets on hire	-	
	b) Repossessed Assets	-	
	(iii) Hypothecation loans counting towards EL/HP activities		
	a) Loans where assets have been repossessed		
	b) Loans other than (a) above	15,078,830	
(5)	Break-up of Investments : (Net of Provisions)		
	Current Investments :		
	1. Quoted :		
	(i) Shares : (a) Equity	-	
	(b) Preference	-	
	(ii) Debentures and Bonds	-	
	(iii) Units of mutual funds	-	
	(iv) Government Securities	-	
	(v) Others (Share Application money)	-	
	2. Unquoted :		
	(i) Shares : (a) Equity	-	
	(b) Preference	-	
	(ii) Debentures and Bonds	-	
	(iii) Units of mutual funds	-	
	(iv) Government Securities	-	
	(v) Others (please specify)	-	

Long Term investments :			
1. Quoted :			
(i) Shares : (a) Equity		2,27,18,000	
(b) Preference		-	
(ii) Debentures and Bonds		-	
(iii) Units of mutual funds		-	
(iv) Government Securities		-	
(v) Others (please specify)		-	
2. Unquoted :			
(i) Shares : (a) Equity		20,000	
(b) Preference		-	
(ii) Debentures and Bonds		-	
(iii) Units of mutual funds		-	
(iv) Government Securities		-	
(v) Others (please specify)		-	
(6) Borrower group-wise classification of all leased assets, stock-on-hire and loans and advances :			
Category		Amount	
		Secured	Unsecured
			Total
1. Related Parties			
(a) Subsidiaries		-	-
(b) Companies in the same group		-	-
(c) Other related parties		-	-
2. Other than related parties		4,83,51,730	2,13,93,510
Total		4,83,51,730	2,13,93,510
(7) Investor group-wise classification of all investments (current and non current long term) in shares and securities (both quoted and unquoted):			
Category		Market Value / Break up or fair value or NAV	Book Value (Net of Provisions)
1. Related Parties			
(a) Subsidiaries		-	-
(b) Companies in the same group		2,52,26,580	16,342,625
(c) Other related parties			
2. Other than related parties		20,000	20,000
Total		2,52,46,580	16,362,625
(8) Other information			
Particulars		Amount	
(i) Gross Non-Performing Assets			
(a) Related parties		-	
(b) Other than related parties		69,769,357	
(ii) Net Non-Performing Assets			
(a) Related parties		-	
(b) Other than related parties		69,769,357	
(iii) Assets acquired in satisfaction of debt		NIL	

37. Disclosures as required under Accounting Standard-15 (Revised) "Employee Benefits" for Gratuity:

A. **Assumptions**

Particulars	Gratuity	
	31.03.17	31.03.16
Discount Rate	7.20%	7.80%
Rate of Return on Plan Assets	0.00%	0.00%
Salary Escalation	10.00%	10.00%

B. **Changes in Benefit Obligations**

Particulars	Gratuity	
	31.03.17	31.03.16
Liability at beginning of the year	14,84,319	21,17,182
Interest Cost	1,15,777	1,65,140
Past Service Cost	Nil	Nil
Current Service Cost	1,10,070	1,05,477
Benefit Paid	(39,663)	Nil
Actuarial(gain)/ Loss on obligation	1,131	(9,03,480)
Liability at the end of the year	16,71,634	14,84,319

C. **Fair Value of Plan Asset**

Particulars	Gratuity	
	31.03.17	31.03.16
Fair Value of Plan Assets at beginning of the year	Nil	Nil
Expected Return on Plan Assets	Nil	Nil
Contributions	Nil	Nil
Benefits Paid	Nil	Nil
Actuarial Gain / (Loss) on Plan Assets	Nil	Nil
Fair value of Plan Assets at the end of the year	Nil	Nil
Funded Status	Unfunded	Unfunded

D. **Expenses recognised in the Statement of Profit & Loss**

Particulars	Gratuity	
	31.03.17	31.03.16
Current Service Cost	1,10,070	1,05,477
Past Services Cost	Nil	Nil
Interest Cost	1,15,777	1,65,140
Net Actuarial (gain)/ Loss for the period	1,131	(9,03,480)
Expenses /(reversal) Recognised in Statement of Profit & Loss	2,26,978	(6,32,863)

E. **Balance Sheet Reconciliation**

Particulars	Gratuity	
	31.03.17	31.03.16
Opening Net Liability	14,84,319	21,17,182
Expenses/(reversal) charged to Statement of Profit & Loss	2,26,978	(6,32,863)
Benefits Paid	(39,663)	Nil
Closing Liability	16,71,634	14,84,319
Non current liability	15,97,124	14,16,471
Current liability	74,510	67,848

38. Disclosure required under section 186(4) of the Companies Act 2013:-

a) **Particulars of loan given**

(Amount in ₹)

S. No.	Name	Outstanding principal balance as on March 31, 2017	Purpose of loan
1	MGF Development Limited	76,300,000	Inter Corporate

b) **Particulars of Investments made**

S. No.	Name	Investment (Amount in ₹)
1	The Motor & General Finance Limited	14,649,412
2	Jayabharat Credit Limited	3,128,160
3	Micronet Software Services (P) Ltd.	20,000

39. (a) The assets and liabilities are classified between current and non-current considering twelve months period as operating cycle.
 (b) The Company has regrouped previous year figures wherever considered necessary.

As per our report of even date

For and On behalf of the Board of Directors

For S. N. Dhawan & Co LLP
 (Formerly S. N. Dhawan & Co.)
 Chartered Accountants
 Firm Registration No.: 000050N/N500045

Rajiv Gupta
 Chairman

Arun Mitter
 Director

(S.K. Khattar)
 Partner
 Membership No. 084993

Sharad Aggarwal
 Director

Rohit Madan
 Manager & Company Secretary

Place : New Delhi
 Dated : May 29, 2017

If undelivered, please return to :

India Lease Development Limited

Regd. Off. : 'MGF House', 4/17-B, Asaf Ali Road,
New Delhi - 110 002.