

**BOARD OF DIRECTORS**

**Kamal Kishore Sharma  
Raj Kumar  
Mandeep**

**Director  
Director  
Director**

**CHIEF FINANCIAL OFFICER**

**Avant Singh Sethi**

**STATUTORY AUDITORS**

**SRY & Associates.  
Chartered Accountants  
New Delhi**

**SECRETARIAL AUDITORS**

**M/s Rajeev Bhambri & Associates  
Company Secretaries  
SCO No.9, Jandu Tower,  
Ganj, Ludhiana, Punjab-141001.**

**REGISTRAR & SHARE TRANSFER AGENTS**

**Skyline Financial Services (P) Ltd.  
D-153/A, First Floor, Okhla Industrial Area,  
Phase-I, New Delhi.  
Ph: 011-26812682/83/84, Fax: 011-26812681  
Email: [admin@skylinerta.com](mailto:admin@skylinerta.com)**

**REGISTERED OFFICE**

**D2-II, Budh Vihar,  
Phase -I , New Delhi  
Ludhiana, Punjab-141001.  
Phone: 0161-3911525  
Email: [sns.prop.ltd@gmail.com](mailto:sns.prop.ltd@gmail.com)**

**NAME OF THE STOCK EXCHANGE AT WHICH THE COMPANY'S SHARES ARE LISTED:**

**Metropolitan Stock Exchange of India Ltd. (MSEI)**

## SNS PROPERTIES & LEASING LIMITED

To,  
The Members,

The Directors of **SNS PROPERTIES & LEASING LIMITED** have great pleasure in presenting their 33<sup>rd</sup> Annual Report of the company together with the audited statements of accounts for the financial year ended 31<sup>st</sup> March, 2019 along with report of the Statutory Auditors thereon.

### 1. Financial summary of the Company

The summary of financial results of the Company for the period ended 31<sup>st</sup> March, 2019 is as under:

(Rs.in Lakhs)

<b>PARTICULARS</b>	<b>Figures for the year ended 31<sup>st</sup> March, 2019</b>	<b>Figures for the year ended 31<sup>st</sup> March, 2018</b>
<b>Total Revenue</b>	2.70	3.30
<b>Total Expenses</b>	5.66	3.58
<b>Profit/Loss Before Tax</b>	(2.96)	(0.28)
<b>Tax Expense</b>	0.00	0.00
<b>Profit For The Period</b>	(2.96)	(0.28)

### 2. Management Discussion & Analysis

During the year under review, your Company has registered gross operating & other income of Rs. 2.70 Lacs as compared to Rs.3.30 Lacs in previous year.

### 3. Dividend

Keeping in view the present economic situations and losses from last few years, the Board has not recommended any dividend on the equity share capital of the Company.

### 4. Reserves

No amount is being transferred to reserve & surplus in the current year.

### 5. Brief description of the Company's working during the year.

In this year of its operations, i.e. FY 2018-19, your company's revenue during the year under review decreased to Rs. 2.70 Lacs as compared to Rs. 3.30 Lacs in previous year. Your company's Net loss increased to Rs. 2.96 Lacs as compared to previous year's loss of Rs.0.28 Lacs.

### 6. Material changes and commitments, if any, affecting the financial position of the company which have occurred between the end of the financial year of the company to which the financial statements relate and the date of the report.

No material changes and commitments affecting the financial position of the Company have occurred between the end of the financial year to which the Financial Statements relate and the date of the Report.

**7. Significant and material orders passed by the regulators or courts or tribunals impacting the going concern status and company's operations in future.**

During the year under review no significant and material orders have been passed by the Regulators / Courts that would impact the going concern status of the Company and its future operations.

**8. Adequacy of Internal Control.**

The Company has a proper and adequate system of internal control, to ensure that all assets are safeguarded, properly utilized and protected against loss from un-authorized use or disposition and those transactions are authorized and recorded by the concerned departments properly and reported to the Audit Committee/Board correctly.

The Company has also in place adequate internal financial controls with reference to financial statements. Such controls are tested from time to time and no reportable material weakness in the design or operation has been observed so far.

**9. Subsidiary/Joint Ventures/Associate Companies.**

The Company did not have any Subsidiary, Joint Venture or Associate Company during the year under review.

**10. Deposits.**

The Company has not accepted any public deposits pursuant to the provisions of Section 73 to 76 of the Companies Act, 2013 and the rules made there under and as such, no amount on account of principal or interest on Public Deposits was outstanding on the date of the Balance Sheet.

**11. Auditors**

**(a) Statutory Auditors**

In terms of Section 139 of the Act, M/s.SRY & Associates, Chartered Accountants, were appointed as statutory auditors of the Company for a period of five years in the AGM held on 29.09.2017 from the conclusion of the Thirty Second Annual General Meeting until the conclusion of the Thirty Seventh Annual General Meeting, for the period of 5 years.

**(b) Secretarial Auditors and Secretarial Audit Report**

Pursuant to the requirements of Section 204 of the Act read with Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 24A of

the Listing Regulations, the Company had appointed M/s. Rajeev Bhambri & Associates, Company Secretaries in Practice, Ludhiana, for conducting Secretarial Audit for the year 2019-2020. The Secretarial Audit Report for the financial year ended March 31, 2019 is part of this Annual Report. There are no qualifications, reservations, adverse remarks or disclaimers made by Secretarial Auditors, in their Audit Report.

## **12. Auditors' Report**

There are No qualifications, reservations or adverse remarks or disclaimers made by the Statutory Auditors in their Audit Report for the financial year 2018-19. The Statutory Auditors have not reported any incident of fraud to the Audit Committee of the Company during the financial year 2018-19. The Auditors' Report on the Accounts of the Company for the period under review are self - explanatory and no comments are required.

## **13. Extract of the annual return**

The extract of the annual return in Form No. MGT-9 forms part of the Board's report and can be accessed at <http://www.snsind.com>.

## **14. Conservation of energy, technology absorption and foreign exchange earnings and outgo**

Information with respect to Conservation of energy, technology, absorption, foreign exchange earnings and outgo pursuant to Section 134 of the Companies Act, 2013 read with Rule 8(3) of the Companies (Accounts) Rules, 2014 is not applicable because there are no manufacturing activities in the Company.

## **15. Directors & Key Managerial Personnel**

Your Company has Three (3) Directors consisting of Two (2) Non-executive Independent Directors and One (1) Executive Director as on March 31, 2019.

### **(a) Independent and Non-Executive Directors**

In terms of the definition of 'Independent Directors' as prescribed under SEBI (LODR) Regulations, 2015 and Section 149(6) of the Companies Act, 2013 and based on the confirmation/disclosures received from the Directors, the following Non-Executive Directors are Independent Directors:-

1. Mr. Raj Kumar
2. Mr. Mandeep

### **(b) Executive Director**

Mr. Kamal Kishore Sharma is Wholetime Director of the Company.

(c) Statement on Declaration by Independent Directors

The Company has received declaration from each independent director under Section 149(7) of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), that they meet the criteria of independence laid down in the Companies Act, 2013 and Listing Regulations.

(d) Appointment / Re-appointment / Resignation / Retirement of Directors.

In order to ensure compliance with Section 152(6) of the Act, the Board has considered Mr. Kamal Kishore Sharma, Director, shall retire at the ensuing AGM and being eligible, offers himself for re-appointment, for ensuring compliance with Section 152(6) of Act.

Relevant details, including brief profile of the Director seeking appointment / re-appointment at the ensuing Annual General Meeting, have been furnished in the Notice of the Annual General Meeting.

Mr. Raj Kumar was appointed Director w.e.f. 10.10.2018 and Mr. Mandeep was appointed as the Additional Director w.e.f.16.03.2019. Mr. Anil Kumar and Mr. Nand Kishore resigned from the directorship of the company due to pre-occupation w.e.f.10.10.2018 and 16.03.2019 respectively.

(e) Remuneration to Directors/Employees and related analysis.

During the year under review, no employee of the Company received salary in excess of the limits as prescribed under the Act. Accordingly, no particulars of employees are being given pursuant to Section 134 of the Companies Act, 2013 read with Rule 5(2) of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014.

The details pertaining to the ratio of the remuneration of each director to the median employee's remuneration and other prescribed details as required under section 197(12) of the Companies Act, 2013 read with rule 5(1) of the Companies (Appointment And Remuneration of Managerial Personnel) Rules, 2014 are annexed herewith and forms part of the Directors' Report.

(f) Key Managerial Personnel

Further, Mrs. Manpreet Kaur was appointed as the Company Secretary w.e.f. 11.09.2018 and Mr. Avant Singh Sethi was appointed as CFO of the company w.e.f. 29.03.2019 during the Financial Year 2018-19.

**16. Number of meetings of the Board of Directors**

The Board met Eight (8) times during the FY 2018-19 on 30.05.2018, 14.08.2018,

11.09.2018, 10.10.2018, 14.11.2018, 14.02.2019, 16.03.2019 and 29.03.2019.

#### **17. Audit Committee**

The Audit Committee comprises of namely Mr. Raj Kumar (Chairman), Mr.Mandeep and Mr. Kamal Kishore Sharma as other members.

Audit Committee meeting, which met four (4) times during the year.

No recommendation of the Audit Committee has been rejected by the Board of Directors.

#### **18. Listing / De-listing of Shares**

The Shares of your Company are presently listed on Metropolitan Stock Exchange Limited, Mumbai (MCX) and the Annual Listing Fees for the year 2019-20 has already been paid to it.

#### **19. Details of establishment of vigil mechanism for directors and employees**

The Company has implemented a Whistle Blower Policy pursuant to which Whistle Blowers can raise concerns relating to Reportable Matters (as defined in the policy) such as breach of Company's Code of Conduct. Further, the mechanism adopted by the Company encourages the Whistle Blower to report genuine concerns or grievances and provides for adequate safeguards against victimization of Whistle Blower who avail of such mechanism and also provides for direct access to the Chairman of the Audit Committee, in exceptional cases. The functioning of the Vigil mechanism is reviewed by the Audit Committee from time to time. None of the Whistle Blowers have been denied access to the Audit Committee of the Board. The details of the Whistle Blower Policy are explained in the Report on Corporate Governance and also available on the website of the Company and can be accessed at <http://www.snsind.com>.

#### **20. Familiarization programme for Independent Directors.**

The Board members are provided with necessary documents/brochures, reports and internal policies to enable them to familiarise with the Company's procedures and practices. The details of such familiarization programmes for Independent Directors are posted on the website of the Company and can be accessed at <http://www.snsind.com>.

#### **21. Particulars of loans, guarantees or investments under section 186.**

During the year under review, the company has not given any loan, guarantee, provided security to any person or other body corporate or acquired by way of subscription, purchase or otherwise, the securities of any other body corporate, exceeding the limits prescribed under section 186 of the Companies Act, 2013.

#### **22. Particulars of contracts or arrangements with related parties:**

All contracts / arrangements / transactions entered by the Company during the financial

year with related parties were in the ordinary course of business and on an arm's length basis. During the year, the Company had not entered into any 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.

The Policy on materiality of related party transactions and dealing with related party transactions as approved by the Board may be accessed on the Company's website at the link:<http://www.snsind.com>.

### **23. Nomination and Remuneration Policy.**

The Company's Nomination and Remuneration Policy formulated by the Nomination and Remuneration Committee deals with the appointment and remuneration of Directors and KMPs of the Company. The policy also covers the criteria for determining qualifications, positive attributes, independence of a Director and KMP. In terms of Section 134(3)(e) of Companies Act, 2013 the Nomination and Remuneration Policy of the Company is annexed herewith and forms part of the Directors' Report.

### **24. Insider Trading Regulations.**

Based on the requirements under SEBI (Prohibition of Insider Trading) Regulations, 1992, as amended from time to time, the code of conduct for prevention of insider trading and the code for corporate disclosures ("Code"), as approved by the Board from time to time, are in force by the Company. The objective of this Code is to protect the interest of shareholders at large, to prevent misuse of any price sensitive information and to prevent any insider trading activity by dealing in shares of the Company by its Directors, designated employees and other employees. The Company also adopts the concept of Trading Window Closure, to prevent its Directors, Officers, designated employees and other employees from trading in the securities of SNS Properties & Leasing Limited at the time when there is unpublished price sensitive information.

### **25. Risk management policy**

The Company has adopted Risk Management Policy which has been approved by the Board of Directors of the Company. The aim of the Risk Management Policy is to maximize opportunities in all activities and to minimize adversity. The policy includes identifying types of risks and its assessment, risk handling and monitoring and reporting, which in the opinion of the Board may threaten the existence of the Company.

The Risk Management policy may be accessed on the Company's website at the link: <http://www.snsind.com>

### **26. Human Resources Development**

Your Company treats its "human resources" as one of its most important assets. Your Company continuously invest in attraction, retention and development of talent on an ongoing basis. The relations at all levels of the Company have remained very cordial throughout the year.

## **27. Corporate Governance Certificate**

The Company is committed to maintain the highest standards of corporate governance and adhere to the corporate governance requirements set out by SEBI.

However, since the company does not fulfil the criteria mentioned in Regulation 15(2)(a) of SEBI (Listing Obligations and Disclosure Requirements Regulations), 2015, the compliances with regard to corporate governance provisions are not applicable to the company.

## **28. Corporate Social Responsibility**

The provisions of Section 135 of Companies Act, 2013 are not applicable on the Company.

## **29. Policy on Prevention, Prohibition and Redressal of Sexual Harassment of Women at Workplace**

The Company has zero tolerance for sexual harassment at the workplace, and has adopted a 'Policy on Prevention, Prohibition and Redressal of Sexual Harassment of Women at the Workplace', in line with the provisions of the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 and the Rules made thereunder. The Policy aims to provide protection to women employees at the workplace and prevent and redress complaints of sexual harassment and for matters connected or incidental thereto, with the objective of providing a safe working environment.

## **30. Directors' Responsibility Statement**

The Directors' Responsibility Statement referred to in clause (c) of sub-section (3) of Section 134 of the Companies Act, 2013, shall state that—

- a) in the preparation of the annual accounts, the applicable accounting standards had been followed along with proper explanation relating to material departures;
- b) the directors had selected such accounting policies and applied them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of the company at the end of the financial year and of the profit and loss of the company for that period;
- c) the directors had taken proper and sufficient care for the maintenance of adequate accounting records in accordance with the provisions of this Act for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- d) the directors had prepared the annual accounts on a going concern basis; and
- e) the directors had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.



### 31. Acknowledgements

Your Directors are pleased to place on record their appreciation and express their gratitude to the Company's Bankers, Clients, Advisors and Business Associates for their continued and valuable co-operation and support to the company from time to time.

Your Directors also wish to express their gratitude to investors for the faith that they continues to repose in the Company.

Your Directors would also like to place on record their appreciation for committed services rendered by the employees at all levels of your company.

Place: New Delhi Date :14.08.2019	For and on behalf of the Board of Directors  (Raj Kumar) (Kamal Kishore Sharma) Director Whole Time Director DIN: 02693400 DIN : 02774401
--------------------------------------	---

## **(POLICY ON REMUNERATION OF DIRECTORS, KEY MANAGERIAL PERSONNEL & SENIOR EMPLOYEES)**

### **BACKGROUND**

SNS Properties and Leasing Limited (hereinafter referred as the 'Company') practices a corporate culture that is based on the tenets of trusteeship, empowerment, accountability, control and ethical practices with transparency at its core for creation of maximum value for the stakeholders.

### **BRIEF OVERVIEW UNDER COMPANIES ACT 2013**

{Section 178 & Companies [Meetings of Board and its Powers] Rules 2014}

- Constitution of the Nomination and Remuneration Committee consisting of three or more non-executive directors out of which not less than one-half shall be independent directors.
- The Nomination and Remuneration Committee shall identify persons who are qualified to become directors and who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal and shall carry out evaluation of every director's performance.
- The Nomination and Remuneration Committee shall formulate the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board a policy, relating to the remuneration for the directors, key managerial personnel and senior management personnel i.e. employees at one level below the Board including functional heads.

### **NOMINATION AND REMUNERATION POLICY**

This Nomination and Remuneration Policy is being formulated in compliance with Section 178 of the Companies Act, 2013 read along with the applicable rules thereto and Regulation 19 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"). This policy on nomination and remuneration of Directors, Key Managerial Personnel and Senior Management has been formulated by the Nomination and Remuneration Committee (NRC or the Committee) and has been approved by the Board of Directors in its meeting held on 14<sup>th</sup> day of November 2014.

### **Definitions**

"**Remuneration**" means any money or its equivalent given or passed to any person for services rendered by him and includes perquisites as defined under the Income-tax Act, 1961;

**“Key Managerial Personnel” means”:**

- i) Managing Director, or Chief Executive Officer or Manager and in their absence, a Whole-time Director;
- ii) Chief Financial Officer
- iii) Company Secretary; and
- iv) such other officer as may be prescribed.

**“Senior Managerial Personnel”** means the personnel of the company who are members of its core management team excluding Board of Directors. Normally, this would comprise all members of management of rank equivalent to General Manager and above, including all functional heads.

**Objective**

The objective of the policy is to ensure that:-

- the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;
- relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
- remuneration to directors, key managerial personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.

**Role of the Committee**

The role of the NRC will be the following:

- To formulate criteria for determining qualifications, positive attributes and independence of a Director.
- To formulate criteria for evaluation of Independent Directors and the Board.
- To identify persons who are qualified to become Directors and who may be appointed in Senior Management in accordance with the criteria laid down in this policy.
- To carry out evaluation of Director’s performance.
- To recommend to the Board the appointment and removal of Directors, KMP and Senior Management.

- To devise a policy on Board diversity, composition and size.
- Succession planning for replacing Key Executives and overseeing their orientation and successful alignment with the philosophy of the Company.
- To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable.
- To perform such other functions as may be necessary or appropriate for the performance of its duties.

### **APPOINTMENT AND REMOVAL OF DIRECTOR, KEY MANAGERIAL PERSONNEL AND SENIOR MANAGEMENT**

a) The Committee shall identify and ascertain the integrity, qualification, expertise and experience of the person for appointment as Director, KMP or at Senior Management level and recommend his / her appointment, as per Company's Interview and Selection procedure.

- 1) A person should possess adequate qualification, expertise and experience for the position he / she is considered for appointment. The Committee has authority to decide whether qualification, expertise and experience possessed by a person is sufficient / satisfactory for the position.
- 2) The Company shall not appoint or continue the employment of any person as the M.D or Whole-time Director or a manager who has attained the age of seventy years. Provided that the term of the person holding this position may be extended beyond the age of seventy years with the approval of shareholders by passing a special resolution.

### **TERM / TENURE**

#### **a) Managing Director/Whole-time Director:**

The Company shall appoint or re-appoint any person as its Managing Director or Executive Director for a term not exceeding five years at a time. No re-appointment shall be made earlier than one year before the expiry of term.

**Rotation:** The Managing Director/Whole Time Director and other Non-Executive Directors of the Company shall be liable to retire by rotation subject to the employment agreement, if any signed between the company and such Directors of

the Company at the time of appointment.

**Independent Director:**

An Independent Director shall hold office for a term up to five consecutive years on the Board of the Company and will be eligible for re-appointment on passing of a special resolution by the Company and disclosure of such appointment in the Board's report.

No Independent Director shall hold office for more than two consecutive terms of upto maximum of 5 years each, but such Independent Director shall be eligible for appointment after expiry of three years of ceasing to become an Independent Director.

Provided that an Independent Director shall not, during the said period of three years, be appointed in or be associated with the Company in any other capacity, either directly or indirectly.

**Rotation:** An Independent Director shall not be liable to retire by rotation pursuant to the provisions of sub-sections (6) and (7) of section 152 of the Companies Act, 2013.

At the time of appointment of Independent Director it should be ensured that number of Boards on which such Independent Director serves is restricted to seven listed companies as an Independent Director and three listed companies as an Independent Director in case such person is serving as a Whole-time Director of a listed company or such other number as may be prescribed under the Listing Agreement.

**EVALUATION**

The Committee shall carry out evaluation of performance of Director, KMP and Senior Management Personnel yearly.

**REMOVAL**

The Committee may recommend with reasons recorded in writing, removal of a Director, KMP or Senior Management Personnel subject to the provisions and compliance of the Companies Act, 2013, rules and regulations.

**RETIREMENT**

The Director, KMP and Senior Management Personnel shall retire as per the applicable provisions of the Act and the prevailing policy of the Company. The

Board will have the discretion to retain the Director, KMP, Senior Management Personnel in the same position/ remuneration or otherwise even after attaining the retirement age, for the benefit of the Company.

## **POLICY FOR REMUNERATION TO DIRECTORS / KMP / SENIOR MANAGEMENT PERSONNEL**

### **1. Remuneration to Managing Director / Whole-time Directors:**

- a) The Remuneration/ Commission etc. to be paid to Managing Director / Whole-time Directors, etc. shall be governed as per provisions of the Companies Act, 2013 and rules made there under or any other enactment for the time being in force and the approvals obtained from the Members of the Company.
- b) The Nomination and Remuneration Committee shall make such recommendations to the Board of Directors, as it may consider appropriate with regard to remuneration to Managing Director / Whole-time Directors.

### **2. Remuneration to Non-Executive / Independent Directors:**

- a) The Non-Executive / Independent Directors may receive sitting fees and such other remuneration as permissible under the provisions of Companies Act, 2013. The amount of sitting fees shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors.
- b) All the remuneration of the Non-Executive / Independent Directors (excluding remuneration for attending meetings as prescribed under Section 197 (5) of the Companies Act, 2013) shall be subject to ceiling/limits as provided under Companies Act, 2013 and rules made there under or any other enactment for the time being in force. The amount of such remuneration shall be such as may be recommended by the Nomination and Remuneration Committee and approved by the Board of Directors or shareholders, as the case may be.
- c) An Independent Director shall not be eligible to get Stock Options and also shall not be eligible to participate in any share based payment schemes of the Company.
- d) Any remuneration paid to Non-Executive / Independent Directors for services rendered which are of professional in nature shall not be considered as part of the remuneration for the purposes of clause(b) above if the following conditions are satisfied:

- i. The Services are rendered by such Director in his capacity as the professional; and
- ii. In the opinion of the Committee, the director possesses the requisite qualification for the practice of that profession.

### **3. Remuneration to Key Managerial Personnel and Senior Management:**

- a) The remuneration to Key Managerial Personnel and Senior Management shall consist of fixed pay and incentive pay, in compliance with the provisions of the Companies Act, 2013 and in accordance with the Company's HR Policy.
- b) The Compensation Committee of the Company, constituted for the purpose of administering the Employee Stock Option / Purchase Schemes, shall determine the stock options and other share based payments to be made to Key Managerial Personnel and Senior Management.
- c) The Fixed pay shall include monthly remuneration, employer's contribution to Provident Fund, contribution to pension fund, pension schemes, etc. as decided from to time.
- d) The Incentive pay shall be decided based on the balance between performance of the Company and performance of the Key Managerial Personnel and Senior Management, to be decided annually.

### **IMPLEMENTATION**

- The Committee may issue guidelines, procedures, formats, reporting mechanism and manuals in supplement and for better implementation of this policy as considered appropriate.
- The Committee may Delegate any of its powers to one or more of its members.

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

- (i) The ratio of the remuneration of the Managing Director to the median remuneration of the employees of the company for the financial year is not applicable since there was no Managing Director in the Company.

- (ii) The percentage increase in remuneration of each Director, Chief Financial Officer, Chief Executive Officer, Company Secretary or Manager, if any, in the financial year.

<b>Sr. No</b>	<b>Name of Director/KMP and Designation.</b>	<b>% increase in Remuneration in the Financial Year 2018-19.</b>
<b>1</b>	<b>Manpreet Kaur</b>	Nil
<b>2</b>	<b>Avant Singh Sethi</b>	Nil

- (iii) the percentage increase in the median remuneration of employees in the financial year. – Not applicable.
- (iv) As on 31st March 2019, the Company has three permanent employees on the rolls of the Company.
- (v) Relationship between average increase in remuneration and company performance:- NA.
- (vi) Average percentile increase already made in the salaries of employees other than the managerial personnel in the last financial year and its comparison with the percentile increase in the managerial remuneration and justification thereof and point out if there are any exceptional circumstances for increase in the managerial remuneration :- Not applicable.
- (vii) Affirmation: Affirmed that the remuneration is as per the remuneration policy of the company.



**Compliance Certificate by Chief Executive Officer and Chief Financial Officer:**

Pursuant to 17(8) of the SEBI (Listing Obligations and Disclosure Requirements), 2015, we hereby certify that:

- a. We have reviewed the financial statements and the Cash Flow Statement for the year ended on 31.03.2019 and that to the best of our knowledge and belief:
  - I. These statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
  - II. These statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- b. There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's Code of Conduct.
- c. We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and we have disclosed to the auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- d. We have indicated to the auditors and the Audit committee:
  - I. significant changes, if any, in internal control over financial reporting during the year;
  - II. significant changes in accounting policies during the year, if any, and that the same have been disclosed in the notes to the financial statements; and
  - III. that no instances of significant fraud have come to our notice.

For SNS Properties And Leasing Limited

Place : New Delhi  
Date : 14.08.2019

(Kamal Kishore Sharma)  
Whole Time Director  
DIN : 02774401

**CERTIFICATE OF COMPLIANCE OF THE CODE OF CONDUCT OF THE  
COMPANY**

This is to state that the Company had duly adopted a Code of Conduct. After adoption of the Code of Conduct, the same was circulated to all the Board Members and Senior Management Personnel for compliance. It is affirmed that all the Board Members and Senior Management Personnel have complied with the Code of Conduct and have given a confirmation in this regard.

For SNS Properties And Leasing Limited

Place : New Delhi  
Date : 14.08.2019

(Kamal Kishore Sharma)  
Whole Time Director  
DIN : 02774401

# **SRY & ASSOCIATES**

CHARTERED ACCOUNTANTS  
503, RATTAN JYOTI BUILDING,  
18, RAJENDRA PALACE,  
DELHI-110018.

M.NO. 98102 66292 email id: rajan\_gta@hotmail.com

---



## **INDEPENDENT AUDITORS' REPORT**

The Members of  
**SNS Properties & Leasing Ltd.**

### **Report on the audit of financial statements**

#### **Opinion**

We have audited the financial statements of SNS Properties & Leasing Limited (“the Company”), which comprise the balance sheet as at March 31, 2019, and the statement of profit and loss (including other comprehensive income), the statement of changes in equity and the statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies and other explanatory information.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid financial statements give the information required by the Companies Act 2013 (“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, 2019, and its loss, total comprehensive income, the changes in equity and cash flows for the year ended as on that date.

#### **Basis for opinion**

We conducted our audit in accordance with the standards on auditing specified under section 143 (10) of the Companies Act, 2013. Our responsibilities under those Standards are further described in the auditor’s responsibilities for the audit of the financial statements section of our report. We are independent of the Company in accordance with the code of ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act and the rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the code of ethics.

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

#### **Key audit matters**

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

We have determined that there is no key audit matter to communicate in our report.

## **Information other than the financial statements and auditors' report thereon**

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

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. Since the other information has not been made available to us, we shall not be able to comment on this aspect.

## **Management's responsibility for the financial statements**

The Company's board of directors is responsible for the matters stated in section 134 (5) of the Act with respect to the preparation of these financial statements that give a true and fair view of the financial position, financial performance including other comprehensive income, cash flows and changes in equity of the Company in accordance with the Indian Accounting Standards (Ind AS) prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Rules, 2016, as amended from time to time, and other accounting principles generally accepted in India.

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

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

The board of directors are also responsible for overseeing the Company's financial reporting process.

## **Auditor's responsibilities for the audit of the financial statements**

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

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Companies Act, 2013, we are also responsible for expressing our opinion on whether the company has adequate internal financial controls system in place and the operating effectiveness of such controls
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

### **Report on other legal and regulatory requirements**

As required by the Companies (Auditor's Report) Order, 2016 ("the Order"), issued by the Central Government of India in terms of sub-section (11) of section 143 of the Companies Act, 2013, we give in Annexure "A" a statement on the matters specified in paragraphs 3 and 4 of the Order.

As required by Section 143(3) of the Act, we report that:

- (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
- (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books;
- (c) The balance sheet, the statement of profit and loss, the statement of change in equity and the cash flow statement 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;
- (e) On the basis of the written representations received from the directors as on March 31, 2019 taken on record by the board of directors, none of the directors is disqualified as on March 31, 2019 from being appointed as a director in terms of Section 164 (2) of the Act;
- (f) With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate report in "Annexure B". Our report expresses an unmodified opinion on the adequacy and operating effectiveness of the Company's internal financial controls over financial reporting;
- (g) With respect to the other matters to be included in the Auditor's Report in accordance with the requirements of section 197 (16) of the Act, as amended, in our opinion and to the best of our information and according to the explanations given to us, the remuneration paid by the Company to its directors during the year is in accordance with the provisions of section 197 of the Act; and
- (h) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us;
- (i) The Company has disclosed the impact of pending litigations on its financial position in its financial statements - Refer Note 15 to the financial statements.
- (ii) The Company did not have any outstanding long-term contracts including derivative contracts as at 31 March, 2019 for which there were any material foreseeable losses: and
- (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.

For **SRY & ASSOCIATES**  
**Chartered Accountants**  
Firm. R. No. 011227N

**(Rajan Gupta)**  
**Partner**  
**M.No.089469**

**Place: New Delhi**  
**Date: 30.05.2019**

## **“ANNEXURE A” OF THE AUDITORS’ REPORT**

(Referred to in paragraph 1)

1.
  - a) The Company has maintained proper records showing full particulars including quantitative details and situation of fixed assets
  - b) According to the information and explanations given to us, fixed assets have been physically verified by the management during the year. No material discrepancies were noticed on such physical verification. In our opinion, the frequency of physical verification of fixed assets is reasonable having regard to the size of the Company and nature of its business.
2. The physical verification of inventories carried by the company, has been done at reasonable intervals.
3. The Company has not granted any loan to director/key managerial Person/relative covered in the register maintained under section 189 of the Companies Act 2013; and therefore paragraph 3 (iii ) of the Order is not applicable..
4. In our opinion and according to the information and explanations given to us, the company has complied with the provisions of section 185 read with section 186 and section 186 of the Companies Act with respect to loans and investments made.
5. The Company has not accepted any deposit from public.
6. The Central Government has not prescribed the maintenance of cost records under section 148(1) of the Act, for any of the services rendered by the Company.
7. (a) According to the information and explanations given to us and on the basis of our examination of record of the company , the Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, employees state insurance (ESI), Investor Education and Protection Fund, Income-tax, Tax deducted at sources, Tax collected at source, Professional Tax, Sales Tax, Goods and Service Tax, value added tax (VAT), Wealth Tax, Service Tax , Custom Duty , Excise Duty, Cess and other material statutory dues applicable to it, with the appropriate authorities.

According to the information and explanations given to us, there were no undisputed amounts payable in respect of Income-tax, Wealth Tax, Custom Duty ,Excise Duty, sales tax, Service Tax, Goods and Service Tax, VAT, Cess and other material statutory dues in arrears/were outstanding as at 31<sup>st</sup> March, 2019 for a period of more than six months from the date they became payable.

- (b) According to the information and explanations given to us, there are no dues of income tax, sales tax, service tax, Goods and Service Tax duty of customs, duty of excise and value added tax which have not been deposited on account of any dispute.

8. In our opinion and according to the information and explanations given to us, the Company has not defaulted in repayment of loans or borrowing to a financial institution, bank or government or dues to the debenture holders .
9. The Company did not raise any money by way of initial public offer or further public offer (including debt instruments) and term loans during the year. Accordingly, paragraph 3(ix) of the Order is not applicable to the Company.
10. According to the information and explanations given to us, no material fraud by the Company or any fraud on the company by its officers or employees has been noticed or reported during the course of our audit.
11. According to the information and explanations given to us and based on our examination of the records of the company, the Company has not paid/provided for managerial remuneration.
12. In our opinion, the Company is not a Nidhi Company. Therefore, the provisions of clause 3(xii) of the Order are not applicable to the company.
13. According to the information and explanations given to us and based on our examination of the records of the company, transactions with the related parties are in compliance with Section 177 and 188 of the Act where applicable and details of such transactions have been disclosed in the financial statements as required by the applicable accounting standards.
14. According to the information and explanations given to us and based on our examination of the records of the company, the company has not made any preferential allotment or private placement of share or fully or partly convertible debentures during the year.
15. Based upon the audit procedures performed and the information and explanations given by the management, the company has not entered into any non cash transactions with directors or persons connected with him. Accordingly, the provisions of clause 3(xv) of the order are not applicable the company and hence not commented upon.
16. According to the information and explanations given to us and based on our examination of the records of the company, the company is not required to be registered under section 45-IA of the Reserve Bank of India Act, 1934.

For **SRY & Associates**  
Chartered Accountants  
Firm. R. No. 011227N

**Date: 30.05.2019**  
**Place: New Delhi**

**(Rajan Gupta)**  
Partner  
M.No 089469



## **Annexure - B to the Auditors' Report**

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

We have audited the internal financial controls over financial reporting of SNS PROPERTIES & LEASING LIMITED ("the Company") as of 31 March 2019 in conjunction with our audit of the financial statements of the Company for the year ended on that date.

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

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

#### **Auditors' Responsibility**

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

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

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

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

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

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

## **Inherent Limitations of Internal Financial Controls Over Financial Reporting**

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

### **Opinion**

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

**For SRY & Associates**  
**(Chartered Accountants)**  
Firm. R. No. 011227N

**(Rajan Gupta)**  
**Partner**  
**Membership No: 089469**

**Date: 30.05.2019**  
**Place: New Delhi**

# SNS PROPERTIES & LEASING LTD.

Balance Sheet as at 31st March, 2019

Particulars	Note	As at 31st March,2019 (Rs.)	As at 31st March,2018 (Rs.)
<b>ASSETS</b>			
<b>1 Non-current assets</b>			
(a) Computer, Air conditioner & Equipments	2	2,776	2,776
(b) Financial assets			
Non- Current Investments	3	20,000	20,000
(c) Deferred Tax Assets (Net)	4	35	157
<b>Total non-current assets</b>		<b>22,811</b>	<b>22,933</b>
<b>2 Current assets</b>			
(a) Inventories	5	5,046,250	5,067,000
(b) Financial assets			
Cash and cash equivalents	6	69,462	20,372
(c) Other current assets	7	-	250,000
<b>Total current assets</b>		<b>5,115,712</b>	<b>5,337,372</b>
<b>TOTAL ASSETS</b>		<b>5,138,523</b>	<b>5,360,305</b>
<b>1 EQUITY AND LIABILITIES</b>			
<b>Equity</b>			
(a) Equity share capital	8	9,941,750	9,941,750
(b) Other equity		(7,616,727)	(7,320,415)
<b>Total equity</b>		<b>2,325,023</b>	<b>2,621,335</b>
<b>Liabilities</b>			
<b>2 Current liabilities</b>			
Other current liabilities	9	2,813,500	2,738,970
<b>Total current liabilities</b>		<b>2,813,500</b>	<b>2,738,970</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>5,138,523</b>	<b>5,360,305</b>
<b>Significant Accounting policies</b>			
1			
<b>The accompanying notes are an Intergral part of the financial statements</b>			
As per our Report of even date			
<b>For SRY &amp; ASSOCIATES</b>		<b>For and on behalf of the Board</b>	
FRN 011227N			
		<b>Kamal Kishore Sharma</b>	<b>Raj Kumar</b>
		Director	Director
		DIN- 02774401	DIN- 02693400
<b>(RAJAN GUPTA)</b>		<b>Avant Singh Sethi</b>	<b>Manpreet Kaur</b>
Membership Number 089469		Chief Financial Officer	Compnay Secretary
New Delhi, 30th May, 2019			

# SNS PROPERTIES & LEASING LTD.

## Statement of Profit and Loss for the year ended 31st March, 2019

Particulars	Note	For the year ended	For the year ended
		March 31, 2019	March 31, 2018
		Rs.	Rs.
<b>Revenue from operations</b>	<b>10</b>	269,750	330,000
<b>I. Total income</b>		269,750	330,000
<b>II. Expenses :</b>			
Employee benefit expense	<b>11</b>	60,000	60,305
Finance cost	<b>12</b>	540	128
Other expenses	<b>13</b>	505,400	297,765
<b>Total expenses</b>		565,940	358,198
<b>III. Profit/(Loss) before tax (I-II)</b>		(296,190)	(28,198)
<b>IV. Tax expense:</b>			
Current tax (MAT)		-	-
Income tax relating to earlier year		-	-
Deferred tax		122	132
Total of tax expenses		122	132
<b>V. Profit/(Loss) for the period (III-IV)</b>		(296,312)	(28,330)
<b>VI. Other Comprehensive Income</b>			
<b>A Items that will not be reclassified to profit or loss</b>			
Remeasurement of the Shares		-	-
Income tax relating to items that will not be reclassified to profit or loss			
<b>B Items that will be reclassified to profit or loss</b>			
Income tax relating to items that will be reclassified to profit or loss			
<b>Total Other Comprehensive Income (Net)</b>		-	-
<b>VII. Total comprehensive income for the period (V+VI)</b>		(296,312)	(28,330)
<b>Earnings per share (RS.)</b>			
Basic and Diluted - Par value of Rs 10 per share		(0.30)	(0.03)

Significant Accounting policies

1

The accompanying notes are an Integral part of the financial statements

As per our Report of even date

For SRY & ASSOCIATES

FRN 011227N

For and on behalf of the Board

**Kamal Kishore Sharma**

Director

DIN- 02774401

**Raj Kumar**

Director

DIN- 02693400

**(RAJAN GUPTA)**

Partner

Membership Number 089469

New Delhi, 30th May, 2019

**Avant Singh Sethi**

Chief Financial Officer

Company Secretary

**Manpreet Kaur**

Company Secretary

# SNS PROPERTIES & LEASING LTD.

## Cash Flow Statement for the year ended 31st March, 2019

Particulars	For the year ended 31st March, 2019		For the year ended 31st March, 2018	
		Rs.		Rs.
<b>A. Cash flow from operating activities</b>				
Net Profit/(Loss) before tax and extraordinary items		(296,190)		(28,198)
<i>Adjustments for:</i>				
Depreciation and Loss on Sale of Fixed Assets	-		-	
Operating profit before working capital changes		(296,190)		(28,198)
<i>Changes in working capital:</i>				
<i>Adjustments for (increase) / decrease in operating assets:</i>				
Inventories	20,750		60,000	
Short- Term Loan and advances	-		-	
Other current assets	250,000			
<i>Adjustments for increase / (decrease) in operating liabilities:</i>				
Other current liabilities	74,530		(68,312)	
Cash flow from extraordinary items		345,280		(8,312)
Cash generated from operations		49,090		(36,510)
Net income tax (paid) / refunds		-		-
<b>Net cash flow from operating activities (A)</b>		49,090		(36,510)
<b>B. Cash flow from investing activities</b>				
Purchase of Investment		-		-
Sale of investment		-		-
<b>Net cash flow (used in) investing activities (B)</b>		-		-
<b>C. Cash flow from Financing activities</b>				
<b>Net Increase/(decrease) in Cash and cash equivalents (A+B+C)</b>		49,090		(36,510)
Cash and cash equivalents at the beginning of the year		20,372		56,882
Cash and cash equivalents at the end of the year		69,462		20,372

As per our Report of even date

**For SRY & ASSOCIATES**

Chartered Accountants

FRN 011227N

**(RAJAN GUPTA)**

Partner

Membership Number 089469

New Delhi, 30th May, 2019

**For and on behalf of the Board**

**Kamal Kishore Sharma**

Director

DIN- 02774401

Raj Kumar

Director

DIN- 02693400

**Avant Singh Sethi**

Chief Financial Officer

**Manpreet Kaur**

Company Secretary

## **SNS PROPERTIES & LEASING LIMITED**

### **Note No.1**

#### **SIGNIFICANT ACCOUNTING POLICIES:**

##### **1. Basis of Preparation of Financial Statements.**

These financial statements are prepared in accordance with Indian Accounting Standards (Ind AS) under the historical cost convention on the accrual basis except for certain financial instruments which are measured at fair values, the provisions of the Companies Act, 2013 ('Act') (to the extent notified) and guidelines issued by the Securities and Exchange Board of India (SEBI). The Ind AS are prescribed under Section 133 of the Act read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian Accounting Standards) Amendment Rules, 2016.

The financial statements are presented in Indian Rupees ("INR").

##### **2. Use of estimates**

The preparation of the financial statements in conformity with Ind AS requires management to make estimates, judgments and assumptions. These estimates, judgments and assumptions affect the application of accounting policies and the reported amounts of assets and liabilities, the disclosures of contingent assets and liabilities at the date of the financial statements and reported amounts of revenues and expenses during the period. Application of accounting policies that require critical accounting estimates involving complex and subjective judgments and the use of assumptions in these financial statements. Accounting estimates could change from period to period. Actual results could differ from those estimates. Appropriate changes in estimates are made as management becomes aware of changes in circumstances surrounding the estimates. Changes in estimates are reflected in the financial statements in the period in which changes are made and, if material, their effects are disclosed in the notes to the financial statements.

##### **3. Fixed Assets**

On adoption of Ind AS the company retained the carrying value of all the fixed assets as recognized in financial statement as at the date of transition to Ind AS measured as per previous GAAP and used that as deemed cost as permitted by Ind AS 101.

Fixed assets are stated at cost, less accumulated depreciation and accumulated impairment losses, if any. The costs of acquisition including taxes, duties and other direct and indirect expenses incidental to acquisition and installation/construction directly attributable to acquisition are capitalized until the property,

Depreciation on fixed assets is provided over the useful life of assets as specified in Schedule II to the Companies Act, 2013 except.

Fixed assets which are added/ disposed off during the year, depreciation is provided on pro-rata basis with reference to the month of addition/deletion. The company depreciates fixed assets over their estimated useful lives using the straight-line method.

#### **4. Inventory:**

Inventories are valued at cost or net realizable value, whichever is lower.

#### **5. Revenue Recognition:**

Sales are recognized when risk and rewards of ownership are passed on to the customers. Interest income is recognized on time proportion basis. Other revenues are recognized when they had accrued.

#### **6. Employee Benefits**

The provision of P.F does not apply to this company.

#### **7. Investments**

Current investments are carried at lower of cost and fair value. Long Term investments are stated at cost. Provision for diminution in the value of long- term investments is made only if such a decline is other than temporary.

#### **8. Borrowing Cost:**

Borrowing costs that are attributable to the acquisition or construction of qualifying assets are capitalised as part of the cost of such assets. A qualifying asset is one that necessarily takes substantial period of time to get ready for intended use. All other borrowing costs are charged to revenue.

#### **9. Earning per Share**

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

#### **10. Taxes on Income**

Tax expenses comprises of current and deferred income tax, and wealth tax. Current income tax is calculated at the amount expected to be paid to the tax authorities in accordance with the Indian Income Tax Act, 1961. Deferred income taxes reflects the impact of current year timing differences between taxable income and accounting income for the year and reversal of timing differences of earlier years.

Deferred tax is measured based on the tax rates and the tax laws enacted or substantively enacted at the balance sheet date. Deferred tax assets are recognized only to the extent that there is virtual certainty supported by convincing evidence that sufficient future taxable income will be available against which such deferred tax assets can be realized. If the company has carry forward of unabsorbed depreciation and tax losses, deferred tax, assets are recognized only if there is virtual certainty supported by convincing evidence that such deferred tax assets can be realized against further taxable profits. Unrecognized deferred tax assets of earlier years are re-assessed and recognized to the extent that it has become reasonably certain that further taxable income will be available against which such deferred tax assets can be realized.

## **11. Impairment Of Assets**

At each balance sheet date, the carrying amounts of fixed assets are reviewed by the management to determine whether there is any indication that those assets suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of impairment loss (recoverable amount is the higher of an assets net selling price or value in use). In assessing the value in use, the estimated future cash flows expected from the continuing use of the assets and from its disposal are discounted to their present value using a pre discounted rate that reflects the current market assessment of time value of money and risks specific to the asset.

Reversal of impairment loss is recognized immediately as income in the Profit and Loss Account.

## **12. Provisions, Contingent Liabilities and Contingent Assets.**

A provision is recognized when an enterprise has a present obligation as a result of past event; it is probable that an outflow of resources will be required to settle the obligation, in respect of which a reliable estimate can be made. Provisions are not discounted to its present value and are determined based on best estimate required to settle the obligation at the balance sheet date. These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

## **13. Miscellaneous Expenditure.**

Preliminary expenses had been fully written off in early years.



**SNS PROPERTIES & LEASING LTD.**  
**NOTE FORMING PART OF THE FINANCIAL STATEMENTS**

**Note 2 Computer, Air conditioner & Office Equipments**

Particulars	Computer	Air Conditioner	Office Equipments	Total
	Rs.	Rs.	Rs.	
<b>Gross carrying value:-</b>				
<b>As at March 31, 2018</b>	17,900	12,000	25,650	55550
<b>Depreciation:-</b>				
<b>As at March 31, 2018</b>	17,006	11,400	24,368	52774
Charge for the period	-	-	-	-
Disposals	-	-	-	-
<b>As at March 31, 2019</b>	17,006	11,400	24,368	52774
<b>Net carrying value:-</b>				
<b>As at March 31, 2018</b>	894	600	1,282	2,776
<b>As at March 31, 2019</b>	894	600	1,282	2,776

**Note 3 Investments**

Particulars	As at 31st March,2019	As at 31st March,2018
	Rs.	Rs.
<b>Non- Current Investments of other entities (Unquoted)</b>	20,000	20,000
<b>TOTAL</b>	<b>20,000</b>	<b>20,000</b>

# SNS PROPERTIES & LEASING LTD.

## NOTE FORMING PART OF THE FINANCIAL STATEMENTS

### Note 4 Deferred tax:

Particulars	As at 31st March,2019	As at 31st March,2018
Deferred tax assets -	Rs.	Rs.
Opening	157	289
Differnece in Carrying Amount of Fixed Assets	(122)	(132)
Closing balance	35	157

### Note 5 Inventories

Particulars	As at 31st March,2019	As at 31st March,2018
	Rs.	Rs.
Stock-in-trade (acquired for trading)	5,046,250	5,067,000
<b>Total</b>	<b>5,046,250</b>	<b>5,067,000</b>

### Note 6 Cash and cash equivalents

Particulars	As at 31st March,2019	As at 31st March,2018
	Rs.	Rs.
Cash in hand	1,222	4,592
Balances with banks		
In current accounts	34,184	15,780
Cheques in Hand (NET)	34,056	-
<b>Total</b>	<b>69,462</b>	<b>20,372</b>

### Note 7 Other Current Assets

Particulars	As at 31st March,2019	As at 31st March,2018
	Rs.	Rs.
Other Recoverable Unsecured, considered good	-	250,000
<b>Total</b>	<b>-</b>	<b>250,000</b>

# SNS PROPERTIES & LEASING LTD.

## NOTE FORMING PART OF THE FINANCIAL STATEMENTS

### Note 8 (a) Equity Share Capital

Particulars	As at 31st March,2019	As at 31st March,2018
<b>Authorised</b>		
5000000 Equity Share of Rs.10/- each(5000000 Equity shares of Rs.10/- each)	50,000,000	50,000,000
<b>Issued</b>		
1000000 Equity Share of Rs.10/- each(1000000 Equity share of Rs.10/- each)	10,000,000	10,000,000
<b>Subscribed and Fully paid up</b>		
976700 Equity Share of Rs.10/- each(976700 Equity share of Rs.10/- each)	9,767,000	9,767,000
<b>Subscribed but not Fully paid up</b>		
23300 Equity Share of Rs.10/- each(23300 Equity share of Rs.10/- each as at)	174,750	174,750
<b>Total</b>	<b>9,941,750</b>	<b>9,941,750</b>

### 8.1 Movements in Equity Share Capital

Reconciliation of the number of Equity Shares Outstanding is set below:

Particulars	As at 31st March,2019	As at 31st March,2018
	<b>No. of shares</b>	<b>No. of shares</b>
Balance at the beginning of the reported period	1,000,000	1,000,000
Changes in the equity share capital during the year	-	-
<b>Balance at the closing of the reported period</b>	<b>1,000,000</b>	<b>1,000,000</b>

8.2 The Company has only one class of equity shares having a par value of Rs.10/- per share. Each

8.3 Calls unpaid by others Rs.174750/- (As at 31st March 2018 Rs.174750/-)

8.4 Detail of share holders Holding more than 5% shares

Name of the Share Holders	As at 31st March,2019		As at 31st March,2018	
	Number of Shares Held	%/ of Holding	Number of Shares Held	%/ of Holding
Anil Kumar	73,250	7.33	73,250	7.33
Gulshan Kumar	73,300	7.33	73,300	7.33

### (b) Other Equity

Particulars	Reserve & Surplus	
	Retained Earnings	Other items of other
	Rs.	Rs.
<b>Balance as at March 31, 2018</b>	(7,320,415)	-
Profit for the year	(296,312)	-
Provision For Diminution in investment	-	-
Total comprehensive income for the year	(296,312)	-
<b>Balance as at March 31, 2019</b>	<b>(7,616,727)</b>	<b>-</b>

### Note 9 Other Current Liabilities

Particulars	As at 31st March,2019	As at 31st March,2018
	Rs.	Rs.
<b>Other Liabilities</b>	<b>2,813,500</b>	<b>2,738,970</b>
<b>Total</b>	<b>2,813,500</b>	<b>2,738,970</b>

# SNS PROPERTIES & LEASING LTD.

## NOTE FORMING PART OF THE FINANCIAL STATEMENTS

### Note 10 Revenue from operations

Particulars	For the year ended March ,31 2019	For the year ended March ,31 2018
	Rs.	Rs.
Income from Sale Purchase of Securities/c	269,750	330,000
<b>Total</b>	<b>269,750</b>	<b>330,000</b>

### Note 11 Employee benefits expenses

Particulars	For the year ended March ,31 2019	For the year ended March ,31 2018
	Rs.	Rs.
Salarlies and Other Allowances	60,000	60,000
Staff Welfare Exp	-	305
<b>Total</b>	<b>60,000</b>	<b>60,305</b>

### Note 12 Finance costs

Particulars	For the year ended March ,31 2019	For the year ended March ,31 2018
	Rs.	Rs.
Other borrowing costs - Bank Charges	540	128
<b>Total</b>	<b>540</b>	<b>128</b>

### Note 13 Other expenses

Particulars	For the year ended March ,31 2019	For the year ended March ,31 2018
	Rs.	Rs.
Printing & Stationery	45,455	57,110
Fee & Taxes	74,020	96,694
Legal & Professional charges	18,769	38,350
Postage & Telegram, Telephone & Telex	24,000	23,050
Advertisement & Publicity	50,341	52,169
Other/ General Exp	260,515	992
AGM Expenses	2,800	5,800
<b>Payment to Auditors</b>		
As auditors - statutory audit	25,000	15,000
For taxation matters	4,500	8,600
<b>Total</b>	<b>505,400</b>	<b>297,765</b>

## **SNS PROPERTIES & LEASING LIMITED**

### **NOTES ON ACCOUNTS:**

#### 14. Corporate Information

SNS Properties and Leasing Limited (the Company) is a public company and is incorporated under the provisions of the Companies Act, applicable in India. Its shares are listed on the Metropolitan Stock Exchange of India Limited. The registered office of the company is located at D2-11, Budh Vihar, Phase 1, New Delhi, 110086.

#### 15. Contingent liabilities not provided for:

Liability in respect of TDS and Income tax has been accounted for on the basis of respective returns filed with the relevant authorities. Additional demand, if any, arising at the time of assessment is accounted for in the year in which the assessment is completed.

16. In the opinion of the Board of Directors of the Company, the current assets, loans and advances, if realized in the ordinary course of business, have a realizable value which is at least equal to the value at which these are stated in accounts.

17. There was no employee employed for full year or part of the year who was getting salary in excess of limit laid down under provisions of the Companies Act, 2013.

#### 18. Related Party Disclosures

As required by AS-18, Related Party Disclosures, are given below:

##### **A. Relationships**

##### **a) Key Management Personnel**

Mr. Kamal Kishore Sharma	Director
Mr. Raj Kumar	Director

##### **b) Relatives of Key Management Personnel: NIL**

##### **c) Associates Companies**

Gala Finance and Investment Ltd.  
G.S. Auto Leasing Ltd.  
Himachal knit Exports Ltd.

**B. Transactions with related parties:****(Rs. In Lakhs)**

S.No	Nature of Transaction	Current Year			Previous year		
		Associated/ Related Cos/Firms	Key Management Personnel	Relatives	Associated/ Related Cos/Firms	Key Management Personnel	Relatives
1.	Directors Remuneration	-	-	-	-	-	-
2.	Year Ended Balance of Unsecured Loans advanced	-	-	-	-	-	-
3.	Year Ended Balance of Unsecured Loans received	-	-	-	-	-	-
4.	Purchases	-	-	-	-	-	-
5.	Sales	-	-	-	1.30	-	-

## 19. Earning Per Share.

Particulars	31.03.2019	31.03.2018
Weighted Average number of shares outstanding during the year	1000000	1000000
Net Profit/ (Loss) available for equity share holders (Rs in lacs)	(2.96)	(0.28)
Earning per Share (Face Value Rs 10/-)	(0.30)	(0.03)

## 20. Deferred Tax Liability:

Deferred tax assets and liabilities are being offset as they relate to taxes on income levied by the same governing taxation laws.

Break up of deferred tax assets/ liabilities are as under:-

	Up to 31st March 2019 (Rs)	For the Year (Rs)	Up to 31 <sup>st</sup> March2018 (Rs)
<b>A. Deferred Tax Assets (Liabilities)</b>			
Difference between carrying Amount of fixed assets in the Financial statements and The income tax returns.	35.00	(122.00)	157.00
Unabsorbed Loss	<u>35.00</u>	<u>(122.00)</u>	<u>157.00</u>

	Current year -----	previous year -----
21. Expenditure in foreign currency		
Travelling & Conveyance	NIL	NIL
Income in foreign currency	NIL	NIL

22. Previous Year figures are regrouped and rearranged wherever necessary.

**For SRY & Associates**  
**Chartered Accountants**  
 Firm. R. No. 011227N

**For & on behalf of the Board**

**(Rajan Gupta)**  
**Partner**  
**M. No.089469**  
**Place : New Delhi**  
**Date : 30.05.2019**

**(Kamal Kishore Sharma)(Raj Kumar)**  
**Director                      Director**  
**DIN-02774401              DIN-02693400**

**(Avant Singh Sethi)      (Manpreet kaur)**  
**Chief Financial Officer      Company Secretary**